



Statement in relation to the Shareholders Rights Directive II

The EU Shareholder Rights Directive II (Directive 2017/828/EU) ("SRD II"), amending Directive 2007/36/EC, is intended to strengthen shareholder engagement and increase transparency. Among other requirements, SRD II requires asset managers to develop and publicly disclose an engagement policy that describes how they integrate shareholder engagement in their investment strategies and to publicly disclose, on an annual basis, how their engagement policies have been implemented, or otherwise to publicly disclose a clear and reasoned explanation why they have chosen not to comply. In light of the investment strategy of the funds under management (the "Funds"), which mainly target private equity strategies, Advent International Fund Manager S.à r.l. has chosen to not put in place such policy.

Indeed, while the Funds may happen to hold shares of EEA listed companies, neither Advent International Fund Manager S.à r.l. nor its delegated portfolio managers (which are generally appointed to exercising voting rights on portfolio companies) nor the Funds in general purport to have an influence on those companies, but rather expect to exit them as soon as possible. Should the Funds happen to hold participations in and exercise an influence on EEA listed companies, the deal memo prepared by the delegated portfolio manager will (where appropriate) provide for recommendations on the integration of shareholder engagement in the investment strategy of the relevant Fund and on the subsequent exercise of voting rights attached to these shares. In this context, the delegated portfolio managers may for example monitor investee companies' approach towards matters such as (i) business strategy; (ii) financial and non-financial performance and risk; (iii) capital structure; and (iv) social, environmental impact and corporate governance. Advent International Fund Manager S.à r.l. will review this position and assess the opportunity to put in place an engagement policy on an ongoing basis and depending on the composition of the portfolio of the Funds.