

# **CS GESTIÓN INTERNATIONAL FUND**

*Fonds commun de placement*

under Luxembourg Law

Prospectus

JUNE 2022

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## 1. Information for Prospective Investors

This prospectus ("Prospectus") is valid only if accompanied by the latest Key Investor Information Document, the latest annual report, and also the latest semi-annual report if this was published after the latest annual report. These documents shall be deemed to form part of this Prospectus. Prospective investors shall be provided with the latest version of the Key Investor Information Document in good time before their proposed subscription of units ("Units") in CS Gestión International Fund (the "Fund"). This Prospectus does not constitute an offer or solicitation to subscribe Units in the Fund by anyone in any jurisdiction in which such offer or solicitation is not lawful or in which the person making such offer or solicitation is not qualified to do so or to anyone to whom it is unlawful to make such offer or solicitation.

Information which is not contained in this Prospectus, in the Management Regulations or in any other documents mentioned herein which are available for inspection by the public, shall be deemed unauthorised and cannot be relied upon.

Prospective investors should inform themselves as to the possible tax consequences, the legal requirements and any foreign exchange restrictions or exchange control requirements which they might encounter under the laws of the countries of their citizenship, residence or domicile and which might be relevant to the subscription, holding, conversion, redemption or disposal of Units. Further tax considerations are set out in Chapter 8, "Expenses and Taxes".

Information about distribution in various countries is set out in Chapter 20, "Distribution of Units".

Prospective investors who are in any doubt about the contents of this Prospectus should consult their bank, broker, solicitor, accountant or other independent financial adviser.

This Prospectus may be translated into other languages. To the extent that there is any inconsistency between the English-language Prospectus and a version in another language, the English-language Prospectus shall prevail, unless stipulated otherwise by the laws of any jurisdiction in which the Units are sold.

Investors should read and consider the risk description in Chapter 6, "Risk Factors", before investing in the Fund.

Some of the Units may be listed on the Luxembourg Stock Exchange.

The Management Company will not disclose any confidential information about investors unless it is required to do so by the applicable laws or regulations.

The Units have not been and will not be registered under the U.S. Securities Act of 1933, as amended, (the "1933 Act") or any of the securities laws of the states of the United States. The Fund has not been and will not be registered under the United States Investment Company Act of 1940, as amended, nor under any other US federal laws. Therefore, the Units may not be offered or sold directly or indirectly in the United States of America, except pursuant to an exemption from the registration requirements of the 1933 Act.

Further, the Management Company has decided that the Units shall not be offered or sold, directly or indirectly, to any ultimate beneficial owner that constitutes a U.S. Person. As such, the Units may not be directly or indirectly offered or sold to or for the benefit of a "U.S. Person", which shall be defined as and include (i) a "United States person" as described in section 7701(a)(30) of the U.S. Internal Revenue Code of 1986, as amended (the "Code"), (ii) a "U.S. person" as such term is defined in Regulation S of the 1933 Act, (iii) a person that is "in the United States" as defined in Rule 202(a)(30)-1 under the U.S. Investment Advisers Act of 1940, as amended, or (iv) a person that does not qualify as a "Non-United States Person" as such term is defined in U.S. Commodities Futures Trading Commission Rule 4.7.

The Management Company has the right to refuse any transfer, assignment or sale of Units in its sole discretion if the Management Company reasonably determines that it would result in a Prohibited Person holding Units, either as an immediate consequence or in the future.

Any transfer of Units may be rejected by the Central Administration and the transfer shall not become effective until the transferee has provided the required information under the applicable know your customer and anti-money laundering rules.

The term "Prohibited Person" means any person, corporation, limited liability company, trust, partnership, estate or other corporate body, if in the sole opinion of the Management Company, the holding of Units of the relevant Subfund may be detrimental to the interests of the existing Unitholders or of the relevant Subfund, if it may result in a breach of any law or regulation, whether Luxembourg or otherwise, or if as a result thereof the relevant Subfund or any subsidiary or investment structure (if any) may become exposed to tax or other legal, regulatory or administrative disadvantages, fines or penalties that it would not have otherwise incurred or, if as a result thereof the relevant Subfund or any subsidiary or investment structure (if any), the Management Company and/or the Fund, may become required to comply with any registration or filing requirements in any jurisdiction with which it would not otherwise be required to comply. The term "Prohibited Person" includes (i) any investor which does not meet the definition of Eligible Investors as defined for the respective Subfund in Chapter 21., "Subfunds", (if any), (ii) any U.S. Person or (iii) any person who has failed to provide any information or declaration required by the Management Company or the Fund within one (1) calendar month of being requested to do so.

The term "Prohibited Person" moreover includes natural persons or entities acting, directly or indirectly, in contravention of any applicable AML/CTF Rules or who are the subject of sanctions, including those persons or entities that are included on any relevant lists maintained by the United Nations, the North Atlantic Treaty Organisation, the Organisation for Economic Cooperation and Development, the Financial Action Task Force, the U.S. Central Intelligence Agency, and the U.S. Internal Revenue Service, all as may be amended from time to time.

The Management Company will not accept investments in the Fund by or on behalf of Prohibited Persons. No subscription for Units may be made on behalf of Prohibited Person whether on the subscriber's own behalf or, if applicable, as an agent, trustee, representative, intermediary, nominee, or in a similar capacity on behalf of any other beneficial owner). Any Subscriber must promptly notify the Management Company of any change in its status or the status of any underlying beneficial owner(s) with respect to its representations and warranties regarding Prohibited Person.

Pursuant to Regulation (EU) 2019/2088 of the European Parliament and of the Council of 27 November 2019 on sustainability-related disclosures in the financial services sector ("SFDR"), the Fund is required to disclose the manner in which Sustainability Risks (as defined below) are integrated into the investment process, and the results of the assessment of the likely impacts of Sustainability Risks on the returns of the Fund.

The Management Company and the Investment Manager have each adopted a policy in respect of the integration of Sustainability Risks in the investment decision-making process with the purpose of identifying, assessing and, where possible and appropriate, seeking to manage these risks.

For the avoidance of doubt, the Fund does not promote environmental or social characteristics within the meaning of article 8 of SFDR nor has sustainable investment as its objective within the meaning of article 9 of SFDR.

Investors should refer to the section "Sustainability Risks" under Chapter 6, "Risk factors" for additional information.

The Management Company delegated the investment management function of the funds under management (including the investment management of the Fund) and as such does not currently have access to sufficient Environmental, Social, and Governance ("ESG") information for determining and weighting with adequate accuracy the negative sustainability effects across all its delegated investment managers. Therefore the Management Company has decided not to consider directly and at its level the adverse impacts of investment decisions on sustainability factors ("PASI") according to Article 4 SFDR

## 2. Fund

The Fund is an undertaking for collective investment in transferable securities organised as a Luxembourg *fonds commun de placement* (an unincorporated joint ownership of assets) subject to Part I of the Luxembourg law of 17 December 2010 on undertakings for collective investment ("Law of 17 December 2010") transposing Directive 2009/65/EC of the European Parliament and the Council of 13 July 2009 on the coordination of laws, regulations and administrative provisions

relating to undertakings for collective investment in transferable securities (the "Directive 2009/65/EC").

The Fund was established on 9 September 2021 and is registered with the Trade and Companies Register of Luxembourg (*Registre de Commerce et des Sociétés*, Luxembourg – "RCS") under number K2154.

The net assets of the Fund must at all times be EUR 1,250,000 which amount has to be attained within six (6) months of the Fund's authorisation to operate as a UCITS.

The Fund is managed by MultiConcept Fund Management S.A. (the "Management Company") in accordance with the management regulations of the Fund, as amended from time to time (the "Management Regulations"). The assets of the Fund are segregated from those of the Management Company. The rights and obligations of the Unitholders, the Management Company and the Depositary are determined by the Management Regulations, which are governed by Luxembourg law. The text of the Management Regulations should be reviewed in full by prospective investors and are available free of charge for inspection at the registered offices of the Central Administration.

The Management Regulations have been deposited at the RCS. The notice of the deposition was published in the RCS on 20 September 2021. The Management Regulations may be amended by the Management Company at any time in accordance with applicable Luxembourg laws and regulations and the Management Regulations. Notice of any such amendment will be published in the RCS.

The provisions of the Management Regulations are deemed accepted by the mere fact of the acquisition of Units by any investor.

The Fund has an umbrella structure and therefore consists of at least one subfund ("Subfund"). Each Subfund represents a portfolio containing different assets and liabilities and is considered to be a separate entity in relation to the Unitholders and third parties. The rights of Unitholders and creditors concerning a Subfund or which have arisen in relation to the establishment, operation or liquidation of a Subfund are limited to the assets of that Subfund. No Subfund will be liable with its assets for the liabilities of another Subfund.

The Management Company may at any time establish new Subfunds with Units having similar characteristics to the Units in the existing Subfunds. The Management Company may at any time create and issue new classes of Units ("Classes") within any Subfund. If the Management Company establishes a new Subfund and/or creates a new Class, the corresponding details shall be set out in this Prospectus. A new Class may have different features than the currently existing Classes. The terms of any offering of new Units shall be set out in Chapter 21, "Subfunds".

The characteristics of each possible Class are further described in this Prospectus and in the Management Regulations and in particular in Chapter 4, "Investment in CS Gestión International Fund", and in Chapter 21, "Subfunds".

The individual Subfunds shall be denominated as indicated in Chapter 21, "Subfunds". The reference currency ("Reference Currency"), as well as the currency in which the net asset value ("Net Asset Value") of the corresponding Units of a Subfund is expressed is also provided for in Chapter 21, "Subfunds".

Information about the performance of the individual Subfunds and Classes of the Subfunds is contained in the Key Investor Information Document.

### 3. Investment Policy

The Management Company determines the specific investment policy of each Subfund, which is described in more detail in Chapter 21, "Subfunds".

The primary objective of the Fund is to provide the Unitholders with an opportunity to invest in professionally managed portfolios. The assets of the Subfunds shall be invested, in accordance with the principle of risk diversification, in transferable securities and other assets as specified in Article 41 of the Law of 17 December 2010 and set out in this Prospectus in Chapter 5, "Investment Restrictions".

**The investment objective for each Subfund is to maximize the appreciation of the assets invested. In order to achieve this, the Fund shall assume a fair and reasonable degree of risk. However, in consideration of market fluctuations and other risks (see Chapter 6, "Risk Factors") there can be no guarantee that the investment objective of the relevant Subfunds will be achieved. The value of investments may go down as well as up and investors may not recover the value of their initial investment.**

### Reference Currency

The Reference Currency is the currency in which the performance and the Net Asset Value of the Subfunds are calculated. The Reference Currency of the Fund is EUR, the Reference Currencies of the relevant Subfunds are specified in Chapter 21, "Subfunds".

### Master-feeder structure

- a) A feeder Subfund is a subfund of the Fund, which has been approved to invest, by way of derogation from article 2, paragraph (2), first indent of the Law of 17 December 2010, at least 85% of its assets in units of another UCITS or subfund thereof (hereafter referred to as the "master UCITS").
- b) A feeder Subfund may hold up to 15% of its assets in one or more of the following:
  - (i) ancillary liquid assets in accordance with section "Liquid Assets" below;
  - (ii) financial derivative instruments, which may be used only for hedging purposes, in accordance with Article 41, paragraph (1), point g) and Article 42, paragraphs (2) and (3) of the Law of 17 December 2010;
  - (iii) movable and immovable property which is essential for the direct pursuit of its business.
- c) For the purposes of compliance with Article 42, paragraph (3) of the Law of 17 December 2010, the feeder Subfund shall calculate its global exposure related to financial derivative instruments by combining its own direct exposure under point b) (ii) above, with:
  - (i) either the master UCITS' actual exposure to financial derivative instruments in proportion to the feeder Subfund's investment into the master UCITS;
  - (ii) or the master UCITS' potential maximum global exposure to financial derivative instruments provided for in the master UCITS management regulations or instruments of incorporation in proportion to the feeder Subfund's investment into the master UCITS.
- d) A master UCITS is a UCITS, or a subfund thereof, which:
  - (i) has, among its shareholders, at least one feeder UCITS;
  - (ii) is not itself a feeder UCITS; and
  - (iii) does not hold units of a feeder UCITS.
- e) If a master UCITS has at least two feeder UCITS as shareholders or unitholders, article 2, paragraph (2), first indent and Article 3, second indent of the Law of 17 December 2010 shall not apply.

### Liquid Assets

The Subfunds may hold ancillary liquid assets in the form of sight and time deposits with first-class financial institutions and money market instruments which do not qualify as transferable securities and have a term to maturity not exceeding twelve (12) months, in any convertible currency.

Moreover, each Subfund may, on an ancillary basis, hold units/shares in undertakings for collective investment in transferable securities which are subject to Directive 2009/65/EC and which in turn invest in short-term time deposits and money market instruments and whose returns are comparable with those for direct investments in time deposits and money market instruments. These investments, together with any investments in other undertakings for collective investment in transferable securities and/or other undertakings for collective investment, must not exceed 10% of the total net assets of a Subfund.

### Securities Financing Transactions

Apart from buy-sell back transactions or repurchase agreements (insofar explicitly allowed for the respective Subfund in Chapter 21, "Subfunds"), the Fund does neither employ securities financing transactions in the meaning of article 3 (11) of Regulation (EU) 2015/2365 on transparency on securities financing transactions and of reuse and amending Regulation (EU) No 648/2012 (the "SFTR") (i.e. securities lending transactions, sell-buy back transactions or margin lending transactions) nor total return swaps as of the date of this Prospectus. If at a future point in time the Management Company decides to make use of total return swaps or any securities financing transactions other than securities lending transactions, this Prospectus will be updated accordingly.

### Use of Derivatives

In addition to direct investments, all Subfunds may acquire financial derivative instruments (such as, without being limited to, futures, forward or options) as well as swap transactions (such as, without being limited to, interest-rate swaps, but excluding total return swaps) for the purpose of hedging, the efficient management of the portfolio and implementing its investment strategy, provided due account is taken of the investment restrictions set out in the Prospectus.

Furthermore, the Subfunds may actively manage their currency exposure through the use of currency futures, currency, forwards, currency options and swap transactions (with the exception of total return swaps).

The risk exposure to a counterparty generated through securities financing transactions and over-the-counter ("OTC") financial derivatives must be combined when calculating counterparty risk limits referred to under Chapter 5, "Investment Restrictions". The counterparty risk may be disregarded provided that the value of the collateral valued at market price, taking into account appropriate haircuts, exceeds the value of the amount exposed to risk.

### Management of Collateral and Collateral Policy

#### General

In the context of OTC financial derivative transactions and securities lending transactions, the Fund may receive collateral with a view to reduce its counterparty risk. This section sets out the collateral policy applied by the Fund in such case. All assets received by the Fund in the context of OTC financial derivative transactions and securities lending transactions shall be considered as collateral for the purpose of this section.

#### Eligible Collateral

Collateral received by the Fund may be used to reduce its counterparty risk exposure if it complies with the criteria set out in applicable laws, regulations and CSSF-Circulars issued from time to time notably in terms of liquidity, valuation, issuer credit quality, correlation, risks linked to the management of collateral and enforceability. In particular, collateral should comply with the following conditions:

- (i) Any collateral received other than cash should be of high quality, highly liquid and traded on a regulated market or multilateral trading facility with transparent pricing in order that it can be sold quickly at a price that is close to pre-sale valuation;
- (ii) It should be valued on at least a daily basis and assets that exhibit high price volatility should not be accepted as collateral unless suitably conservative haircuts are in place;
- (iii) It should be issued by an entity that is independent from the counterparty and is expected not to display a high correlation with the performance of the counterparty;
- (iv) It should be sufficiently diversified in terms of country, markets and issuers with a maximum exposure of 20% of the respective Subfund's net asset value to any single issuer on an aggregate basis, taking into account all collateral received; deviating from the aforementioned diversification requirement, a Subfund may be fully collateralised in different transferable securities and money market instruments issued or guaranteed by a Member State of the EU, one or more of its local authorities, by any other state which is a member of the Organisation for Economic Co-operation and Development ("OECD"), by Brazil or Singapore or a public international body to which one or more Member States

of the EU belong. Such Subfund should receive securities from at least six different issues, but securities from any single issue should not account for more than 30% of the Subfund's Net Asset Value. A Subfund may accept as collateral for more than 20% of its Net Asset Value securities which are issued or guaranteed by a Member State of the EU, one or more of its local authorities, by any other state which is a member of the OECD, by Brazil or Singapore or a public international body to which one or more Member States of the EU belong;

- (v) There is no restriction or minimum requirement concerning the maturity of bonds accepted as collateral;
- (vi) Risks linked to the management of collateral, such as operational and legal risks, should be identified, managed and mitigated by the risk management process;
- (vii) Where there is a title transfer, the collateral received should be held by the Depository. For other types of collateral arrangement, the collateral can be held by a third party custodian which is subject to prudential supervision, and which is unrelated to the provider of the collateral;
- (viii) It should be capable of being fully enforced by the Fund at any time without reference to or approval from the counterparty.

Subject to the abovementioned conditions, collateral received by the Fund may consist of:

- (i) Cash and cash equivalents, including short-term bank certificates and money market instruments;
- (ii) Bonds issued or guaranteed by a Member State of the OECD or by their local public authorities or by supranational institutions and undertakings with EU, regional or worldwide scope, each with a minimum rating of A+ (S&P) or A1 (Moody's);
- (iii) Bonds issued or guaranteed by issuers rated at least A- (S&P) or equivalent and offering adequate liquidity.
- (iv) Shares admitted to or dealt in on a regulated market of a Member State of the EU or on a stock exchange of a Member State of the OECD.

#### Reinvestment of Collateral

Non-cash collateral received by the Fund may not be sold, re-invested or pledged.

Cash collateral received by the Fund can only be:

- (i) placed on deposit with credit institutions which have their registered office in an EU Member State or, if their registered office is located in a third-country, are subject to prudential rules considered by the CSSF as equivalent to those laid down in EU law;
- (ii) invested in high-quality government bonds; and/or
- (iii) invested in short-term money market funds as defined in the ESMA-Guidelines 2010/049 on a Common Definition of European Money Market Funds (in accordance with the opinion issued by ESMA in relation thereto on 22 August 2014 (ESMA/2014/1103)).

Re-invested cash collateral should be diversified in accordance with the diversification requirements applicable to non-cash collateral as set out above.

The Subfund concerned may incur a loss in reinvesting the cash collateral it receives. Such a loss may arise due to a decline in the value of the investment made with cash collateral received. A decline in the value of such investment of the cash collateral would reduce the amount of collateral available to be returned by the Fund on behalf of such Subfund to the counterparty at the conclusion of the transaction. The Subfund would be required to cover the difference in value between the collateral originally received and the amount available to be returned to the counterparty, thereby resulting in a loss to the Subfund.

#### Level of Collateral

The Management Company will determine the required level of collateral for OTC financial derivatives transactions and securities financing transactions by reference to the applicable counterparty risk limits set out in this Prospectus and taking into account the nature and characteristics of transactions, the creditworthiness and identity of counterparties and prevailing market conditions. At least the following

level of collateral will be required by the Fund for the different types of transactions:

Type of Transaction	Level of collateral (in relation to volume of transaction concerned)
OTC financial derivative transactions	100%
Securities lending transactions	100%

#### Haircut Policy

Collateral will be valued mark-to-market (as common industry standard) on a daily basis, using available market prices and taking into account appropriate discounts which will be determined by the Management Company for each asset class based on its haircut policy. The policy takes into account a variety of factors, depending on the nature of the collateral received, such as the issuer's credit standing, the maturity, currency, price volatility of the assets and, where applicable, the outcome of liquidity stress tests carried out by the Management Company under normal and exceptional liquidity conditions.

According to the Management Company's haircut policy the following discounts will be made:

Type of Collateral	Discount
Cash and cash equivalents (only in currencies of G10 member states), including short-term bank certificates and money market instruments; a discount may be made if the currency of the collateral is different from the currency of the OTC derivative to which the collateral relates to	0% - 1%
Bonds issued or guaranteed by a Member State of the OECD or by their local public authorities or by supranational institutions and undertakings with EU, regional or worldwide scope, each with a minimum rating of A+ (S&P) or A1 (Moody's)	0,5% - 5%
Bonds issued or guaranteed by issuers rated at least A-(S&P) or equivalent and offering adequate liquidity.	1% - 8%
Shares admitted to or dealt in on a regulated market of a Member State of the EU or on a stock exchange of a Member State of the OECD.	5%-15%

#### Techniques and Instruments for Managing Credit Risk

Subject to the investment restrictions set out below, the Fund may use securities (credit linked notes) as well as techniques and instruments (credit default swaps) for the purpose of managing the credit risk of each Subfund.

**Since the assets of each Subfund are subject to normal price fluctuations, no guarantee can be given that all Subfunds will achieve their investment objective.**

#### Benchmark policy of the Management Company

The Management Company has established and maintains a robust written plan, available free of charge, setting out the actions to take in the event that a benchmark materially changes or ceases to be provided within the meaning of the Regulation (EU) 2016/1011 of the European Parliament and of the Council of 8 June 2016 on indices used as benchmarks in financial instruments and financial contracts or to measure the performance of investment funds and amending Directives 2008/48/EC and 2014/17/EU and Regulation (EU) No 596/2014 ("Benchmark Regulation").

For each of the Subfunds, investors are invited to consult the respective Subfund in Chapter 21, "Subfunds" to obtain the list of indices used as benchmarks within the meaning of the Benchmark Regulation and the registration status of the administrators of such indices, in accordance with article 36 of the Benchmark Regulation.

#### 4. Investment in CS Gestión Internacional Fund

##### i. General Information on the Units

Within each Subfund one or more Classes may be offered which may differ in various respects, e.g. management fee, sales charge, commissions, appropriation of income, currency or regarding the intended circle of investors.

The Classes which are issued within each Subfund, in addition to the related fees, sales and redemption charges as well as the Reference Currency are stated in Chapter 21, "Subfunds".

In addition, certain other fees, charges and expenses shall be paid out of the assets of the relevant Subfunds. For further information, see Chapter 8, "Expenses and Taxes".

All Units are only available in uncertificated form and will exist exclusively as book entries.

The Units will either be accumulating Units or distribution Units.

The initial issue price and initial offering date of Units which are being issued for the first time are stated in Chapter 21, "Subfunds".

Investors may, at the discretion of the Central Administration, pay the subscription monies for Units in a convertible currency other than the currency in which the relevant Class is denominated. As soon as the receipt is determined by the Depositary, such subscription monies shall be automatically converted by the Depositary into the currency in which the relevant Units are denominated. Further details are set out below in Chapter 4. "Investment in White Fleet III", section ii., "Subscription of Units".

The Fund may at any time issue, within a Subfund, one or more Classes denominated in a currency other than the Subfund's Reference Currency ("Alternate Currency Class"). The issue of each further or Alternate Currency Class is specified in Chapter 21, "Subfunds".

Where explicitly mentioned in the Subfund related part of Chapter 21, "Subfunds", of this Prospectus, the Fund enters into certain currency related transactions in order to hedge the exchange rate risk between the Reference Currency of such Subfund and the currency in which Units of such Class are designated. Any financial instruments used to implement such strategies with respect to one or more Class(es) shall be assets and liabilities of a Subfund as a whole but will be attributable to the relevant Class and the gains and losses on and the costs of the relevant financial instrument will accrue solely to the relevant Class.

Transactions will be clearly attributable to a specific Class, therefore any currency exposure of a Class may not be combined with, or offset against, that of any other Class of a Subfund. The currency exposure of the assets attributable to a Class may not be allocated to other Classes.

Where there is more than one hedged Class in a Subfund denominated in the same currency and it is intended to hedge the foreign currency exposure of such Classes into another currency, the Subfund may aggregate the foreign exchange transactions entered into on behalf of such hedged Classes and apportion the gains/losses on and the costs of the relevant financial instruments pro rata to each such hedged Class in the relevant Subfund.

Where the Fund seeks to hedge against currency fluctuations at Class level, while not intended, this could result in over-hedged or under-hedged positions due to external factors outside the control of the Fund. However, over-hedged positions will not exceed 105% of the Net Asset Value of the Class and under-hedged positions shall not fall short of 95%

of the portion of the Net Asset Value of the Class which is to be hedged against currency risk. Hedged positions will be reviewed daily to ensure that over-hedged or under-hedged positions do not fall short of or exceed the permitted levels outlined above and will be rebalanced on a regular basis.

To the extent that hedging is successful for a particular Class, the performance of the Class is likely to move directionally with the performance of the underlying assets with the result that investors in that Class will not gain if the Class currency falls against the currency in which the assets of the particular Subfund are denominated.

Investors' attention is drawn to the risk factor entitled "Unit Currency Designation Risk" in Chapter 6, "Risk Factors".

However, no assurance can be given that the hedging objective will be achieved.

Units may be held through collective depositories. In such cases, Unitholders shall receive a confirmation in relation to their Units from the depository of their choice (for example, their bank or broker), or Units may be held by Unitholders directly in registered account kept for the Fund and its Unitholders by the Central Administration. These Unitholders will be registered by the Central Administration. Units held by a depository may be transferred to an account of the Unitholder with the Central Administration, or to an account with other depositories approved by the Management Company on behalf of the Fund or – with other depositories participating in the Euroclear or Clearstream Banking System S.A. clearing systems. Conversely, Units held in a Unitholder's account kept by the Central Administration may at any time be transferred to an account with a depository.

The Management Company may split or merge the Units or Classes in the interest of the Unitholders.

## ii. Subscription of Units

Unless stated otherwise in Chapter 21, "Subfunds", Units may be subscribed on any Banking Day (defined as any full day on which banks are normally open for business in Luxembourg) at the Net Asset Value per Unit of the relevant Class of the Subfund in question, which is calculated on the next Valuation Day (as defined in Chapter 7, "Net Asset Value") following such Banking Day according to the method described in Chapter 7, "Net Asset Value", plus the applicable initial sales charges and any taxes. The applicable maximum sales charge levied in connection with the issue of Units is indicated in Chapter 21, "Subfunds".

Unless otherwise specified in Chapter 21, "Subfunds", subscription applications must be submitted to the Central Administration or a Distributor, and subscription applications must be received by the Central Administration before 3 p.m. (Central European Time) on a Banking Day (cut-off time). Earlier cut-off times may apply for applications submitted to Distributors. Investors are advised to contact their Distributor to find out which cut-off time is applicable to them.

Unless otherwise specified in Chapter 21, "Subfunds", subscription applications shall be settled before 3 p.m. (Central European Time) on the Valuation Day following the Banking Day on which receipt of the subscription application is determined by the Central Administration.

Subscription applications received by the Central Administration after 3 p.m. (Central European Time) on a Banking Day shall be processed on the following Banking Day.

Unless otherwise specified in Chapter 21, "Subfunds", payment must be received within two (2) Banking Days after the respective Valuation Day.

Charges to be paid due to the subscription of Units shall accrue to the banks and other financial institutions engaged in the distribution of the Units. Any taxes incurred on the issue of Units shall also be charged to the investor. Subscription amounts shall be paid in the currency in which the relevant Units are denominated or, if requested by the investor and at the sole discretion of the Central Administration, in another convertible currency. Payment shall be effected by bank transfer to the Fund's bank accounts. Further details are set out in the subscription application form.

If the payment is made in a currency other than the one in which the relevant Units are denominated, the proceeds of conversion from the currency of payment to the currency of denomination less fees and exchange commission shall be allocated to the purchase of Units.

The Management Company may in the interest of the Unitholders accept transferable securities and other assets permitted by Part I of the Law of 17 December 2010 as payment for subscription ("contribution in kind"), provided the offered transferable securities and assets correspond to the investment policy and restrictions of the relevant Subfund. The Management Company may at its sole discretion, reject all or several offered transferable securities or other assets without giving reasons. All costs caused by such contribution in kind (including the costs for broker fees, expenses, commissions, etc.) shall be borne by the contributing investor.

The Units shall be issued upon the receipt of the issue price with the correct value date by the Depository. Notwithstanding the above, the Management Company may, at its own discretion, decide that the subscription application will only be accepted once these monies are received by the Depository.

The minimum value or number of Units which must be held by a Unitholder in a particular Class, if any, is set out in Chapter 21, "Subfunds". Such minimum initial investment and holding requirement may be waived in any particular case at the sole discretion of the Management Company.

Subscriptions of fractions of Units shall be permitted up to three decimal places. A holding of fractional Units shall entitle the Unitholder to proportional rights in relation to such Units. It might occur that clearing institutions will be unable to process holdings of fractional Units. Investors should verify whether this is the case.

The Management Company is entitled to refuse at its own discretion subscription applications and to temporarily or permanently suspend or limit the sale of Units. In particular, the Management Company and the Central Administration are entitled to refuse any subscription application in whole or in part for any reason, and may in particular prohibit or limit the sale of Units to individuals or corporate bodies in certain countries or regions if such sales might be detrimental to the Fund or if a subscription in the country concerned is in contravention of applicable laws. Moreover, where new investments would adversely affect the achievement of the investment objective, the Management Company may decide to suspend the issue of Units on a permanent or temporary basis.

Further, the Central Administration is entitled to refuse any subscription, transfer or conversion application in whole or in part for any reason, and may in particular prohibit or limit the sale, transfer or conversion of Units to individuals or corporate bodies in certain countries if such transaction might be detrimental to the Fund or result in the Units being held directly or indirectly by a Prohibited Person (included but not limited to any U.S. Person) or if such subscription, transfer or conversion in the relevant country is in contravention of the local applicable laws. The subscription, transfer or conversion for Units and any future transactions shall not be processed until the information required by the Central Administration, included but not limited to know your customer and anti-money laundering checks, is received.

## iii. Redemption of Units

Unless otherwise specified in Chapter 21, "Subfunds", the Management Company shall in principle redeem Units on any Banking Day at the Net Asset Value per Unit of the relevant Class of the Subfund, which is calculated as of the next Valuation Day, less any redemption charge, if applicable.

Unless otherwise specified in Chapter 21, "Subfunds", redemption applications must be received by the Central Administration before 3 p.m. (Central European Time) one (1) Banking Day before the respective Valuation Day (cut-off time). Earlier cut-off times may apply for applications submitted to Distributors, Investors are advised to contact their Distributor to find out which cut-off time is applicable to them.

Redemption applications received by the Central Administration after 3 p.m. (Central European Time) one (1) Banking Day before the respective Valuation Day shall be processed on the following Valuation Day.

If the execution of a redemption application would result in the relevant Unitholder's holding in a particular Class falling below the minimum holding requirement (if any) for that Class as set out in the relevant special section, the Management Company may, without further notice

to the Unitholder concerned, treat such redemption application as though it were an application for the redemption of all Units of that Class held by the Unitholder.

Equally, Units of Classes, which may only be purchased by certain investors shall automatically be redeemed if the Unitholder does not satisfy the requirements for the Class anymore.

Unless stated otherwise in Chapter 21, "Subfunds", Units shall be redeemed at the relevant Net Asset Value per Unit calculated as of the Valuation Day immediately following such Banking Day. Whether and to what extent the redemption price is lower or higher than the purchase price paid depends on the development of the Net Asset Value of each Class.

Redemptions of fractions of Units shall be permitted up to three decimal places.

Payment of the redemption price of the Units shall be made within two (2) Banking Days following the respective Valuation Day, unless stated otherwise in Chapter 21, "Subfunds". This does not apply where specific statutory provisions, such as foreign exchange or other transfer restrictions or other circumstances beyond the Depository's control, make it impossible to transfer the redemption amount.

If the Management Company discovers at any time that any beneficial owner of the Units is a Prohibited Person either alone or in conjunction with any other person, whether directly or indirectly, the Management Company may at its discretion and without liability, compulsorily redeem the Units in accordance with the rules set out in the Management Regulations, and upon redemption, the Prohibited Person will cease to be the owner of those Units. The Management Company may require any Unitholder to provide it with any information that it may consider necessary for the purpose of determining whether or not such owner of Units is or will be a Prohibited Person. Further, Unitholders shall have the obligation to immediately inform the Management Company to the extent the ultimate beneficial owner of the Units held by such Unitholder becomes or will become a Prohibited Person.

Furthermore, if in relation to any Valuation Day (as defined in Chapter 7, "Net Asset Value") redemption requests relate to more than 10% of the Units in issue in a specific Subfund, the Management Company may decide that part or all of such requests for redemption will be deferred proportionally for such period as the Management Company considers to be in the best interests of the Subfund, but normally not exceeding one Valuation Day. In relation to the next Valuation Day following such period, these redemption requests will be met on a pro-rata basis in priority to later requests and in compliance with the principle of equal treatment of Unitholders.

Payment shall be made by means of remittance to a bank account or, if possible, by cash in the currency that is legal tender in the country where payment is to be made, after conversion of the amounts in question. If payment is to be made in a currency other than that the one in which the relevant Units are denominated, the amount to be paid shall be the proceeds of conversion from the currency of denomination to the currency of payment less all fees and exchange commission.

Upon payment of the redemption price, the corresponding Unit shall cease to be valid.

#### **iv. Conversion of Units**

Unless otherwise specified in Chapter 21, "Subfunds", Unitholders in a particular Unit Class of a Subfund may convert all or part of their Units into Units of the same Class of another Subfund or into Units of another Class of the same or another Subfund.

Conversion applications must be submitted to the Central Administration or a Distributor. Unless otherwise specified in Chapter 21, "Subfunds", conversion applications must be received by the Central Administration before 3 p.m. (Central European Time) one (1) Banking Day before the respective Valuation Day that is decisive for the calculation of the exchange rate (cut-off time). Earlier cut-off times may apply for applications submitted to Distributors. Investors are advised to contact their Distributor to find out which cut-off time is applicable to them.

#### **v. Suspension of the Subscription and Redemption of Units**

#### **and/or the Calculation of the Net Asset Value**

The Management Company may suspend the calculation of the Net Asset Value and/or the issue and redemption of Units of a Subfund where a substantial proportion of the assets of the Subfund:

- a) cannot be valued because a stock exchange or market is closed on a day other than a usual public holiday, or when trading on such stock exchange or market is restricted or suspended; or
- b) is not freely disposable because a political, economic, military, monetary or any other event beyond the control of the Management Company does not permit the disposal of the Subfund's assets, or such disposal would be detrimental to the interests of Unitholders; or
- c) cannot be valued because of disruption to the communications network or any other reason makes a valuation impossible; or
- d) is not available for transactions because restrictions on foreign exchange or other types of restrictions make asset transfers impracticable or it can be objectively demonstrated that transactions cannot be effected at normal foreign exchange rates;

The calculation of the Net Asset Value and/or the issue and redemption of Units of a Subfund may further be suspended:

- a) when the prices of a substantial portion of the constituents of the underlying asset or the price of the underlying assets itself of an OTC transaction and/or when the applicable techniques used to create an exposure to such underlying asset cannot promptly or accurately be ascertained; or
- b) if the existence of any state of affairs which, in the opinion of the Management Company, constitutes an emergency or renders impracticable a disposal of a substantial portion of the assets attributable to a Subfund and/or a disposal of substantial portion of the constituents of the underlying asset of an OTC transaction, requires such measure.
- c) following a suspension of the calculation of the net asset value per share/unit, the issue, redemption and/or the conversion of Units, respectively, at the level of a master UCITS in which a Subfund invests as a feeder UCITS in accordance with letter d) of section 5) of Chapter 5, "Investment Restrictions".
- d) in case of a feeder Subfund, when the master UCITS temporarily suspends, on its own initiative or at the request of its competent authorities, the redemption, the reimbursement or the subscription of its shares or units; in such a case the suspension of the Calculation of the Net Asset Value at the level of the feeder Subfund will be for a duration identical to the duration of the suspension of the calculation of the Net Asset Value at the level of the master UCITS.

Investors applying for, or who have already applied for, the subscription or redemption of Units of the relevant Subfund shall be notified of the suspension without delay so that they are given the opportunity to withdraw their application. Notice of the suspension shall be published as described in Chapter 12, "Information for Unitholders", and in any publications listed in Chapter 21, "Subfunds" if, in the opinion of the Management Company, the suspension is likely to last for longer than one week.

Suspension of the calculation of the Net Asset Value of one Subfund shall not affect the calculation of the Net Asset Value of the other Subfunds if none of the above conditions apply to such other Subfunds.

#### **vi. Measures to combat money laundering and terrorist financing**

Pursuant to the applicable provisions of Luxembourg laws and regulations in relation to the fight against money laundering and terrorist financing ("AML/CTF"), obligations have been imposed on the Management Company as well as on other professionals of the financial sector to prevent the use of funds for money laundering and financing of terrorism purposes.

The Management Company will ensure compliance of the Fund with the applicable provisions of the relevant Luxembourg laws and regulations, including but not limited to the Luxembourg law of 12 November 2004 on the fight against money laundering and terrorist financing (the "2004 AML/CTF Law"), the Grand-Ducal Regulation of 1 February 2010

providing detail on certain provisions of the 2004 AML/CTF Law (the "2010 AML/CTF Regulation"), CSSF Regulation N°12-02 of 14 December 2012 on the fight against money laundering and terrorist financing ("CSSF Regulation 12-02") and relevant CSSF Circulars in the field of AML/CTF, including but not limited to CSSF Circular 18/698 on the authorisation and organization of investment fund managers incorporated under Luxembourg law ("CSSF Circular 18/698", and the above collectively referred to as the "AML/CTF Rules").

In accordance with the AML/CTF Rules, the Management Company is required to apply due diligence measures on the investors (including on their ultimate beneficial owner(s)), their delegates and the assets of the Fund in accordance with its policies and procedures put in place from time to time.

Among others, the AML/CTF Rules require a detailed verification of a prospective investor's identity. In this context, the Management Company, the Central Administration or any Distributor, nominee or any other type of intermediary (as the case may be), acting under the responsibility and supervision of the Management Company will require prospective investors to provide them with any information, confirmation and documentation deemed necessary in their reasonable judgment, applying a risk-based approach, to proceed such identification.

The Management Company reserves the right to request such information as is necessary to verify the identity of a prospective or current investor. In the event of delay or failure by a prospective investor to produce any information required for verification purposes, the Management Company is entitled to refuse the application and will not be liable for any interest, costs or compensation. Similarly, when Units are issued, they cannot be redeemed or converted until full details of registration and anti-money laundering documents have been completed.

The Management Company moreover reserves the right to reject an application, for any reason, in whole or in part in which event the application monies (if any) or any balance thereof will, to the extent permissible, be returned without unnecessary delay to the prospective investor by transfer to the prospective investor's designated account or by post at the prospective investor's risk, provided the identity of the prospective investor can be properly verified pursuant to the AML/CTF Rules. In such event, the Management Company will not be liable for any interest, costs or compensation.

In addition, the Management Company, the Central Administration or any Distributor, nominee or any other type of intermediary (as the case may be), acting under the responsibility and supervision of the Management Company, may request investors to provide additional or updated identification documents from time to time pursuant to on-going client due diligence requirements under the AML/CTF Rules, and investors shall be required and accept to comply with such requests.

Failure to provide proper information, confirmation or documentation may, among others, result in (i) the rejection of subscriptions, (ii) the withholding of redemption proceeds by the Management Company or (iii) the withholding of outstanding dividend payments. Moreover, prospective or current investors who fail to comply with the above requirements may be subject to additional administrative or criminal sanctions under applicable laws, including but not limited to the laws of the Grand Duchy of Luxembourg. None of the Management Company, the Central Administration or any Distributor, nominee or any other type of intermediary (as the case may be) has any liability to an investor for delays or failure to process subscriptions, redemptions or dividend payments as a result of the investor providing no or only incomplete documentation. The Management Company moreover reserves all rights and remedies available under applicable law to ensure their compliance with the AML/CTF Rules.

Pursuant to the Luxembourg law of 13 January 2019 on the register of beneficial owners (the "RBO Law"), the Management Company is required to collect and make available certain information on the beneficial owner(s) of the Fund (as defined in the AML/CTF Rules). Such information includes, among others, first and last name, nationality, country of residence, personal or professional address, national identification number and information on the nature and the scope of the beneficial ownership interest held by each beneficial owner in the Fund. The Management Company is further required, among others, (i) to make such information available upon request to certain Luxembourg national authorities (including the *Commission de Surveillance du Secteur Financier*, the *Commisariat aux Assurances*, the *Cellule de*

*Renseignement Financier*, Luxembourg tax and other national authorities as defined in the RBO Law) and upon motivated request of other professionals of the financial sector subject to the AML/CTF Rules, and (ii) to register such information in a publicly available central register of beneficial owners (the "RBO").

That being said, the Management Company or a beneficial owner of the Fund may however, on a case by case basis and in accordance with the provisions of the RBO Law, formulate a motivated request with the administrator of the RBO to limit the access to the information relating to them, e.g. in cases where such access could cause a disproportionate risk to the beneficial owner, a risk of fraud, kidnapping, blackmail, extortion, harassment or intimidation towards the beneficial owner, or where the beneficial owner is a minor or otherwise incapacitated. The decision to restrict access to the RBO does, however, not apply to the Luxembourg national authorities, nor to credit institutions, financial institutions, bailiffs and notaries acting in their capacity as public officers, which can thus always consult the RBO.

In light of the above RBO Law requirements, any persons willing to invest in the Fund and any beneficial owner(s) of such persons (i) are required to provide, and agree to provide, the Management Company, the Central Administration or the Distributor, nominee or any other type of intermediary (as the case may be), with the necessary information in order to allow the Management Company to comply with its obligations in terms of beneficial owner identification, registration and publication under the RBO Law (regardless of applicable rules regarding professional secrecy, banking secrecy, confidentiality or other similar rules or arrangements), and (ii) accept that such information will be made available among others to Luxembourg national authorities and other professionals of the financial sector as well as to the public, with certain limitations, through the RBO.

Under the RBO Law, criminal sanctions may be imposed on the Management Company in case of its failure to comply with the obligations to collect and make available the required information, but also on any beneficial owner(s) of the Fund that fail to make all relevant necessary information available to the Management Company.

#### **vii. Market Timing and Late Trading**

The Management Company does not permit practices related to "Market Timing" (i.e. a method through which an investor systematically subscribes and redeems or converts Units of Classes within a short time period, by taking advantage of time differences and/or imperfections or deficiencies in the method of determination of the Net Asset Value).

The Management Company does further not permit practices related to "Late Trading" (i.e. the execution of a subscription or redemption application after the time limit fixed for accepting applications (the "cut-off time") on the relevant day and the execution of such application at a price based on the net asset value applicable to such same day). The Management Company considers that such practices violate the provisions of the Prospectus according to which an application received after the cut-off time is dealt with at a price based on the next applicable Net Asset Value. As a result, subscription and redemption applications shall be dealt with at an unknown Net Asset Value.

The Management Company therefore reserves the right to reject subscription applications from an investor who the Management Company suspects of using such practices and to take, if appropriate, the necessary measures to protect the other investors of the Management Company.

#### **5. Investment Restrictions**

For the purpose of this Chapter, each Subfund shall be regarded as a separate UCITS within the meaning of Article 40 of the Law of 17 December 2010.

The following provisions shall apply to the investments made by each Subfund:

- 1) The Subfunds' investments may comprise only one or more of the following:
  - a) transferable securities and money market instruments admitted to or dealt in on a regulated market; for these purposes, a regulated market is any market for financial instruments within

- the meaning of Directive 2014/65/UE of 15 May 2014 on markets in financial instruments, as amended;
- b) transferable securities and money market instruments dealt in on another market in a Member State which is regulated, operates regularly and is recognized and open to the public; for the purpose of this Chapter "Member State" means a Member State of the European Union ("EU") or the European Economic Area ("EEA");
- c) transferable securities and money market instruments admitted to official listing on a stock exchange in a non-Member State of the EU or dealt in on another market in a non-Member State of the EU which is regulated, operates regularly and is recognized and open to the public, and is established in a country in Europe, America, Asia, Africa or Oceania;
- d) recently issued transferable securities and money market instruments, provided that the terms of issue include an undertaking that application will be made for admission to official listing on stock exchanges or markets as per paragraphs a), b) or c) above and provided such admission takes place within one (1) year of issue;
- e) units or shares of undertakings for collective investment in transferable securities authorised according to Directive 2009/65/EC ("UCITS") and/or other undertakings for collective investment within the meaning of Article 1, paragraph 2, points a) and b) of Directive 2009/65/EC ("UCI"), whether or not established in a Member State, provided that:
- these other UCIs are authorised under laws which provide that they are subject to supervision considered by the supervisory authority responsible for the Fund, to be equivalent to that required by EU law and that cooperation between the supervisory authorities is sufficiently ensured,
  - the level of protection for share-/unitholders of the other UCIs is equivalent to that provided for share-/unitholders in a UCITS, and in particular that the rules on asset segregation, borrowing, lending and uncovered sales of transferable securities and money market instruments are equivalent to the requirements of Directive 2009/65/EC,
  - the business activities of the other UCIs are reported in semi-annual and annual reports to enable an assessment of the assets and liabilities, income and operations over the reporting period,
  - the UCITS or other UCIs whose units/shares are to be acquired, may not, pursuant to their management regulations or instruments of incorporation, invest more than 10% of their total net assets in units/shares of other UCITS or other UCIs;
- f) deposits with a credit institution which are repayable on demand or have the right to be withdrawn, and maturing in no more than twelve (12) months, provided that the credit institution has its registered office in a Member State or, if the registered office of the credit institution is situated in a third country, provided that it is subject to prudential rules considered by the supervisory authority responsible for the Fund, as equivalent to those laid down in EU law;
- g) financial derivative instruments, including equivalent cash-settled instruments which are dealt in on a regulated market referred to under paragraphs a), b) and c) above and/or financial derivative instruments which are dealt in OTC derivatives, provided that:
- the underlying consists of instruments within the meaning of Article 41, paragraph (1) of the Law of 17 December 2010, financial indices, interest rates, foreign exchange rates or currencies, in which the Fund may invest according to its investment objectives,
  - the counterparties to OTC derivatives are institutions subject to prudential supervision, and belonging to the categories approved by the supervisory authority responsible for the Fund, and
  - the OTC derivatives are subject to reliable and verifiable valuation on a daily basis and can be sold, liquidated or closed by an offsetting transaction at any time at their fair value at the Management Company's initiative;
- h) money market instruments other than those dealt in on a regulated market and which are normally traded on the money market and are liquid, and whose value can be precisely determined at any time, provided the issuer or issuer of such instruments is itself regulated for the purpose of protecting investors and savings, and provided that these investments are:
- issued or guaranteed by a central, regional or local authority or by a central bank of a Member State, the European Central Bank, the EU or the European Investment Bank, a non-Member State or, in case of a federal State, by one of the members making up the federation, or by a public international body to which one or more Member States belong, or
  - issued by an undertaking any securities of which are dealt in on regulated markets referred to in paragraphs a), b) or c) above, or
  - issued or guaranteed by an establishment subject to prudential supervision, in accordance with criteria defined by EU law, or issued or guaranteed by an establishment that is subject to and complies with supervisory rules considered by the supervisory authority responsible for the Fund, to be at least as stringent as those required by EU law, or
  - issued by other bodies belonging to the categories approved by the supervisory authority responsible for the Fund, provided that investments in such instruments are subject to investor protection equivalent to that laid down in the first, the second or the third indent of this paragraph h) and provided that the issuer is a company whose capital and reserves amount to at least ten million euro (EUR 10,000,000) and which presents and publishes its annual financial statements in accordance with the fourth Directive 2013/34/UE or is an entity, which within a group of companies comprising one or several listed companies, is dedicated to the financing of the group, or is an entity which is dedicated to the financing of securitisation vehicles which benefit from a banking liquidity line.
- 2) The Subfunds shall not, however, invest more than 10% of their total net assets in transferable securities or money market instruments other than those referred to in section 1). The Subfunds may hold ancillary liquid assets in different currencies.
- 3) The Management Company applies a risk management process which enables it to monitor and measure at any time the risk of the investment positions and their contribution to the overall risk profile of the portfolio and a process for accurate and independent assessment of the value of OTC derivatives. Unless provided otherwise in this Prospectus, each Subfund may, for the purpose of (i) hedging, (ii) efficient portfolio management and/or (iii) implementing its investment strategy, use all financial derivative instruments within the limits laid down by Part I of the Law of 17 December 2010. The global exposure is calculated taking into account the current value of the underlying assets, the counterparty risk, future market movements and the time available to liquidate the positions. This shall also apply to the following subparagraphs. As part of its investment policy and within the limits laid down in section 4) paragraph e), each Subfund may invest in financial derivative instruments, provided that the exposure to the underlying assets does not exceed in aggregate the investment limits laid down in section 4). If a Subfund invests in index-based financial derivative instruments, these investments do not have to be combined to the limits laid down in section 4). When a transferable security or a money market instrument embeds a derivative instrument, the derivative instrument shall be taken into account when complying with the requirements of this section. The global exposure may be calculated through the commitment approach or the Value-at-Risk (VaR) methodology as specified for each Subfund in Chapter 21, "Subfunds". The standard commitment approach calculation converts the financial derivative position into the market value of an equivalent position in the underlying asset of that derivative. When calculating global exposure using the commitment approach, the Fund may benefit from the effects of netting and hedging arrangements.

VaR provides a measure of the potential loss that could arise over a given time interval under normal market conditions, and at a given confidence level. The Law of 17 December 2010 provides for a confidence level of 99% with a time horizon of one (1) month. Unless otherwise specified in Chapter 21, each Subfund shall ensure that its global exposure to financial derivative instruments computed on a commitment basis does not exceed 100% of its total net assets or that the global exposure computed based on a VaR method does not exceed either (i) 200% of the reference portfolio (benchmark) or (ii) 20% of the total net assets. The risk management of the Management Company supervises the compliance of these provision in accordance with the requirements of applicable circulars or regulation issued by the Luxembourg supervisory authority (Commission de Surveillance du Secteur Financier, CSSF) or any other European authority authorised to issue related regulation or technical standards.

- 4) a) No more than 10% of the total net assets of each Subfund may be invested in transferable securities or money market instruments issued by the same issuer. In addition, the total value of transferable securities and money market instruments issued by those issuers in which the Subfund invests more than 5% of its total net assets, shall not exceed 40% of the value of its total net asset. No Subfund may invest more than 20% of its total net assets in deposits made with the same body. The risk exposure to a counterparty of a Subfund in an OTC derivative transaction may not exceed the following percentages:
- 10% of total net assets if the counterparty is a credit institution referred to in Chapter 5, “Investment Restrictions”, section 1) paragraph f), or
  - 5% of total net assets in other cases.
- b) The 40% limit specified in section 4) paragraph a) is not applicable to deposits and OTC derivative transactions made with financial institutions subject to prudential supervision. Irrespective of the limits specified in section 4) paragraph a), each Subfund shall not combine, where this would lead to investing more than 20% of its total net assets in a single body, any of the following:
- investments in transferable securities or money market instruments issued by that body, or
  - deposits made with that body, or
  - exposures arising from OTC derivatives transactions undertaken with that body.
- c) The limit of 10% stipulated in section 4) paragraph a) is raised to a maximum of 35% if the transferable securities or money market instruments are issued or guaranteed by a Member State, by its public local authorities, by a non-Member State or by public international bodies to which one or more Member States belong.
- d) The 10% limit stipulated in section 4) paragraph a) is raised to 25% for bonds issued by a credit institution which has its registered office in a Member State and is subject by law to special public supervision designed to protect bondholders. In particular, sums deriving from the issue of those bonds must be invested in accordance with the legal requirements in assets which, during the whole period of validity of the bonds, are capable of covering claims attaching to the bonds and which, in case of bankruptcy of the issuer, would be used on a priority basis for the reimbursement of the principal and payment of the accrued interest. If a Subfund invests more than 5% of its total net assets in bonds referred to in this paragraph which are issued by a single issuer, the total value of these investments may not exceed 80% of the Subfund's total net assets.
- e) The transferable securities and money market instruments referred to in paragraphs c) and d) of this section 4) shall not be taken into account for the purpose of applying the limit of 40% referred to under paragraph a) of this section. The limits specified under paragraphs a), b), c) and d) shall not be combined; thus investments in transferable securities or money market instruments issued by the same issuer or in deposits or derivative instruments made with this body carried out in accordance with paragraphs a), b), c) and d) shall not exceed in total 35% of a Subfund's total net assets. Companies which belong to the same group for the purposes

of the preparation of consolidated financial statements in accordance with Directive 2013/34/EU as amended or restated or in accordance with internationally recognized accounting rules, shall be regarded as a single issuer for the purpose of calculating the investment limits specified in the present section 4). A Subfund may cumulatively invest up to a limit of 20% of its total net assets in transferable securities and money market instruments within the same group.

- f) **The limit of 10% stipulated in section 4) paragraph a) is raised to 100% if the transferable securities and money market instruments involved are issued or guaranteed by a Member State, one or more of its local authorities, by any other state which is a member of the Organisation for Economic Cooperation and Development (“OECD”), by Brazil or Singapore or by a public international body to which one or more Member States of the EU belong. In such case, the Subfund concerned must hold securities or money market instruments from at least six different issues, and the securities or money market instruments of any single issue shall not exceed 30% of the Subfund's total assets.**
- g) Without prejudice to the limits laid down in section 7), the limits laid down in the present section 4) are raised to a maximum of 20% for investments in Units and/or debt securities issued by the same body, when the aim of the Subfund's investment policy is to replicate the composition of a certain stock or debt securities index which is recognized by the supervisory authority responsible for the Fund, on the following basis:
- the composition of the index is sufficiently diversified,
  - the index represents an adequate benchmark for the market to which it relates,
  - it is published in an appropriate manner.
- The aforementioned limit of 20% may be raised to a maximum of 35% where that proves to be justified by exceptional market conditions in particular in regulated markets where certain transferable securities or money market instruments are highly dominant. The investment up to this limit is only permitted for a single issuer.
- 5) a) The Fund will not invest more than 10% of the total net assets of any Subfund in units/shares of other UCITS and/or in other UCIs (“Target Funds”) pursuant to section 1) paragraph e), unless otherwise specified in the investment policy applicable to a Subfund as described in Chapter 21, “Subfunds”.
- b) Where a higher limit as 10% is specified in Chapter 21, “Subfunds”, the following restrictions shall apply:
- No more than 20% of a Subfund's total net assets may be invested in units/shares of a single UCITS or other UCI. For the purpose of application of this investment limit, each compartment of a UCITS or other UCI with multiple compartments is to be considered as a separate issuer provided that the principle of segregation of the obligations of the various compartments vis-à-vis third parties is ensured.
  - Investments made in units/shares of UCI other than UCITS may not in aggregate exceed 30% of the total net assets of the Subfund.
- c) Where a Subfund invests in units/shares of other UCITS and/or other UCI that are managed, directly or by delegation, by the same management company or by any other company with which the Management Company is linked by common management or control, or by a direct or indirect holding of more than 10% of the capital or votes (“Affiliated Funds”), the Management Company or the other company may not charge subscription or redemption fees on account of the Subfund's investment in the units/shares of such Affiliated Funds.
- d) A Subfund may act as a feeder UCITS of a master UCITS. In such case, the relevant Subfund shall invest at least 85% of its assets in units/shares of another UCITS or of a subfund of the master UCITS, which is not itself a feeder UCITS nor holds units/shares of a feeder UCITS. The Subfund, as feeder UCITS, may not invest more than 15% of its assets in one or more of the following:

- ancillary liquid assets in accordance with Article 41, paragraph 2, second sub-paragraph of the Law of 17 December 2010;
- financial derivative instruments, which may be used only for hedging purposes, in accordance with Article 41, paragraph 1, point g) and Article 42, paragraphs 2 and 3 of the Law of 17 December 2010;
- movable and immovable property which is essential for the direct pursuit of the Fund's business.

A feeder UCITS that invests into a master UCITS shall disclose in the relevant Subfund's part of Chapter 21, "Subfunds", the maximum level of the management fees that may be charged both to the feeder UCITS itself and to the master UCITS in which it intends to invest. In its annual report, the Fund shall indicate the maximum proportion of management fees charged both to the Subfund itself and to the master UCITS. The master UCITS shall not charge subscription or redemption fees for the investment of the feeder UCITS into its units/shares or the divestment thereof.

- 6) To ensure efficient portfolio management, each Subfund may, in compliance with the provisions of CSSF Circulars 08/356 and 14/592 as well as the SFTR, enter into securities lending transactions, if specifically provided for in Chapter 21, "Subfunds".
- 7) a) The Fund's assets may not be invested in securities carrying voting rights which enable the Management Company to exercise significant influence over the management of an issuer.
- b) Moreover, the Management Company and each Subfund may acquire no more than
  - 10% of the non-voting units of the same issuer;
  - 10% of the debt securities of the same issuer;
  - 25% of the units/shares of the same UCITS or other UCI;
  - 10% of the money market instruments of any single issuer.

In the last three cases, the restriction shall not apply if the gross amount of bonds or money market instruments, or the net amount of the instruments in issue cannot be calculated at the time of acquisition.
- c) The restrictions set out under paragraphs a) and b) shall not apply to:
  - transferable securities and money market instruments issued or guaranteed by a Member State or its local authorities,
  - transferable securities and money market instruments issued or guaranteed by a non-Member State of the EU,
  - transferable securities and money market instruments issued by public international bodies to which one or more Member States of the EU belong,
  - shares held by the Fund in the capital of a company which is incorporated in a non-Member State of the EU and which invests its assets mainly in securities of issuing bodies having their registered office in that State, where under the legislation of that State, such a holding represents the only way in which the Fund can invest in the securities of issuing bodies of that State. This derogation, however, shall apply only if in its investment policy the company from the non-Member State of the EU complies with the limits stipulated in section 4, paragraphs a) to e), section 5, and section 7 paragraphs a) and b).
- 8) The Fund may not borrow any money for any Subfund except for:
  - a) the purchase of foreign currency using a back-to-back loan
  - b) an amount equivalent to not more than 10% of the Subfund's total net assets and borrowed on a temporary basis.
- 9) The Fund may not grant loans or act as guarantor for third parties.
- 10) The Fund may not invest its assets directly in real estate, precious metals or certificates representing precious metals and goods.
- 11) The Fund may not carry out uncovered sales of transferable securities and money market instruments or other financial instruments referred to in section 1) paragraph e), g) and h).
- 12) a) In relation to borrowing conducted within the limitations set out in the Prospectus, the Fund may pledge or assign the assets of the Subfund concerned as collateral.

b) Furthermore, the Fund may pledge or assign the assets of the Subfund concerned as collateral to counterparties of transactions involving OTC derivatives or financial derivative instruments which are dealt in on a regulated market referred to under paragraphs a), b) and c) of number 1) above in order to secure the payment and performance by such Subfund of its obligations to the relevant counterparty. To the extent counterparties require the provision of collateral exceeding the value of the risk to be covered by collateral or the overcollateralization is caused by other circumstances (e.g. performance of the assets posted as collateral or provisions of customary framework documentation), such (excess) collateral may – also in respect of non-cash collateral – be exposed to the counterparty risk of such counterparty and may only have a mere unsecured claim in respect of such assets.

The restrictions set out above shall not apply to the exercise of subscription rights.

During the first six (6) months following official authorisation of a Subfund in Luxembourg, the restrictions set out in sections 4) and 5) above need not be complied with, provided that the principle of risk diversification is observed.

If the limits referred to above are exceeded for reasons beyond the control of the Fund or as a result of the exercise of subscription rights, the Fund shall as a matter of priority remedy that situation, taking due account of the interests of the Unitholders.

The Fund is entitled to issue, at any time, further investment restrictions, in the interests of the Unitholders, if such restrictions are necessary to comply with the legislation and regulations in those countries in which Units are or will be offered for sale.

## 6. Risk Factors

**In addition to those risk factors set out in Chapter 21, "Subfunds", prospective investors should consider the following risk factors before investing in the Fund. However, the risk factors set out below do not purport to be an exhaustive list of risks related to investments in the Fund. Prospective investors should read the entire Prospectus, and where appropriate consult with their legal, tax and Investment Managers, in particular regarding the tax consequences of subscribing, holding, converting, redeeming or otherwise disposing of Units under the law of their country of citizenship, residence or domicile (further details are set out in Chapter 8, "Expenses and Taxes"). Investors should be aware that the investments of the Fund are subject to market fluctuations and other risks associated with investments in transferable securities and other financial instruments. The value of the investments and the resulting income may go up or down and it is possible that investors will not recoup the amount originally invested in the Fund, including the risk of loss of the entire amount invested. There is no assurance that the investment objective of a particular Subfund will be achieved or that any increase in the value of the assets will occur. Past performance is not a reliable indicator of future results.**

The Net Asset Value of a Subfund may vary as a result of fluctuations in the value of the underlying assets and the resulting income. Investors are reminded that in certain circumstances their right to redeem Units may be suspended.

Depending on the currency of the investor's domicile, exchange-rate fluctuations may adversely affect the value of an investment in one or more of the Subfunds. Moreover, in the case of an Alternate Currency Class in which the currency risk is not hedged, the result of the associated foreign exchange transactions may have a negative influence on the performance of the corresponding Unit Class.

### Market Risk

Market risk is a general risk which may affect all investments to the effect that the value of a particular investment could change in a way that is detrimental to the Fund's interests. In particular, the value of investments may be affected by uncertainties such as international,

political and economic developments or changes in government policies.

## Interest Rate Risk

Subfunds investing in fixed income securities may fall in value due to fluctuations in interest rates. Generally, the value of fixed income securities rises when interest rates fall. Conversely, when interest rates rise, the value of fixed income securities can generally be expected to decrease. Long term fixed income securities will normally have more price volatility than short term fixed income securities.

## Foreign Exchange Risk

The Subfunds' investments may be made in other currencies than the relevant Reference Currency and therefore be subject to currency fluctuations, which may affect the Net Asset Value of the relevant Subfunds favorably or unfavorably.

Currencies of certain countries may be volatile and therefore may affect the value of securities denominated in such currencies. If the currency in which an investment is denominated appreciates against the Reference Currency of the relevant Subfund, the value of the investment will increase. Conversely, a decline in the exchange rate of the currency would adversely affect the value of the investment.

The Subfunds may enter into hedging transactions on currencies to protect against a decline in the value of investments denominated in currencies other than the Reference Currency, and against any increase in the cost of investments denominated in currencies other than the Reference Currency. However, there is no guarantee that the hedging will be successfully achieved.

Although it is the policy of the Fund to hedge the currency exposure of Subfunds against their respective Reference Currencies, hedging transactions may not always be possible and currency risks cannot therefore be excluded.

## Unit Currency Designation Risk

A Class of a Subfund may be designated in a currency other than the Reference Currency of the Subfund and/or the designated currencies in which the Subfund's assets are denominated. Redemption proceeds and any distributions to Unitholders will normally be made in the currency of denomination of the relevant Class. Changes in the exchange rate between the Reference Currency and such designated currency or changes in the exchange rate between the designated currencies in which the Subfund's assets are denominated and the designated currency of a Class may lead to a depreciation of the value of such Units as expressed in the designated currency. If specifically mentioned in the Subfund related part of Chapter 21, "Subfunds", the Fund will try to hedge this risk. Investors should be aware that this strategy may substantially limit Unitholders of the relevant Class from benefiting if the designated currency falls against the Reference Currency of the Subfund and/or the currency/currencies in which the assets of the respective Subfund are denominated. In such circumstances, Unitholders of the relevant Class may be exposed to fluctuations in the Net Asset Value per Unit reflecting the gains/losses on and the costs of the relevant assets. Assets used to implement such strategies shall be assets/liabilities of the Subfund as a whole. However, the gains/losses on, and the costs of, the relevant assets will accrue solely to the relevant Class.

## Credit Risk

Subfunds investing in fixed income securities are subject to the risk that issuers may not make payments on such securities. An issuer suffering an adverse change in its financial condition could lower the credit quality of a security, leading to greater price volatility of the security. A lowering of the credit rating of a security may also offset the security's liquidity. Subfunds investing in lower quality debt securities are more susceptible to these problems and their value may be more volatile.

## Counterparty Risk

When dealing with counterparties (such as but not limited to debt instruments and structured products), the respective Subfund is subject to the risk that the counterparty may default on its contractual

obligations. In accordance with its investment objective and policy, a Subfund may trade 'over-the-counter' (OTC) financial derivative instruments such as non-exchange traded futures and options, forwards, swaps or contracts for difference. OTC derivatives are instruments specifically tailored to the needs of an individual investor that enable the user to structure precisely its exposure to a given position. Such instruments are not afforded the same protections as may be available to investors trading futures or options on organised exchanges, such as the performance guarantee of an exchange clearing house. The counterparty to a particular OTC derivative transaction will generally be the specific entity involved in the transaction rather than a recognised exchange clearing house. In these circumstances the Subfund will be exposed to the risk that the counterparty will not settle the transaction in accordance with its terms and conditions because of a dispute over the terms of the contract (whether or not bona fide) or because of the insolvency, bankruptcy or other credit or liquidity problems of the counterparty. This could result in substantial losses to the Subfund.

Participants in OTC markets are typically not subject to the credit evaluation and regulatory oversight to which members of 'exchange-based' markets are subject. Unless otherwise indicated in the Prospectus for a specific Subfund, the Management Company will not be restricted from dealing with any particular counterparties. The Fund's evaluation of the creditworthiness of its counterparties may not prove sufficient. The lack of a complete and foolproof evaluation of the financial capabilities of the counterparties and the absence of a regulated market to facilitate settlement may increase the potential for losses.

The Management Company may select counterparties located in various jurisdictions. Such local counterparties are subject to various laws and regulations in various jurisdictions that are designed to protect their customers in the event of their insolvency. However, the practical effect of these laws and their application to the Subfund and its assets are subject to substantial limitations and uncertainties. Because of the large number of entities and jurisdictions involved and the range of possible factual scenarios involving the insolvency of a counterparty, it is impossible to generalize the effect of their insolvency on the Subfund and its assets. Unitholders should assume that the insolvency of any counterparty would generally result in a loss to the Subfund, which could be material.

If there is a default by the counterparty to a transaction, the Management Company will under most normal circumstances have contractual remedies and in some cases collateral pursuant to the agreements related to the transaction. However, exercising such contractual rights may involve delays and costs. If one or more OTC counterparties were to become insolvent or the subject of liquidation proceedings, the recovery of securities and other assets under OTC derivatives may be delayed and the securities and other assets recovered by the Management Company may have declined in value.

Regardless of the measures that the Management Company may implement to reduce counterparty credit risk there can be no assurance that a counterparty will not default or that the Subfund will not sustain losses on the transactions as a result. Such counterparty risk is accentuated for contracts with longer maturities or where the Subfund has concentrated its transactions with a single or small group of counterparties.

Counterparty risk may also arise when a Subfund enters into securities lending transactions, as further described below.

## EU Bank Recovery and Resolution Directive

Directive 2014/59/EU establishing a framework for the recovery and resolution of credit institutions and investment firms (the "BRRD") was published in the Official Journal of the European Union on June 12, 2014 and entered into force on July 2, 2014. The stated aim of the BRRD is to provide resolution authorities, including the relevant Luxembourg resolution authority, with common tools and powers to address banking crises pre-emptively in order to safeguard financial stability and minimize taxpayers' exposure to losses.

In accordance with the BRRD and relevant implementing laws, national prudential supervisory authorities can assert certain powers over credit institutions and certain investment firms which are failing or are likely to fail and where normal insolvency would cause financial instability. These powers comprise write-down, conversion, transfer, modification, or

suspension powers existing from time to time under, and exercised in compliance with any laws, regulations, rules or requirements in effect in the relevant EU Member State relating to the implementation of BRRD (the "Bank Resolution Tools").

The use of any such Bank Resolution Tools may affect or restrain the ability of counterparties subject to BRRD to honour their obligations towards the Subfunds, thereby exposing the Subfunds to potential losses.

The exercise of Bank Resolution Tools against Unitholders of a Subfund may also lead to the mandatory sale of part of the assets of these Unitholders, including their Units in that Subfund. Accordingly, there is a risk that a Subfund may experience reduced or even insufficient liquidity because of such an unusually high volume of redemption requests. In such case, the Fund may not be able to pay redemption proceeds within the time period stated in this Prospectus.

Furthermore, exercising certain Bank Resolution Tools in respect of a particular type of securities may, under certain circumstances, trigger a drying-up of liquidity in specific securities markets, thereby causing potential liquidity problems for the Subfunds.

### **Liquidity Risk**

Liquidity refers to the speed and ease with which investments can be sold or liquidated or a position closed. On the asset side, liquidity risk refers to the inability of a Subfund to dispose of investments at a price equal or close to their estimated value within a reasonable period of time. On the liability side, liquidity risk refers to the inability of a Subfund to raise sufficient cash to meet a redemption request due to its inability to dispose of investments. In principle, each Subfund will only make investments for which a liquid market exists or which can otherwise be sold, liquidated or closed at any time within a reasonable period of time. However, in certain circumstances, investments may become less liquid or illiquid due to a variety of factors including adverse conditions affecting a particular issuer, counterparty, or the market generally, and legal, regulatory or contractual restrictions on the sale of certain instruments. In addition, a Subfund may invest in financial instruments traded over-the-counter or OTC, which generally tend to be less liquid than instruments that are listed and traded on exchanges. Market quotations for less liquid or illiquid instruments may be more volatile than for liquid instruments and/or subject to larger spreads between bid and ask prices. Difficulties in disposing of investments may result in a loss for a Subfund and/or compromise the ability of the Subfund to meet a redemption request.

There is a risk that the Fund will suffer liquidity issues because of unusual market conditions, an unusually high volume of redemption requests or other reasons. In such case the Fund may not be able to pay redemption proceeds within the time period stated in this Prospectus.

### **Management Risk**

The Fund is actively managed and therefore the Subfunds may be subject to management risks. The Fund will apply its investment strategy (including investment techniques and risk analysis) when making investment decisions for the Subfunds, however no assurance can be given that the investment decision will achieve the desired results. The Fund may in certain cases decide not to use investment techniques, such as derivative instruments, or, they may not be available, even under market conditions where their use could be beneficial for the relevant Subfund.

### **Custody Risk**

Custody risk describes the risk arising from the fundamental possibility that a Subfund's access to the assets held in custody may be partly or fully withdrawn to its detriment in the event of insolvency or negligent, deceitful or fraudulent dealings by the Depositary or a sub-custodian.

### **Operational Risk**

Operational risk means the risk of loss for a Subfund resulting from inadequate internal processes and failures in relation to people and systems of the Fund, the Management Company and/or its agents and

service providers, or from external events, and includes legal and documentation risk and risk resulting from the trading, settlement and valuation procedures operated on behalf of the Fund.

### **Laws and Regulations**

The Fund may be subject to a number of legal and regulatory risks, including contradictory interpretations or applications of laws, incomplete, unclear and changing laws, restrictions on general public access to regulations, practices and customs, ignorance or breaches of laws on the part of counterparties and other market participants, incomplete or incorrect transaction documents, lack of established or effective avenues for legal redress, inadequate investor protection, or lack of enforcement of existing laws. Difficulties in asserting, protecting and enforcing rights may have a material adverse effect on the Subfunds and their operations. The Management Company acting on behalf of the Fund may rely on complex agreements, including but not limited to ISDA master agreements, confirmations, collateral arrangements and securities lending agreements. Such agreements may be subject to foreign laws, which may imply an additional legal risk and it cannot be excluded that such complex legal agreements, whether subject to Luxembourg or foreign law, may be held unenforceable by a competent court due to legal or regulatory developments or for any other reason.

### **Investment Risk**

#### ***Investments in Equities***

The risks associated with investments in equity (and equity-type) securities include in particular significant fluctuations in market prices, adverse issuer or market information and the subordinate status of equity compared to debt securities issued by the same company. Investors should also consider the risk attached to fluctuations in exchange rates, possible imposition of exchange controls and other restrictions.

#### ***Investments in Fixed Income Securities***

Investments in securities of issuers from different countries and denominated in different currencies offer potential benefits not available from investments solely in securities of issuers from a single country, but also involve certain significant risks that are not typically associated with investing in the securities of issuers located in a single country. Among the risks involved are fluctuations in interest rates as well as fluctuations in currency exchange rates (as further described above under section "Interest Rate Risk" and "Foreign Exchange Risk") and the possible imposition of exchange control regulations or other laws or restrictions applicable to such investments. A decline in the value of a particular currency in comparison with the Reference Currency of the Subfund would reduce the value of certain portfolio securities that are denominated in such a currency.

An issuer of securities may be domiciled in a country other than the country in whose currency the instrument is denominated. The values and relative yields of investments in the securities markets of different countries, and their associated risks, may fluctuate independently of each other.

As the Net Asset Value of a Subfund is calculated in its Reference Currency, the performance of investments denominated in a currency other than the Reference Currency will depend on the strength of such currency against the Reference Currency and on the interest rate environment in the country issuing the currency. In the absence of other events that could otherwise affect the value of non-Reference Currency investments (such as a change in the political climate or an issuer's credit quality), an increase in the value of the non-Reference Currency can generally be expected to increase the value of a Subfund's non-Reference Currency investments in terms of the Reference Currency.

The Subfunds may invest in investment grade debt securities. Investment grade debt securities are assigned ratings within the top rating categories by rating agencies on the basis of the creditworthiness or risk of default. Rating agencies review, from time to time, such assigned ratings and debt securities may therefore be downgraded in rating if economic circumstances impact the relevant debt securities issue. Moreover, the Subfunds may invest in debt instruments in the non investment grade sector (high yield debt securities). Compared to

investment grade debt securities, high yield debt securities are generally lower-rated securities and will usually offer higher yields to compensate for the reduced creditworthiness or increased risk of default attached to these debt instruments.

### **Investments in Warrants**

The leveraged effect of investments in warrants and the volatility of warrant prices make the risks attached to investments in warrants higher than in the case of investment in equities. Because of the volatility of warrants, the volatility of the unit price of any Subfund investing in warrants may potentially increase.

### **Investments in Target Funds**

Investors should note that investments in Target Funds may incur the same costs both at the Subfund level and at the level of the Target Funds. Furthermore, the value of the units or shares in the Target Funds may be affected by currency fluctuations, currency exchange transactions, tax regulations (including the levying of withholding tax) and any other economic or political factors or changes in the countries in which the Target Fund is invested, along with the risks associated with exposure to the emerging markets.

The investment of the Subfunds' assets in units or shares of Target Funds entails a risk that the redemption of the units or shares may be subject to restrictions, with the consequence that such investments may be less liquid than other types of investment.

### **Use of Derivatives**

While the use of financial derivative instruments can be beneficial, financial derivative instruments also involve risks different from, and, in certain cases, greater than, the risks presented by more traditional investments.

Derivatives are highly specialized financial instruments. The use of a derivative requires an understanding not only of the underlying instrument but also of the derivative itself, without there being any opportunity to observe the performance of the derivative under all possible market conditions.

If a derivative transaction is particularly large or if the relevant market is illiquid, it may not be possible to initiate a transaction or liquidate a position at an advantageous price.

Since many derivatives have a leverage component, adverse changes in the value or level of the underlying asset, rate or index may result in a loss substantially greater than the amount invested in the derivative itself.

The other risks associated with the use of derivatives include the risk of mispricing or improper valuation of derivatives and the inability of derivatives to correlate perfectly with underlying assets, rates and indices. Many derivatives are complex and are often valued subjectively. Improper valuations can result in increased cash payment requirements to counterparties or a loss of value to the Fund. Consequently, the Fund's use of derivatives may not always be an effective means of, and sometimes could be counterproductive to, furthering the Fund's investment objectives.

Derivative instruments also carry the risk that a loss may be sustained by the Fund as a result of the failure of the counterparty to a derivative to comply with the terms of the contract (as further described under "Counterparty Risk" above). The default risk for exchange-traded derivatives is generally less than for privately negotiated derivatives, since the clearing house, which is the issuer or counterparty to each exchange-traded derivative, provides a guarantee of performance. In addition, the use of credit derivatives (credit default swaps, credit linked notes) carries the risk of a loss arising for the Fund if one of the entities underlying the credit derivative defaults.

Moreover, OTC derivatives may bear liquidity risks. The counterparties with which the Management Company acting on behalf of the Fund effects transactions might cease making markets or quoting prices in certain of the instruments. In such cases, the Management Company might not be in a position to enter into a desired transaction in currencies

or credit default swaps or to enter into an offsetting transaction with respect to an open position which might adversely affect the Fund's performance. Unlike exchange-traded derivatives, forward, spot and option contracts on currencies do not provide the Management Company with the possibility to offset the Fund's obligations through an equal and opposite transaction. Therefore, through entering into forward, spot or options contracts, the Management Company may be required, and must be able, to perform its obligations under these contracts.

The use of derivative instruments may or may not achieve its intended objective.

### **Investments in Hedge Fund Indices**

In addition to the risks entailed in traditional investments (such as market, credit and liquidity risks), investments in hedge fund indices entail a number of specific risks that are set out below.

The hedge funds underlying the respective index, as well as their strategies, are distinguished from traditional investments primarily by the fact that their investment strategy may involve the short sale of securities and, on the other hand, by using borrowings and derivatives, a leverage effect may be achieved.

The leverage effect entails that the value of a fund's assets increases faster if capital gains arising from investments financed by borrowing exceed the related costs, notably the interest on borrowed monies and premiums payable on derivative instruments. A fall in prices, however, causes a faster decrease in the value of the Fund's assets. The use of derivative instruments, and in particular of short selling, can in extreme cases lead to a total loss in value.

Most of the hedge funds underlying the respective index were established in countries in which the legal framework, and in particular the supervision by the authorities, either does not exist or does not correspond to the standards applied in western Europe or other comparable countries. The success of hedge funds depends in particular on the competence of the fund managers and the suitability of the infrastructure available to them.

### **Investments in Commodity and Real Estate Indices**

Investments in products and/or techniques providing an exposure to commodity, hedge fund and real estate indices differ from traditional investments and entail additional risk potential (e.g. they are subject to greater price fluctuations). When included in a broadly diversified portfolio, however, investments in products and/or techniques providing an exposure to commodity and real estate indices generally show only a low correlation to traditional investments.

### **Investments in Illiquid Assets**

The Fund may invest up to 10% of the total net assets of each Subfund in transferable securities or money market instruments which are not traded on stock exchanges or regulated markets. It may therefore be the case that the Fund cannot readily sell such securities. Moreover, there may be contractual restrictions on the resale of such securities. In addition, the Fund may under certain circumstances trade futures contracts or options thereon. Such instruments may also be subject to illiquidity in certain situations when, for example, market activity decreases, or when a daily fluctuation limit has been reached. Most futures exchanges restrict the fluctuations in future contract prices during a single day by regulations referred to as "daily limits". During a single trading day no trades may be executed at prices above or below these daily limits. When the price of a futures contract has increased or decreased to the limit, positions can neither be purchased nor compensated. Futures prices have occasionally moved outside the daily limit for several consecutive days with little or no trading. Similar occurrences may prevent the Fund from promptly liquidating unfavourable positions and therefore result in losses.

For the purpose of calculating the Net Asset Value, certain instruments, which are not listed on an exchange, for which there is limited liquidity, will be valued based upon the average price taken from at least two major primary dealers. These prices may affect the price at which Units

are redeemed or purchased. There is no guarantee that in the event of a sale of such instruments the price thus calculated can be achieved.

### **Investments in Asset Backed Securities and Mortgage Backed Securities**

The Subfunds may have exposure to asset backed securities („ABS“) and mortgage backed securities („MBS“). ABS and MBS are debt securities issued by a special purpose vehicle (SPV) with the aim to pass through of liabilities of third parties other than the parent company of the issuer. Such securities are secured by an asset pool (mortgages in the case of MBS and various types of assets in the case of ABS). Compared to other traditional fixed income securities such as corporate or government issued bonds, the obligations associated with these securities may be subject to greater counterparty, liquidity and interest rate risks as well as other types of risks, such as reinvestment risk (arising from included termination rights, prepayment options), credit risks on the underlying assets and advance repayments of principal resulting in a lower total return (especially, if repayment of the debt is not concurrent with redemption of the assets underlying the claims).

ABS and MBS assets may be highly illiquid and therefore prone to substantial price volatility.

### **Small to medium-sized Companies**

A number of Subfunds may invest primarily in small and mid-cap companies. Investing in the securities of smaller, lesser-known companies involves greater risk and the possibility of greater price volatility due to the less certain growth prospects of smaller firms, the lower degree of liquidity of the markets for such stocks and the greater sensitivity of smaller companies to changing market conditions.

### **Investments in Russia**

Custodial and registration risk in investments in Russia

Although exposure to the Russian equity markets is substantially hedged through the use of GDRs and ADRs, individual Subfunds may, in accordance with their investment policy, invest in securities which require the use of local depository and/or custodial services. Currently, evidence of legal title to shares is maintained in “book-entry” form in Russia.

The Subfund will hold securities through the Depository that will open a foreign nominee holder account with a Russian custodian. Russian law provides that the Depository (as foreign nominee holder) will be under an obligation to “make all reasonable efforts within its control” to provide the Russian custodian or, at their request, the issuer, a Russian court, the Central Bank of the Russian Federation and Russian investigative authorities, with information on owners of securities, other persons exercising rights under securities and persons in whose interests such rights are exercised, and the number of the relevant securities.

It is plausible that the Depository should be able to comply with the obligation described above by providing information about the Subfund as owner of securities. However, it cannot be ruled out that information about the Subfund’s Unitholders including information about beneficial ownership of units held in the Subfund may also be requested. If such information is not provided by the Subfund and / or the Unitholder to the Depository, operations in the Depository’s foreign nominee holder account in Russia may be, as Russian law states, “prohibited or limited” by the Central Bank of the Russian Federation for up to six (6) months. Russian law is silent as to whether such six (6) months term can be extended, therefore, such extension(s) cannot be excluded for an undetermined period of time so that the final impact of the aforementioned prohibition or limitation of operations cannot reasonably be evaluated at this point in time.

The significance of the register is crucial to the custodial and registration process. Although independent registrars are subject to licensing and supervision by the Central Bank of Russia and may bear civil, as well as administrative liability for non-performance or undue performance of their obligations, it is, nevertheless, possible for the Subfund to lose its registration through fraud, negligence or mere oversight. Furthermore, although companies are required under Russian law to maintain independent registrars that meet certain statutory criteria, in practice

there may be instances where this regulation has not been complied with by the companies. Because of this lack of independence, the management of a company can potentially exert significant influence over the make-up of that company’s shareholder/unitholder base.

Distortion or destruction of the register could substantially impair, or in certain cases erase, the Subfund’s holdings of the relevant company’s shares/units. Neither the Subfund, the Investment Manager, the Depository, the Management Company, the board of directors of the Management Company nor any of their agents can make any representation or warranty about, or any guarantee of, the registrars’ actions or performance. Such risk will be borne by the Subfund. Although Russian law provides for the mechanism of restoration of the lost information in the register, there is no guidance on how this mechanism should operate in practice, and any potential dispute would be considered by a Russian court on a case-by-case basis.

The abovementioned amendments to the Russian Civil Code provide for unlimited protection of the “good faith purchaser” of equities acquired in the course of exchange trades. The only exception (which seems to be non-applicable) to this rule is the acquisition of such securities without consideration.

Direct investments in the Russian market are made in principle via equities or equity-type securities traded on the Moscow Exchange, in accordance with Chapter 5, “Investment Restrictions” and unless stipulated otherwise in Chapter 21 “Subfunds”. Any other direct investments, which are not made via the Moscow Exchange will fall within the 10%-rule of article 41 (2) a) of the the Law of 17 December 2010.

### **Hedged Unit Class Risk**

The hedging strategy applied to hedged Unit Classes may vary from one Subfund to another. Each Subfund will apply a hedging strategy which aims to reduce currency risk between the Reference Currency of the respective Subfund and the nominal currency of the hedged Unit Class while taking various practical considerations into account. The hedging strategy aims to reduce, however may not totally eliminate, currency exposure.

Investors should note that there is no segregation of liabilities between the individual Unit Classes within a Subfund. Hence, there is a risk that under certain circumstances, hedging transactions in relation to a hedged Unit Class could result in liabilities affecting the Net Asset Value of the other Unit Classes of the same Subfund. In such case assets of other Unit Classes of such Subfund may be used to cover the liabilities incurred by the hedged Unit Class.

### **Clearing and Settlement Procedures**

Different markets also have different clearing and settlement procedures. Delays in settlement may result in a portion of the assets of a Subfund remaining temporarily uninvested and no return is earned thereon. The inability of the Management Company to make intended security purchases due to settlement problems could cause a Subfund to miss attractive investment opportunities. The inability to dispose of portfolio securities due to settlement problems could result either in losses to a Subfund due to subsequent declines in value of the portfolio security or, if a Subfund has entered into a contract to sell the security, could result in possible liability to the purchaser.

### **Investment Countries**

The issuers of fixed income securities and the companies, the Units of which are purchased, are generally subject to different accounting, auditing and financial reporting standards in the different countries of the world. The volume of trading, volatility of prices and liquidity of issuers may vary from one market or country to another. In addition, the level of government supervision and regulation of securities exchanges, securities dealers and listed and unlisted companies is different throughout the world. The laws and regulations of some countries may restrict the Fund’s ability to invest in securities of certain issuers located in those countries.

### **Concentration on certain Countries/Regions**

Where a Subfund restricts itself to investing in securities of issuers located in a particular country or countries, such concentration will expose the Subfund to the risk of adverse social, political or economic events which may occur in that country or countries.

The risk increases if the country in question is an emerging market. Investments in these Subfunds are exposed to the risks which have been described; these may be exacerbated by the special factors pertaining to this emerging market.

### **Investments in Emerging Market Countries**

Investors should note that certain Subfunds may invest in less developed or emerging markets. Investing in emerging markets may carry a higher risk than investing in developed markets.

The securities markets of less developed or emerging markets are generally smaller, less developed, less liquid and more volatile than the securities markets of developed markets. In addition, there may be a higher than usual risk of political, economic, social and religious instability and adverse changes in government regulations and laws in less developed or emerging markets, which could affect the investments in those countries. The assets of Subfunds investing in such markets, as well as the income derived from the Subfund, may also be effected unfavourably by fluctuations in currency rates and exchange control and tax regulations and consequently the Net Asset Value of Units of these Subfunds may be subject to significant volatility. Also, there might be restrictions on the repatriation of the capital invested.

Some of these markets may not be subject to accounting, auditing and financial reporting standards and practices comparable to those of more developed countries and the securities markets of such markets may be subject to unexpected closure. In addition, there may be less government supervision, legal regulation and less well defined tax laws and procedures than in countries with more developed securities markets.

Moreover, settlement systems in emerging markets may be less well organised than in developed markets. Thus, there may be a risk that settlement may be delayed and that cash or securities of the concerned Subfunds may be in jeopardy because of failures or of defects in the systems. In particular, market practice may require that payment shall be made prior to receipt of the security which is being purchased or that delivery of a security must be made before payment is received. In such cases, default by a broker or bank through whom the relevant transaction is effected might result in a loss being suffered by the Subfunds investing in emerging market securities.

It must also be borne in mind that companies are selected regardless of their market capitalization (micro, small, mid, large caps), sector or geographical location. This may lead to a concentration in geographical or sector terms.

Subscriptions in the relevant Subfunds are thus only suitable for investors who are fully aware of, and able to bear, the risks related to this type of investment.

### **Industry/Sector Risk**

The Subfunds may invest in specific industries or sectors or a group of related industries. These industries or sectors may, however, be affected by market or economic factors, which could have a major effect on the value of the Subfunds' investments.

### **Repurchase and Reverse Repurchase Agreements**

Repurchase and reverse repurchase agreements involve certain risks and there can be no assurance that the objective sought to be obtained from the use of such transactions will be achieved.

The principal risk when engaging in repurchase and reverse repurchase agreements is the risk of default by a counterparty who has become insolvent or is otherwise unable or refuses to honour its obligations to return securities or cash to the Subfund as required by the terms of the transaction. Counterparty risk is generally mitigated by the transfer or pledge of collateral in favour of the Subfund. However, repurchase and reverse repurchase agreements may not be fully collateralised. Fees

and returns due to the Subfund under repurchase and reverse repurchase agreements may not be collateralised. In addition, the value of collateral may decline between collateral rebalancing dates or may be incorrectly determined or monitored. In such a case, if a counterparty defaults, the Subfund may need to sell non-cash collateral received at prevailing market prices, thereby resulting in a loss to the respective Subfund.

Repurchase and reverse repurchase agreements also entail liquidity risks due, inter alia, to locking cash or securities positions in transactions of excessive size or duration relative to the liquidity profile of the Subfund or delays in recovering cash or securities paid to the counterparty. These circumstances may delay or restrict the ability of the Subfund to meet redemption requests.

Repurchase and reverse repurchase agreements also entail operational risks such as the non-settlement or delay in settlement of instructions, failure or delays in satisfying delivery obligations under sales of securities and legal risks related to the documentation used in respect of such transactions.

The Fund may enter into repurchase and reverse repurchase agreements with other companies in the Credit Suisse group. Affiliated counterparties, if any, will perform their obligations under any repurchase and reverse repurchase agreements concluded with the Fund in a commercially reasonable manner. In addition, the Fund will select counterparties and enter into transactions in accordance with best execution and at all times in the best interests of the respective Subfund and its Unitholders.

Counterparties in repurchase and reverse repurchase agreements may be engaged in activities that might result in conflicts of interests with adverse effect on the performance of the Subfund. In such circumstances, the counterparties will undertake to use their reasonable endeavours to resolve any such conflicts of interest fairly (having regard to their respective obligations and duties) and to ensure that the interests of the Subfund and its Unitholders are not unfairly prejudiced.

### **Collateral Management**

Risks linked to the management of collateral will be identified, managed and mitigated in accordance with the risk management policy applied by the Fund.

Counterparty risk arising from investments in OTC financial derivative instruments and securities lending transactions, is generally mitigated by the transfer or pledge of collateral in favor of the Subfund. However, transactions may not be fully collateralised. Fees and returns due to the respective subfund may not be collateralised.

In addition, the exchange of collateral involves further risks, such as operational risk relating to the actual exchange, transfer and booking of the collateral. Collateral received under a title transfer will be held by the Depositary in accordance with the terms and provisions of the Depositary Agreement. Collateral can also be held by a third party custodian which is subject to prudential supervision, and which is unrelated to the provider of the collateral. The use of a third party custodian may involve additional operational, clearing, settlement and counterparty risks.

Collateral received in form of transferable securities is subject to market risk. Although the Fund tries to reduce its risk by applying appropriate haircuts, daily collateral valuation and requesting high quality collateral, such risk cannot be entirely avoided. If a counterparty defaults, the Subfund may need to sell non-cash collateral received at prevailing market prices. In such a case the Subfund could realize a loss due, inter alia, to inaccurate pricing or monitoring of the collateral, adverse market movements, deterioration in the credit rating of issuers of the collateral or illiquidity of the market on which the collateral is traded. Difficulties in selling collateral may delay or restrict the ability of the subfund to meet redemption requests.

A Subfund may also incur a loss in reinvesting cash collateral received. Such a loss may arise due to a decline in the value of the investments made. A decline in the value of such investments would reduce the amount of collateral available to be returned by the Subfund to the counterparty as required by the terms of the transaction. The Subfund would be required to cover the difference in value between the collateral

originally received and the amount available to be returned to the counterparty, thereby resulting in a loss to the Subfund.

### Sustainability risks

Sustainability risk means an environmental, social or governance event or condition that, if it occurs, could cause an actual or a potential material negative impact on the value of an investment (**Sustainability Risk**). Each of the Management Company and the Investment Manager has adopted a policy with respect of the integration of Sustainability Risks in the investment decision making process for the Fund with the purpose of identifying, assessing and, where possible and appropriate, seeking to manage these Sustainability Risks.

Neither the Management Company nor the Investment Manager guarantees that the Investments made by the Fund are not subject to Sustainability Risks to any extent. Sustainability Risks may have an impact on long-term risk adjusted returns for Investors. If such Sustainability Risks materialize in respect of any Investment, they may have a negative impact on the financial performance of the relevant investment(s) and as a result on the performance of the Fund's portfolio as a whole and the financial returns to the Investors.

### Taxation

The proceeds from the sale of securities in some markets or the receipt of any dividends and other income may be or may become subject to tax, levies, duties or other fees or charges imposed by the authorities in that market, including taxation levied by withholding at source.

It is possible that the tax law (and/or the current interpretation of the law) as well as the practice in countries, into which the Subfunds invest or may invest in the future, might change. As a result, the Fund could become subject to additional taxation in such countries that is not anticipated either at the date of this Prospectus or when investments are made, valued or disposed of.

### FATCA

Capitalized terms used in this section have the meaning as set forth in the Luxembourg amended law dated 24 July 2015 (the "FATCA Law"), unless provided otherwise herein.

The Fund may be subject to regulations imposed by foreign regulators, in particular FATCA. FATCA provisions generally impose a reporting to the U.S. Internal Revenue Service of non-U.S. financial institutions that do not comply with FATCA and U.S. persons' (within the meaning of FATCA) direct and indirect ownership of non-U.S. accounts and non-U.S. entities. Failure to provide the requested information will lead to a 30% withholding tax applying to certain U.S. source income (including dividends and interest) and gross proceeds from the sale or other disposal of property that can produce U.S. source interest or dividends.

Under the terms of FATCA, the Fund will be treated as a Foreign Financial Institution (within the meaning of FATCA). As such, the Management Company may require all investors to provide documentary evidence of their tax residence and all other information deemed necessary to comply with the above mentioned regulations.

Should the Fund become subject to a withholding tax as a result of FATCA, the value of the Units held by all Unitholders may be materially affected.

The Fund and/or its Unitholders may also be indirectly affected by the fact that a non U.S. financial entity does not comply with FATCA regulations even if the Fund satisfies with its own FATCA obligations.

Despite anything else herein contained, the Fund shall have the right to:

- withhold any taxes or similar charges that it is legally required to withhold by applicable laws and regulations in respect of any withholding in the Fund;
- require any Unitholder or beneficial owner of the Units to promptly furnish such personal data as may be required by the Management Company in order to comply with applicable laws and regulations and/or to promptly determine the amount of withholding to be retained;
- divulge any such personal information to the Luxembourg tax authority, as may be required by applicable laws or regulations or requested by such authority; and

- delay payments of any dividend or redemption proceeds to a Unitholder until the Fund holds sufficient information to comply with applicable laws and regulations or determine the correct amount to be withheld.

### Common Reporting Standard

The Fund may be subject to the Standard for Automatic Exchange of Financial Account Information in Tax matters (the "Standard") and its Common Reporting Standard (the "CRS") as set out in the Luxembourg law dated 18 December 2015 implementing Council Directive 2014/107/EU of 9 December 2014 as regards mandatory automatic exchange of information in the field of taxation (the "CRS-Law").

Capitalized terms used in this section have the meaning as set forth in the CRS-Law, unless provided otherwise herein.

Under the terms of the CRS-Law, the Fund is likely to be treated as a Luxembourg Reporting Financial Institution. As such, as of 30 June 2017 and without prejudice to other applicable data protection provisions, the Management Company, acting on behalf of the Fund, will be required to annually report to the Luxembourg tax authority personal and financial information related, inter alia, to the identification of, holdings by and payments made to (i) certain unitholders as per the CRS-Law (the "Reportable Persons") and (ii) Controlling Persons of certain non-financial entities ("NFEs") which are themselves Reportable Persons. This information, as exhaustively set out in Annex I of the CRS-Law (the "Information"), will include personal data related to the Reportable Persons.

The Management Company's ability to satisfy its Fund's reporting obligations under the CRS-Law will depend on each Unitholder providing the Management Company with the Information, along with the required supporting documentary evidence. In this context, the Unitholders are hereby informed that, as data controller, the Management Company will process the Information for the purposes as set out in the CRS-Law. The Unitholders undertake to inform their Controlling Persons, if applicable, of the processing of their Information by the Management Company.

The term "Controlling Person" means in the present context any natural persons who exercise control over an entity. In the case of a trust it means the settlor(s), the trustee(s), the protector(s) (if any), the beneficiary(ies) or class(es) of beneficiaries, and any other natural person(s) exercising ultimate effective control over the trust, and in the case of a legal arrangement other than a trust, persons in equivalent or similar positions. The term "Controlling Persons" must be interpreted in a manner consistent with the Financial Action Task Force Recommendations.

The Unitholders are further informed that the Information related to Reportable Persons within the meaning of the CRS-Law will be disclosed to the Luxembourg tax authority annually for the purposes set out in the CRS-Law. In particular, Reportable Persons are informed that certain operations performed by them will be reported to them through the issuance of statements, and that part of this information will serve as a basis for the annual disclosure to the Luxembourg tax authority.

Similarly, the Unitholders undertake to inform the Management Company within thirty (30) days of receipt of these statements should any included personal data be not accurate. The Unitholders further undertake to immediately inform the Management Company of, and provide the Management Company with all supporting documentary evidence of any changes related to the Information after occurrence of such changes.

Any Unitholder that fails to comply with the Management Company's Information or documentation requests may be held liable for penalties imposed on the Management Company and attributable to such Unitholder's failure to provide the Information.

## 7. Net Asset Value

### i. General

Unless stated otherwise specified in Chapter 21, "Subfunds", the Net Asset Value of the Units of each Subfund shall be calculated under the responsibility of the Management Company in Luxembourg as of each Banking Day (each such day being referred to as a "Valuation Day").

In case the Valuation Day is not a Banking Day, the Net Asset Value of that Valuation Day will be calculated as of the next following Banking Day. If a Valuation Day falls on a day which is a holiday in countries whose stock exchanges or other markets are decisive for valuing the majority of a Subfund's assets, the Management Company may decide, by way of exception, that the Net Asset Value of the Units of this Subfund will not be determined as of such days.

For determining the Net Asset Value, the assets and liabilities of the Fund shall be allocated to the Subfunds (and to the individual Classes within each Subfund), the calculation is carried out by dividing the Net Asset Value of the Subfund by the total number of Units outstanding for the relevant Subfund or the relevant Class. If the Subfund in question has more than one Class, that portion of the Net Asset Value of the Subfund attributable to the particular Class will be divided by the number of issued Units of that Class.

The Net Asset Value of an Alternate Currency Class shall be calculated first in the Reference Currency of the relevant Subfund.

The Net Asset Value of the Alternate Currency Class shall be calculated through conversion at those rates between the Reference Currency and the Alternate Currency of the relevant Class which are determined on any Valuation Day at 4 p.m. (GMT).

The Net Asset Value of the Alternate Currency Class will in particular reflect the costs and expenses incurred for the currency conversion in connection with the subscription, redemption and conversion of Units in this Class and for hedging the currency risk.

Unless otherwise specified in Chapter 21, "Subfunds", the assets of each Subfund shall be valued as follows:

- a) Securities which are listed or regularly traded on a stock exchange shall be valued at the last available traded price. If such a price is not available for a particular trading day, but a closing mid-price (the mean of the closing bid and ask prices) or a closing bid price is available, the closing mid-price, or alternatively the closing bid price, may be taken as a basis for the valuation.
- b) If a security is traded on several stock exchanges, the valuation shall be made by reference to the exchange which is the main market for this security.
- c) In the case of securities for which trading on a stock exchange is not significant but which are traded on a secondary market with regulated trading among securities dealers (with the effect that the price reflects market conditions), the valuation may be based on this secondary market.
- d) Securities traded on a regulated market shall be valued in the same way as those listed on a stock exchange.
- e) Securities that are not listed on a stock exchange and are not traded on a regulated market shall be valued at their last available market price. If no such price is available, the Management Company shall value these securities in accordance with other criteria to be established by the Management Company and on the basis of the probable sales price, the value of which shall be estimated with due care and in good faith.
- f) Derivatives shall be treated in accordance with the above. OTC swap transactions will be valued on a consistent basis based on bid, offer or mid prices as determined in good faith pursuant to procedures established by the Management Company. When deciding whether to use the bid, offer or mid prices the Management Company will take into consideration the anticipated subscription or redemption flows, among other parameters. If, in the opinion of the Management Company, such values do not reflect the fair market value of the relevant OTC swap transactions, the value of such OTC swap transactions will be determined in good faith by the Management Company or by such other method as it deems in its discretion appropriate.
- g) The valuation price of a money market instrument which has a maturity or remaining term to maturity of less than twelve (12) months and does not have any specific sensitivity to market parameters, including credit risk, shall, based on the net acquisition price or on the price at the time when the investment's remaining term to maturity falls below twelve (12) months, be progressively adjusted to the repayment price while keeping the resulting investment return constant. In the event of a significant change in

market conditions, the basis for the valuation of different investments shall be brought into line with the new market yields.

- h) Units or shares of UCITS or UCI shall be valued on the basis of their most recently calculated net asset value, where necessary by taking due account of the redemption fee. Where no net asset value and only buy and sell prices are available for units or shares of UCITS or other UCI, the units or shares of such UCITS or UCIs may be valued at the mean of such buy and sell prices.
- i) The value of credit default swaps is calculated on a regular basis using comprehensible, transparent criteria. The Management Company and the Independent Auditor shall monitor the comprehensibility and transparency of the valuation methods and their application.
- j) Liquid assets, fiduciary and fixed-term deposits shall be valued at their respective nominal value plus accrued interest.

The amounts resulting from such valuations shall be converted into the Reference Currency of each Subfund at those rates, which are determined on any Valuation Day at 4 p.m. (GMT). Foreign exchange transactions conducted for the purpose of hedging currency risks shall be taken into consideration when carrying out this conversion.

If a valuation in accordance with the above rules is rendered impossible or incorrect due to particular or changed circumstances, the Management Company shall be entitled to use other generally recognized and auditable valuation principles in order to reach a proper valuation of the Subfund's assets. The Net Asset Value shall be rounded up or down, as the case may be, to the next smallest unit of the Reference Currency which is currently used unless otherwise specified in Chapter 21, "Subfunds".

The Net Asset Value of one or more Classes may also be converted into other currencies at those rates, which are determined on any Valuation Day at 4 p.m. (GMT), should the Management Company decide to effect the issue and redemption of Units in one or more other currencies. Should the Management Company determine such currencies, the Net Asset Value of the Units in these currencies shall be rounded up or down to the next smallest unit of currency.

In exceptional circumstances, further valuations may be carried out on the same day; such valuations will be valid for any applications for subscription and/or redemption subsequently received.

The total Net Asset Value of the Fund shall be calculated in the Fund's Reference Currency.

## ii. Adjustment of the Net Asset Value (Single Swing Pricing)

In order to protect Unitholders and subject to the conditions set out in Chapter 21, "Subfunds", the Net Asset Value per Unit Class of a Subfund may be adjusted upwards or downwards by a maximum percentage ("swing factor"), in the event of a net surplus of subscription or redemption applications on a particular Valuation Day. In such case the same Net Asset Value applies to all incoming and outgoing investors on that particular Valuation Day.

The adjustment of the Net Asset Value aims to cover in particular but not exclusively, transaction costs, tax charges and bid/offer spreads incurred by the respective Subfund due to subscriptions, redemptions and/or conversions in and out of the Subfund. Unitholders would no longer have to indirectly bear these costs, since they are directly integrated into the calculation of the Net Asset Value and hence, are borne by incoming and outgoing investors.

Such adjustment may vary and will not exceed 2% of the original Net Asset Value per Unit.

The Net Asset Value may be adjusted on every Valuation Day on a net deal basis. The board of directors of the Management Company can set a threshold (net capital flows that needs to be exceeded) to apply the adjustment to the Net Asset Value. Unitholders should note that the performance calculated on the basis of the adjusted Net Asset Value might not reflect the true portfolio performance as a consequence of the adjustment of the Net Asset Value.

## 8. Expenses and Taxes

### i. Taxation of the Fund

The following information is of a general nature only and is based on the laws presently in force in Luxembourg, though it is not intended to be, nor should it be construed to be, legal or tax advice. Prospective investors in the Units should therefore consult their own professional advisers as to the effects of state, local or foreign laws, including Luxembourg tax law, to which they may be subject.

#### Subscription tax

The following summary is based on the laws and practices currently applicable in the Grand Duchy of Luxembourg and is subject to changes thereto.

Unless otherwise specified in Chapter 21, "Subfunds", the Fund's assets are subject to a tax ("*taxe d'abonnement*") in the Grand Duchy of Luxembourg of 0.05% p. a., payable quarterly.

This rate is however of 0.01% per annum for:

- individual Subfunds the exclusive object of which is the collective investment in money market instruments and the placing of deposits with credit institutions;
- individual Subfunds the exclusive object of which is the collective investment in deposits with credit institutions; and,
- individual Subfunds as well as for individual Classes, provided that the Units of such Subfund or Class are reserved to one or more institutional investors (defined as investors referred to in Article 174, para. 2, lit. c) of the Law of 17 December 2010 and meeting the conditions resulting from the Luxembourg regulator's administrative practice).

The Net Asset Value of each Subfund at the end of each quarter is taken as the basis for calculation.

Are exempt from the subscription tax, among others:

- the value of the assets of a Subfund represented by units or shares held in other UCIs, provided such units or shares have already been subject to the subscription tax;
- individual Subfunds (i) whose securities are reserved for institutional investors, (ii) whose exclusive object is the collective investment in money market instruments and the placing of deposits with credit institutions, (iii) whose weighted residual portfolio maturity must not exceed ninety (90) days, and (iv) which have obtained the highest possible rating from a recognized rating agency; and
- Subfunds whose Units are reserved for (i) institutions for occupational retirement provision, or similar investment vehicles, created on the initiative of a same group for the benefit of its employees and (ii) undertakings of this same group investing funds they hold, to provide retirement benefits to their employees.

#### Income Tax

The Fund will be considered as transparent for Luxembourg tax purposes and will not be subject to Luxembourg direct taxes (i.e. corporate income tax, municipal business tax and net wealth tax).

#### Withholding tax

Under current Luxembourg tax law, there is no tax on any distribution, redemption or payment made by the Management Company acting on behalf of the Fund to the Unitholders.

Dividends, interest, income and gains received by the Fund on its investments may be subject to non-recoverable withholding tax or other taxes in the countries of origin.

#### VAT

The Management Company is considered in Luxembourg as a taxable person for value added tax ("VAT") purposes without input VAT deduction right. A VAT exemption applies in Luxembourg for services qualifying as fund management services. Other services supplied to the Fund could potentially trigger VAT and require the VAT registration of the Management Company in Luxembourg as to self-assess the VAT regarded as due in Luxembourg on taxable services (or goods to some extent) purchased from abroad.

No VAT liability in principle arises in Luxembourg in respect of any payments by the Management Company acting on behalf of the Fund to the Unitholders to the extent such payments are linked to their subscription to the Units and do therefore not constitute the consideration received for any taxable services supplied.

#### Other taxes

Under Luxembourg tax law, neither the issuance nor the transfer, repurchase or redemption of Units will give rise to any Luxembourg registration tax or similar taxes.

However, a fixed or *ad valorem* registration duty may be due upon the registration of the Units in Luxembourg in the case where the Units are physically attached to a public deed or to any other document subject to mandatory registration, as well as in the case of a registration of the Units on a voluntary basis.

#### Certain U.S. Regulatory and Tax Matters – Foreign Account Tax Compliance

The Foreign Account Tax Compliance provisions of the Hiring Incentives to Restore Employment Act (commonly known as "FATCA") generally impose a new reporting regime and potentially a 30% withholding tax with respect to (i) certain US source income (including dividends and interest) and gross proceeds from the sale or other disposal of property that can produce US source interest or dividends ("Withholdable Payments") and (ii) a portion of certain non-US source payments from non-US entities that have not entered into FFI Agreements (as defined below) to the extent attributable to Withholdable Payments ("Passthru Payments"). As a general matter, the new rules are designed to require US Persons' direct and indirect ownership of non-US accounts and non-US entities to be reported to the US Internal Revenue Service (the "IRS"). The 30% withholding tax regime applies if there is a failure to provide required information regarding US ownership.

Generally, the new rules will subject all Withholdable Payments and Passthru Payments received by the Fund to 30% withholding tax (including the share that is allocable to Non-US Investors) unless the Management Company acting on behalf of the Fund enters into an agreement (a "FFI Agreement") with the IRS to provide information, representations and waivers of non-US law (including any information notice relating to data protection) as may be required to comply with the provisions of the new rules, including, information regarding its direct and indirect US accountholders, or otherwise qualifies for an exemption, including an exemption under an intergovernmental agreement (or "IGA") between the United States and a country in which the non-US entity is resident or otherwise has a relevant presence.

The governments of Luxembourg and the United States have entered into an IGA regarding FATCA. Provided the Management Company acting on behalf of the Fund adheres to any applicable terms of the IGA, the Fund will not be subject to withholding or generally required to withhold amounts on payments it makes under FATCA. Additionally, the Management Company, acting on behalf of the Fund, will not have to enter into an FFI agreement with the IRS and instead will be required to obtain information regarding its Fund's Unitholders and to report such information to the Luxembourg government, which, in turn, will report such information to the IRS.

Any tax caused by a Unitholder's failure to comply with FATCA will be borne by such Unitholder.

Each prospective investor and each Unitholder should consult its own tax advisors regarding the requirements under FATCA with respect to its own situation.

Each Unitholder and each transferee of a Unitholder's interest in any Subfund shall furnish (including by way of updates) to the Management Company, or any third party designated by the Management Company (a "Designated Third Party"), in such form and at such time as is reasonably requested by the Management Company (including by way of electronic certification) any information, representations, waivers and forms relating to the Unitholder (or the Unitholder's direct or indirect owners or account holders) as shall reasonably be requested by the Management Company or the Designated Third Party to assist it in obtaining any exemption, reduction or refund of any withholding or other taxes imposed by any taxing authority or other governmental agency (including withholding taxes imposed pursuant to the Hiring Incentives to Restore Employment Act of 2010, or any similar or successor legislation or intergovernmental agreement, or any agreement entered into pursuant to any such legislation or intergovernmental agreement) upon the Management Company or the Fund, amounts paid to the Fund,

or amounts allocable or distributable by the Fund to such Unitholder or transferee. In the event that any Unitholder or transferee of a Unitholder's interest fails to furnish such information, representations, waivers or forms to the Management Company or the Designated Third Party, the Management Company or the Designated Third Party shall have full authority to take any and all of the following actions: (i) withhold any taxes required to be withheld pursuant to any applicable legislation, regulations, rules or agreements; (ii) redeem the Unitholder's or transferee's interest in any Subfund, and (iii) form and operate an investment vehicle organized in the United States that is treated as a "domestic partnership" for purposes of section 7701 of the Internal Revenue Code of 1986, as amended and transfer such Unitholder's or transferee's interest in any Subfund or interest in such Subfund assets and liabilities to such investment vehicle. If requested by the Management Company or the Designated Third Party, the Unitholder or transferee shall execute any and all documents, opinions, instruments and certificates as the Management Company or the Designated Third Party shall have reasonably requested or that are otherwise required to effectuate the foregoing. Each Unitholder hereby grants to the Management Company or the Designated Third Party a power of attorney, coupled with an interest, to execute any such documents, opinions, instruments or certificates on behalf of the Unitholder, if the Unitholder fails to do so.

The Management Company or the Designated Third Party may disclose information regarding any Unitholder (including any information provided by the Unitholder pursuant to this Chapter) to any person to whom information is required or requested to be disclosed by any taxing authority or other governmental agency including transfers to jurisdictions which do not have strict data protection or similar laws, to enable the Management Company and the Fund to comply with any applicable law or regulation or agreement with a governmental authority.

Each Unitholder hereby waives all rights it may have under applicable bank secrecy, data protection or similar legislation that would otherwise prohibit any such disclosure and warrants that each person whose information it provides (or has provided) to the Management Company or the Designated Third Party has been given such information, and has given such consent, as may be necessary to permit the collection, processing, disclosure, transfer and reporting of their information as set out in this Chapter and this paragraph.

The Management Company or the Designated Third Party may enter into agreements on behalf of the Fund with any applicable taxing authority (including any agreement entered into pursuant to the Hiring Incentives to Restore Employment Act of 2010, or any similar or successor legislation or intergovernmental agreement) to the extent it determines such an agreement is in the best interest of the Fund or any Unitholder.

#### **Data Protection Information in the Context of FATCA Processing**

In accordance with the FATCA Law, Luxembourg Financial Institutions ("FI") are required to report to the Luxembourg tax authority (i.e. Administration des Contributions Directes, the "Luxembourg Tax Authority") information regarding reportable persons such as defined in the FATCA Law.

The Fund is considered a sponsored entity and as such as a non-reporting Luxembourg financial institution and shall be treated as deemed compliant foreign FI as foreseen by FATCA. The Fund is the data controller and processes personal data of Unitholders and Controlling Persons as reportable persons for FATCA purposes.

The Fund processes personal data concerning Unitholders or their Controlling Persons for the purpose of complying with the Fund's legal obligations under the FATCA Law. These personal data include the name, date and place of birth, address, U.S. tax identification number, the country of tax residence and residence address, the phone number, the account number (or functional equivalent), the account balance or value, the total gross amount of interest, the total gross amount of dividends, the total gross amount of other income generated with respect to the assets held in the account, the total gross proceeds from the sale or redemption of property paid or credited to the account, the total gross amount of interest paid or credited to the account, the total gross amount paid or credited to the Unitholder with respect to the account, standing instructions to transfer funds to an account maintained in the United States, and any other relevant information in relation to the Unitholders or their Controlling Persons for the purposes of the FATCA Law (the "FATCA Personal Data").

The FATCA Personal Data will be reported by the Management Company or the Central Administration, as applicable, to the Luxembourg Tax Authority. The Luxembourg Tax Authority, under its own responsibility, will in turn pass on the FATCA Personal Data to the IRS in application of the FATCA Law.

In particular, Unitholders and Controlling Persons are informed that certain operations performed by them will be reported to them through the issuance of statements, and that part of this information will serve as a basis for the annual disclosure to the Luxembourg Tax Authority.

FATCA Personal Data may also be processed by the Fund's data processors ("Processors") which, in the context of FATCA processing, may include the Management Company of the Fund and the Central Administration of the Fund.

The Fund's ability to satisfy its reporting obligations under the FATCA Law will depend on each Unitholder or Controlling Person providing the Management Company with the FATCA Personal Data, including information regarding direct or indirect owners of each Unitholder, along with the required supporting documentary evidence. Upon request of the Management Company, each Unitholder or Controlling Person must provide the Management Company with such information. Failure to do so within the prescribed timeframe may trigger a notification of the account to the Luxembourg Tax Authority.

Although the Fund will attempt to satisfy any obligation imposed on it to avoid any taxes or penalties imposed by the FATCA Law, no assurance can be given that the Fund will be able to satisfy these obligations. If the Fund becomes subject to a tax or penalty as result of the FATCA Law, the value of the Units may suffer material losses.

Any Unitholder or Controlling Person that fails to comply with the Fund's documentation requests may be charged with any taxes and penalties of the FATCA law imposed on the Fund (inter alia: withholding under section 1471 of the U.S. Internal Revenue Code, a fine of up to 250.000 euros or a fine of up to 0,5 per cent of the amounts that should have been reported and which may not be less than 1.500 euros) attributable to such Unitholder's or Controlling Person's failure to provide the information and the Management Company may on behalf of the Fund, in its sole discretion, redeem the Units of such Unitholders.

Unitholders and Controlling Persons should consult their own tax advisor or otherwise seek professional advice regarding the impact of the FATCA Law on their investment.

FATCA Personal Data will be processed in accordance with the provisions of the data protection notice, which will be made available in the application form issued by the Management Company to the investors.

#### **Automatic Exchange of Information**

On 9 December 2014, the Council of the EU adopted the Directive 2014/107/EU amending the Directive 2011/16/EU of 15 February 2011 on administrative cooperation in the field of taxation which now provides for an automatic exchange of financial account information between EU Member States ("DAC Directive"). The adoption of the aforementioned directive implements the OECD's CRS and generalizes the automatic exchange of information within the EU as of 1 January 2016.

In addition, Luxembourg signed the OECD's multilateral competent authority agreement ("Multilateral Agreement") to automatically exchange information between financial authorities. Under this Multilateral Agreement, Luxembourg automatically exchanges financial account information with other participating jurisdictions since 1 January 2016. The CRS-Law implements this Multilateral Agreement, jointly with the DAC Directive introducing the CRS in Luxembourg law.

#### **Data protection information in the context of CRS processing**

In accordance with the CRS-Law, FI are required to report to the Luxembourg Tax Authority information regarding Reportable Persons such as defined in the CRS-Law.

As Luxembourg Reporting FI, the Fund is the data controller and processes personal data of Unitholders and Controlling Persons as Reportable Persons for the purposes set out in the CRS-Law.

In this context, the Management Company acting on behalf of the Fund may be required to report to the Luxembourg Tax Authority the name,

residence address, TIN(s), the date and place of birth, the country of tax residence(s), the phone number, the account number (or functional equivalent), standing instructions to transfer funds to an account maintained in a foreign jurisdiction, the account balance or value, the total gross amount of interest, the total gross amount of dividends, the total gross amount of other income generated with respect to the assets held in the account, the total gross proceeds from the sale or redemption of property paid or credited to the account, the total gross amount of interest paid or credited to the account, the total gross amount paid or credited to the Unitholder with respect to the account, as well as any other information required by applicable laws of i) each Reportable Person that is an account holder, ii) and, in the case of a Passive NFE within the meaning of the CRS-Law, of each Controlling Person that is a Reportable Person (the "CRS Personal Data").

CRS Personal Data regarding the Unitholders or the Controlling Persons will be reported by the Reporting FI to the Luxembourg Tax Authority. The Luxembourg Tax Authority, under its own responsibility, will in turn pass on the CRS Personal Data to the competent tax authorities of one or more Reportable Jurisdiction(s). The Fund processes the CRS Personal Data regarding the Unitholders or the Controlling Persons only for the purpose of complying with the Fund's legal obligations under the CRS Law.

In particular, Unitholders and Controlling Persons are informed that certain operations performed by them will be reported to them through the issuance of statements, and that part of this information will serve as a basis for the annual disclosure to the Luxembourg Tax Authority.

CRS Personal Data may also be processed by the Fund's data processors ("Processors") which, in the context of CRS processing, may include the Management Company of the Fund and the Central Administration of the Fund.

The Fund's ability to satisfy its reporting obligations under the CRS-Law will depend on each Unitholder or Controlling Person providing the Fund with the CRS Personal Data, including information regarding direct or indirect owners of each Unitholder, along with the required supporting documentary evidence. Upon request of the Management Company, each Unitholder or Controlling Person must provide the Management Company with such information. Failure to do so within the prescribed timeframe may trigger a notification of the account to the Luxembourg Tax Authority.

Although the Fund will attempt to satisfy any obligation imposed on it to avoid any taxes or penalties imposed by the CRS-Law, no assurance can be given that the Fund will be able to satisfy these obligations. If the Fund becomes subject to a tax or penalty as result of the CRS-Law, the value of the Units may suffer material losses.

Any Unitholder or Controlling Person that fails to comply with the Fund's documentation requests may be charged with any taxes and penalties of the CRS-Law imposed on the Fund (inter alia: a fine of up to 250.000 euros or a fine of up to 0,5 per cent of the amounts that should have been reported and which may not be less than 1.500 euros) attributable to such Unitholder's or Controlling Person's failure to provide the information and the Fund may, in its sole discretion, redeem the Units of such Unitholder.

Unitholders should consult their own tax advisor or otherwise seek professional advice regarding the impact of the CRS-Law on their investment.

CRS Personal Data will be processed in accordance with the provisions of the data protection notice which will be made available in the application form issued by the Management Company to the investors.

## ii. Expenses

Apart from the above-mentioned "*taxe d'abonnement*", the Fund shall bear the costs specified below, unless otherwise specified in Chapter 21, "Subfunds":

- a) All taxes which may be payable on the assets, income and expenses chargeable to the Fund;
- b) Standard brokerage and bank charges incurred by the Fund through securities transactions in relation to the portfolio (these charges shall be included in the acquisition cost of such securities and deducted from the sale proceeds);

- c) A monthly central administration fee for the Central Administration, calculated on the average Net Asset Value of the relevant Class and payable at the beginning of the next month. The central administration fee may be charged at different rates for individual Subfunds and Classes within a Subfund or may even be waived. Further details of the central administration fee may be found in Chapter 21, "Subfunds";
- d) In addition to the central administration fee, the Central Administration is entitled to an annual fee to be paid out of the net assets of the relevant Subfund for its services as registrar and transfer agent as further disclosed in Chapter 21, "Subfunds";
- e) A monthly management fee for the Management Company, calculated on the average Net Asset Value of the relevant Class during the month and payable at the beginning of the next following month. The management fee may be charged at different rates for individual Subfunds and Classes within a Subfund or may even be waived. Further details of the management fee may be found in Chapter 21, "Subfunds";
- f) A monthly investment management fee for the Investment Manager(s) and the Distributors, calculated on the average Net Asset Value of the relevant Class during the month and payable at the beginning of the next following month. If the Management Company pays the Distributors directly, the investment management fee will be reduced accordingly;
- g) Fees incurred in connection with the RBO services and the AML/CTF compliance officer services;
- h) Possible, additional performance-related fees for the relevant Subfund, which are set out in Chapter 21, "Subfunds";
- i) Fees payable to the Depository, which are based on the net assets of the respective Subfund and/or the value of transferable securities and other assets held or determined as a fixed sum; the fees payable to the Depository may not exceed the pre-determined percentage amount although in certain cases the transaction fees and the fees of the Depository's correspondents may be charged additionally. Further details concerning the fees payable to the Depository can be found in Chapter 21, "Subfunds";
- j) Fees payable to the paying agents (in particular, a coupon payment commission), transfer agents and the authorised representatives in the countries of registration;
- k) All other charges incurred for sales activities (in particular, registration fees) and other services rendered to the Fund but not mentioned in the present section; for certain Classes, these fees may be borne in full or in part by the Investment Manager;
- l) Fees incurred for collateral management in relation to derivative transactions;
- m) Expenses, including those for legal advice, which may be incurred by the Management Company or the Depository as a result of measures taken on behalf of the Unitholders;
- n) The cost of preparing, depositing and publishing the Management Regulations and other documents in respect of the Fund, including notifications for registration, Key Investor Information Documents, prospectuses or memoranda for all government authorities and stock exchanges (including local securities dealers' associations) which are required in connection with the Fund or with offering the Units; the cost of printing and distributing annual and semi-annual reports for the Unitholders in all required languages, together with the cost of printing and distributing all other reports and documents which are required by the relevant legislation or regulations of the above-mentioned authorities and calculating the Net Asset Value, the cost of notifications to Unitholders including the publication of prices for the Unitholders, the fees and costs of the Independent Auditors and the Fund's legal advisers, and all other similar administrative expenses, and other expenses directly incurred in connection with the offer and sale of Units, including the cost of printing copies of the aforementioned documents or reports as are used in marketing the Units. The cost of advertising may also be charged.

- o) Fees, expenses, remuneration, reasonable and documented travel and out-of-pocket expenses incurred by the Management Company, the service providers of the Management Company and any other agent appointed by the Management Company while acting in the interests of the Unitholders, including insurance related coverage.
- p) In accordance with applicable laws and regulations, third party research received by the Investment Manager in connection with investment management services provided to the Fund or the Management Company on behalf of the Fund may be charged to the Fund by the Investment Manager and paid out of the assets of the relevant Subfund if specified for the relevant Subfund in Chapter 21, "Subfunds .p) Costs and fees in connection with intellectual property or usage rights if specified for the relevant Subfund in Chapter 21, "Subfunds;

All recurring fees shall first be deducted from investment income, then from the gains from securities transactions and then from the Fund's assets. Other non-recurring fees, such as the costs for establishing new Subfunds or Classes, may be written off over a period of up to five (5) years.

The costs attributable to the individual Subfunds are allocated directly to them; otherwise the costs shall be divided among the individual Subfunds in proportion to the Net Asset Value of each Subfund.

## 9. Accounting Year

The accounting year of the Fund starts on 1<sup>st</sup> January and closes on 31 December of each year, except for the first accounting year, which will start on the date of establishment of the Fund and will end on 31 December 2022.

## 10. Appropriation of Net Income and Capital Gains

### Accumulating Units

At present, no distribution is envisaged for accumulating Classes of the Subfunds (see Chapter 21, "Subfunds") and the income generated shall be used to increase the Net Asset Value of the Units after deduction of general costs. However, within the scope of statutory provisions the Fund may distribute from time to time, in whole or in part, ordinary net income and/or realized capital gains as well as all non-recurring income, after deduction of realized capital losses.

### Distribution Units

The Management Company shall decide if and to what extent distributions shall be made from the net investment income attributable to each distributing Class of each Subfund (see Chapter 21, "Subfunds"). In addition, gains made on the sale of assets belonging to the Subfund may be distributed to Unitholders. Further distributions may be made from the Subfund's assets in order to achieve an appropriate distribution ratio.

Distributions may on no account cause the Fund's capital to fall below the minimum amount prescribed by law.

Distributions shall generally be effected on an annual basis or at such other intervals as the Management Company may decide. The Management Company intends to effect the annual distributions within three (3) months of the end of the relevant accounting year.

### General Information

Payment of income distributions shall be made in the manner described in Chapter 4, "Investment in CS Gestión International Fund", iii. "Redemption of Units".

Claims for distributions which are not enforced within five (5) years shall lapse and the assets involved shall revert to the relevant Classes.

## 11. Lifetime, Liquidation and Merger

The Fund and the Subfunds have been established for an unlimited period, unless otherwise specified in Chapter 21, "Subfunds". However, the Management Company may decide to terminate the Fund or a Subfund if the value of the net assets of the Fund or such Subfund has decreased to an amount determined by the Management Company to be the minimum level for the Fund or such Subfund to be operated in an economically efficient manner, or in case of a significant change of the economic or political situation, or monetary situation or as a matter of economic rationalisation, the Fund or a Subfund will exist for an indefinite period.

The Fund will further be dissolved:

- in the case of cessation of the functions of the Management Company or the Depositary, if they have not been replaced within two (2) months;
- in the case of bankruptcy of the Management Company;
- if the net assets of the Fund have become less, over a period of more than six (6) months, than a quarter of the legal minimum asset requirement;

Each Subfund of the Fund being a feeder Subfund shall be dissolved, if its master UCITS is liquidated, divided into two or more UCITS or merged with another UCITS, unless the CSSF approves:

- a) the investment of at least 85 % of the assets of the feeder Subfund in shares of another master UCITS; or
- b) its conversion into a Subfund which is not a feeder Subfund.

The minimum capital required under Luxembourg legislation currently stands at EUR 1,250,000. The Management Company must on behalf of the Fund, inform the CSSF without delay if the net assets of the Fund fall below two-thirds of the legal minimum. If the net assets of the Fund fall below such legal minimum, the CSSF may require the Management Company to wind-up the Fund.

The liquidation of the Fund or of a Subfund cannot be requested by a Unitholder.

Notice of dissolution of the Fund will be given in the RCS. It will further be published in two (2) newspapers, one of which must be a Luxembourg newspaper with a broad circulation.

No Units may be issued after the occurrence of the event giving rise to the liquidation of the Fund. The redemption of Units remains possible provided the equal treatment of Unitholders can be ensured.

In the event of a winding-up of the Fund or a Subfund, the Management Company will dispose of the assets of the Fund or the relevant Subfund (as applicable) in the best interests of the Unitholders of the Fund or the Unitholders of the particular Subfund (as applicable), and the Depositary, upon instructions given by the Management Company, will distribute the net proceeds of winding-up, after deduction of all winding-up expenses, among the Unitholders, *pro rata* of the number of Units held by each of them in the relevant Subfund and Class of Units.

The Management Company will seek to complete the winding-up process as soon as practicable in compliance with the provisions set forth under applicable Luxembourg laws and regulations. During the liquidation of the Fund, the Management Company may in its absolute discretion (but is not obligated to) and on behalf of the Fund, at the request of a Unitholder in respect of the equal treatment of Unitholders (and provided an independent valuation has been obtained), distribute assets to such Unitholder in kind to satisfy such Unitholder's entitlement, in whole or in part, on the liquidation. The Fund will endeavour to sell all of the assets during the liquidation of the Fund.

At the close of liquidation of the Fund the proceeds thereof, corresponding to Units not surrendered, will be deposited with the *Caisse de Consignation* in Luxembourg until expiry of the applicable statute of limitation.

In accordance with the Law of 17 December 2010, any Subfund may, either as a merging subfund or as a receiving subfund, be subject to mergers with another Subfund of the Fund or another UCITS, on a domestic or cross-border basis. The Fund itself may also, either as a merging UCITS or as a receiving UCITS be subject to cross-border and domestic mergers.

Furthermore, a Subfund may as a receiving subfund be subject to mergers with another UCI or subfund thereof, on a domestic or cross-border basis.

In all cases, the Management Company will be competent to decide on the merger. The Unitholders will be informed one (1) month before the Net Asset Value Calculation Day on which the merger takes effect by notice to be mailed to the Unitholders. The notice will contain information in relation to the other UCI. During this period, Unitholders, in respect of the Subfunds (if any), may request the redemption of some or all of their Units free of any redemption charge at the corresponding Net Asset Value of the Units. After such period, Unitholders having not requested the redemption of their Units (if entitled to do so) will be bound by the decision of the Management Company, provided that only the Unitholders having expressly consented thereto may be transferred to a foreign UCI.

## 12. Information for Unitholders

Information about the launch of new Subfunds may be obtained from the Depositary and the Distributors.

The audited annual reports shall be made available to Unitholders free of charge at the registered office of the Management Company, at the paying agents, information agents and Distributors, within four (4) months of the close of each accounting year. Unaudited semi-annual reports shall be made available in the same way within two (2) months after the end of the accounting period to which they refer. Other information regarding the Fund, as well as the issue and redemption prices of the Units, may be obtained on any Banking Day at the registered office of the Management Company.

All notices to Unitholders, including any information relating to a suspension of the calculation of the Net Asset Value, shall, if required, be published in the “ ” and/or in the “Wort”, and in various newspapers in those countries in which the Units of the Fund are admitted for public distribution. The Management Company, on behalf of the Fund, may also place announcements in other newspapers and periodicals of its choice.

Investors may obtain the Prospectus, the Key Investor Information Document, the latest annual and semi-annual reports and copies of the Management Regulations free of charge from the registered office of the Management Company. The relevant contractual agreements, as well as the Management Company's articles of incorporation are available for inspection at the registered offices of the Management Company during normal business hours.

With regard to the feeder Subfund(s), the following documents are also available free of charge from the registered office of the Management Company: the prospectus of the master UCITS, the key investor information documents of the master UCITS, the annual and semi-annual reports of the master UCITS and the agreement entered into between the feeder Subfund and the master UCITS.

## 13. Management Company

MultiConcept Fund Management S.A. is the management company of the Fund (the “Management Company”). Pursuant to and subject to the limitations contained in the Management Regulations, the Management Company has the power to perform all acts of management and the exclusive right to manage the Fund for the account of and in the exclusive interests of the Unitholders. The Management Company has responsibility for managing the Fund in accordance with this Prospectus, the Management Regulations, Luxembourg law and other relevant legal requirements.

The Management Company will provide investment management, administrative and distribution services. The Management Company has delegated under its responsibility and control, the above-mentioned functions as follows:

Tasks relating to investment management are performed by the Investment Managers named in the Chapter 21, “Subfunds”, and administrative tasks are performed by Credit Suisse Fund Services (Luxembourg) S.A..

The Distributors named in Chapter 20, “Distribution of Units”, are responsible for the distribution of the Fund's Units.

The Management Company will remain liable to the Fund in respect of all matters so delegated.

The Management Company was incorporated in Luxembourg on 26 January 2004 as a joint-stock company for an indefinite period and is subject to the provisions of Chapter 15 of the Law of 17 December 2010. It has its registered office at 5, rue Jean Monnet, L-2180 Luxembourg, Grand Duchy of Luxembourg.

The articles of incorporation of the Management Company were published in the “*Mémorial, Recueil électronique des Sociétés et Associations*” on 14 February 2004 and have since that time been amended several times. The latest amendments were published on 18 March 2014. The articles of incorporation of the Management Company are filed in their consolidated, legally binding form for public reference in the Luxembourg Trade and Companies Register under no. B 98834.

The equity capital of the Management Company amounts to three million three hundred and thirty-six thousand one hundred and twenty-five (3,336,125) Swiss francs.

The board of directors of the Management Company shall have plenary powers on behalf of the Management Company and shall cause and undertake all such actions and provisions, which are necessary in pursuit of the Management Company's objective, particularly in relation to the management of the Fund's assets, administration and distribution of Units.

The board of directors of the Management Company is currently composed of the members listed in Chapter 19, “Main Parties”.

The Management Company has appointed an independent auditor. At present, this function is performed by PricewaterhouseCoopers, *société coopérative*, Luxembourg.

In addition to the Fund, the Management Company also manages other undertakings for collective investment.

## 14. Investment Manager and Sub-Investment Manager

The Management Company is responsible for investing the Subfunds' assets and in such capacity, the Management Company is responsible for implementing the Subfunds' investment policy on a day-to-day basis subject to the restrictions set out in Chapter 5 “Investment restrictions” as may be varied or supplemented for each Subfund in the Chapter 21, “Subfunds”.

In order to implement the policy of each Subfund, the Management Company may delegate, under its permanent supervision and responsibility, the management of the assets of the Subfunds to one or more Investment Managers (the “Investment Manager”).

The Investment Manager may appoint in accordance with the investment management agreement entered into between the Investment Manager and the Management Company one or more Sub-Investment Managers for each Subfund to assist it in the management of the individual portfolios. The Investment Manager and Sub-Investment Manager/s for the respective Subfunds are indicated in Chapter 21, “Subfunds”. The Management Company may at any time appoint an Investment Manager other than the one/s named in Chapter 21, “Subfunds”, or may terminate the relation with any of the Investment Manager/s.

## 15. Depositary

Pursuant to a depositary and paying agent services agreement (the “Depositary Agreement”), Credit Suisse (Luxembourg) S.A. has been appointed as depositary of the Fund (the “Depositary”). The Depositary will also provide paying agent services to the Fund.

Credit Suisse (Luxembourg) S.A. is a public limited company (*société anonyme*) under the laws of Luxembourg incorporated for an unlimited duration. Its registered and administrative offices are at 5, rue Jean Monnet, L-2180 Luxembourg, Grand Duchy of Luxembourg. It is licensed to engage in all banking operations under Luxembourg law.

The Depositary has been appointed for the safe-keeping of the assets of the Fund in the form of custody of financial instruments, the record keeping and verification of ownership of other assets of the Fund as well

as for the effective and proper monitoring of the Fund's cash flows in accordance with the provisions of the Law of 17 December 2010 and the Depositary Agreement.

In addition, the Depositary shall also ensure that (i) the sale, issue, repurchase, redemption and cancellation of Units are carried out in accordance with Luxembourg law and the Management Regulations; (ii) the value of the Units is calculated in accordance with Luxembourg law and the Management Regulations; (iii) the instructions of the Management Company are carried out, unless they conflict with applicable Luxembourg law and/or the Management Regulations; (iv) in transactions involving the Fund's assets any consideration is remitted to the Management Company within the usual time limits; and (v) the Fund's incomes are applied in accordance with Luxembourg law and the Management Regulations.

In compliance with the provisions of the Depositary Agreement and the Law of 17 December 2010, the Depositary may, subject to certain conditions and in order to effectively conduct its duties, delegate part or all of its safe-keeping duties in relation to financial instruments that can be held in custody and that are duly entrusted to the Depositary for custody purposes to one or more sub-custodian(s), and/or in relation to other assets of the Fund all or part of its duties regarding the record keeping and verification of ownership to other delegates, as they are appointed by the Depositary from time to time. The Depositary shall exercise all due skill, care and diligence as required by the Law of 17 December 2010 in the selection and the appointment of any sub-custodian and/or other delegate to whom it intends to delegate parts of its tasks and has to continue to exercise all due skill, care and diligence in the periodic review and ongoing monitoring of any sub-custodian and/or other delegate to which it has delegated parts of its tasks as well as of the arrangements of the sub-custodian and/or other delegate in respect of the matters delegated to it. In particular, any delegation of custody tasks may only occur when the sub-custodian, at all times during the performance of the tasks delegated to it, segregates the assets of the Fund from the Depositary's own assets and from assets belonging to the sub-custodian in accordance with the Law of 17 December 2010.

As a matter of principle the Depositary does not allow its sub-custodians to make use of delegates for the custody of financial instruments unless further delegation by the sub-custodian has been agreed by the Depositary. To the extent, sub-custodians are accordingly entitled to use further delegates for the purpose of holding financial instruments of the Fund or Subfunds that can be held in custody, the Depositary will require the sub-custodians to comply for the purpose of such sub-delegation with the requirements set forth by applicable laws and regulations e.g. namely in respect of asset segregation.

Prior to the appointment and/ or the use of any sub-custodian for the purposes of holding financial instruments of the Fund or Subfunds, the Depositary analyses - based on applicable laws and regulations as well as its conflict of interests policy - potential conflicts of interests that may arise from such delegation of safekeeping functions. As part of the due diligence process applied prior to the appointment of a sub-custodian, this analysis includes the identification of corporate links between the Depositary, the sub-custodian, the Management Company and/or the Investment Manager. If a conflict of interest was identified between the sub-custodians and any of the parties mentioned before, the Depositary would - depending on the potential risk resulting on such conflict of interest - either decide not to appoint or not to use such sub-custodian for the purpose of holding financial instruments of the Fund or require changes which mitigated potential risks in an appropriate manner and disclose the managed conflict of interest to the Fund's investors. Such analysis is subsequently performed on all relevant sub-custodians on a regular basis as part of its ongoing due diligence procedure. Furthermore, the Depositary reviews, via a specific committee, each new business case for which potential conflicts of interest may arise between the Depositary, the Management Company, acting in its own name and on behalf of the Fund and the Investment Manager(s) from the delegation of the safekeeping functions. As of the date of this Prospectus, the Depositary has not identified any potential conflict of interest that could arise from the exercise of its duties and from the delegation of its safekeeping functions to sub-custodians.

As per the date of this Prospectus, the Depositary does not use any sub-custodian which is part of the Credit Suisse Group and thereby avoids conflicts of interests which might potentially result thereof.

An up-to-date list of these sub-custodians along with their delegate(s) for the purpose of holding in custody financial instruments of the Fund

or Subfunds can be found on the webpage <https://www.credit-suisse.com/media/pb/docs/lu/privatebanking/services/list-of-credit-suisse-lux-sub-custodians.pdf> and will be made available to Unitholders and investors upon request.

The Depositary's liability shall not be affected by any such delegation to a sub-custodian unless otherwise stipulated in the Law of 17 December 2010 and/or the Depositary Agreement.

The Depositary is liable to the Management Company or the Fund's Unitholders for the loss of a financial instrument held in custody by the Depositary and/or a sub-custodian. In case of loss of such financial instrument, the Depositary has to return a financial instrument of an identical type or the corresponding amount to the Fund without undue delay. In accordance with the provisions of the Law of 17 December 2010, the Depositary will not be liable for the loss of a financial instrument, if such loss has arisen as a result of an external event beyond its reasonable control, the consequences of which would have been unavoidable despite all reasonable efforts to the contrary.

The Depositary shall be liable to the Management Company and to the Fund's Unitholders for all other losses suffered by them as a result of the Depositary's negligent or intentional failure to properly fulfil its duties in accordance with applicable law, in particular the Law of 17 December 2010 and/or the Depositary Agreement.

The Management Company, acting on behalf of the Fund, and the Depositary may terminate the Depositary Agreement at any time by giving ninety (90) days' notice in writing. In case of a voluntary withdrawal of the Depositary or of its removal by the Management Company, the Depositary must be replaced at the latest within two (2) months after the expiry of the aforementioned termination period by a successor depositary to whom the Fund's assets are to be delivered and who will take over the functions and responsibilities of the Depositary. If the Management Company does not name such successor depositary in time the Depositary may notify the CSSF of the situation. The Management Company will take the necessary steps, if any, to initiate the liquidation of the Fund, if no successor depositary bank has been appointed within two (2) months after the expiry of the aforementioned termination notice of ninety (90) days.

## 16. Central Administration

As mentioned in Chapter 13, "Management Company", the Management Company has delegated the tasks related to the central administration of the Fund to Credit Suisse Fund Services (Luxembourg) S.A., a service company registered in Luxembourg, which belongs to Credit Suisse Group AG, and has authorised the latter in turn to delegate tasks wholly or partly to one or more third parties under the supervision and responsibility of the Management Company.

As the Central Administration, Credit Suisse Fund Services (Luxembourg) S.A., will assume all administrative duties that arise in connection with the administration of the Fund, including the issue and redemption of Units, valuation of assets, calculation of the Net Asset Value, accounting and maintenance of the register of Unitholders.

## 17. Regulatory Disclosure

### Conflicts of Interest

The Management Company, the Central Administration, the Depositary and certain Distributors are part of Credit Suisse Group AG (the "Affiliated Person").

The Affiliated Person is a worldwide, full-service private banking, investment banking, asset management and financial services organization and a major participant in the global financial markets. As such, the Affiliated Person is active in various business activities and may have other direct or indirect interests in the financial markets in which the Fund invests. The Fund will not be entitled to compensation related to such business activities.

The Management Company is not prohibited to enter into any transactions with the Affiliated Person, provided that such transactions

are carried out as if effected on normal commercial terms negotiated at arm's length. In such case, in addition to the management fees the Management Company earns for managing the Fund, it may also have an arrangement with the issuer, dealer and/or Distributor of any products entitling it to a share in the revenue from such products that it purchases on behalf of the Fund.

Moreover, the Management Company is not prohibited to purchase or to provide advice to purchase any products on behalf of the Fund where the issuer, dealer and/or Distributor of such products is part of the Affiliated Person provided that such transactions are carried out in the best interest of the Fund as if effected on normal commercial terms negotiated at arm's length. Entities of the Affiliated Person act as counterparty and in respect of financial derivative contracts entered into by the Management Company on behalf of the Fund.

Potential conflicts of interest or duties may arise because the Affiliated Person may have invested directly or indirectly in the Fund. The Affiliated Person could hold a relatively large proportion of Units in the Fund. Employees and Directors of the Affiliated Person may hold Units in the Fund. Employees of the Affiliated Person are bound by the terms of the respective policy on personal transactions and conflicts of interest applicable to them.

In the conduct of its business the Management Company and the Affiliated Person's policy is to identify, manage and where necessary prohibit any action or transaction that may pose a conflict between the interests of the Affiliated Persons' various business activities and the Fund or its investors. The Affiliated Person, as well as the Management Company strive to manage any conflicts in a manner consistent with the highest standards of integrity and fair dealing. For this purpose, both have implemented procedures that shall ensure that any business activities involving a conflict which may harm the interests of the Fund or its investors, are carried out with an appropriate level of independence and that any conflicts are resolved fairly.

Such procedures include, but are not limited to the following:

- Procedure to prevent or control the exchange of information between entities of the Affiliated Person;
- Procedure to ensure that any voting rights attached to the Fund's assets are exercised in the sole interests of the Fund and its investors;
- Procedures to ensure that any investment activities on behalf of the Fund are executed in accordance with the highest ethical standards and in the interests of the Fund and its investors;
- Procedure on management of conflicts of interest.

Notwithstanding its due care and best effort, there is a risk that the organisational or administrative arrangements made by the Management Company for the management of conflicts of interest are not sufficient to ensure with reasonable confidence, that risks of damage to the interests of the Fund or its Unitholders will be prevented. In such case these non-neutralised conflicts of interest as well as the decisions taken will be reported to investors in an appropriate manner (e.g. in the notes to the financial statements of the Fund). Respective information will also be available free of charge at the registered office of the Management Company.

### Complaints Handling

Investors are entitled to file complaints free of charge with the Distributor or the Management Company in an official language of their home country.

The complaints handling procedure is available free of charge at the registered office of the Management Company.

### Exercise of Voting Rights

The Management Company has put in place a voting rights policy (the "Voting Rights Policy") and an engagement policy (the "Engagement Policy") within the meaning of the Directive (EU) 2017/828 as regards the encouragement of long-term shareholder engagement (the "Shareholder Rights Directive 2") and relevant national implementing legislation. The Investment Manager(s) of each Subfund will be appointed to exercise any voting rights attached to the instruments held in the Subfunds in the best interest of the Subfunds and their respective

investors, and to implement a voting rights policy and an engagement policy that are substantially similar to those of the Management Company. The Investment Manager(s) will not be obliged to implement an Engagement Policy if they give a clear and reasoned explanation as to why this is the case. The Investment Manager(s) will be entitled to appoint proxy advisors, subject to the approval of the Management Company and provided that appropriate confidentiality arrangements are put in place. The Investment Manager(s) will be required to provide the Management Company with regular reports on the exercise of voting rights.

Details of the actions taken and of the Voting Rights Policy and Engagement Policy will be made available to Unitholders free of charge on their request.

### Best Execution

The Management Company acts in the best interests of the Fund when executing investment decisions. For that purpose it takes all reasonable steps to obtain the best possible result for the Fund, taking into account price, costs, speed, likelihood of execution and settlement, order size and nature, or any other consideration relevant to the execution of the order (best execution). Where the Investment Managers are permitted to execute transactions, they will be committed contractually to apply equivalent best execution principles, if they are not already subject to equivalent best execution laws and regulations.

The best execution policy is available for investors free of charge at the registered office of the Management Company.

### Remuneration Policy

The Management Company has in place a remuneration policy which is consistent with, and promotes, sound and effective risk management and that neither encourages risk taking which is inconsistent with the risk profiles of the Subfunds and the Management Regulations nor impairs compliance with the Management Company's duty to act in the best interest of the Fund and its Unitholders.

The remuneration policy of the Management Company has been adopted by its board of directors and is reviewed at least annually. The remuneration policy is based on the approach that remuneration should be in line with the business strategy, objectives, values and interests of the Management Company, the Subfunds it manages and their Unitholders, and includes measures to avoid conflicts of interest, such as taking into account the holding period recommended to the Unitholders when assessing the performance.

All employees of the Credit Suisse Group are subject to the Group Compensation Policy, the objectives of which include:

- a) supporting a performance culture that is based on merit and differentiates and rewards excellent performance, both in the short and long term, and recognizes Credit Suisse's company values;
- b) balancing the mix of fixed and variable compensation to appropriately reflect the value and responsibility of the role performed day-to-day, and to influence appropriate behaviours and actions; and
- c) consistency with, and promotion of, effective risk management practices and Credit Suisse's compliance and control culture.

Details of the up-to-date remuneration policy of the Management Company, including, but not limited to, a description of how remuneration and benefits are calculated, the identity of persons responsible for awarding the remuneration and benefits, including a description of the global Credit Suisse Group compensation committee are available on <https://www.credit-suisse.com/microsites/multiconcept/en.html>, and a paper copy will be made available free of charge upon request.

### 18. Data Protection

The Fund and the Management Company are committed to protecting the personal data of the investors (including prospective investors) and of the other individuals whose personal information comes into their possession in the context of the investor's investments in the Fund.

The Management Company has taken all necessary steps, to ensure compliance with the EU Regulation 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 and repealing Directive 95/46/EC and with any implementing legislation applicable to them (together, the "Data Protection Law") in respect of personal data processed by them in connection with investments made into the Fund. This includes (non-exclusively) actions required in relation to: information about processing of the investor's personal data and, as the case may be, consent mechanisms, procedures for responding to requests to exercise individual rights, contractual arrangements with suppliers and other third parties, arrangements for overseas data transfers and record keeping and reporting policies and procedures. Personal data shall have the meaning given in the Data Protection Law and includes any information relating to an identifiable individual, such as the investor's name, address, invested amount, the investor's individual representatives' names as well as the name of the ultimate beneficial owner, where applicable, and such investor's bank account details.

When subscribing to the Units, each investor is informed of the processing of his/her personal data (or, when the investor is a legal person, of the processing of such investor's individual representatives and/or ultimate beneficial owners' personal data) via a data protection notice which will be made available in the application form issued by the Management Company to the investors. This notice will inform the investors about the processing activities undertaken by the Management Company and its delegates in more details.

## 19. Main Parties

### Fund

#### CS Gestión Internacional Fund

5, rue Jean Monnet, L-2180 Luxembourg

### Independent Auditor of the Fund

PricewaterhouseCoopers,  
2, rue Gerhard Mercator, L-2182 Luxembourg

### Management Company

MultiConcept Fund Management S.A.  
5, rue Jean Monnet, L-2180 Luxembourg

### Board of Directors of the Management Company

Annemarie Arens  
Independent Director, Luxembourg

Patrick Tschumper,  
Head of Fund Solutions, Credit Suisse Funds AG, Zurich, Switzerland

Thomas Schmuckli  
Independent Director, Switzerland

Ilias Georgopoulos  
CEO of MultiConcept Fund Management S.A., Luxembourg

Richard Browne  
Head of Private Equity and Real Estate Fund Services, Credit Suisse Fund Services (Luxembourg) S.A.

### Depositary

Credit Suisse (Luxembourg) S.A.  
5, rue Jean Monnet, L-2180 Luxembourg

### Central Administration

Credit Suisse Fund Services (Luxembourg) S.A.,  
5, rue Jean Monnet, L-2180 Luxembourg

## 20. Distribution of Units

In accordance with current laws, the Management Company, acting on behalf of the Fund, intends to appoint Distributors to offer and sell the Units of each Subfund in all countries in which the offer and sale of the Units is permitted. In this context, the Distributors shall be entitled to

retain for themselves the issuing and/or redemption fees for the Units sold by them or to waive such fees in full or in part. Distribution agreements with Distributors are concluded for an indefinite period and may be terminated by either contracting party in writing subject to a three (3) months period of notice.

## 21. Subfunds

### CS Gestión Internacional Fund – CS Fixed Income Duration 0-2 Fund

#### Investment Objective

The objective of the Subfund CS Gestión Internacional Fund – CS Fixed Income Duration 0-2 Fund (the "Subfund") is to achieve capital appreciation through investing in the Master Fund (as defined below).

The Subfund intends to realise its investment objective by investing substantially all of its assets into the units of the Master Fund. The Master Fund will invest in fixed income. The investment objective and policy of the Master Fund, its organisation and risk profile are summarised in the section "Master Fund" below.

#### Investment Policy

##### Investment Policy of the Subfund

The Subfund is a feeder subfund of CS Duración 0-2 – FI (the "Master Fund"), an undertaking for collective investment in transferable securities established under the laws of Spain and supervised by the National Securities and Exchange Commission (Comisión Nacional del Mercado de Valores or CNMV) under registration number 3687. The Master Fund qualifies as a "Master UCITS" within the meaning set forth in the UCITS Directive. The Investment objective and policy of the Master Fund, its organisation and risk profile are summarised within the section below "Investment policy of the Master Fund".

The Subfund will invest at least 85% of its net assets in Units of class C of the Master Fund.

In order to achieve its investment objective and in accordance with Chapter 5, "Investment Restrictions", and the provisions of Art. 41 and seq. of the Law of 17 December 2010, the Subfund will also, on an ancillary basis, invest up to 15% of its assets exclusively in cash. This residual cash may be required from time to time for dealing liquidity purposes and payment of cost and expenses of the Subfund.

The Subfund is actively managed without reference to a benchmark.

For the purpose of Regulation (EU) 2020/852 of the European Parliament and of the Council of 18 June 2020 on the establishment of a framework to facilitate sustainable investment (the "Taxonomy Regulation"), the underlying investments of the Subfund do not take into account the EU criteria for environmentally sustainable economic activities.

##### Investment Policy of the Master Fund

###### (i) Investment Objective of the Master Fund:

The Master Fund takes as reference in the management the return of the 12 months Euribor index

The Master Fund will either directly or indirectly through other UCI (with a maximum of 10% of the Net Asset Value), invest 100% of its total exposure in public and/or corporate debt (including deposits, covered bonds and liquid money market instruments, listed or not, with a maximum of 15% in asset backed securities). It can invest up to 25% of its total exposure in credit derivatives on public or private issuers (OECD), with a maximum average duration of two (2) years.

Issuers and markets will mainly be based in the OECD, with a maximum of 20% of the Master Fund's total exposure in emerging markets.

The average duration of the portfolio will not exceed two (2) years.

More than 60% of the total exposure will be invested in issuers rated at least BBB- or, if lower, the Kingdom of Spain's rating at each point in time. For the purpose of the minimum rating requirement, it will be enough if it is met by at least one of the rating agencies registered in the EU.

Foreign currency exposure will not exceed 10% of the total exposure.

Up to 10% can be invested in other eligible UCI, harmonised or not, belonging or not to the Investment Manager's group.

The maximum market risk exposure through derivative instruments will be limited to the Master Fund's total net asset value.

The Master Fund can invest more than 35% of its net asset value in securities issued or guaranteed by a Member State of the EU, an Autonomous Community, a Local Authority, supranational institutions where Spain is a member and countries with a credit rating equal or higher than the Kingdom of Spain's rating.

The Master Fund can invest in derivative instruments, listed or not in organised derivatives markets, with the objective of hedging or speculation. This activity carries risks derived from the possibility that the hedging is not perfect, from the leverage it entails and from the inexistence of a clearing house.

Up to a total combined of 10% of the Master Fund's net asset value can be invested in assets that could entail a higher risk than the rest of investments due to their characteristics in terms of liquidity, issuer type or degree of investor's protection, among others. Specifically the Master Fund can invest in:

Fixed income assets listed in any market or trading system, not determined a priori, that do not have similar characteristics to the official Spanish markets or are not regulated or lack other mechanisms that provide liquidity at least with the same frequency as that provided by the Master Fund investing in them.

The Master Fund can use techniques and instruments always in the best interest of the Master Fund, specifically Buy-sell back transactions on public or corporate debt from OECD issuers (mainly Euro Zone Government Bonds), rated at least BBB- or, if lower, the Kingdom of Spain's rating, with a maximum maturity of one hundred and eighty (180) days. Counterparty risk derived from this activity is not considered relevant as the amount is collateralized by the same underlying asset subject of the repurchase agreement, however the risks associated to such asset still exist.

Trading on securities and financial instruments, be it through derivatives or spot transactions, performed with the objective of managing the portfolio more efficiently will make economic sense, i.e. it will be cost efficient. The entities through which this trading will be performed will have renowned prestige in the market and could belong or not to the Investment Manager's and/or Depository's group.

The Master Fund can invest in other UCIs up to a 10% of its net asset value.

The portfolio can temporarily have a lower risk exposure, without having to modify the Master Fund's risk profile.

It is expected that the performance of the Subfund will be broadly in line to that of the Master Fund considering its level of investment in the Master Fund however the expenses at the level of the Subfund might affect its performance and a maximum of 15% might be invested in other assets as described in the investment policy section of the Subfund.

(ii) Risk factors specific to the Master Fund:

Risk factors specific to the Master Fund are those related to market risk, risk of investment in emerging countries, credit risk, liquidity risk and risk through investment in financial derivative instruments.

Please refer to section entitled "Details of Risk inherent in the investments" in the prospectus of the Master Fund for further details in this connection. For more information on the Master Fund, Unitholders are invited to consult the documents held at their disposal according to Chapter 12 of this Prospectus.

(iii) Unit Class into which the Subfund will invest:

Unit Class	Class C
------------	---------

ISIN Code	ES0126547019
Minimum subscription amount	N/A
Reference currency	EUR
Time horizon	Subfund may not be appropriate for investors wishing to redeem their investment in less than one (1) year.
Distribution policy	Accumulating
Investor profile	Exclusively reserved to the Subfund's Unitholders
Risk profile	3 (in a scale from 1 to 7)
Fees	Investment management fee : 0% Depository fee: 0%

(iv) Aggregate charges of the Subfund and the Master Fund:

The aggregate ongoing charges of the Subfund are of up to 1,1% of which 1% relate to the Subfund and 0.1% are charges relating to the Master Fund.

(v) Tax implications

There are no tax implications of the investments into the Master Fund for the Subfund as the Subfund is an investor which is resident in a country which belongs to the European Union.

Taxation of the returns obtained by Unitholders will depend upon the tax law applying to their personal situation. In the event of any doubt, Unitholders are recommended to seek professional advice.

(vi) Agreement entered into between the Subfund and the Master Fund:

The Subfund has entered into an information-sharing agreement with the Master Fund in order to ensure that the Subfund is provided with all documents and information necessary for it to meet the requirements laid down in the Law of 17 December 2010 or any other applicable provision transposing the Directive 2009/65/EC into national law (the "Agreement"). The Agreement provides, amongst other, information relating to (i) the Subfund's access to information; (ii) the basis of investment and disinvestment by the Subfund in the Master Fund; (iii) the responsibilities of the Subfund and the Master Fund in the performance of their duties; (iv) the remuneration and charges applicable to the Master Fund; (v) standard dealing arrangements; (vi) the changes to standing arrangements, etc.

The Agreement is made available to the Unitholders of the Master Fund and the Subfund on request and free of charge at the registered office of the Management Company.

**Risk Information**

Investors should carefully consider all of the risk factors set out in Chapter 6, "Risk Factors" before investing in the Subfund.

In particular, investors should take into considerations the risks associated with the Master Fund's investments in fixed Income issues with a low credit rating. Since the Master Fund may invest in debt instruments in the lower investment grade sector, the underlying debt instruments may present a greater risk in terms of downgrading or may exhibit a greater default risk than debt instruments of first-class issuers.

**Global Exposure**

The global exposure of the Subfund will be calculated on the basis of the commitment approach.

**Profile of a Typical Investor**

The Subfund is suitable for investors with medium risk appetite and a short-term view who wish to invest in a broadly diversified portfolio of debt securities.

**Performance**

Historical performance data is not yet available.

### Reference Currency

The Reference Currency of the Subfund is the EUR.

### Class(es)

Units in the Subfund are currently issued in Unit Classes "S Acc", "A Acc", "B Acc", "S Dis", "A Dis" and "B Dis". All Units of all Unit Classes are available only as registered units in uncertificated form.

Units of Unit Classes S Dis, A Dis and B Dis are distributing Units, whereas Unit Classes S Acc A Acc and B Acc are accumulating Units.

The issue currency of Units of all Unit Classes is the EUR.

The initial subscription price per Unit for each Unit Class is EUR100.

Class S Acc and S Dis Units may be created at the inception of a Subfund and serve as seeding Unit Classes. They, which benefit from a lower management fee, shall be available for subscription until a certain volume has been raised within a stipulated time, to be set at the discretion of the Management Company. After having reached the maximum volume within a stipulated time, set at the discretion of the Management Company, such Unit Class will be closed for new subscriptions. Following this event, the remaining unit classes may be activated at the discretion of the Fund.

Units of Unit Classes B Acc and B Dis are open to subscription by all type of investors.

Units of Unit Classes A Acc and A Dis are reserved for Unitholders with a management/advisory agreement with an authorised entity (providing accreditation of payment for this service), savings or investment vehicles and unitholders professional or retail that fulfil the minimum initial investment.

Entitlements to fractions of Units will be rounded down to three decimal places.

The Subfund intends to distribute dividends for Units of Class S Dis, B Dis and A Dis, if any, and at the discretion of the Management Company in accordance with Chapter 10, "Appropriation of Net Income and Capital Gains". The Management Company intends to make distributions to the Unitholders on an annual basis, in June of each year. The date on which any dividend is distributed to Unitholders shall be within one (1) calendar month following the declaration to the Unitholders holding Units on the Banking Day prior to the declaration date.

### Minimum initial subscription and minimum holding amount

The minimum initial subscription amount for Units and the minimum holding amount are described below for each Unit Classes:

1) Minimum initial subscription amount:

- A Acc: EUR 10'000'000
- A Dis: EUR 10'000'000

2) Minimum holding amount:

- A Acc: EUR 8'000'000
- A Dis: EUR 8'000'000

### Sales, Conversion Redemption Charges

No sales, subscription, redemption or conversion charge shall be levied.

### Net Asset Value

As defined in Chapter 7, "Net Asset Value", the Net Asset Value of the Units of the Subfund shall be calculated on each Valuation Day (as defined in Chapter 7 of this Prospectus, "Net Asset Value").

If such day is not a Banking Day in Luxembourg or in Spain (as per the trading calendar of the Spanish stock exchanges) or falls within a period of suspension of determination of Net Asset Value, as described in the Section "Determination of the Net Asset Value of Units", then the Valuation Day will be the following Banking Day.

### Subscription of Units

Notwithstanding Chapter 4 "Investment in CS Gestión International Fund", written subscription applications must be received by the Central Administration before 3 p.m. (Central European Time), one (1) Banking Day before the applicable Valuation Day. Applications received by the registrar and transfer agent after this time will be processed on the following Banking Day. Any subscription requests shall be made available to the transfer agent only by cash amount (and not by number of Units).

If such day is not a Banking Day in Luxembourg or in Spain (as per the trading calendar of the Spanish stock exchanges) the Valuation Day will be the following Banking Day.

Payment into the account of the Depositary must be effected within one (1) Banking Day following the applicable Valuation Day. Subscriptions shall only be accepted in amount.

### Redemption of Units

As further described in section iii. of Chapter 4, "Investment in CS Gestión International Fund", applications for redemptions of Units of all Classes may be made on any Banking Day at the Net Asset Value per Unit of the relevant Class of the Subfund, less any taxes.

Notwithstanding Chapter 4 "Investment in CS Gestión International Fund", written redemption requests must be received by the Central Administration before 3 p.m. (Central European Time), one (1) Banking Day before the applicable Valuation Day. Applications received by the registrar and transfer agent after this time will be processed on the following Banking Day.

If such day is not a Banking Day in Luxembourg or in Spain (as per the trading calendar of the Spanish stock exchanges) the Valuation Day will be the following Banking Day.

The redemption price of the Units less any applicable taxes shall be paid within two (2) Banking Days following the applicable Valuation Day.

### Conversion of Units

Conversion of Units of a Class into Units of the same Class of another Subfund or into Units of another Class of this or another Subfund are not allowed.

### Cut-off times

The cut-off time for accepting orders for subscription or redemption in each of the Subfund and the Master Fund are synchronized. This means that valid subscription or redemption orders for Units of the Subfund placed before the cut-off time will be reflected by a purchase of units in the Master Fund by the Fund. Valuation between the Subfund in the Fund and the Master Fund will be coordinated so as the NAV of the Subfund calculated on a given calculation day will be based on the net asset value of the Master Fund, the latter net asset value being calculated one (1) day prior to the calculation day applying to the Subfund in the Fund.

### Management fee, investment management fee, central administration fee, registrar and transfer agency fee and depositary fee

1) Management fee

a) The management company fee in favour of the Management Company is calculated monthly on the basis of the average Net Asset Value of the respective Class and amounts to up to 0.025 % p.a. subject to a minimum fee of up to EUR 25'000 p.a. for providing substance services (plus applicable taxes, if any).

b) The investment management fee in favour of the Investment Manager amounts to:

- Class S Acc and S Dis: up to 0.1 % p.a.;

- Class A Acc and A Dis: up to 0.25 % p.a.;
- Class B Acc and B Dis: up to 0.60%p.a;

(plus applicable taxes, if any). Such fee is calculated monthly on the basis of the average Net Asset Value of the respective Class.

No performance fee will be charged to any of the unit classes.

c) The distribution fee in favour of any distributors appointed will be paid out of this investment management fee. If the Management Company pays the Distributors directly, the investment management fee will be reduced accordingly.

## 2) Central administration fee and registrar and transfer agency fee

The Central Administration is entitled to receive a central administration fee for its central administration services calculated monthly on the basis of the average Net Asset Value of the respective Class (each plus any applicable taxes, if any) in the amount of up to 0.025 % p.a. subject to a minimum fee in the amount of EUR 20'000 (each plus any applicable taxes, if any).

In addition to the central administration fee, the Central Administration is entitled to a registrar and transfer agency fee to be paid out of the assets of the Subfund for its services as registrar and transfer agent of up to EUR 3'000 p.a. (including one Class), plus (i) EUR 3'000 per each additional Class, plus (ii) a variable amount for transactions and account maintenance depending on the actual number of transactions and accounts (each plus any applicable taxes, if any).

## 3) Depositary fee

The Depositary is entitled to receive a Depositary fee for its depositary services which is calculated monthly on the basis of the average Net Asset Value of the respective Class and amounts to (i) up to 0.02 % p.a. subject to a minimum fee in the amount of EUR 15,000 p.a. (each plus any applicable taxes, if any) plus (ii) a variable amount for transactions depending on the actual number of transactions (plus any applicable taxes, if any).

The actual fees that are charged shall be disclosed in the respective annual or semi-annual report.

In addition, the Depositary will receive a depositary control and monitoring fee of EUR 10'000 p.a. (plus any applicable taxes) and a variable fee for transactions.

## Investment Manager

To assist it with the management of its duties, the Management Company has appointed Credit Suisse Gestión, SGIIC, S.A., approved and supervised by the Comisión Nacional del Mercado de Valores (CNMV) and having its registered office at Calle Ayala 42, 5ª Planta, B-28001, Madrid, Spain as Investment Manager.

## Distributor

In accordance with current laws, the Management Company intends to appoint Distributors to offer and sell the Units of each Subfund in all countries in which the offer and sale of the Units is permitted.

## Paying Agent

Credit Suisse (Luxembourg) S.A., 5, rue Jean Monnet, L-2180 Luxembourg

## 22. Information for Investors in Switzerland

### i. General Information

Effective as of 30 April 2024, the Representative of the Company in Switzerland is UBS Fund Management (Switzerland) AG, Aeschenvorstadt 1, CH-4051 Basel as a result of the merger by absorption with Credit Suisse Funds AG.

Effective 01 July 2024, the Paying Agent of the Company in Switzerland is UBS Switzerland AG, Bahnhofstrasse 45, CH-8001 Zurich, as a result of the merger by absorption with Credit Suisse (Switzerland) Ltd.

Unitholders may obtain the Prospectus, the Key Investor Information Document, copies of the Management Regulations and the latest annual and semi-annual reports free of charge from the Representative in Switzerland.

All notices to Unitholders shall be published at least on the electronic platform "www.swissfunddata.ch". The issue and the redemption prices or the Net Asset Value together with a footnote "excluding commissions" shall be published on each valuation day on the electronic platform "www.swissfunddata.ch" as a minimum.

With respect to Units offered (the term offering also includes advertising such Shares pursuant to art. 127a of the Swiss Collective Investment Schemes Ordinance of 22 November 2006) in Switzerland, the place of performance is at the registered office of the Representative in Switzerland. The place of jurisdiction is at the registered office of the Representative in Switzerland or the registered office or domicile of the Unitholder.

### ii. Information in Relation to the Distribution

The Company and its agents may pay retrocessions as remuneration for offering activity in respect of Units in Switzerland. This remuneration may be deemed payment for the following services in particular:

- Stocking and distribution of marketing and legal documents;
- Forwarding and/or providing the publications required by law as well as other publications;
- Complying to due diligence requirements delegated by the Management Company and pertaining to the Distributor;
- Clarifying and answering specific investor queries regarding the investment product or the provider.

Retrocessions are not deemed to be rebates even if they are ultimately passed on, in full or in part, to the investors.

The disclosure of the receipt of retrocessions is governed by the relevant provisions of the Swiss Financial Services Act of 15 June 2018. In the case of offering activity in Switzerland, the Management Company and its agents may, upon request, pay rebates directly to investors. The purpose of rebates is to reduce the fees or costs incurred by the investor in question. Rebates are permitted provided that

- they are paid from fees received by the Management Company and therefore do not represent an additional charge on the fund assets;
- they are granted on the basis of objective criteria;
- all investors who meet these objective criteria and demand rebates are also granted these within the same timeframe and to the same extent.

The objective criteria for the granting of rebates by the Management Company are as follows:

- the volume subscribed by the investor or the total volume they hold in the collective investment scheme or, where applicable, in the product range of the promoter;
- the amount of the fees generated by the investor;
- the investment behavior shown by the investor (e.g. expected investment period);
- the investor's willingness to provide support in the launch phase of a collective investment scheme.

At the request of the investor, the Management Company must disclose the amounts of such rebates free of charge.

### iii. Possibility of Forwarding the Investment Management Fee

The Investment Manager may, at its sole discretion, forward all or part of its Investment Management Fee to investors or other recipients.

24.080RS