

NOTICE TO SHAREHOLDERS

As shareholders of Nordea Dedicated Investment Fund SICAV- FIS (“**NDIF**”), you are hereby informed that a new prospectus of NDIF will be issued in August 2022 including the following key changes effective as from 17 August 2022 :

1.Key changes relevant to all shareholders

The disclosures relating to usage by the funds of securities financing transactions (“**SFTs**”) within the meaning of Regulation (EU) 2015/2365 on transparency of securities financing transactions and of reuse are adjusted as follows:

- i. The types of securities financing transactions that the funds may use and their inherent risks, and the collateral risk management policies applied by the Alternative Investment Fund Manager (the “**AIFM**”) to reduce counterparty risk in connection with the use of such instruments and techniques, are clarified in the “How the Funds Use Instruments and Techniques” section of the Prospectus.
- ii. The maximum permitted usage of 0-100% total assets in securities financing transactions has been removed from the general “How the Funds Use Instruments and Techniques” section of the Prospectus. Where a fund uses repurchase, sell-buy back transactions, reverse repurchase, buy-sell back transactions and / or TRSs the rationale for such usage and the expected and maximum usage proportion of total assets is disclosed for each fund in the “Fund Descriptions”. This is disclosed as “none expected” where such instruments and techniques are currently not used, were not used in the recent past and are not intended to be used in the near future.
- iii. Repurchase and sell-buy back transactions are now referred to as repos and reverse repos throughout the prospectus.

The disclosures required under Regulation (EU) 2019/2088 on sustainability-related disclosures in the financial services sector (“**SFDR**”) are adjusted as follows :

- i. The information that the principal adverse impact is taken or not into consideration as part of the investment process is disclosed for fund in the “Fund Descriptions” .
- ii. A reference to the website disclosures on sustainability indicators is included for the Article 8 funds.
- iii. Information on sustainability risks and how such risks are integrated in our decision process that are included in the general “Risk Descriptions”, the “Responsible Investment Policy” sections of the Prospectus, as well as in the fund descriptions are enhanced. A specific risk description is included in the general part to highlight the sustainability risks specific to China and emerging and frontier markets.

It is confirmed under “Hedging risk – contagion” in the “Risk Descriptions” section of the Prospectus that an up-to-date list of funds with share classes that could experience contagion risk is available on request and free of charge at the registered office of the AIFM.

Information and conditions relating to the transfer ownership of shares to another investor is provided under the “Subscribing, Switching, Redeeming and Transferring Shares” section of the Prospectus.

Nordea Dedicated Investment Fund, SICAV-FIS

562, rue de Neudorf
P.O. Box 782
L-2017 Luxembourg
Tel + 352 27 86 51 00
Fax + 352 27 86 50 11
nordeafunds@nordea.com
nordea.lu



The updated Prospectus will further reflect additional definitions, clarifications, minor formatting and editorial changes.

2. Right to redeem and contact information

Shareholders who do not agree to the changes as described above may redeem their shares, following the redemption process detailed in the prospectus, free of any charges, with the exception of any local transaction fees that might be charged by local intermediaries on their own behalf and which are independent from NDIF and the AIFM. Such instruction must be received in writing by the AIFM (as Administrative Agent) at the below address by 16 August 2022 **before** 15h30 CET.

The updated version of the prospectus dated August 2022 may be obtained, free of any charge, at the Registered Office of NDIF or the AIFM at 562, rue de Neudorf, L-2220 Luxembourg, Grand Duchy of Luxembourg, and on the website www.nordea.lu, as soon as the CSSF has issued the visa-stamped official prospectus or, if available, on local Nordea websites.

Shareholders having any question relating to the above changes should not hesitate to contact their usual professional advisor or intermediary or their local client services office via nordea.lu or at nordeafunds@nordea.com.

Luxembourg, 14 July 2022

The Board of Directors of Nordea Dedicated Investment Fund SICAV-FIS

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