

# MULTIPARTNER SICAV

A SICAV UNDER LUXEMBOURG LAW

## PROSPECTUS

### GENERAL PART: 24 JANUARY 2024

|                 |                                      |                 |
|-----------------|--------------------------------------|-----------------|
| Special Part D: | CORAL REEF CREDIT OPPORTUNITIES FUND | 3 July 2023     |
| Special Part E: | CARTHESIO FUNDS                      | 1 January 2023  |
| Special Part N: | BARON FUNDS                          | 1 January 2023  |
| Special Part O: | ALLROUND QUADINVEST FUND ESG         | 17 May 2023     |
| Special Part Q: | QUANTAMENTAL EUROPEAN EQUITY FUND    | 3 July 2023     |
| Special Part T: | TATA INDIA EQUITY FUND               | 17 May 2023     |
| Special Part W: | KONWAVE GOLD EQUITY FUND             | 24 January 2024 |

Subscriptions are validly made only on the basis of this Prospectus or the Key Investor Information Document in conjunction with the most recent annual report and the most recent semi-annual report where this is published after the annual report.

No information other than that contained in this Prospectus or in the Key Investor Information Document may be given.

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## **II. SPECIAL PART**

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## 1. INTRODUCTION

MULTIPARTNER SICAV (the "Company" or "MULTIPARTNER SICAV") is a "*société d'investissement à capital variable*" (SICAV) established in accordance with the Luxembourg law of 10<sup>th</sup> August 1915 in its current version (the "1915 Law") and is authorised as an undertaking for collective investments in transferable securities (UCITS) under Part I of the law dated 17<sup>th</sup> December 2010 (the "2010 Law").

The Company has an "umbrella structure", which means that various subfunds ("Subfunds") reflecting different investment portfolios can be created and may be issued in different categories of shares. The shares in the Subfunds are offered for subscription by the distribution partners described in the applicable special part of this Prospectus. The Company is authorised to appoint different specialised financial service providers, each acting under the supervision of the Board of Directors (as described in the section "General Information on Investment Advisory / Investment Management"), as Investment Advisers, respectively Investment Managers for one or more Subfunds.

This Prospectus consists of a general part ("General Part") containing all provisions which are applicable to all Subfunds, and special parts ("Special Part") describing the Subfunds and containing any provisions applicable to them. The complete Prospectus, in the Special Parts, contains all Subfunds, and is available for inspection by the shareholders at the registered office of the Company. The Prospectus may be supplemented or amended at any time. In such case, the shareholders will be informed accordingly.

In addition to the Prospectus (General Part and Special Parts), a document containing key investor information will be published for each share category and will be remitted to each subscriber before he/she subscribes to shares ("Key Investor Information Document"). As soon as the Key Investor Information Document exists, each subscriber declares with the subscription to the shares that he/she has received the Key Investor Information Document prior to subscribing.

Under the 2010 Law, the Company is authorised to produce one or more special Prospectuses for the distribution of shares in one or more Subfunds or for one specific distribution country. The special Prospectuses always include the General Part and the relevant Special Part(s). As the case may be, they may also contain additional provisions relating to the country in which the Subfund(s) in question is/are authorised for public distribution or is/are distributed.

The Board of Directors of the Company is authorised to issue shares ("Shares") without par value relating to the relevant Subfund, and as described in the section "Description of Shares" or in the relevant Special Part, both distributing and accumulating Shares ("Share Category") can be issued for each Subfund. The Company may issue Share Categories with different minimum subscriptions, dividend policies and fee structures. The respective Share Categories issued in a Subfund are defined in the relevant Special Part of the Subfund in question. The distribution of Shares of particular Subfunds or Share Categories can be restricted by the Company to certain countries. Furthermore, the above mentioned Share Categories can be set up in different currencies.

Shares shall be issued at prices quoted in the currency of the Subfund in question, respectively in the currency of the Share Category in question. As described in the Special Part, a selling fee may be charged. Details of the subscription period and the terms and conditions for the initial issue of each Subfund are given in the Special Part. The Company may issue Shares in new, additional Subfunds at any time. The complete Prospectus and, where applicable, the relevant special Prospectuses will be amended accordingly.

Shares may be redeemed at a price described in the section "Redemption of Shares".

**Subscriptions are only accepted on the basis of the valid Prospectus or the Key Investor Information Document in conjunction with (i) the most recent annual report of the Company or (ii) the most recent semi-annual report where this is published after the annual report.**

The Shares are offered on the basis of the information and descriptions contained in this Prospectus, the Key Investor Information Document and the documents referred to in it. Other information or descriptions by any persons must be regarded as being unreliable.

This Prospectus, the Key Investor Information Document and any special Prospectuses do not constitute an offer or advertisement in those jurisdictions where such an offer or advertisement is prohibited, or in which persons making such offer or advertisement are not authorised to do so, or in which the law is infringed if persons receive such offer or advertisement.

**Potential purchasers of Shares are responsible for informing themselves about the relevant foreign exchange regulations and on the legal and tax regulations applicable to them.**

The information in this Prospectus and each special Prospectus is in accordance with the current law and rules and regulations of the Grand Duchy of Luxembourg and is thus subject to alterations.

In this Prospectus, figures in "Swiss Francs" or "CHF" refer to the currency of Switzerland; "US Dollars" or "USD" to the currency of the United States of America; "Euro" or "EUR" to the currency of the European Economic and Monetary Union; "£ Sterling" or "GBP" to the currency of Great Britain; "Japanese Yen" or "JPY" to the currency of Japan; "Singapore Dollars" or "SGD" to the currency of Singapore, "Australian Dollars" or "AUD" to the currency of Australia..

Because Shares in the Company are not registered in the USA in accordance with the United States Securities Act of 1933, they may neither be offered nor sold in the USA including the dependent territories unless such offer or such sale is permitted by way of an exemption from registration in accordance with United States Securities Act of 1933.

Shares in the Company may neither be offered nor sold to any US American benefit plan investor. For this purpose, a "benefit plan investor" means any (i) "employee benefit plan" within the meaning of Section 3(3) of the US Employee Retirement Income Security Act of 1974, as amended ("ERISA") that is subject to the provisions of Part 4 of Title I of ERISA, (ii) individual retirement account, Keogh Plan or other plan described in Section 4975(e)(1) of the US Internal Revenue Code of 1986, as amended, (iii) entity whose underlying assets include "plan assets" by reason of 25% or more of any class of equity interest in the entity being held by plans described in (i) and (ii) above, or (iv) other entity (such as segregated or common accounts of an insurance company, a corporate group or a common trust) whose underlying assets include "plan assets" by reason of an investment in the entity by plans described in (i) and (ii) above.

The individual Share Categories may be listed on the Luxembourg Stock Exchange.

## 2. ORGANISATION AND MANAGEMENT

The Company's registered office is at 25, Grand-Rue, L-1661 Luxembourg.

### BOARD OF DIRECTORS OF THE COMPANY

#### CHAIRMAN

|              |                                                                                        |
|--------------|----------------------------------------------------------------------------------------|
| Martin Jufer | Global Head of Wealth Management<br>GAM Investment Management (Switzerland) AG, Zurich |
|--------------|----------------------------------------------------------------------------------------|

#### MEMBERS

|                   |                                                                                                                              |
|-------------------|------------------------------------------------------------------------------------------------------------------------------|
| Jean-Michel Loehr | Independent Director, Luxembourg                                                                                             |
| Florian Heeren    | General Counsel Continental Europe,<br>GAM Investment Management (Switzerland) AG, Zürich                                    |
| Martin Jürg Peter | Client Director Team Head (Private Labelling), Executive Board member,<br>GAM Investment Management (Switzerland) AG, Zurich |

### MANAGEMENT COMPANY

GAM (Luxembourg) S.A., 25, Grand-Rue, L-1661 Luxembourg

### BOARD OF DIRECTORS OF THE MANAGEMENT COMPANY

#### CHAIRMAN

|              |                                                                                        |
|--------------|----------------------------------------------------------------------------------------|
| Martin Jufer | Global Head of Wealth Management<br>GAM Investment Management (Switzerland) AG, Zurich |
|--------------|----------------------------------------------------------------------------------------|

#### MEMBERS

|                |                                                    |
|----------------|----------------------------------------------------|
| Yvon Lauret    | Independent Director, Luxembourg                   |
| Samantha Keogh | Independent Director, Delgany, Co Wicklow, Ireland |

### MANAGING DIRECTORS OF THE MANAGEMENT COMPANY

|                        |                                                      |
|------------------------|------------------------------------------------------|
| Steve Kieffer          | Managing Director, GAM (Luxembourg) S.A., Luxembourg |
| Stefano Canossa        | Managing Director, GAM (Luxembourg) S.A., Luxembourg |
| Sean O'Driscoll        | Managing Director, GAM (Luxembourg) S.A., Luxembourg |
| Susanne d'Anterrosches | Managing Director, GAM (Luxembourg) S.A., Luxembourg |
| Marie-Christine Piasta | Managing Director, GAM (Luxembourg) S.A., Luxembourg |
| Ludmila Careri         | Managing Director, GAM (Luxembourg) S.A., Luxembourg |

### CUSTODIAN

### CENTRAL ADMINISTRATION AGENT AND PRINCIPAL PAYING AGENT

### REGISTRAR AND TRANSFER AGENT

State Street Bank International GmbH, Luxembourg Branch, 49, Avenue J.F. Kennedy, L-1855 Luxembourg

### DISTRIBUTORS

The Company, respectively the Management Company, has appointed Distributors and may appoint additional Distributors to sell Shares in various legal jurisdictions.

**AUDITOR OF ANNUAL REPORT**

PricewaterhouseCoopers Soc. Coop., 2, rue Gerhard Mercator B.P. 1443, L-1014 Luxembourg, has been appointed auditor of the annual report.

**LEGAL ADVISER**

Linklaters LLP, 35, Avenue John F. Kennedy, L-1855 Luxembourg, has been appointed legal adviser of the Company.

**SUPERVISORY AUTHORITY IN LUXEMBOURG**

Commission de Surveillance du Secteur Financier ("CSSF"), 283, route d'Arlon, L-1150 Luxembourg.

Further information and documents on the Company and the individual subfunds may also be consulted on the website [www.funds.gam.com](http://www.funds.gam.com), on which investors can also find a form for submitting complaints.

Supplementary information on the organisation of the individual Subfunds can be found in the relevant Special Part.

### 3. INVESTMENT OBJECTIVES AND POLICY

The investment objectives of the Board of Directors in relation to each individual Subfund are described in the relevant Special Part, in the section "Investment objectives and policy".

Where this Prospectus, and the Special Parts in particular, refer to a "recognised country", this means a member state of the Organisation for Economic Cooperation and Development ("OECD") and all other countries of Europe, North and South America, Africa, Asia and of the Pacific Rim (hereinafter "**recognised country**").

Further, the Subfunds will, in the pursuit of the investment objectives as described in the section "Special investment techniques and financial instruments", employ investment techniques and financial instruments in compliance with the guidelines and limits set according to Luxembourg law.

**Although the Company will do its utmost to achieve the investment objectives of each Subfund, there can be no guarantee to which extent these objectives will be reached. Consequently, the net asset values of the Shares may increase or decrease, and positive or negative returns of different levels may arise.**

The performance of each Subfund is illustrated in the Key Investor Information Document.

### 4. INVESTOR PROFILE

The investor profile of each Subfund is described in the relevant Special Part of the Prospectus.

### 5. INVESTMENT LIMITS

#### 1. INVESTMENTS IN SECURITIES, MONEY MARKET INSTRUMENTS, DEPOSITS AND DERIVATIVES

These investments comprise:

- (a) Transferable securities and money market instruments:
  - which are admitted to or dealt in on a regulated market (as defined in Directive 2004/39/EC);
  - which are dealt in on another regulated market in a member state of the European Union ("EU") which is recognised, open to the public and operates regularly;
  - which are admitted to official listing on a stock exchange in a non-EU state<sup>1</sup> or are traded on another regulated market of a non-EU state which is recognised, open to the public and operates regularly;
  - resulting from new issues, provided the terms of issue contain an undertaking to apply for official listing on a stock exchange or another regulated market which is recognised, open to the public and operates regularly, and that the admission will be obtained within one year of the issue.
- (b) Sight deposits or deposits repayable on demand maturing in no more than 12 months with qualified credit institutions whose registered office is located in a member state of the EU or in a member state of the OECD or in a country that has ratified the resolutions of the Financial Actions Task Force ("FATF" or Groupe d'Action Financière Internationale; "GAFI") ("qualified credit institutions").
- (c) Derivatives, including equivalent cash-settled instruments, which are dealt in on a regulated market as specified in (a), first, second or third indent, and/or OTC (over the counter) derivatives provided that:
  - the underlying securities are instruments as defined by Article 41 para. 1 of the 2010 Law or are financial indices, interest rates, foreign exchange rates or currencies in which the Subfund may invest according to its investment objectives;
  - the counterparties in transactions with OTC derivatives are institutions subject to supervision belonging to the categories approved by the Commission de Surveillance du Secteur Financier (CSSF); and

<sup>1</sup> As described in Directive 2009/65/EC, a non-EU state is a country which is not a member of the EU.

- 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 the initiative of the Company at their fair value.
- (d) Shares in UCITS authorised in accordance with Directive 2009/65/EC and/or other UCIs within the meaning of Article 1 (2), first and second indent of Directive 2009/65/EC having their registered office in a member state of the EU or a non-EU state, provided that:
- such other UCIs are authorised in accordance with legal requirements which submit them to prudential supervision considered by the CSSF to be equivalent to that under the EU Community law and that there is sufficient guarantee of cooperation between the authorities;
  - the level of protection for unitholders of such other UCIs is equivalent to the level of protection for unitholders of a UCITS and in particular that the requirements for segregation of the fund's assets, 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 subject to semi-annual and annual reports which enable an assessment of the assets and liabilities, income and operations over the reporting period;
  - the UCITS or this other UCI, whose units are to be acquired, may, according to its constitutional documents, invest in total no more than 10% of its net asset value in units of other UCITS or other UCIs.

If the Company purchases units in other UCITS and/or other UCIs which are managed directly or indirectly by the same Management Company or by another company to which the Management Company is linked by common administration or control or by a significant direct or indirect shareholding, the Management Company or the other company may not charge the Company any fees for subscription or redemption of shares in other UCITS and/or UCI.

A Subfund may invest in other Subfunds of the Company, subject to the prerequisites laid down in Article 181 paragraph 8 of the 2010 Law.

- (e) Money market instruments which are not traded on a regulated market and fall under the definition of Article 1 of the 2010 Law, provided the issue or issuer of these instruments is itself subject to regulations concerning the protection of savings and investors, and provided:
- they are issued or guaranteed by a central governmental, regional or local authority or the central bank of a EU member state, the European Central Bank, the EU or the European Investment Bank, a non-EU state or, in the case of a Federal State, one of the members making up the federation, or by a public international institution to which at least one EU member state belongs; or
  - they are issued by an undertaking whose securities are traded on the regulated markets designated in 1. (a); or
  - they are issued or guaranteed by an establishment subject to supervision in accordance with the criteria defined by EU Community law, or by an institution which is subject to and complies with prudential rules which in the opinion of the CSSF are at least as stringent as those under EU Community law; or
  - they are issued by other issuers belonging to a category approved by the CSSF, provided such instruments are subject to investor protection regulations which are equivalent to those of the first, second or third indent and provided the issuer is either a company with own funds of at least ten (10) million Euro, which presents and publishes its annual accounts in accordance with the provisions of the 4th Directive 78/660/EEC, or an entity within a group comprising one or more companies listed on an official stock exchange which is dedicated to the financing of that group, or is an entity which is dedicated to the financing of securitisation vehicles which benefit from a banking liquidity line.
- (f) However:
- the Company may invest no more than 10% of the net asset value per Subfund in transferable securities and money market instruments other than those referred to in (a) to (e);

- the Company may not acquire precious metals or certificates representing them.
- (g) The Company may hold ancillary liquid assets.

## 2. INVESTMENT RESTRICTIONS

- (a) The Company may invest no more than 10% of the net asset value of each Subfund in transferable securities or money market instruments of one and the same issuer. The Company may invest no more than 20% of the net asset value of each Subfund in deposits made with one and the same institution.

The risk exposure to counterparty in OTC-derivatives transactions by the Company must not exceed the following percentages:

- 10% of the net asset value of each Subfund when the counterparty is a qualified credit institution;
- and otherwise 5% of the net asset value of each Subfund.

In the case of non-sophisticated UCITS, the aggregate risk associated with derivatives is determined by using the Commitment Approach, and in the case of sophisticated UCITS by means of a model approach (Value-at-risk model), which takes into account all general and specific market risks that may lead to a significant change in the value of the portfolio. As far as a Subfund applies a Value-at-risk (VaR) method to calculate its aggregate risk, the calculation of the VaR is made on the basis of a confidence interval of 99%. The holding period for the calculation of the total risk corresponds to one month (20 days).

The aggregate risk in relation to each individual Subfund is calculated according to either the Commitment Approach or the VaR model (Absolute VaR or Relative VaR with the corresponding benchmark), as listed in the table below:

| SUBFUND                                  | RELATIVE VaR /<br>ABSOLUTE VaR /<br>COMMITMENT | BENCHMARK USED TO<br>CALCULATE THE RISK<br>EXPOSURE (ONLY IN THE<br>CASE OF RELATIVE<br>VaR) |
|------------------------------------------|------------------------------------------------|----------------------------------------------------------------------------------------------|
| ALLROUND QUADINVEST FUND ESG             | Commitment                                     | n/a                                                                                          |
| BAM – CLASSIS – CRESCERE INSIEME         | Commitment                                     | n/a                                                                                          |
| BARON EMERGING MARKETS EQUITY            | Commitment                                     | n/a                                                                                          |
| BARON GLOBAL ADVANTAGE EQUITY            | Commitment                                     | n/a                                                                                          |
| CARTHESIO FRAME ALPHA STRATEGY FUND      | Commitment                                     | n/a                                                                                          |
| CARTHESIO GLOBAL INCOME FUND             | Absolute VaR                                   | n/a                                                                                          |
| CARTHESIO RATIO TOTAL RETURN CREDIT FUND | Commitment                                     | n/a                                                                                          |
| CARTHESIO REGULAE FUND                   | Commitment                                     | n/a                                                                                          |
| CEAMS QUALITY EUROPE EQUITY FUND         | Commitment                                     | n/a                                                                                          |
| CEAMS QUALITY SWITZERLAND EQUITY FUND    | Commitment                                     | n/a                                                                                          |
| CEAMS QUALITY USA EQUITY FUND            | Commitment                                     | n/a                                                                                          |
| CORAL REEF CREDIT OPPORTUNITIES FUND     | Commitment                                     | n/a                                                                                          |
| GLOBAL ABSOLUTE RETURN                   | Commitment                                     | n/a                                                                                          |
| KONWAVE GOLD EQUITY FUND                 | Commitment                                     | n/a                                                                                          |
| KONWAVE TRANSITION METALS FUND           | Commitment                                     | n/a                                                                                          |
| KONWAVE ESG GOLD EQUITY FUND             | Commitment                                     | n/a                                                                                          |
| QUANTAMENTAL EUROPEAN EQUITY FUND        | Commitment                                     | n/a                                                                                          |
| TATA India Equity Fund                   | Commitment                                     | n/a                                                                                          |
| ZURICH INVEST PROTECT 85+ III            | Commitment                                     | n/a                                                                                          |

The aggregate risk of the underlying instruments must not exceed the investment limits set out in (a) to (f). The underlying instruments of index-based derivatives do not have to be taken into account when

calculating these investment limits. However, if a derivative is embedded in a transferable security or money market instrument, it must be taken into account for the purpose of the provisions of this section.

- (b) The total value of the issuers' securities and money market instruments in which a Subfund invests more than 5% of its net asset value must not exceed 40% of its net asset value. This limitation does not apply to deposits or OTC derivative transactions made with financial institutions subject to prudential supervision.
- (c) Irrespective of the individual maximum limits under (a), a Subfund may invest no more than 20% of its net asset value with a single institution in a combination of:
  - transferable securities or money market instruments issued by this institution and/or
  - deposits made with this institution and/or
  - OTC derivatives transactions undertaken with this institution.
- (d) The limit stated in (a), first sentence, is raised to 35% if the transferable securities or money market instruments are issued or guaranteed by an EU member state or by its public local authorities, by a non-EU state or by public international institutions of which at least one EU member state is a member.
- (e) The limit stated in (a), first sentence, is raised to 25% for certain debt securities when they are issued by a credit institution with its registered office in an EU member state which is subject, by law, to special prudential supervision designed to protect investors in debt securities. In particular, sums deriving from the issue of these debt securities must be invested in conformity with the law in assets which, during the whole period of validity of the debt securities, are capable of covering claims attaching to the debt securities and which, in case of failure of the issuer, would be used on a priority basis for the repayment of principal and of the accrued interest.

If a Subfund invests more than 5% of its net asset value in the debt securities referred to in the above paragraph and which are issued by a single issuer, the total value of such investments may not exceed 80% of the net asset value of the Subfund concerned.

- (f) The transferable securities and money market instruments mentioned in (d) and (e) are not taken into account in the calculation of the limit of 40% referred to in (b).

The limits stated in (a) to (e) may not be combined, and thus investments in accordance with (a) to (e) in transferable securities or money market instruments of one and the same issuer or in deposits with the said issuer or in derivatives made with that issuer may not exceed a total of 35% of the net asset value of a Subfund.

Companies which are included in the same group for the purpose of consolidated accounts as defined in the Directive 83/349/EEC or in accordance with recognised international accounting rules are regarded as a single issuer for the purpose of calculating the aforementioned limits.

The investments by a Subfund in transferable securities and money market instruments within the same group may cumulatively not exceed 20% of its net asset value, this being without prejudice to (e) above.

- (g) **Notwithstanding points (a) to (f), the Company is authorised in accordance with the principle of risk diversification to invest up to 100% of a Subfund's net asset value in securities and money market instruments from different issues, which are issued or guaranteed by an EU member state or by its local authorities, by a member state of the OECD or by public international organisations of which at least one EU member state is a member, provided, however, that the Subfund must hold securities and money market instruments of at least six different issues, whereby the securities and money market instruments of each single issue may not account for more than 30% of the net asset value of the Subfund concerned.**
- (h) Without prejudice to the limits laid down in (j), the limits laid down in (a) for investments in shares and/or debt securities issued by the same issuer may be raised to a maximum of 20% when the investment strategy of the Subfund is to replicate the composition of a certain stock or debt securities index recognised by CSSF. This depends on the following conditions:
  - that the composition of the index is sufficiently diversified;
  - that the index represents an adequate benchmark for the market to which it refers;

- that the index is published in an appropriate manner.

The limit laid down in the previous paragraph is raised to 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.

- (i) A Subfund may acquire units of target funds as defined in section 5.1 (d) above, up to a maximum of 10% of its net asset value if no investments in target funds beyond this limit are permitted in the relevant Special Part of the Prospectus. However, if a Special Part of the Prospectus permits investments in target funds in an amount greater than 10% of the net asset value of a Subfund, the Subfund may not

- invest more than 20% of its net asset value in one and the same target fund; and
- invest more than 30% of its net asset value in units of target funds that are not UCITS.

When applying these investment limits, each Subfund of a target fund is to be regarded as an independent issuer.

(j)

- (A) The Company or the Management Company acting in connection with all of the investment funds which it manages and which qualify as a UCITS, may not acquire any shares carrying voting rights which would enable it to exercise significant influence over the management of an issuer.

- (B) Moreover the Company may acquire for the respective Subfund no more than:

- 10% of the non-voting shares from the same issuer;
- 10% of debt securities from the same issuer;
- 25% of the units of the same target fund;
- 10% of the money market instruments of any single issuer.

The limits laid down in the second, third and fourth indents may be disregarded at the time of acquisition if at that time the gross amount of debt securities or money market instruments or the net amount of the shares in issue cannot be calculated.

Paragraphs (A) and (B) shall not apply:

- to transferable securities and money market instruments issued or guaranteed by an EU member state or its local authorities;
- to transferable securities and money market instruments issued or guaranteed by a non-EU state;
- to transferable securities and money market instruments issued by public international institutions of which one or more EU member states are members;
- to shares held by the Company in the capital of a company incorporated in a non-EU state which invests its assets mainly in the securities of issuers having their registered office in that state, where under the legislation of that state, such a holding represents the only way in which the Company can invest in the securities of issuers of that state. This derogation, however, shall only apply if in its investment policy the company from the non-EU state complies with the limits laid down in (a) to (f) and (i) and (j) (A) and (B). Where the limits set in (a) to (f) and (i) are exceeded, (k) shall mutatis mutandis apply;
- to shares held by the Company alone or together with other UCIs in the capital of subsidiary companies which, exclusively on its own or their behalf, carry on only the business of management, advice or marketing in the country where the subsidiary is located, in regard to the redemption of shares at the request of investors.

(k)

- (A) The Company need not comply with the limits laid down herein when exercising subscription rights attaching to transferable securities and money market instruments which form part of its assets.

While ensuring observance of the principle of risk diversification, each Subfund may derogate from the rules set out in (a) to (h) for a period of six months following the date of its admission.

- (B) If the Company exceeds the limits referred to in (A) for reasons beyond its control or as a result of the exercise of subscription rights, it must adopt as a priority objective for its sales transactions the remedying of that situation, taking due account of the interests of its shareholders.
- (l)
  - (A) The Company may not borrow. However, the Company may acquire foreign currencies by means of a "back-to-back" loan.
  - (B) By way of derogation from paragraph (A), the Company may, per Subfund, (i) borrow up to 10% of its net asset value, provided that the borrowing is on a temporary basis, and (ii) borrow up to 10% of its net asset value, provided that the borrowing is to make possible the acquisition of immovable property essential for the direct pursuit of its business; in no case may such borrowings and those referred to in (i) together exceed 15% of the net asset value concerned.
- (m) The Company and the custodian bank may not grant loans or act as guarantor for third parties for the account of the Subfund, without prejudice to points (a) to (e) under point 1. This shall not prevent the Company from acquiring transferable securities or money market instruments or shares in target funds or financial instruments referred to in (c) and (e) under point 1 which are not fully paid.
- (n) The Company and the custodian bank may not carry out uncovered sales of transferable securities, money market instruments, shares in target funds or financial instruments referred to in (c) and (e) under point 1.
- (o) Ancillary liquid assets may amount to up to 20% of the total assets of the relevant Sub-Fund of the Company. These ancillary liquid assets are limited to demand deposits, such as cash, which are held in the current bank accounts of the respective Sub-fund of the Company and are available at all times. The 20% limit may only be exceeded temporarily for an absolutely necessary period if circumstances so require due to exceptionally unfavourable market conditions (e.g. wars, terrorist attacks, health crises or other similar events) and if such an excess is justified taking into account the best interests of the investors.

The Company may invest for liquidity purposes in liquid assets, i.e. money market instruments and as defined in Section 5 as well as money market funds and overnight deposits.

### 3. FURTHER INVESTMENT GUIDELINES

- (a) The Company will not acquire securities which entail unlimited liability.
- (b) The fund's assets must not be invested in real estate, precious metals, precious metal contracts, commodities or commodity contracts.
- (c) The Company can implement further investment restrictions in order to comply with the requirements in countries in which Shares shall be offered for sale.

## 6. SPECIAL INVESTMENT TECHNIQUES AND FINANCIAL INSTRUMENTS

In the interests of efficient management or for hedging purposes, the Company may make use of the following investment techniques and financial instruments for each Subfund. If foreseen accordingly in the Special Part of this Prospectus, the Company may also use derivative financial instruments ("derivatives") for investment purposes. It must at all times comply with the investment restrictions stated in Part I of the 2010 Law and in the section "Investment limits" in this Prospectus and must in particular be aware of the fact that the underlyings of derivatives and structured products used by each Subfund have to be taken into account in the calculation of the investment limits stated in the previous section. The Company, when using special investment techniques and financial instruments, will at all times observe the investment limits as specified by the requirements of the CSSF Ordinance 10-4 and by the Luxembourg or European regulations as issued from time to time.

In respect of each Subfund, the Company will also take into account the requirement to maintain an appropriate level of liquidity when employing special investment techniques and financial instruments (particularly in the case of derivatives and structured products).

**6.1. OPTIONS ON SECURITIES**

The Company may, for each Subfund and regarding the permitted investments, buy and sell call or put options as long as they are traded on a regulated market, or over the counter (OTC) options, provided the counterparties of such transactions are first class financial institutions specialising in such transactions.

**6.2. FINANCIAL FUTURES, SWAPS AND OPTIONS ON FINANCIAL INSTRUMENTS**

Subject to the derogations listed below, futures and options on financial instruments are, as a matter of principle, limited to contracts traded on regulated markets. OTC derivatives may only be concluded if the counterparties are first class financial institutions which specialise in transactions of this kind.

**a) HEDGES AGAINST MARKET RISKS AND RISKS ASSOCIATED WITH STOCK MARKET PERFORMANCE**

For the purpose of hedging against poor market performance, the Company may, for each Subfund sell forward transactions and call options on share price indexes, bond market indexes or other indexes or financial instruments or buy put options on share price indexes, bond market indexes or other indexes or buy financial instruments or enter into swaps in which the payments between the Company and the counterparty depend on the development of certain share price indexes, bond market indexes or other indexes or financial instruments.

As these call and put transactions are for hedging purposes, there must be a sufficient correlation between the structure of the securities portfolio to be hedged and the composition of the stock index employed.

**b) HEDGES AGAINST INTEREST RATE RISKS**

For the purpose of hedging against the risks associated with changes in interest rates, the Company may sell interest rate futures and call options on interest rates, buy put options on interest rates and enter into interest rate swaps, forward rate agreements and options on interest rate swaps (swaptions) with first class financial institutions specialising in such transactions as part of OTC transactions for each Subfund.

**c) HEDGES AGAINST INFLATION RISKS**

For the purpose of hedging against risks resulting from an unexpected acceleration of inflation, the Company may conclude so-called inflation swaps with first class financial institutions specialising in this type of transaction as part of OTC transactions or make use of other instruments to hedge against inflation for each Subfund.

**d) HEDGES AGAINST CREDIT DEFAULT RISK AND THE RISK OF A DETERIORATION IN A BORROWER'S CREDIT STANDING**

For the purpose of hedging against credit default risk and the risk of losses owing to a deterioration in the borrower's credit standing, the Company may for each Subfund engage in credit options, credit spread swaps ("CSS"), credit default swaps ("CDS"), CDS (index) baskets, credit-linked total return swaps and similar credit derivatives with first class financial institutions specialising in such transactions as part of OTC transactions.

**e) NON-HEDGING TRANSACTIONS ("ACTIVE MANAGEMENT")**

The Company may buy and sell forward contracts and options on all types of financial instruments for each Subfund.

The Company can also enter into interest and credit swaps (interest rate swaps, credit spread swaps ("CSS"), credit default swaps ("CDS"), CDS (index) baskets, etc.), inflation swaps, options on interest rate and credit swaps (swaptions), but also swaps, options or other transactions in financial derivatives in which the Company and the counterparty agree to swap performance and/or income (total return swaps, etc.) for each Subfund. This also comprises so-called Contracts for Difference – ("CFD"). A contract for difference is a contract between two parties - the buyer and the seller - which stipulates that the seller will pay the buyer the difference between the current value of an asset (a security, an instrument, a basket of securities or an index) and its value at the end of the term of the contract. If the difference is negative, the buyer owes the seller the (corresponding) payment. Contracts for difference allow the Subfunds to take synthetic long or short positions with a variable collateral provision, where - unlike with futures contracts - the maturity date and the size of the contract are not fixed. The counterparties must be first class financial institutions which specialise in such transactions.

**f) SECURITIES FORWARD SETTLEMENT TRANSACTIONS**

In the interests of efficient management or for hedging purposes, the Company may conclude forward transactions with broker/dealers acting as market makers in such transactions, provided they are first class financial institutions

specialising in this type of transaction and participate in the OTC markets. The transactions in question include the purchase or sale of securities at their current price; delivery and settlement shall then take place on a later date that is fixed in advance.

Within an appropriate period in advance of the transaction settlement date, the Company can arrange with the broker/dealer either for it to sell or buy back the securities or for it to extend the time limit, with all realised profits or losses from the transaction paid to the broker/dealer or paid by it to the Company. However, the Company concludes purchase transactions with the intention of acquiring the securities in question.

The Company can pay the normal charges contained in the price of the securities to the broker/dealer in order to finance the costs incurred by the broker/dealer because of the later settlement.

### **6.3. EFFICIENT PORTFOLIO MANAGEMENT – OTHER INVESTMENT TECHNIQUES AND INSTRUMENTS**

In addition to investments in derivatives, the Company may also make use of other investment techniques and instruments based on securities and money market instruments such as repurchase agreements (repurchase or reverse repurchase transactions) and securities lending transactions pursuant to the terms of the CSSF Circular 08/356 (as last amended and any replacement circular) and the Guidelines of the European Securities and Markets Authority ESMA/2012/832, as implemented in Luxembourg by the CSSF Circular 13/559 (as last amended by the CSSF Circular 14/592), as well as any other guidelines introduced in this regard. Investment techniques and instruments based on securities and money market instruments that are used for the purposes of efficient portfolio management, including derivatives that are not used for direct investment purposes, shall fulfil the following criteria:

- a) they are economically appropriate in that they are used cost-effectively;
- b) they are used with one or more of the following specific aims:
  - (i) To reduce risk;
  - (ii) To cut costs;
  - (iii) Generation of additional capital or revenue for the Company, associated with a risk that is compatible with the risk profile of the Company and the relevant Subfunds of the Company and with the applicable rules on risk diversification;
- c) their risks are appropriately captured by the Company's risk management process; and
- d) they may not result in any change to the Subfund's declared investment objective or be associated with any substantial supplementary risks compared with the general risk strategy as described in the Prospectus or the key investor information.

Potential techniques and instruments for efficient portfolio management are detailed below and are subject to the conditions described below.

Moreover, such transactions may be entered into for 100% of the assets held by the Subfund concerned provided that (i) their scope remains appropriate or the Company is entitled to recall the securities that have been lent so that it is always in a position to meet its redemption obligations and (ii) such transactions do not jeopardise the management of the Company's assets in line with the investment policy of the Subfund concerned. Risk monitoring must be carried out in line with the Company's risk management process.

Efficient portfolio management may possibly have a negative impact on the return for shareholders.

Efficient portfolio management may lead to direct and indirect operational costs that are deducted from the revenue. These costs shall not include hidden charges.

Care shall also be taken to ensure that no conflicts of interest are created to the detriment of investors as a result of efficient portfolio management techniques being applied.

### **6.4. SECURITIES LENDING**

For the purposes of generating additional capital or income or reducing costs and risks in the context of a standardised system and pursuant to the provisions of the CSSF Circular 08/356, (as last amended and any replacement circular) and the Guidelines of the European Securities and Markets Authority ESMA/2012/832 and

other guidelines introduced in this regard, the Company is permitted to lend securities of a Subfund to third parties (up to a maximum of 100% of the estimated total value of the instruments of the Subfund, provided the Company has the right to terminate the contract at any time and recover the lent securities), although such transactions may only be carried out through recognised clearing houses such as Euroclear or Clearstream SA or other recognised national clearing houses or using highly rated financial institutions specialised in this type of transaction, and according to their terms of business. The counterparty to the securities lending agreement must be subject to prudential supervision rules considered by the CSSF as equivalent to those prescribed by EU Community law. The rights to refund must in principle be protected by collateral security to a value which at the time the contract was entered into and throughout the lending term corresponds to at least the estimated total value of the relevant lent securities; this can be done through the provision of collateral security in the form of fixed-term deposits or securities which are issued or guaranteed by OECD member states, their local authorities or institutions of a supranational or regional character, or by other highly rated issuers, or else through the provision of collateral security in the form of shares in highly rated companies (on condition that hedging is provided against any fall in price between the time the collateral security is created and the time the lent security in question is returned), with such collateral security remaining blocked, on behalf of the Company, until expiry of the applicable securities lending transaction. The collateral received is not reinvested.

The Company must have the right to terminate at any time any securities lending agreement into which it has entered or to recall any security that has been lent.

All revenues arising from efficient portfolio management techniques, net of direct and indirect operational costs/fees, shall be returned to the respective Subfund.

From the gross revenues from securities lending, the services connected to it will be paid, such as particularly the depositary, lending agent, indemnification, consisting of a minimum amount and a pro-rate participation, as well as a remuneration for risk and collateral management, legal and IT support to the Management Company. The Management Company will ensure that only market-compliant costs will be applied. The remaining revenues will be fully credited to the respective Subfund.

The Company shall further ensure that the volume of securities lending is maintained at an appropriate level or that the Company is entitled to have the lent securities returned in a manner that ensures that it is always in a position to meet its redemption obligations and that such transactions do not jeopardise the management of the assets of the Subfunds in accordance with its investment policy.

The risk exposures to a counterparty resulting from securities lending and OTC financial derivatives should be combined in order to calculate the counterparty risk pursuant to the Section "Risks in conjunction with the use of derivatives and other special investment techniques and financial instruments".

Non-cash collateral received may not be sold, re-invested or pledged during the term of the transaction. Cash collateral received should only be:

- placed on deposit with credit institutions described in Article 50(f) of the UCITS Directive;
- invested in high-quality government bonds;
- used for the purpose of reverse repurchase transactions provided that the transactions are with credit institutions subject to supervision and the Company is able to recall at any time the full amount of cash on accrued basis;
- invested in short-term money market funds as defined in the CESR's Guidelines on a Common Definition of European Money Market Funds.

Re-invested cash collateral must be diversified in accordance with the diversification requirements applicable to non-cash collateral.

The Section "Risks in conjunction with the use of derivatives and other special investment techniques and financial instruments" contains further risk information in this regard.

**REGULATION (EU) 2015 / 2365 ON TRANSPARENCY OF SECURITIES FINANCING TRANSACTIONS AND REUSE AND AMENDING REGULATION (EU) No 648 / 2012**

Unless otherwise stated, the maximum proportion of a Subfund's assets that can be subject to Securities Lending is maximum 60% of that Subfund's Net Asset Value. At the time of preparation of this Prospectus, none of the Subfunds engages in Securities Lending.

## 6.5. SECURITIES REPURCHASE AGREEMENTS

The Company may, taking into account the provisions of the CSSF Circular 08/356 and the investment policy of the relevant Subfund, for that Subfund engage in repurchase agreements ("Repurchase Agreements") and reverse repurchase agreements ("Reverse Repurchase Agreements") involving the purchase and sale of securities where the seller has the right or obligation to repurchase the securities sold from the buyer at a fixed price and within a certain period stipulated by both parties upon conclusion of the agreement.

The Company may effect repurchase transactions either as a buyer or a seller. However, any transactions of this kind are subject to the following guidelines:

- Securities may only be purchased or sold under a repurchase agreement if the counterparty is a first class financial institution specialising in this kind of transaction and is subject to prudential supervision rules considered by the CSSF as equivalent to those prescribed by EU Community law.
- As long as the repurchase agreement is valid, the securities bought cannot be sold before the right to repurchase the securities has been exercised or the repurchase period has expired.
- In addition, it must be ensured that the volume of repurchase agreements of each Subfund is structured in such a way that the Subfund can meet its redemption obligations towards its shareholders at any time.

If the Company agrees repurchase transactions for a Subfund, it must be able to either recall the underlying securities or terminate the transaction at any time. Repurchase Agreements that do not exceed seven days should be considered as transactions that allow the assets to be recalled at any time by the Company.

If the Company enters into a Reverse Repurchase Agreement, it should ensure that it is able at any time to recall the full amount of cash or to terminate the Reverse Repurchase Agreement on either an accrued basis or a mark-to-market basis. When the cash is callable at any time on a mark-to-market basis, the mark-to-market value of the reverse repurchase agreement should be used for the calculation of the net asset value. Reverse repurchase agreements that do not exceed seven days should be considered as arrangements on terms that allow the assets to be recalled at any time by the Company. The Company must publish the total amount of outstanding repurchase transactions as at the reference date in its yearly and half-yearly reports.

At the time of preparation of this Prospectus, none of the Company's Subfunds were invested in repurchase agreements, in accordance with Regulation (EU) 2015/2365 on the transparency of securities financing transactions and with Regulation (EU) No 648/2012 in its original and subsequent amended versions. Should this change in future, the Prospectus will be amended accordingly at the time of the next submission.

## 6.6. MANAGEMENT OF COLLATERAL FOR OTC DERIVATIVES AND EFFICIENT PORTFOLIO MANAGEMENT TECHNIQUES

The following provisions are in line with the requirements of the Guidelines of the European Securities and Markets Authority ESMA/2012/832, which may be amended in future.

1. Collateral received ("collateral") in connection with OTC derivative transactions and efficient portfolio management techniques, such as e.g. in the context of repurchase transactions or securities lending, must at all times fulfil all of the following criteria:
  - (a) **LIQUIDITY:** Any collateral received other than cash should be 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. Collateral received should also comply with the provisions of Article 48 of the Law of 2010.
  - (b) **Valuation:** Collateral received should be able to be valued on a daily basis, and assets that exhibit high price volatility should not be accepted as collateral unless suitably conservative haircuts are in place.
  - (c) **ISSUER CREDIT QUALITY:** Collateral received should have a high credit rating.
  - (d) **CORRELATION:** The collateral must 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.
  - (e) **DIVERSIFICATION:** Collateral should be sufficiently diversified in terms of countries, markets and issuers. The criteria of sufficient diversification in terms of the concentration of the issuers is deemed to be fulfilled when a Subfund receives from the counterparty a collateral basket, in which the maximum exposure towards a particular issuer does not exceed 20% of the net asset value.

When a Subfund is exposed to different counterparties, the different baskets of collateral should be aggregated to calculate the 20% limit of exposure to a single issuer.

By way of derogation from this sub-paragraph, the Subfunds may be fully collateralised in different transferable securities and money market instruments issued or guaranteed by a Member State, one or more of its local authorities, a third country, or a public international body to which one or more Member States belong. Such Subfunds 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. Subfunds that intend to be fully collateralised in securities issued or guaranteed by a Member State should disclose this fact in the respective special part of the Prospectus. Subfunds should also identify the Member States, local authorities, or public international bodies issuing or guaranteeing securities which they are able to accept as collateral for more than 20% of their net asset value.

- (f) IMMEDIATE AVAILABILITY: The Company must be able to realise the collateral at any time without reference to the counterparty or requiring the counterparty's approval.
- 2. Subject to the above criteria, collateral admissible for any Subfund must meet the following requirements:
  - (a) Liquid assets such as cash or short-term bank deposits, money market instruments as defined in Directive 2007/16/EC of 19 March 2007, letters of credit or "pay upon first request" suretyships issued by a first-class credit institution that is not linked to the counterparty;
  - (b) Bonds issued or guaranteed by a member state of the OECD.
- 3. Where there is a title transfer, the collateral received should be held by the depositary or its representative. For other types of collateral arrangement, the collateral can be held by a third-party custodian that is subject to prudential supervision and unrelated to the provider of the collateral.
- 4. The Company has introduced a haircut strategy for each class of assets received as collateral. A haircut is a deduction from the value of collateral to take account of deterioration in the valuation or in the liquidity profile of the collateral over time. The haircut strategy takes into account the characteristics of the respective assets, including the credit standing of the issuer, price volatility and the outcome of stress tests performed as part of collateral management. Subject to existing transactions with the counterparty concerned, which may include minimum amounts for the transfer of collateral, the Company intends applying a haircut of at least 2% to collateral received (as defined in No. 2b), at least corresponding to the counterparty risk.
- 5. Risks and potential conflicts of interest in conjunction with OTC derivatives and efficient portfolio management
  - (a) Specific risks are associated with OTC derivative transactions, efficient portfolio management and the management of collateral. Further information in this regard is provided in this Prospectus in the Section "Risks in conjunction with the use of derivatives and other special investment techniques and financial instruments" and also in the comments on the risks associated with derivatives, counterparty risk and depositary counterparty risk. These risks may expose shareholders to an elevated risk of loss.
  - (b) The combined counterparty risk arising from a transaction with OTC derivatives or techniques for efficient portfolio management may not exceed 10% of the assets of a Subfund if the counterparty is a credit institution based in the EU or in a country in which, according to the Luxembourg supervisory authority, the supervisory system is equivalent to that applicable in the EU. In all other cases this limit is 5%.

#### 6.7. TECHNIQUES AND INSTRUMENTS FOR HEDGING CURRENCY RISKS

For the purpose of hedging against currency risks, the Company may, at a stock exchange or on another regulated market, or in the context of OTC transactions, conclude currency futures contracts, sell currency call options or buy currency put options in order to reduce *exposure* to the currency that is deemed to present a risk or to completely eliminate such risk and to shift into the reference currency or into another of the permissible currencies that is deemed to present less risk for each Subfund.

Currency futures and swaps may be executed by the Company in the open market with first class financial institutions specialising in this kind of transaction.

#### **6.8. STRUCTURED PRODUCTS**

The Company may use structured products in the interest of efficient management or for hedging purposes for any Subfund. The range of structured products includes in particular credit-linked notes, equity-linked notes, performance-linked notes, index-linked notes and other notes whose performance is linked to basic instruments which are permitted in accordance with Part I of the 2010 Law and the associated implementing regulations. For this, the counterparty must be a first-class financial institution specialising in this type of transaction. Structured products are combinations of other products. Derivatives and/or other investment techniques and instruments may be embedded in structured products. In addition to the risk features of securities, those of derivatives and other investment techniques and instruments therefore also have to be noted. In general, they are exposed to the risks of the markets or basic instruments underlying them. Depending on the structure, they may be more volatile and thus entail greater risks than direct investments, and there may be a risk of a loss of earnings or even the total loss of the invested capital as a result of price movements on the underlying market or in the basic instrument.

#### **6.9. SWAPS AND OTHER FINANCIAL DERIVATIVES WITH COMPARABLE PROPERTIES**

The Subfunds may invest in total return swaps or other derivatives with comparable properties, which can be defined as follows:

- The underlyings of the total return swaps or other derivatives with comparable properties include in particular individual equities or bonds, baskets of equities or bonds, or financial indices that are permitted in accordance with paragraphs 48-61 of ESMA Guidelines 2012/832. The components of the financial indices include, among others, equities, bonds, derivatives on commodities. The investment policy of the various Subfunds includes further details on the deployment of total return swaps or other derivatives with comparable properties, which may have different underlyings and strategies compared with those described above.
- The counterparties of such transactions are regulated financial institutions with a good credit rating and that specialise in such transactions.
- The failure of counterparty may have a negative impact on the return for shareholders. The asset manager intends to minimise counterparty performance risk by only selecting counterparties with a good credit rating and by monitoring any changes in those counterparties' ratings. Additionally, these transactions are only concluded on the basis of standardised framework agreements (ISDA with Credit Support Annex; Deutscher Rahmenvertrag with Besicherungsanhang, or similar). The Credit Support Annex or Besicherungsanhang defines the conditions under which collateral is transferred to or received from the counterparty in order to reduce the default risk associated with derivative positions and thus the negative impact on the return for shareholders should a counterparty fail.
- The counterparties in the case of total return swaps or other derivatives with comparable properties have no discretionary power with regard to how the portfolio of a Subfund is composed or managed or with regard to the underlyings of these financial derivatives. Similarly, the counterparty's consent is not required for the execution of such transaction. Any deviation from this principle is detailed further in the Subfund's investment policy.
- Total return swaps or derivatives with comparable properties will be included in the calculation of the investment restrictions.

#### **REGULATION (EU) 2015 / 2365 ON TRANSPARENCY OF SECURITIES FINANCING TRANSACTIONS AND REUSE AND AMENDING REGULATION (EU) No 648 / 2012**

At the time of the preparation of this Prospectus the following Subfunds employed total return swaps (included equity swaps and contracts for difference). The following table sets out the maximum and the expected proportion of the Subfunds' assets under management that could be subject to these instruments. Should this change in future, the Prospectus will be amended accordingly at the time of the next submission.

| SUBFUNDS                                 | TOTAL RETURN SWAPS<br>(INCLUDING EQUITY SWAPS AND CFD) |                |
|------------------------------------------|--------------------------------------------------------|----------------|
|                                          | MAXIMUM VALUE                                          | EXPECTED VALUE |
| BAM – CLASSIS – CRESCERE INSIEME         | 50%                                                    | 5%             |
| CARTHESIO GLOBAL INCOME FUND             | 50%                                                    | 5%             |
| CARTHESIO RATIO TOTAL RETURN CREDIT FUND | 10%                                                    | 1%             |
| CARTHESIO REGULAE FUND                   | 30%                                                    | 1%             |
| QUANTAMENTAL EUROPEAN EQUITY FUND        | 40%                                                    | 5%             |
| ZURICH INVEST PROTECT 85+ III            | 120%                                                   | 100%           |

The types of assets that can be subject to total return swaps are those where such use is consistent with the investment policy of the relevant Subfund.

All revenues from total return swaps entered into by a Subfund, net of direct and indirect operational costs, will be returned to the relevant Subfund. The identities of the entities to which any direct and indirect costs and fees are paid shall be disclosed in the annual financial statements of the Company and such entities may include the Management Company, the Depositary or entities related to the Depositary. In selecting counterparties to these arrangements, the Investment Manager may take into account whether such costs and fees will be at normal commercial rates.

#### **6.10. INVESTMENTS IN FINANCIAL INDICES PURSUANT TO ARTICLE 9 OF THE GRAND DUCAL ORDINANCE OF 8 FEBRUARY 2008**

The Company may invest in Derivatives with indices as their underlying and may increase the diversification limits for an index component pursuant to Article 44 of the Law of 2010.

Diversification limits may be increased in exceptional market circumstances if one or more components of an index occupy a dominant position within a given market, sector or segment. A domination position may be created as a result of special economic or market developments or as a result of market, sector or segment-specific restrictions. Further details in this regard are provided where applicable in the relevant Subfund's investment policy.

The Company shall invest in derivative financial instruments with indices as their underlying that generally include a half-yearly or yearly adjustment of the index composition ("rebalancing frequency"). A distinction should be made between the following cases:

- In the case of derivatives that are traded on a stock market, the rebalancing merely changes the calculation but has no direct or indirect impact on the costs of the corresponding Subfund.
- In the case of OTC derivatives, the counterparty will generally not physically hold the index components but will secure its position primarily using derivative instruments. If transactions take place as a consequence of rebalancing, these should be carried out on very liquid derivative markets so that the impact on the costs of the relevant Subfund is kept low.

In the case of investments in commodity indices, the following rules also apply:

Commodity indices contain a representative balance of commodities taken from the entire commodities universe and represented by futures. This representative and balanced selection of commodities reflects the existence of several commodities. The Company should not invest in commodity indices that do not consist of different commodities. Commodity indices are assessed on the basis of the correlation of various different index components.

#### **6.11. RISKS ASSOCIATED WITH THE USE OF DERIVATIVES AND OTHER SPECIAL INVESTMENT TECHNIQUES AND FINANCIAL INSTRUMENTS**

Prudent use of these derivatives and other special investment techniques and financial instruments may bring advantages but does also entail risks which differ from those of the more conventional forms of investment and in

some cases may be even greater. The following is a general outline of important risk factors and other aspects relating to the use of derivatives and other special investment techniques and financial instruments and about which the shareholders should be informed before investing in a Subfund.

- MARKET RISKS: These risks are of general nature and are present in all types of investments; the value of a particular financial instrument may change in a way that can be detrimental to the interests of a Subfund.
- MONITORING AND CONTROL: Derivatives and other special investment techniques and financial instruments are specialised products which require different investment techniques and risk analyses than equities or bonds. The use of derivatives requires not just knowledge of the underlying instrument, but also of the derivative itself, although the performance of the derivative cannot be monitored under all possible market conditions. The complexity of such products and their use in particular require suitable control mechanisms to be set up for monitoring the transactions and the ability to assess the risks of such products for a Subfund and estimate the developments of prices, interest rates and exchange rates.
- LIQUIDITY RISKS: Liquidity risks arise when a certain stock is difficult to acquire or dispose of. In large-scale transactions or when markets are partially illiquid (e.g. where there are numerous individually agreed instruments), it may not be possible to execute a transaction or close out a position at an advantageous price.
- COUNTERPARTY RISKS: There is a risk that a counterparty will not be able to fulfil its obligations (performance risk) and/or that a contract will be cancelled, e.g. due to bankruptcy, subsequent illegality or a change in the tax or accounting regulations since the conclusion of the OTC derivative contract and/or that the counterparty will fail to meet one of its financial obligations or liabilities towards the Subfund (credit risk). This relates to all counterparties with which derivative, repurchase, reverse repurchase, or securities lending transactions are entered into. A direct counterparty risk is associated with trading in non-collateralised derivatives. The respective Subfund can reduce a large proportion of the counterparty risk arising from derivative transactions by demanding that collateral at least in the amount of the commitment be provided by the respective counterparty. If, however, derivatives are not fully collateralised, the failure of the counterparty may cause the Subfund's value to fall. New counterparties are subject to a formal review and all of the approved counterparties are subsequently monitored and reviewed on an ongoing basis. The Company ensures that its counterparty risk and collateral management are actively managed.
- COUNTERPARTY RISK IN RELATION TO DEPOSITARY: The Company's assets are entrusted to the depositary for safekeeping. A note should be entered in the depositary's books highlighting that the assets belong to the Company. The securities held by the depositary should be kept separately from other securities/assets of the depositary, thereby reducing although not completely excluding the risk of non-return in the event of the depositary becoming bankrupt. The shareholders are therefore exposed to the risk of the depositary, should it become bankrupt, being unable to meet its obligation to return all of the Company's assets in full. Additionally, a Subfund's cash stocks held with the depositary may possibly not be kept separately from the depositary's own cash or that of other customers, with the result that the Subfund may not be classed as a privileged creditor in the event of the depositary becoming bankrupt.

The depositary may not hold all of the Company's assets itself but may make use of a network of sub-depositaries, which may not belong to the same corporate group as the depositary. In cases in which the depositary is not liable, shareholders may possibly be exposed to the risk of a sub-depositary becoming bankrupt.

A Subfund may invest in markets in which the deposit and/or settlement systems are not yet fully developed. The assets of the Subfunds traded on these markets and entrusted to these sub-depositaries may possibly be exposed to risk in cases in which the depositary is not liable.

- RISKS ASSOCIATED WITH CREDIT DEFAULT ("CDS") TRANSACTIONS: The purchase of CDS protection allows the Company, on payment of a premium, to protect itself against the risk of default by an issuer. In the event of default by an issuer, settlement can be effected in cash or in kind. In the case of a cash settlement, the purchaser of the CDS protection receives from the seller of the CDS protection the difference between the nominal value and the attainable redemption amount. Where settlement is made in kind, the purchaser of the CDS protection receives the full nominal value from the seller of the CDS protection and in exchange delivers to him the security which is the subject of the default, or an exchange shall be made from a basket of securities. The detailed composition of the basket of securities shall be determined at the time the CDS contract is concluded. The events which constitute a default and the terms of delivery

of bonds and debt certificates shall be defined in the CDS contract. The Company can if necessary sell the CDS protection or restore the credit risk by purchasing call options.

Upon the sale of CDS protection, the Subfund incurs a credit risk comparable to the purchase of a bond issued by the same issuer at the same nominal value. In either case, the risk in the event of issuer default is in the amount of the difference between the nominal value and the attainable redemption amount.

Aside from the general counterparty risk (see "Counterparty risks", above) upon conclusion of CDS transactions there is also in particular a risk of the counterparty being unable to establish one of the payment obligations which it must fulfil. The different Subfunds which use credit default swaps will ensure that the counterparties involved in these transactions are selected carefully and that the risk associated with the counterparty is limited and closely monitored.

- RISKS ASSOCIATED WITH CREDIT SPREAD SWAP ("CSS") TRANSACTIONS: Concluding a CSS allows the Company, on payment of a premium, to share the risk of default by an issuer with the counterparty of the transaction concerned. A credit spread swap is based on two different securities with differently rated default risks and normally a different interest rate structure. At maturity, the payment obligations of one or another party of the transaction depend on the differing interest rate structures of the underlying securities.

Aside from the general counterparty risk (see "Counterparty risks", above) upon conclusion of CSS transactions, there is also in particular a risk of the counterparty being unable to establish one of the payment obligations which it must fulfil.

- RISKS ASSOCIATED WITH INFLATION SWAP TRANSACTIONS: The purchase of inflation swap protection helps the Company to hedge a portfolio either entirely or partially from an unexpectedly sharp rise in inflation or to draw a relative performance advantage therefrom. For this purpose, a nominal, non-inflation-indexed debt is exchanged for a real claim that is linked to an inflation index. Upon conclusion of the transaction, the inflation expected at this point is accounted for in the price of the contract. If actual inflation is higher than that expected at the time the transaction was entered into and accounted for in the price of the contract, the purchase of the inflation swap protection results in higher performance; in the opposite instance it results in lower performance than if the protection had not been purchased. The functioning of the inflation swap protection thus corresponds to that of inflation-indexed bonds in relation to normal nominal bonds. It follows that by combining a normal nominal bond with inflation swap protection it is possible to synthetically construct an inflation-indexed bond.

On the sale of an inflation swap protection, the Subfund enters into an inflation risk which is comparable with the purchase of a normal nominal bond in relation to an inflation-indexed bond: If actual inflation is lower than that expected at the time the transaction was entered into and accounted for in the price of the contract, the sale of the inflation swap protection results in higher performance; in the opposite instance it results in lower performance than if the protection had not been sold.

Aside from the general counterparty risk (see "Counterparty risks", above) upon conclusion of inflation swap transactions, there is also in particular a risk of the counterparty being unable to establish one of the payment obligations which it must fulfil.

- RISKS INVOLVED IN CONTRACTS FOR DIFFERENCE ("CFD"): Unlike with direct investments, in the case of CFDs the buyer may be liable for a considerably higher amount than the amount paid as collateral. The Company will therefore use risk management techniques to ensure that the respective Subfund can sell the necessary assets at any time, so that the resulting payments in connection with redemption requests can be made from redemption proceeds and the Subfund can meet its obligations arising from contracts for difference and other techniques and instruments.
- OTHER RISKS/DERIVATIVES: The use of derivatives and other special investment techniques and financial instruments also entails the risk that the valuations of financial products will differ as a result of different approved valuation methods (model risks) and the fact that there is no absolute correlation between derivative products and the underlying securities, interest rates, exchange rates and indexes. Numerous derivatives, particularly the OTC derivatives, are complex and are frequently open to subjective valuation. Inaccurate valuations can result in higher cash payment obligations to the counterparty or a loss in value for a Subfund. Derivatives do not always fully reproduce the performance of the securities, interest rates,

exchange rates or indexes which they are designed to reflect. The use of derivatives and other special investment techniques and financial instruments by a Subfund may therefore in certain circumstances not always be an effective means of achieving the Subfund's investment objective and may even prove counterproductive. Under certain circumstances, the use of derivatives exposes the Subfunds to higher risks. These risks may take the form of credit risk in relation to counterparties with which a Subfund enters into transactions, performance risk, the risk that the derivatives will not be sufficiently liquid, the risk of a mismatch between the change in value of the derivative and that of the underlying that the corresponding Subfund is looking to replicate, or the risk of higher transaction costs than would have been incurred from a direct investment in the underlying.

## **7. SUSTAINABILITY RISKS**

### **7.1. GENERAL INFORMATION**

In accordance with the regulation (EU) 2019/2088 on sustainability-related disclosures in the financial services sector (Sustainable Finance Disclosure Regulation or SFDR), the Management Company and each of the Investment Managers of the Subfunds have implemented sustainability risks of the Subfunds into their investment decisions as set out in this section. NB: For the purposes of this section a 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 the investment. The prospective investors of any Subfund shall read this section together with the relevant Special Part and note that any Subfund may deviate from these guidelines and such deviations are further clarified in the respective Special Part.

### **7.2. SUSTAINABILITY RISKS AS PART OF THE INVESTMENT PROCESS**

Investment Managers of each of the Subfunds have integrated sustainability risk factors as part of their investment process. Integration of sustainability risk assessment to actual investment decisions aims to ensure that the risks are considered similarly than all other risks that are integrated in the investment decision making. Investors shall note that the assessment of sustainability risk does not mean that the investment manager aims to invest in assets that are more sustainable than peers or even avoid investing in assets that may have public concerns about their sustainability. Such integrated assessment shall consider all other parameters used by the investment manager and it can e.g. be deemed that even a recent event or condition may have been overreacted in its market value. Similarly, a holding in an asset subject to such material negative impact does not mean that the asset would need to be liquidated. Furthermore, it is deemed that sustainability risks will similarly be assessed for investments that are deemed to be sustainable, e.g. a 'green bond' will be subject to similar sustainability risks as a non-green bond even where the other one is deemed to be more sustainable.

Investors should note that, if a Subfund (a) promotes environmental or social characteristics or a combination thereof investing in companies that follow good governance practices; or (b) if a Subfund has a sustainable investment as its objective such promotion or objective shall be further detailed in the Special Part of the Subfund.

#### **7.2.1. INSTRUMENT SPECIFIC CONSIDERATIONS**

- (i) equity and equity-like instruments such as corporate bonds that are bound to the performance of the company are deemed to be investments that inherently carry highest level of sustainability risks. The market value of an equity instrument will often be affected by environmental, social or governance events or conditions such as natural disasters, global warming, income inequality, anti-consumerism or malicious governance. The Subfunds that invest or may invest heavily in equities will be deemed to have inherently high level of sustainability risks.
- (ii) The market value of fixed-rate corporate bonds or other bonds that are not bound to the performance of the company, will inherently carry same or similar sustainability risks. As such instruments are effectively affected by the foreseen solvency of the company, the risks may be somewhat lower than in direct equity instruments and in some cases the more long-term conditions do not affect the solvency as likely as more sudden events do. The Subfunds that invest heavily in corporate bonds will be deemed to have inherently moderate level of sustainability risks.

- (iii) Government and other sovereign bonds are subject to similar sustainability risks as equities and corporate bonds. While nations and other sovereign issuers are subject to seemingly sudden events, the underlying conditions are often well-known and understood and already priced-in to the market value of such assets. The Subfunds that invest mostly in government and other sovereign bonds will be deemed to have an inherently low level of sustainability risks.
- (iv) currencies, investments in currencies and the currency effect against the base currency of any Subfund, regardless if such risk is hedged or not, shall not be subject to assessment of sustainability risk. The market value fluctuations of currencies are deemed not to be affected by actions of any specific entity where a materiality threshold could be exceeded by a single event or condition.
- (v) investments where the market value is solely bound to commodities are left outside of sustainability risk assessment. While some commodities may inherently be subject to various sustainability risks, it looks likely that the sustainability risks are either effectively priced-in in the market value of a commodity or there is a lack of generally approved sustainability risk metrics.
- (vi) Investment decisions in bank deposits and ancillary liquid assets will be subject to an assessment of governance events which is an inherent part of the analysis for such instruments where the market value of the asset is bound only or mostly to a counterparty risk were the counterparty fails to fulfill its usually contractually or otherwise predetermined obligations.
- (vii) investments in diversified indices, other UCIs and diversified structured products are generally understood to be instruments where any event or condition in one underlying asset should unlikely have a material impact on the investment due to the diversification. The sustainability risks of such instruments are generally only assessed on a high level e.g. where such instrument has only or mostly underlying assets that would be subject to same conditions or events.
- (viii) sustainability risks derived from financial derivative instruments such as futures, forwards, options, swaps etc. will be assessed based on the underlying of such derivative. Investors shall note that for the purposes of this section, the sustainability risks are only assessed from the point of view of material negative impact. This means that material positive impact will not be assessed. Consequently, it means that any derivative instruments (even where not used purely for hedging purposes) that has a negative correlation to the ultimate underlying asset e.g. short selling will not be subject to a risk assessment where due to negative correlation a negative impact on the value of the underlying asset would not create a negative impact on the market value of the asset.

Notwithstanding anything set out above, investments intended for hedging purposes will not be subject to additional assessment of sustainability risks. The purpose of hedging is to fully or partially hedge against existing risks in the portfolio of the Subfund and should generally not add to sustainability-related risks.

#### **7.2.2. SUSTAINABILITY RELATED DATA**

The Company has chosen not to enforce the investment managers of the Subfunds to use any specific metrics, data or data providers in order to integrate sustainability risk as part of their investment decisions. The prospective investors shall note that while sustainable finance is among the most important recent themes in the field of investment management globally, and companies around the world have largely adopted different feasible, defensible and verifiable practices in order to create public data and control mechanisms in order to verify such data, the quality and availability of the data may still not be comparable with the general quality of more standardised and traditional financial data that is presented in annual financial statements or other financial reports that comply with any accounting standards the reliability of which has been tried and tested for a longer period of time.

More information about the policies on integration of sustainability risks in the investment decision process and information on adverse sustainability impacts is available on the website [funds.gam.com](https://funds.gam.com).

### 7.3. PRINCIPAL ADVERSE IMPACTS

The investment managers of each of the subfunds do not consider the "principal adverse impacts", if any, in their investment decisions if not otherwise specifically set out in the Special Part of the Subfund. Such impact is subject to the perceived lack of reliable, high-quality data on these factors, which may often prevent the investment managers from being able to decisively conclude the investment decision's actual or potential adverse impact.

## 8. THE COMPANY

### GENERAL INFORMATION

The Company is established as a "société d'investissement à capital variable" (SICAV) in the Grand Duchy of Luxembourg under the current version of the 2010 Law. The Company is authorised to perform collective investments in securities under Part I of the 2010 Law.

The Company was established on 26<sup>th</sup> April 2000 for an indefinite period.

The Company is registered under number B-75.532 in the Luxembourg commercial and companies' register. The articles of association may be consulted and sent out on request. They were published in Luxembourg in the Mémorial (nowadays: *Recueil Electronique des Sociétés et Associations* "RESA") of 28<sup>th</sup> June 2000. The articles of association were last amended on 25<sup>th</sup> July 2018.

The Company's registered office is 25, Grand-Rue, L-1661 Luxembourg.

### MINIMUM CAPITAL

The Company's minimum capital is the equivalent to EUR 1,250,000 in Swiss Francs. If one or more Subfunds are invested in shares of other Subfunds of the Company, the value of the relevant shares is not to be taken into account for the purpose of verifying the statutory minimum capital. In the event that the capital of the Company falls below two thirds of the minimum capital laid down by law, the Board of Directors of the Company is required to submit the question of liquidation of the Company to a general meeting of shareholders within forty (40) days. The general meeting may resolve the question of liquidation with a simple majority of the shareholders present/represented (no quorum is required).

In the event that the capital of the Company falls below one-fourth of the minimum capital laid down by law, the Board of Directors of the Company is required to submit the question of liquidation of the Company to a general meeting of shareholders, which must be called within the same period. In this case, a liquidation may be resolved by one-fourth of the votes of the shareholders present/represented at the general meeting (no quorum is required).

### LIQUIDATION / MERGER

Under the terms of Articles 450-3 and 1100-2 of the 1915 Law, the Company may be liquidated with the approval of the shareholders. The liquidator is authorised to transfer all assets and liabilities of the Company to a Luxembourg UCITS against the issue of shares in that absorbing UCITS (in proportion to the Shares in the Company in liquidation). Otherwise, any liquidation of the Company is carried out in accordance with Luxembourg law. Any liquidation proceeds remaining to be distributed to the shareholders but which could not be distributed to them at the end of the liquidation will be deposited, in favour of the respective beneficial owner/s, with the *Caisse de Consignation* in Luxembourg in accordance with Article 146 of the 2010 Law.

In addition, the Company may resolve or propose the liquidation of one or several Subfunds or a merger of one or several Subfunds with another Subfund of the Company or with another UCITS under Directive 2009/65/EC or with a subfund within such other UCITS, as set out in more detail in the section "Redemptions of Shares".

### INDEPENDENCE OF EACH SUBFUND

The Company assumes liability in respect of third parties for the obligations of each Subfund only with the respective assets of the relevant Subfund. In the relationship between the shareholders, each Subfund is treated as an independent unit and the obligations of each Subfund are assigned to that Subfund in the list of assets and liabilities.

## THE BOARD OF DIRECTORS

Details of the Company's Board of Directors are given in the section entitled "Organisation and management". The Company is managed under the supervision of the Board of Directors.

The articles of association contain no provisions with regard to the remuneration (including pensions and other benefits) of the Board of Directors. The expenses of the Board of Directors are paid. Remuneration must be approved by the shareholders in the general meeting.

## 9. CUSTODIAN

The Company has appointed State Street Bank International GmbH, Luxembourg Branch ("**SSB-LUX**"), as the custodian bank (the "**Custodian Bank**") of the Company with responsibility for:

- a) Custody of the assets,
- b) Monitoring duties,
- c) Cash flow monitoring

in accordance with applicable Luxembourg law, the relevant CSSF circular and other applicable mandatory provisions of the Regulation (hereinafter referred to as the "Luxembourg Regulation" in the respective current version) and the Custodian Agreement, which was entered into between the Company and SSB-LUX ("Custodian Agreement").

### A) CUSTODY OF THE ASSETS

In accordance with the Luxembourg Regulation and the Custodian Agreement, the Custodian Bank is responsible for the safekeeping of the financial instruments that can be held in safekeeping and for the accounting and verification of ownership of the other assets.

### DELEGATION

Furthermore, the Custodian Bank is authorized to delegate its custodian obligations under the Luxembourg Regulation to sub-custodians and to open accounts with sub-custodians, provided that (i) such delegation complies with the conditions laid down by the Luxembourg Regulation - and provided such conditions are observed; and (ii) the Custodian Bank will exercise all customary and appropriate care and expertise with regard to the selection, appointment, regular monitoring and control of its sub-custodians.

### B) MONITORING DUTIES

In accordance with the Luxembourg Regulation and the articles of association of the Company, as well as with the Custodian Agreement, the Custodian Bank will:

- (i) ensure that the sale, issue, redemption, switching and cancellation of the Company's shares are conducted in accordance with the Luxembourg Regulation and the articles of association of the Company;
- (ii) ensure that the value of the Company's shares is calculated in accordance with the Luxembourg Regulation;
- (iii) execute the Management Company's instructions, provided they do not conflict with the Luxembourg Regulation and the articles of association of the Company;
- (iv) ensure that in transactions concerning the Company's assets, any remuneration is remitted/forwarded to the Company within the customary time limits;
- (v) ensure that the Company's income is recorded in the accounts in accordance with the Luxembourg Regulation and the articles of association of the Company.

### C) CASH FLOW MONITORING

The Custodian Bank is obligated to perform certain monitoring duties with regard to cash flows as follows:

- (i) reconciling all cash flows and conducting such reconciliation on a daily basis;

- (ii) identifying cash flows which in its professional judgment are significant and in particular those which may possibly not be in keeping with the Company's transactions. The Custodian Bank will conduct its verification on the basis of the previous day's transaction statements;
- (iii) ensuring that all bank accounts within the Company's structure have been opened in the name of the Company;
- (iv) ensuring that the relevant banks are EU or comparable banking institutions;
- (v) ensuring that the monies that have been paid by the shareholders have been received and recorded on bank accounts of the Company.

Current information on the Custodian, its duties, potential conflicts, a description of all depositary functions delegated by the Custodian, a list of delegates and sub-delegates and the disclosure of all conflicts of interest that may arise in connection with the delegation of duties are made available to the shareholders, upon request, by the Custodian. Furthermore, a list of delegates and sub-delegates is available at [www.statestreet.com/about/office-locations/luxembourg/subcustodians.html](http://www.statestreet.com/about/office-locations/luxembourg/subcustodians.html).

#### CONFLICTS OF INTEREST

The Custodian Bank is part of an international group of companies and businesses that, in the ordinary course of their business, act simultaneously for a large number of clients, as well as for their own account, which may result in actual or potential conflicts. Conflicts of interest arise where the Custodian Bank or its affiliates engage in activities under the Custodian agreement or under separate contractual or other arrangements. Such activities may include:

- (i) providing nominee, administration, registrar and transfer agency, research, securities lending agent, investment management, financial advice and/or other advisory services to the Company;
- (ii) engaging in banking, sales and trading transactions including foreign exchange, derivative, principal lending, broking, market making or other financial transactions with the Company, either as principal and in the interests of itself, or for other clients.

In connection with the above activities, the Custodian Bank or its affiliates:

- (i) will seek to profit from such activities and are entitled to receive and retain any profits or compensation in any form and are not bound to disclose to, the Company, the nature or amount of any such profits or compensation including any fee, charge, commission, revenue share, spread, mark-up, mark-down, interest, rebate, discount, or other benefit received in connection with any such activities;
- (ii) may buy, sell, issue, deal with or hold, securities or other financial products or instruments as principal acting in its own interests, the interests of its affiliates or for its other clients;
- (iii) may trade in the same or opposite direction to the transactions undertaken, including based upon information in its possession that is not available to the Company;
- (iv) may provide the same or similar services to other clients including competitors of the Fund;
- (v) may be granted creditors' rights by the Company which it may exercise.

The Company may use an affiliate of the Custodian Bank to execute foreign exchange, spot or swap transactions for the account of the Company. In such instances the affiliate shall be acting in a principal capacity and not as a broker, agent or fiduciary of the Company. The affiliate will seek to profit from these transactions and is entitled to retain and not disclose any profit to the Company. The affiliate shall enter into such transactions on the terms and conditions agreed with the Company.

Where cash belonging to the Company is deposited with an affiliate being a bank, a potential conflict arises in relation to the interest (if any) which the affiliate may pay or charge to such account and the fees or other benefits which it may derive from holding such cash as banker and not as trustee.

The Investment Manager or the Management Company may also be a client or counterparty of the Custodian Bank or its affiliates.

The Company is paying a remuneration to SSB-LUX for its services, which is calculated on the net asset value of the respective Subfund as per end of each month and which will be paid out subsequently every month. In addition,

SSB-LUX is entitled to be reimbursed by the Company for its expenses as well as the fees charged by other correspondent banks.

SSB-LUX is part of a company operating globally. In connection with the settlement of subscriptions and redemptions and the fostering of business relations, data and information about customers, their business relationship with SSB-LUX (including information about the beneficial owner) as well as, to the extent legally permissible, information about business transactions may be transmitted to affiliated entities or groups of companies of SSB-LUX abroad, to its representatives abroad or to the management company or the company. These service providers and the management company or society are required to keep the information confidential and use it only for the purposes for which they have been made available to them. The data protection laws in foreign countries may differ from the Privacy Policy in Luxembourg and provide a lower standard of protection.

## **10. MANAGEMENT COMPANY**

The Company is managed by GAM (Luxembourg) S.A. (the "Management Company"), which is subject to the provisions of Chapter 15 of the 2010 Law.

The Management Company was established on 08 January 2002 for an unlimited period. The corporate capital amounts to EUR 5,000,000. It is registered under the number B-85.427 in the Luxembourg commercial and companies' register, where copies of the articles of association are available for inspection and can be received on request. The articles of association were last amended on 31<sup>st</sup> December 2015, as published in the "Mémorial" (nowadays: *Recueil Electronique des Sociétés et Associations* "RESA") in Luxembourg of 16<sup>th</sup> January 2016.

Aside from managing the Company, the Management Company administers additional undertakings for collective investments.

## **11. CENTRAL ADMINISTRATION AGENT, PRINCIPAL PAYING AGENT, REGISTRAR AND TRANSFER AGENT**

SSB-Lux has been appointed to provide services as the central administration agent, principal paying agent, and registrar and transfer agent.

The Company pays SSB-Lux remuneration for its services based on the net asset value of the respective Subfund at the end of each month, payable monthly in arrears.

## **12. GENERAL INFORMATION ON INVESTMENT ADVISORY / INVESTMENT MANAGEMENT**

The Company and the Management Company have authorised various specialist financial service providers as investment advisers ("Investment Advisers") respectively investment managers ("Investment Managers") to act for one or more Subfunds in this function. The Investment Advisers respectively Investment Managers of each Subfund are listed in the respective Special Part of the Prospectus under "Investment Adviser" respectively "Investment Manager".

The Investment Advisers can recommend investments for the respective Subfunds, taking into account their investment objectives, policies and limits.

The Investment Managers are by implication entitled to execute investments for the respective Subfunds.

The Investment Advisers and Investment Managers may, in principle, seek assistance from associated companies in the execution of their mandate while retaining responsibility and control, and are authorised to nominate sub-advisers or sub-managers.

The Investment Advisers respectively Investment Managers receive a fee based on the net asset value of the respective Subfund which is indicated under "Fees and costs" in the Special Part for each Subfund.

The Management Company is not obliged to enter into business with any broker. Transactions may be carried out using the Investment Adviser or Investment Manager or companies associated with it, provided their terms and conditions are comparable with those of other brokers or traders and regardless of their earning any profit from

such transactions. Although the Company generally strives to achieve favourable and competitive commissions, it is not obliged to always pay the cheapest brokerage fee or the most favourable margin.

### **13. PAYING AGENTS AND REPRESENTATIVES**

The Company/Management Company has concluded agreements with various paying agents and/or representatives concerning the provision of certain administrative services, the distribution of Shares or the representation of the Company in various distribution countries. The fees charged by paying agents and representatives will be borne by the Company, as agreed in each case. Furthermore, the paying agents and representatives are entitled to the reimbursement of all reasonable costs that have been duly incurred in connection with the performance of their respective duties.

The paying agents or (processing) establishments required by the local regulations on distribution specified in the various distribution countries, for example correspondent banks, may charge the shareholder additional costs and expenses, in particular the transaction costs entailed by customer orders, in accordance with the particular institution's scale of charges.

### **14. DISTRIBUTORS**

The Company/Management Company may, in accordance with the applicable laws, appoint distributors ("Distributors") responsible for the offering and selling of Shares of various Subfunds in all countries in which the offering and selling of such Shares is permitted. The Distributors are authorised to retain a selling fee for the Shares it markets, or else to waive all or part of the selling fee.

A Distributor is authorised, taking into account the applicable national laws and rules and regulations in the country of distribution, to offer Shares in connection with savings plans.

In this respect, the Distributor is authorised in particular:

- a) to offer savings plans of several years' duration, giving details of the conditions and features and of the initial subscription amount and the recurrent subscriptions, which may fall below the minimum Share subscriptions applicable in accordance with this Prospectus;
- b) to offer, in respect of selling, switching and redemption fees, more favourable terms and conditions for savings plans than the maximum rates for the issue, switching and redemption of Shares otherwise quoted in this Prospectus.

The terms and conditions of such savings plans, especially with regard to fees, are based on the law of the country of distribution, and may be obtained from the local Distributor who offers such saving plans.

A Distributor is also authorised, taking into account the applicable national laws and rules and regulations in the country of distribution, to include Shares in a fund-linked life insurance as an investment component, and to offer Shares in such indirect form to the public. The legal relationship between the Company/Management Company, the Distributor/insurance company and the shareholders/policyholders is governed by the life insurance policy and the applicable laws.

The Distributors and SSB-Lux must at all times comply with the provisions of the Luxembourg law on the prevention of money laundering, and in particular the law of 7<sup>th</sup> July 1989, which amends the law of 19<sup>th</sup> February 1973 on the sale of drugs and the combat against drug dependency, the law of 12<sup>th</sup> November 2004 on the combat against money laundering and terrorist financing and of the law of 5<sup>th</sup> April 1993 on the financial sector, as amended, as well as other relevant laws passed by the government of Luxembourg or by supervisory authorities.

Subscribers of Shares must inter alia prove their identity to the Distributor respectively SSB-Lux or the Company, whichever accepts their subscription request. The Distributor respectively SSB-Lux or the Company must request from subscribers the following identity papers: in the case of natural persons a certified copy of the passport/identity card (certified by the Distributor or the local government administration); in the case of companies or other legal entities a certified copy of the certificate of incorporation, a certified copy of the extract from the commercial register, a copy of the latest published annual accounts, the full name of the beneficial owner.

The Distributor must ensure that the aforementioned identification procedure is strictly applied. The Company and the Management Company may at any time require confirmation of compliance from the Distributor or SSB-Lux. SSB-Lux checks compliance with the aforementioned rules in all subscription/redemption requests which it receives from Distributors in countries with non-equivalent anti money laundering regulations. In case of doubt as to the identity of the party applying for subscription or redemption because of inadequate, inaccurate or lack of identification, SSB-Lux is authorised, without involving costs, to suspend or reject subscription/redemption requests for the reasons cited above. Distributors must additionally comply with all provisions for the prevention of money laundering which are in force in their own countries.

## 15. CO-MANAGEMENT

In order to reduce current administration costs and achieve broader asset diversification, the Company may decide to manage all or part of a Subfund's assets together with the assets of other Luxembourg UCIs managed by the same Management Company or, as the case may be, by the same investment manager, and established by the same promoter, or have some or all Subfunds co-managed. In the following paragraphs, the words "co-managed units" refer generally to all Subfunds and units with or between which a given co-management arrangement exists, and the words "co-managed assets" refer to the total assets of those co-managed units managed under the same arrangement.

Under the co-management arrangement, investment and realisation decisions can be made on a consolidated basis for the co-managed units concerned. Each co-managed unit holds a part of the co-managed assets corresponding to its net asset value as a proportion of the total value of the co-managed assets. This proportional holding is applicable to each category of investments held or acquired under co-management, and its existence as such is not affected by investment and/or realisation decisions. Additional investments will be allocated to the co-managed units in the same proportion, and sold assets deducted pro rata from the co-managed assets, held by each co-managed unit.

When new Shares are subscribed in a co-managed unit, the subscription proceeds will be allocated to the co-managed units in the new proportion resulting from the increase in the net asset value of the co-managed units to which the subscriptions have been credited, and all categories of investments will be changed by transferring assets from one co-managed unit to the other and thus adapted to the changed situation. Similarly, when Shares in a co-managed unit are redeemed, the required cash may be deducted from the cash held by the co-managed units accordingly, to reflect the changed proportions resulting from the reduced net asset value of the co-managed unit to which the redemptions were charged, and in such cases all categories of investments will be adapted to the changed situation. Shareholders should therefore be aware that a co-management arrangement may cause the composition of the Subfund's portfolio to be influenced by events caused by other co-managed units, such as subscriptions and redemptions. Provided there are no other changes, subscriptions of Shares in a unit with which a Subfund is co-managed will lead to an increase in that Subfund's cash. Conversely, redemptions of Shares in a unit with which a Subfund is co-managed will lead to a reduction in that Subfund's cash. However, subscriptions and redemptions may be held in the specific account opened for each co-managed unit outside the co-management arrangement and through which subscriptions and redemptions must pass. The possibility of large payments and redemptions being allocated to such specific accounts together with the possibility of a Subfund ceasing to participate in the co-management arrangement at any time, prevent changes in a Subfund's portfolio caused by other co-managed units if these changes are likely to adversely affect the Subfund and the shareholders.

If a change in the composition of a Subfund's assets as a result of redemptions or payments of charges and costs relating to another co-managed unit (i.e. not attributable to the Subfund) would cause a breach of the investment restrictions applying to that Subfund, the assets concerned will be excluded from the co-management arrangement before the changes are carried out, so that they are not affected by the resulting changes.

Co-managed assets of a Subfund may be co-managed only with assets which are to be invested in accordance with investment objectives and investment policy compatible with those of the relevant Subfund's co-managed assets, to ensure that investment decisions are fully compatible with the Subfund's investment policy. Co-managed assets of a Subfund may be managed jointly only with assets for which the custodian bank also acts as custodian, to ensure that the custodian bank can fully comply with its functions and responsibilities under the 2010 Law on undertakings for collective investment. The custodian bank must always keep the Company's assets separate from

those of other co-managed units, and must therefore always be able to identify the Company's assets. As co-managed units may follow an investment policy which is not completely the same as that of a Subfund, the joint policy applied may be more restrictive than that of the Subfund.

The Company may end the co-management arrangement at any time and without prior notice.

Shareholders may contact the Company's registered office at any time for information on the percentage of assets which is co-managed, and the units with which such co-management exists at the time of their inquiry. Annual and semi-annual reports are also required to specify the composition and percentage proportions of co-managed assets.

## 16. DESCRIPTION OF SHARES

### GENERAL

Shares in the Company have no par value. The Company will issue, for each Subfund, only registered shares. No bearer shares will be issued. Ownership of registered Shares is demonstrated by the entry into the book of registered shareholders. As a matter of principle, no physical share certificates will be issued. A share acknowledgement will be issued and sent to the shareholder. Shares are also issued in fractions which are rounded up or down to three decimal places.

In addition, within each Subfund it is possible to issue distributing and accumulating Shares. Distributing Shares entitle the shareholder to a dividend as determined at the general meeting of shareholders. Accumulating Shares do not entitle the shareholder to a dividend. When dividend payments are made, the dividend amounts are deducted from the net asset value of the distributing Shares. The net asset value of the accumulating Shares, on the other hand, remains unchanged.

Each Share grants a right to part of the profits and result of the Subfund in question. Unless the articles of association or the law provide otherwise, each Share entitles the shareholder to one vote, which he may exercise at the general meeting of shareholders or the separate meetings of the Subfund in question either in person or through a proxy. The Shares do not include rights of priority or subscription rights. Nor are they now or will in the future be associated with any outstanding options or special rights. The Shares are transferable without restriction unless the Company, in accordance with the articles of association of the Company, has restricted ownership of the Shares to specific persons or organisations ("restricted category of purchasers").

### SHARE CATEGORIES

In the corresponding Special Part of the Prospectus, the Company may also specify the issue of different Share Categories with different minimum subscription amounts, dividend policies, fee structures and currencies.

Where a Share Category is offered in a currency other than that of the Subfund concerned, it must be identified as such. For these additional Share Categories the Company may, in relation to the Subfund concerned, hedge the Shares in these Share Categories against the currency of the Subfund. Where such currency hedging is applied, the Company may, in relation to the Subfund concerned and exclusively for this Share Category, perform foreign exchange forward transactions, currency futures transactions, currency options transactions and currency swaps, in order to preserve the value of the currency of the Share Category against the currency of the Subfund. Where such transactions are performed, the effects of this hedging shall be reflected in the net asset value and hence in the performance of the Share Category. Similarly, any costs due to such hedging transactions shall be borne by the Share Category in which they were incurred. Such hedging transactions may be performed regardless of whether the currency of the Share Category rises or falls in relation to the currency of the Subfund. Therefore, where such hedging is carried out, it may protect the shareholder in the corresponding Share Category against a fall in the value of the currency of the Subfund relative to the currency of the Share Category, though it may also prevent the shareholder from profiting from an increase in the value of the currency of the Subfund. Shareholders' attention is drawn to the fact that complete protection cannot be guaranteed. Furthermore no guarantee can be given that the shareholders of the hedged Share Categories will not be exposed to influences of currencies other than the currency of the Share Category concerned.

Notwithstanding the provision of the preceding paragraph concerning the exclusive assignment of the executed transactions to a particular Share Category, it cannot be ruled out that hedging transactions for one Share Category

of a Subfund may have a negative influence on the net asset value of the other Share Categories of the same Subfund since there is no legal exclusion of liability for financial obligations between the individual Share Categories.

The Board of Directors of the Company may decide to issue new or further Share Categories for all Subfunds in currencies other than the respective currency of the Subfund. The date of the initial issue and the initial issue price of such additional Share Categories may be consulted on [www.funds.gam.com](http://www.funds.gam.com).

## 17. ISSUE OF SHARES

### GENERAL INFORMATION ON THE ISSUE

The Shares are offered for sale on each valuation day following the initial issue.

Subscription requests can either be sent to one of the Distributors, which will forward them to SSB-Lux, or directly to the Company (attn. of SBB-Lux, registrar and transfer agent, 49, Avenue J.F. Kennedy, L-1855 Luxembourg) (see below, subtitle "Nominee Service").

The application procedure (application and confirmation, registration) is laid down in the Special Part under the title "Application procedure".

All subscriptions for Shares in Subfunds received by SSB-Lux no later than 15:00 local time in Luxembourg (the cut-off time) on a valuation day (as defined in the section entitled "Calculation of net asset value") will be treated at the Issue Price determined on the following valuation day, as far the Special Part does not provide for provisions which derogate here from. Subscriptions received by SSB-Lux after this time are covered by the Issue Price of the valuation day after the following valuation day. To ensure punctual transmission to SSB-Lux, applications placed with Distributors in Luxembourg or abroad may be subject to earlier cut-off times for the delivery of subscription applications. These times can be obtained from the Distributor concerned.

The Company or the Management Company may set different cut-off times for certain groups of shareholders, for example, for shareholders in countries in which this is justified by a different time zone. If such times are set, the valid cut-off time must, as a matter of principle, be earlier than the time at which the net asset value in question is calculated. Different cut-off times may be agreed separately either with the countries concerned or be published in an appendix to the Prospectus or another marketing document used in the countries concerned.

Hence, Shares are subscribed for an unknown net asset value (forward pricing).

Notwithstanding that, the Company or the Management Company may instruct the Transfer Agent not to consider subscription requests as received until the total subscription amount has been received by the custodian bank ("Cleared funds settlement"). Applications received on the same valuation day shall be treated equally. Subscriptions effected according to this procedure will be based on the Issue Price of the valuation day after receipt of the subscription amount by the custodian bank.

### ISSUE PRICE / SELLING FEE

The Issue Price is based on the net asset value per Share on the applicable valuation day, and the Issue Price is determined or rounded in accordance with the principles detailed in the relevant Special Part of the Subfund in question, plus a possible selling fee imposed by the Distributor or the Company. The Special Part may provide for specific price determination procedures (e.g. "Swing Pricing"). Further information about the issue price may be requested at the registered seat of the Company.

The selling fees payable to a Distributor or to the Company will be expressed as a percentage of the amount invested and may amount to a maximum of 5% of the relevant net asset value, and all comparable trades by the Company within a Subfund on one particular day may only be charged the same percentage of the amount invested if the selling fee in question is payable to the Company.

In addition, a Distributor – according to the provisions in the relevant Special Part – is entitled to offer the Shares without a selling fee ("no-load"), and in return, to charge a redemption fee of up to 3% of the relevant net asset value. The maximum selling and redemption fees may be set at a lower level for each Subfund in the respective Special Part.

In the case of larger transactions, the Distributor and the Company may waive all or part of the selling fee to which they are entitled. As far as the selling fee is payable to the Company, it may, on a particular day and as regards comparable trades within a Subfund, be levied only at the same percentage.

#### MINIMUM INVESTMENT

The minimum investment corresponds to the minimum amounts set out in the Special Part relating to the Subfund and/or the minimum number of Shares otherwise determined by the Board of Directors and set out in the relevant Special Part.

#### PAYMENTS

In principle, shareholders will be recorded in the register on the day on which the subscription is booked. Thereby, the total amount of the subscription must be credited to the specified account in the currency of the Subfund, respectively the relevant Share Categories, during the initial subscription period, within the number of Luxembourg banking days laid down in the relevant Special Part, and after this period within the number of Luxembourg banking days laid down in the Special Part or in accordance with any particular national regulations after the valuation day in question. The Company and the Management Company are entitled without further ado, to re-process or retroactively refuse subscriptions for which the amount subscribed for is not credited within the specified term.

However, if the Company or the Management Company have instructed the Transfer Agent to only consider subscriptions as received once the total amount subscribed has been credited to the Custodian ("Cleared funds settlement"), then the shareholders will be recorded in the register on such day on which the receipt of the amount subscribed is booked.

The subscriber should instruct his bank to transfer the amount due to the SSB-Lux currency account indicated below for the beneficiary, MULTIPARTNER SICAV, together with the exact identity of the subscriber(s), the Subfund(s) of which Shares are to be subscribed, and (if applicable) the currency and Share Category within the Subfund to be subscribed.

Payments in the respective currencies must have been credited to the following accounts on the day indicated for this purpose in the Special Part. In case payments are credited late, the subscriber may be charged debit interest, if applicable:

| CURRENCY | CORRESPONDENCE BANK                     | ACCOUNT NUMBER              | IN FAVOUR OF          |
|----------|-----------------------------------------|-----------------------------|-----------------------|
| AUD      | BOFAAUSX<br>(Bank of America, Sydney)   | 16830018                    | GAM (Luxembourg) S.A. |
| CHF      | BOFACH2X<br>(Bank of America Zurich)    | CH45 0872 6000 0401 0701 6  | GAM (Luxembourg) S.A. |
| EUR      | BOFADEFX<br>(Bank of America Frankfurt) | DE40 5001 0900 0020 0400 17 | GAM (Luxembourg) S.A. |
| GBP      | BOFAGB22<br>(Bank of America London)    | GB24 BOFA 1650 5056 6840 14 | GAM (Luxembourg) S.A. |
| JPY      | BOFAJPJX<br>(Bank of America Tokyo)     | 6064 22747-012              | GAM (Luxembourg) S.A. |
| SGD      | BOFASG2X<br>(Bank of America Singapore) | 6212 59535-018              | GAM (Luxembourg) S.A. |
| USD      | BOFAUS3N<br>(Bank of America New York)  | 6550068052                  | GAM (Luxembourg) S.A. |

After settlement of the subscription request, an order confirmation will be issued which will be sent to the shareholder on the day after settlement of the order, at the latest.

#### IN-KIND CONTRIBUTION

In exceptional cases, a subscription can have the form of an in-kind contribution, in whole or in part, whereby the composition of the in-kind contribution must be consistent with the investment limits described in the General Part and with the investment objectives and policy described in the respective Special Part. Furthermore, the valuation

of the in-kind contribution must be confirmed independently by the Company's auditor. The costs incurred in connection with in-kind contributions (mainly for the independent audit report) will be borne by the investors contributing in kind.

#### **NOMINEE SERVICE**

Investors can subscribe Shares directly from the Company. Investors may also purchase Shares in a Subfund by using the nominee services offered by the relevant Distributor or its correspondent bank. A Distributor or its correspondent bank domiciled in a country having equivalent anti money laundering regulations then subscribes and holds the Shares as a nominee in its own name but for the account of the investor. The Distributor or correspondent bank then confirms the subscription of the Shares to the investor by means of a letter of confirmation. Distributors that offer nominee services are either domiciled in countries having equivalent anti money laundering regulations or execute transactions through a correspondent bank domiciled in a country having equivalent anti money laundering regulations.

Investors who use a nominee service may issue instructions to the nominee regarding the exercise of votes conferred by their Shares as well as request direct ownership by submitting an appropriate request in writing to the relevant Distributor or custodian bank.

The Company draws investors' attention to the fact that each investor can only assert his/her investor's rights (in particular the right to take part in shareholders' meetings) in their entirety directly against the Company if the investor him-/herself is enrolled in his/her own name in the Company's register of shareholders. In cases where an investor makes his/her investment in the Company via an intermediary, which makes the investment in its own name but for the investor's account, not all investor's rights can necessarily be asserted by the investor directly against the Company. Investors are advised to obtain information on their rights.

#### **RESTRICTIONS**

The Company retains the right to reject subscriptions in full or in part. In this case, any payments or credits already made would be returned to the subscriber.

In addition, the Company or the Management Company may refuse to accept new applications from new investors for a specific period if this is in the interests of the Company and/or shareholders, including in situations where the Company or a Subfund have reached a size such that they can no longer make suitable investments.

Subscriptions and redemptions are made for investment purposes only. Neither the Company nor the Management Company nor SSB-Lux will permit late trading, market timing or any other excessive trading practices. Such practices may be detrimental to the performance of the Company or the Subfunds, thereby interfering with the management of the portfolio. To minimise these negative consequences, SSB-Lux and the Company may refuse subscription and switching applications from investors whom they believe to be carrying out, or to have carried out, such practices or whose practices would adversely affect the other shareholders.

The Company/Management Company may also compulsorily redeem the Shares of a shareholder engaging in or having engaged in such practices. It shall not be liable for any gain or loss resulting from such rejected applications or compulsory redemptions.

The application procedure (application and confirmation, certificates and registration) is described in the Special Part of the Subfund under "Application procedure".

## **18. REDEMPTION OF SHARES**

#### **GENERAL INFORMATION ON REDEMPTIONS**

The shareholder must address an application for redemption of Shares to SSB-Lux in writing, either directly or through a Distributor, no later than 15:00 Luxembourg local time ("fixed time" or cut-off time) on the day before the valuation day on which the Shares are to be redeemed. To ensure punctual forwarding to SSB-Lux, applications placed with Distributors in Luxembourg or abroad may be subject to earlier cut-off times for the delivery of redemption applications. These times can be obtained from the Distributor concerned.

The Company or the Management Company may set different cut-off times for certain groups of shareholders, for example, for shareholders in countries in which this is justified by a different time zone. If such times are set, the

valid cut-off time must, as a matter of principle, be earlier than the time at which the net asset value in question is calculated. Different cut-off times may be agreed separately either with the countries concerned or be published in an appendix to the Prospectus or another marketing document used in the countries concerned.

Hence, Shares are redeemed for an unknown net asset value (forward pricing).

A correctly submitted application for redemption is irrevocable, except in the case of and during the period of a suspension or postponement of redemptions.

Applications for redemption which are received by the Company after the cut-off time are executed one valuation day later, subject to the restriction that the Company is not obliged to redeem more than 10% of the outstanding Shares of a Subfund on one valuation day or within any period of seven consecutive valuation days. After settlement of the redemption request, an order confirmation will be issued which will be sent to the shareholder on the day after settlement of the order, at the latest.

If, upon execution of a redemption application for part of the Shares of a Subfund, the total number of Shares held in one of these Subfunds falls below a minimum amount set out in the respective Special Part, or below the minimum number otherwise determined by the Board of Directors, the Company is entitled to redeem all remaining Shares in that Subfund owned by that particular shareholder.

Payments are normally made in the currency of the relevant Subfund or Share Category within five (5) bank business days in Luxembourg either after the valuation day concerned or the date on which the Share certificates are returned to the Company, should this be later.

The value of Shares at the time of redemption may be higher or lower than their purchase price depending on the market value of the assets of the Company at the time of purchase/redemption. All redeemed Shares are cancelled.

#### **REDEMPTION PRICE / REDEMPTION FEE**

The price of each Share offered for redemption ("Redemption Price") is based on the net asset value per Share in the relevant Subfund on the applicable valuation day, determined or rounded in accordance with the principles set out in the relevant Special Part. The Special Part may provide for specific price determination procedures (e.g. "Swing Pricing"). In order to allow the Redemption Price to be calculated on the valuation day, the Company must have received the redemption application and the Share certificates where these had been sent to the shareholder. If no selling fee has been charged ("no-load") the Distributor can charge a redemption fee of up to 3% of the applicable net asset value per Share, provided this is specified in the corresponding Special Part of the Prospectus. The maximum redemption fee can be specified lower for each Subfund in the Special Part of the Prospectus.

The Redemption Price may be obtained from the registered office of the Company or from one of the Distributors and is published in the relevant publication media.

#### **REDEMPTION IN KIND**

In special cases, the Company's Board of Directors, upon request or with the approval of a shareholder, may decide to pay the redemption proceeds to the shareholder in the form of a full or partial redemption in kind. It must be ensured that all shareholders are treated equally, and the Company's auditor must make an independent confirmation of the valuation of the payment in kind.

#### **SUSPENSION OF REDEMPTIONS**

The Company is not obliged to redeem more than 10% of all issued Shares in a Subfund on one valuation day or within a period of seven (7) consecutive valuation days. For the purposes of this provision, the switching of Shares of a Subfund is deemed to constitute redemption of the Shares. If, on any valuation day or over a period of seven (7) consecutive valuation days, the number of Shares for which redemption is requested is greater than indicated above, the Company may postpone the redemptions or switches until the seventh valuation day thereafter. Such applications for redemption/switching will take precedence over applications received subsequently. For this purpose, the switching of Shares of a Subfund is deemed to constitute redemption.

If the calculation of the net asset value is suspended or redemption is postponed, Shares offered for redemption will be redeemed on the next valuation day after the suspension of valuation or the postponement of redemption has ended at the net asset value applying on that day, unless the redemption request has previously been revoked in writing.

#### **LIQUIDATION OF SUBFUNDS**

If, during a period of sixty (60) consecutive valuation days, the total net asset value of all outstanding Shares of the Company is less than twenty-five million Swiss francs (CHF 25 million) or the equivalent in another currency, the Company may, within three (3) months after the occurrence of such a situation, notify all shareholders in writing, upon appropriate notification, that after this time all the Shares will be redeemed at the net asset value on the valuation day therefore determined, less the trading and other fees determined and/or estimated by the Board of Directors, as described in the Prospectus, and the liquidation costs. This remains subject to the legal provisions concerning the liquidation of the Company.

If, during a period of sixty (60) consecutive days, the net asset value of a Subfund, for whatever reason, falls below ten (10) million Swiss francs (CHF million) or the equivalent in another Subfund currency, or if the Board of Directors deems it necessary because of changes in the economic or political circumstances that affect the Subfund, or if it is in the shareholders' interests, the Board of Directors may redeem all, but not some, of the Shares of the Subfund concerned on the valuation day therefor determined at a Redemption Price which reflects the estimated realisation and liquidation costs for the termination of the Subfund concerned, without applying any other redemption fee. The liquidation of a Subfund in conjunction with the compulsory redemption of all affected Shares for reasons other than those indicated in the previous paragraph, may only be carried out with the prior agreement of the shareholders in the Subfund to be liquidated at a meeting of shareholders of the Subfund in question, convened in accordance with the regulations. Such resolution may be passed with no quorum requirement and with a majority of 50% of Shares attending/represented.

The Company must inform the shareholders about the liquidation. Such notification will be made by letter and/or, where applicable, in the form stipulated by the applicable law of the countries in which the shares are distributed.

Liquidation proceeds which, at the end of the liquidation of a Subfund, could not be paid out to the shareholders, will be deposited in favour of the respective beneficial owner/s with the *Caisse de Consignation* in Luxembourg and forfeit after thirty (30) years, in accordance with Article 146 of the 2010 Law.

#### **MERGER OF SUBFUNDS**

Furthermore, the Board of Directors may, after having notified the shareholders concerned in advance and in the manner required by law, merge a Subfund with another Subfund of the Company or with another UCITS under Directive 2009/65/EC, or with a subfund within such other UCITS.

A merger resolved by the Board of Directors and which is to be carried out in accordance with the provisions of chapter 8 of the 2010 Law is binding upon expiry of a 30-day period running from the corresponding notification of the shareholders concerned. During this notification period, the shareholders may have their Shares redeemed by the Company with no redemption fee, with the exception of the amounts retained by the Company to cover the costs connected with disinvestments. The above-mentioned period shall end five (5) banking days prior to the valuation day that is applicable for the merger.

A merger of one or more Subfunds as a result of which the SICAV ceases to exist must be resolved by the general meeting and be recorded by the notary public. No quorum is necessary for such resolutions and a simple majority of the shareholders present or represented shall suffice.

#### **MERGER OR CLOSURE OF SHARE CATEGORIES**

Furthermore, the Board of Directors may, after having notified the shareholders concerned in advance, close or merge a Share Category with another Share Category of the Company. A merger of Share Categories is effected on the basis of the net asset value on the valuation day that is applicable for the merger and is confirmed by the auditor of the Company.

## **19. SWITCHING OF SHARES**

In principle, each shareholder is entitled to apply to switch some or all of his Shares for Shares in another Subfund on a valuation day which is a valuation day for both Subfunds, and to switch within a Subfund from Shares of one Share Category to Shares of another Share Category, on the basis of the switching formula below and in accordance with the principles laid down for each Subfund by the Board of Directors.

The Board of Directors may regulate for each Subfund and for each Share Category the possibility of switching in greater detail by means of regulations concerning limitations and restrictions with regard to the frequency of applications for switching, the Subfunds in question, and the levying of any switching fee, described more fully in the Special Part in the section "Switching of Shares".

Shares can be switched on any valuation day at the Issue Price valid on that date, provided the application for switching is received by SSB-Lux by 15:00 Luxembourg time (cut-off time) at the latest on the day preceding the valuation day. The provisions relating to the cut-off time and forward pricing also apply concerning switching of Shares (cf. the sections "Issue of Shares" and "Redemption of Shares").

Applications should be addressed either directly to the Company (attn. of SBB-Lux, registrar and transfer agent, 49, Avenue J.F. Kennedy, L-1855 Luxembourg) or to one of the Distributors. The application must contain the following information: the number of Shares in the old and new Subfunds resp. the old and new Share Categories and the value ratio according to which the Shares in each Subfund resp. in each Share Category are to be divided if more than one new Subfund resp. Share Category is intended.

The Company applies the following formula to calculate the number of Shares into which the shareholder would like to convert his holding:

$$A = \frac{[(B \times C) - E] \times F}{D}$$

where:

- A = Number of Shares to be issued in the new Subfund(s) resp. Share Category(ies);
- B = Number of Shares in the Subfund(s) resp. Share Category(ies) originally held
- C = Redemption Price per Share of the Subfund(s) resp. Share Category(ies) originally held, less any selling costs;
- D = Issue Price per Share of the new Subfund(s) resp. Share Category(ies), less reinvestment costs;
- E = Switching fee, if any (maximum 2% of net asset value) - whereby comparable switching requests on the same day are charged the same switching fee;
- F = exchange rate; if the old and new Subfunds resp. Share Categories have the same currency, the exchange rate is 1.

Any switching fee has to be paid by the investor in favour of the respective Distributor.

## 20. DIVIDENDS

The Board of Directors proposes to the General Meeting of Shareholders an appropriate annual dividend for the distribution shares of the Subfunds, taking into account the following aspects:

- the net income generated by the Subfund (e.g. interest, dividends, other income);
- the capital and foreign exchange gains generated by the Subfund.

The capital of the Company must not fall below the minimum level. The Board of Directors may determine interim dividends with the same restriction. The amount of dividends paid is not fixed in advance and may vary according to economic and other circumstances.

If the income/capital gains achieved in the respective Subfund are insufficient, the capital may be used to pay the dividend. This may, in certain circumstances, reasonably maintain a constant payment per Share. It is noted that the Subfunds of the Company are managed in accordance with the stated investment objectives in the interest of all shareholders. Shareholders should note in this regard that the payment of dividends from the capital represents a withdrawal of part of the amount originally invested or capital gains attributable to the original investment.

Distributions will result in a decrease in the Net Asset Value of the Shares concerned. The Company reserves the right to change its distribution policy at any time.

In the case of Accumulation Shares, no distributions are made but the values allocated to the Accumulation Shares remain reinvested in favour of their shareholders.

The dividends fixed are published on [www.funds.gam.com](http://www.funds.gam.com) and, as the case may be, in other media designated by the Company from time to time.

Distributions take place, in principle, within one month from the fixing of the dividend in the currency of the Subfund or Share Category concerned. At the request of a shareholder holding distributing Shares, the dividends may also be paid in another currency established by the Management Company, using the exchange rates applicable at the time and at the expense of the shareholder. Dividends for distributing Shares are paid to the shareholders entered in the Company's book of registered shareholders.

Claims for dividends which have not been asserted within five (5) years from distribution shall forfeit and revert to the Subfund in question.

## 21. CALCULATION OF NET ASSET VALUE

The net asset value of a Subfund and the net asset value of the Share Categories issued within that Subfund are determined in the relevant currency on every valuation day – as defined below – except in the cases of suspension described in the section "Suspension of calculation of net asset value, and of the issue, redemption and switching of Shares". The valuation day for each Subfund will be, as far as the Special Part does not provide for a different regulation regarding a certain Subfund, each bank business day in Luxembourg which is not a normal public holiday for the stock exchanges or other markets which represent the basis for valuation of a major part of the net assets of the corresponding Subfund, as determined by the Company. The total net asset value of a Subfund represents the market value of its assets less its liabilities (the "assets of the Subfunds"). The net asset value per Share of a Share Category of a Subfund is determined by dividing the total of all assets allocated to that Category, minus the liabilities allocated to that category, by all outstanding Shares of the same Category of the relevant Subfund. The net asset values of the Subfunds are calculated in accordance with the valuation regulations and guidelines ("valuation regulations") laid down in the articles of association and issued by the Board of Directors.

The valuation of securities held by a Subfund and listed on a stock exchange or on another regulated market is based on the last known listing price on the principal market on which the securities are traded, using a procedure for determining prices accepted by the Board of Directors.

The valuation of securities whose listing price is not representative as well as all other eligible assets (including securities not listed on a stock exchange or traded on a regulated market) is based on their probable realisation price determined with care and in good faith by or, if applicable, under the supervision of the Board of Directors.

All assets and liabilities in a currency other than that of the Subfund in question are converted using the exchange rate determined at the time of valuation.

The net asset value determined per Share in a Subfund is considered final and binding once it is confirmed by the Board of Directors or an authorised member of the Board of Directors/authorised representative of the Board of Directors, except in the case of a manifest error.

In its annual reports, the Company must include audited consolidated annual reports for all Subfunds in Swiss Francs.

If, in the opinion of the Board of Directors, and as a result of particular circumstances, the calculation of the net asset value of a Subfund in the applicable currency is either not reasonably possible or is disadvantageous for the shareholders in the Company, the calculation of the net asset value, the Issue Price and the Redemption Price may temporarily be carried out in another currency.

Valuation of the derivatives and structured products used in any of the Subfunds is performed on a regular basis by use of the *mark-to-market* principle, in other words at the last available price.

## 22. SUSPENSION OF CALCULATION OF NET ASSET VALUE, AND OF THE ISSUE, REDEMPTION AND SWITCHING OF SHARES

The Company may temporarily suspend the calculation of the net asset value of each Subfund, and the issue, redemption and switching of Shares of a Subfund in the following circumstances:

- a) where one or more stock exchanges or other markets which are the basis for valuing a significant part of the net asset value are closed (apart from on normal public holidays), or where trading is suspended;
- b) where in the opinion of the Board of Directors it is impossible to sell or to value assets as a result of particular circumstances;
- c) where the communication technology normally used in determining the price of a security of the Subfund fails or provides only partial functionality;
- d) where the transfer of moneys for the purchase or sale of investments of the Company is impossible;
- e) in the event of a merger of a Subfund with another Subfund or with another UCITS (or a subfund thereof), if this appears justified for the purpose of protecting the shareholder;
- f) if, owing to unforeseeable circumstances, a large volume of redemption applications has been received and, as a result, the interests of the shareholders remaining in the Subfund are endangered in the opinion of the Board of Directors; or
- g) in the case of a resolution to liquidate the Company: on or after the date of publication of the first calling of a general meeting of shareholders for the purpose of such resolution.

The Company's articles of association provide that the Company must immediately suspend the issue and switching of Shares when an event resulting in liquidation occurs or such is required by the CSSF. Shareholders having offered their Shares for redemption or for switching will be notified of any suspension in writing within seven (7) days, and of the ending of suspension immediately.

## 23. FEES AND COSTS

### LUMP-SUM FEE OR MANAGEMENT FEE

For the activity of the Management Company, the custodian bank, the central administration agent, the principal paying agent, the registrar and transfer agent, the Investment Advisor respectively Investment Manager, representative and distributors (if applicable), as well as for other advisory and supporting activities, an annual general maximum fee ("lump-sum fee") is raised on the basis of the net asset value of the respective Subfund and charged to the respective Subfund.

As an alternative to the lump-sum fee described in the paragraph above, every Special Part of the Prospectus can describe, that on the basis of the net asset value of the respective Subfund, an annual maximum fee is charged to the Subfund for the administration and advice concerning the portfolio as well as for administration and distribution services connected thereto ("**Management Fee**"). In the case of a management fee, the remuneration of the Management Company, the custodian bank, the central administration, the principal paying agent, the registrar and transfer agent amounts to not more than 0.30% p.a. ("**Servicing Fee**"). Where this is expressly foreseen in the Special Part, the Servicing Fee may amount to a maximum of 0.50%. The Special Part may foresee a minimum amount for the Servicing Fee for the case that the percentage mentioned does not cover the effective administration costs.

The level of the lump-sum fee respectively the management fee is described in the respective Special Part of the Prospectus under "Fees and Costs". The fee is calculated on each valuation day and payable monthly.

### ADDITIONAL CHARGES

The Company also pays costs relating to its business operations. These include, inter alia, the following:

Costs of operational management and supervision of the Company's business, for taxes, tax services, costs of legal and auditing services, financial reports and Prospectuses, publication costs in relation to the convening of the general meeting, Share certificates and the payment of dividends, registration fees and other costs arising from or relating to reporting requirements to the authorities in the different distribution countries, sales support, paying agents and representatives, SSB-Lux (provided it is not already included in the aforementioned fee according to the provisions in the Special Part concerned), fees and expenses of the Board of Directors of the Company, insurance premiums, interest, stock exchange listing fees and brokerage fees, as well as for research services including the separate payment of an analysis fee paid to the Investment Manager out of the funds of the Company via the Research Payment Account („RPA“), as mentioned below in the section “Incentives”, purchase and sale of securities, government charges, license fees, reimbursement of expenses to the custodian and all other contractual parties of the Company as well as the costs of publishing the net asset value per Share and the Share prices. Where such expenses and costs apply to all Subfunds equally, each Subfund is charged pro rata the costs corresponding to its proportion by volume of the total assets of the Company. Where expenses and costs only apply to one or some of the Subfunds, the costs are charged to the Subfund or Subfunds in question. Marketing and advertising expenditure may only be charged in individual cases following a resolution of the Board of Directors.

#### **INVESTMENTS IN TARGET FUNDS**

Subfunds that may invest in other existing UCIs and UCITS (target funds) as part of their investment policy can incur charges at the level of both the target fund and the Subfund. If on behalf of a Subfund, shares of a target fund that are managed directly or indirectly by the Management Company, or by a company to which the latter is linked by common management or control or by a substantial direct or indirect holding (“related target fund”), are acquired, the Company may not debit the investing Subfund for any issue or redemption fees charged by the related target funds in the subscription or redemption of such Shares.

#### **PERFORMANCE FEE**

In the case of Subfunds which are more complex to manage, an additional performance related fee may be provided for, to be paid to the Investment Adviser respectively Investment Manager (“Performance Fee”), as may be defined with regard to the respective Subfunds in the Special Part. The Performance Fee is calculated on the performance per Share, and corresponds to a certain percentage of the part of the realised profit which exceeds, with regards to these Shares, a predetermined benchmark (Hurdle Rate) and/or the so-called High Water Mark, as specified in the Special Part with regard to the respective Subfunds.

#### **LAUNCH COSTS**

All fees, costs and expenses payable by the Company are first charged against income, and only subsequently against the capital. The costs and expenditure for the organisation and registration of the Company as a UCITS in Luxembourg, which did not exceed CHF 120,000.00, were borne by the Company and written off in equal amounts over a period of five (5) years from the date they arose. The costs of setting-up, launching and registering an additional Subfund are charged to this Subfund by the Company and written off in equal amounts over a period of five (5) years from the date this Subfund was launched.

#### **INCENTIVES**

The Management Company, individual employees thereof or external service providers may, under certain circumstances, receive or grant monetary or non-monetary benefits.

In general, monetary or non-monetary benefits (fees, commissions) are credited to the fund's assets, except for the cases below.

Transactions related to the Subfund's portfolio are carried out by brokers, who are compensated for their services by the Company. In this context, brokers can also provide additional research services (e.g. investment analysis). As far as such additional services by brokers are to be compensated, they can either be paid by the Management Company or the Investment Manager from their own funds or via a separate account, a so-called Research Payment Account (“RPA”). Such a RPA is based on a research budget that is determined independently of the volume of transactions. Compensation for research services via a RPA requires a so-called Research Charge Collection Agreement (“RCCA”) or a fee-sharing agreement between the Management Company or the Investment Manager and the relevant broker.

Minor non-monetary benefits are excluded from the above rule, including written material from an issuer or potential issuer, non-essential material or non-essential services in the form of short-term market commentary, etc.

The principal provisions of the relevant agreements on fees, commissions and/or gratifications not offered or granted in pecuniary form are disclosed in summary form at the registered office of the Company. Details are available upon request from the Management Company.

## **24. TAXATION**

The following summary is based on the law and the rules and regulations currently valid and applied in the Grand Duchy of Luxembourg, and which are subject to changes in the course of time.

### **24.1. THE COMPANY**

#### **LUXEMBOURG**

The Company is subject to Luxembourg tax jurisdiction. Under Luxembourg law and the current practice, the Company is subject neither to income tax nor to any tax on capital gains in respect of realised or unrealised valuation profits. No taxes are payable in Luxembourg for the issue of Shares neither are distributions carried out by the Company currently subject to Luxembourg withholding tax..

The Company is subject to an annual tax of 0.05% of the net asset value as valued at the end of each quarter, and which is payable quarterly. To the extent that parts of the Company's assets are invested in other Luxembourg UCITS and/or UCI which are subject to the tax, such parts are not taxed.

The net asset value corresponding to a Share Category for "institutional investors" pursuant to the Luxembourg tax legislation, as described in the corresponding Special Parts, if applicable, is subject to a reduced tax rate of 0.01% per annum, on the basis that the Company classifies the shareholders in this Share Category as institutional investors within the meaning of the tax legislation. This classification is based on the Company's understanding of the current legal situation. This legal situation may change, even with retrospective effect, which may result in a duty of 0.05% being applied, even with retrospective effect. The Company is subject to a net asset tax ("NAT") in Belgium for Subfunds that are registered for distribution with the local supervisory authority in that country, the "Autorité des services et marchés financiers". The NAT is currently 0.0925% and is levied on the portion of the net asset value of the relevant Subfund which as at 31 December of each calendar year was actively being offered to Belgian residents by Belgian financial intermediaries.

#### **IN GENERAL**

Capital gains and income from dividends, interest and interest payments which the Company generates from investments in other countries may be subject to different levels of non-recoverable withholding tax or capital gains tax. It is often not possible for the Company to take advantage of tax breaks due to existing double taxation agreements between Luxembourg and these countries or because of local regulations. Should this situation change in future and a lower tax rate result in tax refunds to the Company, the net asset value of the Company as at the original time the tax was withheld will not be recalculated; instead the repayments will be made indirectly pro rata to the existing shareholders at the time the refund is made.

### **24.2. THE SHAREHOLDERS**

#### **LUXEMBOURG**

Under Luxembourg law and current practice, shareholders in Luxembourg are not subject to capital gains tax, income tax, gifts tax, inheritance tax or other taxes (with the exception of shareholders domiciled or resident or having their permanent establishment in Luxembourg, as well as former residents of Luxembourg, if they hold more than 10% of Company's shares).

#### **AUTOMATIC EXCHANGE OF FINANCIAL INFORMATION IN THE FIELD OF TAXATION**

Many countries, including Luxembourg and Switzerland, have already concluded agreements on the automatic exchange of information (AEOI) with regard to taxation or are considering concluding such agreements. To this end, a reporting standard has been coordinated within the OECD. This so-called common reporting standard ("CRS") forms the framework for the exchange of financial information in the field of taxation between countries.

CRS obliges financial institutions to gather and, as the case may be, report information on financial assets which are kept under custody or administered across the border for taxpayers from countries and territories which participate in the AEOI. This information will be exchanged between the participating countries' tax authorities.

The member countries of the European Union have decided to implement the AEOI and CRS within the EU by means of Directive 2014/107/EU of the Council of 9 December 2014 amending Directive 2011/16/EU as regards mandatory automatic exchange of information in the field of taxation.

Luxembourg has implemented Directive 2014/107/EU by enacting the Law of 18<sup>th</sup> December 2015 on the automatic exchange of information regarding financial accounts (the **"Financial Accounts Information Exchange Law"**) and substantiated by further regulations. Accordingly, from 2016 on, in-scope Luxembourg financial institutions will collect certain investor information relating to the holders of financial accounts (as well as, as the case may be, relating to persons controlling account holders) and, from 2017, will begin reporting this information relating to the reportable accounts to Luxembourg tax authorities. These reports will be transferred by the Luxembourg tax authorities to certain foreign tax authorities, in particular within the EU.

According to the assessment of the Board of Directors, the Company is subject to the Financial Accounts Information Exchange Law in Luxembourg. The Company has been classified as "reporting financial institute" (investment entity) according to the Financial Accounts Information Exchange Law. Therefore, the Company gathers and, as the case may be, reports information relating to account holders pursuant to the principles laid down above.

The Company reserves the right to refuse applications for the subscription of Shares or compulsorily redeem Shares if the information provided by the applicant respectively investors does not meet the requirements of Directive 2014/107/EU and, respectively, of the Financial Accounts Information Exchange Law. Moreover, to fulfil their obligations in Luxembourg under the Financial Accounts Information Exchange Law, respectively, under Directive 2014/107/EU, the Company, the Management Company or the nominees may require, depending on the circumstances, additional information of the investors in order to comply or dispense with their fiscal identification and, as the case may be, reporting duties.

Applicants and investors are made aware of the Company's duty to transmit information on reportable accounts and their holders as well as, as the case may be, of controlling individuals to the Luxembourg tax authorities, which, depending on the circumstances, may forward this information to certain tax authorities in other countries with which a treaty on the automatic exchange of information has been concluded.

The scope and application of the AEOI or CRS may vary from country to country and the applicable rules may change. It is the responsibility of investors to seek advice on taxes and other consequences (including on the exchange of tax information) which may result from the subscription, ownership, return (redemption), switching and transfer of Shares, as well as distributions, including any regulations regarding the control on the movement of capital.

#### **24.3. FOREIGN ACCOUNT TAX COMPLIANCE ACT ("FATCA") OF THE UNITED STATES OF AMERICA ("US")**

The US have introduced FATCA to obtain information with respect to foreign financial accounts and investments beneficially owned by certain US taxpayers.

In regards to the implementation of FATCA in Luxembourg, the Grand Duchy of Luxembourg has signed a Model 1 intergovernmental agreement with the US on 28 March 2014 (the "Lux IGA"), which has been transposed into Luxembourg legislation according to the terms of the Law of 24<sup>th</sup> July 2015 ("Lux IGA Legislation"). Under the terms of the Lux IGA, a Luxembourg resident financial institution ("Lux FI") will be obliged to comply with the provisions of the Lux IGA Legislation, rather than directly complying with the US Treasury Regulations implementing FATCA. A Lux FI that complies with the requirements of the Lux IGA Legislation will be treated as compliant with FATCA and, as a result, will not be subject to withholding tax under FATCA ("FATCA Withholding"), provided the Lux FI properly certifies its FATCA status towards withholding agents.

The Board of Directors considered the Company to be a Lux FI that will need to comply with the requirements of the Lux IGA Legislation and classified the Company and its sub-funds as Sponsored Investment Entities under the Lux IGA. Sponsored Investment Entities qualify for a deemed-compliant status and constitute a Non-Reporting Lux FI under the Lux IGA.

For Sponsorship purposes under the Lux IGA, the Company appointed the Management Company as Sponsoring Entity, which registered in this capacity on the FATCA online registration portal of the US Internal Revenue Service ("IRS") and agreed to perform the due diligence, withholding, and reporting obligations on behalf of the Company ("Sponsoring Entity Service").

As determined in the Lux IGA, the Company retains the ultimately responsibility for ensuring that it complies with its obligations under the Lux IGA Legislation, notwithstanding the appointment of the Management Company to act as Sponsoring Entity to the Company.

In the performance of the Sponsoring Entity Service, the Management Company may use the assistance and contribution of sub-contractors, including the Company's Registrar and Transfer Agent.

Under the Lux IGA Legislation, the Management Company will be required to report to the Luxembourg Tax Authority certain holdings by and payments made to certain direct and indirect US investors in the Company, as well as investors that do not comply with the terms of FATCA or with an applicable Intergovernmental Agreement, on or after 1 July 2014 and under the terms of the Lux IGA, such information will be onward reported by the Luxembourg Tax Authority to the IRS.

Investors not holding investments in the Company directly as shareholders (i.e. legal holder of records) but via one or several nominees, including but not limited to distributors, platforms, depositaries and other financial intermediaries ("Nominees"), should inquire with such Nominees in regard to their FATCA compliance in order to avoid suffering from FATCA information reporting and/ or potentially withholding.

Additional information may be required by the Company, the Management Company or Nominees from investors in order to comply with their obligations under FATCA or under an applicable Intergovernmental Agreement with the US, e.g. to perform or refrain from information reporting and/ or potentially withholding, as applicable.

The Company reserves the right to refuse applications for the subscription of Shares or to impose a compulsory redemption of Shares if the information provided by the applicant or shareholder does not meet the requirements of the Company for the fulfilment of its obligations under the Lux IGA or the Lux IGA regulations.

The scope and application of FATCA Withholding and information reporting pursuant to the terms of FATCA and the applicable Intergovernmental Agreements may vary from country to country and is subject to review by the US, Luxembourg and other countries, and the applicable rules may change. Investors should contact their own tax or legal advisers regarding the application of FATCA to their particular circumstances.

## 25. GENERAL MEETING OF SHAREHOLDERS AND REPORTING

The annual general meeting of shareholders of the Company takes place in Luxembourg every year at 16:00 on 20<sup>th</sup> October. If this day is not a bank business day in Luxembourg, the general meeting takes place on the following bank business day in Luxembourg. Other extraordinary general meetings of shareholders of the Company or meetings of individual Subfunds or their Share Categories may be held in addition. Invitations to the general meeting and other meetings are issued in accordance with Luxembourg law and the currently valid Articles of association. These invitations contain information about the place and time of the general meeting, the requirements for attending the meeting, the agenda and, if necessary, the quorum requirements and majority requirements for resolutions. The invitation may in addition stipulate that the quorum and majority requirements are determined on the basis of the Shares which have been issued and are outstanding at 24.00 hours (Luxembourg time) on the fifth day preceding the general meeting. The rights of a shareholder to participate and vote at a general meeting are also determined by the Shares owned at that time.

The Company's financial year begins on 1<sup>st</sup> July and ends on 30<sup>th</sup> June of the following year.

The annual financial report, which contains the Company's, respectively Subfund's, audited consolidated annual report, is available at the Company's registered office no later than fifteen (15) days before the annual general meeting. Un-audited semi-annual reports are available at the same place no later than two (2) months after the end of the half year in question. Copies of these reports may be obtained from the national representatives and from SSB-Lux.

In addition to the annual financial reports and semi-annual reports referring to all existing Subfunds, the Company may also produce special annual financial reports and semi-annual reports for one or more Subfunds.

## 26. APPLICABLE LAW, JURISDICTION

Any legal disputes between the Company, the shareholders, the custodian bank, the Management Company, the principal paying agent and central administration agent, the registrar and transfer agent, the Investment Advisers respectively Investment Managers, the national representatives and any distribution agents will be subject to the jurisdiction of the Grand Duchy of Luxembourg. The applicable law is Luxembourg law. However, the above entities may, in relation to claims from shareholders from other countries, accept the jurisdiction of those countries in which Shares are offered and sold.

## 27. REMUNERATION POLICY

In accordance with Directive 2009/65/EC, as amended by Directive 2014/91/EU (together the „UCITS Directive“), the GAM Group has implemented a remuneration policy (*Group Compensation Policy*) pursuant to the principles laid down in Article 14(b) of the UCITS Directive. This remuneration policy shall be consistent with and shall promote sound and effective risk management and shall focus on the control of risk-taking behaviour of senior management, risk takers, employees with control functions and employees receiving total remuneration that falls within the remuneration bracket of senior management and risk takers whose professional activities have a material impact on the risk profiles of the Company and the Subfunds.

In line with the provisions of the UCITS Directive and the guidelines issued by ESMA, each of which may be amended from time to time, the GAM Group applies its remuneration policy and practices in a manner which is proportionate to its size and that of the Company, its internal organisation and the nature, scope and complexity of its activities.

Entities to which investment management activities have been delegated in accordance with Article 13 of the UCITS Directive are also subject to the requirements on remuneration under the relevant ESMA guidelines unless such entities and their relevant staff are subject to regulatory requirements on remuneration that are equally as effective as those imposed under the relevant ESMA guidelines.

This remuneration system is established in a remuneration policy, which fulfils following requirements:

- a) The remuneration policy is consistent with and promotes sound and effective risk management and discourages risk-taking behaviour.
- b) The remuneration policy is in line with the Company's strategy, objectives, values and interests of the GAM Group (including the Management Company and the UCITS which it manages, as well as the UCITS' investors) and it comprises measures to prevent conflicts of interest.
- c) The assessment of performance is set in a multi-year framework.
- d) Fixed and variable components of total remuneration are appropriately balanced and the fixed component represents a sufficiently high proportion of the total remuneration to allow the operation of a fully flexible policy on variable remuneration components, including the possibility to pay no variable remuneration component.

Further details relating to the current remuneration policy of the GAM Group are available on [www.funds.gam.com](http://www.funds.gam.com). This includes a description of how remuneration and benefits are calculated and the identity of persons responsible for awarding the remuneration and benefits as well as the identification of the members of the remuneration committee. A paper copy will be made available upon request and free of charge by the Management Company.

## 28. DOCUMENTS FOR INSPECTION

Copies of the following documents may be inspected at the registered office of the Company in Luxembourg during normal business hours on bank business days in Luxembourg, and at the offices of the respective national representatives during their business days:

- 1a) the investment advisory respectively investment management agreements, fund administration agreement, agreements with the custodian bank, the central administration agent and the principal

paying agent as well as the registrar and transfer agent. These agreements may be amended with the approval of both parties;

1b) the articles of association of the Company.

The following documents may be obtained free of charge on request:

2a) the currently valid Key Investor Information Document and the full Prospectus;

2b) the most recent annual and semi-annual reports.

The articles of association, the Key Investor Information Document, the full Prospectus, the remuneration policy of the GAM Group and the annual and semi-annual reports are also available on the web site [www.funds.gam.com](http://www.funds.gam.com).

In the event of any contradictions between the documents mentioned in the German language and any translations, the German-language version shall apply. This shall be without prejudice to mandatory deviating regulations relating to distribution and marketing in jurisdictions in which Shares of the Company have been lawfully distributed.

## 29. DATA PROTECTION INFORMATION

Prospective investors should note that by completing the application form they are providing information to the Company, which may constitute personal data within the meaning of the Luxembourg Data Protection Act<sup>2</sup>. This data will be used for the purposes of client identification and the subscription process, administration, transfer agency, statistical analysis, market research and to comply with any applicable legal or regulatory requirements, disclosure to the Company (its delegates and agents) and, if an applicant's consent is given, for direct marketing purposes.

Data may be disclosed to third parties including:

- (a) regulatory bodies, tax authorities; and
- (b) delegates, advisers and service providers of the Company and their or the Company's duly authorised agents and any of their respective related, associated or affiliated companies wherever located (including outside the EEA which may not have the same data protection laws as in Luxembourg) for the purposes specified. For the avoidance of doubt, each service provider to the Company (including the Management Company, its delegates and its or their duly authorised agents and any of their respective related, associated or affiliated companies) may exchange the personal data, or information about the investors in the Company, which is held by it with another service provider to the Company.

Personal data will be obtained, held, used, disclosed and processed for any one of more of the purposes set out in the application form.

Investors have a right to obtain a copy of their personal data kept by the Company and the right to rectify any inaccuracies in personal data held by the Company. As of 25 May 2018 being the date the General Data Protection Regulation (EU 2016/679) comes into effect, investors will also have a right to be forgotten and a right to restrict or object to processing in a number of circumstances. In certain limited circumstances, a right to data portability may apply. Where investors give consent to the processing of personal data, this consent may be withdrawn at any time.

Personal data will not be kept longer than necessary for the purpose of the processing, subject to the applicable legal minimum retention periods.

### **BENEFICIAL OWNERSHIP**

The Company may also request such information (including by means of statutory notices) as may be required for the maintenance of the Company's beneficial ownership register (the "RBE") in accordance with the law of 13 January 2019 establishing a Register of Beneficial Owners (the "RBE Law"), as well as the Grand-Ducal Regulations and the CSSF regulations and circulars thereon, as amended from time to time, and in accordance with the Luxembourg law of 12 November 2004 on the fight against money laundering. Such information includes,

<sup>2</sup> "Data Protection Act" - the Data Protection Act of 2 August 2002 in its amended or revised version, including the statutory provisions and regulations, which are issued and amended from time to time, as well as the General Data Protection Regulation (EU) 2016/679.

but is not limited to, first and last name, nationality, country of residence, home or business address, national identification number and information on the nature and extent of the Beneficial Ownership held by each Beneficial Owner in the Company. The Company is further required, inter alia, (i) to provide such information upon request to certain Luxembourg national authorities (including the CSSF, the *Commissariat aux Assurances*, the *Cellule de Renseignement Financier*, the Luxembourg tax authorities and other national authorities) and (ii) to register such information in a publicly accessible central RBE.

Under the RBE Law, the Beneficial Owner is liable to prosecution if it fails to comply with its obligation to inform the Company of its status as Beneficial Owner. Further, the Company is liable to prosecution if it (i) fails to comply with the terms of a beneficial ownership notice or (ii) provides materially false information in response to such a notice or (iii) fails to keep the relevant information available at its registered office.

Further details on the purpose of this processing, the various functions of the receivers of the investor's personal data, the categories of personal data concerned and the rights of the investor in relation to these personal data and any other information required under the Data Protection Act can be found in the Privacy Policy, which can be found at the following link: <https://www.gam.com/de/legal/privacy-policy>.

## MULTIPARTNER SICAV

### CORAL REEF CREDIT OPPORTUNITIES FUND

Ein durch die GAM (LUXEMBOURG) S.A., Luxemburg, für Orbit Investment Securities Services Ltd., London, aufgelegter Subfonds der SICAV luxemburgischen Rechts MULTIPARTNER SICAV

A Subfund of the SICAV under Luxembourg law MULTIPARTNER SICAV, established by GAM (LUXEMBOURG) S.A., Luxembourg, on behalf of Orbit Investment Securities Services Ltd., London

#### BESONDERER TEIL D

**3. JULI 2023**

#### SPECIAL PART D

**3 JULY 2023**

Dieser Besondere Teil des Rechtsprospekts ergänzt den Allgemeinen Teil mit Bezug auf den Subfonds Coral Reef Credit Opportunities Fund (der „**Subfonds**“).

This Special Part of the Prospectus supplements the General Part with regard to the Subfund Coral Reef Credit Opportunities Fund (the „**Subfund**“).

Die nachfolgenden Bestimmungen müssen in Verbindung mit dem Allgemeinen Teil des Rechtsprospekts gelesen werden.

The provisions below must be read in conjunction with the General Part of the Prospectus.

Die hier enthaltenen Angaben auf Englisch (rechte Spalte) sind nach bestem Wissen und Gewissen der Gesellschaft eine wahrheitsgemäße Übersetzung der deutschen Originalfassung (linke Spalte). Im Falle von Widersprüchen gilt die Fassung in deutscher Sprache.

The information contained herein in English (right column) is, to the Company's best knowledge and belief, a true translation of the German original version (left column). In the event of contradictions, the German-language version shall prevail.

## 1. ERSTAUSGABE DER ANTEILE

Die Anteile des Subfonds wurden erstmals wie folgt zur Zeichnung aufgelegt. Der angegebene Erstausgabepreis versteht sich pro Anteil.

## 1. INITIAL ISSUE OF THE SHARES

The Shares of the Subfund were issued for subscription for the first time as follows. The indicated initial issue price is per Share.

| KATEGORIE / CATEGORY | ZEICHNUNGSFRIST / SUBSCRIPTION PERIOD | ERSTAUSGABEPREIS / INITIAL ISSUE PRICE |
|----------------------|---------------------------------------|----------------------------------------|
| B                    | 16.-30.09.2019                        | USD 100                                |

## 2. ANLAGEZIELE UND –POLITIK

### Anlageziel

Das Anlageziel des Subfonds besteht darin, mittel- bis langfristig ein Kapitalwachstum mittels direkten Anlagen in Forderungswertpapiere von Emittenten weltweit zu erzielen.

Es kann weder eine Garantie noch eine Zusicherung für die Erreichung des Anlageziels oder für Erträge des Subfonds abgegeben werden.

### Anlagepolitik

Der Subfonds wird hauptsächlich Direktanlagen in Forderungswertpapiere von Emittenten weltweit tätigen, welche keine bestimmte Bonität aufweisen müssen (inkl. hochverzinsliche Anleihen und Anleihen aus „Emerging Markets“-Ländern). Der Subfonds kann bis zu 20% seines Vermögens in Contingent Convertible Bonds anlegen.

Es ist beabsichtigt, dass ausschliesslich auf US-Dollar begebene und an einem geregelten Markt (inkl. MTF) in Europa (inkl. Grossbritannien), den Vereinigten Staaten von Amerika, Singapur oder Hong Kong kotierte oder gehandelte Wertpapiere (z.B. Clearstream, Euroclear; sog. grenzüberschreitende Emission von Forderungswertpapieren) erworben werden.

Ferner können in Übereinstimmung mit Abschnitt 5.1. (f) des Allgemeinen Teils des Rechtsprospekts insgesamt bis zu 10% des Vermögens des Subfonds in sonstige Anlagen investiert werden.

Zum Zweck der Absicherung und effizienten Portfolioverwaltung kann der Subfonds in Derivate in Form von Futures und Optionen investieren.

### Flüssige Mittel

Zusätzliche flüssige Mittel können bis zu 20% des Gesamtvermögens des Subfonds betragen. Diese zusätzlichen flüssigen Mittel beschränken sich auf Sichteinlagen, wie z.B. Barmittel, die auf den laufenden Bankkonten des Subfonds gehalten werden und jederzeit verfügbar sind. Die 20%-Grenze darf nur dann

## 2. INVESTMENT OBJECTIVE AND POLICY

### Investment Objective

The investment objective of the Subfund is to generate capital appreciation over medium to long term by direct investment in debt securities of issuers worldwide.

There is no assurance or guarantee neither that the investment objective of the Subfund will be achieved nor that any returns will be generated.

### Investment Policy

The Subfund shall mainly undertake direct investments in debt securities of issuers worldwide of no particular credit rating (incl. high-yield bonds and emerging market bonds). The Subfund may invest up to 20% of its assets in Contingent Convertible Bonds.

The Subfund intends to acquire only such securities which are denominated in US dollars and listed or traded on a regulated market (incl. MTF) in Europe (incl. United Kingdom), the United States of America, Singapore or Hong Kong (e.g. Clearstream, Euroclear; so called cross-border debt issuance).

Furthermore, overall a maximum of 10% of the assets of the Subfund may be invested in other assets in accordance with Section 5.1. (f) of the General Part of the Prospectus.

The Subfund may invest in derivatives in the form of futures and options for the purpose of hedging and efficient portfolio management.

### Liquid Assets

Ancillary liquid assets may amount to up to 20% of the total assets of the Subfund. Such ancillary liquid assets shall be limited to bank deposits at sight, such as cash held in the Subfund's current bank accounts and accessible at any time. The 20% limit may only be breached temporarily for a period of time strictly necessary when, because of

vorübergehend für einen unbedingt notwendigen Zeitraum überschritten werden, wenn die Umstände dies aufgrund außergewöhnlich ungünstiger Marktbedingungen erfordern (z.B. Kriege, Terroranschläge, Gesundheitskrisen oder andere ähnliche Ereignisse) und wenn eine solche Überschreitung unter Berücksichtigung der besten Interessen der Anleger gerechtfertigt ist.

Der Subfonds kann zu Liquiditätszwecken in flüssige Mittel investieren, d.h. in Geldmarktinstrumente und Geldmarktfonds gemäß der Definition in Abschnitt 5 des Allgemeinen Teils sowie in täglich rückzahlbare Einlagen.

### Währung des Subfonds

Der Subfonds lautet auf US Dollar (USD).

### 3. HEBELWIRKUNG

Das mit Derivaten verbundene Gesamtrisiko wird mit dem *Commitment*-Ansatz ermittelt.

Der Subfonds darf keine Kredite zu Anlagezwecken aufnehmen. Eine Ausnahme von dieser Vorschrift stellt die Möglichkeit zur kurzzeitigen Aufnahme von bis zu 10% des Nettoinventarwerts des Subfonds dar, wie im Abschnitt 5.2. (I) (B) des Allgemeinen Teils des Rechtsprospekts erläutert.

### 4. RISIKOHINWEISE

Dieser Abschnitt führt spezifische Risiken bezüglich den Subfonds auf und ist ergänzend zum Allgemeinen Teil des Rechtsprospekts der Gesellschaft zu verstehen. Die beschriebenen Risiken stellen keine abschliessende Aufzählung dar.

Die Gesellschaft ist bemüht, das Anlageziel des Subfonds zu erreichen. Es kann jedoch keine Garantie abgegeben werden, dass das Anlageziel tatsächlich erreicht wird. Folglich kann der Nettoinventarwert der Anteile zunehmen oder abnehmen, und es können unterschiedlich hohe positive bzw. auch negative Erträge anfallen.

#### 4.1 Hinweise betreffend Anlagen in „Emerging Markets“-Ländern

Anlagen in Emerging Market-Ländern sind mit einem höheren Risiko verbunden. Insbesondere besteht das Risiko

- eines möglicherweise geringen oder ganz fehlenden Handelsvolumens der Wertpapiere an dem entsprechenden Wertpapiermarkt, welches zu Liquiditätsengpässen und verhältnismässig grösseren Preisschwankungen führen kann;
- der Unsicherheit der politischen, wirtschaftlichen und sozialen Verhältnisse und der damit verbundenen

exceptionally unfavourable market conditions, circumstances so require (circumstances such as wars, terrorist attacks, health crises or other similar events) and where such breach is justified having regard to the best interests of the investors.

The Subfund can invest for treasury purposes in liquid assets, meaning money market instruments and money market funds, as defined in section 5 of the General Part as well as deposits repayable on demand.

### Subfund Currency

The Subfund is denominated in US Dollar (USD).

### 3. LEVERAGE

The overall risk incurred by use of derivatives will be determined using the *Commitment* Approach.

The Subfund may not borrow for investment purposes. An exception from this rule is the possibility of short-term borrowing of up to 10% of the net asset value of the Subfund, as set out in section 5.2. (I) (B) of the General Part of the Prospectus.

### 4. RISK DISCLOSURES

Risks described in this section are specific to the Subfund and intended to complement risks described in the General Part of the Prospectus of the Company. Risks described in this section should not be considered to be exhaustive.

The Company shall endeavour to achieve the investment objective of the Subfund. However, no guarantee can be given that the investment objective will actually be achieved. Hence the net asset value of the Shares may increase or decrease and different levels of positive as well as negative income may be earned.

#### 4.1 Information on Investment in Emerging Market Countries

Investment in emerging market countries is associated with a higher degree of risk. In particular, the investments are subject to the following risks:

- trading volumes in relation to the securities may be low or absent on the securities market involved, which can lead to liquidity problems and relatively large price fluctuations;
- uncertainties surrounding political, economic and social circumstances, with the associated dangers of

Gefahren der Enteignung oder Beschlagnahme, das Risiko aussergewöhnlich hoher Inflationsraten, prohibitiver steuerlicher Massnahmen und sonstiger negativer Entwicklungen;

expropriation or seizure, unusually high inflation rates, prohibitive tax measures and other negative developments;

- der möglichen erheblichen Schwankungen des Devisenumtauschkurses, der Verschiedenheit der Rechtsordnungen, der bestehenden oder möglichen Devisenausfuhrbeschränkungen, Zoll- oder anderer Beschränkungen und etwaiger Gesetze oder sonstiger Beschränkungen, die auf Investitionen Anwendung finden;
- politischer oder sonstiger Gegebenheiten, die die Investitionsmöglichkeiten des Subfonds einschränken, wie z.B. Beschränkungen bei Emittenten oder Industrien, die mit Blick auf nationale Interessen als sensibel gelten, und
- des Fehlens adäquat entwickelter rechtlicher Strukturen für private oder ausländische Investitionen und das Risiko einer möglicherweise mangelnden Gewährleistung des Privateigentums.
- potentially serious fluctuations in the foreign exchange rate, different legal frameworks, existing or potential foreign exchange export restrictions, customs or other restrictions, and any laws and other restrictions applicable to investments;
- political or other circumstances which restrict the investment opportunities of the Subfund, for example restrictions with regard to issuers or industries deemed sensitive to relevant national interests, and
- the absence of sufficiently developed legal structures governing private or foreign investments and the risk of potentially inadequate safeguards with the respect to private ownership.

Auch können Devisenausfuhrbeschränkungen oder sonstige diesbezügliche Regelungen in diesen Ländern völlig oder teilweise zur verspäteten Repatriierung der Investitionen führen, oder sie völlig oder teilweise verhindern, mit der Folge von möglichen Verzögerungen bei der Auszahlung des Rücknahmepreises.

Foreign exchange export restrictions and other related regulations in these countries may also lead to the delayed repatriation of all or some of the investments or may prevent them from being repatriated in full or in part, with the result that there may be a delay in the payment of the Redemption Price.

#### 4.2 Hinweise betreffend hochverzinsliche Anlagen

#### 4.2 Information on High Yield Bonds

Bei Wertpapieren von Emittenten, die nach der Markteinschätzung keine guten Bonitäten aufweisen, muss mit einer im Vergleich zu Investment-Grade-Anleihen überdurchschnittlichen Volatilität gerechnet werden bzw. kann je nach dem der vollständige Wertverlust einzelner Anlagen nicht ausgeschlossen werden. Zur Verringerung dieser Risiken dienen die sorgfältige Überprüfung sowie eine breite Streuung der Emittenten.

For securities of issuers which – according to market assessments – do not have a good credit rating, a higher-than-average volatility, compared to investment-grade bonds, must be expected or, as the case may be, even the complete loss of individual investments cannot be ruled out. Careful monitoring and a wide diversification of the issuers are used to reduce such risks.

#### 4.3 Hinweise betreffend Derivate

#### 4.3 Information on Derivatives

In den Subfund können derivative und andere besondere Anlagetechniken und Finanzinstrumente, insbesondere, Futures und Optionen eingesetzt werden. Somit sind neben den Risikomerkmale von Wertpapieren auch die Risikomerkmale von Derivaten und sonstigen Anlagetechniken und Instrumenten zu beachten. Generell sind sie den Risiken der ihnen unterliegenden Märkte bzw. Basisinstrumente ausgesetzt und bergen oft höhere Risiken in sich als Direktanlagen in Wertpapiere. Potentielle Risiken solcher Instrumente können sich z.B. aus der Komplexität, Nichtlinearität, hohen Volatilitäten, geringen Liquidität, eingeschränkten Bewertbarkeit, Risiko eines Ausfalls von Erträgen oder sogar eines Totalverlusts

The Subfund may make use of derivative instruments and other special investment techniques and financial instruments, in particular futures and options. As a result, the risk features of derivatives and other investment techniques and instruments in addition to the risk features of securities must be considered. In general, they are exposed to the risks of the markets or instruments underlying them and therefore frequently involve greater risks than direct investments in securities. Potential risks of such instruments may, for example, arise from the complexity, non-linearity, high volatilities, low liquidity, restricted ability to be valued, risk of a loss of returns or even a total loss of the invested capital, or from the counterparty risk.

des investierten Kapitals oder dem Gegenparteienrisiko ergeben.

Sofern ein Derivat in ein Wertpapier eingebettet ist, muss dieses bei der Anwendung der Anlagebeschränkungen sowie bei der Risikoüberwachung mit berücksichtigt werden.

If a derivative is embedded in a security, this must also be taken into account when applying the investment restrictions and for risk monitoring.

#### 4.4 Hinweise zu Contingent Convertible Bonds

Contingent Convertible Bonds, auch „CoCos“ oder „CoCo-Bonds“ genannt, sind bedingte Pflichtwandelanleihen. Diese qualifizieren insoweit als Wertpapiere mit hybriden Charakter als sie in der Form von Schuldverschreibungen herausgegeben werden, die ihren Nominalwert verlieren (d.h. abgeschrieben werden) oder – infolge eines bestimmten Trigger-Ereignisses – in Aktien umgewandelt werden können. Das Trigger-Ereignis wird insbesondere dann eintreten, wenn die bankenaufsichtsrechtliche Quote (die sog. „Tier One“) der herausgebenden Bank unter einer bestimmten Schwelle fällt oder wenn die zuständige Aufsichtsbehörde dies so beschliesst. In diesem Fall werden die CoCo-Bonds, welche ursprünglich als Schuldverschreibungen herausgegeben wurden, ohne vorgängige Konsultation deren Inhaber automatisch in Aktien umgewandelt. Die Anlage in CoCo-Bonds kann folgende Risiken nach sich ziehen (keine abschliessende Auflistung):

- **Liquiditätsrisiken:** unter bestimmten Umständen kann sich das Finden eines an CoCo-Bonds interessierten Käufers schwierig gestalten und der Verkäufer kann zwecks Verkauf dazu gezwungen werden, einen bedeutenden Rabatt auf den erwarteten Wert des CoCo-Bonds hinzunehmen.
- **Kapitalstruktur-Inversionsrisiken:** anders als bei klassischen Kapitalhierarchien können CoCo-Bonds-Investoren einen totalen Kapitalverlust erleiden, ohne dass Aktieninhaber zugleich mit ihrem Investment ausfallen.
- **Triggerschwellenrisiko:** Trigger-Schwellen definieren die Exposure zu Konversionsrisiken in Abhängigkeit des Abstandes der Kernkapitalquote zur Trigger-Schwelle. Es kann für den Portfolio Manager eines Subfonds schwierig sein, Trigger-ereignisse vorauszusehen, welche die Umwandlung der Obligation in eine Aktie nach sich ziehen.
- **Umwandlungsrisiken:** es kann für den Portfolio Manager eines Subfonds schwierig sein zu beurteilen, wie sich Wertpapiere nach einer Umwandlung entwickeln. Bei Umwandlungen in Aktien kann der Portfolio Manager dazu gezwungen sein, diese neu ausgegebenen Aktien zu verkaufen, weil die Anlagepolitik des Subfonds das Halten von Aktien im Portfolio nicht zulässt. Der Zwangsverkauf selbst kann zu Liquiditätsrisiken bezüglich ebendieser Aktien führen.

#### 4.4 Information on Contingent Convertible Bonds

Contingent Convertible Bonds are also referred to as „CoCos“ or „CoCo-Bonds“. They qualify as securities with a hybrid character insofar as they are issued in the form of bonds, which may lose their nominal value (i.e. be written down) or, following a determined trigger event, be transformed in equity. The trigger event will notably materialise when the prudential ratio (the so called „Tier One“) of the issuing bank falls under a certain threshold or upon a decision of the competent supervisory authority. In such case, the CoCo-Bonds initially issued under the form of a bond will be automatically converted into equity without the holder of the CoCo-Bond being preliminarily consulted. Investment in CoCo-Bonds may entail the following risks (non-exhaustive list):

- **Liquidity risk:** in certain circumstances finding a ready buyer for Co-Co-Bonds may be difficult and the seller may have to accept a significant discount to the expected value of the bond in order to sell it.
- **Capital structure inversion risk:** contrary to classical capital hierarchy, CoCo-Bonds' investors may suffer a loss of capital when equity holders do not.
- **Trigger level risk:** trigger levels determine exposure to conversion risk depending on the distance of the capital ratio to the trigger level. It might be difficult for the portfolio manager of a subfund to anticipate the triggering events that would require the debt to convert into equity.
- **Conversion risk:** it might be difficult for the portfolio manager of the subfund to assess how the securities will behave upon conversion. In case of conversion into equity, the portfolio manager might be forced to sell these new equity shares because of the investment policy of the subfund does not allow equity in its portfolio. This forced sale may itself lead to liquidity issue for these shares.

- **Couponannullierung:** bei gewissen CoCo-Bonds sind Couponzahlungen diskretionär und können vom Emittenten jederzeit, aus irgendwelchen Gründen und für irgendwelche Zeitspanne annulliert werden.
- **Kündigungsaufschubrisiken:** gewisse CoCo-Bonds werden als ewige Instrumente herausgegeben, welche bei Erreichen vordefinierter Schwellen nur mit Bewilligung der zuständigen Behörde kündbar sind.
- **Sektorkonzentrationsrisiken:** CoCo-Bonds werden von Bank- und Versicherungsinstituten herausgegeben. Falls ein Subfund hauptsächlich in CoCo-Bonds investiert, wird seine Performance stärker vom allgemeinen Zustand der Finanzdienstleistungsindustrie abhängig sein als ein Subfonds, der in einer diversifizierteren Strategie investiert.
- **Unbekannte Risiken:** die Struktur von CoCo-Bonds ist innovativ und noch unerprobt.
- **Coupon cancellation:** for some CoCo-Bonds, coupon payments are entirely discretionary and may be cancelled by the issuer at any point, for any reason and for any length of time.
- **Call extension risk:** some CoCo-Bonds are issued as perpetual instruments, callable at pre-determined levels only with the approval of the competent authority.
- **Sector concentration risk:** CoCo-Bonds are issued by banking/insurance institutions. If a subfund invests significantly in CoCo-Bonds its performance will depend to a greater extent on the overall condition of the financial services industry than a subfund following a more diversified strategy.
- **Unknown risk:** the structure of CoCo-Bonds is innovative yet untested.

Eine detaillierte Analyse der mit CoCo-Bonds verbundenen Risiken befindet sich in der Erklärung der ESMA/2014/944 ([https://www.esma.europa.eu/sites/default/files/library/2015/11/2014-944\\_statement\\_on\\_potential\\_risks\\_associated\\_with\\_investing\\_in\\_contingent\\_convertible\\_instruments.pdf](https://www.esma.europa.eu/sites/default/files/library/2015/11/2014-944_statement_on_potential_risks_associated_with_investing_in_contingent_convertible_instruments.pdf)).

A detailed analysis of the risks inherent to CoCo-Bonds may be found in the statement ESMA/2014/944 ([https://www.esma.europa.eu/sites/default/files/library/2015/11/2014-944\\_statement\\_on\\_potential\\_risks\\_associated\\_with\\_investing\\_in\\_contingent\\_convertible\\_instruments.pdf](https://www.esma.europa.eu/sites/default/files/library/2015/11/2014-944_statement_on_potential_risks_associated_with_investing_in_contingent_convertible_instruments.pdf)).

#### 4.5 Hinweise betreffend Nachhaltigkeitsrisiken:

Der Marktwert der zugrunde liegenden Anlagen des Subfonds unterliegt den im Allgemeinen Teil beschriebenen Nachhaltigkeitsrisiken.

Die Nachhaltigkeitsrisiken des Subfonds werden als moderat eingestuft.

Die Bewertung der Nachhaltigkeitsrisiken ist fester Bestandteil der Investmententscheidungen des Anlageverwalters und wird regelmässig während der gesamten Laufzeit der Anlagen durchgeführt.

Die Ausführungen zum erhöhten Risiko bei Investitionen in Schwellenländern gelten in gleichem Masse für Nachhaltigkeitsrisiken. Darüber hinaus kann die Verfügbarkeit von nachhaltigkeitsbezogenen Daten in Schwellenländern geringer sein als in entwickelten Ländern.

Für die Zwecke der Bewertung des Nachhaltigkeitsrisikos kann der Anlageverwalter alle verfügbaren Nachhaltigkeitsinformationen verwenden, wie z. B. öffentlich zugängliche Berichte investierter Unternehmen, sonstige öffentlich zugängliche Daten (z. B. Kredit-Ratings) und Daten, die von externen Datenanbietern erstellt und veröffentlicht werden.

Die diesem Finanzprodukt zugrunde liegenden Investitionen berücksichtigen nicht die EU-Kriterien für ökologisch nachhaltige Wirtschaftsaktivitäten.

#### 4.5 Sustainability risks

The market value of underlying investments of the Subfund are subject to sustainability risks described in the General Part.

The Subfund is deemed to have a moderate level of sustainability risks.

The sustainability risk assessment is integrated to the investment decisions of the Investment Manager and shall be carried out at least periodically throughout the life-time of such investment.

What is set out about increased risk of investing in emerging market countries is also applicable to sustainability risks. Also, the availability of sustainability related data in emerging market countries may be poorer than in developed countries.

For the purposes of sustainability risk assessment, the Investment Manager may use any sustainability information available such as publicly available reports of invested companies, other publicly available data (such as credit ratings) and data made and distributed by external data vendors.

The investments underlying this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

## 5. ANLEGERPROFIL

Dieser Subfonds eignet sich für sachkundige Investoren, die Erfahrung mit volatilen Anlagen haben, über vertiefte Kenntnisse der Kapitalmärkte verfügen und die gezielt von den Marktentwicklungen in spezialisierten Märkten profitieren wollen und mit den spezifischen Chancen und Risiken dieser Marktsegmente vertraut sind. Investoren sollten mit Wertschwankungen rechnen, die temporär zu hohen Wertverlusten führen können. In einem breit diversifizierten Gesamtportfolio kann dieser Subfonds als Ergänzungsanlage eingesetzt werden.

Der Subfonds wird innerhalb der Vereinigten Staaten von Amerika und ihrer Besitzungen und Territorien nicht angeboten oder aktiv verkauft.

## 6. ANLAGEVERWALTER

Die Verwaltungsgesellschaft der SICAV hat mittels Anlageverwaltervertrag Orbit Investment Securities Services Ltd. als Anlageverwalter (nachfolgend der „Anlageverwalter“) für das Portfoliomanagement des Subfonds ernannt.

Orbit Investment Securities Services Ltd. ist eine in Harrow, Middx, Grossbritannien, domizilierte Gesellschaft, welche von der Financial Conduct Authority bewilligt und registriert ist.

Der Anlageverwalter ist ermächtigt, unter Berücksichtigung des anwendbaren Anlageziels, -politik und -grenzen der Gesellschaft bzw. des Subfonds und unter der ultimativen Kontrolle der Verwaltungsgesellschaft bzw. des Verwaltungsrats unmittelbar Anlagen zu tätigen.

## 7. BESCHREIBUNG DER ANTEILE

Die Gesellschaft kann folgende Anteilkategorien des Subfonds ausgeben:

B-Anteile: thesaurierend

Ist der Bezeichnung der Anteilkategorie der Zusatz „h“ beigelegt, handelt es sich dabei um eine ganz oder teilweise währungsabgesicherte Anteilskategorie.

Es werden nur Anteile in Namensform ausgegeben.

Die Gesellschaft kann Anteile sowohl in der Rechnungswährung des Subfonds USD als auch in anderen Währungen anbieten. Die jeweils verfügbaren Anteilkategorien können bei der Hauptverwaltungsstelle bzw. bei den Informations- oder Vertriebsstellen erfragt werden.

## 5. INVESTOR PROFILE

This Subfund is suitable for knowledgeable investors who have experience with volatile investments, have in-depth knowledge of the capital markets and wish to target their investments so as to benefit from developments in specialised markets and are familiar with the opportunities and risks specific to these market segments. Investors should expect fluctuations in the value of the investments, which may temporarily even lead to a scenario of substantial loss of value. This Subfund may be used as a supplementary investment within a widely diversified portfolio.

The Subfund will not be offered or actively sold within the United States of America, its possessions or territories.

## 6. INVESTMENT MANAGER

The Management Company of the SICAV has appointed Orbit Investment Securities Services Ltd. as investment manager (henceforward the „Investment Manager“) of the Subfund by means of an investment management agreement.

Orbit Investment Securities Services Ltd. is a company domiciled in Harrow, Middx, United Kingdom, authorised by and registered with the Financial Conduct Authority.

The Investment Manager is authorised to make investments directly for the Subfund, taking into account the investment objective, policy and limits of the Company or the Subfund, as applicable, and under the ultimate supervision of the Management Company or the Board of Directors.

## 7. DESCRIPTION OF SHARES

The Company may issue Shares of the Subfund in the following categories:

B-Shares: accumulating

If the share category bears the addition „h“ in its denomination, that means that the share category is fully or partially hedged against currency fluctuations.

Only registered Shares will be issued.

The Company may issue Shares both in the accounting currency of the Subfund, USD, as well as in other currencies. Details of the Share categories currently available may be requested from the central administration or from the information or distributing agents.

## **8. AUSSCHÜTTUNGSPOLITIK**

Die Gesellschaft beabsichtigt, in Übereinstimmung mit den luxemburgischen Gesetzen, der Satzung und diesem Rechtsprospekt, für ausschüttende Anteile eine angemessene Dividende auszuschütten, wobei u.a. die im Subfonds erzielten Nettoerträge (z.B. Zinsen, Dividenden, sonstige Erträge) sowie die im Subfonds erzielten Kapital- und Devisengewinne berücksichtigt werden.

Die Höhe der Zahlung von Dividenden ist nicht im voraus festgelegt und kann gemäss den wirtschaftlichen und sonstigen Umständen schwanken.

Die Gesellschaft behält sich vor, die Ausschüttungspolitik, insbesondere auch aus steuerlichen Überlegungen, im Interesse der Aktionäre jederzeit zu ändern.

Gelegentlich können Dividenden aus dem Kapital ausgeschüttet werden, wenn die von dem Subfonds erzielten Erträge/Kapitalgewinne nicht ausreichen. Dadurch kann unter gewissen Umständen in angemessenem Rahmen eine gleichbleibende Zahlung pro Anteil aufrechterhalten werden. Der Subfonds wird im Interesse aller Anteilinhaber im Einklang mit den angegebenen Anlagezielen verwaltet und nicht mit dem Ziel, für eine bestimmte Anteilkategorie eine stabile Auszahlung je Aktie aufrechtzuerhalten. Aktionäre sollten in diesem Zusammenhang beachten, dass die Zahlung von Dividenden aus dem Kapital eine Rückgabe bzw. Entnahme eines Teils des Betrages darstellt, den sie ursprünglich investiert haben, oder von den Kapitalgewinnen, die der ursprünglichen Anlage zuzuordnen sind. Derartige Ausschüttungen können zu einem sofortigen Rückgang des Nettoinventarwerts pro Anteil des Subfonds führen.

## **9. GEBÜHREN UND KOSTEN**

### **A) Verwaltungsgebühr**

Auf der Basis des Nettoinventarwertes des Subfonds wird für die Anlageverwaltung in Bezug auf das Wertpapierportfolio sowie für damit verbundene Verwaltungs- und ggf. Vertriebsleistungen eine jährliche maximale Gebühr wie folgt zu Lasten des Subfonds erhoben:

B-Anteile: max. 1.00% p.a.

### **B) Dienstleistungsgebühr**

Die Entschädigung der Verwaltungsgesellschaft, der Depotbank, der Hauptverwaltungs-, Hauptzahl-, Namensregister- und Umschreibungsstelle erfolgt separat und beträgt maximal 0.30% p.a. bezüglich aller Aktienkategorien. Die Dienstleistungsgebühr kann einer Mindestgebühr unterliegen.

## **8. DIVIDEND POLICY**

The Company intends to disburse an adequate dividend in respect of distributing Shares in accordance with the laws of Luxembourg, the Articles of Association and this Prospectus, taking into account i.a. realised net earnings of the Subfund (e.g. interest, dividends, other income) and realised capital and exchange rate gains in the Subfund.

The amount of dividend payments shall not be pre-determined but may vary depending on economic and other circumstances.

The Company reserves the right to change the dividend policy at any time, particularly for tax reasons, in the interest of the investors.

Occasionally, dividends may be distributed from capital if earnings/capital gains generated by the Subfund should be insufficient. This may under certain circumstances and within reasonable bounds allow for upholding of a consistent payment per Share. However, the Subfund shall be managed in the interest of all investors in accordance with the stated investment objectives and not for the purpose of maintaining a stable payout per Share for a particular category of shares. In this context, shareholders should note that the payment of dividends out of capital will represent a return or withdrawal of part of the amount originally invested by investors or of capital gains attributable to the original investment. Such distributions may result in an immediate decrease in the net asset value per Share of the Subfund.

## **9. FEES AND COSTS**

### **A) Management Fee**

On the basis of the net asset value of the Subfund, an annual maximum fee shall be charged to the Subfund for investment management services relating to the securities portfolio and for related administrative and, if applicable, marketing and distribution services, as set out below:

B-Shares: max. 1.00% p.a.

### **B) Servicing Fee**

The remuneration of the Management Company, the Custodian Bank, the Central Administration and Principal Paying Agent and the Registrar and Transfer Agent is paid separately and amounts to a maximum of 0.30% p.a. in respect of all Share Categories. The fee payable may be subject to a minimum fee.

**B) Performance Fee**

Der Anlageverwalter hat neben der Verwaltungsgebühr, wie nachstehend beschrieben, Anspruch auf eine performanceabhängige Gebühr („**Performance Fee**“).

Der Referenzzeitraum für die Wertentwicklung entspricht der gesamten Laufzeit des Subfonds (außer bei besonderen Ereignissen wie einer Verschmelzung oder dem Wechsel des Anlageverwalters). Der Referenzzeitraum für die Wertentwicklung beginnt mit dem Datum der Lancierung der jeweiligen Anteilskategorie.

Die Performance Fee unterliegt einer „High Water Mark“.

Der Anspruch auf die Performance Fee entsteht, wenn am letzten Bewertungstag des Rechnungsjahres der Nettoinventarwert pro Anteil der entsprechenden Anteilskategorie über der bisherigen High Water Mark liegt („**Outperformance über der High Water Mark**“), vor Abzug der Performance Fee und abzüglich aller mit dem Subfonds verbundenen Kosten (z.B. Verwaltungsgebühren und andere anwendbare Gebühren). Daher soll jede Unter-Performance oder jeder Verlust, die während des Referenzzeitraums gegenüber der High Water Mark entstanden sind, aufgeholt werden, bevor eine Performance Fee wieder fällig wird.

Die Performance Fee beträgt jährlich maximal 20% der Outperformance über der High Water Mark.

Bei Lancierung einer Anteilskategorie, welche der Performance Fee unterliegt, beträgt die High Water Mark 110% des Erstausgabepreises. Falls der Nettoinventarwert pro Anteil der entsprechenden Anteilskategorie am letzten Bewertungstag des Rechnungsjahres über der bisherigen High Water Mark liegt, wird die High Water Mark auf 110% des nach Abzug der zurückgestellten Performance Fee pro Anteil errechneten Nettoinventarwerts am letzten Bewertungstag des Rechnungsjahres gesetzt. In allen anderen Fällen bleibt die High Water Mark unverändert.

Die Performance Fee wird an jedem Bewertungstag berechnet und aufgelaufen und für die jeweilige Anteilskategorie wird eine Rücklage zurückgestellt. Der neu berechnete Betrag der Performance Fee wird an jedem Bewertungstag mit dem am vorangegangenen Bewertungstag zurückgestellten Betrag verglichen. Der am Vortag zurückgestellte Betrag wird entsprechend der errechneten Differenz zwischen dem neu berechneten Betrag und dem zuvor zurückgestellten Betrag nach unten oder nach oben angepasst.

Am Ende jedes Rechnungsjahres wird die bis dahin aufgelaufene, zu zahlende Performance Fee kristallisiert und wird jährlich dem Anlageverwalter ausgezahlt.

Für Anteile, die an einem Bewertungstag während des Rechnungsjahres zurückgenommen werden (*net outflows*), wird die den zurückgenommenen Anteilen zuzurechnende aufgelaufene Performance Fee (sofern vorhanden)

**B) Performance Fee**

In addition to the management fee, the Investment Manager is entitled to a performance-related remuneration (“**Performance Fee**”), subject to the conditions set out below.

The performance reference period corresponds to the entire lifecycle of the Subfund, except for special events such as a merger or replacement of the Investment Manager. The performance reference period shall start on the respective Share Category's launch date.

The Performance Fee is subject to a "High Water Mark".

The entitlement to the Performance Fee arises if, on the last Valuation Day of the financial year, the net asset value per share of the relevant Share Category is above the previous High Water Mark (“**Outperformance over the High Water Mark**”) before deduction of the Performance Fee and net of all costs relating to the Subfund (e.g. management fees and other applicable fees). As such, any underperformance or loss previously incurred during the performance reference period against the High Water Mark should be recovered before a Performance Fee becomes payable again.

The Performance Fee amounts to a maximum of 20% p.a. of the Outperformance over the High Water Mark.

Upon launch of a Share Category subject to the Performance Fee, the High Water Mark shall be identical to 110% of the initial issue price. If the net asset value per Share of the relevant Share Category on the last Valuation Day of the financial year is above the previous High Water Mark, the High Water Mark will be set at 110% of the net asset value per Share, as calculated after deduction of the deferred Performance Fee and valid on the last Valuation Day of that financial year. In all other cases, the High Water Mark will remain unchanged.

The Performance Fee is calculated and accrued on each Valuation Day and a reserve is formed for the respective Share Category. The re-calculated amount of the Performance Fee is compared on each Valuation Day with the amount set aside on the previous Valuation Day. The amount set aside on the previous day is adjusted upwards or downwards accordingly on the basis of the difference found between the newly calculated amount and the amount previously set aside.

At the end of each financial year, the then accrued payable Performance Fee will be crystallised and is to be paid out yearly to the Investment Manager.

For Shares redeemed on any Valuation Day during the financial year (net outflows), the accrued Performance Fee (if any) attributable to the redeemed Shares will be crystallised and is to be paid out to the Investment Manager after the end of the financial year.

kristallisiert und nach Ablauf des Rechnungsjahres dem Anlageverwalter ausgezahlt.

Anteile, die während des Rechnungsjahres gezeichnet werden, tragen nicht zur Performance Fee bei, die vor der Zeichnung kumuliert wurde.

#### Berechnungsbeispiel 1

Im folgenden Beispiel wird die High Water Mark („HWM“) am Bewertungszeitpunkt A auf 110,00 festgelegt.

Bewertungszeitpunkt C ist das Ende des Rechnungsjahres. Der Prozentsatz der Performance Fee beträgt 20%.

Der Bruttoinventarwert entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee und kristallisierte Performance Fee.

Das Vermögen vor Abzug der Performance Fee entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee.

Any subscription leading to the creation of new outstanding Shares will not be taken into account when calculating the Performance Fee incurred in the period preceding the subscription.

#### Calculation example 1

In the following example, the High Water Mark („HWM“) is set at 110.00 at Valuation Point A.

Valuation Point C is the end of the financial year. Performance Fee rate is 20%.

Gross Asset Value represents total net assets excluding accrued Performance Fee and crystallized Performance Fee.

Assets before deduction of Performance Fee represent total net assets excluding accrued Performance Fee only.

| Valuation Point<br>Bewertungszeitpunkt | Number of Outstanding Shares<br>Anzahl der ausstehenden Anteile | Gross Asset Value<br>Bruttovermögenswert | Assets before deduction of Performance Fee<br>Vermögen vor Abzug der Performance Fee | NAV per Share before deduction of Performance Fee<br>Nettoinventarwert pro Anteil vor Abzug der Performance Fee | HWM    | Accrued Performance Fee<br>Aufgelaufene Performance Fee | NAV per Share after deduction of the Performance Fee<br>Nettoinventarwert pro Anteil nach Abzug der Performance Fee |
|----------------------------------------|-----------------------------------------------------------------|------------------------------------------|--------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|--------|---------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------|
| A                                      | 100.00                                                          | 10,000.00                                | 10,000.00                                                                            | 100.00                                                                                                          | 110.00 | 0.00                                                    | 100.00                                                                                                              |
| B                                      | 100.00                                                          | 11,500.00                                | 11,500.00                                                                            | 115.00                                                                                                          | 110.00 | 100.00                                                  | 114.00                                                                                                              |
| C                                      | 100.00                                                          | 11,400.00                                | 11,300.00*                                                                           | 113.00                                                                                                          | 110.00 | 60.00                                                   | 113.40                                                                                                              |

\* An accrued Performance Fee of 100.00 from Valuation Point B is deducted  
 \* Eine aufgelaufene Performance Fee von 100,00 vom Bewertungszeitpunkt B wird abgezogen

Ein Anleger kauft 100,00 Anteile und die Anzahl der ausstehenden Anteile beträgt 100,00 zum Bewertungszeitpunkt A.

#### Bewertungszeitpunkt B

Zum Bewertungszeitpunkt B ist die Bedingung mit der Outperformance über der HWM erfüllt. Es kann eine Performance Fee anfallen.

Der Nettoinventarwert pro Anteil vor Abzug der Performance Fee beträgt 115,00 und liegt damit über 5,00 der HWM.

Die aufgelaufene Performance Fee beträgt 100,00.

Anzahl der ausstehenden Anteile multipliziert mit der Outperformance gegenüber der HWM pro Anteil und dem Prozentsatz der Performance Fee

$100,00 \times (115,00 - 110,00) \times 20\% = 100,00$  (oder 1,00 pro Anteil)

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 114,00.

Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird

$((100,00 \times 115,00) - 100,00) / 100,00 = 114,00$

#### Bewertungszeitpunkt C

Zum Bewertungszeitpunkt C ist die Bedingung mit der Outperformance über der HWM erfüllt. Es kann eine Performance Fee anfallen.

An investor buys 100.00 shares and the number of Outstanding Shares is 100.00 at Valuation Point A.

#### Valuation Point B

At Valuation Point B, condition with Outperformance over the HWM is met. Performance Fee can be accrued.

NAV per Share before deduction of Performance Fee is 115.00 which is excess of 5.00 of the HWM.

Accrued Performance Fee is 100.00

Number of Outstanding Shares multiplied by Outperformance over the HWM per Share and Performance Fee Rate

$100.00 \times (115.00 - 110.00) \times 20\% = 100.00$  (or 1.00 per share)

NAV per Share after deduction of Performance Fee is 114.00.

Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares

$((100.00 \times 115.00) - 100.00) / 100.00 = 114.00$

#### Valuation Point C

At Valuation Point C, condition with Outperformance over the HWM is met. Performance Fee can be accrued.

NAV per Share before deduction of Performance Fee is 113.00 which is excess of 3.00 of the HWM.

Der Nettoinventarwert pro Anteil vor Abzug der Performance Fee beträgt 113,00 und liegt damit über 3,00 der HWM.

Die aufgelaufene Performance Fee beträgt 60,00.

*Anzahl der ausstehenden Anteile multipliziert mit der Outperformance über der HWM pro Anteil und dem Prozentsatz der Performance Fee*

$100,00 \times (113,00 - 110,00) \times 20\% = 60,00$  (oder 0,60 pro Anteil)

Infolgedessen verringert sich der zum vorherigen Bewertungszeitpunkt aufgelaufene Performance Fee um  $100,00 - 60,00 = 40,00$

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 113,40.

*Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee mit Anpassung der aufgelaufenen Performance Fee und das Ganze geteilt durch die Anzahl der ausstehenden Anteile*

$((100,00 \times 113,00) + 40,00) / 100,00 = 113,40$

Die aufgelaufene Performance Fee von 60,00 wird kristallisiert.

Die HWM für das nächste Rechnungsjahr (110% des Nettoinventarwertes pro Anteil nach Abzug der Performance Fee) beträgt 124,74.

#### Berechnungsbeispiel 2

Im folgenden Beispiel wird die High Water Mark („HWM“) am Bewertungszeitpunkt A auf 110,00 festgelegt.

Bewertungszeitpunkt C ist das Ende des Rechnungsjahres. Der Prozentsatz der Performance Fee beträgt 20 %.

Der Bruttoinventarwert entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee und kristallisierte Performance Fee.

Das Vermögen vor Abzug der Performance Fee entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee.

Accrued Performance Fee is 60.00.

*Number of Outstanding Shares multiplied by Outperformance over the HWM per Share and Performance Fee Rate*

$100,00 \times (113,00 - 110,00) \times 20\% = 60,00$  (or 0.60 per share)

As a result, the accrued Performance from the previous Valuation Point will be reduced by  $100,00 - 60,00 = 40,00$

NAV per Share after deduction of Performance Fee is 113.40.

*Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee adjustment and the whole divided by number of Outstanding Shares*

$((100,00 \times 113,00) + 40,00) / 100,00 = 113,40$

Accrued performance Fee of 60.00 is crystallized.

The HWM for the next financial year (110% of NAV per Share after deduction of Performance Fee) is 124.74.

#### Calculation example 2

In the following example, the High Water Mark (referred as „HWM“) is set at 110.00 at Valuation Point A.

Valuation Point C is the end of the financial year. Performance Fee rate is 20%.

Gross Asset Value represents total net assets excluding accrued Performance Fee and crystallized Performance Fee.

Assets before deduction of Performance Fee represent total net assets excluding accrued Performance Fee only.

| Valuation Point<br>Bewertungszeitpunkt | Number of Outstanding Shares<br>Anzahl der ausstehenden Anteile | Gross Asset Value<br>Bruttovermögen | Assets before deduction of Performance Fee<br>Vermögen vor Abzug der Performance Fee | NAV per Share before deduction of Performance Fee<br>Nettoinventarwert pro Anteil vor Abzug der Performance Fee | HWM    | Accrued Performance Fee<br>Aufgelaufene Performance Fee | NAV per Share after deduction of the Performance Fee<br>Nettoinventarwert pro Anteil nach Abzug der Performance Fee |
|----------------------------------------|-----------------------------------------------------------------|-------------------------------------|--------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|--------|---------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------|
| A                                      | 100.00                                                          | 10,000.00                           | 10,000.00                                                                            | 100.00                                                                                                          | 110.00 | 0.00                                                    | 100.00                                                                                                              |
| B                                      | 100.00                                                          | 11,200.00                           | 11,200.00                                                                            | 112.00                                                                                                          | 110.00 | 40.00                                                   | 111.60                                                                                                              |
| C                                      | 100.00                                                          | 10,900.00                           | 10,860.00*                                                                           | 108.60                                                                                                          | 110.00 | 0.00                                                    | 109.00                                                                                                              |

\* An accrued Performance Fee of 40.00 from Valuation Point B is deducted  
 \* Eine aufgelaufene Performance Fee von 100,00 vom Bewertungspunkt B wird abgezogen

Ein Anleger kauft 100,00 Anteile und die Anzahl der ausstehenden Anteile beträgt 100,00 zum Bewertungszeitpunkt A.

#### **Bewertungszeitpunkt B**

Zum Bewertungszeitpunkt B ist die Bedingung mit der Outperformance über der HWM erfüllt. Es kann eine Performance Fee anfallen.

Der Nettoinventarwert pro Anteil vor Abzug der Performance Fee beträgt 112,00 und liegt damit über 2,00 der HWM.

Die aufgelaufene Performance Fee beträgt 40,00.

An investor buys 100.00 shares and the number of Outstanding Shares is 100.00 at Valuation Point A.

#### **Valuation Point B**

At Valuation Point B, condition with Outperformance over the HWM is met. Performance Fee can be accrued.

NAV per Share before deduction of Performance Fee is 112.00 which is excess of 2.00 of the HWM.

Accrued Performance Fee is 40.00.

*Number of Outstanding Shares multiplied by Outperformance over the HWM per Share and Performance Fee Rate*

Anzahl der ausstehenden Anteile multipliziert mit der Outperformance gegenüber der HWM pro Anteil und dem Prozentsatz der Performance Fee

$$100,00 \times (112,00 - 110,00) \times 20\% = 40,00 \text{ (oder 0,40 pro Anteil)}$$

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 111,60.

Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird

$$((100,00 \times 112,00) - 40,00) / 100,00 = 111,60$$

#### Bewertungszeitpunkt C

Zum Bewertungszeitpunkt C ist die Bedingung der Outperformance gegenüber der HWM nicht erfüllt. Es kann keine Performance Fee anfallen.

Der Nettoinventarwert pro Anteil vor Abzug der Performance Fee beträgt 108,60.

Die aufgelaufene Performance Fee vom Bewertungszeitpunkt B wird zurückgesetzt.

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 109,00

Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee mit Anpassung der aufgelaufenen Performance Fee und das Ganze geteilt durch die Anzahl der ausstehenden Anteile

$$((100,00 \times 108,60,00) + 40,00) / 100,00 = 109,00$$

Es wird keine Performance Fee kristallisiert.

Die HWM für das nächste Rechnungsjahr bleibt unverändert bei 110,00.

#### Berechnungsbeispiel 3

Im folgenden Beispiel wird die High Water Mark („HWM“) am Bewertungszeitpunkt A auf 110,00 festgelegt.

Bewertungszeitpunkt C ist das Ende des Rechnungsjahres. Der Prozentsatz der Performance Fee beträgt 20 %.

Der Bruttoinventarwert entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee und kristallisierte Performance Fee.

Das Vermögen vor Abzug der Performance Fee entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee.

$$100,00 \times (112,00 - 110,00) \times 20\% = 40,00 \text{ (or 0.40 per share)}$$

NAV per Share after deduction of Performance Fee is 111.60.

Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares

$$((100,00 \times 112,00) - 40,00) / 100,00 = 111,60$$

#### Valuation Point C

At Valuation Point C, condition with Outperformance over the HWM is not met. No Performance Fee can be accrued.

NAV per share before deduction of the Performance Fee is 108.60.

The accrued Performance Fee from Valuation Point B is reversed.

NAV per Share after deduction of Performance Fee is 109.00

Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee adjustment and the whole divided by number of Outstanding Shares

$$((100,00 \times 108,60,00) + 40,00) / 100,00 = 109,00$$

No Performance Fee is crystallized.

The HWM for the next financial year remains unchanged at 110.00.

#### Calculation example 3

In the following example, the High Water Mark (referred as „HWM“) is set at 110.00 at Valuation Point A.

Valuation Point C is the end of the financial year. Performance Fee rate is 20%.

Gross Asset Value represents total net assets excluding accrued Performance Fee and crystallized Performance Fee.

Assets before deduction of Performance Fee represent total net assets excluding accrued Performance Fee only.

| Valuation Point<br>Bewertungszeitpunkt | Number of Outstanding Shares<br>Anzahl der ausstehenden Anteile | Gross Asset Value<br>Bruttovermögenswert | Assets before deduction of Performance Fee<br>Vermögen vor Abzug der Performance Fee | NAV per Share before deduction of Performance Fee<br>Nettoinventarwert pro Anteil vor Abzug der Performance Fee | HWM    | Accrued Performance Fee<br>Aufgelaufene Performance Fee | NAV per Share after deduction of the Performance Fee<br>Nettoinventarwert pro Anteil nach Abzug der Performance Fee |
|----------------------------------------|-----------------------------------------------------------------|------------------------------------------|--------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|--------|---------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------|
| A                                      | 100.00                                                          | 10,000.00                                | 10,000.00                                                                            | 100.00                                                                                                          | 110.00 | 0.00                                                    | 100.00                                                                                                              |
| B                                      | 100.00                                                          | 11,100.00                                | 11,100.00                                                                            | 111.00                                                                                                          | 110.00 | 20.00                                                   | 110.80                                                                                                              |
| C                                      | 300.00                                                          | 33,300.00                                | 33,280.00*                                                                           | 110.93                                                                                                          | 110.00 | 24.00                                                   | 110.92                                                                                                              |

\* An accrued Performance Fee of 20.00 from Valuation Point B is deducted  
 \* Eine aufgelaufene Performance Fee von 20,00 vom Bewertungszeitpunkt B wird abgezogen

Ein Anleger kauft 100,00 Anteile und die Anzahl der ausstehenden Anteile beträgt 100,00 zum Bewertungszeitpunkt A.

An investor buys 100.00 shares and the number of Outstanding Shares is 100.00 at Valuation Point A.

**Bewertungszeitpunkt B**

Zum Bewertungszeitpunkt B ist die Bedingung mit der Outperformance über der HWM erfüllt. Es kann eine Performance Fee anfallen.

Der Nettoinventarwert pro Anteil vor Abzug der Performance Fee beträgt 111,00 und liegt damit über 1,00 der HWM.

Die aufgelaufene Performance Fee beträgt 20,00

*Anzahl der ausstehenden Anteile multipliziert mit der Outperformance gegenüber der HWM pro Anteil und dem Satz der Performance Fee*

$100.00 \times (111.00 - 110.00) \times 20\% = 20.00$  (oder 0.20 pro Anteil)

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 110,80 (d. h. eine um 0,80 höhere Nettoperformance als HWM).

*Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird*

$((100.00 \times 111.00) - 20.00) / 100.00 = 110.80$

**Bewertungszeitpunkt C**

Ein Anleger kauft 200,00 Anteile zum Bewertungszeitpunkt B zu einem Preis von 110,80.

Die Anzahl der ausstehenden Anteile beträgt nun 300,00 am Bewertungszeitpunkt C.

Zum Bewertungszeitpunkt C ist die Bedingung mit der Outperformance über der HWM erfüllt. Es kann eine Performance Fee anfallen.

Der Nettoinventarwert pro Anteil vor Abzug der Performance Fee beträgt 110,93, liegt damit über 0,93 der HWM.

Eine Zeichnung, die zur Schaffung neuer, im Umlauf befindlicher Anteile führt, sollte bei der Berechnung der im Zeitraum vor der Zeichnung angefallenen Performance Fee nicht berücksichtigt werden.

Daher wird jede aufgelaufene Performance Fee zum Bewertungszeitpunkt C um den Betrag reduziert, der durch den Kauf von 200,00 Anteilen ausgelöst wird (200,00 Anteile mit je 20 % einer Netto-Outperformance von 0,80 gegenüber HWM zum Bewertungszeitpunkt B).

Die aufgelaufene Performance Fee beträgt 24,00.

*(Anzahl der ausstehenden Anteile multipliziert mit der Outperformance gegenüber der HWM pro Anteil und dem Satz der Performance Fee) - (Anzahl der neuen Anteile multipliziert mit der Netto-Outperformance gegenüber der HWM ab dem vorherigen Bewertungszeitpunkt und dem Prozentsatz der Performance Fee)*

$(300.00 \times (110.93 - 110.00) \times 20\%) - (200.00 \times (110.80 - 110.00) \times 20\%) = 24.00$  (oder 0.08 pro Anteil)

Infolgedessen erhöht sich die zum vorherigen Bewertungszeitpunkt aufgelaufene Performance Fee um 24,00 - 20,00 = 4,00

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 110,92.

*Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee mit*

**Valuation Point B**

At Valuation Point B, condition with Outperformance over the HWM is met. Performance Fee can be accrued.

NAV per Share before deduction of Performance Fee is 111.00 which is excess of 1.00 of the HWM.

Accrued Performance Fee is 20.00

*Number of Outstanding Shares multiplied by Outperformance over the HWM per Share and Performance Fee Rate*

$100.00 \times (111.00 - 110.00) \times 20\% = 20.00$  (or 0.20 per share)

NAV per Share after deduction of Performance Fee is 110.80 (i.e. a 0.80 net outperformance against HWM).

*Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares*

$((100.00 \times 111.00) - 20.00) / 100.00 = 110.80$

**Valuation Point C**

An investor buys 200.00 shares at Valuation Point B at a price of 110.80.

The number of Outstanding Shares is now 300.00 at Valuation Point C.

At Valuation Point C, condition with Outperformance over the HWM is met. Performance Fee can be accrued.

NAV per share before deduction of Performance Fee is 110.93 which is excess of 0.93 of the HWM.

Any subscription leading to the creation of new outstanding Shares should not be taken into account when calculating the Performance Fee incurred in the period preceding the subscription.

Therefore, any accrued Performance Fee at Valuation Point C is reduced by the amount triggered by the purchase of 200.00 shares (200.00 shares with each 20% of a 0.80 net outperformance against HWM at Valuation Point B).

Accrued Performance Fee is 24.00.

*(Number of Outstanding Shares multiplied by Outperformance over the HWM per Share and Performance Fee Rate) - (number of new shares multiplied by net outperformance against HWM from the previous Valuation Point and Performance Fee Rate)*

$(300.00 \times (110.93 - 110.00) \times 20\%) - (200.00 \times (110.80 - 110.00) \times 20\%) = 24.00$  (or 0.08 per share)

As a result, the accrued Performance from the previous Valuation Point will be increased by 24.00 - 20.00 = 4.00

NAV per Share after deduction of the Performance Fee is 110.92.

*Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee adjustment and the whole divided by number of Outstanding Shares*

$((300.00 \times 110.93) - 4.00) / 300.00 = 110.92$

Accrued performance Fee of 24.00 is crystallized.

*Anpassung der aufgelaufenen Performance Fee und das Ganze geteilt durch die Anzahl der ausstehenden Anteile*

$$((300.00 \times 110.93) - 4.00) / 300.00 = 110.92$$

Die aufgelaufene Performance Fee von 24,00 wird kristallisiert.

Die HWM für das nächste Rechnungsjahr (110% des NIW pro Anteil nach Abzug der Performance Fee) beträgt 122,01.

#### Berechnungsbeispiel 4

Im folgenden Beispiel wird die High Water Mark („HWM“) am Bewertungszeitpunkt A auf 110,00 festgelegt.

Bewertungszeitpunkt C ist das Ende des Rechnungsjahres. Der Prozentsatz der Performance Fee beträgt 20%.

Der Bruttoinventarwert entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee und kristallisierte Performance Fee.

Das Vermögen vor Abzug der Performance Fee entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee.

The HWM for the next financial year (110% of NAV per Share after deduction of Performance Fee) is 122.01.

#### Calculation example 4

In the following example, the High Water Mark („HWM“) is set at 110.00 at Valuation Point A.

Valuation Point C is the end of the financial year. Performance Fee rate is 20%.

Gross Asset Value represents total net assets excluding accrued Performance Fee and crystallized Performance Fee.

Assets before deduction of Performance Fee represent total net assets excluding accrued Performance Fee only.

| Valuation Point<br>Bewertungszeitpunkt | Number of Outstanding Shares<br>Anzahl der ausstehenden Anteile | Gross Asset Value<br>Bruttovermögen | Assets before deduction of Performance Fee<br>Vermögen vor Abzug der Performance Fee | NAV per Share before deduction of Performance Fee<br>Nettoinventarwert pro Anteil vor Abzug der Performance Fee | HWM    | Accrued Performance Fee<br>Aufgelaufene Performance Fee | NAV per Share after deduction of the Performance Fee<br>Nettoinventarwert pro Anteil nach Abzug der Performance Fee |
|----------------------------------------|-----------------------------------------------------------------|-------------------------------------|--------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|--------|---------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------|
| A                                      | 300.00                                                          | 30,000.00                           | 30,000.00                                                                            | 100.00                                                                                                          | 110.00 | 0.00                                                    | 100.00                                                                                                              |
| B                                      | 300.00                                                          | 33,300.00                           | 33,300.00                                                                            | 111.00                                                                                                          | 110.00 | 60.00                                                   | 110.80                                                                                                              |
| C                                      | 200.00                                                          | 22,000.00                           | 21,940.00*                                                                           | 109.70                                                                                                          | 110.00 | 0.00*                                                   | 109.90                                                                                                              |

\* An accrued Performance Fee of 60.00 from Valuation Point B is deducted out of which a Performance Fee of 20.00 is crystallized  
 \* Eine aufgelaufene Performance Fee von 60,00 vom Bewertungszeitpunkt B wird abgezogen, wovon eine Performance Fee von 20,00 kristallisiert wird

Ein Anleger kauft 300.00 Anteile und die Anzahl der ausstehenden Anteile ist 300.00 am Bewertungszeitpunkt A.

#### **Bewertungszeitpunkt B**

Zum Bewertungszeitpunkt B ist die Bedingung mit der Outperformance über der HWM erfüllt. Es kann eine Performance Fee anfallen.

Der Nettoinventarwert pro Anteil vor Abzug der Performance Fee beträgt 111,00 und liegt damit über 1,00 der HWM.

Die aufgelaufene Performance Fee beträgt 60,00.

*Anzahl der ausstehenden Anteile multipliziert mit der Outperformance gegenüber der HWM pro Anteil und dem Satz der Performance Fee*

$$300.00 \times (111.00 - 110.00) \times 20\% = 60.00 \text{ (oder 0.20 pro Anteil)}$$

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 110,80.

*Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird*

$$((300.00 \times 111.00) - 60.00) / 300.00 = 110.80$$

An investor buys 300.00 shares and the number of Outstanding Shares is 300.00 at Valuation Point A.

#### **Valuation Point B**

At Valuation Point B, condition with Outperformance over the HWM is met. Performance Fee can be accrued.

NAV per Share before deduction of Performance Fee is 111.00 which is excess of 1.00 of the HWM.

Accrued Performance Fee is 60.00.

*Number of Outstanding Shares multiplied by Outperformance over the HWM per Share and Performance Fee Rate*

$$300.00 \times (111.00 - 110.00) \times 20\% = 60.00 \text{ (or 0.20 per share)}$$

NAV per Share after deduction of Performance Fee is 110.80.

*Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares*

$$((300.00 \times 111.00) - 60.00) / 300.00 = 110.80$$

#### **Bewertungszeitpunkt C**

Ein Anleger verkauft 100,00 Anteile zum Bewertungszeitpunkt B zu einem Preis von 110,80.

Die Anzahl der ausstehenden Anteile beträgt nun 200,00 am Bewertungszeitpunkt C.

Für Anteile, die an einem Bewertungstag während des Rechnungsjahres zurückgenommen werden (*net outflows*), wird die aufgelaufene Performance Fee, die den zurückgenommenen Anteilen zuzurechnen ist, nach Ende des Rechnungsjahres an den Anlageverwalter ausgezahlt.

Die zum Bewertungszeitpunkt B aufgelaufene Performance Fee wird im Verhältnis zu den zurückgenommenen Anteilen kristallisiert.

Die kristallisierte Performance Fee beträgt 20,00

*Aufgelaufene Performance Fee vom vorherigen Bewertungszeitpunkt multipliziert mit dem Verhältnis zwischen zurückgenommenen Anteilen und der Anzahl der ausstehenden Anteile vom vorherigen Bewertungszeitpunkt*

$$60.00 \times (100.00/300.00)=20.00$$

Der Nettoinventarwert vor Abzug der Performance Fee beträgt somit 109,70.

*Bruttoinventarwert nach Abzug der kristallisierten Performance Fee und der verbleibenden aufgelaufenen Performance aus dem vorherigen Bewertungszeitpunkt das Ganze geteilt durch die Anzahl der ausstehenden Anteile*

$$(22,000.00.-20.00-40.00)/200.00=109.70$$

Zum Bewertungszeitpunkt C ist die Bedingung der Outperformance gegenüber der HWM nicht erfüllt. Es kann keine Performance Fee anfallen.

Die verbleibende aufgelaufene Performance Fee vom Bewertungszeitpunkt B wird zurückgesetzt.

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 109,90

*Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee mit Anpassung der aufgelaufenen Performance Fee und das Ganze geteilt durch die Anzahl der ausstehenden Anteile*

$$((200.00 \times 109.70)+40.00)/200.00=109.90$$

Es wird keine Performance Fee kristallisiert (mit Ausnahme der aus der Rücknahme resultierenden kristallisierten Performance Fee von 20,00).

Die HWM für das nächste Rechnungsjahr bleibt unverändert bei 110,00.

#### **D) Kosten der Währungsabsicherung**

Bei Anteilskategorien mit Währungsabsicherung kann pro Anteilskategorie zusätzlich eine jährliche Gebühr von max. 0.15% belastet werden.

#### **Valuation Point C**

An investor sells 100.00 shares at Valuation Point B at a price of 110.80.

The number of Outstanding Shares is now 200.00 at Valuation Point C.

For Shares redeemed on any Valuation Day during the financial year (net outflows), the accrued Performance Fee attributable to the redeemed Shares will be crystallized and paid out to the Investment Manager after the end of the fiscal year.

Accrued Performance Fee at Valuation Point B is crystallized in proportion to shares redeemed.

Crystallized Performance Fee is 20.00

*Accrued Performance Fee from the previous Valuation Point multiplied by Ratio between Shares Redeemed and Number of Outstanding Shares from the previous Valuation Point*

$$60.00 \times (100.00/300.00)=20.00$$

NAV before deduction of Performance Fee is therefore 109.70.

*Gross Asset Value with Crystallized Performance Fee deducted and remaining accrued Performance from the previous Valuation Point the whole divided by number of Outstanding Shares*

$$(22,000.00.-20.00-40.00)/200.00=109.70$$

At Valuation Point C, condition with Outperformance over the HWM is not met. No Performance Fee can be accrued.

The remaining accrued Performance Fee from Valuation Point B is reversed.

NAV per Share after deduction of Performance Fee is 109.90

*Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee adjustment and the whole divided by number of Outstanding Shares*

$$((200.00 \times 109.70)+40.00)/200.00=109.90$$

No Performance Fee is crystallized (except for the crystallization Performance Fee of 20.00 resulting from the redemption).

The HWM for the next financial year remains unchanged at 110.00.

#### **D) Currency Hedging Costs**

With regards to currency hedged share categories, an additional annual fee of maximum 0.15% per share category may be levied.

## E) Nebenkosten

Die Gesellschaft zahlt ferner aus dem NIW des Subfonds die sich aus dem Geschäftsbetrieb der Gesellschaft ergebenden Kosten, wie im Kapitel „Gebühren und Kosten“ des Allgemeinen Teils beschrieben.

### 10. TRANSAKTIONS- UND BEWERTUNGSFREQUENZ

Anteile des Subfonds können an jedem Bewertungstag ausgegeben oder zurückgenommen werden.

**Bewertungstag:** Der Nettoinventarwert der Anteile des Subfonds wird täglich berechnet. Es findet die Definition des Bewertungstags des Allgemeinen Teils des Prospekts Anwendung.

### 11. AUSGABE DER ANTEILE

#### Allgemein

Nach Ablauf der Erstzeichnungsfrist werden Anteile des Subfonds an jedem Bewertungstag ausgegeben. Der Ausgabepreis gründet auf dem NIW der Anteile am jeweils anwendbaren Bewertungstag und wird auf zwei (2) Stellen nach dem Komma gerundet.

#### Mindestzeichnungsbetrag

Bei erstmaliger Zeichnung von B-Anteilen ist ein Mindestzeichnungsbetrag von USD 100'000 vorgesehen.

Der Mindestzeichnungsbetrag lautet auf USD oder den entsprechenden Gegenwert in der Währung der jeweiligen Anteilskategorie.

Der Verwaltungsrat der Gesellschaft kann nach eigenem Ermessen Erstzeichnungsanträge über einen niedrigeren Betrag als den angegebenen Mindestzeichnungsbetrag akzeptieren. Bei Folgezeichnungen von Anteilen ist kein Mindestzeichnungsbetrag vorgesehen.

#### Antragsverfahren

Anleger können jederzeit Anteile des Subfonds bei der im Allgemeinen Teil des Prospekts genannten Namensregister- und Umschreibungsstelle bzw. Hauptzahlstelle im Luxemburg (oder bei ggf. in einzelnen Vertriebsländern bestellten lokalen Vertriebs- bzw. Zahlstellen) zeichnen. Dabei ist die genaue Identität des Zeichners, der Name des Subfonds und welche Anteilskategorie gezeichnet wird, anzugeben.

Für alle Zeichnungen von Anteilen des Subfonds, die bei der Namensregister- und Umschreibungsstelle an einem Auftragstag bis spätestens um 15:00 Luxemburger Ortszeit (cut-off Zeit) eintreffen, gilt der am darauffolgenden Bewertungstag ermittelte Ausgabepreis. Für nach diesem Zeitpunkt bei der Namensregister- und

## E) Additional Charges

The Company may disburse further costs relating to its business operations at the expense of the NAV of the Subfund, as described in the section “Fees and costs” of the General Part of the Prospectus.

### 10. TRANSACTION AND EVALUATION FREQUENCY

Shares of the Subfund may be subscribed or redeemed on each Valuation Day.

**Valuation Day:** The NAV of the Subfund's Shares is calculated daily. The Definition of Valuation Day of the General Part of the Prospectus shall apply.

### 11. ISSUE OF SHARES

#### General

On expiry of the initial subscription period, Shares in the Subfund will be issued on each Valuation Day. The Issue Price is based on the NAV of the Shares on the applicable Valuation Day and will be rounded to two (2) decimal places.

#### Minimum Subscription Amount

The initial minimum subscription amount for B-Shares shall be USD 100'000.

Minimum subscription amount shall be USD or the equivalent amount in the currency of the respective category.

The Company's Board of Directors may at its own discretion accept initial subscription applications for an amount lower than the stated minimum subscription amount. Further subscriptions of Shares are not subject to a minimum subscription amount.

#### Application Procedure

Investors may at any time subscribe Shares in the Subfund at the Registrar and Transfer Agent or Principal Paying Agent in Luxembourg mentioned in the General Part of this Prospectus (or, as the case may be, at local distributors and paying agents appointed in particular distribution countries). The exact identity of the subscriber, the name of the Subfund, and which Share category will be subscribed for must be stated.

All subscriptions for Shares in the Subfund received by the Registrar and Transfer Agent on a Application Day (Order Day) no later than 15:00 Luxembourg local time (cut-off time), will be handled at the Issue Price, which will be calculated on the next Valuation Day. Subscriptions received by the Registrar and Transfer Agent after this

Umschreibungsstelle eintreffende Zeichnungen gilt der Ausgabepreis des übernächsten Bewertungstages.

time will be handled at the Issue Price of the Valuation Day after the next Valuation Day.

Es werden keine Anteilsscheine oder Anteilszertifikate ausgeliefert.

Share coupons or certificates will not be delivered.

Die Gesellschaft behält sich das Recht vor, Anträge abzulehnen oder nur zum Teil anzunehmen oder ergänzende Informationen und Dokumente zu verlangen. Wird ein Antrag ganz oder teilweise abgelehnt, wird der Zeichnungsbetrag oder der entsprechende Saldo dem Zeichner zurücküberwiesen.

The Company reserves the right to reject applications or to accept them only in part or to require further information and/or documents. If an application is rejected in full or in part, the subscription amount or the corresponding balance is returned to the applicant.

### **Verkaufsgebühr**

### **Selling Fee**

Bei Ausgabe von Anteilen kann im Ermessen des jeweiligen Vertriebsstellen eine Verkaufsgebühr von bis zu 5% erhoben werden.

A selling fee of up to 5% may be levied on issuance of Shares in the discretion of the respective distributor.

Diesfalls ist es Vertriebsstellen nicht erlaubt, eine Rücknahmgebühr zu erheben.

Distributors will not be permitted to levy a redemption fee in case the selling fee has been applied.

## **12. RÜCKNAHME VON ANTEILEN**

## **12. REDEMPTION OF SHARES**

Anteile des Subfonds werden an jedem Ausgabe- und Rücknahmetag durch Antrag an die im Allgemeinen Teil des Prospekts genannten Namensregister- und Umschreibungsstelle bzw. Hauptzahlstelle im Luxemburg (oder an ggf. in einzelnen Vertriebsländern bestellte lokale Vertriebs- bzw. Zahlstellen) zurückgenommen.

The Shares in the Subfund will be redeemed on any Issue and Redemption Day by application to the Registrar and Transfer Agent / Principal Paying Agent in Luxembourg as mentioned in the General Part of the Prospectus (or, as the case may be, at local distributors and paying agents appointed in particular distribution countries).

Für alle Anträge auf Rücknahmen von Anteilen des Subfonds, die bei der Namensregister- und Umschreibungsstelle an einem Auftragstag bis spätestens um 15:00 Luxemburger Ortszeit (cut-off Zeit) eintreffen, gilt der am darauffolgenden Bewertungstag ermittelte Rücknahmepreis. Für nach diesem Zeitpunkt bei der Namensregister- und Umschreibungsstelle eintreffende Anträge gilt der Rücknahmepreis des übernächsten Bewertungstages.

All requests for redemptions in Shares in the Subfund received by the Registrar and Transfer Agent on an Application Day no later than 15:00 Luxembourg local time (cut-off time), will be handled at the Redemption Price, which will be calculated on the next Valuation Day. Redemption requests received by the Registrar and Transfer Agent after this time will be handled at the Redemption Price of the Valuation Day after the next Valuation Day.

Der Rücknahmepreis gründet auf dem NIW der Anteile am jeweils anwendbaren Bewertungstag und wird auf zwei (2) Stellen nach dem Komma gerundet.

The Redemption Price will be based on the NAV of the Shares on the applicable Valuation Day and will be rounded to two (2) decimal places.

Die Zahlung der Rücknahme von Anteilen des Subfonds erfolgt innerhalb von drei (3) Bankwerktagen nach dem Bewertungstag.

Payment of the redemption of Shares in the Subfund shall be made within three (3) banking days after the Valuation Day.

Wenn bei der Ausgabe von Anteilen keine Verkaufsgebühr erhoben worden ist, kann stattdessen eine Rücknahmegebühr von bis zu 3% des jeweiligen Nettoinventarwertes belastet werden.

If no selling fee was charged when Shares were issued, a redemption fee of up to a maximum of 3% of the respective net asset value may be charged.

## **13. UMTAUSCH VON ANTEILEN**

## **13. SWITCHING OF SHARES**

Anteile des Subfonds können in Anteile von anderen Subfonds der Gesellschaft umgetauscht werden, in welche ein solcher Umtausch gestattet ist.

Shares in the Subfund may be switched for Shares in other Subfonds of the Company for which such switch is allowed.

Sofern ein Aktionär die Voraussetzungen für eine spezifische Anteilskategorie erfüllt, kann dieser den Umtausch von allen oder von einem Teil seiner Anteile in diese Aktienkategorie beantragen.

Provided the requirements applicable to a specific share category are met, a shareholder may request to switch all or part of its holdings to such share category.

Zugunsten der Vertriebsstellen kann für den Umtausch eine Gebühr von höchstens 1% des NAV der betroffenen Anteile erhoben werden.

A fee of up to 1% of the NAV of the relevant shares may be levied in favor of distributors for the switch.

Im Übrigen gelten für Anträge auf den Umtausch von Anteilen die gleichen Modalitäten wie für die Rücknahme von Anteilen, und es finden die Bestimmungen des Allgemeinen Teils des Rechtsprospekts Anwendung.

Apart from that, for requests for the switching of Shares, the same modalities as for the redemptions of Shares will apply, and the provisions of the General Part of the Prospectus will apply.

#### **14. ÜBERSICHT ÜBER DIE ANTEILSKATEGORIEN**

#### **14. OVERVIEW OF THE SHARE CATEGORIES**

Die folgende Tabelle bietet einen schematischen Überblick über die wichtigsten Eigenschaften des Subfonds bzw. dessen Anteilskategorien. Sie ersetzt nicht die Lektüre des Prospekts.

The following table offers a schematic overview of the most important characteristics of the Subfund and its Share categories. It is not a substitute for reading the Prospectus.

Coral Reef Credit Opportunities Fund

| Bezeichnung Subfonds /<br>Name of the Subfund | Anteile /<br>Shares | Währung /<br>Currency | ISIN-Code    | Aktivierung /<br>Activation | Mindestzeichnungsbetrag Erstzeichnung /<br>Min. Subscription Amount Initial Subscription | Verwaltungsgebühr /<br>Investment<br>Management Fee | Dienstleistungsgebühr /<br>Servicing Fee |
|-----------------------------------------------|---------------------|-----------------------|--------------|-----------------------------|------------------------------------------------------------------------------------------|-----------------------------------------------------|------------------------------------------|
| Coral Reef Credit<br>Opportunities Fund       | <b>B</b>            | USD                   | LU1982832310 | 30.09.2019                  | USD 100'000                                                                              | max. 1.00%                                          | max. 0.30%                               |

## **MULTIPARTNER SICAV**

# **CARTHESIO RATIO TOTAL RETURN CREDIT FUND CARTHESIO FRAME ALPHA STRATEGY FUND CARTHESIO REGULAE FUND CARTHESIO GLOBAL INCOME FUND**

Vier durch die GAM (LUXEMBOURG) S.A., Luxemburg, für die CARTHESIO SA, Lugano, aufgelegte Subfonds der SICAV luxemburgischen Rechts MULTIPARTNER SICAV

Four Subfunds of the SICAV under Luxembourg law MULTIPARTNER SICAV, established by GAM (LUXEMBOURG) S.A., Luxembourg, on behalf of CARTHESIO SA, Lugano

### **BESONDERER TEIL E: 1. JANUAR 2023**

### **SPECIAL PART E: 1 JANUARY 2023**

Dieser Besondere Prospektteil ergänzt den Allgemeinen Teil mit Bezug auf die Subfonds CARTHESIO RATIO TOTAL RETURN CREDIT FUND, CARTHESIO FRAME ALPHA STRATEGY FUND, CARTHESIO REGULAE FUND und CARTHESIO GLOBAL INCOME FUND („**CARTHESIO FUNDS**“ oder „**Subfonds**“).

Die nachfolgenden Bestimmungen müssen in Verbindung mit dem Allgemeinen Prospektteil gelesen werden.

This Special Part of the Prospectus supplements the General Part with regard to the Subfunds CARTHESIO RATIO TOTAL RETURN CREDIT FUND, CARTHESIO FRAME ALPHA STRATEGY FUND, CARTHESIO REGULAE FUND and CARTHESIO GLOBAL INCOME FUND (the „**CARTHESIO FUNDS**“ or „**Subfonds**“).

The provisions below must be read in conjunction with the General Part of the Prospectus.

Die hier enthaltenen Angaben auf Englisch (rechte Spalte) sind nach bestem Wissen und Gewissen der Gesellschaft eine treue Übersetzung der deutschen Originalfassung (linke Spalte). Im Falle von Widersprüchen gilt die Fassung in deutscher Sprache.

The information contained herein in English (right column) is, to the Company's best knowledge and belief, a true translation of the German original version (left column). In the event of contradictions, the German-language version shall prevail.

## 1. ERSTAUSGABE DER ANTEILE

Die Anteile der CARTHESIO FUNDS wurden erstmals wie folgt zur Zeichnung aufgelegt. Der angegebene Erstausgabepreis versteht sich pro Anteil, zuzüglich einer Verkaufsgebühr von bis zu maximal 5% des Ausgabepreises.

## 1. INITIAL ISSUE OF SHARES

The Shares of the CARTHESIO FUNDS have been issued for subscription for the first time as follows. The indicated initial issue price was per Share plus, as the case may be, a selling fee of up to a maximum of 5% of the Issue Price.

| Subfonds / Subfunds                      | Zeichnungsfrist / Subscription period | Erstausgabepreis / Initial issue price                                           |
|------------------------------------------|---------------------------------------|----------------------------------------------------------------------------------|
| CARTHESIO RATIO TOTAL RETURN CREDIT FUND | 15.01.2016                            | Anteile/Shares<br>B-EUR = EUR 103.72<br>C-EUR = EUR 105.26<br>C-USD = USD 101.82 |
| CARTHESIO FRAME ALPHA STRATEGY FUND      | n/a *)                                | n/a *)                                                                           |
| CARTHESIO REGULAE FUND                   | 08.08.2016 – 19.08.2016               | CHF 100                                                                          |
| CARTHESIO GLOBAL INCOME FUND             | 01.02. – 18.02.2016                   | USD 100 **)                                                                      |

\*) Der Subfonds wurde durch Verschmelzung mit einem irischen Fonds mit NAV Datum vom 27. Juli 2017 lanciert, wobei Anteile des Subfonds im Verhältnis 1:1 zu den eingebrachten Anteilen ausgegeben worden sind.

\*) The Subfund has been launched by merger with an Irish fund with NAV date of 27 July 2017 whereas shares of the receiving Subfund have been issued with a ratio of 1:1 to shares of the absorbed fund.

\*\*) Der Subfonds lautet seit 20. Juli 2018 auf EUR.

\*\*) The Subfund has been denominated in EUR since 20 July 2018.

## 2. ANLAGEZIELE UND -POLITIK DER CARTHESIO FUNDS

### 2.1 ANLAGEZIELE UND -POLITIK DES CARTHESIO RATIO TOTAL RETURN CREDIT FUND

Das Anlageziel der Gesellschaft in Bezug auf den CARTHESIO RATIO TOTAL RETURN CREDIT FUND ist es, die Gesamtkapitalrendite zu maximieren.

Der Subfonds investiert mindestens 51% seines Nettovermögens in festverzinslichen oder fest- und bedingtverzinslichen oder variabelverzinslichen Schuldverschreibungen, die durch Unternehmen herausgegeben werden, welche ihren Sitz in Europa haben oder den überwiegenden Anteil ihrer ökonomischen Aktivitäten in Europa ausüben.

Zusätzlich zu den vorgehenden Anlagebeschränkungen beachtet der Subfonds folgende Richtlinien:

## 2. INVESTMENT OBJECTIVES AND POLICY OF THE CARTHESIO FUNDS

### 2.1 INVESTMENT OBJECTIVES AND POLICY OF THE CARTHESIO RATIO TOTAL RETURN CREDIT FUND

The investment objective of the Company as regards the CARTHESIO RATIO TOTAL RETURN CREDIT FUND is to maximise total return.

This Subfund will invest at least 51% of its net assets in corporate bonds with fixed coupon or fixed and contingent coupon or variable coupon issued by companies which are domiciled or exercise the predominant part of their economic activity in Europe.

In addition to the above-mentioned limitations, this Subfund will respect the following guidelines:

- max. 30% des Nettovermögens in fest- oder variabelverzinslichen Forderungswertpapiere herausgegeben von weltweit staatlichen, quasistaatlichen, supranationalen Emittenten;
- max. 10% des Nettovermögens in Anteile von anderen OGAW und/oder anderen regulierten OGA (Zielfonds), inklusive OGAW mit einer Exchange Traded Funds („ETF“) Struktur, wie definiert in und vorbehaltlich der Einschränkungen von Kapitel 5 des Allgemeinen Teils des Prospektes;
- max. 40% des Nettovermögens in Wandelanleihen, andere eigenkapitalbezogene Anleihen, und Hybrid-Bonds, wobei CoCo-Bonds maximal 20% des Nettovermögens bilden dürfen;
- max. 20% des Nettovermögens in Asset Backed Securities;
- max. 10% des Nettovermögens in Aktien;
- max. 30% des Nettovermögens in Emerging Markets.

**Im Zusammenhang mit Anlagen in Asset und Mortgage Backed Securities bzw. in Schwellenländern sind die Kapitel „Hinweise betreffend die Anlage in ABS und MBS“ bzw. „Hinweise betreffend die Anlage in Emerging-Markets-Ländern“ unten zu beachten.**

Bei der Umsetzung der Anlagepolitik wird die Gesellschaft nur Anlagen einsetzen, die nach Art 41 Absatz 1 des Gesetzes von 2010 sowie nach den hierzu erlassenen Verordnungen und aufsichtsrechtlichen Rundschreiben zulässig sind.

Ferner können insgesamt bis zu 10% des Vermögens des Subfonds in sonstige Anlagen investiert werden, die unter Kapitel 5 des Allgemeinen Teils des Prospekts beschrieben sind.

Zwecks Absicherung, effizienter Portfolioverwaltung und Anlage oder zu anderen Renditesteigerungszwecken darf der Subfonds in Derivatkontrakte investieren. Die Palette der möglichen Derivate umfasst sowohl börsengehandelte als auch OTC-Instrumente und umfasst insbesondere auch Bond Futures, Index Futures, Total Return Swaps, *Contracts for Difference*, Interest Rate Swaps, Credit Default Swaps, Devisenswaps, Devisentermingeschäfte und kotierte Kauf- und Verkaufsoptionen. Wo solche Kontrakte nicht für Absicherungszwecken eingesetzt werden und deren Risiko daher nicht mit spezifischen Instrumenten im Portfolio des Subfonds verbunden sind, darf das Gesamtmarktrisiko derartiger Derivatkontrakte nicht

- maximum of 30% of the net assets in fixed-income and floating rate debt securities issued by worldwide sovereign, quasi-sovereign, supra-national issuers;
- maximum of 10% of the net assets in units of other UCITS and/or UCI(target funds) including UCITS with Exchange Traded Funds („ETF“) structure, as defined in and subject to the restrictions of chapter 5 of the General Part of the Prospectus.
- maximum of 40% of the net assets in convertible bonds, other equity-linked debt securities and Hybrid Bonds, whereby CoCo-Bonds may make up max. 20% of the net assets;
- maximum of 20% of the net assets in asset backed securities;
- maximum of 10% of the net assets in equities;
- maximum of 30% of the net assets in Emerging Market.

**In connection with investments in Asset and Mortgage Backed Securities respectively in emerging market countries, please refer to the sections “Information on Investments in ABS und MBS” respectively “Information on Investments in Emerging Market Countries” below.**

When implementing the investment policy, the company will only invest in assets permissible under Article 41 paragraph 1 of the 2010 Law and which are in accordance with all ordinances enacted and supervisory circulars issued thereupon.

Furthermore, overall a maximum of 10% of the assets of the Subfund may be invested in other assets, as mentioned under section 5 of the General Part of the Prospectus.

For hedging, efficient portfolio management, investment or any other performance enhancement purposes, the Subfund may enter into derivative contracts. The range of possible derivatives includes both exchange-traded and OTC instruments and in particular, but not limited to, bond futures, index futures, total return swaps, contracts for difference, interest rate swaps, credit default swaps, foreign exchange swaps, forward foreign exchange contracts and listed put/call options. Where those contracts are not used for hedging purposes and consequently their exposure may not be related to specific instruments of the Subfund's investment portfolio, the total exposure to markets deriving from these derivative contracts may not exceed 50% of the Net Asset Value of the Subfund. **In connection with**

50% des Nettoinventarwertes des Subfonds übersteigen. **Im Zusammenhang mit Anlagen in Derivate ist das Kapitel „Hinweise betreffend die Anlage in Derivate“ zu beachten.**

Der CARTHESIO RATIO TOTAL RETURN CREDIT FUND lautet auf Euro (EUR). Die Anlagen können auf EUR oder auf andere Währungen lauten. Fremdwährungsrisiken können ganz oder teilweise mittels Devisentermingeschäften oder Devisenoptionen gegenüber dem EUR abgesichert werden. Ein Wertverlust aufgrund von Währungskursschwankungen kann nicht ausgeschlossen werden.

Zusätzliche flüssige Mittel können bis zu 20% des Gesamtvermögens des Subfonds betragen. Diese zusätzlichen flüssigen Mittel beschränken sich auf Sichteinlagen, wie z.B. Barmittel, die auf den laufenden Bankkonten des Subfonds gehalten werden und jederzeit verfügbar sind. Die 20%-Grenze darf nur dann vorübergehend für einen unbedingt notwendigen Zeitraum überschritten werden, wenn die Umstände dies aufgrund außergewöhnlich ungünstiger Marktbedingungen erfordern (z.B. Kriege, Terroranschläge, Gesundheitskrisen oder andere ähnliche Ereignisse) und wenn eine solche Überschreitung unter Berücksichtigung der besten Interessen der Anleger gerechtfertigt ist.

Der Subfonds kann zu Liquiditätszwecken in flüssige Mittel investieren, d.h. in Geldmarktinstrumente und Geldmarktfonds gemäß der Definition in Abschnitt 5 des Allgemeinen Teils sowie in täglich rückzahlbare Einlagen.

## 2.2 ANLAGEZIELE UND -POLITIK DES CARTHESIO FRAME ALPHA STRATEGY FUND

Das Anlageziel der Gesellschaft in Bezug auf den CARTHESIO FRAME ALPHA STRATEGY FUND ist das Anstreben eines ständigen Einkommens unter gleichzeitiger Beachtung des Kapitalerhalts.

### Allgemein

Der CARTHESIO FRAME ALPHA STRATEGY FUND ist ein Dachfonds und investiert hauptsächlich sowohl in offene OGAW und in offene nicht-OGAW (zusammen „Zielfonds“), welche eine Palette von Anlagestrategien verfolgen, die nachfolgend näher definiert wird. Zielfonds wird vom Anlageverwalter gemäss solcher Benchmarks und/oder anderer Leistungskriterien (einschliesslich Downside Risk und Value at Risk) beurteilt, die der Anlageverwalter für angemessen hält. Für Anlagezwecke wird der Anlageverwalter nach eigener Beurteilung Zielfonds gemäss deren Fähigkeit, gegenüber den selektierten

**investments in derivatives, please refer to the section “Information on Investment in Derivatives”.**

The CARTHESIO RATIO TOTAL RETURN CREDIT FUND is denominated in Euro (EUR). The investments may be denominated in EUR or in other currencies. Foreign currency risks may be fully or partially hedged against the EUR by using currency forwards or currency options. A depreciation caused by exchange-rate fluctuations cannot be ruled out.

Ancillary liquid assets may amount to up to 20% of the total assets of the Subfund. Such ancillary liquid assets shall be limited to bank deposits at sight, such as cash held in the Subfund's current bank accounts and accessible at any time. The 20% limit may only be breached temporarily for a period of time strictly necessary when, because of exceptionally unfavourable market conditions, circumstances so require (circumstances such as wars, terrorist attacks, health crises or other similar events) and where such breach is justified having regard to the best interests of the investors.

The Subfund can invest for treasury purposes in liquid assets, meaning money market instruments and money market funds, as defined in section 5 of the General Part as well as deposits repayable on demand.

## 2.2 INVESTMENT OBJECTIVES AND POLICY OF THE CARTHESIO FRAME ALPHA STRATEGY FUND

The investment objective of the Company as regards the CARTHESIO FRAME ALPHA STRATEGY FUND is to seek to achieve a steady income whilst, at the same time, considering capital preservation.

### General

The CARTHESIO FRAME ALPHA STRATEGY FUND is a fund of funds and will primarily invest in both, open-ended UCITS and open-ended non-UCITS (together “Target Funds”) which themselves pursue a range of investment strategies as more fully set out below Target Funds will be assessed by the Investment Manager against such benchmarks and/or other performance criteria (including downside risk and Value at Risk) as are deemed appropriate by the Investment Manager. The Investment Manager will select Target Funds for investment based on its opinion of their ability to

Benchmarks und/oder anderen Leistungskriterien „Alpha“ zu generieren, auswählen.

#### **Anlagen in Zielfonds**

Der CARTHESIO FRAME ALPHA STRATEGY FUND darf bis zu 100% seines Vermögens in OGAW und, aggregiert, bis zu 30% seines Nettoinventarwertes in andere regulierte OGA (nicht-OGAW) im Sinne von Kap. 5./1./(d) des Allgemeinen Teils des Prospekts investieren. Die Zielfonds dürfen weltweit, werden jedoch vorwiegend in der EU domiziliert sein.

Die Zielfonds, in welche der CARTHESIO FRAME ALPHA STRATEGY FUND anlegt, dürfen – unter anderem – in folgende Strategien investieren oder – unter anderem – folgende Strategien benutzen:

1. Money Market Instrumente und fest- oder variabelverzinsliche Obligationen, Wandelobligationen, Asset und Mortgage Backed Securities, besicherte Schuldverschreibungen, Kreditverpflichtungen und andere Verbriefungsinstrumente und -wertpapiere oder Instrumente ähnlicher Natur von Emittenten weltweit in allen frei konvertierbaren Währungen (Zweckgesellschaft Special Purpose Vehicles inklusive), welche kotiert sind oder an einem oder mehreren geregelten Märkten gehandelt werden.
2. Kurzfristige Einlagen.
3. Aktien und aktienähnliche Wertpapiere, einschliesslich Vorzugsaktien, in Aktien und in andere aktiengebundene Instrumente wandelbare Schuldverschreibungen (z.B. Warrants). Solche Aktien können kotiert oder nicht-kotiert sein.
4. Derivative Techniken und Instrumente.

**Im Zusammenhang mit Anlagen in Asset und Mortgage Backed Securities ist das Kapitel „Hinweise betreffend die Anlage in ABS und MBS“ zu beachten.**

Ferner können insgesamt bis zu 10% des Vermögens des Subfonds in sonstige Anlagen investiert werden, die unter Kapitel 5 des Allgemeinen Teils des Prospekts beschrieben sind.

Der CARTHESIO FRAME ALPHA STRATEGY FUND wird in Zielfonds investieren, welche auf Einkommen und Kapitalerhalt durch Anlagen in Barmittel, kurzfristige Instrumente (mit einer Restlaufzeit von weniger als 24 Monaten), Obligationen, Aktien und/oder derivative Techniken und Instrumente fokussiert sind.

#### **Ergänzende Investitionen**

Darüber hinaus kann der Subfonds bis zu 20 % des Nettovermögens in den in vorgehenden Ziff. 1-3

generate “Alpha” against these selected benchmarks and/or other performance criteria.

#### **Target Fund Investments**

The CARTHESIO FRAME ALPHA STRATEGY FUND may invest up to 100% of its assets in UCITS and, in aggregate, up to 30% of its net asset value in regulated other UCI (non-UCITS) as described in section 5./1./(d) of the General Part of this Prospectus. The Target Funds may be domiciled world-wide, but will largely be domiciled in the EU.

The Target Funds, in which the CARTHESIO FRAME ALPHA STRATEGY FUND invests, may invest in or utilise, inter alia, the following strategies:

1. Money Market Instruments and fixed or variable rate bonds, convertible bonds, asset and mortgage backed securities, collateralised debt, loan obligations and other securitisation instruments and securities or instruments of a similar nature of issuers worldwide (including special purpose vehicles) in all freely convertible currencies which are listed or traded on one or more regulated market.
2. Short term deposits.
3. Equities and equity related securities, including preference shares, corporate debt securities convertible into equity securities and into other instruments linked to such equity securities (such as, inter alia, warrants). Such equities may be listed or unlisted.
4. Derivative techniques and instruments.

**In connection with investments in Asset and Mortgage Backed Securities, please refer to the section “Information on Investments in ABS and MBS” below.**

Furthermore, overall a maximum of 10% of the assets of the Subfund may be invested in other assets, as mentioned under section 5 of the General Part of the Prospectus.

The CARTHESIO FRAME ALPHA STRATEGY FUND will invest in target funds which are focused on achieving income and capital preservation through investment in cash, short term instruments (remaining maturity of less than 24 months), bonds, equity and/or derivative techniques and instruments.

#### **Ancillary Investments**

The Subfund may also invest directly up to 20% of net assets in securities of the type described at 1-3 above

beschriebenen Anlagen investieren, welche an einer oder mehreren regulierten Märkten gehandelt werden.

Zudem kann der Subfonds in geschlossene OGA investieren, welche ihrerseits in Strategien der in den vorgehenden Ziff. 1-4 beschriebenen Art investieren, als auch in Real Estate Investment Trusts (REITs). Solche Anlagen in geschlossenen OGA und REITs können zusammen nicht 10% des Nettovermögens des Subfonds übersteigen und sind nur zulässig bezüglich geschlossenen OGA und REITs, welche an einem oder mehreren geregelten Märkten gehandelt werden, und die Voraussetzungen eines Wertpapiers erfüllen.

Zusätzliche flüssige Mittel können bis zu 20% des Gesamtvermögens des Subfonds betragen. Diese zusätzlichen flüssigen Mittel beschränken sich auf Sichteinlagen, wie z.B. Barmittel, die auf den laufenden Bankkonten des Subfonds gehalten werden und jederzeit verfügbar sind. Die 20%-Grenze darf nur dann vorübergehend für einen unbedingt notwendigen Zeitraum überschritten werden, wenn die Umstände dies aufgrund außergewöhnlich ungünstiger Marktbedingungen erfordern (z.B. Kriege, Terroranschläge, Gesundheitskrisen oder andere ähnliche Ereignisse) und wenn eine solche Überschreitung unter Berücksichtigung der besten Interessen der Anleger gerechtfertigt ist.

Der Subfonds kann zu Liquiditätszwecken in flüssige Mittel investieren, d.h. in Geldmarktinstrumente und Geldmarktfonds gemäß der Definition in Abschnitt 5 des Allgemeinen Teils sowie in täglich rückzahlbare Einlagen.

Schliesslich kann der Subfonds zusätzliche flüssige Mittel halten, inklusive insbesondere Termingelder und Variable Rate Demand Notes, die eine Laufzeit von weniger als einer Woche haben und von einem Unternehmen mit einem Kreditrating von mindestens A2/P2 oder einem gleichwertigen Rating ausgestellt wurden.

#### Einsatz von Derivaten

Im CARTHESIO FRAME ALPHA STRATEGY FUND können derivative Finanzinstrumente (Derivate) eingesetzt werden, und zwar sowohl zum Zweck der Absicherung als auch der effizienten Portfolioverwaltung. Die Palette der möglichen Derivate umfasst sowohl börsengehandelte als auch OTC-Instrumente und insbesondere Call- und Put-Optionen, Futures, und Forwards auf Wertpapiere, Zinsen und Währungen sowie auf andere derivative Finanzinstrumente und auf Finanzindizes. Der Subfonds strebt durch den Einsatz von Derivaten keine Hebelwirkung für sich selbst an. **Im Zusammenhang**

which are listed or traded on one or more regulated markets.

The Subfund may also invest in closed ended UCI which themselves invest in strategies of the type described at 1-4 above as well as in Real Estate Investment Trusts (REITs). Such investment in REITs and in closed ended UCI may not exceed in aggregate 10% of the net assets of the Subfund and are only permitted with respect to REITs and closed ended UCI which are listed and traded on a regulated market and meet the conditions of a security.

Ancillary liquid assets may amount to up to 20% of the total assets of the Subfund. Such ancillary liquid assets shall be limited to bank deposits at sight, such as cash held in the Subfund's current bank accounts and accessible at any time. The 20% limit may only be breached temporarily for a period of time strictly necessary when, because of exceptionally unfavourable market conditions, circumstances so require (circumstances such as wars, terrorist attacks, health crises or other similar events) and where such breach is justified having regard to the best interests of the investors.

The Subfund can invest for treasury purposes in liquid assets, meaning money market instruments and money market funds, as defined in section 5 of the General Part as well as deposits repayable on demand.

The Subfund may also hold or maintain ancillary liquid assets, including but not limited to, time deposits and variable rate demand notes with a maturity of less than one week issued by an entity with a credit rating of at least minimum credit rating of A2/P2 or equivalent.

#### Use of Derivatives

For hedging, efficient portfolio management, investment or any other performance enhancement purposes, the Subfund may enter into derivative contracts. The range of possible derivatives includes both exchange-traded and OTC instruments and in particular but not limited to call and put options, futures and forwards on securities, interest rates and currencies as well as on other derivative financial instruments and on financial indices. The Subfund itself does not intend to leverage itself by the use of derivatives. **In connection with investments in derivatives, please refer to the section "Information on Investment in Derivatives"**

**mit Anlagen in Derivate ist das Kapitel „Hinweise betreffend die Anlage in Derivate“ zu beachten.**

#### **Referenzwährung des Subfonds**

Der CARTHESIO FRAME ALPHA STRATEGY FUND lautet auf Euro (EUR). Die Anlagen können auf EUR oder auf andere Währungen lauten. Fremdwährungsrisiken können ganz oder teilweise mittels Devisentermingeschäften oder Devisenoptionen gegenüber dem EUR abgesichert werden. Ein Wertverlust aufgrund von Währungskursschwankungen kann nicht ausgeschlossen werden.

#### **Reference Currency of the Subfund**

The CARTHESIO FRAME ALPHA STRATEGY FUND is denominated in Euro (EUR). The investments may be denominated in EUR or in other currencies. Foreign currency risks may be fully or partially hedged against the EUR by using currency forwards or currency options. A depreciation caused by exchange-rate fluctuations cannot be ruled out.

### **2.3 ANLAGEZIELE UND -POLITIK DES CARTHESIO REGULAE FUND**

Das Anlageziel der Gesellschaft in Bezug auf den CARTHESIO REGULAE FUND ist die Erzielung eines langfristigen Kapitalzuwachses.

Zu diesem Zweck investiert die Gesellschaft das Vermögen des Subfonds in folgende Anlagen:

- i. internationale Aktien, welche in Märkten kotiert oder gehandelt werden, die im OECD-Raum anerkannt sind;
- ii. Obligationen, die von irgendwelchen Emittenten herausgegeben wurden;
- iii. Titel aus Emerging Markets oder Titel, die von Emittenten herausgegeben wurden, welche in Emerging Markets kotiert oder gehandelt werden (max. 15% des Nettovermögens des Subfonds);
- iv. Titel aus nicht OECD-Ländern (max. 15% des Nettovermögens des Subfonds);
- v. Anteile von anderen OGAW oder OGA (Zielfonds), inklusive OGAW mit einer Exchange Traded Funds („ETF“) Struktur, im Sinne und unter den Beschränkungen von Kapitel 5 des Allgemeinen Teils des Prospekts gemäss deren Anlagepolitik das Fondsvermögen mehrheitlich in Anlagen gemäss (i), (ii), (iii) oder (iv) oben investiert wird (max. 10% des Nettovermögens des Subfonds);
- vi. Asset Backed Securities („ABS“) (max. 10% des Nettovermögens des Subfonds);
- vii. max. 10% des Nettovermögens in Wandelanleihen, andere eigenkapitalbezogene Anleihen, und Hybrid-Bonds.

### **2.3 INVESTMENT OBJECTIVES AND POLICY OF THE CARTHESIO REGULAE FUND**

The investment objective of the Company as regards the CARTHESIO REGULAE FUND is to seek to achieve long-term capital growth.

To that end, the Company invests the assets of the Subfund in the following assets:

- i. international stocks listed or traded on markets recognised in the OECD zone;
- ii. bonds issued by any issuer;
- iii. securities from emerging markets or securities of issuers listed or traded in emerging markets (max. 15% of the net assets of the Subfund);
- iv. securities from non-OECD countries (max. 15% of the net assets of the Subfund);
- v. units of other UCITS and/or UCI (target funds) including UCITS with Exchange Traded Funds („ETF“) structure as defined in and subject to the restrictions of chapter 5 of the General Part of the Prospectus in accordance with whose investment policy a majority of the assets is invested in accordance with (i), (ii), (iii) or (iv) above (up to max. 10% of the net assets of the Subfund);
- vi. asset backed securities („ABS“) (max. 10% of the net assets of the Subfund);
- vii. maximum of 10% of the net assets in convertible bonds, other equity-linked debt securities and Hybrid Bonds.

Ferner können insgesamt bis zu 10% des Vermögens des Subfonds in sonstige Anlagen investiert werden, die unter Kapitel 5 des Allgemeinen Teils des Prospekts beschrieben sind.

Der Subfonds investiert nicht direkt in Aktien aus China, Indien und Russland.

Unter „Emerging Markets“ werden allgemein die Märkte von Ländern verstanden, die sich in der Entwicklung zum modernen Industriestaat befinden und daher ein hohes Potential aufweisen, aber auch ein erhöhtes Risiko bergen. Dazu zählen insbesondere die im *MSCI Emerging Markets Index* enthaltenen Länder. **Im Zusammenhang mit Anlagen in Schwellenländern ist das Kapitel „Hinweise betreffend die Anlage in Emerging-Markets-Ländern“ unten zu beachten.**

**Im Zusammenhang mit Anlagen in Asset und Mortgage Backed Securities ist das Kapitel „Hinweise betreffend die Anlage in ABS und MBS“ zu beachten.**

Im Subfonds können zum Zweck der Absicherung, Anlage, effizienten Portfolioverwaltung und zu anderen Renditesteigerungszwecken Optionen, Futures, Forwards und Swaps eingesetzt werden. **Im Zusammenhang mit Anlagen in Derivate ist das Kapitel „Hinweise betreffend die Anlage in Derivate“ zu beachten.**

Der CARTHESIO REGULAE FUND lautet auf Euro (EUR). Die Anlagen können auf EUR oder auf andere Währungen lauten. Fremdwährungsrisiken können ganz oder teilweise mittels Devisentermingeschäften oder Devisenoptionen gegenüber dem EUR abgesichert werden. Ein Wertverlust aufgrund von Währungskursschwankungen kann nicht ausgeschlossen werden.

Zusätzliche flüssige Mittel können bis zu 20% des Gesamtvermögens des Subfonds betragen. Diese zusätzlichen flüssigen Mittel beschränken sich auf Sichteinlagen, wie z.B. Barmittel, die auf den laufenden Bankkonten des Subfonds gehalten werden und jederzeit verfügbar sind. Die 20%-Grenze darf nur dann vorübergehend für einen unbedingt notwendigen Zeitraum überschritten werden, wenn die Umstände dies aufgrund außergewöhnlich ungünstiger Marktbedingungen erfordern (z.B. Kriege, Terroranschläge, Gesundheitskrisen oder andere ähnliche Ereignisse) und wenn eine solche Überschreitung unter Berücksichtigung der besten Interessen der Anleger gerechtfertigt ist.

Der Subfonds kann zu Liquiditätszwecken in flüssige Mittel investieren, d.h. in Geldmarktinstrumente und

Furthermore, overall a maximum of 10% of the assets of the Subfund may be invested in other assets, as mentioned under section 5 of the General Part of the Prospectus.

The Subfund does not invest directly in stocks from China, India and Russia.

The term "emerging markets" is generally taken to mean the markets of countries that are in the process of developing into modern industrialised countries and thus display a high degree of potential but also involve a greater degree of risk. This applies to the countries included in the *MSCI Emerging Market Index*. **In connection with investments in emerging market countries, please refer to the section "Information on Investments in Emerging Market Countries" below.**

**In connection with investments in Asset und Mortgage Backed Securities respectively in emerging market countries, please refer to the sections "Information on Investments in ABS und MBS" below.**

For hedging, efficient portfolio management, investment or any other performance enhancement purposes, the Subfund may buy or sell options, futures, forwards and swaps. **In connection with investments in derivatives, please refer to the section "Information on Investment in Derivatives" below.**

The CARTHESIO REGULAE FUND is denominated in Euro (EUR). The investments may be denominated in EUR or in other currencies. Foreign currency risks may be fully or partially hedged against the EUR by using currency forwards or currency options. A depreciation caused by exchange-rate fluctuations cannot be ruled out.

Ancillary liquid assets may amount to up to 20% of the total assets of the Subfund. Such ancillary liquid assets shall be limited to bank deposits at sight, such as cash held in the Subfund's current bank accounts and accessible at any time. The 20% limit may only be breached temporarily for a period of time strictly necessary when, because of exceptionally unfavourable market conditions, circumstances so require (circumstances such as wars, terrorist attacks, health crises or other similar events) and where such breach is justified having regard to the best interests of the investors.

The Subfund can invest for treasury purposes in liquid assets, meaning money market instruments and money

Geldmarktfonds gemäß der Definition in Abschnitt 5 des Allgemeinen Teils sowie in täglich rückzahlbare Einlagen.

#### 2.4 ANLAGEZIELE UND -POLITIK DES CARTHESIO GLOBAL INCOME FUND

Das Anlageziel der Gesellschaft in Bezug auf den CARTHESIO GLOBAL INCOME FUND ist die Erzielung einer angemessenen Rendite primär durch Ertrag und sekundär durch Kapitalzuwachs.

Zu diesem Zweck investiert die Gesellschaft das Vermögen des Subfonds in folgende Anlagen:

- i. hochwertige und/oder hochrentable Wertpapiere, insbesondere Unternehmensanleihen, Staatsanleihen, quasistaatliche und supranationale Anleihen;
- ii. kotierte Zertifikate und strukturierte Produkte u.a. auf Finanz-Indices, Währungen, Wertpapiere und Zinssätze;
- iii. Aktien, die in Industrieländern oder in Entwicklungsländern (d.h. Emerging Markets) kotiert sind;
- iv. regulierte, kotierte oder OTC Derivate wie z.B. Futures, Swaps oder Optionen;
- v. Anteile von anderen OGAW oder OGA (Zielfonds), inklusive OGAW mit einer Exchange Traded Funds („ETF“) Struktur, im Sinne und unter den Beschränkungen von Kapitel 5 des Allgemeinen Teils des Prospekts gemäß deren Anlagepolitik das Fondsvermögen mehrheitlich in Anlagen gemäß (i), (ii) oder (iii) oben investiert wird (max. 10% des Nettovermögens des Subfonds).

Ferner können insgesamt bis zu 10% des Vermögens des Subfonds in sonstige Anlagen investiert werden, die unter Kapitel 5 des Allgemeinen Teils des Prospekts beschrieben sind.

Der Subfonds investiert nicht direkt in Aktien aus China, Indien und Russland.

Unter „Emerging Markets“ werden allgemein die Märkte von Ländern verstanden, die sich in der Entwicklung zum modernen Industriestaat befinden und daher ein hohes Potential aufweisen, aber auch ein erhöhtes Risiko bergen. Dazu zählen insbesondere die im *S&P Emerging Broad Market Index* oder im *MSCI Emerging Markets Index* enthaltenen Länder. **Im Zusammenhang mit Anlagen in Schwellenländern**

market funds, as defined in section 5 of the General Part as well as deposits repayable on demand.

#### 2.4 INVESTMENT OBJECTIVES AND POLICY OF THE CARTHESIO GLOBAL INCOME FUND

The investment objective of the Company as regards the CARTHESIO GLOBAL INCOME FUND is to seek to achieve a moderate return mainly through income gain and secondarily through capital growth.

To that end, the Company invests the assets of the Subfund in the following assets:

- i. high grade and/or high yield securities including but not limited to corporate bonds, government bonds, quasi government bonds and supranational bonds;
- ii. listed certificates and structured products i.a. on financial indices, currencies, securities and interest rates;
- iii. stocks listed either in developed or developing economies (i.e. emerging markets);
- iv. regulated, listed or OTC derivatives such as futures, swaps or options;
- v. units of other UCITS and/or UCI (target funds) including UCITS with Exchange Traded Funds („ETF“) structure as defined in and subject to the restrictions of chapter 5 of the General Part of the Prospectus in accordance with whose investment policy a majority of the assets is invested in accordance with (i), (ii) or (iii) above (up to max. 10% of the net assets of the Subfund).

Furthermore, overall a maximum of 10% of the assets of the Subfund may be invested in other assets, as mentioned under section 5 of the General Part of the Prospectus.

The Subfund does not invest directly in stocks from China, India and Russia.

The term "emerging markets" is generally taken to mean the markets of countries that are in the process of developing into modern industrialised countries and thus display a high degree of potential but also involve a greater degree of risk. This applies, in particular, to the countries included in the *S&P Emerging Broad Market Index* or in the *MSCI Emerging Market Index*. **In connection with investments in emerging market**

**ist das Kapitel „Hinweise betreffend die Anlage in Emerging-Markets-Ländern“ unten zu beachten.**

Im Subfonds können derivative Finanzinstrumente (Derivate) zum Zwecke der Absicherung, Anlage und effizienten Portfolioverwaltung sowie zu anderen Renditesteigerungszwecken eingesetzt werden. Die Palette der möglichen Derivate umfasst sowohl börsengehandelte als auch OTC-Instrumente und insbesondere Call- und Put-Optionen, Futures, und Forwards auf Wertpapiere, Zinsen und Währungen sowie auf andere derivative Finanzinstrumente und auf Finanzindizes. **Im Zusammenhang mit Anlagen in Derivate ist das Kapitel „Hinweise betreffend die Anlage in Derivate“ zu beachten.**

Der CARTHESIO GLOBAL INCOME FUND lautet auf Euro (EUR). Die Anlagen können auf EUR oder auf andere Währungen lauten. Fremdwährungsrisiken können ganz oder teilweise mittels Devisentermingeschäften oder Devisenoptionen gegenüber dem EUR abgesichert werden. Ein Wertverlust aufgrund von Währungskurschwankungen kann nicht ausgeschlossen werden.

Zusätzliche flüssige Mittel können bis zu 20% des Gesamtvermögens des Subfonds betragen. Diese zusätzlichen flüssigen Mittel beschränken sich auf Sichteinlagen, wie z.B. Barmittel, die auf den laufenden Bankkonten des Subfonds gehalten werden und jederzeit verfügbar sind. Die 20%-Grenze darf nur dann vorübergehend für einen unbedingt notwendigen Zeitraum überschritten werden, wenn die Umstände dies aufgrund außergewöhnlich ungünstiger Marktbedingungen erfordern (z.B. Kriege, Terroranschläge, Gesundheitskrisen oder andere ähnliche Ereignisse) und wenn eine solche Überschreitung unter Berücksichtigung der besten Interessen der Anleger gerechtfertigt ist.

Der Subfonds kann zu Liquiditätszwecken in flüssige Mittel investieren, d.h. in Geldmarktinstrumente und Geldmarktfonds gemäß der Definition in Abschnitt 5 des Allgemeinen Teils sowie in täglich rückzahlbare Einlagen.

#### **Gesamtrisiko (Modellansatz)**

Das durch den Einsatz von derivativen Finanzinstrumenten eingegangene Marktrisiko des Subfonds wird im Einklang mit dem CSSF-Rundschreiben 11/512 mittels der **absoluten Value at Risk Methode („Modellansatz“ / „VaR“)** überwacht und limitiert (vgl. Kapitel 5 "Anlagegrenzen", Ziffer 2 (a) im Allgemeinen Teil des Prospekts).

VaR ist ein Risikomass, welches definiert wird als der maximal zu erwartende Verlust über einen bestimmten

**countries, please refer to the section “Information on Investments in Emerging Market Countries” below.**

For hedging, efficient portfolio management, investment or any other performance enhancement purposes, the Subfund may enter into derivative contracts. The range of possible derivatives includes both exchange-traded and OTC instruments and in particular but not limited to call and put options, futures and forwards on securities, interest rates and currencies as well as on other derivative financial instruments and on financial indices. **In connection with investments in derivatives, please refer to the section “Information on Investment in Derivatives” below.**

The CARTHESIO GLOBAL INCOME FUND is denominated in Euro (EUR). The investments may be denominated in EUR or in other currencies. Foreign currency risks may be fully or partially hedged against the EUR by using currency forwards or currency options. A depreciation caused by exchange-rate fluctuations cannot be ruled out.

Ancillary liquid assets may amount to up to 20% of the total assets of the Subfund. Such ancillary liquid assets shall be limited to bank deposits at sight, such as cash held in the Subfund's current bank accounts and accessible at any time. The 20% limit may only be breached temporarily for a period of time strictly necessary when, because of exceptionally unfavourable market conditions, circumstances so require (circumstances such as wars, terrorist attacks, health crises or other similar events) and where such breach is justified having regard to the best interests of the investors.

The Subfund can invest for treasury purposes in liquid assets, meaning money market instruments and money market funds, as defined in section 5 of the General Part as well as deposits repayable on demand.

#### **Global Exposure (Value-at-Risk model)**

The market risk that may be entered into on behalf of the Subfund through the use of derivatives, as provided for in CSSF Circular 11/512, is monitored and limited using the **absolute Value-at-Risk model (“VaR model” / “VaR”;** see section 5 “Investment Limits” para. 2 (a) of the General Part of the Prospectus).

VaR is a risk measure that can be defined as the estimated maximum potential loss at a given confidence

Zeitraum und unter normalen Marktbedingungen bei vorgegebenem Konfidenzintervall.

Der maximale VaR des Subfonds ist auf 20% festgesetzt.

### Hebel (Leverage)

Gestützt auf das CSSF-Rundschreiben 11/512 ist bei der Verwendung des Modellansatzes der zu erwartende Hebel auszuweisen.

Dieser kann gestützt auf die Summe der Nennwerte derivativer Finanzinstrumente bzw. des Marktwerts gleichwertiger Positionen in den Basiswerten berechnet werden. Wahlweise kann der *Commitment-Ansatz* verwendet werden (vgl. Kapitel 5 "Anlagegrenzen", Ziffer 2 (a) im Allgemeinen Teil des Prospekts).

Unter normalen Marktbedingungen wird erwartet, dass der mittels der Summe der Nennwerte (sum of notional approach) berechnete Hebel des Subfonds die nachfolgende Spannweite aufweist.

Erwarteter Hebel / Expected leverage

0 – 500%

Der Hebel bezeichnet den Quotienten aus (i) der Summe der Nominalwerte der derivativen Finanzinstrumente und (ii) dem Vermögen des Subfonds.

Der Hebel kann sich mit der Zeit ändern, und die tatsächlichen Werte können die unten angegebenen erwarteten Werte möglicherweise deutlich übersteigen oder unterschreiten. Der tatsächliche Wert des Hebels im vergangenen Berichtszeitraum wird im Jahresbericht des Subfonds angegeben. Die erwarteten Werte des Hebels sind Indikatoren und keine aufsichtsrechtlich festgelegten Grenzwerte.

## 3. RISIKOHINWEISE

**Die Gesellschaft ist bemüht, die Anlageziele des Subfonds zu erreichen. Es kann jedoch keine Garantie abgegeben werden, dass die Anlageziele tatsächlich erreicht werden. Folglich kann der Nettoinventarwert der Anteile grösser oder kleiner werden, und es können unterschiedlich hohe positive bzw. auch negative Erträge anfallen.**

### 3.1 Hinweise betreffend die Anlage in Derivate

In den CARTHESIO FUNDS können in grösserem Umfang derivative und andere besondere Anlagetechniken und Finanzinstrumente, insbesondere, Futures, Optionen, Forwards, Swaps, Zertifikate und strukturierte Produkte eingesetzt

level (probability) over a specific time period under normal market conditions.

The maximum level of VaR of the Subfund is set at 20%.

### Leverage

CSSF Circular 11/512 requires the expected level of leverage to be disclosed where the VaR model is employed.

The expected level of leverage may be calculated using the sum of notional values of the financial derivative instruments or, as the case may be, the market value of equivalent positions in the underlying assets. Alternatively, the Commitment Approach may be employed (see section 5 "Investment Limits" para. 2 (a) of the General Part of the Prospectus).

Under normal market conditions, the leverage of the Subfund calculated using the sum of notional approach is expected to be in the following range.

The leverage describes the quotient of (i) the sum of nominal values or the derivatives and (ii) the Subfund's assets.

The degree of leverage may change over time, and the actual values may exceed or fall below the expected figure indicated above by a significant amount. The actual degree of leverage in the previous reporting period is indicated in the annual report of the Subfund. The expected leverage values are indicators and do not constitute limits laid down by supervisory authority.

## 3. RISK DISCLOSURES

**The Company endeavours to achieve the investment objectives of the Company in respect of the Subfund. However, no guarantee can be given that the investment objectives will actually be achieved. Hence the net asset value of the Shares may increase or decrease, and different levels of positive as well as negative income may be earned.**

### 3.1 Information on Investment in Derivatives

The CARTHESIO FUNDS may make considerable use of derivative instruments and other special investment techniques and financial instruments, in particular futures, options, forwards, swaps, certificates and structured products. As a result, the risk features of derivatives and

werden. Somit sind neben den Risikomerkmalen von Wertpapieren auch die Risikomekmale von Derivaten und sonstigen Anlagetechniken und Instrumenten zu beachten. Generell sind sie den Risiken der ihnen unterliegenden Märkte bzw. Basisinstrumente ausgesetzt und bergen oft höhere Risiken in sich als Direktanlagen in Wertpapiere. Potentielle Risiken solcher Instrumente können sich z.B. aus der Komplexität, Nichtlinearität, hohen Volatilitäten, geringen Liquidität, eingeschränkten Bewertbarkeit, Risiko eines Ausfalls von Erträgen oder sogar eines Totalverlusts des investierten Kapitals oder dem Gegenparteienrisiko ergeben.

Sofern ein Derivat in ein Wertpapier eingebettet ist, muss dieses bei der Anwendung der Anlagebeschränkungen sowie bei der Risikoüberwachung mit berücksichtigt werden.

### 3.2 Hinweise betreffend die Anlage in „Emerging Markets“-Ländern

Potentielle Investoren des CARTHESIO REGULAE FUND und CARTHESIO GLOBAL INCOME FUND werden darauf aufmerksam gemacht, dass Anlagen in „Emerging Market“-Ländern (z.B. Russland, China, Indien, etc.) mit einem höheren Risiko verbunden sind. Insbesondere besteht das Risiko

- a) eines möglicherweise geringen oder ganz fehlenden Handelsvolumens der Wertpapiere an dem entsprechenden Wertpapiermarkt, welches zu Liquiditätsengpässen und verhältnismässig grösseren Preisschwankungen führen kann;
- b) der Unsicherheit der politischen, wirtschaftlichen und sozialen Verhältnisse, und die damit verbundenen Gefahren der Enteignung oder Beschlagnahme, das Risiko aussergewöhnlich hoher Inflationsraten, prohibitiver steuerlicher Massnahmen und sonstiger negativer Entwicklungen;
- c) der möglichen erheblichen Schwankungen des Devisenumtauschkurses, der Verschiedenheit der Rechtsordnungen, der bestehenden oder möglichen Devisenausfuhrbeschränkungen, Zoll- oder anderer Beschränkungen und etwaiger Gesetze oder sonstiger Beschränkungen, die auf Investitionen Anwendung finden;
- d) politischer oder sonstiger Gegebenheiten, die die Investitionsmöglichkeiten des Subfonds einschränken, wie z.B. Beschränkungen bei Emittenten oder Industrien, die mit Blick auf nationale Interessen als sensibel gelten; und
- e) des Fehlens adäquat entwickelter rechtlicher Strukturen für private oder ausländische Investitionen

other investment techniques and instruments in addition to the risk features of securities must be considered. In general, they are exposed to the risks of the markets or instruments underlying them and therefore frequently involve greater risks than direct investments in securities. Potential risks of such instruments may, for example, arise from the complexity, non-linearity, high volatilities, low liquidity, restricted ability to be valued, risk of a loss of returns or even a total loss of the invested capital, or from the counterparty risk.

If a derivative is embedded in a security, this must also be taken into account when applying the investment restrictions and for risk monitoring.

### 3.2 Information on Investment in Emerging Market Countries

The attention of potential investors in CARTHESIO REGULAE FUND and CARTHESIO GLOBAL INCOME FUND is drawn to the fact that investments in emerging market countries (e.g. Russia, China, India, etc.) involve increased risk. In particular, the investments are subject to the following risks:

- a) trading volumes in relation to the securities may be low or absent on the securities market involved, which can lead to liquidity problems and serious price fluctuations;
- b) uncertainties surrounding political, economic and social circumstances, with the associated dangers of expropriation or seizure, unusually high inflation rates, prohibitive tax measures and other negative developments;
- c) potentially serious fluctuations in the foreign exchange rate, different legal frameworks, existing or potential foreign exchange export restrictions, customs or other restrictions, and any laws and other restrictions applicable to investments;
- d) political or other circumstances which restrict the investment opportunities of the Subfund, for example restrictions with regard to issuers or industries deemed sensitive to relevant national interests, and
- e) the absence of sufficiently developed legal structures governing private or foreign investments and the risk of potentially inadequate safeguards with respect to private ownership.

Foreign exchange export restrictions and other related regulations in these countries may also lead to the delayed repatriation of all or some of the investments or may prevent them from being repatriated in full or in part, with the result

und das Risiko einer möglicherweise mangelnden Gewährleistung des Privateigentums.

Auch können Devisenausfuhrbeschränkungen oder sonstige diesbezügliche Regelungen in diesen Ländern völlig oder teilweise zur verspäteten Repatriierung der Investitionen führen, oder sie völlig oder teilweise verhindern, mit der Folge von möglichen Verzögerungen bei der Auszahlung des Rücknahmepreises.

#### **Hinweise betreffend die Anlage in der Volksrepublik China**

Zusätzlich zum obig Kapitel „Hinweise betreffend die Anlage in Emerging Market-Ländern“, werden Investoren darüber informiert, dass die Wertpapiermärkte der Volksrepublik China Entwicklungsmärkte sind, welche rasch wachsen und raschen Veränderungen unterliegen. Das chinesische Wertpapier- und Gesellschaftsrecht ist relativ jung und kann weiteren Änderungen und Entwicklungen unterworfen sein. Solche Änderungen können rückwirkend in Kraft treten und können auf die Anlagen der Subfonds negative Auswirkungen haben. Es kann nicht ausgeschlossen werden, dass in der Zukunft Restriktionen verhängt werden. Anlagen in China können dazu führen, dass der Subfonds in der Volksrepublik China Quellen- oder anderen Steuern unterworfen wird. Änderungen der Steuervorschriften in China können rasch und sogar rückwirkend in Kraft treten.

#### **Hinweise betreffend die Anlage in Russland**

Zusätzlich zum obig Kapitel „Hinweise betreffend die Anlage in Emerging Market-Ländern“, werden Investoren darüber informiert, dass weitere Risiken in der Russischen Föderation beziehungsweise in der Gemeinschaft unabhängiger Staaten in Bezug auf das Settlement von Wertpapiergeschäften bestehen, nämlich das Risiko, dass trotz erfolgter Zahlung seitens des Subfonds die entsprechenden Wertpapiere verspätet oder nicht geliefert werden. Auch kann das Risiko von Wertpapierfälschungen oder von Wertpapierdiebstahl nicht ausgeschlossen werden.

In Bezug auf Anlagen in der Russischen Föderation beziehungsweise der Gemeinschaft unabhängiger Staaten wird auf gewisse Risiken hinsichtlich des Eigentums und der Aufbewahrung von Wertpapieren hingewiesen. In der Russischen Föderation beziehungsweise der Gemeinschaft unabhängiger Staaten wird das Eigentum an Wertpapieren durch Eintragungen in die Bücher der die Wertpapiere emittierenden Gesellschaft oder ihrer Registerstelle (welche weder Agent der Depotbank noch dieser gegenüber verantwortlich ist) nachgewiesen. Die

that there may be a delay in the payment of the redemption price.

#### **Information on the investment in the People's Republic of China**

In addition to the above chapter “Information on the investment in Emerging Market Countries”, investors are informed that the securities markets of the People's Republic of China are developing markets which grow rapidly and are subject to quick mutations. The Chinese securities- and corporate-regulations are relatively new and can be subject to further changes and developments. Such changes may apply retroactively and have an adverse effect on the investments of the Subfund. It cannot be ruled out that in the future some restrictions may be imposed. Investments in China may trigger withholding or other taxes for the Subfund. In China, amendments to the tax regulations may occur rapidly and even enter into force retroactively.

#### **Information on the investment in Russia**

In addition to the above chapter “Information on the investment in Emerging Market Countries”, investors are informed that other risks existing in the Russian Federation and/or in the Commonwealth of Independent States relate to the settlement of securities transactions, in particular the risk of the corresponding securities being delivered late or not at all despite payment having been made by the Subfund. In addition, the risk of securities counterfeiting or securities theft cannot be ruled out.

With respect to investments in the Russian Federation and/or the Commonwealth of Independent States, certain risks relating to title and the safekeeping of securities are pointed out. In the Russian Federation and in the Commonwealth of Independent States, title to securities is evidenced by entries into the books of the company issuing the securities or the registration agent of the same (which is neither an agent of the custodian bank nor responsible to the latter). In this regard, the supervisory duties of the custodian bank are limited to supervision using its best efforts within the scope of what is reasonably possible. Share certificates representing the investment in companies from the Russian Federation and/or the Commonwealth of Independent States are not

Überwachungspflichten der Depotbank beschränken sich diesbezüglich auf eine Überwachung nach besten Kräften im Rahmen des vernünftigerweise Möglichen. Anteilszertifikate, welche die Beteiligung an Gesellschaften der Russischen Föderation beziehungsweise der Gemeinschaft unabhängiger Staaten darstellen, werden nicht bei der Depotbank oder Unterdepotbank oder in einem effektiven zentralen Depotsystem aufbewahrt. Infolge dieses Systems und aufgrund des Mangels an effektiven staatlichen Regelungen und Vollstreckbarkeit, könnte die Gesellschaft ihre Registrierung und Eigentum an Wertpapieren der Russischen Föderation beziehungsweise der Gemeinschaft unabhängiger Staaten durch Betrug, Nachlässigkeit oder einfach durch Übersehen verlieren. Auch wird darauf hingewiesen, dass solche Anteilszertifikate meistens nur in fotokopierter Form vorliegen und ihr rechtlicher Wert demnach angreifbar ist.

### 3.3 Hinweise betreffend High Yield Bonds

Bei Wertpapieren von Emittenten, die nach der Markteinschätzung keine guten Bonitäten aufweisen, muss mit einer im Vergleich zu Investment-Grade-Anleihen überdurchschnittlichen Volatilität gerechnet werden bzw. kann je nach dem der vollständige Wertverlust einzelner Anlagen nicht ausgeschlossen werden. Zur Verringerung dieser Risiken dienen die sorgfältige Überprüfung sowie eine breite Streuung der Emittenten.

### 3.4 Hinweise betreffend CoCo-Bonds

CoCo-Bonds, auch "CoCos" genannt, sind bedingte Pflichtwandelanleihen. Diese qualifizieren insoweit als Wertpapiere mit hybriden Charakter als sie in der Form von Schuldverschreibungen herausgegeben werden, die ihren Nominalwert verlieren (d.h. abgeschrieben werden) oder – infolge eines bestimmten Trigger-Ereignisses – in Aktien umgewandelt werden können. Das Trigger-Ereignis wird insbesondere dann eintreten, wenn die bankenaufsichtsrechtliche Quote (die sog. „Tier One“) der herausgebenden Bank unter einer bestimmten Schwelle fällt oder wenn die zuständige Aufsichtsbehörde dies so beschliesst. In diesem Fall werden die CoCo-Bonds, welche ursprünglich als Schuldverschreibungen herausgegeben wurden, ohne vorgängige Konsultation deren Inhaber automatisch in Aktien umgewandelt. Die Anlage in CoCo-Bonds kann folgende Risiken nach sich ziehen (keine abschliessende Auflistung):

**Liquiditätsrisiken:** Unter bestimmten Umständen kann sich das Finden eines an CoCo-Bonds interessierten Käufers schwierig gestalten und der Verkäufer kann zwecks Verkauf dazu gezwungen

safe-kept with the custodian bank or sub-custodian bank or in an effective centralised custody system. As a consequence of this system and due to the lack of effective state regulations and enforceability, the Company could lose its registration and title in securities of the Russian Federation and/or the Commonwealth of Independent States due to fraud, negligence or simply as a result of an oversight. It is pointed out that in most cases such share certificates exist only in photocopied form, thus leaving their legal value open to challenge.

### 3.3 Information on High Yield Bonds

For securities of issuers which – according to market assessments – do not have a good credit rating, a higher-than-average volatility, compared to investment-grade bonds, must be expected or, as the case may be, even the complete loss of individual investments cannot be ruled out. Careful monitoring and a wide diversification of the issuers are used to reduce such risks.

### 3.4 Information on CoCo-Bonds

CoCo-Bonds, also referred to as "CoCos" are contingent convertible bonds. They qualify as securities with a hybrid character insofar as they are issued in the form of bonds, which may lose their nominal value (i.e. be written down) or, following a determined trigger event, be transformed in equity. The trigger event will notably materialise when the prudential ratio (the so called "Tier One") of the issuing bank falls under a certain threshold or upon a decision of the competent supervisory authority. In such case, the CoCo-Bonds initially issued under the form of a bond will be automatically converted into equity without the holder of the CoCo-Bond being preliminarily consulted. Investment in CoCo-Bonds may entail the following risks (non-exhaustive list):

**Liquidity risk:** in certain circumstances finding a ready buyer for Co-Co-Bonds may be difficult and the seller may have to accept a significant discount to the expected value of the bond in order to sell it.

werden, einen bedeutenden Rabatt auf den erwarteten Wert des CoCo-Bonds hinzunehmen.

**Kapitalstruktur-Inversionsrisiken:** Anders als bei klassischen Kapitalhierarchien können CoCo-Bonds-Investoren einen totalen Kapitalverlust erleiden, ohne dass Aktieninhaber zugleich mit ihrem Investment ausfallen.

**Triggerschwellenrisiko:** Trigger-Schwellen definieren die Exposure zu Konversionsrisiken in Abhängigkeit des Abstandes der Kernkapitalquote zur Trigger-Schwelle. Es kann für den Portfolio Manager eines Subfonds schwierig sein, Trigger-ereignisse vorzusehen, welche die Umwandlung der Obligation in eine Aktie nach sich ziehen.

**Umwandlungsrisiken:** Es kann für den Portfolio Manager eines Subfonds schwierig sein zu beurteilen, wie sich Wertpapiere nach einer Umwandlung entwickeln. Bei Umwandlungen in Aktien kann der Portfolio Manager dazu gezwungen sein, diese neu ausgegebenen Aktien zu verkaufen, weil die Anlagepolitik des Subfonds das Halten von Aktien im Portfolio nicht zulässt. Der Zwangsverkauf selbst kann zu Liquiditätsrisiken bezüglich ebendieser Aktien führen.

**Couponannullierung:** Bei gewissen CoCo-Bonds sind Couponzahlungen diskretionär und können vom Emittenten jederzeit, aus irgendwelchen Gründen und für irgendwelche Zeitspanne annulliert werden.

**Kündigungsaufschubsrisiken:** Gewisse CoCo-Bonds werden als ewige Instrumente herausgegeben, welche bei Erreichen vordefinierter Schwellen nur mit Bewilligung der zuständigen Behörde kündbar sind.

**Sektorkonzentrationsrisiken:** CoCo-Bonds werden von Bank- und Versicherungsinstituten herausgegeben. Falls ein Subfund hauptsächlich in CoCo-Bonds investiert, wird seine Performance stärker vom allgemeinen Zustand der Finanzdienstleistungsindustrie abhängig sein als ein Subfonds, der in einer diversifizierteren Strategie investiert.

**Unbekannte Risiken:** Die Struktur von CoCo-Bonds ist innovativ und noch unerprobt.

Eine detaillierte Analyse der mit CoCo-Bonds verbundenen Risiken befindet sich in der Erklärung der ESMA/2014/944

([https://www.esma.europa.eu/sites/default/files/library/2015/11/2014-](https://www.esma.europa.eu/sites/default/files/library/2015/11/2014-944_statement_on_potential_risks_associated_with_investing_in_contingent_convertible_instruments.pdf)

[944\\_statement\\_on\\_potential\\_risks\\_associated\\_with\\_investing\\_in\\_contingent\\_convertible\\_instruments.pdf](https://www.esma.europa.eu/sites/default/files/library/2015/11/2014-944_statement_on_potential_risks_associated_with_investing_in_contingent_convertible_instruments.pdf)).

**Capital structure inversion risk:** contrary to classical capital hierarchy, CoCo-Bonds' investors may suffer a loss of capital when equity holders do not.

**Trigger level risk:** trigger levels determine exposure to conversion risk depending on the distance of the capital ratio to the trigger level. It might be difficult for the portfolio manager of a subfund to anticipate the triggering events that would require the debt to convert into equity.

**Conversion risk:** it might be difficult for the portfolio manager of the subfund to assess how the securities will behave upon conversion. In case of conversion into equity, the portfolio manager might be forced to sell these new equity shares because of the investment policy of the subfund does not allow equity in its portfolio. This forced sale may itself lead to liquidity issue for these shares.

**Coupon cancellation:** for some CoCo-Bonds, coupon payments are entirely discretionary and may be cancelled by the issuer at any point, for any reason and for any length of time.

**Call extension risk:** some CoCo-Bonds are issued as perpetual instruments, callable at pre-determined levels only with the approval of the competent authority.

**Sector concentration risk:** CoCo-Bonds are issued by banking/insurance institutions. If a subfund invests significantly in CoCo-Bonds its performance will depend to a greater extent on the overall condition of the financial services industry than a subfund following a more diversified strategy.

**Unknown risk:** the structure of CoCo-Bonds is innovative yet untested.

A detailed analysis of the risks inherent to CoCo-Bonds may be found in the statement ESMA/2014/944 ([https://www.esma.europa.eu/sites/default/files/library/2015/11/2014-944\\_statement\\_on\\_potential\\_risks\\_associated\\_with\\_investing\\_in\\_contingent\\_convertible\\_instruments.pdf](https://www.esma.europa.eu/sites/default/files/library/2015/11/2014-944_statement_on_potential_risks_associated_with_investing_in_contingent_convertible_instruments.pdf)).

### 3.5. Hinweise betreffend die Anlage in ABS und MBS

Die Liquidität der einzelnen Asset Backed Securities („ABS“) und Mortgage Backed Securities („MBS“), in welche der Subfonds investiert, kann für einen Teil der Anlagen begrenzt sein. Dies hat zur Folge, dass der Subfonds solche Positionen nur mit erheblichen Schwierigkeiten und ggf. zu einem Abschlag gegenüber deren innerem Wert verkaufen kann. Dieser Effekt wird durch den Umstand verstärkt, dass die ABS und MBS unter Umständen eine sehr lange Laufzeit haben können.

Bei gewissen ABS und MBS besteht zudem das Risiko, dass sie vorzeitig fällig werden (sog. *prepayment risk*) oder aber dass sie später als erwartet fällig werden (sog. *extension risk*).

Die Werthaltigkeit des den ABS und MBS zugrundeliegenden Sicherungspools (Forderungspools) unterliegt Kredit-, Liquiditäts- und Zinsrisiken und ist generell abhängig vom Zinsniveau, der allgemeinen wirtschaftlichen Lage, der Kreditwürdigkeit der Schuldner und ähnlichen Faktoren. Eine Verschlechterung dieser Faktoren kann zu einer Zunahme von Zahlungsverzügen oder Insolvenzerklärungen seitens der Schuldner führen, und schliesslich dazu, dass den ABS und MBS zugrundeliegende Forderungen nicht mehr zurückbezahlt werden.

### 3.6. Hinweise betreffend die Anlage in Zertifikate und strukturierte Produkte

Anlagen in Zertifikate und strukturierte Produkte können erhöhte Risiken aufweisen, welche den Wert von Zertifikaten und strukturierten Produkten direkt oder indirekt, über die Basiswerte von Zertifikaten und strukturierten Produkten, beeinflussen können. Dies kann zu teilweisem oder ganzlichem Wertverlust der Zertifikate und strukturierten Produkte führen. Diese Anlagen sind u.a. folgenden Risiken ausgesetzt:

**Emittentenrisiko:** dieses Risiko umschreibt die Gefahr, dass der Emittent von Zertifikaten oder strukturierten Produkten seinen Verpflichtungen vorübergehend oder dauernd nicht nachkommen und deshalb Zins- oder Ausgleichszahlungen nicht nachkommen kann. Dies kann dazu führen, dass Anleger Zinszahlungen nicht erhalten und/oder das gesamte angelegte Kapital verlieren. Änderungen der Bonität von Emittenten können den Wert von Zertifikaten und strukturierten Produkten ebenfalls negativ beeinflussen.

**Marktrisiko:** der Wert von Zertifikaten und strukturierten Produkten ist abhängig von Marktschwankungen,

### 3.5 Information on Investments in ABS and MBS

The liquidity level of the individual Asset Backed Securities („ABS“) and Mortgage Backed Securities („MBS“) in which the Subfund invests may be achieved only partially by the investment. As a result, the Subfund may redeem such positions with substantial difficulty and, as the case may be, at a disadvantageous price compared to its intrinsic value. This effect is aggravated by the fact that the ABS and MBS can, under certain circumstances, have a very long expiration period.

For certain ABS and MBS there is the additionally risk of premature repayment (so-called *prepayment risk*) or repayment after the due date (so-called *extension risk*).

The intrinsic value of the collateral pool (credit pool) underlying the ABS and MBS is subject to credit risks, liquidity risks and interest rate risks, and generally oscillates depending on the interest rate level, the general economic situation, the creditworthiness of the debtor and similar factors. A deterioration of these factors may increase the number of delayed payments or declarations of insolvency on the part of the debtors, and, consequently, may lead to the non-reimbursement of the collaterals underlying the ABS and MBS.

### 3.6 Information on Investments in certificates and structured products

Investments in certificates and structured products involve increased risks. Risks can directly impact the value of certificates and structured products, or indirectly when risks impact the value of certificates and structured products underlying assets, which translate in partial or total loss of the value of certificates and structured products. In particular, and not limited to, the investments are subject to the following risks:

**Issuer risk:** the risk that the issuer of the certificates or of the structured products becomes temporarily or permanently unable to meet its obligations to pay interest and/or settlement amount. In this case investors may not receive any of the due interest payments and/or may lose the totality of the invested capital. Changes in the issuer's credit rating may negatively impact the value of certificates and structured products.

**Market risk:** the value of the certificates and structure products is exposed to market fluctuations, which may impact the certificates and structured notes, or the certificates and structured notes underlying assets,

welche Zertifikate und strukturierte Produkte oder deren Basiswerte beeinflussen können. Negative Marktschwankungen können für Anleger erhebliche Verluste bis zum Totalverlust nach sich ziehen.

Zinsrisiken: Änderungen der Zinssätze können den Wert von Zertifikaten und strukturierten Produkten negativ beeinflussen.

Liquiditätsrisiken: bei Illiquidität geregelter Märkte, kann der Handel mit Zertifikaten und strukturierte Produkten, welche an solchen Märkten gehandelt werden, unter Umständen eingeschränkt und der Verkauf deshalb erschwert sein oder nur zu ungünstigen Preisen (verglichen mit dem intrinsischen Wert) erfolgen. Dieser Einfluss kann bei längerer Laufzeit von Zertifikaten und strukturierten Produkten stärker auftreten.

Komplexitätsrisiken: Zertifikate und strukturierte Produkte können verschiedentlich strukturiert werden und aus Komponenten, wie bspw. Anleihen, Aktien und Derivaten bestehen. Die diesen Anlagen inhärenten Risiken können negative Auswirkungen auf den Wert von Zertifikaten und strukturierten Produkten ausweisen. Spezifische Risiken von Derivaten sind in Absatz 3.1 beschrieben.

Rückrufrisiko: Zertifikate und strukturierte Produkte können vor Ende der Laufzeit zurückgerufen werden. Der Wert und die Liquidität der verbleibenden ausstehenden Zertifikate und strukturierten Produkte kann dadurch negativ beeinflusst werden. Im Falle eines Rückrufs, ist der tatsächliche Ertrag von Zertifikaten und strukturierten Produkten niedriger als ursprünglich angenommen.

### 3.7 Hinweise betreffend Nachhaltigkeitsrisiken:

#### CARTHESIO ANALYTICA EQUITY FUND

Der Marktwert der zugrunde liegenden Anlagen des Subfonds unterliegt den im Allgemeinen Teil beschriebenen Nachhaltigkeitsrisiken. Der Subfonds wird als mit hohen Nachhaltigkeitsrisiken behaftet, die erhebliche Auswirkungen auf den Wert des Portfolios haben können.

Die Bewertung der Nachhaltigkeitsrisiken ist fester Bestandteil der Investmententscheidungen des Anlageverwalters und wird regelmässig während der gesamten Laufzeit der Anlagen durchgeführt.

Für die Zwecke der Bewertung des Nachhaltigkeitsrisikos kann der Anlageverwalter alle verfügbaren Nachhaltigkeitsinformationen verwenden, wie z. B. öffentlich zugängliche Berichte investierter Unternehmen, sonstige öffentlich zugängliche Daten

generating significant or total loss for the investors in case of negative market fluctuations.

Interest rate risk: the value of the certificates and structure products and of the possible interest payments due to investors can be negatively impacted by variations of interest rates.

Liquidity risk: while certificates and structured products are listed on regulated markets, these are difficult to dispose of when markets become illiquid. As a result, certificates and structured products may be redeemed with substantial difficulty and, as the case may be, at a disadvantageous price compared to their intrinsic value. This effect is aggravated in cases when certificates and structured products have a long expiration periods.

Instrument complexity risk: certificates and structured products may be formed of components such as bonds, equity, and derivatives. The risks pertinent to each of these instruments, can negatively impact the value of certificates and structured products. For derivatives in particular, the risks described in paragraph 3.1 apply.

Recall risk: certificates and structured products may be recalled before their set maturity. In this case the value and the liquidity of the remaining outstanding certificates and structured products may be negatively impacted. In case of recall, investors will receive less than the initial expected certificates and structured products' yield.

### 3.7 Sustainability risks:

#### CARTHESIO ANATYTICA EQUITY FUND

The market value of underlying investments of the Subfund are subject to sustainability risks described in the General Part. The Subfund is deemed to have a high level of sustainability risks, which may have significant effect on the value of the portfolio.

The sustainability risk assessment is integrated to the investment decisions of the Investment Manager and shall be carried out at least periodically throughout the life-time of such investment.

For the purposes of sustainability risk assessment, the Investment Manager may use any sustainability information available such as publicly available reports of invested companies, other publicly available data (such as credit ratings) and data made and distributed by external data vendors.

(z. B. Kredit-Ratings) und Daten, die von externen Datenanbietern erstellt und veröffentlicht werden.

Die diesem Finanzprodukt zugrunde liegenden Investitionen berücksichtigen nicht die EU-Kriterien für ökologisch nachhaltige Wirtschaftsaktivitäten.

#### **CARTHESIO FRAME ALPHA STRATEGY FUND**

Der Marktwert der zugrunde liegenden Anlagen des Subfonds unterliegt den im Allgemeinen Teil beschriebenen Nachhaltigkeitsrisiken. Zur Erreichung seines Anlageziels setzt der Subfonds eine umfangreiche Palette an unterschiedlichen Instrumenten und Techniken ein.

Die Nachhaltigkeitsrisiken werden in Abhängigkeit von der Portfoliozusammensetzung im Zeitablauf variieren. Die Bewertung der Nachhaltigkeitsrisiken ist fester Bestandteil der Investmententscheidungen des Anlageverwalters und wird regelmässig während der gesamten Laufzeit der Anlagen durchgeführt. Zusätzlich zu den Überlegungen auf der Ebene der individuellen Vermögenswerte kann der Anlageverwalter bei Allokationsentscheidungen auf Assetklassen-Ebene Bewertungen des Nachhaltigkeitsrisikos auch auf der Assetklassen-Ebene vornehmen. Für die Zwecke der Bewertung des Nachhaltigkeitsrisikos kann der Anlageverwalter alle verfügbaren Nachhaltigkeitsinformationen verwenden, wie z. B. öffentlich zugängliche Berichte investierter Unternehmen, sonstige öffentlich zugängliche Daten (z. B. Kredit-Ratings) und Daten, die von externen Datenanbietern erstellt und veröffentlicht werden.

Die diesem Finanzprodukt zugrunde liegenden Investitionen berücksichtigen nicht die EU-Kriterien für ökologisch nachhaltige Wirtschaftsaktivitäten.

#### **CARTHESIO GLOBAL INCOME FUND**

Der Marktwert der zugrunde liegenden Anlagen des Subfonds unterliegt den im Allgemeinen Teil beschriebenen Nachhaltigkeitsrisiken. Zur Erreichung seines Anlageziels setzt der Subfonds eine umfangreiche Palette an unterschiedlichen Instrumenten und Techniken ein.

Die Nachhaltigkeitsrisiken werden in Abhängigkeit von der Portfoliozusammensetzung im Zeitablauf variieren. Die Bewertung der Nachhaltigkeitsrisiken ist fester Bestandteil der Investmententscheidungen des Anlageverwalters und wird regelmässig während der gesamten Laufzeit der Anlagen durchgeführt. Zusätzlich zu den Überlegungen auf der Ebene der individuellen Vermögenswerte kann der Anlageverwalter bei Allokationsentscheidungen auf Assetklassen-Ebene Bewertungen des

The investments underlying this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

#### **CARTHESIO FRAME ALPHRA STRATEGY FUND**

The market value of underlying investments of the Subfund are subject to sustainability risks described in the General Part. The Subfund employs a wide selection of different instruments and techniques in order to meet its investment objective. The sustainability risks will vary depending on the composition of the portfolio from time to time.

The sustainability risk assessment is integrated to the investment decisions of the Investment Manager and shall be carried out at least periodically throughout the life-time of such investment. In addition to asset level considerations, the Investment Manager may make sustainability risk assessments on an asset-type level when making allocation decisions between different types of assets. For the purposes of sustainability risk assessment, the Investment Manager may use any sustainability information available such as publicly available reports of invested companies, other publicly available data (such as credit ratings) and data made and distributed by external data vendors.

The investments underlying this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

#### **CARTHESIO GLOBAL INCOME FUND**

The market value of underlying investments of the Subfund are subject to sustainability risks described in the General Part. The Subfund employs a wide selection of different instruments and techniques in order to meet its investment objective. The sustainability risks will vary depending on the composition of the portfolio from time to time.

The sustainability risk assessment is integrated to the investment decisions of the Investment Manager and shall be carried out at least periodically throughout the life-time of such investment. In addition to asset level considerations, the Investment Manager may make sustainability risk assessments on an asset-type level when making allocation decisions between different types of assets. What is set out about increased risk of investing in emerging market countries is also applicable to sustainability risks. Also, the availability of sustainability related data in emerging market

Nachhaltigkeitsrisikos auch auf der Assetklassen-Ebene vornehmen. Die Ausführungen zum erhöhten Risiko bei Investitionen in Schwellenländern gelten in gleichem Masse für Nachhaltigkeitsrisiken. Darüber hinaus kann die Verfügbarkeit von nachhaltigkeitsbezogenen Daten in Schwellenländern geringer sein als in entwickelten Ländern. Für die Zwecke der Bewertung des Nachhaltigkeitsrisikos kann der Anlageverwalter alle verfügbaren Nachhaltigkeitsinformationen verwenden, wie z. B. öffentlich zugängliche Berichte investierter Unternehmen, sonstige öffentlich zugängliche Daten (z. B. Kredit-Ratings) und Daten, die von externen Datenanbietern erstellt und veröffentlicht werden.

Die diesem Finanzprodukt zugrunde liegenden Investitionen berücksichtigen nicht die EU-Kriterien für ökologisch nachhaltige Wirtschaftsaktivitäten.

#### **CARTHESIO RATIO TOTAL RETURN CREDIT FUND**

Nachhaltigkeitsrisiken: Der Marktwert der zugrunde liegenden Anlagen des Subfonds unterliegt den im Allgemeinen Teil beschriebenen Nachhaltigkeitsrisiken. Die Nachhaltigkeitsrisiken des Subfonds werden als moderat eingestuft. Die Bewertung der Nachhaltigkeitsrisiken ist fester Bestandteil der Investmententscheidungen des Anlageverwalters und wird regelmässig während der gesamten Laufzeit der Anlagen durchgeführt.

Die Ausführungen zum erhöhten Risiko bei Investitionen in Schwellenländern gelten in gleichem Masse für Nachhaltigkeitsrisiken. Darüber hinaus kann die Verfügbarkeit von nachhaltigkeitsbezogenen Daten in Schwellenländern geringer sein als in entwickelten Ländern. Für die Zwecke der Bewertung des Nachhaltigkeitsrisikos kann der Anlageverwalter alle verfügbaren Nachhaltigkeitsinformationen verwenden, wie z. B. öffentlich zugängliche Berichte investierter Unternehmen, sonstige öffentlich zugängliche Daten (z. B. Kredit-Ratings) und Daten, die von externen Datenanbietern erstellt und veröffentlicht werden.

Die diesem Finanzprodukt zugrunde liegenden Investitionen berücksichtigen nicht die EU-Kriterien für ökologisch nachhaltige Wirtschaftsaktivitäten.

#### **CARTHESIO REGULAE FUND**

Der Marktwert der zugrunde liegenden Anlagen des Subfonds unterliegt den im Allgemeinen Teil beschriebenen Nachhaltigkeitsrisiken. Zur Erreichung seines Anlageziels setzt der Subfonds eine umfangreiche Palette an unterschiedlichen Instrumenten und Techniken ein. Die Nachhaltigkeitsrisiken werden in Abhängigkeit von der

countries may be poorer than in developed countries. For the purposes of sustainability risk assessment, the Investment Manager may use any sustainability information available such as publicly available reports of invested companies, other publicly available data (such as credit ratings) and data made and distributed by external data vendors.

The investments underlying this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

#### **CARTHESIO RATIO TOTAL RETURN CREDIT FUND**

The market value of underlying investments of the Subfund are subject to sustainability risks described in the General Part. The Subfund is deemed to have a moderate level of sustainability risks. The sustainability risk assessment is integrated to the investment decisions of the Investment Manager and shall be carried out at least periodically throughout the life-time of such investment. What is set out about increased risk of investing in emerging market countries is also applicable to sustainability risks. Also, the availability of sustainability related data in emerging market countries may be poorer than in developed countries. For the purposes of sustainability risk assessment, the Investment Manager may use any sustainability information available such as publicly available reports of invested companies, other publicly available data (such as credit ratings) and data made and distributed by external data vendors.

The investments underlying this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

#### **CARTHESIO REGULAE FUND**

The market value of underlying investments of the Subfund are subject to sustainability risks described in the General Part. The Subfund employs a wide selection of different instruments and techniques in order to meet its investment objective. The sustainability risks will vary depending on the composition of the portfolio from time to time. The sustainability risk assessment is integrated to the

Portfoliozusammensetzung im Zeitablauf variieren. Die Bewertung der Nachhaltigkeitsrisiken ist fester Bestandteil der Investmententscheidungen des Anlageverwalters und wird regelmässig während der gesamten Laufzeit der Anlagen durchgeführt. Die Ausführungen zum erhöhten Risiko bei Investitionen in Schwellenländern gelten in gleichem Masse für Nachhaltigkeitsrisiken. Darüber hinaus kann die Verfügbarkeit von nachhaltigkeitsbezogenen Daten in Schwellenländern geringer sein als in entwickelten Ländern. Zusätzlich zu den Überlegungen auf der Ebene der individuellen Vermögenswerte kann der Anlageverwalter bei Allokationsentscheidungen auf Assetklassen-Ebene Bewertungen des Nachhaltigkeitsrisikos auch auf der Assetklassen-Ebene vornehmen. Für die Zwecke der Bewertung des Nachhaltigkeitsrisikos kann der Anlageverwalter alle verfügbaren Nachhaltigkeitsinformationen verwenden, wie z. B. öffentlich zugängliche Berichte investierter Unternehmen, sonstige öffentlich zugängliche Daten (z. B. Kredit-Ratings) und Daten, die von externen Datenanbietern erstellt und veröffentlicht werden.

Die diesem Finanzprodukt zugrunde liegenden Investitionen berücksichtigen nicht die EU-Kriterien für ökologisch nachhaltige Wirtschaftsaktivitäten.

#### 4. ANLEGERPROFIL

Die CARTHESIO FUNDS eignen sich für Investoren, die Erfahrung mit volatilen Anlagen haben, über solide Kenntnisse der Kapitalmärkte verfügen und die an der Entwicklung der Kapitalmärkte teilhaben wollen, um ihre spezifischen Anlageziele zu verfolgen. Investoren haben mit Wertschwankungen zu rechnen, die temporär auch zu hohen Wertverlusten führen können. In einem Gesamtportfolio können diese Subfonds als Basisanlage eingesetzt werden.

#### 5. DER ANLAGEVERWALTER

**CARTHESIO SA**, Via Ferruccio Pelli 13a, CP 5366, CH-6901 Lugano.

Die CARTHESIO SA ist eine Aktiengesellschaft nach schweizerischem Recht. Sie besitzt eine Bewilligung der Eidgenössischen Finanzmarktaufsicht FINMA als Vermögensverwalter kollektiver Kapitalanlagen und wird durch die FINMA beaufsichtigt.

Die CARTHESIO SA ist ermächtigt, unter Berücksichtigung der Anlageziele, -politik und -grenzen der Gesellschaft bzw. des Subfonds und unter der ultimativen Kontrolle der Verwaltungsgesellschaft bzw. des Verwaltungsrats oder der/den von der Verwaltungsgesellschaft bestellten Kontrollstelle/n für

investment decisions of the Investment Manager and shall be carried out at least periodically throughout the life-time of such investment. What is set out about increased risk of investing in emerging market countries is also applicable to sustainability risks. Also, the availability of sustainability related data in emerging market countries may be poorer than in developed countries. In addition to asset level considerations, the Investment Manager may make sustainability risk assessments on an asset-type level when making allocation decisions between different types of assets. For the purposes of sustainability risk assessment, the Investment Manager may use any sustainability information available such as publicly available reports of invested companies, other publicly available data (such as credit ratings) and data made and distributed by external data vendors.

The investments underlying this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

#### 4. INVESTOR PROFILE

Each of CARTHESIO FUNDS is suitable for investors who have experience with volatile investments, have sound knowledge of the capital markets and wish to participate in the performance of the capital markets so as to pursue their specific investment objectives. Investors must expect fluctuations in the value of the investments, which may temporarily also lead to substantial loss of value. Each of these Subfunds may be used as a basic investment within the portfolio.

#### 5. THE INVESTMENT MANAGER

**CARTHESIO SA**, Via Ferruccio Pelli 13a, CP 5366, CH-6901 Lugano.

CARTHESIO SA is a joint-stock company organised under the law of Switzerland and holds an asset manager licence granted by the Swiss Financial Market Supervisory Authority FINMA and is supervised by the FINMA.

CARTHESIO SA is authorised to make investments directly for the CARTHESIO FUNDS, taking into account the investment objectives, policy and limits of the Company or the Subfunds, as applicable, and under the ultimate supervision of the Management Company or the Board of Directors or the auditor(s) appointed by the Management Company.

die CARTHESIO FUNDS unmittelbar Anlagen zu tätigen.

Die Anlageverwalterin kann mit Zustimmung der Verwaltungsgesellschaft die Unterstützung von Anlageberatern beanspruchen.

With the approval of the Management Company, the Investment Manager may seek the assistance of investment advisers.

## 6. BESCHREIBUNG DER ANTEILE

Nach dem Erstausgabedatum kann die Gesellschaft Anteile der CARTHESIO FUNDS in folgenden Kategorien ausgeben:

- A-Anteile: ausschüttend;
- B-Anteile: thesaurierend;
- B2-Anteile: thesaurierend, ohne Verkaufs- bzw. Rücknahmegebühren;
- B3-Anteile: thesaurierend, ohne Rücknahmegebühren;
- C-Anteile: thesaurierend (für „institutionelle Investoren“, wie nachfolgend definiert);
- E-Anteile: thesaurierend (für bestimmte Vertriebsstellen, wie nachfolgend definiert).

Es werden nur Anteile in Namensform ausgegeben.

Die Gesellschaft kann Anteile sowohl in der Rechnungswährung EUR der Subfonds als auch in CHF/USD anbieten. Die jeweils verfügbaren Anteilskategorien können bei der Hauptverwaltungsstelle bzw. bei den Informations- oder Vertriebsstellen erfragt werden.

**C-Anteile** dürfen nur durch „institutionelle Investoren“ im Sinne von Artikel 174 des Gesetzes von 2010, erworben werden (vgl. zur Mindestzeichnung die nachfolgenden Kapitel „Ausgabe der Anteile“ und „Umtausch von Anteilen“).

**E-Anteile** werden ausschliesslich an Vertriebsstellen bzw. Investoren mit Domizil im Italien sowie an bestimmte weitere Vertriebsstellen in anderen Vertriebsmärkten ausgegeben, sofern der Verwaltungsrat der Gesellschaft für letztere eine besondere Ermächtigung zum Vertrieb der E-Anteile beschlossen hat. Die Liste mit den entsprechenden Ländern, in welchen E-Anteile ausgegeben werden, ist bei der Verwaltungsgesellschaft erhältlich. Andere Vertriebsstellen dürfen keine E-Anteile erwerben.

## 6. DESCRIPTION OF SHARES

After the initial issue date, the Company may issue Shares of the CARTHESIO FUNDS in the following categories:

- A-Shares: distributing;
- B-Shares: accumulating;
- B2-Shares: accumulating, with no selling fee or redemption fee;
- B3-Shares: accumulating, with no redemption fee;
- C-Shares: accumulating (for “institutional investors” as described hereafter);
- E-Shares: accumulating (for certain distributors as defined below).

Only registered Shares will be issued.

The Company may issue Shares both in the accounting currency of the Subfunds, EUR, as well as in CHF/USD. Details of the Share categories currently available may be requested from the central administration or the information agents or distributors.

**C-Shares** may be purchased exclusively by “institutional investors” within the meaning of Article 174 et seq. of the 2010 Law (re. minimum subscriptions, see the following sections “Issue of Shares” and “Switching of Shares”).

**E-Shares** are issued exclusively to distributors or, respectively, investors domiciled in Italy and to certain additional distributors in other distribution markets, provided the Board of Directors of the Company has decided on a special authorisation for the distribution of E-Shares. The list of the corresponding countries in which E-Shares will be issued is available from the Management Company. All other distributors are not allowed to acquire E-Shares.

**7. AUSSCHÜTTUNGSPOLITIK**

Die Gesellschaft beabsichtigt, in Übereinstimmung mit den luxemburgischen Gesetzen, der Satzung und diesem Prospekt, für ausschüttende Anteile folgende Ausschüttungspolitik:

- Jährliche vollständige Ausschüttung der im betreffenden Subfonds erzielten Erträge (Zinsen, Dividenden, sonstige Erträge).
- Zurückhalten der im Subfonds erzielten Kapital- und Devisengewinne.

Die Gesellschaft behält sich vor, die Ausschüttungspolitik, insbesondere auch aus steuerlichen Überlegungen, im Interesse der Aktionäre jederzeit zu ändern.

**8. GEBÜHREN UND KOSTEN****A) Verwaltungsgebühr und Dienstleistungsgebühr**

Auf der Basis des Nettoinventarwertes des jeweiligen Subfonds wird bei den A-, B-, B2-, C- und E-Anteilen für die Verwaltung und die Beratung in Bezug auf das Wertpapierportfolio sowie für sonstige damit verbundene Verwaltungs- und Vertriebsleistungen eine jährliche maximale Verwaltungsgebühr wie folgt zulasten des jeweiligen Subfonds erhoben:

| Subfonds / Subfunds                         | max. Verwaltungsgebühr p.a. in % des Nettoinventarwerts /<br>max. Management fee p.a. as a % of the net asset value |       |       |       |       |       |       |       |       |       |       |
|---------------------------------------------|---------------------------------------------------------------------------------------------------------------------|-------|-------|-------|-------|-------|-------|-------|-------|-------|-------|
| Shares                                      | A                                                                                                                   | B     | B-USD | B-CHF | B2    | C     | C-USD | C-CHF | E     | E-USD | E-CHF |
| CARTHESIO RATIO TOTAL RETURN<br>CREDIT FUND | n/a                                                                                                                 | 1.25% | 1.25% | 1.25% | n/a   | 1.00% | 1.00% | 1.00% | 1.25% | 1.25% | 1.25% |
| CARTHESIO FRAME ALPHA<br>STRATEGY FUND      | n/a                                                                                                                 | 1.70% | 1.80% | 1.20% | 1.80% | 0.85% | 0.85% | 0.85% | n/a   | n/a   | n/a   |
| CARTHESIO REGULAE FUND                      | n/a                                                                                                                 | 1.50% | 1.50% | 1.50% | n/a   | 0.80% | 0.80% | 0.80% | 1.50% | 1.50% | 1.50% |

|                              | B     | B-USD | B-CHF | B3    | B3-CHF | B3-USD | C     | C-USD | C-CHF |
|------------------------------|-------|-------|-------|-------|--------|--------|-------|-------|-------|
| CARTHESIO GLOBAL INCOME FUND | 1.20% | 1.20% | 1.20% | 1.80% | 1.80%  | 1.80%  | 1.00% | 1.00% | 1.00% |

Bei den E-Anteilen wird jeweils eine zusätzliche Vertriebsgebühr von maximal 0,75% p.a. erhoben.

Die Gesellschaft zahlt ferner aus dem NIW der Subfonds die im Kapitel „Gebühren und Kosten“ des Allgemeinen Teils beschriebenen Kosten insbesondere die Dienstleistungsgebühr. Der Mindestbetrag der Dienstleistungsgebühr beträgt per Subfonds jährlich CHF 100'000, sofern die Verwaltungsgesellschaft nicht vollständig oder teilweise auf den Mindestbetrag verzichtet.

**7. DIVIDEND POLICY**

The Company intends to apply the following dividend policy in respect of distributing Shares, in accordance with the laws of Luxembourg, the Articles of Association and this Prospectus:

- Annual payment in full of the income earned in the respective Subfunds (interest, dividends, other income).
- Retention of the capital and exchange rate gains earned in the Subfunds.

The Company reserves the right to change the dividend policy at any time, particularly for tax reasons, in the interest of the investors.

**8. FEES AND COSTS****A) Management Fee and Servicing Fee**

On the basis of the net asset value of the respective Subfund, a maximum annual management fee is charged to the respective Subfund for A-, B-, B2-, C- and E-Shares for the management and advisory services relating to the securities portfolio and for other related administrative and distribution services, as set out below:

For E-Shares an additional distribution fee of maximum 0.75% p.a. will be charged.

In addition, the Company shall pay out of the NAV of the Subfunds the costs described in the section “Fees and costs” of the General Part, particularly the Servicing Fee. The minimum amount of the Servicing Fee per Subfund shall be CHF 100'000 p.a. if not waived (partly or fully) by the Management Company.

## B) Performance Fee

### **CARTHESIO RATIO TOTAL RETURN CREDIT FUND, CARTHESIO FRAME ALPHA STRATEGY FUND, CARTHESIO REGULAE FUND und CARTHESIO GLOBAL INCOME FUND**

Der Anlageverwalter hat darüber hinaus Anspruch auf eine performanceabhängige Entschädigung („**Performance Fee**“) unter den nachfolgend genannten Bedingungen:

Der Referenzzeitraum für die Wertentwicklung entspricht der gesamten Laufzeit des jeweiligen Subfonds, außer bei besonderen Ereignissen wie einer Verschmelzung oder einem Wechsel des Anlageverwalters. Der Referenzzeitraum für die Wertentwicklung beginnt mit dem Datum der Lancierung der jeweiligen Anteils-kategorie.

Die Performance Fee unterliegt einer „High Water Mark“.

Der Anlageverwalter hat dann Anspruch auf eine Performance Fee, wenn am letzten Bewertungstag eines Rechnungsjahres der NIW je Anteil der jeweiligen Anteils-kategorie oberhalb der bisherigen High Water Mark liegt („**Outperformance gegenüber der High Water Mark**“), vor Abzug der Performance Fee und abzüglich aller mit dem jeweiligen Subfonds verbundenen Kosten (z.B. Verwaltungsgebühren und andere anwendbare Gebühren). Jede Unter-Performance oder jeder Verlust, die während des Referenzzeitraums für die Wertentwicklung gegenüber der High Water Mark entstanden sind, sollen aufgeholt werden, bevor erneut eine Performance Fee fällig wird.

Die Performance Fee wird an jedem Bewertungstag (wie im Kapitel „Bestimmung des Nettoinventarwertes“ im Allgemeinen Teil definiert) berechnet und zurückgestellt. Am Ende jedes Rechnungsjahres wird die bis dahin zurückgestellte, zu zahlende Performance Fee kristallisiert und an den Anlageverwalter ausgezahlt.

Bei der Lancierung der Anteils-kategorie, die einer Performance Fee unterliegt, ist die High Water Mark identisch mit dem Erstausgabepreis pro Anteil. Falls der NIW je Anteil der jeweiligen Anteils-kategorie am letzten Bewertungstag eines Rechnungsjahres über der bisherigen High Water Mark liegt, entspricht die High Water Mark des folgenden Rechnungsjahres dem NIW pro Anteil, der nach Abzug der gezahlten Performance Fee an diesem Bewertungstag berechnet wurde. In allen anderen Fällen bleibt die High Water Mark unverändert.

## B) Performance Fee

### **CARTHESIO RATIO TOTAL RETURN CREDIT FUND, CARTHESIO FRAME ALPHA STRATEGY FUND, CARTHESIO REGULAE FUND and CARTHESIO GLOBAL INCOME FUND**

The Investment Manager is, in addition, entitled to a performance-related remuneration (“**Performance Fee**”), subject to the conditions set out below:

The “Performance Reference Period” corresponds to the entire lifecycle of the respective Subfund, except for special events such as a merger or replacement of the Investment Manager. The Performance Reference Period shall start on the respective Share Category’s launch date.

The Performance Fee is subject to a “High Water Mark”.

The Investment Manager is entitled to a Performance Fee if, on the last Valuation Day of the financial year, the NAV per Share of the relevant Share Category is above the previous High Water Mark (“**Outperformance over the High Water Mark**”) before deduction of the Performance Fee and net of all costs relating to the relevant Subfund (e.g. management fees and other applicable fees). As such, any underperformance or loss previously incurred during the Performance Reference Period against the High Water Mark should be recovered before a Performance Fee becomes payable again.

The Performance Fee will be calculated and accrued on every Valuation Day (as defined in the section “Calculation of net asset value” in the General Part). At the end of each financial year, the then accrued payable Performance Fee will be crystallised and is to be paid out yearly to the Investment Manager.

At launch of a Share category subject to a Performance Fee, the High Water Mark will be identical to the initial issue price per Share. If, on the last Valuation Day of a financial year, the NAV of the Share Category outperforms the previous High Water Mark, the High Water Mark of the following financial year shall correspond to the NAV per Share calculated after deduction of the paid Performance Fee of said Valuation Day. In any other cases, the High Water Mark will remain unchanged.

The amount of the Performance Fee for CARTHESIO RATIO TOTAL RETURN CREDIT FUND and CARTHESIO REGULAE FUND is 10% and, respectively, for CARTHESIO FRAME ALPHA STRATEGY FUND 15% and, respectively, for CARTHESIO GLOBAL INCOME FUND 20% of the respective Outperformance over the High Water Mark.

Die Performance Fee beträgt für den CARTHESIO RATIO TOTAL RETURN CREDIT FUND und den CARTHESIO REGULAE FUND 10% bzw. für den CARTHESIO FRAME ALPHA STRATEGY FUND 15% bzw. für den CARTHESIO GLOBAL INCOME FUND 20% der jeweiligen *Outperformance gegenüber der High Water Mark*.

Bezüglich der C-Anteile des CARTHESIO RATIO TOTAL RETURN CREDIT FUND wird keine Performance Fee erhoben.

Jede Zeichnung, die zur Schaffung neuer, im Umlauf befindlicher Anteile führt, wird bei der Berechnung der Performance Fee, die im Zeitraum vor der Zeichnung angefallen ist, nicht berücksichtigt.

Für Anteile, die an einem Bewertungstag während des Rechnungsjahres zurückgenommen werden (*net outflows*), wird die den zurückgenommenen Anteilen zuzurechnende Performance Fee (sofern vorhanden) kristallisiert und nach Ende des Rechnungsjahres an den Anlageverwalter ausgezahlt.

Die vorerwähnten Indices sind Referenzwerte im Sinne der Verordnung (EU) 2016/1011 (EU-Referenzwertverordnung). Die Referenzwerte werden jeweils von einem Administrator bereitgestellt, welcher in der EU angesiedelt und in das ESMA-Register nach Art. 36 der EU-Referenzwertverordnung eingetragen ist. Die Gesellschaft hat robuste schriftliche Pläne aufgestellt, in denen die Massnahmen dargelegt werden, welche sie ergreifen würde, in den Fällen, in denen diese Referenzwerte sich wesentlich ändern oder gar nicht mehr bereitgestellt würden. Die entsprechenden Richtlinien der GAM-Gruppe sind auf [www.funds.gam.com](http://www.funds.gam.com) erhältlich.

#### Berechnungsbeispiel 1

Im folgenden Beispiel wird die High Water Mark („HWM“) am Bewertungszeitpunkt A auf 100 gesetzt.

Der Bewertungszeitpunkt C ist das Ende des Rechnungsjahres. Der Prozentsatz der Performance Fee beträgt 15%.

Der Bruttoinventarwert entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee und kristallisierte Performance Fee.

Das Vermögen vor Abzug der Performance Fee entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee.

In relation to C-Shares of CARTHESIO RATIO TOTAL RETURN CREDIT FUND, no performance fee will be levied.

Any subscription leading to the creation of new outstanding Shares will not be taken into account when calculating the Performance Fee incurred in the period preceding the subscription.

For Shares redeemed on any Valuation Day during the financial year (net outflows), the accrued Performance Fee (if any) attributable to the redeemed Shares will be crystallised and is to be paid out to the Investment Manager after the end of the financial year.

The above-mentioned Indices are benchmarks pursuant to the Regulation (EU) 2016/1011 (EU Benchmark Regulation). The benchmarks are provided by a respective administrator which is established in the European Union and registered with the ESMA-Register referred to in art. 36 of the EU Benchmark Regulation. The Company has established robust written plans outlining the measures it would take if the benchmarks were to change significantly or if they were no longer available. The relevant guidelines of GAM Group are available at [www.funds.gam.com](http://www.funds.gam.com).

#### Calculation example 1

In the following example, the High Water Mark („HWM“) is set at 100 at Valuation Point A.

Valuation Point C is the end of the financial year. Performance Fee rate is 15%.

Gross Asset Value represents total net assets excluding accrued Performance Fee and crystallized Performance Fee.

Assets before deduction of Performance Fee represent total net assets excluding accrued Performance Fee only.

| Valuation Point<br>Bewertungszeitpunkt | Number of Outstanding Shares<br>Anzahl der ausstehenden Anteile | Gross Asset Value<br>Bruttovermögenswert | Assets before deduction of Performance Fee<br>Vermögen vor Abzug der Performance Fee | NAV per Share before deduction of Performance Fee<br>Nettoinventarwert pro Anteil vor Abzug der Performance Fee | HWM | Accrued Performance Fee<br>Aufgelaufene Performance Fee | NAV per Share after deduction of the Performance Fee<br>Nettoinventarwert pro Anteil nach Abzug der Performance Fee |
|----------------------------------------|-----------------------------------------------------------------|------------------------------------------|--------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|-----|---------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------|
| A                                      | 100                                                             | 10,000                                   | 10,000                                                                               | 100                                                                                                             | 100 | 0                                                       | 100                                                                                                                 |
| B                                      | 100                                                             | 10,500                                   | 10,500                                                                               | 105                                                                                                             | 100 | 75                                                      | 104.25                                                                                                              |
| C                                      | 100                                                             | 11,000                                   | 11,000                                                                               | 110                                                                                                             | 100 | 150                                                     | 108.50                                                                                                              |

Ein Anleger kauft 100 Anteile, und die Anzahl der ausstehenden Anteile beträgt zum Bewertungszeitpunkt A 100.

**Bewertungszeitpunkt B**

Zum Bewertungszeitpunkt B ist die Bedingung mit der Outperformance über der HWM erfüllt. Es kann eine Performance Fee anfallen.

Der Nettoinventarwert pro Anteil vor Abzug der Performance Fee beträgt 105 und liegt damit über dem Wert von 5 der HWM.

Die aufgelaufene Performance Fee beträgt 75.

*Anzahl der ausstehenden Anteile multipliziert mit der Outperformance gegenüber der HWM pro Anteil und dem Prozentsatz der Performance Fee*

$100 \times (105-100) \times 15\% = 75$  (oder 0,75 pro Anteil)

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 104,25.

*Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird*  
 $((100 \times 105) - 75) / 100 = 104.25$

**Bewertungszeitpunkt C**

Zum Bewertungszeitpunkt C ist die Bedingung mit der Outperformance über der HWM erfüllt. Es kann eine Performance Fee anfallen.

Der Nettoinventarwert pro Anteil vor Abzug der Performance Fee beträgt 110, und liegt damit über dem Wert 10 der HWM.

Aufgelaufene Performance Fee beträgt 150

*Anzahl der ausstehenden Anteile multipliziert mit der Outperformance über der HWM pro Anteil und dem Prozentsatz der Performance Fee*  
 $100 \times (110-100) \times 15\% = 150$  (oder 1,50 pro Anteil)

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 108,50.

*Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird*  
 $((100 \times 110) - 150) / 100 = 108.50$

Die aufgelaufene Performance Fee von 150 wird kristallisiert.

Die HWM für das nächste Rechnungsjahr beträgt 108,50.

**Berechnungsbeispiel 2**

Im folgenden Beispiel wird die High Water Mark („HWM“) am Bewertungszeitpunkt A auf 100 gesetzt.

Der Bewertungszeitpunkt C ist das Ende des Rechnungsjahres. Der Prozentsatz der Performance Fee beträgt 15%.

Der Bruttoinventarwert entspricht dem Gesamtvermögen ohne aufgelaufene Performance Fee und kristallisierte Performance Fee.

Das Vermögen vor Abzug der Performance Fee entspricht dem Gesamtvermögen ohne aufgelaufene Performance Fee.

An investor buys 100 shares and the number of Outstanding Shares is 100 at Valuation Point A.

**Valuation Point B**

At Valuation Point B, condition with Outperformance over the HWM is met. Performance Fee can be accrued.

NAV per Share before deduction of Performance Fee is 105 which is excess of 5 of the HWM.

Accrued Performance Fee is 75.

*Number of Outstanding Shares multiplied by Outperformance over the HWM per Share and Performance Fee Rate*  
 $100 \times (105-100) \times 15\% = 75$  (or 0.75 per share)

NAV per Share after deduction of Performance Fee is 104.25.

*Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares*  
 $((100 \times 105) - 75) / 100 = 104.25$

**Valuation Point C**

At Valuation Point C, condition with Outperformance over the HWM is met. Performance Fee can be accrued.

NAV per Share before deduction of Performance Fee is 110 which is excess of 10 of the HWM.

Accrued Performance Fee is 150

*Number of Outstanding Shares multiplied by Outperformance over the HWM per Share and Performance Fee Rate*  
 $100 \times (110-100) \times 15\% = 150$  (or 1.50 per share)

NAV per Share after deduction of Performance Fee is 108.50.

*Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares*  
 $((100 \times 110) - 150) / 100 = 108.50$

Accrued performance Fee of 150 is crystallized.

The HWM for the next financial year is 108.50.

**Calculation example 2**

In the following example, the High Water Mark („HWM“) is set at 100 at Valuation Point A.

Valuation Point C is the end of the financial year. Performance Fee rate is 15%.

Gross Asset Value represents total net assets excluding accrued Performance Fee and crystallized Performance Fee.

Assets before deduction of Performance Fee represent total net assets excluding accrued Performance Fee only.

| Valuation Point<br>Bewertungszeitpunkt | Number of Outstanding Shares<br>Anzahl der ausstehenden Anteile | Gross Asset Value<br>Bruttovermögen | Assets before deduction of Performance Fee<br>Vermögen vor Abzug der Performance Fee | NAV per Share before deduction of Performance Fee<br>Nettoinventarwert pro Anteil vor Abzug der Performance Fee | HWM | Accrued Performance Fee<br>Aufgelaufene Performance Fee | NAV per Share after deduction of the Performance Fee<br>Nettoinventarwert pro Anteil nach Abzug der Performance Fee |
|----------------------------------------|-----------------------------------------------------------------|-------------------------------------|--------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|-----|---------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------|
| A                                      | 100                                                             | 10,000                              | 30,000                                                                               | 100                                                                                                             | 100 | 0                                                       | 100                                                                                                                 |
| B                                      | 100                                                             | 10,200                              | 10,200                                                                               | 102                                                                                                             | 100 | 30                                                      | 101.70                                                                                                              |
| C                                      | 100                                                             | 9.900                               | 9.900                                                                                | 99                                                                                                              | 100 | 0                                                       | 99                                                                                                                  |

Ein Anleger kauft 100 Anteile, und die Anzahl der ausstehenden Anteile beträgt zum Bewertungszeitpunkt A 100.

#### Bewertungszeitpunkt B

Zum Bewertungszeitpunkt B ist die Bedingung mit der Outperformance über der HWM erfüllt. Es kann eine Performance Fee anfallen.

Der Nettoinventarwert je Anteil vor Abzug der Performance Fee beträgt 102 und liegt damit über 2 der HWM.

Die aufgelaufene Performance Fee beträgt 30.

Anzahl der ausstehenden Anteile multipliziert mit der Outperformance über der HWM pro Anteil und dem Prozentsatz der Performance Fee  
 $100 \times (102-100) \times 15\% = 30$  (oder 0,30 pro Anteil)

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 101,70.

Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird  
 $((100 \times 102) - 30) / 100 = 101.70$

#### Bewertungszeitpunkt C

Zum Bewertungszeitpunkt C ist die Bedingung der Outperformance gegenüber der HWM nicht erfüllt. Es kann keine Performance Fee anfallen.

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 99.

Keine Performance Fee wird kristallisiert.

Die HWM für das nächste Rechnungsjahr bleibt unverändert bei 100.

#### Berechnungsbeispiel 3

Im folgenden Beispiel wird die High Water Mark („HWM“) am Bewertungszeitpunkt A auf 100 gesetzt.

Die Performance Fee beträgt 15%.

Der Bruttoinventarwert entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee und kristallisierte Performance Fee.

Das Vermögen vor Abzug der Performance Fee entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee.

An investor buys 100 shares and the number of Outstanding Shares is 100 at Valuation Point A.

#### Valuation Point B

At Valuation Point B, condition with Outperformance over the HWM is met. Performance Fee can be accrued.

NAV per Share before deduction of Performance Fee is 102 which is excess of 2 of the HWM.

Accrued Performance Fee is 30.

Number of Outstanding Shares multiplied by Outperformance over the HWM per Share and Performance Fee Rate  
 $100 \times (102-100) \times 15\% = 30$  (or 0.30 per share)

NAV per Share after deduction of Performance Fee is 101.70.

Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares  
 $((100 \times 102) - 30) / 100 = 101.70$

#### Valuation Point C

At Valuation Point C, condition with Outperformance over the HWM is not met. No Performance Fee can be accrued.

NAV per share after deduction of the Performance Fee is 99.

No Performance Fee is crystallized.

The HWM for the next financial year remains unchanged at 100.

#### Calculation example 3

In the following example, the High Water Mark („HWM“) is set at 100 at Valuation Point A.

Performance Fee rate is 15%.

Gross Asset Value represents total net assets excluding accrued Performance Fee and crystallized Performance Fee.

Assets before deduction of Performance Fee represent total net assets excluding accrued Performance Fee only.

| Valuation Point<br>Bewertungszeitpunkt | Number of Outstanding Shares<br>Anzahl der ausstehenden Anteile | Gross Asset Value<br>Bruttovermögen | Assets before deduction of Performance Fee<br>Vermögen vor Abzug der Performance Fee | NAV per Share before deduction of Performance Fee<br>Nettoinventarwert pro Anteil vor Abzug der Performance Fee | HWM | Accrued Performance Fee<br>Aufgelaufene Performance Fee | NAV per Share after deduction of the Performance Fee<br>Nettoinventarwert pro Anteil nach Abzug der Performance Fee |
|----------------------------------------|-----------------------------------------------------------------|-------------------------------------|--------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|-----|---------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------|
| A                                      | 100                                                             | 10,000                              | 30,000                                                                               | 100                                                                                                             | 100 | 0                                                       | 100                                                                                                                 |
| B                                      | 100                                                             | 10,500                              | 10,500                                                                               | 105                                                                                                             | 100 | 75                                                      | 104.25                                                                                                              |
| C                                      | 300                                                             | 31,500                              | 31,500                                                                               | 105                                                                                                             | 100 | 97.50                                                   | 104.68                                                                                                              |

Ein Anleger kauft 100 Anteile, und die Anzahl der ausstehenden Anteile beträgt zum Bewertungszeitpunkt A 100.

#### Bewertungszeitpunkt B

Zum Bewertungszeitpunkt B ist die Bedingung mit der Outperformance über der HWM erfüllt. Es kann eine Performance Fee anfallen.

Der Nettoinventarwert pro Anteil vor Abzug der Performance Fee beträgt 105 und liegt damit über dem Wert von 5 der HWM.

Die aufgelaufene Performance Fee beträgt 75.

Anzahl der neu hinzukommenden Anteile multipliziert mit der Outperformance über der HWM pro Anteil und dem Prozentsatz der Performance Fee  
 $100 \times (105-100) \times 15\% = 75$  (oder 0,75 pro Anteil)

An investor buys 100 shares and the number of Outstanding Shares is 100 at Valuation Point

#### Valuation Point B

At Valuation Point B, condition with Outperformance over the HWM is met. Performance Fee can be accrued.

NAV per Share before deduction of Performance Fee is 105 which is excess of 5 of the HWM.

Accrued Performance Fee is 75.

Number of Outstanding Shares multiplied by Outperformance over the HWM per Share and Performance Fee Rate  
 $100 \times (105-100) \times 15\% = 75$  (or 0.75 per share)

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 104,25 (d.h. eine Netto-Outperformance von 4,25% gegenüber HWM).  
*Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird*  
 $((100 \times 105) - 75) / 100 = 104.25$

#### **Bewertungszeitpunkt C**

Ein Anleger kauft 200 Anteile zum Bewertungszeitpunkt B zu einem Preis von 104,25.

Zum Bewertungszeitpunkt C beträgt die Anzahl der ausstehenden Anteile nun 300.

Zum Bewertungszeitpunkt C ist die Bedingung mit der Outperformance über der HWM erfüllt. Es kann eine Performance Fee anfallen.

Der Nettoinventarwert pro Anteil vor Abzug der Performance Fee beträgt 105 und liegt damit über dem Wert von 5 der HWM.

Eine Zeichnung, die zur Schaffung neuer, im Umlauf befindlicher Anteile führt, sollte bei der Berechnung der im Zeitraum vor der Zeichnung angefallenen Performance Fee nicht berücksichtigt werden.

Daher wird jede aufgelaufene Performance Fee zum Bewertungszeitpunkt C um den Betrag reduziert, der durch den Kauf von 200 Anteilen ausgelöst wird (200 Anteile mit je 15 % einer Outperformance von 4,25 % (d. h. 0,64 pro Anteil) über der HWM zum Bewertungszeitpunkt B).

Die aufgelaufene Performance Fee beträgt 97,50.

*(Anzahl der ausstehenden Anteile multipliziert mit der Outperformance über der HWM pro Anteil und dem Prozentsatz der Performance Fee) - (Anzahl der neuen Anteile multipliziert mit der Netto-Outperformance über der HWM ab dem vorherigen Bewertungszeitpunkt und dem Prozentsatz der Performance Fee)*

$(300 \times (105 - 100) \times 15\%) - (200 \times (104,25 - 100) \times 15\%) = 97,50$  (oder 0,33 pro Anteil)

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 104,68.

*Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird*  
 $((300 \times 105) - 97,50) / 300 = 104.68$

#### **Berechnungsbeispiel 4**

Im folgenden Beispiel wird die High Water Mark („HWM“) am Bewertungszeitpunkt A auf 100 gesetzt.

Die Performance Fee beträgt 15%.

Der Bruttoinventarwert entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee und kristallisierte Performance Fee.

Das Vermögen vor Abzug der Performance Fee entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee.

NAV per Share after deduction of Performance Fee is 104.25 (i.e. a 4.25% net outperformance against HWM).

*Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares*  
 $((100 \times 105) - 75) / 100 = 104.25$

#### **Valuation Point C**

.An investor buys 200 shares at Valuation Point B at a price of 104.25.

The number of Outstanding Shares is now 300 at Valuation Point C.

At Valuation Point C, condition with Outperformance over the HWM is met. Performance Fee can be accrued.

NAV per share before deduction of Performance Fee is 105 which is excess of 5 of the HWM.

Any subscription leading to the creation of new outstanding Shares should not be taken into account when calculating the Performance Fee incurred in the period preceding the subscription.

Therefore, any accrued Performance Fee at Valuation Point C is reduced by the amount triggered by the purchase of 200 shares (200 shares with each 15% of an 4.25% (i.e. 0.64 per share) outperformance against HWM at Valuation Point B).

Accrued Performance Fee is 97.50.

*(Number of Outstanding Shares multiplied by Outperformance over the HWM per Share and Performance Fee Rate) – (number of new shares multiplied by net outperformance against HWM from the previous Valuation Point and Performance Fee Rate)*

$(300 \times (105 - 100) \times 15\%) - (200 \times (104.25 - 100) \times 15\%) = 97.50$  (or 0.33 per share)

NAV per Share after deduction of the Performance Fee is 104.68.

*Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares*  
 $((300 \times 105) - 97.50) / 300 = 104.68$

#### **Calculation example 4**

In the following example, the High Water Mark („HWM“) is set at 100 at Valuation Point A.

Performance Fee rate is 15%.

Gross Asset Value represents total net assets excluding accrued Performance Fee and crystallized Performance Fee.

Assets before deduction of Performance Fee represent total net assets excluding accrued Performance Fee only.

| Valuation Point<br>Bewertungszeitpunkt | Number of<br>Outstanding<br>Shares<br>Anzahl der<br>ausstehenden<br>Anteile | Gross Asset<br>Value<br>Bruttovermögen<br>swert | Assets before<br>deduction of<br>Performance Fee<br>Vermögen vor<br>Abzug der<br>Performance Fee | NAV per Share<br>before deduction of<br>Performance Fee<br>Nettoinventarwert<br>pro Anteil vor<br>Abzug der<br>Performance Fee | HWM | Accrued<br>Performance<br>Fee<br>Aufgelaufene<br>Performance<br>Fee | NAV per Share<br>after deduction of<br>the Performance<br>Fee<br>Nettoinventarwert<br>pro Anteil nach<br>Abzug der<br>Performance Fee |
|----------------------------------------|-----------------------------------------------------------------------------|-------------------------------------------------|--------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------|-----|---------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------|
| A                                      | 300                                                                         | 30,000                                          | 30,000                                                                                           | 100                                                                                                                            | 100 | 0                                                                   | 100                                                                                                                                   |
| B                                      | 300                                                                         | 31,500                                          | 31,500                                                                                           | 105                                                                                                                            | 100 | 225                                                                 | 104.25                                                                                                                                |
| C                                      | 200                                                                         | 22,000                                          | 21,925                                                                                           | 109.63                                                                                                                         | 100 | 288.75*                                                             | 108.18                                                                                                                                |

\* Eine Performance Fee von 75 wird kristallisiert.

Ein Anleger kauft 300 Anteile, und die Anzahl der ausstehenden Anteile beträgt zum Bewertungszeitpunkt A 300.

\* A Performance Fee of 75 is crystallized alongside

An investor buys 300 shares and the number of Outstanding Shares is 300 at Valuation Point A.

#### **Bewertungszeitpunkt B**

Zum Bewertungszeitpunkt B ist die Bedingung mit der Outperformance über der HWM erfüllt. Es kann eine Performance Fee anfallen.

Der Nettoinventarwert pro Anteil vor Abzug der Performance Fee beträgt 105 und liegt damit über dem Wert von 5 der HWM.

Die aufgelaufene Performance Fee beträgt 225.

*Anzahl der neu ausstehenden Anteile multipliziert mit der Outperformance über der HWM pro Anteil und dem Prozentsatz der Performance Fee*  
 $300 \times (105-100) \times 15\% = 225$  (oder 0,75 pro Anteil)

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 104,25.

*Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird*  
 $((300 \times 105) - 225) / 300 = 104.25$

#### **Bewertungszeitpunkt C**

Ein Anleger verkauft 100 Anteile zum Bewertungszeitpunkt B zu einem Preis von 104,25.

Zum Bewertungszeitpunkt C beträgt die Anzahl der ausstehenden Anteile nun 200.

Für Anteile, die an einem Bewertungstag während des Rechnungsjahres zurückgenommen werden (*net outflows*), wird die aufgelaufene Performance Fee, die den zurückgenommenen Anteilen zuzurechnen ist, nach Ende des Rechnungsjahres an den Anlageverwalter ausgezahlt.

Die zum Bewertungszeitpunkt B aufgelaufene Performance Fee wird im Verhältnis zu den zurückgenommenen Anteilen kristallisiert.

Die kristallisierte Performance Fee beträgt 75.

*Aufgelaufene Performance Fee vom vorherigen Bewertungszeitpunkt multipliziert mit dem Verhältnis zwischen zurückgenommenen Anteilen und der Anzahl der ausstehenden Anteile vom vorherigen Bewertungszeitpunkt*  
 $225 \times (100/300) = 75$

Der Bruttoinventarwert für die verbleibenden 200 Anteile wird um den kristallisierten Betrag von 75 (0,38 pro verbleibender Anteil) reduziert.

Der Nettoinventarwert vor Abzug der Performance Fee beträgt somit 109,63.

*Bruttoinventarwert nach Abzug der kristallisierten Performance Fee und Division des Ganzen durch die Anzahl der ausstehenden Anteile*  
 $(22,000-75)/200 = 109.63$

Zum Bewertungszeitpunkt C ist die Bedingung mit der Outperformance über der HWM erfüllt. Es kann eine Performance Fee anfallen.

Der Nettoinventarwert pro Anteil vor Abzug der Performance Fee beträgt 109,63 und liegt damit über 9,63 der HWM.

Die aufgelaufene Performance Fee beträgt 288,75.

*Anzahl der ausstehenden Anteile multipliziert mit der Outperformance über der HWM pro Anteil und dem Prozentsatz der Performance Fee*  
 $200 \times (109,63-100) \times 15\% = 288,75$  (oder 1,44 pro Anteil)

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 108,18.

*Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird*  
 $((200 \times 109.63) - 288.75) / 200 = 108.18$

#### **Valuation Point B**

At Valuation Point B, condition with Outperformance over the HWM is met. Performance Fee can be accrued.

NAV per Share before deduction of Performance Fee is 105 which is excess of 5 of the HWM.

Accrued Performance Fee is 225.

*Number of Outstanding Shares multiplied by Outperformance over the HWM per Share and Performance Fee Rate*  
 $300 \times (105-100) \times 15\% = 225$  (or 0.75 per share)

NAV per Share after deduction of Performance Fee is 104.25.

*Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares*  
 $((300 \times 105) - 225) / 300 = 104.25$

#### **Valuation Point C**

An investor sells 100 share at Valuation Point B at a price of 104.25.

The number of Outstanding Shares is now 200 at Valuation Point C.

For Shares redeemed on any Valuation Day during the financial year (net outflows), the accrued Performance Fee attributable to the redeemed Shares will be crystallized and paid out to the Investment Manager after the end of the fiscal year.

Accrued Performance Fee at Valuation Point B is crystallized in proportion to shares redeemed.

Crystallized Performance Fee is 75.

*Accrued Performance Fee from the previous Valuation Point multiplied by Ratio between Shares Redeemed and Number of Outstanding Shares from the previous Valuation Point*  
 $225 \times (100/300) = 75$

Gross Asset Value for the remaining 200 shares is reduced by the crystallized amount of 75 (0.38 per remaining share).

NAV before deduction of Performance Fee is therefore 109.63.

*Gross Asset Value with Crystallized Performance Fee deducted and the whole divided by number of Outstanding Shares*  
 $(22,000-75)/200 = 109.63$

At Valuation Point C, condition with Outperformance over the HWM is met. Performance Fee can be accrued.

NAV per Share before deduction of Performance Fee is 109.63 which is excess of 9.63 of the HWM.

Accrued Performance Fee is 288.75.

*Number of Outstanding Shares multiplied by Outperformance over the HWM per Share and Performance Fee Rate*  
 $200 \times (109.63-100) \times 15\% = 288.75$  (or 1.44 per share)

NAV per Share after deduction of Performance Fee is 108.18.

*Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares*  
 $((200 \times 109.63) - 288.75) / 200 = 108.18$

**C) Hinweise aufgrund der Dachfonds-Struktur des  
CARTHESIO FRAME ALPHA STRATEGY FUND**

Zusätzlich zu den Kosten, welche auf das Vermögen des CARTHESIO FRAME ALPHA STRATEGY FUND gemäss den Bestimmungen dieses Prospektes und der Satzung erhoben werden, können bei den Zielfonds Kosten für die Verwaltung, die Depotbank, Wirtschaftsprüfer, Steuern sowie sonstige Kosten, Provisionen und Gebühren anfallen. Es kann somit eine Mehrfachbelastung mit gleichartigen Kosten erfolgen. Die Verwaltungsgebühren, die den Zielfonds von ihren jeweiligen Dienstleistern belastet werden, betragen maximal 2.50%.

**9. TRANSAKTIONS- UND BEWERTUNGSFREQUENZ;  
AUFTRAGSTAG UND BEWERTUNGSTAG FÜR DEN  
NETTOINVENTARWERT (NIW)**

**A) CARTHESIO RATIO TOTAL RETURN CREDIT  
FUND**

Die Ausgabe und Rücknahme von Anteilen des Subfonds findet an jedem Bankarbeitstag in Luxemburg statt.

Der NIW des Subfonds wird täglich berechnet.

**Auftragstag (T-6)**, d.h. Annahmeschluss für Zeichnungs- und Rücknahmeanträge, die an einem bestimmten Bewertungstag abgerechnet werden sollen, ist sechs (6) Bankarbeitstage in Luxemburg vor dem Bewertungstag.

**Bewertungstag (T) des Subfonds ist jeder** Bankarbeitstag in Luxemburg.

**B) CARTHESIO REGULAE FUND und CARTHESIO  
GLOBAL INCOME FUND**

Die Ausgabe und Rücknahme von Anteilen der Subfonds findet an jedem Bankarbeitstag in Luxemburg statt.

Der NIW des Subfonds wird täglich berechnet.

**Auftragstag (T-1)**, d.h. Annahmeschluss für Zeichnungs- und Rücknahmeanträge, die an einem bestimmten Bewertungstag abgerechnet werden sollen, ist jeder Bankarbeitstag in Luxemburg vor dem Bewertungstag.

**Bewertungstag (T) des Subfonds ist jeder** Bankarbeitstag in Luxemburg.

**C) CARTHESIO FRAME ALPHA STRATEGY FUND**

**C) Information Due to Fund-of-Fund Structure of  
CARTHESIO FRAME ALPHA STRATEGY FUND**

In addition to the costs that will be charged to the CARTHESIO FRAME ALPHA STRATEGY FUND's assets pursuant to the provisions of this Prospectus and the Articles of Association, costs may accrue on target fund level for administration, custodian, auditors, taxes and other costs, provisions and fees. As a consequence, a multiple charging of similar costs may occur. The management fees that are charged to the target funds by their respective servicers will amount to no more than 2.50%.

**9. TRANSACTION AND EVALUATION FREQUENCY;  
ORDER DAY AND VALUATION DAY FOR THE NET  
ASSET VALUE (NAV)**

**A) CARTHESIO RATIO TOTAL RETURN CREDIT FUND**

Subscriptions and redemptions of the Subfund's Shares are processed on every banking day in Luxembourg.

The NAV of the Subfund is calculated daily on every banking day.

**Application Day (T-6)**, i.e. the closing day for the application of subscriptions and redemptions of Shares which must be processed on a specific Valuation Day is six (6) banking days in Luxembourg prior to the Valuation Day.

**Valuation Day (T) of the Subfund is every** banking day in Luxembourg.

**B) CARTHESIO REGULAE FUND and CARTHESIO  
GLOBAL INCOME FUND**

Subscription and redemption of the Subfunds' Shares are processed on every banking day in Luxembourg.

The NAV of the Subfund is calculated daily on every banking day.

**Application Day (T-1)**, i.e. the closing day for the application of subscriptions and redemptions of Shares which must be processed on a specific valuation day, is every banking day in Luxembourg prior to the Valuation Day.

**Valuation Day (T) of the Subfund is every** banking day in Luxembourg.

**C) CARTHESIO FRAME ALPHA STRATEGY FUND**

Die Ausgabe und Rücknahme von Anteilen des Subfonds findet einmal pro Woche statt.

Der NIW des Subfonds wird **wöchentlich** an jedem **Freitag** berechnet. Sofern dieser Freitag kein Bankarbeitstag in Luxemburg ist, wird der NIW am folgenden Bankarbeitstag berechnet. Zusätzlich wird jeweils per letzten Bankarbeitstag in Luxemburg jedes Monats ein ausserordentlicher NIW berechnet, welcher aber nicht als Grundlage für die Ausgabe oder Rücknahme von Anteilen herangezogen wird.

**Auftragstag (T-3)**, d.h. Annahmeschluss für Zeichnungs- und Rücknahmeanträge, die an einem bestimmten Bewertungstag abgerechnet werden sollen, ist drei (3) Luxemburger Bankarbeitstage vor dem Bewertungstag.

**Bewertungstag (T) des Subfonds ist jeder Freitag.** Sofern dieser Freitag kein Bankarbeitstag in Luxemburg ist, gilt der nächstfolgende Bankarbeitstag als Bewertungstag.

## 10. AUSGABE VON ANTEILEN

### Allgemein

Nach Ablauf der Erstzeichnungsfrist werden Anteile der CARTHESIO FUNDS an jedem Bewertungstag ausgegeben. Der Ausgabepreis gründet auf dem NIW der Anteile am jeweils anwendbaren Bewertungstag und wird auf zwei (2) Stellen nach dem Komma gerundet (Ausnahme: Der NIW des CARTHESIO FRAME ALPHA STRATEGY FUND wird auf **drei (3)** Stellen nach dem Komma gerundet).

In Anwendung der im Allgemeinen Teil enthaltenen Bestimmungen kann eine Verkaufsgebühr von max. 5% dazugeschlagen werden.

### Mindestzeichnungsbetrag

Bei der Zeichnung von A-/B-/B2-/B3-/E-Anteilen ist kein Mindestzeichnungsbetrag vorgesehen.

Bei erstmaliger Zeichnung von B-Anteilen des CARTHESIO GLOBAL INCOME FUND gilt ein Mindestzeichnungsbetrag von EUR/CHF/USD 10'000.

Bei erstmaliger Zeichnung von C-Anteilen gilt ein Mindestzeichnungsbetrag von USD/EUR/CHF 500'000.

Der Verwaltungsrat der Gesellschaft kann nach eigenem Ermessen Erstzeichnungsanträge über einen niedrigeren Betrag als den angegebenen Mindestzeichnungsbetrag akzeptieren. Bei Folgezeichnungen von B-Anteilen des CARTHESIO GLOBAL INCOME FUND bzw. C-Anteilen aller CARTHESIO FUNDS ist kein Mindestzeichnungsbetrag vorgesehen.

Subscriptions and redemptions of the Subfund's Shares are processed once a week.

The NAV of the Subfund is calculated on a **weekly** basis every **Friday**. If such Friday is not a banking day in Luxembourg the NAV will be calculated on the following banking day. In addition, an extraordinary NAV is determined as per last banking day of the month in Luxembourg, that will however not serve as the basis for the subscription and redemption of shares.

**Application Day (T-3)**, i.e. the closing day for subscription and redemption applications which are expected to be processed on a specific valuation day, is three (3) Luxembourg banking days prior to the Valuation Day.

**Valuation Day (T) of the Subfund is every Friday.** If such Friday is not a banking day in Luxembourg, the valuation day is the respective following banking day.

## 10. ISSUE OF SHARES

### General

On expiry of the initial subscription period, the Shares in the CARTHESIO FUNDS will be issued on each Valuation Day. The Issue Price is based on the NAV of the Shares on the applicable Valuation Day and will be rounded to two (2) decimal places (exception: the NAV of the CARTHESIO FRAME ALPHA STRATEGY FUND will be rounded to **three (3)** decimal places).

Pursuant to the provisions contained in the General Part, a selling fee of up to 5% may be added.

### Minimum Subscription Amount

A-/B-/B2-/B3-/E-Shares are not subject to a minimum subscription amount.

In the case of B-Shares in the CARTHESIO GLOBAL INCOME FUND, the initial minimum subscription amount is EUR/CHF/USD 10,000.

In the case of C-Shares, the initial minimum subscription amount is USD/EUR/CHF 500,000.

The Company's Board of Directors may at its own discretion accept initial subscription applications for an amount lower than the stated minimum subscription amount. Further subscriptions of B-Shares of the CARTHESIO GLOBAL INCOME FUND or C-Shares of all CARTHESIO FUNDS are not subject to a minimum subscription amount.

**Antragsverfahren**

Anleger können jederzeit Anteile der Subfonds bei der im Allgemeinen Teil des Prospekts genannten Hauptzahlstelle in Luxemburg (oder bei ggf. in einzelnen Vertriebsländern bestellten lokalen Vertriebs- bzw. Zahlstellen) zeichnen. Dabei ist die genaue Identität des Zeichners, der Name des Subfonds und welche Anteilkategorie gezeichnet wird, anzugeben.

Für alle Zeichnungen von Anteilen der CARTHESIO FUNDS, die bei der Hauptzahlstelle an einem Bewertungstag (wie im Kapitel „Bestimmung des Nettoinventarwertes“ definiert) bis spätestens um 15.00 Uhr Luxemburger Zeit (cut-off Zeit) eintreffen, gilt der am nächsten anwendbaren Bewertungstag ermittelte Ausgabepreis (vgl. Kapitel 9). Für nach diesem Zeitpunkt bei der Hauptzahlstelle eintreffende Zeichnungen gilt der Ausgabepreis des übernächsten Bewertungstages.

Der Gesamtbetrag der Zeichnung von Anteilen des jeweiligen Subfonds muss innerhalb von drei (3) Luxemburger Bankarbeitstagen nach dem entsprechenden Bewertungstag auf dem im Allgemeinen Teil dieses Prospekts angegebenen Konto wertmässig gutgeschrieben sein.

Es werden keine Anteilsscheine oder Anteilszertifikate ausgeliefert.

Die Gesellschaft behält sich das Recht vor, Anträge abzulehnen oder nur zum Teil anzunehmen oder ergänzende Informationen und Dokumente zu verlangen. Wird ein Antrag ganz oder teilweise abgelehnt, wird der Zeichnungsbetrag oder der entsprechende Saldo dem Zeichner zurücküberwiesen.

**11. RÜCKNAHME VON ANTEILEN**

Anteile der Subfonds werden an jedem Bewertungstag durch Antrag an die im Allgemeinen Teil des Prospekts genannte Hauptzahlstelle im Luxemburg (oder an ggf. in einzelnen Vertriebsländern bestellte lokale Vertriebs- bzw. Zahlstellen) zurückgenommen.

Für alle Anträge auf Rücknahmen von Anteilen der Subfonds, die bei der Hauptzahlstelle an einem Auftragstag bis spätestens um 15.00 Uhr Luxemburger Ortszeit (cut-off Zeit) eintreffen, gilt der am nächsten anwendbaren Bewertungstag ermittelte Rücknahmepreis (vgl. Abschnitt 9). Für nach diesem Zeitpunkt bei der Hauptzahlstelle eintreffende Anträge gilt der Rücknahmepreis des übernächsten Bewertungstages.

Zahlungen werden üblicherweise in der Währung des betreffenden Subfonds bzw. Referenzwährung der

**Application Procedure**

Investors may at any time subscribe Shares in the Subfunds at the Principal Paying Agent in Luxembourg mentioned in the General Part of this Prospectus (or, as the case may be, at local distributors and paying agents appointed in particular distribution countries). The exact identity of the subscriber, the name of the Subfund, and which Share category will be subscribed for must be stated.

All subscriptions for Shares in the CARTHESIO FUNDS received by the Principal Paying Agent on a Application Day (as defined in the section “Calculation of net asset value”) no later than 15:00 Luxembourg time (cut-off time), will be handled at the Issue Price, which will be calculated on the next applicable Valuation Day (see sec. 9). Subscriptions received by the Principal Paying Agent after this time will be handled at the Issue Price of the Valuation Day after the next Valuation Day.

The total amount of the subscription of Shares in the respective Subfund must be credited to the account described in the General Part of this Prospectus within three (3) Luxembourg banking days of the applicable valuation day.

Share coupons or certificates will not be delivered.

The Company reserves the right to reject applications or to accept them only in part or to require further information and/or documents. If an application is rejected in full or in part, the subscription amount or the corresponding balance is returned to the applicant.

**11. REDEMPTION OF SHARES**

Shares in the Subfunds will be redeemed on any Valuation Day by application to the Principal Paying Agent in Luxembourg as mentioned in the General Part of the Prospectus (or, as the case may be, at local distributors and paying agents appointed in particular distribution countries).

All requests for redemptions in Shares in the Subfunds received by the Principal Paying Agent on a Application Day no later than 15:00 Luxembourg local time (cut-off time), will be handled at the Redemption Price, which will be calculated on the next applicable Valuation Day (see sec. 9). Redemption requests received by the Principal Paying Agent after this time will be handled at the Redemption Price of the Valuation Day after the next Valuation Day.

jeweiligen Anteilskategorie innerhalb von drei (3) luxemburger Bankarbeitstagen nach dem entsprechenden Bewertungstag.

Der Rücknahmepreis gründet auf dem NIW der Anteile am jeweils anwendbaren Bewertungstag und wird auf zwei (2) Stellen nach dem Komma gerundet (Ausnahme: Der NIW des CARTHESIO FRAME ALPHA STRATEGY FUND wird auf **drei (3)** Stellen nach dem Komma gerundet).

Sofern bei der Ausgabe von E-Anteilen keine Verkaufsgebühr erhoben worden ist, kann stattdessen eine Rücknahmegebühr von bis zu 3% des jeweiligen Nettoinventarwertes erhoben werden.

## 12. UMTAUSCH VON ANTEILEN

Anteile der Subfonds können in Anteile von anderen Subfonds der Gesellschaft umgetauscht werden, in welche ein solcher Umtausch gestattet ist.

Andere Anteile können nur in C-/E-Anteile umgetauscht werden, wenn der Aktionär sämtliche Voraussetzungen für die Zeichnung solcher Anteile, wie oben beschrieben, erfüllt.

Bei jedem erstmaligen Umtausch in C-Anteile bzw., für den CARTHESIO GLOBAL INCOME FUND auch in B-Anteile, muss jeweils der Mindestumtauschwert gemäss den Angaben oben („Mindestzeichnungsbetrag“) gegeben sein.

Im Übrigen gelten für Anträge auf den Umtausch von Anteilen die gleichen Modalitäten wie für die Rücknahme von Anteilen, und es finden die Bestimmungen des Allgemeinen Prospektteils Anwendung.

## 13. ÜBERSICHT ÜBER DIE ANTEILSKATEGORIEN

Die folgende Tabelle bietet einen schematischen Überblick über die wichtigsten Eigenschaften des Subfonds bzw. Anteilskategorien. Sie ersetzt nicht die Lektüre des Prospekts.

Payments are usually made in the currency of the relevant Subfund or Share Category within three (3) banking days in Luxembourg after the relevant Valuation Day.

The Redemption Price will be based on the NAV of the Shares on the applicable Valuation Day and will be rounded to two (2) decimal places (exception: the NAV of the CARTHESIO FRAME ALPHA STRATEGY FUND will be rounded to **three (3)** decimal places).

If no selling fee was charged when the E-Shares were issued, a redemption fee of up to a maximum of 3% of the net asset value may be charged instead.

## 12. SWITCHING OF SHARES

Shares in the Subfunds may be switched for Shares in other Subfunds of the Company for which such switch is allowed.

Other Shares may only be switched into C-/E-Shares if the shareholder fulfills all conditions for the subscription of such Shares, as described above.

For every first switch into C-Shares and, for the CARTHESIO GLOBAL INCOME FUND also into B-Shares, the minimal switching amount pursuant to the indications above (“Minimum Subscription Amount”) must be given.

Apart from that, for requests for the switching of Shares, the same modalities as for the redemptions of Shares will apply, and the provisions of the General Part of the Prospectus will apply.

## 13. OVERVIEW OF THE SHARE CATEGORIES

The following table offers a schematic overview of the most important characteristics of the individual Subfunds or Share categories. It is not a substitute for reading the Prospectus.

CARTHESIO FUNDS

| <u>Bezeichnung des Subfonds / Name of the Subfund</u> | <u>Anteile / Shares</u> | <u>Währung / Currency</u> | <u>ISIN-Code</u> | <u>Aktivierung / Activation</u> | <u>Mindestzeichnungsbetrag für die Erstzeichnung / Minimum Subscription Amount for Initial Subscription</u> | <u>Verwaltungsgebühr (max.) / Mgmt. Fee (max.)</u> |
|-------------------------------------------------------|-------------------------|---------------------------|------------------|---------------------------------|-------------------------------------------------------------------------------------------------------------|----------------------------------------------------|
| CARTHESIO RATIO TOTAL RETURN CREDIT FUND              | B                       | EUR                       | LU1278760969     | 15.01.2016                      | -                                                                                                           | 1.25%                                              |
|                                                       | B-CHF                   | CHF                       | LU1278761009     | Tbd                             | -                                                                                                           | 1.25%                                              |
|                                                       | B-USD                   | USD                       | LU1278761264     | Tbd                             | -                                                                                                           | 1.25%                                              |
|                                                       | C                       | EUR                       | LU1278761348     | 15.01.2016                      | EUR 500'000                                                                                                 | 1.00%                                              |
|                                                       | C-CHF                   | CHF                       | LU1278761421     | 19.08.2016                      | CHF 500'000                                                                                                 | 1.00%                                              |
|                                                       | C-USD                   | USD                       | LU1278761694     | 15.01.2016                      | USD 500'000                                                                                                 | 1.00%                                              |
|                                                       | E                       | EUR                       | LU1336567661     | Tbd                             | -                                                                                                           | 2.00%                                              |
|                                                       | E-CHF                   | CHF                       | LU1336567745     | Tbd                             | -                                                                                                           | 2.00%                                              |
|                                                       | E-USD                   | USD                       | LU1336567828     | Tbd                             | -                                                                                                           | 2.00%                                              |

| <u>Bezeichnung des Subfonds / Name of the Subfund</u> | <u>Anteile / Shares</u> | <u>Währung / Currency</u> | <u>ISIN-Code</u> | <u>Aktivierung / Activation</u> | <u>Mindestzeichnungsbetrag für die Erstzeichnung / Minimum Subscription Amount for Initial Subscription</u> | <u>Verwaltungsgebühr (max.) / Mgmt. Fee (max.)</u> |
|-------------------------------------------------------|-------------------------|---------------------------|------------------|---------------------------------|-------------------------------------------------------------------------------------------------------------|----------------------------------------------------|
| CARTHESIO FRAME ALPHA STRATEGY FUND                   | B                       | EUR                       | LU1278761777     | Tbd                             | -                                                                                                           | 1.70%                                              |
|                                                       | B-CHF                   | CHF                       | LU1278761850     | Tbd                             | -                                                                                                           | 1.20%                                              |
|                                                       | B-USD                   | USD                       | LU1278761934     | Tbd                             | -                                                                                                           | 1.80%                                              |
|                                                       | B2                      | EUR                       | LU1278762072     | Tbd                             | -                                                                                                           | 1.80%                                              |
|                                                       | C                       | EUR                       | LU1278762155     | Tbd                             | EUR 500'000                                                                                                 | 0.85%                                              |
|                                                       | C-CHF                   | CHF                       | LU1278762239     | Tbd                             | CHF 500'000                                                                                                 | 0.85%                                              |
|                                                       | C-USD                   | USD                       | LU1278762312     | Tbd                             | USD 500'000                                                                                                 | 0.85%                                              |

| <u>Bezeichnung des Subfonds / Name of the Subfund</u> | <u>Anteile / Shares</u> | <u>Währung / Currency</u> | <u>ISIN-Code</u> | <u>Aktivierung / Activation</u> | <u>Mindestzeichnungsbetrag für die Erstzeichnung / Minimum Subscription Amount for Initial Subscription</u> | <u>Verwaltungsgebühr (max.) / Mgmt. Fee (max.)</u> |
|-------------------------------------------------------|-------------------------|---------------------------|------------------|---------------------------------|-------------------------------------------------------------------------------------------------------------|----------------------------------------------------|
| CARTHESIO REGULAE FUND                                | B                       | EUR                       | LU1330439693     | 04.08.2016                      | -                                                                                                           | 1.50%                                              |
|                                                       | B-CHF                   | CHF                       | LU1330439776     | 04.08.2016                      | -                                                                                                           | 1.50%                                              |
|                                                       | B-USD                   | USD                       | LU1330439859     | 04.08.2016                      | -                                                                                                           | 1.50%                                              |
|                                                       | C                       | EUR                       | LU1330439933     | 04.08.2016                      | EUR 500'000                                                                                                 | 0.80%                                              |
|                                                       | C-CHF                   | CHF                       | LU1330440196     | 19.08.2016                      | CHF 500'000                                                                                                 | 0.80%                                              |
|                                                       | C-USD                   | USD                       | LU1330440279     | 13.10.2016                      | USD 500'000                                                                                                 | 0.80%                                              |
|                                                       | E                       | EUR                       | LU1330440352     | Tbd                             | -                                                                                                           | 2.25%                                              |
|                                                       | E-CHF                   | CHF                       | LU1330440436     | Tbd                             | -                                                                                                           | 2.25%                                              |
|                                                       | E-USD                   | USD                       | LU1330440519     | Tbd                             | -                                                                                                           | 2.25%                                              |

| <u>Bezeichnung des Subfonds / Name of the Subfund</u> | <u>Anteile / Shares</u> | <u>Währung / Currency</u> | <u>ISIN-Code</u> | <u>Aktivierung / Activation</u> | <u>Mindestzeichnungsbetrag für die Erstzeichnung / Minimum Subscription Amount for Initial Subscription</u> | <u>Verwaltungsgebühr (max.) / Mgmt. Fee (max.)</u> |
|-------------------------------------------------------|-------------------------|---------------------------|------------------|---------------------------------|-------------------------------------------------------------------------------------------------------------|----------------------------------------------------|
| CARTHESIO<br>GLOBAL INCOME<br>FUND                    | B-USD                   | USD                       | LU1330442481     | 19.02.2016                      | USD 10'000                                                                                                  | 1.20%                                              |
|                                                       | B-CHF                   | CHF                       | LU1330442309     | Tbd                             | CHF 10'000                                                                                                  | 1.20%                                              |
|                                                       | B                       | EUR                       | LU1330442218     | 19.02.2016                      | EUR 10'000                                                                                                  | 1.20%                                              |
|                                                       | B3                      | EUR                       | LU2056536357     | 13.12.2019                      | -                                                                                                           | 1.80%                                              |
|                                                       | B3-CHF                  | CHF                       | Tbd              | Tbd                             | -                                                                                                           | 1.80%                                              |
|                                                       | B3-USD                  | USD                       | Tbd              | Tbd                             | -                                                                                                           | 1.80%                                              |
|                                                       | C-USD                   | USD                       | LU1330442721     | 18.02.2016                      | USD 500'000                                                                                                 | 1.00%                                              |
|                                                       | C-CHF                   | CHF                       | LU1330442648     | Tbd                             | CHF 500'000                                                                                                 | 1.00%                                              |
|                                                       | C                       | EUR                       | LU1330442564     | 18.02.2016                      | EUR 500'000                                                                                                 | 1.00%                                              |

## MULTIPARTNER SICAV

### BARON GLOBAL ADVANTAGE EQUITY

### BARON EMERGING MARKETS EQUITY

Zwei durch GAM (LUXEMBOURG) S.A., Luxemburg, für Bamco, Inc., New York, aufgelegte Subfonds der SICAV luxemburgischen Rechts MULTIPARTNER SICAV

Two Subfunds of the SICAV under Luxembourg law MULTIPARTNER SICAV, established by GAM (LUXEMBOURG) S.A., Luxembourg, on behalf of Bamco, Inc., New York.

#### BESONDERER TEIL N

**1. JANUAR 2023**

Dieser Besondere Prospektteil ergänzt den Allgemeinen Teil mit Bezug auf die Subfonds BARON GLOBAL ADVANTAGE EQUITY und BARON EMERGING MARKETS EQUITY (gemeinsam die „**Baron Funds**“ einzeln der „**Subfonds**“).

Die nachfolgenden Bestimmungen müssen in Verbindung mit dem Allgemeinen Prospektteil gelesen werden.

Die hier enthaltenen Angaben auf Englisch (rechte Spalte) sind nach bestem Wissen und Gewissen der Gesellschaft eine treue Übersetzung der deutschen Originalfassung (linke Spalte). Im Falle von Widersprüchen gilt die Fassung in deutscher Sprache.

#### SPECIAL PART N

**1 JANUARY 2023**

This Special Part of the Prospectus supplements the General Part with regard to the subfunds BARON GLOBAL ADVANTAGE EQUITY and BARON EMERGING MARKETS EQUITY (together the „**Baron Funds**“, each a „**Subfund**“).

The provisions below must be read in conjunction with the General Part of the Prospectus.

The information contained herein in English (right column) is, to the Company's best knowledge and belief, a true translation of the German original version (left column). In the event of contradictions, the German-language version shall prevail.

## 1. ERSTAUSGABE DER ANTEILE

Die Anteile der Baron Funds wurden erstmals wie folgt zur Zeichnung aufgelegt. Der angegebene Erstausgabepreis versteht sich pro Anteil, zuzüglich einer Verkaufsgebühr von bis zu maximal 5% des Ausgabepreises.

| Subfonds / Subfunds           | Zeichnungsfrist / Subscription period | Erstausgabepreis / Initial issue price |
|-------------------------------|---------------------------------------|----------------------------------------|
| BARON GLOBAL ADVANTAGE EQUITY | 02.-10.01.2020                        | EUR/GBP 100                            |
| BARON EMERGING MARKETS EQUITY | 02.-10.01.2020                        | EUR/GBP 100                            |

## 1. INITIAL ISSUE OF SHARES

The Shares of the Baron Funds were issued for subscription for the first time as follows. The indicated initial issue price is per Share plus, as the case may be, a selling fee of up to a maximum of 5% of the Issue Price.

## 2. ANLAGEZIELE UND –POLITIK DER BARON FUNDS

### 2.1 ANLAGEZIEL

Das Anlageziel der Gesellschaft in Bezug auf die Baron Funds ist das langfristige Anstreben eines attraktiven Kapitalwachstums.

### 2.2 ANLAGEPOLITIK

#### BARON GLOBAL ADVANTAGE EQUITY

Der Subfonds ist ein diversifizierter Fonds, der unter normalen Umständen hauptsächlich in Aktien in Form von Stammaktien von Unternehmen der entwickelten und aufstrebenden Volkswirtschaften auf der ganzen Welt investiert, mit Kapitalisierungen innerhalb der Bandbreite der Unternehmen, die im MSCI ACWI Index Net enthalten sind.

#### BARON EMERGING MARKETS EQUITY

Der Subfonds ist ein diversifizierter Fonds, der unter normalen Umständen hauptsächlich in Aktien in Form von Stammaktien von Wachstumsunternehmen investiert, die ihren Sitz, ihren Hauptsitz oder ihre Hauptgeschäftstätigkeit oder ihre wichtigsten Handelsmärkte in Entwicklungsländern haben. Ein Entwicklungsland ist ein Land, das in den MSCI Emerging Markets (EM) Index aufgenommen wurde, und andere Länder, die vom Anlageverwalter als Entwicklungsländer auf der Grundlage von Klassifizierungen des Internationalen Währungsfonds bestimmt wurden.

#### GEMEINSAME BESTIMMUNGEN

Die Baron Funds können z.B. in Ländern wie China, Indien und Russland oder anderen Ländern investieren, die ähnliche länderspezifische Risiken

## 2. INVESTMENT OBJECTIVES AND POLICY OF THE BARON FUNDS

### 2.1 INVESTMENT OBJECTIVE

The investment objective of the Company as regards the Baron Funds is to seek to achieve an attractive capital appreciation over long term.

### 2.2 INVESTMENT POLICY

#### BARON GLOBAL ADVANTAGE EQUITY

The Subfund is a diversified fund that, under normal circumstances, invests primarily in equity securities in the form of common stock of developed and emerging markets companies located throughout the world, with capitalizations within the range of companies included in the MSCI ACWI Index Net.

#### BARON EMERGING MARKETS EQUITY

The Subfund is a diversified fund that, under normal circumstances, invests primarily in equity securities in the form of common stock of growth companies domiciled, headquartered or whose primary business activities or principal trading markets are in developing countries. A developing country is a country included in the MSCI Emerging Markets (EM) Index and other countries determined by the Investment Manager to be developing countries based on classifications made by the International Monetary Fund.

#### COMMON PROVISIONS

The Baron Funds may invest for example in countries such as China, India and Russia or any other country that may have similar country specific risks or other

oder andere Risiken im Zusammenhang mit dem Anlageland aufweisen. Die Baron Funds sind jedoch nicht verpflichtet, in einem der genannten Länder zu investieren und haben nicht unbedingt einen besonderen Fokus auf Anlagen in diesen Ländern.

Wenn und soweit Anlagen in China vorgesehen sind, können die Subfonds über das Shanghai oder Shenzhen Hong Kong Stock Connect Programm in China A-Aktien investieren, wie in "Hinweise betreffend die Anlage in Schwellen- und Entwicklungsländer" weiter unten beschrieben.

Anlagen in russische Wertpapiere, die nur in Russland gehandelt werden (mit Ausnahme derjenigen, die entweder an der *Russian Trading Stock Exchange* oder an der *Moscow Interbank Currency Exchange* notiert oder gehandelt werden), werden zu keiner Zeit mehr als 10% des Nettovermögens jedes Subfonds ausmachen.

Anlagen auf dem indischen Markt sollen über einen bei der indischen Regulierungsbehörde registrierten Foreign Portfolio Investor ("FPI") getätigt werden. Ein solcher FPI kann entweder die Gesellschaft oder der Investmentmanager sein.

Die Baron Funds können auch in sog. ADR (American Depositary Receipts) und GDR (Global Depositary Receipts) investieren, welche die Anforderungen von Art. 41 des Gesetzes von 2010 erfüllen und in welche keine Derivate eingebettet sind.

Zwecks Cash Management können für die Baron Funds Forderungswertpapiere erworben werden. Zu diesen Forderungspapieren gehören Investment-Grade-Staatsanleihen, Kommunal- oder Unternehmensanleihen, die ein relativ geringes Ausfallrisiko tragen und i.d.R. als Anlagen für das Cash Management angesehen werden, ohne das Risikoniveau der Baron Funds wesentlich zu beeinflussen, und als Anlagen nicht dazu bestimmt sind, eine signifikante Rendite zu erzielen.

Zusätzliche flüssige Mittel können bis zu 20% des Gesamtvermögens des jeweiligen Subfonds betragen. Diese zusätzlichen flüssigen Mittel beschränken sich auf Sichteinlagen, wie z.B. Barmittel, die auf den laufenden Bankkonten des jeweiligen Subfonds gehalten werden und jederzeit verfügbar sind. Die 20%-Grenze darf nur dann vorübergehend für einen unbedingt notwendigen Zeitraum überschritten werden, wenn die Umstände dies aufgrund außergewöhnlich ungünstiger Marktbedingungen erfordern (z.B. Kriege, Terroranschläge, Gesundheitskrisen oder andere ähnliche Ereignisse) und wenn eine solche Überschreitung unter

risks related specifically to the investment country. However, the Baron Funds are not obliged to invest in any of the said countries and do not necessarily have a specific focus on investing in them.

If and to the extent investments in China are foreseen, the Subfonds may invest in China A shares through the Shanghai or Shenzhen Hong Kong Stock Connect Programme as further described in "Information on the investment in Emerging Market Countries" below.

Investments in Russian securities which are traded only in Russia (other than those listed or traded on either the Russian Trading Stock Exchange or the Moscow Interbank Currency Exchange) will, at no time, represent more than 10% of each Subfund's net assets.

Investments in the Indian market shall be made through a Foreign Portfolio Investor ("FPI") registered with the India regulator. Such an FPI can be either the Company or the Investment Manager.

The Baron Funds may also invest in so called ADR (American Depositary Receipts) and GDR (Global Depositary Receipts), which comply with the provisions of article 41 of the law of 2010 and which do not have any derivatives embedded.

The Baron Funds may gain exposure to debt securities for cash management. Such debt securities include investment grade sovereign, municipal or corporate bonds which carry a relatively low risk of default and are usually seen as investments for cash management purposes without significantly affecting the risk level of the Baron Funds and as investments are not intended to generate significant return on investments.

Ancillary liquid assets may amount to up to 20% of the total assets of the respective Subfund. Such ancillary liquid assets shall be limited to bank deposits at sight, such as cash held in the respective Subfund's current bank accounts and accessible at any time. The 20% limit may only be breached temporarily for a period of time strictly necessary when, because of exceptionally unfavourable market conditions, circumstances so require (circumstances such as wars, terrorist attacks, health crises or other similar events) and where such breach is justified having regard to the best interests of the investors.

The Baron Funds can invest for treasury purposes in

Berücksichtigung der besten Interessen der Anleger gerechtfertigt ist.

Die Baron Funds können zu Liquiditätszwecken in flüssige Mittel investieren, d.h. in Geldmarktinstrumente und Geldmarktfonds gemäß der Definition in Abschnitt 5 des Allgemeinen Teils sowie in täglich rückzahlbare Einlagen.

Zum Zwecke der Absicherung und effizienten Portfolioverwaltung können für die Baron Funds derivative Finanzinstrumente (Derivate) eingesetzt werden. Die Palette der möglichen Derivate umfasst sowohl börsengehandelte als auch OTC-Instrumente und insbesondere Call- und Put-Optionen, Futures, und Forwards auf Wertpapiere, Zinsen und Währungen sowie auf andere derivative Finanzinstrumente und auf Finanzindizes.

#### **WÄHRUNG**

Die Baron Funds lauten auf US Dollar (USD). Die Anlagen können auf USD oder auf andere Währungen lauten. Fremdwährungsrisiken können ganz oder teilweise mittels Devisentermingeschäften oder Devisenoptionen gegenüber dem USD abgesichert werden. Ein Wertverlust aufgrund von Währungskursschwankungen kann nicht ausgeschlossen werden.

### **3. HEBELWIRKUNG**

Das mit Derivaten verbundene Gesamtrisiko der Baron Funds wird mit dem Commitment-Ansatz ermittelt.

Die Baron Funds dürfen keine Kredite zu Anlagezwecken aufnehmen. Eine Ausnahme von dieser Vorschrift stellt die Möglichkeit zur kurzzeitigen Aufnahme von bis zu 10% des Nettoinventarwerts des jeweiligen Subfonds dar, wie im Abschnitt 5.2. (I) (B) des Allgemeinen Teils des Prospekts erläutert.

### **4. RISIKOHINWEISE**

Die Gesellschaft ist bemüht, die Anlageziele des jeweiligen Subfonds zu erreichen. Es kann jedoch keine Garantie abgegeben werden, dass die Anlageziele tatsächlich erreicht werden. Folglich kann der Nettoinventarwert der Anteile grösser oder kleiner werden, und es können unterschiedlich hohe positive bzw. auch negative Erträge anfallen.

#### **HINWEISE BETREFFEND DIE ANLAGE IN SCHWELLEN- UND ENTWICKLUNGSLÄNDER**

Im Zusammenhang mit Anlagen der Baron Funds in Schwellen- und Entwicklungsländern (Emerging

liquid assets, meaning money market instruments and money market funds, as defined in section 5 of the General Part as well as deposits repayable on demand.

The Baron Funds may enter into derivative contracts for hedging and efficient portfolio management purposes. The range of possible derivatives includes both exchange-traded and OTC instruments and, in particular but not limited to, call and put options, futures and forwards on securities, interest rates and currencies as well as on other derivative financial instruments and on financial indices.

#### **CURRENCY**

The Baron Funds are denominated in US Dollars (USD). The currency of investment may be USD or other currencies. Foreign currency risks may be fully or partially hedged against the USD by using currency forwards or currency options. A depreciation caused by exchange-rate fluctuations cannot be ruled out.

### **3. LEVERAGE**

The overall risk incurred by use of derivatives of the Baron Funds will be determined using the Commitment Approach.

The Baron Funds may not borrow for investment purposes. An exception from this rule is the possibility of short-term borrowing of up to 10% of the net asset value of each Subfund, as set out in section 5.2. (I) (B) of the General Part of the Prospectus.

### **4. RISK DISCLOSURE**

The Company endeavours to achieve the investment objectives of the Company in respect of the respective Subfund. However, no guarantee can be given that the investment objectives will actually be achieved. Hence the net asset value of the Shares may increase or decrease, and different levels of positive as well as negative income may be earned.

#### **INFORMATION ON THE INVESTMENT IN „EMERGING MARKET AND DEVELOPING COUNTRIES“**

In connection with the Baron Funds' investment in emerging market and developing countries, potential

Markets) werden potentielle Investoren darauf aufmerksam gemacht, dass Anlagen in „Emerging Market“-Ländern mit einem höheren Risiko verbunden sind. Insbesondere besteht das Risiko:

a) eines möglicherweise geringen oder ganz fehlenden Handelsvolumens der Wertpapiere an dem entsprechenden Wertpapiermarkt, welches zu Liquiditätsengpässen und verhältnismässig grösseren Preisschwankungen führen kann;

b) der Unsicherheit der politischen, wirtschaftlichen und sozialen Verhältnisse, und die damit verbundenen Gefahren der Enteignung oder Beschlagnahmung, das Risiko aussergewöhnlich hoher Inflationsraten, prohibitiver steuerlicher Massnahmen und sonstiger negativer Entwicklungen;

c) der möglichen erheblichen Schwankungen des Devisenumtauschkurses, der Verschiedenheit der Rechtsordnungen, der bestehenden oder möglichen Devisenausfuhrbeschränkungen, Zoll- oder anderer Beschränkungen und etwaiger Gesetze oder sonstiger Beschränkungen, die auf Investitionen Anwendung finden;

d) politischer oder sonstiger Gegebenheiten, die die Investitionsmöglichkeiten des Subfonds einschränken, wie z.B. Beschränkungen bei Emittenten oder Industrien, die mit Blick auf nationale Interessen als sensibel gelten; und

e) des Fehlens adäquat entwickelter rechtlicher Strukturen für private oder ausländische Investitionen und das Risiko einer möglicherweise mangelnden Gewährleistung des Privateigentums.

Auch können Devisenausfuhrbeschränkungen oder sonstige diesbezügliche Regelungen in diesen Ländern völlig oder teilweise zur verspäteten Repatriierung der Investitionen führen, oder sie völlig oder teilweise verhindern, mit der Folge von möglichen Verzögerungen bei der Auszahlung des Rücknahmepreises.

#### **HINWEISE BETREFFEND DIE ANLAGE IN DER VOLKS-REPUBLIC CHINA**

Zusätzlich zum obigen Kapitel „Hinweise betreffend die Anlage in Schwellen- und Entwicklungsländern“, werden Investoren darüber informiert, dass die Wertpapiermärkte der Volksrepublik China Entwicklungsmärkte sind, welche rasch wachsen und raschen Veränderungen unterliegen. Das chinesische Wertpapier- und Gesellschaftsrecht ist relativ jung und kann weiteren Änderungen und Entwicklungen unterworfen sein. Solche Änderungen können rückwirkend in Kraft treten und können auf die

investors are warned that investing in the emerging market countries involves a higher risk. In particular, there is the risk of:

a) a possibly lower or totally absent trading volumes in securities on the relevant securities market, leading to liquidity bottlenecks and relatively greater price fluctuations;

b) uncertain political, commercial and social circumstances, with the attendant danger of disenfranchisement or confiscation, extraordinary high inflation, prohibitive tax measures and other negative developments;

c) possible major fluctuations in currency exchange rates, changes to legal regulations, existing or possible currency export restrictions, customs and other restrictions, and other legal or other restrictions which may apply to investments;

d) domestic or other circumstances which could limit the Subfund's investment possibilities e.g. restrictions on the part of issuers or industries regarded as crucial to national interests; and

e) the absence of an adequate developed legal framework for private or foreign investments and the risk of absent guarantees of private ownership.

Furthermore, currency export restrictions or other associated regulations in these countries could fully or partly delay or prevent the repatriation of investments, resulting in possible delays with payment of the redemption price.

#### **INFORMATION ON THE INVESTMENT IN THE PEOPLE'S REPUBLIC OF CHINA**

In addition to the above chapter "Information on the investment in Emerging Market and Developing Countries", investors are informed that the securities markets of the People's Republic of China are developing markets which grow rapidly and are subject to quick mutations. The Chinese securities- and corporate-regulations are relatively new and can be subject to further changes and developments. Such changes may apply retroactively and have an adverse effect on the investments of the Subfund. It cannot be

Anlagen der Subfonds negative Auswirkungen haben. Es kann nicht ausgeschlossen werden, dass in der Zukunft Restriktionen verhängt werden. Anlagen in China können dazu führen, dass die Baron Funds in der Volksrepublik China Quellen- oder anderen Steuern unterworfen wird. Die Steuervorschriften in der Volksrepublik China (die „VR China“) unterliegen Änderungen, möglicherweise mit Rückwirkung. Änderungen der Steuervorschriften können die nachsteuerlichen Gewinne bzw. das in der VR China investierte Kapital der betroffenen Subfonds verringern. Die Verwaltungsgesellschaft und/oder die Gesellschaft behält bzw. behalten sich das Recht vor, jederzeit Rückstellungen für Steuern oder Gewinne des jeweiligen Subfonds zu bilden, der in Anlagen aus oder in der VR China investiert, was sich auf die Bewertung des jeweiligen Subfonds auswirken kann. In Anbetracht der Ungewissheit darüber, ob und wie bestimmte Erträge aus Anlagen in der VR China besteuert werden, und der Möglichkeit, dass sich die Rechtsvorschriften und Praktiken in der VR China ändern und, dass Steuern ggf. auch rückwirkend erhoben werden, können sich die für den jeweiligen Subfonds gebildeten Steuerrückstellungen, sofern überhaupt gebildet, als zur Begleichung der endgültigen Steuerverbindlichkeiten in der VR China als übermässig oder unzureichend erweisen. Folglich können die Anleger des jeweiligen Subfonds je nach der endgültigen Besteuerung dieser Erträge, der tatsächlichen Höhe der Rückstellung und des Zeitpunkts des Kaufs und/oder Verkaufs ihrer Anteile des betreffenden Subfonds bevorteilt oder benachteiligt werden. Insbesondere im Falle einer Deckungslücke zwischen tatsächlichen Rückstellungen und den endgültigen Steuerschulden, mit denen das Vermögen der entsprechenden Subfonds belastet wird, hätte dies negative Auswirkungen auf den Wert des Vermögens der entsprechenden Subfonds und folglich auch auf die aktuellen Anleger; in jedem Fall wird der Nettoinventarwert der betroffenen Subfonds während des Zeitraums der fehlenden, unzureichenden oder übermässigen Rückstellungen nicht neu berechnet.

#### **Shanghai- bzw. Shenzhen Hong Kong Stock Connect Programm**

Die Subfonds können über das Shanghai- bzw. Shenzhen Hong Kong Stock Connect-Programm (das „Stock Connect-Programm“) direkt in bestimmte zulässige China A-Aktien investieren. Das Stock Connect-Programm ist ein von der Hong Kong Exchanges and Clearing Limited („HKEx“), der Shanghai Stock Exchange („SSE“) bzw. der Shenzhen Stock Exchange („SZSE“) und der China Securities

ruled out that in the future some restrictions may be imposed. Investments in China may trigger withholding or other taxes for the Baron Funds. The tax regulations in the PRC are subject to change, possibly with retroactive effect. Changes in tax regulations may reduce the relevant Subfund's after-tax profits and/or the capital invested in the PRC. The Management Company and/or the Company reserve(s) the right at any time to make provisions for taxes or gains of the relevant Subfund which invests in assets in the PRC; this may affect the valuation of the relevant Subfund. Given the uncertainty as to whether and how certain income from investments will be taxed in the PRC, and the possibility that the laws and practices in the PRC will change and that taxes may possibly also be levied retroactively, the tax provisions formed for the relevant Subfund may turn out to be excessive or insufficient to settle the final tax liabilities in the PRC. Consequently, this may work to the advantage or disadvantage of investors, depending on the final taxation of this income, the actual amount of the provision and the time of the purchase and/or sale of their units in the relevant Subfund. In particular, if the actual provisions are less than the final tax liabilities, and this gap has to be covered by the assets of the relevant Subfund, this would have a negative impact on the value of the assets of the relevant Subfund and, consequently, on the current investors; in any case, the net asset value of the Subfund concerned is not recalculated during the period of the missing, insufficient or excessive provisions.

#### **Shanghai or Shenzhen Hong Kong Stock Connect Programme**

The Subfunds may invest directly in certain permissible China A shares through the Shanghai or Shenzhen Hong Kong Stock Connect Programme (the Stock Connect Programme). The Stock Connect Programme is a securities trading and clearing programme developed by Hong Kong Exchanges and Clearing Limited (HKEx), the Shanghai Stock Exchange (SSE) or the Shenzhen Stock Exchange

Depository and Clearing Corporation Limited („ChinaClear“) entwickeltes Wertpapierhandels- und Clearing-Programm, das einen wechselseitigen Zugang zu den Aktienmärkten von Hongkong und der VR-China zum Ziel hat.

Im Rahmen des Stock Connect-Programms können ausländische Anleger (einschliesslich die Subfonds) bestimmte an der SSE und SZSE notierte China A-Aktien (die „SSE-Wertpapiere“ bzw. „SZSE-Wertpapiere“, zusammen die „SSE / SZSE Wertpapiere“) handeln (sog. Northbound Trading), dies vorbehaltlich der jeweils geltenden Bestimmungen über das Northbound Trading Link. Umgekehrt erhalten Anleger auf dem chinesischen Festland die Möglichkeit, sich über die SSE bzw. SZSE und Clearingstellen in Shanghai bzw. Shenzhen (Southbound Trading) am Handel mit ausgewählten Wertpapieren zu beteiligen, die an der HKEx notiert sind.

Die SSE-Wertpapiere umfasst den Geltungsbereich aller zum jeweiligen Zeitpunkt im SSE 180 Index und im SSE 380 Index enthaltenen Aktien sowie alle an der SSE notierten China A-Aktien. Die SZSE-Wertpapiere enthalten alle zum jeweiligen Zeitpunkt im SZSE Component Index und im SZSE Small/Mid Cap Innovation Index enthaltenen Aktien, welche eine Marktkapitalisierung von mindestens RMB 6 Milliarden ausweisen sowie alle SZSE gehandelten A-Aktien, die eine dazugehörige H-Aktie haben, die an der Stock Exchange of Hong Kong Limited („SEHK“) gelistet sind mit Ausnahme von (i) SZSE Aktien, die nicht in RMB gehandelt werden und (ii) SZSE Aktien, die unter Risikoüberwachung stehen.

Die Aktionäre werden ferner darauf hingewiesen, dass im Rahmen der geltenden Verordnungen ein Wertpapier aus dem Geltungsbereich des Stock Connect-Programms gestrichen werden kann. Dies kann die Fähigkeit des entsprechenden Subfonds zur Erreichung seines Anlageziels beeinträchtigen, beispielsweise wenn der Anlageverwalter ein Wertpapier kaufen möchte, das aus dem Geltungsbereich des Stock Connect-Programms gestrichen wurde.

Weitere Informationen sowie welche Aktien über das Stock Connect-Programm gehandelt werden, können auf der Website der HKEx bezogen bzw. eingesehen werden.

Abgesehen von Risiken in Zusammenhang mit Anlagen an internationalen Märkten und in Schwellenländern sowie anderen, vorstehend beschriebenen allgemeinen Anlagerisiken, die für Anlagen in China ebenso gelten, sollten die Anleger

(SZSE) und China Securities Depository and Clearing Corporation Limited (ChinaClear), whose objective is to provide mutual access to the stock markets of Hong Kong and the PRC.

Under the Stock Connect Programme, foreign investors (including the Subfunds) can trade certain China A shares listed on the SSE and SZSE (the SSE securities or SZSE securities, collectively the SSE/SZSE securities) (known as Northbound Trading), subject to the currently applicable regulations governing the Northbound Trading Link. Conversely, investors in Mainland China have an opportunity to participate through the SSE or SZSE and clearing houses in Shanghai or Shenzhen (Southbound Trading) in trading in selected securities listed on the HKEx.

The SSE securities comprise the scope of all shares contained at the relevant time in the SSE 180 Index and in the SSE 380 Index, as well as all China A shares listed on the SSE. The SZSE securities contain all shares included in the SZSE Component index and the SZSE Small/Mid Cap Innovation Index at the respective time, which show a market capitalization of at least RMB 6 billion and all A shares traded on the SZSE that have a respective H-Share, and are listed on the Stock Exchange of Hong Kong Limited (SEHK) except for (i) SZSE shares that are not traded in RMB and (ii) SZSE shares that are under risk monitoring.

Furthermore, investors' attention is drawn to the fact that under the applicable ordinances, a security may be removed from the scope of the Stock Connect Programme. This may impair the ability of the Subfunds to achieve its investment objective, for example, if the investment manager would like to buy a security that has been removed from the scope of the Stock Connect Programme.

Further information as well as the types of shares traded on the Stock Connect Programme can be obtained and reviewed on the HKEx website.

Apart from risks connected with investments in international markets and emerging countries, and other general investment risks, which are described above and also apply to investments in China, investors should also consider the additional specific risks related to Shanghai-Hong-Kong Stock Connect, which are set out below:

- Quota Risk

Trading is also subject to a cross-border maximum quota (Aggregate Quota) and to a daily quota (Daily Quota). The Aggregate Quota relates to the restriction on the absolute funds flows to Mainland China through

auch die nachstehenden zusätzlichen spezifischen Risiken im Zusammenhang mit der Shanghai-Hong-Kong Stock Connect beachten:

- **Quotenrisiko**

Der Handel unterliegt auch einem grenzübergreifenden maximalen Kontingent („Gesamtkontingent“) sowie einer täglichen Quote („Tagesquote“). Das Gesamtkontingent bezieht sich auf die Einschränkung der über die Northbound-Handelsverbindung erfolgenden absoluten Mittelzuflüsse nach Festlandchina. Die Tagesquote beschränkt die maximalen Nettokäufe im grenzübergreifenden Handel, die im Rahmen des Stock Connect-Programms auf täglicher Basis durchgeführt werden können. Sobald der verbleibende Saldo der Northbound-Tagesquote den Nullstand erreicht oder zu Beginn der Sitzung überschritten wird, können neue Kaufaufträge abgelehnt werden.

Zudem bestehen Einschränkungen für die Gesamtbestände ausländischer Investments, die auf alle Anleger aus Hongkong und dem Ausland zutreffen, sowie Einschränkungen für die Bestände einzelner Anleger aus dem Ausland. Aufgrund dieser Quotenbeschränkung kann es zu Beeinträchtigungen kommen, indem eine zeitnahe Anlage in China A-Aktien über das Stock Connect-Programm nicht möglich ist und dadurch die Anlagestrategie nicht effizient umgesetzt werden kann.

- **Beschränkung ausländischen Aktienbesitzes**

Die VR-China verlangt, dass die bestehenden Erwerbsbeschränkungen für ausländische Investoren auch im Zusammenhang mit dem Stock-Connect Programm Anwendung finden. Hong Kong- und ausländische Investoren fallen in den Geltungsbereich dieser Aktienbesitzbeschränkung. Die Grenzen können jederzeit geändert werden und sind derzeit wie folgt:

- Beteiligungen von ausländischen Einzelinvestoren (einschliesslich die Subfonds) von jedem Hong Kong- oder ausländischen Investor in China A-Aktien darf nicht 10% der ausgegebenen Anteile übersteigen.

- Beteiligungen von allen ausländischen Investoren von allen Hong Kong- und ausländischen Investor in China A-Aktien darf nicht 30% der ausgegebenen Anteile übersteigen.

- **SSE Preisgrenze**

Die SSE Wertpapiere unterliegen einer generellen Preisgrenze, die auf Grundlage des Schlusskurses vom Vortag berechnet wird. Die Preisgrenze für Aktien

the Northbound trading link. The Daily Quota restricts the maximum net buying trades that may be conducted in cross-border trading on a daily basis under the Stock Connect Programme. As soon as the remaining balance of the Northbound Daily Quota reaches zero or is exceeded at the beginning of a session, new buying orders may be rejected.

In addition, there are restrictions on the aggregate holdings of foreign investments that apply to all investors from Hong Kong and abroad, as well as restrictions on the holdings of individual investors from abroad. On account of this quota restriction, impairments may occur if a pending investment in China A shares is not possible through the Stock Connect Programme and, as a result, the investment strategy cannot be efficiently implemented.

- **Restriction of Foreign Share Ownership**

The PRC requires that the existing buying restrictions for foreign investors also be applied in conjunction with the Stock Connect Programme. Hong Kong and foreign investors come within the scope of these restrictions on share ownership. The limits may be altered at any time and are currently as follows:

- Shareholdings of foreign individual investors (including the Subfonds), of each Hong Kong or foreign investor in China A shares, may not exceed 10% of the shares issued.

- Shareholdings of all foreign investors, of all Hong Kong and foreign investors in China A shares may not exceed 30% of the shares issued.

- **SSE Price Limit**

SSE securities are subject to a general price limit, which is calculated on the basis of the closing price of the previous day. The price limit for shares and investment funds is currently between +/-10% and for shares under special treatment +/-5%. All orders must be within this price limit, which may change from time to time.

- **Exposure Risk**

Both the SEHK and the SSE or SZSE reserve the right to suspend trading if it is necessary to ensure an orderly and fair market, and to control the risks prudentially. This may have a negative influence on the ability of the Subfonds to gain access to the market of the PRC.

- **Different Trading Days**

The Stock Connect Programme is only available when both the markets in the PRC and those in Hong Kong are open for trading, and when the banks in both

und Investmentfonds liegt derzeit zwischen +/- 10% und für Aktien unter Sonderbehandlung bei +/- 5%. Alle Aufträge müssen innerhalb dieser Preisgrenze liegen, die sich von Zeit zu Zeit ändern kann.

- **Aussetzungsrisiko**

Sofern es notwendig ist einen geordneten und fairen Markt sicherzustellen sowie die Risiken umsichtig zu steuern, behält sich sowohl die SEHK als auch die SSE bzw. SZSE vor, den Handel auszusetzen. Dies kann einen negativen Einfluss auf die Fähigkeit des entsprechenden Subfonds haben, sich einen Zugang zu dem Markt von der VR-China zu schaffen.

- **Unterschiedliche Handelstage**

Das Stock Connect-Programm steht nur dann zur Verfügung, wenn sowohl die Märkte in VR-China als auch jene in Hongkong für den Handel geöffnet sind und auch die Banken auf beiden Märkten an den entsprechenden Abrechnungstagen geöffnet sind.

Es kann deshalb vorkommen, dass für den Markt der VR-China ein gewöhnlicher Handelstag ist, währenddessen der Markt in Hongkong geschlossen ist und Anleger aus Hongkong (wie z. B. die Subfonds) nicht mit China A-Aktien handeln können. Während dieser Zeit kann der jeweilige Subfonds dem Risiko von Kursschwankungen bei China A-Aktien ausgesetzt sein, aufgrund der Tatsache, dass das Stock Connect-Programm dem Handel nicht zur Verfügung steht.

- **Leerverkäufe**

Die Rechtsvorschriften der VR-China sehen vor, dass ausreichende Aktien auf dem Konto vorhanden sein müssen, bevor ein Anleger Aktien verkaufen kann. Ist dies nicht der Fall, so weist die SSE bzw. SZSE die jeweiligen Verkaufsaufträge zurück. Die SEHK prüft vor dem Handel Verkaufsaufträge ihrer Teilnehmer (d. h. Aktienmakler) in Bezug auf China A-Aktien, um sicherzustellen, dass keine Leerverkäufe erfolgen.

- **Abwicklungs-Modelle**

Für die Abwicklung von Aufträgen wurden verschiedene Stock-Connect-Modelle ausgearbeitet. Eines davon ist das "integrierte Modell" bei dem die lokale Unterdepotbank des jeweiligen Subfonds und der Broker zur gleichen Gruppe gehören. Hierbei wird dem Broker ermöglicht, die Verfügbarkeit der Wertpapiere ohne deren Übertragung zu bestätigen und eine Abrechnung in den Büchern der lokalen Unterdepotbank vorzunehmen mit der Garantie, dass die Wertpapiere erst dann geliefert werden, wenn auch die Zahlung der Gegenleistung erfolgt ist (daher der Name "synthetischer DvP"). Bei einem anderen

markets are also open on the settlement days concerned.

It may therefore happen that it is a usual trading day for the market in the PRC, whereas the market in Hong Kong is closed and investors from Hong Kong (such as, for example, the Subfonds) cannot trade China A shares. During this period, the Subfonds may be exposed to the risk of price fluctuations on China A shares owing to the fact that the Stock Connect Programme is not available for trading.

- **Short Selling**

The legal regulations of the PRC provide that sufficient shares must be available on the account before an investor may sell shares. If this is not the case, the SSE or SZSE rejects the sales orders concerned. Before trading, the SEHK checks the sales orders of its exchange participants (i.e. share brokers) in relation to China A shares in order to make sure that no short selling is taking place.

- **Processing Models**

Various Stock Connect Models have been developed for order processing. One of these is the "integrated model" in which the Subfonds' local sub-custodian bank and broker belong to the same group. This allows the broker to confirm the availability, without transfer, of the securities, and the local sub-custodian bank to settle the account with a guarantee that the securities will not be transferred until the payment of the trade has been carried out (hence the name "synthetic DvP"). In another model, however, the respective shares are transferred to a broker one day before the planned purchase.

Another model is the "multi-broker model" or "SPSA model", in which up to 20 brokers can be appointed in addition to a local sub-custodian bank. This model only became possible in March 2015, when the authorities introduced the Special Segregated Accounts (SPSA) which enables local sub-custodian banks to open a SPSA directly with Hong Kong Securities Clearing Company Limited (HKSCC). Each investor is identified by a specific ID number. Thereby, the availability of securities can be confirmed, without them having to be transferred to a particular broker in advance. Thus, the SPSA model also takes into account all concerns regarding the beneficial ownership of shares. Once a separate account is opened, the Investment Manager and the name of the Subfonds in question will appear on the account belonging to at the beneficial owner of the respective shares held in the account, according to the HKEx. However, under the classic SPSA "multi-broker

Modell hingegen werden die entsprechenden Aktien einen Tag vor dem geplanten Kauf an einen Broker übertragen.

Ein weiteres Modell ist das "Multi-Broker-Modell" oder "SPSA-Modell", bei dem neben einer lokalen Unterdepotbank nicht nur ein, sondern bis zu 20 Broker ernannt werden können. Dieses Modell wurde erst möglich, nachdem im März 2015 von den Behörden die Special Segregated Accounts (SPSA) Vorrichtungen geschaffen wurden, die es lokalen Unterdepotbank erlauben, ein SPSA direkt bei der Hong Kong Securities Clearing Company Limited („HKSCC“) zu eröffnen. Hierbei wird jeder Anleger durch eine bestimmte ID-Nummer identifiziert. Dadurch kann bestätigt werden, dass die Wertpapiere für die Lieferung zur Verfügung stehen ohne dass die Wertpapiere vorab an einen bestimmten Broker geliefert werden müssen. Das SPSA-Modell berücksichtigt somit auch alle Bedenken in Bezug auf das wirtschaftliche Eigentum an Aktien. Sobald ein spezielles Sonderkonto eröffnet wird, erscheint der Anlageverwalter sowie der Name des betreffenden Subfonds auf dem Konto, der gemäss der Hong Kong Stock Exchange („HKEX“) als wirtschaftlicher Eigentümer der betreffenden Anteile auf dem Konto behandelt wird. Im Rahmen des klassischen SPSA "Multi-Broker-Modells" kann sich aus dem Abwicklungsprozess jedoch das Risiko ergeben, dass die Barabgeltung der verkauften Wertpapiere durch einen Broker für einen seiner Kunden nur wenige Stunden nach der Auslieferung der Wertpapiere erfolgt und dem Kunden gutgeschrieben wird.

- Clearing und Abrechnungsrisiken

Die Hong Kong Securities Clearing Company Limited („HKSCC“) und ChinaClear stellen die Clearing-Verbindung bereit, wobei sie wechselseitige Beteiligungen eingehen, um das Clearing und die Abrechnung von grenzüberschreitenden Transaktionen zu erleichtern. Als nationale zentrale Gegenpartei für den VR-CHINA Wertpapiermarkt, betreibt ChinaClear ein umfassendes Netzwerk mit Clearing-, Abrechnungs- und Aktienverwahrungsinfrastruktur. ChinaClear hat ein Risikomanagementkonzept und Massnahmen eingerichtet, die von der China Securities Regulatory Commission („CSRC“) freigegeben und überwacht werden.

Sollte das unwahrscheinliche Ereignis eines Zahlungsausfalls von ChinaClear eintreten und ChinaClear seinen Zahlungsverpflichtungen nicht nachkommen können, so haftet die HKSCC aus ihren Clearing-Verträgen mit den Marktteilnehmern der

model", the settlement process can give rise to the risk that the cash settlement of securities sold by a broker for one of his customers takes place only a few hours after the securities are transferred and credited to the customer.

- Clearing and Settlement Risks

The Hong Kong Securities Clearing Company Limited (HKSCC) and ChinaClear provide the clearing connection by entering into mutual shareholdings in order to facilitate the clearing and settlement of cross-border transactions. As the national central counterparty for the PRC's securities market, ChinaClear operates a comprehensive network with clearing, settlement and share depository infrastructure. ChinaClear has established a risk management concept and measures that are approved and monitored by the China Securities Regulatory Commission (CSRC).

In the unlikely event of a payment default by ChinaClear and the latter being unable to meet its payment obligations, HKSCC shall only be liable in its clearing contracts with the market participants of the Northbound trading link to the extent that these market participants will receive support in enforcing their claims against ChinaClear. The HKSCC will attempt in good faith to settle and obtain the outstanding securities and funds through the available legal channels or apply for liquidation of ChinaClear. In this case, the Subfunds may only be able to call in their losses resulting from transactions with ChinaClear late or not in their entirety. On the other hand, an omission or a delay on the part of HKSCC in fulfilling its obligations may lead to a settlement failure or the loss of Stock Connect securities or related funds, which may subsequently cause losses to the Subfunds and their investors.

- Nominee Arrangements for the Holding of China A Shares

If the Subfunds acquires SSE/SZSE securities through the Stock Connect programme, HKSCC is the "nominee holder". HKSCC for its part holds the Stock Connect shares of all participants as a single nominee through a collective securities account (single nominee omnibus Securities account), which is held in its name with ChinaClear. HKSCC acts only as the nominee holder, whereas the Subfunds remains the beneficial owners of the Stock Connect shares.

The Stock Connect rules laid down by the CSRC expressly provide that investors who acquire SSE / SZSE securities through the Stock Connect Programme can enforce their rights, which are in

Northbound-Handelsverbindung nur insoweit, als diese Marktteilnehmer dabei unterstützt werden, ihre Ansprüche gegen ChinaClear geltend zu machen. Die HKSCC wird nach Treu und Glauben versuchen, die ausstehenden Wertpapiere und Gelder über die zur Verfügung stehenden Rechtswege durchzusetzen oder eine Liquidation von ChinaClear beantragen. In diesem Fall können die Subfonds ihre Verluste aus Geschäften mit ChinaClear möglicherweise nur verspätet oder nicht vollständig einfordern. Andererseits kann ein Versäumnis oder eine Verzögerung der HKSCC bei der Erfüllung ihrer Verpflichtungen zu einem Abwicklungsausfall oder dem Verlust von Stock Connect-Wertpapieren bzw. damit zusammenhängenden Geldern führen, was den Subfonds und ihren Aktionären in der Folge Verluste einbringen kann.

- Nominee-Arrangements beim Halten von China A-Aktien

Erwirbt der jeweilige Subfonds über das Stock Connect-Programm SSE / SZSE Wertpapiere, so ist HKSCC der „Nominee-Inhaber“. Die HKSCC hält ihrerseits die Stock Connect-Aktien von allen Teilnehmern als Einzelnominee über ein kollektives Wertpapierkonto (Single Nominee Omnibus Securities Account), das auf ihren Namen bei ChinaClear geführt wird. Die HKSCC tritt nur als bevollmächtigte Inhaberin (Nominee Holder) auf, während die Subfonds wirtschaftliche Eigentümer der Stock Connect-Aktien bleiben.

Die von der CSRC erlassenen Stock Connect Regeln sehen zwar ausdrücklich vor, dass Anleger, die über das Stock Connect-Programm SSE bzw. SZSE Wertpapiere erwerben, ihre Rechte geltend machen können, die im Einklang mit dem geltenden chinesischen Recht stehen. Es ist jedoch unsicher, ob die chinesischen Gerichte die Eigentumsrechte der Stock Connect-Anleger anerkennen und ihnen die Möglichkeit geben würden, gegen chinesische Unternehmen über den Rechtsweg vorzugehen, sofern dies erforderlich wäre.

Daher kann der jeweilige Subfonds und die Depotbank nicht sicherstellen, dass das Eigentum des entsprechenden Subfonds an diesen Wertpapieren unter allen Umständen gewährleistet ist.

Des Weiteren ist gemäß den HKSCC Clearing Regeln für an der SEHK notierte oder gehandelte Wertpapiere, die HKSCC als Nominee-Inhaber nicht verpflichtet rechtliche Maßnahmen zu ergreifen oder Gerichtsverfahren zu führen, um Rechte für die Anleger in Bezug auf die SSE / SZSE Wertpapiere in der VR-China oder anderenorts durchzusetzen. Daher

accordance with currently applicable Chinese law. However, it is uncertain whether the Chinese courts would recognize the ownership rights of Stock Connect investors and would give them the opportunity to take legal action against Chinese companies, if this were necessary.

Therefore the Subfonds and the Custodian Bank cannot ensure that the ownership of these securities by the Subfonds concerned is guaranteed under all circumstances.

Furthermore, according to the HKSCC Clearing rules for securities listed or traded on the SEHK, HKSCC as the nominee holder is not under any obligation to take legal action or to conduct judicial proceedings to enforce rights for investors in relation to SSE / SZSE securities in the PRC or elsewhere. Therefore problems or delays may occur for the Subfonds in enforcing its rights in relation to China A shares, even if the ownership of the corresponding Subfonds is ultimately recognized.

If it is assumed that HKSCC performs custodial functions in relation to assets held through it, it should be noted that the Custodian Bank and the Subfonds have no legal relationship with HKSCC and have no direct recourse against HKSCC if the Subfonds should sustain losses due to the performance or insolvency of HKSCC.

- Trading Costs

In connection with Northbound trades of China A shares through the Stock Connect Programme, in addition to payment of trading taxes and stamp duty, further costs are also incurred such as new portfolio fees, dividend taxes and income taxes from share transfers, which taxes are determined by the competent authorities.

- Regulatory Risk

The Stock Connect Programme is a new programme that is subject to the various regulations of the PRC and Hong Kong. Furthermore the implementing directives of the securities exchanges participating in the Stock Connect Programme are applicable. Since this programme is new, the regulations have not yet been tried and tested, so that there is not yet any certainty about the way in which they will be applied. The current regulations may be altered at any time. Moreover, there are no commitments with regard to the continued existence of the Stock Connect Programme in the future.

The attention of the investors of the Subfonds who may invest in the markets of Mainland China through

können dem entsprechenden Subfonds Probleme oder Verzögerungen bei der Durchsetzung ihrer Rechte in Bezug auf China A-Aktien entstehen, selbst wenn das Eigentum des entsprechenden Subfonds letztendlich anerkannt wird.

Sofern davon ausgegangen wird, dass die HKSCC Verwahrfunktionen in Bezug auf über sie gehaltene Vermögenswerte ausübt, ist zu beachten, dass die Depotbank und der entsprechende Subfonds keine Rechtsbeziehung zur HKSCC und keinen unmittelbaren Rückgriff auf die HKSCC haben, falls dem entsprechenden Subfonds aufgrund der Performance oder der Insolvenz der HKSCC Verluste entstehen.

- Handelskosten

Im Zusammenhang mit Northbound Handelsgeschäften von China A-Aktien über das Stock Connect-Programm fallen neben der Zahlung von Handels- und Stempelsteuern auch weitere Kosten an, wie neue Portfoliogeühren, Dividendensteuern und Ertragsteuern aus Aktienübertragungen, die von den zuständigen Behörden festgelegt werden.

- Aufsichtsrechtliches Risiko

Das Stock Connect Programm ist ein neuartiges Programm, das den verschiedenen Bestimmungen der VR-China und Hongkong unterliegt. Des Weiteren gelten die Umsetzungsrichtlinien der am Stock Connect-Programm beteiligten Wertpapierbörsen. Aufgrund der Neuartigkeit dieses Programmes, sind die Bestimmungen noch nicht erprobt, so dass noch keine Sicherheit bezüglich der Art ihrer Anwendung besteht. Die derzeitigen Bestimmungen können jederzeit geändert werden. Des Weiteren gibt es keine Zusagen hinsichtlich des Fortbestandes des Stock Connect-Programms in der Zukunft.

Die Aktionäre des entsprechenden Subfonds, die über das Stock Connect-Programm auf den Märkten des chinesischen Festlandes investieren können, werden deshalb darauf hingewiesen, dass sie mit Änderung rechnen müssen, die sich nachteilig auswirken können.

#### **HINWEISE BETREFFEND DIE ANLAGE IN RUSSLAND**

Zusätzlich zum obigen Kapitel „Hinweise betreffend die Anlage in Schwellen- und Entwicklungsländern“, werden Investoren darüber informiert, dass weitere Risiken in der Russischen Föderation beziehungsweise in der Gemeinschaft unabhängiger Staaten in Bezug auf das Settlement von Wertpapiergeschäften bestehen, nämlich das Risiko,

the Stock Connect Programme is therefore drawn to the fact that they have to expect change, which may have a detrimental effect.

#### **INFORMATION ON THE INVESTMENT IN RUSSIA**

In addition to the above chapter “Information on the investment in Emerging Market and Development Countries”, investors are informed that other risks existing in the Russian Federation and/or in the Commonwealth of Independent States relate to the settlement of securities transactions, in particular the risk of the corresponding securities being delivered

dass trotz erfolgter Zahlung seitens der Baron Funds die entsprechenden Wertpapiere verspätet oder nicht geliefert werden. Auch kann das Risiko von Wertpapierfälschungen oder von Wertpapierdiebstahl nicht ausgeschlossen werden.

In Bezug auf Anlagen in der Russischen Föderation beziehungsweise der Gemeinschaft unabhängiger Staaten wird auf gewisse Risiken hinsichtlich des Eigentums und der Aufbewahrung von Wertpapieren hingewiesen. In der Russischen Föderation beziehungsweise der Gemeinschaft unabhängiger Staaten wird das Eigentum an Wertpapieren durch Eintragungen in die Bücher der die Wertpapiere emittierenden Gesellschaft oder ihrer Registerstelle (welche weder Agent der Depotbank noch dieser gegenüber verantwortlich ist) nachgewiesen. Die Überwachungspflichten der Depotbank beschränken sich diesbezüglich auf eine Überwachung nach besten Kräften im Rahmen des vernünftigerweise Möglichen. Anteilszertifikate, welche die Beteiligung an Gesellschaften der Russischen Föderation beziehungsweise der Gemeinschaft unabhängiger Staaten darstellen, werden nicht bei der Depotbank oder Unterdepotbank oder in einem effektiven zentralen Depotsystem aufbewahrt. Infolge dieses Systems und aufgrund des Mangels an effektiven staatlichen Regelungen und Vollstreckbarkeit, könnte die Gesellschaft ihre Registrierung und Eigentum an Wertpapieren der Russischen Föderation beziehungsweise der Gemeinschaft unabhängiger Staaten durch Betrug, Nachlässigkeit oder einfach durch Übersehen verlieren. Auch wird darauf hingewiesen, dass solche Anteilszertifikate meistens nur in fotokopierter Form vorliegen und ihr rechtlicher Wert demnach angreifbar ist.

#### **HINWEISE BETREFFEND DIE ANLAGE IN INDIEN**

Um Zugang zum indischen Kapitalmarkt zu erhalten, sollen die Baron Funds beim Securities and Exchange Board of India (SEBI) als Foreign Portfolio Investor (FPI) registriert werden. Diese Registrierung erfordert u.a. eine „Know Your Customer“ Prüfung, Einhaltung der lokalen steuerlichen Vorgaben und vorgängige Genehmigung des FPI durch einen Designated Depository Participant (DDP). Die Registrierung eines FPI ist für drei (3) Jahre gültig und kann vor Ablauf unbeschränkt erneuert werden.

Die Steuervorschriften in Indien unterliegen Änderungen, möglicherweise mit Rückwirkung. Des weiteren kann es sein, dass die Interpretation und Anwendung der Steuervorschriften und Regulierungen der Steuerbehörden nicht klar, konsistent oder transparent sind. Änderungen der Steuervorschriften

late or not at all despite payment having been made by the Baron Funds. In addition, the risk of securities counterfeiting or securities theft cannot be ruled out.

With respect to investments in the Russian Federation and/or the Commonwealth of Independent States, certain risks relating to title and the safekeeping of securities are pointed out. In the Russian Federation and in the Commonwealth of Independent States, title to securities is evidenced by entries into the books of the company issuing the securities or the registration agent of the same (which is neither an agent of the custodian bank nor responsible to the latter). In this regard, the supervisory duties of the custodian bank are limited to supervision using its best efforts within the scope of what is reasonably possible. Share certificates representing the investment in companies from the Russian Federation and/or the Commonwealth of Independent States are not safe-kept with the custodian bank or sub-custodian bank or in an effective centralised custody system. As a consequence of this system and due to the lack of effective state regulations and enforceability, the Company could lose its registration and title in securities of the Russian Federation and/or the Commonwealth of Independent States due to fraud, negligence or simply as a result of an oversight. It is pointed out that in most cases such share certificates exist only in photocopied form, thus leaving their legal value open to challenge.

#### **INFORMATION ON THE INVESTMENT IN INDIA**

Baron Funds (defined as the “Subfund” for the sole purpose of this section) shall be registered as a Foreign Portfolio Investor (FPI) with the Securities and Exchange Board of India (SEBI) to be allowed to access the Indian capital market. Such registration relies, i.a., on know your customer verification, adherence to local tax requirements and pre-approval of the FPI by a Designated Depository Participant (DDP). Registration as an FPI maintains validity for three (3) years and may be renewed in advance indefinitely.

The tax regulations in India are subject to change, possibly with retro-active effect. Moreover, the interpretation and application of tax laws and regulations by the tax authorities may not be clear, consistent nor transparent. Changes in tax regulations

können die nachsteuerlichen Gewinne bzw. das in Indien investierte Kapital des Subfonds verringern. Die Verwaltungsgesellschaft und/oder die Gesellschaft behält bzw. behalten sich das Recht vor, jederzeit Rückstellungen für Steuern oder Gewinne zu bilden, was sich auf die Bewertung des Subfonds auswirken kann. Die gebildeten Steuerrückstellungen können sich als übermässig oder unzureichend zur Begleichung der endgültigen Steuerverbindlichkeiten in Indien erweisen. Folglich können die Anleger des Subfonds je nach der endgültigen Besteuerung dieser Erträge, der tatsächlichen Höhe der Rückstellung und des Zeitpunkts des Kaufs und/oder Verkaufs ihrer Anteile des Subfonds bevorteilt oder benachteiligt werden. Insbesondere im Falle einer Deckungslücke zwischen tatsächlichen Rückstellungen und den endgültigen Steuerschulden, mit denen das Vermögen des Subfonds belastet wird, hätte dies negative Auswirkungen auf den Wert des Vermögens des Subfonds und folglich auch auf die aktuellen Anleger; in jedem Fall wird der Nettoinventarwert des Subfonds während des Zeitraums der fehlenden, unzureichenden oder übermässigen Rückstellungen nicht neu berechnet.

#### **Hinweise betreffend Nachhaltigkeitsrisiken**

##### **BARON FUNDS**

Der Marktwert der zugrunde liegenden Anlagen des Subfonds unterliegt den im Allgemeinen Teil beschriebenen Nachhaltigkeitsrisiken. Der Subfonds wird als mit hohen Nachhaltigkeitsrisiken behaftet, die erhebliche Auswirkungen auf den Wert des Portfolios haben können.

Die Bewertung der Nachhaltigkeitsrisiken ist fester Bestandteil der Investmententscheidungen des Anlageverwalters und wird regelmässig während der gesamten Laufzeit der Anlagen durchgeführt.

Für die Zwecke der Bewertung des Nachhaltigkeitsrisikos kann der Anlageverwalter alle verfügbaren Nachhaltigkeitsinformationen verwenden, wie z. B. öffentlich zugängliche Berichte investierter Unternehmen, sonstige öffentlich zugängliche Daten (z. B. Kredit-Ratings) und Daten, die von externen Datenanbietern erstellt und veröffentlicht werden.

Die diesem Finanzprodukt zugrunde liegenden Investitionen berücksichtigen nicht die EU-Kriterien für ökologisch nachhaltige Wirtschaftsaktivitäten.

may reduce the Subfund's after-tax profits and/or the capital invested in India. The Management Company and/or the Company reserve(s) the right at any time to make provisions for taxes or gains of the Subfund; this may affect the valuation of the Subfund. The tax provisions formed for the Subfund may turn out to be excessive or insufficient to settle the final tax liabilities in India. Consequently, this may work to the advantage or disadvantage of investors, depending on the final taxation of this income, the actual amount of the provision and the time of the purchase and/or sale of their units in the Subfund. In particular, if the actual provisions are less than the final tax liabilities, and this gap has to be covered by the assets of the Subfund, this would have a negative impact on the value of the assets of the Subfund and, consequently, on the current investors; in any case, the net asset value of the Subfund concerned is not recalculated during the period of the missing, insufficient or excessive provisions.

#### **Sustainability risks**

##### **BARON FUNDS**

The market value of underlying investments of the Subfund are subject to sustainability risks described in the General Part.

The Subfund is deemed to have a high level of sustainability risks, which may have significant effect on the value of the portfolio. The sustainability risk assessment is integrated to the investment decisions of the Investment Manager and shall be carried out at least periodically throughout the life-time of such investment.

For the purposes of sustainability risk assessment, the Investment Manager may use any sustainability information available such as publicly available reports of invested companies, other publicly available data (such as credit ratings) and data made and distributed by external data vendors.

The investments underlying this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

## **5. ANLEGERPROFIL**

## **5. INVESTOR PROFILE**

Die Baron Funds eignen sich für sachkundige Anleger, welche Erfahrung mit volatilen Anlagen haben, über vertiefte Kenntnisse der Kapitalmärkte verfügen und die gezielt von den Marktentwicklungen in spezialisierten Märkten profitieren wollen und mit den spezifischen Chancen und Risiken dieser Marktsegmente vertraut sind. Investoren sollten mit Wertschwankungen rechnen, die temporär zu hohen Wertverlusten führen können. In einem breit diversifizierten Gesamtportfolio können diese Subfonds als Ergänzungsanlage eingesetzt werden.

Die Baron Funds werden innerhalb der Vereinigten Staaten von Amerika und ihrer Besitzungen und Territorien nicht angeboten oder aktiv verkauft.

Resident Indians (RI), Non-resident Indians (NRI) und Overseas Citizens of India (OCI), wie in den Foreign Exchange Management Regulations (Transfer or issue of security by a Person Resident outside India), 2017 definiert, dürfen nicht in die Baron Fonds investieren.

Die Namensregister- und Umschreibungsstelle wird für jede Zeichnung prüfen, ob die Voraussetzungen zur Zeichnung der jeweiligen Anteilkategorien der Baron Funds erfüllt sind.

## 6. ANLAGEVERWALTER

Die Verwaltungsgesellschaft hat mittels Anlageverwaltervertrag Bamco, Inc. als Anlageverwalter (nachfolgend der „Anlageverwalter“) für das Portfoliomanagement der Subfonds ernannt.

Bamco, Inc. ist eine Gesellschaft nach den Gesetzen des Staates New York mit Sitz in New York, USA, welche bei der Securities and Exchange Commission (SEC) als Investment Adviser registriert ist.

Der Anlageverwalter ist ermächtigt, unter Berücksichtigung des jeweils anwendbaren Anlageziels, -politik und -grenzen der Gesellschaft bzw. der Subfonds und unter der ultimativen Kontrolle der Verwaltungsgesellschaft bzw. des Verwaltungsrats unmittelbar Anlagen zu tätigen.

## 7. BESCHREIBUNG DER ANTEILE

Nach dem Erstausgabedatum kann die Gesellschaft Anteile der Baron Funds in folgenden Kategorien ausgeben:

- B-Anteile: thesaurierend;
- E-Anteile: thesaurierend;
- Z-Anteile: thesaurierend (für „institutionelle Investoren“, wie nachfolgend definiert).

The Baron Funds are suitable for knowledgeable investors who have experience with volatile investments, have in-depth knowledge of the capital markets and wish to target their investments so as to benefit from developments in specialised markets and are familiar with the opportunities and risks specific to these market segments. Investors should expect fluctuations in the value of the investments, which may temporarily even lead to a scenario of substantial loss of value. These Subfunds may be used as a supplementary investment within a widely diversified portfolio.

The Baron Funds will not be offered or actively sold within the United States of America, its possessions or territories.

Resident Indians (RI), Non-resident Indians (NRI) and Overseas Citizens of India (OCI), as defined in the Foreign Exchange Management Regulations (Transfer or issue of security by a Person Resident outside India), 2017, are not permitted to invest in Baron Funds.

The registrar and transfer agent will control for each subscription if the requirements to subscribe in the various share categories of the Baron Funds are met.

## 6. INVESTMENT MANAGER

The Management Company has appointed Bamco, Inc. as investment manager (henceforward the „Investment Manager“) of the Subfunds by means of an investment management agreement.

Bamco, Inc. is a company under the laws of the State of New York domiciled in New York, USA, registered as an investment adviser with the Securities and Exchange Commission (SEC).

The Investment Manager is authorised to make investments directly for the Subfunds, taking into account the respective investment objective, policy and limits of the Company or the Subfunds, as applicable, and under the ultimate supervision of the Management Company or the Board of Directors.

## 7. DESCRIPTION OF SHARES

After the initial issue date, the Company may issue Shares of the Baron Funds in the following categories:

- B-Shares: accumulating;
- E-Shares: accumulating;
- Z-Shares: accumulating (for “institutional investors” as described hereafter).

Es werden nur Anteile in Namensform ausgegeben.

Die Gesellschaft kann Anteile sowohl in der Rechnungswährung USD der Subfonds als auch in EUR/CHF/GBP/AUD anbieten. Die jeweils verfügbaren Anteilkategorien können bei der Hauptverwaltungsstelle bzw. bei den Informations- oder Vertriebsstellen erfragt werden.

**Z-Anteile** werden nur an „institutionelle Investoren“ im Sinne von Artikel 174 ff. des Gesetzes von 2010 ausgegeben (vgl. zur Mindestzeichnung die nachfolgenden Kapitel „Ausgabe der Anteile“ und „Umtausch von Anteilen“). Für in der EU inkorporierte Rechtssubjekte umfasst die Definition des „Institutionellen Investors“ alle geeigneten Gegenparteien und alle Kunden, die per se als professionelle Kunden angesehen werden im Sinne der Richtlinie 2014/65/EU über Märkte für Finanzinstrumente („MIFID“), die nicht eine Behandlung als nichtprofessioneller Kunde beantragt haben.

## 8. AUSSCHÜTTUNGSPOLITIK

Die Ausschüttungspolitik in Bezug auf den jeweiligen Subfonds richtet sich nach dem Kapitel „Ausschüttungen“ des Allgemeinen Teil des Prospekts.

Die Gesellschaft behält sich vor, die Ausschüttungspolitik jederzeit zu ändern.

## 9. GEBÜHREN UND KOSTEN

### VERWALTUNGSGEBÜHR

Auf der Basis des Nettoinventarwerts des jeweiligen Subfonds („NIW“) wird eine jährliche maximale Gebühr zu Lasten der Anteile des jeweiligen Subfonds für die Verwaltung und die Beratung in Bezug auf das Wertpapierportfolio sowie für damit verbundene Verwaltungs- und ggf. Vertriebsleistungen („Verwaltungsgebühr“) wie folgt erhoben:

| Subfonds / Subfund            | Max. Pauschal-Gebühr p.a. in % des NIW /<br>max. Total Fee p.a. in % of the NAV |       |       |
|-------------------------------|---------------------------------------------------------------------------------|-------|-------|
| Anteile / Shares              | B                                                                               | E     | Z     |
| BARON GLOBAL ADVANTAGE EQUITY | 1.75%                                                                           | 1.10% | 0.75% |
| BARON EMERGING MARKETS EQUITY | 1.85%                                                                           | 1.20% | 0.85% |

Im Zusammenhang mit dem Vertrieb, Anbieten oder Halten von **Z-Anteilen** werden den Vertriebsstellen keine Kommissionen für allfällige Vertriebsleistungen bezahlt.

Only registered Shares will be issued.

The Company may issue Shares both in the accounting currency of the Subfunds, USD, as well as in EUR/CHF/GBP/AUD. Details of the share categories available at any one time may be requested from the Central administration or the information agents or distributors.

**Z-Shares** are issued only to “institutional investors” within the meaning of Article 174 sqq. of the 2010 Law (re. minimum subscriptions, see the section “Issue of Shares” and “Switching of Shares”). For entities incorporated in the EU, the definition of “institutional investors” includes, inter alia, all eligible counterparties and all clients considered per se to be professionals pursuant to Directive 2014/65/EU on markets in financial instruments (“MIFID”) who have not requested non-professional treatment.

## 8. DIVIDEND POLICY

The dividend policy of the respective Subfund shall be in accordance with the section “Dividends” of the General Part of the Prospectus.

The Company reserves the right to change the dividend policy at any time.

## 9. FEES AND COSTS

### MANAGEMENT FEE

On the basis of the net asset value of the respective Subfund (“NAV”), an annual maximum fee is charged to the respective Subfund’s Shares for the administration and advice concerning the portfolio as well as for administration and distribution services connected thereto (“**Management Fee**”) as follows:

Distributors are not paid any commission for distribution activities undertaken in connection with the sale, offering or holding of **Z-Shares**.

#### Dienstleistungsgebühr und Nebenkosten

Die Entschädigung der Verwaltungsgesellschaft, der Depotbank, der Hauptverwaltungs-, Hauptzahl-, Namensregister- und Umschreibungsstelle erfolgt separat und beträgt maximal 0,30% p.a. des NIW des jeweiligen Subfonds („**Dienstleistungsgebühr**“). Die Dienstleistungsgebühr kann einer Mindestgebühr unterliegen.

Die Gesellschaft zahlt ferner aus dem NIW der Subfonds die im Kapitel „Gebühren und Kosten“ des Allgemeinen Teils beschriebenen Kosten.

#### SOFT-KOMMISSION VEREINBARUNGEN

Der Anlageverwalter kann Soft-Kommission Vereinbarungen abschliessen. Der Anlageverwalter verpflichtet sich, dass jede angenommene Soft-Kommission dazu bestimmt ist, die Qualität seiner Dienstleistungen zu verbessern, und der Anlageverwalter, der solche Soft-Kommissionen annimmt, muss im besten Interesse der Baron Funds handeln. Der geschätzte Geldwert der angenommenen Soft-Provisionen ist im Jahresabschluss der Gesellschaft oder des/der Subfonds anzugeben.

### 10. AUSGABE DER ANTEILE

#### ALLGEMEIN

Nach Ablauf der Erstzeichnungsfrist werden Anteile der Baron Funds an jedem Bewertungstag ausgegeben. Der Ausgabepreis gründet auf dem NIW der Anteile am jeweils anwendbaren Bewertungstag und wird auf zwei Stellen nach dem Komma gerundet.

Bei Ausgabe von Anteilen kann im Ermessen des jeweiligen Vertriebsstellen eine Verkaufsgebühr von bis zu 5% erhoben werden.

Diesfalls ist es Vertriebsstellen nicht erlaubt, eine Rücknahmegebühr zu erheben.

#### MINDESTZEICHNUNGSBETRAG

Bei erstmaliger Zeichnung von B-Anteilen gilt jeweils ein Mindestzeichnungsbetrag von USD 1'000.

Bei erstmaliger Zeichnung von E-Anteilen gilt jeweils ein Mindestzeichnungsbetrag von USD 1'000'000.

Bei erstmaliger Zeichnung von Z-Anteilen gilt jeweils ein Mindestzeichnungsbetrag von USD 10'000'000.

Erfolgt die erstmalige Zeichnung von Anteilen in einer anderen Währung als USD, muss die Höhe der

#### SERVICING FEE AND ADDITIONAL CHARGES

Remuneration of the Management Company, the custodian bank, the central administration, the principal paying agent, the registrar and transfer agent amounts to not more than 0.30% p.a. of the NAV of the respective Subfund („**Servicing Fee**“). The Servicing Fee may be subject to a minimum fee.

In addition, the Company shall pay out of the NAV of the Subfunds the costs described in the section “Fees and costs” of the General Part.

#### SOFT COMMISSION ARRANGEMENTS

The Investment Manager may enter into soft commission arrangements. The Investment Manager undertakes that each accepted soft commission is designed to enhance the quality of its service and the Investment Manager accepting such soft commissions shall act in the best interest of the Baron Funds. The estimated monetary value of accepted soft commissions shall be disclosed in the annual financial statements of the Company or the Subfund(s).

### 10. ISSUE OF SHARES

#### GENERAL

On expiry of the initial subscription period, the Shares in the Baron Funds will be issued on each Valuation Day. The Issue Price is based on the NAV of the Shares on the applicable Valuation Day and will be rounded to two decimal places.

A selling fee of up to 5% may be levied on issuance of Shares in the discretion of the respective distributor.

Distributors will not be permitted to levy a redemption fee in case the selling fee has been applied.

#### MINIMUM SUBSCRIPTION AMOUNT

In the case of B-Shares, the initial minimum subscription amount is, in each case, USD 1,000.

In the case of E-Shares, the initial minimum subscription amount is, in each case, USD 1,000,000.

In the case of Z-Shares, the initial minimum subscription amount is, in each case, USD 10,000,000.

In case the initial subscription of Shares is made in another currency than USD the amount of the

Mindestzeichnung äquivalent zum  
Mindestzeichnungsbetrag in USD sein.

Der Verwaltungsrat der Gesellschaft kann nach eigenem Ermessen Erstzeichnungsanträge über einen niedrigeren Betrag als den angegebenen Mindestzeichnungsbetrag akzeptieren. Bei Folgezeichnungen von Anteilen ist kein Mindestzeichnungsbetrag vorgesehen.

#### ANTRAGSVERFAHREN

Anleger können jederzeit Anteile der Baron Funds bei der im Allgemeinen Teil des Prospekts genannten Namensregister- und Umschreibungsstelle bzw. Hauptzahlstelle in Luxemburg (oder bei ggf. in einzelnen Vertriebsländern bestellten lokalen Vertriebs- bzw. Zahlstellen) zeichnen. Dabei ist die genaue Identität des Zeichners, der Name des jeweiligen Subfonds und welche Anteilkategorie gezeichnet wird, anzugeben.

Für alle Zeichnungen von Anteilen der Baron Funds, die bei der Namensregister- und Umschreibungsstelle an einem Auftragstag bis spätestens um 15.00 Uhr luxemburgische Zeit („cut-off“ Zeit) eintreffen, gilt der am übernächsten Bewertungstag ermittelte Ausgabepreis. Für nach diesem Zeitpunkt eintreffende Zeichnungen gilt der Ausgabepreis des auf den übernächsten Bewertungstag folgenden Bewertungstages.

Der Gesamtbetrag der Zeichnung muss innerhalb von drei (3) Bankarbeitstagen nach dem entsprechenden Bewertungstag auf dem im Allgemeinen Prospektteil angegebenen Konto wertmässig gutgeschrieben sein.

Es werden keine Anteilsscheine oder Anteilszertifikate ausgeliefert.

Die Gesellschaft behält sich das Recht vor, Anträge abzulehnen oder nur zum Teil anzunehmen oder ergänzende Informationen und Dokumente zu verlangen. Wird ein Antrag ganz oder teilweise abgelehnt, wird der Zeichnungsbetrag oder der entsprechende Saldo dem Zeichner rücküberwiesen.

#### 11. RÜCKNAHME VON ANTEILEN

Anteile der Baron Funds werden an jedem Bewertungstag durch Antrag an die im Allgemeinen Teil des Prospekts genannten Namensregister- und Umschreibungsstelle bzw. Hauptzahlstelle im Luxemburg (oder an ggf. in einzelnen Vertriebsländern bestellte lokale Vertriebs- bzw. Zahlstellen) zurückgenommen.

Für alle Anträge auf Rücknahmen von Anteilen der

minimum subscription must be equivalent to the minimum subscription amount in USD.

The Company's Board of Directors may at its own discretion accept initial subscription applications for an amount lower than the stated minimum subscription amount. Further subscriptions of Shares are not subject to a minimum subscription amount.

#### APPLICATION PROCEDURE

Investors may at any time subscribe Shares in the Baron Funds at the Registrar and Transfer Agent or Principal Paying Agent in Luxembourg mentioned in the General Part of this Prospectus (or, as the case may be, at local distributors and paying agents appointed in particular distribution countries). The exact identity of the subscriber, the name of the respective Subfund, and which share category will be subscribed for must be stated.

For all subscriptions to shares in the Baron Funds, received by the registrar and transfer agent no later than 15.00 hours Luxembourg time (cut-off time) on any order day, the issue price determined on the second valuation day following the order day in question shall apply. For subscriptions received after this date, the issue price of the valuation day following the next following valuation day applies.

The total amount of the subscription must be transferred to the account described in the General Part of this Prospectus within three (3) banking days from the applicable Valuation Day.

Share coupons or certificates will not be delivered.

The Company reserves the right to reject applications or to accept them only in part or to require further information and/or documents. If an application is rejected in full or in part, the subscription amount or the corresponding balance is returned to the applicant.

#### 11. REDEMPTION OF SHARES

The Shares in the Baron Funds will be redeemed on any Valuation Day on application to the Registrar and Transfer Agent / Principal Paying Agent in Luxembourg as mentioned in the General Part of the Prospectus (or, as the case may be, at local distributors and paying agents appointed in particular distribution countries).

For all requests to redeem shares in the Baron Funds,

Baron Funds, die bei der Namensregister- und Umschreibungsstelle an einem Auftragstag bis spätestens um 15.00 Uhr luxemburgische Zeit („cut-off“ Zeit) eintreffen, gilt der am übernächsten Bewertungstag ermittelte Rücknahmepreis. Für nach diesem Zeitpunkt eintreffende Anträge gilt der Rücknahmepreis des auf den übernächsten Bewertungstag folgenden Bewertungstages.

Der Rücknahmepreis gründet auf dem NIW der Anteile am jeweils anwendbaren Bewertungstag und wird auf zwei Stellen nach dem Komma gerundet.

Die Zahlung der Rücknahme von Anteilen der Subfonds erfolgt innerhalb von drei (3) Bankarbeitstagen nach dem Bewertungstag.

Wenn bei der Ausgabe von Anteilen keine Verkaufsgebühr erhoben worden ist, kann in Anwendung der im Allgemeinen Teil des Prospekts enthaltenen Bestimmungen eine Rücknahmegebühr von max. 3% dazugeschlagen werden.

## 12. UMTAUSCH VON ANTEILEN

Anteile eines jeweiligen Subfonds können in Anteile von anderen Baron Funds der Gesellschaft umgetauscht werden, in welche ein solcher Umtausch gestattet ist.

Dabei müssen die Aktionäre sämtliche Voraussetzungen für die Zeichnung der jeweiligen Anteile, wie oben beschrieben, erfüllen.

Bei jedem ersten Umtausch muss jeweils der Mindestumtauschwert gemäss den Angaben oben („Mindestzeichnungsbetrag“) betreffend die jeweiligen Anteile gegeben sein.

Im übrigen gelten für Anträge auf den Umtausch von Anteilen die gleichen Modalitäten wie für die Rücknahme von Anteilen, und es finden die Bestimmungen des Allgemeinen Prospektteils Anwendung.

## 13. ÜBERSICHT ÜBER DIE ANTEILSKATEGORIEN

Die folgende Tabelle bietet einen schematischen Überblick über die wichtigsten Eigenschaften der Subfonds bzw. Anteilskategorien. Sie ersetzt nicht die Lektüre des Prospekts.

received by the registrar and transfer agent no later than 15.00 hours ("cut-off time") on any order day, the issue price determined on the second valuation day following the valuation day in question shall apply. For redemption requests received after the cut-off time, the redemption price of the next following valuation day after the valuation day in question applies.

The Redemption Price will be based on the NAV of the Shares on the applicable Valuation Day and will be rounded to two decimal places.

Payment of the redemption of Shares in the Subfunds will be made within three (3) banking days after the Valuation Day.

If no selling fee was charged when the Shares were issued, a redemption fee of up to 3% may be added, pursuant to the provisions contained in the General Part of the Prospectus.

## 12. SWITCHING OF SHARES

Shares in a respective Subfund may be switched for Shares in other Baron Funds of the Company for which such switch is allowed.

In doing so, shareholder must fulfill all conditions for the subscription of the relevant Shares, as described above.

For every first switch the minimal switching amount pursuant to the indications above ("Minimum Subscription Amount") regarding the relevant Shares must be observed.

Apart from that, for requests for the switching of Shares, the same modalities as for the redemptions of Shares will apply, and the provisions of the General Part of the Prospectus will apply.

## 13. OVERVIEW OF THE SHARE CATEGORIES

The following table offers a schematic overview of the most important characteristics of the Subfunds or Share categories. It is not a substitute for reading the Prospectus.

| <u>Bezeichnung des Subfonds / Name of the Subfund</u> | <u>Anteile / Shares</u> | <u>Währung / Currency</u> | <u>ISIN-Code</u> | <u>Aktivierung / Activation</u> | <u>Mindestzeichnungsbetrag für die Erstzeichnung / Minimum Subscription Amount for Initial Subscription</u> | <u>Verwaltungsgebühr (max.) / Mgmt. Fee (max.)</u> |
|-------------------------------------------------------|-------------------------|---------------------------|------------------|---------------------------------|-------------------------------------------------------------------------------------------------------------|----------------------------------------------------|
| BARON GLOBAL ADVANTAGE EQUITY FUND                    | B-EUR                   | EUR                       | LU2041852471     | 10.01.2020                      | USD 1'000 *)                                                                                                | 1.75%                                              |
|                                                       | B-GBP                   | GBP                       | LU2041852711     | 10.01.2020                      |                                                                                                             |                                                    |
|                                                       | E-EUR                   | EUR                       | LU2041852554     | 10.01.2020                      | USD 1'000'000 *)                                                                                            | 1.10%                                              |
|                                                       | E-GBP                   | GBP                       | LU2041852802     | 10.01.2020                      |                                                                                                             |                                                    |
|                                                       | Z-EUR                   | EUR                       | LU2041852638     | tbd                             | USD 10'000'000 *)                                                                                           | 0.75%                                              |
|                                                       | Z-GBP                   | GBP                       | LU2041852984     | tbd                             |                                                                                                             |                                                    |
| BARON EMERGING MARKETS EQUITY FUND                    | B-EUR                   | EUR                       | LU2041853016     | 10.01.2020                      | USD 1'000 *)                                                                                                | 1.85%                                              |
|                                                       | B-GBP                   | GBP                       | LU2041853362     | 10.01.2020                      |                                                                                                             |                                                    |
|                                                       | E-EUR                   | EUR                       | LU2041853107     | 10.01.2020                      | USD 1'000'000 *)                                                                                            | 1.20%                                              |
|                                                       | E-GBP                   | GBP                       | LU2041853529     | 10.01.2020                      |                                                                                                             |                                                    |
|                                                       | Z-EUR                   | EUR                       | LU2041853289     | tbd                             | USD 10'000'000 *)                                                                                           | 0.85%                                              |
|                                                       | Z-GBP                   | GBP                       | LU2041853792     | tbd                             |                                                                                                             |                                                    |

\*) Gegenwert in Währung der Kategorie / Equivalent in Share Category's currency

## **MULTIPARTNER SICAV**

# **ALLROUND QUADINVEST FUND ESG**

A Subfund of the SICAV under Luxembourg law MULTIPARTNER SICAV, established for BRUNO WALTER FINANCE S.A., Montreux, Switzerland, by GAM (LUXEMBOURG) S.A., Luxembourg

### **SPECIAL PART O: 17 MAY 2023**

This part of the prospectus supplements the General Part with regard to the Subfund ALLROUND QUADINVEST FUND ESG.

The provisions below must be read in conjunction with the corresponding provisions in the General Part of the prospectus.

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## 1. ISSUE OF SHARES IN THE ALLROUND QUADINVEST FUND ESG

The Shares of the Subfund Multipartner SICAV - ALLROUND QUADINVEST FUND ESG ("ALLROUND QUADINVEST FUND ESG" / the "Subfund") were issued for the first time from 27<sup>th</sup> to 31<sup>st</sup> October 2008, at an initial Issue Price of EUR 100 per Share, plus a selling fee payable to the distributor of up to 2% of the Issue Price.

## 2. INVESTMENT OBJECTIVES AND INVESTMENT POLICY THE ALLROUND QUADINVEST FUND ESG

The investment objective of the Company in relation to the ALLROUND QUADINVEST FUND ESG is to achieve long- term capital growth. For this purpose, the Company invests the assets of the Subfund in following types of assets:

- (i) Shares and other equity securities or equity rights of companies from recognised countries which take account of the principles of sustainable development in the conduct of their business;;
- (ii) fixed-income and floating rate securities, debt securities or claims as well as other interest-bearing investments (including convertible and warrant bonds and money-market instruments) (together the "bonds") in all freely convertible currencies issued or guaranteed by issuers from recognised countries which, according to market assessments, have a good credit rating (investment grade) whereby the bonds are selected according to sustainable criteria;
- (iii) sight deposits and deposits repayable on demand;
- (iv) units of other UCITS or UCIs, including ETFs (*exchange-traded-funds*), according to whose investment policy the major part of the assets are invested in investments according to (i), (ii) and (iii) (in total a maximum of 10% of the assets);
- (v) Structured products on assets according to (i) and (ii) (up to max. 10% of the assets);
- (vi) derivative financial instruments (derivatives) for hedging purposes and efficient portfolio management. The range of possible instruments covers, in particular, call and put options, futures on securities or financial indices, which fulfil the requirements of Article 9 of the Grand Ducal Ordinance of 8 February 2008 and of Article 44 of the 2010 Law, as well as currency futures. For the use of such derivatives the limits described in detail in the chapter "Special Investment Techniques and Financial Instruments" of the General Part of the Prospectus shall apply.

Ancillary liquid assets may amount to up to 20% of the total assets of the Subfund. These ancillary liquid assets are limited to demand deposits, such as cash, held in the Subfund's current bank accounts and available at any time. The 20% limit may only be exceeded temporarily for an absolutely necessary period if circumstances so require due to exceptionally unfavourable market conditions (e.g. wars, terrorist attacks, health crises or other similar events) and if such an excess is justified taking into account the best interests of the investors.

The Subfund may invest for liquidity purposes in liquid assets, i.e. money market instruments and money market funds as defined in Section 5 of the General Section and overnight deposits....ALLROUND QUADINVEST FUND ESG may also invest directly in China through so-called China A-Shares of Chinese companies listed on another foreign stock exchange outside the People's Republic of China. China A-Shares are securities listed on the Shanghai and/or Shenzhen stock exchanges. China A-Shares are denominated in Renminbi and may be acquired under the Shanghai-Hong Kong Stock Connect Programme or Shenzhen-Hong Kong Stock Connect Programme. Investments in China A-Shares (max. 10% of assets) comply with the requirements of Article 41(1) of the 2010 Law. Investors are further referred to the "Information regarding investment in People's Republic of China" as described below.

### FURTHER DISCLOSURES ON SUSTAINABILITY ASPECTS

Further to Regulation (EU) 2019/2088 of the European Parliament and of the Council of 27 November 2019 on sustainability-related disclosure requirements in the financial services sector, certain additional disclosures must be made in relation to the environmental and/or social criteria promoted by the Subfund, which are set out above.

When selecting the relevant investments mentioned above and identifying investments that will enable the Subfund to promote environmental or social criteria, the Investment Manager will take into account the fulfilment of the criteria for sustainable financial products as defined by the Austrian Eco-label Directive UZ 49. Accordingly, ALLROUND QUADINVEST FUND ESG is certified by the control body with the Austrian environmental label UZ 49. With regard to good corporate governance, the Investment Manager will take into account the fulfilment of the criteria for sustainable financial products in accordance with the Austrian Ecolabel Guideline UZ 49. The assessment guidelines for the UZ 49 control body include an assessment of the company's corporate governance, policies and management. This assessment evaluates negative criteria such as corruption, insider trading and accounting fraud and positive criteria such as the company's mission statement and objectives, the quality of financial, environmental, social and sustainability reporting and the existence of certified environmental management systems such as (EMAS, ISO 14001) or quality certificates such as (ISO 9000, EFQM, TQM) or equivalent awards received by companies or issuers. The Investment Manager relies on the assessment in accordance with UZ 49. Investors should note that the guidelines may change from time to time.

#### **PROCESS MANAGEMENT**

- The professional competence of all acting persons, both in terms of formal education as well as several years of activity in the investment business and various additional qualifications are available. Thus, the prerequisites for the professional suitability to carry out the survey and evaluation process are given from our side.
- We primarily use the ESG data provided on Bloomberg for our sustainability analyses and assume that the quality standards for the survey and evaluation process are also met from this side.
- The compliance of a potential investment with the requirements of IP 49 is assessed independently of its economic suitability. We pay strict attention to this separation, even if not separated in terms of personnel due to the size of the company!

#### **TRANSPARENCY**

- Basic information on the sustainable investment product, the selection criteria including the survey, evaluation and selection process as well as information on regular activities are disclosed in accordance with the EUROSIF Transparency Guidelines for Sustainability Funds.
- The complete portfolio composition for the respective previous month is published on the homepage or is available upon request. In addition, for each of the top 5 investments, details are given as to why they were identified as particularly sustainable.
- Of course, this does not affect the transparency requirements in accordance with the relevant regulations.
- As a Swiss fund company, we adhere to the regulations of the Swiss Financial Market Supervisory Authority (FINMA) as amended.
- New EU regulations, such as those on ESG taxonomy, also apply to already certified funds with all their requirements from the time they come into force. We provide proof of this at the latest in the course of the annual update audit.

With regard to environmental and social characteristics, the investment manager will take into account the fulfilment of the criteria for sustainable financial products in accordance with the Austrian Ecolabel Guideline UZ 49. The assessment guideline for the inspection body of UZ 49 include an assessment of the following areas (a) biodiversity, species and animal protection, landscape and environmental protection (b) air and water pollution, waste (discharge of hazardous substances) (c) material efficiency; resource consumption, handling of finite resources, recycling, circular economy (d) treatment, safety, health and equality of employees (e) fair treatment and control of producers, suppliers, contractors and subcontractors as well as (f) fair treatment of and information to customers, investors and to society. The Investment Manager relies on the assessment set out in UZ 49. Investors should note that the policies may change from time to time. The ALLROUND QUADINVEST FUND ESG is denominated in EUR. The investments may be denominated in EUR or other currencies. Foreign currency risks can be fully or partially hedged in relation to the EUR. A depreciation caused by exchange rate fluctuations cannot be ruled out.

**Further details in relation to the environmental and/or social criteria promoted by the Subfund are set out in the Annex to this Special Part O.**

### 3. SUSTAINABILITY RISKS

The market value of underlying investments of the Subfund are subject to sustainability risks described in Chapter 7 "Sustainability" of the General Part.

The Subfund is deemed to have a high level of sustainability risks, which may have significant effect on the value of the portfolio.

The sustainability risk assessment is integrated to the investment decisions of the Investment Manager and shall be carried out at least periodically throughout the life-time of such investment.

For the purposes of sustainability risk assessment, the Investment Manager may use any sustainability information available such as publicly available reports of invested companies, other publicly available data (such as credit ratings) and data made and distributed by external data vendors.

This financial product promotes environmental features. In accordance with Article 6 of Regulation (EU) 2020/852 (the "Taxonomy Regulation"), it is therefore necessary to indicate that the principle of "avoidance of significant adverse impacts" applies only to those investments underlying the financial product that take into account the EU criteria for environmentally sustainable economic activities and that the investments underlying the remaining part of this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

However, it should be noted that, notwithstanding the above, this financial product does not take into account the EU criteria for environmentally sustainable economic activities as defined in the Taxonomy Regulation and the adjustment of the portfolio to the Taxonomy Regulation is not calculated. Therefore, the principle of "avoidance of significant adverse impacts" does not apply to any of the investments of this financial product.

### 4. INFORMATION REGARDING INVESTMENT IN THE PEOPLE'S REPUBLIC OF CHINA

Investors are informed that the securities markets of the People's Republic of China (the "PRC") are developing markets which are growing rapidly and are subject to rapid change. The PRC securities and corporate laws are relatively new and may be subject to further changes and developments. Such changes may take effect retroactively and may have an adverse effect on the Subfund's investments. There can be no assurance that restrictions will not be imposed in the future. Investments in the PRC may result in the Subfund being subject to withholding or other taxes in the PRC. Tax regulations in the PRC are subject to change, possibly with retroactive effect. Changes in tax regulations may reduce the Subfund's after-tax profits or capital invested in the PRC. The Management Company and/or the Company reserves the right to make provision for taxes or gains of the Subfund at any time while the Subfund invests in PRC assets or in the PRC, which may affect the valuation of the Subfund. Given the uncertainty as to whether and how certain income from investments in the PRC will be taxed and the possibility that PRC laws and practices may change and that taxes may be levied retroactively, the tax provisions, if any, made for the Subfund may prove to be excessive or insufficient to satisfy ultimate PRC tax liabilities. As a result, investors in the Subfund may be advantaged or disadvantaged depending on the ultimate taxation of such income, the actual amount of the provision and the timing of the purchase and/or sale of their shares in the Subfund. In particular, in the event of a coverage gap between actual provisions and the final tax liabilities charged to the Subfund's assets, this would have a negative impact on the value of the Subfund's assets and consequently on the current investors; in any case, the Subfund's Net Asset Value will not be recalculated during the period of missing, insufficient or excessive provisions.

#### SHANGHAI OR SHENZHEN HONG KONG STOCK CONNECT PROGRAMME

The Subfund may invest directly in certain eligible China A-Shares through the Shanghai or Shenzhen Hong Kong Stock Connect Programme (the "Stock Connect Programme"). The Stock Connect Programme is a securities trading and clearing programme developed by Hong Kong Exchanges and Clearing Limited ("HKEx"), Shanghai Stock Exchange ("SSE") or Shenzhen Stock Exchange ("SZSE") and China Securities Depository and Clearing Corporation Limited ("ChinaClear") to provide reciprocal access to the Hong Kong and PRC stock markets.

Under the Stock Connect Programme, overseas investors (including the Subfund) may trade certain China A Shares listed on the SSE and SZE (the "SSE Securities" and "SZSE Securities" respectively, together the "SSE /

SZSE Securities") (so-called Northbound Trading), subject to the applicable Northbound Trading Link Rules. Conversely, investors in Mainland China will have the opportunity to participate in the trading of selected securities listed on the HKEx through the SSE or SZSE and clearing houses in Shanghai or Shenzhen (Southbound Trading).

The SSE Securities comprise the scope of all shares included in the SSE 180 Index and the SSE 380 Index at the relevant time and all China A-Shares listed on the SSE. The SZSE Securities include all shares included in the SZSE Component Index and the SZSE Small/Mid Cap Innovation Index at the relevant time which have a market capitalisation of at least RMB6 billion and all SZSE traded A Shares which have an associated H Share listed on the Stock Exchange of Hong Kong Limited ("SEHK") except for (i) SZSE Shares which are not traded in RMB and (ii) SZSE Shares which are under risk supervision.

Shareholders are also advised that under the applicable regulations, a security may be removed from the scope of the Stock Connect programme. This may affect the Subfund's ability to achieve its investment objective, for example, if the Investment Manager wishes to purchase a security that has been removed from the scope of the Stock Connect.

Further information and details on the shares traded through the Stock Connect programme can be obtained or viewed on the HKEx website.

Investors should note the following additional specific risks relating to the Shanghai-Hong Kong Stock Connect:

- QUOTA RISK

Trading is also subject to a cross-border maximum quota ("Aggregate Quota") and a daily quota ("Daily Quota"). The aggregate quota refers to the restriction on absolute inflows into Mainland China occurring through the Northbound trading link. The Daily Quota limits the maximum net cross-border trading purchases that can be made on a daily basis under the Stock Connect Programme. Once the remaining balance of the Northbound Daily Quota reaches zero or is exceeded at the beginning of the session, new buy orders may be rejected.

In addition, there are restrictions on the aggregate holdings of overseas investments applicable to all Hong Kong and overseas investors, as well as restrictions on the holdings of individual overseas investors. Due to this quota restriction, there may be adverse effects in that timely investment in China A Shares through the Stock Connect Programme may not be possible, thereby preventing the investment strategy from being implemented efficiently.

- RESTRICTION ON FOREIGN SHARE OWNERSHIP

The PRC requires that the existing foreign investor acquisition restrictions also apply in relation to the Stock Connect Programme. Hong Kong and foreign investors fall within the scope of these share ownership restrictions. The limits are subject to change at any time and are currently as follows:

- Holdings by individual foreign investors (including the Subfund) from any Hong Kong or foreign investor in China A Shares shall not exceed 10% of the issued Shares.
- Participation by all foreign investors from all Hong Kong and foreign investors in China A Shares shall not exceed 30% of the issued Shares.

- SSE PRICE LIMIT

The SSE Securities are subject to a general price limit calculated on the basis of the previous day's closing price. The price limit for shares and mutual funds is currently between +/- 10% and for shares under special treatment +/- 5%. All orders must be within this price limit, which may change from time to time.

- SUSPENSION RISK

Where it is necessary to ensure an orderly and fair market and to manage risks prudently, both the SEHK and the SSE or SZSE reserve the right to suspend trading. This may have a negative impact on the Subfund's ability to access the PRC market.

- DIFFERENT TRADING DAYS

The Stock Connect programme is only available when both the PRC and Hong Kong markets are open for trading and the banks in both markets are also open on the relevant settlement days.

Therefore, there may be a normal trading day for the PRC market during which the Hong Kong market is closed and Hong Kong investors (such as the Subfund) will not be able to trade in China A Shares. During this period, the Subfund may be exposed to the risk of price fluctuations in China A-Shares due to the fact that the Stock Connect programme is not available for trading.

- SHORT SELLING

PRC law requires that there must be sufficient shares in the account before an investor can sell shares. If this is not the case, the SSE or SZSE will reject the respective sell orders. The SEHK checks sell orders from its participants (i.e. stock brokers) in respect of China A-Shares prior to trading to ensure that there is no short selling.

- SETTLEMENT MODELS

Various stock connect models have been devised for the settlement of orders. One of them is the "integrated model" where the Subfund's local sub-custodian and the broker belong to the same group. This allows the broker to confirm the availability of the securities without transferring them and to settle on the books of the local sub-custodian with the guarantee that the securities will not be delivered until the payment of the consideration has also been made (hence the name "synthetic DvP"). In another model, on the other hand, the relevant shares are transferred to a broker one day before the planned purchase.

Another model is the "multi-broker model" or "SPSA model", in which not only one but up to 20 brokers can be appointed in addition to a local sub-custodian. This model only became possible after the Special Segregated Accounts (SPSA) devices were created by the authorities in March 2015, allowing local sub-custodians to open an SPSA directly with the Hong Kong Securities Clearing Company Limited ("HKSCC"). In this process, each investor is identified by a specific ID number. This allows confirmation that the securities are available for delivery without the need to deliver the securities to a specific broker in advance. The SPSA model thus also addresses any concerns about beneficial ownership of shares. Once a dedicated special account is opened, the investment manager and the name of the Subfund will appear on the account, which will be treated as the beneficial owner of the relevant shares in the account according to the HKEx. However, under the classic SPSA "multi-broker model", the settlement process may give rise to the risk that cash settlement of the securities sold by a broker for one of its clients may occur only a few hours after the securities have been delivered and credited to the client.

- CLEARING AND SETTLEMENT RISKS

HKSCC and ChinaClear provide the clearing link, entering into cross-shareholdings to facilitate the clearing and settlement of cross-border transactions. As the national central counterparty for the PRC securities market, ChinaClear operates a comprehensive network of clearing, settlement and equity custody infrastructure. ChinaClear has established a risk management framework and measures that are approved and monitored by the China Securities Regulatory Commission ("CSRC").

In the unlikely event of a default by ChinaClear and ChinaClear is unable to meet its payment obligations, HKSCC will only be liable under its clearing contracts with the market participants of the Northbound Trading Link to the extent that such market participants are assisted in bringing their claims against ChinaClear. HKSCC will attempt in good faith to enforce the outstanding securities and monies through the available legal channels or seek liquidation of ChinaClear. In this event, the Subfund may be delayed or unable to fully recover its losses from transactions with ChinaClear. On the other hand, a failure or delay by HKSCC in fulfilling its obligations may result in a settlement default or the loss of Stock Connect securities or related monies, which may result in losses to the Subfund and its investors.

- NOMINEE ARRANGEMENTS WHEN HOLDING CHINA A-SHARES

If the Subfund acquires securities through the SSE / SZSE Stock Connect Programme, HKSCC will be the "nominee holder". HKSCC, in turn, holds the Stock Connect Shares of all participants as a single nominee through a collective securities account (Single Nominee Omnibus Securities Account) maintained in its name with ChinaClear. The HKSCC acts only as the Nominee Holder, while the Subfund remains the beneficial owner of the Stock Connect Shares.

While the Stock Connect Rules issued by the CSRC expressly provide that investors who acquire securities through the Stock Connect programme SSE or SZSE, as the case may be, may enforce their rights, which

are in accordance with applicable Chinese law. However, it is uncertain whether the Chinese courts would recognise the property rights of Stock Connect investors and allow them to take action against Chinese companies through the legal process, if required.

Therefore, the Subfund and the Depositary Bank cannot ensure that the Subfund's ownership of these securities is guaranteed in all circumstances.

Furthermore, under the HKSCC Clearing Rules for securities listed or traded on the SEHK, the HKSCC, as nominee holder, is not obliged to take legal action or institute legal proceedings to enforce rights for investors in respect of the SSE / SZSE securities in the PRC or elsewhere. Therefore, the Subfund may experience problems or delays in enforcing their rights with respect to China A-Shares even if the Subfund's ownership is ultimately recognised.

To the extent that the HKSCC is deemed to exercise custodial functions in respect of assets held through it, it should be noted that the Custodian and the Subfund have no legal relationship with the HKSCC and no direct recourse against the HKSCC in the event that the Subfund incurs losses as a result of the performance or insolvency of the HKSCC.

- TRADING COSTS

In connection with Northbound trades of China A Shares through the Stock Connect Programme, in addition to the payment of trading and stamp taxes, there will be other costs such as new portfolio fees, dividend taxes and income taxes arising from share transfers as determined by the relevant authorities.

- REGULATORY RISK

The Stock Connect Programme is a novel programme subject to various PRC and Hong Kong regulations. Furthermore, the implementation policies of the securities exchanges participating in the Stock Connect Programme apply. Due to the novelty of this programme, the regulations have not yet been tested and there is no certainty as to how they will be applied. The current rules are subject to change at any time. Furthermore, there are no assurances as to the continuation of the Stock Connect programme in the future.

Investors in the Subfund, for as long as it is able to invest in the mainland China markets through the Stock Connect programme, are therefore cautioned to expect changes that may adversely affect them.

## 5. INVESTOR PROFILE

The Subfund is suitable for investors who have experience with volatile investments, have sound knowledge of the capital markets and wish to participate in the performance of the capital markets so as to pursue their specific investment objectives. Investors must expect fluctuations in the value of the investments, which may temporarily even lead to substantial loss of value. This Subfund may be used as a basic investment within an overall portfolio.

## 6. INVESTMENT MANAGER / INSPECTION BODY

### INVESTMENT MANAGER

BRUNO WALTER FINANCE S.A., Avenue de Belmont 33, CH-1820 Montreux.

The Investment Manager is authorised to make direct investments for the ALLROUND QUADINVEST FUND ESG, while taking account of the investment objectives, policies and restrictions and under the ultimate control of the Management Company and/or Board of Directors or the auditor(s) assigned by the Management Company. With the approval of the Management Company, the Investment Manager may seek the assistance of investment advisers.

BRUNO WALTER FINANCE S.A. was established in 2005 as a joint stock company under Swiss law for an unlimited period of time. The services offered by BRUNO WALTER FINANCE S.A. include investment advice, portfolio management, legal consulting and financial advisory services in the field of overall asset management, as well as the provision of financial instruments. BRUNO WALTER FINANCE S.A. is authorised by the Swiss Financial Market Supervisory Authority (FINMA) to provide investment management services for foreign collective investment schemes and, as such, is supervised by FINMA.

**INSPECTION BODY**

The Investment Manager may, with the consent of the Management Company, request the assistance of an inspection body certified according to the Austrian Eco-label Directive UZ 49 - Sustainable Financial Products, which will assist the Investment Manager in the selection of investments to be purchased or sold, the final investment decisions remaining nevertheless with the Investment Manager. The inspection body carries out the certification of the Subfund with the Austrian Eco-label UZ 49 and checks quarterly that the relevant provisions are complied with beyond the relevant requirements.

**7. DESCRIPTION OF SHARES IN THE ALLROUND QUADINVEST FUND ESG**

After the initial issue date, the Company may issue Shares of the ALLROUND QUADINVEST FUND ESG in the following categories:

- “A” Shares: distributing;
- “B” Shares: accumulating;
- “C” Shares: accumulating (for “institutional investors” as described hereafter);
- “D” Shares: accumulating (for determined investors, as described hereafter);
- “Da” Shares: distributing (for determined investors, as described hereafter);
- “I” Shares: accumulating (for “institutional investors” as described hereafter);
- “Ia” Shares: distributing (for “institutional investors” as described hereafter).

Only registered Shares will be issued. Details of the share categories currently available may be requested from the Central administration or the information agents or distributors.

**“C”, “I” and “Ia” Shares** are issued only to “institutional investors” defined, in principle, as companies constituted as a corporate legal entity or equivalent legal form which hold these Shares either as part of their own business assets or under contract on behalf of institutional investors as defined above, or else reselling the Shares exclusively to institutional investors or using them on their own behalf and for account of third parties within the scope of discretionary portfolio management (re. minimum subscriptions, see the section “Issue and Redemption of Shares of the ALLROUND QUADINVEST FUND ESG” and “Switching of Shares of the ALLROUND QUADINVEST FUND ESG”).

**“D” and “Da” Shares** are issued exclusively to investors who have signed an asset management or investment advisory agreement with BRUNO WALTER FINANCE SA. In case the contractual basis for holding “D” and “Da” Shares is no longer given, the Company will automatically switch “D” and “Da” Shares into Shares of another category which are eligible for the shareholder in question, and all provisions regarding the Shares of such other category (including provisions regarding fees and taxes) shall be applicable on such Shares.

**8. DIVIDEND POLICY OF THE ALLROUND QUADINVEST FUND ESG**

The Company intends to apply the following dividend policy in respect of the distributing share categories (“A”-shares or shares with the suffix “a”), in accordance with the laws of Luxembourg, the Articles of Association and this Prospectus:

- Annual payment in full of the income earned in the ALLROUND QUADINVEST FUND ESG (interest, dividends, other income).
- Retention of the capital and exchange rate gains earned in the ALLROUND QUADINVEST FUND ESG.

The Company reserves the right to change the dividend policy at any time, in the interest of the investors.

## 9. FEES AND COSTS OF THE ALLROUND QUADINVEST FUND ESG

As regards "A" and "B" Shares, a total flat fee of maximum 1.30% p.a. on the basis of the net asset value ("NAV") is levied and charged to the ALLROUND QUADINVEST FUND ESG for the activities of the custodian bank, the Management Company, the administrator, the principal paying agent, the transfer agent, the Investment Manager, the representatives and distributors, as well as for advisory and supporting activities.

As regards "C" Shares, a total flat fee of maximum 1.10% p.a. on the basis of the net asset value ("NAV") is levied and charged to the ALLROUND QUADINVEST FUND ESG for the activities of the custodian bank, the Management Company, the administrator, the principal paying agent, the transfer agent, the Investment Manager, the representatives and distributors, as well as for advisory and supporting activities. In connection with the distribution, offering or holding of "C" Shares, no commission will be paid to the distributors for any additional distribution services.

As regards "D" and "Da" Shares, a total flat fee of maximum 0.90% p.a. on the basis of the net asset value ("NAV") is levied and charged to the ALLROUND QUADINVEST FUND ESG for the activities of the custodian bank, the Management Company, the administrator, the principal paying agent, the transfer agent, the Investment Manager, the representatives and distributors, as well as for advisory and supporting activities. In connection with the distribution, offering or holding of "D" and "Da" Shares, no commission will be paid to the distributors for any additional distribution services. The remuneration of the Investment Manager shall be made in the context of the asset management agreement, which must be concluded for the subscription of "D" and "Da" Shares (as described above).

For the activity of the custodian bank, the Management Company, the central administration agent, the principal paying agent, the registrar and transfer agent, the Investment Manager and representatives, as well as for additional advisory services, distribution and support activities, a flat fee will be charged to the ALLROUND QUADINVEST FUND ESG for shares "I" and "Ia" of a maximum total of 0.90% p.a. of the Net Asset Value.

Furthermore, the Company pays out of the net asset value of the ALLROUND QUADINVEST FUND ESG the costs described in the section "Fees and Expenses" of the General Part.

## 10. ISSUE OF SHARES OF THE ALLROUND QUADINVEST FUND ESG

### GENERAL

On expiry of the respective initial subscription period, the Shares in the ALLROUND QUADINVEST FUND ESG are issued on each valuation day. The Issue Price is based on the net asset value of the Shares on the applicable valuation day and is rounded to two (2) decimal places

In application of the provisions of the General Part of the Prospectus, a selling fee of up to 2% may be added. In the case of larger transactions, the selling fee may be reduced accordingly, whereby investors investing the same amount during the same period of time shall be treated equally.

### MINIMUM SUBSCRIPTION AMOUNT

Subscriptions of "B", "D" and "Da" Shares are not subject to a minimum subscription amount. In the case of "C" Shares (for "institutional investors"), a minimum initial subscription amount of EUR 100'000 is applied. In the case of "I" and "Ia" Shares (for "institutional investors") a minimum initial subscription amount of EUR 250'000 is applied. If, due to regulatory restrictions, the subscriber does not meet all the conditions required to submit the respective minimum initial subscription amount, the minimum subscription amount can be reduced to a lower amount (however, not lower than EUR 20'000), on the understanding, however, that identical situations occurring on the same day must be treated equally. Subsequent subscriptions of "C", "I" and "Ia" Shares are not subject to a minimum subscription amount.

**APPLICATION PROCEDURE**

Investors may subscribe for the Subfund's shares at all times at the principal paying agent in Luxembourg named in the General Part of the Prospectus (or, as the case may be, at any of the appointed local distributors or paying agents in the individual distribution countries). The exact identity of the applicant and the name of the Subfund and the Share Category concerned must be stated.

All issues of Shares received by the principal paying agent no later than 15:00 Luxembourg local time (cut-off time) on one valuation day (as defined in the section "Calculation of net asset value") are covered by the Issue Price determined on the following valuation day. Applications received after this time are covered by the Issue Price of the day after the following valuation day.

The total amount of the subscription must be credited to the relevant account described in the General Part of this prospectus within four (4) Luxembourg banking days from the applicable valuation day.

No Share coupons or certificates will be delivered.

The Company reserves the right to reject applications, to accept them only in part or to require further information and/or documents. If an application is rejected in full or in part, the subscription amount or the corresponding balance is returned to the applicant.

**11. REDEMPTION OF SHARES OF THE ALLROUND QUADINVEST FUND ESG**

Shares of the Subfund shall be redeemed on any valuation date by application to the principal paying agent in Luxembourg named in the General Part of the prospectus (or where applicable to local distributors or paying agents appointed in individual distribution countries).

All requests for redemption of Shares in the Subfunds received by the principal paying agent on a valuation day by no later than 3.00 p.m. (cut-off time) will be made at the redemption price determined on the next valuation day. Applications received after this cut-off time will be made at the redemption price of the valuation day after the following valuation day.

In general, payments are made in the currency of the respective Subfund or in the reference currency of the corresponding share category within four (4) Luxembourg banking days of the applicable valuation day.

The redemption price is based on the net asset value of the Shares on the valuation date applicable in each case and is rounded to two (2) decimal places.

If no selling fee was charged when the Shares were issued, a redemption fee of up to a maximum of 2% of the net asset value may be charged instead.

**12. SWITCHING OF SHARES OF THE ALLROUND QUADINVEST FUND ESG**

Shares of the ALLROUND QUADINVEST FUND ESG may be switched for Shares of other active subfunds of the Company upon payment of a switching fee of up to 2% maximum of the net asset value of the aforesaid Shares. Such switching may be effected through the principal paying agent in Luxembourg (or any appointed local paying agent or distributor, as the case may be). The switching procedure is subject to the provisions in the General Part of this prospectus (cf. section "Switching of Shares").

Other Shares may, in principle, be switched to "C", "I" or "Ia" Shares exclusively by "institutional investors", and in such cases the initial switch transaction is subject to a minimum switch amount of EUR 100,000 for "C" Shares, and respectively. EUR 250'000 for "I" and "Ia" Shares. If, due to regulatory restrictions, the subscriber does not meet all the conditions required to submit the initial minimum switching amount, the minimum switching amount can be reduced to a lower amount (however, not lower than EUR 20'000), on the understanding, however, that identical situations occurring on the same day must be treated equally (see chapter "Issue and Redemption of Shares of the ALLROUND QUADINVEST FUND ESG").

Other Shares may only be switched into "D" or "Da" Shares if the shareholder fulfils all the conditions required for the subscription of "D" or "Da" Shares, as described above.

### **13. INFORMATION CONCERNING THE UZ 49 ECO-LABEL**

The Austrian Eco-label UZ 49 for sustainable financial products has been in existence since 2004 and is recognised by the Luxembourg Green Exchange ("LGX") Fund Window. The Austrian Eco-label for sustainable financial products certifies financial products that are classified as sustainable on the basis of their investment strategies and management processes. The selection criteria of a sustainable financial product must be suitable for identifying companies, issuers or projects that make positive contributions to environmental and social issues, and for excluding those that have a negative impact on the environment and society. The Eco-label UZ 49 is revised every 4 years, so that certification with the Eco-label UZ 49 is generally valid for a period of 4 years.

Further information on the Eco-label UZ 49 for sustainable financial products can be found at <https://www.umweltzeichen.at/de/produkte/finanzprodukte>.

## 14. ANNEX

Pre-contractual information on financial products referred to in Article 8(1), (2) and (2a) of Regulation (EU) 2019/2088 and Article 6(1) of Regulation (EU) 2020/852

**Product name:** Multipartner SICAV - Allround QUADInvest Fund ESG

**Company Identifier (LEI Code):** LEI 5493006HIM6PDGSO1J61

A sustainable investment is an investment in an economic activity that contributes to the achievement of an environmental or social objective, provided that the investment does not have a significant negative impact on environmental or social objectives and the companies in which the investment is made apply good corporate governance practices.

The EU taxonomy is a classification system used in the Regulation (EU) 2020/852 and includes a list of environmentally sustainable economic activities. This Regulation does not include a list of socially sustainable economic activities. Sustainable investments with an environmental objective could be taxonomy compliant or not.

### Ecological and/or social characteristics

#### Is this financial product aimed at sustainable investments?

☒ ☒ ☐ Yes

☒ ☐ ☒ No

☐ A minimum proportion of **sustainable investments with an environmental objective** is thus made: \_\_\_\_%

- ☐ in economic activities that are classified as environmentally sustainable under the EU taxonomy
- ☐ in economic activities that are not classified as environmentally sustainable under the EU taxonomy

☐ A minimum proportion of **sustainable investments with a social objective** is thus made: \_\_\_\_%

☐ It **advertises environmental/social features** and although it does not target sustainable investments, it includes a minimum of \_\_\_\_% of sustainable investments.

- ☐ With an environmental objective in economic activities that are classified as environmentally sustainable according to the EU taxonomy.
- ☒ With an environmental objective in economic activities that are not classified as environmentally sustainable according to the EU taxonomy.
- ☐ With a social purpose

☒ Ecological/social features are thus advertised, but **no sustainable investments are made**.

#### What environmental and/or social features are being promoted with this financial product?

When selecting and identifying investments that enable the Sub-Fund to promote environmental or social criteria, the Investment Manager will take into account the fulfilment of the criteria for sustainable financial products as defined in the Austrian Eco-label Guideline UZ 49.

The Austrian Ecolabel UZ 49 for sustainable financial products has existed since 2004 and is recognised by the Luxembourg Green Exchange ("LGX") Fund Window. Within this framework, financial products are certifiable that are classified as sustainable due to their investment strategies and management processes. The selection criteria of a sustainable financial product must be suitable for identifying companies, issuers or projects that provide positive environmental and social benefits and for excluding those that have a negative environmental and social impact on the basis of exclusion criteria.

The assessment guidelines for the inspection body of the UZ 49 include an assessment of the following topics (a) biodiversity, species and animal protection, landscape and environmental protection (b) air and water pollution, waste (discharge of hazardous substances) (c) material efficiency; resource consumption, handling of finite resources, recycling, circular economy (d) treatment, safety, health and equality of employees (e) fair treatment and control of producers, suppliers, contractors and subcontractors as well as (f) fair treatment of and information to customers, investors and to society.

The Investment Manager relies on the assessment set out in IP 49. Investors should be aware that the guidelines may change from time to time.

No index has been designated as a benchmark for the Sub-Fund within the meaning of the aforementioned Regulation on sustainability-related disclosure requirements in the financial services sector.

#### What sustainability indicators are used to measure the achievement of the individual environmental or social features promoted by this financial product?

The following are the criteria that a financial product must fulfil in order to be awarded the Austrian Eco-label.

#### Sustainability

**indicators** measure the extent to which the environmental or social characteristics advertised with the financial product are achieved.

The investment policy, selection criteria, survey, evaluation and selection process of the sustainable investment products must be designed in accordance with UZ 49 in such a way that issuers in the following business areas are excluded from an investment:

- **Nuclear power:** construction and operation of nuclear power plants, production and supply of nuclear components necessary for nuclear power generation, uranium mining and power generation;
- **Armament:** production of and trade in conventional and/or controversial armaments
- **Fossil fuels:** extraction of coal, natural gas and crude oil, refining of coal and crude oil, power generation from coal and crude oil
- **Genetic engineering:** cultivation and marketing of genetically manipulated organisms and products (green genetic engineering) as well as gene therapy on germ line cells, cloning procedures in the human sector and human embryo research (red genetic engineering).

Similarly, companies with one or more of the following business practices must be excluded from investment:

- Systematic, serious and persistent violations of human or labour rights (especially in relation to high-risk industries, activities and areas).
- no commitment of the company policy to the minimum standards of the International Labour Organisation (ILO) regarding child labour, forced labour, freedom of association and discrimination, or demonstrable systematic violation thereof.

The investment policy, selection criteria, survey, evaluation and selection process of the sustainable investment products must be designed in such a way that issuers to which at least one of the following points applies are excluded from an investment:

#### Political and social standards

- States that violate fundamental rights regarding democracy and human rights
- States in which the death penalty is applied
- States with particularly high military budgets

#### Environmental standards

- States without targets and measures for the reduction of greenhouse gases and for the protection of species
- States with expansive policies concerning the expansion of nuclear energy

The investment policy, selection criteria, survey, evaluation and selection process of the sustainable investment products must also be suitable in their breadth and depth:

- emissions that perform above average in one or more of the topics listed above and/or
- identify emissions that are likely to contribute to solving current or future problems in one or more of the thematic areas listed above, and/or
- emissions whose industries, activities or practices contribute to current or future problems in one or more of the issue areas listed above.

What are the objectives of the sustainable investment that the financial product is partly intended to achieve, and how does the sustainable investment contribute to these objectives?

N/A

To what extent will the sustainable investments to be made with the financial product in part not significantly harm any of the environmental or social sustainable investment objectives?

N/A

The EU taxonomy sets out the principle of "avoidance of significant impairment", according to which taxonomy-compliant investments must not significantly impair the objectives of the EU taxonomy, and specific EU criteria are attached.

The principle of "avoidance of significant adverse impacts" shall only apply to those investments underlying the financial product that take into account the EU criteria for environmentally sustainable economic activities. The investments underlying the remaining part of this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

All other sustainable investments must also not significantly compromise environmental or social objectives.

However, it should be noted that, notwithstanding what is stated in the legal prospectus, this financial product does not take into account the EU criteria for environmentally sustainable economic activities as defined by the EU taxonomy and the adjustment of the portfolio to the EU taxonomy is not calculated. Therefore, the principle of "avoidance of significant adverse impacts" does not apply to any of the investments of this financial product.

**Does this financial product take into account the main adverse impacts on sustainability factors?**

☐ Yes, \_\_\_\_\_

☒ No

**What is the investment strategy of this financial product?**

The Company's investment objective in relation to the Sub-Fund is to achieve long-term capital appreciation by investing in a broadly diversified global portfolio with environmental, social and corporate governance criteria. To this end, the Company invests the assets of the Sub-Fund in equities and other equity securities or rights, fixed and floating rate securities, debt securities or rights and other interest-bearing investments, demand deposits and callable deposits, units of other UCITS and/or other UCIs, including exchange traded funds, structured products on investments and financial derivative instruments (derivatives). Cash and cash equivalents may also be held. Direct investments in China through China A-Shares of Chinese companies may also be made.

**What are the binding elements of the investment strategy used to select investments to meet the advertised environmental or social objectives?**

With regard to environmental and social characteristics, the Investment Manager will, as described above, take into account the fulfilment of the criteria for sustainable financial products in accordance with the Austrian Ecolabel Guideline UZ 49.

Compliance with the provisions of this guideline is a mandatory prerequisite for obtaining the eco-label for this financial product - just as the Austrian Eco-label may reserve the right to certification in the event of gross controversies in connection with the applying company. The investment manager may only invest in investments that meet the criteria of the Austrian Eco-label for Sustainable Financial Products (Guideline UZ 49). If an investment does not meet or no longer meets these criteria, the Investment Manager will consider disinvestment in order to ensure the certification of the Sub-Fund with the Austrian Eco-Label. Only an expert opinion from an independent, accredited inspection body on compliance with the criteria will result in the award of the Austrian Eco-label. Compliance with the UZ 49 provisions is checked by the inspection body on a quarterly basis. The verifier of the underlying fund is FSG Sustainable GmbH.

Sustainable financial products from Bruno Walter Finance SA:

[https://www.umweltzeichen.at/de/produkte/finanzprodukte?cert\\_number=UW+1368](https://www.umweltzeichen.at/de/produkte/finanzprodukte?cert_number=UW+1368)

The Austrian Eco-label certifies ethically oriented projects and companies in the financial sector that generate profits through sustainable investments. It has been in existence since 2004 and is recognised by the Luxembourg Green Exchange ("LGX") Fund Window.

In order for a product to be awarded the eco-label, clear selection criteria are required with regard to investable companies, a quality-assured survey and selection process, as well as fulfilled transparency and reporting requirements.

Exclusion criteria also reflect the fundamental values of the eco-label and relate, for example, to nuclear energy, fossil fuels, genetic engineering, armaments and systematic violations of human or labour rights in the corporate sector. Analogous exclusion criteria exist in the area of government bonds. States and state-related issuers may not violate international political, social and environmental standards.

In addition to these exclusion criteria, the selection process of a sustainable financial product must also be designed in such a way that companies, states or projects can be identified that actually provide positive environmental and social benefits, e.g. in accordance with the "best in class" principle.

Best in Class in the context of the IP 49 means that investments are made in emissions that show better environmental or social performance compared to other emissions in the same sector. Positive and negative criteria complement this selection.

In addition, transparency requirements regulate that investors are provided with a clear picture of the social-ecological concept of the sustainable financial product. Funds with the eco-label must also present the information on the socio-ecological concept in accordance with the transparency guidelines of the European Sustainable and Responsible Investment Forum (EUROSIF).

The **investment strategy** serves as a guide for investment decisions, taking into account certain criteria such as investment objectives or risk tolerance.

The guideline UZ 49 is revised every 4 years, so that a certification according to this guideline is basically valid for a period of 4 years.

Further information on the UZ 49 eco-label:

<https://www.umweltzeichen.at/de/produkte/finanzprodukte>

<https://www.umweltzeichen.at/de/f%C3%BCr-interessierte/der-weg-zum-umweltzeichen/antragsinfos-zur-richtlinie-uz49-nachhaltige-financeprodukte>

#### Good governance

**practices** include sound **management** structures, employee relations, employee remuneration and tax compliance.

As a result of the EU regulations in the area of sustainable finance (taxonomy, benchmarks, disclosure), investment products declared and marketed as sustainable and/or green must comply with the requirements formulated in these regulations. These requirements (e.g. transition period, reporting, taxonomy compliance, etc.) will consequently at least also affect eco-labelled financial products in the fund sector and must accordingly be complied with from the time of their respective entry into force. The corresponding evidence must be provided once in the course of the annual update audit.

● **By what minimum rate will the size of the investments considered prior to the application of this investment strategy be reduced?**

≥50%

● **How are the good governance practices of the companies invested in assessed?**

With regard to good corporate governance, the Investment Manager will take into account the fulfilment of the criteria for sustainable financial products in accordance with the Austrian Ecolabel Guideline UZ 49. The assessment guidelines for the verifier of UZ 49 include an assessment of the company's corporate governance, corporate policy and management. This assessment evaluates negative factors such as corruption, insider trading and falsification of financial statements as well as positive criteria such as the company's mission statement and objectives, the quality of financial, environmental, social and sustainability reporting and the existence of certified environmental management systems such as (EMAS, ISO 14001) or quality certificates such as (ISO 9000, EFQM, TQM) or corresponding awards received by companies or issuers.

#### The asset allocation

indicates the respective share of investments in specific assets.

#### What asset allocation is planned for this financial product?

100% of the shares of the investments are geared towards ecological or social characteristics. I.e. 100% of the underlying elements of this investment strategy are selected in accordance with the Austrian Eco-label for Sustainable Financial Products (Guideline UZ 49).

The concrete review of the investment strategy on the part of FSG Sustainable GmbH is carried out as follows:

The focus is on the three core ESG topics:

- Environmental  
Clean energy, environmental protection, no genetic engineering and no nuclear and coal-fired power plants
- Social  
No child labour, protection of human rights and fair working conditions
- Governance  
No corruption or money laundering

To decide whether a company is investable, 3 criteria are checked:

1. Industry
2. Human and labour rights
3. Reuters ESG Score

If a company operates in an industry that is associated with

- Nuclear power
- Armament
- Fossil fuels
- Genetic engineering  
it is excluded from investment.

Lack of human and labour rights also leads to exclusion:

- Human Rights Policy and/or
- UN Global Compact Signatory and/or
- Policy Against Child Labour

Taxonomy-compliant activities expressed by the share of:

- **Revenues** reflecting the share of income from environmentally friendly activities of the companies in which investments are made
- **Capital expenditure** (CapEx) showing the green investments of the companies invested in, e.g. for the transition to a green economy
- **Operating expenses** (OpEx) reflecting the environmentally friendly operational activities of the companies in which investments are made.



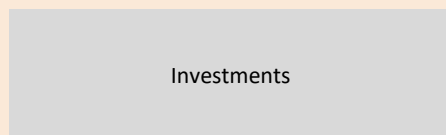
are sustainable investments with an environmental objective that **meet the criteria for** environmentally sustainable

Do not take into account economic activities according to the EU taxonomy.

Investable companies must have a Reuters ESG Score of B- or better (A+, A, A-, B+, B, B-).

**To what extent are the environmental or social characteristics advertised with the financial product achieved through the use of derivatives?**

No derivatives are used to achieve the environmental or social characteristics advertised by the financial product.



**#1 Aligned with environmental or social characteristics : 100%**

**#1 Aligned with environmental or social features** includes investments of the financial product made to achieve the advertised environmental or social features.

**#2 Other** investments includes the other investments of the financial product that are neither focused on environmental or social characteristics nor classified as sustainable investments.

**To what minimum extent are sustainable investments with an environmental objective compliant with EU taxonomy?**

0%

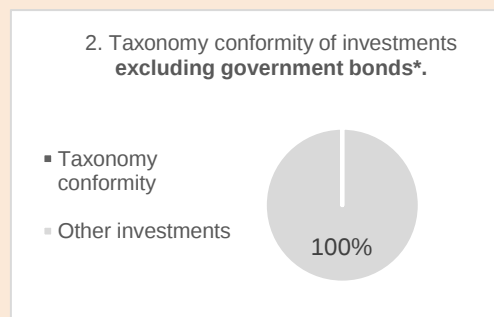
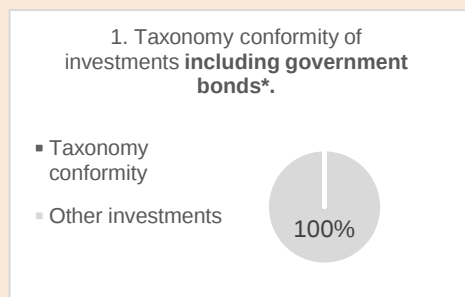
**Does the financial product invest in EU tax compliant fossil gas and/or nuclear energy activities <sup>1</sup>?**

☐ Yes:

☐ in fossil gas ☐ in nuclear energy

☒ No

In the two charts below, the minimum percentage of investments that are compliant with the EU taxonomy is shown in green. As there is no appropriate method to determine the taxonomy compliance of government bonds<sup>1</sup>, the first chart shows the taxonomy compliance in relation to all investments of the financial product including government bonds, while the second chart shows the taxonomy compliance only in relation to the investments of the financial product that do not include government bonds.



\* For the purposes of these charts, the term "government bonds" includes all risk positions vis-à-vis sovereigns.

**What is the minimum percentage of investment in transitional and enabling activities?**

<sup>1</sup>Fossil gas and/or nuclear activities are only EU taxonomy compliant if they contribute to climate change mitigation ("climate change mitigation") and do not significantly affect any EU taxonomy objective - see explanation in the left margin. The full criteria for EU tax compliant economic activities in the area of fossil gas and nuclear energy are set out in Commission Delegated Regulation (EU) 2022/1214.

N/A

**What is the minimum percentage of sustainable investments with an environmental objective that are not compliant with the EU taxonomy?**

N/A

**What is the minimum percentage of socially sustainable investments?**

N/A≤

**Which investments fall under "#2 Other investments", what is their investment purpose and is there a minimum environmental or social protection?**

0% of the shares of the investments will not match the promoted environmental and social characteristics of the sub-fund.

**Benchmarks** are indices that measure whether the financial product achieves the advertised environmental or social characteristics.

**Has an index been determined as a reference value to determine whether this financial product is aligned with the advertised environmental and/or social characteristics?**

No index has been designated as a benchmark for the Sub-Fund within the meaning of the Regulation on Sustainability Disclosures in the Financial Services Sector.

**Where can I find more product-specific information on the Internet?**

**Further product-specific information is available at:**

<https://funds.gam.com/en/plf/Funds/LU0386594302>

## 14. ANNEX

Template - Pre-contractual information on financial products referred to in Article 8(1), (2) and (2a) of Regulation (EU) 2019/2088 and Article 6(1) of Regulation (EU) 2020/852

**Product name:** Multipartner SICAV - Allround QUADInvest Fund ESG

**Company Identifier (LEI Code):** LEI 5493006HIM6PDGSO1J61

A sustainable investment is an investment in an economic activity that contributes to the achievement of an environmental or social objective, provided that the investment does not have a significant negative impact on environmental or social objectives and the companies in which the investment is made apply good corporate governance practices.

### Ecological and/or social characteristics

#### Is this financial product aimed at sustainable investments?

☒ ☒ ☐ Yes

☒ ☐ ☒ No

☐ A minimum proportion of **sustainable investments with an environmental objective** is thus made: \_\_\_\_%

- ☐ in economic activities that are classified as environmentally sustainable under the EU taxonomy
- ☐ in economic activities that are not classified as environmentally sustainable under the EU taxonomy

☐ It **advertises environmental/social features** and although it does not target sustainable investments, it includes a minimum of \_\_\_\_% of sustainable investments.

- ☐ With an environmental objective in economic activities that are classified as environmentally sustainable according to the EU taxonomy.
- ☒ With an environmental objective in economic activities that are not classified as environmentally sustainable according to the EU taxonomy.
- ☐ With a social purpose

☐ A minimum proportion of **sustainable investments with a social objective** is thus made: \_\_\_\_%

☒ Ecological/social features are thus advertised, but **no sustainable investments are made**.

#### What environmental and/or social features are being promoted with this financial product?

When selecting and identifying investments that enable the Sub-Fund to promote environmental or social criteria, the Investment Manager will take into account the fulfilment of the criteria for sustainable financial products as defined in the Austrian Eco-label Guideline UZ 49.

The Austrian Ecolabel UZ 49 for sustainable financial products has existed since 2004 and is recognised by the Luxembourg Green Exchange ("LGX") Fund Window. Within this framework, financial products are certifiable that are classified as sustainable due to their investment strategies and management processes. The selection criteria of a sustainable financial product must be suitable for identifying companies, issuers or projects that provide positive environmental and social benefits and for excluding those that have a negative environmental and social impact on the basis of exclusion criteria.

The assessment guidelines for the inspection body of the UZ 49 include an assessment of the following topics (a) biodiversity, species and animal protection, landscape and environmental protection (b) air and water pollution, waste (discharge of hazardous substances) (c) material efficiency; resource consumption, handling of finite resources, recycling, circular economy (d) treatment, safety, health and equality of employees (e) fair treatment and control of producers, suppliers, contractors and subcontractors as well as (f) fair treatment of and information to customers, investors and to society.

The Investment Manager relies on the assessment set out in IP 49. Investors should be aware that the guidelines may change from time to time.

No index has been designated as a benchmark for the Sub-Fund within the meaning of the aforementioned Regulation on sustainability-related disclosure requirements in the financial services sector.

#### What sustainability indicators are used to measure the achievement of the individual environmental or social features promoted by this financial product?

The following are the criteria that a financial product must fulfil in order to be awarded the Austrian Eco-label.

The **EU taxonomy** is a classification system used in the Regulation (EU) 2020/852 and includes a list of **environmentally sustainable economic activities**. This Regulation does not include a list of socially sustainable economic activities. Sustainable investments with an environmental objective could be taxonomy compliant or not

The investment policy, selection criteria, survey, evaluation and selection process of the sustainable investment products must be designed in accordance with UZ 49 in such a way that issuers in the following business areas are excluded from an investment:

- **Nuclear power:** construction and operation of nuclear power plants, production and supply of nuclear components necessary for nuclear power generation, uranium mining and power generation;
- **Armament:** production of and trade in conventional and/or controversial armaments
- **Fossil fuels:** extraction of coal, natural gas and crude oil, refining of coal and crude oil, power generation from coal and crude oil
- **Genetic engineering:** cultivation and marketing of genetically manipulated organisms and products (green genetic engineering) as well as gene therapy on germ line cells, cloning procedures in the human sector and human embryo research (red genetic engineering).

#### Sustainability

**indicators** measure the extent to which the environmental or social characteristics advertised with the financial product are achieved.

Similarly, companies with one or more of the following business practices must be excluded from investment:

- Systematic, serious and persistent violations of human or labour rights (especially in relation to high-risk industries, activities and areas).
- no commitment of the company policy to the minimum standards of the International Labour Organisation (ILO) regarding child labour, forced labour, freedom of association and discrimination, or demonstrable systematic violation thereof.

The investment policy, selection criteria, survey, evaluation and selection process of the sustainable investment products must be designed in such a way that issuers to which at least one of the following points applies are excluded from an investment:

#### Political and social standards

- States that violate fundamental rights regarding democracy and human rights
- States in which the death penalty is applied
- States with particularly high military budgets

#### Environmental standards

- States without targets and measures for the reduction of greenhouse gases and for the protection of species
- States with expansive policies concerning the expansion of nuclear energy

The investment policy, selection criteria, survey, evaluation and selection process of the sustainable investment products must also be suitable in their breadth and depth:

- emissions that perform above average in one or more of the topics listed above and/or
- identify emissions that are likely to contribute to solving current or future problems in one or more of the thematic areas listed above, and/or
- emissions whose industries, activities or practices contribute to current or future problems in one or more of the issue areas listed above.

What are the objectives of the sustainable investment that the financial product is partly intended to achieve, and how does the sustainable investment contribute to these objectives?

N/A

To what extent will the sustainable investments to be made with the financial product in part not significantly harm any of the environmental or social sustainable investment objectives?

N/A

The EU taxonomy sets out the principle of "avoidance of significant impairment", according to which taxonomy-compliant investments must not significantly impair the objectives of the EU taxonomy, and specific EU criteria are attached.

The principle of "avoidance of significant adverse impacts" shall only apply to those investments underlying the financial product that take into account the EU criteria for environmentally sustainable economic activities. The investments underlying the remaining part of this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

All other sustainable investments must also not significantly compromise environmental or social objectives.

However, it should be noted that, notwithstanding what is stated in the legal prospectus, this financial product does not take into account the EU criteria for environmentally sustainable economic activities as defined by the EU taxonomy and the adjustment of the portfolio to the EU taxonomy is not calculated. Therefore, the principle of "avoidance of significant adverse impacts" does not apply to any of the investments of this financial product.

**Does this financial product take into account the main adverse impacts on sustainability factors?**

☐ Yes, \_\_\_\_\_

☒ No

**What is the investment strategy of this financial product?**

The Company's investment objective in relation to the Sub-Fund is to achieve long-term capital appreciation by investing in a broadly diversified global portfolio with environmental, social and corporate governance criteria. To this end, the Company invests the assets of the Sub-Fund in equities and other equity securities or rights, fixed and floating rate securities, debt securities or rights and other interest-bearing investments, demand deposits and callable deposits, units of other UCITS and/or other UCIs, including exchange traded funds, structured products on investments and financial derivative instruments (derivatives). Cash and cash equivalents may also be held. Direct investments in China through China A-Shares of Chinese companies may also be made.

**What are the binding elements of the investment strategy used to select investments to meet the advertised environmental or social objectives?**

With regard to environmental and social characteristics, the Investment Manager will, as described above, take into account the fulfilment of the criteria for sustainable financial products in accordance with the Austrian Ecolabel Guideline UZ 49.

Compliance with the provisions of this guideline is a mandatory prerequisite for obtaining the eco-label for this financial product - just as the Austrian Eco-label may reserve the right to certification in the event of gross controversies in connection with the applying company. The investment manager may only invest in investments that meet the criteria of the Austrian Eco-label for Sustainable Financial Products (Guideline UZ 49). If an investment does not meet or no longer meets these criteria, the Investment Manager will consider disinvestment in order to ensure the certification of the Sub-Fund with the Austrian Eco-Label. Only an expert opinion from an independent, accredited inspection body on compliance with the criteria will result in the award of the Austrian Eco-label. Compliance with the UZ 49 provisions is checked by the inspection body on a quarterly basis. The verifier of the underlying fund is FSG Sustainable GmbH.

Sustainable financial products from Bruno Walter Finance SA:

[https://www.umweltzeichen.at/de/produkte/finanzprodukte?cert\\_number=UW+1368](https://www.umweltzeichen.at/de/produkte/finanzprodukte?cert_number=UW+1368)

The Austrian Eco-label certifies ethically oriented projects and companies in the financial sector that generate profits through sustainable investments. It has been in existence since 2004 and is recognised by the Luxembourg Green Exchange ("LGX") Fund Window.

In order for a product to be awarded the eco-label, clear selection criteria are required with regard to investable companies, a quality-assured survey and selection process, as well as fulfilled transparency and reporting requirements.

Exclusion criteria also reflect the fundamental values of the eco-label and relate, for example, to nuclear energy, fossil fuels, genetic engineering, armaments and systematic violations of human or labour rights in the corporate sector. Analogous exclusion criteria exist in the area of government bonds. States and state-related issuers may not violate international political, social and environmental standards.

In addition to these exclusion criteria, the selection process of a sustainable financial product must also be designed in such a way that companies, states or projects can be identified that actually provide positive environmental and social benefits, e.g. in accordance with the "best in class" principle.

Best in Class in the context of the IP 49 means that investments are made in emissions that show better environmental or social performance compared to other emissions in the same sector. Positive and negative criteria complement this selection.

In addition, transparency requirements regulate that investors are provided with a clear picture of the social-ecological concept of the sustainable financial product. Funds with the eco-label must also present the information on the socio-ecological concept in accordance with the transparency guidelines of the European Sustainable and Responsible Investment Forum (EUROSIF).

The **investment strategy** serves as a guide for investment decisions, taking into account certain criteria such as investment objectives or risk tolerance.

The guideline UZ 49 is revised every 4 years, so that a certification according to this guideline is basically valid for a period of 4 years.

Further information on the UZ 49 eco-label:

<https://www.umweltzeichen.at/de/produkte/finanzprodukte>

<https://www.umweltzeichen.at/de/f%C3%BCr-interessierte/der-weg-zum-umweltzeichen/antragsinfos-zur-richtlinie-uz49-nachhaltige-finanzenprodukte>

#### Good governance

**practices** include sound **management** structures, employee relations, employee remuneration and tax compliance.

As a result of the EU regulations in the area of sustainable finance (taxonomy, benchmarks, disclosure), investment products declared and marketed as sustainable and/or green must comply with the requirements formulated in these regulations. These requirements (e.g. transition period, reporting, taxonomy compliance, etc.) will consequently at least also affect eco-labelled financial products in the fund sector and must accordingly be complied with from the time of their respective entry into force. The corresponding evidence must be provided once in the course of the annual update audit.

**By what minimum rate will the size of the investments considered prior to the application of this investment strategy be reduced?**

≥50%

**How are the good governance practices of the companies invested in assessed?**

With regard to good corporate governance, the Investment Manager will take into account the fulfilment of the criteria for sustainable financial products in accordance with the Austrian Ecolabel Guideline UZ 49. The assessment guidelines for the verifier of UZ 49 include an assessment of the company's corporate governance, corporate policy and management. This assessment evaluates negative factors such as corruption, insider trading and falsification of financial statements as well as positive criteria such as the company's mission statement and objectives, the quality of financial, environmental, social and sustainability reporting and the existence of certified environmental management systems such as (EMAS, ISO 14001) or quality certificates such as (ISO 9000, EFQM, TQM) or corresponding awards received by companies or issuers.

#### The asset allocation

indicates the respective share of investments in specific assets.

#### What asset allocation is planned for this financial product?

100% of the shares of the investments are geared towards ecological or social characteristics. I.e. 100% of the underlying elements of this investment strategy are selected in accordance with the Austrian Eco-label for Sustainable Financial Products (Guideline UZ 49).

The concrete review of the investment strategy on the part of FSG Sustainable GmbH is carried out as follows:

The focus is on the three core ESG topics:

- U mwelt (Environmental )  
Clean energy, environmental protection, no genetic engineering and no nuclear and coal-fired power plants
- S ocial (Social)  
No child labour, protection of human rights and fair working conditions
- U nterprise management (governance)  
No corruption or money laundering

To decide whether a company is investable, 3 criteria are checked:

1. Industry
2. M human and labour rights
3. R euters ESG Score

If a company operates in an industry that is associated with

- A tomkraft
- R üstung
- f ossile fuels
- G entechnik

it is excluded from investment.

Lack of human and labour rights also leads to exclusion:

- H uman Rights Policy and/or
- U N Global Compact Signatory and/or
- P olicy Against Child Labour

Taxonomy-compliant activities expressed by the share of:

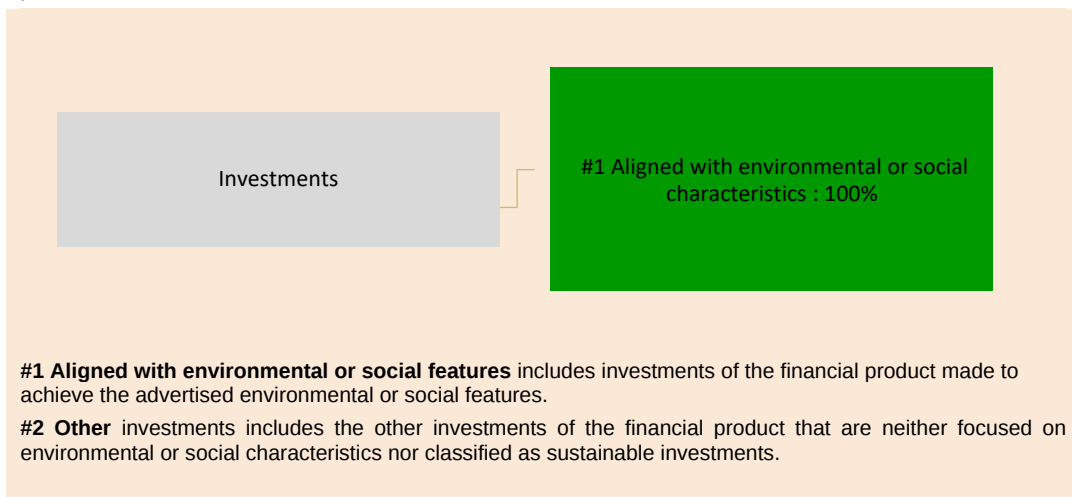
- **Revenues** reflecting the share of income from environmentally friendly activities of the companies in which investments are made
- **Capital expenditure** (CapEx) showing the green investments of the companies invested in, e.g. for the transition to a green economy
- **Operating expenses** (OpEx) reflecting the environmentally friendly operational activities of the companies in which investments are made.

Investable companies must have a Reuters ESG Score of B- or better (A+, A, A-, B+, B, B-).

● **To what extent are the environmental or social characteristics advertised with the financial product achieved through the use of derivatives?**

No derivatives are used to achieve the environmental or social characteristics advertised by the financial product.

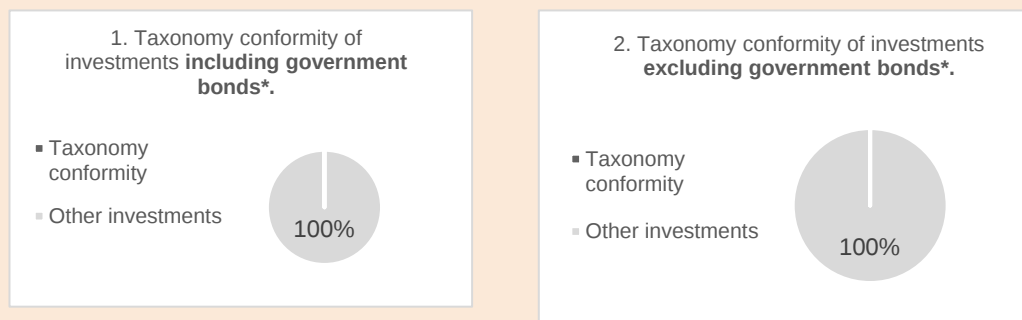
are sustainable investments with an environmental objective that **meet the criteria for environmentally sustainable** Do not take into account economic activities according to the EU taxonomy.



**To what minimum extent are sustainable investments with an environmental objective compliant with EU taxonomy?**

0%

In the two charts below, the minimum percentage of investments that are compliant with the EU taxonomy is shown in green. As there is no appropriate method to determine the taxonomy compliance of government bonds<sup>\*</sup>, the first chart shows the taxonomy compliance in relation to all investments of the financial product including government bonds, while the second chart shows the taxonomy compliance only in relation to the investments of the financial product that do not include government bonds.



\* For the purposes of these charts, the term "government bonds" includes all risk positions vis-à-vis sovereigns.

● **What is the minimum percentage of investment in transitional and enabling activities?**

N/A

**What is the minimum percentage of sustainable investments with an environmental objective that are not compliant with the EU taxonomy?**

N/A

**What is the minimum percentage of socially sustainable investments?**

N/A≤

**Which investments fall under "#2 Other investments", what is their investment purpose and is there a minimum environmental or social protection?**

0% of the shares of the investments will not match the promoted environmental and social characteristics of the sub-fund.

**Benchmarks** are indices that measure whether the financial product achieves the advertised environmental or social characteristics.

**Has an index been determined as a reference value to determine whether this financial product is aligned with the advertised environmental and/or social characteristics?**

No index has been designated as a benchmark for the Sub-Fund within the meaning of the Regulation on Sustainability Disclosures in the Financial Services Sector.

**Where can I find more product-specific information on the Internet?**

**Further product-specific information is available at:**

<https://funds.gam.com/en/plf/Funds/LU0386594302>

## MULTIPARTNER SICAV

# QUANTAMENTAL EUROPEAN EQUITY FUND

Ein durch die GAM (LUXEMBOURG) S.A., Luxemburg, für die CARTHESIO SA, Lugano, aufgelegter Subfonds der SICAV luxemburgischen Rechts MULTIPARTNER SICAV

A Subfund of the SICAV under Luxembourg law MULTIPARTNER SICAV, established by GAM (LUXEMBOURG) S.A., Luxembourg, on behalf of CARTHESIO SA, Lugano

### **BESONDERER TEIL Q: 3. JULI 2023**

### **SPECIAL PART Q: 3 JULY 2023**

Dieser Besondere Prospektteil ergänzt den Allgemeinen Teil mit Bezug auf den Subfonds QUANTAMENTAL EUROPEAN EQUITY FUND (der „**Subfonds**“).

Die nachfolgenden Bestimmungen müssen in Verbindung mit dem Allgemeinen Prospektteil gelesen werden.

Die hier enthaltenen Angaben auf Englisch (rechte Spalte) sind nach bestem Wissen und Gewissen der Gesellschaft eine treue Übersetzung der deutschen Originalfassung (linke Spalte). Im Falle von Widersprüchen gilt die Fassung in deutscher Sprache.

This Special Part of the Prospectus supplements the General Part with regard to the Subfund QUANTAMENTAL EUROPEAN EQUITY FUND (the „**Subfund**“).

The provisions below must be read in conjunction with the General Part of the Prospectus.

The information contained herein in English (right column) is, to the Company's best knowledge and belief, a true translation of the German original version (left column). In the event of contradictions, the German-language version shall prevail.

**1. ERSTAUSGABE DER ANTEILE**

Die Anteile des QUANTAMENTAL EUROPEAN EQUITY FUND werden erstmals wie folgt zur Zeichnung aufgelegt. Der angegebene Erstaussgabepreis versteht sich pro Anteil, zuzüglich einer Verkaufsgebühr von bis zu maximal 5% des Ausgabepreises.

| Subfonds / Subfund                | Zeichnungsfrist /<br>Subscription<br>period | Erstaussgabepreis /<br>Initial issue price |
|-----------------------------------|---------------------------------------------|--------------------------------------------|
| QUANTAMENTAL EUROPEAN EQUITY FUND | 4.05. – 12.05.2020                          | EUR 100                                    |

**1. INITIAL ISSUE OF SHARES**

The Shares of the QUANTAMENTAL EUROPEAN EQUITY FUND will be issued for subscription for the first time as follows. The indicated initial issue price is per Share plus, as the case may be, a selling fee of up to a maximum of 5% of the Issue Price.

**2. ANLAGEZIELE UND -POLITIK DES QUANTAMENTAL EUROPEAN EQUITY FUND****Generell**

Das Anlageziel des QUANTAMENTAL EUROPEAN EQUITY FUND ist es, einen langfristigen Kapitalzuwachs zu erzielen und dabei mittels einer angemessenen Diversifikation die Risiken zu begrenzen.

Zu diesem Zweck investiert der Subfonds sein Vermögen in die folgenden Anlagen:

(i) mindestens 80% direkt in Aktien und anderen Beteiligungspapieren, die an paneuropäischen Märkten (insbesondere der EU, der Schweiz, des Vereinigten Königreichs und der skandinavischen Länder) notiert sind. Die Auswahl und Gewichtung der einzelnen Wertpapiere sowie die Ausrichtung der eigentlichen Anlagestrategie erfolgt nach sog. quantamentalen Anlagelogiken. Dieser Anlageprozess ist eine Kombination aus dem fundamentalen Ansatz und dem quantitativen Ansatz. Ersterer beinhaltet traditionelle Unternehmensbewertungen auf der Grundlage der Fundamentalanalyse und die Beurteilung des ständig neu bewerteten Aufwärtspotenzials und einen branchenübergreifenden Bewertungsansatz, während letzterer eine Preisdynamikanalyse beinhaltet.

(ii) bis zu 20% in flüssige Mittel oder Geldmarktinstrumente in allen konvertierbaren Währungen, Sichteinlagen oder kündbare Einlagen. Diese Anlagen müssen von einer anerkannten Bank herausgegeben oder garantiert werden.

(iii) bis zu 5% in Anteile von anderen OGAW und/oder anderen regulierten OGA (Zielfonds), inklusive OGAW mit einer Exchange Traded Funds („ETF“) Struktur, wie definiert in und vorbehaltlich der Einschränkungen von Kapitel 5 des Allgemeinen Teil des Prospektes;

**2. INVESTMENT OBJECTIVES AND POLICY OF THE QUANTAMENTAL EUROPEAN EQUITY FUND****General**

The investment objective of the QUANTAMENTAL EUROPEAN EQUITY FUND is to achieve long-term capital appreciation by limiting the risks through adequate diversification.

To this end, the Subund invests its assets in the following investments:

(i) At least 80% directly in shares and other equity securities listed on pan-European markets (particularly of the EU, Switzerland, the United Kingdom and the Scandinavian countries). The selection and weighting of individual securities, as well as the direction of the actual investment strategy take place according to the so-called quantamental investment logics. This investment process is a combination of the fundamental approach and of the quantitative approach. The former includes traditional corporate valuations based on fundamental analysis and assessment of the constantly revalued potential upside and an inter-sectorial valuation approach, while the latter includes price momentum analysis.

(ii) Up to 20% in liquid assets or money market instruments in all convertible currencies, or call deposits or deposits repayable on demand. These investments must be issued or guaranteed by recognized banking institutions.

(iii) up to 5% in units of UCITS or UCIs (target funds), including UCITS with an Exchange Traded Funds structure („ETF“), pursuant to and within the limits indicated in section 5 of the General Part of the Prospectus.

### Ökologische und soziale Merkmale

Bei der Umsetzung seiner Anlagepolitik fördert der QUANTAMENTAL EUROPEAN EQUITY FUND ökologische und soziale Merkmale im Sinne von Artikel 8 der Verordnung (EU) 2019/2088 über nachhaltigkeitsbezogene Angaben im Finanzdienstleistungssektor (die "SFDR"), strebt jedoch keine nachhaltigen Investitionen an.

Die Auswahl der Anlagen für den Subfonds erfolgt auf der Grundlage eines Scoring-Systems, das darauf abzielt, die Leistung eines Emittenten in Bezug auf Umwelt-, Sozial- und Governance-Kriterien (ESG) auf einer Skala von 1 bis 10 zu messen, wobei 1 für die schlechteste ESG-Leistung und 10 für eine fortgeschrittene ESG-Leistung steht. Diese Bewertung, die als Nachhaltigkeitsbewertung bezeichnet wird, kann auf alle Emittenten angewendet werden und basiert auf überprüfbaren Daten, die im gesamten Anlageuniversum des Subfonds verwendet werden können. Das Scoring wird vom Anlageberater durchgeführt und bereitgestellt, der sein eigenes, unabhängiges ESG-Research und seine eigene Methodik verwendet. Der Anlageberater ist ein führender Anbieter von Aktienresearch in Europa, der die Finanzanalyse mit dem ESG-Research der Unternehmen kombiniert und mehr als 450 europäische Unternehmen mit mittlerer und hoher Marktkapitalisierung abdeckt.

Die den Emittenten zugewiesenen Punktzahlen werden in Umwelt-, Sozial- und Governance (Unternehmensführung) - Kategorien zusammengefasst, und die Gesamtpunktzahl, die der Emittent erhält, spiegelt die allgemeinen Nachhaltigkeitsaussichten und das Engagement des jeweiligen Emittenten wider. Die Analyse wird auf der Grundlage der unten beschriebenen Faktoren durchgeführt:

**UMWELT:** Die Umweltbewertung der Emittenten wird unter Berücksichtigung der vier wichtigsten Umweltfaktoren ermittelt, nämlich Energieverbrauch, Treibhausgasemissionen, Wasserverbrauch und Abfallerzeugung. Die Emittenten werden danach bewertet, inwieweit sie in der Lage sind, ihren allgemeinen ökologischen Fussabdruck im Vergleich zu ihren Mitbewerbern zu verringern.

**SOZIALES:** Die soziale Bewertung der Emittenten wird unter anderem anhand ihrer Praktiken in Bezug auf die Personalausstattung, die durchschnittliche Mitarbeitervergütung, die Häufigkeit von Arbeitsunfällen, die Arbeitszufriedenheit der Mitarbeiter und die internen Kommunikationspraktiken ermittelt. Die Analyse der Mitarbeitervergütung zielt insbesondere darauf ab, festzustellen, inwieweit die Wertschöpfung des jeweiligen

### Environmental and social characteristics

In the implementation of its investment policy, the QUANTAMENTAL EUROPEAN EQUITY FUND promotes environmental and social characteristics within the meaning of Article 8 of Regulation (EU) 2019/2088 on sustainability-related disclosures in the financial services sector (the "SFDR") but does not have sustainable investment as its objective.

The selection of investments for the Subfund is done based on a scoring system which aims to measure an issuer's performance with respect to environmental, social and governance (ESG) metrics on a scale from 1 to 10, where 1 represents the poorest ESG performance and 10 indicates an advanced ESG performance. This rating, called sustainability scoring, may be applied to all issuers and is based on verifiable data which can be used across the investment universe of the Subfund. The scoring is performed and provided by the Investment Advisor which uses its proprietary, independent ESG research and methodology. The Investment Advisor is a leading equity research provider in Europe which combines financial analysis with ESG research of the companies and covers more than 450 European mid-cap and large cap companies.

The scores assigned to the issuers are regrouped into environmental, social and governance categories, and the overall score given to the issuer reflects the relevant issuer's overall sustainability outlook and commitment. The analysis is performed based on the factors described below:

**ENVIRONMENTAL:** The environmental scoring of the issuers is determined by taking into account four main environmental factors which are energy consumption, GHG emissions, water consumption and waste generation. The issuers are evaluated based on their capacity to reduce their general environmental footprint as compared to their peers.

**SOCIAL:** The social scoring of the issuers is determined by taking into account, among others, their practices relating to staffing, average employee compensation, frequency of work accidents, job satisfaction of the employees, internal communication practices. The analysis relating to employee compensation aims, in particular, to establish to what extent value added of the relevant company is used to reward its staff members.

Unternehmens zur Entlohnung seiner Mitarbeiter verwendet wird.

**UNTERNEHMENSFÜHRUNG:** Das Governance-Scoring wird durch die Analyse der Unabhängigkeit des Vorstands und seiner Vielfalt, der Vergütungen für das Management sowie der Stimmrechte der Aktionäre, insbesondere der Minderheitsaktionäre, ermittelt.

Anhand der oben beschriebenen E-, S- und G-Faktoren wird für jeden betrachteten Emittenten ein Gesamtscore für Nachhaltigkeit (ein "Sustainability Score") berechnet, der dann mit dem jeweiligen Sektor des Emittenten korreliert wird, um bevorzugt in die nachhaltigsten Unternehmen in diesem Sektor zu investieren. Der Subfonds ist bestrebt, in Unternehmen zu investieren, die einen durchschnittlichen (d.h. durchschnittlichen Nachhaltigkeits-Score des Portfolios) Nachhaltigkeits-Score von 5 oder mehr erreichen. Darüber hinaus sind wir bestrebt, im Rahmen von Artikel 8 der SFDR Unternehmen auszuwählen, die keinem der E/S/G-Ziele erheblich schaden, indem wir Unternehmen auswählen, die bei einem der drei E/S/G-Merkmale eine Punktzahl von mehr als zwei erreichen (d.h. alle Unternehmen werden eine Punktzahl von über 2 in den Bereichen Umwelt, Unternehmensführung und Soziales haben). Dies bedeutet, dass Emittenten mit einem der drei E/S/G-Score unter 2 aus dem Anlageuniversum des Subfonds ausgeschlossen werden. Werden die oben genannten Kriterien aus Gründen, die ausserhalb der Kontrolle des Subfonds liegen, nicht erfüllt (so genannte passive Verstösse), werden die für passive Verstösse geltenden Verfahren angewandt, um die Situation zu bereinigen.

Der Anlageverwalter überwacht die Einhaltung und trifft Investmententscheidungen bezüglich der oben genannten sozialen und ökologischen Merkmale regelmässig auf der Grundlage von Daten, die dem Anlageverwalter vom Anlageberater zur Verfügung gestellt und einmal wöchentlich aktualisiert werden.

Der Subfonds betrachtet die wichtigsten negativen Auswirkungen auf Nachhaltigkeitsfaktoren im Sinne von Artikel 7(1)(a) der SFDR nicht.

**Weitere Informationen zu den vom Subfonds geförderten Umweltmerkmalen finden Sie im Anhang I zu diesem Besonderen Teil Q.**

#### Derivate

Im QUANTAMENTAL EUROPEAN EQUITY FUND können derivative Finanzinstrumente (Derivate) eingesetzt werden, und zwar sowohl zum Zweck der Absicherung und der effizienten Portfolioverwaltung als auch zum Zweck der aktiven Anlage. Die Palette der Derivate umfasst sowohl börsengehandelte als auch

**GOVERNANCE:** The governance scoring is determined by analysing the independence of the board and its diversity, management compensations as well as voting rights of shareholders, in particular minority shareholders.

Through the E, S and G factors described above, an overall sustainability score is calculated for each considered issuer (a "Sustainability Score"), which is then correlated to the relevant sector of the issuer in order to preferentially invest in the most sustainable companies in this sector. The Subfund aims to invest in companies which achieve an average (i.e. average Sustainability Scoring of the portfolio) Sustainability Score equal or higher than 5. In addition, within the SFDR article 8 framework, we aim to select companies which do not significantly harm any of the E/S/G objectives, by selecting companies with a scoring higher than two of any of the three E/S/G characteristics (i.e. all companies will have an above 2 Environmental Scoring, Governance scoring, Social Scoring). This means that issuers with any of the three E/S/G Score below 2 shall be excluded from the investment universe of the Subfund. Where the above criteria are not fulfilled for reasons beyond the control of the Subfund (so called passive breaches), the procedures applicable in case of passive breaches shall be applied to remedy the situation.

The Investment Manager monitors compliance and takes investment decisions with the above social and environmental features based on data provided to the Investment Manager by the Investment Advisor and updated once a week.

The Subfund does not consider the principal adverse impacts on sustainability factors within the meaning of Article 7(1)(a) of the SFDR.

**Further information related to the environmental characteristics promoted by the Subfund is available in the annex I to this Special Part Q.**

#### Derivatives

For hedging purposes and for efficient portfolio management, as well as for active investment purposes, the QUANTAMENTAL EUROPEAN EQUITY FUND may use derivative financial instruments (derivatives). The range of derivatives that can be used includes listed instruments, as well as over-the-counter (OTC)

OTC-Instrumente und insbesondere, aber nicht ausschliesslich, den Kauf und Verkauf von Optionen, Futures, Forwards, Warrants, *Contracts for Difference* und Swaps (inkl. Total Return Swaps) auf Wertpapiere, Indizes, Zinsen und Währungen sowie auf andere Derivate. Sofern der QUANTAMENTAL EUROPEAN EQUITY FUND Total Return Swaps oder andere Derivate mit denselben Eigenschaften verwendet, sind deren Basiswerte immer einzelne Aktien. Ansonsten gelten für den Einsatz von diesen Instrumenten die im Allgemeinen Prospektteil gemachten Angaben. **Im Zusammenhang mit Anlagen in Derivate ist das Kapitel „Hinweise betreffend die Anlage in Derivate“ zu beachten.**

Die Gesamtrisikoaussetzung des Subfonds beträgt maximal 200%.

### Flüssige Mittel und Fondswährung

Zusätzliche flüssige Mittel können bis zu 20% des Gesamtvermögens des Subfonds betragen. Diese zusätzlichen flüssigen Mittel beschränken sich auf Sichteinlagen, wie z.B. Barmittel, die auf den laufenden Bankkonten des Subfonds gehalten werden und jederzeit verfügbar sind. Die 20%-Grenze darf nur dann vorübergehend für einen unbedingt notwendigen Zeitraum überschritten werden, wenn die Umstände dies aufgrund außergewöhnlich ungünstiger Marktbedingungen erfordern (z.B. Kriege, Terroranschläge, Gesundheitskrisen oder andere ähnliche Ereignisse) und wenn eine solche Überschreitung unter Berücksichtigung der besten Interessen der Anleger gerechtfertigt ist.

Der Subfonds kann zu Liquiditätszwecken in flüssige Mittel investieren, d.h. in Geldmarktinstrumente und Geldmarktfonds gemäß der Definition in Abschnitt 5 des Allgemeinen Teils sowie in täglich rückzahlbare Einlagen..

Der QUANTAMENTAL EUROPEAN EQUITY FUND lautet auf Euro (EUR). Die Anlagen können auf EUR oder auf andere Währungen lauten. Fremdwährungsrisiken können ganz oder teilweise mittels Devisenfutures, Devisentermingeschäften oder Devisenoptionen gegenüber dem EUR abgesichert werden. Ein Wertverlust aufgrund von Währungskursschwankungen kann nicht ausgeschlossen werden.

### 3. RISIKOHINWEISE

**Die Gesellschaft ist bemüht, die Anlageziele des Subfonds zu erreichen. Es kann jedoch keine Garantie abgegeben werden, dass die Anlageziele**

instruments, in particular, but not exclusively, purchase and sale of option contracts, future contracts, forward contracts, warrants, contracts for difference and swaps (including total return swaps) on securities, indexes, interest rates and currencies, as well as on other derivatives. If the QUANTAMENTAL EUROPEAN EQUITY FUND uses total return swaps or other derivatives with the same characteristics, their underlying assets will always be single shares. Apart from that, for the use of these instruments, the specifications made in the General Part of the Prospectus are applicable. **As regards investments in derivatives, please refer to the chapter “Information on Investments in Derivatives”.**

The global risk exposure of the Subfund amounts to a maximum of 200%.

### Liquid Assets and Fund Currency

Ancillary liquid assets may amount to up to 20% of the total assets of the Subfund. Such ancillary liquid assets shall be limited to bank deposits at sight, such as cash held in the Subfund's current bank accounts and accessible at any time. The 20% limit may only be breached temporarily for a period of time strictly necessary when, because of exceptionally unfavourable market conditions, circumstances so require (circumstances such as wars, terrorist attacks, health crises or other similar events) and where such breach is justified having regard to the best interests of the investors.

The Subfund can invest for treasury purposes in liquid assets, meaning money market instruments and money market funds, as defined in section 5 of the General Part as well as deposits repayable on demand.

The QUANTAMENTAL EUROPEAN EQUITY FUND is denominated in Euro (EUR). Investments may be denominated in EUR or in other currencies. Foreign currency risks may be fully or partially hedged against the EUR by using currency future contracts, currency forward contracts or currency options. A depreciation caused by exchange rate fluctuations cannot be ruled out.

### 3. RISK DISCLOSURES

**The Company endeavours to achieve the investment objectives of the Company in respect of the Subfund. However, no guarantee can be given that**

tatsächlich erreicht werden. Folglich kann der Nettoinventarwert der Anteile grösser oder kleiner werden, und es können unterschiedlich hohe positive bzw. auch negative Erträge anfallen.

### 3.1 Hinweise betreffend die Anlage in Derivate

Im Subfonds können derivative und andere besondere Anlagetechniken und Finanzinstrumente, insbesondere, Futures, Optionen, Forwards, Swaps, Zertifikate und strukturierte Produkte eingesetzt werden. Somit sind neben den Risikomerkmale von Wertpapieren auch die Risikomerkmale von Derivaten und sonstigen Anlagetechniken und Instrumenten zu beachten. Generell sind sie den Risiken der ihnen unterliegenden Märkte bzw. Basisinstrumente ausgesetzt und bergen oft höhere Risiken in sich als Direktanlagen in Wertpapiere. Potentielle Risiken solcher Instrumente können sich z.B. aus der Komplexität, Nichtlinearität, hohen Volatilitäten, geringen Liquidität, eingeschränkten Bewertbarkeit, Risiko eines Ausfalls von Erträgen oder sogar eines Totalverlusts des investierten Kapitals oder dem Gegenparteienrisiko ergeben.

Sofern ein Derivat in ein Wertpapier eingebettet ist, muss dieses bei der Anwendung der Anlagebeschränkungen sowie bei der Risikoüberwachung mit berücksichtigt werden.

### Hinweise betreffend Nachhaltigkeitsrisiken

Der Marktwert der zugrunde liegenden Anlagen des Subfonds unterliegt den im Allgemeinen Teil beschriebenen Nachhaltigkeitsrisiken. Der Subfonds wird als mit hohen Nachhaltigkeitsrisiken behaftet, die erhebliche Auswirkungen auf den Wert des Portfolios haben können.

Die Bewertung der Nachhaltigkeitsrisiken ist fester Bestandteil der Investmententscheidungen des Anlageverwalters und wird regelmässig während der gesamten Laufzeit der Anlagen durchgeführt.

Für die Zwecke der Bewertung des Nachhaltigkeitsrisikos kann der Anlageverwalter alle verfügbaren Nachhaltigkeitsinformationen verwenden, wie z. B. öffentlich zugängliche Berichte investierter Unternehmen, sonstige öffentlich zugängliche Daten (z. B. Kredit-Ratings) und Daten, die von externen Datenanbietern erstellt und veröffentlicht werden.

Der Subfonds fördert Umwelt-Merkmale im Sinne von Artikel 8 SFDR (wie oben definiert). Es ist jedoch zu beachten, dass der Subfonds die EU-Kriterien für ökologisch nachhaltige Wirtschaftstätigkeiten im Sinne der Taxonomie-Verordnung nicht berücksichtigt und die Ausrichtung des Portfolios an dieser Taxonomie-

the investment objectives will actually be achieved. Hence the net asset value of the Shares may increase or decrease, and different levels of positive as well as negative income may be earned.

### 3.1 Information on Investment in Derivatives

The Subfund may make use of derivatives and other special investment techniques and financial instruments, in particular futures, options, forwards, swaps, certificates and structured products. As a result, the risk features of derivatives and other investment techniques and instruments in addition to the risk features of securities must be considered. In general, they are exposed to the risks of the markets or instruments underlying them and therefore frequently involve greater risks than direct investments in securities. Potential risks of such instruments may, for example, arise from the complexity, non-linearity, high volatilities, low liquidity, restricted ability to be valued, risk of a loss of returns or even a total loss of the invested capital, or from the counterparty risk.

If a derivative is embedded in a security, this must also be taken into account when applying the investment restrictions and for risk monitoring.

### Sustainability risks

The market value of underlying investments of the Subfund are subject to sustainability risks described in the General Part. The Subfund is deemed to have high level of sustainability risk which may have significant effect on the value of the portfolio.

The sustainability risk assessment is integrated to the investment decisions of the Investment Manager and shall be carried out at least periodically throughout the life-time of such investment.

For the purposes of sustainability risk assessment, the Investment Manager may use any sustainability information available such as publicly available reports of invested companies, other publicly available data (such as credit ratings) and data made and distributed by external data vendors.

The Subfund promotes environmental characteristics in the meaning of Article 8 SFDR (as defined above). It should however be noted that the Subfund does not take into account the EU criteria for environmentally sustainable economic activities within the meaning of the Taxonomy Regulation and its portfolio alignment with such

Verordnung nicht berechnet wird. Daher gilt der Grundsatz "keinen nennenswerten Schaden anrichten" für keine der Anlagen des Subfonds.

Taxonomy Regulation is not calculated. Therefore, the "do no significant harm" principle does not apply to any of the investments of the Subfund.

#### 4. ANLEGERPROFIL

Der QUANTAMENTAL EUROPEAN EQUITY FUND eignet sich für Investoren, die Erfahrung mit volatilen Anlagen haben, über solide Kenntnisse der Kapitalmärkte verfügen und die an der Entwicklung der Kapitalmärkte teilhaben wollen, um ihre spezifischen Anlageziele zu verfolgen. Investoren haben mit Wertschwankungen zu rechnen, die temporär auch zu hohen Wertverlusten führen können. In einem Gesamtportfolio können der Subfonds als Basisanlage eingesetzt werden.

#### 4. INVESTOR PROFILE

The QUANTAMENTAL EUROPEAN EQUITY FUND is suitable for investors who have experience with volatile investments, have sound knowledge of the capital markets and wish to participate in the performance of the capital markets so as to pursue their specific investment objectives. Investors must expect fluctuations in the value of the investments, which may temporarily also lead to substantial loss of value. This Subfund may be used as a basic investment within the portfolio.

#### 5. ANLAGEVERWALTER UND ANLAGEBERATER

##### Anlageverwalter

**CARTHESIO SA**, Via Ferruccio Pelli 13a, CP 5366, CH-6901 Lugano.

Die CARTHESIO SA ist eine Aktiengesellschaft nach schweizerischem Recht. Sie besitzt eine Bewilligung der Eidgenössischen Finanzmarktaufsicht FINMA als Vermögensverwalter kollektiver Kapitalanlagen und wird durch die FINMA beaufsichtigt.

Die CARTHESIO SA ist ermächtigt, unter Berücksichtigung der Anlageziele, -politik und -grenzen der Gesellschaft bzw. des Subfonds und unter der ultimativen Kontrolle der Verwaltungsgesellschaft bzw. des Verwaltungsrats oder der/den von der Verwaltungsgesellschaft bestellten Kontrollstelle/n für den Subfonds unmittelbar Anlagen zu tätigen.

##### Anlageberater

Der Anlageverwalter kann mit Zustimmung der Verwaltungsgesellschaft die Unterstützung von Anlageberatern beanspruchen.

Der Anlageverwalter hat für den Subfonds QUANTAMENTAL EUROPEAN EQUITY FUND den folgenden Anlageberater ernannt:

**AlphaValue**, 48 boulevard des Batignolles, F-75017 Paris

Der Anlageberater ist nicht befugt, Anlageentscheide zu treffen. Der Anlageberater wird vom Anlageverwalter aus der Verwaltungsgebühr (siehe unten) entschädigt.

#### 5. INVESTMENT MANAGER AND INVESTMENT ADVISER

##### Investment Manager

**CARTHESIO SA**, Via Ferruccio Pelli 13a, CP 5366, CH-6901 Lugano.

CARTHESIO SA is a joint-stock company organised under the law of Switzerland and holds an asset manager licence granted by the Swiss Financial Market Supervisory Authority FINMA and is supervised by the FINMA.

CARTHESIO SA is authorised to make investments directly for the Subfund, taking into account the investment objectives, policy and limits of the Company or the Subfund, as applicable, and under the ultimate supervision of the Management Company or the Board of Directors or the auditor(s) appointed by the Management Company.

##### Investment Adviser

With the approval of the Management Company, the Investment Manager may seek the assistance of investment advisers.

The Investment Manager has appointed the following Investment Adviser for the subfund QUANTAMENTAL EUROPEAN EQUITY FUND:

**AlphaValue**, 48 boulevard des Batignolles, F-75017 Paris

The Investment Adviser is not authorised to make investment decisions. The Investment Adviser is remunerated by the Investment Manager out of the

Dem Subfonds wird keine separate Anlageberatergebühr belastet.

Management Fee (as defined below). The Subfund will not be charged any separate investment advisory fee.

## 6. BESCHREIBUNG DER ANTEILE

Nach dem Erstausgabedatum kann die Gesellschaft Anteile des Subfonds in folgenden Kategorien ausgeben:

- A-Anteile: ausschüttend;
- B-Anteile: thesaurierend;
- B2-Anteile: thesaurierend, ohne Verkaufs- bzw. Rücknahmegebühren;
- B3-Anteile: thesaurierend, ohne Rücknahmegebühren;
- C-Anteile: thesaurierend (für „institutionelle Investoren“, wie nachfolgend definiert);
- D-Anteile: thesaurierend (für bestimmte Investoren, wie nachfolgend definiert).
- E-Anteile: thesaurierend (für bestimmte Vertriebsstellen, wie nachfolgend definiert).

Es werden nur Anteile in Namensform ausgegeben.

Die Gesellschaft kann Anteile sowohl in der Rechnungswährung EUR des Subfonds als auch in CHF/USD/GBP anbieten. Die jeweils verfügbaren Anteilskategorien können bei der Hauptverwaltungsstelle bzw. bei den Informations- oder Vertriebsstellen erfragt werden.

**C-Anteile** dürfen nur durch „institutionelle Investoren“ im Sinne von Artikel 174 des Gesetzes von 2010, erworben werden (vgl. zur Mindestzeichnung die nachfolgenden Kapitel „Ausgabe der Anteile“ und „Umtausch von Anteilen“).

**D-Anteile** werden nur an Investoren ausgegeben, die einen Vertrag mit dem Anlageverwalter abgeschlossen haben, welcher sie zur Zeichnung von D-Anteilen berechtigt.

**E-Anteile** werden ausschliesslich an Vertriebsstellen bzw. Investoren mit Domizil im Italien sowie an bestimmte weitere Vertriebsstellen in anderen Vertriebsmärkten ausgegeben, sofern der Verwaltungsrat der Gesellschaft für letztere eine besondere Ermächtigung zum Vertrieb der E-Anteile beschlossen hat. Die Liste mit den entsprechenden Ländern, in welchen E-Anteile ausgegeben werden, ist bei der Verwaltungsgesellschaft erhältlich. Andere Vertriebsstellen dürfen keine E-Anteile erwerben.

## 6. DESCRIPTION OF SHARES

After the initial issue date, the Company may issue Shares in the Subfund in the following categories:

- A-Shares: distributing;
- B-Shares: accumulating;
- B2-Shares: accumulating, with no selling fee or redemption fee;
- B3-Shares: accumulating, with no redemption fee;
- C-Shares: accumulating (for “institutional investors” as described hereafter);
- D-Shares: accumulating (for certain investors as described hereafter)
- E-Shares: accumulating (for certain distributors as defined hereafter).

Only registered Shares will be issued.

The Company may issue Shares both in the accounting currency of the Subfund, EUR, as well as in CHF/USD/GBP. Details of the Share categories currently available may be requested from the central administration or the information agents or distributors.

**C-Shares** may be purchased exclusively by “institutional investors” within the meaning of Article 174 et seq. of the 2010 Law (re. minimum subscriptions, see the following sections “Issue of Shares” and “Switching of Shares”).

**D-Shares** will only be issued to investors who have signed an agreement with the Investment Manager which entitles them to subscribe D-Shares.

**E-Shares** are issued exclusively to distributors or, respectively, investors domiciled in Italy and to certain additional distributors in other distribution markets, provided the Board of Directors of the Company has decided on a special authorisation for the distribution of E-Shares. The list of the corresponding countries in which E-Shares will be issued is available from the Management Company. All other distributors are not allowed to acquire E-Shares.

## 7. AUSSCHÜTTUNGSPOLITIK

Die Gesellschaft beabsichtigt, in Übereinstimmung mit den luxemburgischen Gesetzen, der Satzung und diesem Prospekt, für ausschüttende Anteile den Aktionären des Subfonds eine jährliche angemessene Ausschüttung vorzuschlagen.

## 7. DIVIDEND POLICY

The Company intends to propose to the shareholders of the Subfund, in respect of distributing Shares, an adequate annual distribution in accordance with the laws of Luxembourg, the Articles of Association and this Prospectus:

## 8. GEBÜHREN UND KOSTEN

### A) Verwaltungsgebühr und Dienstleistungsgebühr

Für die Verwaltung und die Beratung in Bezug auf das Wertpapierportfolio sowie für damit verbundene Verwaltungs- und Vertriebsleistungen wird auf der Basis des Nettoinventarwerts ("NIW") des Subfonds bzw. der jeweiligen Anteilskategorie eine jährliche maximale Verwaltungsgebühr wie folgt zulasten des Subfonds erhoben:

## 8. FEES AND COSTS

### A) Management Fee and Servicing Fee

For management and advisory services relating to the securities portfolio as well as for associated administration and distribution services, a maximum annual management fee, calculated on the basis of the Subfund's or, respectively, the respective Share Category's net asset value ("NAV"), will be payable as follows by the Subfund:

| Subfonds / Subfund                | max. Verwaltungsgebühr p.a. in % des Nettoinventarwerts /<br>max. Management fee p.a. as a % of the net asset value |                              |       |       |
|-----------------------------------|---------------------------------------------------------------------------------------------------------------------|------------------------------|-------|-------|
|                                   | B /<br>B-CHF / B-GBP / B-USD                                                                                        | C /<br>C-CHF / C-GBP / C-USD | D     | E     |
| QUANTAMENTAL EUROPEAN EQUITY FUND | 1.50%                                                                                                               | 1.00%                        | 0.75% | 1.50% |

Bei den E-Anteilen wird jeweils eine zusätzliche Vertriebsgebühr von maximal 0,75% p.a. erhoben.

Die Gesellschaft zahlt ferner aus dem NIW des Subfonds die im Kapitel „Gebühren und Kosten“ des Allgemeinen Teils beschriebenen Kosten insbesondere die Dienstleistungsgebühr. Der Mindestbetrag der Dienstleistungsgebühr beträgt jährlich EUR 100'000, sofern die Verwaltungsgesellschaft nicht vollständig oder teilweise auf den Mindestbetrag verzichtet.

### B) Performance Fee

Der Anlageverwalter hat darüber hinaus Anspruch auf eine performanceabhängige jährliche Gebühr („**Performance Fee**“) basierend auf die Wertsteigerung des Nettoinventarwerts der jeweiligen Anteilskategorie, unter den nachfolgend genannten Bedingungen:

Der Referenzzeitraum für die Wertentwicklung entspricht dem gesamten Lebenszyklus des Subfonds, ausser bei besonderen Ereignissen wie einer Verschmelzung oder einem Wechsel des Anlageverwalters. Der Referenzzeitraum für die Wertentwicklung beginnt mit dem Datum der Auflegung der jeweiligen Anteilskategorie.

For E-Shares an additional distribution fee of maximum 0.75% p.a. will be charged.

In addition, the Company shall pay out of the NAV of the Subfund the costs described in the section “Fees and costs” of the General Part, particularly the Servicing Fee. The minimum amount of the Servicing Fee per Subfund shall be EUR 100'000 p.a. if not waived (partly or fully) by the Management Company.

### B) Performance Fee

The Investment Manager is, in addition, entitled to a performance-related annual fee (“**Performance Fee**”), on the appreciation in the net asset value per relevant Share Category, subject to the conditions set out below:

The Performance Reference Period corresponds to the entire lifecycle of the Subfund, except for special events such as a merger or replacement of the Investment Manager. The Performance Reference Period shall start on the respective Share Category's launch date.

Für **B- und E-Anteile** unterliegt die Performance Fee einer „High Water Mark“.

Der Anlageverwalter hat dann Anspruch auf eine Performance Fee, wenn am letzten Bewertungstag des Geschäftsjahres der NIW pro Anteil der jeweiligen Anteilskategorie über der bisherigen High Water Mark liegt („**Outperformance über der High Water Mark**“), vor Abzug der Performance Fee und abzüglich aller mit dem Subfonds verbundenen Kosten (z.B. Verwaltungsgebühren und andere anwendbare Gebühren).

Daher soll jede Unterperformance oder jeder Verlust, die während des Referenzzeitraums gegenüber der High Water Mark entstanden sind, aufgeholt werden, bevor erneut eine Performance Fee fällig wird.

Für **C- und D-Anteile** unterliegt die Performance Fee einer „High Water Mark“ und einem „Vergleichsindex“, beide wie unten definiert.

Der Anlageverwalter hat dann Anspruch auf eine Performance Fee, wenn am letzten Bewertungstag des Geschäftsjahres der NIW pro Anteil der jeweiligen Anteilskategorie über der bisherigen High Water Mark liegt („**Outperformance über der High Water Mark**“), vor Abzug der Performance Fee und abzüglich aller Kosten mit dem Subfonds verbundenen Kosten (z.B. Verwaltungsgebühren und andere anwendbare Gebühren).

Darüber hinaus und zum Schutz der Interessen der Anleger soll die prozentuale Rendite des Anteils seit Beginn des Geschäftsjahres diejenige des Vergleichsindexes übertreffen („**Outperformance über den Vergleichsindex**“). Beide Bedingungen müssen erfüllt sein.

Daher soll jede Unterperformance oder jeder Verlust, die während des Referenzzeitraums gegenüber der High Water Mark entstanden sind, aufgeholt werden, bevor erneut eine Performance Fee fällig wird.

Der Vergleichsindex ist STOXX EUROPE 600 NETTO RENDITE.

Die Performance Fee wird an jedem Bewertungstag (wie im Kapitel „Bestimmung des Nettoinventarwertes“ im Allgemeinen Teil definiert) berechnet und zurückgestellt. Am Ende jedes Geschäftsjahres wird die dann aufgelaufene, zahlbare Performance Fee zurückgestellt und jährlich an den Anlageverwalter ausbezahlt.

Bei der Lancierung des Subfonds bzw. einer Anteilskategorie ist die High Water Mark identisch mit dem Erstausgabepreis pro Anteil. Falls am letzten Bewertungstag des Geschäftsjahres der NIW pro Anteil über der bisherigen High Water Mark liegt und eine

For **B and E Shares**, the Performance Fee is subject to a “High Water Mark”.

The Investment Manager is entitled to a Performance Fee if, on the last Valuation Day of the financial year, the NAV per Share of the relevant Share Category is above the previous High Water Mark (“**Outperformance over the High Water Mark**”) before deduction of the Performance Fee and net of all costs relating to the Subfund (e.g. management fees and other applicable fees).

As such, any underperformance or loss previously incurred during the performance reference period against the High Water Mark should be recovered before a Performance Fee becomes payable again.

For **C and D Shares**, the Performance Fee is subject to a “High Water Mark” and to a “Benchmark”, both as defined below.

The Investment Manager is entitled to a Performance Fee if, on the last Valuation Day of the financial year, the NAV per Share of the relevant Share Category is above the previous High Water Mark (“**Outperformance over the High Water Mark**”) before deduction of the Performance Fee and net of all costs relating to the Subfund (e.g. management fees and other applicable fees).

In addition to it and with the purpose of protecting the interests of investors, the percentage return of the share since the beginning of the financial year is to outperform that of the Benchmark (“**Outperformance over the Benchmark**”). Both conditions should be met.

As such, any underperformance or loss previously incurred during the performance reference period against the High Water Mark should be recovered before a Performance Fee becomes payable again.

The Benchmark shall be STOXX EUROPE 600 NET RETURN.

The Performance Fee will be calculated and accrued on every Valuation Day (as defined in the section “Calculation of net asset value” in the General Part). At the end of each financial year, the then accrued payable Performance Fee will be crystallised and is to be paid yearly to the Investment Manager.

At launch of the Subfund or, as the case may be, a Share category, the High Water Mark will be identical to the initial issue price per Share. If, on the last Valuation Day of the financial year the NAV per Share is higher than the previous High Water Mark and a Performance Fee is

Performance Fee kristallisiert ist, wird die High Water Mark auf den am letzten Bewertungstag des Geschäftsjahres gerechneten NIW pro Anteil nach Abzug der Performance Fee. In allen anderen Fällen bleibt die High Water Mark unverändert.

Für **B- und E-Anteile** beträgt die Performance Fee 20% der Outperformance über der High Water Mark.

Für **C-Anteile** beträgt die Performance Fee 10% des niedrigeren Wertes zwischen der Outperformance über der High Water Mark und der Outperformance über dem Vergleichsindex.

Für **D-Anteile** beträgt die Performance Fee 5% des niedrigeren Wertes zwischen der Outperformance über der High Water Mark und der Outperformance über dem Vergleichsindex.

Jede Zeichnung, die zur Schaffung neuer ausstehender Anteile führt, wird bei der Berechnung der Performance Fee, die im Zeitraum vor der Zeichnung angefallen ist, nicht berücksichtigt.

Für Anteile, die an einem Bewertungstag während des Geschäftsjahres zurückgenommen werden (Nettoabflüsse), wird die den zurückgenommenen Anteilen zuzurechnende Performance Fee (sofern vorhanden) zurückgestellt und nach Ende des Geschäftsjahres an den Anlageverwalter ausgezahlt.

#### Berechnungsbeispiel 1

Im folgenden Beispiel werden die High Water Mark (**HWM**) und der Vergleichsindex am Bewertungszeitpunkt A auf 100 gesetzt. Der Bewertungszeitpunkt C ist das Ende des Geschäftsjahres. Der Prozentsatz der Performance Fee beträgt 10 %. Der Bruttoinventarwert entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee und kristallisierte Performance Fee. Das Vermögen vor Abzug der Performance Fee entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee.

crystallized, the High Water Mark will be set to the NAV per Share calculated on the last Valuation Day of that financial year after deduction of the Performance Fee. In any other cases, the High Water Mark will remain unchanged.

For **B and E Shares**, the amount of the Performance Fee is 20% of the Outperformance over the High Water Mark.

For **C Shares**, the amount of the Performance Fee is 10% of the lower value between the Outperformance over the High Water Mark and the Outperformance over the Benchmark.

For **D-Shares**, the amount of the Performance Fee is 5% of the lower value between the Outperformance over the High Water Mark and the Outperformance over the Benchmark.

Any subscription leading to the creation of new outstanding Shares will not be taken into account when calculating the Performance Fee incurred in the period preceding the subscription.

For Shares redeemed on any Valuation Day during the financial year (net outflows), the accrued Performance Fee (if any) attributable to the redeemed Shares will be crystallised and is to be paid out to the Investment Manager after the end of the financial year.

#### Calculation example 1

In the following example, the High Water Mark ("**HWM**") and Benchmark are set at 100 at Valuation Point A. Valuation Point C is the end of the financial year. Performance Fee rate is 10%. Gross Asset Value represents total net assets excluding accrued Performance Fee and crystallized Performance Fee. Assets before deduction of Performance Fee represent total net assets excluding accrued Performance Fee only.

| Valuation Point<br>Bewertungs-<br>zeitpunkt | Number of<br>Outstanding<br>Shares<br>Anzahl der<br>ausstehenden<br>Anteile | Gross<br>Asset<br>Value<br>Bruttoverm<br>ögenswert | Assets before<br>deduction of<br>Performance<br>Fee<br>Vermögen vor<br>Abzug der<br>Performance<br>Fee | NAV per Share<br>before deduction of<br>Performance Fee<br>Nettoinventarwert<br>pro Anteil vor<br>Abzug der<br>Performance Fee | HWM | Benchmark<br>Vergleichs-<br>index | Accrued<br>Performance<br>Fee<br>Aufgelaufene<br>Performance<br>Fee | NAV per Share after<br>deduction of the<br>Performance Fee<br>Nettoinventarwert pro<br>Anteil nach Abzug der<br>Performance Fee |
|---------------------------------------------|-----------------------------------------------------------------------------|----------------------------------------------------|--------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------|-----|-----------------------------------|---------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------|
| A                                           | 100                                                                         | 10,000                                             | 10,000                                                                                                 | 100                                                                                                                            | 100 | 100                               | 0                                                                   | 100                                                                                                                             |
| B                                           | 100                                                                         | 10,500                                             | 10,500                                                                                                 | 105                                                                                                                            | 100 | 103                               | 20                                                                  | 104.80                                                                                                                          |
| C                                           | 100                                                                         | 11,000                                             | 11,000                                                                                                 | 110                                                                                                                            | 100 | 106                               | 40                                                                  | 109.60                                                                                                                          |

Ein Anleger kauft 100 Anteile, und die Anzahl der ausstehenden Anteile beträgt zum Bewertungszeitpunkt A 100.

An investor buys 100 shares and the number of Outstanding Shares is 100 at Valuation Point A.

#### Bewertungszeitpunkt B

Zum Bewertungszeitpunkt B sind die Bedingungen mit einer Outperformance über der HWM und einer Outperformance über dem Vergleichsindex erfüllt. Es kann eine Performance Fee anfallen. Der Nettoinventarwert pro Anteil vor Abzug der Performance Fee beträgt 105 und liegt damit über 5 der High Water Mark und 3 des Vergleichsindex.

#### Valuation Point B

At Valuation Point B, conditions with Outperformance over the HWM and Outperformance over the Benchmark are met. Performance Fee can be accrued. NAV per share before deduction of Performance Fee is 105 which is excess of 5 of the High Water Mark and 3 of the Benchmark.

Die aufgelaufene Performance Fee beträgt 20.

Anzahl der ausstehenden Anteile multipliziert mit der Outperformance über dem Vergleichsindex pro Anteil und dem Prozentsatz der Performance Fee  $100 \times (105-103) \times 10\% = 20$  (oder 0,20 pro Anteil)

Accrued Performance Fee is 20.

Number of Outstanding Shares multiplied by Outperformance over the Benchmark per Share and Performance Fee Rate  $100 \times (105-103) \times 10\% = 20$  (or 0.20 per share)

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 104,80.

Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene

NAV per Share after deduction of Performance Fee is 104.80.

Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares

# MULTIPARTNER SICAV: BESONDERER TEIL Q / SPECIAL PART Q

Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird  
 $((100 \times 105) - 20) / 100 = 104.80$

## Bewertungszeitpunkt C

Zum Bewertungszeitpunkt B sind die Bedingungen mit einer Outperformance über der HWM und einer Outperformance über dem Vergleichsindex erfüllt. Es kann eine Performance Fee anfallen. Der Nettoinventarwert pro Anteil vor Abzug der Performance Fee beträgt 110 und liegt damit über 10 des HWM und 6 des Vergleichsindex.

Aufgelaufene Performance Fee beträgt 40.

Anzahl der ausstehenden Anteile multipliziert mit der Outperformance über dem Vergleichsindex pro Anteil und dem Prozentsatz der Performance Fee  
 $100 \times (110 - 106) \times 10\% = 40$  (oder 0,40 pro Anteil)

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 109,60

Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird  
 $((100 \times 110) - 40) / 100 = 109.60$

Aufgelaufene Performance Fee von 40 wird kristallisiert.

Die HWM für das nächste Geschäftsjahr beträgt 109,60.

Der Vergleichsindex wird für das nächste Geschäftsjahr neu festgelegt.

## Berechnungsbeispiel 2

Im folgenden Beispiel werden die High Water Mark (**HWM**) und der Vergleichsindex am Bewertungszeitpunkt A auf 100 gesetzt.

Der Bewertungszeitpunkt C ist das Ende des Geschäftsjahres. Der Prozentsatz der Performance Fee beträgt 10 %.

Der Bruttoinventarwert entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee und kristallisierte Performance Fee.

Das Vermögen vor Abzug der Performance Fee entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee.

$((100 \times 105) - 20) / 100 = 104.80$

## Valuation Point C

At Valuation Point C, conditions with Outperformance over the HWM and Outperformance over the Benchmark are met. Performance Fee can be accrued.

NAV per Share before deduction of Performance Fee is 110 which is excess of 10 of the HWM and 6 of the Benchmark.

Accrued Performance Fee is 40

Number of Outstanding Shares multiplied by Outperformance over the Benchmark per Share and Performance Fee Rate  
 $100 \times (110 - 106) \times 10\% = 40$  (or 0.40 per share)

NAV per Share after deduction of Performance Fee is 109.60

Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares  
 $((100 \times 110) - 40) / 100 = 109.60$

Accrued performance Fee of 40 is crystallized.

The HWM for the next financial year is 109.60.

Benchmark is reset for the next financial year.

## Calculation example 2

In the following example, the High Water Mark ("**HWM**") and Benchmark are set at 100 at Valuation Point A.

Valuation Point C is the end of the financial year. Performance Fee rate is 10%.

Gross Asset Value represents total net assets excluding accrued Performance Fee and crystallized Performance Fee.

Assets before deduction of Performance Fee represent total net assets excluding accrued Performance Fee only.

| Valuation Point Bewertungszeitpunkt | Number of Outstanding Shares Anzahl der ausstehenden Anteile | Gross Asset Value Bruttovermögenswert | Assets before deduction of Performance Fee Vermögen vor Abzug der Performance Fee | NAV per Share before deduction of Performance Fee Nettoinventarwert pro Anteil vor Abzug der Performance Fee | HWM | Benchmark Vergleichsindex | Accrued Performance Fee Aufgelaufene Performance Fee | NAV per Share after deduction of the Performance Fee Nettoinventarwert pro Anteil nach Abzug der Performance Fee |
|-------------------------------------|--------------------------------------------------------------|---------------------------------------|-----------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|-----|---------------------------|------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|
| A                                   | 100                                                          | 10,000                                | 10,000                                                                            | 100                                                                                                          | 100 | 100                       | 0                                                    | 100                                                                                                              |
| B                                   | 100                                                          | 10,200                                | 10,200                                                                            | 102                                                                                                          | 100 | 103                       | 0                                                    | 102                                                                                                              |
| C                                   | 100                                                          | 9,900                                 | 9,900                                                                             | 99                                                                                                           | 100 | 97                        | 0                                                    | 99                                                                                                               |

Ein Anleger kauft 100 Anteile, und die Anzahl der ausstehenden Anteile beträgt zum Bewertungszeitpunkt A 100.

An investor buys 100 shares and the number of Outstanding Shares is 100 at Valuation Point A.

## Bewertungszeitpunkt B

Zum Bewertungszeitpunkt B sind die Bedingungen mit einer Outperformance über der HWM und einer Outperformance über dem Vergleichsindex nicht erfüllt.

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 102.

## Valuation Point B

At Valuation Point B, conditions with Outperformance over the HWM and Outperformance over the Benchmark are not met.

NAV per share after deduction of the Performance Fee is 102.

## Bewertungszeitpunkt C

Zum Bewertungszeitpunkt C sind die Bedingungen mit einer Outperformance über der HWM und einer Outperformance über dem Vergleichsindex nicht erfüllt.

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 99. Keine Performance Fee wird kristallisiert.

Die HWM für das nächste Geschäftsjahr bleibt unverändert bei 100.

Der Vergleichsindex wird für das nächste Geschäftsjahr neu festgelegt.

## Valuation Point C

At Valuation Point C, conditions with Outperformance over the HWM and Outperformance over the Benchmark are not met.

NAV per share after deduction of the Performance Fee is 99.

No Performance Fee is crystallized.

The HWM for the next financial year remains unchanged at 100.

Benchmark is reset for the next financial year.

## Berechnungsbeispiel 3

Im folgenden Beispiel werden die High Water Mark (**HWM**) und der Vergleichsindex am Bewertungszeitpunkt A auf 100 gesetzt.

Der Satz für die Performance Fee beträgt 10 %.

Der Bruttoinventarwert entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee und kristallisierte Performance Fee.

Das Vermögen vor Abzug der Performance Fee entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee.

## Calculation example 3

In the following example, the High Water Mark (referred as "**HWM**") and Benchmark are set at 100 at Valuation Point A.

Performance Fee rate is 10%.

Gross Asset Value represents total net assets excluding accrued Performance Fee and crystallized Performance Fee.

Assets before deduction of Performance Fee represent total net assets excluding accrued Performance Fee only.

| Valuation Point Bewertungszeitpunkt | Number of Outstanding Shares Anzahl der ausstehenden Anteile | Gross Asset Value Bruttovermögenswert | Assets before deduction of Performance Fee Vermögen vor Abzug der Performance Fee | NAV per Share before deduction of Performance Fee Nettoinventarwert pro Anteil vor Abzug der Performance Fee | HWM | Benchmark Vergleichsindex | Accrued Performance Fee Aufgelaufene Performance Fee | NAV per Share after deduction of the Performance Fee Nettoinventarwert pro Anteil nach Abzug der Performance Fee |
|-------------------------------------|--------------------------------------------------------------|---------------------------------------|-----------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|-----|---------------------------|------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|
| A                                   | 100                                                          | 10,000                                | 10,000                                                                            | 100                                                                                                          | 100 | 100                       | 0                                                    | 100                                                                                                              |
| B                                   | 100                                                          | 10,500                                | 10,500                                                                            | 105                                                                                                          | 100 | 100                       | 50                                                   | 104.50                                                                                                           |
| C                                   | 300                                                          | 31,500                                | 31,500                                                                            | 105                                                                                                          | 100 | 100                       | 60                                                   | 104.80                                                                                                           |

#### Bewertungszeitpunkt B

Zum Bewertungszeitpunkt B sind die Bedingungen mit einer Outperformance über der HWM und einer Outperformance über dem Vergleichsindex erfüllt. Es kann eine Performance Fee anfallen.

Der Nettoinventarwert pro Anteil vor Abzug der Performance Fee beträgt 105 und liegt damit über 5 der High Water Mark und 5 des Vergleichsindex.

Die aufgelaufene Performance Fee beträgt 50.

Anzahl der ausstehenden Anteile multipliziert mit der Outperformance gegenüber dem Vergleichsindex pro Anteil und dem Prozentsatz der Performance Fee

$100 \times (105-100) \times 10\%=50$  (oder 0,50 pro Anteil)

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 104,50 (d. h. eine Netto-Outperformance von 4,50% gegenüber dem Vergleichsindex).

Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird

$((100 \times 105) - 50) / 100 = 104.50$

#### Bewertungszeitpunkt C

Ein Anleger kauft 200 Anteile zum Bewertungszeitpunkt B zu einem Preis von 104,50.

Zum Bewertungszeitpunkt C beträgt die Anzahl der ausstehenden Anteile nun 300.

Zum Bewertungszeitpunkt C sind die Bedingungen mit einer Outperformance über der HWM und einer Outperformance über dem Vergleichsindex erfüllt. Es kann eine Performance Fee anfallen.

Eine Zeichnung, die zur Schaffung neuer, im Umlauf befindlicher Anteile führt, sollte bei der Berechnung der im Zeitraum vor der Zeichnung angefallenen Performance Fee nicht berücksichtigt werden.

Daher wird jede aufgelaufene Performance Fee zum Bewertungszeitpunkt C um den Betrag reduziert, der durch den Kauf von 200 Anteile ausgelöst wird (200 Anteile mit je 10 % einer Outperformance von 4,50 % (d. h. 0,45 pro Anteil) gegenüber dem Vergleichsindex zum Bewertungszeitpunkt B).

Die aufgelaufene Performance Fee beträgt 60.

(Anzahl der ausstehenden Anteile multipliziert mit der Outperformance gegenüber dem Vergleichsindex pro Anteil und dem Satz der Performance Fee) - (Anzahl der neuen Anteile multipliziert mit der Netto-Outperformance gegenüber dem Vergleichsindex ab dem vorherigen Bewertungszeitpunkt und dem Satz der Performance Fee)

$(300 \times (105-100) \times 10\%) - (200 \times (104,50-100) \times 10\%) = 60$  (oder 0,20 pro Anteil)

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 104,80.

Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird

$((300 \times 105) - 60) / 300 = 104.80$

#### Berechnungsbeispiel 4

Im folgenden Beispiel werden die High Water Mark (HWM) und der Vergleichsindex am Bewertungszeitpunkt A auf 100 gesetzt.

Der Prozentsatz für die Performance Fee beträgt 10 %.

Der Bruttoinventarwert entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee und kristallisierte Performance Fee.

Das Vermögen vor Abzug der Performance Fee entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee.

#### Valuation Point B

At Valuation Point B, conditions with Outperformance over the HWM and Outperformance over the Benchmark are met. Performance Fee can be accrued.

NAV per share before deduction of Performance Fee is 105 which is excess of 5 of the High Water Mark and 5 of the Benchmark.

Accrued Performance Fee is 50.

Number of Outstanding Shares multiplied by Outperformance over the Benchmark per Share and Performance Fee Rate

$100 \times (105-100) \times 10\%=50$  (or 0.50 per share)

NAV per Share after deduction of Performance Fee is 104.50 (i.e. a 4.50% net outperformance against the Benchmark).

Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares

$((100 \times 105) - 50) / 100 = 104.50$

#### Valuation Point C

An investor buys 200 shares at Valuation Point B at a price of 104.50.

The number of Outstanding Shares is now 300 at Valuation Point C.

At Valuation Point C, conditions with Outperformance over the HWM and Outperformance over the Benchmark are met. Performance Fee can be accrued.

Any subscription leading to the creation of new outstanding Shares should not be taken into account when calculating the Performance Fee incurred in the period preceding the subscription.

Therefore, any accrued Performance Fee at Valuation Point C is reduced by the amount triggered by the purchase of 200 shares (200 shares with each 10% of an 4.50% (i.e. 0.45 per share) outperformance against the Benchmark at Valuation Point B).

Accrued Performance Fee is 60.

(Number of Outstanding Shares multiplied by Outperformance over the Benchmark per Share and Performance Fee Rate) - (number of new shares multiplied by net outperformance against the Benchmark from the previous Valuation Point and Performance Fee Rate)

$(300 \times (105-100) \times 10\%) - (200 \times (104.50-100) \times 10\%) = 60$  (or 0.20 per share)

NAV per Share after deduction of the Performance Fee is 104.80.

Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares

$((300 \times 105) - 60) / 300 = 104.80$

#### Calculation example 4

In the following example, the High Water Mark (referred as "HWM") and Benchmark are set at 100 at Valuation Point A.

Performance Fee rate is 10%.

Gross Asset Value represents total net assets excluding accrued Performance Fee and crystallized Performance Fee.

Assets before deduction of Performance Fee represent total net assets excluding accrued Performance Fee only.

| Valuation Point Bewertungszeitpunkt | Number of Outstanding Shares Anzahl der ausstehenden Anteile | Gross Asset Value Bruttovermögenswert | Assets before deduction of Performance Fee Vermögen vor Abzug der Performance Fee | NAV per Share before deduction of Performance Fee Nettoinventarwert pro Anteil vor Abzug der Performance Fee | HWM | Benchmark Vergleichsindex | Accrued Performance Fee Aufgelaufene Performance Fee | NAV per Share after deduction of the Performance Fee Nettoinventarwert pro Anteil nach Abzug der Performance Fee |
|-------------------------------------|--------------------------------------------------------------|---------------------------------------|-----------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|-----|---------------------------|------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|
| A                                   | 300                                                          | 30,000                                | 30,000                                                                            | 100                                                                                                          | 100 | 100                       | 0                                                    | 100                                                                                                              |
| B                                   | 300                                                          | 31,500                                | 31,500                                                                            | 105                                                                                                          | 100 | 100                       | 150                                                  | 104.50                                                                                                           |
| C                                   | 200                                                          | 21,000                                | 20,950                                                                            | 104.75                                                                                                       | 100 | 100                       | 95 *                                                 | 104.28                                                                                                           |

\* Eine Performance Fee von 50 wird kristallisiert.

\* A Performance Fee of 50 is crystallized alongside

Ein Anleger kauft 300 Anteile, und die Anzahl der ausstehenden Anteile beträgt zum Bewertungszeitpunkt A 300.

**Bewertungszeitpunkt B**

Zum Bewertungszeitpunkt B sind die Bedingungen mit einer Outperformance über der HWM und einer Outperformance über dem Vergleichsindex erfüllt. Es kann eine Performance Fee anfallen.

Die aufgelaufene Performance Fee beträgt 150.

*Anzahl der ausstehenden Anteile multipliziert mit der Outperformance über dem Vergleichsindex pro Anteil und dem Prozentsatz der Performance Fee*  
 $300 \times (105-100) \times 10\% = 150$  (oder 0,50 pro Anteil)

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 104,50.

*Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird*  
 $((300 \times 105) - 150) / 100 = 104,50$

**Bewertungszeitpunkt C**

Ein Anleger verkauft 100 Anteile zum Bewertungszeitpunkt B zu einem Preis von 104,50.

Zum Bewertungszeitpunkt C beträgt die Anzahl der ausstehenden Anteile nun 200.

Für Anteile, die an einem Bewertungstag während des Geschäftsjahres zurückgenommen werden (Nettoabflüsse), wird die aufgelaufene Performance Fee, die den zurückgenommenen Anteilen zuzuordnen ist, nach Ende des Geschäftsjahres kristallisiert und an den Anlageverwalter ausgezahlt.

Die zum Bewertungszeitpunkt B aufgelaufene Performance Fee wird im Verhältnis zu den zurückgenommenen Anteilen kristallisiert.

Die kristallisierte Performance Fee beträgt 50.

*Aufgelaufene Performance Fee vom vorherigen Bewertungszeitpunkt multipliziert mit dem Verhältnis zwischen zurückgenommenen Anteilen und der Anzahl der ausstehenden Anteile vom vorherigen Bewertungszeitpunkt*  
 $150 \times (100/300) = 50$

Der Bruttoinventarwert für die verbleibenden 200 Anteile wird um den kristallisierten Betrag von 50 (0,25 pro verbleibender Anteil) reduziert.

Der Nettoinventarwert vor Abzug der Performance Fee beträgt somit 104,75.

*Bruttoinventarwert nach Abzug der kristallisierten Performance Fee und Division des Ganzen durch die Anzahl der ausstehenden Anteile*  
 $(21.000 - 50) / 200 = 104,75$

Zum Bewertungszeitpunkt C ist die Bedingung mit der Outperformance über der HWM erfüllt. Es kann eine Performance Fee anfallen.

Der Nettoinventarwert pro Anteil vor Abzug der Performance Fee beträgt 104,75 und liegt damit über 4,75 des Referenzwerts.

Die aufgelaufene Performance Fee beträgt 95.

*Anzahl der ausstehenden Anteile multipliziert mit der Outperformance über der HWM pro Anteil und dem Satz der Performance Fee*  
 $200 \times (104,75 - 100) \times 10\% = 95$  (oder 0,48 pro Anteil)

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 104,28.

*Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird*  
 $((200 \times 104,75) - 95) / 200 = 104,28$

**9. TRANSAKTIONS- UND BEWERTUNGSFREQUENZ;  
AUFTRAGSTAG UND BEWERTUNGSTAG FÜR DEN  
NETTOINVENTARWERT (NIW)**

An investor buys 300 shares and the number of Outstanding Shares is 300 at Valuation Point A.

**Valuation Point B**

At Valuation Point B, conditions with Outperformance over the HWM and Outperformance over the Benchmark are met. Performance Fee can be accrued.

Accrued Performance Fee is 150.

*Number of Outstanding Shares multiplied by Outperformance over the Benchmark per Share and Performance Fee Rate*  
 $300 \times (105-100) \times 10\% = 150$  (or 0.50 per share)

NAV per Share after deduction of Performance Fee is 104.50.

*Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares*  
 $((300 \times 105) - 150) / 100 = 104,50$

**Valuation Point C**

An investor sells 100 shares at Valuation Point B at a price of 104.50.

The number of Outstanding Shares is now 200 at Valuation Point C.

For Shares redeemed on any Valuation Day during the financial year (net outflows), the accrued Performance Fee attributable to the redeemed Shares will be crystallized and paid out to the Investment Manager after the end of the financial year.

Accrued Performance Fee at Valuation Point B is crystallized in proportion to shares redeemed.

Crystallized Performance Fee is 50.

*Accrued Performance Fee from the previous Valuation Point multiplied by Ratio between Shares Redeemed and Number of Outstanding Shares from the previous Valuation Point*  
 $150 \times (100/300) = 50$

Gross Asset Value for the remaining 200 shares is reduced by the crystallized amount of 50 (0.25 per remaining share).

NAV before deduction of Performance Fee is therefore 104.75.

*Gross Asset Value with Crystallized Performance Fee deducted and the whole divided by number of Outstanding Shares*  
 $(21.000 - 50) / 200 = 104,75$

At Valuation Point C, condition with Outperformance over the HWM is met. Performance Fee can be accrued.

NAV per Share before deduction of Performance Fee is 104.75 which is excess of 4.75 of the Benchmark.

Accrued Performance Fee is 95.

*Number of Outstanding Shares multiplied by Outperformance over the HWM per Share and Performance Fee Rate*  
 $200 \times (104,75 - 100) \times 10\% = 95$  (or 0.48 per share)

NAV per Share after deduction of Performance Fee is 104.28.

*Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares*  
 $((200 \times 104,75) - 95) / 200 = 104,28$

**9. TRANSACTION AND EVALUATION FREQUENCY;  
ORDER DAY AND VALUATION DAY FOR THE NET  
ASSET VALUE (NAV)**

Die Ausgabe und Rücknahme von Anteilen der Subfonds findet an jedem Bankarbeitstag in Luxemburg statt.

Der NIW des Subfonds wird täglich berechnet.

**Auftragstag (T-1)**, d.h. Annahmeschluss für Zeichnungs- und Rücknahmeanträge, die an einem bestimmten Bewertungstag abgerechnet werden sollen, ist jeder Bankarbeitstag in Luxemburg vor dem Bewertungstag.

**Bewertungstag (T)** des Subfonds ist jeder Bankarbeitstag in Luxemburg.

Subscription and redemption of the Subfund's Shares are processed on every banking day in Luxembourg.

The NAV of the Subfund is calculated daily on every banking day.

**Application Day (T-1)**, i.e. the closing day for the application of subscriptions and redemptions of Shares which must be processed on a specific valuation day, is every banking day in Luxembourg prior to the Valuation Day.

**Valuation Day (T)** of the Subfund is every banking day in Luxembourg.

## 10. AUSGABE VON ANTEILEN

### Allgemein

Nach Ablauf der Erstzeichnungsfrist werden Anteile des Subfonds an jedem Bewertungstag ausgegeben. Der Ausgabepreis gründet auf dem NIW der Anteile am jeweils anwendbaren Bewertungstag und wird auf zwei (2) Stellen nach dem Komma gerundet.

In Anwendung der im Allgemeinen Teil enthaltenen Bestimmungen kann eine Verkaufsgebühr von max. 5% dazugeschlagen werden.

### Mindestzeichnungsbetrag

Bei der Zeichnung von A-/B-/B2-/B3-/E-Anteilen ist kein Mindestzeichnungsbetrag vorgesehen.

Bei erstmaliger Zeichnung von C-Anteilen gilt ein Mindestzeichnungsbetrag von USD/EUR/CHF/GBP 100'000.

Bei erstmaliger Zeichnung von D-Anteilen gilt ein Mindestzeichnungsbetrag von USD/EUR/CHF/GBP 10'000'000.

Der Verwaltungsrat der Gesellschaft kann nach eigenem Ermessen Erstzeichnungsanträge über einen niedrigeren Betrag als den angegebenen Mindestzeichnungsbetrag akzeptieren. Bei Folgezeichnungen von C-Anteilen ist kein Mindestzeichnungsbetrag vorgesehen. Betreffend Folgezeichnungen von D-Anteilen sind die Details im Vertrag geregelt, der den Investor zur Zeichnung von D-Anteilen berechtigt.

### Antragsverfahren

Anleger können jederzeit Anteile des Subfonds bei der im Allgemeinen Teil des Prospekts genannten Hauptzahlstelle in Luxemburg (oder bei ggf. in einzelnen Vertriebsländern bestellten lokalen Vertriebs- bzw. Zahlstellen) zeichnen. Dabei ist die genaue Identität des

## 10. ISSUE OF SHARES

### General

On expiry of the initial subscription period, the Shares in the Subfund will be issued on each Valuation Day. The Issue Price is based on the NAV of the Shares on the applicable Valuation Day and will be rounded to two (2) decimal places.

Pursuant to the provisions contained in the General Part, a selling fee of up to 5% may be added.

### Minimum Subscription Amount

A-/B-/B2-/B3-/E-Shares are not subject to a minimum subscription amount.

In the case of C-Shares, the initial minimum subscription amount is USD/EUR/CHF/GBP 100,000.

In the case of D-Shares, the initial minimum subscription amount is USD/EUR/CHF/GBP 10'000,000.

The Company's Board of Directors may at its own discretion accept initial subscription applications for an amount lower than the stated minimum subscription amount. Further subscriptions of C-Shares are not subject to a minimum subscription amount. Further subscriptions of D-Shares are subject to details specified in the agreement which entitles the investor to subscribe for D-Shares.

### Application Procedure

Investors may at any time subscribe Shares in the Subfund at the Principal Paying Agent in Luxembourg mentioned in the General Part of this Prospectus (or, as the case may be, at local distributors and paying agents appointed in particular distribution countries). The exact identity of the

Zeichners, der Name des Subfonds und welche Anteilskategorie gezeichnet wird, anzugeben.

Für alle Zeichnungen von Anteilen des Subfonds, die bei der Hauptzahlstelle an einem Bewertungstag (wie oben definiert) bis spätestens um 15.00 Uhr Luxemburger Zeit (cut-off Zeit) eintreffen, gilt der am nächsten anwendbaren Bewertungstag ermittelte Ausgabepreis (vgl. Kapitel 9). Für nach diesem Zeitpunkt bei der Hauptzahlstelle eintreffende Zeichnungen gilt der Ausgabepreis des übernächsten Bewertungstages.

Der Gesamtbetrag der Zeichnung von Anteilen des Subfonds muss innerhalb von drei (3) Luxemburger Bankarbeitstagen nach dem entsprechenden Bewertungstag auf dem im Allgemeinen Teil dieses Prospekts angegebenen Konto wertmässig gutgeschrieben sein.

Es werden keine Anteilsscheine oder Anteilszertifikate ausgeliefert.

Die Gesellschaft behält sich das Recht vor, Anträge abzulehnen oder nur zum Teil anzunehmen oder ergänzende Informationen und Dokumente zu verlangen. Wird ein Antrag ganz oder teilweise abgelehnt, wird der Zeichnungsbetrag oder der entsprechende Saldo dem Zeichner zurücküberwiesen.

## 11. RÜCKNAHME VON ANTEILEN

Anteile des Subfonds werden an jedem Bewertungstag durch Antrag an die im Allgemeinen Teil des Prospekts genannte Hauptzahlstelle im Luxemburg (oder an ggf. in einzelnen Vertriebsländern bestellte lokale Vertriebs- bzw. Zahlstellen) zurückgenommen.

Für alle Anträge auf Rücknahmen von Anteilen des Subfonds, die bei der Hauptzahlstelle an einem Auftragstag bis spätestens um 15.00 Uhr Luxemburger Ortszeit (cut-off Zeit) eintreffen, gilt der am nächsten anwendbaren Bewertungstag ermittelte Rücknahmepreis (vgl. Abschnitt 9). Für nach diesem Zeitpunkt bei der Hauptzahlstelle eintreffende Anträge gilt der Rücknahmepreis des übernächsten Bewertungstages.

Zahlungen werden üblicherweise in der Währung des betreffenden Subfonds bzw. Referenzwährung der jeweiligen Anteilskategorie innerhalb von drei (3) Luxemburger Bankarbeitstagen nach dem entsprechenden Bewertungstag.

Der Rücknahmepreis gründet auf dem NIW der Anteile am jeweils anwendbaren Bewertungstag und wird auf zwei (2) Stellen nach dem Komma gerundet.

subscriber, the name of the Subfund, and which Share category will be subscribed for must be stated.

All subscriptions for Shares in the Subfund received by the Principal Paying Agent on a Application Day (as defined above) no later than 15:00 Luxembourg time (cut-off time), will be handled at the Issue Price, which will be calculated on the next applicable Valuation Day (see sec. 9). Subscriptions received by the Principal Paying Agent after this time will be handled at the Issue Price of the Valuation Day after the next Valuation Day.

The total amount of the subscription of Shares in the Subfund must be credited to the account described in the General Part of this Prospectus within three (3) Luxembourg banking days of the applicable valuation day.

Share coupons or certificates will not be delivered.

The Company reserves the right to reject applications or to accept them only in part or to require further information and/or documents. If an application is rejected in full or in part, the subscription amount or the corresponding balance is returned to the applicant.

## 11. REDEMPTION OF SHARES

Shares in the Subfund will be redeemed on any Valuation Day by application to the Principal Paying Agent in Luxembourg as mentioned in the General Part of the Prospectus (or, as the case may be, at local distributors and paying agents appointed in particular distribution countries).

All requests for redemptions in Shares in the Subfund received by the Principal Paying Agent on a Application Day no later than 15:00 Luxembourg local time (cut-off time), will be handled at the Redemption Price, which will be calculated on the next applicable Valuation Day (see sec. 9). Redemption requests received by the Principal Paying Agent after this time will be handled at the Redemption Price of the Valuation Day after the next Valuation Day.

Payments are usually made in the currency of the relevant Subfund or Share Category within three (3) banking days in Luxembourg after the relevant Valuation Day.

The Redemption Price will be based on the NAV of the Shares on the applicable Valuation Day and will be rounded to two (2) decimal places.

Sofern bei der Ausgabe von E-Anteilen keine Verkaufsgebühr erhoben worden ist, kann stattdessen eine Rücknahmegebühr von bis zu 3% des jeweiligen Nettoinventarwertes erhoben werden.

If no selling fee was charged when the E-Shares were issued, a redemption fee of up to a maximum of 3% of the net asset value may be charged instead.

## 12. UMTAUSCH VON ANTEILEN

Anteile des Subfonds können in Anteile von anderen Subfonds der Gesellschaft umgetauscht werden, in welche ein solcher Umtausch gestattet ist.

Andere Anteile können nur in C-/D-/E-Anteile umgetauscht werden, wenn der Aktionär sämtliche Voraussetzungen für die Zeichnung solcher Anteile, wie oben beschrieben, erfüllt.

Bei jedem erstmaligen Umtausch in C-Anteile muss jeweils der Mindestumtauschwert gemäss den Angaben oben („Mindestzeichnungsbetrag“) gegeben sein.

Im Übrigen gelten für Anträge auf den Umtausch von Anteilen die gleichen Modalitäten wie für die Rücknahme von Anteilen, und es finden die Bestimmungen des Allgemeinen Prospektteils Anwendung.

## 12. SWITCHING OF SHARES

Shares in the Subfund may be switched for Shares in other subfunds of the Company for which such switch is allowed.

Other Shares may only be switched into C-/D-/E-Shares if the shareholder fulfills all conditions for the subscription of such Shares, as described above.

For every first switch into C-Shares, the minimal switching amount pursuant to the indications above ("Minimum Subscription Amount") must be given.

Apart from that, for requests for the switching of Shares, the same modalities as for the redemptions of Shares will apply, and the provisions of the General Part of the Prospectus will apply.

## 13. ÜBERSICHT ÜBER DIE ANTEILSKATEGORIEN

Die folgende Tabelle bietet einen schematischen Überblick über die wichtigsten Eigenschaften des Subfonds und Anteils-kategorien. Sie ersetzt nicht die Lektüre des Prospekts.

## 13. OVERVIEW OF THE SHARE CATEGORIES

The following table offers a schematic overview of the most important characteristics of the Subfund and Share categories. It is not a substitute for reading the Prospectus.

| <u>Bezeichnung des Subfonds / Name of the Subfund</u> | <u>Anteile / Shares</u> | <u>Währung / Currency</u> | <u>ISIN-Code</u> | <u>Aktivierung / Activation</u> | <u>Mindestzeichnungsbetrag für die Erstzeichnung / Minimum Subscription Amount for Initial Subscription</u> | <u>Verwaltungs-gebühr (max.) / Mgmt. Fee (max.)</u> |
|-------------------------------------------------------|-------------------------|---------------------------|------------------|---------------------------------|-------------------------------------------------------------------------------------------------------------|-----------------------------------------------------|
| QUANTAMENTAL EUROPEAN EQUITY FUND                     | B                       | EUR                       | LU2128441446     | 12.05.2020                      | -                                                                                                           | 1.50%                                               |
|                                                       | B-CHF                   | CHF                       | LU2128441958     | Tbd                             | -                                                                                                           | 1.50%                                               |
|                                                       | B-GBP                   | GBP                       | LU2128442170     | Tbd                             | -                                                                                                           | 1.50%                                               |
|                                                       | B-USD                   | USD                       | LU2128442337     | Tbd                             | -                                                                                                           | 1.50%                                               |
|                                                       | C                       | EUR                       | LU2128441529     | 12.05.2020                      | EUR 100'000                                                                                                 | 1.00%                                               |
|                                                       | C-CHF                   | CHF                       | LU2128442097     | Tbd                             | CHF 100'000                                                                                                 | 1.00%                                               |
|                                                       | C-GBP                   | GBP                       | LU2128442253     | Tbd                             | GBP 100'000                                                                                                 | 1.00%                                               |
|                                                       | C-USD                   | USD                       | LU2128442410     | Tbd                             | USD 100'000                                                                                                 | 1.00%                                               |
|                                                       | D                       | EUR                       | LU2128441792     | Tbd                             | EUR 10'000'000                                                                                              | 0.75%                                               |
|                                                       | E                       | EUR                       | LU2128441875     | Tbd                             | -                                                                                                           | 2.25%                                               |

## ANNEX II

### Pre-contractual information on financial products referred to in Article 8(1), (2) and (2a) of Regulation (EU) 2019/2088 and Article 6(1) of Regulation (EU) 2020/852

**Product name:** MULTIPARTNER SICAV -  
QUANTAMENTAL EUROPEAN EQUITY FUND

**Company Identifier (LEI Code):**  
549300PTLCPQJ3VIH907

**A sustainable investment** is an investment in an economic activity that contributes to the achievement of an environmental or social objective, provided that the investment does not have a significant negative impact on environmental or social objectives and that the companies in which the investment is made apply good governance practices.

The **EU taxonomy** is a classification system set out in Regulation (EU) 2020/852 that includes a list of **environmentally sustainable economic activities**. This regulation does not include a list of socially sustainable economic activities. Sustainable investments with an environmental objective might or might not be taxonomy compliant.

## Ecological and/or social characteristics

### Is this financial product aimed at sustainable investments?

●● ☐ Yes

- ☐ A minimum proportion of **sustainable investments with an environmental objective** is thus made: \_\_\_%
- ☐ in economic activities that are classified as environmentally sustainable under the EU taxonomy
- ☐ in economic activities that are not classified as environmentally sustainable under the EU taxonomy
- ☐ A minimum proportion of **sustainable investments with a social objective** is thus made: \_\_\_%

●● ☒ No

- ☐ It **advertises environmental/social features** and although it does not target sustainable investments, it includes a minimum of \_\_\_% of sustainable investments.
- ☐ With an environmental objective in economic activities that are classified as environmentally sustainable according to the EU taxonomy.
- ☐ With an environmental objective in economic activities that are not classified as environmentally sustainable according to the EU taxonomy.
- ☐ With a social purpose
- ☒ Ecological/social features are thus advertised, but **no sustainable investments** are made.



**Sustainability indicators** measure the extent to which the **environmental** or social characteristics advertised with the financial product are achieved.

## What environmental and/or social features are being promoted with this financial product?

This financial product is a fund that invests exclusively in European companies whose governance, social and environmental characteristics CARTHESIO SA (the "**Investment Manager**") can analyse and quantify. The strategy (and financial product) has been active since 2020 and has invested in and monitored companies from the outset, taking into account their E/S/G (environmental, social, governance) characteristics. This has always been done by drawing on the ESG research of AlphaValue (the "**Investment Advisor**").

The Investment Advisor's main objective is to promote companies with above average E/S/G behaviour by selecting a portfolio of companies with an average sustainability score above 5. The sustainability score is the investment advisor's own metric (from 1 to 10), calculated taking into account the following parameters and weightings.

| <b>Corporate Governance</b>                                 |     |
|-------------------------------------------------------------|-----|
| Proportion of independent members of the Board of Directors | 25% |
| Geographical diversity on the board                         | 20% |
| Allocation Chairman vs. Board                               | 5%  |
| <b>Environment</b>                                          |     |
| CO2 emissions                                               | 25% |
| Water withdrawal                                            | 10% |
| <b>Social</b>                                               |     |
| Development of wage distribution                            | 5%  |
| Job satisfaction                                            | 5%  |
| Internal communication                                      | 5%  |

The Investment Manager believes that companies must be tracked against a limited number of measurable and homogeneous parameters that can be used consistently to measure progress in absolute terms and relative to the sector. From an environmental perspective, the Investment Manager evaluates CO2 emissions and water withdrawals. The Investment Manager does not currently consider the dubious benefits of carbon offsets in its analysis. From a social and human rights perspective, it constantly assesses and monitors quantitative and qualitative metrics, notably the evolution of wage distribution, job satisfaction and internal communication.

No reference value has been set for the achievement of the promoted environmental or social characteristics.

- ***What sustainability indicators are used to measure the achievement of the individual environmental or social features promoted by this financial product?***

8 indicators are used to calculate the individual sustainability rating of issuers. Some come from the environmental and social indicators described above and a complement from the governance indicators. These 8 indicators are considered good precursors for the sustainability potential of a given company. The weighting of the 8 indicators selected from the investment adviser's own data series is described in the table. This weighting applies to all issuers. This scoring is used for all equity investments and may change in real time based on new data inputs and/or changes in other stocks, as the underlying calculations are partly sector-specific and partly universe-specific. This is designed to take into account all stocks regardless of sector.

| <b>Corporate governance</b>             |     | <b>Justification for this point</b>                               |
|-----------------------------------------|-----|-------------------------------------------------------------------|
| Proportion of independent board members | 25% | Independent board members are more open to external views         |
| Geographical diversity on the board     | 20% | Cultural diversity promotes the development of ideas              |
| Allocation Chairman vs. Board           | 5%  | Two-tier governance provides a check and balance process          |
| <b>Environment</b>                      |     |                                                                   |
| CO <sup>2</sup> Emission                | 25% | Of central importance for the climate goal                        |
| Water withdrawal                        | 10% | Of central importance for humanity                                |
| <b>Social</b>                           |     |                                                                   |
| Development of wage distribution        | 5%  | potential measured value for internal voltages/progress potential |
| Job satisfaction                        | 5%  | potential measured value for internal voltages                    |
| Internal communication                  | 5%  | potential measured value for the internal voltage                 |

The above metrics are equal and equally weighted across the universe of potential target companies so that the valuation is on an equal basis. The weighting is based on the belief that ESG principles cannot be upheld if corporate governance is weak. With diverse corporate governance, weak governance is less likely. Without strong governance, the E and S metrics are doomed to fail. After governance, environmental aspects are the most important. Social metrics are weighted less heavily because they are essentially at the expense of other stakeholders and therefore cannot easily be brought in in a consistent manner. For this reason, the financial product limits social aspects to those that are consistent with the interests of other stakeholders (for example, decent remuneration is good practice).

Among the other indicators considered in the sustainability assessment, those that are most important for identifying a company with better behaviour are selected.

The Investment Manager aims to select companies that do not significantly harm any of the E/S/G objectives by selecting companies that have a score above 2/10 on one of the three E/S/G characteristics (i.e. all companies will have a score above 2 for environment, governance and social). The 3 scores include the scores used to calculate the sustainability scoring, as well as more specific quantitative and qualitative indicators that are important to provide an overall picture of the company and to verify that its behaviour does not significantly harm any of the 3 E/S/G objectives.

The evaluation of the environmental aspects is formed as follows:

## Environment - Assessment

Company (sector)

**5.10** (5.87)

Data sets evaluated as trends on a rolling calendar, putting the sector into perspective

| Parameter                       | Evaluation | Sector | Weight      |
|---------------------------------|------------|--------|-------------|
| CO <sup>2</sup> emissions       | 2/10       | 5/10   | 30%         |
| Water withdrawal                | 10/10      | 8/10   | 30%         |
| Energy                          | 3/10       | 5/10   | 25%         |
| Waste                           | 5/10       | 5/10   | 15%         |
| <b>Environmental assessment</b> | <b>5.1</b> |        | <b>100%</b> |

The evaluation of the social aspects is formed as follows:

## Social - Assessment

Company (sector)

**7.7** (7.0)

### Quantitative metrics (67%)

Selection of staff-related numerical metrics available in AlphaValue's own modelling to produce a social/HR ranking

| Parameter                               | Evaluation    | Weight      |
|-----------------------------------------|---------------|-------------|
| Development of the workforce            | 6/10          | 15%         |
| Average wage development                | 8/10          | 30%         |
| Share of personnel costs in value added | 5/10          | 20%         |
| Share of taxes in value added           | 2/10          | 15%         |
| Development of wage distribution        | 6/10          | 20%         |
| Pension bonus (0 or 1)                  | 1             |             |
| <b>Quantitative assessment</b>          | <b>6.8/10</b> | <b>100%</b> |

### Qualitative metrics (33%)

List of listed qualitative criteria to be ticked by the analyst

| Parameter                     | Evaluation    | Weight      |
|-------------------------------|---------------|-------------|
| Occupational accidents        | 10/10         | 25%         |
| Human resources development   | 9/10          | 35%         |
| Wage                          | 10/10         | 20%         |
| Job satisfaction              | 10/10         | 10%         |
| Internal communication        | 10/10         | 10%         |
| <b>Qualitative assessment</b> | <b>9.7/10</b> | <b>100%</b> |

As indicated above, both indicators must be above 2 for each company in the portfolio (the governance score must also be above 2).

The main adverse impacts are the most significant adverse impacts of investment decisions on sustainability factors in the areas of environment, social and employment issues, respect for human rights and combating corruption and bribery.

- **What are the objectives of the sustainable investment that the financial product is partly intended to achieve, and how does the sustainable investment contribute to these objectives?**

Not applicable

- **To what extent will the sustainable investments to be made with the financial product in part not significantly harm any of the environmental or social sustainable investment objectives?**

Not applicable

*The EU taxonomy sets out the principle of "avoidance of significant impairment", according to which taxonomy-compliant investments must not significantly impair the objectives of the EU taxonomy, and specific EU criteria are attached.*

The principle of "avoidance of significant adverse impacts" shall only apply to those investments underlying the financial product that take into account the EU criteria for environmentally sustainable economic activities. The investments underlying the remaining part of this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

*All other sustainable investments must also not significantly compromise environmental or social objectives.*



**Does this financial product take into account the main adverse impacts on sustainability factors?**

- ☐ Yes
- ☒ No



**What is the investment strategy of this financial product?**

The investment objective of the financial product is to achieve long-term capital growth by limiting risks through appropriate diversification. The financial product invests at least 80% of its assets directly in equities and other equity securities listed on pan-European markets. The long portfolio of the financial product is limited to 25 issuers that are equally weighted. The Financial Product's portfolio is systematically tested on a weekly basis to check (i) the upside potential of the Financial Product's investments calculated on the basis of valuation models provided by the Investment Adviser and (ii) market sentiment (momentum of share prices using momentum tools). To ensure that the Financial Product achieves its objectives related to the promotion of environmental and social characteristics, it will ensure that the combined sustainability rating of the 25 stocks held by the Financial Product does not fall below the average acceptable rating (i.e. 5/10) and none of the companies held by the Financial Product have a rating below 2 in any of the three E/S/G ratings.

- **What are the binding elements of the investment strategy used to select investments to meet the advertised environmental or social objectives?**

The Investment Manager internally analyses and selects the companies included in the portfolio and uses the Investment Adviser's ratings as a binding element that tracks the relative progress of

The **investment strategy** serves as a guide for investment decisions, taking into account certain criteria such as investment objectives or risk tolerance.

a particular issuer in terms of sustainability. If the sustainability score assigned to a particular issuer is above the predetermined average score of 5 on a scale of 10, this is an indication that the issuer is performing comparatively better than its peers in terms of sustainability. The investment manager's objective is to build a portfolio with a sustainability score above 5, avoiding companies that fall below 2 in any of the E/S/G scores. The higher the sustainability score, the higher the price targets the investment manager gives to the companies and the more valuable the investment.

- **By what minimum rate will the size of the investments considered prior to the application of this investment strategy be reduced?**

Not applicable.

- **How are the good governance practices of the companies invested in assessed?**

For the governance scoring of this financial product, it is essential that companies clearly disclose what professional investors should know, i.e. the company profile, the diversity and the degree of independence of board members. The Investment Manager relies on the governance scoring tool provided by the Investment Adviser, which does not rely on external data providers, but solely on its analysts to perform both the financial and non-financial analyses. Below is a list of parameters used to create a governance score for each of the companies analysed.

| Parameter                                                         | Company | Sector | Evaluation    | Weight        |
|-------------------------------------------------------------------|---------|--------|---------------|---------------|
| Number of members of the Board of Directors                       | 7       | 8      | 9/10          | 5.0%          |
| Proportion of women on the Executive Board (%)                    | 28      | 33     | 5/10          | 5.0%          |
| Domestic density of the Board of Directors (%)                    | 71      | 63     | 5/10          | 5.0%          |
| Average age of the Board members                                  | 61      | 60     | 5/10          | 5.0%          |
| Type of company: Large company, not controlled                    |         |        | 10/10         | 25.0%         |
| Proportion of independent board members                           | 57      | 42     | 6/10          | 20.0%         |
| One share, one vote                                               |         |        | ✓             | 5.0%          |
| Allocation Chairman vs. Board                                     |         |        | ✓             | 5.0%          |
| Chairman of the Board of Directors non-executive                  |         |        | ✗             | 5.0%          |
| Full disclosure of executive board salaries                       |         |        | ✓             | 5.0%          |
| Disclosure of the performance anchor for triggering bonuses       |         |        | ✓             | 5.0%          |
| Reporting of the Remuneration Committee to the Board of Directors |         |        | ✓             | 5.0%          |
| Uncomplicated, clean rules of procedure                           |         |        | ✓             | 5.0%          |
| <b>Assessment of corporate governance</b>                         |         |        | <b>7.8/10</b> | <b>100.0%</b> |

Good governance practices include sound management structures, employee relations, employee remuneration and tax compliance.



## What asset allocation is planned for this financial product?

By default, the asset allocation is compliant with the sustainability objectives as the average sustainability score of the financial product's portfolio must be above the average score of 5 (with an average score that is itself live and continuously tracks changes in individual stocks). In addition, the Investment Manager tracks an exclusion list that prevents the Financial Product from buying stocks with a sustainability score of up to 2. This prevents the Investment Manager from

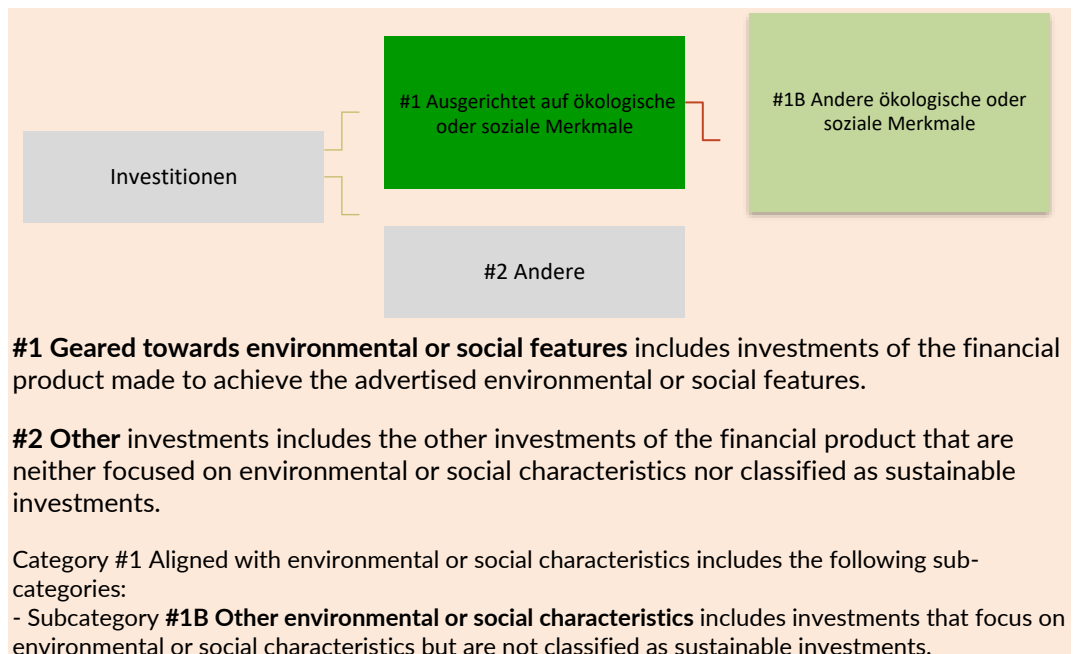
The asset allocation indicates the respective share of investments in specific assets.

purchasing stocks that are not aligned with the financial product's sustainability commitments and are not making progress on E/S/G behaviour.

100% of the investments of the financial product are focused on environmental or social characteristics.

Taxonomy-compliant activities expressed by the share of:

- **Revenues** reflecting the share of revenues from environmentally friendly activities of the companies in which investments are made
- **Capital Expenditure** (CapEx) showing the green investments of the companies invested in, e.g. for the transition to a green economy
- **Operating expenses** (OpEx) reflecting the environmentally friendly operational activities of the companies in which investments are made



- **To what extent are the environmental or social characteristics advertised with the financial product achieved through the use of derivatives?**

N/A

**To what minimum extent are sustainable investments with an environmental objective compliant with EU taxonomy?**

The financial product does not currently commit to investing in "sustainable investments" as defined by the Taxonomy Regulation. However, the position will be kept under review as the underlying regulations are finalised and the availability of reliable data increases over time.

- **Does the financial product invest in EU tax compliant fossil gas and/or nuclear energy activities ?<sup>1</sup>**

☐ Yes:

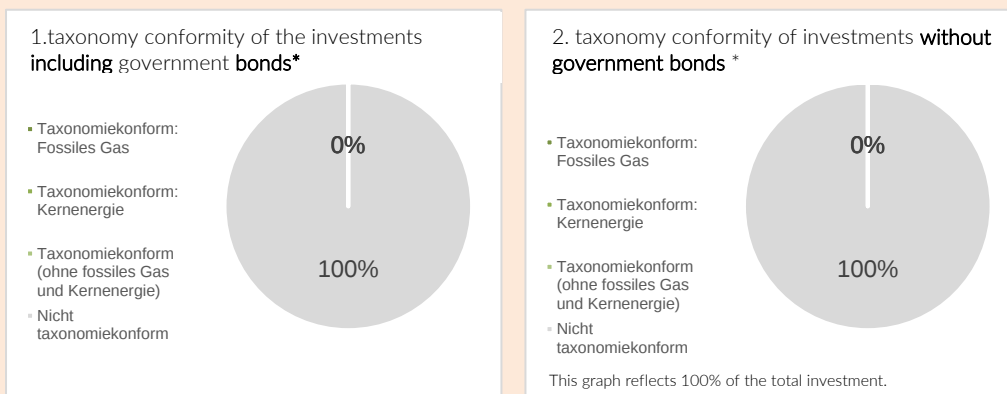
☐ in fossil gas

☐ In nuclear energy

☒ No

<sup>1</sup> Fossil gas and/or nuclear activities are only EU taxonomy compliant if they contribute to climate change mitigation ("climate change mitigation") and do not significantly affect any EU taxonomy objective - see explanation in the left margin. The full criteria for EU taxonomy compliant economic activities in the area of fossil gas and nuclear energy are set out in Commission Delegated Regulation (EU) 2022/1214.

The two graphs below show the minimum percentage of EU taxonomy compliant investments in green. As there is no appropriate method to determine the taxonomy compliance of government bonds\*, the first chart shows the taxonomy compliance in relation to all investments of the financial product including government bonds, while the second chart shows the taxonomy compliance only in relation to the investments of the financial product that do not include government bonds.



\*For the purposes of these charts, the term "sovereign bonds" includes all risk positions vis-à-vis sovereigns.

- **What is the minimum percentage of investment in transitional and enabling activities?**

Not applicable.



**What is the minimum percentage of sustainable investments with an environmental objective that are not compliant with the EU taxonomy?**

The financial product promotes environmental and social features but does not commit to sustainable investments. Consequently, the financial product does not commit to a minimum share of sustainable investments with environmental objectives that do not comply with the EU taxonomy.



**What is the minimum percentage of socially sustainable investments?**

Not applicable.



**Which investments fall under "#2 Other investments", what is their investment purpose and is there a minimum environmental or social protection?**

These investments are used for investments in derivative financial instruments for hedging purposes, efficient portfolio management and liquidity purposes.



**Has an index been determined as a reference value to determine whether this financial product is aligned with the advertised environmental and/or social characteristics?**

Not applicable.

- **To what extent is the reference value continuously aligned with the environmental and social characteristics advertised with the financial product?**

Not applicable.

are sustainable investments with an environmental objective that **meet the criteria for environmentally sustainable**. Do not take into account economic activities according to the EU taxonomy.

**Benchmarks** are indices that measure whether the financial product achieves the advertised environmental or social characteristics.

- ***How is the continuous alignment of the investment strategy with the index method ensured?***

Not applicable.

- ***How does the particular index differ from a relevant broad market index?***

Not applicable.

- ***Where can the method for calculating the particular index be viewed?***

Not applicable.



**Where can I find more product-specific information on the Internet?**

**Further product-specific information is available at:**

For further product specific information, please refer to the Investment Manager's website (<https://www.carthesio.com/fondo/12>) regarding the product presentation, strategy, investment process, ESG disclosure and any relevant periodic updates. Please refer to the website [www.alphavalue.com](http://www.alphavalue.com) (adviser and ESG ratings provider) for full information on the securities covered, the methodology, how the sustainability score (and related E/S/G scores) works, the impact of a change in the sustainability score on the company's price targets and the investment adviser's approach to SFDR.

## MULTIPARTNER SICAV

# TATA INDIA EQUITY FUND

Ein durch die GAM (LUXEMBOURG) S.A., Luxemburg, für TATA Asset Management Limited, Mumbai, Indien, aufgelegter Subfonds der SICAV luxemburgischen Rechts MULTIPARTNER SICAV

A Subfund of the SICAV under Luxembourg law MULTIPARTNER SICAV, established by GAM (LUXEMBOURG) S.A., Luxembourg, on behalf of TATA Asset Management Limited, Mumbai, India

### BESONDERER TEIL T:

**17. MAI 2023**

Dieser Besondere Teil des Rechtsprospekts ergänzt den Allgemeinen Teil mit Bezug auf den Subfonds TATA India Equity Fund (der „**Subfonds**“).

Die nachfolgenden Bestimmungen müssen in Verbindung mit dem Allgemeinen Teil des Rechtsprospekts gelesen werden.

Die hier enthaltenen Angaben auf Englisch (rechte Spalte) sind nach bestem Wissen und Gewissen der Gesellschaft eine wahrheitsgemäße Übersetzung der deutschen Originalfassung (linke Spalte). Im Falle von Widersprüchen gilt die Fassung in deutscher Sprache.

Um Zugang zum indischen Kapitalmarkt zu erhalten, ist der Subfonds beim Securities and Exchange Board of India (SEBI) als Foreign Portfolio Investor (FPI) der Kategorie II registriert. Diese Registrierung erfordert u.a. eine „Know Your Customer“ Prüfung, Einhaltung der lokalen steuerlichen Vorgaben und vorgängige Genehmigung des FPI durch einen Designated Depository Participant (DDP). Die Registrierung eines FPI bleibt unbeschränkt gültig, sofern die anwendbaren, alle drei Jahre wiederkehrenden Gebühren entrichtet werden und die auf FPI anwendbare Regulierung eingehalten wird.

Generell ist es Non-Resident Indians (NRI), Overseas Citizens of India (OCI) und Resident Indians (RI) erlaubt, in einen FPI zu investieren, sofern die Beiträge von NRI, OCI und RI (inkl. von NRI, OCI oder RI kontrollierten

### SPECIAL PART T:

**17 MAY 2023**

This Special Part of the Prospectus supplements the General Part with regard to the Subfund TATA India Equity Fund (the „**Subfund**“).

The provisions below must be read in conjunction with the General Part of the Prospectus.

The information contained herein in English (right column) is, to the Company's best knowledge and belief, a true translation of the German original version (left column). In the event of contradictions, the German-language version shall prevail.

This Subfund shall be registered as a category II Foreign Portfolio Investor (FPI) with the Securities and Exchange Board of India (SEBI) to be allowed to access the Indian capital market. Such registration relies, i.a., on know your customer verification, adherence to local tax requirements and pre-approval of the FPI by a Designated Depository Participant (DDP). Registration as an FPI maintains validity indefinitely subject to payment of applicable fees every three years and compliance with FPI regulations.

Non-Resident Indians (NRI), Overseas Citizens of India (OCI), and Resident Indians (RI) are generally permitted to invest in an FPI, provided contributions from NRI, OCI, and RI (including investment managers controlled by NRI, OCI, or RI) are less than 25% of the FPI's assets on an individual NRI, OCI, or RI basis and less than 50%

Vermögensverwaltern) auf individueller Basis eines NRI, OCI oder RI weniger als 25% oder auf konsolidierter Basis von NRI, OCI und RI weniger als 50% des Vermögens des FPI umfassen. Die Interpretation der Begriffe NRI und OCI folgt der Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations 2017 der Reserve Bank of India. Der Begriff RI soll in Übereinstimmung mit dem Begriff Person Resident in India gemäss Foreign Exchange Management Act 1999 (FEMA) ausgelegt werden.

Werden vorerwähnte Limiten vorübergehend überschritten, besteht derzeit eine 90-tägige Frist zur Wiederherstellung des ordnungsgemässen Zustandes. Eine Verkürzung dieser Frist kann nicht ausgeschlossen werden. Sofern ein FPI die vorerwähnten Limiten nach Ablauf der 90-tägigen Frist nicht einhält, darf er einerseits keine weiteren Zukäufe tätigen und ist er andererseits angehalten, bestehende Positionen im indischen Wertpapiermarkt binnen der folgenden 180 Tage zu liquidieren.

**DA DER SUBFONDS MIT MEHR ALS 50% SEINES VERMÖGENS INDISCHEN ANLAGEN AUSGESETZT SEIN WIRD, DÜRFEN RESIDENT INDIANS (RI) NICHT IN DEN SUBFONDS INVESTIEREN.**

Sofern der jeweilige FPI nicht als „non-investing“ registriert ist, dürfen NRI, OCI und RI einen FPI nicht kontrollieren. Ein „non-investing“ FPI kann direkt oder indirekt vollständig von NRI, OCI oder RI gehalten oder kontrolliert werden.

**DER SUBFONDS WIRD NICHT ALS „NON-INVESTING“ FPI REGISTRIERT.**

Ein Vermögensverwalter, welcher einem NRI, OCI oder RI gehört oder von einem solchen kontrolliert wird, kann einen FPI kontrollieren, sofern der jeweilige Vermögensverwalter an seinem Domizil gemäss lokalem Recht angemessen reguliert ist und bei der SEBI als „non-investing“ FPI registriert ist oder, sofern der Vermögensverwalter nach indischem Recht inkorporiert und angemessen von der SEBI reguliert ist.

**BEI ERSTMALIGER ODER WIEDERHOLTER ZEICHNUNG VON ANTEILEN DES SUBFONDS SIND INVESTOREN VERPFLICHTET IHREN STATUS ALS NON-RESIDENT INDIANS, OVERSEAS CITIZENS OF INDIA ODER RESIDENT INDIANS (LETZTERE SIND ALS INVESTOREN DES SUBFONDS NICHT ZULÄSSIG) ZU BESTÄTIGEN.**

Antragsteller, die nicht direkt als Anteilinhaber in den Teilfonds investieren (d.h. als Aktionär), sondern über einen oder mehrere Finanzintermediäre, einschliesslich, aber nicht beschränkt auf Vertriebspartner, Plattformen, Verwahrstellen und andere Finanzintermediäre

of the FPI's assets on an aggregate NRI, OCI, and RI basis. Interpretation of NRI and OCI shall be in accordance to the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations 2017 of the Reserve Bank of India and of RI shall have same meaning assigned to the term Person Resident in India under Foreign Exchange Management Act 1999 (FEMA).

In case of temporary breach of the abovementioned limits, a period of 90 days to restore compliance currently applies. A shortening of this period cannot be excluded. In case an FPI remains non-compliant with the aforementioned limits after 90 days, new purchases shall not be permitted and such FPI shall liquidate its existing position in Indian securities market within a period of the next 180 days.

**AS THE SUBFUND WILL GENERATE AN INDIAN EXPOSURE OF MORE THAN 50% OF ITS ASSETS, RESIDENT INDIANS (RI) ARE NOT PERMITTED TO INVEST IN THE SUBFUND.**

NRI, OCI, and RI shall not be in control of an FPI unless the FPI is registered as non-investing. A non-investing FPI can be directly or indirectly fully owned and/or controlled by an NRI, OCI, or RI.

**THE SUBFUND SHALL NOT BE REGISTERED AS A “NON-INVESTING“ FPI.**

An FPI can be controlled by an investment manager which is owned or controlled by an NRI, OCI, or RI if the investment manager is appropriately regulated in its home jurisdiction and is registered with SEBI as a non-investing FPI, or the investment manager is incorporated under Indian laws and appropriately regulated by SEBI.

**INVESTORS IN THE SUBFUND ARE REQUIRED TO CONFIRM THEIR STATUS AS NON-RESIDENT INDIANS, OVERSEAS CITIZENS OF INDIA OR RESIDENT INDIANS (THE LATTER NOT BEING ALLOWED AS INVESTORS IN THE SUBFUND) UPON INITIAL OR REOCCURRING SUBSCRIPTION OF SHARES OF THE SUBFUND.**

Applicants not investing in the Subfund directly as Unitholders (i.e. legal holder of records) but via one or several nominees, including but not limited to distributors, platforms, depositaries and other financial intermediaries (“Nominees”), should inquire with professional advisors in regard to their NRI, OCI, and RI-status compliance in order to avoid disadvantages. A nominee service for applicants and investors will require the Nominees to provide to the Management Company and their delegates information, documentation and declarations with respect to the NRI, OCI, and RI-status compliance of such applicant or investor using the nominee service. Accordingly, the use of a nominee service may delay or even block the

("Nominees"), sollten sich bei professionellen Beratern bzgl. ihrer NRI, OCI und RI-Konformität erkundigen, um Nachteile zu vermeiden. Ein Nominee-Service für Antragsteller und Investoren verlangt von den Nominees, dass diese der Verwaltungsgesellschaft und ihren Delegierten Informationen, Unterlagen und Erklärungen in Bezug auf die Einhaltung des NRI-, OCI- und RI-Status eines solchen Antragstellers oder Investors, der den Nominee-Service nutzt, zur Verfügung stellen. Dementsprechend kann die Inanspruchnahme eines Nominee-Service das Kontoeröffnungsverfahren oder Anteilsscheingeschäfte verzögern oder sogar blockieren, und es liegt in der Verantwortung der Antragsteller und Anleger, eine angemessene anfängliche und kontinuierliche Zusammenarbeit des ausgewählten Nominee mit der Verwaltungsgesellschaft und ihren Delegierten in Fragen der NRI-, OCI- und RI-Status-Compliance sicherzustellen. Den Anlegern wird empfohlen, sich vorab mit ihrem Nominierten darüber zu erkundigen, ob solche Dienstleistungen erbracht werden, um eine Verzögerung bei der Kontoeröffnung oder eine Blockade und/oder potentielle andere Nachteile wie Zwangsrückkäufe zu vermeiden.

**DIE GESELLSCHAFT HAT DAS RECHT, ANTEILE IN ÜBEREINSTIMMUNG MIT DEN STATUTEN DER GESELLSCHAFT (Art. 7) ZWANGSWEISE ZURÜCKZUNEHMEN, SOFERN DER SUBFONDS DIE SEBI VORAUSSETZUNGEN ZUR REGISTRIERUNG ALS FPI NICHT MEHR EINHALTEN SOLLTE ODER DIESE GEFÄHRDET SEIN SOLLTEN. DIE GESELLSCHAFT HANDELT DABEI IM BESTEN INTERESSE UND UNTER WAHRUNG DER GLEICHBEHANDLUNG DER INVESTOREN.**

Eine erzwungene Rücknahme kann insb. zur Wahrung der Registrierung des Subfonds als FPI beim SEBI angezeigt sein. Die Gesellschaft wird in einem solchen Fall bestrebt sein, die Gleichbehandlung der Anleger im Subfonds mit dem Status NRI, OCI oder RI zu gewährleisten. Sofern eine erzwungene Rücknahme notwendig sein wird, wird die Gesellschaft diese anteilmässig auf alle als NRI oder OCI ausgewiesenen Anteilinhaber anwenden. Die Gesellschaft bzw. Verwaltungsgesellschaft hat eine interne Weisung zum Umgang mit Zwangsrücknahmen erlassen.

#### 1. ERSTAUSGABE DER ANTEILE

Die Anteile des Subfonds wurden erstmals wie folgt zur Zeichnung aufgelegt. Der angegebene Erstausgabepreis versteht sich pro Anteil.

account opening procedure and dealings with the Subfund and it remains the applicants' and investors' responsibility to ensure appropriate initial and on-going cooperation of the chosen Nominee with the Management Company and its delegates in NRI, OCI, and RI-status compliance matters. Investors are advised to verify with their nominee in advance whether such services will be provided in order to avoid suffering from account opening delay or blockage and/ or potentially other disadvantages such as forced redemptions.

**IF REQUIREMENTS OF SEBI FOR THE SUBFUND TO BE REGISTERED AS AN FPI SHOULD BE ENDANGERED OR BREACHED, THE COMPANY SHALL HAVE THE RIGHT TO FORCE REDEMPTION OF SHARES IN ACCORDANCE WITH THE ARTICLES OF THE COMPANY (Art. 7) WHILE ACTING IN THE BEST INTEREST AND ENSURING EQUAL TREATMENT OF INVESTORS.**

A forced redemption may in particular be indicated where registration of the Subfund as an FPI with SEBI is at stake. In such case, the Company shall ensure equal treatment of all investors in the Subfund with the status of NRI, OCI or RI. Provided a forced redemption will be required, the Company shall apply such forced redemption proportionately to shareholder which self-certified as NRI or OCI. The Company or the Management Company, respectively, shall release an internal guideline on handling of such forced redemptions.

#### 1. INITIAL ISSUE OF THE SHARES

The Shares of the Subfund have been issued for subscription for the first time as follows. The indicated initial issue price is per Share.

| Subfonds und Kategorie / Subfonds and Category | Zeichnungsfrist / Subscription period | Erstausgabepreis / Initial issue price |
|------------------------------------------------|---------------------------------------|----------------------------------------|
| TATA India Equity Fund – B/Bn/Bo               | 02.-07.01.2020                        | USD 100                                |

|                                  |                |         |
|----------------------------------|----------------|---------|
| TATA India Equity Fund – C/Cn/Co | 02.-07.01.2020 | USD 100 |
| TATA India Equity Fund – D/Dn/Do | offen / open   | USD 100 |
| TATA India Equity Fund – R/Rn/Ro | offen / open   | USD 100 |
| TATA India Equity Fund – M       | offen / open   | USD 100 |
| TATA India Equity Fund - K       | offen / open   | USD 100 |

## 2. ANLAGEZIELE UND –POLITIK

### Anlageziel

Das Anlageziel der Gesellschaft in Bezug auf den Subfonds besteht darin, mittel- bis langfristig ein Kapitalwachstum mittels direkter Anlagen in Beteiligungswertpapiere von Gesellschaften, welche in Indien kotiert sind, zu erzielen.

Es kann aber weder eine Garantie noch eine Zusicherung für die Erreichung des Anlageziels oder für Erträge des Subfonds abgegeben werden.

### Anlagepolitik

Der Subfonds wird die folgenden Anlagen tätigen:

- Direktanlagen in Aktien und andere Beteiligungswertpapiere von Gesellschaften, welche an einer Börse in Indien kotiert sind; bis zu 100% des Vermögens des Subfonds.
- ADR (American Depositary Receipts) und GDR (Global Depositary Receipts) von Gesellschaften mit Domizil in Indien. ADR und GDR müssten die Anforderungen von Art. 41 des Gesetzes von 2010 erfüllen und dürfen keine eingebetteten Derivate enthalten.

Der Subfonds darf Aktien desselben Emittenten jedoch nur insoweit erwerben, als die Stimmrechte 10% der gesamten Stimmrechte aus Aktien desselben Emittenten nicht erreichen.

Ferner können in Übereinstimmung mit Abschnitt 5.1. (f) des Allgemeinen Teils des Rechtsprospekts insgesamt bis zu 10% des Vermögens des Subfonds in sonstige Anlagen investiert werden.

Derivative Finanzinstrumente (Derivate) können im Subfonds ausschliesslich zum Zweck der Währungsabsicherung eingesetzt werden. Die Palette der möglichen Instrumente umfasst Devisenterminkontrakte. Für den Einsatz solcher Derivate gelten die im Kapitel "Besondere Anlagetechniken und Finanzinstrumente" im Allgemeinen Teil im Detail definierten Beschränkungen.

### Flüssige Mittel

Zusätzliche flüssige Mittel können bis zu 20% des Gesamtvermögens des Subfonds betragen. Diese zusätzlichen flüssigen Mittel beschränken sich auf Sichteinlagen, wie z.B. Barmittel, die auf den laufenden Bankkonten des Subfonds gehalten werden und jederzeit verfügbar sind. Die 20%-Grenze darf nur dann

## 2. INVESTMENT OBJECTIVE AND POLICY

### Investment Objective

The investment objective of the Company as regards the Subfund is to generate capital appreciation over medium to long term by direct investment in equity securities of companies listed in India.

However, there is no assurance or guarantee that the investment objective of the Subfund will be achieved nor that any returns will be generated.

### Investment Policy

The Subfund shall invest in the following instruments:

- direct investments in equity securities and other equities of companies which are listed on a stock exchange in India; up to 100% of the assets of the Subfund.
- ADR (American Depositary Receipts) and GDR (Global Depositary Receipts) of companies domiciled in India. ADR and GDR must comply with the provisions of Article 41 of the 2010 Law and may not have any derivatives embedded.

However, the Subfund may only acquire equity securities of the same issuer as far as the voting rights do not reach 10% of the entire voting rights from equities of the same issuer.

Furthermore, overall a maximum of 10% of the assets of the Subfund may be invested in other assets in accordance with Section 5.1. (f) of the General Part of the Prospectus.

The Subfund may make use of derivative financial instruments (derivatives) for currency hedging purposes only. The range of possible instruments covers forward currency contracts. For the use of such derivatives the limits described in detail in the chapter "Special Investment Techniques and Financial Instruments" of the General Part of the Prospectus shall apply.

### Liquid Assets

Ancillary liquid assets may amount to up to 20% of the total assets of the Subfund. Such ancillary liquid assets shall be limited to bank deposits at sight, such as cash held in the Subfund's current bank accounts and accessible at any time. The 20% limit may only be breached temporarily for a period of time strictly

vorübergehend für einen unbedingt notwendigen Zeitraum überschritten werden, wenn die Umstände dies aufgrund außergewöhnlich ungünstiger Marktbedingungen erfordern (z.B. Kriege, Terroranschläge, Gesundheitskrisen oder andere ähnliche Ereignisse) und wenn eine solche Überschreitung unter Berücksichtigung der besten Interessen der Anleger gerechtfertigt ist.

Der Subfonds kann zu Liquiditätszwecken in flüssige Mittel investieren, d.h. in Geldmarktinstrumente und Geldmarktfonds gemäß der Definition in Abschnitt 5 des Allgemeinen Teils sowie in täglich rückzahlbare Einlagen.

### Anlagen in Indien

Anlagen in Indien können durch den Erwerb von an einer indischen Börse kotierten Beteiligungswertpapieren oder von sog. aktienbezogenen Produkten getätigt werden, insbesondere ADR (American Depositary Receipts), GDR (Global Depositary Receipts), Participatory Notes (P-Notes), Exchange Traded Funds (ETF) und sonstige Anlagefonds, welche sich als zulässige Vermögenswerte gemäß Artikel 44 des Gesetzes von 2010 qualifizieren. P-Notes sind von Finanzinstituten ausgegebene Anlagen, die ein Engagement in den ihnen zugrundeliegenden Aktienwerte bieten. Diese werden als Anlage für den Subfonds zugelassen, sofern sie alle gesetzlichen und vertraglichen Kriterien erfüllen. Je nach Ausgestaltung der Anlage werden die P-Notes als Zertifikat oder Warrant / Optionen klassifiziert.

### Währung des Subfonds

Der Subfonds lautet auf US Dollar (USD). Die Anlagen können auf indische Rupien (INR) oder auf andere Währungen lauten. Fremdwährungsrisiken können ganz oder teilweise oder gar nicht mittels Devisentermingeschäften gegenüber dem USD abgesichert werden. Ein Wertverlust aufgrund von Währungskursschwankungen kann nicht ausgeschlossen werden.

### 3. HEBELWIRKUNG

Das mit Derivaten verbundene Gesamtrisiko wird mit dem *Commitment*-Ansatz ermittelt.

Der Subfonds darf keine Kredite zu Anlagezwecken aufnehmen. Eine Ausnahme von dieser Vorschrift stellt die Möglichkeit zur kurzzeitigen Aufnahme von bis zu 10% des Nettoinventarwerts des Subfonds dar, wie im Abschnitt 5.2. (I) (B) des Allgemeinen Teils des Rechtsprospekts erläutert.

### 4. RISIKOHINWEISE

Dieser Abschnitt führt spezifische Risiken bezüglich den Subfonds auf und ist ergänzend zum Allgemeinen Teil des Rechtsprospekts der Gesellschaft zu verstehen. Die beschriebenen

necessary when, because of exceptionally unfavourable market conditions, circumstances so require (circumstances such as wars, terrorist attacks, health crises or other similar events) and where such breach is justified having regard to the best interests of the investors.

The Subfund can invest for treasury purposes in liquid assets, meaning money market instruments and money market funds, as defined in section 5 of the General Part as well as deposits repayable on demand..

### Investments in India

Investments in India may be made through purchase of equity securities listed on an Indian stock exchange or of so-called share-based products, in particular ADRs (American depositary receipts) and GDRs (global depositary receipts), Participatory Notes (P-Notes), Exchange Traded Funds (ETF) and other investment funds, which qualify as eligible assets in accordance with Article 44 of the Law of 2010. P-Notes are instruments issued by financial institutions that provide exposure to the underlying securities. These are eligible for investment by the Subfund, provided that they meet all legal and contractual criteria. Depending on the type of investment, the P-Notes are classified as a certificate or warrant / options.

### Subfund Currency

The Subfund is denominated in US Dollar (USD). The investments may be denominated in Indian Rupees (INR) or in other currencies. Foreign currency risks may be fully or partially hedged or not hedged at all against the USD by using currency forwards. A depreciation caused by exchange-rate fluctuations cannot be ruled out.

### 3. LEVERAGE

The overall risk incurred by use of derivatives will be determined using the *Commitment* Approach.

The Subfund may not borrow for investment purposes. An exception from this rule is the possibility of short-term borrowing of up to 10% of the net asset value of the Subfund, as set out in section 5.2. (I) (B) of the General Part of the Prospectus.

### 4. RISK DISCLOSURES

Risks described in this section are specific to the Subfund and intended to complement risks described in the General Part of the Prospectus of the Company. Risks described in this section

**Risiken stellen keine abschliessende Aufzählung dar.**

Die Gesellschaft ist bemüht, das Anlageziel des Subfonds zu erreichen. Es kann jedoch keine Garantie abgegeben werden, dass das Anlageziel tatsächlich erreicht wird. Folglich kann der Nettoinventarwert der Anteile zunehmen oder abnehmen, und es können unterschiedlich hohe positive bzw. auch negative Erträge anfallen.

#### **4.1 Hinweise betreffend die Anlage in „Emerging Markets“-Ländern**

Anlagen in Emerging Market-Ländern sind mit einem höheren Risiko verbunden. Insbesondere besteht das Risiko

- eines möglicherweise geringen oder ganz fehlenden Handelsvolumens der Wertpapiere an dem entsprechenden Wertpapiermarkt, welches zu Liquiditätsengpässen und verhältnismässig grösseren Preisschwankungen führen kann;
- der Unsicherheit der politischen, wirtschaftlichen und sozialen Verhältnisse und der damit verbundenen Gefahren der Enteignung oder Beschlagnahmung, das Risiko aussergewöhnlich hoher Inflationsraten, prohibitiver steuerlicher Massnahmen und sonstiger negativer Entwicklungen;
- der möglichen erheblichen Schwankungen des Devisenumtauschkurses, der Verschiedenheit der Rechtsordnungen, der bestehenden oder möglichen Devisenausfuhrbeschränkungen, Zoll- oder anderer Beschränkungen und etwaiger Gesetze oder sonstiger Beschränkungen, die auf Investitionen Anwendung finden;
- politischer oder sonstiger Gegebenheiten, die die Investitionsmöglichkeiten des Subfonds einschränken, wie z.B. Beschränkungen bei Emittenten oder Industrien, die mit Blick auf nationale Interessen als sensibel gelten, und
- des Fehlens adäquat entwickelter rechtlicher Strukturen für private oder ausländische Investitionen und das Risiko einer möglicherweise mangelnden Gewährleistung des Privateigentums.

Auch können Devisenausfuhrbeschränkungen oder sonstige diesbezügliche Regelungen in diesen Ländern völlig oder teilweise zur verspäteten Repatriierung der Investitionen führen, oder sie völlig oder teilweise verhindern, mit der Folge von möglichen Verzögerungen bei der Auszahlung des Rücknahmepreises.

#### **4.2 Hinweise betreffend die Anlage in Indien**

Zusätzlich zu den vorerwähnten Risiken sollten Anleger des Subfonds die folgenden Risiken im Zusammenhang mit dem indischen Kapitalmarkt beachten:

should not be considered to be exhaustive.

The Company shall endeavour to achieve the investment objective of the Subfund. However, no guarantee can be given that the investment objective will actually be achieved. Hence the net asset value of the Shares may increase or decrease and different levels of positive as well as negative income may be earned.

#### **4.1 Information on Investment in Emerging Market Countries**

Investment in emerging market countries is associated with a higher degree of risk. In particular, the investments are subject to the following risks:

- trading volumes in relation to the securities may be low or absent on the securities market involved, which can lead to liquidity problems and relatively large price fluctuations;
- uncertainties surrounding political, economic and social circumstances, with the associated dangers of expropriation or seizure, unusually high inflation rates, prohibitive tax measures and other negative developments;
- potentially serious fluctuations in the foreign exchange rate, different legal frameworks, existing or potential foreign exchange export restrictions, customs or other restrictions, and any laws and other restrictions applicable to investments;
- political or other circumstances which restrict the investment opportunities of the Subfund, for example restrictions with regard to issuers or industries deemed sensitive to relevant national interests, and
- the absence of sufficiently developed legal structures governing private or foreign investments and the risk of potentially inadequate safeguards with the respect to private ownership.

Foreign exchange export restrictions and other related regulations in these countries may also lead to the delayed repatriation of all or some of the investments or may prevent them from being repatriated in full or in part, with the result that there may be a delay in the payment of the Redemption Price.

#### **4.2 Information on Investment in India**

Further to the risks described above, investors of the Subfund should be aware of the following risks in connection with the Indian capital market:

- Registrierung als Foreign Portfolio Investor (FPI) beim Securities and Exchange Board of India (SEBI): sofern die Voraussetzungen für eine Registrierung als FPI nicht mehr erfüllt sein sollten oder die Erneuerung der Registrierung nicht rechtzeitig erfolgt sein sollte, besteht das Risiko, dass die Registrierung des Subfonds als FPI widerrufen wird. Unter diesen Umständen kann der FPI angehalten werden, getätigte Anlagen innerhalb von sechs (6) Monaten zu veräußern, was die Erreichung des Anlageziels faktisch verunmöglichen würde.
- Währungsbeschränkungen im Zusammenhang mit Indischen Rupien (INR): INR dürfen nur zum Zweck der Anlage in Wertpapiere erworben werden. Die Anlagen des Subfonds lauten grundsätzlich auf INR. Der Subfonds wickelt als FPI Devisengeschäfte direkt mit dem Designated Depository Participant (DDP) ab. Auf INR lautende Erträge kann nur zugegriffen werden, nachdem eine steuerliche Freigabe erfolgt ist.
- Eigentumsbeschränkungen für FPI: FPI müssen grundsätzlich weniger als 10% des emittierten Kapitals einer kotierten indischen Gesellschaft halten.
- Die Steuervorschriften in Indien unterliegen Änderungen, möglicherweise mit Rückwirkung. Des weiteren kann es sein, dass die Interpretation und Anwendung der Steuervorschriften und Regulierungen der Steuerbehörden nicht klar, konsistent oder transparent sind. Änderungen der Steuervorschriften können die nachsteuerlichen Gewinne bzw. das in Indien investierte Kapital des Subfonds verringern. Die Verwaltungsgesellschaft und/oder die Gesellschaft behält bzw. behalten sich das Recht vor, jederzeit Rückstellungen für Steuern zu bilden, was sich auf die Bewertung des Subfonds auswirken kann. Die gebildeten Steuerrückstellungen können sich als übermässig oder unzureichend zur Begleichung der endgültigen Steuerverbindlichkeiten in Indien erweisen. Folglich können die Anleger des Subfonds je nach der endgültigen Besteuerung dieser Erträge, der tatsächlichen Höhe der Rückstellung und des Zeitpunkts des Kaufs und/oder Verkaufs ihrer Anteile des Subfonds bevorteilt oder benachteiligt werden. Insbesondere im Falle einer Deckungslücke zwischen tatsächlichen Rückstellungen und den endgültigen Steuerschulden, mit denen das Vermögen des Subfonds belastet wird, hätte dies negative Auswirkungen auf den Wert des Vermögens des Subfonds und folglich auch auf die aktuellen Anleger; in jedem Fall wird der Nettoinventarwert des Subfonds während des Zeitraums der fehlenden, unzureichenden oder übermässigen Rückstellungen nicht neu berechnet.
- Im Zusammenhang mit möglichen Zwangsrücknahmen von Anteilen werden
- Registration as a Foreign Portfolio Investor (FPI) with the Securities and Exchange Board of India (SEBI): registration of the Subfund as an FPI may be revoked if the Subfund does no longer meet the requirements to be registered as an FPI or if renewal of registration as an FPI does not occur in time. Given these circumstances, the FPI may be forced to liquidate its positions within six (6) month which will render the investment objective unattainable.
- Restriction in relation to Indian rupees (INR): INR may be purchased exclusively for investing in securities. The Subfund's investment shall generally be denominated in INR. The Subfund will process foreign exchange transaction directly with the Designated Depository Participant (DDP). INR denominated proceeds may be accessed only after tax clearance.
- Foreign Ownership Restrictions of FPI: FPI will generally be required to hold less than 10% of issued capital of listed Indian companies.
- The tax regulations in India are subject to change, possibly with retro-active effect. Moreover, the interpretation and application of tax laws and regulations by the tax authorities may not be clear, consistent or transparent. Changes in tax regulations may reduce the Subfund's after-tax profits and/or the capital invested in India. The Management Company and/or the Company reserve(s) the right at any time to make provisions for taxes of the Subfund; this may affect the valuation of the Subfund. The tax provisions formed for the Subfund may turn out to be excessive or insufficient to settle the final tax liabilities in India. Consequently, this may work to the advantage or disadvantage of investors, depending on the final taxation of this income, the actual amount of the provision and the time of the purchase and/or sale of their units in the Subfund. In particular, if the actual provisions are less than the final tax liabilities, and this gap has to be covered by the assets of the Subfund, this would have a negative impact on the value of the assets of the Subfund and, consequently, on the current investors; in any case, the net asset value of the Subfund concerned is not recalculated during the period of the missing, insufficient or excessive provisions.
- Investors are informed that forced redemptions

Anleger darauf hingewiesen, dass solche unter Umständen zu einem Zeitpunkt erfolgen können, an welchem ihre ursprüngliche Anlage aufgrund der aktuellen Marktlage eine unvorteilhafte Wertentwicklung ausweist. Weder die Gesellschaft noch die Verwaltungsgesellschaft können für eine solche negative Wertentwicklung aufgrund von Zwangsrücknahmen haftbar gemacht werden.

may be required to occur at a point in time when initial investment of such investors may have suffered unfavorable performance due to the market development. Neither the Company nor the Management Company shall be held liable for such adverse performance resulting from forced redemptions.

#### **Hinweise betreffend Nachhaltigkeitsrisiken**

Der Marktwert der zugrunde liegenden Anlagen des Subfonds unterliegt den im Allgemeinen Teil beschriebenen Nachhaltigkeitsrisiken. Der Subfonds wird als mit hohen Nachhaltigkeitsrisiken behaftet, die erhebliche Auswirkungen auf den Wert des Portfolios haben können.

Die Bewertung der Nachhaltigkeitsrisiken ist fester Bestandteil der Investmententscheidungen des Anlageverwalters und wird regelmässig während der gesamten Laufzeit der Anlagen durchgeführt.

Die Ausführungen zum erhöhten Risiko bei Investitionen in Schwellenländern gelten in gleichem Masse für Nachhaltigkeitsrisiken. Darüber hinaus kann die Verfügbarkeit von nachhaltigkeitsbezogenen Daten in Schwellenländern geringer sein als in entwickelten Ländern.

Für die Zwecke der Bewertung des Nachhaltigkeitsrisikos kann der Anlageverwalter alle verfügbaren Nachhaltigkeitsinformationen verwenden, wie z. B. öffentlich zugängliche Berichte investierter Unternehmen, sonstige öffentlich zugängliche Daten (z. B. Kredit-Ratings) und Daten, die von externen Datenanbietern erstellt und veröffentlicht werden.

Die diesem Finanzprodukt zugrunde liegenden Investitionen berücksichtigen nicht die EU-Kriterien für ökologisch nachhaltige Wirtschaftsaktivitäten.

#### **Sustainability risks**

The market value of underlying investments of the Subfund are subject to sustainability risks described in the General Part.

The Subfund is deemed to have a high level of sustainability risks, which may have significant effect on the value of the portfolio.

The sustainability risk assessment is integrated to the investment decisions of the Investment Manager and shall be carried out at least periodically throughout the life-time of such investment.

For the purposes of sustainability risk assessment, the Investment Manager What is set out about increased risk of investing in emerging market countries is also applicable to sustainability risks. Also, the availability of sustainability related data in emerging market countries may be poorer than in developed countries.

For the purposes of sustainability risk assessment, the Investment Manager may use any sustainability information available such as publicly available reports of invested companies, other publicly available data (such as credit ratings) and data made and distributed by external data vendors.

The investments underlying this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

#### **5. ANLEGERPROFIL**

Dieser Subfonds eignet sich für sachkundige Investoren, die Erfahrung mit volatilen Anlagen haben, über vertiefte Kenntnisse der Kapitalmärkte verfügen und die gezielt von den Marktentwicklungen in spezialisierten Märkten profitieren wollen und mit den spezifischen Chancen und Risiken dieser Marktsegmente vertraut sind. Investoren sollten mit Wertschwankungen rechnen, die temporär zu hohen Wertverlusten führen können. In einem breit diversifizierten Gesamtportfolio kann dieser Subfonds als Ergänzungsanlage eingesetzt werden.

Der Subfonds wird innerhalb der Vereinigten Staaten von Amerika und ihrer Besitzungen und Territorien nicht angeboten oder aktiv verkauft.

#### **5. INVESTOR PROFILE**

This Subfund is suitable for knowledgeable investors who have experience with volatile investments, have in-depth knowledge of the capital markets and wish to target their investments so as to benefit from developments in specialised markets and are familiar with the opportunities and risks specific to these market segments. Investors should expect fluctuations in the value of the investments, which may temporarily even lead to a scenario of substantial loss of value. This Subfund may be used as a supplementary investment within a widely diversified portfolio.

The Subfund will not be offered or actively sold within the United States of America, its possessions or territories.

**Resident Indians (RI) dürfen nicht in den Subfonds investieren.**

Die Namensregister- und Umschreibungsstelle wird für jede Zeichnung prüfen, ob die Voraussetzungen zur Zeichnung der jeweiligen Anteilskategorien des Subfonds erfüllt sind; deshalb sind **INVESTOREN ANGEHALTEN IHREN STATUS ALS NON-RESIDENT INDIANS (NRI), OVERSEAS CITIZENS OF INDIA (OCI) ZU BESTÄTIGEN** oder aber zu bestätigen, dass sie weder OCI, NRI noch RI sind.

## 6. ANLAGEVERWALTER

Die Verwaltungsgesellschaft der SICAV hat mittels Anlageverwaltervertrag Tata Asset Management Limited als Anlageverwalter (nachfolgend der „Anlageverwalter“) für das Portfoliomanagement des Subfonds ernannt.

Tata Asset Management Limited ist eine in Mumbai, Indien, domizilierte und gemäss dem indischen Companies Act 1956 registrierte Gesellschaft, welche vom Securities and Exchange Board of India prudenziell beaufsichtigt ist.

Der Anlageverwalter ist ermächtigt, unter Berücksichtigung des anwendbaren Anlageziels, -politik und -grenzen der Gesellschaft bzw. des Subfonds und unter der ultimativen Kontrolle der Verwaltungsgesellschaft bzw. des Verwaltungsrats unmittelbar Anlagen zu tätigen.

## 7. BESCHREIBUNG DER ANTEILE

Die Gesellschaft kann folgende Anteilskategorien des Subfonds ausgeben:

- B/Bn/Bo-Anteile: thesaurierend;
- C/Cn/Co-Anteile: thesaurierend, für „institutionelle Investoren“, wie nachfolgend beschrieben;
- D/Dn/Do-Anteile: thesaurierend, für bestimmte Investoren, wie nachfolgend beschrieben;
- R/Rn/Ro-Anteile: thesaurierend, für Anleger, welche Anteile über bestimmte Intermediäre zeichnen;
- M-Anteile: thesaurierend, für bestimmte Investoren, wie nachfolgend beschrieben;
- K-Anteile: thesaurierend, für bestimmte Investoren, wie nachfolgend beschrieben.

Unbenommen der unten aufgeführten Beschränkungen für einzelne Anteilskategorien, dürfen Non-Resident Indians (NRI) ausschliesslich Anteilskategorien zeichnen, deren Bezeichnung der Zusatz „n“ beigefügt ist (z.B. „An“).

Unbenommen der unten aufgeführten Beschränkungen für einzelne Anteilskategorien, dürfen Overseas Citizens of India (OCI) ausschliesslich Anteilskategorien zeichnen, deren Bezeichnung der Zusatz „o“ beigefügt ist (z.B.

**Resident Indians (RI) are not permitted to invest in the Subfund.**

The registrar and transfer agent will control for each subscription if the requirements to subscribe in the various share categories of the Subfund are met; hence the **INVESTORS IN THE SUBFUND ARE REQUIRED TO CONFIRM THEIR STATUS AS NON-RESIDENT INDIANS (NRI) OR OVERSEAS CITIZENS OF INDIA (OCI) or confirm to be neither OCI, NRI nor RI.**

## 6. INVESTMENT MANAGER

The Management Company of the SICAV has appointed Tata Asset Management Limited as investment manager (henceforward the „**Investment Manager**“) of the Subfund by means of an investment management agreement.

Tata Asset Management Limited is a company domiciled in Mumbai, India, registered under the India Companies Act 1956 and prudentially supervised by the Securities and Exchange Board of India.

The Investment Manager is authorised to make investments directly for the Subfund, taking into account the investment objective, policy and limits of the Company or the Subfund, as applicable, and under the ultimate supervision of the Management Company or the Board of Directors.

## 7. DESCRIPTION OF SHARES

The Company may issue Shares of the Subfund in the following categories:

- B/Bn/Bo-Shares: accumulating;
- C/Cn/Co-Shares: accumulating, for “institutional investors” as described hereafter;
- D/Dn/Do-Shares: accumulating, for particular investors, as described hereafter;
- R/Rn/Ro-Shares: accumulating, for investors subscribing to shares through particular intermediaries;
- M-Shares: accumulating, for particular investors, as described hereafter;
- K – Shares: accumulating, for particular investors as described hereafter.

**Notwithstanding restrictions for share categories as per below, Non-Resident Indians (NRI) shall be restricted to subscribe to share categories bearing the addition „n” in their denomination (e.g. “An”).**

**Notwithstanding restrictions for share categories as per below, Overseas Citizens of India (OCI) shall be restricted to subscribe to share categories bearing the addition „o” in their denomination (e.g. “Ao”).**

**„Ao“).**

Ist der Bezeichnung der Anteilskategorie der Zusatz „h“ beigelegt, handelt es sich dabei um eine ganz oder teilweise währungsabgesicherte Anteilskategorie.

Es werden nur Anteile in Namensform ausgegeben.

Die Gesellschaft kann Anteile sowohl in der Rechnungswährung des Subfonds USD als auch in anderen Währungen anbieten. Die jeweils verfügbaren Anteilskategorien können bei der Hauptverwaltungsstelle bzw. bei den Informations- oder Vertriebsstellen erfragt werden.

**B-Anteile** sind allen Investoren zugänglich, sofern die jeweiligen Anteile im Sitzstaat des Investors zum Vertrieb zugelassen sind.

**C-Anteile** dürfen nur durch „institutionelle Investoren“ im Sinne von Artikel 174 ff. des Gesetzes von 2010 erworben werden (vgl. zur Mindestzeichnung die nachfolgenden Abschnitte „Ausgabe der Anteile“ und „Umtausch von Anteilen“).

**D-Anteile** werden ausschliesslich an „institutionelle Investoren“ (wie oben definiert) ausgegeben, die zusätzlich einen Vermögensverwaltungs- oder Anlageberatungsvertrag oder einen anderen Vertrag, der zur Zeichnung von D-Anteilen berechtigt, mit dem Anlageverwalter unterzeichnet haben und den Mindestzeichnungsbetrag von USD 1'000'000 (vgl. die Abschnitte „Ausgabe von Anteilen“ und „Umtausch von Anteilen“ unten) einhalten. Entfällt die vertragliche Grundlage für das Halten von D-Anteilen, so wird die Gesellschaft die D-Anteile automatisch in für den betroffenen Investor zulässige Anteile einer anderen Kategorie umwandeln, und alle für Anteile dieser anderen Kategorie geltenden Bestimmungen (einschliesslich Gebühren und Steuern) finden auf diese Anteile Anwendung.

If the share category bears the addition “h” in its denomination, that means that the share category is fully or partially hedged against currency fluctuations.

Only registered Shares will be issued.

The Company may issue Shares both in the accounting currency of the Subfund, USD, as well as in other currencies. Details of the Share categories currently available may be requested from the central administration or from the information or distributing agents.

**B-Shares** are accessible to all investors, provided that the relevant shares are registered and authorized for sale in the domicile country of the investor.

**C-Shares** may be purchased exclusively by “institutional investors” within the meaning of Article 174 et seq. of the 2010 Law (regarding minimum subscriptions, see the sections “Issue of Shares” and “Switching of Shares”).

**D-Shares** will be issued exclusively to “institutional investors” (as defined above) which have signed in addition an asset management or investment advisory agreement or another agreement which is essential for the subscription of D-Shares with the Investment Manager and which observe the minimum subscription amount of USD 1'000'000 (see the sections “Issue of Shares” and “Switching of Shares” below). In case the contractual basis for holding D-Shares is no longer given, the Company will automatically switch D-Shares into Shares of another category which are eligible for the shareholder in question, and all provisions regarding the Shares of such other category (including provisions regarding fees and taxes) shall be applicable on such Shares.

**R-Anteile** sind nur für bestimmte Intermediäre verfügbar, denen es nicht gestattet ist, Gebühren, Provisionen oder andere monetäre oder nichtmonetäre Vorteile (mit Ausnahme kleinerer nichtmonetärer Vorteile) einer dritten Partei oder einer Person, die im Namen einer dritten Partei handelt, anzunehmen und zu behalten, sei dies (i) aufgrund gesetzlicher Vorschriften oder (ii) aufgrund dessen, dass sie mit ihren Kunden vertragliche Vereinbarungen (z.B. individuelle diskretionäre Vermögensverwaltungs- oder Anlageberatungsmandate mit separaten Gebührenvereinbarungen oder andere Vereinbarungen) abgeschlossen haben, die solche Zahlungen ausschliessen.

Im Zusammenhang mit dem Vertrieb, Anbieten oder Halten von R-Anteilen zahlt die Gesellschaft den Intermediären keine Gebühren, Provisionen oder andere monetäre oder nichtmonetäre Vorteile (mit Ausnahme kleinerer nichtmonetärer Vorteile) für Vertriebs- oder Vermittlungsdienstleistungen.

**M-Anteile** werden ausschliesslich während der Zeichnungsperiode an „institutionelle Investoren“ ausgegeben, welche eine Vereinbarung mit der Gesellschaft oder Verwaltungsgesellschaft geschlossen haben.

**K-Anteile** sind für Investoren verfügbar, die eine Exit-Load-Anteilskategorie suchen, und unterliegen einer aufgeschobener Verkaufsgebühr (CDSC), wie in Abschnitt 12 unten näher beschrieben.

## 8. AUSSCHÜTTUNGSPOLITIK

Die Gesellschaft beabsichtigt, in Übereinstimmung mit den luxemburgischen Gesetzen, der Satzung und diesem Rechtsprospekt, für ausschüttende Anteile eine angemessene Dividende auszuschütten, wobei u.a. die im Subfonds erzielten Nettoerträge (z.B. Zinsen, Dividenden, sonstige Erträge) sowie die im Subfonds erzielten Kapital- und Devisengewinne berücksichtigt werden.

Die Höhe der Zahlung von Dividenden ist nicht im Voraus festgelegt und kann gemäss den wirtschaftlichen und sonstigen Umständen schwanken.

Die Gesellschaft behält sich vor, die Ausschüttungspolitik, insbesondere auch aus steuerlichen Überlegungen, im Interesse der Aktionäre jederzeit zu ändern.

Gelegentlich können Dividenden aus dem Kapital ausgeschüttet werden, wenn die von dem Subfonds erzielten Erträge/Kapitalgewinne nicht ausreichen. Dadurch kann unter gewissen Umständen in angemessenem Rahmen eine gleichbleibende Zahlung pro Anteil aufrechterhalten werden. Der Subfonds wird im Interesse aller Anteilhaber im Einklang mit den angegebenen Anlagezielen verwaltet und nicht mit dem Ziel, für eine bestimmte Anteilskategorie eine stabile

**R-Shares** are available for specified intermediaries only who are not allowed to accept and retain fees, commissions or any monetary or non-monetary benefits (except for minor non-monetary benefits) paid or provided by any third party or a person acting on behalf of a third party, be this (i) due to legal requirements or (ii) due to the fact that they have concluded contractual agreement (e.g. individual discretionary portfolio management or advisory agreements with separate fee arrangements or other agreements) with their customers which exclude such payments.

Regarding the distribution, offering or holding of R-Shares, the Company shall not pay any fees, commissions or any monetary or non-monetary benefits (except for minor non-monetary benefits) to the intermediaries for distribution or intermediary services.

**M-Shares** will be exclusively issued during the subscription period to “institutional investors” which concluded an agreement with the Company or Management Company.

**K-Shares** are available to investors looking for an exit load share class and are subject to a contingent deferred sales charge (CDSC) as described in Section 12 below.

## 8. DIVIDEND POLICY

The Company intends to disburse an adequate dividend in respect of distributing Shares in accordance with the laws of Luxembourg, the Articles of Association and this Prospectus, taking into account i.a. realised net earnings of the Subfund (e.g. interest, dividends, other income) and realised capital and exchange rate gains in the Subfund.

The amount of dividend payments shall not be pre-determined but may vary depending on economic and other circumstances.

The Company reserves the right to change the dividend policy at any time, particularly for tax reasons, in the interest of the investors.

Occasionally, dividends may be distributed from capital if earnings/capital gains generated by the Subfund should be insufficient. This may under certain circumstances and within reasonable bounds allow for upholding of a consistent payment per Share. However, the Subfund shall be managed in the interest of all investors in accordance with the stated investment objectives and not for the purpose of maintaining a stable payout per Share for a particular category of shares. In this context, shareholders should note that the payment of dividends out of capital will represent a

Auszahlung je Aktie aufrechtzuerhalten. Aktionäre sollten in diesem Zusammenhang beachten, dass die Zahlung von Dividenden aus dem Kapital eine Rückgabe bzw. Entnahme eines Teils des Betrages darstellt, den sie ursprünglich investiert haben, oder von den Kapitalgewinnen, die der ursprünglichen Anlage zuzuordnen sind. Derartige Ausschüttungen können zu einem sofortigen Rückgang des Nettoinventarwerts pro Anteil des Subfonds führen.

## 9. GEBÜHREN UND KOSTEN

### A) Verwaltungsgebühr

Auf der Basis des Nettoinventarwertes des Subfonds wird für die Anlageverwaltung in Bezug auf das Wertpapierportfolio sowie für allfällige Verwaltungs- und Vertriebsleistungen eine jährliche maximale Verwaltungsgebühr wie folgt zu Lasten des Subfonds erhoben:

- B-Anteile: max. 2.00% p.a.
- C-Anteile: max. 1.50% p.a.
- D-Anteile: max. 1.00% p.a.
- R-Anteile: max. 0.50% p.a.
- M-Anteile: 0%
- K-Anteile: max. 2.00% p.a.

### B) Dienstleistungsgebühr

Die Entschädigung der Verwaltungsgesellschaft, der Depotbank, der Hauptverwaltungs-, Hauptzahl-, Namensregister- und Umschreibungsstelle erfolgt separat und beträgt maximal 0.30% p.a. bezüglich aller Anteilskategorien. Die Dienstleistungsgebühr beträgt mindestens USD 65'000 jährlich.

### C) Kosten der Währungsabsicherung

Bei Anteilskategorien mit Währungsabsicherung kann pro Anteilskategorie zusätzlich eine jährliche Gebühr von max. 0.10% belastet werden.

### D) Tax Agent Kosten

Die Gesellschaft und/oder Verwaltungsgesellschaft kann einen Tax Agent in Indien bestellen. Sämtliche Kosten im Zusammenhang mit den Tax Agent Tätigkeiten werden dem Subfonds belastet. Diese Tätigkeiten beinhalten, ohne abschliessend zu sein, die Beantragung einer PAN Card, die Erstellung und Einreichung der jährlichen Steuererklärung in Indien, Einspruch gegen Steuerbescheide (sofern notwendig), die Ermittlung der quartalsweisen Steuervorauszahlungen sowie die Ermittlung von Steuerverpflichtungen im Rahmen von Verkaufsaufträgen.

### E) Nebenkosten

return or withdrawal of part of the amount originally invested by investors or of capital gains attributable to the original investment. Such distributions may result in an immediate decrease in the net asset value per Share of the Subfund.

## 9. FEES AND COSTS

### A) Management Fee

On the basis of the net asset value of the Subfund, a maximum annual management fee shall be charged to the Subfund for investment management services relating to the securities portfolio as well as for administrative and distribution services, if any, as set out below:

- B-Shares: max. 2.00% p.a.
- C-Shares: max. 1.50% p.a.
- D-Shares: max. 1.00% p.a.
- R-Shares: max. 0.50% p.a.
- M-Shares: 0%
- K-Shares: max. 2.00% p.a.

### B) Servicing Fee

The remuneration of the Management Company, the Custodian Bank, the Central Administration and Principal Paying Agent and the Registrar and Transfer Agent is paid separately and amounts to a maximum of 0.30% p.a. in respect of all Share Categories. The fee payable is subject to a minimum annual fee of USD 65,000.

### C) Currency Hedging Costs

With regards to currency hedged share categories, an additional annual fee of maximum 0.10% per share category may be levied.

### D) Tax Agent costs

The Company and/or the Management Company may appoint a tax agent in India. All costs relating to tax agent services shall be charged to the Subfund. The services may include, but are not limited, to applying for a PAN card, preparing and filing of the annual tax return in India, appeal to tax assessments (if needed), the determination of the quarterly tax instalments as well as determining the tax liability on sale trades.

### E) Additional Charges

Die Gesellschaft zahlt ferner aus dem NIW des Subfonds die sich aus dem Geschäftsbetrieb der Gesellschaft ergebenden Kosten, wie im Kapitel „Gebühren und Kosten“ des Allgemeinen Teils beschrieben.

The Company may disburse further costs relating to its business operations at the expense of the NAV of the Subfund, as described in the section “Fees and costs” of the General Part of the Prospectus.

#### **10. TRANSAKTIONS- UND BEWERTUNGSFREQUENZ; AUFTRAGSTAG UND BEWERTUNGSTAG FÜR DEN NETTOINVENTARWERT (NIW)**

Anteile des Subfonds können an jedem Bewertungstag ausgegeben oder zurückgenommen werden.

**Bewertungstag:** Der Nettoinventarwert der Anteile des Subfonds wird täglich berechnet. Es findet die Definition des Bewertungstags des Allgemeinen Teils des Prospekts Anwendung.

#### **10. TRANSACTION AND EVALUATION FREQUENCY; ORDER DAY AND VALUATION DAY FOR THE NET ASSET VALUE (NAV)**

Shares of the Subfund may be subscribed or redeemed on each Valuation Day.

**Valuation Day:** The NAV of the Subfund's Shares is calculated daily. The Definition of Valuation Day of the General Part of the Prospectus shall apply.

#### **11. AUSGABE DER ANTEILE**

##### **Allgemein**

Nach Ablauf der Erstzeichnungsfrist werden Anteile des Subfonds an jedem Bewertungstag ausgegeben. Der Ausgabepreis gründet auf dem NIW der Anteile am jeweils anwendbaren Bewertungstag und wird auf zwei (2) Stellen nach dem Komma gerundet.

#### **11. ISSUE OF SHARES**

##### **General**

On expiry of the initial subscription period, Shares in the Subfund will be issued on each Valuation Day. The Issue Price is based on the NAV of the Shares on the applicable Valuation Day and will be rounded to two (2) decimal places.

##### **Mindestzeichnungsbetrag**

Bei erstmaliger Zeichnung von C-Anteilen ist ein Mindestzeichnungsbetrag von USD 150'000 vorgesehen.

Bei erstmaliger Zeichnung von D-Anteilen ist ein Mindestzeichnungsbetrag von USD 1'000'000 vorgesehen.

Der Mindestzeichnungsbetrag lautet auf USD oder den entsprechenden Gegenwert in der Währung der jeweiligen Anteilkategorie.

Der Verwaltungsrat der Gesellschaft kann nach eigenem Ermessen Erstzeichnungsanträge über einen niedrigeren Betrag als den angegebenen Mindestzeichnungsbetrag akzeptieren. Bei Folgezeichnungen von Anteilen ist kein Mindestzeichnungsbetrag vorgesehen.

##### **Minimum Subscription Amount**

The initial minimum subscription amount for C-Shares shall be USD 150'000.

The initial minimum subscription amount for D-Shares shall be USD 1'000'000.

Minimum subscription amount shall be USD or the equivalent amount in the currency of the respective category.

The Company's Board of Directors may at its own discretion accept initial subscription applications for an amount lower than the stated minimum subscription amount. Further subscriptions of Shares are not subject to a minimum subscription amount.

##### **Antragsverfahren**

Anleger können jederzeit Anteile des Subfonds bei der im Allgemeinen Teil des Prospekts genannten Namensregister- und Umschreibungsstelle bzw. Hauptzahlstelle im Luxemburg (oder bei ggf. in einzelnen Vertriebsländern bestellten lokalen Vertriebs- bzw. Zahlstellen) zeichnen. Dabei ist die genaue Identität des Zeichners, der Name des Subfonds und welche Anteilkategorie gezeichnet wird, anzugeben.

##### **Application Procedure**

Investors may at any time subscribe Shares in the Subfund at the Registrar and Transfer Agent or Principal Paying Agent in Luxembourg mentioned in the General Part of this Prospectus (or, as the case may be, at local distributors and paying agents appointed in particular distribution countries). The exact identity of the subscriber, the name of the Subfund, and which Share category will be subscribed for must be stated.

Für alle Zeichnungen von Anteilen des Subfonds, die

All subscriptions for Shares in the Subfund received

bei der Namensregister- und Umschreibungsstelle an einem Auftragstag bis spätestens um 11:00 Luxemburger Ortszeit (cut-off Zeit) eintreffen, gilt der ermittelte Ausgabepreis, der **ein** (1) Bankwerktag später auf der Grundlage des NIW der Anteile am jeweils anwendbaren Bewertungstag berechnet wird<sup>1</sup>. Für nach diesem Zeitpunkt bei der Namensregister- und Umschreibungsstelle eintreffende Zeichnungen gilt der Ausgabepreis des übernächsten Bewertungstages.

Der Gesamtbetrag der Zeichnung von Anteilen des Subfonds muss innerhalb von einem (1) Bankwerktag nach dem anwendbaren Bewertungstag gutgeschrieben sein.

Es werden keine Anteilsscheine oder Anteilszertifikate ausgeliefert.

Die Gesellschaft behält sich das Recht vor, Anträge abzulehnen oder nur zum Teil anzunehmen oder ergänzende Informationen und Dokumente zu verlangen. Wird ein Antrag ganz oder teilweise abgelehnt, wird der Zeichnungsbetrag oder der entsprechende Saldo dem Zeichner zurücküberwiesen.

#### **Verkaufsgebühr**

Bei Ausgabe von Anteilen kann im Ermessen des jeweiligen Vertriebsstellen eine Verkaufsgebühr von bis zu 5% erhoben werden.

Diesfalls ist es Vertriebsstellen nicht erlaubt, eine Rücknahmgebühr zu erheben.

Für M-Anteile darf keine Verkaufsgebühr erhoben werden.

#### **Swing Pricing**

Sofern der Saldo der Ausgabe und Rücknahme von Anteilen, inkl. Ausgaben oder Rücknahmen anlässlich eines Umtausches, an einem jeweiligen Ausgabebetrag 1% des Nettoinventarwertes des Subfonds übersteigt, wird der NAV um einen von der Gesellschaft oder der Verwaltungsgesellschaft definierten und periodisch überprüften Faktor „geschwungen“, was den Ausgabepreis für alle Anteilskategorien zum Vorteil des Subfonds beeinflusst.

### **12. RÜCKNAHME VON ANTEILEN**

Anteile des Subfonds werden an jedem Ausgabe- und Rücknahmetag durch Antrag an die im Allgemeinen Teil des Prospekts genannten Namensregister- und Umschreibungsstelle bzw. Hauptzahlstelle im Luxemburg (oder an ggf. in einzelnen Vertriebsländern bestellte lokale Vertriebs- bzw. Zahlstellen) zurückgenommen.

Für alle Rücknahmen von Anteilen des Subfonds, die bei der Namensregister- und Umschreibungsstelle an

by the Registrar and Transfer Agent on an Application Day (Order Day) no later than 11:00 Luxembourg local time (cut-off time), will be handled at the Issue Price calculated **one** (1) business day later based on the NAV of the Shares on the applicable Valuation Day<sup>1</sup>. Subscriptions received by the Registrar and Transfer Agent after this time will be handled at the Issue Price of the Valuation Day after the next Valuation Day.

The total amount of the subscription of Shares in the Subfund must be credited one (1) business day after the applicable Valuation Day.

Share coupons or certificates will not be delivered.

The Company reserves the right to reject applications or to accept them only in part or to require further information and/or documents. If an application is rejected in full or in part, the subscription amount or the corresponding balance is returned to the applicant.

#### **Selling Fee**

A selling fee of up to 5% may be levied on issuance of Shares in the discretion of the respective distributor.

Distributors will not be permitted to levy a redemption fee in case the selling fee has been applied.

No selling fee shall be levied on M-Shares.

#### **Swing Pricing**

In the event of net subscription and redemption requests, including subscriptions and/or redemptions occurring as a result of requests for switching, exceeding 1% of the net asset value of the Subfund on any given Valuation Day, the NAV is swung by a factor predetermined and periodically adjusted by the Company or Management Company impacting the Issuing Price for all share categories for the benefit of the Subfund.

### **12. REDEMPTION OF SHARES**

The Shares in the Subfund will be redeemed on any Issue and Redemption Day by application to the Registrar and Transfer Agent / Principal Paying Agent in Luxembourg as mentioned in the General Part of the Prospectus (or, as the case may be, at local distributors and paying agents appointed in particular distribution countries).

All requests for redemptions in Shares in the Subfund received by the Registrar and Transfer Agent on an

<sup>1</sup> Im Falle eines US Dollar Währungsfeiertages, an welchem die US Notenbank geschlossen bleibt, kann der Ablauf sich um einen Bankwerktag verzögern / the timeline may skip one business day in case of US Dollar currency holidays where the FED will be closed.

einem Auftragstag bis spätestens um 11:00 Luxemburger Ortszeit (cut-off Zeit) eintreffen, gilt der ermittelte Rücknahmepreis, der **ein** (1) Bankwerktag später berechnet wird<sup>1</sup>. Für nach diesem Zeitpunkt bei der Namensregister- und Umschreibungsstelle eintreffende Anträge gilt der Rücknahmepreis des übernächsten Bewertungstages.

Der Rücknahmepreis gründet auf dem NIW der Anteile am jeweils anwendbaren Bewertungstag und wird auf zwei (2) Stellen nach dem Komma gerundet.

Die Zahlung der Rücknahme von Anteilen des Subfonds erfolgt innerhalb von drei (3) Bankwerktagen nach dem Bewertungstag.

Wenn bei der Ausgabe von Anteilen keine Verkaufsgebühr erhoben worden ist, kann stattdessen eine Rücknahmegebühr von bis zu 3% des jeweiligen Nettoinventarwertes belastet werden (dies ist für M-Anteile nicht anwendbar).

#### Aufgeschobene Verkaufsgebühr (CONTINGENT DEFERRED SALES CHARGE)

Für K-Anteile wird keine Rücknahmegebühr erhoben. Stattdessen kann eine aufgeschobene Verkaufsgebühr (contingent deferred sales charge, "CDSC") zugunsten der Vertriebsstellen, der Verwaltungsgesellschaft oder einer anderen von der Verwaltungsgesellschaft von Zeit zu Zeit ernannten Partei erhoben werden. Die CDSC wird auch erhoben, wenn der Investor seine Anteile der K-Anteilskategorie in Anteile einer anderen Kategorie umtauscht.

Der anwendbare CDSC-Satz wird auf der Grundlage des Gesamtzeitraums berechnet, in dem die zur Rücknahme eingereichten Anteile (einschließlich der K-Anteile, von denen sie gegebenenfalls infolge eines Umtausches aus einem anderen Teilfonds abgeleitet wurden) im Umlauf waren. Wenn ein Investor K-Anteile hält, die zu unterschiedlichen Zeiten gezeichnet und ausgegeben wurden, hängt der geltende CDSC-Satz von den Anteilen ab, die gemäß den Anweisungen des Investors zurückgenommen werden sollen.

Der Betrag von CDSC pro Anteil wird in der jeweiligen Handelswährung der zurückzunehmenden K-Anteile berechnet, indem der oben festgelegte relevante Prozentsatz mit dem Nettoinventarwert pro Anteil vom Tag der ursprünglichen Ausgabe der zurückzunehmenden K-Anteile oder der K-Anteile eines anderen Teilfonds, aus dem diese Anteile gegebenenfalls umgetauscht wurden, multipliziert wird.

Wenn K-Anteile innerhalb von 3 (drei) Jahren nach dem Erwerb zurückgenommen oder umgetauscht werden, unterliegt der Rücknahmeerlös dieser Anteile einer CDSC zu den in der Tabelle in Abschnitt 14 angegebenen Sätzen.

### 13. UMTAUSCH VON ANTEILEN

Anteile des Subfonds können in Anteile von anderen

Application Day no later than 11:00 Luxembourg local time (cut-off time), will be handled at the Redemption Price calculated **one** (1) business day later<sup>1</sup>. Redemption requests received by the Registrar and Transfer Agent after this time will be handled at the Redemption Price of the Valuation Day after the next Valuation Day.

The Redemption Price will be based on the NAV of the Shares on the applicable Valuation Day and will be rounded to two (2) decimal places.

Payment of the redemption of Shares in the Subfund will be made within three (3) banking days after the Valuation Day.

If no selling fee was charged when Shares were issued, a redemption fee of up to a maximum of 3% of the respective net asset value may be charged (this shall not be applicable to M-Shares).

#### CONTINGENT DEFERRED SALES CHARGE

No redemption fee is payable on K-Shares. Instead, a contingent deferred sales charge ("CDSC") may be payable to the Distributors, Management Company or such other party as the Management Company may from time to time appoint. The CDSC will be also levied if the Investor switches to another share category from the K-Share category.

The applicable CDSC rate will be calculated on the basis of the total period during which the Shares submitted for redemption (including the K-Shares from which they are derived (if applicable) as a result of conversion from another Subfund) were in circulation. If a Shareholder holds K-Shares subscribed and issued at different times, the applicable CDSC rate will depend on the Shares to be redeemed in accordance with the Shareholder's instructions.

The amount of CDSC per Share will be calculated in the relevant dealing currency of the K-Shares to be redeemed by multiplying the relevant percentage rate, as determined above, by the Net Asset Value per Share on the date of the original issue of the K-Shares to be redeemed or the K-Shares of any other Subfund from which such Shares have been converted, if applicable.

If K-Shares are redeemed or switched within 3 (three) years of purchase, the redemption proceeds of such Shares will be subject to a CDSC at the rates in the table found in Section 14.

### 13. SWITCHING OF SHARES

Shares in the Subfund may be switched for Shares in

Subfonds der Gesellschaft umgetauscht werden, in welche ein solcher Umtausch gestattet ist.

Sofern ein Aktionär die Voraussetzungen für eine spezifische Anteilkategorie erfüllt, kann dieser den Umtausch von allen oder von einem Teil seiner Anteile in diese Anteilkategorie beantragen.

Der Umtausch in M-Anteile ist ausgeschlossen.

Zugunsten der Vertriebsstellen kann für den Umtausch eine Gebühr von höchstens 1% des NAV der betroffenen Anteile erhoben werden.

Im Übrigen gelten für Anträge auf den Umtausch von Anteilen die gleichen Modalitäten wie für die Rücknahme von Anteilen, und es finden die Bestimmungen des Allgemeinen Teils des Rechtsprospekts Anwendung.

Wenn der Investor bei den K-Anteilen vor Ablauf von drei (3) Jahren in eine andere Anteilkategorie wechselt, muss er die entsprechende CDSC wie oben beschrieben zahlen.

other Subfunds of the Company for which such switch is allowed.

Provided the requirements applicable to a specific share category are met, a shareholder may request to switch all or part of its holdings to such share category.

The switch into M-Shares is excluded.

A fee of up to 1% of the NAV of the relevant shares may be levied in favor of distributors for the switch.

Apart from that, for requests for the switching of Shares, the same modalities as for the redemptions of Shares will apply, and the provisions of the General Part of the Prospectus will apply.

For the K-Shares, if the investor switches to another share category before the completion of three (3) years, the investor shall pay the applicable CDSC as described above.

**14. ÜBERSICHT ÜBER DIE ANTEILSKATEGORIEN**

Die folgende Tabelle bietet einen schematischen Überblick über die wichtigsten Eigenschaften des Subfonds bzw. dessen Anteils Kategorien. Sie ersetzt nicht die Lektüre des Prospekts.

**14. OVERVIEW OF THE SHARE CATEGORIES**

The following table offers a schematic overview of the most important characteristics of the Subfund and its Share categories. It is not a substitute for reading the Prospectus.

| Bezeichnung Subfonds / Name of the Subfund | Anteile / Shares | Währung / Currency | ISIN-Code    | Aktivierung / Activation | Mindestzeichnungsbetrag Erstzeichnung / Min. Initial Subscription Amount | Verwaltungsgebühr / Management Fee | Dienstleistungsgebühr / Servicing Fee |
|--------------------------------------------|------------------|--------------------|--------------|--------------------------|--------------------------------------------------------------------------|------------------------------------|---------------------------------------|
| <b>TATA INDIA EQUITY FUND</b>              | <b>B</b>         | USD                | LU1980190034 | 10.01.2020               | ---                                                                      | max. 2.00%                         | max. 0.30%                            |
|                                            | <b>Bn</b>        |                    | LU2027376099 | tbd                      |                                                                          |                                    |                                       |
|                                            | <b>Bo</b>        |                    | LU2027376172 | tbd                      |                                                                          |                                    |                                       |
|                                            | <b>C</b>         |                    | LU1932498170 | 10.01.2020               | USD 150'000                                                              | max. 1.50%                         | max. 0.30%                            |
|                                            | <b>Cn</b>        |                    | LU2027376255 | tbd                      |                                                                          |                                    |                                       |
|                                            | <b>Co</b>        |                    | LU2027376339 | tbd                      |                                                                          |                                    |                                       |
|                                            | <b>D</b>         |                    | LU1932498253 | 13.02.2020               | USD 1'000'000                                                            | max 1.00%                          | max. 0.30%                            |
|                                            | <b>Dn</b>        |                    | LU2027376412 | tbd                      |                                                                          |                                    |                                       |
|                                            | <b>Do</b>        |                    | LU2027376503 | tbd                      |                                                                          |                                    |                                       |
|                                            | <b>M</b>         |                    | LU1932498337 | tbd                      | ---                                                                      | 0.00%                              | max. 0.30%                            |
|                                            | <b>K</b>         |                    | TBC          | tbd                      | ...                                                                      | max. 2.00%                         | max. 0.30%                            |
|                                            | <b>R</b>         |                    | LU2027376685 | tbd                      | ---                                                                      | max. 0.50%                         | max. 0.30%                            |
|                                            | <b>Rn</b>        |                    | LU2027376768 | tbd                      |                                                                          |                                    |                                       |
|                                            | <b>Ro</b>        |                    | LU2027376842 | tbd                      |                                                                          |                                    |                                       |

| Years since purchase/Vergangene Jahre seit dem Erwerb               | Applicable rate of CDSC/Anwendbarer CDSC-Satz |
|---------------------------------------------------------------------|-----------------------------------------------|
| Up to 1 year/Bis zu 1 Jahr                                          | 3%                                            |
| Over 1 year and up to 2 years/Mehr als 1 Jahr und bis zu 2 Jahren   | 2%                                            |
| Over 2 years and up to 3 years/Mehr als 2 Jahre und bis zu 3 Jahren | 1%                                            |
| Over 3 years/Mehr als 3 Jahre                                       | 0%                                            |

## MULTIPARTNER SICAV

# KONWAVE GOLD EQUITY FUND

Ein für die KONWAVE AG, Herisau, Schweiz, durch die GAM (LUXEMBOURG) S.A., Luxemburg, aufgelegter Subfonds der SICAV luxemburgischen Rechts MULTIPARTNER SICAV

A Subfund of the SICAV under Luxembourg law MULTIPARTNER SICAV, established for KONWAVE LTD., Herisau, Switzerland, by GAM (LUXEMBOURG) S.A., Luxembourg

### **BESONDERER TEIL W: 24. JANUAR 2024**

### **SPECIAL PART W: 24 JANUARY 2024**

Dieser Besondere Prospektteil ergänzt den Allgemeinen Teil mit Bezug auf den Subfonds KONWAVE GOLD EQUITY FUND.

Die nachfolgenden Bestimmungen müssen in Verbindung mit dem Allgemeinen Prospektteil gelesen werden.

Die hier enthaltenen Angaben auf Englisch (rechte Spalte) sind nach bestem Wissen und Gewissen der Gesellschaft eine treue Übersetzung der deutschen Originalfassung (linke Spalte). Im Falle von Widersprüchen gilt die Fassung in deutscher Sprache.

This Special Part of the Prospectus supplements the General Part with regard to the Subfund KONWAVE GOLD EQUITY FUND.

The provisions below must be read in conjunction with the General Part of the Prospectus.

The information contained herein in English (right column) is, to the Company's best knowledge and belief, a true translation of the German original version (left column). In the event of contradictions, the German-language version shall prevail.

## 1. ERSTAUSGABE DER ANTEILE DES KONWAVE GOLD EQUITY FUND

Die Anteile des Multipartner SICAV - KONWAVE GOLD EQUITY FUND („**KONWAVE GOLD EQUITY FUND**“ oder „**Subfonds**“) wurden erstmals vom 22. bis zum 30. September 2003 zu einem Erstausgabepreis von USD 100 pro Anteil ausgegeben, zuzüglich einer Verkaufsgebühr zugunsten der Vertriebsstelle von bis zu maximal 5% des Ausgabepreises.

## 2. ANLAGEZIELE UND -POLITIK DES KONWAVE GOLD EQUITY FUND

Das Anlageziel der Gesellschaft in Bezug auf den KONWAVE GOLD EQUITY FUND ist die Erzielung eines langfristigen Kapitalzuwachses durch Anlagen zu mindestens zwei Dritteln seines Vermögens in einem Portfolio sorgfältig ausgewählter Aktien und anderer Beteiligungspapiere sowie in Warrants auf Aktien und andere Beteiligungspapiere von Unternehmen aus dem Sektor der Goldindustrie, die ihren Sitz in anerkannten Ländern haben. Dieser Sektor umfasst Unternehmen, die ihre Tätigkeit auf die Exploration, Produktion, Weiterverarbeitung und den Handel primär von Gold und subsidiär anderen Edelmetallen ausrichten. Ausserdem kann die Gesellschaft bis zu maximal einem Drittel des Vermögens des KONWAVE GOLD EQUITY FUND in Aktien und andere Beteiligungspapiere sowie in Warrants auf Aktien und andere Beteiligungspapiere von Unternehmen aus anderen Sektoren sowie in fest- oder variabelverzinsliche Wertpapiere sowie in Wandel- und Optionsanleihen von Emittenten aus anerkannten Ländern investieren. Käufe von Warrants bergen höhere Risiken in sich, bedingt durch die grössere Volatilität dieser Anlagen. Anlagen in Warrants auf Aktien und andere Beteiligungspapiere dürfen bis zu maximal 15% des Vermögens des KONWAVE GOLD EQUITY FUND betragen. Der KONWAVE GOLD EQUITY FUND lautet auf USD.

Ungeachtet anderslautender Bestimmungen im Prospekt und den oben genannten Ausführungen zur Anlagepolitik des Subfonds, investiert der Subfonds im Einklang mit seiner Anlagepolitik mindestens 51% des Nettofondsvermögens fortlaufend in qualifizierende Aktien, um als Aktienfonds im Sinne des deutschen Investmentsteuergesetzes 2018 (in der jeweils gültigen Fassung) zu qualifizieren, solange dies erforderlich ist. Dabei können die tatsächlichen Kapitalbeteiligungsquoten (i.S.d. InvStG) von Ziel-Investmentfonds berücksichtigt werden.

Zudem kann die Gesellschaft in Bezug auf den KONWAVE GOLD EQUITY FUND in Anteile anderer OGAW und/oder anderer OGA sowie Exchange Traded

## 1. INITIAL ISSUE OF SHARES OF THE KONWAVE GOLD EQUITY FUND

The Shares of the Multipartner SICAV - KONWAVE GOLD EQUITY FUND („**KONWAVE GOLD EQUITY FUND**“ or „**Subfund**“) were issued for the first time from 22nd to 30th September 2003, at an initial Issue Price of EUR 100 per Share, plus a selling fee payable to the distributor of up to 5% of the Issue Price.

## 2. INVESTMENT OBJECTIVES AND POLICY OF THE KONWAVE GOLD EQUITY FUND

The investment objective of the Company in relation to the KONWAVE GOLD EQUITY FUND is to achieve long-term capital growth by investing at least two thirds of the assets in a portfolio of carefully selected shares and other equity securities, as well as warrants on shares and other equity securities of companies from the gold industry sector who are domiciled in recognized countries. This sector includes companies that focus their activities on the exploration, production, processing and trading of gold, primarily, and subsidiarily, of precious metals. Furthermore the Company may invest up to a maximum of one third of the assets of the KONWAVE GOLD EQUITY FUND in shares and other equity securities, as well as warrants on shares and other equity securities of companies from other sectors, or in fixed-interest or floating-rate securities, convertible and warrant bonds of issuers from recognised countries. Purchases of warrants involve increased risks due to the higher volatility of such investments. Up to a maximum of 15% of the assets of KONWAVE GOLD EQUITY FUND may be invested in warrants on shares or other equity securities. The KONWAVE GOLD EQUITY FUND is denominated in USD.

Notwithstanding contrary provisions in the Prospectus and the Subfund's investment policy described above, the Subfund invests continually, in agreement with its investment policy, for as long as required, at least 51% of its net assets in shares which qualify as equity funds within the meaning of the German Investment Tax Act 2018 (as amended). The actual capital participation ratio (as defined by the German Investment Tax Act 2018) of target investment funds can be considered.

In addition, the Company may, in relation to the KONWAVE GOLD EQUITY FUND, invest in units of other UCITS and/or other UCIs as well as exchange

Products („ETP“), wie zum Beispiel Exchange Traded Funds (ETF), Exchange Traded Notes (ETN) und Exchange Traded Commodities (ETC) (ETN und ETC max. 20% des Vermögens des Subfonds). Bei den ETN und ETC handelt es sich um zulässige Anlagen i.S.v. Art.41 (1) des Gesetzes von 2010, in welche keine Derivate eingebettet sind sowie bei denen eine physische Lieferung des Basiswerts ausgeschlossen ist.

traded products („ETP“), such as exchange traded funds (ETF), exchange traded notes (ETN) and exchange traded commodities (ETC) (ETN and ETC max. 20% of the Subfund's assets). ETNs and ETCs are eligible investments within the meaning of Art. 41(1) of the Law of 2010 in which no derivatives are embedded and for which physical delivery of the underlying is excluded.

Zusätzliche flüssige Mittel können bis zu 20% des Gesamtvermögens des Subfonds betragen. Diese zusätzlichen flüssigen Mittel beschränken sich auf Sichteinlagen, wie z.B. Barmittel, die auf den laufenden Bankkonten des Subfonds gehalten werden und jederzeit verfügbar sind. Die 20%-Grenze darf nur dann vorübergehend für einen unbedingt notwendigen Zeitraum überschritten werden, wenn die Umstände dies aufgrund außergewöhnlich ungünstiger Marktbedingungen erfordern (z.B. Kriege, Terroranschläge, Gesundheitskrisen oder andere ähnliche Ereignisse) und wenn eine solche Überschreitung unter Berücksichtigung der besten Interessen der Anleger gerechtfertigt ist.

Ancillary liquid assets may amount to up to 20% of the total assets of the Subfund. Such ancillary liquid assets shall be limited to bank deposits at sight, such as cash held in the Subfund's current bank accounts and accessible at any time. The 20% limit may only be breached temporarily for a period of time strictly necessary when, because of exceptionally unfavourable market conditions, circumstances so require (circumstances such as wars, terrorist attacks, health crises or other similar events) and where such breach is justified having regard to the best interests of the investors.

Der Subfonds kann zu Liquiditätszwecken in flüssige Mittel investieren, d.h. in Geldmarktinstrumente und Geldmarktfonds gemäß der Definition in Abschnitt 5 des Allgemeinen Teils sowie in täglich rückzahlbare Einlagen.

The Subfund can invest for treasury purposes in liquid assets, meaning money market instruments and money market funds, as defined in section 5 of the General Part as well as deposits repayable on demand.

#### **HINWEISE BETREFFEND NACHHALTIGKEITSRISIKEN**

Der Marktwert der zugrunde liegenden Anlagen des Subfonds unterliegt den im Allgemeinen Teil beschriebenen Nachhaltigkeitsrisiken. Der Subfonds wird als mit hohen Nachhaltigkeitsrisiken behaftet, die erhebliche Auswirkungen auf den Wert des Portfolios haben können.

Die Bewertung der Nachhaltigkeitsrisiken ist fester Bestandteil der Investmententscheidungen des Anlageverwalters und wird regelmässig während der gesamten Laufzeit der Anlagen durchgeführt.

Für die Zwecke der Bewertung des Nachhaltigkeitsrisikos kann der Anlageverwalter alle verfügbaren Nachhaltigkeitsinformationen verwenden, wie z. B. öffentlich zugängliche Berichte investierter Unternehmen, sonstige öffentlich zugängliche Daten (z. B. Kredit-Ratings) und Daten, die von externen Datenanbietern erstellt und veröffentlicht werden.

Die diesem Finanzprodukt zugrunde liegenden Investitionen berücksichtigen nicht die EU-Kriterien für ökologisch nachhaltige Wirtschaftsaktivitäten.

#### **SUSTAINABILITY RISKS**

The market value of underlying investments of the Subfund are subject to sustainability risks described in the General Part. The Subfund is deemed to have a high level of sustainability risks, which may have significant effect on the value of the portfolio.

The sustainability risk assessment is integrated to the investment decisions of the Investment Manager and shall be carried out at least periodically throughout the life-time of such investment.

For the purposes of sustainability risk assessment, the Investment Manager may use any sustainability information available such as publicly available reports of invested companies, other publicly available data (such as credit ratings) and data made and distributed by external data vendors.

The investments underlying this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

### 3. ANLEGERPROFIL

Der KONWAVE GOLD EQUITY FUND eignet sich nur für erfahrene Investoren, die Erfahrung mit volatilen Anlagen haben, über vertiefte Kenntnisse der Kapitalmärkte verfügen und die gezielt von der Marktentwicklungen in spezialisierten Märkten profitieren wollen und mit den spezifischen Chancen und Risiken dieser Marktsegmente vertraut sind. Investoren haben mit Wertschwankungen zu rechnen, die temporär auch zu sehr hohen Wertverlusten führen können. In einem breit diversifizierten Gesamtportfolio kann der KONWAVE GOLD EQUITY FUND als Ergänzungsanlage eingesetzt werden.

### 4. DER ANLAGEVERWALTER

KONWAVE AG, Obstmarkt 1, CH-9100 Herisau, Schweiz.

Der Anlageverwalter ist ermächtigt, unter Berücksichtigung der Anlageziele, Anlagepolitik und Anlagegrenzen und unter der ultimativen Kontrolle der Verwaltungsgesellschaft bzw. des Verwaltungsrates oder der/den von der Verwaltungsgesellschaft bestellten Kontrollstelle/n, für den KONWAVE GOLD EQUITY FUND unmittelbar Anlagen zu tätigen.

Die KONWAVE AG ist eine Aktiengesellschaft nach schweizerischem Recht. Sie besitzt eine Bewilligung der Eidgenössischen Finanzmarktaufsicht FINMA als Vermögensverwalter kollektiver Kapitalanlagen und wird durch die FINMA beaufsichtigt.

### 5. BESCHREIBUNG DER ANTEILE DES KONWAVE GOLD EQUITY FUND

Nach dem Erstausgabedatum kann die Gesellschaft Anteile des KONWAVE GOLD EQUITY FUND in folgenden Kategorien ausgeben:

- A-Anteile: ausschüttend;
- B-Anteile:thesaurierend;
- C-Anteile:thesaurierend (für „institutionelle Investoren“, wie nachfolgend definiert);
- E-Anteile:thesaurierend (für bestimmte Intermediäre, wie nachfolgend definiert);
- I-Anteile:thesaurierend (für „institutionelle Investoren“, wie nachfolgend definiert);
- R-Anteile:thesaurierend (für bestimmte Intermediäre, wie nachfolgend definiert);
- Ra-Anteile:ausschüttend (für bestimmte Intermediäre, wie nachfolgend definiert).

### 3. INVESTOR PROFILE

The KONWAVE GOLD EQUITY FUND is suitable for investors who have experience with volatile investments, have sound knowledge of the capital markets and wish to benefit from the market development in specialized markets, and are familiar with the opportunities and risks associated with these market segments. Investors must expect fluctuations in the value of the investments, which may temporarily even lead to substantial loss of value. The KONWAVE GOLD EQUITY FUND may be used as a supplementary investment within a widely diversified portfolio.

### 4. INVESTMENT MANAGER

KONWAVE AG, Obstmarkt 1, CH-9100 Herisau, Switzerland.

The Investment Manager is authorized to make investments directly for KONWAVE GOLD EQUITY FUND, taking into account the investment objectives, policy and restrictions and under the ultimate supervision of the Management Company or the Board of Directors or the auditor(s) appointed by the Management Company.

KONWAVE AG is a joint-stock company organized under Swiss law. It is an asset manager for collective investments within the meaning of the Swiss Collective Investment Act and as such is supervised by the Swiss Financial Market Supervisory Authority ("FINMA").

### 5. DESCRIPTION OF SHARES OF THE KONWAVE GOLD EQUITY FUND

After the initial issue date, the Company may issue Shares in the KONWAVE GOLD EQUITY FUND in the following categories:

- "A" Shares: distributing;
- "B" Shares:accumulating;
- "C" Shares: accumulating (for "institutional investors", as described hereafter);
- "E" Shares: accumulating (for certain intermediaries, as described hereafter);
- "I" Shares: accumulating (for "institutional investors", as described hereafter);
- "R" Shares: accumulating (for certain intermediaries, as described hereafter);
- "Ra" Shares: distributing (for certain intermediaries, as described hereafter).

Es werden nur Anteile in Namensform ausgegeben. Die jeweils verfügbaren Anteilkategorien können bei der Hauptverwaltungsstelle bzw. bei den Informations- oder Vertriebsstellen erfragt werden.

Ferner kann die Gesellschaft Anteilkategorien sowohl in der Rechnungswährung US Dollar des KONWAVE GOLD EQUITY FUND als auch in CHF, EUR und GBP anbieten. Dabei dürfen für die einzelnen Anteilkategorien keine kategorispezifischen Währungsabsicherungsgeschäfte getätigt werden.

**C-ANTEILE** sowie **I-ANTEILE** dürfen nur durch „institutionelle Investoren“ im Sinne von Artikel 174ff. des Gesetzes von 2010 erworben werden (vgl. zur Mindestzeichnung die nachfolgenden Kapitel „Ausgabe und Rücknahme der Anteile“ und „Umtausch von Anteilen“). Für in der EU inkorporierte Rechtssubjekte umfasst die Definition des „Institutionellen Investors“ alle geeigneten Gegenparteien und alle Kunden, die per se als professionelle Kunden angesehen werden im Sinne der Richtlinie 2014/65/EU über Märkte für Finanzinstrumente („MIFID“), die nicht eine Behandlung als nichtprofessioneller Kunde beantragt haben.

**E-ANTEILE** werden ausschliesslich an Vertriebsstellen mit Domizil in Spanien und Italien sowie an bestimmte weitere Vertriebsstellen in anderen Vertriebsmärkten ausgegeben, sofern der Verwaltungsrat der Gesellschaft für Letztere eine besondere Ermächtigung zum Vertrieb der E-Anteile beschlossen hat. Andere Vertriebsstellen dürfen keine E-Anteile erwerben.

**R-ANTEILE** sowie **Ra-ANTEILE** sind nur für bestimmte Intermediäre verfügbar, denen es nicht gestattet ist, Gebühren, Provisionen oder andere monetäre oder nichtmonetäre Vorteile (mit Ausnahme kleinerer nichtmonetärer Vorteile) einer dritten Partei oder einer Person, die im Namen einer dritten Partei handelt, anzunehmen und zu behalten, sei dies (i) aufgrund gesetzlicher Vorschriften oder (ii) aufgrund dessen, dass sie mit ihren Kunden vertragliche Vereinbarungen (z.B. individuelle diskretionäre Vermögensverwaltungs- oder Anlageberatungsmandate mit separaten Gebührenvereinbarungen oder andere Vereinbarungen) abgeschlossen haben, die solche Zahlungen ausschliessen.

## 6. AUSSCHÜTTUNGSPOLITIK

Der Verwaltungsrat schlägt der Generalversammlung der Aktionäre des Subfonds eine jährliche angemessene Ausschüttung vor.

## 7. GEBÜHREN UND KOSTEN

### VERWALTUNGSGEBÜHR

Only registered Shares will be issued. Details of the share categories currently available may be requested from the Central administration or the information agents or distributors.

Furthermore, the Company may offer shares either in USD, the account currency of the KONWAVE GOLD EQUITY FUND, or in CHF, EUR and GBP. A depreciation caused by exchange rate fluctuations cannot be ruled out.

**C SHARES** and **I SHARES** may only be acquired by "institutional investors" within the meaning of Articles 174 et seq. of the Law of 2010 (re. minimum subscriptions, see the section "Issue and Redemption of Shares" and "Switching of Shares"). For entities incorporated in the EU, the definition of "institutional investors" includes, inter alia, all eligible counterparties and all clients considered per se to be professionals pursuant to Directive 2014/65/EU on markets in financial instruments ("MIFID- Directive") who have not requested non-professional treatment.

**E SHARES** are issued exclusively to distributors domiciled in Spain and Italy and to other defined distributors in other distribution markets, provided the Board of Directors of the Company has decided on a special authorisation for the distribution of E Shares for the latter. All other distributors are not allowed to acquire E-Shares.

**R** and **Ra SHARES** are available for specified intermediaries only, who are not allowed to accept and retain fees, commissions or any monetary or non-monetary benefits (except for minor non-monetary benefits) paid or provided by any third party or a person acting on behalf of a third party, be this (i) due to legal requirements or (ii) due to the fact that they have concluded contractual agreement (e.g. individual discretionary portfolio management or advisory agreements with separate fee arrangements or other agreements) with their customers which exclude such payments.

## 6. DIVIDEND POLICY

The Board of Directors proposes to the General Meeting of Shareholders of the Subfund an appropriate annual distribution.

## 7. FEES AND COSTS

### MANAGEMENT FEE

Für die Verwaltung und Beratung in Bezug auf das Wertpapierportfolio des KONWAVE GOLD EQUITY FUND sowie für damit verbundene Verwaltungs- und ggf. Vertriebsleistungen wird auf der Basis des Nettoinventarwerts jährlich die folgende Verwaltungsgebühr erhoben (maximal):

For the management and advise of the KONWAVE GOLD EQUITY FUND securities portfolio, as well as for related management and, if applied, distribution services, a yearly management fee (maximum) shall be levied, on the basis of the net asset, as follows:

| ANTEILSKATEGORIEN<br>SHARE CATEGORIES | GEBÜHR IN % P.A.<br>(MAX.)<br>MAX. FEE P.A. IN % | BEMERKUNGEN<br>COMMENTS                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
|---------------------------------------|--------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| A- / B                                | 1.50%                                            | -                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| C-                                    | 1.00%                                            | Im Zusammenhang mit dem Vertrieb, Anbieten oder Halten von diesen Anteilen werden den Vertriebsstellen keine Kommissionen für allfällige Vertriebsleistungen bezahlt.                                                                                                                                                                                                                                                                                                          |
| I-                                    | 0.50%                                            | <i>In connection with the distribution, offering or holding of these Shares, no commissions shall be paid to the distributors for distribution services.</i>                                                                                                                                                                                                                                                                                                                   |
| E-                                    | 2.32%                                            | In der Verwaltungsgebühr ist eine zusätzliche Vertriebsgebühr von max. 0,75% p.a. enthalten.<br><i>The Management Fee includes an additional distribution fee of maximum 0.75% p.a.</i>                                                                                                                                                                                                                                                                                        |
| R- / Ra-                              | 1.25%                                            | Im Zusammenhang mit dem Vertrieb, Anbieten oder Halten von R- und Ra-Anteilen werden den Intermediären keine Gebühren, Provisionen oder andere monetäre oder nichtmonetäre Vorteile (mit Ausnahme kleinerer nichtmonetärer Vorteile) ausgerichtet.<br><i>No fees, commissions or other monetary or non-monetary benefits (other than minor non-monetary benefits) are paid to intermediaries in connection with the distribution, offering or holding of R- and Ra-Shares.</i> |

#### Dienstleistungsgebühr

Die Entschädigung der Verwaltungsgesellschaft, der Depotbank, der Hauptverwaltungs-, Hauptzahl-, Namensregister- und Umschreibungsstelle erfolgt separat und beträgt maximal 0,30% p.a. („Dienstleistungsgebühr“).

#### Servicing Fee

For the remuneration of the Management Company, the custodian, the central administration agent, the principal paying agent, the registrar and transfer agent, a servicing fee amounting to a maximum of 0,30% p.a. will be charged separately (“Servicing fee”).

#### Nebenkosten

Die Gesellschaft zahlt ferner aus dem Nettoinventarwert des Subfonds die sich aus dem Geschäftsbetrieb der Gesellschaft ergebenden Kosten, wie im Kapitel „Gebühren und Kosten“ des Allgemeinen Teils beschrieben.

#### Additional Charges

Furthermore, the Company pays out of the net asset value of the Subfund the costs arising from the business operations of the Company, described in the section "Fees and Expenses" of the General Part.

#### Performance Fee

Der Anlageverwalter hat zusätzlich zu der oben beschriebenen Verwaltungsgebühr Anspruch auf eine performanceabhängige Gebühr („**Performance Fee**“), wie nachstehend beschrieben, basierend auf den Anstieg des Nettoinventarwertes der jeweiligen Anteilskategorie.

#### Performance Fee

In addition to the management fee above, the Investment Manager is entitled to receive a performance-related fee ("**Performance Fee**"), as set out below, on the appreciation in the net asset value per relevant Share category.

Der Referenzzeitraum für die Wertentwicklung entspricht der gesamten Laufzeit des Subfonds (außer bei besonderen Ereignissen wie einer Verschmelzung oder dem Wechsel des Anlageverwalters). Der Referenzzeitraum für die Wertentwicklung beginnt mit dem Datum der Lancierung der jeweiligen Anteilskategorie.

Die Performance Fee unterliegt einer „High Water Mark“ und einem „Hurdle NAV“.

Die **High Water Mark** ist identisch mit dem Erstausgabepreis der Anteilskategorie. Bei der Auflegung der Anteilskategorie C-USD wurde die High Water Mark auf USD 319.972 festgelegt, die der High Water Mark der Anteilskategorie B-USD vom 27. Dezember 2013 entsprach und somit höher als der Erstausgabepreis der Anteilskategorie C-USD war, der USD 108.949 betrug.

Der **Hurdle NAV** ist die High Water Mark, angepasst an den festgelegten Vergleichsindex (der „**Vergleichsindex**“). Für die Anteilskategorie C-USD basiert der Hurdle NAV auf dem Erstausgabepreis. Für alle anderen neuen Anteilskategorien beginnt der Hurdle NAV mit dem Erstausgabepreis, angepasst an den Vergleichsindex, und wird nach Auszahlung einer etwaigen Performance Fee der High Water Mark entsprechen, angepasst an die prozentuale Rendite des Vergleichsindex seit der letzten Rücksetzung der High Water Mark.

Der Anlageverwalter hat Anspruch auf die Performance Fee, wenn am letzten Bewertungstag des Rechnungsjahres der Nettoinventarwert pro Anteil über der High Water Mark liegt („**Outperformance über der High Water Mark**“) und wenn gleichzeitig die prozentuale Rendite je Anteil seit der letzten Rücksetzung der High Water Mark über dem Hurdle NAV liegt („**Outperformance über dem Hurdle NAV**“).

Wenn der Nettoinventarwert pro Anteil am letzten Bewertungstag des Rechnungsjahres über der High Water Mark liegt und die prozentuale Rendite seit der letzten Rücksetzung der High Water Mark über derjenigen des Vergleichsindex liegt, wird die High Water Mark für das neue Rechnungsjahr auf den nach Abzug der zurückgestellten Performance Fee errechneten Nettoinventarwert am letzten Bewertungstag des Rechnungsjahres gesetzt. In allen anderen Fällen bleibt die High Water Mark unverändert.

Der Vergleichsindex ist FTSE Gold Mines Net Tax Index. Der Wert des Vergleichsindex wird am jeden Bewertungstag aktualisiert.

Die Performance Fee wird an jedem Bewertungstag berechnet und aufgelaufen, und jede am Ende des Rechnungsjahres aufgelaufene Performance Fee wird nach dem Ende des Rechnungsjahres kristallisiert und an den Anlageverwalter ausgezahlt. Die Performance Fee wird

The performance reference period corresponds to the entire lifecycle of the Subfund (except for special events such as merger or the replacement of the Investment Manager). The performance reference period shall start on the respective Share Category's launch date.

The Performance Fee is subject to a “High Water Mark” and a “Hurdle NAV”.

The **High Water Mark** is identical to the initial issue price of the Share category. At the launch of USD C-Share, the High Water Mark was set to USD 319.972, which corresponded to the one of the USD B-Share as of 27 December 2013, which was hence higher than the initial issue price of USD C-Share, which was USD 108.949.

The **Hurdle NAV** is the High Water Mark adjusted by the defined benchmark (“**Benchmark**”). For USD C-Share, the Hurdle NAV is based on its initial issue price. For any other new Share categories, the Hurdle NAV will start with the initial issue price adjusted by the Benchmark and will correspond after any Performance Fee has been crystallized to the High Water Mark adjusted by the percentage return of the Benchmark since the last reset of the High Water Mark.

The Investment Manager is entitled to the Performance Fee if, at the last Valuation Day of the financial year, the net asset value per share is above the High Water Mark (“**Outperformance over the High Water Mark**”) and if, at the same time, the percentage return per share since the last reset of the High Water Mark is above that of the Hurdle NAV (“**Outperformance over the Hurdle NAV**”).

If the net asset value per share on the last Valuation Day of the financial year is above the previous High Water Mark and if the percentage return since the last reset of the High Water Mark is above that of the Benchmark, the High Water Mark for the new financial year will be set at the net asset value per share, calculated on the last Valuation Day of that financial year after deduction of the Performance Fee. In all other cases, the High Water Mark will remain unchanged.

The Benchmark shall be FTSE Gold Mines Net Tax Index. The Benchmark value is updated on each Valuation Day.

The Performance Fee will be calculated and accrued on every Valuation Day and any accrued Performance Fee at the end of the financial year will be crystallized and paid out to the Investment Manager after the end of the financial year. The Performance Fee will be calculated net of all costs other than the provision for Performance Fee itself.

Any underperformance or loss previously incurred during the performance reference period against the High Water Mark and the Hurdle NAV should be recovered before a Performance Fee becomes payable again.

abzüglich aller Kosten mit Ausnahme der Zurückstellung für die Performance Fee selbst berechnet.

Jede Unter-Performance oder jeder Verlust, die während des Referenzzeitraums für die Performance gegenüber der High Water Mark und dem Hurdle NAV entstanden sind, sollen aufgeholt werden, bevor eine Performance Fee erneut fällig wird

Die Höhe der Performance Fee beträgt 10% p.a. (Anteilsategorien A, B, C, E, R, Ra) bzw. 20% p.a. (Anteilsategorie I) der Outperformance je Anteilsategorie gegenüber dem Hurdle NAV.

Für Anteile, die während des Rechnungsjahres zurückgegeben werden, wird die bereits aufgelaufene im Verhältnis zur Anzahl der zurückgegebenen Anteile Performance Fee kristallisiert, aber erst am Ende des Rechnungsjahres an den Anlageverwalter ausgezahlt. Darüber hinaus tragen Anteile, die während des Rechnungsjahres gezeichnet werden, nicht zur Performance Fee bei, die vor der Zeichnung kumuliert wurde.

Wenn am letzten Bewertungstag des Rechnungsjahres der an den Anlageverwalter zu zahlende Betrag mehr als 20% der Outperformance über die High Water Mark beträgt, wird der übersteigende Anteil der Performance Fee zurückgestellt und als Rücklage auf den ersten Bewertungstag des nächsten Rechnungsjahres übertragen. Diese Rücklage wird an jedem Bewertungstag in Abhängigkeit von der Performance der jeweiligen Anteilsategorie angepasst.

In einem solchen Fall wird die High Water Mark für das neue Rechnungsjahr entsprechend angepasst.

The Performance Fee amounts to 10% p.a. (Share categories A, B, C, E, R, Ra) or 20% p.a. (Share category I) of the Outperformance per Share category of the Hurdle NAV.

For shares that are redeemed during the financial year, the existing accrued Performance Fee will be crystallized in proportion to the number of shares redeemed but will not be paid to the Investment Manager until the end of the financial year. In addition, shares subscribed during the financial year will not contribute to the Performance Fee earned in the period preceding the subscription.

If on the last Valuation Day of the financial year the amount of Performance Fee to be paid to the Investment Manager exceeds 20% of the Outperformance over the High Water Mark, the exceeding portion of the Performance Fee will be accrued and put as a reserve for the first Valuation Day of the next financial year. This reserve will be adjusted on each Valuation Day depending on the Share category performance.

In such a case, the High Water Mark will be adjusted consequently for the new financial year.

| SUBFONDS<br>SUBFUND         | ANTEILSKATEGORIEN<br>SHARE CLASS | PERFORMANCE FEE | VERGLEICHSINDEX<br>REFERENCE INDEX |
|-----------------------------|----------------------------------|-----------------|------------------------------------|
| KONWAVE GOLD<br>EQUITY FUND | A, B, C, E, R, RA                | 10% P.A.        | FTSE GOLD MINES NET<br>TAX INDEX   |
|                             | I                                | 20% P.A.        |                                    |

Der vorgenannte Vergleichsindex ist ein Referenzwert im Sinne der Verordnung (EU) 2016/1011 (EU Referenzwertverordnung). Der Referenzwert wird von einem Administrator bereitgestellt, der in der EU angesiedelt ist und in das ESMA-Register nach Art. 36 der EU-Referenzwertverordnung eingetragen ist. Die Gesellschaft hat robuste schriftliche Pläne aufgestellt, in denen die Massnahmen dargelegt werden, welche sie ergreifen würde, in den Fällen, in denen dieser Referenzwert sich wesentlich ändert oder gar nicht mehr bereitgestellt würde. Die entsprechenden Richtlinien der GAM-Gruppe sind auf [www.funds.gam.com](http://www.funds.gam.com) erhältlich.

The abovementioned reference index is a benchmark pursuant to the Regulation (EU) 2016/1011 (EU Benchmark Regulation). The administrator who provides the benchmark is located in the EU and is registered in the ESMA-Register referred to in art. 36 of the EU Benchmark Regulation. The Company implemented a solid written plan setting out the measures it would take in case a benchmark materially changes or ceases to be provided. The pertinent policies of the GAM Group are available on [www.funds.gam.com](http://www.funds.gam.com).

**Berechnungsbeispiel 1**

Im folgenden Beispiel sind die High Water Mark ("HWM") und der Vergleichsindex am Bewertungstag A auf 100,00 festgelegt. Berechnungszeitpunkt C ist das Ende des Rechnungsjahres. Der Prozentsatz der Performance Fee beträgt 10%. Der Bruttoinventarwert entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee und kristallisierte Performance Fee. Das Vermögen vor Abzug der Performance Fee entspricht dem Gesamtnettovermögen ohne aufgelaufene Performance Fee.

**Calculation example 1**

In the following example, the High Water Mark ("HWM") and Benchmark are set at 100.00 at Valuation Point A. Valuation Point C is the end of the financial year. Performance Fee rate is 10%. Gross Asset Value represents total net assets excluding accrued Performance Fee and crystallized Performance Fee. Assets before deduction of Performance Fee represent total net assets excluding accrued Performance Fee only.

| Valuation Point<br>Bewertungszeitpunkt | Number of Outstanding Shares<br>Anzahl der ausstehenden Anteile | Gross Asset Value<br>Bruttovermögenswert | Assets before deduction of Performance Fee<br>Vermögen vor Abzug der Performance Fee | NAV per Share before deduction of Performance Fee<br>Nettoinventarwert pro Anteil vor Abzug der Performance Fee | HWM    | Benchmark<br>Vergleichsindex | Hurdle NAV | Accrued Performance Fee<br>Aufgelaufene Performance Fee | NAV per Share after deduction of the Performance Fee<br>Nettoinventarwert pro Anteil nach Abzug der Performance Fee |
|----------------------------------------|-----------------------------------------------------------------|------------------------------------------|--------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|--------|------------------------------|------------|---------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------|
| A                                      | 1,000.00                                                        | 100,000.00                               | 100,000.00                                                                           | 100.00                                                                                                          | 100.00 | 100.00                       | 100.00     | 0.00                                                    | 100.00                                                                                                              |
| B                                      | 1,000.00                                                        | 102,000.00                               | 102,000.00                                                                           | 102.00                                                                                                          | 100.00 | 101.00                       | 101.00     | 100.00                                                  | 101.90                                                                                                              |
| C                                      | 1,000.00                                                        | 102,500.00                               | 102,500.00                                                                           | 102.50                                                                                                          | 100.00 | 103.00                       | 103.00     | 0.00                                                    | 102.50                                                                                                              |

Ein Anleger kauft 1,000.00 Anteile und die Anzahl der ausstehenden Anteile beträgt 1,000.00 zum Bewertungszeitpunkt A.

An investor buys 1,000.00 shares and the number of Outstanding Shares is 1,000.00 at Valuation Point A.

**Berechnungszeitpunkt B**

Zum Bewertungszeitpunkt B sind die Bedingungen mit einer Outperformance gegenüber der HWM und einer Outperformance gegenüber dem Vergleichsindex erfüllt. Es kann eine Performance Fee anfallen.

Die Outperformance gegenüber der HWM beträgt 2,00%.

Die Outperformance gegenüber dem Vergleichsindex beträgt 1,00%.

**Valuation Point B**

At Valuation Point B, conditions with Outperformance over the HWM and Outperformance over the Benchmark are met. Performance Fee can be accrued.

Outperformance over the HWM is 2.00%.

Outperformance over the Benchmark is 1.00%.

Hurdle NAV ist 101,00

HWM angepasst an die Vergleichsindexveränderung seit der letzten Rücksetzung der HWM

$100.00 \times (101.00/100.00) = 101.00$

Hurdle NAV is 101.00

HWM adjusted by Benchmark variation since last HWM reset

$100.00 \times (101.00/100.00) = 101.00$

Die aufgelaufene Performance Fee beträgt 100.00

Anzahl der ausstehenden Anteile multipliziert mit der Outperformance gegenüber dem Hurdle NAV und dem Prozentsatz der Performance Fee

$1,000.00 \times (102.00 - 101.00) \times 10\% = 100.00$

Accrued Performance Fee is 100.00

Number of Outstanding Shares multiplied by Outperformance over the Hurdle NAV and Performance Fee Rate

$1,000.00 \times (102.00 - 101.00) \times 10\% = 100.00$

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 101,90.

Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird

$((1,000.00 \times 102.00) - 100.00) / 1,000.00 = 101.90$

NAV per Share after deduction of Performance Fee is 101.90.

Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares

$((1,000.00 \times 102.00) - 100.00) / 1,000.00 = 101.90$

**Bewertungszeitpunkt C**

Zum Bewertungszeitpunkt C sind die Bedingungen für eine Outperformance gegenüber der HWM und eine Outperformance gegenüber dem Vergleichsindex nicht erfüllt.

Es kann keine Performance Fee anfallen.

Die Outperformance gegenüber der HWM beträgt 2,50%.

Die Outperformance gegenüber dem Vergleichsindex beträgt -0,50 %. Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 102,50.

**Valuation Point C**

At Valuation Point C, conditions with Outperformance over the HWM and Outperformance over the Benchmark are not met.

No Performance Fee can be accrued.

Outperformance over the HWM is 2.50%.

Outperformance over the Benchmark is -0.50%.

NAV per share after deduction of the Performance Fee is 102.50.

No Performance Fee is crystallized.

The HWM for the next financial year remains unchanged at 100.00

Keine Performance Fee wird kristallisiert.

Die HWM für das nächste Rechnungsjahr bleibt unverändert bei 100,00

**Calculation example 2****Berechnungsbeispiel 2**

Im folgenden Beispiel werden die High Water Mark ("HWM") und der Vergleichsindex zum Bewertungszeitpunkt A auf 100,00 gesetzt. Der Prozentsatz der Performance Fee beträgt 10%.

In the following example, the High Water Mark ("HWM") and Benchmark are set at 100.00 at Valuation Point A. Performance Fee rate is 10%.

Der Bruttoinventarwert stellt das gesamte Nettovermögen ohne aufgelaufene Performance Fee und kristallisierte Performance Fee dar.

Das Vermögen vor Abzug der Performance Fee stellt das gesamte Nettovermögen ohne die aufgelaufene Performance Fee dar.

Gross Asset Value represents total net assets excluding accrued Performance Fee and crystallized Performance Fee.

Assets before deduction of Performance Fee represent total net assets excluding accrued Performance Fee only.

| Valuation Point<br>Bewertungszeitpunkt | Number of Outstanding Shares<br>Anzahl der ausstehenden Anteile | Gross Asset Value<br>Bruttovermögenswert | Assets before deduction of Performance Fee<br>Vermögen vor Abzug der Performance Fee | NAV per Share before deduction of Performance Fee<br>Nettoinventarwert pro Anteil vor Abzug der Performance Fee | HWM    | Benchmark<br>Vergleichsindex | Hurdle NAV | Accrued Performance Fee<br>Aufgelaufene Performance Fee | NAV per Share after deduction of the Performance Fee<br>Nettoinventarwert pro Anteil nach Abzug der Performance Fee |
|----------------------------------------|-----------------------------------------------------------------|------------------------------------------|--------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|--------|------------------------------|------------|---------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------|
| A                                      | 1,000.00                                                        | 100,000.00                               | 100,000.00                                                                           | 100.00                                                                                                          | 100.00 | 100.00                       | 100.00     | 0.00                                                    | 100.00                                                                                                              |
| B                                      | 1,000.00                                                        | 105,000.00                               | 105,000.00                                                                           | 105.00                                                                                                          | 100.00 | 100.00                       | 100.00     | 500.00                                                  | 104.50                                                                                                              |
| C                                      | 3,000.00                                                        | 314,400.00                               | 314,400.00                                                                           | 104.80                                                                                                          | 100.00 | 100.00                       | 100.00     | 540.00                                                  | 104.62                                                                                                              |

Ein Anleger kauft 1.000,00 Anteile und die Anzahl der ausstehenden Anteile beträgt 1.000,00 zum Bewertungszeitpunkt A.

#### Berechnungszeitpunkt B

Zum Bewertungszeitpunkt B sind die Bedingungen mit einer Outperformance gegenüber der HWM und einer Outperformance gegenüber dem Vergleichsindex erfüllt. Es kann eine Performance Fee anfallen.

Die Outperformance gegenüber der HWM beträgt 5,00%.

Die Outperformance gegenüber dem Vergleichsindex beträgt 5,00%.

Hurdle NAV ist 100,00

*HWM angepasst an die Vergleichsindexveränderung seit der letzten Rücksetzung der HWM*

$100.00 \times (100.00/100.00) = 100.00$

Aufgelaufene Performance Fee ist 500,00

*Anzahl der ausstehenden Anteile multipliziert mit der Outperformance gegenüber dem Hurdle NAV und dem Prozentsatz der Performance Fee*

$1.000,00 \times (105,00 - 101,00) \times 10\% = 500,00$

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 104,50.

*Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird*  
 $((1.000,00 \times 105,00) - 500,00) / 1.000,00 = 104,50$

#### Berechnungszeitpunkt C

Ein Anleger kauft 2.000,00 Anteile zum Bewertungszeitpunkt B zu einem Preis von 104,50.

Die Anzahl der ausstehenden Anteile beträgt nun zum Bewertungszeitpunkt C 3.000,00.

Zum Bewertungszeitpunkt B sind die Bedingungen mit einer Outperformance gegenüber der HWM und einer Outperformance gegenüber dem Vergleichsindex erfüllt. Es kann eine Performance Fee anfallen.

Die Outperformance gegenüber der HWM beträgt 4,80 %.

Die Outperformance gegenüber dem Vergleichsindex beträgt 4,80 %.

Hurdle NAV ist 100,00

*HWM angepasst um die Vergleichsindexveränderung seit der letzten Rücksetzung der HWM*

$100.00 \times (100.00/100.00) = 100.00$

Jede Zeichnung, die zur Schaffung neuer ausstehender Anteile führt, sollte bei der Berechnung der im Zeitraum vor der Zeichnung angefallenen Performance Fee nicht berücksichtigt werden.

An investor buys 1,000.00 shares and the number of Outstanding Shares is 1,000.00 at Valuation Point A.

#### Valuation Point B

At Valuation Point B, conditions with Outperformance over the HWM and Outperformance over the Benchmark are met. Performance Fee can be accrued.

Outperformance over the HWM is 5.00%.

Outperformance over the Benchmark is 5.00%.

Hurdle NAV is 100.00

*HWM adjusted by Benchmark variation since last HWM reset*

$100.00 \times (100.00/100.00) = 100.00$

Accrued Performance Fee is 500.00

*Number of Outstanding Shares multiplied by Outperformance over the Hurdle NAV and Performance Fee Rate*

$1,000.00 \times (105.00 - 101.00) \times 10\% = 500.00$

NAV per Share after deduction of Performance Fee is 104.50.

*Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares*  
 $((1,000.00 \times 105.00) - 500.00) / 1,000.00 = 104.50$

#### Valuation Point C

An investor buys 2,000.00 shares at Valuation Point B at a price of 104.50.

The number of Outstanding Shares is now 3,000.00 at Valuation Point C.

At Valuation Point B, conditions with Outperformance over the HWM and Outperformance over the Benchmark are met. Performance Fee can be accrued.

Outperformance over the HWM is 4.80%.

Outperformance over the Benchmark is 4.80%.

Hurdle NAV is 100.00

*HWM adjusted by Benchmark variation since last HWM reset*

$100.00 \times (100.00/100.00) = 100.00$

Any subscription leading to the creation of new outstanding Shares should not be taken into account when calculating the Performance Fee incurred in the period preceding the subscription.

Therefore, any accrued Performance Fee at Valuation Point C is reduced by the amount triggered by the purchase of 2,000.00 shares (2,000.00 shares with each 10% of an 4.50% outperformance against Hurdle NAV at Valuation Point B).

Accrued Performance Fee is 540.00.

*(Number of Outstanding Shares multiplied by Outperformance over the Hurdle NAV and Performance Fee Rate) – (number of new shares multiplied*

Daher wird jede aufgelaufene Performance Fee zum Bewertungszeitpunkt C um den Betrag reduziert, der durch den Kauf von 2.000,00 Anteilen ausgelöst wird (2.000,00 Anteile mit jeweils 10% einer Outperformance von 4,50% gegenüber dem Hurdle NAV zum Bewertungszeitpunkt B).

Die aufgelaufene Performance Fee beträgt 540,00.

(Anzahl der ausstehenden Anteile multipliziert mit der Outperformance gegenüber dem Hurdle NAV und dem Prozentsatz der Performance Fee) - (Anzahl der neuen Anteile multipliziert mit der Netto-Outperformance gegenüber der HWM vom vorherigen Bewertungszeitpunkt und dem Prozentsatz der Performance Fee)  
 $(3.000 \times (104,80 - 100,00) \times 10\%) - (2.000,00 \times (104,50 - 100) \times 10\%) = 540,00$

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 104,62.

Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird  
 $(3.000,00 \times 104,80) - 540,00 / 3.000 = 104,62$

Eine aufgelaufene Performance Fee von 540,00 wird kristallisiert.  
 Der HWM für das nächste Rechnungsjahr beträgt 104,62.

### Berechnungsbeispiel 3

Im folgenden Beispiel wird die High Water Mark („HWM“) am Bewertungspunkt A auf 100,00 festgelegt.

Der Prozentsatz der Performance Fee beträgt 10%.

Der Bruttoinventarwert stellt das gesamte Nettovermögen ohne aufgelaufene Performance Fee und kristallisierte Performance Fee dar.

Das Vermögen vor Abzug der Performance Fee stellt das gesamte Nettovermögen ohne die aufgelaufene Performance Fee dar.

by net outperformance against HWM from the previous Valuation Point and Performance Fee Rate)

$(3.000 \times (104,80 - 100,00) \times 10\%) - (2.000,00 \times (104,50 - 100) \times 10\%) = 540,00$

NAV per Share after deduction of the Performance Fee is 104,62.

Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares  
 $((3.000,00 \times 104,80) - 540,00) / 3.000 = 104,62$

Accrued performance Fee of 540,00 is crystallized.

The HWM for the next financial year is 104,62.

### Calculation example 3

In the following example, the High Water Mark („HWM“) is set at 100.00 at Valuation Point A.

Performance Fee rate is 10%.

Gross Asset Value represents total net assets excluding accrued Performance Fee and crystallized Performance Fee.

Assets before deduction of Performance Fee represent total net assets excluding accrued Performance Fee only.

| Valuation Point<br>Bewertungszeitpunkt | Number of<br>Outstanding Shares<br>Anzahl der<br>ausstehenden<br>Anteile | Gross Asset<br>Value<br>Bruttovermö-<br>genswert | Assets before<br>deduction of<br>Performance Fee<br>Vermögen vor<br>Abzug der<br>Performance Fee | NAV per Share before<br>deduction of<br>Performance Fee<br>Nettoinventarwert pro<br>Anteil vor Abzug der<br>Performance Fee | HWM    | Benchmark<br>Vergleichsind-<br>ex | Hurdle NAV | Accrued<br>Performance<br>Fee<br>Aufgelaufene<br>Performance<br>Fee | NAV per Share after<br>deduction of the<br>Performance Fee<br>Nettoinventarwert<br>pro Anteil nach<br>Abzug der<br>Performance Fee |
|----------------------------------------|--------------------------------------------------------------------------|--------------------------------------------------|--------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------|--------|-----------------------------------|------------|---------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------|
| A                                      | 3,000.00                                                                 | 100,000.00                                       | 300,000.00                                                                                       | 100.00                                                                                                                      | 100.00 | 100.00                            | 100.00     | 0.00                                                                | 100.00                                                                                                                             |
| B                                      | 3,000.00                                                                 | 315,000.00                                       | 315,000.00                                                                                       | 105.00                                                                                                                      | 100.00 | 104.00                            | 104.00     | 300.00                                                              | 104.90                                                                                                                             |
| C                                      | 2,000.00                                                                 | 210,000.00                                       | 209,900.00                                                                                       | 104.95                                                                                                                      | 100.00 | 105.00                            | 105.00     | 0.00*                                                               | 104.95                                                                                                                             |

\* A Performance Fee of 100.00 is crystallized alongside

\* Eine Performance Fee wird kristallisiert

### Berechnungszeitpunkt B

Zum Bewertungszeitpunkt B sind die Bedingungen mit einer Outperformance gegenüber der HWM und einer Outperformance gegenüber dem Vergleichsindex erfüllt. Es kann eine Performance Fee anfallen.

Die Outperformance gegenüber der HWM beträgt 5,00%.

Die Outperformance gegenüber dem Vergleichsindex beträgt 4,00%.

Hurdle NAV beträgt 104,00

HWM angepasst an die Vergleichsindexveränderung seit der letzten Rücksetzung der HWM

$100,00 \times (104,00 / 100,00) = 104,00$

Aufgelaufene Performance Fee ist 300,00

Anzahl der ausstehenden Anteile multipliziert mit der Outperformance gegenüber der HWM pro Anteil und dem Prozentsatz für die Performance Fee

$3.000,00 \times (105,00 - 104,00) \times 10\% = 300$

### Valuation Point B

At Valuation Point B, conditions with Outperformance over the HWM and Outperformance over the Benchmark are met. Performance Fee can be accrued.

Outperformance over the HWM is 5.00%.

Outperformance over the Benchmark is 4.00%.

Hurdle NAV is 104.00

HWM adjusted by Benchmark variation since last HWM reset

$100,00 \times (104,00 / 100,00) = 104,00$

Accrued Performance Fee is 300.00

Number of Outstanding Shares multiplied by Outperformance over the HWM per Share and Performance Fee Rate

$3.000,00 \times (105,00 - 104,00) \times 10\% = 300$

NAV per Share after deduction of Performance Fee is 104.90.

Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 104,90.

*Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird*  
 $((3,000.00 \times 105.00) - 300.00) / 3,000 = 104.90$

#### **Berechnungszeitpunkt C**

Ein Anleger verkauft 1.000,00 Anteile zum Bewertungszeitpunkt B zu einem Preis von 104,90.

Die Anzahl der ausstehenden Anteile beträgt nun 2.000,00 zum Bewertungszeitpunkt C.

Für Anteile, die an einem beliebigen Bewertungstag während des Rechnungsjahres zurückgenommen werden (*net outflows*), wird die aufgelaufene Performance Fee, die den zurückgenommenen Anteilen zuzuordnen ist, kristallisiert und nach dem Ende des Rechnungsjahres an den Anlageverwalter ausgezahlt.

Die zum Bewertungszeitpunkt B aufgelaufene Performance Fee wird im Verhältnis zu den zurückgenommenen Anteilen kristallisiert.

Die kristallisierte Performance Fee beträgt 100,00  
*Aufgelaufene Performance Fee vom vorherigen Bewertungszeitpunkt multipliziert mit dem Verhältnis zwischen zurückgenommenen Anteilen und der Anzahl der ausstehenden Anteile vom vorherigen Bewertungszeitpunkt*

$300.00 \times (100.00 / 300.00) = 100.00$

Der Bruttoinventarwert für die verbleibenden 2.000,00 Anteile wird um den kristallisierten Betrag von 100,00 reduziert.

Der Nettoinventarwert vor Abzug der Performance Fee beträgt somit 104,95.

*Bruttoinventarwert wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird*  
 $(210,000 - 100.00) / 2,000.00 = 104.95$

Zum Bewertungszeitpunkt C sind die Bedingungen mit einer Outperformance gegenüber der HWM und einer Outperformance gegenüber dem Vergleichsindex nicht erfüllt.

Es kann keine Performance Fee anfallen.

Die Outperformance gegenüber dem HWM beträgt 4,95 %.

Die Outperformance gegenüber dem Vergleichsindex beträgt -0,05%.

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 104,95.

Es wird keine Performance Fee kristallisiert (mit Ausnahme der kristallisierten Performance Fee von 100,00, die aus der Rücknahme resultiert).

Der HWM für das nächste Rechnungsjahr bleibt unverändert bei 100,00

#### **Berechnungsbeispiel 4**

Im folgenden Beispiel werden die High Water Mark („HWM“) und der Vergleichsindex zum Bewertungszeitpunkt A auf 100 gesetzt.

Bewertungspunkt C ist das Ende des Rechnungsjahres. Der Prozentsatz der Performance Fee beträgt 10 %.

Der Bruttoinventarwert stellt das gesamte Nettovermögen ohne aufgelaufene Performance Fee und kristallisierte Performance Fee dar.

Das Vermögen vor Abzug der Performance Fee entspricht dem gesamten Nettovermögen ohne die aufgelaufene Performance Fee.

$((3,000.00 \times 105.00) - 300.00) / 3,000 = 104.90$

#### **Valuation Point C**

An investor sells 1,000.00 share at Valuation Point B at a price of 104.90. The number of Outstanding Shares is now 2,000.00 at Valuation Point C.

For Shares redeemed on any Valuation Day during the financial year (net outflows), the accrued Performance Fee attributable to the redeemed Shares will be crystallized and paid out to the Investment Manager after the end of the fiscal year.

Accrued Performance Fee at Valuation Point B is crystallized in proportion to shares redeemed.

Crystallized Performance Fee is 100.00

*Accrued Performance Fee from the previous Valuation Point multiplied by Ratio between Shares Redeemed and Number of Outstanding Shares from the previous Valuation Point*

$300.00 \times (100.00 / 300.00) = 100.00$

Gross Asset Value for the remaining 2,000.00 shares is reduced by the crystallized amount of 100.00.

NAV before deduction of Performance Fee is therefore 104.95.

*Gross Asset Value with Crystallized Performance Fee deducted and the whole divided by number of Outstanding Shares*  
 $(210,000 - 100.00) / 2,000.00 = 104.95$

At Valuation Point C, conditions with Outperformance over the HWM and Outperformance over the Benchmark are not met.

No Performance Fee can be accrued.

Outperformance over the HWM is 4.95%.

Outperformance over the Benchmark is -0.05%.

NAV per share after deduction of the Performance Fee is 104.95.

No Performance Fee is crystallized ((except for the crystallization Performance Fee of 100.00 resulting from the redemption).

The HWM for the next financial year remains unchanged at 100.00

#### **Calculation example 4**

In the following example, the High Water Mark (“HWM”) and Benchmark are set at 100 at Valuation Point A.

Valuation Point C is the end of the financial year. Performance Fee rate is 10%.

Gross Asset Value represents total net assets excluding accrued Performance Fee and crystallized Performance Fee.

Assets before deduction of Performance Fee represent total net assets excluding accrued Performance Fee only.

| Valuation Point<br>Bewertungszeitpunkt | Number of Outstanding Shares<br>Anzahl der ausstehenden Anteile | Gross Asset Value<br>Bruttovermögenswert | Assets before deduction of Performance Fee<br>Vermögen vor Abzug der Performance Fee | NAV per Share before deduction of Performance Fee<br>Nettoinventarwert pro Anteil vor Abzug der Performance Fee | HWM    | Benchmark Vergleichsindex | Hurdle NAV | Accrued Performance Fee<br>Aufgelaufene Performance Fee | NAV per Share after deduction of the Performance Fee<br>Nettoinventarwert pro Anteil nach Abzug der Performance Fee |
|----------------------------------------|-----------------------------------------------------------------|------------------------------------------|--------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|--------|---------------------------|------------|---------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------|
| A                                      | 1,000.00                                                        | 100,000.00                               | 100,000.00                                                                           | 100.00                                                                                                          | 100.00 | 100.00                    | 100.00     | 0.00                                                    | 100.00                                                                                                              |
| B                                      | 1,000.00                                                        | 105,000.00                               | 105,000.00                                                                           | 105.00                                                                                                          | 100.00 | 95.00                     | 95.00      | 1,000.00                                                | 104.00                                                                                                              |
| C                                      | 1,000.00                                                        | 107,000.00                               | 107,000.00                                                                           | 107.00                                                                                                          | 100.00 | 92.00                     | 92.00      | 1,500.00                                                | 105.50                                                                                                              |

Ein Anleger kauft 1.000,00 Anteile und die Anzahl der ausstehenden Anteile beträgt 1.000,00 zum Bewertungszeitpunkt A.

An investor buys 1,000.00 shares and the number of Outstanding Shares is 1,000.00 at Valuation Point A.

#### **Bewertungszeitpunkt B**

Zum Bewertungszeitpunkt B sind die Bedingungen mit einer Outperformance gegenüber der HWM und einer Outperformance gegenüber dem Vergleichsindex erfüllt. Es kann eine Performance Fee anfallen.

Die Outperformance gegenüber der HWM beträgt 5,00%.

Die Outperformance gegenüber dem Vergleichsindex beträgt 10,00 %.

#### **Valuation Point B**

At Valuation Point B, conditions with Outperformance over the HWM and Outperformance over the Benchmark are met. Performance Fee can be accrued.

Outperformance over the HWM is 5.00%.

Outperformance over the Benchmark is 10.00%.

Hurdle NAV beträgt 95,00

HWM angepasst an die Vergleichsindexveränderung seit der letzten Rücksetzung der HWM  
 $100.00 \times (95.00/100.00) = 95.00$

Hurdle NAV is 95.00

HWM adjusted by Benchmark variation since last HWM reset  
 $100.00 \times (95.00/100.00) = 95.00$

Aufgelaufene Performance Fee ist 1.000,00

Anzahl der ausstehenden Anteile multipliziert mit der Outperformance gegenüber dem Hurdle NAV und dem Prozentsatz der Performance Fee

$1.000.00 \times (105.00 - 95.00) \times 10\% = 1.000.00$

Accrued Performance Fee is 1,000.00

Number of Outstanding Shares multiplied by Outperformance over the Hurdle NAV and Performance Fee Rate

$1,000.00 \times (105.00 - 95.00) \times 10\% = 1,000.00$

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 104,00

Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird  
 $((1,000.00 \times 105.00) - 1,000.00) / 1,000.00 = 104.00$

NAV per Share after deduction of Performance Fee is 104.00

Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares  
 $((1,000.00 \times 105.00) - 1,000.00) / 1,000.00 = 104.00$

#### **Berechnungszeitpunkt C**

Zum Bewertungszeitpunkt C sind die Bedingungen mit einer Outperformance gegenüber der HWM und einer Outperformance gegenüber dem Vergleichsindex erfüllt. Es kann eine Performance Fee anfallen.

Die Outperformance gegenüber der HWM beträgt 7,00%.

Die Outperformance gegenüber dem Vergleichsindex beträgt 15%.

#### **Valuation Point C**

At Valuation Point C, conditions with Outperformance over the HWM and Outperformance over the Benchmark are met. Performance Fee can be accrued.

Outperformance over the HWM is 7.00%.

Outperformance over the Benchmark is 15%.

Hurdle NAV beträgt 92,00

HWM angepasst an die Vergleichsindexveränderung seit der letzten Rücksetzung der HWM  
 $100.00 \times (92.00/100.00) = 92.00$

Hurdle NAV is 92.00

HWM adjusted by Benchmark variation since last HWM reset  
 $100.00 \times (92.00/100.00) = 92.00$

Aufgelaufene Performance Fee beträgt 1.500,00

Anzahl der ausstehenden Anteile multipliziert mit der Outperformance gegenüber dem Hurdle NAV und dem Prozentsatz der Performance Fee

$1.000.00 \times (107.00 - 92.00) \times 10\% = 1.500.00$

Accrued Performance Fee is 1,500.00

Number of Outstanding Shares multiplied by Outperformance over the Hurdle NAV and Performance Fee Rate

$1,000.00 \times (107.00 - 92.00) \times 10\% = 1,500.00$

Der Nettoinventarwert pro Anteil nach Abzug der Performance Fee beträgt 105,50.

Anzahl der ausstehenden Anteile multipliziert mit dem Nettoinventarwert pro Anteil vor Abzug der Performance Fee, wobei die aufgelaufene Performance Fee abgezogen und das Ganze durch die Anzahl der ausstehenden Anteile geteilt wird  
 $((1,000.00 \times 107.00) - 1,500.00) / 1,000.00 = 105.50$

NAV per share after deduction of the Performance Fee is 105.50.

Number of Outstanding Shares multiplied by NAV per Share before deduction of Performance Fee with Accrued Performance Fee deducted and the whole divided by number of Outstanding Shares  
 $((1,000.00 \times 107.00) - 1,500.00) / 1,000.00 = 105.50$

Wenn am letzten Bewertungstag eines Rechnungsjahres der an den Anlageverwalter zu zahlende Betrag der Performance Fee 20 % der Outperformance über der High Water Mark übersteigt, wird der übersteigende Teil der Performance Fee aufgelaufen und als Rücklage für den ersten Bewertungstag des nächsten Rechnungsjahres gebildet.

Diese Rücklage wird an jedem Bewertungstag in Abhängigkeit von der Performance des Subfonds/der Anteilskategorie angepasst. In einem solchen Fall wird die High Water Mark für das neue Rechnungsjahr entsprechend angepasst.

Die gesamte Outperformance gegenüber der High Water Mark beträgt 7.000,00

Anzahl der ausstehenden Anteile multipliziert mit der Outperformance gegenüber der HWM  
 $(1,000.00 \times 7.00\%) = 7,000.00$

20% der Outperformance über der High Water Mark beträgt 1.400,00  
 20% multipliziert mit der Outperformance über der HWM  
 $20.00\% \times 7,000.00 = 1,400.00$

Der übersteigende Teil der Performance Fee über 20% der Outperformance über der High Water Mark beträgt 100,00  
 Abzug der aufgelaufenen Performance Fee bei 20% der Outperformance über der High Water Mark  
 $1,500.00 - 1,400.00 = 100.00$

Aufgelaufene Performance Fee von 1.400,00 wird kristallisiert.  
 Der übersteigende Teil der aufgelaufenen Performance Fee von 100,00 wird für den ersten Bewertungstag des nächsten Rechnungsjahres zurückgestellt.

Die HWM für das nächste Rechnungsjahr wird um den gemeldeten Betrag von 100,00 angepasst.

Die HWM für das nächste Rechnungsjahr beträgt 104,50.  
 Geplante ursprüngliche neue HWM abgezogen mit dem Verhältnis des zurückgestellten Betrags durch den Prozentsatz der Performance Fee und geteilt durch die Anzahl der ausstehenden Anteile  
 $105.50 - ((100.00/10.00\%)/1,000) = 104.50$

## 8. AUSGABE VON ANTEILEN

### AUSGABE

Nach Ablauf der Erstzeichnungsfrist werden Anteile des KONWAVE GOLD EQUITY FUND an jedem Bewertungstag ausgegeben. Der Ausgabepreis gründet auf dem Nettoinventarwert der Anteile am jeweils anwendbaren Bewertungstag und wird auf zwei (2) Stellen nach dem Komma gerundet.

In Anwendung der im Allgemeinen Teil des Prospekts enthaltenen Bestimmungen kann eine Verkaufsgebühr von maximal 1.50% zugeschlagen werden. Bei grösseren Aufträgen kann die Verkaufsgebühr entsprechend reduziert werden, wobei Investoren, welche in dem gleichen Zeitraum gleiche Beträge investieren, gleich behandelt werden müssen.

### MINDESTZEICHNUNGSBETRAG

If on the last valuation day of a financial year the amount of Performance Fee to be paid to the Investment Manager should exceed 20% of the Outperformance over the High Water Mark, the exceeding portion of performance fee will be accrued and put as a reserve for the first Valuation Day of the next financial year.

This reserve will be adjusted on each valuation day depending on the sub-fund/class performance. In such a case, the High Water Mark will be adjusted consequently for the new financial year.

Total Outperformance over the High Water Mark is 7,000.00  
 Number of Outstanding Shares multiplied by Outperformance over the HWM  
 $(1,000.00 \times 7.00\%) = 7,000.00$

20% of the Outperformance over the High Water Mark is 1,400.00  
 20% multiplied by Outperformance over the HWM  
 $20.00\% \times 7,000.00 = 1,400.00$

The exceeding portion of Performance Fee over 20% of the Outperformance over the High Water Mark is 100.00  
 Accrued Performance Fee deducted with 20% of the Outperformance over the High Water Mark  
 $1,500.00 - 1,400.00 = 100.00$

Accrued performance Fee of 1,400.00 is crystallized.  
 The exceeding portion of accrued Performance Fee of 100.00 is reported for the first Valuation Day of the next financial year.

HWM for the next financial year is adjusted with the reported amount of 100.00

HWM for the next financial year is 104.50.  
 Planned original new HWM deducted with the Ratio of Reported Amount by Performance Fee Rate and divided by the number of Outstanding Shares  
 $105.50 - ((100.00/10.00\%)/1,000) = 104.50$

## 8. ISSUE OF SHARES

### SUBSCRIPTION

On expiry of the initial subscription period, the Shares of the KONWAVE GOLD EQUITY FUND will be issued on each Valuation Day. The issue price is based on the net asset value of the shares on the applicable valuation day and is rounded off to the second (2) decimal point.

In application of the provisions of the General Part of the Prospectus, a selling fee of 1.50% maximum may be added. In the case of larger transactions, the selling fee may be reduced accordingly, taking into account that investors making investments of identical amounts on the same day must be treated equally.

### MINIMUM SUBSCRIPTION AMOUNT

Bei der Zeichnung von A-, B-, E-, R- und Ra-Anteilen ist kein Mindestzeichnungsbetrag vorgesehen.

Bei erstmaliger Zeichnung von C-Anteilen gilt jeweils ein Mindestzeichnungsbetrag von USD / CHF / EUR / GBP 500'000. Der Verwaltungsrat der Gesellschaft kann nach eigenem Ermessen Erstzeichnungsanträge über einen niedrigeren Betrag als den angegebenen Mindestzeichnungsbetrag akzeptieren. Bei Folgezeichnungen von C Anteilen ist kein Mindestzeichnungsbetrag vorgesehen.

Bei erstmaliger Zeichnung von I-Anteilen gilt jeweils ein Mindestzeichnungsbetrag von USD / CHF / EUR / GBP 25 Mio. Der Verwaltungsrat der Gesellschaft kann nach eigenem Ermessen Erstzeichnungsanträge über einen niedrigeren Betrag als den angegebenen Mindestzeichnungsbetrag akzeptieren. Bei Folgezeichnungen von I Anteilen ist kein Mindestzeichnungsbetrag vorgesehen.

#### **ANTRAGSVERFAHREN**

Anleger können jederzeit Anteile direkt bei der im Allgemeinen Teil des Prospekts genannten Hauptzahlstelle in Luxemburg (oder bei ggf. in einzelnen Vertriebsländern bestellten lokalen Vertriebs- bzw. Zahlstellen) zeichnen. Dabei ist die genaue Identität des Zeichners, der Name des Subfonds und welche Anteilskategorie gezeichnet werden, anzugeben.

Für alle Zeichnungen von Anteilen der Subfonds, die bei der Hauptzahlstelle an einem Bewertungstag (wie im Kapitel „Bestimmung des Nettoinventarwertes“ definiert) bis spätestens um 15.00 Uhr Luxemburger Zeit (cut-off Zeit) eintreffen, gilt der am darauffolgenden Bewertungstag ermittelte Ausgabepreis. Für nach diesem Zeitpunkt bei der Hauptzahlstelle eintreffende Zeichnungen gilt der Ausgabepreis des übernächsten Bewertungstages.

Der Gesamtbetrag der Zeichnung muss innerhalb von vier (4) Luxemburger Bankarbeitstagen nach dem entsprechenden Bewertungstag auf dem im Allgemeinen Teil dieses Prospekts angegebenen Konto wertmässig gutgeschrieben sein.

Es werden keine Anteilsscheine oder Anteilszertifikate ausgeliefert.

Die Gesellschaft behält sich das Recht vor, Anträge abzulehnen oder nur zum Teil anzunehmen oder ergänzende Informationen und Dokumente zu verlangen. Wird ein Antrag ganz oder teilweise abgelehnt, wird der Zeichnungsbetrag oder der entsprechende Saldo dem Zeichner rücküberwiesen.

#### **9. RÜCKGABE VON ANTEILEN**

Subscriptions of A, B, E, R and Ra Shares are not subject to a minimum subscription amount.

The minimum subscription amount for initial subscriptions of C Shares is USD / CHF / EUR / GBP 500,000. The Board of Directors of the Company may at its discretion accept initial subscription applications of a lower amount than the minimum subscription amount indicated. Subsequent subscriptions of C Shares are not subject to a minimum subscription amount.

The minimum subscription amount for initial subscriptions of I Shares is USD / CHF / EUR / GBP 25 Million. The Board of Directors of the Company may at its discretion accept initial subscription applications of a lower amount than the minimum subscription amount indicated. Subsequent subscriptions of I Shares are not subject to a minimum subscription amount.

#### **APPLICATION PROCEDURE**

Investors may subscribe for the Subfund's shares at all times at the principal paying agent in Luxembourg named in the General Part of the Prospectus (or, as the case may be, at any of the appointed local distributors or paying agents in the individual distribution countries). The exact identity of the applicant and the name of the Subfund and the Share Category concerned must be stated.

All issues of Shares received by the principal paying agent no later than 15:00 Luxembourg local time (cut-off time) on one valuation day (as defined in the section "Calculation of net asset value") are covered by the Issue Price determined on the following valuation day. Applications received by the principal paying agent after this time are covered by the Issue Price of the day after the following valuation day.

The total amount of the subscription must be credited to the relevant account described in the General Part of this prospectus within four (4) Luxembourg banking days from the applicable valuation day.

No Share coupons or certificates will be delivered.

The Company reserves the right to reject applications, to accept them only in part or to require further information and/or documents. If an application is rejected in full or in part, the subscription amount or the corresponding balance is returned to the applicant.

#### **9. REDEMPTION OF SHARES**

Anteile des Subfonds werden an jedem Bewertungstag durch Antrag an die im Allgemeinen Prospektteil genannte Hauptzahlstelle in Luxemburg (oder an ggf. in einzelnen Vertriebsländern bestellte lokale Vertriebs- bzw. Zahlstellen) zurückgenommen.

Für alle Anträge auf Rücknahmen von Anteilen der Subfonds, die bei der Hauptzahlstelle an einem Bewertungstag bis spätestens um 15.00 Uhr Luxemburger Zeit (cut-off Zeit) eintreffen, gilt der am darauffolgenden Bewertungstag ermittelte Rücknahmepreis. Für nach diesem Zeitpunkt bei der Hauptzahlstelle eintreffende Anträge gilt der Rücknahmepreis des übernächsten Bewertungstags.

Zahlungen werden üblicherweise in der Währung des betreffenden Subfonds bzw. Referenzwährung der jeweiligen Anteilkategorie innerhalb von maximal vier (4) Luxemburger Bankarbeitstagen nach dem entsprechenden Bewertungstag geleistet.

Der Rücknahmepreis gründet auf dem Nettoinventarwert der Anteile am jeweils anwendbaren Bewertungstag und wird auf zwei (2) Stellen nach dem Komma gerundet.

Sofern bei der Ausgabe von Anteilen keine Verkaufsgebühr erhoben wurde, kann stattdessen eine Rücknahmegebühr von maximal 3% des Nettoinventarwertes erhoben werden.

## 10. UMTAUSCH VON ANTEILEN

Anteile des KONWAVE GOLD EQUITY FUND können gegen Zahlung einer Umtauschgebühr von maximal 2% des Nettoinventarwerts der vorgenannten Anteile in Anteile von anderen Subfonds der Gesellschaft umgetauscht werden. Ein solcher Umtausch kann bei der Hauptzahlstelle in Luxemburg (oder bei ggf. in einzelnen Vertriebsländern bestellten lokalen Vertriebs- bzw. Zahlstellen) erfolgen. Für das Umtauschverfahren finden die Bestimmungen des Allgemeinen Teils dieses Prospektes (vgl. Kapitel „Umtausch der Anteile“) Anwendung.

A-, B-, E-, R- UND Ra- Anteile können grundsätzlich nur von "institutionellen Investoren", wie oben definiert, in C- oder I-Anteile umgetauscht werden, wobei beim ersten Umtausch der Mindestumtauschwert dem Mindestzeichnungsbetrag der jeweiligen Anteilkategorie entsprechen muss. Der Verwaltungsrat der Gesellschaft kann nach eigenem Ermessen erstmalige Umtauschanträge über einen niedrigeren Betrag akzeptieren.

## 11. ÜBERSICHT ÜBER DIE ANTEILSKATEGORIEN

Die folgende Tabelle bietet einen schematischen Überblick über die wichtigsten Eigenschaften der einzelnen Anteilkategorien. Sie ersetzt nicht die Lektüre des Prospekts.

Shares of the Subfund shall be redeemed on any valuation date by application to the principal paying agent in Luxembourg named in the General Part of the prospectus (or where applicable to local distributors or paying agents appointed in individual distribution countries).

All redemptions of Shares in the Subfunds received by the principal paying agent no later than 15:00 local time in Luxembourg (cut-off time) on one valuation day are covered by the Redemption Price determined on the following valuation day. Applications received after this time are covered by the Redemption Price of the day after the following valuation day.

Payments are generally made in the currency of the Subfund or the reference currency of the respective share category within four (4) banking days from the applicable valuation day.

The Redemption Price is based on the net asset value of the shares on the applicable valuation day and is rounded off to the second (2) decimal point.

If no selling fee was charged at the issue of shares, a redemption fee of up to 3% of the net asset value may be charged instead.

## 10. SWITCHING OF SHARES

Shares in the KONWAVE GOLD EQUITY FUND may be switched for Shares in other Subfunds of the Company upon payment of a switching fee of up to a maximum of 2% of the net asset value of said Shares. Such switching may be effected through the principal paying agent in Luxembourg (or, where applicable, at the local distributors and paying agents in the individual countries of distribution). The switching procedure is subject to the provisions in the General Part of this prospectus (cf. section "Switching of Shares").

A, B, E, R and Ra Shares may only be switched into C or I Shares by "institutional investors", whereby the minimal switching amount equivalent to the minimum subscription amount of the respective share class must be given for the initial switch. The Board of Directors of the Company may, at its discretion, accept initial switching applications of a lower amount than the minimum switching amount indicated.

## 11. OVERVIEW OF THE SHARE CATEGORIES

The following table offers a schematic overview of the most important characteristics of the individual share categories. It is not a substitute for reading the Prospectus.

# KONWAVE GOLD EQUITY FUND

| BEZEICHNUNG DES<br>SUBFONDS<br>NAME OF SUBFUND | ANTEILE<br>SHARES | WÄHRUNG<br>CURRENCY | ISIN-CODE    | AKTIVIERUN<br>G<br>ACTIVATION<br>DATE | MINDESTZEICHNUNGS-BETRAG<br>DIE ERST- ZEICHNUNG<br>MINIMUM SUBSCRIPTION AMOUNT<br>FOR THE INITIAL SUBSCRIPTION | VERWALTUNGS<br>GEBÜHR (MAX.)<br>MANAGEMENT<br>FEE (MAX.) |
|------------------------------------------------|-------------------|---------------------|--------------|---------------------------------------|----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------|
| KONWAVE GOLD<br>EQUITY FUND                    | B                 | USD                 | LU0175576296 | 30.09.2003                            | --                                                                                                             | 1.50%                                                    |
|                                                | B-CHF             | CHF                 | LU0223331439 | 30.06.2005                            |                                                                                                                | 1.50%                                                    |
|                                                | B-EUR             | EUR                 | LU0223332320 | 30.06.2005                            | --                                                                                                             | 1.50%                                                    |
|                                                | B-GBP             | GBP                 | TBD          | TBD                                   |                                                                                                                | 1.50%                                                    |
|                                                | C                 | USD                 | LU1001014080 | 27.12.2013                            | USD 500'000                                                                                                    | 1.00%                                                    |
|                                                | C-CHF             | CHF                 | LU1643692699 | 07.07.2017                            | CHF 500'000                                                                                                    | 1.00%                                                    |
|                                                | C-EUR             | EUR                 | LU1425270227 | 08.06.2016                            | EUR 500'000                                                                                                    | 1.00%                                                    |
|                                                | C-GBP             | GBP                 | TBD          | TBD                                   | GBP 500'000                                                                                                    | 1.00%                                                    |
|                                                | E-EUR             | EUR                 | LU[TBD]      | TBD                                   | --                                                                                                             | 2.25%                                                    |
|                                                | I                 | USD                 | LU1639893442 | Offen/open                            | USD 25 Mio.                                                                                                    | 0.50%                                                    |
|                                                | I-CHF             | CHF                 | LU1639893525 | Offen/open                            | CHF 25 Mio.                                                                                                    | 0.50%                                                    |
|                                                | I-EUR             | EUR                 | LU1639893954 | 25.07.2017                            | EUR 25 Mio.                                                                                                    | 0.50%                                                    |
|                                                | I-GBP             | GBP                 | TBD          | TBD                                   | GBP 25 Mio.                                                                                                    | 0.50%                                                    |
|                                                | R                 | USD                 | LU1819711935 | 20.07.2018                            | --                                                                                                             | 1.25%                                                    |
|                                                | R-CHF             | CHF                 | LU1851968526 | 20.07.2018                            | --                                                                                                             | 1.25%                                                    |
|                                                | R-EUR             | EUR                 | LU1851968443 | 20.07.2018                            | --                                                                                                             | 1.25%                                                    |
|                                                | R-GBP             | GBP                 | TBD          | TBD                                   |                                                                                                                | 1.25%                                                    |
|                                                | Ra                | USD                 | TBD          | TBD                                   | --                                                                                                             | 1.25%                                                    |
|                                                | Ra-GBP            | GBP                 | TBD          | TBD                                   |                                                                                                                | 1.25%                                                    |

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