

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

Name of the Product:	byFounders VC Fund II K/S, CVR-nr. 41832290, FT-ID: 24757
Name of the PRIIP manufacturer:	byFounders VC Management II ApS, CVR-nr. 45149285, FT-ID: 23360
Website of the PRIIP manufacturer:	www.byfounders.vc
Contact details:	Send an email to investor@byfounders.vc for further information.
Competent authority:	The Danish Financial Supervisory Authority (Finanstilsynet) is responsible for supervising byFounders VC Management II ApS in relation to this key information document.
This document was last updated:	31 August 2026

byFounders VC Management II ApS is registered with the Danish Financial Supervisory Authority as a manager of alternative investment funds. The Product is marketed in Denmark solely to professional and semi-professional investors in accordance with applicable rules.

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

WHAT IS THIS PRODUCT?

Type

byFounders VC Fund II K/S (the "Product") is an alternative investment fund (AIF) organised as a limited partnership under Danish law with its registered office in Denmark. The Product does not pay dividends but makes distributions as and when it receives proceeds from its investments. Distributions to investors cannot be reinvested in the Product. The Product may, however, reinvest certain realisation proceeds in accordance with the limited partnership agreement.

Term

The expected term of the Product is 10 years from the Product's first closing, which took place on 9 July 2021. The expected expiry date is therefore 9 July 2031, leaving approximately 4.9 years of the term as at the date of this document. The term may be shortened under special circumstances or extended by up to 3 years. The PRIIP manufacturer cannot terminate the Product unilaterally, and you cannot redeem your units on demand during the term.

Objectives

The objective of the Product is to generate a return for the investors (the limited partners) by making, monitoring, developing and realising investments predominantly in Danish and other Nordic and Baltic start-up stage technology companies, including consumer-oriented companies. The Product is therefore directly exposed to its underlying portfolio of companies.

The return of the Product depends on the proceeds from the sale or other realisation of the Product's investments. The Product is managed and administered by the investment manager, byFounders VC Management II ApS (the "PRIIP manufacturer"), which identifies investment and exit opportunities for the Product. The Product is actively managed and is not managed by reference to a benchmark in constructing the portfolio. The dispersion of the performance scenarios below is, however, determined by reference to an external dataset, as described in the footnote to the performance scenarios.

Intended retail investor

The Product is offered only to professional investors and to retail investors who meet the conditions to be treated as semi-professional investors, that is, who make an investment of at least DKK 750,000 and at the same time sign a declaration confirming that they are aware of the risks associated with the investment. The Product is intended for experienced investors with a high ability to bear losses on their investment and with an investment horizon of at least the remaining term of the Product.

WHAT ARE THE RISKS AND WHAT COULD I GET IN RETURN?

Risk indicator¹

1	2	3	4	5	6	7
Lower risk						Higher risk

The summary risk indicator is a guide to the level of risk of this Product compared to other products. It shows how likely it is that the Product will lose money because of movements in the markets or because the PRIIP manufacturer is not able to pay you. The PRIIP manufacturer has classified this Product as 6 out of 7, which is the second-highest risk class.

This rates the potential losses from future performance at a high level, and poor market conditions are very likely to impact the capacity of the Product to pay you. This Product does not include any protection from future market performance, so you could lose some or all of your investment.

¹ The risk indicator assumes you keep the Product until 9 July 2031, that is approximately 4.9 years from the date of this document. You cannot redeem earlier.

Performance scenarios

What you get from this product depends on future market performance. Future market developments are uncertain and cannot be predicted precisely. The scenarios shown are illustrations based on results from the past and on certain assumptions. Markets could develop very differently in the future.

Recommended holding period: the remaining term of the Product, 4.85 years from the date of this document until 9 July 2031. ² Example investment: DKK 100,000 invested on 31 August 2026. ³		If you exit after 1 year (31 August 2027)	If you exit after half the recommended holding period (2.4 years)	If you exit after the recommended holding period (4.9 years)
Scenarios				
Minimum	There is no guaranteed minimum return. You risk losing some or all of your investment.			
Stress	What you might get back after costs	DKK 70,809	DKK 68,681	DKK 76,627
	Average return each year	-29.19%	-14.34%	-5.34%
Unfavourable	What you might get back after costs	DKK 91,424	DKK 102,263	DKK 134,549
	Average return each year	-8.58%	0.93%	6.30%
Moderate	What you might get back after costs	DKK 120,498	DKK 157,233	DKK 247,222
	Average return each year	20.50%	20.50%	20.50%
Favourable	What you might get back after costs	DKK 158,817	DKK 241,750	DKK 454,251
	Average return each year	58.82%	43.86%	36.59%

This table shows the money you could get back under different scenarios, assuming that you invest DKK 100,000. The scenarios shown illustrate how your investment could perform. They are an estimate of future performance and are not an exact indicator. The stress scenario shows what you might get back in extreme market circumstances. The figures shown include all the costs of the Product itself. The figures do not take into account your personal tax situation, which may also affect how much you get back. The Product cannot be redeemed and may only be transferred with the prior consent of the PRIIP manufacturer.

WHAT HAPPENS IF THE PRIIP MANUFACTURER IS UNABLE TO PAY OUT?

The PRIIP manufacturer is a financially and legally separate entity from the Product. The illiquidity of the PRIIP manufacturer will therefore, as a general rule, not in itself cause a financial loss for the investors in the Product. Investment in the Product is not covered by any investor compensation or guarantee scheme.

WHAT ARE THE COSTS?

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 performs. The amounts shown here are illustrations based on an example investment amount and different possible investment periods.

The PRIIP manufacturer has assumed: – That the product performs as shown in the moderate scenario – That DKK 100,000 is invested on 31 August 2026	If you exit after the recommended holding period (4.9 years)
Total costs	DKK 38,300
Annual cost impact*	6.91%

*This illustrates how the costs reduce your return each year over the holding period. The annual cost impact of 6.91% is calculated on the reduction-in-yield method in Annex VI to Regulation (EU) No 2017/653, under which point 72(a) requires the cost-free comparison to assume the cost amounts had been invested from the date each cost is charged. It therefore cannot be reconciled directly against the difference between 24.13% and 20.50%, which are the annual return percentages before and after costs measured on the value at the end of the period.

Composition of costs

The table below shows the composition of costs for the first year measured from the date of this document. The table is based on the assumption that in the first year you would get back the amount invested (0% annual return).

Costs after the first year			
One-off costs	Entry costs	Entry costs comprise the expenses of establishing the fund and	DKK 0

² All information in this document is stated on one and the same basis: the remaining term of the Product, 4.85 years from 31 August 2026 to expiry on 9 July 2031. The risk indicator, the performance scenarios and the cost disclosures are all stated on that basis, and all three columns lie in the future. The Product's full term is 10 years from first closing on 9 July 2021, of which approximately 5.1 years have elapsed. The calculations are based on the Product's most recently reported value as at 30 June 2026. The dispersion of the scenarios shown is determined by reference to Carta, 'VC Fund Performance: Q1 2026', which measures the dispersion of net TVPI across venture funds. The Product is actively managed and is not managed by reference to a benchmark in constructing the portfolio.

³ The example amount of DKK 100,000 is treated as invested on the date of this document, in accordance with the calculation method in Annex IV to the PRIIPs Regulation, and covers both the acquisition of an interest at its current value and the remaining capital calls. The amounts are those for an ordinary limited partner in the Product. Per DKK 1 of committed capital, the current value of the interest is DKK 3.67 and the remaining capital calls are DKK 0.17, or DKK 3.84 in total. The example amount therefore corresponds to DKK 100,000 / 3.84 = approximately DKK 26,071 of committed capital. Distributions the Product has already made belong to the current holder of the interest and are therefore not included in the amounts shown. The average annual return in the moderate scenario is the same in all three columns because the median path compounds at a constant rate over the period. The percentages differ from the internal rate of return (IRR), a return measure commonly used for private equity funds, which takes into account the timing of contributions and distributions.

upon entry or exit		were disclosed at 1.00% of commitment, or DKK 261 of the illustrated investment amount. The costs were borne on the Product's establishment in 2021, have already reduced the current value of the interest and are therefore not charged again.	
	Exit costs	The PRIIP manufacturer does not charge exit costs for this product.	DKK 0
Ongoing costs	Management fees and other administrative or operating costs	This cost category includes management fee paid by the investors and all operating costs. The management fee is estimated to amount to 1.44% of the commitment. The amount shown represents 0.38% of the amount invested, because the fee is charged on commitment and the illustrated DKK 100,000 corresponds to approximately DKK 26,071 of committed capital. Total ongoing costs, including other administrative and operating costs, average 1.44% per annum of commitment over the remaining term.	DKK 375
	Portfolio transaction costs	Portfolio transaction costs are expected to amount to 0.06% of commitment per year. This is an estimate of the costs incurred when buying and selling the underlying investments. As the Product's investment period has expired, these costs are expected to arise on follow-on investments and realisations only. The actual amount will vary depending on activity.	DKK 16
Incidental costs taken under specific conditions	Performance fees	The PRIIP manufacturer does not charge performance fees other than the carried interest set out below.	DKK 0
	Carried interest	Carried interest is estimated at DKK 0 in the first year, as no distributions are expected in that period. Carried interest is calculated in accordance with the agreed waterfall and amounts to 20% of the relevant profit after return of paid-in capital, an 8% preferred return and the agreed catch-up. If you exit after the recommended holding period, carried interest is estimated to total DKK 36,401 over the whole period, equivalent to a simple average of 7.50% of the illustrated investment amount per year, assuming your investment performs as in the moderate scenario. The amount covers carried interest on future value growth only; carried interest on the value already created is reflected in the current value of the interest.	DKK 0

HOW LONG SHOULD I HOLD IT AND CAN I TAKE MONEY OUT EARLY?

The recommended holding period is the remaining term of the Product, that is 4.85 years from the date of this document until 9 July 2031.

The Product is expected to be illiquid throughout the investment period, and the underlying investments generally have a multi-year investment horizon before a return is expected. To the extent the Product achieves a return on the underlying investments, this is expected to be distributed on an ongoing basis. The Product cannot be redeemed and may only be transferred with the prior consent of the PRIIP manufacturer.

HOW CAN I COMPLAIN?

Complaints regarding the Product may be addressed to the investment manager, byFounders VC Management II ApS, Kanonbådsvej 2, 1437 Copenhagen K, investor@byfounders.vc, www.byfounders.vc

OTHER RELEVANT INFORMATION

Detailed information about the structure, costs and operation of the Product is set out in the limited partnership agreement, which forms the basis for the investment in the Product and which will be made available for review by prospective investors in the Product prior to a final investment decision.