

## ADDITIONAL INFORMATION FOR INVESTORS IN SWITZERLAND

2 September 2025

This Supplement contains information specific to investors in Switzerland regarding Bay Capital ICAV (the “Fund”). It forms part of and must be read in conjunction with the prospectus of the Fund dated 13 August 2025, as amended and supplemented from time to time (the “Prospectus”).

All capitalised terms used herein contained shall have the same meaning as set forth in the Prospectus, unless otherwise indicated.

The offering of Shares in Switzerland will be exclusively made to, and directed at, qualified investors (the “**Qualified Investors**”), as defined in the Swiss Collective Investment Schemes Act of 23 June 2006, as amended (“**CISA**”) and its implementing ordinance, the Swiss Collective Investment Schemes Ordinance of 22 November 2006 (“**CISO**”). Accordingly, the Fund and its Sub-Fund has not been and will not be registered with the Swiss Financial Market Supervisory Authority (“**FINMA**”). Investors in the Fund do not benefit from the specific investor protection provided by CISA and the supervision by the FINMA in connection with the approval for offering.

This Prospectus does not constitute an issue prospectus within the meaning of and has been prepared without regard to the disclosure standards for issue prospectuses under the FinSA or the disclosure standards for listing prospectuses under the listing rules of any stock exchange or regulated trading facility in Switzerland.

### 1. REPRESENTATIVE AND PAYING AGENT

The Fund’s representative in Switzerland is FundRock Switzerland SA, Route de Cité-Ouest 2, 1196 Gland, Switzerland (the “**Swiss Representative**”).

The Company’s paying agent in Switzerland is The paying agent in Switzerland is Banque Cantonale de Genève, 17, quai de l’Île, 1204 Geneva, Switzerland (the “**Swiss Paying Agent**”).

### 2. OFFERING RESTRICTIONS

The Shares of the Fund shall be offered or advertised in Switzerland exclusively to qualified investors as defined by Article 10 of the Collective Investment Schemes Act, as amended from time to time. The Fund has not been approved by FINMA for offering in Switzerland to non-qualified investors.

### 3. LOCATION WHERE THE RELEVANT DOCUMENTS MAY BE OBTAINED

The Prospectus, the Instrument of Incorporation and annual and semi-annual report, if any can be obtained free of charge from the Swiss Representative.

### 4. PAYMENT OF RETROCESSIONS AND REBATES

In connection with the distribution of Shares in Switzerland, the Fund and/or its agents may pay retrocessions as remuneration for distribution activity in respect of Shares in Switzerland. Such retrocessions are not deemed to be rebates and may be paid even if they are not disclosed to investors.

In addition, the Fund and/or its agents may grant rebates to reduce the fees or costs incurred by investors. Rebates are permitted only if they are paid directly to the investor and do not represent an inducement to purchase Shares.

Investors may request further details regarding the retrocessions and rebates paid, including the recipients and amounts involved.

## **5. THIRD-PARTY COMPENSATION**

Third-party compensation are payments and other soft commissions paid by the Manager or its representatives to third-party placement agents or partners in compensation for offering the Shares of the Fund. Such compensation is mostly paid out from the management fee charged to the Fund.

In respect of the offering of the Fund's Shares in Switzerland, the Manager and its representatives do not pay any third-party compensation to placement agents or partners.

## **6. PLACE OF PERFORMANCE AND JURISDICTION**

With regards to the Shares offered in Switzerland, the place of performance is the registered office of the Swiss Representative and the place of jurisdiction is at the registered office of the Swiss Representative or at the registered office or place of residence of the investor.