

Key Information Document

Purpose

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

Product

Hg Fusion Private Capital Fund (the "**Sub-Fund**"), a sub-fund of **S64 AltoFlex VI Private Markets SICAV** (the "**Fund**") - Class K-USD Shares (the "**Product**").

Manufacturer of the Product: Carne Global Fund Managers (Luxembourg) S.A. (Competent Authority: CSSF, Luxembourg) (the "**Manufacturer**").

Platform Advisor: S64 Ventures Limited

ISIN: LU2693100658

Website: <https://wealth.hgcapital.com>

Call: +44 20 7887 2475

AIFM: Carne Global Fund Managers (Luxembourg) S.A. is the external AIFM authorised and regulated by the Commission de Surveillance du Secteur Financier ("**CSSF**") in Luxembourg. The AIFM relies on passporting rights under the EU Alternative Investment Fund Managers Directive (2011/61/EU) (as amended) to market the Sub-Fund within the European Economic Area. The Sub-Fund is authorised by the CSSF.

Last updated on: July 2024

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

What is this product?

Type

The Sub-Fund is an open-ended investment compartment of the Fund, which is a multi-compartment investment company société d'investissement à capital variable (SICAV) governed by Part II of the Luxembourg law of December 17, 2010 on undertakings for collective investment, as amended from time to time (the "Law") and incorporated as a public limited company (société anonyme) in accordance with the Luxembourg law of 10 August 1915 on commercial companies, as amended from time to time. The Sub-Fund is classified as an alternative investment fund for regulatory purposes. The assets and liabilities of the Sub-Fund are segregated from the assets and liabilities of other sub-funds of the Fund pursuant to the Law, with no right to transfer holdings to other sub-funds.

The Product is K-USD Share Class which means that the retail investor is an investor affiliated or associated with Hg Capital

Term

The Sub-Fund will continue for an unlimited period of time, until being put into liquidation in certain specified circumstances including as described in the Sub-Fund Prospectus ("Supplement"). Investors may request the redemption of their Shares on a quarterly basis as described in the Supplement, subject to the limitations set out in the Supplement. See the "How long should I hold it, and can I take money out early?" section below for further information on recommended holding period and information about the Product's redemption policy.

Objectives

The AIFM has delegated the portfolio management of the Sub-Fund to Hg Pooled Management Limited (the "**Investment Manager**"). The Investment Manager is authorised and regulated by the FCA. Subject to the investment restrictions set out in the Supplement, it is intended that the Investment Manager shall pursue investment opportunities for the Sub-Fund in lead or control growth buyout equity investments and captive junior debt investments, predominantly in Northern Europe (and North America by exception) in the software and services sectors. The Sub-Fund will seek to implement its investment strategy by investing, directly or indirectly in (i) certain alternative investment funds managed by the Investment Manager and its affiliates (together with its subsidiaries, "**Hg**") that invest across a number of different asset classes and are available to the Sub-Fund and other investors (each a "**Hg Underlying Fund**") by subscribing for interests in Hg Underlying Funds during their fundraisings as well as by the acquisition of secondary interests in Hg Underlying Funds, and (ii) on an opportunistic basis Co-investments alongside Hg and/or Hg Underlying Funds (collectively and together with any other investments of the Sub-Fund, "**Alternative Investments**"). It is intended that the Sub-Fund will invest at least 85% of its assets in Alternative Investments, with the balance intended to be used for (i) a liquidity reserve to facilitate Investor redemptions; and (ii) any reserves for the payment of expenses, liabilities or other obligations of the Sub-Fund, in each case which may comprise cash, cash equivalents and/or liquid instruments, through one or more subsidiaries established for the purpose of holding the Alternative Investments.

The Investment Manager will exercise discretion in the management of the Sub-Fund, participating in investment opportunities that comply with the terms described in the Supplement. The Sub-Fund does not give investors any discretion as to the Sub-Fund's investments. The Sub-Fund is not managed by reference to a benchmark. Other than at the discretion of the Board, the Sub-Fund does not anticipate declaring or paying cash dividends on the Shares. Accordingly, the Sub-Fund may retain any gains or income from underlying investments to increase the Sub-Fund's net assets. The Sub-Fund may enter into hedging transactions to manage currency risks in connection with investments including through the use of derivatives. Subject to the Leverage Limit set out in the Supplement, the Sub-Fund may also utilise leverage, incur indebtedness and use other credit facilities for any purpose, including to fund all or a portion of the capital necessary for an investment. The main factors likely to affect returns of the Sub-Fund are the ability of Hg to source suitable investment opportunities, prevailing market conditions and investment diversification. The risk and reward profile of the Sub-Fund described in this document assumes that you hold your investments in the Sub-Fund for at least the recommended holding period – see "How long should I hold it, and can I take money out early?" Section below.

Intended retail investor

The Product may be subscribed by professional investors and eligible retail investors as outlined in the Supplement. The Sub-Fund is only intended for investors who: (i) understand the Sub-Fund's strategy, characteristics and risks in order to make an informed investment decision; (ii) have knowledge of alternative strategies, (including (in particular) those that may use borrowing to leverage investment (such as this Sub-Fund)) and financial markets generally; (iii) are able to maintain their investment in the Sub-Fund over a long-term horizon; and (iv) are able to bear a loss of their investment or not recover fully the amounts that have been invested. The minimum initial subscription amount will be the higher of (i) EUR 100,000 (or the equivalent in the relevant currency); and (ii) the amount required pursuant to the local law of the retail investor.

What are the risks and what could I get in return?

Risk Indicator

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← Lower risk
Higher risk →

The risk indicator assumes you keep the Product for 5 years. The actual risk can vary significantly if you cash in at an early stage and you may get back less. You may not be able to sell your product easily or may have to sell at a price that significantly impacts on how much you get back.

The summary risk indicator is a guide to the level of risk of the Product compared to other products. It shows how likely it is that the Product will lose money because of movements in the market or because we are not able to pay you. We have classified this Product as a 4 out of 7, which is a medium risk class. This rates the potential losses from future performance at a medium level, and poor market conditions could impact our capacity to pay you. This Product does not include any protection from future market performance so you could lose some or all of your investment. If the Sub-Fund is not able to pay you what is owed, you could lose your entire investment.

Be aware of currency risk. This Product is denominated in USD. You may receive payments in a different currency so the final return you get will depend on the exchange rate between the applicable currencies. This risk is not considered in the indicator shown above.

Other risks materially relevant to the Sub-Fund not included in the summary risk indicator are set out in the Supplement. This classification is not guaranteed and may change over time and may not be a reliable indication of the future risk profile of the Sub-Fund. The lowest category does not mean risk free. The risk of the Product may be significantly higher than the one represented in the summary risk indicator where the Product is not held for the recommended holding period.

Performance Scenarios

The figures shown include all the costs of the product itself, but may not include all the costs that you pay to your advisor or distributor. The figures do not take into account your personal tax situation, which may also affect how much you get back. What you will get from this Product depends on future market performance. Market developments in the future are uncertain and cannot be accurately predicted. The unfavourable, moderate, and favourable scenarios shown are illustrations using the worst, average, and best performance of a representative strategy managed by the Investment Manager over the last 10 years. The stress scenario shows what you might get back in extreme market circumstances.

Recommended holding period: 5 years Example Investment: USD 10,000	If you exit after 1 year	If you exit after 5 years
Minimum	There is no minimum guaranteed return. You could lose some or all of your investment	
Stress scenario	What you might get back after costs Average return each year	7,860 USD -21.36%
Unfavourable Scenario	What you might get back after costs Average return each year	7,160 USD -6.46%
Moderate Scenario	What you might get back after costs Average return each year	10,540 USD 5.42%
Favourable Scenario	What you might get back after costs Average return each year	10,910 USD 1.76%
Moderate Scenario	What you might get back after costs Average return each year	11,840 USD 18.43%
Favourable Scenario	What you might get back after costs Average return each year	25,830 USD 20.90%
Favourable Scenario	What you might get back after costs Average return each year	14,390 USD 43.91%
Favourable Scenario	What you might get back after costs Average return each year	29,960 USD 24.54%

The Unfavourable 1-year scenario occurred for an investment between December 2021 and December 2022, the Unfavourable 5-year scenario is based on a shorter period between March 2023 and March 2024; the Moderate 1-year scenario occurred between May 2017 and May 2018, the Moderate 5-year scenario occurred for an investment between October 2018 and October 2023; the Favourable 1-year scenario occurred between December 2020 and December 2021, the Favourable 5-year scenario occurred for an investment between December 2016 and December 2021.

What happens if the Manufacturer is unable to pay out?

The investor will not face a financial loss due to the default of the Manufacturer. The investor may face a financial loss due to the default of the Fund or Sub-Fund. The Fund and Sub-Fund are not covered by any investor compensation or guarantee scheme and you may face financial loss.

What are the costs?

The person advising on or selling you this product may charge you other costs. If so, this person will provide you with information about these costs and how they affect your investment.

Costs over time

The tables show the amounts that are taken from your investment to cover different types of costs. These amounts depend on how much you invest, how long you hold the Product and how well the Product does. The amounts shown here are illustrations based on an example investment amount and different possible investment periods. We have assumed:

- In the first year you would get back the amount that you invested (0% annual return). For the other holding period we have assumed the product performs as shown in the moderate scenario.
- USD 10,000 is invested.

	If you exit after 1 year	If you exit after 5 years
Total costs	122 USD	2,550 USD
Annual cost impact (*)	1.22%	1.22%

(*) This illustrates how costs reduce your return each year over the holding period. For example, it shows that if you exit at the recommended holding period your average return per year is projected to be 22.12% before costs and 20.90% after costs.

Composition of Costs

One-off costs upon entry or exit		If you exit after 1 year	
Entry costs	The Product does not itself charge an entry fee.	0 USD	0%
Exit costs	The Product does not charge an exit fee.	0 USD	0%
Ongoing costs taken each year over the recommended holding period			
Management fee and other administrative or operating costs	There is no investment management fee on the Product but there is an estimated 0.40% of additional ongoing costs.	40 USD	0.40%
Transaction costs	0.82% of the value of your investment per year, including an estimate of the projected management and performance fees of the Hg Underlying Funds. This is an estimate of the costs incurred when we buy and sell the underlying investments for the product. The actual amount will vary depending on how much we buy and sell.	82 USD	0.82%
Incidental costs taken under specific conditions			
Performance fees and carried interest	There is no performance fee for this Product, but these are included in the underlying investments.	0 USD	0%

How long should I hold it, and can I take money out early?

Recommended holding period: 5 Years based on Sub-Fund liquidity, portfolio investment and expected return profile. The Product is suitable only as long-term investment for persons of adequate financial means who do not need near-term liquidity from their investment. Redemptions are expected to be offered each quarter at the net asset value per share as per the terms of the Supplement. Redemptions are also subject to limits in relation to redemption requests for the Sub-Fund (and certain parallel entities) as a whole exceeding certain threshold. The AIFM has not considered the suitability or appropriateness of this investment for your personal circumstances. If you are in any doubt about the suitability of the Sub-Fund to your needs, you should contact your placement agent or financial adviser and seek appropriate professional advice.

How can I complain?

Any complaint regarding the person advising on, or selling, the Product can be submitted directly to that person. Any complaint regarding the Product or the conduct of the Manufacturer should be addressed in writing to the AIFM at Complaints Officer, Carne Global Fund Managers (Luxembourg) SA, 3, Rue Jean Piret, L-2350 Luxembourg, or by email to Complaints@carnegroup.com or by consulting the following website www.carnegroup.com.

Other relevant information

Any additional documentation in relation to the Product and in particular the Fund's Prospectus and the Sub-Fund Supplement are available from the AIFM and on the following website wealth.hqcapital.com in accordance with applicable legal requirements. In order to obtain more detailed information - and in particular details of the structure of and risks associated with an investment in the Product - you should read the Sub-Fund documents.

Past performance: As of the date of this document, there is currently insufficient data to provide a useful indication of past performance. Past performance information will be made available for download from our website at <https://wealth.hqcapital.com>.

Performance scenarios: Previous performance scenario information will be updated on a monthly basis at <https://wealth.hqcapital.com>.

Additional information for investors in Switzerland: The Fund's Prospectus, the Sub-Fund Supplement, the relevant Key Information Documents, the Fund articles, Sub-Fund annual and semi-annual reports as well as further information are available free of charge from the Swiss Representative of the Fund: Carnegie Fund Services S.A., 11, rue du Général-Dufour, CH-1204 Geneva, Switzerland, phone: +41 22 705 11 78, Internet: www.carnegie-fund-services.ch. The Swiss Paying Agent of the Fund is Banque Cantonale de Genève, 17, quai de l'Île, CH-1204 Geneva, Switzerland. The risk indicator and the performance scenarios have been calculated and presented according to the provisions of the home jurisdiction of the Fund.