## A Message from Your ICAV's Board

This notice has not been reviewed by the Central Bank of Ireland (the "Central Bank") and it is possible that changes thereto may be necessary to meet the requirements of the Central Bank. The Directors are of the opinion that there is nothing contained in this notice nor in the proposals detailed herein that conflicts with the Central Bank UCITS Regulations or additional guidance issued by the Central Bank nor with best industry practice.

All capitalised terms contained in this notice have the same meaning as described in the current prospectus for the ICAV.

This document is important and requires your immediate attention. If you are in any doubt as to the action to be taken, you should immediately consult your stockbroker, solicitor or attorney or other professional advisor. If you sold or otherwise transferred your holding in the ICAV, please send this notice and any other relevant documents to the stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

### Dear Shareholder,

This is to notify you of proposed changes to the investment objective and policy of the JPMorgan ETFs (Ireland) ICAV - Global High Yield Corporate Bond Multi-Factor UCITS ETF (the **"Sub-Fund"**).

If approved, the Sub-Fund will change from tracking an index that follows a rules based multi-factor methodology to an actively managed strategy that uses a multi-factor approach for security selection. Please note that it is intended that the underlying investment strategy of the Sub-Fund, to invest in a diversified pool of global, below investment grade, fixed rate corporate debt securities selected using a systematic, multi-factor approach, will remain the same.

The details and timing of the changes are provided on the following pages with full details of the changes proposed to the supplement in respect of the Sub-Fund (the "**Supplement**") attached as Appendix A to this notice. If approved, the changes will be reflected in the Supplement to be issued on or about 23 August 2023.

For these changes to take effect, an ordinary resolution must be passed at an Extraordinary General Meeting ("**EGM**") of shareholders. It is important that you exercise your right to vote, either by attending in person or by using the enclosed proxy form ("**Proxy Form**").

Please note that you are only entitled to attend and vote at the meeting (or any adjournment thereof) if you are a registered shareholder. As the ICAV uses the International Central Securities Depositary ("ICSD") model of settlement and Citivic Nominees Limited is the sole registered shareholder of shares in the ICAV under the ICSD settlement model, investors in the Sub-Fund should contact the relevant ICSD or the relevant participant in the ICSD (such as a local central securities depositary, broker or nominee) if they have any queries on the course of action they should take in relation to this document.

More detailed information about the changes, including their timing, appears below. Please take a moment to review this important information. If you still have questions, please contact the registered office or your local representative.

Lorcan Murphy Director for and on behalf of the Board

### Notice of Extraordinary General Meeting Please vote by 24 July 2023 at 4.30 p.m. (Irish time)

The meeting will be held at the location and time stated in the right-hand column.

### Ordinary Resolution for Shareholder Vote:

That the changes to investment objective and investment policy of JPMorgan ETFs (Ireland) ICAV - Global High Yield Corporate Bond Multi-Factor UCITS ETF, as reflected in the marked up extract from the Supplement attached as Appendix A to this EGM notice, be and they are hereby approved.

#### THE MEETING

**Location** 200 Capital Dock, 79 Sir John Rogerson's Quay, Dublin 2, Ireland.

Date and time 26 July 2023 at 4.30 p.m. (Irish time)

Adjourned EGM If quorum is not met within 30 minutes after the time, the EGM will be adjourned to 4.30 p.m. (Irish time) on 2 August 2023 at the same location.

**Voting threshold** Items will be resolved by majority of not less than 50% of the votes cast at the meeting. For further information, please see "Additional Information" below.

**Recommendation** The Directors believe that the resolution to be proposed at the EGM is in the best interests of shareholders of the ICAV as a whole and, accordingly, the Directors recommend that shareholders vote in favour of the resolution.

**Voting result** Will be announced through the stock exchange websites in each of the jurisdictions in which Shares in the ICAV are listed and will also be made available at: www.jpmorganassetmanagement.ie

### THE ICAV

Name JPMorgan ETFs (Ireland) ICAV

Legal form ICAV

Sub-Fund type UCITS

Your sub-fund Global High Yield Corporate Bond Multi-Factor UCITS ETF

Registration number (Central Bank) C171821

Registered office 200 Capital Dock, 79 Sir John Rogerson's Quay, Dublin 2, Ireland.

Fax +353 1 845 8634

**Directors** Lorcan Murphy, Daniel J. Watkins, Bronwyn Wright, Samantha McConnell

You may vote in person or by appointing a proxy, however, please ensure you follow the result of the vote. A form of proxy is enclosed with this Notice of EGM for use by Shareholders. As mentioned above, investors in the ICAV who are not registered Shareholders should submit their voting instructions through the relevant ICSD or the relevant participant in an ICSD (such as a local central securities depositary, broker or nominee), instead of using the Proxy Form.

- To vote by proxy, use the enclosed Proxy Form. Your form must arrive at the registered office, via post or fax, by 4.30 p.m. (Irish time) on 24 July 2023.
- To vote in person, attend the meeting in person. Completion of a Proxy Form will not prevent you attending the meeting and voting in person.

**If the proposed changes ARE approved**, the changes will be binding on each shareholder in the ICAV whether or not they voted in favour of the ordinary resolution or at all. The proposed changes will become effective on 16 August 2023 and the revised version of the supplement will be available at <u>www.jpmorganassetmanagement.ie</u>.

### YOUR OPTIONS

1 If you are comfortable with the changes, you do not need to take any action.

2 If you want to redeem your investment, place your dealing instructions as you usually do.

If you choose option 2, you may want to review this option with your tax adviser and your financial adviser. This option could have tax consequences.

If the proposed changes are NOT approved, the ICAV will continue to operate without change and the Board may consider other available options.

### JPMORGAN ETFS (IRELAND) ICAV - GLOBAL HIGH YIELD CORPORATE BOND MULTI-FACTOR UCITS ETF | 3 JULY 2023

### JPMorgan ETFs (Ireland) ICAV - Global High Yield Corporate Bond Multi-Factor UCITS ETF

### **Rationale for changes**

It is proposed to change investment approach of the Sub-Fund from following an index tracking strategy to employing an actively managed strategy.

Currently the Sub-Fund seeks to provide returns corresponding to the JP Morgan Asset Management Global High Yield Multi-Factor Index (the "Index"). The components of the Index are selected using a rules based multi-factor methodology from components of the ICE BofA Global High Yield Index (the "Investible Universe"). The Sub-Fund uses an optimisation methodology to select Index securities in order to build a representative portfolio that provides a return that is comparable to that of the Index.

The proposal, if approved by Shareholders, would result in the Investment Manager actively selecting securities from the Investible Universe using a systematic, multi-factor strategy. The portfolio will continue to represent a portfolio of securities that displays stronger multi-factor characteristics relative to their peers. The Sub-Fund will still invest in a diversified pool of global, below investment grade, fixed rate corporate debt securities.

Changing to an actively managed systematic strategy will enable to the Investment Manager to:

- manage the Sub-Fund's risk relative to the Investible Universe more effectively across markets, sectors and countries and
- respond to changing issuer fundamentals, liquidity and market events outside of the monthly index rebalance schedule.

The Board believes that the changes proposed may improve the Sub-Fund's potential returns and offer better prospects for growth and are therefore in the best interests of shareholders. It is proposing that the Sub-Fund adopt the changes to the investment objective and policy set out in the marked up extract from the Supplement attached as Appendix A to the EGM notice.

In addition, the Sub-Fund will enhance the disclosure of its sustainability policies to the effect that, it will be regarded as promoting environmental, social and governance ("**ESG**") characteristics, such that it would be categorised under Article 8 of EU Sustainable Finance Disclosure Regulation (the "**SFDR**").

### ADDITIONAL INFORMATION

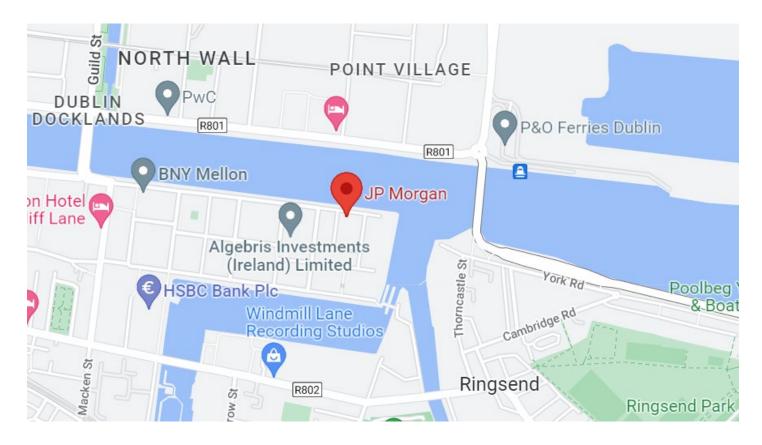
- Investors in the ICAV should submit their voting instructions through the relevant ICSD or the relevant participant in an ICSD (such as a local central securities depositary, broker or nominee), instead of using the Proxy Form.
- Registered Shareholders can either attend the EGM and vote in person or **complete and return the enclosed Proxy** Form. It must be received by 4.30 p.m. (Irish time) on 24 July 2023.
- The resolution will be proposed as an "ordinary resolution" and must be carried by a majority in favour of not less than 50% of the votes validly cast at the meeting. Once passed, an ordinary resolution is binding on all Shareholders.
- Shareholders entitled to attend, speak and vote at the EGM may appoint another person to exercise their rights to attend, speak and vote at the EGM (or any adjournment thereof). If you hold the shares through a financial intermediary or clearing agent, you need to contact them in good time in advance of the EGM for them to be able to inform you how you may exercise your right to attend, speak and vote at the EGM (or any adjournment thereof) as appropriate.
- In the case of joint holders of a share, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of the shares.
- If a quorum is not present within 30 minutes of the time appointed for the EGM, the EGM will be adjourned to 4.30 p.m. (Irish time) 2 August 2023 same location.
- The enclosed Proxy Form will remain valid for any adjourned EGM (if required), unless expressly revoked. We will notify shareholders of any adjournment as soon as practical.
- If you have any questions or require further information, please contact the registered office or your local representative. Please note that we do not provide financial or tax advice.

### **KEY DATES & LOCATION OF THE MEETING**



### \* if resolution passed

**Note:** If you would like to attend the EGM to be held at 200 Capital Dock, 79 Sir John Rogerson's Quay, Dublin 2, Ireland on 26 July 2023, please find directions below:



JPMORGAN ETFS (IRELAND) ICAV - GLOBAL HIGH YIELD CORPORATE BOND MULTI-FACTOR UCITS ETF | 3 JULY 2023

Appendix A - Proposed Changes to the Supplement

### JPMORGAN ETFS (IRELAND) ICAV

# Global High Yield Corporate Bond Multi-Factor UCITS ETF

### 21 June23 August 2023

(A sub-fund of JPMorgan ETFs (Ireland) ICAV, an Irish collective asset-management vehicle constituted as an umbrella fund with segregated liability between sub-funds with registered number C171821 authorised by the Central Bank of Ireland pursuant to the UCITS Regulations).

This Supplement (the "Supplement") forms part of the Prospectus dated 9 June 2023 (the "Prospectus") in relation to JPMorgan ETFs (Ireland) ICAV (the "ICAV") for the purposes of the UCITS Regulations. This Supplement should be read in the context of, and together with, the Prospectus and contains information relating to the JPMorgan ETFs (Ireland) ICAV – Global High Yield Corporate Bond Multi-Factor UCITS ETF (the "Sub-Fund") which is a separate sub-fund of the ICAV.

The Sub-Fund is an Index TrackingActively Managed Sub-Fund.

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 and in their entirety and consider the risk factors set out in the Prospectus and in this Supplement before investing in this Sub-Fund. If you are in any doubt about the contents of this Supplement, you should consult your stockbroker, bank manager, solicitor, accountant and/or financial adviser.

The Directors, as listed in the "*Management*" section of the Prospectus accept responsibility for the information contained in this Supplement. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case) the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

Unless otherwise defined herein or unless the context otherwise requires, all defined terms used in this Supplement shall bear the same meaning as in the Prospectus.

Base Currency	US Dollar.
Benchmark	ICE BofA Global High Yield Index .
Benchmark Provider	ICE BofA.
Dealing Deadline - Cash	14:00 hrs (UK time) for all Share Classes on each Dealing Day.
Dealing Deadline – In Specie	<ul><li>14:30 hrs (UK time) for Currency Hedged Share Classes on each Dealing Day.</li><li>16:30 hrs (UK time) for unhedged Share Classes on each</li></ul>
	Dealing Day.
Index	JP Morgan Asset Management Global High Yield Multi-Factor Index.
Index Provider	J.P. Morgan Investment Management Inc.
Index Calculation Agent	ICE Data Indices, LLC.
Investment Manager	J.P. Morgan Investment Management Inc., 383 Madison Avenue, New York, NY 10179, United States of America, whose business includes the provision of investment management services.
Minimum Subscription Amount	10,000 Shares (for in specie subscriptions) or cash equivalent (for cash subscriptions) for all Classes except the GBP Hedged Share Classes and MXN Hedged Share Classes. Minimum Subscription Amount for GBP Hedged Share Classes will be 200,000 Shares (for in specie subscriptions) or cash equivalent (for cash subscriptions) and for MXN Hedged Share Classes will be 2,500 Shares (for in specie subscriptions) or cash equivalent (for cash subscriptions).
Minimum Redemption Amount	10,000 Shares (for in specie redemptions) or cash equivalent (for cash redemptions) for all Classes except the GBP Hedged Share Classes and MXN Hedged Share Classes. Minimum Redemption Amount for GBP Hedged Share Classes will be 200,000 Shares (for in specie redemptions) or cash equivalent (for cash redemptions ) and for MXN Hedged Share Classes will be 2,500 Shares (for in specie redempitons) or cash equivalent (for cash redemptions).
Settlement Deadline	Appropriate cleared subscription monies / securities must be received by the second Business Day after the Dealing Day, or such later date as may be determined by the ICAV and notified to Shareholders from time to time.
Valuation	The Net Asset Value per Share is calculated in accordance with the " <i>Determination of Net Asset Value</i> " section of the Prospectus, using last bid prices for securities.
Valuation Point	Close of business on each Business Day on the market that

	closes last on the relevant Business Day and on which the relevant security or investment is traded.
Website	www.jpmorganassetmanagement.ie

### INVESTMENT OBJECTIVE AND STRATEGY

Investment Objective. The <u>objective of the</u> Sub-Fund <u>seeksis</u> to provide returns that correspond to those of its Indexachieve a long-term return in excess=

Investment Policy. The Sub-Fund aims to track the performance of the Index (or such other index determined <u>Benchmark</u> by the Directors from time to time as being able to track substantially the same market as the Index) as closely as possible, regardless of whether the Index level rises or falls, while seeking to minimise as far as possible the tracking error between the Sub-Fund's performance and that of the Index.

A dedicated function within the Investment Manager, an affiliate of the Management Company, serves as Index Provider. The Index is independently managed from the management of the Sub-Fund and is calculated and published by the Index Calculation Agent.

The Index is comprised<u>actively investing primarily in a portfolio</u> of below investment grade, fixed rate corporate debt securities, such as bonds and notes, of varying maturity, issued globally.

Investment Policy. The Sub-Fund aims to invest at least 67% of its assets (excluding assets held for ancillary liquidity purposes) in below investment grade corporate debt securities. Issuers of these securities may be located in any country, including emerging markets.

The Sub-Fund systematically includes ESG analysis in its investment decisions on at least 75% of noninvestment grade and emerging market securities purchased. Pursuant to the Sub-Fund's ESG analysis, at least 51% of the Sub-Fund's assets are invested in issuers with positive environmental and/or social characteristics that follow good governance practices, as measured through the Investment Manager's proprietary ESG scoring methodology and/or third party data. The Sub-Fund promotes environmental and/or social characteristics. Further details on the ESG analysis applied and the environmental and social characteristics which the Sub-Fund promotes are provided below and in the Annex to the Supplement.

<u>The Sub-Fund</u> ("**Index Securities**"). The components of the Index are selected from the components of the ICE BofAML Global High Yield Index (the "**Parent Index**") in accordance with the Index's rulesbased methodology as explained below. The constituents of the Index and geographical exposure of Index Securities may be subject to change over time. The Index rebalances on a monthly basis as referred to under "*Index Tracking Risk*" in the Prospectus. The Index methodology is available at <u>https://am.jpmorgan.com/gi/getdoc/1383650038646</u>. Further details on the Index and the Parent Index, including their components and performance, are available at <u>https://indices.theice.com</u>.

invests at least 10% of assets excluding cash, cash equivalents, money market funds and derivatives for efficient portfolio management, in Sustainable Investments, as defined under SFDR, contributing to environmental or social objectives.

The Investment Manager systematically considers ESG issues in its investment analysis and investment decisions with the goals of managing risk and improving long-term returns. The Investment Manager considers third-party ESG scores by taking into account the trade-off between an issuers ESG score and its multi-factor score (as described blow) in its systematic selection process. Similar to the multi-factor process described below, the Investment Manager will evaluate ESG scores on a peer-adjusted basis. These determinations may not be conclusive and securities of issuers which may be negatively impacted by such issues may be purchased and retained by the Sub-Fund while the Sub-Fund may divest or not invest in securities of issuers which may be positively impacted by such issues where the Investment Manager believes that this is in the best interests of the Sub-Fund on the basis of the other elements of the investment policy.

In addition, the Investment Manager evaluates and applies values and norms based screening to implement exclusions including, for example, identifying issuers that are involved in the manufacturing of controversial weapons (such as cluster munitions, depleted uranium ammunition and armour or antipersonnel mines), thermal coal and tobacco among others. Values based screening assesses issuers against key ESG values, such as environmental damage and production of controversial weapons, while norms based screening assesses issuers against internationally accepted principles such as the UN Global Compact. To support this screening, the Investment Manager relies on third party provider(s) who identify an issuer's participation in or the revenue which they derive from activities that are inconsistent with the values and norms based screens.

The Investment Manager fully excludes issuers that are involved with certain industries (such as controversial weapons, white phosphorus and nuclear weapons) to any extent and issuers with severe violations of the UN Global Compact. For certain other industries the Investment Manager applies maximum percentage thresholds typically based on turnover from production and/or distribution (which can vary depending on whether the company is a producer, distributor or service provider) which are derived from certain industries (such as conventional weapons: >10%, tobacco production: >5%, thermal coal: >30% and revenue from connections to the nuclear weapons industry: >2%), above which issuers are also excluded. Further details on the screening process can be found in the Sub-Fund's full exclusion policy which can be found on [insert link].

The Index is designed to capture the performance of Investment Manager aims to outperform the Benchmark over the long-term by investing in below investment grade corporate debt securities globally, which display certain factor characteristics more strongly when compared to their peer group (i.e. other corporate bonds in the same market sector, denominated in the same currency and with similar creditworthiness). Factors are characteristics that describe the risk and return profile of securities from which investors expect to achieve above average returns over time, through assuming a particular risk or taking advantage of a behavioural bias.

The Index uses a two-step rules-based process. First, the IndexInvestment Manager selects securities according to the currency weights of the Parent Index. Where, however, the Parent Index does not contain sufficient securities in a certain currency to apply the investment process, such currency will not be represented in the Index. The Index then applies by applying a quantitative security selection process that uses multiple factors, referred refered to as "multi-factor". This process involves selecting below investment grade corporate debt securities issued globally according to an overall multi-factor score derived from equally weighting the three factors described below:

- Value the tendency of securities trading at a wider spread relative to their fundamental characteristics (such as default probability) to generate more attractive returns over the long term.
- Momentum the tendency of securities which have exhibited higher returns to continue to exhibit more attractive returns relative to their volatility.
- Quality the tendency of securities of financially-stable entities (based on measures of their solvency or profitability) to generate more attractive returns relative to their volatility over the long term.

The Sub-Fund will use an optimisation methodology to select Index Securities in order to build a representative portfolio that provides a return that is comparable to that of the Index. Consequently, the Sub-Fund may over certain periods only hold a certain sub-set of the Index Securities. Further information on the use of optimisation methodology can be found under "*Index Tracking Sub-Funds*" in the "*Investment Objectives and Policies*" section of the Prospectus The Sub-Fund may invest in assets denominated in any currency and currency exposure may be managed by reference to the Benchmark.

The Sub-Fund will seek to outperform the Benchmark over the long-term. The Benchmark consists of below investment grade, fixed rate corporate debt securities, such as bonds and notes, of varying maturity, issued globally ("Benchmark Securities"). The constituents of the Benchmark and geographical exposure of Benchmark Securities may be subject to change over time. Further details on the Benchmark, including its components and performance, are available at [insert link]. The Benchmark has been included as a point of reference against which the performance of the Sub-Fund may be measured. The Sub-Fund may bear some resemblance to its Benchmark.

For the avoidance of doubt, investors should note that the Sub-Fund will not seek to track the performance of or replicate the Benchmark, rather the Sub-Fund will hold a portfolio of below investment grade corporate debt securities (which may include but will not be limited to Benchmark Securities) which are actively selected and managed with the aim of delivering an investment performance which exceeds that of the Benchmark over the long-term.

Ŧ

The Sub-Fund may hold securities which are not constituents of the Index where such securities provide similar exposure and risk profiles to the relevant Index Securities.

The Sub-Fund may invest in assets denominated in any currency and currency exposure will not typically be hedged.

**Instruments / Asset Classes**. The Sub-Fund will invest primarily in below investment grade corporate debt securities including bonds and notes. Issuers of securities may be located in any country, including emerging markets. The Sub-Fund will invest primarily in securities listed or traded on Recognised Markets globally.

The below investment grade corporate debt securities in which the Sub-Fund will primarily invest will carry a maximum rating of Baa3, BBB– or BBB– by Moody's Investors Service Inc. (Moody's), Standard & Poor's Corporation (S&P), or Fitch Ratings (Fitch), respectively. Further information on the risks of investment in such securities are outlined below and in the "*Risks in relation to Sub-Funds Investing in Debt Securities*" sub-section of the Prospectus.

The Sub-Fund may hold up to 10% of its Net Asset Value in ancillary liquid assets (deposits, certificates of deposit, commercial paper and money market funds) in accordance with the UCITS Regulations. Subject to the following paragraph, the Sub-Fund may hold a higher percentage of its Net Asset Value in such ancillary liquid assets following large cash flows into or out of the Sub-Fund, as it may be inefficient and contrary to Shareholders' best interests to seek to invest cash received as subscriptions, or realise assets to meet large redemptions, solely on the relevant Dealing Day. The Sub-Fund will seek to reduce the percentage of its Net Asset Value held as ancillary liquid assets to below 10% of Net Asset Value as quickly as practicable, acting in the best interests of Shareholders.

The Sub-Fund will not invest more than 10% of its Net Asset Value in other regulated, open-ended collective investment schemes, including ETFs and money market funds, as described under "Investment in Other Collective Investment Schemes" in the "Investment Objectives and Policies" section of the Prospectus.

**Use of FDI and Risk Management**. In addition, the Sub-Fund may, for efficient portfolio management, use financial derivative instruments ("**FDI**") primarily to manage the Sub-Fund's cash balances or cash flows or, to hedge specific risks. Any use of FDI by the Sub-Fund shall be limited to (i) interest rate futures, (ii) bond futures, (iii) forward foreign exchange contracts, and (iv) credit default swaps. The Sub-Fund may either be a buyer or seller of protection under credit default swaps and will only use them in times of stressed market conditions. FDI are described under "*Use of Financial Derivative Instruments*" in the "*Investment Objectives and Policies*" section of the Prospectus.

The expected proportion of the assets under management of the Sub-Fund that could be subject to securities lending will fluctuate between 0% and 20%, subject to a maximum of 20%.

For information in relation to the difficulties associated with tracking indices, please refer to "Index Tracking Risk" in the "Risk Information" section of the Prospectus. It is currently anticipated that the tracking error of the Sub-Fund will be up to 200 bps under normal market conditions. The causes of tracking error can include but are not limited to the following: holdings/size of the Sub-Fund, cash flows, such as any delays in investing subscription proceeds into the Sub-Fund or realising investments to meet redemptions, fees and the frequency of rebalancing against the Index.

**Portfolio Holding Disclosure Policy**. The Sub-Fund will publicly disclose its complete holdings on a daily basis. Details of the Sub-Fund's holdings and full disclosure policy may be found on the Website.

### **INVESTMENT RISKS**

The value of your investment may fall as well as rise and you may get back less than you originally invested.

The value of debt securities may change significantly depending on economic and interest rate conditions as well as the credit worthiness of the issuer. Issuers of debt securities may fail to meet payment obligations or the credit rating of debt securities may be downgraded. These risks are typically increased for below investment grade debt securities which may also be subject to higher volatility and lower liquidity than investment grade debt securities. The credit worthiness of unrated debt securities is not measured by reference to an independent credit rating agency.

Since the instruments held by the Sub-Fund may be denominated in currencies other than the Base Currency, the Sub-Fund may be affected unfavourably by exchange control regulations or fluctuations in currency rates. For this reason, changes in currency exchange rates can affect the value of the Sub-Fund's portfolio and may impact the value of the Shares.

Emerging markets may be subject to increased political, regulatory and economic instability, less developed custody and settlement practices, poor transparency and greater financial risks. Emerging market <u>securities</u> and below investment grade debt securities may also be subject to higher volatility and lower liquidity than non-emerging market <u>securities</u> and investment grade debt securities respectively.

The Sub-Fund is not expected seeks to track provide a return above the performance of Benchmark; <u>however</u> the Index at all times with perfect accuracy. The Sub-Fund is, however, expected to provide may underperform the Benchmark.

Exclusion of issuers that do not meet certain ESG criteria from the Sub-Fund's investment results that, before expenses, generally corresponduniverse may cause the Sub-Fund to perform differently compared to the price and yield performance of the Indexsimilar funds that do not have such a policy.

Further information about risks can be found in the "Risk Information" section of the Prospectus.

### **INVESTOR PROFILE**

The Sub-Fund is intended for long-term investment. Investors should understand the risks involved, including the risk of losing all capital invested and must evaluate the Sub-Fund objective and risks in terms of whether they are consistent with their own investment goals and risk tolerances. The Sub-Fund is not intended as a complete investment plan.

The Sub-Fund is aimed at investors seeking to achieve a long-term return in excess of the Benchmark by actively investing primarily in a portfolio of global below investment grade corporate bonds, with positive environmental and/or social characteristics that follow good governance practises and values and norms-based screening of its investment universe.

Typical investors in the Sub-Fund are expected to be those who seekwant exposure to the global below investment grade corporate bond market covered by the Index and want access to the through an active multi-factor based process of the Index.investment strategy who are prepared to accept the risks associated with an investment of this type, including th volatility associated with such a market.

### SUBSCRIPTIONS – PRIMARY MARKET

Accumulating Share Classes and Distributing Share Classes are available for subscription in the Sub-Fund in an unhedged USD denominated class and in Currency Hedged Share Classes denominated in any currency listed in the "*Classes of Shares*" section of the Prospectus. Currency Hedged Share Classes are available to launch at the discretion of the Management Company. Following the Closing Date, a complete list of Share Classes which have been launched in the Sub-Fund may be obtained from the Website, the registered office of the ICAV or the Management Company.

Shares that have not been launched as of the date of this Supplement will be available from 9 am (UK time) on 22 June24 August 2023 to 2 pm (UK time) on 21 December 2023 202323 February 2024 or such earlier or later date as the Directors may determine (the "Offer Period"). During the Offer Period, the Initial Offer Price is expected to be approximately USD 100 per Share (together with any applicable Duties and Charges) or its equivalent in the class currency of the relevant Share Class, with the exception of the GBP Hedged Classes for which the Initial Offer Price is expected to be approximately GBP 5 per Share (together with any applicable Duties and Charges). The actual Initial Offer Price per Share for all Classes may vary from its estimated price depending on movements in the value of the securities between the date of this Supplement and the date that the Offer Period closes. The actual Initial Offer Price per Share will be available from the Administrator and on the Website following the Closing Date.

After the Closing Date, and, in respect of Share Classes which have already <u>been</u> launched, from the date of this Supplement, Shares will be issued on each Dealing Day at the appropriate Net Asset Value per Share with an appropriate provision for Duties and Charges in accordance with the provisions set out below and in the Prospectus. Investors may subscribe for Shares for cash or in kind in respect of each Dealing Day by making an application by the relevant Dealing Deadline in accordance with the requirements set out in this section and in the "Purchase and Sale Information" section of the Prospectus. Consideration in the form of cleared subscription monies/securities must be received by the applicable Settlement Deadline. Subscription applications may be made on any Business Day and will be processed in line with the next applicable Dealing Deadline following receipt.

Currency Hedged Share Classes will use the Portfolio Hedge methodology. Please refer to the "Currency Hedging at Share Class Level" section in the "Investment Objectives and Policies" section of the Prospectus and "Currency Hedged Share Classes" section in the "Risk Information" section of the Prospectus for further information on Currency Hedged Share Classes.

### **REDEMPTIONS – PRIMARY MARKET**

Shareholders may effect a redemption of Shares on any Dealing Day at the appropriate Net Asset Value per Share, subject to an appropriate provision for Duties and Charges, provided that a valid redemption request from the Shareholder is received by the Management Company by the relevant Dealing Deadline in respect of the Dealing Day, in accordance with the provisions set out in this section and at the "Purchase and Sale Information" section of the Prospectus. Redemption requests may be made on any Business Day and will be processed in line with the next applicable Dealing Deadline following receipt. Settlement will normally take place within two Business Days of the Dealing Day but may take

longer depending on the settlement schedule of the underlying markets. In any event, settlement will not take place later than 10 Business Days from the Dealing Deadline.

### FEES AND EXPENSES

The TER for all Share Classes will be up to 0.35% per annum of the Net Asset Value.

Further information in this respect is set out in the "Fees and Expenses" section of the Prospectus.

### DISTRIBUTIONS

Accumulating Share Classes and Distributing Share Classes are available in the Sub-Fund. With respect to Distributing Share Classes, the Sub-Fund intends to distribute semi-annually in accordance with the provisions set out in the "*Distributions*" section of the Prospectus.

### LISTING

Shares have been admitted to the Official List and to trading on the regulated market of Euronext Dublin. Shares may also be admitted to trading on other Listing Stock Exchanges as specified on the Website.

### INDEXBENCHMARK DISCLAIMER

#### J.P. Morgan Investment Management Inc.

All information provided in this document regarding the Index is provided for informational purposes only and nothing in this document constitutes, or forms part of, an offer to issue or sell, or any solicitation of any offer to subscribe, purchase or sell any securities or other financial product or participate in any transaction. Furthermore, nothing in this document should be construed as a recommendation to adopt any investment strategy or as legal, tax, regulatory or accounting advice. J.P. Morgan Investment Management Inc. ("JPMIM") expressly disclaims any responsibility for the veracity, currency, completeness or accuracy of any of the Index or any information provided in connection with the Index or any use to which such information is put.

This document is not intended to provide the full details of the Index and should be regarded as illustrative only. Persons interested in the Index should refer to the Index rules for a complete description of the rules and operating methodology. No person should make an evaluation of the advantages and disadvantages of entering into any transaction referencing the Index on the basis of this document. Such evaluation should be made solely on the basis of the information contained in the relevant final transaction documents when available and the Index rules.

No one may reproduce or disseminate the information contained in this document without the prior written consent of JPMIM. These materials are not intended for distribution to, or use by any person or entity in any jurisdiction or country where such distribution or use would be contrary to law or regulation.

ICE Data Indices, LLC

No product based on the Index, is issued, sponsored, endorsed, sold or marketed by ICE Data Indices, LLC ("ICE Data"), and ICE Data makes no representation regarding the advisability of investing in such product.

Source ICE Data Indices, LLC, is used with permission. "ICE BofAML Global High Yield Index®" (the "Parent Index") is a trade mark of ICE Data Indices, LLC or its affiliates and has been licensed, for use by J.P. Morgan Investment Management Inc. in connection with any product. Neither J.P. Morgan Investment Management Inc. nor the Sub-Fund is sponsored, endorsed, sold or promoted by ICE Data, its affiliates or its Third Party Suppliers ("ICE Data and its Suppliers"). ICE Data and its Suppliers make no representations or warranties regarding the advisability of investing in securities generally, in the Sub-Fund particularly, any trust or the ability of the Index or Parent Index (the "Indices") to track general stock market performance. ICE Data's only relationship to J.P. Morgan Investment Management Inc. is the licensing of certain trademarks and trade names and the Parent Index or components thereof. ICE Data is not responsible for and has not participated in the determination of the timing of, prices of, or quantities of the Sub Fund to be issued or in the determination or calculation of the equation by which the Sub-Fund is to be priced, sold, purchased, or redeemed. Except for certain custom index calculation services, all information provided by ICE Data is general in nature and not tailored to the needs of client or any other person, entity or group of persons. ICE Data has no obligation or liability in connection with the administration, marketing, or trading of the Sub-Fund. ICE Data is not an investment advisor. Inclusion of a security within an index is not a recommendation by ICE Data to buy, sell, or hold such security, nor is it considered to be investment advice.

ICE DATA AND ITSSOURCE ICE DATA INDICES, LLC ("ICE DATA"), IS USED WITH PERMISSION. ICE® IS A REGISTERED TRADEMARK OF ICE DATA OR ITS AFFILIATES AND BOFA® IS A REGISTERED TRADEMARK OF BANK OF AMERICA CORPORATION LICENSED BY BANK OF AMERICA CORPORATION AND ITS AFFILIATES ("BOFA") AND MAY NOT BE USED WITHOUT BOFA'S PRIOR WRITTEN APPROVAL. ICE DATA, ITS AFFILIATES AND THEIR RESPECTIVE THIRD PARTY SUPPLIERS DISCLAIM ANY AND ALL WARRANTIES AND REPRESENTATIONS. EXPRESS AND/OR IMPLIED, INCLUDING ANY WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE, INCLUDING THE INDICES, INDEX DATA AND ANY INFORMATIONDATA INCLUDED IN, RELATED TO, OR DERIVED THEREFROM ("INDEX DATA").-. NEITHER V.6 071320 ICE DATA-AND, ITS AFFILIATES NOR THEIR RESPECTIVE THIRD PARTY SUPPLIERS SHALL NOT BE SUBJECT TO ANY DAMAGES OR LIABILITY WITH RESPECT TO THE ADEQUACY, ACCURACY, TIMELINESS OR COMPLETENESS OF THE INDICES ANDOR THE INDEX DATA, WHICH OR ANY COMPONENT THEREOF, AND THE INDICES AND INDEX DATA AND ALL COMPONENTS THEREOF ARE PROVIDED ON AN "AS IS" BASIS AND YOUR USE IS AT YOUR OWN RISK. ICE DATA, ITS AFFILIATES AND THEIR RESPECTIVE THIRD PARTY SUPPLIERS DO NOT SPONSOR, ENDORSE, OR RECOMMEND JPMORGAN ETFS (IRELAND) ICAV, OR ANY OF ITS PRODUCTS OR SERVICES.

### ANNEX

Legal entity identifier: 549300Q7KQ8BFP2J9M92

Product name: JPMorgan ETFs (Ireland)

ICAV – Global High Yield Corporate Bond

It will make a minimum of sustainable

Multi-Factor UCITS ETF

### Sustainable

investment means an investment in an economic activity that contributes to an environmental or social objective, provided that the investment does not significantly harm any environmental or social objective and that the investee companies follow good governance practices.

The EU Taxonomy is a classification system laid down in Regulation (EU) 2020/852, establishing a list of environmentally sustainable economic activities. That **Regulation does** not lay down a list of socially sustainable economic activities. Sustainable investments with an environmental objective might be aligned with the Taxonomy or not.



investments with a social objective: sustainable investments \_\_\_%

 $\boxtimes$ 

with a social objective

It promotes E/S characteristics, but will not make any

What environmental and/or social characteristics are promoted by this financial product?

The Sub-Fund promotes, among other characteristics, the following environmental or social characteristics through its inclusion criteria for investments that promote environmental and/or social characteristics. It is required to invest at least 51% of its assets in such securities. It also promotes environmental or social characteristics by excluding particular issuers from the portfolio.

Through its inclusion criteria, the Sub-Fund promotes effective management of toxic emissions and waste as well as good environmental record. It also promotes effective sustainability disclosures, positive scores on labour relations and management of safety issues.

Through its exclusion criteria, the Sub-Fund promotes support for the protection of internationally proclaimed human rights and reducing toxic emissions, by fully excluding issuers that are involved in manufacturing controversial weapons and applying maximum revenue, production or distribution percentage thresholds to others that are involved in thermal coal and tobacco. Please refer to the exclusions policy for the Sub-Fund on www.jpmorganasstmanagement.lu for further information.

No benchmark has been designated for the purpose of attaining the environmental or social characteristics.



#### Sustainability indicators measure how the environmental or social characteristics promoted by the financial product are attained.

### What sustainability indicators are used to measure the attainment of each of the environmental or social characteristics promoted by this financial product?

A combination of the Investment Manager's proprietary ESG scoring methodology and/or third party data are used as indicators

to measure the attainment of the environmental and/ or social characteristics that the Sub-Fund promotes. The score is based on an issuers management of key relevant ESG issues. To be included in the 51% of assets promoting environmental and/or social characteristics characteristics the Investment Manager uses third party scores and takes into account the trade-off between an issuers ESG score and the multi-factor score in its systematic selection process and will evaluate ESG scores on a peer-adjusted basis. Please refer to "What is the policy to assess good governance practices of the investee companies?" below for further detail on good governance.

To promote certain norms and values, the Investment Manager utilises data to measure an issuers participation in activities potentially contrary to the Sub-Fund's exclusion policy, as referenced in the answer to the question directly above, such as issuers manufacturing controversial weapons. The data may be obtained from investee issuers themselves and/or supplied by third party service providers (including proxy data). Data inputs that are self-reported by issuers or supplied by third-party providers may be based on data sets and assumptions that may be insufficient, of poor quality or contain biased information. Third party data providers are subject to rigorous vendor selection criteria which may include analysis on data sources, coverage, timeliness, reliability and overall quality of the information, however, the Investment Manager cannot guarantee the accuracy or completeness of such data.

Screening on that data results in full exclusions on certain potential investments and partial exclusions based on maximum percentage thresholds on revenue, production or distribution on others. A subset of the "Adverse Sustainability Indicators" as set out in the EU SFDR Regulatory Technical Standards is also incorporated in the screening and the relevant metrics are used to identify and screen out identified violators.

### What are the objectives of the sustainable investments that the financial product partially intends to make and how does the sustainable investment contribute to such objectives?

The objectives of the Sustainable Investments that the Sub-Fund partially intends to make may include any individual or combination of the following or be linked to an environmental or social objective through the use of proceeds of the issue: Environmental Objectives (i) climate risk mitigation, (ii) transition to a circular economy; Social Objectives (i) inclusive and sustainable communities - increased female executive representation, (ii) inclusive and sustainable communities - increased female representation on boards of directors and (iii) providing a decent working environment and culture.

Contribution to such objectives is determined by either (i) products and services sustainability indicators, which may include the percentage of revenue derived from providing products and / or services that contribute to the relevant sustainable objective, such as a company producing solar panels or clean energy technology that meets the Investment Manager's proprietary thresholds contributing to climate risk mitigation; (ii) the use of proceeds of the issue, if such use is designated as linked to a specific environmental or social objective, or (iii) being an operational peer group leader contributing to the relevant objective. Being a peer group leader is defined as scoring in the top 20% relative to the Sub-Fund's benchmark based on certain operational sustainability indicators. For example, scoring in the top 20% relative to the Benchmark on total waste impact contributes to a transition to a circular economy. The test

for supranational and sovereign issuers may consider the issuer's mission or contributions, as peer group leaders or improvers, to positive environmental and social objectives subject to certain criteria.

### How do the sustainable investments that the financial product partially intends to make, not cause significant harm to any environmental or social sustainable investment objective?

The Sustainable Investments that the Sub-Fund partially intends to make are subject to a screening process that seeks to identify and exclude, from qualifying as a Sustainable Investment, those issuers which the Investment Manager considers the worst offending issuers, based on a threshold determined by the Investment Manager, in relation to certain environmental considerations. Such considerations include climate change, protection of water and marine resources, transition to a circular economy, pollution and protection of biodiversity and ecosystems. The Investment Manager also applies a screen that seeks to identify and exclude those issuers that the Investment Manager considers to be in violation of the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights based on data supplied by third party service providers.

### How have the indicators for adverse impacts on sustainability factors been taken into account?

The indicators for adverse impacts on sustainability factors in Table 1 of Annex 1 and certain indicators, as determined by the Investment Manager, in Tables 2 and 3 of Annex 1 of the EU SFDR Regulatory Technical Standards have been taken into account as further described below. The Investment Manager either uses the metrics in the EU SFDR Regulatory Technical Standards, or where this is not possible due to data limitations or other technical issues, it uses a representative proxy. The Investment Manager consolidates the consideration of certain indicators into a "primary" indicator as set out further below and it may use a broader set of indicators than referenced below.

The relevant indicators in Table 1 of Annex 1 of the EU SFDR Regulatory Technical Standards consist of 9 environmental and 5 social and employee related indicators. The environmental indicators are listed at 1-9 and relate to green-house gas emissions (1-3), exposure to fossil fuel, share of non-renewable energy consumption and production, energy consumption intensity, activities negatively affecting biodiversity sensitive areas, emissions to water and hazardous waste (4-9 respectively).

Indicators 10 - 14 relate to an issuers social and employee matters and cover violations of UN Global Compact principles and OECD Guidelines for Multinational Enterprises, lack of processes and compliance mechanisms to monitor compliance with UN Global Compact principles, unadjusted gender pay gap, Board gender diversity and exposure to controversial weapons (antipersonnel mines, cluster munitions, chemical weapons and biological weapons) respectively.

The Investment Manager's approach includes quantitative and qualitative aspects to take the indicators into account. It uses particular indicators for screening, seeking to exclude issuers that may cause significant harm. It uses a subset for engagement seeking to influence best practice and it uses certain of them as indicators of positive sustainability performance, by applying a minimum threshold in respect of the indicator to qualify as a Sustainable Investment.

The data needed to take the indicators into account, where available, may be obtained from investee issuers themselves and/ or supplied by third party service providers (including proxy data). Data inputs that are self-reported by issuers or supplied by third-party providers may be based on data sets and assumptions that may be insufficient, of poor quality or contain biased information. The Investment Manager cannot guarantee the accuracy or completeness of such data.

#### Screening

Certain of the indicators are taken into account through the values and norms-based screening to implement exclusions described above in the answer to "What environmental and/or social characteristics are promoted by this financial product?" These exclusions take into account indicators 10, 14 and 16 in relation to UN Global Compact principles and OECD Guidelines for Multinational Enterprises, controversial weapons and investee countries subject to social violations.

The Investment Manager also applies a purpose built screen. Due to certain technical considerations, such as data coverage in respect of specific indicators, the Investment

### Principal adverse

**impacts** are the most significant negative impacts of investment decisions on sustainability factors relating to environmental, social and employee matters, respect for human rights, anticorruption and antibribery matters. Manager either applies the specific indicator per Table 1 or a representative proxy, as determined by the Investment Manager to screen investee issuers in respect of the relevant environmental or social & employee matters. For example, greenhouse gas emissions are associated with several indicators and corresponding metrics in Table 1, such as greenhouse gas emissions, carbon footprint and greenhouse gas intensity (indicators 1-3). The Investment Manager currently uses greenhouse gas intensity data (indicator 3), data in respect of non-renewable energy consumption and production (indicator 5) and data on energy consumption intensity (indicator 6) to perform its screening in respect of greenhouse gas emissions.

In connection with the purpose built screening and in respect of activities negatively affecting biodiversity sensitive areas and the emissions to water (indicators 7 and 8), due to data limitations, the Investment Manager uses a third party representative proxy rather than the specific indicators per Table 1. The Investment Manager also takes in to account indicator 9 in relation to hazardous waste in respect of the purpose built screen. Engagement

In addition to screening out certain issuers as described above, the Investment Manager engages on an ongoing basis with selected underlying investee issuers. A subset of the indicators will be used, subject to certain technical considerations such as data coverage, as the basis for engaging with selected underlying investee issuers in accordance with the approach taken by the Investment Manager on stewardship and engagement. The indicators currently used in respect of such engagement include indicators 3, 5 and 13 in relation to greenhouse gas intensity, share of non-renewable energy and board gender diversity from Table 1. It also uses indicators 2 in Table 2 and 3 in Table 3 in relation to emissions or air pollutants and number of days lost to injuries, accidents, fatalities or illness.

Indicators of sustainability

The Investment Manager uses indicators 3 and 13 in relation to GHG Intensity and board gender diversity as indicators of sustainability to assist in qualifying an investment as a Sustainable Investment. One of the pathways requires an issuer to be considered as an operational peer group leader to qualify as a Sustainable Investment. This requires scoring against the indicator in the top 20% relative to the Benchmark.

How are the sustainable investments aligned with the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights? Details:

The norms based exclusions as described above under "What environmental and/or social characteristics are promoted by this financial product?" seek alignment with these guidelines and principles. Third party data is used to identify violators and prohibit relevant investments in these issuers.

The EU Taxonomy sets out a "do not significant harm" principle by which Taxonomyaligned investments should not significantly harm EU Taxonomy objectives and is accompanied by specific EU criteria.

The "do no significant harm" principle applies only to those investments underlying the financial product that take into account the EU criteria for environmentally sustainable economic activities. The investments underlying the remaining portion of this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

Any other sustainable investments must also not significantly harm any environmental or social objectives.



## Does this financial product consider principal adverse impacts on sustainability factors?

Yes, The Sub-Fund considers select principal adverse impacts on sustainability factors through values and norms-based screening to implement exclusions. Indicators 10,14 and 16 in relation to violations of the UN Global Compact and controversial weapons from the EU SFDR Regulatory Technical Standards are used in respect of such screening.
The Sub-Fund also uses certain of the indicators as part of the "Do No Significant Harm"

screen as detailed in the response to the question directly above to demonstrate that an investment qualifies as a Sustainable Investment.

Further information can be found in future annual reports in respect of the Sub-Fund and under "Approach to EU MiFID Sustainability Preferences" on www.jpmorganassetmanagement.lu.

No



### What investment strategy does this financial product follow?

The Sub-Fund's strategy can be considered in respect of its general investment approach and ESG approach as follows:

Investment approach

- Selects securities by applying a systematic multi-factor process to create a portfolio of global below investment grade securities.
- Aims to improve risk and return characteristics compared to traditional debt weighted indices by selecting securities that exhibit strong factor characteristics relative to peers
- ESG approach: ESG Promote
- Excludes certain sectors, companies / issuers or practices based on specific values or norms based criteria.
- At least 51% of assets to be invested in positive ESG issuers / companies.
- At least 10% of assets to be invested in Sustainable Investments.
- All issuers / companies follow good governance practices.

## What are the binding elements of the investment strategy used to select the investments to attain each of the environmental or social characteristics promoted by this financial product?

The binding elements of the investment strategy used to select the investments to attain each of the environmental or social characteristics are:

- The requirement to invest at least 51% of assets in securities with positive environmental and/or social characteristics.
- The values and norms based screening to implement full exclusions in relation to issuers that are involved in manufacturing controversial weapons and applying maximum revenue, production or distribution percentage thresholds to others that are involved in thermal coal and tobacco.

The requirement for all issuers in the portfolio to follow good governance practices.

The Sub-Fund also commits to investing at least 10% of assets in Sustainable Investments.

What is the committed minimum rate to reduce the scope of the investments considered prior to the application of that investment strategy? The Sub-Fund does not apply such a committed minimum rate.

### The investment strategy

guides investment decisions based on factors such as investment objectives and risk tolerance.

### Good governance

practices include sound management structures, employee relations, remuneration of staff and tax compliance.



Asset allocation describes the share of investments in specific assets.

### Taxonomy-aligned activities are expressed as a share of:

- turnover reflecting the share of revenue from green activities of investee companies
- capital expenditure (CapEx) showing the green investments made by investee companies, e.g. for a transition to a green economy. operational expenditure (OpEx) reflecting green operational

activities of investee companies.

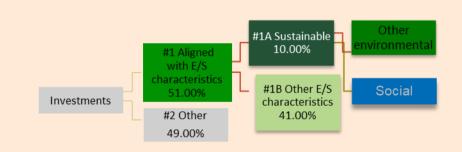
### What is the policy to assess good governance practices of the investee companies?

All investments (excluding cash and derivatives) are screened to exclude known violators of good governance practices. In addition, for those investments included in the 51% of assets promoting environmental and/or social characteristics or qualifying Sustainable Investments, additional considerations apply. For these investments, the Sub-Fund incorporates a peer group comparison and screens out issuers that do not score in the top 80% relative to the Sub-Fund's Benchmark based on good governance indicators.

### What is the asset allocation planned for this financial product?

The Sub-Fund plans to allocate at least 51% of assets to issuers with positive environmental and/or social characteristics and a minimum of 10% of assets to Sustainable Investments. The Sub-Fund does not commit to investing any proportion of assets specifically in issuers exhibiting positive environmental characteristics or specifically in positive social characteristics or both nor is there any commitment to any specific individual or combination of environmental or social objectives in respect of the Sustainable Investments. Therefore, there are no specific minimum allocations to environmental or social objectives referred to in the diagram below.

Ancillary cash, cash equivalents, money market funds and derivatives for EPM are not included in the % of assets set out in the table below. These holdings fluctuate depending on investment flows and are ancillary to the investment policy with minimal or no impact on investment operations.



**#1 Aligned with E/S characteristics** includes the investments of the financial product used to attain the environmental or social characteristics promoted by the financial product.

**#20ther** includes the remaining investments of the financial product which are neither aligned with the environmental or social characteristics, nor are qualified as sustainable investments.

### The category #1 Aligned with E/S characteristics covers:

The sub-category **#1A Sustainable** covers sustainable investments with environmental or social objectives.

- The sub-category **#1B Other E/S characteristics** covers investments aligned with the environmental or social characteristics that do not qualify as sustainable investments.

How does the use of derivatives attain the environmental or social characteristics promoted by the financial product?

Derivatives are not used to attain the environmental or social characteristics promoted by the Sub-Fund.



## To what minimum extent are sustainable investments with an environmental objective aligned with the EU Taxonomy?

The Sub-Fund invests at least 10% of assets in Sustainable Investments, however, 0% of assets are committed to Sustainable Investments with an environmental objective aligned with the EU Taxonomy.

Does the financial product invest in fossil gas and/or nuclear energy related activities that comply with the EU Taxonomy<sup>1</sup>

	Yes:		
	In fossil gas	In nuclear energy	
$\mathbf{X}$	No		

The two graphs below show in green the minimum percentage of investments that are aligned with the EU Taxonomy. As there is no appropriate methodology to determine the Taxonomyalignment of sovereign bonds\*, the first graph shows the Taxonomy alignment in relation to all the investments of the financial product including sovereign bonds, while the second graph shows the Taxonomy alignment only in relation to the investments of the financial product other than sovereign bonds.

switching to renewable power or low-carbon fuels by the end of 2035. For **nuclear energy**, the criteria include comprehensive safety and waste management rules.

To comply with the EU Taxonomy, the

criteria for fossil gas

include limitations on emissions and

### **Enabling activities**

directly enable other activities to make a substantial contribution to an environmental objective.

Transitional

activities are activities for which low-carbon alternatives are not yet available and among others have greenhouse gas emission levels corresponding to the

<sup>&</sup>lt;sup>1</sup> Fossil gas and/or nuclear related activities will only comply with the EU Taxonomy where they contribute to limiting climate change ("climate change mitigation") and do not significantly harm any EU Taxonomy objective – see explanatory note in the left hand margin. The full criteria for fossil gas and nuclear energy economic activities that comply with the EU Taxonomy are laid down in Commission Delegated Regulations (EU) 2022/1214.

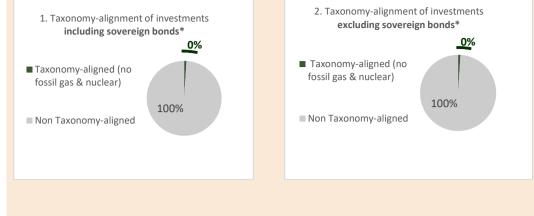
best performance.

are sustainable investments with an environmental

objective that do

account the criteria for environmentally sustainable economic activities under the EU Taxonomy.

not take into



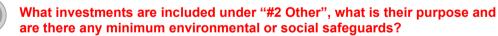
\* For the purpose of these graphs, 'sovereign bonds' consist of all sovereign exposures

What is the minimum share of investments in transitional and enabling activities? The Sub-Fund invests at least 10% of assets in Sustainable Investments, however, 0% of assets are committed to Sustainable Investments with an environmental objective aligned with the EU Taxonomy. Accordingly, 0% of assets are committed to transitional and enabling activities.



What is the minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy? The Sub-Fund invests at least 10% of assets in Sustainable Investments, typically across both environmental and social objectives. It does not commit to any specific individual or combination of Sustainable Investment objectives and therefore there is no committed minimum share.

What is the minimum share of socially sustainable investments? The Sub-Fund invests at least 10% of assets in Sustainable Investments, typically across both environmental and social objectives. However, it does not commit to any specific individual or combination of Sustainable Investment objectives and therefore there is no committed minimum share.



The "other" investments are comprised of issuers that did not meet the criteria described in response to above question entitled, "What sustainability indicators are used to measure the attainment of each of the environmental or social characteristics promoted by this financial product?" to qualify as exhibiting positive environmental or social characteristics. They are investments for diversification purposes. Ancillary cash, cash equivalents, money market funds and derivatives for EPM are not included in the % of assets included in the asset allocation diagram above, including under "other". These holdings fluctuate depending on investment flows and are ancillary to the investment policy with minimal or no impact on investment operations.

All investments, including "other" investments are subject to the following ESG Minimum Safeguards/principle:

- The minimum safeguards as outlined by Article 18 of the EU Taxonomy Regulation (including alignment with the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights).
- Application of good governance practices (these include sound management structures,

- employee relations, remuneration of staff and tax compliance).
- Compliance with the Do No Significant Harm principle as prescribed under the definition of Sustainable Investment in EU SFDR



### Reference

**benchmarks** are indexes to measure whether the financial product attains the environmental or social characteristics that they promote.

### Is a specific index designated as a reference benchmark to determine whether this financial product is aligned with the environmental and/or social characteristics that it promotes?

Not Applicable.

- How is the reference benchmark continuously aligned with each of the environmental or social characteristics promoted by the financial product? Not Applicable.
- How is the alignment of the investment strategy with the methodology of the index ensured on a continuous basis? Not Applicable.
- How does the designated index differ from a relevant broad market index? Not Applicable.
- Where can the methodology used for the calculation of the designated index be found? Not Applicable.

### Where can I find more product specific information online?

More product-specific information can be found on the website <u>www.jpmorganassetmanagement.lu</u> by searching for your particular Sub-Fund and accessing the ESG Information section.

## Proxy Form Complete only one voting option. Sign and return by 4.30 p.m. (Irish Time) on 24 July 2023.

### **OPTION A** Let a representative determine your vote

Check one of the following boxes, then proceed to the signature section.

- ☐ I delegate my voting rights to the Chair of the meeting, and authorise them to vote my shares as they see fit.
- □ I appoint the following as my representative and authorise them to vote my shares as they see fit.

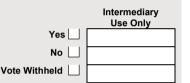
**Company/Individual Name** 

### **OPTION B** Indicate your own voting positions

I direct that my shares be voted as follows. I appoint the Chair of the meeting as my representative and direct them to vote as indicated below. Note that the Chair will be able to vote as they see fit on any item for which you do not indicate a vote.

### **Ordinary Resolution:**

That the changes to investment objective and investment policy of JPMorgan ETFs (Ireland) ICAV - Global High Yield Corporate Bond Multi-Factor UCITS ETF, as reflected in the marked up extract from the Supplement attached as Appendix A to the EGM notice, be and they are hereby approved.



Date

Signature

### THE MEETING (EGM)

Location 200 Capital Dock, 79 Sir John Rogerson's Quay, Dublin 2, Ireland.

**Date and time** 26 July 2023 at 4.30 p.m. (Irish Time)

Adjourned EGM If quorum is not met within 30 minutes after the time, the EGM will be adjourned to 4.30 p.m. (Irish Time) on 2 August 2023 at the same location.

**Proxies** A Shareholder entitled to attend and vote may appoint a proxy, who need not be another Shareholder, to attend and vote on their behalf. Investors in the Fund who are not registered Shareholders should submit their voting instructions through the relevant ICSD or the relevant participant in an ICSD (such as a local central securities depositary, broker or nominee), instead of using the Proxy Form. To be valid, Proxy Forms and any power of attorney or other authority under which they are signed must be returned to the registered office, via post or fax, no later than 24 July 2023 by 4.30 p.m. (Irish Time). If the meeting is adjourned, this Proxy Form remains valid and should be returned to the registered office, via post or fax, no later than 31 July 2023 by 4.30 p.m. (Irish Time).

**Voting threshold** The resolution will be passed by a majority of not less than 50% of the votes cast at the EGM.

Only those members registered in the register of the shares at 4.30p.m. (Irish Time) on 21 July 2023 or, if the EGM is adjourned, at 4.30 p.m. (Irish Time) on 28 July 2023 (the "record time"), shall be entitled to attend and vote at the EGM or if relevant at any adjournment thereof and may only vote in respect of the number of shares registered in their name at that time. Changes to the register of shares after the record time shall be disregarded in determining the right of any person to attend or vote at the EGM or any adjournment thereof.

**Voting result** Will be announced through the stock exchange websites in each of the jurisdictions in which the sub-fund is listed and will also be made available at: www.jpmorganassetmanagement.ie

### THE ICAV

Name JPMorgan ETFs (Ireland) ICAV

Legal form ICAV

Fund type UCITS

Your sub-fund Global High Yield Corporate Bond Multi-Factor UCITS ETF

#### Registration number (Central Bank) C171821

**Registered office** 200 Capital Dock, 79 Sir John Rogerson's Quay, Dublin 2, Ireland.

Fax +353 1 845 8634

If you plan to attend the meeting and vote in person, you do not need to complete this form.