

NOTICE OF INVITATION TO ANNUAL GENERAL MEETING

sole member of the board of company
NOVA Green Energy, SICAV, a.s.

identification number: 087 89 622, with its registered office at Na Příkopě 854/14, Nové Město, 110 00 Prague 1, registered in the Commercial Register maintained by the Municipal Court in Prague file no. B 24997 (the „Company“), which creates these subfunds:

NOVA Green Energy – podfond 1 (the „Subfund 1“) and
NOVA Green Energy – podfond 2 (the „Subfund 2“),
(subfund 1 and subfund 2 together as the „Subfunds“)

hereby convenes

ANNUAL GENERAL MEETING

to be held on 6 June 2023 from 9 am until 10 am (attendance procedure commencing at 8.30 am)
at the company's registered office at Na Příkopě 854/14, 110 00 Prague 1

with the following agenda:

1. Opening;
2. Electing the General Meeting bodies;
3. Annual report of the Company, Subfund 1 and Subfund 2 for 2022, the auditor's reports and the report of the company's Board on business activities and the state of assets of the Company and the Subfund 1 and Subfund 2 for 2022;
4. Approving the ordinary financial statements of the Company, Subfund 1 and Subfund 2 for 2022;
5. Decision on the settlement of the Company's, Subfund 1's and Subfund 2's profit/loss for 2022;
6. Appointment of the Company's and Subfund's auditor for 2023;
7. Closing.

Draft resolutions on the individual items of the General Meeting's agenda and their reasoning are set out below.

The relevant day for the attendance at the General Meeting is deemed to be for all shareholders (i.e., both the Company's and the Subfunds' shareholders) the date of **31 May 2023**, i.e. the seventh day preceding the date of the General Meeting according to the Section 405 of the Act no. 90/2012, Coll., on business corporations and cooperatives, as amended (the "BCA"). Only the shareholder registered in the Company's shareholder register as of the date thereof has the right to attend the General Meeting and exercise its shareholder's rights.

According to the Company's Articles of Association voting rights are only attached to the investment shares in cases provided by the Articles of Association or stipulated by law

1. Opening

2. Electing the General Meeting bodies

Draft resolution: “The General Meeting elects the chairman of the General Meeting, scrutiniser, minute taker and minute verifier.”

Reasoning: According to the Section 422 of the BCA the General Meeting bodies are elected by the General Meeting. Any specific proposals of persons to be elected to act as General Meeting bodies will be submitted to the shareholders at the General Meeting.

According to the Company's Articles of Association the voting right concerning this draft resolution is only attached to the founding shares.

3. Annual report of the Company and Subfunds for 2022, the auditor's reports and the report of the Company's Board on business activities and the state of assets of the Company and the Subfunds for 2022

Statement of the Board: The Board presents to the shareholders the annual report of the Company and Subfunds for 2022, including the auditor's reports and the reports of the Company's Board on business activities and the state of assets of the Company and Subfunds for 2022.

Reasoning: The annual report does not have to be approved by the General Meeting, the General Meeting only takes a note of the annual report and the above-mentioned documents. The annual report is available on the website <https://www.redsidefunds.com/cs/funds/nova-green-energy#informace-pro-klienty-1> in the section “Mandatory information” and in the Company's registered seat.

4. Approving the ordinary financial statements of the Company and Subfund 1 for 2022

Draft resolution (1): „The General Meeting approves the Company's ordinary financial statements for 2022.“

Draft resolution (2): “The General Meeting approves Subfund 1's ordinary financial statements for 2022.”

Draft resolution (3): *“The General Meeting approves Subfund 2’s ordinary financial statements for 2022.”*

Reasoning: In accordance with the Section 421 par. 2) g) of the BCA approving the ordinary financial statements falls within the powers of the General Meeting. The Board proposes to the General Meeting to approve the ordinary financial statements of the Company and Subfunds for 2022. The ordinary financial statements were audited without objections of the auditor. The ordinary financial statements are part of the annual report of the Company and are therefore available according to the point 3 above.

According to the Company's Articles of Association the voting right concerning this draft resolution is only attached to the founding shares.

5. Decision on the settlement of the Company’s and Subfunds profit for 2022

Draft resolution (1): *„The General Meeting notes that Company’s economic result for 2022 is 0,-Kč.”*

Draft resolution (2): *“The General Meeting decides that the accounting profit of Subfund 1 for the period from 1/1/2022 to 31/7/2022 in the amount of CZK 54,843,022.62 will be transferred to the retained earnings account of previous years. The General Meeting also notes the accounting profit of Subfund 1 for the period from 1/8/2022 to 31/12/2022 in the amount of CZK 32,669,363.23*

Draft resolution (3): *The General Meeting decides that the accounting profit of Subfund 2 for the period 28/03/2022 to 31/12/2022 in the amount of CZK 38,598,334.74 will be transferred to the retained earnings account.”*

Reasoning: Subfund 1 has been in liquidation since 1 August 2022, therefore the economic result for the period from 1 August 2022 to 31 December 2022 will only be distributed at the end of the liquidation as a distribution of the liquidation balance at the proposal of the liquidator in accordance with § 205 paragraph 2 Act No. 89/2012 Coll., Civil Code, as amended (hereinafter referred to as "CC") and § 207 of the CC. The General Assembly cannot therefore make a decision now on the settlement of the management result of Subfund 1 for the period from 01/08/2022 to 31/12/2022.

Subfund 2 was not established until 28/03/2022, therefore the accounting profit from the creation of Subfund 2 is decided.

According to the Company's Articles of Association the voting right concerning this draft resolution is only attached to the founding shares.

7. Appointment of the Company's and Subfunds' auditor for 2023

Draft resolution (1): „The General Meeting appoints PricewaterhouseCoopers Audit, s.r.o., identification number: 407 65 521, with its registered office at Hvězdova 1734 / 2c, Nusle, 140 00 Prague 4, as an auditor to verify the ordinary financial statements of the Company as at 31 December 2023 for the accounting period from 1 January 2023 to 31 December 2023.”

Draft resolution (2): „The General Meeting appoints PricewaterhouseCoopers Audit, s.r.o., identification number: 407 65 521, with its registered office at Hvězdova 1734 / 2c, Nusle, 140 00 Prague 4, as an auditor to verify the ordinary financial statements of Subfund 1 as at 31 December 2023 for the accounting period from 1 January 2023 to 31 December 2023.”

Draft resolution (3): „The General Meeting appoints PricewaterhouseCoopers Audit, s.r.o., identification number: 407 65 521, with its registered office at Hvězdova 1734 / 2c, Nusle, 140 00 Prague 4, as an auditor to verify the ordinary financial statements of Subfund 2 as at 31 December 2023 for the accounting period from 1 January 2023 to 31 December 2023.”

Reasoning: According to the Section 17 of Act No. 93/2009 Coll., on auditors, as amended, the auditor is appointed by the General Meeting. The proposed person is considered by the Company's Board to be a suitable auditor for auditing the financial statements of the Company and the Subfunds with regard to its qualifications and experience.

According to the Company's Articles of Association the voting right concerning this draft resolution is only attached to the founding shares.

8. Conclusion

In accordance with the Section 406 of the BCA, the Board of the Company publishes the invitation to the ordinary General Meeting on the website of the Company and the manager www.redsidefunds.com and at the same time sends the invitation to shareholders to the address specified in the list of shareholders. The attendance procedure of shareholders will take place at the venue from 8.30 am.

During the attendance procedure, the shareholder - natural person identifies itself with an identity card, and persons authorized to act on behalf of the shareholder - legal person proves this fact with an up-to-date extract from the Commercial Register and their identity with an identity card. The shareholders' representatives identify themselves with an identity card and prove their authorization by a written power of attorney with the stated scope of authorization.

If a shareholder intends to file a counterproposal for a proposal at the General Meeting, the content of which is stated in the invitation to the General Meeting, he is obliged to deliver his counterproposal in a written form to the Company within a reasonable time before the General Meeting. The Board will publish the counterproposal in accordance with the Section 362 of the BCA, on the manager's website www.redsidefunds.com without undue delay upon receipt.

In accordance with the Sections 406 and following of the BCA, the Company published the following documents on the manager's website www.redsidefunds.com, which are also available to the shareholders for free inspection at the Company's registered office during business days from 9 am to 5 pm for the period of 30 days before the General Meeting:

- Annual report of the Company and Subfunds for 2022, containing:
 - Ordinary financial statements of the Company and Subfunds for 2022;
 - Report of the Company's Board on business activities and the state of assets of the Company for 2022;

In the case of your participation in the general meeting, for organizational reasons, we hereby ask you to confirm your participation by e-mail: asimova@redsidefunds.com or by phone at +420 721 060 282 no later than 31 May 2023.

In case of any further questions, do not hesitate to contact us.

We thank you for your attendance in advance and we are looking forward to meeting you in person.



Martin Dratva

Authorized representative of the sole member of the Board, **REDSIDE investiční společnost, a.s.**