

# UBAM

287-289, Route d'Arlon, L-1150 Luxembourg

R.C.S. Luxembourg N° B 35 412

## INFORMATION AND NOTICE TO THE SHAREHOLDERS OF

### UBAM - GLOBAL AGGREGATE BOND UBAM - ABSOLUTE RETURN FIXED INCOME

Dear Shareholders,

The Board of Directors of UBAM informs you of the decision taken by circular resolution, i.e.:

The sub-fund UBAM - GLOBAL AGGREGATE BOND (the "Absorbed Sub-Fund") will merge with the sub-fund UBAM - ABSOLUTE RETURN FIXED INCOME (the "Absorbing Sub-Fund"), the latter absorbing the former, in accordance with the type of merger described in article 1 point 20 a) of the law of 17<sup>th</sup> December 2010.

This merger is motivated by the fact that the Absorbed Sub-Fund's assets have reached a low level, and that the Absorbing Sub-Fund would enable a greater diversification and opportunities in a new market regime with higher interest rates and inflation. The investment process of both Sub-Funds is the same and they are managed by the same team. Both the Absorbing Sub-Fund and Absorbed Sub-Fund have a SRI of 2 whereas except for the Absorbed Sub-Fund's "AC USD" share class, which SRI is set at 3. Both Sub-Funds are classified as Article 8 under the Sustainable Finance Disclosure Regulation ("SFDR").

The merger will become effective on 30 August 2023 (the "Effective Date").

The investment policies and objectives of the Absorbing and the Absorbed Sub-Funds differ as follows.

UBAM - GLOBAL AGGREGATE BOND	UBAM - ABSOLUTE RETURN FIXED INCOME
<p>Sub-Fund denominated in USD and which invests its net assets in securities denominated in multiple currencies, primarily in USD, EUR, JPY, GBP and CHF. At any time, this Sub-Fund invests a majority of its net assets in international bonds and other debt securities issued by sovereign / quasi sovereign issuers or other companies.</p> <p>This Sub-Fund will invest primarily in Investment Grade bonds and:</p> <ul style="list-style-type: none"><li>- up to 40% of its net assets in high yield products;</li><li>- up to 35% of its net assets in transferable securities of Emerging countries,</li><li>- up to 20% of its net assets in Contingent Convertible bonds,</li><li>- up to 20% of its net assets in asset backed securities (ABS)</li><li>- up to 10% of its net assets in equity, including equity derivatives.</li></ul> <p>Emerging countries part may include investments in China through Bond Connect up to the Emerging countries limit above. Please refer to the related risks in the "<a href="#">RISK FACTORS</a>" chapter of this prospectus</p>	<p>Sub-Fund denominated in EUR and which invests its net assets primarily in global credit markets without any limitation of geography. This Sub-Fund will invest in:</p> <ul style="list-style-type: none"><li>- Emerging countries up to 60%;</li><li>- High Yield up to 80%;</li><li>- asset backed securities up to 20%;</li><li>- equity, including equity derivatives up to 20%;</li><li>- Contingent Convertible bonds up to 20%.</li></ul> <p>Emerging countries part may include investments in China through Bond Connect up to the Emerging countries limit above. Please refer to the related risks in the "<a href="#">RISK FACTORS</a>" chapter of this prospectus</p> <p>The contingent convertible bond exposure will aim to increase and diversify the financial subordinated risk where the Investment Manager deems it appropriate.</p>

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<p>The Sub-Fund is allowed to invest without limits in currencies other than its base currency (USD) and also those that are not included in its benchmark, the Bloomberg Barclays Global Aggregate Index. The currency exposure may differ from that of its benchmark, Bloomberg Barclays Global Aggregate Index by up to 30%. The Sub-Fund's currency exposure can either come from direct exposures to currencies other than the base currency (USD) (including via derivatives such as but not limited to FX Forwards), or by not hedging investments in currencies other than the base currency (USD).</p> <p>The Sub-Fund may invest in bonds issued under any law, including securities issued under the regulations known as REG S or 144A, in respect of the investment strategy of the Sub-Fund.</p> <p>A minimum of 50% of the Sub-Fund's allocation to bonds will be invested in issuers deemed to maintain sustainable characteristics as measured by MSCI ESG research. Sustainable characteristics are defined as an ESG rating equal or superior to BBB for developed market issuers and equal or superior to BB for emerging market issuers. In the absence of an MSCI rating, an internal rating may be assigned by the Investment Manager.</p> <p>The ESG investment strategy is based on three pillars:</p> <ul style="list-style-type: none"> <li>- Sector exclusion according to the UBP Responsible Investment policy (available on <a href="https://www.ubp.com/en/investment-expertise/responsible-investment">https://www.ubp.com/en/investment-expertise/responsible-investment</a>)</li> <li>- ESG integration. ESG integration is implemented to select issuers. The issuer selection derives from the analysis of both environmental, social and governance (extra-financial) factors and financial factors.</li> </ul> <p>This process has two key inputs:</p> <ul style="list-style-type: none"> <li>• Independent and forward-looking review of the ESG risks and opportunities for an issuer relying on internal and external research. This review produces an ESG view.</li> <li>• Independent and forward-looking review of the financial risks and opportunities for an issuer relying on internal and external research. This review produces a financial view.</li> </ul> <p>ESG and financial views are combined to select the issuers. At least 80% of the Sub-Fund's allocation to bonds is covered by the extra-financial analysis.</p>	<p>The Sub-Fund is allowed to invest without limits in currencies other than its base currency (EUR). The currency risk is limited to 30% of the net assets of the Sub-Fund. The Sub-Fund's currency exposure can either come from direct exposures to currencies other than the base currency (EUR) (including via derivatives such as but not limited to FX Forwards), or by not hedging investments in currencies other than the base currency (EUR).</p> <p>The Sub-Fund may invest in bonds issued under any law, including securities issued under the regulations known as REG S or 144A, in respect of the investment strategy of the Sub-Fund.</p> <p>A minimum of 50% of the Sub-Fund's allocation to bonds will be invested in issuers deemed to maintain sustainable characteristics as measured by MSCI ESG research. Sustainable characteristics are defined as an ESG rating equal or superior to BBB for developed market issuers and equal or superior to BB for emerging market issuers. In the absence of an MSCI rating, an internal rating may be assigned by the Investment Manager.</p> <p>The ESG investment strategy is based on three pillars:</p> <ul style="list-style-type: none"> <li>- Sector exclusion according to the UBP Responsible Investment policy (available on <a href="https://www.ubp.com/en/investment-expertise/responsible-investment">https://www.ubp.com/en/investment-expertise/responsible-investment</a>)</li> <li>- ESG integration. ESG integration is implemented to select issuers. The issuer selection derives from the analysis of both environmental, social and governance (extra-financial) factors and financial factors.</li> </ul> <p>This process has two key inputs:</p> <ul style="list-style-type: none"> <li>• Independent and forward-looking review of the ESG risks and opportunities for an issuer relying on internal and external research. This review produces an ESG view.</li> <li>• Independent and forward-looking review of the financial risks and opportunities for an issuer relying on internal and external research. This review produces a financial view.</li> </ul> <p>ESG and financial views are combined to select the issuers. At least 80% of the Sub-Fund allocation to bonds is covered by the extra-financial analysis.</p>

UBAM - GLOBAL AGGREGATE BOND	UBAM - ABSOLUTE RETURN FIXED INCOME
<p>- Preference for Green, Social and Sustainability bonds. The preference for Green, Social and Sustainability bonds should be considered as an objective and is conditional to liquidity conditions and relative value analysis.</p> <p>The Sub-Fund can invest in derivatives. Derivative instruments do not participate in reaching the environmental or social characteristics promoted by the Sub-Fund. The use of derivatives has no material impact on the E and S characteristics.</p> <p>Although this Sub-Fund is classified Article 8 SFDR its underlying investments do not take into account the EU criteria for environmentally sustainable economic activities (Article 7 of EU Taxonomy Regulation).</p> <p>More information about SFDR is available in the SFDR Schedule (1).</p> <p>The net asset value is expressed in USD.</p> <p>The Sub-Fund is actively managed and uses the index Bloomberg Barclays Global Aggregate Total Return Index US Dollars ("the Benchmark") for performance objective and for the hedging of those share classes which are not denominated in the Sub-Fund's reference currency (see chapter "<a href="#">TYPES OF SHARES</a>"). The Sub-Fund's investment objective does not aim to replicate this Benchmark or to define the Sub-Fund's investment universe. Although the Sub-Fund's risk profile will be similar to the Benchmark, the Investment Manager has significant discretion to deviate from the Benchmark's constituents in respect to countries, sectors, issuers and instruments, in order to take advantage of specific investment opportunities.</p> <p><i>Standard investor profile: this Sub-Fund is suitable for investors who need a well-diversified bond allocation in their portfolio. Investors should have a minimum investment horizon of 3 years and should be able to accept moderate short-term losses.</i></p> <ul style="list-style-type: none"> <li>- Risk calculation: absolute VaR approach</li> <li>- Leverage calculation methodology: sum of the notionals</li> <li>- Expected leverage: 500%. Please note that</li> </ul>	<p>- Preference for Green, Social and Sustainability bonds. The preference for Green, Social and Sustainability bonds should be considered as an objective and is conditional to liquidity conditions and relative value analysis.</p> <p>The Sub-Fund can invest in derivatives. Derivative instruments do not participate in reaching the environmental or social characteristics promoted by the Sub-Fund. The use of derivatives has no material impact on the E and S characteristics.</p> <p>Although this Sub-Fund is classified Article 8 SFDR its underlying investments do not take into account the EU criteria for environmentally sustainable economic activities (Article 7 of EU Taxonomy Regulation).</p> <p>More information about SFDR is available in the SFDR Schedule (1).</p> <p>The net asset value is expressed in EUR.</p> <p>A performance fee is use for some share classes (the "Benchmark") according to the chapter "<a href="#">PERFORMANCE FEE</a>". The Benchmark is not representative of the Sub-Fund's risk profile and the performance of the Sub-Fund is likely to be significantly different from that of the Benchmark because the Investment Manager has significant discretion to deviate from its securities and weightings.</p> <p><i>Standard investor profile: this Sub-Fund is suitable for investors who need a well-diversified bond allocation in their portfolio with a potential small portion in equity, with a high risk profile due to the high volatility linked to the High Yield and Emerging markets. Investors should have experience in volatile products and financial markets, and particularly in High Yield and Emerging markets. They should have a minimum investment horizon of 3 years and should be able to accept significant losses.</i></p> <ul style="list-style-type: none"> <li>- Risk calculation: absolute VaR approach</li> <li>- Leverage calculation methodology: sum of the notionals</li> <li>- Expected leverage: 300%. Please note that</li> </ul>

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<i>depending on market conditions the leverage level could be higher.</i>	<i>depending on market conditions the leverage level could be higher.</i>

(1) Following the entry into force on 1<sup>st</sup> January 2023 of the Commission Delegated Regulation (EU) 2022/1288 of 6 April 2022 supplementing the SFDR (hereafter "SFDR Level 2"), please note that, in addition to the information already available on SFDR for the Absorbed and Absorbing Sub-Funds, a SFDR Schedule for both of those Sub-Funds is available. Shareholders of the Absorbed Sub-Fund intending to be part of this Merger are therefore invited to refer to the SFDR Schedule of the Absorbing Sub-Fund in the latest version of the prospectus of UBAM's prospectus, available upon request free of charge at the registered office of UBAM, located at 287-289, route d'Arlon, L-1150 Luxembourg, Grand-Duchy of Luxembourg as well as on the website of the Management Company of UBAM ([www.ubp.com](http://www.ubp.com)).

## SFDR

<b>UBAM - GLOBAL AGGREGATE BOND</b>	<b>UBAM - ABSOLUTE RETURN FIXED INCOME</b>
<b>Article 8</b>	<b>Article 8</b>

More information on SFDR is available in UBAM's prospectus on pages 21 and 22.

**The management fees and ongoing charges are mentioned in the below table.**

The shareholders of the Absorbed Sub-Fund will receive shares of the Absorbing Sub-Fund of the same Type and having the closest characteristics possible (currency, capitalisation, distribution) as the shares held in the Absorbed Sub-Fund, as shown in the below table:

Absorbed Sub-Fund				Absorbing Sub-Fund			
UBAM - GLOBAL AGGREGATE BOND				UBAM - ABSOLUTE RETURN FIXED INCOME			
ISIN	Class	Applicable Management fee	Ongoing costs (excluding transactions costs)	ISIN	Class	Applicable Management fee	Ongoing costs (excluding transactions costs)
LU0570473057	AC USD	0.50%	0.98%	LU1315124062	AHC USD	0.75%	1.24% (b)
LU0352159569	AHC EUR	0.50%	0.98%	LU1315123684	AC EUR	0.75%	1.25%
LU0068133486	AHC CHF	0.50%	0.98%	LU1315123841	AHC CHF	0.75%	1.25% (a)
LU0103636758	AHD CHF	0.50%	0.98%	LU1315123924	AHD CHF	0.75%	1.25% (a)
LU0782383565	AHC GBP	0.50%	0.98%	LU1315124575	AHC GBP	0.75%	1.25% (a)
LU0782383649	AHD GBP	0.50%	0.98%	LU1315124658	AHD GBP	0.75%	1.25%
LU1886616025	IHC USD	0.25%	0.54%	LU1315125119	IHC USD	0.40%	0.71%
LU1886616371	IHC EUR	0.25%	0.54%	LU1315124732	IC EUR	0.40%	0.71%
LU0862299277	UHC GBP	0.25%	0.73%	LU1315126190	UHC GBP	0.40%	0.90% (a)

(a) This share class being presently inactive, this number is an estimate

(b) Shareholders from the Absorbed Sub-Fund will receive the same type of shares of the Absorbing Fund that are hedged shares and will be covered in a range between 95% and 105% by hedging transactions. For more information, shareholders of the Absorbed Sub-Fund shall refer to the Prospectus of the UBAM.

The other fees charged to the Absorbing Sub-Fund are identical to those applied to the Absorbed Sub-Fund.

The Absorbed Sub-Fund's assets will be partially transferred into the Absorbing Sub-Fund on the Effective Date, while the remaining portion of such assets which are not in line with the Absorbing Sub-Fund's investment policy will be sold by the same date.

The contribution of the assets of the Absorbed Sub-Fund being done in compliance with the investment policy of the Absorbing Sub-Fund, the merger will have no negative impact on the performance and the composition of

the Absorbing Sub-Fund's portfolio. Also, no significant or material rebalancing of the Absorbing Fund's portfolio is expected before or after the Merger.

<b>Absorbed Sub-Fund</b>	<b>Absorbing Sub-Fund</b>
<b>UBAM - GLOBAL AGGREGATE BOND (All share classes)</b>	<b>UBAM - ABSOLUTE RETURN FIXED INCOME (All share classes)</b>
<b>SRI = 2 Except AC USD, SRI = 3</b>	<b>SRI = 2</b>

The Absorbing Sub-Fund has the same SRI (2) than the one of the Absorbed Sub-Fund (2), except for the AC USD Share class with a SRI of 3.

The Absorbed Sub-Fund and the Absorbing Sub-Fund being 2 sub-funds of the same legal entity, their taxation is identical. The shareholders are however advised to seek information on the potential impact the planned merger may have on their personal taxation.

The cost of this merger will be borne by UBP Asset Management (Europe) S.A., Luxembourg.

As from the date of this notification and until the carrying out of the merger decision, (i) no shares of the Absorbed Sub-Fund will be issued but (ii) it shall continue to buy back its shares.

Shareholders of both the Absorbed Sub-Fund and the Absorbing Sub-Fund who do not agree with the merger can ask for the redemption of their shares free of charge until 1pm on 23 August 2023.

Shareholders of the Absorbed Sub-Fund who have not requested the redemption of their shares by 1pm on 23 August 2023 will be allocated corresponding shares of the Absorbing Sub-Fund according to the above table, and will be considered, starting from August 30, 2023, as shareholders of the Absorbing Sub-Fund, with the full rights associated with such status.

The calculation of the exchange ratio will be made on 30 August 2023 by dividing the net asset value (NAV) per share of the Absorbed Sub-Fund dated 29 August 2023 by the NAV of the corresponding share class of the Absorbing Sub-Fund dated 29 August 2023. The calculation of the exchange ratio will be checked by Deloitte Audit Sàrl, the auditors of UBAM.

The prospectus, the Key Information Documents (KIDs) as well as the latest periodic reports of UBAM will be available free of charge for all investors upon request at the registered office of UBAM, 287-289, route d'Arlon, L-1150 Luxembourg, Grand-Duchy of Luxembourg as well as on the website of the Management Company of UBAM ([www.ubp.com](http://www.ubp.com)). A copy of the auditor's report on the merger as well as all additional information will be available at the registered office of UBAM.

The prospectus, the key information document, the articles of association and the annual and semi-annual reports can be obtained free of charge on request at the registered office of the Fund or the representative in Switzerland as well as on the website of UBP ([www.ubp.com](http://www.ubp.com)).

Geneva, July 14, 2023

The Representative and Paying Agent of the Fund in Switzerland:  
Union Bancaire Privée, UBP SA, rue du Rhône 96-98, case postale 1320, CH-1211 Genève 1.