

NOTICE OF INVITATION TO ANNUAL GENERAL MEETING

The Statutory Director of the company

NOVA Real Estate, investiční fond s proměnným základním kapitálem, a.s.

Identification number: 043 31 869, with its registered office at V Celnici 1031/4, postcode 110 00 Prague 1, registered in the Commercial Register maintained by the Municipal Court in Prague, file no. B 20886 (the „**Company**“), which creates the subfund:

NOVA Real Estate – podfond 1 (the „Subfund**“)**

hereby convenes

ANNUAL GENERAL MEETING

to be held on 30 June 2020 from 2 pm until 4 pm (attendance procedure commencing at 1:30 pm) at the Company's registered office at V Celnici 1031/4, postcode 110 00 Prague 1,

with the following agenda:

1. Opening;
2. Electing the General Meeting bodies;
3. Decision on the amendment of the Company's Articles of Association;
4. Electing a member of the Administrative Board of the Company;
5. Discussion regarding the annual report of the Company and the Subfund for 2019, including the report on related entities for 2019, the auditor's reports and the report of the Statutory Director on business activities and the state of assets of the Company and the Subfund for 2019;
6. Discussion regarding the report of the Administrative Board on the results of its activities and the opinion of the Administrative Board on the report on related entities for 2019;
7. Approving the ordinary financial statements of the Company and the Subfund for 2019;
8. Decision on the settlement of the Company's and the Subfund's profit/loss for 2019;
9. Appointment of the Company's and the Subfund's auditor for 2020;
10. 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 Subfund's shareholders) the date of **23 June 2020**, 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 (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. Decision on the amendment of the Company's Articles of Association

Draft resolution: *“The General Meeting decides to amend the Company's Articles of Association to the effect that the existing text of the Articles of Association is revoked and is replaced by the complete wording of the Company's Articles of Association which were presented by the Statutory Director to the General Meeting, i.e. in the wording published on the Company's website for a period of 30 days before the date of the General Meeting.”*

Reasoning: The decision to amend the Articles of Association falls within the powers of the General Meeting according to the Section 421(1)(a) of the BCA. The Statutory Director makes a proposal to the General Meeting to decide to adopt the complete wording of the Articles of Association in the proposed wording which was published on the Company's website for the period of 30 days before the date of the General Meeting. Reasons for the amendments of the Articles of Association are mainly formal adjustments and aligning the wording of the articles of association with the reality and the statute of the Subfund, in particular in the article regarding the voting rights of the shareholders holding the investments shares, composition of the audit committee, dividend payment, but also material changes of some of the articles, for example deleting the deadline of 31 December of each year for determining the fair value of the assets (the deadline remains once a year) in Article 30.1 of the Articles of Association, the adjustment of the calculation of the current value (NAV) of the investment

share, whereas the adjustment results in the calculation of the NAV as of the last day of the relevant calendar month and to be known by the 15th day of the following month (Article 33.3 of the Articles of Association). The abovementioned rule is implemented also into (i) Article 34.4 regarding the subscription of the investment shares and (ii) Article 35.1 regarding the buy-back (redemption) of the investment shares. The change in Article 34.6 consists in the establishment of the commonly used practice, namely that the deadline for the subscription of investment shares may be extended due to technical reasons on the part of the Central Securities Depository, a.s. The proposal of the amendments also contains a number of partial formal adjustments and clarifications of the text, which take into account the practical experience with the activities of the Company and the Subfund.

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

4. Electing a member of the Administrative Board of the Company

Draft resolution:

“Due to the fact that Rudolf Vřešťál's term of office as a member of the Administrative Board will expire on 20 August 2020, the General Meeting re-elects Rudolf Vřešťál, born on 22 February 1977, residence address Prokopova 2849 / 2a, Žižkov, 130 00 Prague 3, as a member of the Administrative Board with effect from 21 August 2020.”

Reasoning:

As of 20 August 2020, Rudolf Vřešťál's term of office as a member of the Administrative Board will expire on 20 August 2020. Under Article 10.2 of the Company's Articles of Association, the Administrative Board consists of 3 (three) members elected by the General Meeting and, therefore, it is necessary to elect a new board member. The Statutory Director shall always examine whether the nominated board members comply with the conditions for exercise of the position imposed by relevant legal regulations and shall submit to the General Meeting his statement as to whether he recommends election of the board members or not. Statutory Director has made the examination of the nominated board member and recommends to elect him. According to the current Company's Articles of Associations the term of office of the board members is 10 (ten) years.

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

5. **Discussion regarding the annual report of the Company and the Subfund for 2019, including the report on related entities for 2019, the auditor's reports and the report of the Statutory Director on business activities and the state of assets of the Company and the Subfund for 2019**

Statement of the Statutory Director: Statutory Director presents to the shareholders the annual report of the Company and the Subfund for 2019, including the report on related entities for 2019, the auditor's reports and the report of the Statutory Director on business activities and the state of assets of the Company and the Subfund for 2019.

Reasoning: The annual report does not have to be approved by the General Meeting, the General Meeting only discusses the annual report and the above-mentioned documents. The annual report is available on the website <https://www.redsidefunds.com/cs/funds/nova-real-estate#informace-pro-klienty-2> in the section Mandatory information and in the Company's registered seat.

6. **Discussion regarding the report of the Administrative Board on the results of its activities and the opinion of the Administrative Board on the report on related entities for 2019**

Statement of the Statutory Director: Statutory Director proposes to the General Meeting to discuss the report of the Administrative Board on the results of its activities and the opinion of the Administrative Board on the report on related entities for 2019.

Reasoning: According to Section 83 of the BCA, the Administrative Board informs the General Meeting of the results of its review of the report on related entities and communicates its opinion to the General Meeting. According to Section 449 and §456 para. 2 BCA, the Administrative Board, as a body with controlling powers, acquaints the General Meeting with the results of its activities.

7. **Approving the ordinary financial statements of the Company and the Subfund for 2019**

Draft resolution (1): "The General Meeting approves the Company's ordinary financial statements for 2019."

Draft resolution (2): „The General Meeting approves the Subfunds's ordinary financial statements for 2019.”

Reasoning:

In accordance with the Section 421 par. g) BCA approving the ordinary financial statements falls within the powers of the General Meeting. The Statutory Director proposes to the General Meeting to approve the ordinary financial statements of the Company and the Subfund for 2019. The ordinary financial statements were audited without objections of the auditors, the Administrative Board reviewed the ordinary financial statements and approved the Statutory Director's proposal to submit them to the General Meeting for approval. The ordinary financial statements are part of the annual report of the Company and the Subfund and are therefore available according to the point 5 above.

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

8. Decision on the settlement of the Company and the Subfund's profit/loss for 2019

Draft resolution (1):

„The General Meeting notes that the economic result of the Company for 2019 was CZK 0.“

Draft resolution (2):

„The General Meeting decides that the accounting loss of the Subfund for 2019 in the amount of CZK 21,645,229.81 will be reimbursed in full from retained earnings of previous years in the amount of CZK 43,370,933.05 and the remaining part of retained earnings of previous years in the amount of CZK 21,725,703.24 will be used to pay dividends to shareholders holding dividend investment shares A in proportion to growth investment shares A. The part of retained earnings of previous years attributable to growth investment shares A will be transferred to the account of retained earnings of previous years.“

Reasoning:

According to the Section 421 par. H) BCA, the decision on the settlement of the economic result (i.e. the distribution of profit or reimbursement of loss), falls within the powers of the General Meeting. The Statutory Director proposes to the General Meeting to decide on the reimbursement of the loss for 2019 in the amount of CZK 21,645,229.81 from retained earnings of previous years in the amount of CZK 43,370,933.05 and the remaining part of retained earnings of previous years in the amount of CZK 21,725,703.24 to be used to pay dividends to shareholders holding dividend investment shares A in proportion to the growth investment shares A and to transfer the part of retained earnings of

previous years attributable to growth investment shares A to the account of retained earnings of previous years. The Administrative Board reviewed and approved the above-mentioned proposal of the Statutory Director and recommended it for submission to 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.

9. Appointment of the Company's and Subfund's auditor for 2020

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 2020 for the accounting period from 1 January 2020 to 31 December 2020.“

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 the Subfund as at 31 December 2020 for the accounting period from 1 January 2020 to 31 December 2020.“

Reasoning:

According to Section 17 of Act No. 93/2009 Coll., on auditors, the auditor is appointed by the General Meeting. The proposed person is considered by the Company's Statutory Director to be a suitable auditor for auditing the financial statements of the Company and the Subfund 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.

10. Closing

Main data of financial statements for 2019 (in thousands of CZK):

Company

Assets (in total)	2 041	Profit/Loss for accounting period before taxes	0
Equity	1 921	Income tax	0

		Profit/Loss for accounting period after taxes	0
Subfund			
Assets (in total)	3 347 396	Profit/Loss for accounting period before taxes	-17 899
Equity	3 211 187	Income tax	-3 746
		Profit/Loss for accounting period after taxes	-21 645

In accordance with Section 406 of the BCA, the Statutory Director 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 1.30 pm.

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 prove 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. A signature on the written power of attorney must be notarized.

If a shareholder intends to file a counter-proposal 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 counter-proposal in a written form to the Company within a reasonable time before the General Meeting. The Statutory Director will publish the counter-proposal in accordance with Section 407 par. 2 of the BCA, on the manager's website www.redsidefunds.com without undue delay upon receipt.

In accordance with Sections 84, 408 and 436 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 reports of the Company and Subfund for 2019, containing:
 - Ordinary financial statements of the Company and the Subfund for 2019;
 - Report on related entities of the Company for 2019;
 - Report of the Statutory Director on business activities and the state of assets of the Company and the Subfund for 2019;
- Report of the Administrative Board on the results of its activities and the opinion of the Administrative Board on the report on related entities of the Company for 2019; and
- Proposal of the amendment of the articles of association – new complete wording of the Company's Articles of Association.

Should you have any questions regarding the General Meeting, please contact Ms Lucie Mackova,
Tel. +420 737 518 062, e-mail: lmackova@redsidefunds.com

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

A handwritten signature in blue ink, appearing to read 'R. Vřešťál', with a stylized, cursive script.

Rudolf Vřešťál

Authorized representative of the Statutory Director, REDSIDE investiční společnost, a.s.