



UBS Fund Management (Luxembourg) S.A.  
Société anonyme  
33 A, avenue J.F. Kennedy  
L-1855 Luxembourg  
RCS Luxembourg Nr. B 154210 (the „Management  
Company”)

www.ubs.com

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**Notice to unitholders of UBS (Lux) Strategy Fund –Yield Sustainable (EUR)**  
**(the “Receiving Sub-Fund”)**

**A sub-fund of UBS (Lux) Strategy Fund**  
**(the “Receiving UCITS”)**

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**THIS LETTER REQUIRES YOUR IMMEDIATE ATTENTION.**

**IF YOU HAVE ANY QUESTIONS ABOUT THE CONTENT OF THIS LETTER, YOU SHOULD SEEK  
INDEPENDENT PROFESSIONAL ADVICE.**

8 April 2024

Dear Unitholders,

The board of directors (the "**Board of Directors**") of the Management Company, has decided to proceed to a merger by absorption of the Credit Suisse (Lux) Portfolio Fund Yield EUR (the "**Merging Sub-Fund**"), a sub-fund of CS Investment Funds 12, a *fonds commun de placement* incorporated under the laws of the Grand Duchy of Luxembourg, registered with the Luxembourg Trade and Companies Register under number K 671 (the "**Merging UCITS**") into the Receiving Sub-Fund in compliance with article 1(20)(a) of the law of 17 December 2010 on undertakings for collective investment as amended (the "**Merger**"). The Merger shall become effective on 21 May 2024 (the "**Effective Date**").

This notice describes the implications of the subject Merger. Please contact your financial advisor if you have any questions on the content of this notice. The Merger may impact your tax situation. Unitholders should contact their tax advisor for specific tax advice in relation to the Merger.

Capitalized terms not defined herein have the same meaning as in the prospectus of the Receiving UCITS.

**1. Key aspects and timing**

- 1.1 The Merger shall become effective and final between the Receiving Sub-Fund and the Merging Sub-Fund and vis-à-vis third parties on the Effective Date.
- 1.2 On the Effective Date, all assets and liabilities of the Merging Sub-Fund will be transferred to the Receiving Sub-Fund.
- 1.3 No general meeting of Unitholders shall be convened in order to approve the Merger.
- 1.4 Unitholders of the Receiving Sub-Fund who do not agree with the Merger have the right to request, until the 21 April 2024 included, the redemption of their units or the conversion of

their units in units of the same or another unit class of another sub-fund of the Receiving UCITS, without redemption or conversion charges (other than charges retained by the Receiving Sub-Fund to meet disinvestment costs). Please see the section 5 (*Rights of Unitholders in relation to the Merger*) below.

- 1.5 Subscriptions, redemptions and/or conversions of units of the Receiving Sub-Fund will remain possible as indicated under section 6 (*Procedural aspects*) below.
- 1.6 Other procedural aspects of the Merger are set out in section 6 (*Procedural aspects*) below.
- 1.7 The timetable below summarises the key steps of the Merger:

Notice Period	From 8 April 2024 to 13 May 2024
Final NAV Date of merging sub-fund	17 May 2024
Effective Date	21 May 2024
Date of calculation of the exchange ratio	on the Effective Date using the sub-funds' NAVs as of the Final NAV Date

\* or such later time and date as may be determined by the Boards and notified to unitholders of the Merging Sub-Funds in writing, upon (i) approval of the Merger by the *Commission de Surveillance du Secteur Financier* (“**CSSF**”), (ii) completion of the thirty (30) calendar days prior notice period, as applicable, and additional four (4) working days, and (iii) registration of the Receiving Sub-Fund in all jurisdictions where the Merging Sub-Fund is distributed or registered for distribution. In the event that the Boards approve a later Effective Date, they may also make such consequential adjustments to the other elements in this timetable as they consider appropriate.

## **2. Background to and rationale for the merger**

The decision of the Board of Directors to proceed with the Merger was passed in the unitholders' interest and takes place in the context of the following rationale. The Receiving Sub-Fund and the Merging Sub-Fund are actively managed multi asset Sub-Funds that share similar objectives and risk profiles, in terms of providing investors yield orientated portfolios which are globally diversified. The aim of merging the sub-funds is to manage the sub-funds more efficiently in the interests of investors through the takeover of Credit Suisse Group AG by UBS Group AG and as part of the integration of Credit Suisse into UBS. Maintaining two separate UBS Group funds (i) within the same asset class and (ii) with similar objectives is not an efficient long-term proposition and so it is proposed to merge the Merging Sub-Fund into the Receiving Sub-Fund. The Receiving Sub-Fund will likely benefit from a meaningful increase in assets under management. Therefore the Board of Directors believes that the Merger is in the interest of the unitholders of the Receiving Sub-Fund.

## **3. Impact of the merger on Unitholders of the Receiving Sub-Funds**

The Merger will be binding on all the Unitholders of the Receiving Sub-Fund who have not exercised their right to request the redemption or the conversion of their units, free of charge, within the timeframe set out in section 5 (*Rights of Unitholders in relation to the Merger*) below.

The investment manager of the Merging Sub-Fund, Credit Suisse Asset Management (Schweiz) AG, in agreement with the investment managers of the Receiving Sub-Fund, UBS Asset Management Switzerland AG and UBS Switzerland AG, Zurich, with the aim to ensure the transferring portfolio is in line with the investment strategy of the Receiving Sub-Fund, will sell most of the underlying assets of the Merging Sub-Fund within the notice period (from 8 April 2024 to 21 May 2024). The Merging Sub-Fund's portfolio will be mostly liquidated, and the resulting cash and any remaining assets transferred to the Receiving Sub-Fund on the Effective Date. The investment managers of the Receiving Sub-Funds do not intend to make changes to the Receiving Sub-Fund's portfolio during that period for the purpose of the Merger.

The Merging Sub-Fund holds two positions in the Lehman Brothers Bonds which, as of the date of this notice, are valued at EUR 3,000 and represent less than 0.01% of the Merging Sub-Fund's net asset value. As they are deemed illiquid, upon the Effective Date, the investment manager of the Merging Sub-Fund and the investment managers of the Receiving Sub-Fund expect that these positions will be transferred to the Receiving Sub-Fund along with the rest of the Merging Sub-Fund's portfolio.

#### **4. Criteria for valuation of assets and liabilities**

For the purpose of calculating the unit exchange ratio, the rules laid down in the management regulations and the prospectus of the Receiving UCITS for the calculation of the net asset value will apply to determine the value of the assets and liabilities of the Receiving Sub-Fund.

#### **5. Rights of Unitholders in relation to the merger**

Unitholders of the Receiving Sub-Fund not agreeing with the Merger are given the possibility to request the redemption of their units of the Receiving Sub-Fund or conversion of their units of the Receiving Sub-Fund into units of the same or another unit class of another sub-fund of the Receiving UCITS at the applicable net asset value, without any redemption or conversion charges (other than charges retained by the Receiving Sub-Fund to meet disinvestment costs) during at least 30 calendar days following the date of the present notice.

Any accrued income, dividends, and income receivables will be included in the calculation of the net asset value of the Merging Sub-Fund and will be transferred into the Receiving Sub-Fund as part of the merger.

#### **6. Procedural aspects**

No Unitholder vote is required in order to carry out the Merger.

#### **7. Costs of the merger**

UBS Asset Management Switzerland AG will bear the legal, advisory and administrative costs (excluding potential transaction costs) and expenses associated with the preparation and completion of the Merger. In addition, and to protect the interests of the investors of the Receiving Sub-Fund, the swing pricing principle described in the Section "Net asset value, issue, redemption and conversion price" in the prospectus of the Receiving Sub-Fund will be applied on a *pro rata* basis on any cash portion of the assets to be merged into the Receiving Sub-Fund, provided that it exceeds the threshold as defined for the Receiving Sub-Fund.

## 8. Taxation

The Merger of the Merging Sub-Fund into the Receiving Sub-Fund may have tax consequences for Unitholders. Unitholders should consult their professional advisers about the consequences of this Merger on their individual tax position.

## 9. Additional information

### 9.1 Merger reports

Ernst & Young S.A., 35E avenue John F. Kennedy, L-1855 Luxembourg, Grand Duchy of Luxembourg, the authorised auditor of the Receiving UCITS in respect of the Merger, will prepare reports on the Merger which shall include a validation of the following items:

- a) the criteria adopted for valuation of the assets and/or liabilities for the purposes of calculating the unit exchange ratio;
- b) the calculation method for determining the unit exchange ratio; and
- c) the final unit exchange ratio.

The Merger report regarding items a) to c) above shall be made available at the registered office of the Receiving UCITS on request and free of charge to the Unitholders of the Receiving Sub-Fund and the CSSF.

### 9.2 Additional documents available

The following documents are available to the Unitholders of the Receiving Sub-Fund at the registered office of the Receiving UCITS on request and free of charge as from 8 April 2024:

- a) the common draft terms of the Merger drawn-up by the Board of Directors containing detailed information on the Merger, including the calculation method of the unit exchange ratio (the "**Common Draft Terms of the Merger**");
- b) a statement by the depositary bank of the Receiving UCITS confirming that they have verified compliance of the Common Draft Terms of the Merger with the terms of the law of 17 December 2010 on undertakings for collective investment and the management regulations of the Receiving UCITS;
- c) the prospectus of the Receiving UCITS; and
- d) the KID of the Receiving Sub-Fund.

### 9.3 Processing of investor personal data

As of 14 March 2022 investor personal data (as defined in Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data (the "**GDPR**"))

will be processed by the Receiving UCITS and UBS Fund Management (Luxembourg) S.A., including their delegates, in accordance with their data protection notice (see <https://www.ubs.com/global/en/legal/privacy/luxembourg.html>)

#### 9.4 Additional information

Unitholders may receive additional information in respect of the Merger at the registered office Merging UCITS at 5, rue Jean Monnet, L-2180 Luxembourg, Grand Duchy of Luxembourg and at the registered office of the Receiving UCITS at 33A, Avenue J.F. Kennedy, L-1855, Grand Duchy of Luxembourg.

Please contact your financial adviser or the registered office of the Receiving UCITS if you have questions regarding this matter.

Yours faithfully,

The Board of Directors

Basel and Luxembourg, 08 April 2024 | The Management Company

The prospectus, the PRIIPs KID (Packaged Retail and Insurance-based Investment Products Key Information Document), the management regulations as well as the annual and semi-annual reports of the Fund can be obtained or ordered free of charge from the paying agent in Switzerland, UBS Switzerland AG, Bahnhofstrasse 45, 8001 Zurich and its Swiss branch offices, from the representative in Switzerland as well as on UBS Infoline (0800 899 899).

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