

REMUNERATION POLICY

(AS EXTRACTED FROM THE EMPLOYEE DEVELOPMENT POLICY)

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Remuneration

Introduction

SLC 3.05 of Part BIII of the Investment Services Rules for Investment Services Providers (the 'Rules') and Article 13 of the Alternative Investment Fund Manager Directive ('AIFMD') requires Alternative Investment Fund Managers ('AIFMs') to establish and implement remuneration policies and practices that are consistent with and promote sound and effective risk management and do not encourage risk taking which is inconsistent with the risk profiles, fund rules or instruments of incorporation of the Alternative Investment Funds ('AIFs') it manages.

Moreover, pursuant to Article 5 of Regulation (EU) 2019/2088 ("SFDR") relating to sustainability-related disclosures in the financial services sector, the remuneration policy should also include information on how remuneration is consistent with the integration of sustainability risks.

In order to adhere with the above-mentioned provisions, Prestige Capital Management Limited (the 'Company') has established and implemented a policy setting out the arrangements, in accordance with Appendix 12 to the Rules, that the Company has in place for those categories of staff whose professional activities have a material impact on the risk profile of the Company or of the AIFs it manages.

This policy is primarily directed at Identified Staff (more details below) and in relation to any type of remuneration, including all forms of payments or benefits paid by the Company, any amount paid by the AIF itself including carried interest and any transfer of units or shares of the AIFs, in exchange for professional services rendered to the identified staff by the Company.

Company Overview

The Company is authorised by the Malta Financial Services Authority ('MFSA') as an AIFM in terms of a Category 2 Investment Services Licence pursuant to the Investment Services Act (the 'Act').

On the basis of proportionality, and in particular in view of the Company's size, nature and complexity of its activities, the Company has misapplied the requirement to set up a remuneration committee and the application of the pay-out process rules as outline within the Rules. Such disapplication is reconcilable with the risk policy, risk appetite and strategy of the Company and the AIFs managed by the Company, in view of the following factors:

- The limited size of the Company and of the AIFs it manages, in particular given that:
 - The value of portfolio of AIFs is less than EUR 500 million
 - The number of staff is not more than 50
- The Internal Organisation, in particular given that:
 - The Company is not listed
 - The legal organisation and internal governance structure of the Company are not complex
- Nature, Scope, and Complexity of the Company, in particular given that the Company:
 - Manages assets under EUR 500 million
 - Is not authorised as a UCITs management Company
 - Does not provide additional services referred to under SLC 1.04 of the Rules.

The Board has appointed David Galea Souchet, a Board Member, to carry out the remuneration function of the Company.

Transparency of remuneration policies in relation to the integration of sustainability risks

Financial market participants and financial advisers shall include in their remuneration policies information on how those policies are consistent with the integration of sustainability risks and shall publish that information on their websites.

Article 5 of SFDR requires the Company to include in this remuneration policy transparency on how the said policy is consistent with the integration of sustainability risks.

As outlined previously, all Identified Staff are remunerated with a fixed remuneration. No variable remuneration shall be paid to Identified Staff unless it is determined to be justified by the Remuneration Function following a performance assessment based on quantitative (financial) as well as qualitative (non-financial) criteria. Considering the very limited impact of the variable remuneration of the Identified Staff on the risk profile of the AIFs and the nature of the business of the Company, the Company deems that there is no risk of misalignment with the integration of the sustainability risks and the investment decision making process of the Investment Manager in respect of its managed AIFs.

In the event that the Company generally delegates portfolio management activity to a third-party investment manager (the “delegate”), the delegate shall ensure that it adopts remuneration policies and procedures which are consistent with the integration of sustainability risks, provided that sustainability risks are integrated into the investment decision-making process. The Company shall seek periodic confirmations from each delegate that these policies are being complied with and the remuneration structures are not encouraging excessive risk-taking with respect to sustainability risks and remuneration is limited to risk adjusted performance.

The Company believes that, where portfolio management is retained, as is the case today, its existing structures are sufficient to prevent excessive risk taking in respect of sustainability risks.

Disclosures

- External Disclosures
 - The Company shall disclose the required information pertaining to its remuneration practices in the annual report in line with Article 22 of the Directive.
 - The Company has also included information on how this remuneration policy is consistent with the integration of sustainability risks and is publicly available on its upon request.
 - The disclosure shall be clear and easily understandable and accessible.
- Internal Disclosures
 - This policy is to be distributed to all the Identified Staff within the Company, listed within Appendix 1 to this Section.
 - In addition, the Company will ensure that staff members know in advance the criteria that will be used to determine their remuneration. The Company has an appraisal process properly documented which is transparent to the member of staff concerned.
 - Confidential quantitative aspects of the remuneration of staff members will not be subject to internal disclosure.