

# Key Information Document (KID)

## PURPOSE

This document provides you with key investor information about this investment product. It is not marketing material. The information is required by law to help you understand the nature, risks, costs, potential gains and losses of this product and to help you compare it with other products.

## PRODUCT

**Class Investors Shares D of EdR Private Equity Select Access Fund II S.A., SICAV-RAIF, Smart Estate 2 Sub-Fund (the "Fund")**

The Fund is a sub-fund of EdR Private Equity Select Access Fund II S.A., SICAV-RAIF, a *société anonyme* incorporated under the laws of Grand Duchy of Luxembourg as a *société d’investissement à capital variable – fonds d’investissement alternatif réservé*, subject to the law of 23 July 2016 relating to reserved alternative investment fund.

<b>PRIP Manufacturer :</b>	Edmond de Rothschild Private Equity Luxembourg S.A.	<b>Unique Product Number :</b>	SMART20003
<b>Adress :</b>	4, rue Robert Stumper L-2557 Luxembourg Grand-Duché de Luxembourg	<b>For more information Please contact the AIFM:</b>	Tel +352 26 74 22 1 www.cbrm.lu

Competent Authority of PRIIP Manufacturer: Commission de Surveillance du Secteur Financier (CSSF)

This document was last updated on 13/01/2022

You are about to purchase a product that is not simple and may be difficult to understand.

## WHAT IS THE PRODUCT ?

**TYPE**

The Fund is a sub-fund of EdR Private Equity Select Access Fund II S.A., SICAV-RAIF, a *société anonyme* incorporated under the laws of Grand Duchy of Luxembourg as a *société d’investissement à capital variable – fonds d’investissement alternatif réservé*, established and existing under the laws of the Grand Duchy of Luxembourg, whose registered office is at 4, rue Robert Stumper, L-2557 Luxembourg, Grand Duchy of Luxembourg. The Fund qualifies as an alternative investment fund within the meaning of the Directive 2011/61/UE on alternative investment fund managers (the "AIFMD") as implemented in Luxembourg by the law of 12 July 2013 on alternative investment fund managers, as amended from time to time (the "AIFM Law"). Edmond de Rothschild Private Equity Luxembourg S.A. (the "AIFM") has been entrusted with the portfolio management and risk management of the Fund.

**OBJECTIVES**

The Fund is a feeder fund of Smart Estate Fund 2 SCSp (hereinafter the "Master Fund"), a Luxembourg unregulated special limited partnership (société en commandite spéciale), formed under the laws of Luxembourg, having its registered office at 4, rue Robert Stumper, L-2557 Luxembourg, Grand Duchy of Luxembourg, registered under the Luxembourg Trade and Companies Register under number B 254.758, represented by its general partner Smart Estate Management 2 S.à r.l., a private limited liability company (société à responsabilité limitée) incorporated under the laws of the Grand Duchy of Luxembourg, having its registered office at 4, rue Robert Stumper, L-2557 Luxembourg, Grand Duchy of Luxembourg and registered under the Luxembourg Trade and Companies Register under number B 237.897 (the "Master Fund").

The Master Fund will have a five (5) years term from its first closing with two (2) consecutive one (1) year extension options upon expiration of the term, as further described in the Master Fund’s documentation.

The Master Fund seeks to generate maximum risk-adjusted returns by acquiring a diversified portfolio of property assets in all sectors across continental Europe.

The Master Fund aims to maximise returns while minimising risk in order to achieve an internal rate of return of ten per cent (10%) per annum on the capital invested, net of fees, costs, carried interest and local taxes. The Master Fund offering is designed to provide investors with:

- A rapid capital deployment period to capitalize on the current real estate cycle and capitalize on the Master Fund’s investment themes
- Downside protection with a diversified portfolio of new generation assets that can have a clear positive environmental and social impact to respond to industry structural changes and long-term mega trends

The Fund promotes environmental and social characteristics in the sense of Article 8 of the EU SFDR and takes into account sustainability risk. It does not make investments aligned with the European Taxonomy.

For full details on the investment objectives and strategy of the Master Fund, please see the Master Fund’s offering memorandum ("Master Fund Offering Memorandum").

**INTENDED RETAIL INVESTOR**

The Fund is intended to be marketed to institutional, professional, and well-informed investors. Retail investors who would like to invest in the Fund must qualify as retail investors, pursuant to the Regulation (EU) No 1286/2014 of the European Parliament and of the Council of 26 November 2014 on key information documents for packaged retail and insurance-based investment products (PRIIPs), who have sufficient experience and theoretical knowledge of private equity funds, who are seeking exposure to a closed-ended investment which are able to bear the loss of their entire investment and who have a long-term investment horizon.

**TERM**

The Fund is established for a period of five (5) years from the date of the last day of subscription. This period may be extended by the Board of Directors of the Fund if extensions at the level of the Master Fund so require. The Board of Directors of the Fund may also terminate the life of the Fund early depending on the completion of divestments at the level of the Master Fund.

WHAT ARE THE RISKS AND WHAT COULD I GET IN RETURN?

Risk Indicator

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Lower risk

Higher risk

→

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The risk indicator assumes you keep the product until the term of the fund. You cannot cash in early. You may not be able to sell your product easily or you may have to sell at a price that significantly impacts on how much you get back

The summary risk indicator is a guide to the level of risk of this product compared to other products. It shows how likely it is that the product will lose money because of movements in the markets or because we are not able to pay you. We have classified this product as 6 out of 7, which is the second highest risk class. This rates the potential losses from future performance at a high level, and poor market conditions are very likely to impact the capacity of the Fund to pay you.

Changes to tax laws/treaties may adversely affect returns on your investment. This product does not include any protection from future market performance so you could lose some or all of your investment. If the Fund is not able to pay you what is owed, you could lose your entire investment.

Performance Scenarios

Investment € 10,000		5 years ( Recommended holding period)
Stressed scenario	What you might get back after costs	8,519 €
	Average return <sup>1</sup> each year (%)	-4.57%
Unfavorable scenario	What you might get back after costs	11,396 €
	Average return <sup>1</sup> each year (%)	4.02%
Moderate scenario	What you might get back after costs	13,408 €
	Average return <sup>1</sup> each year (%)	9.62%
Favorable scenario	What you might get back after costs	14,032 €
	Average return <sup>1</sup> each year (%)	11.46%

This table shows the money you could get back over the next 5 years, under different scenarios, assuming that you invest EUR 10,000<sup>2</sup>. The scenarios shown illustrate how your investment could perform. You can compare them with the scenarios of other products. The scenarios presented are an estimate of future performance based on evidence from the past on how the value of this investment varies, and are not an exact indicator. What you get will vary depending on how the market performs and how long you keep the investment/product.

The stress scenario shows what you might get back in extreme market circumstances, and it does not take into account the situation where we are not able to pay you. This product cannot be cashed in. This means it is difficult to estimate how much you would get back if you cash in before maturity. You will either be unable to cash in early or you will have to pay high costs or make a large loss if you do so. The figures shown include all the costs of the product itself, but may not include all the costs that you pay to your advisor or distributor. The figures do not take into account your personal tax situation, which may also affect how much you get back.

WHAT HAPPENS IF THE FUND IS UNABLE TO PAY OUT?

Losses are not covered by an investor compensation or guarantee scheme. Furthermore, with respect to Edmond de Rothschild (Europe) S.A. as depositary of the Fund responsible for the safekeeping of the assets of the Fund (the "Depositary"), there is a potential default risk if the assets of the Fund held with the Depositary are lost. However, such default risk is limited due to the rules set out in Article 19 of the AIFM Law and in the Commission Delegated Regulation (EU) 231/2013, which require a segregation of assets between those of the Depositary and the Fund. The Depositary is liable to the Fund or to the investors of the Fund for the loss by the Depositary or one of its delegates of a financial instrument held in custody unless the Depositary is able to prove that the loss has arisen as a result of an external event beyond its reasonable control. For all other losses, the Depositary is liable in case of its negligent or intention failure to properly fulfil its obligations pursuant to the AIFM Law and any applicable rules and regulations.

WHAT ARE THE COSTS ?

COSTS OVER TIME

The Reduction in Yield (RIY) shows what impact the total costs you pay will have on the investment return you might get. The total costs take into account one-off, ongoing and incidental costs. The amounts shown here are the cumulative costs of (i) the product itself and (ii) the Master Fund. They exclude potential early exit penalties. The figures assume you invest EUR 10,000. The figures are estimates and may change in the future.

The person selling you or advising you about this product may charge you other costs. If so, this person will provide you with information about these costs, and show you the impact that all costs will have on your investment over time.

Investment € 10,000	If you cash in after 5 years
Total costs	-€ 1,410
Impact on return (RIY) per year	4.29%

1 Net Internal Rate of Return ("Net IRR") for the investor. IRR is a method of calculating returns, used in Private Equity to compare investment profitability and corresponds to an annualized compounded return rate. The percentage return for the investor is determined based on the amount and timing of each contribution made to and each distribution received from the Fund. The term "Net" refers to the fact that the return is after costs.

2 Your maximum commitment in the Fund, called over the life of the product, and you receive the proceed upon disposal of investments by the Fund over the life of the product.

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COMPOSITION OF COSTS

The table below shows the impact each year of the different types of costs on the investment return you might get at the end of the recommended holding period and the meaning of the different cost categories.

%			
One-off costs	Entry costs	0.00%	The impact of the costs you pay when entering an investment. This is the most you will pay, and you could pay less.
	Exit costs	0.00%	The impact of the costs of exiting your investment when it matures.
Ongoing costs	Portfolio transaction costs	1.05%	The impact of the costs of us buying and selling underlying investments for the product.
	Other ongoing costs	1.90%	The impact of the costs that we take each year for managing your investments and the costs previously presented.
Incidental costs	Performance fees	0.00%	The impact of performance fees. We take these from your investments if the product outperforms its benchmark.
	Carried interests	1.33%	The impact of incentive fees. We charge this amount when the performance of the investment is above 10% and below 12%. If the performance is above 12%, a payment of 80% of the differential between the final return and the threshold rate will be made to investors after the exit of the investment.

HOW LONG SHOULD I HOLD IT AND CAN I TAKE MY MONEY OUT EARLY?

REQUIRED MINIMUM HOLDING PERIOD: 5 years

The Fund is a closed-ended fund, meaning that shares may not be redeemed at the request of the investors prior to the liquidation of the Fund. The required minimum holding period, in principle, is 5 years starting on the Last Closing<sup>3</sup> date of the Fund as further described under the "Term" heading.

HOW CAN I COMPLAIN?

If you want to file a complaint, please contact us via ordinary mail, email or fax.  
Edmond de Rothschild Private Equity Luxembourg S.A.  
4, rue Robert Stumper  
L-2557 Luxembourg  
Grand-Duché de Luxembourg  
www.cbrm.lu  
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Fax: +352 26 74 22 99  
E-mail: cbrm@edr.com  
Complaints have to be addressed to the Complaints Handling Officer in writing (via ordinary mail, email or fax)

OTHER RELEVANT INFORMATION

The information contained in this KID is supplemented by the confidential placement memorandum and the articles of incorporation of the Fund, which will be provided to retail investors before subscription. Furthermore, the latest annual report and the latest NAV of the Fund as well as the information on the historical performance of the Fund will be provided to retail investors before subscription, if applicable, as provided for in Article 21 of the AIFM Law. Further information documentation may be obtained free of charge, in English from the PRIIP Manufacturer. A paper copy of the KID is available upon request and free of charge from the PRIIP manufacturer.

<sup>3</sup> As defined in the appendix f of the Fund's placement memorandum : the Last Closing, if there are subsequent closings, shall occur on/or about the final closing of the Master Fund, unless otherwise decided by the board of directors (the "Last Closing").