

SUPPLEMENT IV TO THE PROSPECTUS OF PRINCIPIA FUND N.V.

This document constitutes supplement IV (“**Supplement IV**”) to the prospectus of Principia Fund N.V. dated May 2018 (as supplemented by supplement I thereto dated 1 October 2019, supplement II dated 10 March 2021 and supplement IV dated 30 April 2021) (the “**Prospectus**”).

This Supplement IV contains updated information relating to the Prospectus and shall be implemented in the updated version of the Prospectus. Until this information is implemented, this Supplement should be read in conjunction with the Prospectus. Defined terms have the same meaning as ascribed to them in the Prospectus. Any Prospectus information not supplemented herein or in previous supplements should be regarded as unchanged.

This Supplement IV will apply immediately.

1. Amendment to section 11 of the Prospectus – Fees and Expenses

The paragraph entitled “Management Fee” in the Prospectus is amended by the following changes (in bold):

The Fee is designed to align the Fund Manager’s interest with those of investors. This is achieved by the Fee having the following key attributes:

1. Performance oriented. The Fee percentage is directly related to the excess return achieved by the Fund; and
2. Long-term oriented. The Fee percentage is based on the rolling three-year return of Shareclass A which focusses the attention of the Fund manager on the long-term return of the Fund.
3. **Free of double earning. The Fund Manager will not earn a management fee over the investment of another fund it manages or otherwise controls into a shareclass of the Fund that charges management fee.**

Any investment into the Fund by another fund managed by the Fund Manager or Affiliates of the Fund Manager shall not be subject to management fee either through investment into a zero management fee shareclass or via a rebate of the management fee charged by the Fund.

Amsterdam, 11 June 2021



Privium Fund Management B.V.

Fund Manager