

**CIRCULAR RESOLUTIONS OF THE BOARD OF DIRECTORS**

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The undersigned, being all the members of the board of directors (the “**Board**”) of SEB Prime Solutions (the “**SICAV**” or the “**Company**”), a *société d'investissement à capital variable*, do hereby consent and agree to the adoption of the following resolution effective as of the date written below, with the same force and effect as if adopted at a meeting of the Board duly called and held for the same purpose.

All capitalised terms not otherwise defined herein have the same meaning as in the version of the prospectus of the SICAV (the “**Prospectus**”) and the articles of association of the SICAV.

**WHEREAS** the Board notes that, as set forth in the Prospectus, a sub-fund may be liquidated upon a decision of the Board as a matter of economic rationalization when its assets fall below a level that no longer allows the sub-fund to be managed in an economically efficient and rational manner, which is set in the prospectus to the equivalent of EUR 15,000,000.

**WHEREAS** the total net assets of SEB PRIME SOLUTIONS – SEB Commodity Index Fund (“**SEB Commodity**” or the “**Sub-Fund**”) have decreased below the threshold of EUR 15,000,000.

**WHEREAS** the dissolution of **SEB Commodity** sub-fund by compulsory redemption of shares (the “**SEB Commodity Liquidation**”) would require the circulation of a notice to shareholders of the Sub-Fund (the “**Shareholders**”) informing them of the liquidation of the Sub-Fund, its rationale as well as a description of the process (the “**Liquidation Notice**”, a draft of which is attached to the present resolutions as **Appendix 1**)

**WHEREAS** the management company agreement will be amended to reflect the SEB Commodity Liquidation (the “**Amendment Agreement to the Management Company Agreement**”).

**WHEREAS** the depositary agreement will be amended to reflect the SEB Commodity Liquidation (the “**Amendment Agreement to the Depositary Agreement**” and, collectively with the Amendment Agreement to the Management Company Agreement referred to hereafter as the “**Amendment Agreements**”).

After due and careful consideration, the Board takes the following resolutions:

After having noted that the total net assets of SEB PRIME SOLUTIONS – SEB Commodity Index Fund reached a level inferior to the minimum level for the Sub-Fund to be operated in an economically efficient manner, it is **RESOLVED**, in the best interest of the Shareholders, to compulsorily redeem all the shares of the Sub-Fund on the valuation day of 4 December 2020 (the “**Final Valuation Day**” or the “**Effective Date**”).

It is further **RESOLVED** to reject all subscriptions and redemptions of shares within the Sub-Fund as from 2 December 2020 after 12.00 p.m. and redeem all Shareholders on the Effective Date.

It is further **RESOLVED** to approve the Liquidation Notice, substantially in the form attached to these resolutions, and authorize any two (2) Directors of the Company to sign the same for and on behalf of the SICAV.

It is **RESOLVED** to include the SEB Commodity Liquidation in the next Prospectus update.

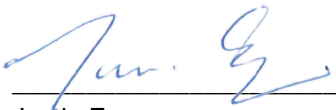
It is further **RESOLVED**, subject to CSSF approval, to approve the Amendment Agreements and authorise any two (2) Directors of the Company to sign the same for and on behalf of the SICAV.

It is further **RESOLVED** to notify the Company's Administrative Agent, Registrar and Transfer Agent of the above decisions.

**SEB Prime Solutions**  
*Société d'Investissement à Capital Variable*  
33, rue de Gasperich  
L-5826 Hesperange  
RCS Luxembourg B 155 311

It is finally **RESOLVED** to approve and ratify any and all actions taken by FundRock Management Company S.A., its employees and agent in the pursuance of these and to take such further actions which may be necessary and proper in connection with the implementation of these resolutions.

The above resolutions are effective as of 27 November 2020.



Justin Egan  
Director

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Claes-Johan Geijer  
Director

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Rikard Lundgren  
Director

Appendix:

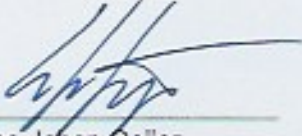
- Notice to the Shareholders of SEB Commodity Index Fund

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Appendix:

- Notice to the Shareholders of SEB Commodity Index Fund

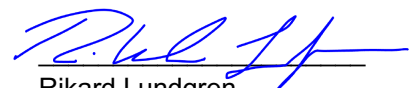
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