

Fund Rules Öhman Småbolagsfond

Section 1 Name, legal status and unit classes of the fund

The name of the fund is Öhman Småbolagsfond ("the Fund").

The Fund is an investment fund as defined in the Swedish Investment Funds Act (2004:46) ("IFA").

Fund assets are owned jointly by the fund unitholders and each fund unit carries equal rights to the property included in the Fund. The Fund cannot acquire rights or assume obligations. The property included in the Fund is not subject to seizure and fund unitholders are not liable for obligations referring to the Fund.

The fund management company specified in section 2 represents the unitholders in all matters concerning the investment fund and takes decisions concerning the property included in the Fund.

The Fund is managed in accordance with these fund rules, the articles of association of the fund management company, IFA and other applicable statutes.

The Fund consists of the following unit classes:

- A) Non-distributing: maximum ongoing charge 1.5 percent
- B) Distributing: maximum ongoing charge 1.5 percent
- C) Non-distributing: maximum ongoing charge 1.0 percent, subject to special conditions of distribution

The implication of the unit classes is that fund units in unit classes A, B and C will differ because the rights to dividends and the compensation paid to the Fund Management Company vary (see also sections 9, 11 and 12).

Transfer of units between unit classes

A unitholder cannot meet the conditions for two different unit classes with the same assets. This means that Class A units must be transferred to Unit Class C when the conditions for holdings in Unit Class C are met. Correspondingly, Class C units must be transferred to Unit Class A when the criteria for holdings in Unit Class C, in accordance with the terms and conditions, no longer apply. The aforementioned shall apply regardless of whether the unitholder's holdings are directly registered or nominee registered (at one or more levels) with the Fund Management

Company. Transfer does not entail any change with regard to dividend distribution conditions.

Section 2 Fund management company

The Fund is managed by E. Öhman J:or Fonder AB, corporate registration number 556050-3020 ("the Fund Management Company").

Section 3 The depositary and its duties

The depositary for the Fund's assets is Skandinaviska Enskilda Banken AB (publ), corporate registration number 502032-9081 ("the Depositary"). The Depositary is required to act independently of the Fund Management Company and exclusively in the joint interests of unitholders.

The Depositary must execute the Fund Management Company's decisions pertaining to the Fund if they do not conflict with the provisions of the IFA or these fund rules. The Depositary must furthermore accept and hold in custody the property included in the Fund and ensure that:

- a) subscriptions and redemptions of fund units comply with the provisions of IFA and these fund rules;
- b) the net asset value per fund unit is calculated in compliance with the provisions of IFA and these fund rules;
- c) the assets in the Fund are delivered to the Depositary without delay; and
- d) Fund assets are used in compliance with the provisions of IFA and these fund rules.

Section 4 Fund characteristics

The Fund is an equity fund oriented towards small and medium cap companies in Sweden, with limited scope to invest in other Nordic countries.

The objective of the management of Fund assets is to achieve good long-term growth in value.

Section 5 Investment strategy

Fund Rules Öhman Småbolagsfond

The Fund is permitted to invest its assets in transferable securities, money market instruments, derivative instruments, fund units and accounts with credit institutions.

The Fund's equity investments are oriented towards small and medium cap companies, which are defined as companies whose market capitalisation as of acquisition date does not exceed one (1) percent of total market capitalisation for all equities listed on Nasdaq OMX Stockholm (the Stockholm Stock Exchange).

The Fund's equity investments must have a Swedish connection through the companies' domicile or through listing on a Swedish marketplace. Fund assets, not to exceed 10 percent of the net asset value of the Fund, may also be invested in equities with other Nordic connections through the companies' domicile or through listing on another Nordic marketplace.

In connection with investments in derivative instruments, the underlying assets must consist of or be attributable to such assets referred to in chapter 5, section 12, first paragraph IFA.

No more than 10 percent of Fund assets is permitted to be invested in fund units.

Section 6 Marketplaces

The Fund's investments in transferable securities and money market instruments must be:

- a) admitted to trading on a regulated market in accordance with chapter 5, section 3 IFA or an equivalent market outside the EEA; or
- b) regularly traded on another regulated marketplace open to the public.

The Fund's investments in derivative instruments must be open for trading on a regulated market in accordance with chapter 5, section 3 IFA.

Fund assets may also be invested in transferable securities intended for trading, within one year of issue, on such a marketplace referred to in the first paragraph of this section 6 and in unlisted transferable securities and money market instruments and OTC derivatives in accordance with that set forth in section 7 below.

Section 7 Special investment strategy

A) *Transferable securities and money market instruments*

The Fund is permitted to invest its assets in transferable securities and money market instruments as referred to in chapter 5, section 5 IFA (unlisted securities), up to a maximum of 10 percent of the net asset value of the Fund.

B) *The use of derivative instruments*

The use of derivative instruments is permitted in connection with management of the Fund to improve management efficiency, in order to:

- i) reduce management-related costs and risks, or
- ii) increase returns by creating leverage in the Fund.

C) *OTC derivatives*

On behalf of the Fund, the Fund Management Company is permitted to make derivative contracts directly with a counterparty (OTC derivatives) as provided in chapter 5, section 12, second paragraph IFA.

D) *Other management techniques and instruments*

In connection with management of the Fund, such techniques and instruments, except derivative instruments, as referred to in chapter 25, section 21 FFFS 2013:9 may also be used to create leverage in the Fund.

Section 8 Valuation

The net asset value of the Fund is calculated each banking day ("Valuation Day").

The net asset value (NAV) of the Fund is calculated by deducting liabilities related to the Fund, taking into account any estimated deferred tax liability.

NAV per fund unit is calculated by dividing the NAV of the Fund by the number of outstanding fund units. The differences inherent to each unit class will be taken into account in the calculation.

The financial instruments included in the Fund are measured at current market value, i.e., the last known price paid at Valuation Date. If no price paid is available, the valuation will be based on the last known bid price at Valuation Date. If no such

Fund Rules Öhman Småbolagsfond

bid price is available either, financial instruments may be measured at the value based on objective grounds determined by the Fund Management Company.

The market value based on objective grounds of such transferable securities and money market instruments referred to in chapter 5 section 5 IFA is determined according to special valuation. The special valuation is based on the following factors in due order:

- a) Market prices from unregulated markets, independent brokers or other independent sources;
- b) Discounted cash flows (present value method of valuation);
- c) Other financial instruments or indices admitted to trading, adjusted for differences in, for example, credit risk and liquidity (benchmark method of valuation);
- d) The volatility in the financial instrument and/or
- e) share of equity (reporting date method of valuation).

OTC derivatives are valued according to generally accepted valuation models such as Black & Scholes and Black 76 or at the price determined by an independent party.

Section 9 Subscription and redemption of fund units

The Fund is normally open for subscription and redemption of fund units on all banking days. The Fund is, however, not open for subscription and redemption on banking days when the Fund's assets cannot be valued in a manner that assures fair treatment of all unitholders due to the partial or full closure of one or more of the marketplaces, as set forth in section 6, on which the Fund trades.

Unit Class C is available only to:

- Investors that, within the framework of an agreement on any of the investment services of receipt and transmission of orders or execution of orders in accordance with chapter 2, sections 1 and 2, portfolio management in accordance with chapter 2, sections 1 and 4 or investment advice in accordance with chapter 2, sections 1 and 5 of the Swedish Securities Market Act (2007:528) or equivalent Swedish or foreign regulation, invest in the Fund and where the Fund Management Company does not pay distribution inducements (see below) to the entity that provides the investment service, and

- Insurance firms that, within the framework of agreements with policyholders, invest in the Fund and where the Fund Management Company does not pay distribution inducements (see below) to the insurance firm or insurance distributor.

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Fund Rules Öhman Småbolagsfond

Investment advice and portfolio management in the Fund Management Company

Unit Class C is not available to investors that invest in the Fund within the framework of an agreement with the Fund Management Company pertaining to any of the investment services of portfolio management or investment advice.

Distribution inducements and platform charges

“Distribution inducements” refers to compensation based on ongoing charges taken out of the Fund where the Fund Management Company takes out the ongoing charge and pays a specified percentage of the same to the distributor. Compensation intended to pay for a platform service, where the Fund gains access to a trading platform and the charge is based on the value of the fund units registered with the platform are not considered to constitute distribution inducements in this context (platform charge). A platform charge is paid by the Fund Management Company for the platform’s provision of fund units through the investment services of receipt and transmission of orders or execution of orders in accordance with chapter 2, sections 1 and 2, Swedish Securities Market Act or equivalent Swedish or foreign regulation.

Requests to subscribe for fund units are made by transferring payment to the Fund’s bank account or bank giro account. Requests to redeem fund units must be made to the Fund Management Company in writing, or in a comparable manner approved in advance by the Fund Management Company. Requests for subscriptions and redemptions of fund units may be withdrawn only if the Fund Management Company consents.

Subscriptions and redemptions are executed at a price unknown to the unitholder when the subscription or redemption request is made. If requests for subscription or redemption are received by the Fund Management Company when the Fund is closed in accordance with this provision or in accordance with section 10, the fund unit value is normally determined on the next banking day. Redemption may be delayed if funds to pay the proceeds of the redemption must be acquired through the sale of assets in the Fund.

Information about cut-off times for requests for subscriptions and redemptions and cut-off times for remittance of payment is provided in the prospectus.

Section 10 Closure of the Fund in extraordinary circumstances

The Fund Management Company has the right to close the Fund for subscription (purchases by investors) and redemption (sales by investors) of fund units if extraordinary circumstances have occurred that prevent valuation of the Fund’s assets in a manner that assures fair treatment of all unitholders.

Section 11 Fees and charges

Compensation will be paid from the Fund’s assets to

- a) The Fund Management Company, for management and administration. Compensation is paid as an ongoing charge based on the net asset value of the Fund. The charge is calculated daily and is taken out of the Fund by the Fund Management Company at the end of each month.
- b) The Depositary, for administration and safekeeping of the Fund’s assets and other services provided by the Depositary in accordance with IFA.
- c) Finansinspektionen, for costs related to supervisory activities in accordance with IFA.
- d) The audit firm, for auditing the Fund.

Unit Classes A and B

Total compensation in accordance with a), b), c) and d) above must not exceed 1.5 percent of the net asset value of the Fund per year. Charges in accordance with b), c) and d) are taken out of the Fund on an ongoing basis.

Unit Class C

Total compensation in accordance with a), b), c) and d) above must not exceed 1.0 percent of the net asset value of the Fund per year. Charges in accordance with b), c) and d) are taken out of the Fund on an ongoing basis.

The ongoing charge in effect is specified in the prospectus.

Costs in addition to that set forth above are also incurred for commissions, currency exchange, taxes, etc., arising from the Fund’s purchases and sales of financial instruments. These costs are taken out of the Fund.

Value added tax and other taxes applicable from time to time will be charged in addition to payments as set forth above.

Section 12 Dividends

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Fund Rules Öhman Småbolagsfond

Fund units in Unit Classes A and C do not distribute dividends to unitholders.

Dividends are distributed every year to unitholders recorded in the unitholder register as holders of Class B fund units on the date determined by the Fund Management Company ("Record Date"). Dividends are determined by the Fund Management Company and are paid in May. Dividends are linked to the Fund's performance in the preceding financial year, but the Fund Management Company may decide to distribute dividends from the Fund based solely on the net asset value of the Fund.

The dividend must correspond to the Fund's return during the preceding financial year, where the return is calculated as the sum of dividends and interest income reported in the Fund's income statement for the preceding financial year. After the end of the financial year, the Fund Management Company determines the return by dividing the sum of the aforementioned income by the average net asset value of the Fund during the financial year. Return is expressed as a percentage rounded off to two decimal places. Thereafter, the Fund Management Company determines a dividend per fund unit as of Record Date. This amount is calculated by multiplying the set return by the Class B fund unit price as of the Record Date.

The dividend is limited to ten percent of the net asset value of Class B fund units as of the Record Date.

If the calculations above result in a dividend that is below three percent of the net asset value of Class B fund units as of the Record Date, the Fund Management Company may decide that dividends will be distributed notwithstanding in an amount equal to three percent of fund unit value.

The Fund Management Company will deduct taxes from dividends as required by law. The Fund Management Company will use the remaining amount to acquire new fund units on behalf of unitholders. Each unitholder will then receive the additional number of units equal to the amount due to the unitholder. Upon the written request of a unitholder, the dividend, after any deduction for tax, will instead be paid to a bank account owned by the unitholder. Such payment requests must be presented to the Fund Management Company in writing not later than the last day of April in each year.

13 Financial year

The financial year for the Fund is the calendar year.

Section 14 Annual reports, half yearly reports and amendment of fund rules

The Fund Management Company must present annual and half yearly reports for the Fund. The annual report must be presented within four months of the end of the financial year and half yearly reports within two months of the end of the reporting period.

The annual report and half yearly report must be sent to unitholders in the Fund upon request and free of charge. After they have been presented, the annual report and half yearly report must be made available for inspection at the Fund Management Company and the Depositary.

Amendments to fund rules are decided by the board of directors of the Fund Management Company. After the decision has been approved by Finansinspektionen, the decision must be made available for inspection at the Fund Management Company and published in the manner instructed by Finansinspektionen.

Section 15 Pledges and transfers

The Fund Management Company must be informed in writing of pledges of fund units for which the pledger is recorded in the unitholder register. The notice must state the identity of the unitholder, the identity of the pledge holder, the fund units covered by the pledge and any restrictions on the scope of the pledge.

The Fund Management Company will record the pledge in the unitholder register. The pledge holder must inform the Fund Management Company in writing when the pledge expires.

Unitholders are permitted to transfer fund units. The transferor must inform the Fund Management Company of the transfer in writing. The notice must identify the transferor and the transferee and specify the fund units covered by the transfer. The

Fund Rules Öhman Småbolagsfond

transferee is required to disclose information to the Fund Management Company in accordance with the terms and conditions applicable to investors' subscriptions for fund units as set forth in section 9 above.

The Fund Management Company will charge a fee not to exceed SEK 1,000 for administering a pledge or transfer.

Section 16 Limitation of liability

If the Depositary or a custodian bank has lost financial instruments held in custody at the Depositary or a custodian bank, the Depositary must without undue delay return financial instruments of identical type or pay an amount equal to the value thereof to the Fund Management Company on the Fund's behalf. The Depositary will, however, not be held liable if the loss of the Financial Instruments was caused by an external event beyond the reasonable control of the Depositary and whose consequences were impossible to avoid, even though all reasonable efforts were made to do so, such as losses arising from Swedish or foreign legal enactment, measures taken by Swedish or foreign governmental authorities, act of war, strike, blockade, boycott, lockout or comparable circumstance. The proviso in respect of strike, blockade, boycott and lockout will apply notwithstanding that the Depositary initiates or is the object of such labour action.

The Depositary will not be liable for any loss other than such loss referred to in the first paragraph, provided that the depositary has not intentionally or negligently caused such other loss. Nor will the Depositary be liable for such other loss if circumstances as set forth in the first paragraph exist.

The Fund Management Company will not be liable for loss arising from Swedish or foreign legal enactment, measures taken by a Swedish or foreign governmental authority, act of war, strike, lockout, boycott, blockade or comparable circumstance. The proviso in respect of strike, blockade, boycott and lockout will apply notwithstanding that the Fund Management Company initiates or is the object of such labour action. The Fund Management Company will not pay compensation for losses arising in other cases if the Fund Management Company has acted with customary prudence. Compensation will not be paid for indirect losses under any circumstances.

If a unitholder sustains a loss due to breach of IFA or the fund rules by the Fund Management Company, the Fund Management Company must compensate the loss. If a fund unitholder or a Fund Company sustains a loss due to breach of IFA or the fund rules by the Depositary, the Depositary must compensate the loss.

The Fund Management Company or the Depositary will not be liable for loss caused by a – Swedish or foreign – stock exchange or other marketplace, custodian bank, central securities depository, clearing organisation, or other entities – as regards losses other than those set forth in the first paragraph – that provide equivalent services, nor other delegates retained by the Depositary with due care or as instructed by the Fund Management Company. The same will apply to loss caused by the insolvency of the aforementioned organisations or delegates. Nor will the Fund Management Company and the depositary be liable for loss arising as a consequence of any restrictions on the right of disposition that may be imposed upon the Fund Management Company or the depositary in respect of the assets in the Fund.

If the Fund Management Company or the Depositary is prevented partially or entirely from executing measures as a consequence of a circumstance set forth above, these measures may be delayed until the obstacle no longer exists. If payment is consequently delayed, no penalty interest will be paid.

The foregoing limitations of liability do not affect the unitholder's right to damages in accordance with chapter 2, section 21 and chapter 3, sections 14-16 IFA.

Section 17 Obligation to provide information

Upon request by the Fund Management Company, fund unitholders must provide to the Fund Management Company all such information that the Fund Management Company needs to perform such obligations that are incumbent or imposed upon the Fund Management Company in accordance with Swedish or foreign law, ordinance, regulation or official decision (such as obligations related to customer identification and submission of income statements to tax authorities, etc.)

If a unitholder fails to provide such information referred to in the preceding paragraph to the Fund Management Company,

the Fund Management Company will have the right to redeem the unitholder's units in the Fund. Such redemptions may be executed notwithstanding the unitholder's objections and if the Fund Management Company is unable to obtain information from the unitholder because the unitholder cannot be reached at the address the unitholder has provided to the Fund Management Company, or, for unitholders who reside in Sweden, the address at which the unitholder is registered in the public population registry, companies register, etc.

Section 18 Permitted investors

The circumstance that the Fund is directed at the general public does not mean that it is directed at such investors whose subscriptions for units in the Fund or participation in the Fund otherwise would contravene the provisions of Swedish or foreign law or regulation. Nor is the Fund directed at such investors whose purchase or holdings of units in the Fund would obligate the Fund or the Fund Management Company to take registration measures or other measures that the Fund or the Fund Management Company would not otherwise be obligated to perform. The Fund Management Company has the right to refuse to execute subscriptions for such investors referred to above in this paragraph.

The Fund Management Company may redeem a unitholder's units in the Fund – notwithstanding the objections of such a unitholder – if it proves that the unitholder has subscribed for shares in the Fund in contravention of the provisions of Swedish or foreign law, ordinance, regulation or official decision or that the Fund Management Company has, by reason of a unitholder's sale of units or holdings in the Fund, become obligated to take registration measures or other measures for the Fund or the Fund Management Company that the Fund or the Fund Management Company would not be obligated to perform if the unitholder did not hold units in the Fund.

Redemption in accordance with the foregoing paragraph will be executed immediately. That stipulated concerning payment of proceeds for redeemed fund units in accordance with section 9 above will also apply in respect of redemption in accordance with this section 18.