# DNCA INVEST

**Société d'investissement à capital variable**
**Luxembourg**

# PROSPECTUS

**December 2021**

DNCA INVEST (the "Fund") is registered under part I of the Luxembourg Law of 17 December 2010 on collective investment undertakings, as amended from time to time (the "2010 Law").

The shares have not been registered under the United States Securities Act of 1933 and may not be offered directly or indirectly in the United States of America (including its territories and possessions) to nationals or residents thereof or to persons normally resident therein, or to any partnership or persons connected thereto unless pursuant to any applicable statute, rule or interpretation available under United States law.

The distribution of this document in other jurisdictions may also be restricted; persons into whose possession this document comes are required to inform themselves about and to observe any such restrictions. This document does not constitute an offer by anyone in any jurisdiction in which such offer is not authorised or to any person to whom it is unlawful to make such offer.

Shares are offered on the basis of the information contained in and the documents referred to in this Prospectus and the relevant Key Investor Information Documents (hereinafter the "KIID" or "KIIDs"). Before subscribing to any Class of shares and to the extent required by local laws and regulations, each investor shall consult the KIIDs. The KIIDs provide information in particular on historical performance, the synthetic risk and reward indicator and charges. Investors may download the KIIDs on the following website https://www.dnca-investments.com/ or obtain them in paper form or on any other durable medium agreed between the Management Company or the intermediary and the Investor.

Any information or representation given or made by any person which is not contained herein or in the relevant KIID or in any other document which may be available for inspection by the public should be regarded as unauthorised and should accordingly not be relied upon. Neither the delivery of this Prospectus or of the relevant KIID nor the offer, issue or sale of shares in the Fund shall under any circumstances constitute a representation that the information given in this Prospectus or in the relevant KIID is correct as at any time subsequent to the date of this Prospectus or the relevant KIID.

All references herein to times and hours are to Luxembourg local time. All references herein to EUR are to Euro.

All references herein to CHF are to Swiss Francs. All references herein to USD are to US Dollar.

## Data Protection

The Fund and the Management Company may store on computer systems and process, by electronic or other means, personal data (i.e. any information relating to an identified or identifiable natural person, hereafter, the "Personal Data") concerning the (prospective) Shareholders and their representative(s) (including, without limitation, legal representatives and authorised signatories), employees, directors, officers, trustees, settlors, their shareholders, and/or unitholders for, nominees and/or ultimate beneficial owner(s) (as applicable) (i.e. the "Data Subjects").

Personal Data provided or collected in connection with an investment in the Fund may be processed by the Fund and the Management Company, as independent data controllers or, where appropriate, as joint controllers (i.e. the "Controllers") and by the investment advisor, the Depositary, the Administrative Agent, the Distributors, the paying agents, the Registrar and Transfer Agent, the Authorised Auditor, the Legal Advisors and other service providers of the Fund (including its information technology providers) and, any of the foregoing respective agents, delegates, affiliates, subcontractors and/or their successors and assigns, acting as data processor on behalf of the Fund (i.e. the "Processors"). The Processors may act as data processor on behalf of the Controllers or, in certain circumstances, as data controller, in particular for compliance with their legal obligations in accordance with applicable laws and regulations (such as anti-money laundering identification) and/or order of competent jurisdiction.

Controllers shall process Personal Data in accordance with Regulation (EU) 2016/679 of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, as well as any applicable law or regulation relating to the protection of personal data (together the "Data Protection Law").

Personal Data may include, without limitation, the name, address, telephone number, business contact information, employment and job history, professional qualification, banking data, financial and credit history information, the sources of the funds used for acquiring Shares, current and historic investments, investment preferences and invested amount, "know your customer" and anti-money laundering related information of Data Subjects and any other Personal Data that is necessary to Controllers and Authorised Recipients (as defined below) for the purposes described below. Personal Data is collected directly from Data Subjects or may be collected through publicly accessible websites, social media, subscription services, world check databases, sanction lists, centralized investor database, public registers or other publicly accessible or other third party data sources.

Personal Data may be disclosed to and/or transferred to and otherwise accessed or processed by the Management Company, the Administrative Agent, the Fund agency services provider and its ultimate parent company, Brown Brothers Harriman & Co and the National Securities Clearing Corporation in the United States of America, the Depositary, the Domiciliary Agent, the Principal Paying Agent, the Registrar and Transfer Agent, the Authorised Auditor, Legal Advisors, the Distributor, any target entities and their general partner and/or management company and/or central administration and/or investment manager or other service providers, permanent representatives in place of registration, distributors, auditors or accountants, investment managers, investment advisers, legal advisers, paying agent and subscription and redemption agents, and other potential service providers of the Fund (including its information technology providers) and, any of the foregoing respective agents, delegates, affiliates, processors, companies of the group to which they belong and/or their successors and assigns, as well as any (foreign) court, governmental, supervisory or regulatory bodies, including tax authorities in Luxembourg or in various jurisdictions, in particular in those jurisdictions where (i) the Fund is or is seeking to be registered for public or limited offering of its Shares, (ii) the (prospective) Shareholders are resident, domiciled or citizens or (iii) the Fund is, or is seeking to, be registered, licensed or otherwise authorised to invest for carrying out the Investment Services and to comply with their legal and regulatory obligations (i.e. the "Authorised Recipients").

Personal Data may be processed for the purposes of (i) offering investment in Shares and performing the related services as contemplated under this Prospectus and the Application Form, including, but not limited to, the management and administration of Shares and any related account on an on-going basis and the allocation of Shares in target fund(s) and Sub-Funds, including processing subscriptions and redemptions conversion and transfer, the administration and payment of distribution fees (if any), payments to Shareholders, updating and maintaining records and fee calculation, maintaining the register of Shareholders and providing financial and other information to the (prospective) Shareholders (ii), other related services rendered by any service provider of the Controllers and Authorised Recipients in connection with the acquisition and holding of Shares (hereafter the "Investment Services").

Personal Data may also be processed to comply with legal or regulatory obligations including, but not limited to, legal obligations under applicable fund and company law (such as maintenance of the register of investors and recording orders), prevention of terrorism financing law, anti-money laundering law (such as carrying out customer due diligence), prevention and detection of crime, and tax law (such as reporting under the FATCA Law and the CRS Law, or any other tax identification legislation to prevent tax evasion and fraud as applicable, and to prevent fraud, bribery, corruption and the provision of financial and other services to persons subject to economic or trade sanctions on an on-going basis in accordance with the AMF-CTF procedures of the Controllers, as well as to retain AMF-CTF and other records of the Data Subjects for the purpose of screening by the Controllers and Authorised Recipients.

The Controllers and Authorised Recipients will collect, use, store, retain, transfer and/or otherwise process Personal Data: (i) as a result of the subscription or request for subscription of the (prospective) Shareholders to acquire and hold Shares where necessary to perform the Investment Services or to take steps at the request of the (prospective) Shareholders prior to such subscription, including as a result of the holding of Shares in general and/or; (ii) where necessary to comply with a legal or regulatory obligation to which the Controllers or Authorised Recipients are subjects and/or; (iii) where necessary for the performance of a task carried out in the public interest and/or; (iv) where necessary for the purposes of the legitimate interests pursued by Controllers or, where appropriate, by Authorised Recipients acting as controller, which mainly consist in the achievement of the Investment Services, including where the Application Form is not filed or entered into directly by the (prospective) Shareholders, or in marketing activities or, in complying with the laws and regulations and/or any order of any court, government, supervisory, regulatory or tax authority, including when providing services related to the acquisition and holding of Shares to any beneficial owner and any person holding Shares directly or indirectly in the Fund and/or; (v) where applicable under certain specific circumstances, on the basis of the (prospective) Shareholders' consent.

Controllers undertakes not to transfer Personal Data to any third parties other than the Authorised Recipients, except as disclosed to investors from time to time or if required or permitted by applicable laws and regulations, or by any order from a court, governmental, supervisory or regulatory body, including tax authorities.

By purchasing Shares in the Fund, investors acknowledge and accept that Personal Data may be processed for the purposes described above and in particular, that the transfer and disclosure of Personal Data may take place to countries which do not have equivalent data protection laws to those of the European Union, or that are not subject to an adequacy decision of the European Commission, including the United States of America. Controllers may only transfer Personal Data for the purposes of performing the Investment Services or for compliance with applicable laws and regulations as contemplated under this Prospectus.

Controllers may transfer Personal Data to the Authorised Recipients located outside the European Union (i) on the basis of an adequacy decision of the European Commission with respect to the protection of personal data and/or on the basis of the EU-U.S. Privacy Shield framework or, (ii) on the basis of appropriate safeguards according to Data Protection Law, such as standard contractual clauses, binding corporate rules, an approved code of conduct, or an approved certification mechanism or, (iii) in the event it is required by any judgment of a court or tribunal or any decision of an administrative authority, Personal Data will be transferred on the basis of an international agreement entered into between the European Union or a concerned member state and other jurisdictions worldwide or, (iv) on the basis of the (prospective) Shareholder's explicit consent or, (v) where necessary for the performance of the Investment Services or for the implementation of pre-contractual measures taken at the investors' request or, (vi) where necessary for the Controllers and Authorised Recipients to perform their services rendered in connection with the Investment Services which are in the interest of the Data Subjects or, (vii) for important reasons of public interest or, (viii) for the establishment, exercise or defense of legal claims or, (ix) where the transfer is made from a register, which is legally intended to provide information to the public or, (x) where necessary for the purposes of compelling legitimate interests pursued by the Controllers, to the extent permitted by Data Protection Law.

In the event the processing of Personal Data or transfer of Personal Data outside of the European Union take place on the basis of the consent of the (prospective) Shareholders, Data Subjects are entitled to withdraw their consent at any time without prejudice to the lawfulness of the processing and/or data transfers carried out before the withdrawal of such consent. In case of withdrawal of consent, Controllers will accordingly cease such processing or transfers. Any change to, or withdrawal of, Data Subjects' consent can be communicated in writing to the Data Protection Officer of the Management Company via post mail at DNCA Finance, 19, Place Vendôme 75001 Paris or via e-mail at dpo@dnca-investments.com.

Insofar as Personal Data provided by (prospective) Shareholders include Personal Data concerning other Data Subjects, the (prospective) Shareholders represent that they have authority to provide Personal Data of such other Data Subjects to Controllers. If the (prospective) Shareholders are not natural persons, they confirm that they undertake and warrant to (i) inform any Data Subject about the processing of their Personal Data and their rights as described under this Prospectus, in accordance with the information requirements under the Data Protection Law and (ii) where necessary and appropriate, obtained in advance any consent that may be required for the processing of Personal Data as described under this Prospectus in accordance with the requirement of Data Protection Law.

Answering questions and requests with respect to Data Subjects' identification and Shares hold in the Fund, FATCA and/or CRS is mandatory. The (prospective) Shareholders acknowledge and accept that failure to provide relevant personal data requested by the Management Company and/or the Authorised Recipients in the course of their relationship with the Fund may result in incorrect or double reporting, prevent them from maintaining their Shares in the Fund and may be reported by the Management Company and/or the Authorised Recipients to the relevant Luxembourg authorities.

Investors acknowledge and accept that the Management Company and/or the administrative agent will report any relevant information in relation to their investments in the Fund to the Luxembourg tax authorities (*Administration des Contributions Directes*) which will exchange this information on an automatic basis with the competent authorities in the United States or other permitted jurisdictions as agreed in the FATCA Law, CRS, the CRS Law, at OECD and EU levels or equivalent Luxembourg legislation.

Each Data Subject may request (i) access to, rectification, or deletion of, any incorrect Personal Data concerning him, (ii) a restriction of processing of Personal Data concerning him and, (iii) to receive Personal Data concerning him in a structured, commonly used and machine readable format or to transmit those Personal Data to another controller and (iv) to obtain a copy of or access to the appropriate or suitable safeguards which have been implemented for transferring the Personal Data outside the European Union, in the manner and subject to the limitations prescribed in accordance with Data Protection Law. In particular, Data Subjects may at any time object, on request and free of charge, to the processing of Personal Data concerning them for marketing purposes or for any other processing carried out on the basis of the legitimate interests of Controllers or Authorised Recipients. Each Data Subject should address such requests to the Data Protection Officer of the Management Company and via post mail at DNCA Finance, 19, Place Vendôme 75001 Paris or via email at dpo@dnca-investments.com.

Data Subjects are entitled to address any claim relating to the processing of their Personal Data carried out by Controllers in relation with the Investment Services to the relevant data protection supervisory authority (i.e. in Luxembourg, the *Commission Nationale pour la Protection des Données*).

Controllers will accept no liability with respect to any unauthorised third party receiving knowledge and/or having access to Personal Data, except in the event of gross negligence or willful misconduct of Controllers.

Personal Data is held until Shareholders cease to have Shares in the Fund and a subsequent period of 10 years thereafter to the extent necessary to comply with applicable laws and regulations or to establish, exercise or defend actual or potential legal claims, subject to the applicable statutes of limitation, unless a longer period is required by applicable laws and regulations. In any case, Personal Data will not be held for longer than necessary with regard to the purposes described in this Prospectus, subject always to applicable legal minimum retention periods.

## Board of Directors of the Fund

### Chairman

Jean-Charles MERIAUX, Directeur des Investissements, DNCA Finance, 19, Place Vendôme, F-75001 Paris

### Directors

Grégoire SCHEIFF, Directeur des Opérations, DNCA Finance, 19, Place Vendôme, F-75001 Paris,

Luc REGENT, Administrateur Indépendant,

Thomas PEAN, Directeur de la Distribution Nord Europe, DNCA Finance, DNCA Finance Luxembourg Branch, 1, Place d'Armes, L-1136 Luxembourg,

Pascal DELAUNAY, Administrateur Indépendant.

### Management Company

DNCA Finance
19, Place Vendôme
F-75001 Paris

### *Comité de Surveillance* of the Management Company

- Monsieur Cyril MARIE, Président du Comité de surveillance,
- Monsieur Jean-Charles MERIAUX, Administrateur, Directeur des investissements, DNCA Finance,
- NATIXIS INVESTMENT MANAGERS, SA., Administrateur,
- Monsieur Grégoire SCHEIFF, Administrateur, Directeur des Opérations, DNCA Finance

### Directors

Jean-Charles MERIAUX, Directeur des Investissements, DNCA Finance, Paris
Eric FRANC, Gérant de DNCA Finance, Paris
Grégoire SCHEIFF, Directeur des Opérations, DNCA Finance, Paris

### Administrative Agent, Depositary, Domiciliary Agent, Principal Paying Agent, Registrar and Transfer Agent

BNP Paribas Securities Services, Luxembourg Branch
60, avenue J.F. Kennedy
L-1855 Luxembourg

**Authorised Auditor**
Deloitte Audit
20, boulevard de Kockelscheuer,
L-1821 Luxembourg

**Legal Advisors**

**For Luxembourg**
Elvinger Hoss Prussen, *société anonyme*
2, Place Winston Churchill
L-1340 Luxembourg

**For Germany**
STARKE LEGAL
Eschenheimer Anlage 28
D-60318 Frankfurt am Main

**For Italy**
STUDIO GULLO
Via Montesanto, 68 I-00195 Rome

**Distributor**
NIM S.A.
2, rue Jean Monnet
L-2180 Luxembourg

**Fund agency services provider**
Brown Brothers Harriman (Luxembourg) S.C.A.
2-8 Avenue Charles de Gaulle
L-1653 Luxembourg

C O N T E N T S

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## PART 1: GENERAL PART

## GLOSSARY

The following summary is qualified in its entirety by reference to the more detailed information included elsewhere in this Prospectus.

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| ***Articles of Incorporation*** | The Articles of Incorporation of the Fund. |
| ***Board of Directors*** | The Board of Directors of the Fund. |
| ***Business Day*** | Unless specifically indicated to the contrary for any Sub-Fund, a full banking business day, other than a Saturday or Sunday or public holiday, on which banks are open all day for business in Luxembourg. |
| ***Classes*** | Pursuant to the Articles of Incorporation, the Board of Directors may decide to issue, within each Sub-Fund, separate classes of shares (hereafter referred to as "Class" or "Classes") whose assets will be commonly invested but where a specific sales or redemption charge structure, fee structure, minimum investment amount, taxation, distribution policy or other feature may be applied. |
| ***Conversion of shares*** | Unless specifically indicated to the contrary for any Sub-Fund, shareholders may at any time request conversion of their shares into shares of another existing Sub-Fund on the basis of the net asset values of the shares of both Sub-Funds concerned, determined on the common applicable Valuation Day. |
| ***CSSF*** | *Commission de Surveillance du Secteur Financier*. |
| ***Depositary*** | The assets of the Fund are held under the custody or control of BNP Paribas Securities Services, Luxembourg Branch (the "Depositary"). |
| ***Directive*** | The Directive 2009/65/EC of 13 July 2009 ("Directive 2009/65/EC") or any successor Directive, as amended from time to time, including by Directive 2014/91/EU of 23 July 2014 as regards depositary functions, remuneration policies and sanctions ("Directive 2014/91/EU"). |
| ***Eligible Market*** | A Regulated Market in an Eligible State. |

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| ***Eligible State*** | Any Member State of the EU or any other state in Eastern and Western Europe, Asia, Africa, Australia, North and South America and Oceania. |
| ***ETF*** | Exchange Traded Funds. |
| ***EU*** | The European Union. |
| ***EEA*** | The European Economic Area. |
| ***Fund*** | The Fund is an investment company organised under Luxembourg law as a *société anonyme* qualifying as a *société d'investissement à capital variable* ("SICAV"). It comprises several Sub-Funds. |
| ***G20*** | The informal group of twenty finance ministers and central bank governors from twenty major economies: Argentina, Australia, Brazil, Canada, China, France, Germany, India, Indonesia, Italy, Japan, Mexico, Russia, Saudi Arabia, South Africa, South Korea, Turkey, United Kingdom, USA and the EU. |
| ***Issue of shares*** | The Offering Price per share of each Sub-Fund will be the net asset value per share of such Sub-Fund determined on the applicable Valuation Day plus the applicable sales charge. |
| ***Institutional Investor*** | Any institutional investor(s) within the meaning of article 174 of the Law or qualifying as Eligible Counterparty (as defined under MIFID). |
| ***Law*** | The 2010 Law. |
| ***Local Transfer Agent*** | See Part 2: Additional information for foreign investors. |
| ***Luxembourg*** | The Grand Duchy of Luxembourg. |
| ***Management Company*** | DNCA Finance. |
| ***Member State*** | As defined in the Law. |
| ***MiFID*** | Directive 2014/65/EU of the European Parliament and of the Council of 15 May 2014 on markets in financial instruments and amending Directive 2002/92/EC and Directive 2011/61/, as transposed in EU Member States, and related implementing regulations. |

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| ***Net Asset Value*** | The value of the assets of a Sub-Fund as calculated in accordance with the Articles of Incorporation and as described under the heading "General information / Determination of the net asset value of shares". |
| ***OECD*** | The Organisation for Economic Cooperation and Development. |
| ***PRC*** | People’s Republic of China. |
| ***Principal Transfer Agent*** | BNP Paribas Securities Services Luxembourg. |
| ***Prospectus*** | The prospectus of the Fund, as amended from time to time, together with its appendices (the "Appendices", each an "Appendix" or other addenda thereto). |
| ***QFII*** | Qualified Foreign Institutional Investors who meet the relevant PRC laws and requirements to be qualified as such. |
| ***RMB*** | Renminbi, the official currency of the PRC. It should be read as a reference to on-shore Renminbi (CNY) and/or offshore Renminbi (CNH) as the context requires. For clarification purposes, all references to RMB in the name of a Share class or Reference Currency of a Sub-Fund must be understood as a reference to offshore RMB (CNH). |
| ***Redemption of shares*** | Shareholders may at any time request redemption of their shares, at a price equal to the net asset value per share of the Sub-Fund concerned, determined on the applicable Valuation Day. |
| ***Reference Currency*** | The currency of reference of a Sub-Fund as set out in the relevant section of the Appendix. |
| ***Regulatory Authority*** | The Luxembourg regulatory authority or its successor in charge of the supervision of the undertakings for collective investment in Luxembourg. |
| ***Regulated Market*** | A market within the meaning of Article 4, §1, item 21) of MiFID and any other market which is regulated, operates regularly and is recognised and open to the public. |
| ***RQFII*** | Renminbi Qualified Foreign Institutional Investors investing directly in domestic securities of the PRC under the relevant PRC laws and requirements. |
| ***SFDR RTS*** | The "Final Report on draft Regulatory Technical Standards" published on 22 October 2021. |

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| ***Shares*** | Shares of each Sub-Fund are offered in registered form only and all shares must be fully paid for. Fractions of shares will be issued up to 4 decimals. No share certificates will be issued. |
| ***Sub-Funds*** | The Fund offers investors, within the same investment vehicle, a choice between several sub-funds ("Sub-Funds") which are distinguished mainly by their specific investment policy and/or by the currency in which they are denominated. The specifications of each Sub-Fund are described in the Appendix to this Prospectus. The Board of Directors may, at any time, decide the creation of further Sub-Funds and in such case, the Appendix to this Prospectus will be updated. Each Sub-Fund may have one or more Classes of shares. |
| ***Taxonomy Regulation*** | Regulation (EU) 2020/852 of the European Parliament and of the Council on the establishment of a framework to facilitate sustainable investment. |
| ***UCI*** | Undertakings for Collective Investment within the meaning of Article 1, paragraph (2) point a) and b) of the Directive. |
| ***UCITS*** | Undertakings for Collective Investment in Transferable Securities authorised according to the Directive. |
| ***UCITS V Regulation*** | Commission Delegated Regulation (EU) 2016/438 of 17 December 2015 supplementing Directive 2009/65/EC with regard to obligations of depositaries. |
| ***UK*** | The United Kingdom. |
| ***Valuation Day*** | The net asset value per share is calculated and shares may be issued, converted and redeemed as of each day which is a Business Day. |

# THE FUND

DNCA INVEST is an open-ended collective investment company ("*société d'investissement à capital variable*") established under the laws of Luxembourg, for an unlimited period, with an "umbrella" structure comprising different Sub-Funds and Classes. In accordance with the Law, a subscription of shares constitutes acceptance of all terms and provisions of the Articles of Incorporation.

There may be created within each Sub-Fund different Classes of shares as described under "Issue, Redemption and Conversion of Shares – 1. Issue of shares".

The Board of Directors shall maintain, for each Sub-Fund, a separate portfolio of assets. As between shareholders, each Sub-Fund shall be treated as a separate legal entity. The Shareholder shall only be entitled to the assets and profits of that Sub-Fund in which he/she participates, pro rata of his/her investment. The liabilities incurred by a Sub-Fund shall only be discharged by the assets of such Sub-Fund.

## INVESTMENT POLICIES AND RESTRICTIONS

### 1. General Investment Policies for all Sub-Funds (unless incompatible with the specific investment policy disclosed in the Appendix to this Prospectus)

Each Sub-Fund seeks a high or stable level of total returns as may be consistent with the preservation of capital. The total return sought by each Sub-Fund will consist of current income, capital appreciation, or a combination of capital appreciation and current income, depending on whether the Management Company believes that current and anticipated levels of interest rates, exchange rates and other factors affecting investments generally favour emphasising one element or another in seeking maximum total return. There can be no assurance that the investment objectives of any Sub-Fund will be achieved.

In the general pursuit of obtaining a high level of total return as may be consistent with the preservation of capital, efficient portfolio management techniques and instruments may be employed to the extent permitted by the investment and borrowing restrictions stipulated by the Board of Directors. In this context, it should be recognised that the best overall returns are achieved by anticipating or reacting to interest rate and foreign exchange rate changes rather than aiming for the highest possible interest rate as expressed in coupons or current yield at all times. The best resultant overall return is therefore achieved through both capital appreciation and income which may result in somewhat lower yields than might otherwise normally appear obtainable from the relevant securities.

The Sub-Funds may from time to time also hold, on an ancillary basis, cash reserves or include other permitted assets with a short remaining maturity, especially in times when rising interest rates are expected.

More or less stringent rating requirements may be applicable to some Sub-Funds as disclosed in their specific investment policies. Investors should refer to the description of the investment policy of such Sub-Fund in the Appendix to this Prospectus for details.

### RISK WARNINGS

**Investors should give careful consideration to the following risks factors in evaluating the merits and suitability for any investment in Shares of a Sub-Fund. The description of the risks made below is not, nor is it intended, to be exhaustive. In addition, not all risks listed necessarily apply to each Sub-Fund. What risk factors will be of relevance for a particular Sub-Fund depend form various matters included, but not limited to, the Sub-Fund's investment policy and the type of Shares. Potential investors should review the Prospectus in its entirety and the relevant KIID and, as appropriate, consult with their legal, tax and financial advisors prior to making a decision to invest. There can be no assurance that the Sub-Fund(s) of the Fund will achieve their investment objectives and past performance should not be seen as a guide to future returns. An investment may**

**also be affected by any changes in exchange control regulation, tax laws, withholding taxes and economic or monetary policies.**

***Custody risk***

Assets of the Fund are safe kept by the Depositary and investors are exposed to the risk of the Depositary not being able to fully meet its obligation to restitute in a short time frame all of the assets of the Fund in the case of bankruptcy of the Depositary. The assets of the Fund will be identified in the Depositary's books as belonging to the Fund. Securities held by the Depositary will be segregated from other assets of the Depositary which mitigates but does not exclude the risk of non-restitution in case of bankruptcy. However, no such segregation applies to cash which increases the risk of non-restitution in case of bankruptcy. The Depositary does not keep all the assets of the Fund itself but uses a network of sub-custodians which are not part of the same group of companies as the Depositary. Investors are exposed to the risk of bankruptcy of the sub-custodians in the same manner as they are to the risk of bankruptcy of the Depositary.

A Sub-Fund may invest in markets where custodial and/or settlement systems are not fully developed. The assets of the Fund that are traded in such markets and which have been entrusted to such sub-custodians may be exposed to risk in circumstances where the Depositary will have no liability.

***Legal risk***

There is a risk that agreements and derivatives techniques are terminated due, for instance, to bankruptcy, supervening illegality or change in tax or accounting laws. In such circumstances, a Sub-Fund may be required to cover any losses incurred.

Furthermore, certain transactions are entered into on the basis of complex legal documents. Such documents may be difficult to enforce or may be the subject of a dispute as to interpretation in certain circumstances. Whilst the rights and obligations of the parties to a legal document may be governed by Luxembourg law, in certain circumstances (for example insolvency proceedings) other legal systems may take priority which may affect the enforceability of existing transactions.

***Fluctuations in Value – Risk of Loss of Capital***

The investments of the Sub-Funds are subject to market fluctuations and other risks inherent in investing in securities and other financial instruments. There can be no assurance that any appreciation in value of investments and the income from them may go down as well as up, and you may not get back the original amount invested. There is no assurance that the investment objective of a Sub-Fund will actually be achieved.

### *Investing in Securities*

For Sub-Funds which invest in equity or equity related securities, the value of those stocks may fluctuate, sometimes dramatically, in response to the activities and results of individual companies or because of general market and economic conditions or other events. Currency exchange rate movements will also cause changes in value when the currency of the investment is other than the base currency of the Sub-Fund holding that investment.

### *Risk associated with investment in Rule 144A Securities*

Rule 144A Securities are not registered with the Securities and Exchange Commission ("SEC"). These securities are considered as recently issued transferable securities and are only deemed for investment by "Qualified Institutional Buyers" (as defined in the Securities Act) which may influence the liquidity of the securities which is the risk that a Sub-Fund may not be able to dispose of some securities quickly or in adverse market conditions.

### *Investing in Warrants*

When the Sub-Funds invest in warrants, the value of these warrants is likely to be subject to higher fluctuations than the prices of the underlying securities because of the greater volatility of warrant prices.

### *Investing in Fixed Income Securities*

Investment in fixed income securities is subject to interest rate, sector, security and credit risks. Lower-rated securities will usually offer higher yields than higher-rated securities to compensate for the reduced creditworthiness and increased risk of default that these securities carry. Lower-rated securities and unrated securities generally tend to reflect short-term corporate and market developments to a greater extent than higher-rated securities which react primarily to fluctuations in the general level of interest rates. There are fewer investors in lower-rated securities and unrated securities, and it may be harder to buy and sell securities at an optimum time.

The volume of transactions effected in certain European bond markets may be appreciably below that of the world's largest markets, such as the United States. Accordingly, a Sub-Fund's investments in such markets may be less liquid and their prices may be more volatile than comparable investments in securities trading in markets with larger trading volumes. Moreover, the settlement periods in certain markets may be longer than in others which may affect portfolio liquidity.

### *Liquidity Risk*

In some circumstances, investments may become relatively illiquid making it difficult to dispose of them at the prices quoted on the various exchanges. Accordingly, a Sub-Fund's ability to respond to market movements may be impaired and the Sub-Fund may experience adverse price movements upon liquidation of its investments. Settlement of transactions may be subject to delay and administrative uncertainties.

***Interest Rate Risk***

Debt securities are subject to interest rate risk. Interest rate risk refers to the risks associated with market changes in interest rates. Interest rate changes may affect the value of a debt instrument indirectly (especially in the case of fixed rate instruments) and directly (especially in the case of instruments whose rates are adjustable).

***Exchange Rate Risk***

Exchange rate risk is a general risk that applies to all Sub-Funds investing in assets in a currency other than the Reference Currency. It is the risk that the value of those assets as well as the Net Asset Value of the Sub-Fund will be affected by the fluctuation of the exchange rates. If the currency in which a security is denominated appreciates against the Reference Currency, the value of the security will increase. Conversely, a decline in the exchange rate of the currency would adversely affect the value of the security. Exchange rate risk is proportional to the amount of assets of each Sub-Fund held in foreign currencies.

***Risk associated with hedging foreign-currency units***

The Shares denominated in currencies other than the Reference Currency of a Sub-Fund and which are hedged against the currency exchange risk, may generate a different performance than the one generated by the Shares denominated in the Reference Currency of the Sub-Fund. The Shareholders should note that the hedged Shares will be hedged against the Reference Currency of a Sub-Fund regardless of whether such Reference Currency is declining or increasing in value relative to the currency of quotation of such hedged Classes and so while holding hedged Shares may substantially protect the Shareholders against declines in the Sub-Fund’s Reference Currency relative to the currency of quotation of such Class, holding such Shares may also substantially limit the Shareholders from benefiting if there is an increase in the value of the Fund’s Reference Currency relative to the currency of quotation of such Class. Shareholders of hedged Classes should be aware that although the intention is to be close to a full hedge, a perfect hedge is not possible and the portfolio can be over or under hedged during certain periods. This hedging will typically be undertaken by means of forward contracts but may also include currency options or futures or OTC derivatives.

***Credit Risk***

The value of a fixed interest security will fall in the event of the default or reduced credit rating of the issuer. Generally, the higher the rate of interest, the higher the perceived credit risk of the issuer. High yield bonds will lower credit ratings (also known as sub-investment grade bonds) are potentially more risky (higher credit risk) than investment grade bonds. A sub-investment grade bond has a Standard & Poor's credit rating of below BBB- or equivalent. The fact that an issuer has a credit rating is not a guarantee of an issuer's ability to pay. An issuer's credit rating is subject to change.

*Convertible Securities Risk*

Convertible securities are bonds, debentures, notes, preferred stocks or other securities that may be converted into or exchanged for a specified amount of common stock of the same or different issuer within a particular period of time at a specified price or formula. Convertible securities generally (i) have higher yields than common stocks, but lower yields than comparable non-convertible securities, (ii) are less subject to fluctuation in value than the underlying common stock due to their fixed-income characteristics and (iii) provide the potential for capital appreciation if the market price of the underlying common stock increases. The value of a convertible security is a function of its "investment value" (determined by its yield in comparison with the yields of other securities of comparable maturity and quality that do not have a conversion privilege) and its "conversion value" (the security's worth, at market value, if converted into the underlying common stock).

*Discretionary Management Risk*

Decisions with respect to the investment management of the Sub-Funds will be made by the Management Company. The success of the Sub-Fund depends in substantial part on the skill and expertise of the Management Company's team. There can be no assurance that the Management Company or other key employees will continue to be employed by the Management Company or its affiliates throughout the life of the Sub-Fund. The loss of key personnel could have a material adverse effect on the Sub-Fund.

*Investing in Financial Derivative Instruments*

The commitment of financial derivative instruments shall be limited to the total value of the net assets of the relevant Sub-Fund.

*Volatility of financial derivative instruments*

The price of a financial derivative instrument can be very volatile. This is because a small movement in the price of the underlying security, index, interest rate or currency may result in a substantial movement in the price of the derivative instrument. Investment in financial derivative instruments may result in losses in excess of the amount invested.

*Contracts for Difference ("CFD") and Dynamic Portfolio Swap ("DPS")*

CFD and DPS are over-the-counter financial instruments which allow an investor to take advantage of the share price movements without having to hold such a share or to manage the holding constraints (custody, financing, loan for shorts). Indeed, CFD and DPS are contracts entered into between two parties to exchange, at the end of this contract, the difference between the opening and the closing prices of the contract, multiplied by the number of units of the underlying asset as specified in the contract. The settlement of these differences is completed through a cash payment, not through a physical delivery of the underlying assets.

The risk exposure arising from these transactions, together with the global risk associated with other derivative instruments cannot be, at any time, higher than the value of the net assets of the relevant Sub-Fund.

In particular, CFD and DPS on transferable securities, financial indexes or swaps must be strictly in compliance with the investment policy of each Sub-Fund and with the restrictions laid down in the section entitled "Investment and Borrowing Restrictions". Each Sub-Fund shall guarantee a permanent and adequate coverage of its obligations in respect of the CFD and DPS to meet the redemption requests of the shareholders.

***Inflation Risk***

Inflation risk refers to the risks associated with changes in realized or expected inflation. Inflation indexed instruments may change in value in response to actual or anticipated changes in inflation rates.

***Risk associated with future and forward financial instruments***

The Management Company may include exchange-traded derivatives (including futures and options) and OTC derivatives (including options, forwards, interest rate swaps and credit derivatives) in its investment policy for the purpose of investment and/or hedging.

These are volatile instruments generating certain specific risks and exposing investors to the risk of loss. Leverage is provided by the low initial margin deposits that are usually requested when taking a position in such instruments. Thus, a relatively minor change in the price of a contract could result in significant gains or losses compared to the initial margin actually invested, this potential leading to unlimited additional losses in excess of the margin deposited. Furthermore, when used for the purpose of hedging, these instruments and the investments or market sectors being hedged could prove uncorrelated. Transactions in over-the-counter derivatives, such as credit derivatives, may involve additional risk as there is no exchange market on which to close out an open position. It may be impossible to liquidate an existing position, to assess the value of a position or to assess the exposure to risk.

***Risks associated with credit default swaps (CDS)***

The Fund (on behalf of its Sub-Fund(s)) may take part in the credit derivatives market by concluding, for example, credit default swaps in order to sell or purchase protection. A credit default swap (CDS) is a bilateral financial contract whereby an entity (the protection buyer) pays a periodic fee in exchange for a payoff from the protection seller in the event that a credit event affecting the reference issuer should arise. The protection buyer acquires the right either to sell a particular bond or bonds of the reference issuer at par value or to receive the difference between the par value and the market price of said reference bond or bonds (or any other previously determined reference value or strike price) in the event that a credit event should arise. A credit event includes bankruptcy, insolvency, judicial settlement, significant debt restructuring or the inability to honour a payment obligation on the stipulated date. The International Swaps and Derivatives Association (ISDA) has established standardised documentation entitled the "ISDA Master Agreement" relating to such derivative contracts. The Fund may use credit derivative products for hedging the specific risk of certain issuers held in the portfolio by purchasing protection. Furthermore, if it is in the interests of the relevant Sub-Fund, it may purchase protection via credit derivatives without holding the underlying assets. While acting in the best interests of its Shareholders, the Fund may also sell protection via credit derivatives in order to acquire specific credit exposure. The Fund may only take part in OTC credit derivative transactions if the counterparty is a first-class financial institution specialised in this type of transaction and, if this is the case, the transaction complies with the standards laid down by the ISDA Master Agreement.

***Specific Risks linked to Contingent Convertibles Bonds***

Some convertible securities are issued as so-called contingent convertible bonds (Coco Bonds), where the conversion of the bond into equity occurs at stated conversion rate if a pre-specified trigger event occurs. Issuers of such bonds may tend to be those that are vulnerable to weakness in the financial markets. Because conversion occurs after a specified event, conversion may occur when the share price of the underlying equity is less than when the bond was issued or purchased, resulting in greater potential compared to conventional convertible securities for capital loss.

Special risk consideration regarding investment in contingent convertible bonds events that trigger the conversion from debt into equity are designed so that conversion occurs when the issuer of the contingent convertible bonds is in crisis, as determined either by regulatory assessment or objective losses (e.g. measure of the issuer's core tier 1 capital ratio).

In addition to the abovementioned Liquidity Risk, investment in contingent convertible bonds may entail the following risks (non-exhaustive list):

*Capital structure inversion risk*: contrary to classical capital hierarchy, contingent convertible bonds' investors may suffer a loss of capital when equity holders do not.

*Trigger level risk*: trigger levels differ and determine exposure to conversion risk depending on the distance of the capital ratio to the trigger level. It might be difficult for the Management Company of the relevant Sub-Fund to anticipate the triggering events that would require the debt to convert into equity.

*Conversion risk*: it might be difficult for the Management Company of the relevant Sub-Fund to assess how the securities will behave upon conversion. In case of conversion into equity, the Management Company might be forced to sell these new equity shares because of the investment policy of the sub-fund does not allow equity in its portfolio. This forced sale may itself lead to liquidity issue for these shares.

*Coupon cancellation*: for some contingent convertible bonds, coupon payments are entirely discretionary and may be cancelled by the issuer at any point, for any reason and for any length of time.

*Call extension risk*: some contingent convertible bonds are issued as perpetual instruments, callable at pre-determined levels only with the approval of the competent authority.

*Unknown risk*: the structure of contingent convertible bonds is innovative yet untested.

*Valuation and write-down risks*: the value of contingent convertible bonds may need to be reduced due to a higher risk of overvaluation of such asset class on the relevant eligible markets. Therefore, a Sub-Fund may lose its entire investment or may be required to accept cash or securities with a value less than its original investment.

Industry concentration risk: investment in contingent convertible bonds may lead to an increased industry concentration risk as such securities are issued by a limited number of banks.

***Specific Risks linked to Perpetual Bonds***

In addition to the usual risks linked to investments in debt securities such as, but not limited to, credit risk, interest rate risk or liquidity risk, investments in perpetual bonds may in particular entail the following additional risk: call extension risk as described above in the section regarding the specific risks linked to contingent convertibles bonds.

***Specific Risks linked to Convertible, Exchangeable and Mandatory Convertible Bonds***

Convertible, exchangeable and mandatory convertible bonds may be converted either at a stated price or stated rate for common, or preferred stock. As convertible, exchangeable and mandatory convertible securities generally pay fixed interest or dividends, the market value of these securities tends to decline as interest rates rise. Because of the conversion feature, the market value of convertible securities also tends to vary with fluctuations in the market value of the underlying common or preferred stock, although to a lesser extent than with fixed income securities generally.

***Specific Risks linked to asset-backed securities (ABS) and mortgage-backed securities (MBS)***

The underlying assets to these instruments may be subject to higher credit, liquidity and interest rate risks than other securities such as government bonds. ABS and MBS carry the right to payments in amounts which depend principally on the flows generated by the underlying assets. ABS and MBS are often exposed to risks of expansion and early repayment, which may have a sizeable effect on the maturity and the amounts of the financial flows generated by the assets by which they are backed and may have a negative effect on their performance. The average term of each individual security may be affected by a large number of factors such as the existence and frequency of exercise of option clauses or early redemption of bonds, the predominant level of interest rates, the actual default rate of the underlying assets, the time needed to return to normal and the rotation rate of the underlying assets.

***Distressed Securities Risk***

Investment in distressed securities (i.e. which have a Standard & Poor's notation below CCC long-term rating or equivalent) may cause additional risks for a Sub-Fund. Such securities are regarded as predominantly speculative with respect to the issuer's capacity to pay interest and principal or maintain other terms of the offer documents over any long period of time. They are generally unsecured and may be subordinated to other outstanding securities and creditors of the issuer. Whilst such issues are likely to have some quality and protective characteristics, these are outweighed by large uncertainties or major risk exposure to adverse economic conditions. Therefore, a Sub-Fund may lose its entire investment, may be required to accept cash or securities with a value less than its original investment and/or may be required to accept payment over an extended period of time. Recovery of interest and principal may involve additional cost for the Sub-Fund. Under such circumstances, the returns generated from the Sub-Fund's investments may not compensate the shareholders adequately for the risks assumed.

***Particular Risks of OTC Derivative Transactions***

Absence of regulation; counterparty default and lack of liquidity.

In general, there is less governmental regulation and supervision of transactions in the OTC markets (in which forward and option contracts, swaps (such as total return swaps, interest rate swaps, inflation swaps or credit defaults swaps, etc.) and certain options on currencies, contracts for difference and other derivative instruments are generally traded) than of transactions entered into on organised stock exchanges. In addition, many of the protections afforded to participants on some organised exchanges, such as the performance guarantee of an exchange clearinghouse, may not be available in connection with OTC transactions.

Therefore, the Fund entering into OTC transactions will be subject to the risk that its direct counterparty will not perform its obligations under the transactions and that the Fund will sustain losses.

The Fund will only enter into transactions with counterparties which it believes to be creditworthy, and may reduce the exposure incurred in connection with such transactions through the receipt of letters of credit or collateral from certain counterparties.

In addition, as the OTC market may be illiquid, it might not be possible to execute a transaction or liquidate a position at an attractive price.

***Investing in emerging markets***

Emerging markets are typically those of poorer or less developed countries which exhibit lower levels of economic and/or capital market development, and higher levels of share price and currency volatility.

Some emerging markets governments exercise substantial influence over the private economic sector and the political and social uncertainties that exist for many developing countries are particularly significant. Another risk common to most such countries is that the economy is heavily export oriented and, accordingly, is dependent upon international trade. The existence of overburdened infrastructures and obsolete financial systems also presents risks in certain countries, as do environmental problems.

In adverse social and political circumstances, governments have been involved in policies of expropriation, confiscatory taxation, nationalisation, intervention in the securities market and trade settlement, and imposition of foreign investment restrictions and exchange controls, and these could be repeated in the future. In addition to withholding taxes on investment income, some emerging markets may impose different capital gains taxes on foreign investors.

Generally accepted accounting, auditing and financial reporting practices in emerging markets may be significantly different from those in developed markets. Compared to mature markets, some emerging markets may have a low level of regulation, enforcement of regulations and monitoring of investors' activities. Those activities may include practices such as trading on material non-public information by certain categories of investor.

The securities markets of developing countries are not as large as the more established securities markets and have substantially less trading volume, resulting in a lack of liquidity and high price volatility. There may be a high concentration of market capitalisation and trading volume in a small number of issuers representing a limited number of industries as well as a high concentration of investors and financial intermediaries. These factors may adversely affect the timing and pricing of a fund's acquisition or disposal of securities.

Practices in relation to settlement of securities transactions in emerging markets involve higher risks than those in developed markets, in part because the Fund will need to use brokers and counterparties which are less well capitalised, and custody and registration of assets in some countries may be unreliable.

Delays in settlement could result in investment opportunities being missed if a Sub-Fund is unable to acquire or dispose of a security. The Depositary is responsible for the proper selection and supervision of its correspondent banks in all relevant markets in accordance with Luxembourg law and regulation.

In certain emerging markets, registrars are not subject to effective government supervision nor are they always independent from issuers. Investors should therefore be aware that the Sub-Funds concerned could suffer loss arising from these registration problems.

***Specific risks linked to investment in Environmental, Social and Governance ("ESG")***

The Sub-Funds aiming to pursue an ESG policy will use certain ESG criteria in their investment strategies, as determined by their respective entity in charge of ESG analysis and as set out in their respective investment policies.

The use of ESG criteria may affect a Sub-Fund’s investment performance and, as such, investing in ESG may perform differently compared to similar Sub-Funds that do not use such criteria. ESG based exclusionary criteria used in an ESG Sub-Fund’s investment policy may result in the ESG Sub-Fund foregoing opportunities to buy certain securities when it might otherwise be advantageous to do so, and/or selling securities due to their ESG characteristics when it might be disadvantageous to do so. In the event the ESG characteristics of a security held by an ESG Sub-Fund change, resulting in the manager having to sell the security, neither the ESG Sub-Fund nor the Management Company accept liability in relation to such change.

The relevant exclusions might not correspond directly with investors own subjective ethical views.

In evaluating a security or issuer based on ESG criteria, the Management Company may be dependent upon information and data from third party ESG adviser, which may be incomplete, inaccurate or unavailable. As a result, there is a risk that the Management Company may incorrectly assess a security or issuer. There is also a risk that the Management Company may not apply the relevant ESG criteria correctly or that an ESG Sub-Fund could have indirect exposure to issuers who do not meet the relevant ESG criteria used by such ESG Sub-Fund. Neither the ESG Sub-Funds nor the Management Company make any representation or warranty, express or implied, with respect to the fairness, correctness, accuracy, reasonableness or completeness of such ESG assessment.

***Sustainability risks***

Sustainability risk means an environmental, social, or governance event or condition that, if it occurs, could potentially or actually cause a material negative impact on the value of a Sub-Fund's investment. Sustainability risks can either represent a risk of their own or have an impact on other risks and may contribute significantly to risks, such as market risks, operational risks, liquidity risks or counterparty risks. Sustainability risks may have an impact on long-term risk adjusted returns for investors. Assessment of sustainability risks is complex and may be based on environmental, social, or governance data which is difficult to obtain and incomplete, estimated, out of date or otherwise materially inaccurate. Even when identified, there can be no guarantee that these data will be correctly assessed.

Consequent impacts to the occurrence of sustainability risk can be many and varied according to a specific risk, region or asset class. Generally, when sustainability risk occurs for an asset, there will be a negative impact and potentially a total loss of its value and therefore an impact on the net asset value of the concerned Sub-Fund.

***Small and mid cap companies risk***

The Sub-Funds may provide exposure to companies considered small or mid cap in terms of market capitalisation. Shares in such companies may be less liquid and more volatile than those of larger companies. Companies within these sectors of the market may include recently established entities which have relatively limited trading histories, in relation to which there is limited public information or entities engaged in new-to-market concepts which may be speculative in nature. For these reasons these sectors may experience significant volatility and reduced liquidity which may result in the loss of investor capital.

***Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect***

All Sub-Funds which can invest in China may invest in China A-Shares through the Shanghai-Hong Kong Stock Connect and the Shenzhen-Hong Kong Stock Connect programmes (the "**Stock Connect**") subject to any applicable regulatory limits. The Stock Connect is a securities trading and clearing linked programme developed by Hong Kong Exchanges and Clearing Limited ("**HKEx**"), the Hong Kong Securities Clearing Company Limited ("**HKSCC**"), Shanghai Stock Exchange or Shenzhen Stock Exchange, and China Securities Depository and Clearing Corporation Limited ("**ChinaClear**") with an aim to achieve mutual stock market access between mainland China and Hong Kong. The Stock Connect allows foreign investors to trade certain Shanghai Stock Exchange or Shenzhen Stock Exchanges listed China A-Shares through their Hong Kong based brokers.

The Sub-Funds seeking to invest in the domestic securities markets of the People's Republic of China ("**PRC**") may use the Stock Connect and, thus, are subject to the following additional risks:

*General Risk*: The relevant regulations are untested and subject to change. There is no certainty as to how they will be applied which could adversely affect the Sub-Funds. The Stock Connect requires use of new information technology systems which may be subject to operational risk due to its cross-border nature. If the relevant systems fail to function properly, trading in Hong Kong and Shanghai/Shenzhen markets through Stock Connect could be disrupted.

*Clearing and Settlement Risk*: The HKSCC and ChinaClear have established the clearing links and each will become a participant of each other to facilitate clearing and settlement of cross-boundary trades. For cross-boundary trades initiated in a market, the clearing house of that market will on one hand clear and settle with its own clearing participants, and on the other hand undertake to fulfil the clearing and settlement obligations of its clearing participants with the counterparty clearing house.

*Legal/Beneficial Ownership*: Where securities are held in custody on a cross-border basis, there are specific legal/beneficial ownership risks linked to compulsory requirements of the local Central Securities Depositaries, HKSCC and ChinaClear.

As in other emerging and less developed markets, the legislative framework is only beginning to develop the concept of legal/formal ownership and of beneficial ownership or interest in securities. In addition, HKSCC, as nominee holder, does not guarantee the title to Stock Connect securities held through it and is under no obligation to enforce title or other rights associated with ownership on behalf of beneficial owners. Consequently, the courts may consider that any nominee or custodian as registered holder of Stock Connect securities would have full ownership thereof, and that those Stock Connect securities would form part of the pool of assets of such entity available for distribution to creditors of such entities and/or that a beneficial owner may have no rights whatsoever in respect thereof. Consequently the Funds and the Depositary cannot ensure that the Sub-Funds ownership of these securities or title thereto is assured.

To the extent that HKSCC is deemed to be performing safekeeping functions with respect to assets held through it, it should be noted that the Depositary and the Funds will have no legal relationship with HKSCC and no direct legal recourse against HKSCC in the event that the Funds suffer losses resulting from the performance or insolvency of HKSCC.

In the event ChinaClear defaults, HKSCC's liabilities under its market contracts with clearing participants will be limited to assisting clearing participants with claims. HKSCC will act in good faith to seek recovery of the outstanding stocks and monies from ChinaClear through available legal channels or the liquidation of ChinaClear. In this event, the Sub-Funds may not fully recover its losses or its Stock Connect securities and the process of recovery could also be delayed.

*Operational Risk*: The HKSCC provides clearing, settlement, nominee functions and other related services of the trades executed by Hong Kong market participants. PRC regulations which include certain restrictions on selling and buying will apply to all market participants. In the case of sale, pre-delivery of shares are required to the broker, increasing counterparty risk. Because of such requirements, the Sub-Funds may not be able to purchase and/or dispose of holdings of China A-Shares in a timely manner.

*Quota Limitations*: The Stock Connect is subject to quota limitations which may restrict the Sub-Funds ability to invest in China A-Shares through the Stock Connect on a timely basis.

*Investor Compensation*: The Sub-Funds will not benefit from local investor compensation schemes. Stock Connect will only operate on days when both the PRC and Hong Kong markets are open for trading and when banks in both markets are open on the corresponding settlement days. There may be occasions when it is a normal trading day for the PRC market but the Sub-Funds cannot carry out any China A-Shares trading. The Sub-Funds may be subject to risks of price fluctuations in China A-Shares during the time when Stock Connect is not trading as a result.

*Investment Risk*: securities traded via Shenzhen-Hong Kong Stock Connect may be smaller companies which are subject to smaller companies risk as detailed above.

***Risk relating to investments in China Market***

Investors may also be subject to risks specific to the China market. Any significant change in mainland China's political, social or economic policies may have a negative impact on investments in the China market. The regulatory and legal framework for capital markets in mainland China may not be as well developed as those of developed countries. Chinese accounting standards and practices may deviate significantly from international accounting standards. The settlement and clearing systems of the Chinese securities markets may not be well tested and may be subject to increased risks of error or inefficiency. Investors should also be aware that changes in mainland China's taxation legislation could affect the amount of income which may be derived, and the amount of capital returned, from the investments in the Fund.

In particular, the taxation position of foreign investors holding Chinese shares has historically been uncertain. Transfers of A and B shares of PRC resident companies by foreign corporate shareholders are subject to a 10% capital gains withholding tax, although the tax has not been collected in the past, and uncertainties remain over the timing, any retrospective impact, and the calculation method. Subsequently, the PRC tax authorities announced in November 2014 that gains on the transfer of shares and other equity investments in China by foreign investors would be subject to a 'temporary' exemption from capital gains withholding tax. There was no comment about the duration of this temporary exemption. No accruals are being made for gains realised post-17 November 2014 pending further developments. The situation is being kept under review for indications of any change in market practice or the release of further guidance from the PRC authorities, and accruals for PRC capital gains withholding tax may re-commence without notice upon the release of such guidance if the Directors and their advisors believe this is appropriate. PRC corporate income tax, individual income tax and business tax will be temporarily exempted on gains derived by foreign investors (including the Funds) on trading of China A-Shares via the Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect. However, foreign investors are required to pay tax on dividends and/or bonus shares at the rate of 10% which will be withheld and paid to the relevant in-charge PRC tax authorities by the listed companies. For investors who are tax residents of a jurisdiction which has concluded a tax treaty with the PRC, such investors may apply for a refund of the PRC withholding income tax overpaid if the relevant tax treaty provides for a lower PRC withholding income tax on dividends for a lower dividend tax rate, such investors may apply to the tax authority for a refund of the differences.

***Risk relating to RQFII Status and RFQII Quota***

Investors should note that the Investment Managers' RQFII status may be suspended or revoked and that this may adversely affect the Company's performance by requiring the Company to dispose of its securities holdings.

Investors should note that there can be no assurance that the Investment Managers will continue to maintain their RQFII status or to make available their RQFII quota. Investors should also note that the Company may not be allocated a sufficient portion of the RQFII quota from the Investment Managers to meet all applications for subscription into the Company and that redemption requests may not be processed in a timely manner due to adverse changes in relevant laws or regulations. The Company may not have exclusive use of the entire RQFII quota granted by the State Administration of Foreign Exchange (SAFE) to the Investment Managers, as the Investment Managers may in their discretion allocate the RQFII quota which may otherwise have been available to the Company to other products. Such restrictions may result in a rejection of subscription applications and a suspension of dealings of the Company. In extreme circumstances, the Company may incur significant losses due to the insufficiency of the RQFII quota, its limited investment capabilities, or its inability to fully implement or pursue its investment objective or strategy, due to RQFII investment restrictions, the illiquidity of the Chinese domestic securities market, and/or delay or disruption in the execution of trades or in the settlement of trades.

RQFII quotas are generally granted to RQFIIs (such as the Investment Managers). The rules and restrictions under RQFII regulations generally apply to the Investment Managers (in their capacity as a RQFII) as a whole and not simply to the investments made by the Company. SAFE is vested with the power to impose regulatory sanctions if the RQFII or the RQFII custodian (i.e. in the Company's case, being the China Custodian) violates any provision of the applicable rules and regulations issued by SAFE ("SAFE Rules"). Any violations could result in the revocation of the RQFII's quota or other regulatory sanctions and may adversely impact the portion of the Investment Managers' RQFII quota made available for investment by the Company.

***Specific risks linked to Global Depositary Receipts ("GDR") and American Depositary Receipts ("ADR")***

Exposure to GDR and ADR may generate additional risks compared to a direct exposure to the corresponding underlying stocks: (i) as the market price of a GDR or ADR can deviate from its theoretical price, which is equal to the market price of the underlying stock converted in USD or GBP using the respective FX spot rate. This deviation may have different causes such as trading quotas or legal limitations applicable to the local underlying stocks, a discrepancy between the trading volumes of GDRs or ADRs and of the local underlying stocks or other disruptions on the concerned stock markets; (ii) because of the intervention of the depositary bank which issues the GDR or ADR.

Under applicable law, the depositary bank, which holds the underlying stocks as a hedge, may not segregate these underlying stocks from its own assets. Even where segregation is an integral part of the depositary agreement regulating the issuance of the aforesaid ADRs and GDRs, there may be a risk that underlying shares would not be attributed to holders of ADRs and GDRs in case of bankruptcy of the depositary bank. In such case, the likeliest scenario would be the trading suspension and thereafter a freeze of the price of the ADRs and GDRs impacted by such bankruptcy event. Bankruptcy events in respect of the depositary banks issuing the GDRs and ADRs may negatively affect the performance and/or the liquidity of the relevant Sub-Fund.

The performance of an Index composed of GDRs or ADRs may then diverge from the performance of the corresponding portfolio composed of the underlying local securities.

## 2. Specific Investment Policies for each Sub-Fund

The specific investment policy of each Sub-Fund is described in the Appendix to this Prospectus.

## 3. Investment and Borrowing Restrictions

The Articles of Incorporation provide that the Board of Directors shall, based upon the principle of spreading of risks, determine the corporate and investment policy of the Fund and the investment and borrowing restrictions applicable, from time to time, to the investments of the Fund.

The Board of Directors has decided that the following restrictions shall apply to the investments of the Fund and, as the case may be and unless otherwise specified for a Sub-Fund in the Appendix to this Prospectus, to the investments of each of the Sub-Funds:

I. (1) The Fund, for each Sub-Fund, may invest in:

a) transferable securities and money market instruments admitted to or dealt in on an Eligible Market;

b) recently issued transferable securities and money market instruments, provided that the terms of issue include an undertaking that application will be made for admission to official listing on an Eligible Market and such admission is secured within one year of the issue;

c) units of UCITS and/or other UCI, whether situated in a Member State or not, provided that:

- such other UCIs have been authorised under laws which provide that they are subject to supervision considered by the Regulatory Authority to be equivalent to that laid down in EU law and that cooperation between authorities is sufficiently ensured,

- the level of protection for unitholders in such other UCIs is equivalent to that provided for unitholders in a UCITS, and in particular that the rules on assets segregation, borrowing, lending, and uncovered sales of transferable securities and money market instruments are equivalent to the requirements of the Directive,

- the business of such other UCIs is reported in half-yearly and annual reports to enable an assessment of the assets and liabilities, income and operations over the reporting period,

- no more than 10% of the assets of the UCITS or of the other UCIs, whose acquisition is contemplated, can, according to their constitutional documents, in aggregate be invested in units of other UCITS or other UCIs;

d) deposits with credit institutions which are repayable on demand or have the right to be withdrawn, and maturing in no more than 12 months, provided that the credit institution has its registered office in a Member State or, if the registered office of the credit institution is situated in a non-Member State, provided that it is subject to prudential rules considered by the Regulatory Authority as equivalent to those laid down in EU law;

e) financial derivative instruments, including equivalent cash-settled instruments, dealt in on an Eligible Market or financial derivative instruments dealt in over-the-counter ("OTC derivatives"), provided that:

- the underlying consists of instruments covered by this section I. (1), financial indices, interest rates, foreign exchange rates or currencies, in which the Sub-Funds may invest according to their investment objective,

- the counterparties to OTC derivative transactions are institutions subject to prudential supervision, and belonging to the categories approved by the Regulatory Authority,
- the OTC derivatives are subject to reliable and verifiable valuation on a daily basis and can be sold, liquidated or closed by an offsetting transaction at any time at their fair value at the Fund's initiative;

and/or

f) money market instruments other than those dealt in on an Eligible Market, if the issue or the issuer of such instruments are themselves regulated for the purpose of protecting investors and savings, and provided that such instruments are:

- issued or guaranteed by a central, regional or local authority or by a central bank of a Member State, the European Central Bank, the EU or the European Investment Bank, a non-Member State or, in case of a Federal State, by one of the members making up the federation, or by a public international body to which one or more Member States belong, or
- issued by an undertaking any securities of which are dealt in on Eligible Markets, or
- issued or guaranteed by an establishment subject to prudential supervision, in accordance with criteria defined by EU law, or by an establishment which is subject to and complies with prudential rules considered by the Regulatory Authority to be at least as stringent as those laid down by EU law, such as, but not limited to, a credit institution which has its registered office in a country which is an OECD member state, or
- issued by other bodies belonging to the categories approved by the Regulatory Authority provided that investments in such instruments are subject to investor protection equivalent to that laid down in the first, the second or the third indent and provided that the issuer is a company whose capital and reserves amount to at least ten million Euro (EUR 10,000,000) and which presents and publishes its annual accounts in accordance with the directive 2013/34/EU, is an entity which, within a group of companies which includes one or several listed companies, is dedicated to the financing of the group or is an entity which is dedicated to the financing of securitisation vehicles which benefit from a banking liquidity line.

(2) In addition, the Fund may invest a maximum of 10% of the net assets of any Sub-Fund in transferable securities and money market instruments other than those referred to under (1) above.

(3) The Fund may (i) create a Sub-Fund qualifying either as a feeder UCITS (a "Feeder UCITS") or as a master UCITS (a "Master UCITS"), (ii) convert an existing Sub-Fund into a Feeder UCITS, or (iii) change the Master UCITS of any of its Feeder UCITS.

(a) A Feeder UCITS shall invest at least 85% of its assets in the units of another Master UCITS.

(b) A Feeder UCITS may hold up to 15% of its assets in one or more of the following:

- ancillary liquid assets in accordance with paragraph II below,
- financial derivative instruments, which may be used only for hedging purposes.

(c) For the purposes of compliance with section 4. Financial derivative instruments below, the Feeder UCITS shall calculate its global exposure related to financial derivative instruments by combining its own direct exposure under the second indent under (b) with either:

- the Master UCITS actual exposure to financial derivative instruments in proportion to the Feeder UCITS investment into the Master UCITS, or
- the Master UCITS potential maximum global exposure to financial derivative instruments provided for in the Master UCITS management regulations or instruments of incorporation in proportion to the Feeder UCITS investment into the Master UCITS.

(4) A Sub-Fund may subscribe, acquire and/or hold securities to be issued or issued by one or more Sub-Funds without the Fund being subject to the requirements of the law of 10 August 1915 on commercial companies, as amended, with respect to the subscription, acquisition and/or the holding by a company of its own shares, under the condition that:

- the target Sub-Fund(s) do(es) not, in turn, invest in the Sub-Fund invested in this (these) target Sub-Fund(s), and
- no more than 10% of the assets that the target Sub-Fund(s) whose acquisition is contemplated may be invested in units of other UCIs, and

- voting rights, if any, attaching to the Shares of the target Sub-Fund(s) are suspended for as long as they are held by the Sub-Fund concerned and without prejudice to the appropriate processing in the accounts and the periodic reports, and
- in any event, for as long as these securities are held by the Sub-Fund, their value will not be taken into consideration for the calculation of the net assets of the Fund for the purposes of verifying the minimum threshold of the net assets imposed by the Law.

II. The Fund may hold ancillary liquid assets.

III. a) (i) The Fund will invest no more than 10% of the net assets of any Sub-Fund in transferable securities and money market instruments issued by the same issuing body.

(ii) The Fund may not invest more than 20% of the net assets of any Sub-Fund in deposits made with the same body.

(iii) The risk exposure of a Sub-Fund to a counterparty in an OTC derivative transaction may not exceed 10% of its net assets when the counterparty is a credit institution referred to in I. (1) d) above or 5% of its net assets in other cases.

b) Moreover, where the Fund holds on behalf of Sub-Fund investments in transferable securities and money market instruments of issuing bodies which individually exceed 5% of the net assets of such Sub-Fund, the total of all such investments must not account for more than 40% of the total net assets of such Sub-Fund.

This limitation does not apply to deposits and OTC derivative transactions made with financial institutions subject to prudential supervision.

Notwithstanding the individual limits laid down in paragraph a), the Fund may not combine for each Sub-Fund, where this would lead to investment of more than 20% in a single body, any of the following:

- investments in transferable securities or money market instruments issued by that single body,
- deposits made with that single body, and/or
- exposures arising from OTC derivative transactions undertaken with that single body.

c) The limit of 10% laid down in sub-paragraph a) (i) above is increased to a maximum of 35% in respect of transferable securities or money market instruments which are issued or guaranteed by a Member State, its local authorities, or by another Eligible State, including the federal agencies of the United States of America, Federal National Mortgage Association and Federal Home Loan Mortgage Corporation, or by public international bodies of which one or more Member States are members.

d) The limit of 10% laid down in sub-paragraph a) (i) is increased to 25% for certain bonds when they are issued by a credit institution which has its registered office in a Member State and is subject by law, to special public supervision designed to protect bondholders. In particular, sums deriving from the issue of these bonds must be invested in conformity with the law in assets which, during the whole period of validity of the bonds, are capable of covering claims attaching to the bonds and which, in case of bankruptcy of the issuer, would be used on a priority basis for the repayment of principal and payment of the accrued interest.

If a Sub-Fund invests more than 5% of its net assets in the bonds referred to in this sub-paragraph and issued by one issuer, the total value of such investments may not exceed 80% of the net assets of the Sub-Fund.

e) The transferable securities and money market instruments referred to in paragraphs c) and d) shall not be included in the calculation of the limit of 40% in paragraph b).

The limits set out in sub-paragraphs a), b), c) and d) may not be aggregated and, accordingly, investments in transferable securities or money market instruments issued by the same issuing body, in deposits or in derivative instruments effected with the same issuing body may not, in any event, exceed a total of 35% of any Sub-Fund's net assets.

Companies which are part of the same group for the purposes of the establishment of consolidated accounts, as defined in accordance with directive 83/349/EEC as amended or in accordance with recognised international accounting rules, are regarded as a single body for the purpose of calculating the limits contained in this paragraph III. a) to e).

The Fund may cumulatively invest up to 20% of the net assets of a Sub-Fund in transferable securities and money market instruments within the same group.

f) **Notwithstanding the above provisions, the Fund is authorised to invest up to 100% of the net assets of any Sub-Fund, in accordance with the principle of risk spreading, in transferable securities and money market instruments issued or guaranteed by a Member State, by its local authorities or agencies, or by a non-Member State accepted by the CSSF (being at the date of this Prospectus OECD member states, Singapore or any member state of the G20) or by public international bodies of which one or more Member States are members, provided that such Sub-Fund must hold securities from at least six different issues and securities from one issue do not account for more than 30% of the net assets of such Sub-Fund.**

IV. a) Without prejudice to the limits laid down in paragraph V., the limits provided in paragraph III. a) to e) are raised to a maximum of 20% for investments in shares and/or debt securities issued by the same issuing body if the aim of the investment policy of a Sub-Fund is to replicate the composition of a certain stock or debt securities index which is sufficiently diversified, represents an adequate benchmark for the market to which it refers, is published in an appropriate manner and disclosed in the relevant Sub-Fund's investment policy.

b) The limit laid down in paragraph a) is raised to 35% where this proves to be justified by exceptional market conditions, in particular on Regulated Markets where certain transferable securities or money market instruments are highly dominant. The investment up to this limit is only permitted for a single issuer.

V. a) The Fund may not acquire shares carrying voting rights which should enable it to exercise significant influence over the management of an issuing body.

b) The Fund may acquire no more than:

- 10% of the non-voting shares of the same issuer,
- 10% of the debt securities of the same issuer,
- 10% of the money market instruments of the same issuer.

These limits under second and third indents may be disregarded at the time of acquisition, if at that time the gross amount of debt securities or of the money market instruments or the amount of the instruments in issue cannot be calculated.

The provisions of paragraph V. shall not be applicable to transferable securities and money market instruments issued or guaranteed by a Member State or its local authorities or by any other Eligible State, or issued by public international bodies of which one or more Member States are members.

These provisions are also waived as regards shares held by the Fund in the capital of a company incorporated in a non-Member State which invests its assets mainly in the securities of issuing bodies having their registered office in that State, where under the legislation of that State, such a holding represents the only way in which the Fund can invest in the securities of issuing bodies of that State provided that the investment policy of the company from the non-Member State complies with the limits laid down in paragraph III. a) to e), V. a) and b) and VI.

VI. a) No more than 10% of a Sub-Fund's net assets may be invested in aggregate in the units of UCITS or other UCIs referred to in paragraph I) (1) c).

In the case restriction a) above is not applicable to a specific Sub-Fund, as provided specifically in its investment policy in the Appendix to this Prospectus, such Sub-Fund may acquire units of UCITS and/or other UCIs referred to in paragraph I) (1) c) provided that no more than 20% of a Sub-Fund's net assets be invested in the units of a single UCITS or other UCI.

For the purpose of the application of this investment limit, each compartment of a UCI with multiple compartments is to be considered as a separate issuer provided that the principle of segregation of the obligations of the various compartments vis-à-vis third parties is ensured.

Investments made in units of UCIs other than UCITS may not in aggregate exceed 30% of the net assets of a Sub-Fund.

b) The underlying investments held by the UCITS or other UCIs in which the Fund invests do not have to be considered for the purpose of the investment and borrowing restrictions set forth under III. a) to e) above.

c) When the Fund's Management Company invests in the units of UCITS and/or other UCIs:

a. managed directly or indirectly by itself; or

b. managed by a company to which it is linked:

1. by common management,
2. by common control, or
3. by a direct or indirect participation of more than 10% of the capital or votes,

no subscription or redemption fees may be charged to the Fund on account of its investment in the units of such other UCITS and/or UCIs, and the total management fee (excluding any performance fee, if any) charged to the relevant Sub-Fund and each of the UCITS or other UCIs concerned shall not exceed 3.5% of the value of the relevant investments. The Fund will indicate in its annual report the total management fees charged both to the relevant Sub-Fund and to the UCITS and other UCIs in which such Sub-Fund has invested during the relevant period.

d) The Fund may acquire no more than 25% of the units of the same UCITS or other UCI. This limit may be disregarded at the time of acquisition if at that time the net amount of the units in issue cannot be calculated. In case of a UCITS or other UCI with multiple compartments, this restriction is applicable by reference to all units issued by a compartment.

VII. The Fund shall ensure for each Sub-Fund that the global exposure relating to derivative instruments does not exceed the net assets of the relevant Sub-Fund.

This global exposure is calculated taking into account the current value of the underlying assets, the counterparty risk, foreseeable market movements and the time available to liquidate the positions. This shall also apply to the following subparagraphs.

If the Fund invests in financial derivative instruments, the exposure to the underlying assets may not exceed in aggregate the investment limits laid down in paragraph III. a) to e) above. When the Fund invests in index-based financial derivative instruments, these investments do not have to be combined to the limits laid down in paragraph III. a) to e) above.

When a transferable security or money market instrument embeds a derivative, the latter must be taken into account when complying with the requirements of this paragraph VII.

Further details regarding global exposure and risk measurement are provided in the section "Risk Management Process".

VIII. a) The Fund may not borrow for the account of any Sub-Fund amounts in excess of 10% of the net assets of that Sub-Fund, any such borrowings to be from banks and to be effected only on a temporary basis, provided that the Fund may acquire foreign currencies by means of back to back loans.

b) The Fund may not grant loans to or act as guarantor on behalf of third parties.

This restriction shall not prevent the Fund from acquiring transferable securities, money market instruments or other financial instruments referred to in I. (1) c), e) and f) which are not fully paid.

c) The Fund may not carry out uncovered sales of transferable securities, money market instruments or other financial instruments.

d) The Fund may not acquire movable or immovable property.

e) The Fund may not acquire either precious metals or certificates representing them.

IX. a) The Fund needs not comply with the limits laid down in this chapter when exercising subscription rights attaching to transferable securities or money market instruments which form part of its assets. While ensuring observance of the principle of risk spreading, recently created Sub-Funds may derogate from paragraphs III. a) to e), IV. and VI. a) and b) for a period of six months following the date of their creation.

b) If the limits referred to in paragraph a) are exceeded for reasons beyond the control of the Fund or as a result of the exercise of subscription rights, it must adopt as a priority objective for its sales transactions the remedying of that situation, taking due account of the interest of its shareholders.

c) To the extent that an issuer is a legal entity with multiple compartments where the assets of the compartment are exclusively reserved to the investors in such compartment and to those creditors whose claim has arisen in connection with the creation, operation or liquidation of that compartment, each compartment is to be considered as a separate issuer for the purpose of the application of the risk spreading rules set out in paragraphs III. a) to e), IV. and VI.

X. Some Sub-Funds may invest in Rule 144A Securities under the conditions that such securities are admitted to or dealt in on an Eligible Market and such securities respect "CESR’s Guidelines concerning eligible assets for investment by UCITS".

Investment in Rule 144A Securities, which would not comply with any of the above conditions, shall together with the transferable securities eligible under paragraph I(2) above, not exceed 10% of the Sub-Fund’s Net Asset Value.

## 4. Financial techniques and instruments

### A. Use of techniques and instruments relating to transferable securities and money market instruments

For efficient management of the portfolio and/or with the aim of protecting its assets and liabilities, in each Sub-Fund, the Fund may use techniques and instruments which relate to transferable securities and money market instruments. It may not cause the Fund to deviate from the investment objectives set out in the description of each Sub-Fund in Part 2 "Appendices relating to Sub-Funds".

To that end, each Sub-Fund is authorised in particular to carry out transactions which have as their object the sale or purchase of future foreign exchange contracts, the sale or purchase of future contracts on currencies and sale or purchase of call options and put options, with the aim of protecting its assets against exchange rate fluctuations or of optimising its return, for efficient management of the portfolio.

Where a Sub-Fund uses such techniques and instruments, the relevant Appendix for such Sub-Fund shall disclose such fact, as well as a detailed description of the risks involved in these activities, including counterparty risk and potential conflicts of interest (to the extent not covered in this general part of the Prospectus), and the impact they will have on the performance of the relevant Sub-Fund. The use of these techniques and instruments shall be in line with the best interests of the relevant Sub-Fund.

The policy regarding direct and indirect operational costs/fees arising from efficient portfolio management techniques that may be deducted from the revenue delivered to the relevant Sub-Fund are disclosed in the relevant Appendix. These costs and fees shall not include hidden revenue. The identity of the entity (ies) to which the direct and indirect costs and fees are paid are also set out in the relevant Appendix for each Sub-Fund, as well as the indication as to whether these are related parties to the Management Company or the Depositary. The techniques and instruments used for the purposes of efficient management of the portfolio and/or with the aim of protecting its assets and liabilities shall fulfil the following criteria:

- They are economically appropriate in that they are realised in a cost-effective way;

- They are entered into for one or more of the following specific aims:

(i) reduction of risk,
(ii) reduction of cost,
(iii) generation of additional capital or income for the relevant Sub-Fund with a level of risk which is consistent with the risk profile of the relevant Sub-Fund and the applicable risk diversification rules, as set out in the Law;

- Their risks are adequately captured by the risk management process of the Management Company.

Techniques and instruments which comply with the criteria set out here above and which relate to money market instruments shall be regarded as techniques and instruments relating to money market instruments for the purpose of efficient portfolio management as referred to in the Law.

To the maximum extent allowed by, and within the limits set forth in the laws and regulations applicable to the Fund, in particular the provisions of (i) article 11 of the Grand-Ducal Regulation of 8 February 2008 relating to certain definitions of the amended law of 2 December 2002 on undertakings for collective investment (the "2002 Law"), of (ii) CSSF Circular 08/356 relating to the rules applicable to undertakings for collective investments when they use certain techniques and instruments relating to transferable securities and money market instruments and CSSF Circular 11/512 and of (iii) CSSF Circular 14/592 relating to the ESMA Guidelines on ETFs and other UCITS issues (as these pieces of regulations may be amended or replaced from time to time), the Fund may for the purpose of generating additional capital or income or for reducing costs or risks enter into financial derivative instruments as set out in Part 2 "Appendices relating to sub-funds".

The Fund may employ derivative instruments relating to transferable securities and money market instruments amongst others for hedging purposes, efficient portfolio management, duration management or other risk management of the portfolio as described here below.

### B. Financial derivative instruments

As specified in I. (1) e) above, the Fund may in respect of each Sub-Fund invest in financial derivative instruments.

Each Sub-Fund may invest in financial derivative instruments within the limits laid down in restriction III. e), provided that the exposure to the underlying assets does not exceed in aggregate the investment limits laid down in restrictions III. a) to e). When a Sub-Fund invests in index-based financial derivative instruments, these investments do not have to be combined to the limits laid down in restriction III.

When a transferable security or money market instrument embeds a derivative, the latter must be taken into account when complying with the requirements of this restriction.

The Sub-Funds may use financial derivative instruments for investment, for efficient portfolio management and for hedging purposes, within the limits of the Law. Under no circumstances shall the use of these instruments cause a Sub-Fund to diverge from its investment policy.

Each Sub-Fund will employ the commitment approach or the VAR approach to calculate its global exposure accordingly to the risk profile of the Sub-Fund and as further described hereafter in section "Risk Management Process".

When a Sub-Fund invests in total return swaps ("TRS") or in other financial derivative instruments with similar characteristics, the Management Company may only choose swap counterparties that are first class financial institutions approved by the board of directors of the Management Company and that are subject to prudential supervision and belonging to the categories approved by the CSSF for the purposes of OTC derivative transactions and specialized in these types of transactions.

When a Sub-Fund invests in financial derivative instruments related to an index, information on the index and its rebalancing frequency shall be disclosed in the relevant Appendix, by way of reference to the website of the index sponsor as appropriate.

### C. General provisions related to SFTs

As of the date of this Prospectus, no Sub-Fund enters into securities lending, repurchase and reverse repurchase (or buy-sell back or sell-buy back transactions) agreements ("SFTs") or total return swaps within the meaning of EU Regulation 2015/2365 on transparency of securities financing transactions and of reuse of 25 November 2015 ("SFTR"). If the Fund were to use such securities financing transactions in the future, the present Prospectus will be modified in accordance with the SFTR.

## 5. Collateral management for financial derivative transactions

The collateral received by a Sub-Fund, if any, shall comply with applicable regulatory standards regarding especially liquidity, valuation, issuer credit quality, correlation and diversification.

The collateral received in connection with such transactions, if any, must meet the criteria set out in the CSSF Circular 08/356 and CSSF Circular 14/592 relating to the ESMA Guidelines on ETFs and other UCITS matters.

This collateral must be given in the form of (i) liquid assets and/or (ii) bonds issued or guaranteed by a member state of the OECD or by their local public authorities or by supranational institutions and undertakings with EU, regional or world-wide scope, (iii) shares or units issued by specific money market UCIs, (iv) shares or units issued by UCITS investing in bonds/shares issued or guaranteed by first class issuers offering an adequate liquidity, (v) shares or units issued by UCITS investing in shares admitted to or dealt in on a regulated market or on a stock exchange of a member state of the OECD provided that they are included in a main index, (vi) direct investment in bonds and shares with the characteristics mentioned in (iv) and (v).

The collateral received shall be issued by an entity that is independent from the counterparty and is expected not to display a high correlation with the performance of the counterparty.

The collateral should be sufficiently diversified in terms of country, markets and issuers with a maximum exposure of 20% of the respective Sub-Fund's net asset value to any single issuer on an aggregate basis, taking into account all collateral received. By way of derogation, a Sub-Fund may be fully collateralised in transferable securities and money market instruments issued by a Member State, one or more of its local authorities, OECD countries or a public international body to which one or more Member States belong. In that case the Sub-Fund shall receive securities from at least six different issues, but securities from any single issue shall not account for more than 30% of the net asset value of the Sub-Fund.

Non-cash collateral received is not sold, reinvested or pledged.

Cash collateral received by a Sub-Fund in relation to these transactions will not be reinvested. Collateral received will be valued on each Valuation Day and in application of available market prices and in consideration of appropriate haircuts which are determined by the Management Company for all kinds of assets of the Fund on the basis of the haircut strategy applied by the Management Company. This strategy takes into consideration various factors depending on the collateral received, such as the creditworthiness of the counterparty, the maturity, currency and the price volatility of the assets.

The collateral will be marked to market daily and may be subject to daily variation margin requirements.

The following haircuts for collateral shall be applied by the Management Company (the Management Company reserves the right to vary this policy at any time):

| **Eligible Collateral** | **Haircut** |
|---|---|
| **Cash** | 0% |
| **Investment grade Sovereign Debt** | 2% |
| **Other**[1] | 5% |

A Sub-Fund shall receive appropriate collateral to reduce risk exposure, the value of which must be, for the whole duration of the transaction, equal at any time to at least 90% to the total value of securities concerned by these transactions.

[1] (i) shares or units issued by specific money market UCIs, (ii) shares or units issued by UCITS investing in bonds/shares issued or guaranteed by first class issuers offering an adequate liquidity, (iii) shares or units issued by UCITS investing in shares admitted to or dealt in on a regulated market or on a stock exchange of a member state of the OECD provided that they are included in a main index, (iv) direct investment in bonds and shares with the characteristics mentioned in (ii) and (iii).

**Disclosure to Investors**

In connection with the use of the techniques and instruments above described, the Fund will disclose appropriate information in its financial reports.

## RISK-MANAGEMENT PROCESS

The Management Company, on behalf of the Fund, will employ a risk-management process which enables it to monitor and measure at any time the risk of the positions and their contribution to the overall risk profile of each Sub-Fund. The Management Company, on behalf of the Fund, will employ, if applicable, a process for accurate and independent assessment of the value of any OTC derivative instruments.

Unless otherwise provided in the Appendix to the Prospectus, the Sub-Funds will employ the commitment approach to calculate their global exposure.

Upon request of an investor, the Management Company will provide supplementary information relating to the quantitative limits that apply in the risk management of each Sub-Fund, to the methods chosen to this end and to the recent evolution of the risks and yields of the main categories of instruments.

**Global Exposure & Risk Measurement**

1. Determination of the global exposure

The Sub-Fund's global exposure shall be calculated in accordance with applicable laws and regulation, including but not limited to CSSF Circular 11/512.

The Management Company shall be responsible for selecting an appropriate methodology to calculate the global exposure. More specifically, the selection should be based on the self-assessment by the Management Company of the Sub-Fund's risk profile resulting from its investment policy (including its use of financial derivative instruments).

2. Risk measurement methodology according to the Sub-Fund's risk profile

The Sub-Funds are classified after a self-assessment of their risk profile resulting from their investments policy including their inherent derivative investment strategy that determines two risk measurements methodologies:

- The advanced risk measurement methodology such as the Value-at-Risk (VaR) approach to calculate global exposure where:

(a) The Sub-Fund engages in complex investment strategies which represent more than a negligible part of the Sub-Funds' investment policy;
(b) The Sub-Fund has more than a negligible exposure to exotic derivatives; or
(c) The commitment approach doesn't adequately capture the market risk of the portfolio.

- The commitment approach methodology.

Except as otherwise specified in the relevant Sub-Fund schedule the Management Company will employ the commitment approach methodology to monitor and measure the global exposure of the Sub-Funds.

3. Calculation of the global exposure

**For Sub-Funds that use the commitment approach methodology:** the commitment conversion methodology for standard derivatives is always the market value of the equivalent position in the underlying asset. This may be replaced by the notional value or the price of the futures contract where this is more conservative.

For non-standard derivatives, an alternative approach may be used provided that the total amount of the derivatives represents a negligible portion of the Sub-Fund's portfolio.

A financial derivative instrument is not taken into account when calculating the commitment if it meets both of the following conditions: (a) the combined holding by the Sub-Fund of a financial derivative instrument relating to a financial asset and cash which is invested in risk free assets is equivalent to holding a cash position in the given financial asset. (b) the financial derivative instrument is not considered to generate any incremental exposure and leverage or market risk.

The Sub-Fund's total commitment to derivative financial instruments limited to 200% of the Sub-Fund's total net value is quantified as the sum, as an absolute value, of the individual commitments, after possible netting and hedging arrangements. In addition, this overall risk exposure may not be increased by more than 10% by means of temporary borrowings (as referred to in section VIII. a) above) so that it may not exceed 210% of any Sub-Fund's total net assets under any circumstances.

**For Sub-Funds that use the VaR (Value at Risk) methodology:** the global exposure is determined on a daily basis by calculating the maximum potential loss at a given confidence level over a specific time period under normal market conditions. Given the Sub-Fund's risk profile and investment strategy, the relative VaR approach or the absolute VaR approach can be used.

In the relative VaR approach, a leverage free reference Sub-Fund reflecting the investment strategy is defined and the Sub-Fund's VaR cannot be greater than twice the reference Sub-Fund VaR.

The absolute VaR approach concerns Sub-Funds investing in multi-asset classes and that do not define any investment target in relation to a benchmark but rather as an absolute return target; the level of the absolute VaR is strictly limited to 20%.The VaR limits should always be set according to the defined risk profile.

Each Sub-Fund may invest, according to its investment policy and within the limits in financial derivative instruments provided that the exposure to the underlying assets does not exceed in aggregate the investment limits as stipulated below in "Investment and Borrowing Restrictions".

When a Sub-Fund invests in index-based financial derivative instruments, these investments do not have to be combined to the limits laid down in "Investment and Borrowing Restrictions".

When a Transferable Security or Money Market Instrument embeds a derivative, the latter must be taken into account when complying with the requirements of "Investment and Borrowing Restrictions" section as well as with the risk exposure and information requirements laid down in the present Prospectus.

# ISSUE, REDEMPTION AND CONVERSION OF SHARES

The repeated purchase and sale of shares designed to take advantage of pricing inefficiencies in the Fund - also known as "Market Timing"- may disrupt portfolio investment strategies and increase the Fund's expenses and adversely affect the interests of the Fund's long term shareholders. To deter such practice, the Board of Directors reserve the right, in case of reasonable doubt and whenever an investment is suspected to be related to Market Timing, which the Board of Directors shall be free to appreciate, to suspend, revoke or cancel any subscription or conversion order placed by investors who have been identified as doing frequent in and out trades within the Fund.

The Board of Directors, as safeguard of the fair treatment of all investors, takes necessary measures to ensure that (i) the exposure of the Fund to Market Timing activities is adequately assessed on an ongoing basis, and (ii) sufficient procedures and controls are implemented to minimise the risks of Market Timing in the Fund.

## 1. Issue of shares

Initial offer details for new Sub-Funds are disclosed in the Appendix to this Prospectus.

The Fund may issue different Classes of Shares. At the time of this Prospectus, only Class A, AG, A2, B, BG, I, IG, SI, WI, F, N, N2 and Q Shares are in issue. If the Board of Directors decides to create new Classes of Shares, the Prospectus will be updated accordingly.

Class A and B Shares are available to all investors. Class I, SI, WI and F Shares are only available to Institutional Investors.

Share Classes N may only be acquired by investors (i) investing through a distributor or platform or other intermediary ("Intermediary") that has been approved by the Management Company or an Intermediary approved by the Management Company (an "Approved Intermediary") and (ii) that have entered into a separate legal agreement with the Management Company or an Approved Intermediary, that are required to comply with the restrictions on the payment of commissions set-out under MiFID, or, where applicable, the more restrictive regulatory requirements imposed by local regulators in certain EU and/or non EU jurisdictions. With respect to Intermediaries incorporated in the European Union and who have signed a separate legal agreement, this share class may typically be appropriate for discretionary portfolio management services or advisory services provided on an independent basis as defined under MiFID, or subject to more restrictive regulatory requirements imposed by local regulators in certain EU and/or non EU jurisdictions.

Class Q Shares are only available to employees, managers or managing agents of the Management Company or its subsidiaries and branches as well as, subject to the approval of the Board of Directors, to their relatives. The period of availability of Class Q Shares shall be determined by the Board of Directors. The subscription of Class Q Shares is subject to the approval of the Management Company as indicated under "Subscription, conversion and share redemption modalities" below.

Class AG, BG, IG and NG Shares are only available to specific distributors selected by the Management Company. The period during which class AG, BG, IG and NG Shares will be available for subscription shall be determined by the Board of Directors.

Class A2 and N2 Shares shall be reserved for investment by BPCE as approved by the Management Company.

Class M Shares are only available to feeder UCITS managed by a management company belonging to BPCE Group.

The minimum initial subscription amount for each Class is indicated in the Appendix. The holding value in each Sub-Fund may only fall below such minima as a result of a decrease of the net asset value per share of the Sub-Fund concerned.

The Board of Directors has the discretion from time to time, to waive any applicable minimum initial subscription or holding amount.

Class A, AG, A2, B, BG, I, IG, SI, WI, F, N, NG, N2 and Q Shares may be available in a currency (the "Class Currency") other than the Reference Currency of the Sub-Fund and the relevant section of the Appendix for each Sub-Fund will list the Classes available. Such Class Currencies may be CHF, EUR or USD.

Class A, AG, A2, B, BG, I, IG, SI, WI, F, N, NG, N2 and Q Shares may be hedged. In such circumstances, the Shares will be referenced by adding an "H" to the name of the class of shares (reading for example Class H – A shares, Class H-SI shares or Class H-I shares).

Hedged Classes are classes quoted in a currency other than the Fund’s Reference Currency and hedged against the currency exchange risk between their currency of quotation and the relevant Sub-Fund’s Reference Currency. The hedged Classes will be hedged by determining the portion of the Sub-Fund’s asset attributable to the relevant hedged Class. Expenses arising from hedging transactions shall be borne at the level of the relevant hedged Share Class.

Whilst holding Shares of hedged Share Classes may substantially protect the investor against losses due to unfavourable movements in the exchange rates of the Reference Currency of the Sub-Fund against the class currency of the hedged Share Classes, holding such Shares may also substantially limit the benefits of the investor in case of favourable movements. Investors should note that it will not be possible to always fully hedge the total net asset value of the hedged Share Classes against currency fluctuations of the Reference Currency of the Sub-Fund, the aim being to implement a currency hedge equivalent to between 95% of the portion of the net asset value of the hedged Share Class which is to be hedged against currency risk and 105% of the net asset value of the respective hedged Share Class. Changes in the value of the portfolio or the volume of subscriptions and redemptions may however lead to the level of currency hedging temporarily surpassing the limits set out above. In such cases, the currency hedge will be adjusted without undue delay. The Net Asset Value per Shares of the hedged Share Class does therefore not necessarily develop in the same way as that of the Classes of Shares in the Reference Currency of the Sub-Fund. It is not the intention of the Board of Directors to use the hedging arrangements to generate a further profit for the hedged Share Class.

Investors should also note that there is no legal segregation of liabilities between the individual Classes of Shares within a Sub-Fund. Hence, there is a risk that under certain circumstances, hedging transactions in relation to a hedged Share Class could result in liabilities affecting the net asset value of the other Classes of the same Sub-Fund. In such case assets of other Classes of such Sub-Fund may be used to cover the liabilities incurred by the hedged Share Class. An up-to-date list of the Classes with a contagion risk will be available upon request at the registered office of the Fund.

Class Q shares may be offered to subscription at different periods to be determined by the Board of Directors and such subscription periods may vary depending on the jurisdiction of domicile of the eligible investors.

In order to protect shareholders of Classes not denominated in the Reference Currency from the impact of currency movements, the relevant Class Currency may be fully or partly hedged back to the Reference Currency. The costs and effects of this hedging will be reflected in the Net Asset Value and in the performance of these Classes.

Under the Articles of Incorporation, the Board of Directors may decide to issue, in respect of each Class, dividend Shares and/or capitalisation Shares.

As stated under "Distribution Policy" below, unless otherwise provided the shares presently in issue are capitalisation Shares.

The appendices to this Prospectus include an overview of the available Classes per Sub-Fund as at the date on which the Prospectus is provided. The directors of the Fund may at any time decide to issue within any Sub-Fund additional Classes as above described and denominated in one of these currencies. A complete list of all available Classes may be obtained, free of charge and upon request, from the registered office of the Fund in Luxembourg.

Subscriptions for shares in each Sub-Fund may be expressed in quantity of shares or in cash amount.

Unless provided otherwise in a Sub-Fund in the Appendix to this Prospectus, subscriptions for shares in each Sub-Fund can be made on any Business Day. Applications for subscriptions will normally be satisfied on the Business Day following the applicable Valuation Day, provided that the application is received by 12:00 noon (Luxembourg time) on the Valuation Day. Applications received after 12:00 noon (Luxembourg time) on the Valuation Day will be deemed to have been received on the next following Valuation Day.

Unless otherwise provided for a Class in a Sub-Fund in the Appendix to this Prospectus, a sales commission of up to 2.00% of the Net Asset Value may be charged on subscriptions in favour of intermediaries active in the placement of the shares or in favour of the Management Company.

The Board of Directors may especially decide to impose this sales commission of up to 3% in favour of the Management Company where a Sub-Fund or a Class has reached a size such that the capacity of the market has been reached or that it becomes difficult to manage it in an optimal manner, and/or where to permit further inflows would be detrimental to the performance of the Sub-Fund or the Class.

The Board of Directors has also the discretion to close a Sub-Fund or one or more Classes to new subscriptions without notice to shareholders in similar circumstances.

Once closed, a Sub-Fund or Class will not be re-opened until, in the opinion of the Board of Directors, the circumstances which required closure no longer prevail.

If such limitations apply, the relevant details will be provided in the Appendix of the relevant Sub-Fund.

Investors should contact the Fund or Management Company for the current status of the relevant Sub-Funds or Classes and for subscription opportunities that may occur (if any).

If in any country in which the Shares are offered, local law or practice requires subscription, redemption and/or conversion orders and relevant money flows to be transmitted via local paying agents, additional transaction charges for any individual order, as well as for additional administrative services may be charged to the investor by such local paying agents.

Unless provided otherwise in a Sub-Fund in the Appendix to this Prospectus, payment for Shares must be received by the Depositary in cleared funds in the relevant Class currency at the latest on the second Business Day following the applicable Valuation Day. For requests for subscriptions in any other major freely convertible currency (approved by the Board of Directors), the Depositary will arrange the foreign exchange conversion at the risk and expense of the investor.

Shares may be subscribed against contributions in kind considered acceptable by the Board of Directors on the basis of the investment policy of the relevant Sub-Fund and will be valued in an auditor's report if required by Luxembourg law.

The Fund reserves the right to accept or refuse any application in whole or in part and for any reason.

The Shares are issued in registered form only.

The Fund shall normally issue confirmations of shareholding to the holder of Shares. The Fund will not issue Share certificates in relation to registered Shares.

Confirmation of completed subscriptions will be mailed by the Administrative Agent at the risk of the investor, to the address indicated in the Application Form promptly after the issue of the Shares.

Issue of Shares of a given Sub-Fund shall be suspended whenever the determination of the Net Asset Value per Share of such Sub-Fund is suspended by the Fund (Section 7. under "General Information").

***Anti-money laundering legislation*** - Pursuant to international rules and Luxembourg laws and regulations (comprising but not limited to the law of 12 November 2004 on the fight against money laundering and financing of terrorism, as amended, the Grand Ducal Regulation dated 1 February 2010, as well as circulars and regulations of the supervising authority, obligations have been imposed on all professionals of the financial sector to prevent the use of undertakings for collective investment for money laundering and financing of terrorism purposes. As a result of such provisions, the registrar agent of a Luxembourg undertaking for collective investment must ascertain the identity of the investors in accordance with Luxembourg laws and regulations. Accordingly, the Administrative Agent may require investors to provide any document it deems necessary to effect such identification.

In case of delay or failure by an investor to provide the documents required, the application for subscription may not be accepted and, to the extent applicable, the payment of any proceeds and/or dividends may not be processed. Neither the Fund nor the Administrative Agent has any liability for delays or failure to process transactions as a result of the investor providing no or only incomplete documentation.

Shareholders may be requested to provide additional or updated identification documents from time to time pursuant to ongoing client due diligence requirements under relevant laws and regulations.

## 2. Conversion of shares

Subject to any suspension of the determination of the Net Asset Values concerned, and subject to compliance with any eligibility conditions of the Class into which the conversion is to be effected, shareholders have the right to convert all or part of their Shares of one Class in any Sub-Fund into Shares of another Class of the same Sub-Fund or of another existing Sub-Fund by applying for conversion in the same manner as for the Redemption of shares.

The number of Shares issued upon conversion will be based upon the respective Net Asset Values of the Shares of the two Sub-Funds concerned on the common Valuation Day following the Business Day on which the conversion request is accepted.

A conversion charge of up to 1.00% of the Net Asset Value of the Shares to be converted may be imposed for the benefit of the delivering Sub-Fund. The level of the conversion charge shall be identical for shareholders converting on the same Valuation Day. If the Net Asset Values concerned are expressed in different currencies, the conversion will be calculated by using the exchange rate applicable on the relevant Valuation Day on which the conversion is to be effected.

Under the responsibility of the Board of Directors and with the approval of the shareholders concerned, conversions may be effected in kind by transfer of a representative selection of the original Sub-Fund's holding in securities and cash pro rata to the number of Shares converted, to the receiving Sub-Fund having a compatible investment policy as certified by the auditor of the Fund.

Any expenses incurred in the transfers shall be borne by the shareholders concerned.

In addition, and unless waived by the Board of Directors, if, as a result of a conversion, the value of a shareholder's remaining holding in the original Sub-Fund would become less than the minimum holding referred to above, the relevant shareholder will be deemed to have requested the conversion of all of his Shares.

### 3. Redemption of shares

Any shareholder may present to the Administrative Agent his shares for redemption in part or whole on any Valuation Day.

Unless provided otherwise in a Sub-Fund in the Appendix to this Prospectus, redemptions for Shares in each Sub-Fund can be made on any Business Day. Applications for redemptions will normally be satisfied on the Business Day following the applicable Valuation Day, provided that the application is received by 12.00 noon (Luxembourg time) on the Valuation Day.

No redemption commission will be charged.

Unless provided otherwise in a Sub-Fund in the Appendix to this Prospectus, redemption payments will be made in the relevant Class Currency at the latest on the second Business Day following the applicable Valuation Day.

Redemptions for shares in each Sub-Fund may be expressed in quantity of shares or in cash amount.

Under the responsibility of the Board of Directors and with the approval of the shareholders concerned redemptions may be effected in kind. Shareholders are free to refuse the redemption in kind and to insist upon cash redemption payment in the Reference Currency of the Sub-Fund. Where shareholders agree to accept a redemption in kind they will, to the extent possible, receive a representative selection of the Sub-Fund's holding in securities and cash pro rata to the number of Shares redeemed. The value of the redemption in kind will be certified by an auditor's certificate drawn up in accordance with the requirements of Luxembourg law.

Any expenses incurred for redemptions in kind shall be borne by the shareholders concerned. Unless waived by the Board of Directors, if, as a result of a redemption, the value of a shareholder's holding in a Sub-Fund would become less than the minimum holding referred to above the relevant shareholder will be deemed (if so decided from time to time by the Board of Directors) to have requested redemption of all of his Shares. Also, the Board of Directors may, at any time, decide to compulsorily redeem all Shares from shareholders whose holding in a Sub-Fund is less than the minimum holding referred to above. In case of such compulsory redemption, the shareholder concerned will receive a one month prior notice so as to be able to increase his holding above the minimum holding at the applicable net asset value.

Redemption of Shares of a given Sub-Fund shall be suspended whenever the determination of the Net Asset Value per Share of such Sub-Fund is suspended by the Fund (Section 7. under "General Information").

A shareholder may not withdraw his request for redemption of Shares of any one Sub-Fund except in the event of a suspension of the determination of the Net Asset Value of the Shares of such Sub-Fund and, in such event, a withdrawal will be effective only if written notification is received by the Administrative Agent before the termination of the period of suspension. If the request is not withdrawn, the Fund shall proceed to redemption on the first applicable Valuation Day following the end of the suspension of the determination of the Net Asset Value of the Shares of the relevant Sub-Fund.

Further, if on any Valuation Day redemption requests relate to more than 10% of the Shares in issue in respect of a Class of Shares or Sub-Fund, the Board of Directors may declare that part or all of such Shares for redemption or conversions will be deferred on a pro rata basis for a period that the Board of Directors consider to be in the best interests of the Fund. Such period would not normally exceed 20 Valuation Days. At the term of this period, these redemption and conversion requests will be met in priority to later requests.

For the reasons outlined in section "FATCA" on page 69, the Shares may not be offered, sold, assigned or delivered to investors who are not (i) participating foreign financial institutions, (ii) deemed-compliant foreign financial institutions, (iii) non-reporting IGA foreign financial institutions, (iv) exempt beneficial owners, (v) Active NFFE or (vi) non specified US persons, all as defined under FATCA, the US FATCA final regulations and/or any applicable intergovernmental agreement on the implementation of FATCA. Such FATCA non-compliant investors may not hold Shares and Shares may be subject to compulsory redemption if this is deemed appropriate for the purpose of ensuring compliance of the Fund with FATCA. Investors will be required to provide evidence of their status under FATCA by "W-8BEN-E" form of the US Internal Revenue Service that must be renewed on a regular basis (at least every three years) according to the applicable regulations or any other documents reasonably requested by the Fund, the Management Company or the Administrative Agent.

## 4. Subscription, conversion and share redemption modalities

Subscription, conversion and share redemption requests shall be sent to the Registrar and Transfer Agent of the Fund:

BNP Paribas Securities Services, Luxembourg Branch 60, avenue J.F. Kennedy
L-1855 Luxembourg
Call Centre: +352.26.96.20.30

Investors may also purchase Shares in a Sub-Fund by using the nominee services offered by distributors or by local paying agents. The distributor or the local paying agent then subscribes and holds the Shares as a nominee in its own name but for the account of the investors. The distributor or local paying agent then confirms the subscription of the Shares to the investor by means of a letter of confirmation. Distributors and local paying agents that offer nominee services are either located in countries that have ratified the resolutions adopted by the FATF or *Groupe d'action financière internationale* ("GAFI") or execute transactions through a correspondent bank seated in a FATF country. Investors who use a nominee service may issue instructions to the nominee regarding the exercise of votes conferred by their Shares as well as request direct ownership by submitting an appropriate request in writing to the relevant distributor or local paying agent offering the nominee service.

The Fund draws the investors' attention to the fact that any investor will only be able to fully exercise his investor rights directly against the Fund, notably the right to participate in general shareholders' meetings if the investor is registered himself and in his own name in the shareholders' register of the Fund. In cases where an investor invests in the Fund through an intermediary investing into the Fund 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 Fund. Investors are advised to take advice on their rights.

In certain countries in which the Shares are offered, regular savings plans, redemption and switch programs may be allowed. The characteristics (minimum amount, duration, etc.) and cost details about these plans and programs may be found in the legal documentation valid for the specific country in which the plan and programs are offered.

*Special features of Class Q shares:*

This Class is only available to employees, managers or managing agents of the Management Company or its subsidiaries and branches as well as their relatives, subject to approval of the Board of Directors. The availability period of this Class is determined by the Board of Directors.

The subscription of Class Q Shares is subject to the approval of the Management Company which shall be notified of the redemption of such Shares.

The subscriber shall send to the Management Company:

a. an application form with the number of Shares or the amount to be subscribed, the name and address of the banking institution and the bank details of the securities account which he is willing to use;

b. a certificate of employment issued by the entity which employs him. If the subscriber is a manager or a managing agent, he shall provide a Kbis or an equivalent document.

The Management Company, after having verified the capacity of the subscriber, will send him the countersigned subscription agreement. The subscriber will deliver this agreement to the financial institution which holds his account and executes the order. The financial institution may not issue the order without dealing with it.

To request a redemption, the shareholder must inform the Management Company through a countersigned redemption form which shall be delivered to the financial institution holding his account and executing the order.

Address of the management company:
DNCA Finance
19, Place Vendôme
F-75001 Paris

*Special features of Class N and ND Shares:*

Share Classes N and ND may only be acquired by investors (i) investing through a distributor or platform or other intermediary ("Intermediary") that has been approved by the Management Company or an Approved Intermediary and (ii) that have entered into a separate legal agreement with the Management Company or an Approved Intermediary, that are required to comply with the restrictions on the payment of commissions set-out under MiFID, or, where applicable, the more restrictive regulatory requirements imposed by local regulators in certain EU and/or non EU jurisdictions. With respect to Intermediaries incorporated in the European Union and who have signed a separate legal agreement, this share class may typically be appropriate for discretionary portfolio management services or advisory services provided on an independent basis as defined under MiFID, or subject to more restrictive regulatory requirements imposed by local regulators in certain EU and/or non EU jurisdictions.

# DISTRIBUTION POLICY

In principle, capital gains and other income of the Fund will be capitalised and no dividend will generally be payable to shareholders unless otherwise provided in the Appendices for a specific Sub-Fund. The Shares issued as accumulation shares will be referenced as Class A, Class AG, Class A2, Class B, Class BG, Class NG, Class I, Class IG, Class SI, Class WI, Class N, Class N2 and Class Q Shares.

The Board of Directors may propose to the annual general meeting of shareholders the payment of a dividend if it considers it is in the interest of the shareholders; in this case, subject to approval of the shareholders, a cash dividend may be distributed out of the available net investment income and the net capital gains of the Fund. In such circumstances, the distribution Shares will be referenced by adding a "D" to the name of the class of Shares (reading for example: Class AD Shares or Class ID Shares).

Notwithstanding to the above, the Board of Directors may declare interim dividends in respect of certain distribution Shares of certain Sub-Funds.

No distribution of dividends may be made if, as a result, the share capital of the Fund would fall below the minimum capital required by Luxembourg law.

## MANAGEMENT AND ADMINISTRATION

Despite the delegation by the Fund of the management, administration and marketing functions to the Management Company (as defined and described hereafter), the directors of the Fund are responsible for its management and supervision including the determination of investment policies.

### 1. Management Company

The Board of Directors has designated DNCA Finance to act as the Fund's Management Company under article 119 (3) of the 2010 Law (the "Management Company"). The Management Company is authorized and regulated by the *Autorité des Marchés Financiers* (registration number: GP00030).

The Management Company is a limited partnership, incorporated on 17 August 2000 under the laws of France, with a share capital of EUR 1,508,488 and having its registered office at 19, Place Vendôme, F-75001 Paris. Its registered office is established in France.

The articles of incorporation of the Management Company were published in the French *Registre du Commerce et des Sociétés* on August 2000 as well as the last amendments thereto dated 20 March 2019.

The Management Company has been designated pursuant to a Management Company Services Agreement entered into by and between the Fund and the Management Company effective as of 1 October 2020 for an unlimited period.

The corporate object of the Management Company is the management, administration and marketing of UCITS as well as UCIs.

The Management Company shall be in charge of the management and administration of the Fund and the marketing of the Fund's Shares in Luxembourg or in any other jurisdiction (unless otherwise provided), as the case may be.

As of the date of this Prospectus, the Management Company has delegated the administrative functions to the entities described below.

The Management Company has adopted various procedures and policies in accordance with the Directive, such as but not limited to shareholder complaints handling procedures, conflicts of interest rules, voting rights policy and remuneration policy. Shareholders may obtain a summary and/or more detailed information on such procedures and policies upon request to the Management Company and free of charge.

The Management Company shall establish a remuneration policy for those categories of staff, including senior management, risk takers, control functions, and any employees receiving total remuneration that takes them into the same remuneration bracket as senior management and risk takers whose professional activities have a material impact on the risk profiles of the Management Company or the Fund, that are consistent with and promote a sound and effective risk management and do not encourage risk-taking which is inconsistent with the risk profiles of the Fund or with its Articles of Incorporation and which do not interfere with the obligation of the Management Company to act in the best interests of the Fund.

The remuneration policy of the Management Company is currently based on the annual and multi-annual, quantitative and qualitative assessment of skills and performance criteria. It integrates the alignment of the interests of investors, of the staff and of the group of companies to which the Management Company belongs within its core principles.

A distinction is made between fixed and variable remuneration: fixed remuneration rewards the skills and expertise expected from an employee in the performance of his/her function whereas discretionary individual variable remuneration is awarded with regard to the assessment of individual performance.

The rules for distribution, acquisition and payment in time vary depending on the functions performed by the staff and their involvement in the investment management process and/or their impact on the risk profile of the Management Company or the Sub-Funds.

The remuneration policy ensures that an appropriate balance between fixed and variable remuneration is maintained. It is revised once a year to take into consideration changes in market conditions and functions performed by the staff.

A remuneration committee has been established to ensure the proper implementation of the defined wage policy.

The up-to-date remuneration policy of the Management Company, including, but not limited to, a description of how remuneration and benefits are calculated, the identity of persons responsible for awarding the remuneration and benefits, including the composition of the remuneration committee, shall be available at http://www.dnca-investments.com/lu/regulatory-information. A paper copy shall be available free of charge upon request to the Management Company.

## 2. Depositary and Principal Paying Agent

BNP Paribas Securities Services, Luxembourg Branch has been appointed Depositary and principal paying agent of the Fund under the terms of a written agreement between BNP Paribas Securities Services, Luxembourg Branch (the "Depositary"), the Management Company and the Fund.

BNP Paribas Securities Services, Luxembourg Branch is a branch of BNP Paribas Securities Services SCA, a wholly-owned subsidiary of BNP Paribas SA. BNP Paribas Securities Services SCA is a licensed bank incorporated in France as a *Société en Commandite par Actions* (partnership limited by shares) under No.552 108 011, authorised by the *Autorité de Contrôle Prudentiel et de Résolution* (ACPR) and supervised by the *Autorité des Marchés Financiers*

(AMF), with its registered address at 3 rue d'Antin, 75002 Paris, France, acting through its Luxembourg Branch, whose office is at 60, avenue J.F. Kennedy, L-1855 Luxembourg, Grand-Duchy of Luxembourg, and is supervised by the CSSF.

The Depositary performs three types of functions, namely (i) the oversight duties (as defined in Article 34 (1) of the Law), (ii) the monitoring of the cash flows of the Fund (Article 34 (2) of the Law) and (iii) the safekeeping of the Fund's assets (as set out in Article 34 (3) of the Law).

Under its oversight duties, the Depositary is required to:

- ensure that the sale, issue, repurchase, redemption and cancellation of Shares effected on behalf of the Fund are carried out in accordance with the Luxembourg Law or with the Fund's Articles of Incorporation;
- ensure that the value of Shares is calculated in accordance with the Luxembourg Law and the Fund's Articles of Incorporation;
- carry out the instructions of the Fund or the Management Company acting on behalf of the Fund, unless they conflict with the Luxembourg Law or the Fund's Articles of Incorporation;
- ensure that in transactions involving the Fund's assets, the consideration is remitted to the Fund within the usual time limits;
- ensure that the Fund's revenues are allocated in accordance with the Luxembourg Law and its Articles of Incorporation.

The overriding objective of the Depositary is to protect the interests of the Shareholders of the Fund, which always prevail over any commercial interests.

Conflicts of interest may arise if and when the Management Company or the Fund maintains other business relationships with BNP Paribas Securities Services, Luxembourg Branch in parallel with an appointment of BNP Paribas Securities Services, Luxembourg Branch acting as Depositary.

Such other business relationships may cover services in relation to:

- Outsourcing/delegation of middle or back office functions (e.g. trade processing, position keeping, post trade investment compliance monitoring, collateral management, OTC valuation, fund administration inclusive of net asset value calculation, transfer agency, fund dealing services) where BNP Paribas Securities Services or its affiliates act as agent of the Fund or the Management Company; or
- Selection of BNP Paribas Securities Services or its affiliates as counterparty or ancillary service provider for matters such as foreign exchange execution, securities lending, bridge financing.

The Depositary is required to ensure that any transaction relating to such business relationships between the Depositary and an entity within the same group as the Depositary is conducted at arm's length and is in the best interests of Shareholders.

In order to address any situations of conflicts of interest, the Depositary has implemented and maintains a management of conflicts of interest policy, aiming namely at:

- Identifying and analysing potential situations of conflicts of interest;
- Recording, managing and monitoring the conflict of interest situations either in:
- Relying on the permanent measures in place to address conflicts of interest such as segregation of duties, separation of reporting lines, insider lists for staff members;
- Implementing a case-by-case management to (i) take the appropriate preventive measures such as drawing up a new watch list, implementing a new Chinese wall, (i.e. by separating functionally and hierarchically the performance of its Depositary duties from other activities), making sure that operations are carried out at arm's length and/or informing the concerned Shareholders of the Fund, or (ii) refuse to carry out the activity giving rise to the conflict of interest;
- Implementing a deontological policy;
- Recording of a cartography of conflict of interests permitting to create an inventory of the permanent measures put in place to protect the Fund's interests; or
- Setting-up internal procedures in relation to, for instance (i) the appointment of service providers which may generate conflicts of interests, (ii) new products/activities of the Depositary in order to assess any situation entailing a conflict of interest.

In the event that such conflicts of interest do arise, the Depositary will undertake to use its reasonable endeavours to resolve any such conflicts of interest fairly (having regard to its respective obligations and duties) and to ensure that the Fund and the Shareholders are fairly treated.

The Depositary may delegate to third parties the safe-keeping of the Fund's assets subject to the conditions laid down in the applicable laws and regulations and the provisions of the depositary agreement. The process of appointing such delegates and their continuing oversight follows the highest quality standards, including the management of any potential conflict of interest that should arise from such an appointment. Such delegates must be subject to effective prudential regulation (including minimum capital requirements, supervision in the jurisdiction concerned and external periodic audit) for the custody of financial instruments. The Depositary's liability shall not be affected by any such delegation.

A potential risk of conflicts of interest may occur in situations where the delegates may enter into or have a separate commercial and/or business relationships with the Depositary in parallel to the custody delegation relationship.

In order to prevent such potential conflicts of interest from crystalizing, the Depositary has implemented and maintains an internal organisation whereby such separate commercial and / or business relationships have no bearings on the choice of the delegate or the monitoring of the delegates' performance under the delegation agreement.

A list of these delegates and sub-delegates for its safekeeping duties is available on the website and sub-delegates for its safekeeping duties:
http://securities.bnpparibas.com/files/live/sites/portal/files/contributed/files/Regulatory/Ucits_delegates_EN.pdf.

Such list may be updated from time to time. Updated information on the Depositary's custody duties, a list of delegations and sub-delegations and conflicts of interest that may arise may be obtained, free of charge and upon request, from the Depositary.

Updated information on the Depositary's duties and the conflict of interests that may arise are available to investors upon request.

The Fund may release the Depositary from its duties with one hundred and twenty (120) days written notice to the Depositary. Likewise, the Depositary may resign from its duties with one hundred and twenty (120) days written notice to the Fund. In that case, a new depositary must be designated to carry out the duties and assume the responsibilities of the Depositary, as defined in the agreement signed to this effect. The replacement of the Depositary shall happen within two months.

In its capacity as principal paying agent, the Depositary shall further pay for securities purchased upon receipt of the same, deliver cancelled securities upon receipt of their proceeds, collect dividends and interest earned by the assets of the Fund and exercise the subscription and allotment rights attached to such securities.

## 3. Domiciliary Agent and Registrar and Transfer Agent

BNP Paribas Securities Services, Luxembourg Branch has further been appointed (i) as domiciliary agent of the Fund (the "Domiciliary Agent") by the Board of Directors, and (ii) as registrar and transfer agent of the Fund (the "Registrar and Transfer Agent") by the Management Company.

In its capacity as Registrar and Transfer Agent of the Fund, BNP Paribas Securities Services, Luxembourg Branch will be responsible for handling the processing of subscriptions for shares, dealing with requests for redemptions and conversions and accepting transfers of funds, for the safekeeping of the register of shareholders of the Fund, in compliance with the provisions of and as more fully described in the agreement mentioned hereinafter.

The rights and duties of BNP Paribas Securities Services, Luxembourg Branch, as Domiciliary Agent and Registrar and Transfer Agent, are governed by a domicile agency agreement and a registrar and transfer agency agreement each effective as of 1 October 2020 entered into for an unlimited period of time.

## 4. Administrative Agent

The Management Company has also appointed BNP Paribas Securities Services, Luxembourg Branch as administrative agent of the Fund (the "Administrative Agent").

The agreement between the Management Company and the Administrative Agent is effective as of 1 October 2020 and entered into for an unlimited period of time and may be terminated by either party subject to 90 days written notice.

The Administrative Agent will be responsible for all administrative duties required by Luxembourg laws and regulations, and in particular for the calculation and the publication of the net asset value of the shares of each Sub-Fund, in accordance with the Luxembourg laws and regulations and with the Articles of Incorporation, and to carry out on behalf of the Fund all administrative and accounting services which its activities require.

## 5. Fund Agency Services Provider

With the consent of the Administrative Agent, the Management Company has also appointed Brown Brothers Harriman (Luxembourg) S.C.A. to provide certain fund agency services mainly reconciliation services, information sharing and settlement related services in relation with transactions in shares of the Fund processed through the National Securities Clearing Corporation (NSCC).

Brown Brothers Harriman (Luxembourg) S.C.A. shall be remunerated by the Management Company out of its own fees and/or assets.

# MANAGEMENT AND FUND CHARGES

The Fund will pay to the Management Company a management fee (the "Management Fee") for the provision of its services which shall not exceed 2.40% of the net asset value of the Sub-Funds. The Management Company Fee will be paid monthly.

The Fund will pay to the Depositary a depositary fee (the "Depositary Fee") which shall not exceed 0.08% of the net asset value of the Fund. The Depositary Fee will be paid monthly.

The Fund will pay to the Principal Transfer Agent and to the Administrative Agent administrative fees (the "Administrative Fees") which shall not exceed 0.07% of the net asset value of the Fund. The Administrative Fees will be paid monthly. These Administrative Fees may exceed the cap of 0.07% of the net asset value of certain Sub-Funds while not exceeding 0.07% of the net asset value of the Fund itself.

The cost of hedging will only be borne by the shareholders of the hedged Classes and may not exceed 0.04% computed on the basis of the average net quarterly currency value of outstanding hedging forex trades over all hedged Classes of the Fund, with a minimum annual fee of EUR 2,000. – per Class. Such cost of hedging will be allocated pro rata to the net asset value of each relevant hedged Class. The minimum annual fee may be charged to the Management Company.

The Fund may also pay to the Management Company a performance fee (the "Performance Fee") as disclosed in the Appendix for the relevant Sub-Fund and Class.

The Fund shall bear local transfer agent and representative agent fees, the remuneration and expenses of the Directors, including their insurance cover, fees payable to the appointed investment advisers (if any), legal and auditing fees, publishing and printing expenses, the cost of preparing and distributing the Prospectus, the KIIDs, the explanatory memoranda, financial reports and other documents for the shareholders, postage, telephone and telex, advertising expenses, as well as any additional registration fees.

The Fund will also bear other operational costs including but not limited to (i) the cost of buying and selling portfolio securities including governmental fees and taxes and (ii) property rights or licensing fees used by a Sub-Fund (including ESG or socially responsible investing ("SRI") rights). All expenses are taken into account in the determination of the net asset value of the shares of each Sub-Fund.

All fees, costs and expenses to be borne by the Fund will be charged initially against the investment income of the Fund.

All the fees effectively charged at the level of the Fund and its Sub-Funds will be disclosed in the annual and semi-annual reports of the Fund.

The Fund's formation expenses and the expenses relating to the creation of new Sub-Funds may be capitalised and amortised over a period not exceeding five years, as permitted by Luxembourg law and in accordance with generally accepted accounting principles.

# TAXATION

***The following summary statements on taxation are based on current Law interpretation and practice in force in Luxembourg at the date of this Prospectus and there can be no guarantee that the tax position or proposed tax position at the time of an investment in the Fund will endure indefinitely. They include no investment or tax advice and do not purport to be complete in all respects. Investors are therefore advised to obtain advice from their financial or tax advisors.***

## 1. The Fund

The Fund is not subject to taxation in Luxembourg on its income, profits or gains.

The Fund is not subject to net wealth tax in Luxembourg.

No stamp duty, capital duty or other tax will be payable in Luxembourg upon the issue of the Shares of the Fund.

However, the Fund is liable to an annual subscription tax ("*taxe d'abonnement*"), payable quarterly, of 0.05% of the net asset value of the Classes (should there be a Sub-Fund whose exclusive object is the collective investment in money market instruments, the placing of deposits with credit institutions, or both, or a Sub-Fund or a Class dedicated to Institutional Investors, then the percentage of the tax will be 0.01% for this specific Class).

The "*taxe d'abonnement*" is not applicable in respect of assets invested (if any) in Luxembourg UCIs, which are themselves subject to such tax.

An exemption to the *taxe d'abonnement* applies to (i) investments in a Luxembourg UCI subject itself to the *taxe d'abonnement,* (ii) UCIs, compartments thereof or dedicated classes reserved to retirement pension schemes, (iii) certain money market UCIs reserved to Institutional Investors, (iv) UCITS and UCIs subject to the part II of the 2010 Law qualifying as ETFs, and (v) UCIs and individual compartments thereof with multiple compartments whose main objective is the investment in microfinance institutions as more fully detailed in article 17 (5) of the 2010 Law.

To the extent that the Fund would only be held by pension funds and assimilated vehicles, the Fund as a whole would benefit from the subscription tax exemption.

### Withholding tax

Interest and dividend income received by the Fund may be subject to non-recoverable withholding tax in the source countries. The Fund may further be subject to tax on the realized or unrealised capital appreciation of its assets in the countries of origin. The Fund may benefit from double tax treaties entered into by Luxembourg, which may provide for exemption from withholding tax or reduction of withholding tax rate.

Distributions made by the Fund as well as liquidation proceeds and capital gains derived therefrom are not subject to withholding tax in Luxembourg.

## 2. Shareholders

***Investors should consult their professional advisors on the possible tax or other consequences of buying, holding, transferring or selling the Fund's shares under the laws of their countries of citizenship, residence or domicile.***

### Luxembourg resident individuals

Capital gains realised on the sale of the Shares by Luxembourg resident individual investors who hold the Shares in their personal portfolios (and not as business assets) are generally not subject to Luxembourg income tax except if:

(i) the Shares are sold within 6 months from their subscription or purchase; or
(ii) if the Shares held in the private portfolio constitute a substantial shareholding. A shareholding is considered as substantial when the seller holds or has held, alone or with his/her spouse and underage children, either directly or indirectly at any time during the five years preceding the date of the disposal, more than 10% of the share capital of the company.

Distributions made by the Fund will be subject to Luxembourg personal income tax. Luxembourg personal income tax is levied following a progressive income tax scale, and increased by the solidarity surcharge (*contribution au fonds pour l'emploi*).

### Luxembourg resident corporate

Luxembourg resident corporate investors will be subject to corporate taxation at the rate of 24.94% (in 2021 for entities having the registered office in Luxembourg-City) on capital gains realised upon disposal of the Shares and on the distributions received from the Fund.

Luxembourg-resident corporate Investors who benefit from a special tax regime, such as, for example, (i) a UCI subject to the Law of 17 December 2010 on undertakings for collective investment, as amended, (ii) a specialised investment fund subject to Law of 13 February 2007 on specialised investment funds, as amended, (iii) a reserved alternative investment funds subject to the Law of 23 July 2016 on reserved alternative investment funds (to the extent they have not opted to be subject to general corporation taxes), or (iv) a family wealth management company subject to the Law of 11 May 2007 related to family wealth management companies, as amended, are exempt from income tax in Luxembourg, but are instead subject to an annual subscription tax (*taxe d'abonnement*) and thus income derived from the Shares, as well as gains realised thereon, are not subject to Luxembourg income taxes.

The Shares shall be part of the taxable net wealth of the Luxembourg resident corporate investors except if the holder of the Shares is (i) an UCI subject to the 2010 Law, (ii) a vehicle governed by the amended law of 22 March 2004 on securitization, (iii) an investment company governed by the amended law of 15 June 2004 on the investment company in risk capital, (iv) a specialised investment fund subject to the amended law of 13 February 2007 on specialised investment funds, (v) a reserved alternative investment funds subject to the law of 23 July 2016 on reserved alternative investment funds, or (vi) a family wealth management company subject to the amended law of 11 May 2007 on family wealth management companies. The taxable net wealth is subject to tax on a yearly basis at the rate of 0.5%. A reduced tax rate of 0.05% is due for the portion of the net wealth tax exceeding EUR 500 million.

**Non Luxembourg residents**

Non-resident individuals or collective entities who do not have a permanent establishment in Luxembourg to which the Shares are attributable, are not subject to Luxembourg taxation on capital gains realised upon disposal of the Shares nor on the distribution received from the Fund and the Shares will not be subject to net wealth tax.

**Automatic Exchange of Information**

The OECD has developed a common reporting standard ("CRS") to achieve a comprehensive and multilateral automatic exchange of information (AEOI) on a global basis. On 9 December 2014, Council Directive 2014/107/EU amending Directive 2011/16/EU as regards mandatory automatic exchange of information in the field of taxation (the "Euro-CRS Directive") was adopted in order to implement the CRS among the Member States.

The Euro-CRS Directive was implemented into Luxembourg law by the law of 18 December 2015 on the automatic exchange of financial account information in the field of taxation ("CRS Law"). The CRS Law requires Luxembourg financial institutions to identify financial assets holders and establish if they are fiscally resident in countries with which Luxembourg has a tax information sharing agreement. Luxembourg financial institutions will then report financial account information of the asset holder to the Luxembourg tax authorities, which will thereafter automatically transfer this information to the competent foreign tax authorities on a yearly basis.

Accordingly, the Fund may require its Investors to provide information in relation to the identity and fiscal residence of financial account holders (including certain entities and their controlling persons) in order to ascertain their CRS status and report information regarding a shareholder and his/her/its account to the Luxembourg tax authorities (*Administration des Contributions Directes*), if such an account is deemed a CRS reportable account under the CRS Law. Responding to CRS related query is mandatory and the Fund is responsible for the treatment of the personal data provided to comply with the CRS Law. The personal data obtained will be used for the purpose of the CRS Law or such other purposes indicated by the Fund in the data protection section of the Prospectus in compliance with Luxembourg data protection law.

Under the CRS Law, the exchange of information will be applied by 30 September of each year for information related to the preceding calendar year. Under the Euro-CRS Directive, the AEOI must be applied by 30 September of each year to the local tax authorities of the Member States for the data relating to the preceding calendar year.

In addition, Luxembourg signed the OECD's multilateral competent authority agreement ("Multilateral Agreement") to automatically exchange information under the CRS. The Multilateral Agreement aims to implement the CRS among non EU member States; it requires agreements on a country by country basis.

The Fund reserves the right to refuse any application for Shares if the information provided or not provided does not satisfy the requirements under the CRS Law.

***Investors should consult their professional advisors on the possible tax and other consequences with respect to the implementation of the CRS.***

**FATCA**

The US Foreign Account Tax Compliance Act ("FATCA") aims at preventing US tax evasion by requiring foreign (non-US) financial institutions to report to the US Internal Revenue Service information on financial accounts held outside the United States by US investors. US securities held by a non-US financial institution that does not comply with the FATCA reporting regime will be subject to a US tax withholding of 30% on gross sales proceeds and income, commencing on 1 July 2014.

Luxembourg has entered into a Model I Intergovernmental Agreement (the "IGA") with the US on 28 March 2014. Under the terms of the IGA, as implemented in Luxembourg Law by the Law of 24 July 2015 relating to FATCA (the "FATCA Law"), the Fund will be obliged to comply with the provisions of FATCA, Luxembourg-resident financial institutions that comply with the requirements of the FATCA Law will be treated as compliant with FATCA and, as a result will not be subject to withholding tax under FATCA ("FATCA Withholding"). In order to elect for and keep such FATCA status, the Fund only allows (i) participating foreign financial institutions, (ii) deemed-compliant foreign financial institutions, (iii) non reporting IGA foreign financial institutions, (iv) exempt beneficial owners, (v) Active Non-Financial Foreign Entities ("Active NFFE") or (vi) non specified US persons, all as defined under FATCA, the US FATCA final regulations, the FATCA Law and/or any applicable intergovernmental agreement on the implementation of FATCA as shareholders. Accordingly, investors may only subscribe for and hold Shares through a financial institution that complies or is deemed to comply with FATCA. The Fund may impose measures and/ or restrictions to that effect, which may include the rejection of subscription orders or the compulsory redemption of Shares, as further detailed in this Prospectus and in the Articles of Incorporation, and/or the withholding of the 30% tax in particular from payments to the account of any shareholder found to qualify as "recalcitrant account" or "non-participating foreign financial institution" under FATCA. The Fund is responsible for the treatment of personal data provided to comply with FATCA Law.

Prospective investors should (i) consult their own tax advisors regarding the impact of FATCA resulting from an investment in the Fund and (ii) be advised that although the Fund will attempt to comply with all FATCA obligations, no assurance can be given that it will be able to satisfy such obligations and therefore to avoid FATCA Withholding.

## GENERAL INFORMATION

### 1. Organisation

The Fund is an investment company organised as a *société anonyme* under the laws of Luxembourg and qualifies as a *société d'investissement à capital variable* (SICAV). The Fund is registered with the *Registre de Commerce et des Sociétés* of Luxembourg under number B 125012.

The Fund was incorporated in Luxembourg under the name of LEONARDO INVEST on 12 February 2007 for an unlimited period with an initial share capital of EUR 31,000. Its Articles of Incorporation have been published in the *Mémorial* on 26 March 2007. The Articles of Incorporation have been amended on 6 March 2007 to change the name of the Fund from LEONARDO INVEST into LEONARDO INVEST FUND. Such amendment has been published in the *Mémorial* on 26 March 2007. The Articles of Incorporation have been amended on 31 August 2007 to change the name of the Fund to LEONARDO INVEST. Such amendment was published in the *Mémorial* on 19 October 2007. The Articles of Incorporation have been amended on 20 January 2011 to change the name of the Fund to DNCA Invest. Such amendment was published in the *Mémorial* on 24 February 2011. The Articles of Incorporation have been amended for the last time on 5 June 2019 and were published in the RESA under number RESA_2019_156 on 8 July 2019.

The Fund was initially organised under the law of 19 July 1991 on collective investment undertakings the securities of which are not intended to be placed with the public and became subject to the law of 12 February 2007 on specialised investment funds as from entry into force of this law. The extraordinary general meeting of shareholders of the Fund held on 31 August 2007 resolved on the submission of the Fund to the 2002 Law. The Fund is subject to the 2010 Law since 1 July 2011.

The Articles of Incorporation have been filed with the *Registre de Commerce et des Sociétés* of Luxembourg.

The minimum capital of the Fund required by Luxembourg law is EUR 1,250,000.

### 2. The Shares

The Shares in each Sub-Fund are freely transferable and are each entitled to participate equally in the profits and liquidation proceeds attributable to each Sub-Fund concerned. The rules governing such allocation are set forth under 5. "Allocation of Assets and Liabilities among the Sub-Funds".

The Shares, which are of no par value and which must be fully paid upon issue, carry no preferential or pre-emptive rights and each one is entitled to one vote at all meetings of shareholders. Fractions of Shares will be issued up to 4 decimals. Shares redeemed by the Fund become null and void.

The Fund will recognise only one holder in respect of each Share in the Fund. In the event of joint ownership, the Fund may suspend the exercise of any right deriving from the relevant Share or Shares until one person shall have been designated to represent the joint owners vis-à-vis the Fund.

The Fund may restrict or prevent the ownership of its Shares by any person, firm or corporation, if such ownership is such that it may be against the interests of the Fund or of the majority of its shareholders. Where it appears to the Fund that a person who is precluded from holding Shares, either alone or in conjunction with any other person, is a beneficial owner of shares, the Fund may proceed to compulsory redemption of all Shares so owned. Under the Articles of Incorporation, the Board of Directors may decide to issue, in respect of each Class, distribution Shares and/or capitalisation Shares.

Should the shareholders, at an annual general meeting, decide any distributions in respect of any Class of Shares these will be paid within one month of the date of the annual general meeting. Under Luxembourg law, no distribution may be decided as a result of which the net assets of the Fund would become less than the minimum provided for under Luxembourg law.

## 3. Meetings

The annual general meeting of shareholders shall be held, in accordance with the Luxembourg law, at the registered office of the Fund, or at such other place in the Grand Duchy of Luxembourg as may be specified in the notice of the meeting, at any date and time decided by the Board of Directors but no later than within six (6) months from the end of the previous financial year. The annual general meeting may be held abroad if, in the absolute and final judgment of the Board of Directors, exceptional circumstances so require.

If permitted by and on the conditions set forth in Luxembourg laws and regulations, the annual general meeting of shareholders may be held at a date, time or place other than those set forth in the preceding paragraph, that date, time or place to be decided by the Board of Directors.

Other meetings of shareholders may be held at such place and time as may be specified in the respective notices of meeting.

The quorums and time limits required by law shall govern the notice for and conduct of the meetings of shareholders of the Corporation, unless otherwise provided herein. Shareholders participating in any meeting of the shareholders by video conference or by telecommunication means permitting their identification shall be deemed to be present for the calculation of quorum and majority.

Each Share of whatever class and regardless of the net asset value per share within its class, is entitled to one vote. A shareholder may act at any meeting of shareholders by appointing another person as his proxy in writing or by cable, telegram, telex, message, facsimile or any other electronic means capable of evidencing such proxy form. Such proxy shall be valid for any reconvened meeting unless it is specifically revoked.

Except as otherwise required by law or as otherwise provided herein, resolutions at an ordinary general meeting of shareholders duly convened will be passed by a simple majority of the votes cast.

Votes cast shall not include votes attaching to shares in respect of which the shareholder has abstained or has returned a blank or an invalid vote.

Under the conditions set forth in Luxembourg laws and regulations, the notice of any general meeting of shareholders may specify that the quorum and the majority applicable for this general meeting will be determined by reference to the shares issued and in circulation at a certain date and time preceding the general meeting (the "Record Date"), whereas the rights of a shareholder to attend at a general meeting of shareholders and to exercise the voting rights attached to his/its/her Shares will be determined by reference to the shares held by this shareholder as at the Record Date.

The Board of Directors may determine all other conditions that must be fulfilled by shareholders for them to take part in any meeting of shareholders.

**4. Reports and Accounts**

Audited annual reports shall be published within 4 months following the end of the accounting year and unaudited semi-annual reports shall be published within 2 months following the period to which they refer. The Fund’s accounting year begins on 1 January and ends on 31 December in each year.

The Reference Currency of the Fund is the Euro. The aforesaid reports will comprise consolidated accounts of the Fund expressed in EUR as well as individual information on each Sub-Fund expressed in the Reference Currency of each Sub-Fund.

**5. Allocation of assets and liabilities among the Sub-Funds**

For the purpose of allocating the assets and liabilities between the Sub-Funds, the Board of Directors has established a pool of assets for each Sub-Fund in the following manner:

(a) the proceeds from the issue of each Share of each Sub-Fund are to be applied in the books of the Fund to the pool of assets established for that Sub-Fund and the assets and liabilities and income and expenditure attributable thereto are applied to such pool subject to the provisions set forth hereafter;

(b) where any asset is derived from another asset, such derivative asset is applied in the books of the Fund to the same pool as the asset from which it was derived and on each revaluation of an asset, the increase or diminution in value is applied to the relevant pool;

(c) where the Fund incurs a liability which relates to any asset of a particular pool or to any action taken in connection with an asset of a particular pool, such liability is allocated to the relevant pool;

(d) in the case where any asset or liability of the Fund cannot be considered as being attributable to a particular pool, such asset or liability is allocated to all the pools in equal parts or, if the amounts so justify, pro rata to the net asset values of the relevant Sub-Funds;

(e) upon the payment of dividends to the holders of shares in any Sub-Fund, the net asset value of such Sub-Fund shall be reduced by the amount of such dividends.

If there have been created within each Sub-Fund different Classes of shares, the rules shall mutatis mutandis apply for the allocation of assets and liabilities amongst Classes.

## 6. Determination of the net asset value of shares

The net asset value per share of each Class within the relevant Sub-Fund shall be expressed in the unit currency of such Class or in the Reference Currency of the Sub-Fund and shall be determined on any Valuation Day by dividing the net assets of the Fund attributable to the relevant Sub-Fund, being the value of the portion of assets less the portion of liabilities attributable to such Class within such Sub-Fund, on any such Valuation Day, by the number of shares then outstanding, in accordance with the valuation rules set forth below. The net asset value per Share may be rounded up or down to the nearest unit of the relevant currency as the Fund shall determine. If since the time of determination of the net asset value per Share there has been a material change in the quotations in the markets on which a substantial portion of the investments attributable to the relevant Sub-Fund are dealt in or quoted, the Fund may, in order to safeguard the interests of the shareholders and the Fund, cancel the first valuation and carry out a second valuation for all applications received on the relevant Valuation Day.

By way of derogation on the valuation principles mentioned below, the net asset value per share calculated as at the end of the fiscal year or the semester will be calculated on the basis of the last prices of the relevant fiscal year or semester.

The value of such assets shall be determined as follows:

a) The value of any cash on hand or on deposit, bills and demand notes and accounts receivable, prepaid expenses, cash dividends and interest declared or accrued as aforesaid and not yet received is deemed to be the full amount thereof, unless in any case the same is unlikely to be paid or received in full, in which case the value thereof is arrived at after making such discount as may be considered appropriate in such case to reflect the true value thereof.

b) The value of assets, which are listed or dealt in on any stock exchange, is based on the last available price on the stock exchange, which is normally the principal market for such assets.

c) The value of assets dealt in on any other Regulated Market is based on the last available price.

d) In the event that any assets are not listed or dealt in on any stock exchange or on any other Regulated Market, or if, with respect to assets listed or dealt in on any stock exchange, or other Regulated Market as aforesaid, the price as determined pursuant to sub-paragraph (b) or (c) is not representative of the fair market value of the relevant assets, the value of such assets will be based on the reasonably foreseeable sales price determined prudently and in good faith.

e) The liquidating value of options contracts not traded on exchanges or on other Regulated Markets shall mean their net liquidating value determined, pursuant to the policies established by the Board of Directors, on a basis consistently applied for each different variety of contracts. The liquidating value of futures, forward or options contracts traded on exchanges or on other Regulated Markets shall be based upon the last available closing or settlement prices of these contracts on exchanges and Regulated Markets on which the particular futures, forward or options contracts are traded by the Fund; provided that if a futures, forward or options contract could not be liquidated on the day with respect to which net assets are being determined, the basis for determining the liquidating value of such contract shall be such value as the Board of Directors may deem fair and reasonable.

f) Contracts for Difference will be valued at their market value according to the closing prices on the valuation day of the underlying securities. The market value of the corresponding lines indicates the difference between the market value and the strike price of the underlying securities.

g) Investments in UCITS and other UCIs will be taken at their latest official net assets values or at their latest unofficial net asset values (i.e. which are not generally used for the purposes of subscription and redemption of shares of the target funds) as provided by the relevant administrators if more recent than their official net asset values and for which the Administrative Agent has sufficient assurance that the valuation method used by the relevant administrator for said unofficial net asset values is coherent as compared to the official one.

If events have occurred which may have resulted in a material change of the net asset value of such shares or units of UCITS and/or other UCI since the day on which the latest official net asset value was calculated, the value of such shares or units may be adjusted in order to reflect, in the reasonable opinion of the Board of Directors, such change of value.

h) Non-listed money market instruments held by the Fund with a remaining maturity of ninety days or less will be valued by the amortized cost method which approximates market value.

i) All other securities and other assets will be valued at fair market value as determined in good faith pursuant to the procedures established by the Board of Directors.

For the purpose of determining the value of the Sub-Fund's assets, the Administrative Agent relies upon information received from various professional pricing sources (including fund administrators and brokers). In the absence of manifest error and having due regards to the standard of care and due diligence in this respect the Administrative Agent shall not be responsible for the accuracy of the valuations provided by such pricing sources.

In circumstances where one or more pricing sources fails to provide valuations for an important part of the assets to the Administrative Agent, the latter is authorised not to calculate a net asset value and as a result may be unable to determine subscription and redemption prices. The Board of Directors shall be informed immediately by the Administrative Agent should this situation arise. The Board of Directors may then decide to suspend the net asset value calculation, in accordance with the procedures set out in the section "Temporary Suspension of Issues, Redemptions and Conversions" below.

The value of all assets and liabilities not expressed in the Reference Currency of a Sub-Fund will be converted into the Reference Currency of such Sub-Fund at rates last quoted by any major bank. If such quotations are not available, the rate of exchange will be determined in good faith by or under procedures established by the Board of Directors.

The Board of Directors, in its discretion, may permit some other method of valuation to be used if it considers that such valuation better reflects the fair value of any asset of the Fund.

The net asset value per Share of each Class and the issue and redemption prices per Share of each Sub-Fund may be obtained during business hours at the registered office of the Fund.

## 7. Temporary Suspension of Issues, Redemptions and Conversions

The determination of the net asset value of Shares of one or several Sub-Funds may be suspended during:

(a) any period when any of the principal markets or stock exchanges on which a substantial portion of the investments of the concerned Sub-Fund is quoted or dealt in, is closed otherwise than for ordinary holidays, or during which dealings therein are restricted or suspended; or

(b) the existence of any state of affairs which constitutes an emergency as a result of which disposal or valuation of assets of the concerned Sub-Fund would be impracticable; or

(c) during any period when the publication of an index, underlying of a financial derivative instrument representing a material part of the assets of the relevant Sub-Fund is suspended; or

(d) during any period when the determination of the Net Asset Value per share of the underlying fund of funds or the dealing of their shares/units in which a Sub-Fund is a materially invested in is suspended or restricted; or

(e) any breakdown in the means of communication or computation normally employed in determining the price or value of the assets of the concerned Sub-Fund or the current prices or values on any market or stock exchange; or

(f) any period when the Fund is unable to repatriate funds for the purpose of making payments on the redemption of Shares or during which any transfer of funds involved in the realisation or acquisition of investments or payments due on redemption of shares cannot in the opinion of the Board of Directors be effected at normal rates of exchange; or

(g) from the date on which the Board of Directors decides to liquidate or merge one or more Sub-Funds or in the event of the publication of the convening notice to a general meeting of shareholders at which a resolution to wind up or merge the Fund or one or more class(es) is to be proposed; or

(h) during any period when in the opinion of the directors of the Fund there exist circumstances outside the control of the Fund where it would be impracticable or unfair towards the shareholders to continue dealing in shares of any class of the Fund. The Fund may cease the issue, allocation, conversion and redemption of the shares forthwith upon the occurrence of an event causing it to enter into liquidation or upon the order of the Luxembourg supervisory authority; or

(i) if the Board of Directors has determined that there has been a material change in the valuations of a substantial proportion of the investments of the Fund attributable to a particular class of shares in the preparation or use of a valuation or the carrying out of a later or subsequent valuation; or

(j) during any other circumstance or circumstances where a failure to do so might result in the Fund or its shareholders incurring any liability to taxation or suffering other pecuniary disadvantages or any other detriment which the Fund or its shareholders might so otherwise have suffered; or

(k) during any period where circumstances exist that would justify the suspension for the protection of shareholders in accordance with the Law.

The Board of Directors has the power to suspend the issue, redemption and conversion of Shares in one or several Sub-Funds for any period during which the determination of the net asset value per Share of the concerned Sub-Fund(s) is suspended by the Fund by virtue of the powers described above. Any redemption/conversion request made or in abeyance during such a suspension period may be withdrawn by written notice to be received by the Fund before the end of such suspension period. Should such withdrawal not be effected, the Shares in question shall be redeemed/converted on the first Valuation Day following the termination of the suspension period. In the event of such period being extended, notice may be published in newspapers in the countries where the Fund’s Shares are publicly sold. Investors who have requested the issue, redemption or conversion of Shares shall be informed of such suspension when such request is made.

## 8. Merger or Liquidation of Sub-Funds

The Board of Directors may decide to liquidate any Sub-Fund if the net assets of such Sub-Fund fall below the equivalent of EUR 5 million, if required in the interest of the shareholders or if a change in the economic or political situation relating to the Sub-Fund concerned would justify such liquidation. The decision of the liquidation will be notified to the shareholders concerned prior to the effective date of the liquidation and the notification will indicate the reasons for, and the procedures of, the liquidation operations. Unless the Board of Directors otherwise decides in the interests of, or to keep equal treatment between the shareholders, the shareholders of the Sub-Fund concerned may continue to request redemption or conversion of their shares on the basis of the applicable net asset value, taking into account the estimated liquidation expenses. Assets which could not be distributed to their beneficiaries upon the close of the liquidation of the Sub-Fund will be deposited with the *Caisse de Consignation* on behalf of their beneficiaries.

Under the same circumstances provided for under the preceding paragraph, the Board of Directors may decide to reorganise a class of shares by means of a division into two or more classes.

The Board of Directors may also decide to close down any Sub-Fund by merger into another Sub-Fund or into the sub-fund of another undertaking for collective investment registered under Part I of the Law (whether of the investment company or mutual fund type) (the "new Sub-Fund") in accordance with applicable laws and the Articles of Incorporation.

The Board of Directors may however also decide to submit the decision for a merger to a meeting of shareholders of the Sub-Fund concerned for which no quorum is required and decisions are taken by the simple majority of the votes cast. In case of a merger of a Sub-Fund where, as a result, the Fund ceases to exist, the merger needs to be decided by a meeting of shareholders where the quorum and majority requirements for changing the Articles of Incorporation are required.

## 9. Merger or Liquidation of the Fund

The Fund is incorporated for an unlimited period and liquidation shall normally be decided upon by an extraordinary general meeting of shareholders. Such a meeting must be convened by the Board of Directors within 40 days if the net assets of the Fund become less than two thirds of the minimum capital required by law. The meeting, for which no quorum shall be required, shall decide on the dissolution by a simple majority of shares represented at the meeting. If the net assets fall below one fourth of the minimum capital, the dissolution may be resolved by shareholders holding one fourth of the Shares at the meeting.

Should the Fund be liquidated or merged into another undertaking for collective investment, such liquidation or merger shall be carried out in accordance with applicable laws. In case of liquidation, amounts not claimed within the prescribed period are liable to be forfeited in accordance with the provisions of Luxembourg law. The net liquidation proceeds of each Sub-Fund shall be distributed to the shareholders of the relevant Sub-Fund in proportion to their respective holdings either in cash or, upon the prior consent of the shareholder, in kind.

## 10. Material Contracts

The following material contracts have been entered into:

(a) An agreement between the Fund and the Management Company pursuant to which the latter was appointed as management company of the Fund. This agreement is entered into for an unlimited period and may be terminated by either party upon 90 days written notice.

(b) An agreement between the Fund, the Management Company and BNP Paribas Securities Services, Luxembourg Branch, pursuant to which the latter was appointed Depositary. The agreement is entered into for an unlimited period and may be terminated by either party upon 120 days written notice.

(c) An agreement between the Management Company and BNP Paribas Securities Services, Luxembourg Branch, pursuant to which the latter was appointed Registrar and Transfer agent. The agreement is entered into for an unlimited period and may be terminated by either party upon 90 days written notice.

(d) An agreement between the Fund and BNP Paribas Securities Services, Luxembourg Branch, pursuant to which the latter was appointed Domiciliary Agent. The agreement is entered into for an unlimited period and may be terminated by either party upon 90 days written notice.

(e) An agreement between the Management Company and BNP Paribas Securities Services, Luxembourg Branch pursuant to which the latter was appointed Administrative Agent. The agreement is entered into for an unlimited period and may be terminated by either party upon 90 days written notice.

(f) An agreement between the Management Company and Brown Brothers Harriman (Luxembourg) S.C.A. pursuant to which the latter was appointed to provide certain fund agency services. The agreement is entered into for an unlimited period and may, in particular, be terminated by either party upon 90 days written notice.

## 11. Documents

Copies of the contracts mentioned above are available for inspection, and copies of the Articles of Incorporation, the current Prospectus, the relevant KIIDs and the latest financial reports may be obtained free of charge during normal office hours at the registered office of the Fund in Luxembourg.

## 12. Benchmark Regulation

Regulation (EU) 2016/1011 of 8 June 2016 on indices used as benchmarks in financial instruments and financial contracts or to measure the performance of investment funds (the "Benchmark Regulation") came into full effect on 1 January 2018. The Benchmark Regulation introduces a new requirement for all benchmark administrators providing indices which are used or intended to be used as benchmarks in the EU to be authorized or registered by the competent authority. In respect of the Sub-Funds, the Benchmark Regulation prohibits the use of benchmarks unless they are produced by an EU administrator authorized or registered by the European Securities and Markets Authority ("ESMA") or are non-EU benchmarks that are included in ESMA's public register under the Benchmark Regulation's third country regime.

The following Benchmarks used by the Sub-Funds are, as at the date of this Prospectus, provided by benchmark administrators who are registered on the public register of administrators and benchmarks maintained by ESMA pursuant to Article 36 of the Benchmark Regulation. These administrators are:

- MSCI Limited (for the MSCI indices);
- FTSE International Limited (for the FTSE indices);
- Thomson Reuters Benchmark Services Limited (for the UBS Thomson Reuters Global Focus Vanilla Hedged);
- STOXX Ltd.;
- European Money Markets Institute;
- SOCIEDAD DE BOLSAS, S.A.;
- Euronext Lisbon – Sociedade Gestora de Mercados Regulamentados, S.A.;
- Bloomberg Index Services Limited.

The other Benchmarks used by the Sub-Funds are, as at the date of this Prospectus, provided by benchmark administrators whose application for registration on the public register of administrators and benchmarks maintained by ESMA pursuant to Article 36 of the Benchmark Regulation is pending and accordingly may not appear yet on this public register.

The Prospectus will be updated once further information on the benchmark administrators' authorisation becomes available. Benchmark administrators located in a third country must comply with the third country regime provided for in the Benchmark Regulation. The Management Company will make available a written plan setting out the actions that will be taken in the event of the benchmarks materially changing or ceasing to be provided, on request and free of charges at its registered office in Luxembourg.

## 13. Luxembourg Register of beneficial owners

The Luxembourg Law of 13 January 2019 creating a Register of Beneficial Owners (the "Law of 13 January 2019") entered into force on the 1st of March 2019 (with a 6 month grandfathering period). The Law of 13 January 2019 requires all companies registered on the Luxembourg Company Register, including the Fund, to obtain and hold information on their beneficial owners ("Beneficial Owners") at their registered office. The Fund must register Beneficial Owner-related information with the Luxembourg Register of beneficial owners, which is established under the authority of the Luxembourg Ministry of Justice.

The Law of 13 January 2019 broadly defines a Beneficial Owner, in the case of corporate entities such as the Fund, as any natural person(s) who ultimately owns or controls the Fund through direct or indirect ownership of a sufficient percentage of the shares or voting rights or ownership interest in the Fund, including through bearer shareholders, or through control via other means, other than a company listed on a regulated market that is subject to disclosure requirements consistent with European Union law or subject to equivalent international standards which ensure adequate transparency of ownership information.

A shareholding of 25 % plus one share or an ownership interest of more than 25 % in the Fund held by a natural person shall be an indication of direct ownership. A shareholding of 25% plus one share or an ownership interest of more than 25% in the Fund held by a corporate entity, which is under the control of a natural person(s), or by multiple corporate entities, which are under the control of the same natural person(s), shall be an indication of indirect ownership.

In case the aforementioned Beneficial Owner criteria are fulfilled by an investor with regard to the Fund, this investor is obliged by law to inform the Fund in due course and to provide the required supporting documentation and information which is necessary for the Fund to fulfill its obligation under the Law of 13 January 2019. Failure by the Fund and the relevant Beneficial Owners to comply with their respective obligations deriving from the Law of 13 January 2019 will be subject to criminal fines. Should an investor be unable to verify whether they qualify as a Beneficial Owner, the investor may approach the Fund for clarification.

## 14. Regulation (EU) 2019/2088 of the European Parliament and of the Council of 27 November 2019 on sustainability-related disclosures in the financial services sector ("SFDR")

Regulation (EU) 2019/2088 on sustainability-related disclosures in the financial services sector (known as the Disclosure Regulation, ESG Regulation or "SFDR"), which is part of a broader legislative package under the European Commission’s Sustainable Action Plan, will come into effect 10 March 2021.

To meet the SFDR disclosure requirements, the Management Company identifies and analyses sustainability risk (i.e. an environmental, social, or governance event or condition that, if it occurs, could potentially or actually cause a material negative impact on the value of an investment) as part of its risk management process. In that respect, the Management Company assessed each Sub-Fund's requirement for the integration of sustainability risk consideration in the investment process as appropriate for each Sub-Fund.

Details for each Sub-Fund's compliance with SFDR are set out in the Information Sheet, specifically relating to ESG investment risks and sustainability risks.

The ESG policy of the Management Company includes a description about how material ESG factors are integrated into investment decision making and the ongoing monitoring of assets.

For further details on implementation of SFDR and the related Management Company's policy, please refer to the following website https://www.dnca-investments.com/lu/regulatory-information.

The Management Company is currently not in a position to consider principal adverse impacts of investment decisions on sustainability factors due to a lack of available and reliable data.

Unless otherwise provided for a specific Sub-Fund in the relevant Sub-Fund Appendix, the Sub-Funds do not promote environmental or social characteristics, and do not have as objective sustainable investment (as provided by Articles 8 or 9 of SFDR) and their underlying investments do not take into account the EU criteria for environmentally sustainable economic activities.

## PART 2: APPENDICES RELATING TO SUB-FUNDS

## ADDITIONAL INFORMATION FOR FOREIGN INVESTORS

For each country mentioned below, the list of the Sub-Funds authorized for public distribution is available at the registered office of the Fund or by the local paying agent or representative.

For information concerning investors' taxation, please refer to the specific addendum (if any) or ask your distributor.

The investors are informed that local paying agents or financial intermediaries may charge additional fees for subscription, redemption and conversion of the Shares of the Fund.

FRANCE

BNP Paribas Securities Services, 3 rue d'Antin, 75002 Paris has been appointed as local correspondent ("*agent centralisateur*") and financial agent to whom subscription and sales orders should be addressed.

ITALY

**Local Paying Agents**

BNP Paribas Securities Services, Italy Branch (Succursale Italia), Piazza Lina Bo Bardi, 3 Milano 20124, Italy

State Street Bank International GmbH, (Succursale Italia), Via Ferrante Aporti, 10, Milano 20125

SGSS S.p.A, Via Benigno Crespi 19ª – MAC2, I–20123 Milan

ALLFUNDS BANK S.A. Milan Branch (Succursale di Milano), Via Bocchetto 6, Milano 20123

CACEIS Bank, Italy Branch (Succursale Italia) S.A Piazza Cavour 2, I-20121 Milan BANCA SELLA Holding S.p.A, Piazza Gaudenzio Sella, 1 Biella 13900

SWITZERLAND

**Representative of the Fund**

Carnegie Fund Services S.A., 11, rue du Général-Dufour, CH-1211 Genève 11

**Local Paying Agent**

Banque Cantonale de Genève, 17, quai de l'Ile, CH-1204 Genève

BELGIUM

**Representative of the Fund**

BNP Paribas Securities Services, Brussels Branch at Rue de Loxum 25, 1000 Brussels

**Local Paying Agent**

BNP Paribas Securities Services, Brussels Branch at Rue de Loxum 25, 1000 Brussels

GERMANY

**Information and Local Paying Agent**

Marcard, Stein & Co AG, Ballindamm 36, D-20095 Hamburg

AUSTRIA

**Representative of the Fund**

Raiffeisen Bank International AG, Am Stadtpark 9, A-1030 Vienna

**Local Paying Agent**

Raiffeisen Bank International AG, Am Stadtpark 9, A-1030 Vienna

SPAIN

**Representative of the Fund**

Allfunds Bank, C/ Estafeta n°6 (La Moraleja) Complejo Pza. De la Fuente, 28109 Alcobendas (Madrid)

UNITED KINGDOM

**Facilities Agent**

BNP Paribas Securities Services, London Branch, 55 Moorgate, London EC2R 6PA

In connection with the Fund recognition under section 264 of the Financial Services and Markets Act 2000, the Fund maintains in the United Kingdom the facilities as set out in the rules contained in the Collective Investment Schemes Sourcebook (COLL 9.4) published by the

Financial Services Authority ("FSA") as part of the FSA's Handbook of Rules and Guidance governing recognized schemes.

The facilities will be located as the offices of the Facilities Agent at BNP PARIBAS SECURITIES SERVICES, operating through its branch in London: 55, Moorgate, London EC2R 6PA during usual business hours on any weekday (other than UK public holidays).

At these facilities, any person may:

a. Inspect free of charge a copy in English of:

- The Fund's Regulations, the Material Contracts, and any subsequent amendments thereto;
- The last version of the Prospectus issued by the Fund, as the same may be amended and supplemented from time to time;
- The most recent Key Investor Information Document (KIID) issued by the Fund;
- The latest annual and half-yearly reports of the Fund;
- Any other documents required from time to time by COLL to be made available;

b. Obtain a copy of any of the above documents (free of charge in the case of KIID and Prospectus);

c. Obtain information (in English) about the prices of units;

d. Redeem or arrange for the redemption of its units and obtain payment in relation to such redemption; any redemption requests received by the UK Facilities Agent shall be sent to the administrator of the Fund, for processing;

e. Make a complaint about the operation of the Fund, which complaint the Facilities Agent will transmit to the Fund; and

f. Obtain free of charge, details or copies of any notices which have been given or sent to unit holders.

DUBAI

This Prospectus relates to a fund which is not subject to any form of regulation or approval by the Dubai Financial Services Authority ("DFSA").

This Prospectus is intended for distribution only to professional clients as defined by the DFSA and must not, therefore, be delivered to, or relied on by, any other type of person.

The DFSA has no responsibility for reviewing or verifying any Prospectus or other documents in connection with this fund. Accordingly, the DFSA has not approved this Prospectus or any other associated documents nor taken any steps to verify the information set out in this Prospectus, and has no responsibility for it.

The Shares to which this Prospectus relates may be illiquid and/or subject to restrictions on their resale. Prospective purchasers of the Shares offered should conduct their own due diligence on the Shares.

If you do not understand the contents of this document, you should consult an authorised financial adviser.

## LIST OF THE SUB-FUNDS

1. **DNCA INVEST – BEYOND EUROPEAN BOND OPPORTUNITIES**

2. **DNCA INVEST – EUROSE**

3. **DNCA INVEST – EVOLUTIF**

4. **DNCA INVEST – VALUE EUROPE**

5. **DNCA INVEST – BEYOND INFRASTRUCTURE & TRANSITION**

6. **DNCA INVEST – BEYOND GLOBAL LEADERS**

7. **DNCA INVEST – CONVERTIBLES**

8. **DNCA INVEST – MIURI**

9. **DNCA INVEST – SRI EUROPE GROWTH**[2]

10. **DNCA INVEST – ARCHER MID-CAP EUROPE**

11. **DNCA INVEST – SRI NORDEN EUROPE**[3]

12. **DNCA INVEST – SERENITE PLUS**

13. **DNCA INVEST – VENASQUO**

[2] "SRI" means socially responsible investment.
[3] "SRI" means socially responsible investment.

## 14. DNCA INVEST – ALPHA BONDS

## 15. DNCA INVEST – FLEX INFLATION

## 16. DNCA INVEST – BEYOND ALTEROSA

## 17. DNCA INVEST – BEYOND SEMPEROSA

## 18. DNCA INVEST – LAFITENIA SUSTAIN BB

## 19. DNCA INVEST – BEYOND CLIMATE

## 20. DNCA INVEST – EURO DIVIDEND GROWER

## 21. DNCA INVEST – GLOBAL NEW WORLD

## 22. DNCA INVEST – SUSTAINABLE CHINA EQUITY

## 23. DNCA INVEST – EURO SMART CITIES

## 1. BEYOND EUROPEAN BOND OPPORTUNITIES

Information contained herein should be read in conjunction with the full text of the Prospectus.

### 1. Reference Currency

EUR

### 2. Classes of Shares, Management Fee and Minimum Initial Subscription Amount

| **Classes of Shares** | **Management Fee (of the net assets of the Class per annum)** | **Performance Fee** | **Minimum Initial Subscription Amount** |
|---|---|---|---|
| Class I Shares EUR | Up to 0.50% | 20% of the positive performance net of any fees above the index with High Water Mark* | EUR 200,000 |
| Class A Shares EUR | Up to 1.00% | | EUR 2,500 |
| Class B Shares EUR | Up to 1.20% | | N/A |
| Class N Shares EUR | Up to 0.90% | | N/A |

* The Management Company will be entitled to a Performance Fee calculated daily on the positive performance of the Sub-Fund compared to the performance of the FTSE MTS Global Index with High Water Mark.

The High Water Mark is the Net Asset Value per Share at the last Valuation Day of any performance period where a Performance Fee has been paid or failing that, the initial offer price per Share for unlaunched Classes.

The performance period is the period running from 1 January to 31 December each year.

In order to calculate daily the performance for each Class, the total Net Asset Value before Performance Fee is compared to the reference asset value.

The daily reference asset value for each Class equals the total net assets of the relevant Class as of the previous Valuation Day, plus additional subscriptions and minus redemptions multiplied by the FTSE MTS Global Index. In case of redemptions, corresponding Performance Fee (if any) will be crystallised. The Performance Fee is paid yearly.

Upon request of an investor, the Management Company will provide, free of charge, examples of the Performance Fee calculation.

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund’s Shares.

**3. Investment Policy**

*Type of fund:*

European Bond Fund

*Investment Objective:*

The Sub-Fund seeks to outperform the FTSE MTS Global index (Bloomberg ticker: EMTXGRT Index) on the recommended investment period. Investors’ attention is drawn to the fact that the management style is discretionary and integrates environmental, social / societal and governance (ESG) criteria.

*Investment Strategy:*

The Sub-Fund is managed taking into consideration responsible and sustainable principles.

The Sub-Fund promotes environmental and/or social characteristics (ESG) within the meaning of Article 8 of SFDR.

The Sub-Fund considers, at least, the following objectives, and proceed to the reporting of this ESG indicators as part of the monitoring and the evolution of the portfolio’s ESG performance:

- Environment: GHG emissions, airborne pollution, waterborne pollution, water consumption, land use, etc.
- Social: compensation, gender inequality, health and safety, child labor, etc.
- Governance: corruption and bribery, tax avoidance, etc.
- Global ESG quality rating.

The initial investment universe, which include up to 2500 issuers, is based on issuers which may belong to the "Bloomberg Barclays Euro Aggregate Corporate Index" (investment grade euro corporate bonds) and the "Bloomberg Barclays Pan-European High Yield (Euro) Index" (high yield euro corporate bonds) combined, plus the European member states and supranational agencies, as well as non-rated issuers identified by the Management Company. The SRI approach is applied on the selected issuers from the initial investment universe.

From this initial investment universe, are excluded issuers with controversies or in severe breach to UN Global Compact Principles (example: human rights or fight against corruption) based on the internal approach. Moreover, a strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

The Sub-Fund integrates also ESG criteria with regard to direct investments including the definition of the investment universe and the reporting for all companies, with the "best in universe" method. There may be a sector bias.

A strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

In this way, the investment process and resulting bond picking take into account internal scoring with respect to both corporate responsibility and sustainability of the companies.

Corporate responsibility is astounding information's pool used to anticipate companies' risk especially looking at the interplay with their stakeholders: employees, supply chains, clients, local communities, and shareholders…, regardless of the sector of activities.

The analysis of corporate responsibility is broken down into four aspects: shareholders responsibility (board of directors and general management, accounting practices and financial risks, etc.), environmental responsibility (environmental footprint of the production chain and product life cycle or responsible supply, energy consumption and water consumption, company CO2 emissions and management of waste, etc.), responsibility towards workers and society responsibility (ethics and working conditions of the production chain, treatment of employees – safety, well-being, diversity, employee representation, wages, quality of products or services sold, etc.). Each aspect is rated independently and weighted in accordance to how material it is for the company. Each dimension is broken down into a set of criteria, which are around 25 in total. This in-depth analysis, combining qualitative and quantitative research leads to a rating out of 10.

Besides, the Management Company's conviction is to finance the economy based on a long term perspective which results in the identification of sustainability related thematics.

The extra-financial analysis model used by the Management Company for the Sub-Fund is a proprietary tool based on the following:

- Corporate responsibility rating;
- Sustainable transition exposure;
- Controversies analysis;
- Companies' meeting and newsflow recordings.

The research and the ratings are made internally by the Management Company thanks to corporate disclosures, which may be incomplete or inaccurate, and statement which represent the majority of the used information.

The Sub-Fund applies a proprietary tool developed internally by the Management Company to make investment decisions. The risk exists that the models used to make these investment decisions do not perform the tasks they were designed to.

The use of the proprietary tool relies on the experience, relationships and expertise of the Management Company's personnel.

More information about the proprietary rating model is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

Due to the responsible investment strategy, the Sub-Fund strictly excludes the following activities:

- Tobacco production;
- Weapons production over than 10% of revenues;
- Coal production over than 10% of revenues;
- Extraction of metallurgical coal over than 10% of revenues;
- Any extraction of thermal coal;
- Unconventional oil and gas production over than 10% of revenues;
- Conventional oil and gas production over than 10% of revenues;
- Companies in severe breaches to UN Global Compact Principles.

The Sub-Fund may not invest more than 5% of its net assets in issuers with the following activities:

- Coal-based power generation over than 10% of revenues;
- Nuclear-based power generation over than 30% of revenues.

With respect to investments in government bonds: this asset class is subject of an extra-financial analysis in 7 dimensions comprising:

- Governance: Rule of law, Respect for freedoms, Quality of institutions and the regulatory framework;
- Politics: Democratic life;
- Health: Demography and Quality of life;
- Education and training;
- Social cohesion: Inequalities, Employment, Social protection;
- The climate: risks and energy policy;
- Ecosystems: resources and protection.

All investments in this asset class are subject to an in-depth analysis of these dimensions and of a rating that is taken into account in the investment decision.

The Sub-Fund is managed taking into consideration the requirements of the French SRI label, which especially involves proceeding to the extra-financial analysis on at least 90% of the net assets of the Sub-Fund and excluding at least 20% of the worst share issuers from its investment universe. As such the Sub-Fund will not invest in these issuers. The Management Company has also signed the AFG-FIR-EUROSIF transparency code for SRI funds that have obtained a Label for the general public. As at the date of the latest update of the Prospectus, the Sub-Fund benefits from the French SRI Label.

The investment process is based on the following three stages:

- Selection of the investment universe combining a financial and extra-financial approach in particular by excluding issuers which does not comply with our minimum standards for inclusion (rating below 4/10 in the ESG proprietary tool) or exposed to major controversies;
- Calibration of the modified duration and the overall credit risk of the fund and the level of cash depending on the analysis of the interest rate and macro-economic environments;
- Selection of securities based on a fundamental analysis, taking into account ESG criteria and the valuation of instruments.

The overall investment strategy of the Sub-Fund is to seek, in the medium term, a regular rate of total return consistent with the preservation of capital by investing in the Euro bond market and in other negotiable debt securities.

The Sub-Fund will seek to select securities in the fixed income universe by exploring various compartments of this market, including but not limited to, corporate bonds, government bonds, convertible & exchangeable bonds, perpetual bonds, structured finance securities, such as asset-backed securities (ABS) or mortgage-backed securities (MBS). Considering average yield, coupon, duration, credit rating, maturity, instruments' optional components and price dynamics, the Sub-Fund's portfolio will intend to generate relatively attractive capital appreciation by selecting securities presenting a profitability-risk profile satisfactory to the Sub-Fund's objective. Selection may also be operated via analysis of underlying fundamental features that may indicate an attractive value proposition for investors.

This Sub-Fund promotes environmental and social characteristics but does not commit to make investments in taxonomy-aligned environmentally sustainable activities. As such, the underlying investments of this Sub-Fund do not take into account the EU criteria for environmentally sustainable economic activities within the meaning of the Taxonomy Regulation.

*Description of categories of assets and financial contracts:*

The Sub-Fund will invest in bonds and other transferable debt securities denominated in euro.

The Sub-Fund will at all times invest at least two thirds of its total assets directly or indirectly in fixed income securities and debt securities issued or guaranteed by governments, corporate issuers, or supranational entities having their registered office in Europe or exercising the preponderant part of their economic activities in Europe, denominated in EUR. The Sub-Fund may also invest in other high quality European bonds. It does not intend to invest in equities.

The Sub Fund's fixed income portfolio may be composed of securities belonging to the "speculative grade" category (i.e. not belonging to the "investment grade" category or non-rated). For up to 10% of its net assets, the Sub-Fund may invest in securities which may qualify as distressed securities (i.e. which have a Standard & Poor's notation below CCC long-term rating or equivalent).

In all cases, the Sub-Fund will not invest in securities which may qualify as "in default" at the time of the investment or during their lifetime in the portfolio. Fixed income securities which may be downgraded during their lifetime will be disposed of as soon as possible with due regards to the interest of shareholders.

The Sub-Fund may also invest a maximum of 25% of its total assets in convertible bonds, a maximum of one third of its total assets in money market instruments and a maximum of one third of its total assets in bank deposits.

In addition, the Sub-Fund may invest up to 15% of its net assets in asset backed securities (ABS). Asset backed securities *inter alia* mortgage backed securities (MBS) invested into shall consist of securities that are rated at least B- by Standard & Poor's for example or that are considered of a comparable credit quality by the Management Company.

The Sub-Fund may invest up to 20% of its net assets in contingent convertibles bonds.

In order to achieve the investment objective, the Sub-Fund may also invest its net assets in financial derivative instruments, exchange traded or OTC derivatives such as, but not limited to, futures, options, CDS, CDS on indices, negotiated on regulated or OTC markets, for the purpose of hedging or increasing interest rate risk and/or credit risk, without seeking overexposure. The Sub-Fund will primarily invest in future contracts and, to a lesser extent, in non-complex options negotiated on regulated markets and in non-complex interest rate swaps (fix rate/variable rate –variable rate/fix rate –variable rate/variable rate) negotiated on OTC markets. The investments on exchange traded and OTC financial derivative instruments will be made in order to achieve investment goals, and especially with a view of managing the portfolio's modified duration and interest rate sensitivity or exploiting any anomaly in the interest rate structure within the limit of 100% of the Sub-Fund's net assets.

The proportion of the Sub-Fund's investment in UCITS or in regulated AIFs open to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law, shall not exceed 10% of its net asset.

The Sub-Fund may invest in securities denominated in any currency. However, non-base currency exposure may be hedged back to the base currency to moderate currency exchange risks. More specifically, futures and currency forwards may be used for that purposes.

The Sub-Fund may use techniques and instruments relating to transferable securities and money market instruments for efficient portfolio management.

## 4. Initial Offering

The Sub-Fund was launched on 4 May 2007 by issuing Class I Shares at an initial price of EUR 100 per Share.

## 5. Global Exposure

The Sub-Fund's global risk exposure is monitored by using the Commitment approach. This approach measures the global exposure related to positions on financial derivative instruments ("FDIs") which may not exceed the Sub-Fund's Net Asset Value.

## 6. Profile of Typical Investor

All investors, in particular investors who are looking for a medium term investment with exposure to interest-rate market, while reducing at the maximum the risk of loss of capital.

## 7. Sales Commission

A sales commission of up to 1% of the Net Asset Value may be charged on subscription in favour of intermediaries active in the placement of the shares or in favour of the Management Company.

## 8. Risk Profile

The Sub-Fund's risk profile is suited for an investment horizon in excess of two years. The risks to which the investor is exposed via the Sub-Fund are the following:

- Interest-rate risk;
- Credit risk;
- Risk of loss of capital;
- Convertible securities risk;
- Perpetual bonds risk;
- Specific Risk linked to ABS and MBS;
- Distressed securities risk;
- Risk of investing in contingent convertible bonds and/or exchangeable bonds;
- Risk of investing in OTC derivative transactions;
- Risk of investing in derivative instruments;
- ESG risk;
- Sustainability risk.

## 9. Benchmark

FTSE MTS Global index

The Sub-Fund uses the benchmark for the calculation of the Performance Fee and performance comparison purposes.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund's investment objective; this may include decisions regarding asset selection and overall level of exposure to the market. The Management Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

The reference benchmark does not intend to be consistent with the environmental or social characteristics promoted by the Sub-Fund.

## 2. EUROSE

Information contained herein should be read in conjunction with the full text of the Prospectus.

### 1. Reference Currency

EUR

### 2. Classes of Shares, Management Fees and Minimum Initial Subscription Amount

| Classes of Shares | Management Fees (of the net assets of the Class per annum) | Minimum Initial Subscription Amount |
|---|---|---|
| Class I Shares EUR | Up to 0.70% | EUR 200,000 |
| Class ID Shares EUR | Up to 0.70% | EUR 200,000 |
| Class I Shares CHF | Up to 0.70% | CHF 200,000 |
| Class H-I* Shares CHF | Up to 0.70% | CHF 200,000 |
| Class H-I* Shares USD | Up to 0.70% | USD 200,000 |
| Class SI Shares EUR | Up to 0.60% | EUR 50,000,000 |
| Class A Shares EUR | Up to 1.40% | EUR 2,500 |
| Class AD Shares EUR | Up to 1.40% | EUR 2,500 |
| Class H-A* Shares USD | Up to 1.40% | USD 2,500 |
| Class H-A* Shares CHF | Up to 1.40% | CHF 2,500 |
| Class B Shares EUR | Up to 1.60% | N/A |
| Class B Shares CHF | Up to 1.60% | N/A |
| Class N Shares EUR | Up to 0.90% | N/A |
| Class ND Shares EUR | Up to 0.90% | N/A |
| Class Q Shares EUR | Up to 0.20% | N/A |

Class ID, AD and ND are distribution Shares. Interim dividends may be distributed to the shareholders of Class ID, AD and/or ND Shares twice a year upon decision of the Board of Directors.

*The costs of hedging will only be borne by the shareholders of the hedged Class.

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund's Shares.

**3. Investment Policy**

*Type of fund:*

Multi-Asset Fund

*Investment Objective:*

The Sub-Fund seeks to outperform the 20% EUROSTOXX 50 (Bloomberg ticker: SX5T Index) + 80% FTSE MTS Global (Bloomberg ticker: EMTXGRT Index) composite index, calculated with dividends reinvested, over the recommended investment period. Investors' attention is drawn to the fact that the management style is discretionary and integrates environmental, social / societal and governance (ESG) criteria.

*Investment Strategy:*

The overall investment strategy of the Sub-Fund is to seek to enhance the return on a wealth investment. Through active management of a portfolio of Euro denominated equities and fixed income products. It aims to provide an alternative to investments in bonds and convertible bonds (directly or through mutual funds) as well as an alternative to Euro denominated funds benefitting from a capital guarantee. The Sub-Fund however does not benefit from a guarantee on capital invested.

The Sub-Fund promotes environmental and/or social characteristics within the meaning of Article 8 of SFDR.

The Sub-Fund considers, at least, the following objectives, and proceed to the reporting of this ESG indicators as part of the monitoring and the evolution of the portfolio's ESG performance:

- Environment: GHG emissions, airborne pollution, waterborne pollution, water consumption, land use, etc.
- Social: compensation, gender inequality, health and safety, child labor, etc.
- Governance: corruption and bribery, tax avoidance, etc.
- Global ESG quality rating.

The initial investment universe includes:

- Equities and related securities denominated in Euro from issuers having their registered office in European countries with large capitalization (e.g. above 1 billion Euros, namely up to 1500 securities (equities or related securities with capitalization under 1 billion Euros may not exceed 5% of the net asset of the Sub-Fund),

- Corporate debt securities denominated in Euro without rating constraint or not rated from European countries with an initial issue above 100M€, namely up to 1500 issuers (debt securities with a high yield rating or not rated may not exceed 50% of the net assets of the Sub-Fund),
- Government bonds or related securities denominated in Euro from UE members,
- Incidentally, equities and related securities and corporate debt securities denominated in Euro issued from non-OECD countries.

From this initial investment universe, are excluded issuers with controversies or in severe breach to UN Global Compact Principles (example: human rights or fight against corruption) based on the internal approach. Moreover, a strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

In addition, with the management style as described above, the Sub-Fund is managed taking into consideration responsible and sustainable principles. In this way, the investment process and resulting stock and bond picking take into account internal scoring with respect to both corporate responsibility and sustainability of companies based on an extra-financial analysis through a proprietary rating model (ABA, Above & Beyond Analysis) developed internally by the Management Company. This model is centered on four pillars as further detailed below (i) corporate responsibility, (ii) sustainable transition, (iii) controversies and (iv) dialogue and engagement with issuers.

The risk exists that the models used to make these investment decisions do not perform the tasks they were designed to. The use of the proprietary tool relies on the experience, relationships and expertise of the Management Company.

The Sub-Fund integrates also ESG criteria with regard to direct investments including the definition of the investment universe and the reporting for all companies with the "best in universe" method. There may be a sector bias.

Corporate responsibility is a useful information's pool used to anticipate companies' risks especially looking at the interplay with their stakeholders: employees, supply chains, clients, local communities, and shareholders…, regardless of the sector of activities.

The analysis of corporate responsibility is broken down into four aspects: shareholders responsibility (board of directors and general management, accounting practices and financial risks, etc.), environmental responsibility (environmental footprint of the production chain and product life cycle or responsible supply, energy consumption and water consumption, company CO2 emissions and management of waste, etc.), responsibility towards workers and society responsibility (ethics and working conditions of the production chain, treatment of employees – safety, well-being, diversity, employee representation, wages, quality of products or services sold, etc.). Each aspect is rated independently and weighted in accordance to how material it is for the company. Each dimension is broken down into a set of criteria, which are around 25 in total. This in-depth analysis, combining qualitative and quantitative research leads to a rating out of 10.

Moreover, the monitoring of the level of controversy is taken into account directly in the corporate responsibility and may affect the rating.

The analysis and the internal rating are based on factual data published by the companies which may be incomplete or inaccurate, as well as continuous dialogue with company managers.

A strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

Based on the conviction that the improvement of the best practice of issuers selected by the Management Company contributes to protect the client's investment value, the management team has put in place a dialogue and engagement approach which aim to improve the consideration of ESG issues (corporate responsibility and sustainable transition) of issuers selected. This approach is based on a continuous interaction with issuers and the progress and achievements of issuer's engagement, through the analysis made in the proprietary tool of the Management Company. Interactions with issuers and site visits are the heart of our investment process and aim to contribute to the general enhancement of market practices and transparency on ESG issues.

More information about the proprietary rating model is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

With respect to investments in government bonds: this asset class is subject of an extra-financial analysis in 7 dimensions comprising:

- Governance: Rule of law, Respect for freedoms, Quality of institutions and the regulatory framework;
- Politics: Democratic life;
- Health: Demography and Quality of life;
- Education and training;
- Social cohesion: Inequalities, Employment, Social protection;
- The climate: risks and energy policy;
- Ecosystems: resources and protection.

All investments in this asset class are subject to an in-depth analysis of these dimensions and of a rating that is taken into account in the investment decision.

The result of the SRI approach will be binding on the Management Company.

The Sub-Fund is managed taking into consideration the requirements of the French SRI label, which especially involves proceeding to the extra-financial analysis on at least 90% of the net assets of the Sub-Fund and excluding at least 20% of the worst share issuers from its investment universe. As such the Sub-Fund will not invest in these issuers. The Management Company has also signed the AFG-FIR-EUROSIF transparency code for SRI funds that have obtained a Label for the general public.

As at the date of the latest update of the Prospectus, the Sub-Fund does not benefit from the French SRI Label.

The investment process is based on the following three stages:

- Selection of the investment universe combining a financial and extra-financial approach in particular by excluding issuers which have a high-risk profile in terms of corporate responsibility (rating below 2/10 in the ESG proprietary tool) or exposed to major controversies,
- asset classes' allocation depending on the analysis of the investment environment and the risk appetite of the management team, and
- the selection of securities based on a fundamental analysis from the point of view of the minority shareholder and/or bondholder, taking into account ESG criteria and the valuation of instruments.

Strategic orientations regarding responsible investing are decided by an ESG committee within the Management Company.

This Sub-Fund promotes environmental and social characteristics but does not commit to make investments in taxonomy-aligned environmentally sustainable activities. As such, the underlying investments of this Sub-Fund do not take into account the EU criteria for environmentally sustainable economic activities within the meaning of the Taxonomy Regulation.

*Description of categories of assets and financial contracts:*

The Sub-Fund may invest at any time within the following limits in:

- Up to 100% of its total assets may be exposed to fixed income securities denominated in Euro, composed of securities issued by public or private sector-issuers, without any rating constraint including non-rated issues.

- For up to 50% of its net assets, the Sub Fund may be composed of securities belonging to the "speculative grade" category (i.e. which have a rating below a Standard & Poor's minimum A-3 short term rating or BBB- long term rating or equivalent) or non-rated. The Management Company shall not solely base its investment decisions on the ratings assigned by independent rating agencies, but shall also proceed to rating agencies decisions and can proceed to its own credit risk assessment.

- For up to 5% of its net assets, the Sub-Fund may invest in securities which may qualify as distressed securities (i.e. which have a Standard & Poor's rating below CCC long-term rating or equivalent).

- The Sub-Fund may invest up to 15% of its net assets backed securities (ABS). Asset backed securities inter alia mortgage backed securities (MBS) invested into shall consist of securities that are rated at least B- by Standard & Poor's for example or that are considered of a comparable credit quality by the Management Company.

  In all cases, the Sub-Fund will not invest in securities which may qualify as "in default" at the time of the investment or during their lifetime in the portfolio. Fixed income securities which may be downgraded during their lifetime will be disposed of as soon as possible with due regards to the interest of shareholders.

- For up to 35% of its net assets in equities from issuers belonging to all market capitalisation categories, headquartered in OECD countries and denominated in Euro.

Investment in equities issued by issuers which capitalisation is under 1 billion Euros may not exceed 5% of the net asset of the Sub-Fund.

The duration of the Sub-Fund’s portfolio will be limited to 7 years.

The Sub-Fund may invest up to 10% of its net assets in contingent convertibles bonds ("Coco Bonds").

The proportion of the Sub-Fund’s investments in UCITS or regulated AIFs open to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law, including ETFs, shall not exceed 10% of its net assets.

In order to achieve the investment objective, the Sub-Fund may also invest its net asset in equities or related financial derivative instruments (such as CFD or DPS) as well as in convertible bonds, callable bonds, puttable bonds, warrants and rights which may embed derivatives, for the purpose of hedging or increasing equity or interest rate risk without seeking overexposure.

In order to achieve the investment objective, the Sub-Fund may also invest its net assets in financial derivative instruments or OTC derivatives such as, but not limited to, futures, options, CDS, CDS on indices, negotiated on regulated or OTC markets, for the purpose of hedging or increasing equity exposure, interest rate risk, credit risk, without seeking overexposure.

The Sub-Fund may also invest its assets in financial derivative instruments (such as but not limited to futures and swap) for the purpose of hedging share classes denominated in other currencies that the reference currency of the Sub-Fund.

Investments in financial derivative instruments are expected to represent on average 15% of the Sub-Fund’s net assets in normal market conditions.

The Sub-Fund may make use of deposits and borrowings.

In case of adverse market conditions, the Sub-Fund may invest up to 100% of its net assets in money market instruments.

The Sub-Fund may use techniques and instruments relating to transferable securities and money market instruments for efficient portfolio management.

**4. Initial Offering**

The Sub-Fund was launched on 21 June 2007 by issuing Class I Shares at an initial price of EUR 100 per Share.

## 5. Global Exposure

The Sub-Fund's global risk exposure is monitored by using the Commitment approach. This approach measures the global exposure related to positions on financial derivative instruments ("FDIs") which may not exceed the Sub-Fund's Net Asset Value.

## 6. Profile of Typical Investor

All investors, in particular investors who are looking for a cautious management style, while agreeing to be exposed to the market risk over a medium term (three years).

## 7. Sales Commission

A sales commission of up to 1% of the Net Asset Value may be charged on subscription in favour of intermediaries active in the placement of the shares or in favour of the Management Company.

## 8. Risk Profile

The Sub-Fund's risk profile is suited for an investment horizon in excess of three years. The risks to which the investor is exposed via the Sub-Fund are the following:

- Interest-rate risk;
- Credit risk;
- Equity risk;
- Risk of loss of capital;
- Risk of investing in derivative instruments as well as instruments embedding derivatives (such as contract for difference and dynamic portfolio swap);
- Specific Risk linked to ABS and MBS;
- Distressed securities risk;
- Risk of investing in speculative grade bonds;
- Risk of investing in contingent convertibles bonds;
- Risk of investing in OTC derivative transactions;
- ESG risk;
- Sustainability risk.

## 9. Benchmark

20% EUROSTOXX 50 + 80% FTSE MTS Global composite index

The Sub-Fund uses the benchmark for performance comparison purposes.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund's investment objective; this may include decisions regarding asset selection and overall level of exposure to the market. The Management

Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

The reference benchmark does not intend to be consistent with the environmental or social characteristics promoted by the Sub-Fund.

## 3. EVOLUTIF

Information contained herein should be read in conjunction with the full text of the Prospectus.

### 1. Reference Currency

EUR

### 2. Classes of Shares, Management Fees, Performance Fee and Minimum Initial Subscription Amount

| Classes of Shares | Management Fees (of the net assets of the Class per annum) | Performance Fee | Minimum Initial Subscription Amount |
|---|---|---|---|
| Class I Shares EUR | Up to 1% | 20% of the positive performance net of any fees above the composite index with High Water Mark* | EUR 200,000 |
| Class ID Shares EUR | Up to 1% | | EUR 200,000 |
| Class H-I** Shares CHF | Up to 1% | | CHF 200,000 |
| Class H-I** Shares USD | Up to 1% | | USD 200,000 |
| Class SI Shares EUR | Up to 0.80% | | EUR 50,000,000 |
| Class A Shares EUR | Up to 2.00% | | EUR 2,500 |
| Class AD Shares EUR | Up to 2.00% | | EUR 2,500 |
| Class H-A** Shares CHF | Up to 2.00% | | CHF 2,500 |
| Class B Shares EUR | Up to 2.40% | | N/A |
| Class N Shares EUR | Up to 1.30% | | N/A |
| Class Q Shares EUR | Up to 0.20% | N/A | N/A |

* The Management Company will be entitled to a Performance Fee calculated daily on the positive performance of the Sub-Fund compared to the performance of the following composite index net return: 60% Eurostoxx 50, 30% FTSE MTS EMU GOV BOND 1-3 Years and 10% EONIA with High Water Mark.

The High Water Mark is the Net Asset Value per Share at the last Valuation Day of any performance period where a Performance Fee has been paid or failing that, the initial offer price per Share for unlaunched Classes.

The performance period is the period running from 1 January to 31 December each year.

In order to calculate daily the performance for each Class, the total Net Asset Value before Performance Fee is compared to the reference asset value.

The daily reference asset value for each Class equals the total net assets of the relevant Class as of the previous Valuation Day, plus additional subscriptions and minus redemptions multiplied by the composite index. In case of redemptions, corresponding Performance Fee (if any) will be crystallised. The Performance Fee is paid yearly.

Upon request of an investor, the Management Company will provide, free of charge, examples of the Performance Fee calculation.

Class ID and AD, are distribution Shares. Interim dividends may be distributed to the shareholders of Class ID and/or AD Shares twice a year upon decision of the Board of Directors.

**The costs of hedging will only be borne by the shareholders of the hedged Class. The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund's Shares.

### 3. Investment Policy

*Type of fund:*

Multi-Asset Fund

*Investment Objective:*

The Sub-Fund seeks to outperform the 60% Eurostoxx 50, 30% FTSE MTS EMU GOV BOND 1-3 years, 10% EONIA composite index, calculated with dividends reinvested, over the recommended investment period, while protecting the capital during adverse periods through opportunistic management and flexible asset allocation.

*Investment Strategy:*

The Sub-Fund's investment strategy relies on active discretionary management using a stock picking policy. This policy is all based on fundamental analysis developed through main investment criteria such as market assessment, issuer's financial structure, management quality, issuer's market position or regular contacts with issuers. The Management Company can use different methods to detect future investment returns as valuation metrics (PE, EV/EBIT, FCF yield, dividend yield...), sum of the parts or discounted cash-flows. The Sub-Fund will be invested either in equities, bonds or money market instruments by adapting the investment strategy to the economic situation and the Management Company's expectations.

The investments underlying the remaining portion of this Sub-Fund do not take into account the EU criteria for environmentally sustainable economic activities.

*Description of the categories of assets and financial contracts:*

Up to 100% of its net assets, the Sub-Fund can be exposed to shares of issuers in all market capitalisation without geographical constraint. Shares of issuers with capitalisation below 1 billion euros may not exceed 10% of net assets.

The part of investment in shares of companies having their registered office in emerging countries (such as but not limited to Asian countries except Japan or South America, etc.) may account up to 20% of net assets.

The Sub-Fund may invest up to 70% if its net assets, in fixed income securities and money market instruments from issues of the public or private sector, depending on market opportunities without any constraint in terms of rating or duration. Nevertheless, investment in non "Investment Grade" or non-rated debt securities (i.e. which have a Standard & Poor’s rating below A-3 short term rating or BBB- long-term rating or equivalent) may not exceed 30% of its net assets. The Management Company shall not solely base its investment decisions, risk assessment on the ratings assigned by independent rating agencies but shall also proceed to its own analysis of credit.

The Sub-Fund may invest up to 10% of its net assets in securities which qualify as distressed securities (i.e. which have a Standard & Poor’s notation equivalent or below CCC long-term rating or equivalent).

In all cases, the Sub-Fund will not invest in securities which qualify as "in default" at the time of the investment or during their lifetime in the portfolio. Fixed income securities which may be downgraded as "in default" will be disposed of as soon as possible with due regards to interest of shareholders.

The Sub-Fund may invest in securities with embedded derivatives such as convertible bonds. The Sub-Fund may invest up to 5% of its net assets in contingent convertibles bonds.

The proportion of Sub-Fund’s investments in UCITS or regulated AIFs open to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law, including ETF, shall not exceed 10% of its net assets.

In order to achieve the investment objective, the Sub-Fund may also invest up to 50% of its net assets in financial derivative instruments for the purpose of hedging or increasing equity exposure, interest rate risk or currency risk, without seeking overexposure.

The Sub-Fund may make use of deposits and borrowings.

The Sub-Fund may use techniques and instruments relating to transferable securities and money market instruments for efficient portfolio management.

## 4. Initial Offering

The Sub-Fund was launched on 21 June 2007 by issuing Class I Shares at an initial price of EUR 100 per Share.

## 5. Global Exposure

The Sub-Fund's global risk exposure is monitored by using the Commitment approach. This approach measures the global exposure related to positions on financial derivative instruments ("FDIs") which may not exceed the Sub-Fund's Net Asset Value.

## 6. Profile of Typical Investor

All investors, in particular investors who are looking for an opportunistic management style and who agree to be exposed to the market risks in the scope of discretionary asset allocation management, while agreeing to remain invested for a long period.

## 7. Risk Profile

The Sub-Fund’s risk profile is suited for an investment horizon in excess of five years. The risks to which the investor is exposed via the Sub-Fund are the following:

- Equity risk;
- Interest-rate risk;
- Credit risk;
- Exchange rate risk;
- Risk of investing on emerging markets;
- Risk of loss of capital;
- Risk of investing in derivative instruments (such as contract for difference and dynamic portfolio swap);
- Risk of investing in contingent convertibles bonds;
- Distressed securities risk;
- Sustainability risk.

## 8. Benchmark

60% Eurostoxx 50, 30% FTSE MTS EMU GOV BOND 1-3 Years and 10% EONIA composite index

The Sub-Fund uses the benchmark for the calculation of the Performance Fee and performance comparison purposes.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund’s investment objective; this may include decisions regarding asset selection and overall level of exposure to the market. The Management Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

# 4. VALUE EUROPE

Information contained herein should be read in conjunction with the full text of the Prospectus.

## 1. Reference Currency

EUR

## 2. Classes of Shares, Management Fees, Performance Fee and Minimum Initial Subscription Amount

<table>
<tr><th>Classes of Shares</th><th>Management Fees (of the net assets of the Class per annum)</th><th>Performance Fee</th><th>Minimum Initial Subscription Amount</th></tr>
<tr><td>Class I Shares EUR</td><td>Up to 1%</td><td rowspan="13">20% of the positive performance net of any fees above the index with High Water Mark*</td><td>EUR 200,000</td></tr>
<tr><td>Class ID Shares EUR</td><td>Up to 1%</td><td>EUR 200,000</td></tr>
<tr><td>Class IG Shares EUR</td><td>Up to 1.50%</td><td>EUR 200,000</td></tr>
<tr><td>Class H-I** Shares CHF</td><td>Up to 1%</td><td>CHF 200,000</td></tr>
<tr><td>Class H-I** Shares USD</td><td>Up to 1%</td><td>USD 200,000</td></tr>
<tr><td>Class A Shares EUR</td><td>Up to 2%</td><td>EUR 2,500</td></tr>
<tr><td>Class AD Shares EUR</td><td>Up to 2%</td><td>EUR 2,500</td></tr>
<tr><td>Class H-A** Shares CHF</td><td>Up to 2%</td><td>CHF 2,500</td></tr>
<tr><td>Class H-A** Shares USD</td><td>Up to 2%</td><td>USD 2,500</td></tr>
<tr><td>Class B Shares EUR</td><td>Up to 2.40%</td><td>N/A</td></tr>
<tr><td>Class N Shares EUR</td><td>Up to 1.30%</td><td>N/A</td></tr>
<tr><td>Class ND Shares EUR</td><td>Up to 1.30%</td><td>N/A</td></tr>
<tr><td rowspan="2">Class H-SI** Shares US</td><td rowspan="2">Up to 1.00%</td><td rowspan="2">USD 10,000,000</td></tr>
<tr><td>N/A</td></tr>
<tr><td>Class Q Shares EUR</td><td>Up to 0.20%</td><td>N/A</td><td>N/A</td></tr>
</table>

* The Management Company will be entitled to a Performance Fee calculated daily on the positive performance of the Sub-Fund compared to the performance of the STOXX EUROPE 600 Index Net Return with High Water Mark.

The High Water Mark is the Net Asset Value per Share at the last Valuation Day of any performance period where a performance fee has been paid or failing that, the initial offer price per Share for unlaunched Classes.

The performance period is the period running from 1 January to 31 December each year.

In order to calculate daily the performance for each Class, the total Net Asset Value before Performance Fee is compared to the reference asset value.

The daily reference asset value for each Class equals the total net assets of the relevant Class as of the previous Valuation Day, plus additional subscriptions and minus redemptions multiplied by the STOXX EUROPE 600 Index Net Return. In case of redemptions, corresponding Performance Fee (if any) will be crystallised. The Performance Fee is paid yearly.

Upon request of an investor, the Management Company will provide, free of charge, examples of the Performance Fee calculation.

Class ID and AD Shares are distribution Shares. Interim dividends may be distributed to the shareholders of Class ID and/or AD Shares twice a year upon decision of the Board of Directors.

**The costs of hedging will only be borne by the shareholders of the hedged Class. The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund. The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund's Shares.

## 3. Investment Policy

*Type of fund:*

European Equities Fund

*Investment Objective:*

The Sub-Fund seeks to outperform the following Index: STOXX EUROPE 600 Index Net Return (Bloomberg ticker: SXXR Index), over the recommended investment term.

*Investment Strategy:*

The Sub-Fund will at all times invest at least two-thirds of its total assets in equities of issuers having their registered office in Europe or exercising the preponderant part of their economic activities in Europe (hereinafter "European Equities").

The Sub-Fund's investment strategy relies on active discretionary management using a stock picking policy. This policy is all based on fundamental analysis developed through main investment criteria such as market assessment, issuer's financial structure, management quality, issuer's market position or regular contacts with issuers. The Management Company can use different methods to detect future investment returns as valuation metrics (PE, EV/EBIT, FCF yield, dividend yield...), sum of the parts or discounted cash-flows.

The main investment criteria are the market assessment, the issuer's financial structure, the current and forecast yield rate, management quality and the issuer's market position. The investment sectors targeted by the Management Company are not restricted, including with regard to new technology stocks.

The Sub-Fund will invest at any time within the following limits in:

- European Equities or related financial derivative instruments (such as CFD or DPS): 75% to 100% of its total assets;
- Non-European equities: 0% to 25% of its total assets;
- Debt instruments: 0% to 25% of its total assets;
- Other instruments: 0% to 25% of its total assets.

In case of adverse market conditions, the Sub-Fund may invest up to 25% of its net assets in money market instruments.

The proportion of the Sub-Fund's investments in UCITS or regulated AIFs, open to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law, shall not exceed 10% of its net asset.

The Sub-Fund may invest in securities denominated in any currency. However, non-base currency exposure may be hedged back to the base currency to moderate currency exchange risks. More specifically, futures and currency forwards may be used for that purposes.

The Sub-Fund may use exchange traded or OTC derivatives (other than CFD and DPS) up to 40% of the Sub-Fund's net assets, including but not limited to, futures contracts and non-complex options negotiated on regulated markets for the purpose of hedging or increasing equity exposure without seeking overexposure.

The Sub-Fund may also use techniques and instruments relating to transferable securities and money market instruments for efficient portfolio management.

*Special consideration for French investors*: to ensure eligibility for the French *Plan d'Epargne en Actions* (PEA), the Sub-Fund will invest at least 75% of its assets in equity securities issued by issuers with their headquarters in an EEA state that has signed a tax agreement with France, including a clause on combating fraud and tax avoidance.

The investments underlying the remaining portion of this Sub-Fund do not take into account the EU criteria for environmentally sustainable economic activities.

### 4. Initial Offering

The Sub-Fund was launched on 21 December 2007 by issuing Class I Shares at an initial price of EUR 100 per Share.

### 5. Global Exposure

The Sub-Fund's global risk exposure is monitored by using the Commitment approach. This approach measures the global exposure related to positions on financial derivative instruments ("FDIs") which may not exceed the Sub-Fund's Net Asset Value.

### 6. Profile of Typical Investor

All investors, in particular investors who wish to have exposure to the "European community equities" market and who can retain this investment for the recommended investment period, while looking for a Fund based on an equities portfolio.

### 7. Risk Profile

The Sub-Fund’s risk profile is suited for an investment horizon in excess of five years. The risks to which the investor is exposed via the Sub-Fund are the following:

- Equity risk;
- Exchange rate risk;
- Risk of loss of capital;
- Risk of investing in derivative instruments (such as contract for difference and dynamic portfolio swap);
- Sustainability risk.

### 8. Benchmark

STOXX EUROPE 600 Index Net Return

The Sub-Fund uses the benchmark for the calculation of the Performance Fee and performance comparison purposes.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund’s investment objective; this may include decisions regarding asset selection and overall level of exposure to the market. The Management Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

## 5. BEYOND INFRASTRUCTURE & TRANSITION

Information contained herein should be read in conjunction with the full text of the Prospectus.

### 1. Reference Currency

EUR

### 2. Classes of Shares, Management Fees, Performance Fee and Minimum Initial Subscription Amount

| Classes of Shares | Management Fees (of the net assets of the Class per annum) | Performance Fee | Minimum Initial Subscription Amount |
|---|---|---|---|
| Class I Shares EUR | Up to 1% | 20% of the positive performance net of any fees above the index with High Water Mark* | EUR 200,000 |
| Class SI Shares EUR | Up to 0.90% | | EUR 50,000,000 |
| Class ID Shares EUR | Up to 1% | | EUR 200,000 |
| Class A Shares EUR | Up to 1.80% | | EUR 2,500 |
| Class B Shares EUR | Up to 2.40% | | N/A |
| Class N Shares EUR | Up to 1.30% | | N/A |
| Class ND Shares EUR | Up to 1.30% | | N/A |

* The Management Company will be entitled to a Performance Fee calculated daily on the positive performance of the Sub-Fund compared to the performance of the MSCI Europe Infrastructure Net Index with High Water Mark.

The High Water Mark is the Net Asset Value per Share at the last Valuation Day of any performance period where a Performance Fee has been paid or failing that, the initial offer price per Share for unlaunched Classes.

The performance period is the period running from 1 January to 31 December each year, save for the year 2017 where the performance period was running from 1 March 2017 to 31 December 2017.

In order to calculate daily the performance for each Class, the total Net Asset Value before Performance Fee is compared to the reference asset value.

The daily reference asset value for each Class equals the total net assets of the relevant Class as of the previous Valuation Day plus additional subscriptions and minus redemptions multiplied by the MSCI Europe Infrastructure Net Index. In case of redemptions, corresponding Performance Fee (if any) will be crystallised. The Performance Fee is paid yearly.

Upon request of an investor, the Management Company will provide, free of charge, examples of the Performance Fee calculation.

Class ID and ND are distribution Shares. Interim dividends may be distributed to the shareholders of Class ID and/or ND Shares twice a year upon decision of the Board of Directors.

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund's Shares.

**3. Investment Policy**

*Type of fund:*

European Equities Fund

*Investment Objective:*

The Sub-Fund seeks to outperform the following Index: MSCI Europe Infrastructure Net Index (Bloomberg Ticker: M1EU0INF Index), on the recommended investment term. Investors' attention is drawn to the fact that the management style is discretionary and integrates environmental, social / societal and governance (ESG) criteria.

*Investment Strategy:*

The Sub-Fund is managed taking into consideration responsible and sustainable principles.

The Sub-Fund promotes environmental and/or social characteristics within the meaning of Article 8 of SFDR.

The initial investment universe, which includes up to 500 infrastructure companies that contribute to the sustainable economic transition, is composed of issuers which may belong to the MSCI Europe Infrastructure Index, the MSCI World Infrastructure Index, the S&P Clean Energy Index and the Stoxx 600 Index. The SRI approach is applied on the selected issuers from the initial investment universe.

The Sub-Fund considers, at least, the following objectives, and proceed to the reporting of this ESG indicators as part of the monitoring and the evolution of the portfolio's ESG performance:

- Environment: GHG emissions, airborne pollution, waterborne pollution, water consumption, land use, etc.
- Social: compensation, gender inequality, health and safety, child labor, etc.

- Governance: corruption and bribery, tax avoidance, etc.
- Global ESG quality rating.

From this initial investment universe, are excluded issuers with controversies or in severe breach to UN Global Compact Principles (example: human rights or fight against corruption) based on the internal approach. Moreover, a strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

In this way, the investment process and resulting stock picking take into account internal scoring with respect to both corporate responsibility and sustainability of the companies based on an extra-financial analysis through a proprietary rating model (ABA, Above & Beyond Analysis) developed internally by the Management Company. This model is centered on four pillars as further detailed below (i) corporate responsibility, (ii) sustainable transition, (iii) controversies and (iv) dialogue and engagement with issuers.

The Sub-Fund integrates also ESG criteria with regard to direct investments including the definition of the investment universe and the reporting for all companies with the "best in universe" method. There may be a sector bias.

The Sub-Fund applies a proprietary tool developed internally by the Management Company to make investment decisions. The risk exists that the models used to make these investment decisions do not perform the tasks they were designed to.

The analysis and the internal rating are based on factual data published by the companies, which may be incomplete or inaccurate, as well as continuous dialogue with company managers.

More information about the proprietary rating model is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

Corporate responsibility is astounding information's pool used to anticipate companies' risk especially looking at the interplay with their stakeholders: employees, supply chains, clients, local communities, and shareholders…, regardless of the sector of activities.

Besides, the Management Company's conviction is to finance the economy based on a long-term perspective which results in the identification of sustainability related thematics.

The analysis of corporate responsibility is broken down into four aspects: shareholders responsibility (board of directors and general management, accounting practices and financial risks, etc.), environmental responsibility (environmental footprint of the production chain and product life cycle or responsible supply, energy consumption and water consumption, company CO2 emissions and management of waste, etc.), responsibility towards workers and society responsibility (ethics and working conditions of the production chain, treatment of employees – safety, well-being, diversity, employee representation, wages, quality of products or services sold, etc.). Each aspect is rated independently and weighted in accordance to how material it is for the company. Each dimension is broken down into a set of criteria, which are around 25 in total. This in-depth analysis, combining qualitative and quantitative research leads to a rating out of 10.

Moreover, the monitoring of the level of controversy is taken into account directly in the corporate responsibility and may affect the rating.

The sustainable transition focuses on the positive impacts' companies generate through their activities, products and services. The aim is to identify whether a company contributes to the sustainable transition. In the model, this pillar has been broken down into 5 major themes: demographic transition (inclusion of senior citizens, access to education, etc.), medical transition (access to care, medical diagnostics, control of endemic diseases, etc.), economic transition (infrastructure development, digitalization, access to connectivity, etc.), lifestyle transition (extension of product lifestyle, circular economy, sustainable mobility, etc.) and ecological transition (renewable energies, biodiversity, green mobility, etc.). Around 34 activities which contribute to the sustainable transition have been identified and integrated into the model.

The Sub-Fund is managed taking into consideration the requirements of the French SRI label, from which the Sub-Fund benefits, which especially involves proceeding to the extra-financial analysis on at least 90% of the asset of the Sub-Fund and entails the exclusion of at least 20% of the worst share issuers from its investment universe. As such the Sub-Fund will not invest in these issuers.

In line with the fundamental approach of the management team, the investment process is based on the following four stages:

- SRI stocks selection with two successive steps:
  - the selection of issuers pursuant to the financial approach described above, and
  - the exclusion of issuers which have a high-risk profile in terms of corporate responsibility (rating below 4/10 in the ESG proprietary tool) or exposed to major controversies. This filter excludes a minimum of 20% of issuers based on the extra-financial analysis describes before,
- fundamental stock selection based on the analysis of the value creation process assessed using financial and extra-financial indicators, the financial model relevance and the management quality,
- valuation based on multicriteria analysis (PE, EV/EBITDA, FCF yield, Sum of Part…) to assess the upside potential of the selected stocks, and
- portfolio construction weighting each stock according to its risk/rewards liquidity and diversification impact on the portfolio.

Due to the responsible investment strategy, the Sub-Fund strictly excludes the following activities:

- Tobacco production;
- Weapons production over than 10% of revenues;
- Coal production over than 10% of revenues;
- Extraction of metallurgical coal over than 10% of revenues;
- Any extraction of thermal coal;
- Unconventional oil and gas production over than 10% of revenues;
- Conventional oil and gas production over than 10% of revenues;
- Companies in severe breaches to UN Global Compact Principles.

The Sub-Fund may not invest more than 5% of its net assets in issuers with the following activities:

- Coal-based power generation over than 10% of revenues;
- Nuclear-based power generation over than 30% of revenues.

The Sub-Fund's investment strategy relies on active discretionary management using a stock picking policy. This policy is all based on fundamental analysis developed through main investment criteria such as market assessment, issuer's financial structure, management quality, issuer's market position or regular contacts with issuers. The Management Company can use different methods to detect future investment returns as valuation metrics (PE, EV/EBIT, FCF yield, dividend yield...), sum of the parts or discounted cash flows.

The Sub-Fund will invest at least two thirds of its total assets in equities of issuers having their registered office in Europe or exercising the preponderant part of their economic activities in Europe and whose business primarily focuses on infrastructure assets.

The types of infrastructure selected in the starting universe, which may considered as tangible infrastructure or immaterial infrastructure (also called "soft" infrastructure) provide essential products and/or public services (transport and logistic, satellite networks, electricity production, water treatment, waste processing, energy transport networks, renewable energy, hospitals and schools, semiconductors sector, real estate, internet and digitalized technology, building materials, etc.).The targeted activities may also include, but not limited to, technologies and equipment providers that have a proven positive impact on energy efficiency for infrastructures and mobility issues.

The main focus of the Sub-Fund is environmental and climate change transition themes as infrastructure are exposed to significant risks and opportunities related to climate change and the ecological transition. Thus, the aim is to select companies that contribute to the energy and economic transition by adopting a risk/opportunity approach taking into account climate risks. The assessment of climate risks and the contribution to the ecological transition are core to the Sub-Fund's strategy.

It is a conviction fund intended to be concentrated on a small number of issuers, between 30 and 60.

This Sub-Fund promotes environmental and social characteristics but does not commit to make investments in taxonomy-aligned environmentally sustainable activities. As such, the underlying investments of this Sub-Fund do not take into account the EU criteria for environmentally sustainable economic activities within the meaning of the Taxonomy Regulation.

*Description of categories of assets and financial contracts:*

The Sub-Fund will invest at any time within the following limits in:

- European equities or related financial derivative instruments (such as CFD or DPS): 75% to 100% of its net assets;
- Non-European equities: 0% to 25% of its net assets;

- Debt instruments: 0% to 25% of its net assets.

In case of adverse market conditions, the Sub-Fund may invest up to 25% of its net assets in money market instruments.

The proportion of the Sub-Fund's investments in UCITS or regulated AIFs open to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law, shall not exceed 10% of its net asset.

The Sub-Fund may invest in securities denominated in any currency. However, non-base currency exposure may be hedged back to the base currency to moderate currency exchange risks. More specifically, futures and currency forwards may be used for that purposes.

The Sub-Fund may use exchange traded or OTC derivatives (other than CFD and DPS) up to 40% of the Sub-Fund's net assets, including but not limited to, futures contracts and non-complex options negotiated on regulated markets for the purpose of hedging or increasing equity risk without seeking overexposure.

The Sub-Fund may use techniques and instruments relating to transferable securities and money market instruments for efficient portfolio management.

*Special consideration for French investors*: to ensure eligibility for the French *Plan d'Epargne en Actions* (PEA), the Sub-Fund will invest at least 75% of its assets in equity securities issued by issuers with their headquarters in an EEA state that has signed a tax agreement with France, including a clause on combating fraud and tax avoidance.

## 4. Initial Offering

The Sub-Fund was launched on 21 September 2007 by issuing Class I and Class A Shares at an initial price of EUR 100 per Share.

## 5. Global Exposure

The Sub-Fund's global risk exposure is monitored by using the Commitment approach. This approach measures the global exposure related to positions on financial derivative instruments ("FDIs") which may not exceed the Sub-Fund's Net Asset Value.

## 6. Investor profile

All investors, in particular investors who wish to have an exposure to European market in infrastructure's and utilities' sector and who can retain this investment for the recommended investment period.

## 7. Risk profile

The Sub-Fund's risk profile is suited for an investment horizon in excess of five years. The risks to which the investor is exposed via the Sub-Fund are the following:

- Equity risk;
- Exchange-rate risk;
- Risk of loss of capital;
- Risk of investing in derivative instruments (such as contract for difference and dynamic portfolio swap);
- ESG risk;
- Sustainability risk.

## 8. Benchmark

MSCI Europe Infrastructure Net Index

The Sub-Fund uses the benchmark for the calculation of the Performance Fee and performance comparison purposes.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund’s investment objective; this may include decisions regarding asset selection and overall level of exposure to the market. The Management Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

The reference benchmark does not intend to be consistent with the environmental or social characteristics promoted by the Sub-Fund.

## 6. BEYOND GLOBAL LEADERS

Information contained herein should be read in conjunction with the full text of the Prospectus.

### 1. Reference Currency

EUR

### 2. Classes of Shares, Management Fees, Performance Fee and Minimum Initial Subscription Amount

| Classes of Shares | Management Fees (of the net assets of the Class per annum) | Performance Fee | Minimum Initial Subscription Amount |
|---|---|---|---|
| Class I Shares EUR | Up to 1% | 10% of the positive performance net of any fees above the index Net Return* | EUR 200,000 |
| Class SI Shares EUR | Up to 0.80% | | EUR 50,000,000 |
| Class A Shares EUR | Up to 2% | | EUR 2,500 |
| Class B Shares EUR | Up to 2.25% | | N/A |
| Class N Shares EUR | Up to 1.30% | | N/A |
| Class ND Shares EUR | Up to 1.30% | | N/A |
| Class Q Shares EUR | Up to 0.50% | 5% of the positive performance net of any fees above the index Net Return* | N/A |

* The Management Company will be entitled to a Performance Fee calculated daily on the outperformance of the Sub-Fund compared to the performance of the MSCI All Countries World Index Net Return (MSCI ACWI NR Index).

In order to calculate daily the performance of each Class, the total Net Asset Value before Performance Fee is compared to the reference asset value.

The daily reference asset value for each Class equals the total net assets of the relevant Class as of the previous Valuation Day plus additional subscriptions and minus redemptions multiplied by the composite index described above. In case of redemptions, corresponding Performance Fee (if any) will be crystallised. The Performance Fee is paid yearly.

Upon request of an investor, the Management Company will provide, free of charge, examples of the Performance Fee calculation.

Class ND are distribution Shares. Interim dividends may be distributed to the shareholders of Class ND Shares twice a year upon decision of the Board of Directors.

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund's Shares.

## 3. Investment Policy

*Type of fund:*

International Equities Fund

*Investment Objective:*

The Sub-Fund seeks to outperform the MSCI All Countries World Index (Bloomberg ticker: NDEEWNR Index) on the recommended investment term. Investors' attention is drawn to the fact that the management style is discretionary and integrates environmental, social / societal and governance (ESG) criteria.

*Investment Strategy:*

The Sub-Fund is managed taking into consideration responsible and sustainable principles.

The Sub-Fund has as its objective sustainable investment within the meaning of Article 9 of SFDR. The investment strategy is geared towards law carbon economy which leaders to a lower portfolio's carbon footprint than the MSCI All Countries World Index.

The Sub-Fund considers, at least, the following objectives, and proceed to the reporting of this ESG indicators as part of the monitoring and the evolution of the portfolio's ESG performance:

- Environment: GHG emissions, airborne pollution, waterborne pollution, water consumption, land use, etc.
- Social: compensation, gender inequality, health and safety, child labor, etc.
- Governance: corruption and bribery, tax avoidance, etc.
- Global ESG quality rating.

The initial investment universe, which include up to 5000 global issuers, of which issuers from the MSCI All Countries World Net Return Index, as well as stocks identified by the Management Company based on the financial and extra-financial analysis, having already been invested in recent past years. The various criteria described below are applied to issuers selected within this initial investment universe.

From this initial investment universe, are excluded issuers with controversies or in severe breach to UN Global Compact Principles (example: human rights or fight against corruption) based on the internal approach. Moreover, a strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

In this way, the investment process and resulting stock picking take into account internal scoring with respect to both corporate responsibility and sustainability of the companies based on an extra-financial analysis through a proprietary rating model (ABA, Above & Beyond Analysis) developed internally by the Management Company. This model is centered on four pillars as further detailed below (i) corporate responsibility, (ii) sustainable transition, (iii) controversies and (iv) dialogue and engagement with issuers.

The Sub-Fund integrates also ESG criteria with regard to direct investments including the definition of the investment universe and the reporting for all companies with the "best in universe" method. There may be a sector bias.

The Sub-Fund applies a proprietary tool developed internally by the Management Company to make investment decisions. The risk exists that the models used to make these investment decisions do not perform the tasks they were designed to.

The analysis and the internal rating are based on factual data published by the companies, which may be incomplete or inaccurate, as well as continuous dialogue with company managers.

Corporate responsibility is astounding information’s pool used to anticipate companies’ risk especially looking at the interplay with their stakeholders: employees, supply chains, clients, local communities, and shareholders…, regardless of the sector of activities.

The analysis of corporate responsibility is broken down into four aspects: shareholders responsibility (board of directors and general management, accounting practices and financial risks, etc.), environmental responsibility (environmental footprint of the production chain and product life cycle or responsible supply, energy consumption and water consumption, company CO2 emissions and management of waste, etc.), responsibility towards workers and society responsibility (ethics and working conditions of the production chain, treatment of employees – safety, well-being, diversity, employee representation, wages, quality of products or services sold, etc.). Each aspect is rated independently and weighted in accordance to how material it is for the company. Each dimension is broken down into a set of criteria, which are around 25 in total. This in-depth analysis, combining qualitative and quantitative research leads to a rating out of 10.

Moreover, the monitoring of the level of controversy is taken into account directly in the corporate responsibility and may affect the rating.

The sustainable transition focuses on the positive impacts' companies generate through their activities, products and services. The aim is to identify whether a company contributes to the sustainable transition. In the model, this pillar has been broken down into 5 major themes: demographic transition (inclusion of senior citizens, access to education, etc.), medical transition (access to care, medical diagnostics, control of endemic diseases, etc.), economic transition (infrastructure development, digitalization, access to connectivity, etc.), lifestyle transition (extension of product lifestyle, circular economy, sustainable mobility, etc.) and ecological transition (renewable energies, biodiversity, green mobility, etc.). Around 34 activities which contribute to the sustainable transition have been identified and integrated into the model.

A strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

Due to the responsible investment strategy, the Sub-Fund strictly excludes the following activities:

- Tobacco production;
- Weapons production over than 10% of revenues;
- Coal production over than 10% of revenues;
- Extraction of metallurgical coal over than 10% of revenues;
- Any extraction of thermal coal;
- Unconventional oil and gas production over than 10% of revenues;
- Conventional oil and gas production over than 10% of revenues;
- Companies in severe breaches to UN Global Compact Principles.

The Sub-Fund may not invest more than 5% of its net assets in issuers with the following activities:

- Coal-based power generation over than 10% of revenues;
- Nuclear-based power generation over than 30% of revenues.

In line with the fundamental approach of the management team, the investment process is based on the following three stages:

- The first step is to exclude companies with high corporate responsibility risks (minimum score of 4/10 in our proprietary model). This selection fulfills the conditions of the French SRI label.
- The second step is based on the selection of companies identified to meet the Sub-Fund's sustainable strategy (*i.e.*, reduction in carbon emission in view of achieving the long-term global warning objectives of the Paris Agreement).
- The third step is to build a portfolio pursuant to a fundamental analysis, the liquidity and the valuation of the companies considered.

The Sub-Fund is managed taking into consideration the requirements of the French SRI label, from which the Sub-Fund benefits, which especially involves proceeding to the extra-financial analysis on at least 90% of the asset of the Sub-Fund and entails the exclusion of at least 20% of the worst share issuers from its investment universe. As such the Sub-Fund will not invest in these issuers. The Management Company has also signed the AFG-FIR-EUROSIF transparency code for SRI funds that have obtained a Label for the general public.

The Sub-Fund’s investment strategy relies on active discretionary management using a stock picking policy. This policy is all based on fundamental analysis developed through main investment criteria such as market assessment, issuer’s financial structure, management quality, issuer’s market position or regular contacts with issuers. The Management Company can use different methods to detect future investment returns as valuation metrics (PE, EV/EBIT, FCF yield, dividend yield...), sum of the parts or discounted cash flows. The Sub-Fund invests in securities from issuers worldwide.

The Sub-Fund aims to invest in issuers considered to be the "pillars" or "leaders" in the global economy, wherever their geographical location. The Management Company seeks to benefit from new structural trends across the globe by taking positions in issuers that benefit from "secular" growth rather than cyclical growth and issuers poised for gains regardless of the economic climate.

The Management Company sets out to identify companies that boast a clear competitive edge, stable of growing market share and a time-tested business model. These issuers must also post a healthy balance sheet, an attractive valuation and well-defined long-term strategies that are in line with rapidly changing global economy.

The Sub-Fund favours three areas of investment: the inclusion of the emerging middle classes and the demographic transition, technologies for health and the environment (such as ecological, lifestyle and economic transition), and finally health and well-being. The main thematic of investments are social and societal challenges with positive impact on society.

The Management Company has a strong conviction motto and will focus on a small number of issuers, between 30 and 50.

The Taxonomy Regulation aims to identify economic activities which qualify as environmentally sustainable.

The Taxonomy Regulation identifies such activities according to their contribution to six environmental objectives: (i) Climate change mitigation; (ii) Climate change adaptation; (iii) Sustainable use and protection of water and marine resources; (iv) Transition to a circular economy; (v) Pollution prevention and control; (vi) Protection and restoration of biodiversity and ecosystems.

An economic activity shall qualify as environmentally sustainable where that economic activity contributes substantially to one or more of the six environmental objectives, does not significantly harm any of the environmental objectives (“do no significant harm” or “DNSH” principle) and is carried out in compliance with the minimum safeguards laid down in Article 18 of Taxonomy Regulation. The “do no significant harm” principle applies only to those investments underlying the Sub-Fund that take into account the European Union criteria for environmentally sustainable economic activities.

The Sub-Fund is managed taking into consideration responsible and sustainable principles which directly relate to the Taxonomy Regulation's six sustainable objectives.

As indicated in its investment policy, the Sub-Fund aims to expose its assets to issuers operating in sectors which can make a substantial contribution to climate change mitigation, climate change adaptation and other environmental objectives as defined in Taxonomy Regulation. The Sub-Fund applies a proprietary tool developed internally by the Management Company to make investment decisions. The analysis of corporate responsibility is broken down into four aspects, which include environmental responsibility (environmental footprint of the production chain and product life cycle or responsible supply, energy consumption and water consumption, company CO2 emissions and management of waste, etc.). As a result, it is expected that it will invest at least a small part of its net assets in sustainable investments (including investments in enabling and transitional activities) but currently, the Sub-Fund cannot set a minimum shares in Taxonomy-aligned, transitional or enabling activities. Within this part of assets invested in sustainable investments, it can be reasonably anticipated that a small part be invested in enabling and transitional activities referred to in Article 16 and Article 10(2) of Taxonomy Regulation, respectively.

The Prospectus will be updated and the minimum shares of taxonomy-aligned environmentally sustainable activities, including the proportions of investments in enabling and transitional activities will be included therein once data availability in relation to the Taxonomy Regulation improves and stabilises and once the technical screening criteria have been published.

*Description of categories of assets and financial contracts*:

The Sub-Fund invests within the following limits in:

- Equities or related financial derivative instruments (such as CFD or DPS): 80% to 100% of its net assets;
- Debt instruments: 0% to 20% of its net assets.

In case of adverse market conditions, the Sub-Fund may invest up to 100% of its net assets in money market instruments.

The proportion of the Sub-Fund's investments in UCITS or regulated AIFs open to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law, shall not exceed 10% of its net asset.

The Sub-Fund may invest in securities denominated in any currency.

However, non base currency exposure may be hedged back to the base currency to moderate currency exchange risks. More specifically, futures and currency forwards may be used for that purposes.

The Sub-Fund may use exchange traded or OTC derivatives (other than CFD and DPS) up to 40% of the Sub-Fund's net assets, including but not limited to, futures contracts and non-complex options negotiated on regulated markets for the purpose of hedging or increasing equity exposure without seeking overexposure.

The Sub-Fund may use techniques and instruments relating to transferable securities and money market instruments for efficient portfolio management.

## 4. Initial Offering

The Sub-Fund was launched on 15 November 2010 by issuing Class I, Class A and Class B Shares at an initial price of EUR 100 per Share.

Class Q Shares have been issued on 21 March 2011 at an initial price of EUR 96.45 per Share.

## 5. Global Exposure

The Sub-Fund's global risk exposure is monitored by using the Commitment approach. This approach measures the global exposure related to positions on financial derivative instruments ("FDIs") which may not exceed the Sub-Fund's Net Asset Value.

## 6. Profile of Typical Investor

All investors, in particular investors who are looking for an opportunistic management style and who agree to be exposed to the market risks in the scope of discretionary asset allocation management, while agreeing to remain invested for a long period.

## 7. Risk Profile

The Sub-Fund’s risk profile is suited for an investment horizon in excess of five years. The risks to which the investor is exposed via the Sub-Fund are the following:

- Equity risk;
- Interest-rate risk;
- Exchange rate risk;
- Risk of investing on emerging markets;
- Risk of loss of capital;
- Risk of investing in derivative instruments (such as contract for difference and dynamic portfolio swap);
- ESG risk;
- Sustainability risk;
- Small and mid-cap companies risk.

## 8. Benchmark

MSCI All Countries World Index Net Return

The Sub-Fund uses the benchmark for the calculation of the Performance Fee and performance comparison purposes.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund’s investment objective; this may include decisions regarding asset selection and overall level of exposure to the market. The Management Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

The benchmark does not take into account the sustainable objective pursued by the Sub-Fund as the Management Company has not identified an EU Climate Transition Benchmark or an EU Paris-aligned Benchmark (as defined under Benchmark Regulation) which is available and consistent with the Sub-Fund's investment objective and strategy.

# 7. CONVERTIBLES

Information contained herein should be read in conjunction with the full text of the Prospectus.

## 1. Reference Currency

EUR

## 2. Classes of Shares, Management Fees, Performance Fee and Minimum Initial Subscription Amount

| Classes of Shares | Management Fees (of the net assets of the Class per annum) | Performance Fee | Minimum Initial Subscription Amount |
|---|---|---|---|
| Class I Shares EUR | Up to 0.90% | 15% of the positive performance net of any fees above the index with High Water Mark** | EUR 200,000 |
| Class H-I* Shares CHF | Up to 0.90% | | CHF 200,000 |
| Class H-I* Shares USD | Up to 0.90% | | USD 200,000 |
| Class SI Shares EUR | Up to 0.70% | | EUR 50,000,000 |
| Class A Shares EUR | Up to 1.60% | | EUR 2,500 |
| Class H-A* Shares CHF | Up to 1.60% | | CHF 2,500 |
| Class B Shares EUR | Up to 1.80% | | N/A |
| Class B Shares CHF | Up to 1.80% | | N/A |
| Class N Shares EUR | Up to 1.00% | | N/A |

* The costs of hedging will only be borne by the shareholders of the hedged Class.
** The Management Company will be entitled to a Performance Fee calculated daily on the positive performance of the Sub-Fund compared to the performance, net of any fees, of the Exane Euro Convertibles Index with High Water Mark.

The High Water Mark is the Net Asset Value per Share at the last Valuation Day of any performance period where a Performance Fee has been paid or failing that, the initial offer price per Share for unlaunched Classes and the Net Asset Value per Share at the last Valuation Day of December 2015 for any other Class and for the first performance period.

The performance period is the period running from 1 January to 31 December each year. The first performance period will be running from 1 January 2016.

In order to calculate daily the performance for each Class, the total Net Asset Value before Performance Fee is compared to the Reference Asset Value.

The daily reference asset value for each Class equals the total net assets of the relevant Class as of the previous Valuation Day (and for the first performance period as of the last Valuation Day of December 2015), plus additional subscriptions and minus redemptions, multiplied by the Exane Euro Convertibles Index. In case of redemptions, corresponding Performance Fee (if any) will be crystallised. The Performance Fee is paid yearly.

Upon request of an investor, the Management Company will provide, free of charge, examples of the Performance Fee calculation.

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund's Shares.

### 3. Investment Policy

*Type of fund:*

Convertible bond Fund

*Investment Objective:*

The Sub-Fund seeks to provide capital appreciation with low volatility by investing in convertibles bonds.

Investors' attention is drawn to the fact that the management style is discretionary. The portfolio composition will not attempt to replicate the composition of a benchmark index from a geographical or sectorial perspective. Even so, the Exane Euro Convertibles Index (Bloomberg ticker: EZCIEZCI Index) may be used as ex-post benchmark indicator.

*Investment Strategy*:

The investment process is made of the combination of a global bond approach and stock-picking policy. It aims to create a portfolio with a lower volatility than an underlying equity investment based on a fundamental approach and a qualitative analysis of each issuer.

The investments underlying the remaining portion of this Sub-Fund do not take into account the EU criteria for environmentally sustainable economic activities.

*Description of categories of assets and financial contracts:*

The Sub-Fund will at all times invest at least 50% of its total assets in convertible bonds exchangeable bonds and mandatory redeemable bonds of issuers having their registered office in the EU or exercising the preponderant part of their economic activities in the EU within the following limits:

- Convertible or exchangeable bonds denominated in Euro: from 50% to 100% of its assets invested in convertible, exchangeable or mandatory redeemable bonds;
- Non Euro Convertible or exchangeable bonds: at most 15% of its total assets;
- Convertible bonds rated "investment grade" or whose issuer is rated "investment grade": at least 40% of its assets invested in convertible or exchangeable bonds.

The Sub-Fund may invest in money market and debt instruments: from 0% to 50% of its total assets.

In normal market conditions, the Sub-Fund does not intend to keep all these convertibles, exchangeable bonds and mandatory redeemable bonds until the conversion date or the equities received which may be disposed of with due regards to interest of shareholders.

In addition, the Sub-Fund will invest the remaining part of its total assets in warrants, subscription rights and other bonds with any equity link.

The proportion of the Sub-Fund’s investments in UCITS or regulated AIFs open to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law, shall not exceed 10% of its net asset.

The Sub-Fund may invest in securities denominated in any currency. However, non-base currency exposure may be hedged back to the base currency to moderate currency exchange risks. More specifically, futures and currency forwards may be used for that purpose. The currency exchange risk will not represent more than 15% of the total assets of the Sub-Fund.

**4. Initial and subsequent Offering**

The Sub-Fund was launched on 17 December 2008 by issuing Class I and Class A Shares at an initial price of EUR 100 per Share.

The Fund may close this Sub-Fund to new subscriptions, should the assets of this Sub-Fund reach the amount of 200 million Euros or such other amount as the Board of Directors may determine as being appropriate, taking in account the targeted markets in terms of investment.

**5. Global Exposure**

The Sub-Fund's global risk exposure is monitored by using the Commitment approach. This approach measures the global exposure related to positions on financial derivative instruments ("FDIs") which may not exceed the Sub-Fund's Net Asset Value.

## 6. Profile of Typical Investor

All investors, in particular investors who are willing to increase their savings with an indirect exposure to equities or bonds, using securities exposed to diversified markets, while reducing at the maximum the risk of loss of the capital.

## 7. Risk Profile

The Sub-Fund's risk profile is suited for an investment horizon from two to five years.
The risks to which the investor is exposed via the Sub-Fund are the following:

- Discretionary management risk;
- Interest-rate risk;
- Credit risk;
- Risk of loss of capital;
- Equity risk;
- Exchange rate risk;
- Sustainability risk.

## 8. Benchmark

Exane Euro Convertibles Index

The Sub-Fund uses the benchmark for the calculation of the Performance Fee and performance comparison purposes.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund's investment objective; this may include decisions regarding asset selection and overall level of exposure to the market. The Management Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

## 8. MIURI

Information contained herein should be read in conjunction with the full text of the Prospectus.

### 1. Reference Currency

EUR

### 2. Classes of Shares, Management Fees, Performance Fee and Minimum Initial Subscription Amount

| Classes of Shares | Management Fees (up the net assets of the Class per annum) | Performance Fee | Minimum Initial Subscription Amount |
|---|---|---|---|
| Class I Shares EUR | Up to 1% | 20% of the positive performance net of any fees above the index* | 200,000 EUR |
| Class ID Shares EUR | Up to 1% | | 200,000 EUR |
| Class H-I** Shares CHF | Up to 1% | | 200,000 CHF |
| Class H-I** Shares USD | Up to 1% | | 200,000 USD |
| Class A Shares EUR | Up to 1.80% | | 2,500 EUR |
| Class AG Shares EUR | Up to 1.90% | | 2,500 EUR |
| Class AD Shares EUR | Up to 1.80% | | 2,500 EUR |
| Class H-A** Shares USD | Up to 1.80% | | 2,500 USD |
| Class H-A** Shares CHF | Up to 1.80% | | 2,500 CHF |
| Class B Shares EUR | Up to 2% | | N/A |
| Class BG Shares EUR | Up to 2.10% | | N/A |
| Class N Shares EUR | Up to 1.10% | | N/A |
| Class Q Shares EUR | Up to 0.2% | N/A | N/A |

* The Management Company will be entitled to a Performance Fee calculated daily on the performance of the Sub-Fund compared to the performance of the EONIA index.

In order to calculate daily the performance, the total Net Asset Value before performance fee is compared to the reference asset value.

The daily reference asset value for each Class equals the total net assets of the relevant Class as of the previous Valuation Day, plus additional subscriptions and minus redemptions multiplied by the EONIA index. In case of redemptions, corresponding Performance Fee (if any) will be crystallised. The Performance Fee is paid yearly.

Upon request of an investor, the Management Company will provide, free of charge, examples of the Performance Fee calculation.

Class ID and AD are distribution Shares. Interim dividends may be distributed to the shareholders of Class ID and/or AD Shares twice a year upon decision of the Board of Directors.

**The costs of hedging will only be borne by the shareholders of the hedged Class. The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund's Shares.

## 3. Investment Policy

*Type of Fund:*

Absolute Return Fund

*Investment Objective:*

The Sub-Fund seeks to achieve a higher annual performance than the risk-free rate represented by the EONIA rate. The Management Company's team will try to reach this target with an average annual volatility around 5% in normal market conditions, throughout the recommended investment period.

*Investment Strategy*:

The Sub-Fund's strategy qualifies as absolute return equity and such strategy relies on fundamental financial analysis. It invests in equities issued by European issuers (EEA plus Switzerland). The gross equity exposure associated with investments of the Sub-Fund (Longs and Shorts) cannot exceed 200% of the net assets of the Sub-Fund. With a net exposure limited to +/- 30% of the assets under management, it is not significantly dependent on the equity market trends and the performance depends essentially on the Management Company's capacity in identifying equities that have the characteristics to outperform their market indexes or their sector indexes.

More precisely, the strategy of the Sub-Fund is based on:

- Management Company's capacity in identifying the securities that can potentially outperform their market index. To reach this objective, the Management Company buys equities that could outperform and sells at the same time a future contract on market index. The performance will come from the difference of performance between the equity bought and the index sold.

- Management Company's capacity in identifying the securities that can potentially outperform their sector index, or another related sector. To reach this objective, the Management Company buys equities that could outperform their sector of activity or a related sector and sells at the same time a future contract on the sector index (even ETF). The performance will come from the difference of performance between the equity bought and the future contract on sector index or related one sold.

The investments underlying the remaining portion of this Sub-Fund do not take into account the EU criteria for environmentally sustainable economic activities.

*Description of categories of assets and financial contracts:*

The Sub-Fund may at any time invest in:

- Equities issued in Europe (EEA, Switzerland and UK) or equivalent financial instruments (such as ETF, futures, CFD and/or DPS, etc.): from 0 to 100% of its net assets;
- Equities issued out of EEA, Switzerland and UK: up to 5% of its net assets;
- Equities with total market capitalisation below 150 million Euros: up to 5% of its net assets;
- Euro zone Ordinary Bonds, convertibles bonds or equivalent: from 0% to 100% of its net assets;
- Money market instruments or deposits, from 0 to 100% of its net assets;
- In other financial instruments: up to 10% of its net assets.

The exchange risk will not exceed 10% of the net assets of the Sub-Fund.

The proportion of the Sub-Fund's investments in UCITS or regulated AIFs open to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law, including ETFs, shall not exceed 10% of its net asset.

For the purpose of hedging or increasing equity or currency risk without seeking overexposure, the Sub-Fund also operates on regulated markets of futures on European indexes and future on sectors (included or not in a DPS), as well as in UCITS, including UCITS qualifying as ETFs.

The Sub-Fund may use neither options nor any complex financial instrument requiring a valuation through the probabilistic method.

The Sub-Fund also operates on the foreign exchange markets to cover investments realised outside the euro area or relating to the United Kingdom, Switzerland or Scandinavia.

## 4. Initial Offering

The Sub-Fund was launched on 14 December 2011 by issuing Class I, Class B and Class Q Shares at an initial price of EUR 100 per Share.

## 5. Global Exposure

The Sub-Fund's global risk exposure is monitored by using the Commitment approach. This approach measures the global exposure related to positions on financial derivative instruments ("FDIs") which may not exceed the Sub-Fund's Net Asset Value.

## 6. Profile of Typical Investor

All investors, in particular investors looking for a European share market exposure with no reference to any market index.

The Sub-Fund is aimed at investors who agree to be exposed to all risks set forth in the risk profile of the Sub-Fund.

## 7. Risk Profile

The Sub-Fund's risk profile is suited for an investment horizon from two to five years. The risks to which the investor is exposed via the Sub-Fund are the following:

- Discretionary management risk;
- Equity risk;
- Counterparty risk;
- Securities liquidity risk;
- Risk of loss of capital;
- Interest-rate risk;
- Exchange rate risk;
- Risk of investing in derivative instruments (such as contract for difference and dynamic portfolio swap);
- Sustainability risk.

## 8. Limitation of subscription

*Class I, ID, H-I, A, AD, H-A, B and N, Shares:*

From a date to be determined by the Board of Directors, and in order to manage subscription in flow in Class I, ID, H-I, A, AD, H-A B and N Shares, the Board of Directors shall require payment of a 3% sales commission in favour of the Management Company or of the Fund.

Class I, ID, H-I, A, AD, H-A, B and N Shares are open to subscriptions, but the Board of Directors may decide to close these Classes to new subscriptions or new investors if necessary to protect the interests of existing shareholders or that Class I, ID, H-I, A, AD, H-A, B and N Shares, from a date to be determined by the Board of Directors, shall only be subscribed through existing distributors, the list of which will be available at the registered office of the Fund. The Board of Directors may reopen these Classes to subscription if the conditions which required the closure no longer prevail.

Information regarding the above limitation shall be made available at the registered office of the Management Company and be posted on the following website www.dnca-investments.com.

*Class AG and Class BG Shares:*

Class AG and Class BG Shares are open to subscription through specific distributors selected and during the period decided by the Board of Directors.

**9. Benchmark**

EONIA index

The Sub-Fund uses the benchmark for the calculation of the Performance Fee and performance comparison purposes.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund's investment objective; this may include decisions regarding asset selection and overall level of exposure to the market. The Management Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

## 9. SRI EUROPE GROWTH[4]

Information contained herein should be read in conjunction with the full text of the Prospectus.

### 1. Reference Currency

EUR

### 2. Classes of Shares, Management Fees, Performance Fee and Minimum Initial Subscription Amount

| Classes of Shares | Management Fees (of the net assets of the Class per annum) | Performance Fee | Minimum Initial Subscription Amount |
|---|---|---|---|
| Class I Shares EUR | Up to 1% | 20% of the positive net of any fee above the index* | 200,000 EUR |
| Class ID Shares EUR | Up to 1% | | 200,000 EUR |
| Class IG Shares EUR | Up to 1.50% | | 200,000 EUR |
| Class H-I** Shares CHF | Up to 1% | | 200,000 CHF |
| Class H-I** Shares USD | Up to 1% | | 200,000 USD |
| Class A Shares EUR | Up to 2.00% | | 2,500 EUR |
| Class AD Shares EUR | Up to 2% | | 2,500 EUR |
| Class H-A** Shares CHF | Up to 2% | | 2,500 CHF |
| Class H-A** Shares USD | Up to 2% | | 2,500 USD |
| Class B Shares EUR | Up to 2.40% | | N/A |
| Class F Shares EUR | Up to 0.80% | | 50,000,000 EUR |
| Class N Shares EUR | Up to 1.30% | | N/A |
| Class ND Shares EUR | Up to 1.30% | | N/A |
| Class Q Shares EUR | Up to 0.20% | N/A | N/A |

* The Management Company will be entitled to a Performance Fee calculated daily on the positive performance of the Sub-Fund compared to the performance of the STOXX EUROPE 600 Net Return (NR) Index.

[4] "SRI" means socially responsible investment.

In order to calculate daily the performance, the total Net Asset Value before performance fee is compared to the reference asset value.

The daily reference asset value for each Class equals the total net assets of the relevant Class as of the previous Valuation Day, plus additional subscriptions and minus redemptions multiplied by the STOXX EUROPE 600 NR index. In case of redemptions, corresponding Performance Fee (if any) will be crystallised. The Performance Fee is paid yearly.

Upon request of an investor, the Management Company will provide, free of charge, examples of the Performance Fee calculation.

Class ID, AD and ND are distribution Shares. Interim dividends may be distributed to the shareholders of Class ID, AD and/or ND Shares twice a year upon decision of the Board of Directors.

**The costs of hedging will only be borne by the shareholders of the hedged Class. The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund's Shares.

## 3. Investment Policy

*Type of Fund:*

European Equities Fund

*Investment Objective:*

The Sub-Fund seeks to outperform pan-European equity markets over the recommended investment period. The STOXX EUROPE 600 Net Return EUR index (Bloomberg ticker: SXXR Index), calculated with dividends reinvested, is provided for a posteriori comparison purposes. Investors' attention is drawn to the fact that the management style is discretionary and integrates environmental, social / societal and governance (ESG) criteria.

*Investment Strategy*:

To achieve its investment objective, the Sub-Fund's investment strategy relies on active discretionary management aimed at investing in high-quality pan-European growth stocks. The selection process is based on picking stocks according to their intrinsic worth (an in-depth analysis of fundamentals is conducted in-house), not on the composition of the benchmark index.

The management process is based solely on fundamental financial analysis. This consists in identifying issuers which should able to meet the 8 following selection criteria:

- A future organic growth superior to 5% per year;
- High barriers to entry (technology, brand, know-how, assets, regulation, etc.) that could discourage potential new competitors;
- An attractive valuation;
- Profitability improvement;
- Abundant cash flow;
- Strong balance sheet;
- Value creation;
- Quality management team.

It is a conviction fund intended to be concentrated on a small number of issuers, around forty. Investments may therefore be concentrated on a limited number of stocks; there must nevertheless be at least 20 stocks in the portfolio.

In addition, with the management style as described above, the Sub-Fund is managed taking into consideration responsible and sustainable principles.

The Sub-Fund promotes environmental and/or social characteristics within the meaning of Article 8 of SFDR.

The Sub-Fund considers, at least, the following objectives, and proceed to the reporting of this ESG indicators as part of the monitoring and the evolution of the portfolio's ESG performance:

- Environment: GHG emissions, airborne pollution, waterborne pollution, water consumption, land use, etc.
- Social: compensation, gender inequality, health and safety, child labor, etc.
- Governance: corruption and bribery, tax avoidance, etc.
- Global ESG quality rating.

The initial investment universe, which include up to 2500 issuers, identified through financial and extra-financial approach as high-quality pan-European growth stocks and which may belong to the MSCI Nordic Countries Index, the STOXX Europe 600 and the MSCI Europe SMID Index, as well as stocks identified by the Management Company based on the financial and extra-financial analysis, having already been invested in recent past years. The SRI approach is applied on the selected issuers from the initial investment universe.

From this initial investment universe, are excluded issuers with controversies or in severe breach to UN Global Compact Principles (example: human rights or fight against corruption) based on the internal approach. Moreover, a strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

In this way, the investment process and resulting stock picking take into account internal scoring with respect to both corporate responsibility and sustainability of companies based on an extra-financial analysis trough a proprietary tool developed internally by the Management Company, with the "best in universe" method. There may be a sector bias.

The risk exists that the models used to make these investment decisions do not perform the tasks they were designed to. The use of the proprietary tool relies on the experience, relationships and expertise of the Management Company.

Corporate responsibility is a useful information's pool used to anticipate companies' risks especially looking at the interplay with their stakeholders: employees, supply chains, clients, local communities, and shareholders…, regardless of the sector of activities.

The analysis of corporate responsibility is broken down into four aspects: shareholders responsibility (board of directors and general management, accounting practices and financial risks, etc.), environmental responsibility (environmental footprint of the production chain and product life cycle or responsible supply, energy consumption and water consumption, company CO2 emissions and management of waste, etc.), responsibility towards workers and society responsibility (ethics and working conditions of the production chain, treatment of employees – safety, well-being, diversity, employee representation, wages, quality of products or services sold, etc.). Each aspect is rated independently and weighted in accordance to how material it is for the company. Each dimension is broken down into a set of criteria, which are around 25 in total. This in-depth analysis, combining qualitative and quantitative research leads to a rating out of 10.

Moreover, the monitoring of the level of controversy is taken into account directly in the corporate responsibility and may affect the rating.

The sustainable transition focuses on the positive impacts' companies generate through their activities, products and services. The aim is to identify whether a company contributes to the sustainable transition. In the model, this pillar has been broken down into 5 major themes: demographic transition (inclusion of senior citizens, access to education, etc.), medical transition (access to care, medical diagnostics, control of endemic diseases, etc.), economic transition (infrastructure development, digitalization, access to connectivity, etc.), lifestyle transition (extension of product lifestyle, circular economy, sustainable mobility, etc.) and ecological transition (renewable energies, biodiversity, green mobility, etc.). Around 34 activities which contribute to the sustainable transition have been identified and integrated into the model.

The analysis and the internal rating are based on factual data published by the companies, which may be incomplete or inaccurate, as well as continuous dialogue with company managers.

A strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

Due to the responsible investment strategy, the Sub-Fund strictly excludes the following activities:

- Tobacco production;
- Weapons production over than 10% of revenues;
- Coal production over than 10% of revenues;
- Extraction of metallurgical coal over than 10% of revenues;
- Any extraction of thermal coal;
- Unconventional oil and gas production over than 10% of revenues;

- Conventional oil and gas production over than 10% of revenues;
- Companies in severe breaches to UN Global Compact Principles.

The Sub-Fund may not invest more than 5% of its net assets in issuers with the following activities:

- Coal-based power generation over than 10% of revenues;
- Nuclear-based power generation over than 30% of revenues.

Based on the conviction that the improvement of the best practice of issuers selected by the Management Company contributes to protect the client's investment value, the management team has put in place a dialogue and engagement approach which aim to improve the consideration of ESG issues (corporate responsibility and sustainable transition) of issuers selected. This approach is based on a continuous interaction with issuers and the progress and achievements of issuer's engagement, through the analysis made in the proprietary tool of the Management Company. Interactions with issuers and site visits are the heart of our investment process and aim to contribute to the general enhancement of market practices and transparency on ESG issues.

The result of the SRI approach will be binding on the Management Company.

In line with the fundamental approach of the management team, the investment process is based on the following three stages:

- Selection of the investment universe combining a financial (quantitative and micro-economic) and extra-financial (qualitative) approach with two successive steps:
  - the selection of issuers pursuant to the financial approach described above,
  - the exclusion of issuers which have a high-risk profile in terms of corporate responsibility (rating below 2/10 in the ESG proprietary tool) or exposed to major controversies. This filter excludes a minimum of 20% of issuers based on the extra-financial analysis describes before.
- Structuration of the portfolio with a macroeconomic approach.
- Build the portfolio taking into consideration the regulatory constraints and the investment process in order to establish the final selection.

The Sub-Fund is managed taking into consideration the requirements of the French SRI label, from which the Sub-Fund benefits, which especially involves proceeding to the extra-financial analysis on at least 90% of the asset of the Sub-Fund and entails the exclusion of at least 20% of the worst share issuers from its investment universe. As such the sub-Fund will not invest in these issuers. The Management Company has also signed the AFG-FIR-EUROSIF transparency code for SRI funds that have obtained a Label for the general public.

This Sub-Fund promotes environmental and social characteristics but does not commit to make investments in taxonomy-aligned environmentally sustainable activities. As such, the underlying investments of this Sub-Fund do not take into account the EU criteria for environmentally sustainable economic activities within the meaning of the Taxonomy Regulation.

*Description of categories of assets and financial contracts:*

The Sub-Fund may at any time invest in:

- equities of issuers having their registered office in the EU or related financial derivative instruments (such as CFD or DPS): from 60% to 100% of its net assets;
- equities outside the EU: from 0% to 40% of its net assets;
- corporate or government fixed income securities denominated in Euro: from 0% to 25% of its net assets.

At least 50% of the Sub-Fund's assets shall be invested in stocks of issuers belonging to the STOXX EUROPE 600 Net Return index. Investment in small and mid-cap stocks (less than EUR 3 billion) may not exceed 50% of the Sub-Fund's net assets. The Sub-Fund may be exposed to emerging markets for 5% of its net assets.

Exposure to exchange risk may reach 100% of the Sub-Fund's net assets.

Corporate or government fixed income securities shall mainly be selected from the "Investment grade" category. The proportion of speculative issues may not represent more than 10% of the Sub-Fund's net assets.

*Special consideration for French investors:* to ensure eligibility for the French *Plan d'Epargne en Actions* (PEA), the Sub-Fund will invest at least 75% of its assets in equity securities issued by issuers with their headquarters in an EEA state that has signed a tax agreement with France, including a clause on combating fraud and tax avoidance.

The proportion of the Sub-Fund's investments in UCITS or regulated AIFs open to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law, shall not exceed 10% of its net asset.

The Sub-Fund may use exchange traded or OTC derivatives (other than CFD and DPS) up to 40% of the Sub-Fund's net assets, including but not limited to, futures contracts and non-complex options negotiated on regulated markets for the purpose of hedging or increasing equity exposure without seeking overexposure.

The Sub-Fund may use neither options nor any complex financial instrument requiring a valuation through the probabilistic method.

The Sub-Fund also operates on the foreign exchange markets to cover investments realised outside the euro area.

## 4. Initial Offering

The Sub-Fund was launched on 28 December 2012 by issuing Class I, Class B and Class A Shares at an initial price of EUR 100 per Share. Class F will be launched at another date, on the decision of the Board of Directors.

## 5. Global Exposure

The Sub-Fund's global risk exposure is monitored by using the Commitment approach. This approach measures the global exposure related to positions on financial derivative instruments ("FDIs") which may not exceed the Sub-Fund's Net Asset Value.

## 6. Profile of Typical Investor

All investors, in particular investors looking for a European share market exposure. The Sub-Fund is aimed at investors who agree to be exposed to all risks set forth in the risk profile of the Sub-Fund.

## 7. Risk Profile

The Sub-Fund's risk profile is suited for an investment horizon of five years. The risks to which the investor is exposed via the Sub-Fund are the following:

- Discretionary management risk;
- Equity risk;
- Securities liquidity risk;
- Risk of loss of capital;
- Interest-rate risk;
- Exchange rate risk;
- Risk of investing in derivative instruments;
- Credit risk;
- Counterparty risk;
- Convertible and/or exchangeable bonds risk;
- ESG risk;
- Sustainability risk.

## 8. Benchmark

STOXX EUROPE 600 Net Return EUR index

The Sub-Fund uses the benchmark for the calculation of the Performance Fee and performance comparison purposes.

The benchmark is also used as a reference point for portfolio construction as at least 50% of the Sub-Funds’ assets shall be invested in stocks of issuers belonging to the benchmark.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund’s investment objective. The Sub-Fund may take positions whose weightings diverge from the benchmark and will invest less than 50% of its assets in securities which are not included in the benchmark. The investment strategy will restrict the extent to which the portfolio holdings may deviate from the benchmark. This deviation may be limited.

The reference benchmark does not intend to be consistent with the environmental or social characteristics promoted by the Sub-Fund.

# 10. ARCHER MID-CAP EUROPE

Information contained herein should be read in conjunction with the full text of the Prospectus.

## 1. Reference Currency

EUR

## 2. Classes of Shares, Management Fees, Performance Fee and Minimum Initial Subscription Amount

| Classes of Shares | Management Fees (of the net assets of the Class per annum) | Performance Fee | Minimum Initial Subscription Amount |
|---|---|---|---|
| Class I Shares EUR | Up to 1.00% | 20% of the positive performance net of any fees above the index* | 200,000 EUR |
| Class ID Shares EUR | Up to 1.00% | | 200,000 EUR |
| Class SI Shares EUR | Up to 0.80% | | 50,000,000 EUR |
| Class A Shares EUR | Up to 1.60% | | 2,500 EUR |
| Class B Shares EUR | Up to 2.00% | | N/A |
| Class N Shares EUR | Up to 1.30% | | N/A |
| Class Q Shares EUR | Up to 0.2% | N/A | N/A |

Class ID are distribution Shares. Interim dividends may be distributed to the shareholders of Class ID Shares twice a year upon decision of the Board of Directors.

* The Management Company will be entitled to a Performance Fee calculated daily on the positive performance of the Sub-Fund compared to the performance of the MSCI EUROPE MID CAP Net Return Euro Index.

In order to calculate daily the performance, the total Net Asset Value before performance fee is compared to the reference asset value.

The daily reference asset value for each Class equals the total net assets of the relevant Class as of the previous Valuation Day, plus additional subscriptions and minus redemptions multiplied by MSCI EUROPE MID CAP Net Return Euro Index. In case of redemptions, corresponding Performance Fee (if any) will be crystallised. The Performance Fee is paid yearly.

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Sub-Fund.
Upon request of an investor, the Management Company will provide, free of charge, examples of the Performance Fee calculation.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund's Shares.

**3. Investment Policy**

*Type of funds:*

European Mid Cap Equities Fund

*Investment Objective:*

The Sub-Fund seeks to achieve superior long-term risk adjusted returns (i.e. returns adjusted for volatility) by investing primarily in equities and equity related securities of medium sized and smaller European companies over the recommended investment term (five years). Investors' attention is drawn to the fact that the management style is discretionary and integrates environmental, social / societal and governance (ESG) criteria. The portfolio composition will not attempt to replicate the composition of a benchmark index from a geographical or sectorial perspective. Even so, MSCI EUROPE MID CAP Net Return Euro Index (Bloomberg ticker: M7EUMC) may be used as an ex-post benchmark indicator.

*Investment Strategy:*

The Sub-Fund will at all times invest at least 75% of its total assets in equities issuers having their registered office in Europe or domiciled or listed in Europe or exercising the preponderant part of their economic activities in Europe (hereinafter "European Equities").

The Sub-Fund's investment strategy relies on active discretionary management and stock selection based upon fundamental financial analysis. The manager seeks to identify shares trading below the Management Company's estimate of intrinsic value and asymmetric risk reward opportunities whilst paying attention to portfolio volatility.

Idea generation stems from a combination of various quantitative screening & qualitative factors. The Management Company carefully evaluates industry dynamics, entry barriers, the company's competitive positioning within the industry, its competitive advantage (if any), management quality, incentives and alignment as well as growth and reinvestment prospects. The company's normalised, projected, historical profitability, cash conversion and return on capital are assessed. Attention is paid to the variations between reported earnings and cash generation, off balance sheet liabilities and asset values.

Valuation is based upon different criteria and varies among industry – typical valuation ratios considered include PE, EV/EBIT, EV/ EBITDA, EV / NOPAT, FCF yield, Price / Book and EV / Sales. Valuation is assessed using private market transactions, past and present public market multiples, sum of the parts and discounted cash-flow methodology.
The Management Company expects that the majority of the Sub-Fund's equity investments will be made in companies which have acceptable returns on capital, reinvestment opportunities and some form of competitive edge.

A smaller portion of equity investments will be made in companies the Management Company considers to be undergoing material change, including through restructuring, consolidation, recovery from depressed profitability, the appointment of new management or the restructuring of the balance sheet.

Complementary to the stock-picking geographical, sectorial, thematic trends and the macro-economic environment may be taken into consideration in portfolio construction. The Sub-Fund will hold a diversified portfolio avoiding overexposure to any one sector or geographic zone. Position sizing is a function of conviction and liquidity, portfolio is monitored on a continuous basis and holdings that do not meet our criteria are evaluated for disposal.

In addition, with the management style as described above, the Sub-Fund is managed taking into consideration responsible and sustainable principles.

The Sub-Fund promotes environmental and/or social characteristics within the meaning of Article 8 of SFDR.

The Sub-Fund considers, at least, the following objectives, and provides to the reporting of the ESG indicators as part of the monitoring and the evolution of the portfolio's ESG performance:

- Environmental: GHG emissions, airborne pollution, waterborne pollution, water consumption, land use, etc.
- Social: compensation, gender inequality, health and safety, child labor, etc.
- Governance: corruption and bribery, tax avoidance, etc.
- Global ESG quality rating.

The initial investment universe, which include up to 2500 issuers, is based on issuers with mid and small capitalization followed by the management company and having their registered office, domiciliated or listed in Europe and which may be belong to the main Small & Mid Cap index such as: the MSCI Europe Mid Cap Net Return Euro Index or MSCI Europe Small Cap net Return Euro Index, as well as stocks identified by the Management Company based on the financial and extra-financial analysis, having already been invested in recent past years. The SRI approach is applied on the selected issuers from the initial investment universe.

From this initial investment universe, are excluded issuers with controversies or in severe breach to UN Global Compact Principles (example: human rights or fight against corruption) based on the internal approach. Moreover, a strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

In this way, the investment process and resulting stock picking take into account internal scoring with respect to both corporate responsibility and sustainability of companies based on an extra-financial analysis through a proprietary rating model (ABA, Above & Beyond Analysis) developed internally by the Management Company. This model is centered on four pillars as further detailed below (i) corporate responsibility, (ii) sustainable transition, (iii) controversies and (iv) dialogue and engagement with issuers.

The risk exists that the models used to make these investment decisions do not perform the tasks they were designed to. The use of the proprietary tool relies on the experience, relationships and expertise of the Management Company, with the "best in universe" method. There may be a sector bias.

The Sub-Fund integrates also ESG criteria with regard to direct investments including the definition of the investment universe and the reporting for all companies.

Corporate responsibility is a useful information's pool used to anticipate companies' risks especially looking at the interplay with their stakeholders: employees, supply chains, clients, local communities, and shareholders…, regardless of the sector of activities.

The analysis of corporate responsibility is broken down into four aspects: shareholders responsibility (board of directors and general management, accounting practices and financial risks, etc.), environmental responsibility (environmental footprint of the production chain and product life cycle or responsible supply, energy consumption and water consumption, company CO2 emissions and management of waste, etc.), responsibility towards workers and society responsibility (ethics and working conditions of the production chain, treatment of employees – safety, well-being, diversity, employee representation, wages, quality of products or services sold, etc.). Each aspect is rated independently and weighted in accordance to how material it is for the company. Each dimension is broken down into a set of criteria, around 25 in total. This in-depth analysis, combining qualitative and quantitative research leads to a rating out of 10.

Moreover, the monitoring of the level of controversy is taken into account directly in the corporate responsibility and may affect the rating.

The sustainable transition focuses on the positive impacts' companies generate through their activities, products and services. The aim is to identify whether a company contributes to the sustainable transition. In the model, this pillar has been broken down into 5 major themes: demographic transition (inclusion of senior citizens, access to education, etc.), medical transition (access to care, medical diagnostics, control of endemic diseases, etc.), economic transition (infrastructure development, digitalization, access to connectivity, etc.), lifestyle transition (extension of product lifestyle, circular economy, sustainable mobility, etc.) and ecological transition (renewable energies, biodiversity, green mobility, etc.). Around 34 activities which contribute to the sustainable transition have been identified and integrated into the model.

The analysis and the internal rating are based on factual data published by the companies which may be incomplete or inaccurate, as well as continuous dialogue with company managers.

A strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

Based on the conviction that the improvement of the best practice of issuers selected by the Management Company contributes to protect the client's investment value, the management team has put in place a dialogue and engagement approach which aim to improve the consideration of ESG issues (corporate responsibility and sustainable transition) of the issuers selected. This approach is based on a continuous interaction with issuers and the progress and achievements of issuer's engagement, through the analysis made in the proprietary tool of the Management Company. Interactions with issuers and site visits are the heart of our investment process and aim to contribute to the general enhancement of market practices and transparency on ESG issues.

More information about the proprietary rating model is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

The result of the ESG approach is adhered by the Management Company.

In line with the fundamental approach of the management team, the investment process is based on the selection of the investment universe combining a financial (quantitative and micro-economic) and extra-financial (qualitative) approach with two successive steps:

- the selection of issuers pursuant to the financial approach described above, and
- the exclusion of issuers which have a high-risk profile in terms of corporate responsibility (rating below 2/10 in the ESG proprietary tool) or exposed to major controversies. This filter excludes a minimum of 20% of issuers based on the extra-financial analysis describes before.

The Sub-Fund is managed taking into consideration the requirements of the French SRI label, which the Sub-Fund adheres, which involves proceeding to the extra-financial analysis on at least 90% of the securities held by the Sub-Fund and entails the exclusion of at least 20% of the worst share issuers from its investment universe. As such the Sub-Fund will not invest in these issuers. The Management Company has also signed the AFG-FIR-EUROSIF transparency code for SRI funds that have obtained a Label for the general public.

Strategic orientations regarding responsible investing are decided by an ESG committee of the Management Company.

This Sub-Fund promotes environmental and social characteristics but does not commit to make investments in taxonomy-aligned environmentally sustainable activities. As such, the underlying investments of this Sub-Fund do not take into account the EU criteria for environmentally sustainable economic activities within the meaning of the Taxonomy Regulation.

*Description of categories of assets and financial contracts:*

The Sub-Fund may at any time invest in:

- Equities issued, domiciled or listed in Europe (EEA, Switzerland and UK) or equivalent financial instruments (such as ETF, futures, CFD and/or DPS, etc.): from 75% to 100% of its net assets;
- Equities issued, domiciled or listed out of EEA, Switzerland and UK: up to 25% of its net assets;
- Equities with total market capitalisation below 100 million up to 10% of its net assets;
- Fixed income securities (such as Euro zone Government Bonds, corporate bonds, convertible bonds or equivalent): from 0% to 25% of its net assets;
- money-market instruments or deposits: from 0 to 25% of its net assets;
- other financial instruments up to 10% of its net assets.

The Sub-Fund may invest in fixed income securities and money market instruments from issuers of the public or private sector, depending on market opportunities without any constraint in terms of rating or duration. Nevertheless, investment in "speculative grade" or non-rated debt securities (i.e. which have a Standard & Poor's rating below A-3 short term rating or BBB- long-term rating or equivalent) may not exceed 20% of its net assets. The Sub-Fund shall not solely base its investment decisions and its risk assessment on the ratings assigned by independent rating agencies but shall also proceed to its own analysis of credit.

The Sub-Fund may be exposed to emerging markets for up to 10% of its net assets.

In all cases, the Sub-Fund will not invest in securities which qualify as distressed or as "in default". Fixed income securities which may be downgraded during their lifetime will be disposed of as soon as possible with due regards to the interest of shareholders.

*Special consideration for French investors*: To ensure eligibility for French *Plan d'Epargne en Actions* (PEA) the Sub-Fund will invest at least 75% of its assets in equities securities issued by companies which have their head office in an EEA state that has signed a tax agreement with France, including a clause on combating fraud and tax avoidance.

The proportion of the Sub-Fund's investments in UCITS, or regulated AIFs open to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law (including ETFs), shall not exceed 10% of its net asset.

The Sub-Fund may invest in securities denominated in any currency. However, non-base currency exposure may be hedged back to the base currency to moderate currency exchange risks. More specifically, futures and currency forwards may be used for that purposes.

The Sub-Fund may use exchange traded or OTC derivatives up to 25% of the Sub-Fund's net assets, including but not limited to, futures contracts and non-complex options negotiated on regulated markets for the purpose of hedging or increasing equity exposure without seeking overexposure.

The Sub-Fund can also operate on the foreign exchange markets to cover investments realised in other currency than European currencies and major internationally traded currency.

## 4. Initial Offering

The Sub-Fund was launched on 24 June 2016 by issuing Class I, Class B, Class A and Class Q Shares at an initial price of EUR 100 per Share. Class N will be launched at another date, on the decision of the Board of Directors.

## 5. Global Exposure

The Sub-Fund's global risk exposure is monitored by using the Commitment approach. This approach measures the global exposure related to positions on financial derivative instruments ("FDIs") which may not exceed the Sub-Fund's Net Asset Value.

## 6. Profile of Typical Investor

The Sub-Fund is suitable for investors looking for a Mid-Cap European equity market exposure over at least a 5-year investment period with no reference to any market index and as described in the investment policy above.

The Sub-Fund is aimed at investors who agree to be exposed to all risks set forth in the risk profile of the Sub-Fund.

## 7. Risk Profile

The Sub-Fund's risk profile is suited for an investment horizon in excess of five years. The risks to which the investor is exposed via the Sub-Fund are the following:

- Discretionary management risk;
- Equity risk;
- Counterparty risk;
- Credit Risk;
- Risk of loss of capital;
- Interest-rate risk;
- Exchange rate risk;
- Liquidity Risk;
- Risk of investing in derivative instruments (such as contract for difference and dynamic portfolio swap);
- Risk of investing on emerging markets;
- ESG risk;
- Sustainability risk.

## 8. Benchmark

MSCI EUROPE MID CAP Net Return Euro Index

The Sub-Fund uses the benchmark for the calculation of the Performance Fee and performance comparison purposes.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund’s investment objective; this may include decisions regarding asset selection and overall level of exposure to the market. The Management Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

The reference benchmark does not intend to be consistent with the environmental or social characteristics promoted by the Sub-Fund.

## 11. SRI NORDEN EUROPE[5]

Information contained herein should be read in conjunction with the full text of the Prospectus.

### 1. Reference Currency

EUR

### 2. Classes of Shares, Management Fees, Performance Fee and Minimum Initial Subscription Amount

| Classes of Shares | Management Fees (of the net assets of the Class per annum) | Performance Fee | Minimum Initial Subscription Amount |
|---|---|---|---|
| Class I Shares EUR | Up to 1% | 20% of the positive performance net of any fee above the composite index* | 200,000 EUR |
| Class ID Shares EUR | Up to 1% | | 200,000 EUR |
| Class A Shares EUR | Up to 1.80% | | 2,500 EUR |
| Class B Shares EUR | Up to 2.40% | | N/A |
| Class N Shares EUR | Up to 1.05% | | N/A |
| Class Q Shares EUR | Up to 0.20% | N/A | N/A |

Class ID are distribution Shares. Interim dividends may be distributed to the shareholders of Class ID Shares twice a year upon decision of the Board of Directors.

* The Management Company will be entitled to a Performance Fee calculated daily on the positive performance of the Sub-Fund compared to the performance of the following composite net return index denominated in Euro: 40% MSCI Nordic, 35% DAX, 15% SMI, 10% MSCI UK TR UK Net Local Currency.

In order to calculate daily the performance, the total Net Asset Value before Performance Fee is compared to the reference asset value.

The performance period is the period running from 1 January to 31 December each year. The first performance period will however be running from the launch date of the relevant Class of Shares to 31 December of the relevant year.

The daily reference asset value for each Class equals the total net assets of the relevant Class as of the previous Valuation Day (and for the first performance period as of the first

[5] "SRI" means socially responsible investment.

Valuation Day), plus additional subscriptions and minus redemptions multiplied by the composite Index. In case of redemptions, corresponding Performance Fee (if any) will be crystallised. The Performance Fee is paid yearly.

Upon request of an investor, the Management Company will provide, free of charge, examples of the Performance Fee calculation.

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund's Shares.

### 3. Investment Policy

*Type of fund:*

European Equities Fund

*Investment Objective:*

The Sub-Fund seeks to outperform the following composite net return index denominated in Euro: 40% MSCI Nordic (Bloomberg ticker: M7ND Index), 35% DAX (Bloomberg ticker: DAX Index), 15% SMI (Bloomberg ticker: SMIC Index), 10% MSCI UK TR UK Net Local Currency (Bloomberg ticker: NDDLUK Index) calculated with dividends net of withholding taxes reinvested, over the recommend investment term. Investors' attention is drawn to the fact that the management style is discretionary and integrates environmental, social / societal and governance (ESG) criteria.

*Investment Strategy*:

The Sub-Fund will invest at all times at least 90% of its total assets in equities of issuers listed on North European stock exchanges (Britain, Ireland, Benelux, Norway, Sweden, Finland, Denmark, Germany, Swiss, Austria), in all market capitalisation or exercising the preponderant part of their economic activities in the North of Europe.

The selection process carried out by the Management Company is based on picking stocks according to their intrinsic worth (an in-depth analysis of fundamentals is conducted in-house), as opposed to a mere replication of the composition of the benchmark index.

It is a conviction fund intended to be concentrated on a small number of issuers, between 30 and 60. Investments may therefore be concentrated on a limited number of stocks.

The Sub-Fund's portfolio is allocated between two sectors with distinct investment criteria:

1. A non-financial sector envelope (minimum of 85% equity investment):

This portfolio allocation excludes the following sectors: banking, insurance, asset management and real estate companies.

The management process is based solely on fundamental financial analysis. This consists in identifying issuers which should be able to meet the 8 following selection criteria:

- A future organic growth superior to 5% per year;
- High barriers to entry (technology, brand, know-how, assets, regulation, etc.) that could discourage potential new competitors;
- An attractive valuation;
- Profitability improvement;
- Abundant cash flow;
- Strong balance sheet;
- Value creation; and
- Quality management team.

2. A financial sector envelope (up to 15% of equity investment):

This portfolio allocation includes the following sectors: banking, insurance, asset management and real estate companies.

The management process is based solely on fundamental financial analysis. This consists in identifying issuers which should be able to meet the 6 following selection criteria:

- A strong balance sheet that will be accompanied by very high solvency ratios;
- High barriers to entry (brand, know-how, assets, regulation, etc.) that could discourage potential new competitors;
- High profitability;
- High dividend yield;
- An attractive valuation; and
- Quality management team.

In addition, with the management style as described above, the Sub-fund is managed taking into consideration responsible and sustainable principles.

The Sub-Fund promotes environmental and/or social characteristics within the meaning of Article 8 of SFDR.

The Sub-Fund considers, at least, the following objectives, and proceed to the reporting of this ESG indicators as part of the monitoring and the evolution of the portfolio’s ESG performance:

- Environment: GHG emissions, airborne pollution, waterborne pollution, water consumption, land use, etc.
- Social: compensation, gender inequality, health and safety, child labor, etc.

- Governance: corruption and bribery, tax avoidance, etc.
- Global ESG quality rating.

The initial investment universe, which include up to 2500 issuers, identified through financial and extra-financial approach as high-quality pan-European growth stocks and which may belong to the MSCI Nordic Countries Index, the STOXX Europe 600, the MSCI Europe SMID Index and the DAX Index, as well as stocks identified by the Management Company based on the financial and extra-financial analysis, having already been invested in recent past years. The SRI approach is applied on the selected issuers from the initial investment universe.

From this initial investment universe, are excluded issuers with controversies or in severe breach to UN Global Compact Principles (example: human rights or fight against corruption) based on the internal approach. Moreover, a strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

In this way, the investment process and resulting stock picking take into account internal scoring with respect to both corporate responsibility and sustainability of companies based on an extra-financial analysis through a proprietary rating model (ABA, Above & Beyond Analysis) developed internally by the Management Company. This model is centered on four pillars as further detailed below (i) corporate responsibility, (ii) sustainable transition, (iii) controversies and (iv) dialogue and engagement with issuers.

The risk exists that the models used to make these investment decisions do not perform the tasks they were designed to. The use of the proprietary tool relies on the experience, relationships and expertise of the Management Company with the "best in universe" method. There may be a sector bias.

The Sub-Fund integrates also ESG criteria with regard to direct investments including the definition of the investment universe and the reporting for all companies.

Corporate responsibility is a useful information's pool used to anticipate companies' risks especially looking at the interplay with their stakeholders: employees, supply chains, clients, local communities, and shareholders…, regardless of the sector of activities.

The analysis of corporate responsibility is broken down into four aspects: shareholders responsibility (board of directors and general management, accounting practices and financial risks, etc.), environmental responsibility (environmental footprint of the production chain and product life cycle or responsible supply, energy consumption and water consumption, company $CO_2$ emissions and management of waste, etc.), responsibility towards workers and society responsibility (ethics and working conditions of the production chain, treatment of employees – safety, well-being, diversity, employee representation, wages, quality of products or services sold, etc.). Each aspect is rated independently and weighted in accordance to how material it is for the company. Each dimension is broken down into a set of criteria, which are around 25 in total. This in-depth analysis, combining qualitative and quantitative research leads to a rating out of 10.

Moreover, the monitoring of the level of controversy is taken into account directly in the corporate responsibility and may affect the rating.

The sustainable transition focuses on the positive impacts' companies generate through their activities, products and services. The aim is to identify whether a company contributes to the sustainable transition. In the model, this pillar has been broken down into 5 major themes: demographic transition (inclusion of senior citizens, access to education, etc.), medical transition (access to care, medical diagnostics, control of endemic diseases, etc.), economic transition (infrastructure development, digitalization, access to connectivity, etc.), lifestyle transition (extension of product lifestyle, circular economy, sustainable mobility, etc.) and ecological transition (renewable energies, biodiversity, green mobility, etc.). Around 34 activities which contribute to the sustainable transition have been identified and integrated into the model.

The analysis and the internal rating are based on factual data published by the companies which may be incomplete or inaccurate, as well as continuous dialogue with company managers.

A strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

Due to the responsible investment strategy, the Sub-Fund strictly excludes the following activities:

- Tobacco production;
- Weapons production over than 10% of revenues;
- Coal production over than 10% of revenues;
- Extraction of metallurgical coal over than 10% of revenues;
- Any extraction of thermal coal;
- Unconventional oil and gas production over than 10% of revenues;
- Conventional oil and gas production over than 10% of revenues;
- Companies in severe breaches to UN Global Compact Principles.

The Sub-Fund may not invest more than 5% of its net assets in issuers with the following activities:

- Coal-based power generation over than 10% of revenues;
- Nuclear-based power generation over than 30% of revenues.

Based on the conviction that the improvement of the best practice of issuers selected by the Management Company contributes to protect the client's investment value, the management team has put in place a dialogue and engagement approach which aim to improve the consideration of ESG issues (corporate responsibility and sustainable transition) of issuers selected. This approach is based on a continuous interaction with issuers and the progress and achievements of issuer's engagement, through the analysis made in the proprietary tool of the Management Company. Interactions with issuers and site visits are the heart of our investment process and aim to contribute to the general enhancement of market practices and transparency on ESG issues.

More information about the proprietary rating model is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

The result of the SRI approach will be binding on the Management Company.

In line with the fundamental approach of the management team, the investment process is based on the following three stages:

- Selection of the investment universe combining a financial (quantitative and micro-economic) and extra-financial (qualitative) approach with two successive steps:
  - the selection of issuers pursuant to the financial approach described above, and
  - the exclusion of issuers which have a high-risk profile in terms of corporate responsibility (rating below 2/10 in the ESG proprietary tool) or exposed to major controversies. This filter excludes a minimum of 20% of issuers based on the extra-financial analysis describes before,
- structuration of the portfolio with a macroeconomic approach, and
- build the portfolio taking into consideration the regulatory constraints and the investment process in order to establish the final selection.

The Sub-Fund is managed taking into consideration the requirements of the French SRI label from which the Sub-Funds benefits, which especially involves proceeding to the extra-financial analysis on at least 90% of the asset of the Sub-Fund and entails the exclusion of at least 20% of the worst share issuers from its investment universe. As such the Sub-Fund will not invest in these issuers. The Management Company has also signed the AFG-FIR-EUROSIF transparency code for SRI funds that have obtained a Label for the general public.

Strategic orientations regarding responsible investing are decided by an ESG committee within the Management Company.

This Sub-Fund promotes environmental and social characteristics but does not commit to make investments in taxonomy-aligned environmentally sustainable activities. As such, the underlying investments of this Sub-Fund do not take into account the EU criteria for environmentally sustainable economic activities within the meaning of the Taxonomy Regulation.

*Description of categories of assets and financial contracts:*

The Sub-Fund may at any time invest in:

- Equities of issuers having their registered office in the North Europe: from 80% to 100% of its net assets;
- Equities outside the North Europe: from 0% to 10% of its net assets;
- Equities with total market capitalisation below 200 million up to 10% of its net assets;
- Fixed income securities and money market instruments or deposits if market conditions are unfavourable: from 0% to 10% of its net assets;
- Other financial instruments up to 10% of its net assets.

Exposure to exchange risk may reach 100% of the Sub-Fund's net assets.

The Sub-Fund may invest in securities denominated in any currency and especially in the following: EUR, GBP, CHF, SEK, DKK and NOK.

The Sub-Fund may invest in fixed income securities and money market instruments from issuers of the public or private sector, depending on market opportunities without any constraint in terms of rating or duration. Nevertheless, investment in "speculative grade" or non-rated debt securities (i.e. which have a Standard & Poor's rating below A-3 short term rating or BBB- long-term rating or equivalent) may not exceed 10% of its net assets. The Sub-Fund shall not solely base its investment decisions and its risk assessment on the ratings assigned by independent rating agencies but shall also proceed to its own analysis of credit.

In all cases, the Sub-Fund will not invest in securities which qualify as distressed or as "in default". Fixed income securities which may be downgraded during their lifetime will be disposed of as soon as possible with due regards to the interest of shareholders.

*Special consideration for French investors:* to ensure eligibility for the French *Plan d'Epargne en Actions* (PEA), the Sub-Fund will invest at least 75% of its assets in equity securities issued by issuers with their headquarters in an EEA state that has signed a tax agreement with France, including a clause on combating fraud and tax avoidance.

The proportion of the Sub-Fund's investments in UCITS or regulated AIFs open to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law, shall not exceed 10% of its net asset.

The Sub-Fund may invest in securities denominated in any currency. However, non-base currency exposure may be hedged back to the base currency to moderate currency exchange risks. More specifically, futures and currency forwards may be used for that purposes.

The Sub-Fund may not invest in other derivatives or any other financial derivative instruments.

**4. Initial Offering**

The Sub-Fund was launched on 02 November 2016 by issuing Class I, Class A, N and Class Q Shares at an initial price of EUR 100 per share. Class B will be launched at another date, on the decision of the Board of Directors.

**5. Global Exposure**

The Sub-Fund's global risk exposure is monitored by using the Commitment approach. This approach measures the global exposure related to positions on financial derivative instruments ("FDIs") which may not exceed the Sub-Fund's Net Asset Value.

**6. Profile of Typical Investor**

All investors, in particular investors looking for a Northern European equity market exposure.

The Sub-Fund is aimed at investors who agree to be exposed to all risks set forth in the risk profile of the Sub-Fund.

## 7. Risk Profile

The Sub-Fund's risk profile is suited for an investment horizon of five years. The risks to which the investor is exposed via the Sub-Fund are the following:

- Equity risk;
- Discretionary management risk;
- Liquidity risk;
- Risk of loss of capital;
- Interest-rate risk;
- Exchange rate risk;
- Credit risk;
- Counterparty risk;
- ESG risk;
- Sustainability risk.

## 8. Benchmark

40% MSCI Nordic, 35% DAX, 15% SMI, 10% MSCI UK TR UK Net Local Currency

The Sub-Fund uses the benchmark for the calculation of the Performance Fee and performance comparison purposes.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund’s investment objective; this may include decisions regarding asset selection and overall level of exposure to the market. The Management Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

The reference benchmark does not intend to be consistent with the environmental or social characteristics promoted by the Sub-Fund.

## 12. SERENITE PLUS

Information contained herein should be read in conjunction with the full text of the Prospectus.

### 1. Reference Currency

EUR

### 2. Classes of Shares, Management Fees, Performance Fee and Minimum Initial Subscription Amount

| Classes of shares | Management Fees (of the net assets of the Class per annum) | Performance Fee | Minimum Initial Subscription Amount |
|---|---|---|---|
| Class I Shares EUR | Up to 0.40% | 20% of the positive performance net of any fees above the FTSE MTS Index 1-3 years * | 200,000 EUR |
| Class A Shares EUR | Up to 0.70% | | 2,500 EUR |
| Class B Shares EUR | Up to 0.90% | | N/A |
| Class AD Shares EUR | Up to 0.70% | | 2,500 EUR |

* The Management Company will be entitled to a Performance Fee calculated daily on the positive performance of the Sub-Fund compared to the performance of the FTSE MTS Index 1-3 years.

In order to calculate daily the performance, the total net asset value before performance fee is compared to the reference asset value.

The performance period is the period running from 1 January to 31 December each year. The first performance period will be running from the launch date of the relevant Class of Shares to 31 December of the relevant year.

The daily reference asset value for each Class equals the total net assets of the relevant Class as of the previous Valuation Day (and for the first performance period as of the first Valuation Day), plus additional subscriptions and minus redemptions multiplied by the FTSE MTS Index 1-3 years. In case of redemptions, corresponding Performance Fee (if any) will be crystallised. The Performance Fee is paid yearly.

Upon request of an investor, the Management Company will provide, free of charge, examples of the Performance Fee calculation.

Class AD are distribution Shares. Interim dividends may be distributed to the shareholders of Class AD Shares twice a year upon decision of the Board of Directors.

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund's Shares.

## 3. Investment Policy

*Type of funds:*

European Bond Fund

*Investment Objective:*

The Sub-Fund seeks to outperform the FTSE MTS Index 1-3 years (Bloomberg ticker: EMTXART Index) calculated with coupons reinvested on the recommended investment period.

*Investment Strategy:*

The Sub-Fund will select securities in the fixed income universe through macroeconomic, technical, financial and credit analysis. Balance sheet and cash flows analysis are core to the selection process. The modified duration of the Sub-Fund will stay between 0 and 4, without any restriction on the modified duration of individual securities in the Sub-Fund. The Sub-Fund will only invest in securities denominated in Euro.

*Description of categories of assets and financial contracts:*

The Sub-Fund may invest at any time within the following limits in:

- Up to 100% of its total assets may be exposed to bonds and debts securities denominated in Euro (corporate bonds, Government bonds, convertible & exchangeable bonds, perpetual bonds etc.), composed of securities issued by public or private sector-issuers, without any rating constraint including non-rated issues; this universe also includes convertibles securities;
- Up to 10% of its net assets in equities denominated in Euro, obtained from conversion of convertible bonds or by any other means.

The Sub Fund's fixed income portfolio may be composed of securities belonging to the "speculative grade" category (i.e. not belonging to the "investment grade" category or non-rated). For up to 5% of its net assets, the Sub-Fund may invest in securities which may qualify as distressed securities (i.e. which have a Standard & Poor's notation below CCC long-term rating or equivalent). In all cases, the Sub-Fund will not invest in securities which may qualify as "in default" at the time of the investment or during their lifetime in the portfolio. Fixed income securities which may be downgraded during their lifetime will be disposed of as soon as possible with due regards to the interest of shareholders.

The Sub-Fund may invest up to 20% of its net assets in perpetual bonds and in contingent convertibles bonds.

The Sub-Fund may invest in exchange traded financial derivative instruments or OTC derivatives in order to achieve the purpose of limiting interest rate sensitivity, and especially with a view of managing the Sub-Fund's modified duration and interest rate sensitivity or exploiting any anomaly in the interest rate structure within the limit of 100% of the Sub-Fund's net assets. The Sub-Fund may invest in future contracts, options, and swaps, the latter possibly being, but not limited to, interest rate swaps, notably fix rate/variable rate –variable rate/fix rate –variable rate/variable rate, inflation swaps or credit default swaps (CDS), negotiated on regulated or OTC markets. The major goal of using such derivatives is to hedge, at least partially, such risks as interest risk, credit risk, curve risk, inflation risk.

The proportion of the Sub-Fund's investment in UCITS or in regulated AIFs open to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law, shall not exceed 10% of its net asset.

The Sub-Fund may make use of deposits by a maximum of 20% of its total assets.

The Sub-Fund may use techniques and instruments relating to transferable securities and money market instruments for efficient portfolio management.

The investments underlying the remaining portion of this Sub-Fund do not take into account the EU criteria for environmentally sustainable economic activities.

## 4. Initial Offering

The Sub-Fund was launched on 3 November 2016 by issuing Class I, Class B and Class A Shares at an initial price of EUR 100 per Share. Class AD Share was launched on 29 November 2016 at an initial price of EUR 100 per Share. Class ID Shares will be launched at another date, on the decision of the Board of Directors.

## 5. Global Exposure

The Sub-Fund's global risk exposure is monitored by using the Commitment approach. This approach measures the global exposure related to positions on financial derivative instruments ("FDIs") which may not exceed the Sub-Fund's Net Asset Value.

## 6. Profile of Typical Investor

All investors, in particular investors who are looking for a medium term investment with exposure to interest-rate market denominated in EUR, while reducing at the maximum the risk of loss of capital.

## 7. Sales Commission

A sales commission of up to 1% of the Net Asset Value may be charged on subscription in favour of intermediaries active in the placement of the shares or in favour of the Management Company.

## 8. Risk Profile

The Sub-Fund's risk profile is suited for an investment horizon in excess of 18 month. The risks to which the investor is exposed via the Sub-Fund are the following:

- Discretionary management risk;
- Interest-rate risk;
- Credit risk;
- Risk of loss of capital;
- Liquidity risk;
- Convertible securities risk;
- Risk of investing in contingent convertible bonds and/or exchangeable bonds;
- Perpetual bonds risk;
- Risk of investing in derivative instruments;
- Counterparty risk (about financial contracts and temporary purchases and sales of securities);
- Equity risk;
- Risk of investing in fixed income securities;
- Risk of investing in OTC derivative transactions;
- Distressed Securities Risk;
- Sustainability risk.

## 9. Benchmark

FTSE MTS Index 1-3 years

The Sub-Fund uses the benchmark for the calculation of the Performance Fee and performance comparison purposes.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund’s investment objective; this may include decisions regarding asset selection and overall level of exposure to the market. The Management Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

## 13. VENASQUO

Information contained herein should be read in conjunction with the full text of the Prospectus.

### 1. Reference Currency

EUR

### 2. Classes of Shares, Management Fees, Performance Fee and Minimum Initial Subscription Amount

| Classes of Shares | Management Fees (of the net assets of the Class per annum) | Performance Fee | Minimum Initial Subscription Amount |
|---|---|---|---|
| Class I Shares EUR | Up to 1% | 20% of the positive performance net of any fees above the composite index* | 200,000 EUR |
| Class A Shares EUR | Up to 1.60% | | 2,500 EUR |
| Class B Shares EUR | Up to 2.00% | | N/A |
| Class N Shares EUR | Up to 1.10% | | N/A |
| Class Q Shares EUR | Up to 0.2% | N/A | N/A |

* The Management Company will be entitled to a Performance Fee calculated daily on the positive performance of the Sub-Fund compared to the performance of following composite index net return: 50% EONIA + 50% EUROSTOXX 50.

In order to calculate daily the performance, the total Net Asset Value before Performance Fee is compared to the reference asset value.

The performance period is the period running from 1 January to 31 December each year.

The daily reference asset value for each Class equals the total net assets of the relevant Class as of the previous Valuation Day, plus additional subscriptions and minus redemptions multiplied by the composite Index. In case of redemptions, corresponding Performance Fee (if any) will be crystallised. The Performance Fee is paid yearly.

Upon request of an investor, the Management Company will provide, free of charge, examples of the Performance Fee calculation.

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund's Shares.

## 3. Investment Policy

*Type of fund:*

Absolute Return Fund

*Investment Objective:*

The Sub-Fund seeks to achieve a positive performance higher than the following composite Index: 50% EUROSTOXX 50 Net Return + 50% EONIA. The Management Company’s team (hereinafter the "team") will try to reach this target with an average annual volatility around 10% in normal market conditions, throughout the recommended investment period.

*Investment Strategy:*

The Sub-Fund's strategy qualifies as absolute return equity and relies on fundamental financial analysis performed by the Management Company. It invests in European issuers (EEA, Switzerland and UK). The gross equity exposure associated with investments of the Sub-Fund (Longs and Futures) cannot exceed 200% of the net assets of the Sub-Fund. With a net exposure which can evolved from 0 to + 100% of the assets under management, the performance is based on two pillars: 1 – capacity of the team to make the good assumptions regarding net market exposure and 2 - capacity of the team to make a good stock picking and to detect equities that have the characteristics to outperform their market indexes or their sector indexes.

More precisely, the investment strategy of the Sub-Fund is based on:

- Management Company's capacity in identifying the securities (mainly equities) that can potentially outperform their market index. To reach this objective, the Management Company buys equities or equivalent financial instruments that could outperform and sell at the same time a future contract on market index (even ETF or CFD). The performance will come from the difference of performance between the equity bought and the future contract on the market index sold.

- Management Company's capacity in identifying the securities (mainly equities that can potentially outperform their sector index, or another related sector. To reach this objective, the Management Company buys equities or equivalent financial instruments that could outperform their sector of activity or a related sector and sells at the same time a future contract on the sector index (even ETF or CFD). The performance will come from the difference of performance between the equity bought and the future contract on sector index or related one sold.

- In the case where the team has a conviction regarding market direction or sector direction, the team can decide not to hedge some long positions which results in the net market exposure which has to evolve from 0 (100% hedged either by futures on equity market or by sectorial futures) to 100% (0% hedged).

The investments underlying the remaining portion of this Sub-Fund do not take into account the EU criteria for environmentally sustainable economic activities.

*Description of categories of assets and financial contracts:*

The Sub-Fund may at any time be invested in:

- Equities issued in Europe (EEA, Switzerland and UK) or equivalent financial instruments (such as ETF, futures, CFD and/or DPS, etc.): from 0% to 100% of its net assets;
- Equities issued outside of EEA, Switzerland and UK: up to 10% of its net assets;
- Equities with total capitalisation below 150 million Euros: up to 5% of its net assets;
- Fixed income securities (such as Euro zone Ordinary Bonds, convertible bonds or equivalent): from 0% to 100% of its net assets in adverse market conditions and from 0% to 25% in case of normal market conditions;
- Money-market instruments or deposits: from 0 to 100% of its net assets in adverse market conditions and from 0% to 25% in case of normal market conditions;
- Other financial instruments: up to 10% of its net assets.

The Sub-Fund may invest in fixed income securities and money market instruments from issuers of the public or private sector, depending on market opportunities without any constraint in terms of rating or duration. Nevertheless, investment in "speculative grade" or non-rated debt securities (i.e. which have a Standard & Poor's rating below A-3 short term rating or BBB- long-term rating or equivalent) may not exceed 20% of its net assets. The Sub-Fund shall not solely base its investment decisions, risk assessment on the ratings assigned by independent rating agencies, but shall also proceed to its own analysis of credit.

In all cases, the Sub-Fund will not invest in securities which qualify as distressed or as "in default". Fixed income securities which may be downgraded during their lifetime will be disposed of as soon as possible with due regards to the interest of shareholders. Hedging position are taken through future on indexes and future on sectors (included or not in a DPS or CFD).

The proportion of the Sub-Fund's investments in UCITS or regulated AIFs open to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law (including ETFs), shall not exceed 10% of its net asset.

The Sub-Fund may neither use options nor any complex financial instrument requiring a valuation through the probabilistic method.

For the purpose of hedging or increasing equity or currency risk without seeking overexposure, the Sub-Fund also operates on regulated markets of futures on European indexes and future on sectors (included or not in a DPS), as well as in UCITS, including UCITS qualifying as ETFs.

The exchange risk will not exceed 10% of the net assets of the Sub-Fund.

The Sub-Fund may also operate on the foreign exchange markets to cover investments realised outside the euro area or relating to the United Kingdom, Switzerland or Scandinavia.

*Special consideration for French investors*: To ensure eligibility for French *Plan d'Epargne en Actions* (PEA) the Sub-Fund will invest at least 75% of its assets in equities securities issued by companies which have their head office in an EEA state that has signed a tax agreement with France, including a clause on combating fraud and tax avoidance.

## 4. Global Exposure

The Sub-Fund's global risk exposure is monitored by using the Commitment approach. This approach measures the global exposure related to positions on financial derivative instruments ("FDIs") which may not exceed the Sub-Fund's Net Asset Value.

## 5. Profile of Typical Investor

All investors, in particular investors looking for a European share market exposure with no reference to any market index.

The Sub-Fund is aimed at investors who agree to be exposed to all risks set forth in the risk profile of the Sub-Fund.

## 6. Risk Profile

The Sub-Fund's risk profile is suited for an investment horizon from two to five years. The risks to which the investor is exposed via the Sub-Fund are the following:

- Discretionary management risk;
- Equity risk;
- Counterparty risk;
- Risk of loss of capital;
- Interest-rate risk;
- Exchange rate risk;
- Risk of investing in derivative instruments (such as contract for difference and dynamic portfolio swap);
- Sustainability risk.

## 7. Limitation of subscriptions

*Class I, A and B and Shares:*

From a date to be determined by the Board of Directors, and in order to manage subscription in flow in Class I, A and B Shares, the Board of Directors may require payment of the 3% sales commission in favour of the Management Company or of the Fund.

Class I, A and B Shares are open to subscriptions, but the Board of Directors may decide to close these Classes to new subscriptions if necessary to protect the interests of existing shareholders. Class I, A and B shares, from a date to be determined by the Board of Directors, shall only be subscribed through existing distributors, the list of which will be available at the registered office of the Fund. The Board of Directors may reopen these Classes to subscription if the conditions which required the closure no longer prevail.

## 8. Benchmark

50% EONIA + 50% EUROSTOXX 50 composite index

The Sub-Fund uses the benchmark for the calculation of the Performance Fee and performance comparison purposes.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund’s investment objective; this may include decisions regarding asset selection and overall level of exposure to the market. The Management Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

## 14. ALPHA BONDS

Information contained herein should be read in conjunction with the full text of the Prospectus.

### 1. Reference Currency

EUR

### 2. Classes of Shares, Management Fees, Performance Fee and Minimum Initial Subscription Amount

| Classes of Shares | Management Fees (of the net assets of the Class per annum) | Performance Fee | Minimum Initial Subscription Amount |
|---|---|---|---|
| Class I Shares EUR | Up to 0.60% | 20% of the positive performance net of any fees above the EONIA index + 2.5% with High Water Mark* | EUR 200,000 |
| Class ID Shares EUR | Up to 0.60% | | EUR 200,000 |
| Class H-I Shares CHF | Up to 0.60% | | CHF 200,000 |
| Class H-I Shares USD | Up to 0.60% | | USD 200,000 |
| Class A Shares EUR | Up to 1.20% | | EUR 2,500 |
| Class AD Shares EUR | Up to 1.20% | | EUR 2,500 |
| Class H-A Shares USD | Up to 1.20% | | USD 2,500 |
| Class H-A Shares CHF | Up to 1.20% | | CHF 2,500 |
| Class B Shares EUR | Up to 1.40% | | N/A |
| Class N Shares EUR | Up to 0.80% | | N/A |
| Class ND Shares EUR | Up to 0.80% | | N/A |
| Class SI Shares EUR | Up to 0.50% | | EUR 50,000,000 |
| Class F Shares EUR | Up to 0.40% | | EUR 250,000,000 |
| Class Q Shares EUR | Up to 0.20% | N/A | N/A |
| Class WI Shares EUR | Up to 0.90% | | EUR 10,000,000 |

Class ID, AD and ND are distribution Shares. Interim dividends may be distributed to the shareholders of Class ID, AD and ND Shares twice a year upon decision of the Board of Directors.

* The Management Company will be entitled to a Performance Fee calculated daily on the positive performance of the Sub-Fund compared to the performance, net of any fees, of the EONIA+2.5% with High Water Mark.

The High Water Mark is the Net Asset Value per Share at the last Valuation Day of any performance period where a performance fee has been paid or failing that, the initial offer price per Share for unlaunched Classes.

The performance period is the period running from 1 January to 31 December each year. The first performance period will be running from 1 January 2018.

In order to calculate daily the performance for each Class, the total net asset value before Performance Fee is compared to the reference asset value.

The daily reference asset value for each Class equals the total net assets of the relevant Class as of the previous Valuation Day, plus additional subscriptions and minus redemptions and any distributed dividend, multiplied by the EONIA index +2.5%. In case of redemptions, corresponding Performance Fee (if any) will be crystallised.

The Performance Fee is paid yearly only in case of positive performance at the end of relevant performance period and if the Net Asset Value as of the last Valuation Day of the relevant performance period would not fall below the Net Asset Value as of the first Valuation Day of this performance period.

Performance fee will be accrued in case the Net Asset Value before performance fee of the relevant Class complies with following requirements:

- this Net Asset Value is greater than the last Net Asset Value of performance period;
- this Net Asset Value is greater than the reference asset value; and
- this Net Asset Value is greater than the High Water Mark (highest end of period with Performance Fees payment).

Upon request of an investor, the Management Company will provide, free of charge, examples of the Performance Fee calculation.

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund's Shares.

### 3. Investment Policy

*Type of fund:*

Absolute return bond Fund

*Investment Objective:*

The Sub-Fund seeks to provide, throughout the recommended investment period of more than three years, a higher performance, net of any fees, than the EONIA index plus 2.5%. This performance objective is sought by associating it to a lower annual volatility than 5% in normal market conditions. Investors' attention is drawn to the fact that the management style is discretionary and integrates environmental, social / societal and governance (ESG) criteria.

Investors' attention is drawn to the fact that the management style is discretionary.

*Investment Strategy*:

The investment process is made of the combination of strategies including:

- a long/short directional strategy aiming to optimise the performance of the portfolio based on interest rate and inflation expectations;
- an interest rate curve strategy aiming to exploit the variations of the spreads between long-term rates and short-term rates;
- an arbitrage strategy aimed at seeking the relative value on various bond asset classes;
- a credit strategy founded on the usage of bonds issued by the private sector.

The modified duration of the Sub-Fund will stay between -3 and +7, without any restriction on the modified duration of individual securities in the Sub-Fund.

In addition, with the management style as described above, the Sub-Fund is managed taking into consideration responsible and sustainable principles.

The Sub-Fund promotes environmental and/or social characteristics within the meaning of Article 8 of SFDR.

The Sub-Fund considers, at least, the following objectives, and proceed to the reporting of this ESG indicators as part of the monitoring and the evolution of the portfolio's ESG performance:

- Environment: GHG emissions, airborne pollution, waterborne pollution, water consumption, land use, etc.
- Social: compensation, gender inequality, health and safety, child labor, etc.
- Governance: corruption and bribery, tax avoidance, etc.
- Global ESG quality rating.

The initial investment universe is composed of Government bonds issued by the 178 countries of the United Nation which integrate the 17 Sustainable Development Goals of the United Nation. This universe also includes corporate bonds and related securities from issuers having their registered office in OECD countries securities having a rating of at least B- by Standard & Poor's or being considered as equivalent by the Management Company using similar credit criteria, and supranational agencies. The SRI approach is applied on the selected issuers from the initial investment universe.

From this initial investment universe, are excluded issuers with controversies or in severe breach to UN Global Compact Principles (example: human rights or fight against corruption) based on the internal approach. Moreover, a strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

In this way, the investment process and resulting stock and bond picking take into account internal scoring with respect to both corporate responsibility and sustainability of companies based on an extra-financial analysis through a proprietary rating model (ABA, Above & Beyond Analysis) developed internally by the Management Company. This model is centered on four pillars as further detailed below (i) corporate responsibility, (ii) sustainable transition, (iii) controversies and (iv) dialogue and engagement with issuers.

The risk exists that the models used to make these investment decisions do not perform the tasks they were designed to. The use of the proprietary tool relies on the experience, relationships and expertise of the Management Company with the "best in universe" method. There may be a sector bias.

The Sub-Fund integrates also ESG criteria with regard to direct investments including the definition of the investment universe and the reporting for all companies.

Corporate responsibility is a useful information’s pool used to anticipate companies’ risks especially looking at the interplay with their stakeholders: employees, supply chains, clients, local communities, and shareholders…, regardless of the sector of activities.

The analysis of corporate responsibility is broken down into four aspects: shareholders responsibility (board of directors and general management, accounting practices and financial risks, etc.), environmental responsibility (environmental footprint of the production chain and product life cycle or responsible supply, energy consumption and water consumption, company CO2 emissions and management of waste, etc.), responsibility towards workers and society responsibility (ethics and working conditions of the production chain, treatment of employees – safety, well-being, diversity, employee representation, wages, quality of products or services sold, etc.). Each aspect is rated independently and weighted in accordance to how material it is for the company. Each dimension is broken down into a set of criteria, which are around 25 in total. This in-depth analysis, combining qualitative and quantitative research leads to a rating out of 10.

Moreover, the monitoring of the level of controversy is taken into account directly in the corporate responsibility and may affect the rating.

The sustainable transition focuses on the positive impacts’ companies generate through their activities, products and services. The aim is to identify whether a company contributes to the sustainable transition. In the model, this pillar has been broken down into 5 major themes: demographic transition (inclusion of senior citizens, access to education, etc.), medical transition (access to care, medical diagnostics, control of endemic diseases, etc.), economic transition (infrastructure development, digitalization, access to connectivity, etc.), lifestyle transition (extension of product lifestyle, circular economy, sustainable mobility, etc.) and ecological transition (renewable energies, biodiversity, green mobility, etc.). Around 34 activities which contribute to the sustainable transition have been identified and integrated into the model.

The analysis and the internal rating are based on factual data published by the companies which may be incomplete or inaccurate, as well as continuous dialogue with company managers.

A strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

Based on the conviction that the improvement of the best practice of issuers selected by the Management Company contributes to protect the client's investment value, the management team has put in place a dialogue and engagement approach which aim to improve the consideration of ESG issues (corporate responsibility and sustainable transition) of issuers selected. This approach is based on a continuous interaction with issuers and the progress and achievements of issuer's engagement, through the analysis made in the proprietary tool of the Management Company. Interactions with issuers and site visits are the heart of our investment process and aim to contribute to the general enhancement of market practices and transparency on ESG issues.

More information about the proprietary rating model is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

With respect to investments in government bonds: this asset class is the subject of an extra-financial analysis in 7 dimensions comprising:

- Governance: Rule of law, Respect for freedoms, Quality of institutions and the regulatory framework
- Politics: Democratic life
- Health: Demography and Quality of life
- Education and training
- Social cohesion: Inequalities, Employment, Social protection
- The climate: risks and energy policy
- Ecosystems: resources and protection

All investments in this asset class are subject to an in-depth analysis of these dimensions and of a rating that is taken into account in the investment decision.

The result of the SRI approach will be binding on the Management Company.

The Sub-Fund is managed taking into consideration the requirements of the French SRI label, which entails the exclusion of at least 20% of the worst share issuers from its investment universe. As such the Sub-Fund will not invest in these issuers and which also involves proceeding to the extra-financial analysis on at least 90% of the asset of the Sub-Funds. The Management Company has also signed the AFG-FIR-EUROSIF transparency code for SRI funds that have obtained a

Label for the general public. As at the date of the latest update of the Prospectus, the Sub-Fund does not benefit from the French SRI Label.

The securities selection is based on the following two stages:

- Selection of the investment universe combining a financial and extra-financial approach in particular by excluding issuers which have a high-risk profile in terms of corporate responsibility (rating below 2/10 in the ESG proprietary tool) or exposed to major controversies, and
- the selection of securities based on a fundamental analysis and taking into account ESG criteria and the valuation of instruments.

Strategic orientations regarding responsible investing are decided by an ESG committee within the Management Company.

This Sub-Fund promotes environmental and social characteristics but does not commit to make investments in taxonomy-aligned environmentally sustainable activities. As such, the underlying investments of this Sub-Fund do not take into account the EU criteria for environmentally sustainable economic activities within the meaning of the Taxonomy Regulation,

*Description of categories of assets and financial contracts:*

The Sub-Fund will at all times invest no more than 25% of its total assets in bonds in any currency from non-OECD issuers.

The Sub-Fund mainly invests in fixed rate, floating rate or inflation-indexed debt securities and negotiable debt within the following limits for specific bonds types:

- Convertible or exchangeable bonds: up to 100% of its total assets;
- Contingent convertible bonds (Coco Bonds): at most 20% of its total assets.

As a result of investment in convertible bonds, synthetic convertible bonds and in listed derivative instruments on equity or equity indices, the Sub-Fund's may be exposed to the stock market but such exposure - considering the sensitivity of convertible bonds price to stock market changes - will be limited to up 10% of the Sub-Fund's total asset.

The Sub-Fund will be solely invested in securities having a rating of at least B- by Standard & Poor's or being considered as equivalent by the Management Company using similar credit criteria at the time of purchase. When the issuer is not rated, the rating condition shall be fulfilled at the level the selected issue. If a bond is downgraded to a notation under the B- grade, the relevant asset will not be sold unless, in the opinion of the Management Company, it is in the interest of Shareholders to do so. Such downgraded bond may however not exceed a total of 10% of the Sub-Fund's total assets.

The proportion of the Sub-Fund's investments in UCITS or regulated AIFs opened to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law, shall not exceed 10% of its net asset.

The Sub-Fund may invest in securities denominated in any currency. However, non-base currency exposure may be hedged back to the base currency to moderate currency exchange risks. More specifically, futures and currency forwards may be used for that purpose. The currency exchange risk will not represent more than 30% of the total assets of the Sub-Fund.
The Sub-Fund may not invest in mortgage-backed securities (MBS) or asset-backed securities (ABS).

The Sub-Fund will use all types of eligible derivatives instruments traded on regulated or OTC markets when these contracts are better suited to the management objective or offer lower trading costs. These instruments may include, but are not restricted to: futures, options, swaps, CDS on indices, CDS.

Each derivative instrument addresses a specific hedging, arbitrage, relative value or exposure strategy to:

- hedge the entire portfolio or certain classes of assets held within it against equity, interest and/or foreign exchange rate risks;
- synthetically rebuild specific assets (e.g. purchase of an inflation-linked bond against a fixed-rate bond);
- increase the Sub-Fund's exposure to interest-rate risks and foreign exchange risks on the market.

## 4. Risk Management method

*Calculation of global exposure:*

Within the context of the risk management procedure, the Sub-Fund's global exposure is measured and checked in accordance with the absolute value-at-risk (VaR) method. In financial mathematics and in financial risk management, the value at risk is a measure predominantly used for risk of loss on a particular portfolio of financial assets.

The VaR is calculated with a unilateral confidence interval at 99% and for a retention period of 20 days.

The Sub-Fund’s VaR is limited to an absolute VaR calculated on the basis of the Sub-Fund’s Net Asset Value and does not exceed a maximum VaR limit determined by the Management Company, while taking into account the Sub-Fund's investment policy and risk profile. The maximum limit is set at 20%.

## 5. Leverage effect

The Sub-Fund may use derivatives to generate overexposure and thus expose the Sub-Fund beyond the level of its net assets. Depending on the direction of the Sub-Fund’s transactions, the effect of decreases or increases in the derivative’s underlying assets may be magnified, leading to a larger decrease or increase in the Net Asset Value of the Sub-Fund.

The expected leverage rate should not exceed 1000% of the Sub-Fund's Net Asset Value and the average level of leverage will be around 400% under normal market circumstances, although it is possible that the actual leverage might exceed this expected leverage rate from time to time. The leverage is calculated as the sum of the notionals of the derivatives without any netting/hedging in accordance to applicable laws and regulations.

## 6. Profile of Typical Investor

The Sub-Fund is intended primarily for investors seeking a means to diversify their bond investments. The reasonable amount to invest in this Sub-Fund depends on the personal financial situation of the investor. To determine this, the investor should take into account his personal assets and current requirements, and also his willingness to take risks or his wish to favour a prudent investment. The investor is also strongly advised to diversify its investments so as not to expose him solely to the risks of this Sub-Fund.

## 7. Sales Commission

A sales commission of up to 1% of the Net Asset Value may be charged on subscription in favour of intermediaries active in the placement of the shares or in favour of the Management Company.

## 8. Risk Profile

The Sub-Fund's risk profile is suited for an investment horizon of more than three years.

The risks to which the investor is exposed via the Sub-Fund are the following:

- Risk of loss of capital;
- Interest-rate risk;
- Discretionary management risk;
- Credit risk;
- Inflation risk;
- Counterparty risk;
- Risk of investing in speculative grade bonds;
- Risk of investing in derivative instruments as well as instruments embedding derivatives;
- Convertible securities risk;
- Risk of investing in contingent convertible bonds;
- Exchange rate risk;
- Liquidity risk;
- High volatility risk;
- Equity risk;
- ESG risk;
- Sustainability risk.

## 9. Benchmark

EONIA index

The Sub-Fund uses the benchmark for the calculation of the Performance Fee and performance comparison purposes.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund’s investment objective; this may include decisions regarding asset selection and overall level of exposure to the market. The Management Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

The reference benchmark does not intend to be consistent with the environmental or social characteristics promoted by the Sub-Fund.

## 15. FLEX INFLATION

Information contained herein should be read in conjunction with the full text of the Prospectus.

### 1. Reference Currency

EUR

### 2. Classes of Shares, Management Fees, Performance Fee and Minimum Initial Subscription Amount

| Classes of shares | Management Fees (of the net assets of the Class per annum) | Performance Fee | Minimum Initial Subscription Amount |
|---|---|---|---|
| Class I Shares EUR | Up to 0.60% | 20% of the positive performance net of any fees above the Bloomberg Barclays World Govt Inflation Linked Bonds Hedged EUR with High Water Mark** | EUR 200,000 |
| Class H-I Shares CHF* | Up to 0.60% | | CHF 200,000 |
| Class A Shares EUR | Up to 1.20% | | EUR 2,500 |
| Class B Shares EUR | Up to 1.40% | | N/A |
| Class N Shares EUR | Up to 0.80% | | N/A |
| Class ND Shares EUR | Up to 0.80% | | N/A |
| Class SI Shares EUR | Up to 0.50% | | EUR 50,000,000 |
| Class Q Shares EUR | Up to 0.20% | N/A | N/A |

Class ND are distribution Shares. Interim dividends may be distributed to the shareholders of Class ND shares twice a year upon decision of the Board of Directors.

* The costs of hedging will only be borne by the shareholders of the hedged Class.
** The Management Company will be entitled to a Performance Fee calculated daily on the positive performance of the Sub-Fund compared to the performance, net of any fees, of the Bloomberg Barclays World Govt Inflation Linked Bonds Hedged EUR with High Water Mark.

The High Water Mark is the Net Asset Value per Share at the last Valuation Day of any performance period where a Performance Fee has been paid or failing that, the initial offer price per Share for unlaunched Classes.

The performance period is the period running from 1 January to 31 December each year. The first performance period will be running from 1 January 2018.

In order to calculate daily the performance for each Class, the total net asset value before Performance Fee is compared to the reference asset value.

The daily reference asset value for each Class equals the total net assets of the relevant Class as of the previous Valuation Day, plus additional subscriptions and minus redemptions and any distributed dividend, multiplied by the Bloomberg Barclays World Govt Inflation Linked Bonds Hedged EUR. In case of redemptions, corresponding Performance Fee (if any) will be crystallised.

The Performance Fee is paid yearly only in case of positive performance at the end of relevant performance period and if the Net Asset Value as of the last Valuation Day of the relevant performance period and if the Net Asset Value as of the last Valuation Day of the relevant performance period would not fall below the Net Asset Value as of the first Valuation Day of this performance period.

Performance fee will be accrued in case the Net Asset Value before performance fee of the relevant Class complies with following requirements:

- this Net Asset Value is greater than the last Net Asset Value of performance period;
- this Net Asset Value is greater than the reference asset value; and
- this Net Asset Value is greater than the High Water Mark (highest end of period with Performance Fees payment).

Upon request of an investor, the Management Company will provide, free of charge, examples of the Performance Fee calculation.

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund's Shares.

### 3. Investment Policy

*Type of Fund:*

Inflation-Linked Bond Fund

*Investment Objective:*

The Sub-Fund seeks to provide, over the recommended investment period of more than three years, a higher performance, net of any fees, than the Bloomberg Barclays World Govt Inflation Linked Bonds Hedged EUR (Bloomberg ticker: BCIW1E Index).

Investors' attention is drawn to the fact that the management style is discretionary.

*Investment Strategy*:

The investment process is made of the combination of several strategies including principally:

- a directional strategy aiming to optimise the performance of the portfolio based on interest rate and inflation expectations;
- an interest rate curve strategy aiming to exploit the variations of the spreads between long-term rates and short-term rates;
- an arbitrage strategy between, fixed-rate bonds and inflation-linked bonds to take advantage of the variations of the differential between the nominal rates and the real rates according to the anticipated growth and inflation outlook;
- an international strategy the aim of which is to take advantage of the opportunities offered by the OECD bond markets with an exposure to interest rates and inflation in these countries;
- the Sub-Fund may invest in securities denominated in any currency. However, non-base currency exposure may be hedged back to the base currency to moderate currency exchange risks. More specifically, futures and currency forwards may be used for that purpose. The currency exchange risk will not represent more than 10% of the total assets of the Sub-Fund.

And secondarily:

- a credit strategy founded on the usage of bonds issued by the private sector. The modified duration of the Sub-Fund will stay between 0 and 15 years, without any restriction on the modified duration of individual securities in the Sub-Fund.

With respect to investments in government bonds: this asset class is the subject of an extra-financial analysis in 7 dimensions comprising:

- Governance: Rule of law, Respect for freedoms, Quality of institutions and the regulatory framework
- Politics: Democratic life
- Health: Demography and Quality of life
- Education and training
- Social cohesion: Inequalities, Employment, Social protection
- The climate: risks and energy policy
- Ecosystems: resources and protection

All investments in this asset class are subject to an in-depth analysis of these dimensions and of a rating that is taken into account in the investment decision.

The investments underlying the remaining portion of this Sub-Fund do not take into account the EU criteria for environmentally sustainable economic activities.

*Description of categories of assets and financial contracts:*

The Sub-Fund will at all times invest up to 100% of its total assets in floating-rate and/or nominal bonds and/or inflation-linked debt instruments within the following limits:

- OECD issuers: up to 100% of its total assets;
- public and semi-public sector: up to 100% of its total assets;
- private sector: up to 50% of its total assets.

The Sub-Fund will be solely invested in securities belonging to the "investment grade" category i.e. having a rating of at least BBB- by Standard & Poor's or at least Baa3 by Moody's or be considered equivalent by the Management Company using similar credit criteria at the time of purchase. When the issuer is not rated, the rating condition shall be fulfilled by the issue. If an investment grade bond is downgraded to sub-investment grade, the relevant asset will not be sold unless, in the opinion of the Management Company, it is in the interest of Shareholders to do so. Such sub-investment grade assets may not exceed a total of 10% of the Sub-Fund's assets.

In exceptional market circumstances, the Sub-Fund may invest up to 100% of its total assets in negotiable debt securities, fixed-rate bonds, treasury bills, commercial papers, certificates of deposit and money market instruments. The Sub-Fund may not invest in mortgage-backed securities (MBS) or asset-backed securities (ABS), or contingent convertible bonds (Coco Bonds).

The Sub-Fund may invest in securities denominated in any currency. However, non-base currency exposure may be hedged back to the base currency to moderate currency exchange risks. More specifically, futures and currency forwards may be used for that purpose. The currency exchange risk will not represent more than 10% of the total assets of the Sub-Fund.

The proportion of the Sub-Fund's investments in UCITS or regulated AIFs opened to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law, shall not exceed 10% of its net asset.

The Sub-Fund will use all types of eligible derivatives instruments traded on regulated or OTC markets when these contracts are better suited to the management objective or offer lower trading costs. These instruments may include, but are not restricted to futures, options, swaps.

Each derivative instrument addresses a specific hedging, arbitrage, relative value or exposure strategy to:

- hedge the entire portfolio or certain classes of assets held within it against equity, interest and/or foreign exchange rate risks;
- synthetically rebuild specific assets (e.g. purchase of an inflation-linked bond against a fixed-rate bond);
- increase the Sub-Fund's exposure to interest-rate risks and foreign exchange risks on the market.

## 4. Global Exposure

The Sub-Fund's global exposure is measured and checked in accordance with the absolute value-at-risk (VaR) method. In financial mathematics and in financial risk management, the value at risk is a measure predominantly used for risk of loss on a particular portfolio of financial assets.
The VaR is calculated with a unilateral confidence interval at 99% and for a retention period of 20 days.

The Sub-Fund’s VaR is limited to an absolute VaR calculated on the basis of the Sub-Fund’s Net Asset Value and does not exceed a maximum VaR limit determined by the Management Company, while taking into account the Sub-Fund's investment policy and risk profile. The maximum limit is set at 20%.

## 5. Expected level of leverage

The Sub-Fund may use derivatives to generate overexposure and thus expose the Sub-Fund beyond the level of its net assets. Depending on the direction of the Sub-Fund’s transactions, the effect of decreases or increases in the derivative’s underlying assets may be magnified, leading to a larger decrease or increase in the Net Asset Value of the Sub-Fund.

The expected leverage rate should not exceed 1000% of the Sub-Fund's Net Asset Value and the average level of leverage will be around 400% under normal market circumstances, although it is possible that the actual leverage might exceed this expected leverage rate from time to time. The leverage is calculated as the sum of the notionals of the derivatives used that cannot be netted out in accordance to applicable laws and regulations.

## 6. Profile of Typical Investor

The Sub-Fund is intended primarily for investors seeking a means to diversify their bond investments, particularly at a time when conventional bonds (fixed-rate) are exposed to a possible rise in interest rates and the inflation rate.

The reasonable amount to invest in this Sub-Fund depends on the personal financial situation of the investor. To determine this, the investor should take into account his personal assets and current requirements, and also his willingness to take risks or his wish to favour a prudent investment. The investor is also strongly advised to diversify its investments so as not to expose him solely to the risks of this Sub-Fund.

## 7. Sales Commission

A sales commission of up to 1% of the Net Asset Value may be charged on subscription in favour of intermediaries active in the placement of the shares or in favour of the Management Company.

## 8. Risk Profile

The Sub-Fund's risk profile is suited for an investment horizon of more than three years. The risks to which the investor is exposed via the Sub-Fund are the following:

- Risk of loss of capital;
- Interest-rate risk;
- Discretionary management risk;
- Credit risk;
- Inflation risk;
- Counterparty risk;
- Risk of investing in derivative instruments;
- Exchange rate risk;
- Liquidity risk;
- Equity risk;
- Sustainability risk.

## 9. Benchmark

Bloomberg Barclays World Govt Inflation Linked Bonds Hedged EUR

The Sub-Fund uses the benchmark for the calculation of the Performance Fee and performance comparison purposes.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund’s investment objective; this may include decisions regarding asset selection and overall level of exposure to the market. The Management Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

# 16. BEYOND ALTEROSA

Information contained herein should be read in conjunction with the full text of the Prospectus.

## 1. Reference Currency

EUR

## 2. Classes of Shares, Management Fees and Minimum Initial Subscription Amount

| Classes of Shares | Management Fees (of the net assets of the Class per annum) | Performance Fee | Minimum Initial Subscription Amount |
|---|---|---|---|
| Class SI Shares EUR | Up to 0.65% | 20% of the positive performance net of any fees above the 30% MSCI All Countries World Net Return + 70% Bloomberg Barclays Pan European Corporate Euro Hedged composite index, with High Water Mark (*) | EUR 50,000,000 |
| Class I Shares EUR | Up to 0.70% | | EUR 200,000 |
| Class A Shares EUR | Up to 1.40% | | N/A |
| Class N Shares EUR | Up to 0.90% | | N/A |
| Class Q Shares EUR | Up to 0.20% | N/A | N/A |

(*) The Management Company will be entitled to a Performance Fee calculated daily on the positive performance of the Sub-Fund compared to the performance, net of any fees, of the 30% MSCI All Countries World Net Return + 70% Bloomberg Barclays Pan European Corporate Euro Hedged composite index with High Water Mark.

The High Water Mark is the Net Asset Value per Share at the last Valuation Day of any performance period where a performance fee has been paid or failing that, the initial offer price per Share for unlaunched Classes.

The performance period is the period running from 1 January to 31 December each year. The first performance period will be running from the launch date of the relevant Class of Shares to 31 December 2022.

In order to calculate daily the performance for each Class, the total Net Asset Value before Performance Fee is compared to the reference asset value.

The daily reference asset value for each Class equals the total net assets of the relevant Class as of the previous Valuation Day, plus additional subscriptions and minus redemptions and any distributed dividend, multiplied by the 30% MSCI All Countries World Net Return + 70% Bloomberg Barclays Pan European Corporate Euro Hedged Index. In case of redemptions, corresponding Performance Fee (if any) will be crystallised.

The Performance Fee is paid yearly only in case of positive performance at the end of relevant performance period and if the Net Asset Value as of the last Valuation Day of the relevant performance period would not fall below the Net Asset Value as of the first Valuation Day of this performance period.

Performance Fee will be accrued in case the Net Asset Value before Performance Fee of the relevant Class complies with following requirements:

- this Net Asset Value is greater than the last Net Asset Value of performance period;
- this Net Asset Value is greater than the reference asset value; and
- this Net Asset Value is greater than the High Water Mark (highest end of period with Performance Fees payment).

Performance Fee will be accrued daily.

Upon request of an investor, the Management Company will provide, free of charge, examples of the Performance Fee calculation.

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund’s Shares.

## 3. Investment Policy

*Type of fund:*

Multi-Asset Fund

*Investment Objective:*

The Sub-Fund seeks to outperform the 30% MSCI World All Countries World Net Return (Bloomberg ticker: NDEEWNR Index) + 70% Bloomberg Barclays Pan European Corporate Euro Hedged Index (Bloomberg ticker: LP05TREH), calculated with dividends reinvested, over the recommended investment period. Investors’ attention is drawn to the fact that the management style is discretionary and integrates environmental, social / societal and governance (ESG) criteria.

*Investment Strategy:*

The Sub-Fund is managed taking into consideration responsible and sustainable principles.

The Sub-Fund has as its objective sustainable investment within the meaning of Article 9 of SFDR. The Sub-Fund is managed taking into consideration responsible and sustainable principles and aims to be target issuers with a significatively exposure of percentage or their revenues to the 17 Sustainable Development Goals of the United Nations.

The Sub-Fund considers, at least, the following objectives, and proceed to the reporting of this ESG indicators as part of the monitoring and the evolution of the portfolio's ESG performance:

- Environment: GHG emissions, airborne pollution, waterborne pollution, water consumption, land use, etc.
- Social: compensation, gender inequality, health and safety, child labor, etc.
- Governance: corruption and bribery, tax avoidance, etc.
- Global ESG quality rating.

The initial investment universe, which include 5000 issuers, and which may belong to the MSCI All Countries World index and the Bloomberg Barclays Pan European Corporate Euro Hedged Index as well as stocks identified by the Management Company based on the financial and extra-financial analysis, having already been invested in recent past years. The SRI approach is applied on the selected issuers from the initial investment universe.

From this initial investment universe, are excluded issuers with controversies or in severe breach to UN Global Compact Principles (example: human rights or fight against corruption) based on the internal approach. Moreover, a strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

In this way, the investment process and resulting stock and bond picking take into account internal scoring with respect to both corporate responsibility and sustainability of the companies based on an extra-financial analysis through a proprietary rating model (ABA, Above & Beyond Analysis) developed internally by the Management Company. This model is centered on four pillars as further detailed below (i) corporate responsibility, (ii) sustainable transition, (iii) controversies and (iv) dialogue and engagement with issuers.

The Sub-Fund applies a proprietary tool developed internally by the Management Company to make investment decisions. The risk exists that the models used to make these investment decisions do not perform the tasks they were designed to.

The Sub-Fund integrates ESG criteria with regard to direct investments including the definition of the investment universe and the reporting for all companies with the "best in universe" method. There may be a sector bias.

The analysis and the internal rating are based on factual data published by the companies, which may be incomplete or inaccurate, as well as continuous dialogue with company managers.

Corporate responsibility is astounding information's pool used to anticipate companies' risk especially looking at the interplay with their stakeholders: employees, supply chains, clients, local communities, and shareholders…, regardless of the sector of activities.

The analysis of corporate responsibility is broken down into four aspects: shareholders responsibility (board of directors and general management, accounting practices and financial risks, etc.), environmental responsibility (environmental footprint of the production chain and product life cycle or responsible supply, energy consumption and water consumption, company CO2 emissions and management of waste, etc.), responsibility towards workers and society responsibility (ethics and working conditions of the production chain, treatment of employees – safety, well-being, diversity, employee representation, wages, quality of products or services sold, etc.). Each aspect is rated independently and weighted in accordance to how material it is for the company. Each dimension is broken down into a set of criteria, which are around 25 in total. This in-depth analysis, combining qualitative and quantitative research leads to a rating out of 10.

Moreover, the monitoring of the level of controversy is taken into account directly in the corporate responsibility and may affect the rating.

The sustainable transition focuses on the positive impacts' companies generate through their activities, products and services. The aim is to identify whether a company contributes to the sustainable transition. In the model, this pillar has been broken down into 5 major themes: demographic transition (inclusion of senior citizens, access to education, etc.), medical transition (access to care, medical diagnostics, control of endemic diseases, etc.), economic transition (infrastructure development, digitalization, access to connectivity, etc.), lifestyle transition (extension of product lifestyle, circular economy, sustainable mobility, etc.) and ecological transition (renewable energies, biodiversity, green mobility, etc.). Around 34 activities which contribute to the sustainable transition have been identified and integrated into the model.

The use of the proprietary tool relies on the experience, relationships and expertise of the Management Company's personnel.

Due to the responsible investment strategy, the Sub-Fund strictly excludes the following activities:

- Tobacco production;
- Weapons production over than 10% of revenues;
- Coal production over than 10% of revenues;
- Extraction of metallurgical coal over than 10% of revenues;
- Any extraction of thermal coal;
- Unconventional oil and gas production over than 10% of revenues;
- Conventional oil and gas production over than 10% of revenues;
- Companies in severe breaches to UN Global Compact Principles.

The Sub-Fund may not invest more than 5% of its net assets in issuers with the following activities:

- Coal-based power generation over than 10% of revenues;
- Nuclear-based power generation over than 30% of revenues.

The overall investment strategy of the Sub-Fund is to seek to enhance the return on a wealth investment. Through active management of a portfolio of equities and fixed income products, it aims to provide an alternative to investments in bonds and convertible bonds (directly or through mutual funds) as well as an alternative to Euro denominated funds. The Sub-Fund does not benefit from a guarantee on capital invested.

With respect to investments in government bonds: this asset class is the subject of an extra-financial analysis in 7 dimensions comprising:

- Governance: Rule of law, Respect for freedoms, Quality of institutions and the regulatory framework
- Politics: Democratic life
- Health: Demography and Quality of life
- Education and training
- Social cohesion: Inequalities, Employment, Social protection
- The climate: risks and energy policy
- Ecosystems: resources and protection

All investments in this asset class are subject to an in-depth analysis of these dimensions and of an assessment that is taken into account in the investment decision.

In line with the fundamental approach of the management team, the investment process is based on the following three stages:

- The first step is to exclude companies with high corporate responsibility risks (minimum score of 4/10 in our proprietary model). This selection fulfills the conditions of the French SRI label.
- The second step is based on the selection of issuers and companies identified to meet the Sub-Fund's sustainable strategy (*i.e.* issuers that provide solutions to sustainable development solutions).
- The third step is to build a portfolio pursuant to a fundamental analysis, the liquidity and the valuation of the companies considered.

The Sub-Fund is managed taking into consideration the requirements of the French SRI label, from which the Sub-Fund benefits, which entails the exclusion of at least 20% of the worst share issuers from its investment universe, and which also involves proceeding to the extra-financial analysis on at least 90% of the asset of the Sub-Funds. As such the Sub-Fund will not invest in these issuers. The Management Company has also signed the AFG-FIR-EUROSIF transparency code for SRI funds that have obtained a Label for the general public.

The Taxonomy Regulation aims to identify economic activities which qualify as environmentally sustainable.

The Taxonomy Regulation identifies such activities according to their contribution to six environmental objectives: (i) Climate change mitigation; (ii) Climate change adaptation; (iii) Sustainable use and protection of water and marine resources; (iv) Transition to a circular economy; (v) Pollution prevention and control; (vi) Protection and restoration of biodiversity and ecosystems.

An economic activity shall qualify as environmentally sustainable where that economic activity contributes substantially to one or more of the six environmental objectives, does not significantly harm any of the environmental objectives (“do no significant harm” or “DNSH” principle) and is carried out in compliance with the minimum safeguards laid down in Article 18 of Taxonomy Regulation. The “do no significant harm” principle applies only to those investments underlying the Sub-Fund that take into account the European Union criteria for environmentally sustainable economic activities.

The Sub-Fund is managed taking into consideration responsible and sustainable principles which directly relate to the Taxonomy Regulation’s six sustainable objectives.

As indicated in its investment policy, the Sub-Fund aims to expose its assets to issuers operating in sectors which can make a substantial contribution to climate change mitigation, climate change adaptation and other environmental objectives as defined in Taxonomy Regulation. The Sub-Fund applies a proprietary tool developed internally by the Management Company to make investment decisions. The analysis of corporate responsibility is broken down into four aspects, which include environmental responsibility (environmental footprint of the production chain and product life cycle or responsible supply, energy consumption and water consumption, company CO2 emissions and management of waste, etc.). As a result, it is expected that it will invest at least a small part of its net assets in sustainable investments (including investments in enabling and transitional activities) but currently, the Sub-Fund cannot set a minimum shares in Taxonomy-aligned, transitional or enabling activities. Within this part of assets invested in sustainable investments, it can be reasonably anticipated that a small part be invested in enabling and transitional activities referred to in Article 16 and Article 10(2) of Taxonomy Regulation, respectively.

The Prospectus will be updated and the minimum shares of taxonomy-aligned environmentally sustainable activities, including the proportions of investments in enabling and transitional activities will be included therein once data availability in relation to the Taxonomy Regulation improves and stabilises and once the technical screening criteria have been published.

*Description of categories of assets and financial contracts:*

The Sub-Fund may invest at any time within the following limits in:

- Up to 100% of its net assets may be exposed to fixed income securities denominated in Euro or in other currency, composed of securities issued by public or private sector-issuers, investment grade rated.

- Up to 50% of its net assets may be composed of fixed income securities belonging to the "speculative grade" (i.e. which have ratings below a Standard & Poor’s minimum A-3 short term rating or BBB- long-term rating or equivalent with a minimum of CCC) or non-rated.

- Up to 5% of its net assets may be invested in securities which may qualify as distressed securities (i.e. which have a Standard & Poor’s notation below CCC long-term rating or equivalent).

- The Sub-Fund may invest up to 15% of its net assets in assets backed securities (ABS) and mortgage backed securities (MBS) which shall consist of securities that are rated at least B- by Standard & Poor’s for example or that are considered of a comparable credit quality by the Management Company.

The Sub-Fund may invest in fixed rate, floating rate or inflation-indexed debt securities and negotiable debt within the following limits for specific bonds types:

- Convertibles or exchangeable bonds: up to 50% of its total assets;
- Contingent convertible bonds (Coco Bonds): up to 20% of its total assets.

The Management Company shall not solely base its investment decisions on the ratings assigned by independent rating agencies, but shall also proceed to its own credit risk assessment.

In all cases, the Sub-Fund will not invest in securities which may qualify as "in default" at the time of the investment or during their lifetime in the portfolio. Fixed income securities which may be downgraded during their lifetime will be disposed of as soon as possible with due regards to the interest of shareholders.

- Up to 50% of its net assets in equities or equivalent from issuers belonging to all market capitalisation categories headquartered in OECD countries.

- Investment in equities or equivalent issued by issuers which capitalisation is under 200 million Euros may not exceed 5% of the net asset of the Sub-Fund.

- The modified duration of the Sub-Fund’s portfolio will be limited to 7 years.

- Up to 100% of its net assets in securities outside of OECD countries.

- Up to 100% of its net assets in securities denominated in other currency than Euro.

The exchange risk will not exceed 100% of the net asset of the Sub-Fund.

The Sub-Fund will not invest in debt securities (govies) issued by the USA. Nevertheless, the Sub-Fund may require financial derivatives instruments for the purpose of hedging the exposition to US market (through US corporate bonds).

The proportion of the Sub-Fund’s investments in UCITS or regulated AIFs open to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law, including ETFs, shall not exceed 10% of its net asset.

The Sub-Fund may invest no more than 10% of its net assets in recently issued transferable securities which will be admitted to official listing on a stock exchange or other market within one year. This restriction will not apply in relation to investment by the Sub-Fund in certain US securities known as Rule 144A securities provided that (i) the securities are issued with an undertaking to register with the US Securities and Exchanges Commission within one year of issue and (ii) the securities are not illiquid securities e.g. they may be realized by the Sub-Fund within seven (7) days at the price, or approximately at the price, at which they are valued by the Sub-Fund.

The Sub-Fund may invest in securities denominated in any currency. However, non-base currency exposure may be hedged back to the base currency to moderate currency exchange risks. More specifically, futures and currency forwards may be used for that purposes.

In order to achieve the investment objective, the Sub-Fund may also invest its net asset in equities or related financial derivative instruments (such as CFD or DPS) as well as in convertible bonds, warrants and rights which may embed derivatives, for the purpose of hedging or increasing equity and interest rate risk without seeking overexposure.

In addition, the Sub-Fund may use all types of eligible derivatives instruments traded on regulated or OTC markets when these contracts are better suited to the management objective or offer lower trading costs. These instruments may include, but are not restricted to, futures, options, swaps, index of CDS and CDS. Derivative instruments may be used for the purpose of hedging or increasing equity risk, interest rate risk or credit risk without seeking overexposure.

The Sub-Fund may make use of deposits and borrowings in accordance with Section 3 Investment and Borrowing Restrictions of the general part of the Prospectus.

In case of adverse market conditions, the Sub-Fund may invest up to 100% of its net assets in money market instruments.

The Sub-Fund may use techniques and instruments relating to transferable securities and money market instruments for efficient portfolio management.

## 4. Initial Offering

The Sub-Fund was launched on 17 December 2018 by issuing Class I Shares, Class A shares and Class N Shares at an initial price of EUR 100 per share. Class SI and Class Q Shares will be launched at another date, on the decision of the Board of Directors.

## 5. Risk Management Method

The Sub-Fund's global risk exposure will be monitored by using the Commitment approach. This approach measures the global exposure related to positions on financial derivative instruments ("FDIs") which may not exceed the Sub-Fund's Net Asset Value.

## 5. Profile of Typical Investor

All investors, in particular investors who are looking for a cautious management style, while agreeing to be exposed to the market risk over a medium term (three years).

## 6. Sales Commission

A sales commission of up to 1% of the Net Asset Value may be charged on subscription in favour of intermediaries active in the placement of the Shares or in favour of the Management Company.

## 7. Risk Profile

The Sub-Fund's risk profile is suited for an investment horizon in excess of three years. The risks to which the investor is exposed via the Sub-Fund are the following:

- Interest-rate risk;
- Credit risk;
- Equity risk;
- Emerging market risk;
- Risk of loss of capital;
- Risk of investing in derivative instruments as well as instruments embedding derivatives (such as contract for difference and dynamic portfolio swap;
- Specific Risk linked to ABS and MBS;
- Distressed securities risk;
- ESG risk;
- Exchange rate risk;
- Convertible Securities risk;
- Risk of investing in contingent convertibles bonds;
- Sustainability risk;
- Rule 144A Securities risk.

## 8. Benchmark

30% MSCI World All Countries World Net Return + 70% Bloomberg Barclays Global Treasury Index Euro Hedged

The Sub-Fund uses the benchmark for performance comparison purposes.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund's investment objective; this may include decisions regarding asset selection and overall level of exposure to the market. The Management Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

The benchmark does not take into account the sustainable objective pursued by the Sub-Fund as the Management Company has not identified an EU Climate Transition Benchmark or an EU Paris-aligned Benchmark (as defined under Benchmark Regulation) which is available and consistent with the Sub-Fund's investment objective and strategy.

## 17. BEYOND SEMPEROSA

Information contained herein should be read in conjunction with the full text of the Prospectus.

### 1. Reference Currency

EUR

### 2. Classes of shares, Management Fees, Performance Fee and Minimum Initial Subscription Amount

| Classes of Shares | Management Fees (of the net assets of the Class per annum) | Performance Fee | Minimum Initial Subscription Amount |
|---|---|---|---|
| Class SI Shares EUR | Up to 0.90% | 20% of the positive performance net of any fee above the index with High Water Mark * | 50,000,000 EUR |
| Class I Shares EUR | Up to 1% | | 200,000 EUR |
| Class ID Shares EUR | Up to 1% | | 200,000 EUR |
| Class A Shares EUR | Up to 1.80% | | N/A |
| Class N Shares EUR | Up to 1.05% | | N/A |
| Class Q Shares EUR | Up to 0.20% | N/A | N/A |

Class ID are distribution Shares. Interim dividends may be distributed to the shareholders of Class ID shares twice a year upon decision of the Board of Directors.

* The Management Company will be entitled to a Performance Fee calculated daily on the positive performance of the Sub-Fund compared to the performance, net of any fees, of the following index net return denominated in Euro: Euro Stoxx Net Return.

The High Water Mark is the Net Asset Value per Share at the last Valuation Day of any performance period where a performance fee has been paid or failing that, the initial offer price per Share for unlaunched Classes.

In order to calculate daily the performance, the total Net Asset Value before performance fee is compared to the reference asset value.

The performance period is the period running from 1 January to 31 December each year. The first performance period will however be running from the launch date of the relevant Class of Shares to 31 December of the relevant year.
The daily reference asset value for each Class equals the total net assets of the relevant Class as of the previous Valuation Day (and for the first performance period as of the first

Valuation Day), plus additional subscriptions and minus redemptions multiplied by the Index. In case of redemptions, corresponding Performance Fee (if any) will be crystallised.

The Performance Fee is paid yearly only in case of positive performance at the end of relevant performance period and if the Net Asset Value per Share as of the last Valuation Day of the relevant performance period would not fall below the Net Asset Value per share as of the first Valuation Day of this performance period.

Performance fee will be accrued in case the Net Asset Value before Performance Fee of the relevant Class complies with following requirements:

- this Net Asset Value per Share is greater than the last Net Asset Value per Share as of the first Valuation Day of this performance period;
- this Net Asset Value is greater than the reference Asset Value; and
- this Net Asset Value per Share is greater than the High Water Mark (highest end of period with Performance Fees payment).

Upon request of an investor, the Management Company will provide, free of charge, examples of the Performance Fee calculation.

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund's Shares.

**3. Investment Policy**

*Type of fund:*

European Equities Fund

*Investment Objective:*
The Sub-Fund seeks to outperform the following index denominated in Euro: Euro Stoxx NR (Bloomberg ticker: SXXT Index) calculated with dividends net of withholding taxes reinvested, over the recommended investment term. Investors' attention is drawn to the fact that the management style is discretionary and integrates environmental, social / societal and governance (ESG) criteria.

*Investment Strategy*:

The Sub-Fund's philosophy is particularly to focus on companies that have a strong social and/or environmental impact. This impact is evaluated through their exposure (in terms of turnover, R&D expenses or capex) via the proprietary model of the Management Company. The impacts are based on five long-term transitions: economic transition, life style transition, medical transition, demographic transition and energy transition.

The Sub-Fund has as its objective sustainable investment within the meaning of Article 9 of SFDR. The Sub-Fund is managed taking into consideration responsible and sustainable principles and aims to be target issuers with a significatively exposure of percentage of their revenues to the 17 Sustainable Development Goals of the United Nations. The investment strategy is geared towards law carbon economy which leaders to a lower portfolio's carbon footprint than the Euro Stoxx NR.

The Sub-Fund considers, at least, the following objectives, and proceed to the reporting of this ESG indicators as part of the monitoring and the evolution of the portfolio's ESG performance:

- Environment: GHG emissions, airborne pollution, waterborne pollution, water consumption, land use, etc.
- Social: compensation, gender inequality, health and safety, child labor, etc.
- Governance: corruption and bribery, tax avoidance, etc.
- Global ESG quality rating.

The initial investment universe, which include up to 2500 issuers, which may belong to the EURO STOXX index and the Stoxx Europe 600 index as well as stocks identified by the Management Company based on the financial and extra-financial analysis, having already been invested in recent past years. The SRI approach is applied on the selected issuers from the initial investment universe.

From this initial investment universe, are excluded issuers with controversies or in severe breach to UN Global Compact Principles (example: human rights or fight against corruption) based on the internal approach. Moreover, a strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

In this way, the investment process and resulting stock and bond picking take into account internal scoring with respect to both corporate responsibility and sustainability of the companies based on an extra-financial analysis through a proprietary rating model (ABA, Above & Beyond Analysis) developed internally by the Management Company. This model is centered on four pillars as further detailed below (i) corporate responsibility, (ii) sustainable transition, (iii) controversies and (iv) dialogue and engagement with issuers.

The Sub-Fund integrates also ESG criteria with regard to direct investments including the definition of the investment universe and the reporting for all companies with the "best in universe" method. There may be a sector bias.

The Sub-Fund applies a proprietary tool developed internally by the Management Company to make investment decisions. The risk exists that the models used to make these investment decisions do not perform the tasks they were designed to.

The analysis and the internal rating are based on factual data published by the companies, which may be incomplete or inaccurate, as well as continuous dialogue with company managers.

Corporate responsibility is astounding information's pool used to anticipate companies' risk especially looking at the interplay with their stakeholders: employees, supply chains, clients, local communities, and shareholders…, regardless of the sector of activities.

The analysis of corporate responsibility is broken down into four aspects: shareholders responsibility (board of directors and general management, accounting practices and financial risks, etc.), environmental responsibility (environmental footprint of the production chain and product life cycle or responsible supply, energy consumption and water consumption, company CO2 emissions and management of waste, etc.), responsibility towards workers and society responsibility (ethics and working conditions of the production chain, treatment of employees – safety, well-being, diversity, employee representation, wages, quality of products or services sold, etc.). Each aspect is rated independently and weighted in accordance to how material it is for the company. Each dimension is broken down into a set of criteria, which are around 25 in total. This in-depth analysis, combining qualitative and quantitative research leads to a rating out of 10.
Moreover, the monitoring of the level of controversy is taken into account directly in the corporate responsibility and may affect the rating.

The sustainable transition focuses on the positive impacts' companies generate through their activities, products and services. The aim is to identify whether a company contributes to the sustainable transition. In the model, this pillar has been broken down into 5 major themes: demographic transition (inclusion of senior citizens, access to education, etc.), medical transition (access to care, medical diagnostics, control of endemic diseases, etc.), economic transition (infrastructure development, digitalization, access to connectivity, etc.), lifestyle transition (extension of product lifestyle, circular economy, sustainable mobility, etc.) and ecological transition (renewable energies, biodiversity, green mobility, etc.). Around 34 activities which contribute to the sustainable transition have been identified and integrated into the model.

A strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

In line with the fundamental approach of the management team, the investment process is based on the following three stages:

- The first step is to exclude companies with high corporate responsibility risks (minimum score of 4/10 in our proprietary model). This selection fulfills the conditions of the French SRI label.
- The second step is based on the selection of companies identified to meet the Sub-Fund's sustainable strategy (*i.e.* reduction in carbon emission in view of achieving the long-term global warning objectives of the Paris Agreement).
- The third step is to build a portfolio pursuant to a fundamental analysis, the liquidity and the valuation of the companies considered.

The Sub-Fund is managed taking into consideration the requirements of the French SRI label, from which the Sub-Fund benefits, which especially involves proceeding to the extra-financial analysis on at least 90% of the asset of the Sub-Fund and entails the exclusion of at least 20% of the worst share issuers from its investment universe. As such the Sub-Fund will not invest in these issuers. The Management Company has also signed the AFG-FIR-EUROSIF transparency code for SRI funds that have obtained a Label for the general public.

Due to the responsible investment strategy, the Sub-Fund strictly excludes the following activities:

- Tobacco production;
- Weapons production over than 10% of revenues;
- Coal production over than 10% of revenues;
- Extraction of metallurgical coal over than 10% of revenues;
- Any extraction of thermal coal;
- Unconventional oil and gas production over than 10% of revenues;
- Conventional oil and gas production over than 10% of revenues;
- Companies in severe breaches to UN Global Compact Principles.

The Sub-Fund may not invest more than 5% of its net assets in issuers with the following activities:

- Coal-based power generation over than 10% of revenues;
- Nuclear-based power generation over than 30% of revenues.

The Management Company has a strong conviction motto and will focus on approximately 40 issuers.

The Taxonomy Regulation aims to identify economic activities which qualify as environmentally sustainable.

The Taxonomy Regulation identifies such activities according to their contribution to six environmental objectives: (i) Climate change mitigation; (ii) Climate change adaptation; (iii) Sustainable use and protection of water and marine resources; (iv) Transition to a circular economy; (v) Pollution prevention and control; (vi) Protection and restoration of biodiversity and ecosystems.

An economic activity shall qualify as environmentally sustainable where that economic activity contributes substantially to one or more of the six environmental objectives, does not significantly harm any of the environmental objectives ("do no significant harm" or "DNSH" principle) and is carried out in compliance with the minimum safeguards laid down in Article 18 of Taxonomy Regulation. The "do no significant harm" principle applies only to those investments underlying the Sub-Fund that take into account the European Union criteria for environmentally sustainable economic activities.

The Sub-Fund is managed taking into consideration responsible and sustainable principles which directly relate to the Taxonomy Regulation's six sustainable objectives.

As indicated in its investment policy, the Sub-Fund aims to expose its assets to issuers operating in sectors which can make a substantial contribution to climate change mitigation, climate change adaptation and other environmental objectives as defined in Taxonomy Regulation. The Sub-Fund applies a proprietary tool developed internally by the Management Company to make investment decisions. The analysis of corporate responsibility is broken down into four aspects, which include environmental responsibility (environmental footprint of the production chain and product life cycle or responsible supply, energy consumption and water consumption, company CO2 emissions and management of waste, etc.). As a result, it is expected that it will invest at least a small part of its net assets in sustainable investments (including investments in enabling and transitional activities) but currently, the Sub-Fund cannot set a minimum shares in Taxonomy-aligned, transitional or enabling activities. Within this part of assets invested in sustainable investments, it can be reasonably anticipated that a small part be invested in enabling and transitional activities referred to in Article 16 and Article 10(2) of Taxonomy Regulation, respectively.

The Prospectus will be updated and the minimum shares of taxonomy-aligned environmentally sustainable activities, including the proportions of investments in enabling and transitional activities will be included therein once data availability in relation to the Taxonomy Regulation improves and stabilises and once the technical screening criteria have been published.

*Description of categories of assets and financial contracts:*

The Sub-Fund may at any time invest in:

- Equities of issuers having their registered office in the Euro zone: from 65% to 100% of its net assets;
- Equities outside the Euro zone: from 0% to 35% of its net assets;
- Equities with total market capitalisation below 200 million up to 10% of its net assets;
- Fixed income securities and money market instruments or deposits if market conditions are unfavourable: from 0% to 25% of its net assets;
- Other financial instruments (within the meaning of article 41 (2) a) of the Law) up to 10 % of its net assets.

Exposure to exchange risk may reach 35 % of the Sub-Fund's net assets.

The Sub-Fund may invest in fixed income securities and money market instruments from issuers of the public or private sector, depending on market opportunities without any constraint in terms of rating or duration. Nevertheless, investment in "speculative grade" or non-rated debt securities (i.e. which have a Standard & Poor's rating below A-3 short term rating or BBB- long-term rating or equivalent with a minimum rating of CCC) may not exceed 25 % of its net assets. The Sub-Fund shall not solely base its investment decisions and its risk assessment on the ratings assigned by independent rating agencies but shall also proceed to its own analysis of credit.

In all cases, the Sub-Fund will not invest in securities which qualify as distressed or as "in default". Fixed income securities which may be downgraded during their lifetime will be disposed of as soon as possible with due regards to the interest of shareholders.

*Special consideration for French investors:* to ensure eligibility for the French *Plan d'Epargne en Actions* (PEA), the Sub-Fund will invest at least 75% of its assets in equity securities issued by issuers with their headquarters in an EEA state that has signed a tax agreement with France, including a clause on combating fraud and tax avoidance.

The proportion of the Sub-Fund's investments in UCITS or regulated AIFs open to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law, shall not exceed 10% of its net asset.

The Sub-Fund may invest in securities denominated in any currency. However, non-base currency exposure may be hedged back to the base currency to moderate currency exchange risks. More specifically, futures and currency forwards may be used for that purposes.

The Sub-Fund may use exchange traded or OTC derivatives up to 25% of the Sub-Fund's net assets, including but not limited to, futures contracts and non-complex options negotiated on regulated markets for the purpose of hedging or increasing equity exposure without seeking overexposure.

The Sub-Fund can also operate on the foreign exchange markets to cover investments realised in other currency than European currencies and major internationally traded currency.

The Sub-Fund may make use of borrowings.

The Sub-Fund may use techniques and instruments relating to transferable securities and money market instruments for efficient portfolio management.

### 4. Initial Offering

The Sub-Fund was launched on 17 December 2018 by issuing Class I Shares, Class A Shares and Class N Shares at an initial price of EUR 100 per Share. Class SI and Class Q Shares will be launched at another date, on the decision of the Board of Directors.

Class N Shares will be launched at another date, on the decision of the Board of Directors.

### 5. Global Exposure

The Sub-Fund's global risk exposure is monitored by using the Commitment approach. This approach measures the global exposure related to positions on financial derivative instruments ("FDIs") which may not exceed the Sub-Fund's Net Asset Value.

### 6. Profile of Typical Investor

All investors, in particular investors looking for a Euro zone equity market exposure. The Sub-Fund is aimed at investors who agree to be exposed to all risks set forth in the risk profile of the Sub-Fund.

### 7. Risk Profile

The Sub-Fund's risk profile is suited for an investment horizon of five years. The risks to which the investor is exposed via the Sub-Fund are the following:

- Equity risk;
- Discretionary management risk;

- Liquidity risk;
- Risk of loss of capital;
- Interest-rate risk;
- Exchange rate risk;
- Credit risk;
- Counterparty risk;
- ESG risk;
- Sustainability risk.

## 8. Benchmark

Euro Stoxx Net Return

The Sub-Fund uses the benchmark for the calculation of the Performance Fee and performance comparison purposes.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund’s investment objective; this may include decisions regarding asset selection and overall level of exposure to the market. The Management Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

The benchmark does not take into account the sustainable objective pursued by the Sub-Fund as the Management Company has not identified an EU Climate Transition Benchmark or an EU Paris-aligned Benchmark (as defined under Benchmark Regulation) which is available and consistent with the Sub-Fund’s investment objective and strategy.

## 18. LAFITENIA SUSTAIN BB

Information contained herein should be read in conjunction with the full text of the Prospectus.

### 1. Reference Currency

EUR

### 2. Classes of Shares, Management Fees, Performance Fee and Minimum Initial Subscription Amount

| Classes of shares | Management Fees (of the net assets of the Class per annum) | Performance Fee | Minimum Initial Subscription Amount |
|---|---|---|---|
| Class I Shares EUR | Up to 0.60% | 20% of the positive performance net of any fees above the 50% Bloomberg Barclays Euro Corporate 500 – BBB index + 50% Bloomberg Barclays Euro High Yield BB Rating only index with High Water Mark** | EUR 200,000 |
| Class H-I Shares USD* | Up to 0.60% | | USD 200,000 |
| Class A Shares EUR | Up to 1.20% | | EUR 2,500 |
| Class B Shares EUR | Up to 1.40% | | N/A |
| Class N Shares EUR | Up to 0.80% | | N/A |
| Class Q Shares EUR | Up to 0.20% | N/A | N/A |

* The costs of hedging will only be borne by the shareholders of the hedged Class.

**The Management Company will be entitled to a Performance Fee calculated daily on the positive performance of the Sub-Fund compared to the performance, net of any fees, of the 50% Bloomberg Barclays Euro Corporate 500 – BBB index + 50% Bloomberg Barclays Euro High Yield BB Rating only index with High Water Mark.

The High Water Mark is the Net Asset Value per Share at the last Valuation Day of any performance period where a performance fee has been paid or failing that, the initial offer price per Share for unlaunched Classes.

The performance period is the period running from 1 January to 31 December each year. The first performance period will be running from the launch date of the relevant Class of Shares to 31 December 2020.

In order to calculate daily the performance for each Class, the total Net Asset Value before Performance Fee is compared to the reference asset value.

The daily reference asset value for each Class equals the total net assets of the relevant Class as of the previous Valuation Day, plus additional subscriptions and minus redemptions and any distributed dividend, multiplied by the 50% Bloomberg Barclays Euro Corporate 500 – BBB index + 50% Bloomberg Barclays Euro High Yield BB Rating only index. In case of redemptions, corresponding Performance Fee (if any) will be crystallised.

The Performance Fee is paid yearly only in case of positive performance at the end of relevant performance period and if the Net Asset Value as of the last Valuation Day of the relevant performance period would not fall below the Net Asset Value as of the first Valuation Day of this performance period.

Performance fee will be accrued in case the Net Asset Value before Performance Fee of the relevant Class complies with following requirements:

a. this Net Asset Value is greater than the last Net Asset Value of performance period;
b. this Net Asset Value is greater than the reference asset value; and
c. this Net Asset Value is greater than the High Water Mark (highest end of period with Performance Fees payment).

Upon request of an investor, the Management Company will provide, free of charge, examples of the Performance Fee calculation.

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund's Shares.

## 3. Investment Policy

*Type of Fund:*

International Bonds Fund

*Investment Objective:*

Through a discretionary strategy, the Sub-Fund seeks to benefit, throughout the recommended investment period of more than three years, from the performance of the Euro-denominated high-yield bonds market, from issuers of the private sector.

Investors' attention is drawn to the fact that the management style is discretionary and integrates environmental, social / societal and governance (ESG) criteria. The portfolio composition will not attempt to replicate the composition of a benchmark index from a geographical or sectorial perspective. Even so, the 50% Bloomberg Barclays Euro Corporate 500 – BBB index (Bloomberg code LE5BTREU) + 50% Bloomberg Barclays Euro High Yield BB Rating only index (Bloomberg code LP07TREU) may be used as ex-post benchmark indicator.

*Investment Strategy*:

The investment strategy consists of selecting bonds and money market instruments by adapting the investment program according to the economic situation and the Management Company expectations. The Sub-Fund aims to propose to investors an exposition to credit markets and more specifically to the high yield segment (corporate debt securities with a high credit risk).

The Sub-Fund promotes environmental and/or social characteristics within the meaning of Article 8 of SFDR.

The Sub-Fund considers, at least, the following objectives, and proceed to the reporting of this ESG indicators as part of the monitoring and the evolution of the portfolio's ESG performance:

- Environment: GHG emissions, airborne pollution, waterborne pollution, water consumption, land use, etc.
- Social: compensation, gender inequality, health and safety, child labor, etc.
- Governance: corruption and bribery, tax avoidance, etc.
- Global ESG quality rating.

The Sub-Fund will invest in debt securities from issuers or issues which have Standard & Poor's rating between BB+ and BB- or equivalent by other rating agencies or being considered as equivalent by the Management Company using similar criteria. But depending on the management team's conviction on credit market, the Sub-Fund could diversify its investments in debt securities from issuers or issues which have Standard & Poor's rating above BBB- or equivalent or being considered as equivalent by the Management Company using similar criteria or in debt securities from issuers or issues which have Standard & Poor's rating below B+ or equivalent or being considered as equivalent by the Management Company using similar criteria. The Sub Fund will be diversified and will tend to have a minimum of 60 invested issuers.

The initial investment universe is composed of corporate bonds, with a rating of BBB+ by Standard & Poor's or equivalent by other rating agencies or below, with an outstanding amount of 200M or more, issued in EUR, USD, GBP, CHF, SEK or NOK. Non-rated bonds are also included if the issue outstanding amount is 200M€ or more and issued in EUR, USD, GBP, CHF, SEK or NOK and if the Management Company believes it has an equivalent credit quality of a rating of

BBB+ by Standard & Poor's or equivalent by other rating agencies or below. The SRI approach is applied on the selected issuers from the initial investment universe (around 2500 issuers).

From this initial investment universe, are excluded companies with controversies or in severe breach to UN Global Compact Principles (example: human rights or fight against corruption) based on the internal approach. Moreover, a strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

In addition, with the management style as described above, the Sub-Fund is managed taking into consideration responsible and sustainable principles. In this way, the investment process and resulting bond picking take into account internal scoring with respect to both corporate responsibility and sustainability of companies based on an extra-financial analysis through a proprietary rating model (ABA, Above & Beyond Analysis) developed internally by the Management Company. This model is centered on four pillars as further detailed below (i) corporate responsibility, (ii) sustainable transition, (iii) controversies and (iv) dialogue and engagement with issuers.

The risk exists that the models used to make these investment decisions do not perform the tasks they were designed to. The use of the proprietary tool relies on the experience, relationships and expertise of the Management Company.

The Sub-Fund integrates also ESG criteria with regard to direct investments including the definition of the investment universe and the reporting for all companies, with the "best in universe" method.

Corporate responsibility is a useful information's pool used to anticipate companies' risks especially looking at the interplay with their stakeholders: employees, supply chains, clients, local communities, and shareholders…, regardless of the sector of activities.

The analysis of corporate responsibility is broken down into four aspects: shareholders responsibility, environmental responsibility, responsibility towards workers and society responsibility. Each aspect is rated independently and weighted in accordance to how material it is for the company. Each dimension is broken down into a set of criteria, which are around 25 in total. This in-depth analysis, combining qualitative and quantitative research leads to a rating out of 10.

Moreover, the monitoring of the level of controversy is taken into account directly in the corporate responsibility and may affect the rating.

The sustainable transition focuses on the positive impacts' companies generate through their activities, products and services. The aim is to identify whether a company contributes to the sustainable transition. In the model, this pillar has been broken down into 5 major themes: demographic transition, medical transition, economic transition, lifestyle transition and ecological transition. Around 34 activities which contribute to the sustainable transition have been identified and integrated into the model.

The analysis and the internal rating are based on factual data published by the companies as well as continuous dialogue with company managers.

A strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

Due to the responsible investment strategy, the Sub-Fund strictly excludes the following activities:

- Tobacco production;
- Weapons production over than 10% of revenues;
- Coal production over than 10% of revenues;
- Extraction of metallurgical coal over than 10% of revenues;
- Any extraction of thermal coal;
- Unconventional oil and gas production over than 10% of revenues;
- Conventional oil and gas production over than 10% of revenues;
- Companies in severe breaches to UN Global Compact Principles.

The Sub-Fund may not invest more than 5% of its net assets in issuers with the following activities:

- Coal-based power generation over than 10% of revenues;
- Nuclear-based power generation over than 30% of revenues.

Based on the conviction that the improvement of the best practice of issuers selected by the Management Company contributes to protect the client's investment value, the Management team has put in place a dialogue and engagement approach which aim to improve the consideration of ESG issues (corporate responsibility and sustainable transition) of issuers selected. This approach is based on a continuous interaction with issuers and the progress and achievements of issuer's engagement, through the analysis made in the proprietary tool of the Management Company. Interactions with issuers and site visits are the heart of our investment process and aim to contribute to the general enhancement of market practices and transparency on ESG issues.

More information about the proprietary rating model is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

With respect to investments in government bonds: this asset class is the subject of an extra-financial analysis in 7 dimensions comprising:

- Governance: Rule of law, Respect for freedoms, Quality of institutions and the regulatory framework
- Politics: Democratic life
- Health: Demography and Quality of life
- Education and training
- Social cohesion: Inequalities, Employment, Social protection
- The climate: risks and energy policy
- Ecosystems: resources and protection

All investments in this asset class are subject to an in-depth analysis of these dimensions and of a rating that is taken into account in the investment decision.

The result of the SRI approach will be binding on the Management Company.

The Sub-Fund is managed taking into consideration the requirements of the French SRI label, which especially involves proceeding to the extra-financial analysis on at least 90% of the net assets of the Sub-Fund and entails the exclusion of at least 20% of the worst share issuers from its investment universe. As such the Sub-Fund will not invest in these issuers. The Management Company has also signed the AFG-FIR-EUROSIF transparency code for SRI funds that have obtained a Label for the general public. As at the date of the latest update of the Prospectus, the Sub-Fund does not benefit from the French SRI Label.

Hence, the Management Company aims to select companies which, are considered, according to its own analysis, with a high quality in both financial and extra-financial approach, with a high capacity of resilience (*i.e.* ability to withstand an adverse and difficult environment), and recurrence (*i.e.* ability of a company to generate recurring cash flow enabling it to meet its debt maturities).

The investment process is based on the following three stages:

- Selection of the investment universe combining a financial (quantitative and micro-economic) and extra-financial (qualitative) approach with two successive steps:
  - the selection of issuers pursuant to the financial approach described above,
  - the exclusion of issuers which have a high-risk profile in terms of corporate responsibility (rating below 2/10 in the ESG proprietary tool) or exposed to major controversies. This filter excludes a minimum of 20% of issuers based on the extra-financial analysis describes before.
- Structuration of the portfolio with a macroeconomic approach and an assessment of the investment conditions in the credit market.
- Build the portfolio taking into consideration the regulatory constraints and the investment process in order to establish the final selection.

Strategic orientations regarding responsible investing are decided by an ESG committee within the Management Company.

This Sub-Fund promotes environmental and social characteristics but does not commit to make investments in taxonomy-aligned environmentally sustainable activities. As such, the underlying investments of this Sub-Fund do not take into account the EU criteria for environmentally sustainable economic activities within the meaning of the Taxonomy Regulation.

*Description of categories of assets and financial contracts:*

The Sub-Fund mainly invests:

- at least 40% of its net assets in debt securities (including bonds, notes or bills) from issuers or issues which have Standard & Poor's rating above or equal to BB- or equivalent or being considered as equivalent by the Management Company using similar credit criteria; and
- up to a maximum of 20% of its net assets, in debt securities which have a Standard & Poor's rating below B- or equivalent or being considered as equivalent by the Management Company using similar credit criteria.

If a bond is downgraded to a notation under the B- grade pursuant to Standard & Poor's rating or equivalent or considered as equivalent by the Management Company, the relevant asset will not be sold unless, in the opinion of the Management Company, it is in the interest of Shareholders to do so. Such downgraded bond may however not exceed a total of 20% of the Sub-Fund's total assets.

If any securities selected by the Management Company is rated by more than one agency, the second-best rating classification will be used. If a security only has one rating, the single rating may be used. If there is no official rating at the issue level, the rating condition shall be fulfilled at the level of the selected issuer. The Management Company could apply an internal rating being considered as equivalent. For subordinated bonds or contingent convertibles bonds, a downgrade is applied to the issuer rating used in the rating algorithm.

The Sub-Fund will not invest in securities which qualify, at the time of investment, as distressed or as "in default". Fixed income securities which may be downgraded to distressed or "in default" during their lifetime will be disposed of as soon as possible with due regards to the interest of shareholders.

The Sub-Fund invests in interest rate securities denominated in Euro. The Sub-Fund may also invest in securities denominated in USD, CHF, GBP, YEN, AUD, CAD, NOK, SEK and DKK.

The Sub-Fund may invest up to 100% of its net assets in securities of issuers having their registered office in OECD countries. Investment in issuers having their registered office in non-OECD countries (including emerging countries) will be limited to 30% of the net assets of the Sub-Fund.

As a result of investment in convertible bonds, synthetic convertible bonds and in listed derivative instruments on equity or equity indices, the Sub-Fund's may be exposed to the stock market but such exposure - considering the sensitivity of convertible bonds price to stock market changes - will be limited to up 10% of the Sub-Fund's total assets.

The overall modified duration of the Sub-Fund is comprised within a range from 0 and +10 in normal market conditions, without any restriction on the modified duration of individual securities in the Sub-Fund.

The Sub-Fund may invest up to 20% of its net assets in contingent convertibles bonds.

The proportion of the Sub-Fund's investments in UCITS or regulated AIFs opened to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law, including ETFs, shall not exceed 10% of its net asset.

The Sub-Fund may invest no more than 10% of its net assets in recently issued transferable securities which will be admitted to official listing on a stock exchange or other market within one year. This restriction will not apply in relation to investment by the Sub-Fund in certain US securities known as Rule 144A securities provided that (i) the securities are issued with an undertaking to register with the US Securities and Exchanges Commission within one year of issue and (ii) the securities are not illiquid securities e.g. they may be realized by the Sub-Fund within seven (7) days at the price, or approximately at the price, at which they are valued by the Sub-Fund.

The Sub-Fund may invest in securities denominated in currencies other than Euro. However, non-base currency exposure may be hedged back to the base currency to moderate currency exchange risks. More specifically, futures and currency forwards may be used for that purpose. The currency exchange risk will not represent more than 10% of the total assets of the Sub-Fund.

In order to achieve the investment objective, the Sub-Fund may use all types of eligible derivatives instruments traded on regulated or OTC markets such as, but not limited to futures, options, swaps, CDS on indices, CDS for the purpose of hedging, exposure and arbitrage of equity risk, interest rate risk, indices risk and credit risk.

The Sub-Fund may not invest in mortgage-backed securities (MBS) or asset-backed securities (ABS).

The Sub-Fund may use techniques and instruments relating to transferable securities and money market instruments for efficient portfolio management.

**4. Risk Management method**

The Sub-Fund's global risk exposure will be monitored by using the Commitment approach. This approach measures the global exposure related to positions on financial derivative instruments ("FDIs") which may not exceed the Sub-Fund's Net Asset Value.

**5. Profile of Typical Investor**

The Sub-Fund will be intended primarily for investors seeking to obtain higher income than available from traditional fixed income portfolios. The reasonable amount to invest in this Sub-Fund will depend on the personal financial situation of the investor. To determine this, the investor should take into account his personal assets and current requirements, and also his willingness to take risks or his wish to favour a prudent investment. The investor is also strongly advised to diversify its investments so as not to expose him solely to the risks of this Sub-Fund.

## 6. Sales Commission

A sales commission of up to 1% of the Net Asset Value may be charged on subscription in favour of intermediaries active in the placement of the shares or in favour of the Management Company.

## 7. Risk Profile

The Sub-Fund's risk profile is suited for an investment horizon of more than three years.

The risks to which the investor is exposed via the Sub-Fund are the following:

- Risk of loss of capital;
- Interest-rate risk;
- Discretionary management risk;
- Credit risk;
- Inflation risk;
- Counterparty risk;
- Risk of investing in speculative grade bonds;
- Risk of investing in derivative instruments as well as instruments embedding derivatives;
- Convertible securities risk;
- Risk of investing in contingent convertible bonds;
- Exchange rate risk;
- Liquidity risk;
- High volatility risk;
- Equity risk;
- Risk of investing in contingent convertibles bonds;
- ESG risk;
- Sustainability risk,
- Rule 144A Securities risk.

## 8. Benchmark

50% Bloomberg Barclays Euro Corporate 500 – BBB index (Bloomberg code LE5BTREU) + 50% Bloomberg Barclays Euro High Yield BB Rating only index (Bloomberg code LP07TREU)

The Sub-Fund uses the benchmark for the calculation of the Performance Fee and performance comparison purposes.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund’s investment objective; this may include decisions regarding asset selection and overall level of exposure to the market. The Management Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

The reference benchmark does not intend to be consistent with the environmental or social characteristics promoted by the Sub-Fund.

## 19. BEYOND CLIMATE

Information contained herein should be read in conjunction with the full text of the Prospectus.

### 1. Reference Currency

EUR

### 2. Classes of Shares, Management Fees, Performance Fee and Minimum Initial Subscription Amount

| Classes of Shares | Management Fees (of the net assets of the Class per annum) | Performance Fee | Minimum Initial Subscription Amount |
|---|---|---|---|
| Class I Shares EUR | Up to 1.00% | 20% of the positive performance net of any fees above the index with High Water Mark* | EUR 200,000 |
| Class ID Shares EUR | Up to 1.00% | | EUR 200,000 |
| Class A Shares EUR | Up to 1.80% | | N/A |
| Class N Shares EUR | Up to 1.30% | | N/A |

Class ID are distribution Shares. Interim dividends may be distributed to the shareholders of Class ID shares twice a year upon decision of the Board of Directors.

*The Management Company will be entitled to a Performance Fee calculated daily on the positive performance of the Sub-Fund compared to the performance, net of any fees, of the following index net return denominated in Euro: Euro Stoxx Net Return.

The High Water Mark is the Net Asset Value per Share at the last Valuation Day of any performance period where a performance fee has been paid or failing that, the initial offer price per Share for unlaunched Classes.

The performance period is the period running from 1 January to 31 December each year. The first performance period will however be running from the launch date of the relevant Class of Shares to 31 December of the year following the year of the launch date.

In order to calculate daily the performance for each Class, the total net asset value before Performance Fee is compared to the reference asset value.

The daily reference asset value for each Class equals the total net assets of the relevant Class as of the previous Valuation Day (and for the first performance period as of the first Valuation Day), plus additional subscriptions and minus redemptions and any distributed dividend, multiplied by the Euro Stoxx Net Return. In case of redemptions, corresponding Performance Fee (if any) will be crystallised.

The Performance Fee is paid yearly only in case of positive performance at the end of relevant performance period and if the Net Asset Value as of the last Valuation Day of the relevant performance period would not fall below the Net Asset Value per Share as of the first Valuation Day of this performance period.

Performance Fee will be accrued in case the Net Asset Value before the Performance Fee of the relevant Class complies with following requirements:

- this Net Asset Value is greater than the last Net Asset Value of performance period;
- this Net Asset Value is greater than the reference asset value; and
- this Net Asset Value is greater than the High Water Mark (highest end of period with Performance Fees payment).

Upon request of an investor, the Management Company will provide, free of charge, examples of the Performance Fee calculation.

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund’s Shares.

**3. Investment Policy**

*Type of fund:*

European Equities Fund

*Investment Objective:*
The Sub-Fund seeks to outperform the following index denominated in Euro: Euro Stoxx Net Return (Bloomberg ticker: SXXT Index) calculated with dividends net of withholding taxes reinvested, over the recommended investment term. Investors’ attention is drawn to the fact that the management style is discretionary and integrates environmental, social / societal and governance (ESG) criteria.

*Investment Strategy*:

The investment strategy is based on a climate strategy which combines the classic requirements of risk and financial return with the low carbon transition requirements in line with the Paris Agreement as signed on 22 April 2016 (the "Paris Agreement").

The Sub-Fund has as its objective sustainable investment within the meaning of Article 9 of SFDR. The Sub-Fund aims to align the economy on a path of at least 2 degrees. This objective is materialized by an average decrease of the portfolio carbon intensity of at least 2,5% each year by comparing the carbon intensity of each consolidated company in the Sub-Fund with the carbon intensity of the previous year. In addition, the investment strategy is oriented towards a contributive economy to the climate issues resulting in avoided CO2 emissions greater than the induced CO2 emissions (scope 1 and 2).

The Sub-Fund considers, at least, the following objectives, and proceed to the reporting of this ESG indicators as part of the monitoring and the evolution of the portfolio's ESG performance:

- Environment: GHG emissions, airborne pollution, waterborne pollution, water consumption, land use, etc.
- Social: compensation, gender inequality, health and safety, child labor, etc.
- Governance: corruption and bribery, tax avoidance, etc.
- Global ESG quality rating.

The initial investment universe, which include up to 2500 issuers, which may belong to the EURO STOXX index and the Stoxx Europe 600 index as well as stocks identified by the Management Company based on the financial and extra-financial analysis, having already been invested in recent past years. The SRI approach is applied on the selected issuers from the initial investment universe.

From this initial investment universe, are excluded issuers with controversies or in severe breach to UN Global Compact Principles (example: human rights or fight against corruption) based on the internal approach. Moreover, a strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

It is a conviction fund intended to be concentrated on a small number of issuers (i.e. on or around 45 issuers) (the latter not being an investment limit), selected according to ESG criteria, in line with socially responsible investing ("SRI") management.

The ESG and climate analysis of issuers is carried out using the ABA model (Above and Beyond Analysis). The research and the ratings are conducted exclusively in-house based on corporate disclosures and our continuous dialogue with companies.

The risk exists that the models used to make these investment decisions do not perform the tasks they were designed to.

The model defines the eligible investment universe by combining the two concepts of corporate responsibility and sustainable transition and also adding different modules such as the monitoring

of daily information, the analyze of controversies, the link with the SDGs adopted by the United Nations, the in-house impact analysis and the assessment of the relevant climate related risks.
The Sub-Fund integrates ESG criteria with regard to direct investments including the definition of the investment universe and the reporting for all companies with the "best in universe" method. There may be a sector bias.

The analysis of corporate responsibility is broken down into four aspects: shareholders responsibility (board of directors and general management, accounting practices and financial risks, etc.), environmental responsibility (environmental footprint of the production chain and product life cycle or responsible supply, energy consumption and water consumption, company CO2 emissions and management of waste, etc.), responsibility towards workers and society responsibility (ethics and working conditions of the production chain, treatment of employees – safety, well-being, diversity, employee representation, wages, quality of products or services sold, etc.). Each aspect is rated independently and weighted in accordance to how material it is for the company. Each dimension is broken down into a set of criteria, which are around 25 in total. This in-depth analysis, combining qualitative and quantitative research leads to a rating out of 10.

Moreover, the monitoring of the level of controversy is taken into account directly in the corporate responsibility and may affect the rating.

A strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

The sustainable transition focuses on the positive impacts' companies generate through their activities, products and services. The aim is to identify whether a company contributes to the sustainable transition. In the model, this pillar has been broken down into 5 major themes: demographic transition (inclusion of senior citizens, access to education, etc.), medical transition (access to care, medical diagnostics, control of endemic diseases, etc.), economic transition (infrastructure development, digitalization, access to connectivity, etc.), lifestyle transition (extension of product lifestyle, circular economy, sustainable mobility, etc.) and ecological transition (renewable energies, biodiversity, green mobility, etc.). Around 34 activities which contribute to the sustainable transition have been identified and integrated into the model.

In addition, the management style proposed aims to achieve to climate objectives of the Paris Agreement, combined with an approach broadened to other positive impacts relating to sustainable development and, in particular, the Sustainable Development Goals ("SDGs") adopted by the United Nations.

The investment process is geared towards long-term performance that integrates all the risks and challenges faced by companies. The investment choices result of a fundamental analysis of companies which, as part of a climate strategy, is combined with an in-depth and detailed analysis of the positioning of each company within the low carbon transition.

A proprietary "transition / contribution" climate methodology allows the management team to identify companies that have put in place appropriate efforts to decarbonize their activities in line with the objectives of the Paris Agreement (i.e. "keeping a global temperature rise this century well below 2 degrees Celsius above pre-industrial levels and to pursue efforts to limit the temperature increase even further to 1.5 degrees Celsius"). The analysis and the internal rating are based on factual data published by the companies, which may be incomplete or inaccurate, as well as continuous dialogue with company managers.

The internal rating integrated to the stock-picking process aims to avoid any risk linked to the decarbonization of the global economy (transition analysis) while identifying opportunities linked to the development of low carbon solutions (contribution analysis). Each company is positioned on a matrix combining its transition and contribution ratings (climate matrix transition/contribution) which is used to define the eligible universe. The results of this proprietary "transition / contribution" climate methodology will be binding on the Management Company.

Moreover, a proprietary climate risk analysis is systematically carried out for all the companies selected in the portfolio of the Sub-Fund. This in-house proprietary methodology is aligned with the recommendations of the TCFD (Task Force on Climate-related Financial Disclosures – https://www.fsb-tcfd.org/). Each company is analyzed according to its specific exposure to climate transition risks (as classified in 4 categories: (i) science & technology, (ii) legal & regulatory, (iii) environment and (iv) social trends) and according to how the company manages these risks (governance, strategy, risks management and objectives).

The Sub-Fund selects companies aligned with the objectives of the Paris Agreement. At this stage, the reference scenario selected is the IEA Sustainable Development Scenario, which is built on a decarbonization trajectory in line with the Paris Agreement.

The Sub-Fund integrates also ESG criteria with regard to direct investments including the definition of the investment universe and the reporting for all companies. The Sub-Fund is managed taking into consideration corporate responsibility and sustainable development principles in accordance with the requirements of the French SRI label, from which the Sub-Fund benefits, with especially involves proceeding to the extra-financial analysis on at least 90% of the asset of the Sub-Fund and which involves to exclude at least 20% of the worst issuers of shares from its investment universe and therefore not investing in these issuers.

Hence, the SRI investment process is based on successive stages combining extra-financial and financial analysis:

- The first step is to exclude companies with high corporate responsibility risks (minimum score of 4/10 in our proprietary model). This selection fulfills the conditions of the French SRI label.
- The second step is based on the selection of companies identified to meet the Sub-Fund's climate management objective according to the categories described above and according to the "transition/contribution" eligibility matrix and the reduction in carbon emission in view of achieving the long-term global warning objectives of the Paris Agreement.
- The third step is to build a portfolio pursuant to a fundamental analysis, the liquidity and the valuation of the companies considered.

In order to meet the investment objective, four categories of activities or sectors have been identified: energy producers, providers of efficiency solutions, low carbon technologies and low carbon impact activities. The climate and ESG reporting published on a regular basis has been built around these four categories.

Due to the responsible investment strategy, the Sub-Fund strictly excludes the following activities:

- Tobacco production;
- Weapons production over than 10% of revenues;
- Coal production over than 10% of revenues;
- Extraction of metallurgical coal over than 10% of revenues;
- Any extraction of thermal coal;
- Unconventional oil and gas production over than 10% of revenues;
- Conventional oil and gas production over than 10% of revenues;
- Companies in severe breaches to UN Global Compact Principles.

The Sub-Fund may not invest more than 5% of its net assets in issuers with the following activities:

- Coal-based power generation over than 10% of revenues;
- Nuclear-based power generation over than 30% of revenues.

The Taxonomy Regulation aims to identify economic activities which qualify as environmentally sustainable.

The Taxonomy Regulation identifies such activities according to their contribution to six environmental objectives: (i) Climate change mitigation; (ii) Climate change adaptation; (iii) Sustainable use and protection of water and marine resources; (iv) Transition to a circular economy; (v) Pollution prevention and control; (vi) Protection and restoration of biodiversity and ecosystems.

An economic activity shall qualify as environmentally sustainable where that economic activity contributes substantially to one or more of the six environmental objectives, does not significantly harm any of the environmental objectives ("do no significant harm" or "DNSH" principle) and is carried out in compliance with the minimum safeguards laid down in Article 18 of Taxonomy Regulation. The "do no significant harm" principle applies only to those investments underlying the Sub-Fund that take into account the European Union criteria for environmentally sustainable economic activities.

The Sub-Fund is managed taking into consideration responsible and sustainable principles which directly relate to the Taxonomy Regulation's six sustainable objectives.

As indicated in its investment policy, the Sub-Fund aims to expose its assets to issuers operating in sectors which can make a substantial contribution to climate change mitigation, climate change adaptation and other environmental objectives as defined in Taxonomy Regulation. The Sub-Fund applies a proprietary tool developed internally by the Management Company to make investment decisions. The analysis of corporate responsibility is broken down into four aspects, which include environmental responsibility (environmental footprint of the production chain and product life cycle or responsible supply, energy consumption and water consumption, company CO2 emissions and management of waste, etc.). As a result, it is expected that it will invest at least a small part of its net assets in sustainable investments (including investments in enabling and transitional activities) but currently, the Sub-Fund cannot set a minimum shares in Taxonomy-aligned, transitional or enabling activities. Within this part of assets invested in sustainable investments, it can be reasonably anticipated that a small part be invested in enabling and transitional activities referred to in Article 16 and Article 10(2) of Taxonomy Regulation, respectively.

The Prospectus will be updated and the minimum shares of taxonomy-aligned environmentally sustainable activities, including the proportions of investments in enabling and transitional activities will be included therein once data availability in relation to the Taxonomy Regulation improves and stabilises and once the technical screening criteria have been published.

*Description of categories of assets and financial contracts:*

The Sub-Fund may at any time invest in:

- Equities of issuers having their registered office in the Euro zone: from 65% to 100% of its net assets;
- Equities outside the Euro zone: from 0% to 35% of its net assets;
- Equities with total market capitalization below 200 million: up to 10% of its net assets;
- Fixed income securities and money market instruments or deposits if market conditions are unfavourable: from 0% to 35% of its net assets;
- Other financial instruments (within the meaning of Article 41 (2) a) of the Law) up to 10 % of its net assets.

Exposure to exchange risk may reach 35 % of the Sub-Fund's net assets.

The Sub-Fund may invest in fixed income securities and money market instruments from issuers of the public or private sector, depending on market opportunities without any constraint in terms of rating or duration. Nevertheless, investment in "speculative grade" or non-rated debt securities (i.e. which have a Standard & Poor's rating below A-3 short term rating or BBB- long-term rating or equivalent with a minimum rating of CCC) may not exceed 25 % of its net assets. The Sub-Fund shall not solely base its investment decisions and its risk assessment on the ratings assigned by independent rating agencies but shall also proceed to its own analysis of credit.

In all cases, the Sub-Fund will not invest in securities which qualify as distressed or as "in default" at the time of investment. Fixed income securities which may be downgraded during their lifetime will be disposed of as soon as possible with due regards to the interest of shareholders.

*Special consideration for French investors:* to ensure eligibility for the French *Plan d'Epargne en Actions* (PEA), the Sub-Fund will invest at least 75% of its assets in equity securities issued by issuers with their headquarters in an EEA state that has signed a tax agreement with France, including a clause on combating fraud and tax avoidance.

The proportion of the Sub-Fund's investments in UCITS or regulated AIFs open to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law, shall not exceed 10% of its net assets.

The Sub-Fund may invest in securities denominated in any currency. However, non-base currency exposure may be hedged back to the base currency to moderate currency exchange risks. More specifically, futures and currency forwards may be used for that purposes.

The Sub-Fund may use exchange traded or OTC derivatives up to 25% of the Sub-Fund's net assets, including but not limited to, futures contracts and non-complex options negotiated on regulated markets for the purpose of hedging or increasing equity exposure without seeking overexposure.

The Sub-Fund can also operate on the foreign exchange markets to cover investments realised in other currency than European currencies and major internationally traded currency.

The Sub-Fund may make use of borrowings in accordance with clause VIII of section "3. Investment and Borrowing Restrictions" of the main part of the Prospectus.

The Sub-Fund may use techniques and instruments relating to transferable securities and money market instruments for efficient portfolio management.

## 4. Initial Offering

The Sub-Fund has been launched on 15 April 2020 by issuing Class I Shares at an initial price of EUR 100 per Share.

## 5. Global Exposure

The Sub-Fund's global risk exposure is monitored by using the Commitment approach. This approach measures the global exposure related to positions on financial derivative instruments ("FDIs") which may not exceed the Sub-Fund's Net Asset Value.

## 6. Profile of Typical Investor

All investors, in particular investors looking for a Euro zone equity market exposure, with SRI approach. The Sub-Fund is aimed at investors who agree to be exposed to all risks set forth in the risk profile of the Sub-Fund.

## 7. Risk Profile

The Sub-Fund's risk profile is suited for an investment horizon of five years. The risks to which the investor is exposed via the Sub-Fund are the following:

- Equity risk;
- Discretionary management risk;
- Liquidity risk;
- Risk of loss of capital;

- Interest-rate risk;
- Exchange rate risk;
- Credit risk;
- Counterparty risk;
- ESG risk;
- Sustainability risk.

## 8. Benchmark

Euro Stoxx Net Return

The Sub-Fund uses the benchmark for the calculation of the Performance Fee and performance comparison purposes.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund’s investment objective; this may include decisions regarding asset selection and overall level of exposure to the market. The Management Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

The benchmark does not take into account the sustainable objective pursued by the Sub-Fund as the Management Company has not identified an EU Climate Transition Benchmark or an EU Paris-aligned Benchmark (as defined under Benchmark Regulation) which is available and consistent with the Sub-Fund’s investment objective and strategy.

## 20. EURO DIVIDEND GROWER

Information contained herein should be read in conjunction with the full text of the Prospectus.

### 1. Reference Currency

EUR

### 2. Classes of Shares, Management Fees, Performance Fee and Minimum Initial Subscription Amount

| Classes of Shares | Management Fees (of the net assets of the Class per annum) | Performance Fee | Minimum Initial Subscription Amount |
|---|---|---|---|
| Class I Shares EUR | Up to 1.00% | 20% of the positive performance net of any fees above the MSCI EMU Net Return index * | EUR 200,000 |
| Class ID Shares EUR | Up to 1.00% | | EUR 200,000 |
| Class A Shares EUR | Up to 2.00% | | N/A |
| Class AD Shares EUR | Up to 2.00% | | N/A |
| Class N Shares EUR | Up to 1.30% | | N/A |
| Class WI Shares EUR | Up to 1.30% | N/A | EUR 200,000 |
| Class N2 Shares EUR | Up to 1.10% | N/A | N/A |
| Class A2 Shares EUR | Up to 1.40% | N/A | N/A |
| Class MD Shares EUR | Up to 0.25% | N/A | EUR 5,000,000 |

Class ID, AD and MD are distribution Shares. Interim dividends may be distributed to the shareholders of Class ID, AD and MD shares twice a year upon decision of the Board of Directors.

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

*The Management Company will be entitled to a Performance Fee calculated daily on the positive performance of the Sub-Fund compared to the performance, net of any fees, of the MSCI EMU Net Return [MSDEEMUN] Index.

The performance period is the period running from 1 January to 31 December each year (the "**Performance Period**"). The first Performance Period will be running from the launch date of the relevant Class of Shares to 31 December 2022.

In order to calculate daily the performance for each Class, the total Net Asset Value before Performance Fee is compared to the reference asset value.

The daily reference asset value for each Class equals the reference asset value of the relevant Class as of the previous Valuation Day, adjusted from subscriptions and minus redemptions and any distributed dividend, and from the return of the MSCI EMU Net Return (the "**Reference Asset Value**"). In case of redemptions, corresponding Performance Fee (if any) will be crystallised.

The Performance Fee will be accrued in case the Net Asset Value before Performance Fee of the relevant Class is greater than the Reference Asset Value (the "**Net Performance**").

In addition, the Performance Fee is paid yearly only if the Net Asset Value per Share as of the last Valuation Day of the relevant performance period would not fall below the Net Asset Value per Share as of the first Valuation Day of this performance period.

The Performance Fee will be accrued daily.

The Sub-Fund uses a performance fee model based on the MSCI EMU Net Return and ensure that any underperformance of the Sub-Fund compared to the above-mentioned benchmark over a minimum period of five years (or since the launch of the Sub-Fund if it has been in existence for less than five years) is clawed back before any Performance Fee becomes payable.

The calculation of the Performance Fee, for the relevant Class with respect to any given Performance Period, may be expressed as follows:

PF = (A x (B - C - D))

Where:

A = the Percentage of Performance Fee in respect of each Class as specified in available share classes and fees below;
B = the Net Asset Value per Share (having added to this the amount of any dividends per Share paid or payable and any accrual for unpaid Performance Fees during the Performance Period) in the Class from the first valuation point in the Performance Period to the last valuation point in the Performance Period;
C = the cumulative underperformance in amount, if any, carried forward from the previous Performance Period(s);
D = the Reference Asset Value at the last Valuation Point in the Performance Period;
In the event that the calculation of (B - C - D) produces a negative result then that underperformance, expressed as a percentage, shall be carried forward to the next Performance Period (for the purposes of in 'C' above).

The examples provided below illustrate the potential difference in returns between a Class with a Performance Fee and a Class without a Performance Fee in different scenarios over the year. The returns shown are for illustrative purposes only and there is no guarantee that the Sub-Fund will achieve these returns.

| | Net Performance | Underperformance compared to the Reference Asset Value to be compensated in the following year | Payment of performance fees |
|---|---|---|---|
| Y1 | 5% | 0% | Yes |
| Y2 | 0% | 0% | No |
| Y3 | -5% | -5% | No |
| Y4 | 3% | -2% | No |
| Y5 | 2% | 0% | No |
| Y6 | 5% | 0% | Yes |
| Y7 | 5% | 0% | Yes |
| Y8 | -10% | -10% | No |
| Y9 | 2% | -8% | No |
| Y10 | 2% | -6% | No |
| Y11 | 2% | -4% | No |
| Y12 | 0% | 0%[6] | No |
| Y13 | 2% | 0% | Yes |
| Y14 | -6% | -6% | No |
| Y15 | 2% | -4% | No |
| Y16 | 2% | -2% | No |
| Y17 | -4% | -6% | No |
| Y18 | 0% | -4%[7] | No |
| Y19 | 5% | 0% | Yes |

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund's Shares.

[6] The underperformance of Y12 to be taken forward to the following year (Y13) is 0% (and not -4%) in light of the fact that the residual underperformance coming from Y8 that was not yet compensated (-4% is no longer as the 5-year period has elapsed (the underperformance of Y8 is compensated until Y12).

[7] The underperformance of Y18 to be taken forward to the following year (Y19) is 4% (and not -6%) in light of the fact that the residual underperformance coming from Y14 that was not yet compensated (-2%) is no longer relevant as the 5-year period has elapsed (the underperformance of Y14 is compensated until Y18).

### 3. Investment Policy

*Type of fund:*

European Equities Fund

*Investment Objective:*

The investment objective of the Sub-Fund is to seek performance by taking advantage of developments in the equity markets and companies having their registered office in European Union countries over the recommended investment term of 5 years.

These companies are chosen according to a SRI approach for the quality of their economic fundamentals and their quality of their corporate social responsibility analyzed through the systematic integration of environmental, social / societal and governance (ESG) criteria (such as energy consumption, CO2 emission), or even ethical practices of society.

*Investment Strategy*:

The investment strategy is based on active and discretionary management style.

The Sub-Fund is permanently invested and exposed to at least 75% of its net assets in equities issued by companies having their registered office in a country of the European Union.

Based on a discretionary, active and responsible "quality Garp" investment strategy, the Sub-Fund seeks and selects companies whose shared added value seems sustainable and equitable for all parties and ensures its balance. The Management Company selects shares of companies it considers to be qualitative companies (*i.e.* having a robust business model, credible management, and a healthy balance sheet) and for which the Management Company anticipates a strong growth of the future dividends.

The strategy implemented seeks to select securities offering:

- a dividend growth: operational fundamentals which ensure a significant generation of growing cash flows and which make it possible to obtain growth of future dividends; or
- a solid dividend yield: dividend yield received in year N at least equal to the average dividend yield on the equity market, which is guaranteed by a generation of cash flows and a healthy balance sheet; or
- a long track-record of always paying a stable or growing the dividend (ten (10) years or more).

The Sub-Fund promotes environmental and/or social characteristics within the meaning of Article 8 of SFDR.

The initial investment universe, which include around 700 issuers, is composed of issuers from the MSCI EMU Net Return index, as well as around 150 issuers identified by the Management Company based on the financial and extra-financial analysis, having already been invested in recent past years and belonging to the following indexes: MSCI AC World NR Index, MSCI

Europe Index, MSCI Europe Small Cap Index and MSCI Europe Mid Cap Index. The various criteria described below are applied to issuers selected within this initial investment universe.

From this initial investment universe, are excluded issuers with controversies or in severe breach to UN Global Compact Principles (example: human rights or fight against corruption) based on the internal approach. Moreover, a strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

In this way, the investment process and resulting stock picking take into account internal scoring with respect to both corporate responsibility and sustainability of companies based on an extra-financial analysis trough a proprietary tool developed internally by the Management Company, with the "best in universe" method. There may be a sector bias.

The risk exists that the models used to make these investment decisions do not perform the tasks they were designed to. The use of the proprietary tool relies on the experience, relationships and expertise of the Management Company.

The analysis of corporate responsibility is broken down into four aspects: shareholders responsibility (board of directors and general management, accounting practices and financial risks, etc.), environmental responsibility (environmental footprint of the production chain and product life cycle or responsible supply, energy consumption and water consumption, company CO2 emissions and management of waste, etc.), responsibility towards workers and society responsibility (ethics and working conditions of the production chain, treatment of employees – safety, well-being, diversity, employee representation, wages, quality of products or services sold, etc.). Each aspect is rated independently and weighted in accordance to how material it is for the company. Each dimension is broken down into a set of criteria, which are around 25 in total. This in-depth analysis, combining qualitative and quantitative research leads to a rating out of 10.

Moreover, the monitoring of the level of controversy is taken into account directly in the corporate responsibility and may affect the rating.

The sustainable transition focuses on the positive impacts' companies generate through their activities, products and services. The aim is to identify whether a company contributes to the sustainable transition. In the model, this pillar has been broken down into 5 major themes: demographic transition (inclusion of senior citizens, access to education, etc.), medical transition (access to care, medical diagnostics, control of endemic diseases, etc.), economic transition (infrastructure development, digitalization, access to connectivity, etc.), lifestyle transition (extension of product lifestyle, circular economy, sustainable mobility, etc.) and ecological transition (renewable energies, biodiversity, green mobility, etc.). Around 34 activities which contribute to the sustainable transition have been identified and integrated into the model.

The analysis and the internal rating are based on factual data published by the companies, which may be incomplete or inaccurate, as well as continuous dialogue with company managers.

A strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

The model analyzes each company through environmental criteria (environmental footprint of the production chain and product life cycle or responsible supply, energy consumption and water consumption, company CO2 emissions and management of waste), social (ethics and working conditions of the production chain, treatment of employees - safety, well-being, diversity, employee representation, wages, quality of products or services sold) and governance (capital structure and protection of minority interests of shareholders, board of directors and general management, executive compensation, accounting practices and financial risks, ethical practices of the company).

The Sub-Fund is managed taking into consideration corporate responsibility and sustainable development principles in accordance with the requirements of the French SRI Label, which especially involves proceeding to the extra-financial analysis on at least 90% of the net assets of the Sub-Fund and excluding at least 20% of the worst issuers of shares from its investment universe and therefore not investing in these issuers.

The Sub-Fund considers, at least, the following objectives, and proceed to the reporting of this ESG indicators as part of the monitoring and the evolution of the portfolio's ESG performance:

- Environment: GHG emissions, airborne pollution, waterborne pollution, water consumption, land use, etc.
- Social: compensation, gender inequality, health and safety, child labor, etc.
- Governance: corruption and bribery, tax avoidance, etc.
- Global ESG quality rating.

The result of the SRI approach will be binding on the Management Company.

In line with the fundamental approach of the management team, the investment process is based on the selection of the investment universe combining a financial (quantitative and micro-economic) and extra-financial (qualitative) approach with two steps:

- the selection of issuers pursuant to the financial approach described above, and
- the exclusion of issuers which have a high-risk profile in terms of corporate responsibility (rating below 2/10 in the ESG proprietary tool) or exposed to major controversies. This filter excludes a minimum of 20% of issuers based on the extra-financial analysis describes before.

Due to the responsible investment strategy, the Sub-Fund strictly excludes the following activities:

- Tobacco production;
- Controversial Weapons;
- Coal production or energy production from coal over than 10% of revenues;
- Unconventional oil and gas production over than 50% of revenues;
- Companies in severe breaches to UN Global Compact Principles.

This Sub-Fund promotes environmental and social characteristics but does not commit to make investments in taxonomy-aligned environmentally sustainable activities. As such, the underlying investments of this Sub-Fund do not take into account the EU criteria for environmentally sustainable economic activities within the meaning of the Taxonomy Regulation.

*Description of categories of assets and financial contracts:*

The Sub-Fund may at any time invest in:

- equities of issuers having their registered office or being incorporated in countries of the European Union: from 75% to 110% of its net assets (directly or through UCITS and/or other UCIs);
- equities of issuers having their registered office or incorporated outside European Union: up to 20% of its net assets;
- equities with small and mid-capitalization *i.e.* total market capitalization below 2 billion: up to 20% of its net assets;
- equities from issuers having their registered office in emerging countries: up to 10% of its net assets (directly or through UCITS and/or other UCIs);
- fixed income securities and money market instruments of public or corporate issuers of the Euro zone: up to 25% of its net assets;
- fixed income securities and money market instruments of public or corporate issuers of the OECD members: up to 10% of its net assets;
- other financial instruments (within the meaning of Article 41 (2) a) of the Law) up to 10 % of its net assets.

Exposure to exchange risk on currencies other than Euro may reach 25 % of the Sub-Fund's net assets.

The Sub-Fund may invest at the time of investment in fixed income securities and money market instruments from issuers of the public or private sector, depending on market opportunities with a duration limited to 1 year and having a Standard & Poor's rating of at least A2 short term rating or BBB- long-term rating, or being considered as equivalent by the Management Company using similar criteria at the time of the purchase.

The Sub-Fund shall not solely base its investment decisions and its risk assessment on the ratings assigned by independent rating agencies but shall also proceed to its own analysis of credit.

In all cases, the Sub-Fund will not invest in securities which qualify as distressed or as "in default" at the time of investment. Fixed income securities which may be downgraded below the authorized minimum rating during their lifetime will be analyzed by the Management Company who may decide to dispose or not of such downgraded securities in the best interests of the shareholders.

*Special consideration for French investors:* to ensure eligibility for the French *Plan d'Epargne en Actions* (PEA), the Sub-Fund will invest at least 75% of its assets in equity securities issued by issuers with their headquarters in an EEA state that has signed a tax agreement with France, including a clause on combating fraud and tax avoidance.

The proportion of the Sub-Fund's investments in UCITS or regulated AIFs open to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law, including ETFs, shall not exceed 10% of its net assets.

The Sub-Fund may not invest in mortgage-backed securities (MBS) or asset-backed securities (ABS).

The Sub-Fund may invest in securities denominated in any currency. However, non-base currency exposure may be hedged back to the base currency to moderate currency exchange risks. These instruments may include, but are not restricted to futures, options, currency forwards.

The Sub-Fund may use exchange traded or OTC derivatives, including but not limited to, futures contracts, options, and non-complex options for the purpose of hedging or increasing equity exposure.

In order to achieve the investment objective, the Sub-Fund may also invest its net asset in equities related to financial derivative instruments or embedded derivatives instruments (such as CFD or DPS) as well as – but not limited to - in convertible bonds, exchangeable bonds, warrants and rights which may embed derivatives, for the purpose of increasing equity risk without seeking overexposure.

The Sub-Fund may make use of deposits and borrowings.

The Sub-Fund may make use of borrowings in accordance with clause VIII of section "3. Investment and Borrowing Restrictions" of the main part of the Prospectus.

## 4. Initial Offering

The Sub-Fund will be launched at a date to be determined by the Board of Directors by issuing Class I, Class ID, Class, A, Class AD and Class N Shares at an initial price of EUR 100 per Share.

## 5. Global Exposure

The Sub-Fund's global risk exposure is monitored by using the Commitment approach. This approach measures the global exposure related to positions on financial derivative instruments ("FDIs") which may not exceed the Sub-Fund's Net Asset Value.

## 6. Profile of Typical Investor

All investors, in particular investors looking for a European Union equity market exposure and more particularly in "dividend yield" type securities. The Sub-Fund is aimed at investors who agree to be exposed to all risks set forth in the risk profile of the Sub-Fund.

## 7. Risk Profile

The Sub-Fund's risk profile is suited for an investment horizon of five years. The risks to which the investor is exposed via the Sub-Fund are the following:

- Equity risk;
- Discretionary management risk;
- Liquidity risk;
- Small and mid-cap risk;
- Risk of loss of capital;
- Interest-rate risk;
- Exchange rate risk;
- Credit risk;
- Emerging market risk;
- Risk of investing in derivative instruments as well as instruments embedding derivatives;
- Counterparty risk;
- ESG risk;
- Convertible / exchangeable bonds risk;
- Sustainability risk.

## 8. Benchmark

MSCI EMU Net Return Index

The Sub-Fund uses the benchmark for the calculation of the Performance Fee and for performance comparison purposes.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund’s investment objective; this may include decisions regarding asset selection and overall level of exposure to the market. The Management Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

The reference benchmark does not intend to be consistent with the environmental or social characteristics promoted by the Sub-Fund.

## 21. GLOBAL NEW WORLD

Information contained herein should be read in conjunction with the full text of the Prospectus.

### 1. Reference Currency

EUR

### 2. Classes of Shares, Management Fees, Performance Fee and Minimum Initial Subscription Amount

| Classes of Shares | Management Fees (of the net assets of the Class per annum) | Performance Fee | Minimum Initial Subscription Amount |
|---|---|---|---|
| Class I Shares EUR | Up to 1.00% | 20% of the positive performance net of any fees above the MSCI All Countries World Net Return with High Water Mark ** | EUR 200,000 |
| Class ID Shares EUR | Up to 1.00% | | EUR 200,000 |
| Class SI Shares EUR | Up to 0.80% | | EUR 50,000,000 |
| Class H-I* Shares USD | Up to 1.00% | | USD 200,000 |
| Class A Shares EUR | Up to 1.70% | | N/A |
| Class N Shares EUR | Up to 1.10% | | N/A |
| Class WI Shares EUR | Up to 1.30% | N/A | EUR 200,000 |
| Class N2 Shares EUR | Up to 1.10% | | N/A |
| Class ND2 Shares EUR | Up to 1.10% | | N/A |
| Class A2 Shares EUR | Up to 1.70% | | N/A |
| Class AD2 Shares EUR | Up to 1.70% | | N/A |
| Class Q Shares EUR | Up to 0.20% | N/A | N/A |

Classes AD2 and ND2 are distribution Shares. Interim dividends may be distributed to the shareholders of Classes AD2 and ND2 shares twice a year upon decision of the Board of Directors.

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

*The costs of hedging will only be borne by the shareholders of the hedged Class.

** The Management Company will be entitled to a Performance Fee calculated daily on the positive performance of the Sub-Fund compared to the performance, net of any fees, of the MSCI All Countries World Net Return with High Water Mark.

The High Water Mark is the Net Asset Value per Share at the last Valuation Day of any performance period where a performance fee has been paid or failing that, the initial offer price per Share for unlaunched Classes.

The performance period is the period running from 1 January to 31 December each year. The first performance period will be running from the launch date of the relevant Class of Shares to 31 December 2022.

In order to calculate daily the performance for each Class, the total Net Asset Value before Performance Fee is compared to the reference asset value.

The daily reference asset value for each Class equals the total net assets of the relevant Class as of the previous Valuation Day, plus additional subscriptions and minus redemptions and any distributed dividend, multiplied by the MSCI All Countries World Net Return. In case of redemptions, corresponding Performance Fee (if any) will be crystallised.

The Performance Fee is paid yearly only in case of positive performance at the end of relevant performance period and if the Net Asset Value as of the last Valuation Day of the relevant performance period would not fall below the Net Asset Value as of the first Valuation Day of this performance period.

Performance Fee will be accrued in case the Net Asset Value before Performance Fee of the relevant Class complies with following requirements:

- this Net Asset Value is greater than the last Net Asset Value of performance period;
- this Net Asset Value is greater than the reference asset value; and
- this Net Asset Value is greater than the High Water Mark (highest end of period with Performance Fees payment).

Upon request of an investor, the Management Company will provide, free of charge, examples of the Performance Fee calculation.

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund's Shares.

## 3. Investment Policy

*Type of fund:*

International Equities Fund

*Investment Objective:*

The investment objective of the Sub-Fund is to seek performance by taking advantage of developments in the equity markets without geographical constraint (including emerging markets) which benefit from the digital transformation of industries and society, over the recommended investment term of 5 years.

In this context, the Sub-Fund implements active conviction management by selecting companies eligible to the investment theme.

These companies are chosen for their quality of global or local leaders on their respective markets analyzed through the systematic integration of environmental, social / societal and governance (ESG) criteria (such as energy consumption, CO2 emission), or even ethical practices of society.

*Investment Strategy*:

The investment strategy is based on active and discretionary management style.

The Sub-Fund promotes environmental and/or social characteristics within the meaning of Article 8 of SFDR.

The Sub-Fund considers, at least, the following objectives, and proceed to the reporting of this ESG indicators as part of the monitoring and the evolution of the portfolio's ESG performance:

- Environment: GHG emissions, airborne pollution, waterborne pollution, water consumption, land use, etc.
- Social: compensation, gender inequality, health and safety, child labor, etc.
- Governance: corruption and bribery, tax avoidance, etc.
- Global ESG quality rating.

The Sub-Fund invests at least 75% of its net assets in shares of companies occupying a position of global or local leader in their markets and operating in the technology sectors, in sectors benefiting from growing digitalization and technological innovations.

In this context, the Sub-Fund implements active conviction management using a "Quality GARP" (Quality Growth at a Reasonable Price) and SRI approach.

The Management Company selects also shares of companies that it considers as having a position of global or regional leader, offering a visibility and a sustainability of their medium to long term growth prospects.

The initial investment universe, which includes up to 3000 global issuers, is composed of issuers which may belong to the MSCI All Countries World Net Return Index, as well as around 50 stocks identified by the Management Company based on the financial and extra-financial analysis, having already been invested in recent past years and which may belong to the technological index (such as NASDAQ, MSCI Information Technology, MSCI Communication Services). The various criteria described below are applied to issuers selected within this initial investment universe.

From this initial investment universe, are excluded companies with controversies or in severe breach to UN Global Compact Principles (example: human rights or fight against corruption) based on the internal approach. Moreover, a strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

Due to the responsible investment strategy, the Sub-Fund strictly excludes the following activities:

- Tobacco production;
- Controversial Weapons;
- Coal production or energy production from coal over than 10% of revenues;
- Unconventional oil and gas production over than 50% of revenues;
- Companies in severe breaches to UN Global Compact Principles.

To determine the eligible "Quality, Responsible" investment universe, at the time of purchase, the Management Company proceeds as follows:

- for each company analyzed, the Management Company assesses the quality of the business model, management and balance sheet. One scoring out of 20 summarizes the assessment of the quality Management Company of the company analyzed. Any company with a score lower than 10 is excluded from the "Quality" investment universe; and
- in order to determine their universe of responsible quality investment, the Management Company also assesses the ESG profile of the companies selected.

The Sub-Fund integrates ESG criteria with regard to direct investments including the definition of the investment universe and the reporting for all companies.

In this way, the investment process and resulting stock picking take into account internal scoring with respect to the corporate responsibility of the companies based on an extra-financial analysis through a proprietary rating model (ABA, Above & Beyond Analysis) developed internally by the Management Company. This model is centered on four pillars as further detailed below (i) corporate responsibility, (ii) sustainable transition, (iii) controversies and (iv) dialogue and engagement with issuers.

The analysis of corporate responsibility is broken down into four aspects: shareholders responsibility, environmental responsibility, responsibility towards workers and society responsibility. Each aspect is rated independently and weighted in accordance to how material it is for the company. Each dimension is broken down into a set of criteria, which are around 25 in total. This in-depth analysis, combining qualitative and quantitative research leads to a rating out of 10.

Moreover, the monitoring of the level of controversy is taken into account directly in the corporate responsibility and may affect the rating.

The Management Company uses a proprietary ESG analysis approach with the "best in universe" method. There may be a sector bias. The research and the ratings are conducted exclusively in-house based on corporate disclosures and our continuous dialogue with companies.

The risk exists that the models used to make these investment decisions do not perform the tasks they were designed to.

For each company, the analysis is based on quantitative and qualitative data. The quantitative data comes from a proprietary ESG pre-diagnostic tool that uses extra-financial reports from companies. Qualitative assessment is the responsibility of Management Company and is based on factual data as well as continuous dialogue with company managers.

The model analyzes each company through environmental criteria (environmental footprint of the production chain and product life cycle or responsible supply, energy consumption and water consumption, company CO2 emissions and management of waste), social (ethics and working conditions of the production chain, treatment of employees - safety, well-being, diversity, employee representation, wages, quality of products or services sold) and governance (capital structure and protection of minority interests of shareholders, board of directors and general management, executive compensation, accounting practices and financial risks, ethical practices of the company).

The Sub-Fund is managed taking into consideration corporate responsibility and sustainable development principles in accordance with the requirements of the French SRI Label, which especially involves proceeding to the extra-financial analysis on at least 90% of the asset of the Sub-Funds and excluding at least 20% of the worst issuers of shares from its investment universe and therefore not investing in these issuers.

The result of the SRI approach will be binding on the Management Company.

The Sub-Fund may exceptionally, under extreme market conditions, use derivatives for hedging or exposure of equity and currency risk purposes.

This Sub-Fund promotes environmental and social characteristics but does not commit to make investments in taxonomy-aligned environmentally sustainable activities. As such, the underlying investments of this Sub-Fund do not take into account the EU criteria for environmentally sustainable economic activities within the meaning of the Taxonomy Regulation.

*Description of categories of assets and financial contracts:*

The Sub-Fund may at any time invest in:

- equities without geographical constraint (including emerging markets) and of all sizes of capitalization (including small and mid-capitalization): from 75% to 105% of its net assets (directly or through UCITS and/or other UCIs);
- fixed income securities and money market instruments from issuers of the public or private sector having their registered office in Euro zone countries, depending on market opportunities, and having at the time of the purchase a Standard & Poor's rating of at least A3 short term rating or A- long-term rating, or being considered as equivalent by the Management Company using similar criteria, or through bonds and money market funds: up to 15% of its net assets;
- deposits: up to 25% of its net assets;
- other financial instruments (within the meaning of Article 41 (2) a) of the Law) up to 10 % of its net assets.

The Sub-Fund can be exposed to all currencies other than the Euro, bringing the exchange risk to 105% maximum of its net assets.

Exposure to exchange risk on currencies outside the euro zone may reach a maximum of 105% of the Sub-Fund's 'net assets.

Up to 20% of its net assets, the Sub-Fund may also invest in equities called "A-Shares" issued by companies having their registered office in the PRC, listed in local currency (Renminbi) and available through the Shanghai-Hong Kong Stock Connect Program or through the Shenzhen-Hong Kong Stock Connect Program, or through the RQFII/QFII.

In all cases, the Sub-Fund will not invest in securities which qualify as distressed or as "in default" at the time of investment. Fixed income securities which may be downgraded during their lifetime below the authorized minimum rating will be disposed of as soon as possible with due regards to the interest of shareholders.

The proportion of the Sub-Fund's investments in UCITS or regulated AIFs open to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law, including ETFs, shall not exceed 10% of its net assets.

The Sub-Fund may not invest in mortgage-backed securities (MBS) or asset-backed securities (ABS).

The Sub-Fund may invest in securities denominated in any currency. However, non-base currency exposure may be hedged back to the base currency to moderate currency exchange risks. The Sub-Fund may also use derivatives for the purpose of increasing the currency exposure. These instruments may include, but are not restricted to futures, options, swaps, currency forwards.

The Sub-Fund may use exchange traded or OTC derivatives, including but not limited to, futures contracts, options, and non-complex options, for the purpose of hedging or increasing or arbitrage equity exposure or without seeking overexposure.

The Sub-Fund may also use swap for the purpose of hedging or increasing equity exposure, exchange exposure and non-base currency exposure without seeking overexposure.

In order to achieve the investment objective, the Sub-Fund may also invest up to 10% of its net assets in equities related financial derivative instruments or embedded derivative instruments as well as – but not limited to - in convertible bonds, exchangeable bonds, warrants, certificates, and rights which may embed derivatives, for the purpose of hedging, increasing and arbitrage equity risk.

The Sub-Fund may make use of deposits.

The Sub-Fund may use of borrowings in accordance with clause VIII of section "3. Investment and Borrowing Restrictions" of the main part of the Prospectus.

**4. Initial Offering**

The Sub-Fund will be launched on at a date to be determined by the Board of Directors by issuing Class I, Class ID, Class H-I, Class A and Class N Shares. Class I, Class ID, Class A, Class N and Class Q Shares will be launched at an initial price of EUR 100 per Share and Class H-I of 100 USD.

**5. Global Exposure**

The Sub-Fund's global risk exposure is monitored by using the Commitment approach. This approach measures the global exposure related to positions on financial derivative instruments ("FDIs") which may not exceed the Sub-Fund's Net Asset Value.

**6. Profile of Typical Investor**

All investors, in particular investors looking for an international equity market exposure with an ESG approach. The Sub-Fund is aimed at investors who agree to be exposed to all risks set forth in the risk profile of the Sub-Fund.

**7. Risk Profile**

The Sub-Fund's risk profile is suited for an investment horizon of five years. The risks to which the investor is exposed via the Sub-Fund are the following:

- Equity risk;
- Discretionary management risk;
- Liquidity risk;
- Small and mid-cap risk;
- Risk of loss of capital;

- Interest-rate risk;
- Exchange rate risk;
- Credit risk;
- Emerging market risk;
- Risk of investing in derivative instruments as well as instruments embedding derivatives;
- Counterparty risk;
- ESG risk;
- Convertible / exchangeable bonds risk;
- Stock Connect risk;
- Sustainability risk.

## 8. Benchmark

MSCI All Countries World Net Return Index

The Sub-Fund uses the benchmark as a universe from which securities may be selected (it being noted that the investment universe is not constrained by the components of the benchmark), for the calculation of the Performance Fee and for performance comparison purposes.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund’s investment objective; this may include decisions regarding asset selection and overall level of exposure to the market. The Management Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

The reference benchmark does not intend to be consistent with the environmental or social characteristics promoted by the Sub-Fund.

## 22. SUSTAINABLE CHINA EQUITY

Information contained herein should be read in conjunction with the full text of the Prospectus.

### 1. Reference Currency

EUR

### 2. Business Day

A Business Day means a full banking business day, other than a Saturday or Sunday or public holiday, on which banks are open all day for business in Luxembourg. The Board of Directors may also, at its discretion, declare any specific day as not being a Business Day with respect to the Sub-Fund (the "Specific Non-Business Days") due to specific local circumstances. A list of all Specific Non-Business Days is available on the registered office of the Fund.

### 3. Issue and redemption of Shares

By derogation to the general part of this Prospectus, shares may be issued, converted and redeemed on a daily basis before cut-off time each Business Day (D) with application of the Net Asset Value of the following Valuation Day (D+1) calculated on the second Business Day following the applicable Business Day (D+2).

Payment for subscription of Shares must be received by the Depositary in cleared funds in the relevant Class currency at the latest on the third Business Day following the applicable Business Day (D+3).

Redemption payments will be made in the relevant Class Currency at the latest on the third Business Day following the applicable Business Day (D+3).

### 4. Classes of Shares, Management Fees, Performance Fee and Minimum Initial Subscription Amount

| Classes of Shares | Management Fees (of the net assets of the Class per annum) | Performance Fee | Minimum Initial Subscription Amount |
|---|---|---|---|
| Class I Shares EUR | Up to 1.00% | 20% of the positive performance net of | EUR 200,000 |

| | | | |
|---|---|---|---|
| Class A Shares EUR | Up to 2.00% | any fees above the MSCI China 10/40 Index with High Water Mark * | N/A |
| Class N Shares EUR | Up to 1.30% | | N/A |
| Class Q Shares EUR | Up to 0.20% | N/A | N/A |

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

* The Management Company will be entitled to a Performance Fee calculated daily on the positive performance of the Sub-Fund compared to the performance, net of any fees, of the MSCI China 10/40 (BBG Ticker: MN40CNE) Index with High Water Mark.

The High Water Mark is the Net Asset Value per Share at the last Valuation Day of any performance period where a performance fee has been paid or failing that, the initial offer price per Share for unlaunched Classes.

The performance period is the period running from 1 January to 31 December each year. The first performance period will be running from the launch date of the relevant Class of Shares to 31 December 2021.

In order to calculate daily the performance for each Class, the total Net Asset Value before Performance Fee is compared to the reference asset value.

The daily reference asset value for each Class equals the total net assets of the relevant Class as of the previous Valuation Day, plus additional subscriptions and minus redemptions and any distributed dividend, multiplied by the MSCI China 10/40 Index. In case of redemptions, corresponding Performance Fee (if any) will be crystallised.

The Performance Fee is paid yearly only in case of positive performance at the end of relevant performance period and if the Net Asset Value as of the last Valuation Day of the relevant performance period would not fall below the Net Asset Value as of the first Valuation Day of this performance period.

Performance Fee will be accrued in case the Net Asset Value before Performance Fee of the relevant Class complies with following requirements:

- this Net Asset Value is greater than the last Net Asset Value of performance period;
- this Net Asset Value is greater than the reference asset value; and
- this Net Asset Value is greater than the High Water Mark (highest end of period with Performance Fees payment).

Upon request of an investor, the Management Company will provide, free of charge, examples of the Performance Fee calculation.

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund's Shares.

## 5. Investment Policy

*Type of fund:*

China Equities Fund

*Investment Objective:*

The investment objective of the Sub-Fund is to outperform the MSCI China 10/40 Net return (Bloomberg Ticker: MN40CNE) index over the recommended investment term of 5 years, by investing mainly in equities and equities related securities of Chinese companies or issuers exercising a preponderant part of their economic activities in China. Investors' attention is drawn to the fact that the management style is discretionary and integrates environmental, social / societal and governance (ESG) criteria.

*Investment Strategy*:

The Sub-Fund promotes environmental and/or social characteristics within the meaning of Article 8 of SFDR.

The Sub-Fund considers, at least, the following objectives, and proceed to the reporting of this ESG indicators as part of the monitoring and the evolution of the portfolio's ESG performance:

- Environment: GHG emissions, airborne pollution, waterborne pollution, water consumption, land use, etc.
- Social: compensation, gender inequality, health and safety, child labor, etc.
- Governance: corruption and bribery, tax avoidance, etc.
- Global ESG quality rating.

The Sub-Fund is actively managed and mainly selects equities of Chinese companies listed and traded in RMB on Chinese stock exchanges such as Shenzhen or Shanghai Stock Exchanges (China A-Shares) or on the Hong Kong Stock Exchange or by investing in American Depositary Receipts (ADRs) or Global Depositary Receipts (GDRs) of Chinese companies. The Sub-Fund may also invest in equity from issuers exercising a preponderant part of their economic activities in China, Republic of China and/or companies operating in the PRC.

Exposure to Mainland China securities will be made by investing in A-Shares through Stock Connect, and the RQFII/QFII programs, H-Shares (equities of companies listed in the Hong Kong market that are either registered in Hong Kong or registered in the PRC and approved for listing on the Hong Kong Stock Exchange by the Chinese government).

Additionally, exposure to Chinese Market may be achieved through investments in American Depositary Receipts (ADRs) listed on the New York Stock Exchange or the NASDAQ and Global Depositary Receipts (GDRs), or in ADR listed on the London Stock Exchange.

The remaining portion of the Sub-Fund may be invested in transferable securities in Money Market Instruments, cash and/or UCITS/other UCI.

The Sub-Fund implements active conviction management using a "Quality GARP" (Quality Growth at a Reasonable Price) and SRI approach.

The initial investment universe, which includes around 1000 issuers, is based on companies included in the MSCI China 10/40 Index as well as issuers identified by the Management Company which are treated on the financial market described above (examples: Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect, Hong Kong markets such as Hong-Kong Stock Exchange, NASDAQ, US markets or London Stock Exchange). The SRI approach is applied on this universe.

From this initial investment universe, are excluded companies with controversies or in severe breach to UN Global Compact Principles (example: human rights or fight against corruption) based on the internal approach. Moreover, a strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

The Sub-Fund also integrates ESG criteria with regard to direct investments including the definition of the investment universe and the reporting for all companies.

To determine the eligible "Quality, Responsible" investment universe, at the time of purchase, the Management Company proceeds as follows:

- for each company analyzed, the Management Company assesses the quality of the business model, management and balance sheet. One scoring out of 20 summarizes the assessment of the quality Management Company of the company analyzed. Any company with a score lower than 10 is excluded from the "Quality" investment universe; and
- in order to determine their universe of responsible quality investment, the Management Company also assesses the ESG profile of the companies selected. One scoring out of 20 summarizes the assessment of the ESG profile of the company analyzed. Any company with a score lower than 10 is excluded from the "Responsible Quality" investment universe.

The Sub-Fund's SRI approach revolves around the following axes: integration of the dimensions of ESG issues, exclusion of controversial issuers from the entire investment and voting right and commitment policy on securities held in the portfolio.

The Management Company uses a proprietary ESG analysis approach with the "best in universe" method. There may be a sector bias.

For each company, the analysis is based on quantitative and qualitative data. The quantitative data comes from a proprietary ESG pre-diagnostic tool that uses external data provided by service providers as well as extra-financial reports from companies. Qualitative assessment is the responsibility of Management Company and is based on factual data as well as continuous dialogue with company managers.

The model analyzes each company through environmental criteria (environmental footprint of the production chain and product life cycle or responsible supply, energy consumption and water consumption, company CO2 emissions and management of waste), social (ethics and working conditions of the production chain, treatment of employees - safety, well-being, diversity, employee representation, wages, quality of products or services sold) and governance (capital structure and protection of minority interests of shareholders, board of directors and general management, executive compensation, accounting practices and financial risks, ethical practices of the company).

The Sub-Fund is managed taking into consideration corporate responsibility and sustainable development principles in accordance with the requirements of the French SRI Label, which especially involves proceeding to the extra-financial analysis on at least 90% of the net assets of the Sub-Fund and excluding at least 20% of the worst issuers of shares from its investment universe and therefore not investing in these issuers. As at the date of the latest update of the Prospectus, the Sub-Fund does not benefit from the French SRI Label.

The result of the SRI approach will be binding on the Management Company.

This Sub-Fund promotes environmental and social characteristics but does not commit to make investments in taxonomy-aligned environmentally sustainable activities. As such, the underlying investments of this Sub-Fund do not take into account the EU criteria for environmentally sustainable economic activities within the meaning of the Taxonomy Regulation.

*Description of categories of assets and financial contracts:*

The Sub-Fund may at any time invest in:

- At least 75% of its net assets in equity and equity related securities of Chinese Companies;
- Up to 100% of its net assets in China A-Shares through the Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect, the Renminbi Qualified Foreign Institutional Investor ("RQFII) scheme, and Regulated Markets;
- Up to 100% of its net assets directly in China H-Shares and in American Depositary Receipts (ADRs) listed on the New York Stock Exchange or the NASDAQ and Global Depositary Receipts (GDRs), or in ADR listed on the London Stock Exchange;
- Up to 5% of its net assets in companies with market capitalization below Euro 1 billion or equivalent);
- Up to 25% of its net assets, the Sub-Fund may invest in non-Chinese equities without geographical constraint (including emerging markets);
- deposits: up to 25% of its net assets;

- other financial instruments (within the meaning of Article 41 (2) a) of the Law) up to 10 % of its net assets.

The Sub-Fund can be exposed to all currencies other than the EUR, bringing the exchange risk to 110% maximum of its net assets.

In all cases, the Sub-Fund will not invest in securities which qualify as distressed or as "in default" at the time of investment.

The proportion of the Sub-Fund's investments in UCITS or regulated AIFs open to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law, including ETFs, shall not exceed 10% of its net assets.

The Sub-Fund may not invest in mortgage-backed securities (MBS) or asset-backed securities (ABS).

The Sub-Fund may invest in securities denominated in any currency. However, non-base currency exposure may be hedged back to the base currency to moderate currency exchange risks. The Sub-Fund may also use derivatives for the purpose of increasing the currency exposure. These instruments may include, but are not restricted to futures, options, swaps, currency forwards.

The Sub-Fund may use exchange traded or OTC derivatives, including but not limited to, futures contracts, options, and non-complex options, for the purpose of hedging or increasing or arbitrage equity exposure or without seeking overexposure.

The Sub-Fund may also use swap for the purpose of hedging or increasing equity exposure, exchange exposure and non-base currency exposure without seeking overexposure.

In order to achieve the investment objective, the Sub-Fund may also invest up to 10% of its net assets in equities related financial derivative instruments or embedded derivative instruments as well as – but not limited to - in convertible bonds, exchangeable bonds, warrants, certificates, and rights which may embed derivatives, for the purpose of hedging, increasing and arbitrage equity risk.

The Sub-Fund may make use of deposits.
The Sub-Fund may use of borrowings in accordance with clause VIII of section "3. Investment and Borrowing Restrictions" of the main part of the Prospectus.

**6. Initial Offering**

The Sub-Fund will be launched on at a date to be determined by the Board of Directors by issuing Class I, Class A and Class N. Class I, Class A and Class N Shares will be launched at an initial price of EURO 100 per Share.

Class Q Shares will be launched at another date, on the decision of the Board of Directors.

## 7. Global Exposure

The Sub-Fund's global risk exposure is monitored by using the Commitment approach. This approach measures the global exposure related to positions on financial derivative instruments ("FDIs") which may not exceed the Sub-Fund's Net Asset Value.

## 8. Profile of Typical Investor

All investors, in particular investors looking for a Chinese equity market exposure with an ESG approach. The Sub-Fund is aimed at investors who agree to be exposed to all risks set forth in the risk profile of the Sub-Fund.

## 9. Risk Profile

The Sub-Fund's risk profile is suited for an investment horizon of five years. The risks to which the investor is exposed via the Sub-Fund are the following:

- Equity risk;
- Discretionary management risk;
- Small and mid-capital risk:
- Liquidity risk;
- Risk of loss of capital;
- Interest-rate risk;
- Exchange rate risk;
- Credit risk;
- Emerging market risk;
- Risk of investing in derivative instruments as well as instruments embedding derivatives;
- Counterparty risk;
- ESG risk;
- Convertible / exchangeable bonds risk;
- Stock Connect risk;
- Sustainability risk;
- ADR/GDR.

## 10. Benchmark

MSCI China 10/40 (BBG Ticker: MN40CNE) Index

The Sub-Fund uses the benchmark as a universe from which securities may be selected (it being noted that the investment universe is not constrained by the components of the benchmark), for the calculation of the Performance Fee and for performance comparison purposes.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund’s investment objective; this may include decisions regarding asset selection and overall level of exposure to the market. The Management

Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

The reference benchmark does not intend to be consistent with the environmental or social characteristics promoted by the Sub-Fund.

# 23. EURO SMART CITIES

Information contained herein should be read in conjunction with the full text of the Prospectus.

1. **Reference Currency**

EUR

2. **Classes of Shares, Management Fees, Performance Fee and Minimum Initial Subscription Amount**

| Classes of Shares | Management Fees (of the net assets of the Class per annum) | Performance Fee | Minimum Initial Subscription Amount |
|---|---|---|---|
| Class I Shares EUR | Up to 1.00% | 20% of the positive performance net of any fees above the MSCI EMU Net Return** | EUR 200,000 |
| Class ID Shares EUR | Up to 1.00% | | EUR 200,000 |
| Class SI Shares EUR | Up to 0.80% | | EUR 50,000,000 |
| Class A Shares EUR | Up to 1.70% | | N/A |
| Class N Shares EUR | Up to 1.10% | | N/A |
| Class WI Shares EUR | Up to 1.30% | N/A | EUR 200,000 |
| Class N2 Shares EUR | Up to 1.10% | | N/A |
| Class ND2 Shares EUR | Up to 1.10% | | N/A |
| Class A2 Shares EUR | Up to 1.70% | | N/A |
| Class AD2 Shares EUR | Up to 1.70% | | N/A |
| Class Q Shares EUR | Up to 0.20% | N/A | N/A |

Classes ID, AD2 and ND2 are distribution Shares. Interim dividends may be distributed to the shareholders of Classes ID, AD2 and ND2 shares twice a year upon decision of the Board of Directors.

** The Management Company will be entitled to a Performance Fee calculated daily on the positive performance of the Sub-Fund compared to the performance, net of any fees, of the MSCI EMU Net Return [MSDEEMUN] Index.

The performance period is the period running from 1 January to 31 December each year (the "**Performance Period**"). The first Performance Period will be running from the launch date of the relevant Class of Shares to 31 December 2022.

In order to calculate daily the performance for each Class, the total Net Asset Value before Performance Fee is compared to the reference asset value.

The daily reference asset value for each Class equals the reference asset value of the relevant Class as of the previous Valuation Day, adjusted from subscriptions and redemptions and any distributed dividend, and from the return of the MSCI EMU Net Return (the "**Reference Asset Value**"). In case of redemptions, corresponding Performance Fee (if any) will be crystallised.

The Performance Fee will be accrued in case the Net Asset Value before Performance Fee of the relevant Class is greater than the Reference Asset Value (the "**Net Performance**").

In addition, the Performance Fee is paid yearly only if the Net Asset Value per Share as of the last Valuation Day of the relevant performance period would not fall below the Net Asset Value per Share as of the first Valuation Day of this performance period.

The Performance Fee will be accrued daily.

The Sub-Fund uses a performance fee model based on the MSCI EMU Net Return and ensure that any underperformance of the Sub-Fund compared to the above-mentioned benchmark over a minimum period of five years (or since launch of the Sub-Fund if it has been in existence for less than five years) is clawed back before any Performance Fee becomes payable.

The calculation of the Performance Fee, for the relevant Class with respect to any given Performance Period, may be expressed as follows:

PF = (A x (B - C - D))

Where:

A = the Percentage of Performance Fee in respect of each Class as specified in available share classes and fees below;
B = the Net Asset Value per Share (having added to this the amount of any dividends per Share paid or payable and any accrual for unpaid Performance Fees during the Performance Period) in the Class from the first valuation point in the Performance Period to the last valuation point in the Performance Period;
C = the cumulative underperformance in amount, if any, carried forward from the previous Performance Period(s);

D = the Reference Asset Value at the last Valuation Point in the Performance Period;
In the event that the calculation of (B - C - D) produces a negative result then that underperformance, expressed as a percentage, shall be carried forward to the next Performance Period (for the purposes of in 'C' above).

The examples provided below illustrate the potential difference in returns between a Class with a Performance Fee and a Class without a Performance Fee in different scenarios over the year. The returns shown are for illustrative purposes only and there is no guarantee that the Sub-Fund will achieve these returns.

| | Net Performance | Underperformance compared to the Reference Asset Value to be compensated in the following year | Payment of performance fees |
|---|---|---|---|
| Y1 | 5% | 0% | Yes |
| Y2 | 0% | 0% | No |
| Y3 | -5% | -5% | No |
| Y4 | 3% | -2% | No |
| Y5 | 2% | 0% | No |
| Y6 | 5% | 0% | Yes |
| Y7 | 5% | 0% | Yes |
| Y8 | -10% | -10% | No |
| Y9 | 2% | -8% | No |
| Y10 | 2% | -6% | No |
| Y11 | 2% | -4% | No |
| Y12 | 0% | 0%[8] | No |
| Y13 | 2% | 0% | Yes |
| Y14 | -6% | -6% | No |
| Y15 | 2% | -4% | No |
| Y16 | 2% | -2% | No |
| Y17 | -4% | -6% | No |
| Y18 | 0% | -4%[9] | No |
| Y19 | 5% | 0% | Yes |

The Management Fee effectively charged to each Class will be disclosed in the semi-annual and annual reports of the Fund.

The Management Company may pay all or part of the Management Fee as a commission, retrocession or discount to financial intermediaries intervening in the distribution of the Sub-Fund's Shares.

[8] The underperformance of Y12 to be taken forward to the following year (Y13) is 0% (and not -4%) in light of the fact that the residual underperformance coming from Y8 that was not yet compensated (-4% is no longer as the 5-year period has elapsed (the underperformance of Y8 is compensated until Y12).
[9] The underperformance of Y18 to be taken forward to the following year (Y19) is 4% (and not -6%) in light of the fact that the residual underperformance coming from Y14 that was not yet compensated (-2%) is no longer relevant as the 5-year period has elapsed (the underperformance of Y14 is compensated until Y18).

## 3. **Investment Policy**

*Type of fund:*

International Equities Fund

*Investment Objective:*

The investment objective of the Sub-Fund is to seek performance by taking advantage of developments in the equity markets and companies having their registered office in Euro Zone countries which benefit from the acceleration of urbanization, over the recommended investment term of 5 years.

These companies are chosen according to an SRI approach for the quality of their economic fundamentals, for their quality of global or local leaders on their respective markets analyzed through the systematic integration of environmental, social / societal and governance (ESG) criteria (such as energy consumption, $CO_2$ emission), or even ethical practices of society.

*Investment Strategy*:

The investment strategy is based on active and discretionary management style.

The Sub-Fund is permanently invested and exposed to at least 75% minimum of its net assets in equities issued by companies having their registered office in European Union countries.

The Sub-Fund’s portfolio may on an ancillary basis be invested in shares issued by companies legally domiciled in developed countries or in emerging countries.

The Management Company selects shares of companies it considers to be qualitative companies (i.e. having a position of global or regional leader, offering visibility and sustainability of their growth prospects in the medium- long term) and according to their value creation expectation.

Through the Quality GARP approach, the Sub-Fund invests in companies whose growth is strong and predictable as based on strong and lasting trends such as urbanization, digitalization, and sustainable development. These companies operate in areas such as mobility, infrastructure, green tech, energy transition, resource management or real estate.

The Sub-Fund may exceptionally, under extreme market conditions, use derivatives for hedging or exposure of equity and currency risk purposes.

The Sub-Fund promotes environmental and/or social characteristics within the meaning of Article 8 of SFDR.

The Sub-Fund invests in companies that provide solutions to the various challenges faced by cities. One key figure: 7 out of 10 people will be living in a city by 2050 (UN source). This rapid urbanization creates investment opportunities. The investment universe is based on four independent pillars which define a smart city. First, the "Smart Building": A smart city should be built by integrating energy transition issues. Secondly, "Infrastructure and Mobility of the future": A smart city should provide green and sufficient mobility offers. Thirdly, "Digitalization": A smart city should be connected and collaborative. Last but not least, "Sustainable City": Development of a smart city should be sustainable, preserving the environment and managing resources in an optimal manner. In this context, the Sub-Fund implements active conviction management using a "Quality GARP" (Quality Growth at a Reasonable Price) and SRI approach.

The initial investment universe, which includes around 350 issuers, is based on companies included in the MSCI EMU NR Index as well as stocks identified by the Management Company based on the financial and extra-financial analysis, having already been invested in recent past years. The SRI approach is applied on the selected issuers from the initial investment universe.

From this initial investment universe, are excluded issuers with controversies or in severe breach to UN Global Compact Principles (example: human rights or fight against corruption) based on the internal approach. Moreover, a strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

In this way, the investment process and resulting stock picking take into account internal scoring with respect to both corporate responsibility and sustainability of companies based on an extra-financial analysis trough a proprietary tool developed internally by the Management Company, with the "best in universe" method. There may be a sector bias.

The risk exists that the models used to make these investment decisions do not perform the tasks they were designed to. The use of the proprietary tool relies on the experience, relationships and expertise of the Management Company.

The analysis of corporate responsibility is broken down into four aspects: shareholders responsibility (board of directors and general management, accounting practices and financial risks, etc.), environmental responsibility (environmental footprint of the production chain and product life cycle or responsible supply, energy consumption and water consumption, company CO2 emissions and management of waste, etc.), responsibility towards workers and society responsibility (ethics and working conditions of the production chain, treatment of employees – safety, well-being, diversity, employee representation, wages, quality of products or services sold, etc.). Each aspect is rated independently and weighted in accordance to how material it is for the company. Each dimension is broken down into a set of criteria, which are around 25 in total. This in-depth analysis, combining qualitative and quantitative research leads to a rating out of 10.

Moreover, the monitoring of the level of controversy is taken into account directly in the corporate responsibility and may affect the rating.

The sustainable transition focuses on the positive impacts' companies generate through their activities, products and services. The aim is to identify whether a company contributes to the sustainable transition. In the model, this pillar has been broken down into 5 major themes: demographic transition (inclusion of senior citizens, access to education, etc.), medical transition (access to care, medical diagnostics, control of endemic diseases, etc.), economic transition (infrastructure development, digitalization, access to connectivity, etc.), lifestyle transition (extension of product lifestyle, circular economy, sustainable mobility, etc.) and ecological transition (renewable energies, biodiversity, green mobility, etc.). Around 34 activities which contribute to the sustainable transition have been identified and integrated into the model.

The analysis and the internal rating are based on factual data published by the companies, which may be incomplete or inaccurate, as well as continuous dialogue with company managers.

A strict controversial weapons analysis exclusion policy is implemented and is available on the website of the Management Company (https://www.dnca-investments.com/lu/areas-of-expertise/sri).

The model analyzes each company through environmental criteria (environmental footprint of the production chain and product life cycle or responsible supply, energy consumption and water consumption, company CO2 emissions and management of waste), social (ethics and working conditions of the production chain, treatment of employees - safety, well-being, diversity, employee representation, wages, quality of products or services sold) and governance (capital structure and protection of minority interests of shareholders, board of directors and general management, executive compensation, accounting practices and financial risks, ethical practices of the company).

The Sub-Fund is managed taking into consideration corporate responsibility and sustainable development principles in accordance with the requirements of the French SRI Label, which especially involves proceeding to the extra-financial analysis on at least 90% of the net assets of the Sub-Fund and excluding at least 20% of the worst issuers of shares from its investment universe and therefore not investing in these issuers.

The Sub-Fund considers, at least, the following objectives, and proceed to the reporting of this ESG indicators as part of the monitoring and the evolution of the portfolio’s ESG performance:

- Environment: GHG emissions, airborne pollution, waterborne pollution, water consumption, land use, etc.
- Social: compensation, gender inequality, health and safety, child labor, etc.
- Governance: corruption and bribery, tax avoidance, etc.
- Global ESG quality rating.

The result of the SRI approach will be binding on the Management Company.

In line with the fundamental approach of the management team, the investment process is based on the selection of the investment universe combining a financial (quantitative and micro-economic) and extra-financial (qualitative) approach with two steps:

- the selection of issuers pursuant to the financial approach described above, and
- the exclusion of issuers which have a high-risk profile in terms of corporate responsibility (rating below 2/10 in the ESG proprietary tool) or exposed to major controversies. This filter excludes a minimum of 20% of issuers based on the extra-financial analysis describes before.

Due to the responsible investment strategy, the Sub-Fund strictly excludes the following activities:

- Tobacco production;
- Controversial Weapons;
- Coal production or energy production from coal over than 10% of revenues;
- Unconventional oil and gas production over than 50% of revenues;
- Companies in severe breaches to UN Global Compact Principles.

This Sub-Fund promotes environmental and social characteristics but does not commit to make investments in taxonomy-aligned environmentally sustainable activities. As such, the underlying investments of this Sub-Fund do not take into account the EU criteria for environmentally sustainable economic activities within the meaning of the Taxonomy Regulation.

*Description of categories of assets and financial contracts:*

The Sub-Fund may at any time be exposed to:

- Equities and similar or rights attached to the ownership of these equities: from 75% to 110% of its net assets;
- Equities listed in markets of countries which are OECD member states: at least 80% of its net assets;
- Equities with small capitalization *i.e.* total market capitalization below 1 billion EUR or any other currency: up to 20% of its net assets;
- Equities from issuers having their registered office in emerging countries: up to 10% of net assets (directly or through UCI);
- Fixed income securities from issuers having their registered office in a country which is an OECD member state or fixed income securities issued or guaranteed by a member state of OECD: up to 25% of its net assets;
- Money market instruments or deposits if market conditions are unfavorable: from 0% to 25% of its net assets;
- Other financial instruments (within the meaning of Article 41 (2) a) of the Law) up to 10 % of its net assets.

Exposure to exchange risk may reach 30 % of the Sub-Fund's net assets.

The Sub-Fund may solely invest in fixed income securities and money market instruments from issuers of the public or private sector, depending on market opportunities, having a Standard & Poor's rating of at least A3 short term rating or A- long-term rating, or being considered as equivalent by the Management Company using similar criteria at the time of the purchase.

The Sub-Fund shall not solely base its investment decisions and its risk assessment on the ratings assigned by independent rating agencies but shall also proceed to its own analysis of credit.

In all cases, the Sub-Fund will not invest in securities which qualify as distressed or as "in default" at the time of investment. Fixed income securities which may be downgraded during their lifetime will be disposed of as soon as possible with due regards to the interest of the Sub-Fund's shareholders.

Up to 10% of its net assets, the Sub-Fund may also invest in equities called "A-Shares" issued by companies having their registered office in the PRC, listed in local currency (Renminbi) and available through the Shanghai-Hong Kong Stock Connect Program or through the Shenzhen-Hong Kong Stock Connect Program, or through the RQFII/QFII.

*Special consideration for French investors:* to ensure eligibility for the French *Plan d'Epargne en Actions* (PEA), the Sub-Fund will invest at least 75% of its assets in equity securities issued by issuers with their headquarters in an EEA state that has signed a tax agreement with France, including a clause on combating fraud and tax avoidance.

The proportion of the Sub-Fund's investments in UCITS or regulated AIFs open to non-professional investors (according to the European Directive 2011/61/EU) and qualifying as other UCIs according to Article 41(1) of the Law, including ETFs, shall not exceed 10% of its net assets.

The Sub-Fund may not invest in mortgage-backed securities (MBS) or asset-backed securities (ABS).

The Sub-Fund may invest in securities denominated in any currency. However, non-base currency exposure may be hedged back to the base currency to moderate currency exchange risks. These instruments may include, but are not restricted to futures, options, swaps, currency forwards.

The Sub-Fund may use exchange traded or OTC derivatives, including but not limited to, futures contracts, futures on market index, options on market index, swaps and non-complex options for the purpose of hedging or increasing equity exposure. Equity swap may be used only for the purpose of hedging equity exposure.

In order to achieve the investment objective, the Sub-Fund may also invest its net asset in equities or related financial derivative instruments (such as CFD or DPS) as well as in, convertibles bonds, warrants and rights which may embed derivatives, for the purpose of hedging or increasing equity and exchange risk without seeking overexposure.

The Sub-Fund may make use on an ancillary basis of deposits.

The Sub-Fund may make use of borrowings in accordance with clause VIII of section "3. Investment and Borrowing Restrictions" of the main part of the Prospectus.

## 4. **Initial Offering**

The Sub-Fund will be launched on at a date to be determined by the Board of Directors by issuing Class I, Class ID, Class WI, Class A, Class N Shares or Class Q Shares. Class I, Class ID, Class WI, Class A, Class N and Class Q Shares will be launched at an initial price of EUR 100 per Share.

5. **Global Exposure**

The Sub-Fund's global risk exposure is monitored by using the Commitment approach. This approach measures the global exposure related to positions on financial derivative instruments ("FDIs") which may not exceed the Sub-Fund's Net Asset Value.

6. **Profile of Typical Investor**

All investors, in particular investors looking for an European equity market exposure with an ESG approach. The Sub-Fund is aimed at investors who agree to be exposed to all risks set forth in the risk profile of the Sub-Fund.

7. **Risk Profile**

The Sub-Fund's risk profile is suited for an investment horizon of five years. The risks to which the investor is exposed via the Sub-Fund are the following:

- Equity risk;
- Discretionary management risk;
- Liquidity risk;
- Small and mid-cap risk;
- Risk of loss of capital;
- Interest-rate risk;
- Exchange rate risk;
- Credit risk;
- Emerging market risk;
- Risk of investing in derivative instruments as well as instruments embedding derivatives;
- Counterparty risk;
- ESG risk;
- Convertible / exchangeable bonds risk;
- Stock Connect risk;
- Sustainability risk.

8. **Benchmark**

MSCI EMU Net Return Index

The Sub-Fund uses the benchmark for the calculation of the Performance Fee and for performance comparison purposes and to determine the initial investment universe of the Sub-Fund.

The Sub-Fund is actively managed. This means the Management Company is taking investment decisions with the intention of achieving the Sub-Fund’s investment objective; this may include decisions regarding asset selection and overall level of exposure to the market.

The Management Company is not in any way constrained by the benchmark in its portfolio positioning. The deviation from the benchmark may be complete or significant.

The reference benchmark does not intend to be consistent with the environmental or social characteristics promoted by the Sub-Fund.