



Last updated: December 2016  
**PROSPECTUS**

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## Stafford SICAV

(Société d'Investissement à Capital Variable)

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Sub-funds:

**Stafford SICAV - Global Equity Fund**

Management Company:

**Alceda Fund Management S.A.**

Depositary:

**M.M.Warburg & CO Luxembourg S.A.**

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**Investment Company**

**Stafford SICAV**

5, Heienhaff  
L-1736 Senningerberg

**Board of Directors of the Investment Company**

**Chairman of the Board of Directors**

Michael Sanders  
Alceda Fund Management S.A.  
5, Heienhaff  
L-1736 Senningerberg

**Members of the Board of Directors**

Charles Abrecht  
Rasini Fairway Capital AG  
Nüscherstrasse 35  
CH-8001 Zürich

Francesco Andina  
Rasini Fairway Capital AG  
Nüscherstrasse 35  
CH-8001 Zürich

Helmut Hohmann  
Independent Director  
Kirchstraße 65  
54441 Trasem  
Germany

### **Management Company**

#### **Alceda Fund Management S.A.**

5, Heienhaff  
L-1736 Senningerberg

Capital on 31 December 2015: EUR 325.000

### **Board of Directors of the Management Company**

#### **Chairman of the Board of Directors**

Michael Sanders  
Chairman of the Board of Directors  
Alceda Fund Management S.A.  
Senningerberg

#### **Members of the Board of Directors**

Jost Rodewald  
Director of AQ Management GmbH, D - Hamburg

Roman Rosslbroich  
Director of AQ Management GmbH, D – Hamburg

### **Conducting officers of the Management Company**

Jens Eisenbart  
Désirée Eklund  
Michael Sanders  
Dr. Harald Schönebeck  
Albert Sowa

### **Depositary**

#### **M.M.Warburg & CO Luxembourg S.A.**

2, Place François-Joseph Dargent  
L-1413 Luxembourg

### **Central Administration Agent**

#### **WARBURG INVEST LUXEMBOURG S.A.**

2, Place François-Joseph Dargent  
L-1413 Luxembourg

**Paying Agent**

**M.M.Warburg & CO Luxembourg S.A.**  
2, Place François-Joseph Dargent  
L-1413 Luxembourg

**Registrar- and Transfer Agent**

**European Fund Administration SA**  
2, rue d'Alsace  
L-1017 Luxembourg

**Investment Manager and Distribution Agency**

**Rasini Fairway Capital Ltd.**  
1st Floor North  
4-5 Grosvenor Place  
London SW1X 7HJ

**Auditor of the Investment Company**

**PriceWaterhouseCoopers (PwC), Société Coopérative  
Réviseurs d'entreprise**  
2, rue Gerhard Mercator  
L-1014 Luxembourg

**Auditor of the Management Company**

**PriceWaterhouseCoopers (PwC), Société Coopérative  
Réviseurs d'entreprise**  
2, rue Gerhard Mercator  
L-1014 Luxembourg

Stafford SICAV (the “Investment Company”) presented in this Prospectus (plus Appendices and Articles of Association) (hereinafter “Prospectus”) is an Investment Company under the law of the Grand Duchy of Luxembourg (*société d’investissement à capital variable*), which was founded for an unlimited period pursuant to Part I of the Law of the Grand Duchy of Luxembourg dated 17 December 2010 relating to Undertakings for Collective Investment (hereinafter “Law of 2010”) in the form of an umbrella fund with one or several Sub-funds.

This Prospectus is only valid in combination with the latest published annual report that must not be older than last sixteen months. In addition, if the annual report is older than eight months, the investor must be provided with the latest available semi-annual report. It is however understood that in respect of a newly established fund, such reports will only become available on a later date, as further disclosed herein. The current Prospectus and the key investor information documents form the legal basis for the subscription to, or acquisition of, shares. The acquisition of shares implies acceptance by the investor of the provisions contained in the Prospectus, the key investor information documents and all approved and published amendments to the same.

The key investor information documents will be provided free of charge to the investors in sufficient time to the purchase of shares.

No information or declarations that deviate from the Prospectus and the key investor information documents may be provided. The Investment Company bears no liability for information or declarations that deviate from the current Prospectus and the key investor information documents.

The Prospectus and the key investor information documents, as well as the relevant annual and semi-annual reports are available free of charge as durable mediums at the registered offices of the Investment Company, the Management Company, the Depositary as well as the paying and information Agents. The Prospectus and the key investor information documents are likewise available on the website of the Management Company [www.alceda.lu](http://www.alceda.lu). The aforementioned documents will be provided to the investor in hardcopy form on request. Further information may be obtained from the Investment Company at any time during normal business hours.

## Notes for investors relating to the United States of America

The Management Company can restrict or prohibit the possession of shares by any person registered as a taxpayer in the United States of America ("USA"). Natural persons who are taxpayers in the USA include, for example, persons who

- a) were born in the USA or in one of its territories or sovereign territories;
- b) are naturalised citizens (or green card holders);
- c) were born abroad to parents, or to one parent, who is/are USA citizen(s);
- d) without being a citizen of the USA, are predominantly resident in the USA;
- e) are married to a citizen of the USA.

Legal entities that are taxpayers in the USA include, for example,

- a) companies or organisations founded under the laws of one of the 50 federal states or the District of Columbia;
- b) a company or partnership founded under an Act of Congress;  
or
- c) a pension fund, founded as a US trust.

## Prospectus

The Investment Company (the “**Investment Company**”) described in this detailed Prospectus (including the Articles of Association and Appendices) was issued on the initiative of **Rasini Fairway Capital AG** and is managed by **Alceda Fund Management S.A.** The initiator is not entitled to accept monies.

Enclosed with this Prospectus are Appendices relating to the respective Sub-funds, as well as the Articles of Association of the Investment Company.

The Prospectus (including Appendices) and the Articles of Association form a meaningful unit and complement each other.

### The Investment Company

The Investment Company is an undertaking for collective investments in transferable securities in the form of a investment company with variable capital (*Sicav*) with its registered office located at, 5, Heienhaff, L-1736 Senningerberg. It had been originally established as a British Virgin Island Corporation on 1 February 2003 under the denomination SF Fund Ltd. Further to the redomiciliation of the SF Fund Ltd. to the Grand Duchy of Luxembourg with effect as of 2 April 2013 and the adoption by an extraordinary meeting of shareholders of the new Articles of Association pursuant to Luxembourg law on 2 April 2013, the Investment Company is as from that date existing as a public limited company under the law of the Grand Duchy of Luxembourg under the name **Stafford SICAV**. The Investment Company has been entered in the commercial register kept by the Luxembourg District Court under registration number R.C.S. Luxembourg B-176560. The Investment Company’s financial year ends on 31 March of each year.

Its Articles of Association were published in the “*Mémorial, Recueil des Sociétés et Associations*”, the Official Gazette of the Grand Duchy of Luxembourg (“*Mémorial*”), since 1 June 2016 „*Recueil Electronique des Sociétés et Associations*“ („RESA“), on 22 April 2013.

Pursuant to the law of the Grand Duchy of Luxembourg, the minimum capital of the Investment Company must be the equivalent of EUR 1,250,000 and this must be attained within a period of six months of the licensing of the Investment Company by the Luxembourg supervisory authorities. Focus here is on the net fund assets of the Investment Company.

### Management Company

The designated Management Company of the Investment Company is **Alceda Fund Management S.A.** (the “Management Company”), a public limited company pursuant to the laws of the Grand Duchy of Luxembourg. Its registered office is located at 5, Heienhaff, L-1736 Senningerberg. The Management Company was founded on 9 January 2007 for an indefinite period of time. Its Articles of Association were published in the *Mémorial* on 27 February 2007. The last amendment of the Articles of Association came into effect on 25 September 2012 and was published in the *Mémorial* on 3 October 2012. The Management Company is registered in the Luxembourg Commercial Register under the number

Luxembourg B-123356. The Management Company's financial year ends on 31 December of each year.

The Management Company may not carry out any activities other than that of managing Undertakings for Collective Investments in Transferable Securities (UCITS) authorised under Directive 2009/65/EC and subsequent amendments (hereinafter Directive 2009/65/EC) with the exception of other Undertakings for Collective Investments (UCI) that do not fall under this directive, in respect of which the Management Company is subject to supervision but whose shares cannot be sold in other member states of the European Union in accordance with Directive 2009/65/EC, and the management of other Luxembourg and foreign investment vehicles (including SICARs).

The Management Company must at all time act honestly, fairly, professionally and independently in conducting its activities in the sole interest of the shareholders and in conformity with the Law of 2010, the Prospectus and the Articles of Association. The Management Company may carry out all activities that are necessary or useful to promote the sale of such shares and to manage these UCITS/UCI and SICAR. It may enter into any transactions and take any measures that promote its interests or otherwise serve its purpose, provided they are in accordance with chapter 15 of the Law of 2010.

The Management Company is responsible for the day-to-day administration and management of the Investment Company. It is entitled to perform all management and administrative operations and to exercise all rights on behalf of the Investment Company directly or indirectly related to the assets of the Investment Company.

The Management Company complies with the requirements of the amended Directive 2009/65/EC on the coordination of laws, regulations and administrative provisions relating to specific Undertakings for Collective Investment in Transferable Securities.

In relation to the management of the assets of the respective Sub-funds, the Management Company may, under its own responsibility and control and at its own cost or at the cost of the respective Sub-fund's assets, engage the services of an investment advisor.

The Management Company is also entitled to subcontract services to third parties while retaining its own responsibility for, and control of, such services. Any such transfer of tasks must not in any way impair the Management Company's ability to effectively supervise the Investment Company. In particular, any such transfer of tasks must not impede the Management Company's ability to act in the interest of its shareholders.

#### Remuneration Policy

With reference to Directive 2014/91/EU the Management Company has established remuneration policies and practices that promote and that are consistent with effective risk management and that neither encourage risk taking nor impair compliance with the Management Company's duty to act in the best interest of the Investment Company. Please find below a summary of the remuneration policy which is in force as of the date of this Prospectus:

The remuneration policy applies to all directors, permanent employees and heads of department of the Management Company and is based with respect to certain aspects on the general remuneration policy of the Aquila Group. The Management Company is responsible for the remuneration of its employees.

The total remuneration of employees consists of fixed remuneration plus variable remuneration. The fixed and variable components of total remuneration are proportionate and the proportion of fixed components in the total remuneration is sufficiently high. If necessary, the payment of a variable component can also be dispensed completely. The remuneration of directors is based on the usual remuneration of a director in a similar position, with comparable qualifications and similar experience. Remuneration over and above the usual remuneration is paid only in exceptional cases.

The fixed remuneration consists of the fixed monthly salary. The system of fixed remuneration is based on the importance of the position or the function performed. The qualifications and employee skills required are relevant factors in determining the remuneration. The level of fixed remuneration ensures that employees have no significant dependence on the variable remuneration. The basic salary is set sufficiently high as to ensure the appropriateness of remuneration, even in the event of underperformance.

Variable remuneration in the form of bonuses and special payments may be provided in addition to the fixed remuneration. The level of the variable components of remuneration is based on the actual performance and success, as determined on the basis of the remuneration parameters. They are designed in such a way that negative incentives for taking disproportionately high risk positions and conflicts with the interests of customers can be avoided both for the Management Company and for the employees. The successful achievement of targets of employees for the individual calendar year is determined on the basis of three criteria, namely a criterion based on the successful achievement of targets by the Management Company ("company-dependent criterion"), a criterion based on the profit contribution of the organisational unit or department ("organisation-dependent criterion"), and a criterion based on the individual profit contributions of the employee ("individual criterion"). The risks taken, their maturities and capital and liquidity costs are included in the assessment of the individual profit contribution. The variable remuneration of the members of the Management Company's management is determined by the shareholders' meeting at the end of the financial year on the basis of a multi-year comparison, taking into account the successful achievement of targets by the Management Company and the Aquila Group as a whole and the individual performance of the management. The remuneration is based on the usual remuneration for directors. There are no performance-related bonuses over and above this. Variable salary components are paid only in the form of cash. No shares or share options are granted. For employees, the amount of the variable special payment should not exceed six times the gross monthly salary. The variable remuneration should not exceed 200% of the fixed salary for either employees or directors.

The variable remuneration for risk takers has been designed in accordance with the legal and regulatory requirements for the long-term development of the Management Company. The payment of variable remuneration for risk takers is divided into a short-term performance bonus (40% of the expected remuneration) and a long-term performance bonus (60% of the expected remuneration). With regard to the short-term performance bonus, 50% is paid immediately after the end of the assessment period (CASH portion) and

50% is only due for payment after a three-year lock-up period. The long-term performance bonus is paid on a pro rata basis over three years. With regard to the long-term performance bonus, 50% is paid at the end of each period (CASH portion) and 50% only after the expiry of a three-year lock-up period.

More details of the current remuneration policy the Management Company has in place can be obtained from the website of the Management Company <http://alceda.lu/en/about-us/corporate-governance>. A paper copy is available free of charge upon request. Such remuneration policy includes a description of the methods of calculating remunerations and inducements (if any) for certain groups of employees. Additionally, the identity of persons responsible for awarding the remuneration and benefits is published.

## **Depositary**

The Depositary of the Investment Company is **M.M.Warburg & CO Luxembourg S.A.** having its registered office at 2, Place François-Joseph Dargent, L-1413 Luxembourg.

The Depositary is a public limited company pursuant to the laws of the Grand Duchy of Luxembourg having a banking licence. The duties of the Depositary are governed by the Law of 2010, the depositary and main paying agent agreement, the Articles of Association and this Prospectus (including Appendices). It acts independently from the Management Company and exclusively in the interest of the shareholders. It is licensed to carry out banking activities under the terms of the Luxembourg act of 5 April 1993 on the financial sector, as amended and specialises in custody, and related services.

The Depositary has been entrusted with the safe-keeping of the Investment Company's assets and it shall fulfil the obligations and duties provided for by the Law of 2010 and the Luxembourg Law. In compliance with usual banking practices and in accordance with the provisions of the Law of 2010 and with Directive 2014/91/EU of the European Parliament and of the Council of 23 July 2014 amending Directive 2009/65/EC on the coordination of laws, regulations and administrative provisions relating to undertakings for collective investment in transferable securities (UCITS) as regards depositary functions, remuneration policies and sanctions (Directive 2014/91/EU), the Depositary may, under its responsibility, entrust part or all of the assets which are placed under its custody to other banking institutions or financial intermediaries.

The Depositary's liability in relation to its supervisory functions shall not be affected by the fact that it has entrusted all or some of the assets in its custody to a third party and shall not, in accordance with Directive 2014/91/EU be excluded or limited by agreement. Shareholders may invoke the liability of the Depositary directly or indirectly through the Investment Company provided that this does not lead to a duplication of redress or to unequal treatment of the shareholders.

The Depositary is liable to the Investment Company and to the shareholders for the loss by the Depositary or a third party to whom the custody of financial instruments held in custody has been delegated. In the case of a loss of a financial instrument held in custody the Depositary is obliged to return a financial instrument of an identical type or the corresponding amount to the Investment Company without undue delay, except where there is proof that the loss has arisen as a result of an external event beyond the

Depositary's reasonable control, the consequences of which would have been unavoidable despite all reasonable efforts to the contrary. The Depositary shall, in compliance with Luxembourg Law and pursuant to the Depositary Agreement, be liable to the Investment Company and the shareholders for all other losses suffered by them as a result of the depositary's negligent or intentional failure to perform its obligations pursuant to Directive 2014/91/EU or its wrongful or improper performance thereof.

In performing its obligations under the Depositary Agreement, the Depositary shall observe and comply with (i) the Law of 2010 and the Luxembourg Law and any other applicable laws and regulations for the time being in force, (ii) the Depositary Agreement (including any operating procedures agreed to from time to time between the Depositary and the Investment Company), and (iii) the terms of this Prospectus and the Articles of Association. Furthermore, in carrying out its role as depositary, the Depositary must act honestly, fairly, professionally, independently and solely in the interest of the shareholders.

In addition to the usual duties regarding custody, cash and securities deposits, upon instructions from the Investment Company, the Depositary will execute or supervise the execution of all financial transactions and provide all banking facilities in accordance with the Depositary Agreement. The Depositary will further, in accordance with the Law of 2010 and the Directive 2014/91/EU:

- (i) ensure that the sale, issue, redemption, exchange and cancellation of all shares of each Sub-fund effected by the Investment Company are carried out in accordance with the Law of 2010 and the provisions of the Articles of Association;
- (ii) ensure that the value of all shares of each Sub-fund is calculated in accordance with the Law of 2010 and the provisions of the Articles of Association;
- (iii) carry out the instructions of the Investment Company, unless they conflict with the Law of 2010 and the Luxembourg Law, or with the provisions of the Articles of Association;
- (iv) ensure that in transactions involving the assets of each Sub-fund, consideration is remitted to it within the customary time limits;
- (v) ensure that the income of each Sub-fund is applied in accordance with the Law of 2010 and the provisions of the Articles of Association;
- (vi) ensure that the cash flows of the Investment Company are properly monitored, and, in particular, that all payments made by, or on behalf of, investors upon the subscription of shares have been received, and that all cash of the Investment Company has been booked in cash accounts that are:
  - opened in the name of the Investment Company;
  - opened at an entity referred to in Directive 2014/91/EU; and
  - maintained in accordance with the principles set out in Directive 2014/91/EU.

In carrying out the safe-keeping of assets of the Investment Company the Depositary will act in compliance with the Law of 2010 and the Directive 2014/91/EU. The Depositary will hold in custody all financial instruments that may be registered in a financial instruments account opened in the depositary's books and all financial instruments that can be physically delivered to the depositary and will ensure that all these financial instruments are registered in the depositary's books within segregated accounts so that they can be clearly identified as belonging to the Investment Company in accordance with the applicable law at all times. For other assets, the depositary will verify the ownership by the Investment

Company of such assets by assessing information or documents provided and will maintain a record of those assets for which it is satisfied that the Investment Company holds the ownership. The assets held in custody by the Depositary will not be reused by the Depositary, or by any third party to which the custody function has been delegated, for their own account.

The Depositary will not carry out activities with regard to the Investment Company or the Management Company on behalf of the Investment Company that may create conflicts of interest between the Investment Company, the shareholders, the Management Company and itself, unless the Depositary has functionally and hierarchically separated the performance of its depositary tasks from its other potentially conflicting tasks, and the potential conflicts of interest are properly identified, managed, monitored and disclosed to the shareholders.

Among other, conflicts of interest may arise from activities carried out by the Depositary or circumstances such as

- investment advising and asset management from the Depositary's own (revenue) interest in selling financial instruments, including its Group's own products;
- giving or receiving inducements (for example, placement commissions, trail commissions, or pecuniary advantages) to or from third parties in connection with securities services;
- due to performance-based compensation of staff and intermediaries;
- giving inducements to the staff and intermediaries;
- from other business activities of and in particular from the Depositary's interest in own-account trading profits and selling self-issued securities;
- from relationships of the Depositary with issuers of financial instruments, for example, when a credit relationship exists or in the case of collaboration on securities issues or cooperation agreements;
- preparing financial analyses about securities offered for purchase to customers;
- obtaining information that is not publicly known;
- from personal relationships of the staff or management or persons associated with them;
- the participation of those persons in the supervisory or managing boards.

The Depositary maintains and operates effective organisational and administrative arrangements with a view to taking all reasonable steps designed to prevent such conflicts of interest.

In particular the Depositary has an independent compliance office that is directly responsible to the management and whose duty is to identify, avoid, and manage conflicts of interest. Among other things, the Depositary takes the following specific measures:

- create organizational processes to preserve the customer's interest in the areas of investment advice and asset management (for example, approval process for new products and investment selection process in asset management);
- comply with rules on giving and receiving inducements and their disclosure;
- create confidentiality zones by establishing information barriers separating responsibilities and/or spatial separations;
- keep an insider list or watch list that helps to monitor sensitive information traffic and prevent misuse of insider information;

- keep a restricted list to counter possible conflicts of interest by means of business or consulting bans or a ban on financial analyses;
- disclose to the compliance office of securities transactions of staff members who could become involved in conflicts of interest in the context of their work;
- provide training to the staff;
- disclose unavoidable conflicts of interest to affected customers before a transaction or consultation.

The Depositary provides information about relevant potential conflicts of interest in the financial analyses that it prepares or disseminates. Further information about the handling of conflicts of interest can be obtained from the website of the Depositary.

### **Registrar and transfer agent**

Registrar and transfer agent for the fund became **European Fund Administration S.A. (EFA)** with registered head office at 2, rue d'Alsace, L-1017 Luxembourg.

The tasks of the registrar and transfer agent consist of processing applications or orders for the subscription, redemption, conversion and transfer of units and in maintaining a register of fund units.

### **Central Administration Agent**

The Central Administration Agent of the Investment Company is **WARBURG INVEST LUXEMBOURG S.A.** with its registered office at 2, Place François-Joseph Dargent, L-1413 Luxembourg.

The Central Administration Agent is *inter alia* responsible for fund accounting, the calculation net asset value per share and preparation and compilation of the annual report.

It is also entitled to subcontract services to third parties while retaining responsibility for and control of those services.

### **Paying Agent**

The Paying Agent of the Investment Company is **M.M.Warburg & CO Luxembourg S.A.** pursuant to the terms of the depositary and main paying agent agreement. As such, the Paying Agent will arrange, upon instructions of the Investment Company, payments of the dividends to the shareholders or to the various paying agents that can be appointed from time to time by the Investment Company with the prior approval of the Paying Agent.

### **The Investment Manager**

Following its appointment by the Management Company, the investment manager of the Investment Company is **Rasini Fairway Capital Ltd.** with registered office at 1st Floor North, 4-5 Grosvenor Place, London SW1X 7HJ.

On a day-to-day basis, the main role of the investment manager is to implement the investment policy of the respective Sub-fund and to carry out asset management transactions; it also provides other related services.

In fulfilling these duties, it must observe the investment policy guidelines and any investment restrictions of the respective Sub-fund as laid out in this detailed Prospectus, as well as any investment restrictions imposed by law.

Investment managers are entitled to select agents or brokers to process transactions in the assets of the Sub-fund. Responsibility for making investment decisions and issuing orders lies with the investment managers.

Investment managers are entitled, at their own cost and under their own responsibility, to seek advice from third parties. Subject to approval by the Management Company, investment managers may reassign some or all of their contractual duties to third parties. In such cases, the fund managers shall be fully responsible for the remuneration payable to those third parties.

Investment managers are liable for all expenses they incur in connection with the services they provide on behalf of the Investment Company. Agent commissions, transaction costs and other business costs that arise in connection with the purchase and sale of assets are payable by the respective Sub-fund.

### **Legal status of investors**

The monies contributed by shareholders of the Investment Company will be invested by the different Sub-funds in accordance with allowed the risk spreading in securities and/or other permitted assets pursuant to Article 41, Paragraph 1 of the Law of 2010. The invested funds and the assets acquired therewith constitute the respective Sub-fund assets which are segregated from the Management Company's own assets.

Investors participate in the assets of their respective Sub-fund to the extent of their share holdings. The types of shares issued for the respective Sub-fund are indicated in the relevant Appendix to this Prospectus.

Registered shares, if issued, are entered in the share register maintained by the Registrar and Transfer Agent. In this case, investors shall receive confirmation of the entry in the share register, which is sent to the address listed in the register. Investors are not entitled to request the delivery of physical certificates on the issue of bearer or registered shares. The types of shares issued for the respective Sub-fund are indicated in the relevant Appendix to this Prospectus.

All shares in a Sub-fund have the same rights and obligations, unless the Investment Company decides to issue different classes of shares within a Sub-fund in accordance with the Articles of Association.

Whether or not shares within a Sub-fund are listed or admitted to trading on a stock exchange or other regulated market will be set out in the relevant Appendix to the Prospectus. It is however possible that shares in a Sub-fund may be traded on other

markets (e.g. shares are included in unofficial regulated trading on a stock market). In such cases the market price underlying market trading or trading in other markets is not solely determined by the value of assets held in the respective Sub-fund, but by the principles of supply and demand. Therefore, this market price may vary from the calculated share price.

The Investment Company draws the investors' attention to the fact that any investor will only be able to fully exercise his investor rights directly against the UCITS, notably the right to participate in general shareholders' meetings if the investor is registered himself and in his own name in the shareholders' register. In cases where an investor invests in the UCITS through an intermediary investing into the UCITS in his own name but on behalf of the investor, it may not always be possible for the investor to exercise certain shareholder rights directly against the UCITS. Investors are advised to take advice on their rights.

### **Share classes**

Fundamentally all shareholders in a Sub-fund have the same rights, unless the Management Company decides to issue various share classes within a Sub-fund in accordance with Article 5 No.3 of the Management Regulations. The Management Company may resolve to vary in their characteristics and rights in accordance with the way in which their returns are used, the fee structure, the use of currency hedging transactions or other specific features or rights. All shares for each share class are held in the same way as far as returns, increases in price and liquidation proceeds are concerned from the date of issue.

Insofar as share classes are created for the respective Sub-funds, their specific characteristics or rights are described in the corresponding Appendix to the Prospectus.

The use of foreign currency hedging contracts can occur for shares whose reference currency, which is detailed in the relevant Appendix to this Prospectus, is not identical with the reference currency of the Sub-fund. By using foreign currency hedging contracts, the Investment Company may try to hedge the currency risk of the reference currency of a Class against the reference currency of the Sub-fund. It is anticipated that currency risks will be hedged to a large extent although there is no guarantee that a complete hedging of the currency risk can be achieved. All fees and costs (as well as gains and losses) associated with the currency hedging carried out for the specific purpose of the relevant hedged Class shall be borne by the Class in question.

### **General notes on trading Sub-fund shares**

Investing in the Sub-fund is seen as a long-term investment. The systematic purchase and sale of shares, exploiting time differences and/or possible weaknesses or gaps in the valuation system of the net asset value – so-called market timing – can only jeopardise the interests of other investors. The Investment Company rejects such arbitrage techniques.

In order to avoid such practises, the Investment Company reserves the right to withdraw, to revoke or to suspend an investor's subscription or conversion orders, if there are grounds to suspect that the investor is involved in market timing.

If this is the case, the Investment Company shall take appropriate measures to protect the other investors in the respective Sub-fund.

### **General investment guidelines and restrictions**

The aim of the investment policy for each individual Sub-fund is to achieve a reasonable performance in the respective Sub-fund Currency.

The investment policies of each Sub-fund are described in the relevant Appendix to the Prospectus.

General investment guidelines and restrictions outlined in Article 4 of the Articles of Association apply to all Sub-funds, unless deviations are provided for in the relevant Appendix for the respective Sub-fund.

Relevant Sub-fund assets are invested in compliance with the principles of risk spreading within the meaning of rules provided for in Part I of the Law of 2010 and in accordance with investment guidelines described in Article 4 of the Articles of Association as well as within the investment restrictions.

### **Investment Policy**

The goal of the investment policy for the individual Sub-fund is to secure reasonable performance in the respective Sub-fund currency. Investment policies for specific Sub-funds are described in the relevant Appendix to the Prospectus.

General investment principles and restrictions outlined in Article 4 of the Articles of Association apply to all Sub-funds, unless deviations or additions are contained in the relevant Appendix for the respective Sub-fund.

Relevant Sub-fund assets are invested in compliance with the principles of risk spreading within the meaning of rules provided for in Part I of the Law of 2010 and in accordance with investment principles described in Article 4 of the Articles of Association as well as within investment restrictions.

### **Notes on derivatives, techniques and instruments**

As explanation of the general investment guidelines described in Article 4 of the Articles of Association, the Investment Company can in particular use for investment as well as for hedging purposes the following derivatives, techniques and instruments for the respective Sub-fund:

#### **1. Options**

An option conveys the right to buy ('buy option'/'call') or to sell ('sale option'/'put') a specific asset at a price specified in advance (the strike or exercise price) on a specific date in the future (expiry date) or during a specified period in the future. The price of a call or put option is the option premium.

Both call and put options can be bought or sold for the respective Sub-fund provided that the respective Sub-fund is entitled to invest in the underlying asset in accordance with the investment objectives.

## 2. Financial futures

Financial futures are unconditionally binding agreements between both contracting parties to buy or to sell a specific amount of an underlying asset at a price agreed upon in advance on a specified date, the expiry date.

Financial futures can only be concluded for the respective Sub-fund provided the relevant Sub-fund is entitled to invest in the underlying assets in accordance with the investment objectives.

## 3. Currency futures

The Investment Company may enter into contracts for currency futures in relation to the relevant Sub-fund.

Currency futures are unconditional binding agreements between both contracting parties to buy or to sell a specific amount of an underlying currency at a price agreed upon in advance on a specified date, the expiry date.

## 4. Swaps

The Investment Company will not conclude swaps on behalf of the relevant Sub-fund assets.

## 5. Methods of managing credit risks

The Investment Company is entitled to deploy credit linked notes, viewed as securities within the meaning of Article 4 of the Articles of Association, for the respective Sub-fund, provided that these are issued by reputable financial institutions and comply with the investment policy of the Sub-fund.

The Investment Company will not conclude credit default swaps on behalf of the relevant Sub-fund assets.

The combined exposure resulting from derivatives shall not exceed the net assets of the respective Sub-fund.

## 6. Derivatives

Each Sub-fund may use derivatives for investment purposes and hedging purposes against currency, interest and exchange risks as well as for covering all other risks.

The terms and limits must in particular comply with the sections Nr. 2g), Nr. 6) and section Nr. 4 of the Articles of Association. In particular the provisions regarding the risk management process with respect to derivatives have to be taken into account.

Part of such transactions are amongst others the purchase and sale of call and put options as well as the purchase and sale of futures and forwards on currencies, securities, indices, interests and other eligible financial instruments.

## 7. Collateral and re-investment of collateral

With respect to derivative OTC transactions the Investment Company may receive collateral within the scope of the strategy set out in this section in order to mitigate its counterparty risk. The following section determines the strategy for the collateral management applied by the Investment Company for the respective Sub-funds.

### *General rules*

Collateral received by the Investment Company for the respective Sub-funds may be used to mitigate the counterparty risk to which the Sub-fund is exposed if such meets the requirements set out in the applicable laws, provisions and in the circulars issued by the CSSF in particular in relation to liquidity, evaluation, quality with respect to the solvency of issuers, correlation, risks in relation to collateral management and enforceability.

### *Volume of collateral*

The Investment Company will determine the necessary volume of collateral for derivative OTC transactions for the respective Sub-fund dependent of the nature and the features of the executed transactions, the creditworthiness and identity of the counterparties and the respective market conditions.

### *Haircut Strategy*

Received collateral will be valued on a daily valuation basis and under application of available market prices as well as by taking into account of appropriate haircuts determined by the Management Company for each type of assets of the respective Sub-fund on the basis of the haircut strategy of the Investment Company. Such strategy takes into account several factors in dependency of the collateral received such as the quality of the counterparty, maturity, currency and price volatility of the assets. Principally a haircut will not be applied to received cash collateral. The haircut strategy applicable for a Sub-fund is specified in the relevant Appendix to the respective Sub-fund.

### *Re-investment of collateral*

#### Non-cash collateral

Non-cash collateral received by the Investment Company for the respective sub-fund shall not be sold, re-invested or pledged.

#### Cash collateral

Cash collateral received by the Investment Company for the respective Sub-fund shall only be invested in liquid assets according to the provisions of Luxembourg law and applicable

regulations, in particular the ESMA Guidelines 2012/832 implemented by the CSSF circular 13/559. Each re-investment of cash collateral must be sufficiently diversified in relation to countries, markets and issuers with a maximum exposure against an individual issuer of 20% of the net asset value of the respective Sub-fund.

## 8. Observations

As new derivative instruments become available on the market, these may include these new derivative instruments to the derivatives, techniques and instruments mentioned above provided they correspond to the investment objectives and that the respective Sub-fund is entitled to use them pursuant to supervisory and legal regulations.

### **Determination of the net asset value per share**

The net asset value of the Investment Company is denominated in EUR (**“Reference Currency”**).

The net asset value per share (**“Share Value”**) is denominated in the currency indicated in the relevant Appendix to the Prospectus (the **“Sub-fund Currency”**) unless an alternative currency is indicated for any other classes of shares in the relevant Appendix to the Prospectus (the **“Share Class Currency”**).

The Share Value is calculated by the Central Administration Agent or one of its authorised representatives under the supervision of the Depositary in Luxembourg, for a particular valuation day (**“Valuation Day”**) that is indicated in the relevant Appendix to this Prospectus. This figure is rounded up to four decimal places. In addition to the Valuation Day the Share Value is exclusively calculated and analysed for statistical reason by the Central Administration Agent or one of its authorised representatives on 31 December of each year not being Saturday or Sunday. Any additional costs incurred by the calculation of the Share Value on 31 December of each year will be charged to the Company.

The Share Value is calculated on each Valuation Day based on the value of the assets of the respective Sub-fund, minus the liabilities of the Sub-fund (the **“Sub-fund Net Assets”**) and divided by the number of shares in circulation on the respective Valuation Day. This figure is rounded up to four decimal places. Further details on the determination of the Share Value can be found in Article 14 of the Articles of Association.

### **Issuance of shares**

1. Shares are issued on each Valuation Day at the issue price. The issue price is the Share Value increased by an eventual subscription fee in favour of the distributor whose maximum amount, if applicable, is detailed for the respective Sub-fund or share class in the relevant Appendix to this.

The issue price can be increased by fees or other charges incurred in the relevant country where shares will be offered.

2. Subscription applications for the subscription of registered shares, if any, may be submitted to the Registrar and Transfer Agent, distributors and the Paying Agents. The

collecting agents are obliged to forward the subscription applications to the Registrar and Transfer Agent without delay. The relevant date and time for the application of the cut off time is the date and time of reception of the respective subscription application by the Registrar and Transfer Agent. The Registrar and Transfer Agent accepts subscription applications on behalf of the Investment Company.

Complete subscription applications received by the Registrar and Transfer Agent by the time given in the Sub-funds respective Appendix ("**Order Acceptance Deadline**") will be settled on the basis of the Share Value on the subsequent Valuation Day. The Investment Company shall ensure, in all cases, that the issue of shares is settled on the basis of a Share Value previously unknown to the investor. Should there be reason to suspect that the investor is operating late trading, the Investment Company is entitled to refuse acceptance of the application until the subscriber has had a chance to dispel any doubts relating to his subscription application.

Complete subscription applications for the purchase of registered shares that are received after the Order Acceptance Deadline will be settled on the basis of the share value of the Valuation Day following the subsequent Valuation Day, provided that the counter value is available for the subscribed shares.

A subscription application for the subscription of registered shares is complete when it indicates the surname and first name(s), the address, the date and place of birth, the profession and nationality of the investor, the number of shares subscribed and/or the amount to be invested and the name of the Sub-fund, and when it is signed by the investor. Furthermore, the subscription application should also include the type and number of personal identification presented by the investor as well as the name of the authority issuing the form of identification. A statement should also be included to state whether the investor holds an official office. The collecting agents shall confirm on the subscription application that details in the document presented matches those on the application itself.

Upon receipt of the issue price at the Depositary, the bearer shares are transferred by the Depositary on behalf of the Investment Company by crediting the institution at which the subscriber maintains his securities account.

If consideration is to be returned out of the Investment Company's assets, in particular due to revocation, a dishonoured debit note or due to any other reason, the Investment Company shall redeem the relevant shares in the interest of the concerned Sub-fund. Any differences negatively affecting the Sub-fund's assets and resulting from any such redemption will have to be borne by the respective subscriber. Revocations made pursuant to consumer protection laws are however excluded from such regulation.

The issue price is payable within three Bank Working Days of the appropriate Valuation Day in the relevant Sub-fund currency at the Depositary in Luxembourg.

### 3. Subscription in kind

At the entire discretion of the Board, shares may be issued against contributions of transferable securities or other eligible assets to the Sub-funds provided that these assets are Eligible Investments and the contributions comply with the investment policies and

restrictions laid out in the Prospectus and have a value equal to the issue price of the shares concerned. The assets contributed to the Sub-fund, as described above, will be valued separately in a special report of the Auditor. These contributions in kind of assets are not subject to brokerage costs. The Board will only have recourse to this possibility (i) at the request of the relevant investor and (ii) if the transfer does not negatively affect current shareholders. All costs related to the contribution in kind are borne by the shareholder acquiring shares in this manner.

4. Circumstances leading to the suspension of the issuance of shares are described in Article 17 of the Articles of Association.

### **Redemption and conversion of shares**

1. Shareholders are entitled to request the redemption of shares at the Share Value determined pursuant to Article 14 No 4 of the Articles of Association, after deduction of a redemption fee, if any, (the **"Redemption Price"**). Shares can only be redeemed on a Valuation Day. If a redemption fee is levied, the maximum amount applicable for each Sub-fund and/ or class is indicated in the relevant Appendix to this Prospectus.

In certain countries, the Redemption Price may be reduced by taxes and other charges. Shares are cancelled when the Redemption Price is paid.

2. Payment of the Redemption Price and any other payments to shareholders are made via the Depositary and the Paying Agents. The Depositary is only obliged to effect payment to the extent that no legal provisions, e.g. currency regulations or other circumstances beyond the control of the Depositary prohibit the transfer of the Redemption Price to the country of the applicant.

The Investment Company is entitled to compulsorily redeem shares against payment of the Redemption Price should this appear to be necessary in the interest of the remaining shareholders or to protect the Sub-fund or the shareholders.

3. All or some of the shares can be converted to shares of another Sub-fund based on the applicable Share Value of the respective Sub-funds in accordance with Article 14 of the Articles of Association. A conversion may be subject to a conversion fee as described in the relevant Appendix. If no conversion fee is levied, this is mentioned in respect of a Sub-fund or share class in the relevant Appendix to the Prospectus.

If different share classes within a Sub-fund are offered, shares can be converted from one class to another unless otherwise provided for in the relevant Appendix to the Prospectus, provided that the investor fulfils the conditions for admission in the respective share class. The Investment Company can however reject an application for conversion for the respective Sub-fund if this appears necessary to preserve the interest of the Investment Company, or the Sub-fund or in the interest of the shareholders.

Complete applications for the redemption or conversion of registered shares may be submitted to the Registrar and Transfer Agent, distributors or the Paying Agents. The collecting agents are obliged to forward the redemption or conversion applications to the Registrar and Transfer Agent without delay.

The redemption or conversion application is deemed complete when the name and the address of the investor, the number or value of the shares to be redeemed or converted and the name of the Sub-fund (and in respect of conversions the name of the new Sub-fund) is indicated and when it has been signed by the shareholders.

Complete redemption or conversion applications for bearer shares are forwarded by the institution where the investor maintains his securities account to the Registrar and Transfer Agent.

4. Complete redemption and conversion applications which have been received before the Order Acceptance Deadline will be processed at the next Valuation Day as described in the relevant Appendix for each Sub-fund and share class, less any redemption or conversion fee. The Investment Company shall ensure that, in all cases, the redemption and/or conversion of shares is processed on forward basis, i.e. a Share Value previously unknown to the investor.

Complete redemption and complete conversion applications received after the Order Acceptance Deadline are settled at the Share Value on the subsequent Valuation Day, less any back-end load or conversion fee.

The controlling date for receipt of the application for redemption or conversion is, for registered shares, the date on which it is received by the Registrar and Transfer Agent.

Payment of the Redemption Price is made not later than three Bank Working Days following the corresponding Valuation Day in the respective Sub-fund currency. In the case of registered shares, payment is made to an account designated by the shareholder.

Any fractional amounts resulting from the conversion of bearer shares will be paid out by the Depositary in cash

5. The Investment Company is authorised to temporarily suspend the redemption or conversion of shares due to the suspension of the calculation of the net asset value.

6. With the prior approval of the Depositary and in the interest of shareholders, the Investment Company is entitled to postpone substantial redemptions until respective Sub-fund assets have been sold without delay. In this case, shares are redeemed at then applicable Redemption Price. The same applies to applications for conversion of shares.

However, the Investment Company shall ensure that sufficient liquid funds are available to the respective Sub-funds to enable the redemption or conversion of shares under normal conditions upon request of the investors.

7. Redemption in-kind

The Investment Company may, at the request of a shareholder, agree to make, in whole or in part, a distribution in-kind of securities of the Sub-fund to that shareholder in lieu of paying to that shareholder redemption proceeds in cash. The Investment Company will agree to do so if it determines that such a transaction would not be detrimental to the best

interests of the remaining shareholders of the relevant Sub-fund. Such redemption will be effected at the Net Asset Value or Adjusted Price per Share of the relevant Class of the Sub-fund which the shareholder is redeeming, and thus will constitute a pro rata portion of the Sub-fund's assets attributable in that Class in terms of value. The assets to be transferred to such shareholder will be determined by the Investment Company and the Depositary, with regard to the practicality of transferring the assets and to the interests of the Sub-fund and continuing participants therein and to the shareholder. Such a shareholder may incur brokerage and/or local tax charges on any transfer or sale of securities so received in satisfaction of redemption. The net proceeds from this sale by the redeeming shareholder of such securities may be more or less than the corresponding redemption price of shares in the relevant Sub-fund due to market conditions and/or differences in the prices used for the purposes of such sale or transfer and the calculation of the Net Asset Value or Adjusted Price of shares of the Sub-fund. The selection, valuation and transfer of assets will be subject to the review and approval of the Auditor of the Investment Company.

## **Risks factors**

### **Specific Risks of Investing in Target Funds**

Investment units are securities whose value is determined by daily price fluctuations on the stock exchange of the assets held in the portfolio of the respective investment fund or the respective investment company. As a result of these price fluctuations, the value of the assets can rise or fall. Consequently, no assurances can be given that the aims of the investment policy will be met.

There is a risk with any investment of the Sub-fund's assets in other target funds that redemption of the units may be subject to restrictions and that as a result such investments may be less liquid than other asset-based investments.

If a Sub-fund's assets are invested in a target fund in the form of a Sub-fund of an umbrella fund, the investment is subject to an increased risk because the umbrella fund may be liable to third parties for the entirety of the liabilities of each Sub-fund; this risk is even higher if the Sub-fund's assets are invested solely in units from different Sub-funds within a single umbrella fund.

Furthermore, the value of the units in the target fund may be affected by currency fluctuations, foreign exchange controls and taxation rules including the imposition of withholding taxes, and other economic or political factors or changes in the countries in which the target fund itself invests.

In the case of target funds that invest predominantly in bonds, the principal risks are those relating to creditworthiness, interest rate changes and cancellation.

Experience shows that target funds which invest in units are exposed to the risk of major price fluctuations. They offer the potential for significant price increases, although this opportunity is balanced by a correspondingly high risk of a fall in price. The main factors influencing unit prices are the profits announced by individual companies and industries as

well as macro-economic developments and the political situation, since these determine expectations and pricing on the securities markets.

Investments in futures are exposed to considerably higher risks (e.g. greater volatility or lower liquidity) than are other investments, particularly those in asset-based securities.

Target funds focused on particular countries or industries may be more seriously affected by negative developments within those countries or industries than other funds with a global exposure covering several countries or industries. As a general rule, the performance of country- or industry-specific target funds may vary considerably from the overall market trend as represented in broadly-based market indices.

Generally speaking, an investment in target funds can generate additional costs, since management and other fees (e.g. depositary bank and central administration fees) may also be payable at the target fund level.

The risks listed below may affect fund assets as well as individual Sub-funds.

### **Risk management procedure**

The Management Company will employ a risk-management process pursuant to the Law of 2010 and other applicable regulations, especially the CSSF Circular 11/512. By means of the risk-management process the Management Company will determine, detect and monitor the market risk, liquidation risk, counterparty risk and all other essential risks, inclusive operational risks,

Any investment in a Sub-fund is associated with the following particular risk factors:

### **Risk of Interest Rate Changes**

To the extent a Sub-fund invests directly or indirectly in interest-bearing assets, it is exposed to interest-rate risk. If market interest rates rise, the value of the interest-bearing assets held by the Sub-fund may decline substantially. This applies to an even greater degree if a Sub-fund also holds interest-bearing assets with a longer residual time to maturity and a lower nominal interest rate.

### **Creditworthiness Risk**

The creditworthiness (solvency and willingness to pay) of the issuer of a security or money-market instrument directly or indirectly held by a Sub-fund may subsequently fall. This usually leads to drops in the price of the security, which surpass those caused by the general market fluctuations.

### **General Market Risk**

If a Sub-fund invests directly or indirectly in securities and other assets, it is exposed to general trends and tendencies on the markets, especially the securities markets, which are based on manifold, sometimes irrational factors. Such factors may lead to a more significant and longer lasting decline in prices affecting the entire market. Securities from

top-rated issuers are subject to essentially the same general market risk as other securities and assets.

### **Company-Specific Risk**

The price development of the securities and money market instruments directly or indirectly held by a Sub-fund is also dependent on company-specific factors, for example, the issuer's business situation. If the company-specific factors deteriorate, the price of the respective security may drop significantly and for an extended period of time, possibly even without regard to an otherwise generally positive market trend.

The issuer of a security directly or indirectly held by a Sub-fund or the debtor of a claim belonging to a Sub-fund may become insolvent. This could result in the corresponding assets of the Sub-fund becoming economically worthless.

### **Address default risk**

Issuers of securities held by the Sub-fund and/or debtors of a receivable owned by the Investment Company may become insolvent. The relevant Sub-fund's assets can therefore lose their value.

### **Counterparty Risk**

If the Sub-fund engages in over-the-counter trading ("OTC transactions"), there is the risk – beyond the general address default risk – that the counterparty to the transaction may default or fail to meet its obligations in full.

To the extent the Sub-funds may enter into OTC transactions (e.g. non-exchange traded forwards and options), they are exposed to an increased credit and counterparty risk which the Management Company may mitigate by entering into collateralisation agreements.

The Management Company may for the respective Sub-funds enter into transactions on OTC markets which may expose the Sub-funds to the risk of insolvency of their counterparties and the risk in relation to the capacity of the counterparties to fulfil the terms of the agreements. In case of insolvency of a counterparty delays in relation to the clearing of positions and significant losses, including the loss of value of the investments made during the period during which the Sub-fund tries to enforce its claims, failure of the realisation of gains during such period as well as expenses in relation to the enforcement of such claims may occur. Equally, there is the possibility that the aforementioned contracts and derivative techniques may be terminated by insolvency, breach of new laws or by amendment of taxation or accounting legislation in relation to the provisions in force at the conclusion of the contracts.

### **Currency Risk**

If a Sub-fund directly or indirectly holds assets denominated in foreign currencies, it is exposed to a currency risk (if foreign currency positions have not been hedged). Any devaluation of the foreign currency against the base currency of the Sub-fund would cause the value of the assets denominated in the foreign currency to fall.

## **Country and Region Risk**

If a Sub-fund focuses its investments on certain countries or regions, this also reduces risk diversification. Consequently, the Sub-fund is particularly dependent on the development of individual or interdependent countries and regions, or of companies based and/or operating in those countries or regions.

## **Concentration Risk**

If a Sub-fund focuses its investments on certain markets or types of investment, by definition this concentration does not allow the same scope of diversification of risks across different markets as would be possible if investments were not so concentrated. Consequently, a Sub-fund is particularly dependent on the development of these investments or of individual or related markets or of companies included in those markets.

## **Country and Transfer Risks**

Economic or political instability in countries in which a Sub-fund is invested may lead to a situation in which a Sub-fund does not receive part or all of the monies owed to it in spite of the solvency of the issuer of the respective security or other asset. Currency or transfer restrictions or other legal changes, for example, may be of significance in this regard.

## **Liquidity Risk**

Even relatively small orders for purchases or sales of illiquid securities (securities that cannot be sold readily) in particular can lead to significant price changes. If an asset is not liquid, there is the risk that the asset cannot be sold or can only be sold at a significant discount to the purchase price. The lack of liquidity of an asset may cause its purchase price to increase significantly.

## **Custodial Risk**

Custodial risk is the risk arising from the possibility that to the detriment of the Sub-fund, the Sub-fund could be denied access, in whole or in part, to investments held in custody in case of bankruptcy, negligence, wilful misconduct or fraudulent activity on the part of the custodian or sub-custodian.

## **Emerging Markets Risks**

Investing in emerging markets means investing in countries who may not be classified by the World Bank as “high gross national income per capita” (i.e. not “developed”). In addition to the specific risks of the particular asset class, investments in these countries are subject to greater liquidity risk and general market risk. Additionally, increased risks may arise in connection with the settlement of transactions in securities in these countries, especially as it may not be general practice or even possible to deliver securities directly when payment is made in such countries and the Depository may not be willing to bear any settlement risk but requires any respective Investment Company’s Sub-funds to hold it harmless. Any loss arising therefrom would have to be borne directly by the Investment Company/the Sub-fund (please see also below “Settlement Risk”). In addition, the legal and regulatory

environment, as well as the accounting, auditing and reporting standards in emerging markets may deviate, to the detriment of the investors, substantially from the levels and standards that are considered standard international practice. There may also arise increased custodial risk in such countries, which may, in particular, also result from differing disposal methods for acquired assets.

**Risk of changes to the Articles of Association, the investment policy and other basic principles of the Investment Company.**

The shareholder is advised that the Articles of Association, the investment policy of a Sub-fund and the other basic principles of a Sub-fund may be amended as permitted. In particular, by changing the investment policy of a compliant Sub-fund within the permissible spectrum of investment, risks related to the Sub-fund may also be subject to change.

**Performance Risk**

It cannot be guaranteed that the investment objectives of a Sub-fund or the investment performance desired by the investor will be achieved. The net asset value per share may also fluctuate, and in particular, may fall, causing investors to incur losses, especially in consideration of risks that individual assets acquired at the Sub-fund level are subject to in general and the risks that are entered into in the selection of individual assets in particular. Investors assume the risk of receiving a lesser amount than they originally invested. Neither the Investment Company nor any third parties offer guarantees as to specific performance of Sub-fund investments.

**(Sub)Fund Capital Risk**

Because of the risks described here to which the valuation of the assets held in the (sub) fund/share class is subject, there is the risk that the (sub)fund asset value or a part thereof that can be allocated to a (specific a share class will decrease. Excessive redemption of Sub-fund shares or an excessive distribution of returns on investments could have the same effect. A reduction in the capital of the Sub-fund or the capital that can be allocated to a share class could make the management of the Investment Company, a Sub-fund or a share class unprofitable, which could lead to the liquidation of the Investment Company, a Sub-fund or a share class and to investor losses.

**Risk of Restricted Flexibility**

The redemption of Sub-fund shares may be subject to restrictions. If redemption of shares is suspended or delayed, investors cannot redeem their shares and are compelled to remain invested in the Sub-fund for a longer period of time than originally intended or desired and their investments continue to be subject to the risks inherent to the Sub-fund. If a Sub-fund or a share class is liquidated or if the Investment Company exercises the right to force redemption of shares, investors no longer have the opportunity to remain invested. The same applies if the Sub-fund or share class held by the investors merges with another fund, Sub-fund or share class, in which case the investors automatically become holders of shares in another fund, Sub-fund or share class. The subscription fee levied when shares are acquired could reduce or even eliminate any gains on an investment, particularly if the

investment is held for only a short period of time. If shares are redeemed in order to invest the proceeds in another type of investment, investors may, in addition to the costs already incurred (e.g. subscription fee for the purchase of shares), incur other costs, such as a redemption fee for the Sub-fund held or extra sales charges for the purchase of other shares. These events and circumstances could result in investor losses.

### **Inflation Risk**

Inflation risk is the risk that assets will lose value because of a decrease in the value of money. Inflation can reduce the purchasing power of income made on an investment in a Sub-fund as well as the intrinsic value of the investment. Different currencies are subject to different levels of inflation risk.

### **Risk of the Liabilities of Individual Share Classes Affecting Other Share Classes**

Share classes of a Sub-fund are not treated as separate entities for purposes of liability law. In relation to third parties, the assets allocated to a certain share class are not liable for just the debts and liabilities that can be allocated to that share class. If the assets of a certain share class should not be sufficient to cover the liabilities (e.g. for any existing currency-hedged share classes, liabilities arising from the share class specific currency hedging transactions) that can be allocated to this share class, those liabilities may have the effect of reducing the value of other share classes of the same Sub-fund.

### **Risk of Changes in Underlying Conditions**

Over time, the underlying conditions (e.g. economic, legal or tax) may change. This could have a negative effect on the investment and on the treatment of the investment by the investor.

### **Settlement Risk**

Particularly when investing in unlisted securities or securities that are traded on OTC-basis, there is the risk that the settlement will not be executed as expected by a transfer system owing to a delayed payment or delivery or payment not being made in accordance with the agreement.

### **Risk of Changes to the Articles of Association, to the Investment Policy and to the other General Provisions of a (Sub)Fund**

The attention of shareholders is drawn to the fact that the Articles of Association, the investment policies and the other general provisions may be changed. In particular, a change to the investment policy within the range of investments permitted for Directive-compliant (sub)funds may change the content of the risk associated with the respective (sub)fund.

### **Key Personnel Risk**

Sub-funds that achieve very positive results in a certain period of time owe this success to the aptitude of the traders and thus to the correct decisions of their management.

Nonetheless, the people making up the management may change. New decision-makers may then possibly act with less success.

### **Risk of Incurring Transaction Costs resulting from Share Movements**

The issue of shares may lead to investment of the cash inflow, while redemption of shares may lead to disposal of investments in order to obtain liquidity. Such transactions give rise to costs that could have a substantial negative effect on the performance if shares issued and redeemed on a single day do not approximately offset one another.

### **The Use of Derivatives and Special Risks associated with such Use**

The Investment Company may use derivatives as defined in the Prospectus, in accordance with the Sub-funds' investment policy restrictions and including for investment purposes. The Investment Company may also, in particular, enter into market-contrary transactions, which could lead to gains for the Sub-fund if the prices of the underlying securities fall, or to losses for the Sub-fund if the prices rise. Use of such investment strategies may be restricted by market conditions or as a result of regulatory restrictions and there is no assurance that the pursuit of such strategies will in fact achieve the desired aim.

### **Derivatives**

The underlyings of derivatives may be the admissible instruments or they may be financial indices, interest rates, exchange rates or currencies in which the Sub-funds may invest in accordance with their investment objectives. The financial indices within this meaning include, specifically, currency, exchange-rate, interest-rate, price and overall interest-rate return indices, as well as the continued use of bond and equity indices, indices on the additional permissible instruments and commodity futures, precious metal and commodity indices. In addition, underlyings of derivatives may also be other securities and money-market instruments, with regard to which the Sub-fund may directly invest only 10% of its assets and which in particular do not have to be either traded on a regular market or issued by certain institutions that the law considers in general to be of basically better credit quality.

Examples of the way selected derivatives function:

Options:

The purchase of a call or put option is the right to buy or sell a specific asset at a fixed price at a future time or within a specific period of time. The sale of a call or put option is the obligation to sell or buy a specific asset at a fixed price at a future time or within a specific period of time.

Futures contracts:

Trading in futures contracts such as futures, options and combined transactions constitutes trading in contracts with respect to the future value of transferable securities and other financial instruments.

The use of derivatives to hedge the assets of a Sub-fund attempts to reduce the economic risk inherent in an asset of a Sub-fund to the greatest extent possible for that Sub-fund (hedging). At the same time, however, there is a possible risk that the Sub-fund will no longer be able to participate in a positive development of the hedged asset.

A Sub-fund incurs additional risks when using derivatives to increase returns in pursuing the investment objective. Any investment in the futures and options market or involvement in currency trades is associated with investment risks and transaction costs to which a Sub-fund would not be exposed were such strategies not to be pursued. Such risks include:

1. the risk that the Investment Company's predictions about the future movements of interest rates, prices and currency markets prove to be inaccurate;
2. the imperfect correlation between the prices of futures and options contracts and the movements in the prices of the securities or currencies being hedged, with the result that a complete hedging of risk is sometimes not possible;
3. the possible absence of a liquid secondary market for a specific instrument at a given time, with the result that a derivative position cannot be neutralised (closed) even though it would have been sound to do so from an investment perspective;
4. the risk of not being able to buy or sell the assets underlying the derivatives at a time that would be favourable to do so or being compelled to buy or sell the underlying securities at a disadvantageous time;
5. the potential loss arising from the use of derivative instruments, which may not be predictable and may even exceed the margins paid;
6. the risk of insolvency or default of a counterparty.

**Moreover it is possible due to the composition of the portfolios or the applicable method of the portfolio administration to increased volatility in the Net Asset Value of the Fund.**

**Price changes can, therefore, lead to considerable gains or losses. This can increase both the risk and the volatility of the Sub-fund and lead, in certain circumstances, to a total loss.**

The Management Company will ensure that the respective risks are covered by the risk management of the Investment Company in appropriate manner.

Risks in connection with collateral from OTC derivatives

Moreover the respective Sub-fund may suffer losses by re-investing cash collateral or cash from derivatives. Such loss may result from the decrease in value of the investments made with cash collateral. A decrease in value of the investments made with cash collateral results in the decrease of the amount of the collateral available for the reimbursement of the collateral by the Sub-fund to the counterparty after the end of the transaction. In such case

the respective Sub-fund is obliged to bear the difference in value between the collateral initially received and the amount actually available for the reimbursement to the counterparty which results in a loss for the respective Sub-fund.

### **Potential conflicts of interest**

The interests of the Sub-fund may conflict with the interests of the members of the supervisory board of the Investment Company, the Management Company, the members of the supervisory board of the Management Company, Investment Manager, the sales offices and persons responsible for carrying out sales, and the paying agency and information offices, as well as with the interests of all subsidiaries, affiliated companies, representatives, and agents of the aforementioned offices and persons (“affiliated companies”).

The Sub-fund has taken appropriate steps to avoid such conflicts of interest. In the event of unavoidable conflicts of interest, the supervisory board will strive to resolve these in favour of the Sub-fund.

In particular, it has been assured that investments made by the Sub-funds in products that have been initiated, administered, issued, or advised by the Management Company or Investment Manager, or their affiliated companies will take place on an arm’s length basis.

### **Taxation on the Investment Company**

In the Grand Duchy of Luxembourg, each Sub-fund is subject to a subscription tax – *the taxe d’abonnement* – currently rated at 0.05% p.a. of the net assets. Shares in share classes reserved to institutional investors within the meaning of Article 174 (2) c) of the Law of 2010 are subject to a *taxe d’abonnement* of 0.01% p.a. of the net assets. The Investment Company shall ensure that shares in this class are only acquired by institutional investors.

The *taxe d’abonnement* is payable quarterly, based on the relevant net assets and calculated at the end of the quarter for which it is applicable. Assets invested in other Luxembourg investment funds that are themselves subject to the *taxe d’abonnement* are exempt from this tax for the portion of the Investment Company’s assets invested in such a Luxembourg investment fund.

Income at the Sub-fund level is not subject to any tax in the Grand Duchy of Luxembourg. However, such income generated in countries where Sub-fund’s assets are invested may be subject to withholding tax. In such cases, neither the Depositary nor the Investment Company are liable for the collection of tax certificates.

### **Taxation of shareholders’ income from shares**

In compliance with the Council Directive 2003/48/EC on the taxation of interest income (the ‘Directive’), a withholding tax has been levied in the Grand Duchy of Luxembourg since 1 July 2005.

This withholding tax relates to specific interest income paid in Luxembourg to natural persons who are domiciled for tax purposes in another member state. Under certain circumstances, this withholding tax can also relate to the interest income of an investment fund.

Under the Directive, EU member states agreed that all interest payments are subject to taxation in accordance with regulations in place in the country of domicile. In addition, it was agreed that information be automatically exchanged between national taxation authorities. Notwithstanding the above, it was agreed that Luxembourg shall be exempt from such an automatic exchange of information for a transitional period. Instead, a withholding tax on interest income was introduced in Luxembourg. The withholding tax on interest payments is 35% since 1 July 2011. It is paid anonymously to the Luxembourg tax authorities and the investor will be provided with an appropriate receipt. This receipt enables taxpayers to fully offset withholding tax paid against any tax liability. The deduction of withholding tax can be avoided by mandating the voluntary exchange of information between tax authorities, or by presenting a certificate for the non-deduction of withholding tax.

Shareholders not domiciled in the Grand Duchy of Luxembourg, or who do not maintain business premises there, are not subject to tax on income, inheritance or capital gains on their shares or income from shares generated in the Grand Duchy of Luxembourg. Such investors are subject to their respective national tax regulations.

Natural persons domiciled in the Grand Duchy of Luxembourg, who are not domiciled for tax purposes in any other country, have been liable for withholding tax since 1 January 2006. Pursuant to the Luxembourg law ratifying the Directive, the withholding tax on interest income described in the law amounts to 10% on sums above a specified figure. Under certain circumstances, this withholding tax can also relate to the interest income of an investment fund. At the same time, wealth tax was abolished in Luxembourg.

#### *Common Reporting Standards (CRS)*

CRS means (a) a common reporting standard developed by the Organisation for Economic Co-operation and Development (OECD) to achieve a comprehensive and multilateral automatic exchange of information and (b) any treaty, law, regulation or other official guidance which (in any case) facilitates the implementation of paragraph (a) above in Luxembourg.

CRS rules being particularly complex and as the rules governing their implementation for Luxembourg funds are still uncertain, the Investment Company cannot at this time accurately assess the extent of the requirements that CRS provisions will place upon it. A European Council Directive 2014/107/EU as regards mandatory automatic exchange of information in the field of taxation (the "Euro-CRS Directive") has been adopted on 9 December 2014 in order to implement the CRS among the member States of the European Union. In addition, the local tax authorities signing the OECD's multilateral competent authority agreement ("Multilateral Agreement") agreed to automatically exchange information under the CRS. Following the vote by the Luxembourg Parliament the law of 18 December 2015 (the "CRS Law") on automatic exchange of financial account information in the field of taxation entered into force end of 2015. The CRS Law transposes

into national law the Euro-CRS Directive. A Grand-Ducal decree determining the definitions (e.g. "Excluded Accounts", "Non-reporting Financial Institutions") is expected to be adopted in the short term.

However, at this stage, it is clear that CRS provisions require financial institutions to identify financial account holders, establish their tax residence and to report financial account information relating to certain accounts to the local tax authority. The first exchange of information amongst tax authorities is expected by 30 September 2017 for information related to the year 2016. Accordingly, the Investment Company is committed as of 1 January 2016 to run additional due diligence processes on its account holders to ensure the Investment Company's compliance with CRS provisions.

Despite anything else herein contained and to ensure the Investment Company's compliance with CRS in accordance with the foregoing, the Investment Company may

- request information or documentation in order to ascertain the shareholder's CRS status;
- tax residence of certain account holders (including certain entities and their controlling persons) to the local tax authorities who will share such information with the relevant competent foreign tax authorities on a yearly basis (the information reported will also include the account balance, income and redemption proceeds); and
- request all other information deemed necessary to comply with the above mentioned legislation.

Shareholders should consult their professional advisors on the possible tax and other consequences with respect to the implementation of the CRS. Potential investors should seek information and, where necessary, advice on laws and regulations governing the purchase, ownership and redemption of shares.

### **Publication of the Share Value and the Issue and Redemption Prices**

In addition to all other information for the investor, currently applicable Share Values and Issue and Redemption Prices are available at the registered office of the Management Company, the Investment Company, the Depositary, the paying agents and the distributor. Moreover, Issue and Redemption Prices will be published on the banking day following a relevant Valuation Day on the website of the Management Company [www.alceda.lu](http://www.alceda.lu).

## Information for the investor

Information and particularly notifications to investors will be made available on [www.alceda.lu](http://www.alceda.lu). If required by Luxembourg law, notifications to investors are also published in the RESA and in a Luxembourg newspaper, as well as in those media appropriate in countries where the shares are publically distributed outside the Grand Duchy of Luxembourg.

The following documents are available for inspections free of charge during normal business hours in Luxembourg (excluding Saturdays) at the registered office of the Management Company:

- the Management Company agreement;
- the Investment Management Agreement;
- the Depositary and Main Paying Agent Agreement;
- the Registrar and Transfer Agent agreement;
- the Central Administration agreement.

In addition, shareholders can obtain the latest Prospectus, the Articles of Association, the key investor information documents and the most recent annual and semi-annual reports of the Investment Company from the website of the Management Company [www.alceda.lu](http://www.alceda.lu) free of charge. The Prospectus, the key investor information documents and the annual and semi-annual reports of the Investment Company are also available free of charge at the registered office of the Management Company, the Depositary, paying agents and the distributors in paper form.

## Appendix 1

### Stafford SICAV – Global Equity Fund

Supplementing and in derogation of Article 4 of the Articles of Association, the following provisions apply to the Stafford SICAV - Global Equity Fund (for the purpose of this Appendix, the “Sub-fund”):

#### **Investment objective and strategy**

The investment objective of the Fund is to achieve stable, long-term capital appreciation, net of all fees and expenses, at a rate, which significantly exceeds both the prevailing rate of inflation, and the available risk-free interest rate by investing in Undertakings for Collective Investments in Transferable Securities (“UCITS”) and other Undertakings for Collective Investments (“UCI”).

Also these UCITS and UCI can be selected regarding their Fund Managers who have demonstrated superior investment capabilities in the past.

Rasini Fairway Capital Ltd. as Investment Manager of the Stafford SICAV – Global Equity Fund tracks a large number of Fund Managers worldwide. Before selecting a Fund Manager, a rigorous performance-oriented due diligence process takes place. Generally the Investment Manager searches for those Fund Managers who, over a significant period of time, have regularly outperformed their peer group, have closely adhered to a distinct investment style, and have produced consistently attractive returns.

Depending upon its judgment of the investment climate, the Investment Manager may vary the allocation of the Fund's assets between different asset categories, markets and currencies.

**However, no assurances can be given that these investment objectives will be achieved.**

The performance data relating to the Sub-fund is indicated in the respective key investor information documents. Details of the applicable investment restrictions are set out in Article 4 of the Articles of Association.

#### **Investment policy**

To achieve these objectives Stafford SICAV - Global Equity Fund will invest in UCITS and UCI worldwide.

In addition, depending on market fluctuations the Sub-fund may in accordance with the general investment guidelines, within the meaning of Article 4, No. 1 of the Management Regulations, invest up to 100% of its assets in fixed or floating rate income securities, short term debt instruments, money market instruments, term deposits and other liquid assets.

The Sub-fund may, within the investment restrictions set out in Article 4 of the Articles of Association, use derivatives to increase, protect and hedge the appreciation of Sub-fund's

net assets. These derivatives may be acquired provided that the underlying assets are securities, money market instruments, financial indices (compliant with Article 9 of the Grand-Ducal Regulation of 8 February 2008 relating to certain definitions of the amended law of 20 December 2002 on undertakings for collective investment and implementing Commission Directive 2007/16/EC of 19 March 2007 implementing Council Directive 85/611/EEC on the coordination of laws, regulations and administrative provisions relating to undertakings for collective investment in transferable securities (UCITS) as regards the clarification of certain definitions, as amended), interest rates, exchange rates, inflation rates, credit spreads or currencies. In making use of derivatives, the Sub-fund will attempt to exploit fluctuations on the respective markets in order to maximise returns. The Sub-fund may also trade in options, financial futures, currency futures and instruments to manage credit risks in order to increase the appreciation of its net assets. The Sub-fund may also enter into those transactions for hedging purposes.

Furthermore, the Sub-fund is entitled to invest a maximum of 10% of its net assets in securities and money market instruments others than those mentioned in Article 4, No. 2 of the Management Regulations.

The Sub-fund will not enter into any transactions falling under the scope of Regulation (EU) no. 2015/2365 of the European Parliament and of the Council of 25 November 2015 on transparency of securities financing transactions and of reuse and amending Regulation (EU) No 648/2012.

**Past performance is not a guarantee for future performance.**

### **Risk profile of the Sub-fund**

Considering the above-mentioned circumstances and risks, the Sub-fund contains certain opportunities and risks that are associated with an investment in this Sub-fund.

In addition to the risks named in the general section, Risk Factors, the company-specific risk, the general market risk, and the counterparty risk and the risk of settlement default, and to a lesser extent, the emerging-markets risks, the liquidity risk, the country and transfer risks, and the custodial risk should also be mentioned.

In addition, investor attention is drawn to the concentration risk, the sub-fund capital risk, the risk of restricted flexibility, the inflation risk, the risk of the liabilities of individual share classes affecting other share classes, the risk of changes in underlying conditions, the risk of changes to the Articles of Association, to the investment policy and to the other basic provisions of a Sub-fund, the risk of transaction costs at the Sub-fund level arising from share movements, the key personnel risk, the specific risks of investing in target funds, and especially to the sharply increased performance risk.

The volatility (fluctuation) of the value of Sub-fund shares may be greatly increased.

#### **Possible Impact of the Use of Derivatives on the Risk Profile of the Sub-fund**

Sub-fund management follows a risk-controlled approach in the use of derivatives. The Management Company monitors the Sub-fund in accordance with Circular 11/512 of the CSSF on the basis of its requirements.

Unlike conventional securities, positive or negative movements in the value of the Sub-fund's net assets can be more significant due to the embedded leveraging.

Financial futures deployed for purposes other than hedging also expose the investor to considerable opportunities and risks, since only a fraction of the respective value of the contract (margin) has to be paid immediately.

Haircut securities in OTC derivatives	Type of security	Valuation approach
	Liquid funds in Sub-fund currency:	100%

A list of these third party custodians is available on the website of the Management Company <http://alceda.lu/en/products/depositary-information>. Such list may be updated from time to time. A complete list of all third party custodians may be obtained, free of charge and upon request, from the Management Company and/or the Depositary.

#### **Profile of the typical investor**

The Stafford SICAV - Global Equity Fund is suitable for investors who accept the risks associated with an investment in the Sub-fund as set out in "Risk profile of the Sub-fund" above and who are able to sustain significant short-term loss with an investment horizon of at least five years.

### Stafford SICAV - Global Equity Fund

Share Class – EUR R	
WKN	A1T7PJ
ISIN	LU0877783398
Share Class – EUR I	
WKN	A1T7PK
ISIN	LU0877783554
Share Class – CHF R	
WKN	A1T7PL
ISIN	LU0877783802
Share Class – USD R	
WKN	A1T7PM
ISIN	LU0877784289
Conversion fee	None
Minimum Initial Investment Share Class EUR R	250.000,- EUR <sup>1</sup>
Minimum Initial Investment Share Class USD R	250.000,- USD <sup>1</sup>
Minimum Initial Investment Share Class CHF R	250.000,- CHF <sup>1</sup>
Minimum Initial Investment Share Class EUR I	1.000.000,- EUR <sup>1</sup>
Subsequent subscriptions Share Class EUR I	100.000,- EUR
Bank Working Day	Each day provided banks in Luxembourg are open for business on such days but with the exception of 24 and 31 December.
Order Acceptance Deadline for Subscription-Orders	17.00 CET three (3) Bank Working Days before the corresponding Valuation Day
Order Acceptance Deadline for Redemption- and Conversion-Orders	17.00 CET five (5) Bank Working Days before the corresponding Valuation Day
Valuation Day	On each Monday which is a Bank Working Day otherwise the next following Bank Working Day. In this regard, the calculation of the unit value for each Valuation Day takes place on the following Bank Working Day (“Calculation Day”).
Method to measure risk	Commitment Approach
Settlement period for payment of the issue and redemption price	within three working days
Securitisation of the share certificates	Bearer shares are issued in global certificated form; registered shares
Denomination of the share certificates	Up to four decimal places

Appropriation of earnings	EUR USD CHF	accumulating accumulating accumulating
End of the financial year		31 March
End of the first financial year		31 March 2014
Reports		First unaudited interim report 30 September 2013 First audited annual accounts 31 March 2014
Sub-fund launch date		2 April 2013

<sup>1</sup> It is in the discretion of the Management Company to accept lower minimum initial investment amounts.

Classes of shares that are issued in a currency other than the Sub-fund currency and are designated with an (h) may be hedged against currency fluctuations.

## Costs to be borne by the Sub-fund

### 1. Fees of the Management Company

The Management Company receives a fee of up to 0,18% p.a. based on the average net assets of the Sub-fund as calculated on a valuation day basis, with at least a minimum fee of EUR 50,000.00 p.a. for each Sub-fund. A fixed annual management fee of EUR 10,000.00 is also charged.

For the ongoing administration of the Sub-fund, including the fulfilment of central administration duties, the Management Company receives a fee of 0.05% p.a. from the Sub-fund's assets based on the average net assets of the Sub-fund. Such fee is subject to an annual minimum fee in the amount of EUR 17,000.00 and is payable monthly in arrears. The fees of the central administration agent for the fulfilment of its duties are included in such administration fee.

These fees are payable monthly in arrears and are subject to VAT.

### 2. Investment Management Fee

The Investment Manager is entitled to an investment management fee (the "Investment Management Fee") as follows based on the average of the net assets of the Sub-fund as of each Valuation Day during the relevant calendar month. The Investment Management Fee, plus any VAT if applicable, is paid monthly in arrears:

Share class EUR R	Up to 1,50% per annum
Share class EUR I	Up to 1,00% per annum
Share class USD R	Up to 1,50% per annum
Share class CHF R	Up to 1,50% per annum

In Addition the Investment Management Fee the Investment Manager also receives an annual performance fee (the "Performance Fee") of up to 10% for share class EUR I and for the share classes EUR R, USD R and CHF R up to 15% relating to the asset growth by which the net asset value of fund exceeds the High Watermark at the end of the calculation period.

Asset growth is determined on the basis of unit price movements, the net assets of the sub fund and the High Watermark (highest achieved net asset value at the end of a preceding calculation period). The calculation period is set quarterly. The performance fee is calculated and delimited on each Valuation Day.

### 3. Depositary Fees

As consideration for the fulfilment of its responsibilities under the depositary and main paying agent agreement, the Depositary shall receive a fee of up to 0.04% p.a. based on the average net assets of the Sub-fund plus transaction costs.

Such fee is subject to an annual minimum fee of EUR 10,000.00 and is payable monthly in arrears.

#### 4. Registrar and Transfer Agent's Fees

For the performance of register and transfer agent services, the Sub-fund's assets are charged an annual basic fee of up to EUR 5.500. Per additional unit class there are additional fees of up to EUR 500 p.a., for register accounts up to EUR 100 p.a. and per savings plan up to EUR 15. Besides these fixed costs, the Sub-fund assets also bears the disbursement and transaction costs of the register and transfer agents.

#### 5. Distribution Fee

The Distributors receives an monthly fee of up to 0,50% p.a. based on the average net assets of the Sub-fund.

The fees mentioned under 1. to 5. are subject to a possible VAT. Further information to the aforementioned fees (including annual minimum fees, as may be applicable) are available at the Management Company upon request of the investors.

#### 6. Additional costs

In addition, the fees and costs listed in Article 37 of the Articles of Association may be charged to the Sub-fund.

#### Costs paid by investors

Subscription fee Class EUR R, USD R, CHF R (as % of net asset value):	up to 3% (payable to the Management Company)
Subscription fee Class EUR I (as % of net asset value):	none
Redemption fee (as % of net asset value):	none
Conversion fee (as % of net asset value):	none