

STATUT

APS CREDIT FUND SICAV, a.s.

APS CREDIT FUND

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1 BASIC DATA	
Fund	APS CREDIT FUND SICAV, a.s.
Type of company	joint stock company with variable share capital
Headquarters	Prague 8, Pobřežní 394/12, Postal Code 186 00
ID	036 24 251
Entry in the Commercial Register	The Fund is a company registered in the Commercial Register maintained by the Municipal Court in Prague, Section 20276, Insert B
Date of creation	8 December 2014 (date of registration in the Commercial Register)
Subscribed share capital	2,000,000 CZK (two million Czech crowns). The subscribed share capital of the Fund is sufficient in terms of obtaining and maintaining adequate human and technical resources necessary for the proper management of the Sub-Funds at the initial stage of the Fund's existence, when the relevant Sub-Funds do not have sufficient capital obtained from Shareholders to generate a sufficiently high management fee. In the later stages of the Fund's existence, the cost of maintaining adequate human and technical resources will be financed by the management fee of each Sub-Fund.
The period for which the Fund was established	indefinite
Internal structure	dualistic system
The Fund's website	http://www.apscreditfund.com/
Administrator	QI Investiční společnost, a.s., with its registered office at Rybná 682/14, Prague 1, Postal Code 110 05, ID No.: 27911497, registered in the Commercial Register maintained by the Municipal Court in Prague in Section B, Insert 11985 and in the list of investment companies maintained by the CNB. Further information about the company is available at https://www.conseq.cz
Manager	Fund The operator is not entitled to exceed the applicable limit.
Registrar	Conseq Investment Management, a.s., with registered office at Prague 1, Rybná 682/14, Staré Město, Postal Code 110 00, ID No.: 264 42 671, registered in the Commercial Register maintained by the Municipal Court in Prague, Section B, Insert 7153.
Depository	UniCredit Bank Czech Republic and Slovakia, a.s., with registered office at Prague 4 - Michle, Želetavská 1525/1, Postal Code 14092, ID No. 64948242, registered in the Commercial Register maintained by the Municipal Court in Prague, Section B, Insert 3608. The depository is registered in the list of investment fund depositories maintained by the CNB. Further information about the company is available on the website https://www.unicreditbank.cz
Auditor	ECOVIS blf s.r.o., with registered office at Betlémské náměstí 351/6 Old Town, 110 00 Prague 1, ID No.: 27608875, registered in the

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The company is registered in the commercial register maintained by the Municipal Court in Prague under file number B 20276.

Pobřežní 394/12,
Karlín, 186 00
Praha 8

IČO: 03624251
info@apscreditfund.com
www.apscreditfund.com

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	<p>Commercial Register maintained by the Municipal Court in Prague, Section C, Insert 118619.</p> <p>Further information about the company is available at http://www.ecovisblf.cz/</p>
Supervisory authority	<p>Czech National Bank, Na Příkopě 28, Prague 1, Postal Code 115 03, telephone: 224 411 111, e-mail address: podatelna@cnb.cz,</p> <p>More information about the company is available on the website http://www.cnb.cz (hereinafter referred to as "CNB")</p>
Contact point	<p>A place where additional information can be obtained if needed:</p> <p>Conseq Investment Management a.s., Prague 1, Rybná 682/14, Postal Code 110 00, e-mail address: fondy@conseq.cz, Internet address: http://www.conseq.com</p>

2 DEFINITION

Unless otherwise indicated, capitalised terms used in this document have the following meanings:

AML law	Act No. 253/2008 Coll., on certain measures against the legalization of the proceeds of crime and the financing of terrorism
Shares	Investment Shares and Founder Shares
Investment shares	Shares which are not Founder Shares issued to the relevant Sub-Fund for the purpose of raising cash
Investment company	<p>QI Investiční společnost, a.s., with its registered office at Rybná 682/14, Prague 1, Postal Code 110 05, ID No.: 27911497, registered in the Commercial Register maintained by the Municipal Court in Prague in Section B, Insert 11985 and in the list of investment companies maintained by the CNB.</p> <p>Further information about the company is available at https://www.conseq.cz</p>
Qualified investor	<p>a qualified investor as defined in the Investment Companies and Investment Funds Act or any other provision replacing the current definition of qualified investor</p> <p>as of the date of publication of the Statute, the range of persons meeting the requirements for a qualified investor is defined in Section 272 of the Act on Investment Companies and Investment Funds</p>
Government Regulation	Government Regulation No. 243/2013 Coll., on the investment of investment funds and on techniques for their management
EU Regulation	Regulation (EU) No 345/2013 of the European Parliament and of the Council directly applicable European Union legislation governing European Venture Capital Funds
Statutes	these Statutes, including any amendments thereto, unless otherwise indicated, available (i) in paper form at the Fund's registered office, or (ii) in electronic form through the Fund's website (http://www.apscreditfund.com/)
Founder shares	shares subscribed by the founders of the Fund

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Act on Business on the Capital Market	Act No. 256/2004 Coll., on Business on the Capital Market, as amended
Act on Investment Companies and Investment Funds	Act No. 240/2013 Coll., on Investment Companies and Investment Funds, as amended
Act on Commercial Corporations	Act No. 90/2012 Coll., on Commercial Companies and Cooperatives (Act on Commercial Corporations), as amended

3 ORGANS OF THE FUND

Board of Directors	Martin Machoň Petr Valenta Viktor Tóth
Supervisory Board	Eva Hlavenová, Tereza Šímanovská, Adriana Jurková
General Meeting	Made by the owners of the Shares The powers of the General Meeting and the powers of individual shareholders are defined in the Articles of Association.
Other committees	Committees, in particular the investment committee of the relevant sub-fund, may be established by decision of the Board of Directors.

4 SHARES

4.1 The company issues two types of shares: Founder Shares and Investment Shares.

Founder Shares

4.2 The Founder Shares represent an equal proportion of the Fund's authorised share capital. The subscribed share capital of the Fund is divided into 20 Founder Shares. The rights and obligations attached to the Founder Shares are set out in more detail in the Fund's Articles of Association.

Investment Shares

4.3 Investment Shares are issued in respect of the relevant sub-fund and represent equal shares in the fund capital of the relevant Sub-Fund, being the value of the assets included in the relevant sub-fund less the value of the debts included in that sub-fund.

4.4 Investment shares are lump shares, i.e. without par value, registered in the name of the shareholder, issued in book-entry form.

4.5 The Investment Shares carry the right to share in the profits from the management of the relevant sub-fund and the liquidation balance on the dissolution of the sub-fund.

4.6 An Investment Share carries the right to redeem it at the request of its owner to the account of the relevant sub-fund. The Investment Shares shall expire upon redemption.

4.7 The holders of Investment Shares have the right to vote at the General Meeting in cases where the law, the Articles of Association or an amendment to the Articles of Association relating to a particular sub-fund so provides.

4.8 The Registrar keeps records of Investment Shares in a separate register.

General provisions

4.9 Other rights attached to the Shares are set out in the Articles of Association and the amendment of the relevant sub-fund.

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5 SUB-FUNDS

- 5.1 A sub-fund is an accounting and asset segregated part of the Fund's assets created in accordance with the Articles of Association.
- 5.2 The Board of Directors of the Fund will decide on the creation of the sub-fund, it will also determine the investment strategy of the sub-fund and other rules for the operation of the sub-fund in the Articles of Association and its amendments and will ensure the registration of the sub-fund in the list maintained by the CNB.
- 5.3 The Fund includes in the sub-fund(s) the assets and debts from its investment activities.
- 5.4 Only the assets in the sub-fund may be used to fulfil or satisfy a creditor's or shareholder's claim against the Fund arising in connection with the creation of the sub-fund, the implementation of its investment strategy or its dissolution. Expenses relating to a particular sub-fund shall be paid from the assets of that sub-fund. Costs relating to more than one sub-fund shall be charged to the assets of those sub-funds in proportion to the amount of the fund capital of each sub-fund.
- 5.5 The designation of a sub-fund must include a distinctive element of the Fund's business name and the word "sub-fund" or otherwise express the sub-fund's characteristics.
- 5.6 The specific details of each sub-fund are set out in the relevant amendment to these Statutes.

6 ADMINISTRATOR

- 6.1 The activities of the Administrator result from the Act on Investment Companies and Investment Funds and include:
 - a) bookkeeping,
 - b) provision of legal services,
 - c) compliance and internal audit,
 - d) handling investor complaints and claims,
 - e) valuation of the assets and debts of the Fund or sub-funds,
 - f) calculation of the current value of the Investment Shares
 - g) compliance with obligations relating to taxes, fees or other similar monetary payments,
 - h) maintaining a list of shareholders and keeping records of book-entry securities issued by the Fund,
 - i) distribution and payment of income from the Fund's assets or sub-funds,
 - j) arranging the issue, exchange and redemption of Shares and offering investments in the Fund,
 - k) production of a promotional message,
 - l) preparation and updating of the Fund's annual report,
 - m) publication, disclosure and provision of data and documents to shareholders,
 - n) reporting data and providing documents, in particular to the CNB,
 - o) the performance of other activities related to the management of the values in the Fund's assets or sub-funds,
 - p) the distribution and payment of cash benefits in connection with the dissolution of the Fund or sub-funds,
 - q) custody of securities and keeping records of book-entry securities issued by the Fund,
 - r) offering investments in the Fund.
- 6.2 The investment company and the Fund have excluded from the administration:
 - a) performance of other activities related to the management of the values in the assets of the Fund and the sub-fund, for example:

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- advising persons in whom the Fund or a sub-fund has an equity interest on capital structure, business strategy and related matters;
- the provision of services relating to the conversion of companies or the transfer of business establishments to persons in whom the Fund or a sub-fund has an interest; and
- maintenance of individual items owned by the Fund or a sub-fund.

7 MANAGER

- 7.1 The Fund is a self-managed investment fund within the meaning of Section 8(1) of the Act on Investment Companies and Investment Funds.
- 7.2 The activities of the investment manager arise from the Act on Investment Companies and Investment Funds and include:
- a) managing the assets of the Fund or individual sub-funds, including investing on behalf of the Fund or sub-funds,
 - b) managing the risks associated with investing.
- 7.3 The leading persons of the Fund are:
- a) Martin Machoň as Chairman of the Board of Directors,
 - b) Petr Valenta as a member of the Board of Directors.
 - c) Viktor Tóth as a member of the Board of Directors.

8 DELEGATION OF ANOTHER

- 8.1 In the context of management or administration, it is possible to delegate another with the performance of individual activities that involve management or administration, under the conditions set out in the Act on Investment Companies and Investment Funds, the EU Regulation and the Statute. The specific terms of the delegation are governed by the agreement between the Investment Company and/or the Fund and the delegate.
- 8.2 The authorised person is entitled to delegate to another person the performance of individual activities entrusted to him/her, under the conditions set out in the Act on Investment Companies and Investment Funds, the EU Regulation and the Statute. The specific terms of delegation are governed by the agreement between the Investment Company and/or the Fund and the delegate.
- 8.3 The Administrator has entrusted INVESTMENT SERVICES, a. s., IČ: 50 615 211, Mostová 2 Bratislava - mestská časť Staré Mesto 811 02, a company established and existing under Slovak law, registered in the Commercial Register of the District Court Bratislava I, with the handling of investor complaints and claims.
- 8.4 Another activity within the administration or management of the Fund, which is entrusted by the Fund to third parties on an ad hoc basis, is legal and transactional advice. External legal and other advisors are selected in accordance with the requirements of professional care for the particular matter.

Risk management and other activities

- 8.5 The Fund has entrusted the performance of risk management, information and reporting obligations and certain other activities to the Investment Company. The Investment Company is obliged to ensure the performance of these activities in accordance with the Statute, legal regulations and the Fund's internal regulations. Further information is regulated by the agreement between the Fund and the Investment Company on the delegation of certain activities.

9 DEPOSITARY

- 9.1 The activities of the Depositary are derived from the Act on Investment Companies and Investment Funds and are further specified in the Depositary Agreement concluded between the Fund and the Depositary. The Depositary in particular:

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- a) has custody of fungible investment instruments held by the sub-fund, registering them in an ownership account that the Depositary establishes or maintains for the sub-fund the relevant records with the Centrálního depozitáře cenných papírů, a.s., or a comparable entity under the law of a foreign state,
- b) has physical custody of the assets of the sub-fund, the nature of which allows it,
- c) establishes and maintains itself, or establishes under the conditions set out in the Act on Investment Companies and Investment Funds, cash accounts in the name of the sub-fund in favour of the Fund with another person, in which it deposits all of the Fund's funds, and controls the movement of funds belonging to the assets of the relevant sub-fund in these accounts,
- d) keeps records of the assets of the sub-fund, the nature of which allows it,
- e) checks, in compliance with the Act on Investment Companies and Investment Funds, the Statute and the provisions of the depositary agreement:
 - i) Investment Shares were issued and redeemed,
 - ii) the current value of the Investment Share was calculated,
 - iii) the assets and debts of the sub-fund were valued,
 - iv) consideration from transactions in the Sub-Fund's assets was paid within the usual time limits,
 - v) the proceeds accruing to the sub-fund are used.

9.2 The Depositary is responsible for the custody of the investment instruments held by the sub-fund, for the safekeeping of the assets of the Fund and for the record keeping of these assets. The responsibility of the Depositary is not affected if the Depositary has entrusted another with the performance of these activities. The liability of the Manager for damages arising from the management and administration of the Fund is not affected.

9.3 In the event that the Depositary entrusts another person with the performance of any of the activities it performs in relation to the Fund, it shall notify the Fund, which shall ensure that the details of such other person are included in the Statute.

10 APPLICABLE LAW, DISPUTE RESOLUTION AND OTHER INFORMATION

10.1 The courts of the Czech Republic shall have jurisdiction to resolve disputes arising from the contract in connection with the investor's investment in the Fund, unless otherwise provided for in the relevant mandatory legal regulation. The applicable law for the contractual obligation in connection with the investor's investment in the Fund is the law of the Czech Republic, unless otherwise specified in the relevant contract.

10.2 Consumer disputes between a consumer and the Fund arising from a subscription agreement that cannot be resolved by mutual agreement may also be resolved out of court. The financial arbitrator (www.finarbitr.cz) is the subject-matter competent body for the out-of-court settlement of such disputes under Act No 634/1992 Coll., on Consumer Protection.

10.3 Changes to the Statute (including changes to the investment strategy) are not subject to the prior approval of the CNB. However, the Fund informs the CNB of changes to the Articles of Association without undue delay and submits a new full version of the Statutes to the CNB. The current version of the Statutes and amendments thereto are published on the Fund's website and are also available at the registered office of the Investment Company.

10.4 Information on the processing of personal data is available on the Fund's website.

10.5 The appendices to the individual sub-funds defining the investment strategy, risks and rules for the issuance and redemption of investment shares issued by these sub-funds are an integral part of and an annex to this Statute.

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10.6 This Statute may only be provided to a person interested in acquiring Investment Shares together with the relevant Supplement.

In Prague on 06.01.2023

Martin Machoň
Chairman of the Board of Directors
APS CREDIT FUND SICAV, a.s.



Petr Valenta
Member of the Board of Directors
APS CREDIT FUND SICAV, a.s.



Viktor Tóth
Member of the Board of Directors
APS CREDIT FUND SICAV, a.s.

