

15 May 2023

CD Private Equity Fund II (CD2.ASX) (Fund) RE Transition Proposal

E&P Investments Limited (**E&PIL**), in its capacity as responsible entity (**RE**) of CD Private Equity Fund II (**Fund**), is presenting unit holders with a proposal to appoint K2 Asset Management Ltd (**K2**) as responsible entity for the Fund, replacing E&PIL (**Proposal**).

E&PIL selected K2 for this role based on a range of factors, including K2's extensive experience and expertise in the provision of responsible entity and trustee services and their competitive fee proposal.

Further details on the proposal are outlined in the Explanatory Memorandum (further information below).

Explanatory Memorandum and Notice of Meeting

The Explanatory Memorandum and Notice of Meeting contain important information about the Proposal. Unit holders should consider the information in all of those documents carefully before deciding how to vote on the resolution.

The Explanatory Memorandum and Notice of Meeting are available electronically for viewing and downloading at <https://cdfunds.com.au/fund2/announcements/>

Notices and documents in connection with meeting materials will be sent to unit holders by the unit registry in accordance with the unit holders' specified preferences.

Unitholder Meeting

The Fund unitholder meeting will be held at 10.30am Sydney time, 19 June 2023, at Level 32, 1 O'Connell St, Sydney, NSW 2000 and virtually through the online meeting platform <https://web.lumiagm.com/>

For more information, please refer to the Explanatory Memorandum and Notice of Meeting.

If you have any questions or would like to obtain a hard copy of these documents please contact the Fund's Investor Relations Team at info@cdfunds.com.au or 1300 454 801.

Authorised for release by E&P Investments Limited (ACN 152 367 649, AFSL 410 433), the responsible entity of CD Private Equity Fund II.