

BPER INTERNATIONAL SICAV
Société d'Investissement à Capital Variable
2C, rue Albert Borschette
L-1246 Luxembourg
R.C.S. Luxembourg B 61.517
(the "**Company**")

NOTICE TO SHAREHOLDERS OF THE COMPANY

IMPORTANT:
THIS LETTER REQUIRES YOUR IMMEDIATE ATTENTION.
IF YOU HAVE ANY QUESTIONS ABOUT THE CONTENT OF THIS LETTER,
YOU SHOULD SEEK INDEPENDENT PROFESSIONAL ADVICE.

23 October 2020

Dear Shareholders,

We are writing to inform you of the amendment to be made to the prospectus reflecting the board of directors of the Company's (the "**Board**") right to increase the maximum swing factor used to apply swing pricing to the sub-funds in exceptional circumstances.

Capitalized terms used but not defined herein shall have the same meaning as defined in the Prospectus except otherwise provided.

What is the swing pricing mechanism?

In order to counter a reduction in value, known as a "dilution" when trading the underlying investments as a result of net inflows or net outflows of the respective sub-fund, and to protect Shareholders' interests, the management company of the Company may make adjustments to the net asset value per Share to counter the impact of dealing and other costs on occasions when these are deemed to be significant.

The Prospectus currently foresees that the maximum percentage by which the net asset value per Share may be adjusted (the "**Swing Factor**") is 1% of the net asset value per Share.

What will change?

As per its FAQ COVID-19, the Luxembourg supervisory authority, the *Commission de Surveillance du Secteur Financier*, allows market participants to increase the Swing Factor beyond the maximum level disclosed in the Prospectus under certain predetermined conditions.

In order to foresee any future exceptional circumstances similar to the COVID-19-related crisis, the Board has decided to retain the possibility (in respect of any Sub-Fund and/or Valuation Day) to apply on a temporary basis a dilution adjustment greater than 1% of the then applicable Net Asset Value per Share if such increase is representative of the prevailing market conditions and deemed to be in the best interest of the Shareholders.

The Swing Factor to be applied in any given instance will be calculated in accordance with the procedures established by the Board.

Shareholders will be notified when the temporary measures will be introduced as well as when market conditions no longer require the maximum Swing Factor to exceed the level disclosed in the Prospectus.

Section 6 "Investments in BPER International SICAV" of the prospectus will therefore be updated as follows:

"The maximum adjustment **generally** amounts to 1% of the net asset value per Share (prior to the adjustment). Both the estimated transaction costs and taxes incurred by the Sub-Fund as well as the estimated bid/offer spread of the assets in which the Sub-Fund invests may be taken into account.

The Board may decide, in respect of any Sub-Fund and/or Valuation Day, to apply on a temporary basis a dilution adjustment greater than 1% of the then applicable Net Asset Value per Share in exceptional circumstances (e.g. high market volatility and/or illiquidity, exceptional market conditions, market disruptions, etc.) where the Board can justify that this is representative of prevailing market conditions and that this is in the best interests of Shareholders. Such dilution adjustment is calculated in conformity with the procedures established by the Board. Shareholders shall be notified at the introduction of the temporary measures as well as at the end of the temporary measures via the usual communication channels."

Should you have any questions or concerns about the foregoing, please contact the Company at its registered office in Luxembourg or the representative of the Company in your jurisdiction.

Yours faithfully,

The Board