

## Management Agreement Summary

**Bamba Capital AB** has appointed **Bamba Management AB** as its external manager under a long-term management agreement effective from **18 April 2023**.

The agreement outlines the responsibilities and authority of Bamba Management AB (“the Manager”) in managing the day-to-day operations, investments, and administration of **Bamba Capital AB** (“the Company”), in accordance with Swedish law and financial regulations.

### Key Highlights:

- **Purpose and Strategy:**

The Company invests in listed and unlisted securities, loans, bonds, and related financial instruments with the aim of generating cash flow and capital appreciation for its shareholders.

- **Management Responsibilities:**

The Manager is responsible for portfolio management, investment decisions, administration, accounting, and compliance, operating under the Company’s Articles of Association and applicable Swedish regulations.

- **Investments and Redemptions:**

Investors may subscribe for preference shares once per year (normally on 31 December). Shares can be redeemed after a minimum holding period of five years, based on the Company’s net asset value (NAV).

- **Governance and Compliance:**

The Manager ensures proper governance, record-keeping, and adherence to laws including KYC, AML, and CTF regulations. Valuations follow Swedish GAAP standards.

- **Fees and Costs:**

15% performance fee, high-water mark, no other recurring annual costs. Direct costs are covered by the fund (i.e. fondadmin och system, bolagsverket, Euroclear etc)

- **Conflicts of Interest:**

The Manager must act in the best interest of the Company and its investors, maintaining transparency and managing any potential conflicts.

- **Confidentiality and Data Protection:**

Both parties are bound by strict confidentiality obligations and comply with applicable data protection laws.

- **Term and Duration:**

The agreement remains in force until all investors have exited or until **December 2060**, with automatic one-year extensions unless terminated in advance.

- **Dispute Resolution:**

Any disputes are governed by Swedish law and resolved through confidential arbitration administered by the Stockholm Chamber of Commerce (SCC).