



HANetf II ICAV

Supplement dated 5 June 2026

for

Defiance Memory UCITS ETF

This Supplement contains specific information in relation to the **Defiance Memory UCITS ETF** (the **Sub-Fund**), a sub-fund of HANetf II ICAV (the **ICAV**), an Irish collective asset-management vehicle umbrella fund with segregated liability between sub-funds which is registered in Ireland by the Central Bank of Ireland (the **Central Bank**) and authorised under the UCITS Regulations.

This Supplement forms part of the Prospectus of the ICAV dated 2 June 2026 (the Prospectus) and should be read in the context of and together with the Prospectus. Save as disclosed in this Supplement, there has been no significant change and no significant new matter has arisen since publication of the Prospectus.

The Directors of the ICAV whose names appear in the section entitled **Directors of the ICAV** in the Prospectus accept responsibility for the information contained in this document. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure such is the case) the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

Words and expressions defined in the Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement.

Shares purchased on the secondary market cannot usually be sold directly back to the Sub-Fund. Investors must buy and sell Shares on a secondary market with the assistance of an intermediary (e.g. a stockbroker) and may incur fees for doing so. In addition, investors may pay more than the current Net Asset Value when buying Shares and may receive less than the current Net Asset Value per Share when selling them.

The value of Shares may go down as well as up and investors may not get back any of the amount invested.

An investment in the Sub-Fund should not constitute a substantial proportion of an investment portfolio and may not be appropriate for all investors.

Prospective investors should review this Supplement and the Prospectus carefully in their entirety and consider the **Risk Factors** set out in the Prospectus and in this Supplement before investing in this Sub-Fund.



CONTENTS

1	IMPORTANT INFORMATION	1
2	INVESTMENT MANAGER	2
3	INVESTMENT OBJECTIVE AND POLICIES	2
4	PORTFOLIO TRANSPARENCY	5
5	TRACKING OF INDEX	5
6	INFORMATION ON THE INDEX	5
7	INVESTMENT RESTRICTIONS	7
8	BORROWING	7
9	RISK FACTORS	8
10	DIVIDEND POLICY	8
11	KEY INFORMATION FOR SHARE DEALING	8
12	DESCRIPTION OF AVAILABLE SHARES	11
13	CHARGES AND EXPENSES	12
14	MATERIAL CONTRACTS	13
15	REGISTRATION FOR PUBLIC DISTRIBUTION AND LISTING	13
16	HOW TO BUY AND SELL SHARES	13
17	CLASSIFICATION AS AN EQUITY FUND FOR GERMAN TAX PURPOSES	14
18	OTHER INFORMATION	14
	Schedule 1 Index Disclaimers	15

1 IMPORTANT INFORMATION

1.1 Profile of a typical investor

Investment in the Sub-Fund is suitable for investors seeking capital growth over the long term.

The Sub-Fund is available to a wide range of investors seeking access to a portfolio managed in accordance with the investment objective and policy set out below. An investment should only be made by those persons who are able to sustain a loss on their investment. Typical investors in the Sub-Fund are expected to be investors who want to take exposure to the markets covered by the Sub-Fund's investment policy and are prepared to accept the risks associated with an investment of this type, including the volatility of such market.

1.2 General

This Supplement sets out information in relation to the Shares and the Sub-Fund. You must also refer to the Prospectus which is separate to this document and describes the ICAV and provides general information about offers of shares in the ICAV. You should not take any action in respect of the Shares unless you have received a copy of the Prospectus. Should there be any inconsistency between the contents of the Prospectus and this Supplement, the contents of this Supplement will, to the extent of any such inconsistency, prevail. This Supplement and the Prospectus should both be carefully read in their entirety before any investment decision with respect to Shares is made.

The Shares in the ETF Share Classes (as defined below) of the Sub-Fund issued and available for issue will be admitted to listing on the Official List as maintained by Euronext Dublin and traded on the regulated market of Euronext Dublin.

1.3 Suitability of Investment

You should inform yourself as to (a) the possible tax consequences, (b) the legal and regulatory requirements, (c) any foreign exchange restrictions or exchange control requirements and (d) any other requisite governmental or other consents or formalities which you might encounter under the laws of the country of your citizenship, residence or domicile and which might be relevant to your purchase, holding or disposal of the Shares.

The Shares are not principal protected. The value of the Shares may go up or down and you may not get back the amount you have invested. See the section entitled Risk Factors of the Prospectus and the section entitled **Risk Factors** of this Supplement for a discussion of certain risks that should be considered by investors.

An investment in the Shares is only suitable for you if you are a sophisticated investor and (either alone or with the help of an appropriate financial or other advisor) are able to assess the merits and risks of such an investment and have sufficient resources to be able to bear any losses that may result from such an investment. The contents of this document are not intended to contain and should not be regarded as containing advice relating to legal, taxation, investment or any other matters.

1.4 Distribution of this Supplement and Selling Restrictions

Defiance Memory UCITS ETF

Distribution of this Supplement is not authorised unless accompanied by a copy of the Prospectus and is not authorised in any jurisdiction after publication of the audited annual report of the ICAV unless a copy of the then latest annual report and, if distributed after the semi-annual report has been produced, a copy of the then latest published semi-annual report and unaudited accounts is made available in conjunction with the Prospectus and this Supplement. The distribution of this Supplement and the offering or purchase of the Shares may be restricted in certain jurisdictions. If you receive a copy of this Supplement and/or the Prospectus you may not treat such document(s) as constituting an offer, invitation or solicitation to you to subscribe for any Shares unless, in the relevant jurisdiction, such an offer, invitation or solicitation could lawfully be made to you without compliance with any registration or other legal requirement other than those with which the ICAV has already complied. If you wish to apply for the opportunity to purchase any Shares it is your duty to inform yourself of, and to observe, all applicable laws and regulations of any relevant jurisdiction. In particular, you should inform yourself as to the legal requirements of so applying, and any applicable exchange control regulations and taxes in the countries of your respective citizenship, residence or domicile.

2 INVESTMENT MANAGER

The Manager has appointed Tidal Investments LLC, with registered office at 234 West Florida Street, Suite 203, Milwaukee, Wisconsin 53204, United States of America, as investment manager for the Sub-Fund (the **Investment Manager**) with a discretionary mandate pursuant to the investment management agreement dated 29 January 2025, as amended between the Manager and the Investment Manager (the **Investment Management Agreement**) described under the heading Material Contracts below.

The Investment Manager specialises in ETF sub-advisory management and portfolio management services for passively and actively managed ETF funds. Under the terms of the Investment Management Agreement, the Investment Manager provides, subject to the overall supervision and control of the Manager, investment management services to the Manager in respect of the Sub-Fund's portfolio of assets. It may delegate all or part of the investment management responsibilities to one or more sub-investment managers, may obtain the services of investment advisers on a non-discretionary basis and may obtain third party research advice with the fees in respect of any such delegation being paid by the Investment Manager out of its own fee.

3 INVESTMENT OBJECTIVE AND POLICIES**3.1 Investment objective**

The investment objective of the Sub-Fund is to track the price and the performance, before fees and expenses, of an index that is designed to measure the performance of companies that are involved in the development, manufacturing, commercialisation, and storage of memory semiconductors and data storage systems.

3.2 Investment policy

In order to seek to achieve its investment objective, the Sub-Fund will adopt a "passive management" investment strategy and will seek to employ a replication methodology, meaning as far as possible and practicable, it will invest in the securities in proportion to the weightings comprising the Indxx Defiance Global Memory Chip Select Index (the **Index**).

Defiance Memory UCITS ETF

In order to replicate the Index, the Sub-Fund may invest up to 20% of its Net Asset Value in shares issued by the same body. This limit may be raised to 35% for a single issuer when exceptional market conditions apply (for example where the weighting of the issuer in the Index is increased as a result of the issuer's dominant market position or as a result of a merger). These increased limits will only apply where the Sub-Fund is replicating the Index.

The Sub-Fund may, from time to time, use a sampling methodology under various circumstances, including when it may not be possible or practicable to purchase all of the securities in the Index, for example, due to lot size issues or local market restrictions which may apply in certain emerging or frontier markets.

Further details in relation to the Index are set out in the section entitled **Information on the Index** below.

The Investment Manager will regularly monitor the Sub-Fund's tracking accuracy. Information relating to the anticipated Tracking Error is set out in the section entitled **Tracking of Index** below.

The Sub-Fund may invest in ancillary liquid assets and money market instruments which may include bank deposits, certificates of deposit, commercial paper, floating rate notes and freely transferable promissory notes.

The Sub-Fund may invest in other collective investment schemes authorised as UCITS (including ETFs and money market funds) in pursuit of its investment objective, subject to the investment restrictions outlined in the Prospectus.

The transferable securities, ancillary liquid assets, money market instruments and FDI (other than permitted unlisted investments) held by the Sub-Fund will be listed or traded on the Regulated Markets referred to in Appendix 1 of the Prospectus.

3.3 **EU Taxonomy**

The investments underlying this Sub-Fund do not take into account the EU criteria for environmentally sustainable economic activities.

3.4 **Sustainability Risks**

For the purposes of Regulation (EU) 2019/2088 on sustainability-related disclosures in the financial services sector (**SFDR**), the Sub-Fund is not deemed (i) a fund that promotes environmental or social characteristics; (ii) a fund that has sustainable investment as its objective; or (iii) a fund with reduction in carbon emissions as its objective. As such, the Sub-Fund discloses under Article 6 of the SFDR and does not disclose under Articles 8 or 9 of the SFDR.

The impact of Sustainability Risks on the returns of the Sub-Fund have been assessed by the Investment Manager and the Investment Manager has determined that the impact of Sustainability Risks is not materially relevant to the returns of the Sub-Fund due to the nature of the investment objective and policy.

The Sub-Fund is passively managed and holds securities included in the Index, which it tracks. The Index is required to represent an adequate benchmark for the market to which it refers. The Index is created by the Index Administrator. As the strategy of the Sub-Fund is to track the Index, changes to the portfolio of the Sub-Fund are driven by changes to the Index in accordance with the published methodology rather than by an active selection of

Defiance Memory UCITS ETF

securities by the Investment Manager. Accordingly, the Investment Manager does not exercise discretion to actively select or deselect securities as part of the investment process. The Investment Manager does not therefore integrate sustainability risks in the investment process. Even where the Sub-Fund uses an optimisation strategy or representative sampling technique to track the Index, sustainability risks are not incorporated into the optimisation strategy or representative sampling technique as the Sub-Fund's investment objective is to track the performance of the Index and decisions driven by sustainability risks could impact the ability to achieve that objective.

The Manager and the Investment Manager have elected for the time being not to consider the principal adverse impacts of investment decisions taken on behalf of the Sub-Fund on sustainability factors in the manner contemplated by Article 4(1)(a) of the SFDR in light of the nature, scale and complexity of the Sub-Fund's activities.

3.5 Use of financial derivative instruments (FDIs) and efficient portfolio management

The Sub-Fund may invest in FDIs for efficient portfolio management and/or hedging purposes. The Sub-Fund may use futures and currency forwards for the purpose of reducing risk associated with currency exposures within the Sub-Fund. This may on occasions lead to an increase in the risk profile of the Sub-Fund or result in a fluctuation in the expected level of volatility. Please see the section entitled Risk Factors in the Prospectus in relation to such risks.

Investment in FDIs is subject to the conditions and limits contained in the Central Bank UCITS Regulations issued by the Central Bank. Subject to these limits, the Sub-Fund may invest in FDIs dealt on any of the regulated markets set out in the list of Regulated Markets in Appendix 1 to the Prospectus (and/or over the counter (**OTC**) FDIs).

The ICAV employs a risk management process which enables it to accurately measure, monitor and manage at any time the various risks associated with FDIs and their contribution to the overall risk profile of the portfolio of assets of the Sub-Fund. The ICAV will, on request, provide supplementary information to Shareholders relating to the risk management methods employed, including the quantitative limits that are applied and any recent developments in the risk and yield characteristics of the main categories of investments. The Sub-Fund will only invest in FDIs in accordance with the risk management process filed with the Central Bank.

The Sub-Fund may invest in FDIs dealt over the counter provided that the counterparties to over-the-counter transactions are institutions subject to prudential supervision and belong to categories approved by the Central Bank.

Position exposure to the underlying assets of FDIs may not exceed the investment limits set out in the Central Bank UCITS Regulations.

Please see the section entitled Use of Financial Derivative Instruments and Efficient Portfolio Management in the Prospectus in relation to FDI.

3.6 Global Exposure

The Sub-Fund will employ the commitment approach to assess the Sub-Fund's global exposure and to ensure that the Sub-Fund's use of derivative instruments is within the limits specified by the Central Bank. Global exposure will be calculated daily. While the Sub-Fund may be leveraged through the use of the FDIs, any such leverage would not be expected

Defiance Memory UCITS ETF

to be in excess of 100% of the Sub-Fund's Net Asset Value. Including FDI's, the total exposure associated with the investments of the Sub-Fund, may not exceed 200% of the Net Asset Value of the Sub-Fund.

3.7 Securities financing transactions

While the ICAV may enter into Securities Financing Transactions, it is not anticipated that the Sub-Fund will enter into any Securities Financing Transactions. However, in the event that the Sub-Fund contemplates entering into such transactions, investors will be provided with further details of the structure and use of such transactions, together with any other information required to be disclosed to investors in accordance with Articles 13 and 14 of the SFTR. The Supplement will be updated accordingly in the event that the Sub-Fund will enter into any Securities Financing Transactions.

4 PORTFOLIO TRANSPARENCY

Information about the Investments of the Sub-Fund shall be made available on a daily basis. The Sub-Fund will disclose on www.HANetf.com at the start of each Business Day the identities and quantities of the securities and other assets held by it.

5 TRACKING OF INDEX

The Tracking Error of the Sub-Fund is not a guide to its future performance. The Tracking Error is not anticipated to exceed 1% under normal market conditions.

Further information on the anticipated Tracking Error is set out in the section entitled **Tracking of Index** in the Prospectus.

6 INFORMATION ON THE INDEX

- 6.1 This section is a brief overview of the Index. It contains a summary of the principal features of the Index and is not a complete description of the Index. In case of inconsistency between the summary of the Index in this section and the complete description of the Index, the complete description of the Index prevails. Information on the Index appears on the website identified below in the section entitled **Rebalance and Further Information**. Such information may change from time to time and details of the changes will appear on that website.

6.2 General Description of the Index

The Index is governed by a published, rules-based methodology and is designed to measure the performance of companies with material revenue exposure to the development, manufacturing, commercialisation, and storage of memory semiconductors and data storage systems, as determined in accordance with the Index methodology.

The Index Provider is Indxx Inc. (the **Index Provider**).

6.3 Index Universe

To be eligible for inclusion in the initial universe, securities must have:

- a primary listing on a stock exchange or regulated market as described in Appendix 1 of the Prospectus;

Defiance Memory UCITS ETF

- a minimum total market capitalisation of, at least USD \$500 million;
- a six-month average daily turnover greater than or equal to USD \$1 million;
- traded on 90% of the eligible trading days in the last six months. Should a security be an initial public offering (**IPO**) and not have a trading history of six months, this requirement is shortened to 90% of the eligible trading days in the last three months;
- a minimum free float equivalent to 10% of shares outstanding;
- a share price of less than USD \$10,000 at the time of initial inclusion.

6.4 Selection Process

Memory chip and data storage systems are comprised of the following themes:

- **Volatile memory** (i.e. memory that requires a continuous power supply to retain stored data): Companies that develop, manufacture, and sell dynamic random access memory (“**DRAM**”) including standard DRAM, low-power double data rate (“**LPDDR**”) for mobile devices (e.g. smartphones, tablets etc), and high-bandwidth memory for artificial intelligence (“**AI**”).
- **Non-volatile memory** (i.e. memory that preserves data without a power supply): Companies that develop, manufacture, and commercialize NAND/NOR flash memory for large-scale applications including mobile storage, enterprise solid-state drives (“**SSDs**”), and cloud data centres. NAND/NOR flash memory are types of non-volatile memory whose names derive from “Not AND” (NAND) and “Not OR” (NOR), denoting the logic-gate-based flash memory architectures that define their internal cell structure. SSDs are storage devices designed for enterprise and data centre environments.
- **Memories IP, interface & emerging technologies**: Companies licensing memory interface IP, manufacturing memory interface chips, or developing next-generation memory technologies that directly enable or replace existing DRAM and flash architectures (e.g. NAND/NOR flash memory).
- **Memory ecosystem**: Companies that design controllers, assemble modules, or integrate memory and storage components into end-products, where memory is the sole or primary input.
- **Mass storage systems**: Companies that design and sell storage systems used across consumer, enterprise, and data centre environments, spanning from hard disk drives through hybrid configurations to flash-only SSDs (i.e. devices that use only flash memory, typically NAND flash for data storage).

Companies which derive greater than or equal to 50% revenue from the above themes are classified as ‘Pure-Play’ companies.

Companies which derive greater than or equal to 20% revenue but less than 50% of their revenue from the above themes are classified as ‘Quasi-Play’ companies.

Defiance Memory UCITS ETF

All Pure and Quasi play companies are eligible for the final selection list, from which the final portfolio is determined in the following manner:

- The top 20 Pure-Play companies by the highest market capitalisation will form the final portfolio.
- Should there be fewer than 20 companies classified as Pure-Play, Quasi Play companies will be added in order of market capitalisation until there are 20 companies in the selection list.

6.5 Index Weighting

On each rebalance date, the weighting of the Index constituents will occur as follows:

- The securities are weighted on the basis of their market capitalisation.
- Quasi-Play securities are capped at 15% and the excess weight is redistributed among the Pure-Play securities.
- A single security cap of 10% is assigned to securities and the excess weights is redistributed proportionately to the uncapped securities within their respective classification.

6.6 Rebalance and Further Information

The Index is rebalanced on a quarterly basis in February, May, August and November.

The Index is calculated in USD.

Further information is available at the website of the Index Provider:
<https://www.indxx.com/index/indxx-defiance-global-memory-chip-select-index>

7 INVESTMENT RESTRICTIONS

The general investment restrictions as set out in the Prospectus shall apply.

The Sub-Fund may not invest more than 10% of its Net Asset Value in open-ended collective investment schemes.

There may be instances where the weighting of any constituent security of the Index could cause the Sub-Fund to breach the investment restrictions set out in the Prospectus. If such an event occurs, it is intended that the Sub-Fund will purchase other assets, the effect of which will seek to maintain, so far as is possible, the same economic exposure to and the same weighting of the security of that issuer in the Index without breaching its investment restrictions.

The Directors may from time to time impose such further investment restrictions as shall be compatible with or in the interests of Shareholders.

8 BORROWING

The Sub-Fund may borrow money in an amount up to 10% of the market value of its net assets at any time for the account of the Sub-Fund and the Depositary may charge the

Defiance Memory UCITS ETF

assets of the Sub-Fund as security for any such borrowing, provided that such borrowing is only for temporary purposes.

The Sub-Fund may acquire currency by means of a back-to-back loan agreement. Foreign currency obtained in this manner is not classified as borrowing for the purposes of the UCITS Regulations provided that the offsetting deposit is denominated in the Base Currency of the Sub-Fund and equals or exceeds the value of the foreign currency loan outstanding.

9 **RISK FACTORS**

While the general risk factors set out in the section entitled **Risk Factors** in the Prospectus apply to the Sub-Fund, the following risk factors described in the Prospectus under the headings **Absence of prior active market, Capital Controls and Sanctions Risk, Concentration Risk, Emerging Markets, Specialisation Risk, Currency Risk, ETF Share Class and Non-ETF Share Class Risk, Interest Rate Risk, Liquidity of Investments, Small- and Mid-Capitalisation Risk, Political and/or Legal/Regulatory Risk, Regulatory Restrictions, Index Rebalancing and Costs** and **Issuer-specific Risk** are particularly relevant for the Sub-Fund.

The following risks relate specifically to the Sub-Fund:

9.1 **Sectoral Investment Risk**

Where a Sub-Fund invests a significant portion of its assets in the securities of companies of a sector, it is more likely to be impacted by events or conditions affecting that sector. The Sub-Fund shall invest predominantly in companies that are involved in the development, manufacturing, commercialisation, and storage of memory semiconductors and data storage systems. As a result of this sector focus, the Sub-Fund may be significantly affected by events or conditions impacting the memory semiconductors and data storage industry and related end-markets, including, among other things, worldwide economic growth and international political and economic developments, environmental issues, and tax and governmental regulatory policies.

9.2 **Memory Companies Risk**

Memory semiconductors and data storage systems may be subject to significant business, market and regulatory risks. Companies in this sector may be affected by, among other things, emerging technologies and product obsolescence, dependence on IP rights and the risk of infringement or loss of such rights, competition, supply and demand. The sector may also be particularly sensitive to changes in global information technology spending and capital expenditure cycles (including in enterprise, cloud and data centre end-markets), as well as disruptions to global supply chains or other operational disruptions affecting the production, distribution or availability of memory and data storage products. In addition, memory semiconductors and related technologies may be subject to legal, regulatory, tax and political developments (including trade restrictions, sanctions, export controls and other measures) which could adversely affect the operations, revenues, profitability and valuations of issuers included in the Index, and consequently the value of the Sub-Fund.

10 **DIVIDEND POLICY**

The Sub-Fund may issue Distributing Shares and Accumulating Shares. Where any Distributing Shares are issued, the Directors may declare dividends on a regular basis to the Shareholders of such Shares out of the net income and/or realised gains net of realised

Defiance Memory UCITS ETF

and unrealised losses and/or capital of the Sub-Fund attributable to the Distributing Shares, in accordance with the terms of the Prospectus. **Where distributions will be paid out of the capital of the Sub-Fund, investors may not receive back the full amount invested.**

The profits attributable to the Accumulating Shares in the Sub-Fund shall be retained within the Sub-Fund and will be reflected in the Net Asset Value of the Accumulating Shares.

11 **KEY INFORMATION FOR SHARE DEALING**

	ETF Share Classes	Non-ETF Share Classes
Base Currency	US Dollar	
Minimum Sub-Fund Size	The minimum size of the Sub-Fund will be \$30,000,000.00 or foreign currency equivalent thereof or such other amount as may be determined by the Directors at their discretion. When the size of the Sub-Fund is below \$30,000,000.00 or foreign currency equivalent, the Directors of the ICAV may compulsorily redeem all of the Shares of the Sub-Fund in accordance with the Mandatory Redemptions section of the Prospectus.	
Minimum Initial Investment Amount	N/A	US\$150,000.00
Business Day	means a day on which markets are open for business in London (or such other day(s) as the Directors may from time to time determine and notify in advance to Shareholders).	
Dealing Day	In general, each Business Day will be a Dealing Day. However, certain Business Days will not be Dealing Days where, in the sole determination of the Directors: markets on which the Sub-Fund's investments are listed or traded, suspended or closed or where there is a public holiday in the jurisdiction of the Investment Manager or their delegates; provided always that there is at least one Dealing Day per fortnight. The Dealing Days for the Sub-Fund are available from the Administrator and can be found at www.HANetf.com .	
Dealing Deadline	4.30pm (Irish time) on the day prior to the relevant Dealing Day.	
Initial Offer Period	The Initial Offer Period shall commence at 9.00 am (Irish time) on 8 June 2026 and close on the earlier of the receipt of an initial subscription and 5.00pm (Irish time) on 4	The Initial Offer Period shall commence at 9.00 am (Irish time) on 8 June 2026 and close on the earlier of the receipt of an initial subscription and 5.00pm (Irish time) on 4 December

Defiance Memory UCITS ETF

	<p>December 2026 as may be shortened or extended by the Directors and notified to the Central Bank.</p> <p>Shares will be initially offered at a price of approximately US\$7.77 per Share (or its foreign currency equivalent). The actual Net Asset Value per Share on the first Dealing Day following the close of the Initial Offer Period may vary from the estimated price depending on movements in the value of the securities between the date of this Supplement and the date that the Initial Offer Period closes. The Net Asset Value per Share will be available from the Administrator and on the Website following the close of the Initial Offer Period.</p>	<p>2026 as may be shortened or extended by the Directors and notified to the Central Bank.</p> <p>Shares will be initially offered at a price of approximately US\$7.77 per Share (or its foreign currency equivalent). The actual Net Asset Value per Share on the first Dealing Day following the close of the Initial Offer Period may vary from the estimated price depending on movements in the value of the securities between the date of this Supplement and the date that the Initial Offer Period closes. The Net Asset Value per Share will be available from the Administrator and on the Website following the close of the Initial Offer Period.</p>
<p>Settlement Date for Subscriptions</p>	<p>In respect of cash subscriptions, by 2pm (Irish time) on the first Business Day after the relevant Dealing Day; provided that if such day is not a Currency Day, settlement will be postponed to the immediately following Currency Day;</p> <p>In respect of in-kind subscriptions, by 3pm (Irish time) on the third Business Day after the relevant Dealing Day or within such other period as the Directors may determine (not exceeding 10 Business Days following the relevant Dealing Deadline).</p>	<p>In respect of cash subscriptions, by 2pm (Irish time) on the first Business Day after the relevant Dealing Day; provided that if such day is not a day on which foreign exchange markets are open for settlement of payments in the relevant Currency Day settlement will be postponed to the immediately following Currency Day.</p>
<p>Redemptions</p>	<p>Creation Units may be redeemed on a Dealing Day at a price based on the Net Asset Value per Share multiplied by the number of Shares in a Creation Unit. A redeeming</p>	<p>Shares in Non-ETF Share Classes may be redeemed on a Dealing Day at a price based on the Net Asset Value per Share. A redeeming Shareholder will have deducted from redemption</p>

Defiance Memory UCITS ETF

<p>Settlement Date for Redemptions</p>	<p>Shareholder will have deducted from redemption proceeds an appropriate amount of duties and charges, if applicable.</p> <p>The Shares in the ETF Share Classes which are the subject of the redemption must be received by the Sub-Fund by 2pm (Irish time) on the fifth Business Day after the relevant Dealing Day.</p> <p>Redemption proceeds will be typically transferred within two Business Days of the relevant Dealing Day and, in any event, within such other period as the Directors may determine (not exceeding 10 Business Days following the relevant Dealing Deadline), provided that all required documentation has been furnished to the Administrator and the relevant Shareholder has delivered, in the relevant Securities Settlement System, the Shares to be redeemed.</p>	<p>proceeds an appropriate amount of duties and charges, if applicable.</p> <p>The Shares which are the subject of the redemption must be received by the Sub-Fund by the fifth Business Day after the relevant Dealing Day.</p> <p>Redemption proceeds will be typically transferred within five Business Days of the relevant Dealing Day and, in any event, within such other period as the Directors may determine (not exceeding 10 Business Days following the relevant Dealing Deadline), provided that all required documentation has been furnished to the Administrator.</p>
<p>Valuation</p>	<p>The Net Asset Value per Share is calculated in accordance with the section entitled Calculation of Net Assets/ Valuation of Assets in the Prospectus.</p>	
<p>Publication Time</p>	<p>8.00am (Irish time) on the relevant Dealing Day.</p>	
<p>Valuation Point</p>	<p>4.00pm (US EST) on the relevant Dealing Day.</p>	
<p>Website</p>	<p>www.HANetf.com</p>	

Subscription and redemption requests for ETF Share Classes will normally be accepted in multiples of the Creation Unit set at the discretion of the Manager. Authorised Participants should refer to the AP Portal for details of the applicable Creation Unit.

12 **DESCRIPTION OF AVAILABLE SHARES**

12.1 **ETF Share Classes and Non-ETF Share Classes**

The Sub-Fund may comprise both listed Classes (being **ETF Share Classes**) and unlisted Classes (being **Non-ETF Share Classes**) in accordance with the requirements of the

Defiance Memory UCITS ETF

Central Bank. ETF Share Classes will be identified as such by the denominated "ETF". Classes without the "ETF" denominator are Non-ETF Share Classes.

In addition, the Sub-Fund may also offer Hedged Share Classes. Hedged Share Classes will be identified as such by the denominator "EUR/GBP/CHF Hedged". Classes without the "Hedged" denominator are unhedged Share Classes. Please see the section of the Prospectus headed **Share Class Hedging** and **Share Class Currency Risk** for further details.

Share Class Name	Dividend Policy	Hedged/Unhedged	Currency
Accumulating ETF Share Class	Accumulating	Unhedged	USD \$

13 CHARGES AND EXPENSES

- 13.1 This section entitled Charges and Expenses should be read in conjunction with the sections entitled **General Charges and Expenses** and **Management Charges and Expenses** in the Prospectus.
- 13.2 The following fees may be charged, at the discretion of the Manager, on the Net Asset Value per Share in the Creation Unit subscribed for by Shareholders (and will not be incurred by the ICAV on behalf of the Sub-Fund and accordingly will not affect the Net Asset Value of the relevant Class of Share of the Sub-Fund).

Charge	ETF Share Class	Non-ETF Share Class
Preliminary Charge	N/A	up to 5% t the Manager's discretion
Exchange Charge	N/A	up to 3% t the Manager's discretion
Redemption Charge	up to 3% t the Manager's discretion	up to 3% t the Manager's discretion
Cash Transaction Fee	up to 3% t the Manager's discretion	N/A
In-Kind Transaction Fee	up to 3% t the Manager's discretion	N/A

- 13.3 The Preliminary Charge is in addition to the investment amount received from an investor for subscription for Shares. Such Preliminary Charge is payable to the Manager.

The Preliminary Charge, Exchange Charge and Redemption Charge will not be incurred in circumstances where the Cash Transaction Fee or In-Kind Transaction Fee is applied.

The following fees and expenses will be incurred by the ICAV on behalf of the Sub-Fund and will affect the Net Asset Value of the relevant Class of Share of the Sub-Fund:

Share Class Name	Total Expense Ratio (TER)
------------------	---------------------------

Defiance Memory UCITS ETF

Accumulating ETF Share Class	Up to 0.69% per annum
------------------------------	-----------------------

The TER, a percentage of the Net Asset Value of the relevant Class of Shares (plus VAT, if any), is payable by the ICAV out of the Sub-Fund Assets to the Manager. The TER will accrue on each day and will be calculated on each Dealing Day and paid monthly in arrears. Please see the section of the Prospectus headed Management Charges and Expenses for full details of fees, costs and expenses captured within the TER.

14 MATERIAL CONTRACTS

The Investment Management Agreement provides that the appointment of the Investment Manager as investment manager will continue in force unless and until terminated by the Manager immediately on written notice to the Investment Manager or by the Investment Manager giving not less than one hundred and eighty (180) days' notice in writing to the Manager although in certain circumstances the agreement may be terminated forthwith by notice in writing by either party to the other. Under this agreement, the Investment Manager shall not be liable to the Manager or any Shareholders or otherwise for any error of judgement or loss suffered by the Manager or any such Shareholder in connection with the Investment Management Agreement unless such loss arises from the fraud, bad faith, negligence or wilful default in the performance or non-performance by the Investment Manager or persons designated by it of its obligations or duties under the agreement or breach of contract on the part of the Investment Manager or any of its agents or delegates or their agents.

15 REGISTRATION FOR PUBLIC DISTRIBUTION AND LISTING

Application is expected to be made to register the Sub-Fund for public distribution in various European countries.

Application has been made to list the Shares in the ETF Share Classes on Euronext Dublin. Through the operation of such a secondary market, persons who are not Authorised Participants or not able or willing to subscribe for and redeem Creation Units will be able to buy or sell Shares in the ETF Share Classes from or to other retail investors or market makers, broker/dealers, or other Authorised Participants at prices which should approximate, after currency conversion, the Net Asset Value of the Shares in the ETF Share Classes.

16 HOW TO BUY AND SELL SHARES

Applicants should note that investors in a Non-ETF Share Class can subscribe and redeem their Shares directly from the ICAV, whereas investors who have purchased Shares in an ETF Share Class on the secondary market should be aware that such shares cannot usually be sold directly back to the ICAV. Additionally, if exchanges are closed but it is a Dealing Day for the Sub-Fund, then Non-ETF Share Class investors may be able to subscribe and redeem with the Sub-Fund, while other investors will likely have to wait for the Exchanges to open again to buy and sell Shares.

Investors in an ETF Share Class can purchase or sell Shares on a stock exchange through an intermediary at any time during the trading day whereas investors in a Non-ETF Share Class may only purchase and sell shares directly with the ICAV prior to the Dealing Deadline for that Dealing Day.

Defiance Memory UCITS ETF

16.1 **ETF Share Classes**

Investors can buy and sell Shares in the ETF Share Classes on the secondary market with the assistance of an intermediary (e.g., a broker-dealer) as described above in accordance with the procedures set out in the section entitled **Secondary Market** in the Prospectus and may incur fees charged by their intermediary or broker. In addition, investors in ETF Share Classes may pay more than the current Net Asset Value when buying Shares and may receive less than the current Net Asset Value when selling them.

Investors can otherwise subscribe for or redeem Creation Units in accordance with the procedures set out in the section entitled **Primary Market** in the Prospectus.

16.2 **Non-ETF Share Classes**

Investors can buy and sell Shares in the Non-ETF Share Classes in accordance with the procedures set out in the section entitled **Share Dealing – Non-ETF Sub-Funds** in the Prospectus. Investors in Non-ETF Share Classes may pay the Preliminary Charge and the Redemption Charge in the section entitled **Charges and Expenses** to cover transactions costs of purchasing and selling Shares of the Sub-Fund.

17 **CLASSIFICATION AS AN EQUITY FUND FOR GERMAN TAX PURPOSES**

The Sub-Fund will be managed in such a way to ensure that it qualifies as an "Equity Fund", as such term is defined in the German Investment Tax Act 2018 (as amended), please see sections headed **Classification as an Equity Fund or as a Mixed Fund for German Tax Purposes** and **Additional Information for German Tax Purposes** within the Prospectus for further details.

18 **OTHER INFORMATION**

New Sub-Funds may be created from time to time by the Directors with the prior approval of the Central Bank in which case further Supplements incorporating provisions relating to those Sub-Funds will be issued by the ICAV.

The names of the Sub-Funds currently approved by the Central Bank are listed in the Global Supplement.

SCHEDULE 1**INDEX DISCLAIMERS**

The Index Provider is not affiliated with the Manager, the Investment Manager, the Administrator, Depository, Marketing Agent or any of their respective affiliates.

The Marketing Agent has entered into a license agreement with the Index Provider pursuant to which the Marketing Agent pays a fee to use the Index. The Marketing Agent is sub-licensing rights to the Index to the Sub-Fund at no charge.

The Sub-Fund is not sponsored, promoted, sold or promoted by the Index Provider.

Index Provider makes no representation or warranty, express or implied, to the owners of the Sub-Fund or any member of the public regarding the advisability of trading in the Sub-Fund. The Index Provider's only relationship to the Marketing Agent is the licensing of certain trademarks and trade names of Index Provider and of the Index which is determined and composed by Index Provider without regard to Marketing Agent or the Sub-Fund, the Index Provider has no obligation to take the needs of Marketing Agent or the owners of the Sub-Fund into consideration in determining or composing Index. Index Provider is not responsible for and has not participated in the determination of the timing of, prices at, or quantities of the Sub-Fund to be listed or in the determination or calculation of the equation by which the Sub-Fund is to be converted into cash. Index Provider has no obligation or liability in connection with the administration, marketing or trading of the Sub-Fund.

THE INDEX PROVIDER DOES NOT GUARANTEE THE ACCURACY AND/OR THE COMPLETENESS OF THE INDEX OR ANY DATA INCLUDED THEREIN AND THE INDEX PROVIDER SHALL HAVE NO LIABILITY FOR ANY ERRORS, OMISSIONS, OR INTERRUPTIONS THEREIN. INDEX PROVIDER MAKES NO WARRANTY, EXPRESS OR IMPLIED, AS TO RESULTS TO BE OBTAINED BY THE MARKETING AGENT, OWNERS OF THE SUB-FUND, OR ANY OTHER PERSON OR ENTITY FROM THE USE OF THE INDEX OR ANY DATA INCLUDED THEREIN. THE INDEX PROVIDER MAKES NO EXPRESS OR IMPLIED WARRANTIES, AND EXPRESSLY DISCLAIMS ALL WARRANTIES, OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE WITH RESPECT TO THE INDEX OR ANY DATA INCLUDED THEREIN, WITHOUT LIMITING ANY OF THE FOREGOING, IN NO EVENT SHALL THE INDEX PROVIDER HAVE ANY LIABILITY FOR ANY LOST PROFITS OR INDIRECT, PUNITIVE, SPECIAL OR CONSEQUENTIAL DAMAGES (INCLUDING LOST PROFITS), EVEN IF NOTIFIED OF THE POSSIBILITY OF SUCH DAMAGES. THERE ARE NO THIRD-PARTY BENEFICIARIES OF ANY AGREEMENTS OR ARRANGEMENTS BETWEEN INDEX PROVIDER AND MARKETING AGENT.