

Annex 1:

Music Royalties Enhanced

Strategy Description

(as of May 05th, 2023)

Part A: General Description, Definitions

I. General Description of the Strategy

The Music Royalties Enhanced Strategy (the “**Strategy**”) is a concept where certain Music Royalties generating catalogues are actively sourced, analyzed, weighted and transacted by the Strategy Sponsor in a hypothetical portfolio (the “**Reference Portfolio**”) of the Hypothetical Investor as further described in Section B. I. below (the “**Strategy Purpose**”).

II. Definitions

For the purposes of this Strategy Description, the following terms have the following meanings:

“**Aggregate Nominal Amount**” means the issued Aggregate Nominal Amount of the Strategy-Linked Instruments.

“**Business Day**” means each day (other than a Saturday or Sunday) on which commercial banks in Switzerland and Luxembourg, the Clearing System and the Trans-European Automated Real-Time Gross Settlement Express Transfer (TARGET2) system are open for business and commercial banks and foreign exchange markets settle payments.

“**Cash Component**” means the liquidity on the cash accounts.

“**Clearing System**” means SIX SIS AG, Baslerstrasse 100, CH-4600 Olten, Switzerland or any other clearing system determined by the Strategy Calculation Agent from time to time.

“**Hypothetical Investor**” means a stock corporation incorporated under the laws of Luxembourg (*société anonyme*) and established as a securitisation company under the Securitisation Law, acting through one of its Compartments.

“**Portfolio Instruments**” has the meaning given in Section B. I. below.

“**Reference Portfolio Components**” means the Cash Component and the Portfolio Instruments as allocated to the Reference Portfolio based on the recommendations of the Strategy Sponsor at any given time.

“**Reference Portfolio Expenses**” means the Reference Portfolio Expenses as defined in Section C. III below.

“**Securitisation Law**” means the Luxembourg Law of 22 March 2004 on securitization as amended from time to time.

“**Strategy Calculation Agent**” means MTCM Securities SA, 17, Rue de Flaxweiler, 6776 Grevenmacher, Grand Duchy of Luxembourg.

“**Strategy Components**” means the Reference Portfolio and the Cash Component.

“**Strategy Currency**” means EUR (“Euro”).

“**Strategy-Linked Instruments**” means the Music Royalties Enhanced Strategy (ISIN CH1108675419) issued by ABS Securitisation SA for the account of its Issuing Compartment AMC23-04.

“**Strategy Sponsor**” means Ambitus Music S.à r.l., 2, place de Strasbourg, 2562 Luxembourg, Grand Duchy of Luxembourg.

“**Strategy Valuation Date (t)**” means each last Business Day of each month of each calendar year.

“Strategy Valuation Time” means 10:00 a.m. (Luxembourg time) on the following business day of the Strategy Valuation Date (t).

Part B: The Reference Portfolio

I. General description of the Reference Portfolio

The **“Reference Portfolio”** is a hypothetical portfolio of the Hypothetical Investor. The Reference Portfolio is denominated in the Strategy Currency. The Strategy Sponsor is making all relevant analysis and recommendations for the Reference Portfolio to be managed in accordance with the principles of sound portfolio management and in accordance with the Investment Guidelines.

The Strategy aims to achieve long term absolute return by dynamically gaining and disposing exposures to revenues of music catalogues. For these purposes, the Strategy Sponsor will from time to time select Eligible Instruments and make recommendations for their inclusion in the Reference Portfolio (the **“Portfolio Instruments”**). However, there is no guarantee, and no assurance can be given that the Strategy Purpose can be achieved, neither by the Strategy Sponsor, nor by the Strategy Calculation Agent, nor by any other person.

As per the Strategy Start Date, the allocation within the Reference Portfolio will be as follows:

- a) Cash Component: 100% of the Reference Portfolio
- b) Portfolio Instruments: 0% of the Reference Portfolio

Thereafter, the Strategy Sponsor may recommend to (re-) allocate the Reference Portfolio in accordance with the Investment Guidelines.

Neither the issuer of the Strategy-Linked Instrument nor the Strategy Calculation Agent nor the Paying Agent has an obligation to undertake any due diligence or any other investigation with respect to the Strategy Sponsor or to the appropriateness of the Investment Guidelines to achieve the Strategy Purpose.

II. Investment Guidelines

The composition of the Reference Portfolio is subject to the following objective and fixed Investment Guidelines, which cannot be amended during the duration:

- a) The Strategy Sponsor may only recommend to include Portfolio Instruments that are Eligible Instruments.
- b) The Strategy Sponsor may, at his own discretion or in being instructed to do so, reallocate the Reference Portfolio at any time.
- c) The Reference Portfolio shall comprise not less than 5 Portfolio Instruments.
- d) Purchase of Music Catalogues via Primary Auction on the ANM Platform.
- e) Purchase of Music Catalogues via Direct Listing on the ANM Platform.
- f) Secondary trading opportunities of Music Catalogues on the ANM Platform.
- g) Opportunistic Music Catalogues acquisitions outside ANM Platform; and
- h) Diversified by, without being limited to, music genre and style, source of Royalties, term and type of rights, music universe, geographical exposure.

III. Investment Universe

The **“Investment Universe”** from which the Strategy Sponsor may make its recommendations in selecting the Portfolio Instruments consisting of the following types of instruments and assets (the **“Eligible Instruments”**):

- a) Music Rights and Music Royalties Intellectual Property Claims ("Music Catalogues") (0 - 100% of total portfolio value).
- b) Cash (0 - 50% of total portfolio value). For the avoidance of doubt this Cash Component limit is not applicable during the ramp-up phase of the Strategy expecting to last between 6 to 12 months from the Strategy Start Date.

Part C: Calculations and Determinations

I. Calculation of the Strategy Value

The value of the Strategy on the Strategy Start Date is 100% (the "**Initial Strategy Value**").

Following the Strategy Start Date, the Strategy Calculation Agent shall calculate the value of the Strategy on every Strategy Valuation Date in accordance with the following formula:

$$\text{Strategy Value (t)} = \left(\frac{\text{Reference Portfolio Value (t)}}{\text{Aggregate Nominal Amount (t)}} \right) \times \text{Initial Strategy Value}$$

"**Strategy Value (t)**" is the value of the Strategy on any given Strategy Valuation Date (t);

"**Reference Portfolio Value (t)**" is the Strategy on any given Strategy Valuation Date (t).

II. Calculation of the Reference Portfolio Value

Following the Strategy Start Date, the Strategy Calculation Agent shall calculate the value of the Reference Portfolio on every Strategy Valuation Date (t) (the "**Reference Portfolio Value (t)**") in accordance with the following formula:

$$\text{Reference Portfolio Value (t)} = \text{Cash Component (t)} + \sum_{i=1}^N [R_i (t) \times n_i (t)]$$

"**n_i (t)**" (with i = 1, ..., N) means, with respect to a Portfolio Instrument_i (with i = 1, ..., N), the actual number of shares or units of the respective Portfolio Instrument comprised in the Reference Portfolio on the respective Strategy Valuation Date (t) at the Strategy Valuation Time, as determined by the Strategy Calculation Agent.

"**N**" means the total number of Portfolio Instruments comprised in the Reference Portfolio on the respective Strategy Valuation Date (t) at the Strategy Valuation Time, as determined by the Strategy Calculation Agent.

"**R_i (t)**" means the last available value or price of one unit or share of the Portfolio Instrument_i (with i = 1, ... N) on the respective Strategy Valuation Date (t) at the Strategy Valuation Time, as determined by the Strategy Calculation Agent. If R_i (t) is not published in the Strategy Currency, R_i (t) shall be converted by the Strategy Calculation Agent into the Strategy Currency by applying the relevant Price on the Platform or the Price of any relevant Broker.

"**Cash Component (t)**" means the value of the Cash Component, after deduction of any Reference Portfolio Expenses, on the respective Strategy Valuation Date (t) at the Strategy Valuation Time, as determined by the Strategy Calculation Agent.

III. Fees and Expenses

The Cash Component may be reduced by any costs, fees and applicable taxes that the Hypothetical Investor would reasonably incur or have to pay in the context of the purchase, disposal or holding of the Reference Portfolio Components in one or more accounts at a licensed credit institution, investment broker in Europe, Asia or in the United States (the "**Reference Portfolio Expenses**"). The Strategy Calculation Agent will determine and deduct the Reference Portfolio Expenses on each Strategy Valuation Date (t) at the

Strategy Valuation Time in its reasonable discretion and the Cash Component will be reduced accordingly.

Part D: Modifications and Adjustments

I. Modifications to the Reference Portfolio by the Strategy Calculation Agent

The Investment Guidelines must be respected by all means upon any reallocation of the Reference Portfolio. However, any subsequent change in the composition of the Reference Portfolio due to market movements, corporate actions or similar events for which the Strategy Sponsor is not solely responsible, does not constitute a violation of the Investment Guidelines and the Strategy Sponsor shall be under no obligation to reallocate the Reference Portfolio immediately in accordance with the Investment Guidelines. However, the Strategy Sponsor shall take due care in making sure to realign the composition of the Reference Portfolio with the Investment Guidelines within a reasonable timeframe.

The Strategy Sponsor shall monitor the compliance of the Reference Portfolio with the Investment Guidelines at any time. If the Strategy Sponsor determines a non-compliance of the Reference Portfolio with any Investment Guideline, it shall without undue delay take all necessary steps to cause for such non-compliance to be cured by sending a reallocation recommendation (“**Reallocation Recommendation**”).

Nevertheless, if the Strategy Calculation Agent determines a non-compliance of the Reference Portfolio with any Investment Guideline, at any time, it shall without undue delay inform the Strategy Sponsor about the occurrence of such event, detailing the breach. The Strategy Calculation Agent shall receive within forty-eight (48) hours from the sending time of the breach notification a Reallocation Recommendation from the Strategy Sponsor. If no Reallocation Recommendation is received within this period, the Strategy Calculation Agent may take any action in its reasonable discretion to re-establish the Reference Portfolio’s compliance with the Investment Guidelines in line with the rules described in the Strategy Description.

For the avoidance of doubt, the Strategy Calculation Agent shall be under no obligation to monitor whether any of the Investment Guidelines has been breached.

II. Modifications to Portfolio Instruments

In the event that a Portfolio Instrument ceases to be an Eligible Instrument (the “**Affected Portfolio Instrument**”), the Strategy Sponsor will therefore be instructed to reallocate the Reference Portfolio with all due care and with the aim to sell, liquidate or dispose of the Affected Portfolio Instrument from the Reference Portfolio within a reasonable timeframe. For the avoidance of doubt, there shall be no obligation of the Strategy Sponsor to remove the Affected Portfolio Instrument with immediate effect.

III. Temporary Suspension of the Strategy

The Strategy Calculation Agent has the right to suspend the calculation of the Strategy Value temporarily following the occurrence of one or more Extraordinary Events if the calculation is impossible or would result in a Strategy Value that would not properly reflect the actual value of the Reference Portfolio.

IV. Termination of the Strategy

Should on any Strategy Calculation Date (t) the Strategy Value be determined below, the Strategy Calculation Agent may, at its sole discretion, directly or by instructing the Strategy Sponsor to entirely liquidate the Reference Portfolio within five Business Days from the time of the instruction and to allocate the liquidation results to the Cash Component. The final Strategy Value shall be the value of the Cash Component on the 10th Business Day following the Strategy Calculation Agent’s instruction and the Strategy shall from then on be deemed to be definitively terminated.

V. Market Disruptions

If, in the reasonable discretion of the Strategy Calculation Agent, a Market Disruption Event occur or prevail on any Strategy Valuation Date (t), the valuation of the respective Strategy Value (t) shall be postponed to the Business Day on which the Market Disruption Event has ceased to exist. Nevertheless, the Reference Portfolio shall continue to be managed under the consideration of the prevailing market conditions with special regard to Portfolio Objective and the Investment Guidelines.

For these purposes, “**Market Disruption**“ means, with respect to one or more Portfolio Instruments or the Cash Component, the occurrence or existence of any of the following events:

- a) The quotation of and/or trading in any Portfolio Instrument or the Cash Component is, has been or is likely to be suspended, limited or restricted (as a result of price movements exceeding limits or for any other reason) on any market relevant to the dealing of such Portfolio Instrument or the Cash Component, or any other situation that is economically equivalent (in particular a break-down of the IT-systems that would affect the Hypothetical Investor’s ability to enter into, or to increase, decrease or unwind transactions in such Portfolio Instrument or the Cash Component);
- b) The Strategy Calculation Agent is not able to determine the necessary value of a Portfolio Instrument or the Cash Component,

in any event determined as being material by the Strategy Calculation Agent in its reasonable discretion.

Part E: Miscellaneous

I. Strategy Calculation Agent

The Strategy Calculation Agent shall be responsible for in particular the calculation of the Strategy Value and the definition and maintenance of the rules to calculate the Strategy Value. To perform all its obligation the Strategy Calculation Agent has assigned certain tasks to the Strategy Sponsor. The Strategy Calculation Agent conducts all calculations and certain determinations with regard to the Strategy in accordance with and as described in this Strategy Description, and monitors and maintains certain data for this purpose.

Neither the Strategy Calculation Agent nor any other person related to it has the function of an agent, a trustee or advisor to a holder of Strategy-linked Instruments.

The Strategy Calculation Agent shall only be liable vis-à-vis the issuer of the Strategy-Linked Instruments and, in particular, shall not accept any liability against any holder of Strategy-linked Instruments or any other person.

II. Strategy Sponsor

The Strategy Sponsor sole responsibility is to source, weight, monitor and execute orders for the management of the Reference Portfolio in compliance with the Strategy Purpose and the Investment Guidelines.

If the Strategy Calculation Agent determines that the Strategy Sponsor continuously violates the Investment Guidelines, it shall notify the Strategy Sponsor of this fact without undue delay and cause for this violation to be cured. If the violation should not be cured within a period of five Business Days following such notification, the Strategy Calculation Agent may at its sole discretion determine to definitely liquidate the Reference Portfolio and to terminate the Strategy in accordance with Section D. IV. above.

Neither the Strategy Sponsor nor any other person related to it has the function of an agent, a trustee or advisor to a holder of Strategy-linked Instruments.

The Strategy Sponsor shall only be liable vis-à-vis the Strategy Calculation Agent and, in particular, shall not accept any liability against any holder of Strategy-linked Instruments or any other person.

III. Reporting

Neither the Strategy Sponsor nor the Strategy Calculation Agent is obliged to provide any regular reporting of the composition of the Reference Portfolio.

IV. Applicable Law

This Strategy Description and all rights and obligations arising thereunder or in connection therewith shall be governed by the laws of Grand Duchy of Luxembourg.

Part F: Disclaimer

When calculating the Strategy Value, the Strategy Calculation Agent relies upon statements, confirmations, computations, assurances and other information provided by third parties, the correctness and reliability of which it largely does not check and for the correctness of which it accepts no responsibility. Any inaccuracies contained in such information may have an impact on the calculation of the Strategy Value without any fault being attached to the Strategy Calculation Agent. The Strategy Calculation Agent has no obligation to verify this information independently.

The Strategy exists exclusively in the form of a set of data records and does not convey any legal or beneficial or economic interest in the Reference Portfolio Components. Each of the allocations described herein within the Reference Portfolio is only carried out hypothetically by amending such records. Neither the Strategy Calculation Agent nor the issuer of Strategy-Linked Instruments or any of their affiliates is under any obligation to directly or indirectly hold any of the Reference Portfolio Components.

The calculation and management of the Strategy will be performed by the Strategy Calculation Agent with the support of the Strategy Sponsor with all due care. However, neither the Strategy Calculation Agent nor the Strategy Sponsor accept any liability for any direct or indirect damage or loss incurred by a holder of Strategy-Linked Instruments or by any other person.