

SICAV ODDO BHF II
Société d'investissement à capital variable
Registered office: 5, Allée Scheffer, L-2520 Luxembourg
Grand-Duchy of Luxembourg
RCS Luxembourg B28.744

(the “**Company**”)

Notice to the shareholders of the Company

**IMPORTANT:
THIS LETTER REQUIRES YOUR IMMEDIATE ATTENTION.
IF YOU HAVE ANY QUESTIONS ABOUT THE CONTENT OF THIS LETTER,
YOU SHOULD SEEK INDEPENDENT PROFESSIONAL ADVICE.**

Luxembourg, 10 February 2026

Dear Shareholder,

The Company’s board of directors (the “**Board of Directors**”) wishes to inform you of its decision to make the following changes (the “**Changes**”) to the prospectus of the Company (the “**Prospectus**”).

Capitalized terms used herein and not otherwise defined shall have the same meaning as in the Prospectus and, where relevant, in the articles of incorporation of the Company (the “**Articles**”).

These Changes, which are further described hereafter, mostly consist of:

- I- Clarifications to the investment principles and ancillary cash policy in the General Part;
- II- Amendment to the gate mechanism applicable to redemptions;
- III- Amendment to the SFDR Appendices of the Sub-Funds;

I. Amendment to the Investment Principles (General Part)

The Section “A. Eligible Assets and Investment Restrictions” within chapter 2 “Investment principles and restrictions” is updated to clarify that:

- The Company may hold cash on an ancillary basis up to 20% of the net assets of a Sub-Fund; and
- Such level may be exceeded temporarily in exceptional market conditions, in the best interests of Shareholders.

Furthermore, the same section is amended to remove the previous reference to the possibility for a Sub-Fund to hold up to 49% of its net assets in money market funds or commercial paper.

II. Amendment to the Gate Mechanism

The gate trigger threshold provided for the relevant Sub-Funds is amended to 10% of the net assets of the respective Sub-Fund.

III. Amendment to certain Sub-Funds' sections

IV. The sub-fund sections of the Sub-Funds "ODDO BHF Polaris Balanced", "ODDO BHF Polaris Dynamic" and "ODDO BHF Polaris Flexible" are amended to clarify the investments in money market instruments, term deposits and cash.

V. Amendment to the SFDR Appendices of the Sub-Funds

The SFDR Appendices are amended in order to clarify (i) the exclusion policy applied, (ii) the use of ESG scores, (iii) the carbon intensity methodology and thresholds, (iv) the sustainable investment determination and DNSH assessment, and (v) the consideration of principal adverse impacts.

The above-mentioned changes constitute the main changes made to the Prospectus. Other minor changes with no material impact will be made to the Prospectus mainly for consistency or regulatory purposes.

Documents available for inspection / Right to obtain additional information

Copies of the updated Prospectus and the amended PRIIPS KIDs will be made available free of charge, as soon as approved by the CSSF, during normal office hours at the registered office of the Company and/or the Management Company or with the Company's local agents, as required by applicable laws.

Please contact your financial adviser or the registered office of SICAV ODDO BHF II if you have questions regarding this matter.

Yours faithfully,

The Board of Directors