

PRODUCT KEY FACTS

MicroBit Ether Spot ETF

A sub-fund established under the MicroBit Funds Series (Hong Kong) ETF OFC

Issuer: MicroBit Capital Management Limited

5 August 2025



- ***This is a passive exchange traded fund (ETF) which directly holds ether.***
- ***The ETF's investment in ether is subject to key risks such as extreme price volatility risk, custody risk, cybersecurity risk, fork risk and risks associated with staking.***
- ***The value of ether could decline significantly in a short period of time, including to zero. For example, in 2020, the biggest single-day drop of the price of ether was 44%⁺. You may lose all of your investment within one day.***
- ***This statement provides you with key information about this product.***
- ***This statement is a part of the Prospectus.***
- ***You should not invest in this product based on this statement alone.***

Quick facts

Stock code:	3425 (HKD Counter) 9425 (USD Counter)
Trading lot size:	100 Shares
Manager:	MicroBit Capital Management Limited
Custodian:	BOCI-Prudential Trustee Limited
Virtual Asset Sub-Custodian(s)^:	Hash Blockchain Limited acting via its associated entity HashKey Custody Services Limited
Virtual Asset Trading Platform(s) or VATP(s)^:	HashKey Exchange, operated by Hash Blockchain Limited
Administrator and Registrar:	BOCI-Prudential Trustee Limited
Underlying Index:	CME CF Ether-Dollar Reference Rate – Asia Pacific Variant
Estimated annual tracking difference*:	-1.5%
Ongoing charges over a year#:	1.5%
Base currency:	US dollars (USD)
Trading currency:	Hong Kong dollars (HKD) – HKD Counter US dollars (USD) – USD Counter
Dividend policy:	No distribution will be made.
Financial year end of this fund:	31 December
Company Website:	http://microbit.ai/ (which has not been reviewed or approved by the SFC)

⁺ This is based on the daily price of ether against USD on Bloomberg at GMT 00:00.

^{*} This is an estimated annual tracking difference as the Sub-Fund is newly set up. Investors should refer to the fund website for information on the actual tracking difference.

[^] Please refer to the Manager's website at <http://microbit.ai> (which has not been reviewed or approved by the SFC) for the latest list of the Virtual Asset Sub-Custodian(s) and VATPs.

[#] This is indicative only as the Sub-Fund is newly set up. The estimated ongoing charges figure represents the estimated ongoing expenses chargeable to the Sub-Fund over a 12-month period expressed as a percentage of the Sub-Fund's estimated average NAV over the same period. The actual figures may be different from the estimate and may vary from year to year. For the first 12-month period from the launch of the Sub-Fund, the ongoing charges figure is capped at 1.5% of the average NAV of the Sub-Fund. Any ongoing expenses exceeding 1.5% of the average NAV of the Sub-Fund during this period will be borne by the Manager and will not be charged to the Sub-Fund.

What is this product?

MicroBit Ether Spot ETF (the “**Sub-Fund**”) is a sub-fund of MicroBit Funds Series (Hong Kong) ETF OFC (the “**Company**”), which is a public umbrella open-ended fund company established under Hong Kong law with variable capital with limited liability and segregated liability between sub-funds.

The Sub-Fund is a passively managed exchange traded fund falling under Chapter 8.6 of the Code on Unit Trusts and Mutual Funds. Shares of the Sub-Fund (the “**Shares**”) are traded on The Stock Exchange of Hong Kong Limited (the “**SEHK**”) like listed stocks.

Objective and Investment Strategy

Objective

The Sub-Fund’s investment objective is to aim to provide investment results that, before fees and expenses, closely correspond to the performance of the price of ether as reflected by CME CF Ether-Dollar Reference Rate – Asia Pacific Variant (the “**Index**”). There can be no assurance that the Sub-Fund will achieve its investment objective.

Strategy

In seeking to achieve the Sub-Fund’s investment objective, the Sub-Fund will directly invest in ether on certain Virtual Assets’ trading platforms that are operated by platform operators licensed by the SFC (the “**SFC-Licensed VATPs**”) and all of the Sub-Fund’s ether will be held by the Virtual Asset Sub-Custodian(s). For the avoidance of doubt, “Virtual Asset” means any “virtual asset” as defined in section 53ZRA of the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615) of Hong Kong).

The Manager intends to enhance the performance of the Sub-Fund by staking up to 30% of the ether held in the portfolio of the Sub-Fund through SFC-Licensed VATPs, that can perform staking activities on its own or by engaging its affiliates or third party staking service providers. As of the date of this statement, the designated staking service provider is Wancloud Limited, operating as “HashKey Cloud”, an affiliate of Hashkey Exchange (the VATP). Following the deduction of any service fees, staking yields will be reinvested into the Sub-Fund. Staking is the process of validating transactions on the blockchain by locking up a committed amount of ether on the blockchain network for the purposes of the proof-of-stake consensus mechanism so as to enhance the network operation. Through participating in staking, the Sub-Fund may receive staking rewards, which are in the form of ether, from the Ethereum Network. It is expected that, in general, there is no change in the ownership of the ether held by the Sub-Fund during the staking process.

The Sub-Fund may invest up to 100% of its assets in ether and will not invest in other types of investments except that the Sub-Fund may retain a small amount of cash (in HKD or USD) and/or cash equivalents (of up to a maximum of 10% of the Net Asset Value of the Sub-Fund) to pay for fees and other expenses and costs associated with the Sub-Fund’s ongoing operations to meet redemption requests.

Ether

Ether is a Virtual Asset created and transmitted through the operations of a peer-to-peer network of computers that operates on cryptographic protocols, namely the Ethereum Network. No single entity owns or operates the Ethereum Network, the infrastructure of which is collectively maintained by its user base. Tokens of value, called ether, are exchanged on the Ethereum Network. Such transactions are recorded on a public transaction ledger known as the Ethereum Blockchain. The value of ether is determined by the demand for and supply of ether on Virtual Asset's trading platforms or in private end-user-to-end-user transactions.

For the avoidance of doubt, "ether" or "ETH" refers to the Virtual Asset based on an open-source cryptographic protocol existing on the Ethereum Network. "Ethereum Network" refers to Ethereum Blockchain and any Virtual Asset's network, including the Ethereum peer-to-peer network, and "Ethereum Blockchain" refers to the blockchain ledger for ether.

Other Investments and Use of FDI

The Manager does not intend to invest in financial derivative instruments for any purpose, or engage in securities lending, sale and repurchase transactions and reverse repurchase transactions on behalf of the Sub-Fund. The Manager will seek the prior approval of the SFC (if required) and provide at least one month's prior notice to Shareholders before the Manager engages in any such investments.

In addition, the Sub-Fund shall not employ any forms of leverage with respect to Virtual Assets.

Index

The Index is provided by CF Benchmarks Ltd (the "**Index Provider**"). The Index is based on materially the same methodology (except calculation time) as the Index Provider's Ether-Dollar Reference Rate ("**ETHUSD_RR**"). The Index was launched on 11 September 2023. The Manager and its connected persons are independent of the Index Provider.

The Index serves as a once-a-day benchmark rate of the price of one ether in USD (USD/ETH), calculated as of 4:00 p.m. (Hong Kong time). The Net Asset Value of the Sub-Fund will be valued by reference to the Index.

The Index aggregates the trade flow of several ether trading platforms, during an observation window between 3:00 p.m. and 4:00 p.m. (Hong Kong time) (the "**Observation Window**") into a once-a-day reference rate of the USD price of ether at 4:00 p.m. (Hong Kong time). Specifically, the Index is calculated using the "Relevant Transactions" (as defined below) of all constituent ether trading platforms of the Index, which are chosen by the Index Provider and may change over time (the "**Constituent Platforms**").

- All Relevant Transactions are added to a joint list, recording the time of execution, trade price and size for each transaction.
- The list is partitioned by timestamp into 12 equally-sized time intervals of 5 minute length

- For each partition separately, the volume-weighted median trade price is calculated from the trade prices and sizes of all Relevant Transactions, i.e., across all Constituent Platforms. A volume-weighted median differs from a standard median in that a weighting factor, in this case trade size, is factored into the calculation.
- The Index is then determined by the equally-weighted average of the volume-weighted medians of all partitions.

A “Relevant Transaction” is any cryptocurrency base asset versus quote asset spot trade that occurs during the Observation Window on a Constituent Platform in the Relevant Pair (as defined below) that is reported and disseminated by a Constituent Platform through its publicly available Application Programming Interface (“API”) and observed by the Index Provider. For the Index, the Relevant Pair is ether vs. USD.

As of 23 June 2025, the list of Constituent Platforms consists of Bitstamp, Coinbase, Crypto.com, Gemini, itBit, Kraken and LMAX Digital.

To be eligible as a Constituent Platform, a spot ether trading venue is required to meet certain eligibility criteria imposed by the Index Provider (e.g. minimum trading volume, compliance with applicable law and regulations, etc.) and make trade data and order data available through an API with sufficient reliability, detail and timeliness.

The Index Provider reviews the list of Constituent Platforms annually and may make changes to the list of Constituent Platforms from time to time.

You can obtain the reference price of ether as reflected by the Index (“**Index Price**”), the most updated list of Constituent Platforms and the latest information and news including the Index methodology at any time from the website of the Index Provider at https://www.cfbenchmarks.com/data/indices/ETHUSD_AP (which has not been reviewed or approved by the SFC).

Use of derivatives/investment in derivatives

The Sub-Fund will not use derivatives for any purposes.

What are the key risks?

Ether is a relatively new investment with limited history. It is subject to unique and substantial risks, and historically, has been subject to significant price volatility. The value of an investment in the Sub-Fund could decline significantly in a short period of time and without warning, including to zero. You may lose your entire investment in the Sub-Fund within a single day. If you are not prepared to accept significant and unexpected changes in the value of the Sub-Fund and the possibility that you could lose your entire investment in the Sub-Fund, you should not invest in the Sub-Fund.

Investment involves risks. Please refer to the Prospectus for details including the risk factors.

1. Investment risk

The Sub-Fund is not principal guaranteed and investors’ investments may suffer losses. There is no assurance that the Sub-Fund will achieve its investment objective.

2. Risks relating to ether

The Sub-Fund is exposed to the risks of ether through its investments in ether directly, and the risks which adversely affect the price of ether may also affect the value of the Sub-Fund.

- ***Ether and ether industry risk:*** Ether operates without central authority (such as a bank) and is not backed by any government. Ether is a relatively new innovation and the market for ether is subject to rapid price swings, changes and uncertainty. The further development and acceptance of the Ethereum Network, which is part of a new and rapidly changing industry, is subject to a variety of factors that are difficult to evaluate and unforeseeable. The slowing, stopping or reversing of the development or acceptance of the Ethereum Network may adversely affect the price of ether and therefore cause the Sub-Fund to suffer losses.
- ***Speculative nature risk:*** Investing in ether is highly speculative, as it has limited track record and lacks intrinsic value. Its value is primarily driven by supply and demand dynamics within the ether market and does not generate cash flows. Its market movements are also difficult to predict.
- ***Extremely high volatility risk:*** An investment in ether can be highly volatile compared to investments in traditional securities and an investment in the Sub-Fund may experience sudden and substantial losses. For example, the price of ether dropped approximately 76% between November 2021 and November 2022, and in 2020, the biggest single-day drop of the price of ether was 44%⁺. The value of the Sub-Fund's investments in ether could decline significantly and may decline to zero, in a short period of time and without warning. Historically, the price of ether has been extremely volatile, based on a variety of factors, including:
 - global demand and supply of ether;
 - maintenance and development of the open-source software protocol of the Ethereum Network;
 - competition from other Virtual Assets;
 - investor sentiments on the value or utility of ether;
 - investors' confidence regarding the security and long-term stability of a Virtual Asset's network and its blockchain;
 - contagious effect on the price of ether from incidents on Virtual Assets and their trading platforms, for example, the price of ether dropped significantly following a series of events in 2022 including the collapse of FTX, one of the largest Virtual Asset's trading platforms at the material time.

- ***Unforeseeable risk:*** Given the rapidly evolving nature of ether, including advancements in the underlying technology, market disruptions and resulting governmental interventions that are unforeseeable, investors may be exposed to additional risks which are impossible to predict as of the date of this statement. This uncertainty makes an investment in the Sub-Fund speculative and subject to significant risk.
- ***Acceptance of ether:*** Despite that certain retailers have started to accept ether as a form of payment in recent years, there is still relatively limited use of ether for commercial and retail transactions. Price volatility undermines the ability of ether as a medium of exchange, and a contraction of the use of ether may result in a decrease in its value, which could adversely impact the Net Asset Value of the Sub-Fund.
- ***Concentration of ownership risk:*** The largest ether wallets are believed to hold, in aggregate, a significant percentage of the ether in circulation. As a result of this concentration of ownership, large sales or distributions by such holders could have an adverse effect on the market price of ether.
- ***Fraud, market manipulation and security failure risk:*** Ether may be subject to the risk of fraud, theft, manipulation or security failures, operational or other problems that impact Virtual Asset's trading platforms. In particular, the Ethereum Network and entities that custody or facilitate the transfers or trading of ether are vulnerable to various cyber attacks. The occurrence of any of the above may have a negative impact on the price of ether and the value of the Sub-Fund's investments.
- ***Cybersecurity risks:*** Ether is susceptible to theft, loss and destruction. Ether transactions are typically not reversible without the consent and active participation of the recipient of the transaction. The Ethereum Network is also vulnerable to various deliberate cybersecurity attacks, such as hacking or malicious software coding for purposes of misappropriating information and assets or causing operational disruption. Cybersecurity risks of the Ethereum protocol and of entities that custody or facilitate the transfers or trading of ether could result in a loss of public confidence in ether and a decline in the value of ether.
- ***Potential manipulation of Ethereum Network risk:*** The Ethereum Network is currently vulnerable to a "51% attack" where, if a validator or group of validators acting in concert were to gain control of more than 50% of the staked ether, a malicious actor would be able to gain full control of the network and the ability to manipulate the blockchain.
- ***Regulatory risk:*** The regulation of ether, Virtual Assets and related products and services continues to evolve. As ether and Virtual Assets have grown in both popularity and market size, certain regulatory authorities have been examining the operations of Virtual Asset's trading platforms and service providers. Regulatory changes and actions with respect to Virtual Assets generally or any single Virtual Asset in particular may alter, perhaps to a materially adverse extent, the nature of an investment in the ether.

- **Internet risk:** Any technical disruptions or regulatory limitations that affect Internet access may have an adverse effect on the Ethereum Network, the price of ether and the value of the Sub-Fund.
- **Fork risk:** Developers may propose modifications to the Ethereum Network from time to time. If the updated Ethereum Network is not compatible with the original Ethereum software and a sufficient number (but not necessarily a majority) of users elect not to migrate to the updated Ethereum Network, this would result in a “hard fork” of the Ethereum Network, with one prong running the earlier version of the Ethereum software and the other running the updated Ethereum software, resulting in the existence of two versions of the Ethereum Network running in parallel and a split of the blockchain underlying the Ethereum Network. The occurrence of such “fork” may result in an adverse impact on the price and liquidity of ether and the value of the Sub-Fund’s investments. In the event of a “hard fork” of the Ethereum Network, the Manager will (i) use its sole discretion to determine which network is generally accepted as the Ethereum Network and should therefore be considered the appropriate network for the Sub-Fund’s purposes; (ii) issue prior notice to the Sub-Fund’s investors; and (iii) do such action which, in the opinion of the Manager, is in the best interests of the Sub-Fund’s investors. There is no guarantee that the Manager will choose the network and the associated Virtual Asset that is ultimately the most valuable fork. This could therefore adversely impact the value of the Shares.
- **Virtual Assets’ trading platform risk in general and contagion risk:** The operation of Virtual Assets including ether depends upon the centralised elements of the crypto ecosystem (for example, wallets and exchanges) which is exposed to concentration risks given its concentrated reliance on a few entities that handle more than half of the trading volumes. Therefore, the collapse of any major players in the crypto ecosystem may have contagious adverse effects on the values of Virtual Assets including ether and the value of the Sub-Fund’s investments. Furthermore, Virtual Assets’ trading platforms are relatively new, and not all Virtual Assets’ trading platforms are SFC-Licensed VATPs. For those that are not SFC-Licensed VATPs, they may be unregulated or only subject to light regulation (i.e. subject to none or minimal investor protection measures) in other jurisdictions. Virtual Assets’ trading platforms have in the past, and may in the future, collapse, stop operating or temporarily or permanently shut down, due to fraud, cybersecurity issues, manipulation or security breaches. The potential consequences of failures of Virtual Assets’ trading platforms could adversely affect the value of ether and in turn the value of the Shares.
- **Risk of illicit use:** As with any other asset class or medium of exchange, ether can be used to purchase illegal goods, fund illicit activities or launder money. Negative events, developments, news and published opinions may affect the general outlook on the industry as a whole, trigger governmental restrictions and/or regulations in respect of ether, and may have a material adverse effect on the Sub-Fund.
- **Political or economic crisis risk:** Political or economic crises may motivate large-scale acquisitions or sales of ether, either globally or locally. Large-scale sales of ether would result in a reduction in its price and adversely affect the value of an investment in the Sub-Fund.

3. New product risk

The Sub-Fund is a spot ETF investing directly in ether. The novelty of the underlying assets of the Sub-Fund i.e. ether makes the Sub-Fund potentially riskier than traditional ETFs investing in equity or debt securities. Moreover, there is no guarantee that the service providers of the Sub-Fund (e.g. the participating dealer(s) and the market maker(s)) can perform their duties on an ongoing basis effectively.

4. Passive investment management risk

The Sub-Fund is passively managed. Save in the event of a “hard fork”, which the Manager will have the sole discretion to determine which network is generally accepted as the Ethereum Network and should therefore be considered the appropriate network for the Sub-Fund’s purposes, the Manager will not have the discretion in general to adapt to market changes due to the inherent investment nature of the Sub-Fund. The Sub-Fund invests in ether regardless of its investment merit. The Manager does not attempt to select other securities or Virtual Assets or to take defensive positions in declining markets. Investors should expect that a decline in the Index Price will result in corresponding falls in the value of the Sub-Fund.

5. Risks associated with staking

There is no guarantee that staking will generate rewards, and past rewards are not indicative of future returns. If the staking services provided by the staking service providers are ceased or terminated, the Sub-Fund may not be able to stake the Sub-Fund’s assets for a period of time or at all.

- ***Risk of reliance on staking service providers:*** The Sub-Fund is exposed to the risk of loss of staked ether if there are operational failures, security breaches or mismanagement by the staking service providers or due to cybersecurity attacks, security issues, or other unforeseeable problems.
- ***Slashing risk:*** Staking may come with a risk of loss of virtual assets due to a process known as slashing. In the context of Ethereum, the Ethereum Network imposes sanctions for validators’ inactivity and misbehaviour, and slashing occurs when a validator is found to be performing critical violations, such as double-signing, extended downtime or equivocating, by proposing or attesting to conflicting blocks. If any staking service provider to the Sub-Fund is slashed by the Ethereum Network, the Sub-Fund may be affected, leading to the loss of both rewards and principal. As a result of extended downtime due to the staking service provider’s inactivity, even if no slashing occurs, the Sub-Fund may not be able to benefit from rewards, and may incur penalties.
- ***Staking features and liquidity risk:*** Staking features such as lock-up periods, staking reward payout periods and reward amounts are not necessarily fixed over time, and can cause liquidity risk or delay in settlement period. Staked assets cannot be transferred, sold or otherwise dealt with during the lock-up period. Further, staked assets may not pay out staking rewards daily, which may cause delays in reinvestment of the staking reward amount into the Sub-Fund.

- **Legal uncertainty risk:** Staking is a novel feature, and as such, there is no or limited case law on the ownership of staked assets. The legal uncertainty may affect the nature and enforceability of the Sub-Fund's interest in its staked ether.
- **Risk of unstaking process:** Unstaking of ether usually takes time (from a few days to a few weeks) and would depend on factors such as network congestion and the processing speed of validators. There is no guarantee that unstaking can be completed within a specific timeframe. During the unstaking process, the Manager will not be able to withdraw or liquidate the staked ether.
- **Volatility risk:** Given the volatility of ether, the value of staked ether at the time of completion of the unstaking process may be significantly less than the value of the ether at the time a decision is made to withdraw the staked ether.
- **Risk of entry queue period:** There may be an entry queue period (i.e. waiting time that validators experience (after they have staked their ether) before they can start participating in the Ethereum Network) of up to a few weeks. Staked ether will not be eligible to receive any staking rewards and may not be withdrawn during the period.

6. Risks in relation to Virtual Asset Trading Platform(s) and Staking Service Provider(s)

- **Liquidity risk:** The Virtual Asset Trading Platform(s) where the Sub-Fund may acquire and dispose of ether are still developing. Ether traded on these Virtual Asset Trading Platform(s) may be subject to lower liquidity compared to other ether trading venues. During such times the changes in the underlying market price of ether may be infrequent but significantly large, and it may not be possible to unwind or transfer a particular transaction in a timely manner, at near the price the Sub-Fund would have expected, or at all, on these Virtual Asset Trading Platform(s). The lower liquidity may create larger bid-ask spreads and higher trading costs may be incurred accordingly. This could adversely affect the price of the Shares. There may also be a delay in the Sub-Fund's ability to invest in or dispose of its investments from these Virtual Asset Trading Platform(s).
- **Licensing status:** In the event that these Virtual Asset Trading Platform(s)' licence from the SFC is being revoked, terminated or otherwise invalidated by the SFC, the Sub-Fund may be prohibited from conducting transactions and acquisitions of ether.
- **Staking service provider(s):** The Virtual Asset Trading Platform(s) can perform staking activities on its own or by engaging its affiliates or third party staking service providers. As a staking service provider plays a critical role in the security of staked ether, the Sub-Fund is exposed to the risk of loss of staked ether or rewards if there are operational failures, security breaches or mismanagement by the staking service providers. The Sub-Fund is exposed to potential risks associated with the platform's and the staking service provider's operational integrity and regulatory compliance, which could have significant implications for its investment strategy and returns.

- ***Risk relating to difference between executable price of ether on Virtual Asset Trading Platform(s) and Index Price for cash subscription and redemption:*** The Index Price may not be indicative of the executable price of ether on the Virtual Asset Trading Platform(s). Investors should not therefore solely rely on the Index Price in determining whether and when to subscribe or redeem. Where investors subscribe for Shares or redeem Shares in cash, the subscription amount or redemption amount will be based on the executable price of ether on the Virtual Asset Trading Platform(s) rather than the Index Price. Under different circumstances, this may impact the participating dealer(s)' and market maker(s)' ability to conduct effective arbitrage and provide liquidity for the Sub-Fund, which may lead to a higher premium or discount to the NAV and/or a higher bid-ask spread of the Sub-Fund in the secondary market. This may also result in higher tracking difference.
- ***Trading limit risk of Virtual Asset Trading Platform(s):*** Virtual Asset Trading Platform(s) may impose trading limits in buying and selling underlying Virtual Assets to comply with relevant capital requirements. In case the trading volume on a particular dealing day exceeds such trading limits, any orders exceeding that trading limit will have to be rolled over for trading on the next multiple dealing days. This may affect the tracking performance of the Sub-Fund. In addition, this may affect the Sub-Fund's ability to invest in or dispose of its investments from the Virtual Asset Trading Platform(s) in a timely manner, which may adversely affect the price of the Shares.

7. Custody risk

- ***Cybersecurity risk in relation to the custody of Virtual Assets:*** While the Manager and/or the Custodian have conducted due diligence on the Virtual Asset Sub-Custodian(s) and believe there are security procedures in place for the Sub-Fund by the Virtual Asset Sub-Custodian(s), the Manager and/or the Custodian do not have control over the Virtual Asset Sub-Custodian(s)' security procedures. The security procedures in place for the custody of Virtual Assets may not be able to protect against all errors, software flaws or other vulnerabilities in the Sub-Fund's technical infrastructure, which could result in theft, loss or damage of the Sub-Fund's assets.
- ***Termination of Virtual Asset Sub-Custodian risk:*** If the Virtual Asset Sub-Custodian fails to perform the functions for the Sub-Fund, the Sub-Fund may be unable to operate or create or redeem Shares, which could force the Sub-Fund to liquidate or adversely affect the price of the Shares. The Custodian may not be able to find a party willing to serve as a Virtual Asset Sub-Custodian of the Sub-Fund's ether holdings under the same terms or at all. To the extent that the Custodian is not able to find a suitable party willing to serve as a Virtual Asset Sub-Custodian, the Manager may be required to terminate the Sub-Fund and liquidate the Sub-Fund's ether.

- ***Inadequate sources of recovery risk:*** Investors' recourse against the Company, the Sub-Fund, the Manager, the Custodian and the Virtual Asset Sub-Custodian(s) under Hong Kong law may be limited. The Sub-Fund itself and the Custodian do not insure the Sub-Fund's ether holdings. The Custodian shall ensure that the Virtual Asset Sub-Custodian(s) will maintain a compensation arrangement approved by the SFC. However, such compensation arrangement of a Virtual Asset Sub-Custodian is shared among all clients of the Virtual Asset Sub-Custodian and is not specific to the Sub-Fund. It is therefore possible that the compensation arrangement of the relevant Virtual Asset Sub-Custodian may not be adequate to cover all ether held by that Virtual Asset Sub-Custodian on behalf of the account of the Sub-Fund. Consequently, a loss may be suffered.

8. Risks relating to the Index

- ***Limited performance history of the Index:*** The Index was developed by the Index Provider and has a limited performance history. Although the Index is based on materially the same methodology (except calculation time) as the Index Provider's ETHUSD_RR, which was first introduced in May 2018, the Index itself has only been in operation since September 2023. A longer history of actual performance through various economic and market conditions would provide more reliable information for an investor to assess the Index's performance.
- ***Price volatility of the Index Price:*** The ether price has historically been volatile and subject to influence by many factors, including operational interruptions. The Index Price, and the price of ether generally, remains subject to volatility experienced by the Constituent Platforms.
- ***System failures or errors of the Index Provider:*** System failures or errors of the Index Provider and/or the relevant Constituent Platforms may lead to errors in the Index, which may lead to a different investment outcome for the Sub-Fund and the investors.
- ***Other risks relating to the Index:*** If the Index is discontinued, the Manager will seek the SFC's prior approval to replace the Index with another index that has similar objectives to the Index as applicable. If the Manager cannot agree within a reasonable period on a suitable replacement index acceptable to the SFC, the Manager may, in its discretion, terminate the Sub-Fund. Upon the Sub-Fund being terminated, the amount distributed may be less than the capital invested by the investors and the investors may suffer losses.

9. Concentration risk

As the exposure of the Sub-Fund is concentrated in the ether market via investing in ether directly, the value of the Sub-Fund is more susceptible to the effects of ether price volatility and adverse economic, political, policy, foreign exchange, liquidity, tax, legal or regulatory events affecting ether than more diversified funds. Any losses suffered as a result of a decrease in the value of ether can be expected to reduce the value of a Share in the Sub-Fund and will not be offset by other gains as they may be if the Sub-Fund were to invest in underlying assets that were diversified.

10. Tracking error risk

The performance of the Sub-Fund may not exactly track the performance of ether price as reflected by the Index. Factors that may cause such tracking error such as the fees and expenses of the Sub-Fund or failure of tracking strategy may affect the Manager's ability to achieve close correlation with the Index. The Manager will monitor and seek to manage such risk and minimise tracking errors. However, most of these factors that may cause the Sub-Fund's performance to deviate from the Index are beyond the control of the Manager. There can be no assurance of an exact or identical replication of the Index's performance at any given time.

11. Trading hours differences risk

Ether is traded 24 hours a day, seven days a week, while the Shares traded on the SEHK are not. As such, the value of the ether in the Sub-Fund's portfolio may change on such day or time when investors will not be able to purchase or sell the Sub-Fund's Shares. To the extent that the price of ether on the Constituent Platforms drops significantly during hours the SEHK is closed, investors may not be able to mitigate losses in a rapidly negative market.

12. Trading risk

- The trading price of the Shares on the SEHK is driven by market factors such as the demand and supply of the Shares. Therefore, the Shares may trade at a substantial premium or discount to the Sub-Fund's Net Asset Value.
- Trading volume and liquidity on the Constituent Platforms are not consistent throughout the day and the Constituent Platforms may be shut down temporarily or permanently due to security concerns, directed denial of service attacks and distributed denial-of-service attacks and other reasons. As a result, during periods when the SEHK is open but the Constituent Platforms are either lightly traded or are closed, trading spreads and the resulting premium or discount on the Shares may widen and therefore increase the difference between the price of the Shares and the Sub-Fund's ether holdings per Share. There would be a higher likelihood of the Shares being traded at a substantial premium or discount to the Sub-Fund's Net Asset Value, compared to funds investing in conventional underlying assets like equities or bonds.
- As investors will pay certain charges (e.g. trading fees and brokerage fees) to buy or sell Shares on the SEHK, investors may pay more than the NAV per Share when buying Shares on the SEHK, and may receive less than the NAV per Share when selling Shares on the SEHK.

13. Reliance on market makers risk

Although the Manager will use its best endeavours to put in place arrangements so that at least one market maker will maintain a market for the Shares traded in each counter and that at least one market maker gives not less than 3 months' notice prior to terminating market making arrangement under the relevant market maker agreement, liquidity in the market for the Shares may be adversely affected if there is no market maker for the Shares. There is also no guarantee that any market making activity will be effective.

14. Early termination risk

The Sub-Fund may be terminated early under certain circumstances, for example, where the size of the Sub-Fund falls below USD5,000,000 and where the Index is no longer available for benchmarking the performance of the Sub-Fund. Investors may not be able to recover their investments and may suffer a loss when the Sub-Fund is terminated. Investors should refer to the section “Termination (otherwise than by winding up)” in the Prospectus for further details.

15. Multi-counter risk

If there is any limitation on the level of services by brokers and HKSCC participants, holders of Shares will only be able to trade their Shares in one counter only, which may inhibit or delay an investor dealing. The market price of Shares traded in each counter may deviate significantly. As such, investors may pay more or receive less when buying or selling Shares traded in one counter on the SEHK than in respect of Shares traded in another counter and vice versa.

How has the fund performed?

Since the Sub-Fund is newly set up, there is insufficient data available to provide a useful indication of past performance to investors.

Is there any guarantee?

The Sub-Fund does not have any guarantees. You may not get back the full amount of money you invest.

What are the fees and charges?

Please refer to the section “Fees and Expenses” of the Prospectus for details of other fees and expenses.

Charges incurred by you when trading the Sub-Fund on the SEHK

Fees	What you pay
Brokerage fee	Market rates (in currency determined by the intermediaries used by the investors)
Transaction levy	0.0027% ¹
Accounting and Financial Reporting Council (“AFRC”) transaction levy	0.00015% ²
SEHK trading fee	0.00565% ³
Stamp duty	Nil

1. Transaction levy of 0.0027% of the trading price of the Shares, payable by each of the buyer and the seller.

2. AFRC transaction levy of 0.00015% of the trading price of the Shares, payable by each of the buyer and the seller.

3. Trading fee of 0.00565% of the trading price of the Shares, payable by each of the buyer and the seller.

Ongoing fees payable by the Sub-Fund: The following expenses will be paid out of the Sub-Fund. They affect you because they reduce the NAV of the Sub-Fund which may affect the trading price.

	Annual amount or annual rate (as a % of the Sub-Fund's NAV)
Management fee*	0.5%
Custodian fee (including fees payable to the Virtual Asset Sub-Custodian(s)) and Administrator fee	Up to 1% (subject to a minimum of USD5,000 per month)
Registrar fee	USD6,000
Performance fee	Nil

* Please note that these fees may be increased up to a permitted maximum on giving one month's notice to the Shareholders. Please refer to the section of the Prospectus entitled "Fees and Expenses" for further details of the fees and charges payable and the permitted maximum of such fees allowed as well as other ongoing expenses that may be borne by the Sub-Fund.

Other fees

You may have to pay other fees when dealing in the shares of the Sub-Fund. Please refer to the Prospectus for details.

Additional information

The Manager will publish important news and information with respect to the Sub-Fund on the Manager's website at <http://microbit.ai> (this website has not been reviewed by the SFC) including:

- (a) the Prospectus and this statement (as revised from time to time);
- (b) the latest annual and semi-annual financial reports (in English only);
- (c) any notices for material alterations or additions to the Prospectus or the Sub-Fund's constitutive documents;
- (d) any public announcements made by the Sub-Fund, including information with regard to the Sub-Fund, the notices of the suspension of the calculation of the NAV, changes in fees and the suspension and resumption of trading;
- (e) the near real time indicative NAV per Share (updated every 15 seconds throughout each dealing day during SEHK trading hours) in USD and HKD;
- (f) the last NAV of the Sub-Fund and last NAV per Share in USD and HKD (updated on a daily basis on each dealing day);
- (g) the full portfolio information of the Sub-Fund on a monthly basis (updated within one month of the end of each month);
- (h) the latest list of VATP(s), Virtual Asset Sub-Custodian(s), participating dealer(s) and market maker(s); and
- (i) the tracking difference and tracking error of the Sub-Fund.

The near real time indicative NAV per Share is indicative and for reference only. The near real time indicative NAV per Share in HKD is updated every 15 seconds during SEHK trading hours using the near real time indicative NAV per Share in USD multiplied by a real-time HKD:USD foreign exchange rate calculated by Solactive AG.

The last NAV per Share in HKD is indicative and for reference only and is calculated using the last NAV per Share in USD multiplied by the foreign exchange rate (Tokyo Composite) quoted by Bloomberg for Hong Kong dollars at 4:00 p.m. (Hong Kong time) on that dealing day.

Important

If you are in doubt, you should seek professional advice.

The SFC takes no responsibility for the contents of this statement and makes no representation as to its accuracy or completeness.

The Company has been registered with the SFC as an open-ended fund company. The Company and the Sub-Fund have been authorised as collective investment schemes by the SFC. SFC registration and authorisation do not represent a recommendation or endorsement of the Company or the Sub-Fund nor do they guarantee the commercial merits of the Company, the Sub-Fund or their performance. They do not mean the Company or the Sub-Fund is suitable for all investors nor do they represent an endorsement of their suitability for any particular investor or class of investors.