


VISA 2017/109138-2481-0-PC

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d'argument de publicité

Luxembourg, le 2017-09-01

Commission de Surveillance du Secteur Financier



# Swiss Life Funds (LUX)

Prospectus  
August 2017

This prospectus, including the appendices ("Appendices") to it relating to each Sub-Fund ("Sub-Fund") (this Prospectus and the Appendices together referred to as the "Prospectus") is valid only if accompanied by the latest annual report and also by the latest semi-annual report if this was published after the latest annual report. These reports form part of this Prospectus.

Swiss Life Funds (LUX) (the "Company") is listed on the official list of collective investment undertakings, subject to Part I of the Law of 2010 implementing Directive 2009/65/EC of the European Parliament and of the Council of 13 July 2009 on the coordination of laws, regulations and administrative provisions relating to undertakings for collective investment in transferable securities (UCITS) as amended by the Directive 2014/91/EU of the European Parliament and Council of 23 July 2014 as regards depositary functions, remuneration policies and sanctions as may be further amended in the future. However, this does not require any Luxembourg authority to approve or disapprove either the adequacy or the accuracy of this Prospectus, or the portfolio of securities held by the Company. Any representation to the contrary would be unauthorised and unlawful.

This Prospectus does not constitute an offer or solicitation to subscribe for shares ("Shares") in the Company by anyone in any jurisdiction in which such offer or solicitation is not lawful or in which the person making such offer or solicitation is not qualified to do so or to anyone to whom it is unlawful to make such offer or solicitation.

The Directors of the Company accept responsibility for the information contained in this Prospectus. To the best of the knowledge and the belief of the Directors (who have taken all reasonable care to ensure that such is the case) the information contained in this Prospectus is in accordance with the facts and does not omit anything likely to affect the import of such information.

Potential investors should inform themselves as to

- (a) the possible tax consequences,
  - (b) the legal requirements, and
  - (c) any foreign exchange control requirements,
- which they might encounter under the laws of the countries of their citizenship, residence or domicile and which might be relevant to the subscription, holding, conversion, redemption or disposal of Shares in the Company. Further tax considerations are set out under TAXATION below.

Information concerning distribution in the following countries is set out in APPENDIX 2 to this Prospectus:

Switzerland  
Germany  
France  
USA

Investors should read and consider the risk discussion under RISK FACTORS before investing in the Company.

Statements made in this Prospectus are based on the law and practice currently in force in Luxembourg and are subject to changes therein. This Prospectus should be read in its entirety before making an application for Shares.

This Prospectus may also be translated into other languages. To the extent that there is any inconsistency between the English language Prospectus and a version in another language, this English language Prospectus will prevail, except to the extent (but only to the extent) required by the law of any jurisdiction where the Shares are sold.

Any information or statements not contained in this Prospectus, or in the reports forming an integral part of it, must be regarded as unauthorised. Neither the receipt of this Prospectus, nor the offer, issue or sale of Shares of the Company may be construed as a representation that the information given in this Prospectus is correct as of any time subsequent to the date on the front cover. In order to take account of significant changes, in particular, the opening of a new Sub-Fund, this Prospectus will be updated at the appropriate time. Potential subscribers are therefore advised to inquire of the Company whether any subsequent prospectus has been published.

Investors should note that investments in securities can be volatile and their value may decline as well as appreciate. There can be no assurance that a Sub-Fund will attain its objective. The price of Shares as well as the income therefrom may go down as well as up to reflect changes in the Net Asset Value of a Sub-Fund. The value of your investments may fluctuate. Past performance provides no guarantee for the future results.

Save as provided in APPENDIX 2, any disputes arising between Shareholders, the Company and the Depositary are governed by Luxembourg law under the jurisdiction of the courts of Luxembourg.

August 2017

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## ADDRESSES

### **SWISS LIFE FUNDS (LUX)** **("Company")**

#### **Registered Office**

4a, rue Albert Borschette  
L-1246 Luxembourg  
Luxembourg

#### **Board of Directors of the Company** **("Board of Directors" or "Directors")**

Michaela Rauguth, Chairperson  
Julia Delarue  
Lorenzo Kyburz

#### **Management Company** **("Management Company")**

#### **Registered Office**

Swiss Life Fund Management (LUX) S.A.  
4a, rue Albert Borschette  
L-1246 Luxembourg  
Luxembourg

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

Dagmar Maroni, Chairperson  
Head of Fund Management of Swiss Life Asset Managers  
Uwe Druckenmüller  
CEO of the Management Company  
Per Erikson  
Head Asset Management of Swiss Life Germany

#### **Senior Managers of the Management Company**

Uwe Druckenmüller  
Franziska Feitzinger  
Jasmin Heitz  
Michaela Rauguth  
Tilo Reichert (as of 11 July 2017)

#### **Administrator and Registrar Agent**

Société Générale Bank & Trust  
11, avenue Emilie Reuter  
L-2420 Luxembourg  
Luxembourg

#### **Depository and Paying Agent ("Depository")**

Société Générale Bank & Trust  
11, avenue Emilie Reuter  
L-2420 Luxembourg  
Luxembourg

#### **Auditors**

PricewaterhouseCoopers, Société coopérative  
Chartered Accountants  
2, rue Gerhard Mercator  
L-2182 Luxembourg  
Luxembourg

#### **Portfolio Management** **("Portfolio Manager(s)")**

#### **Swiss Life Asset Management AG**

General Guisan-Quai 40  
8002 Zurich  
Switzerland

#### **Swiss Life Asset Management (France)**

7, rue Belgrand  
92300 Levallois-Perret  
France

#### **Feri Trust GmbH**

Haus am Park  
Rathausplatz 8-10  
61348 Bad Homburg  
Germany

#### **Representative in Switzerland** **("Swiss Representative")**

Swiss Life Asset Management AG  
General Guisan-Quai 40  
8002 Zurich  
Switzerland

#### **Paying Agent in Switzerland** **("Swiss Paying Agent")**

UBS AG  
Bahnhofstrasse 45  
8098 Zürich  
Switzerland

#### **Information Agent in Germany** **("German Information Agent")**

Swiss Life Invest GmbH  
Palais Leopold  
Leopoldstrasse, 10  
80802 Munich  
Germany

#### **Paying Agent in Germany** **("German Paying Agent")**

Landesbank Hessen-Thüringen  
Girozentrale  
Neue Mainzer Straße 52-58  
60311 Frankfurt am Main  
Germany

#### **Central Agent in France** **("French Central Agent")**

Swiss Life Banque Privée  
7, place Vendôme  
75041 Paris Cedex 01  
France

#### **Central Agent in Belgium** **("Belgium Paying Agent")**

Société Générale Private Banking NV  
Kortrijksesteenweg, 302  
9000 Gent  
Belgium

#### **Legal Advisors**

Arendt & Medernach SA  
Avocats à la Cour  
41A, avenue J.F. Kennedy  
L-2082 Luxembourg  
Luxembourg

## DEFINITIONS

The following definitions apply throughout this Prospectus unless the context otherwise requires:

**"Administrative Agreement"**

an agreement entered into between the Management Company and the Administrator, as may be amended from time to time

**"Administrator"**

Société Générale Bank & Trust or any successor company appointed by the Management Company as administration agent of the Company in accordance with the requirements of the Regulatory Authority

**"AIF"**

an alternative investment fund within the meaning of the directive of the European Parliament and of the Council of 8 June 2011 on alternative investment fund managers and amending directives 2003/41/EC and 2009/65/EC and regulations (EC) N° 1060/2009 and (EU) N° 1095/2010

**"AIFM"**

an alternative investment fund manager within the meaning of the directive of the European Parliament and of the Council of 8 June 2011 on alternative investment fund managers and amending directives 2003/41/EC and 2009/65/EC and regulations (EC) N° 1060/2009 and (EU) N° 1095/2010

**"AM-Shares"**

class of shares restricted to institutional investor within the meaning of Article 174 of the Law of 2010 that have concluded an asset management agreement with Swiss Life Asset Management AG or other entity belonging to Swiss Life group

**"Appendix"**

a document supplemental to this Prospectus which contains specific information in relation to a particular Sub-Fund

**"Articles"**

the articles of incorporation of the Company, as amended from time to time

**"Board of Directors" or "Directors"**

the board of directors of the Company, including duly authorised committees of the board of directors

**"Business Day"**

a day on which banks are fully open for business in Luxembourg

**"Cash"**

comprises cash on hand and demand deposits

**"Cash equivalents"**

are short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. The term "cash equivalent" shall

also encompass regularly traded money market instruments the residual maturity of which does not exceed 397 days, except for money market funds

**"Company"**

Swiss Life Funds (LUX)

**"Depositary and Paying Agent Agreement"**

an agreement entered into between the Company and the Depositary

**"Depositary"**

Société Générale Bank & Trust or any successor company appointed by the Company with the prior approval of the Regulatory Authority as depositary of the assets of the Company or paying agent

**"EU"**

the European Union

**"EU Level 2 Regulation on UCITS depositary obligations"**

Commission Delegated Regulation (EU) 2016/438 of 17 December 2015 supplementing Directive 2009/65/EC of the European Parliament and of the Council with regard to obligations of depositaries

**"FATCA"**

the provisions of the United States Hiring Incentives to Restore Employment (HIRE) Act of 18 March 2010 commonly referred to as the Foreign Account Tax Compliance Act (FATCA), and other regulations promulgated thereunder.

**"Group of Companies"**

companies belonging to the same body of undertakings and which must draw up consolidated accounts in accordance with Directive 2013/34/EU of 26 June 2013 on the annual financial statements, consolidated financial statements and related reports of certain types of undertakings or in accordance with recognized international accounting rules

**"I-Shares"**

class of shares restricted to institutional investor within the meaning of Article 174 of the Law of 2010

**"Investment Grade"**

credit rating of a counterparty which is BBB- or higher by Standard & Poor's or Baa3 or higher by Moody's if not otherwise specified in APPENDIX 1, meaning that there is a relatively low risk of default of such counterparty

**"Key Investor Information"**

the short document drawn up by the Company which contains key information for investors

**"Law of 1915"**

the law of 10 August 1915 relating to commercial companies, as may be amended from time to time

**"Law of 2010"**

the law of 17 December 2010 relating to undertakings for collective investment, as may be amended from time to time

**"Management Company"**

Swiss Life Fund Management (LUX) S.A.

**"Management Company Fee"**

fee payable to the Management Company as set out under section "Fees and Expenses"

**"Management Fee"**

fee payable quarterly to the Management Company, and/or – either directly or indirectly – to the Portfolio Managers, the distributors of the Shares and other service providers as may be designated by the Management Company, at a maximum rate as set out in APPENDIX 1 of the Net Asset Value of each Sub-Fund

**"Management Company Services Agreement"**

an agreement dated 13 February 2007 between the Company and the Management Company

**"Member State"**

a member State of the European Union and the states which are considered as equivalent to Member States of the European Union, i.e. those that are contracting parties to the Agreement creating the European Economic Area other than the Member States of the European Union

**"Mémorial"**

*Mémorial C, Recueil des Sociétés et Associations*

**"Money Market Instruments"**

instruments normally dealt in on the money market which are liquid, and have a value which can be accurately determined at any time

**"Net Asset Value of the Company"**

the aggregate net asset value of all the Sub-Funds

**"Net Asset Value of the Sub-Fund"**

the net asset value of a Sub-Fund calculated in accordance with the provisions of the Articles, as described under VALUATION AND PRICES

**"Net Asset Value per Share"**

the net asset value per Share calculated in accordance with the provisions of the Articles, as described under VALUATION AND PRICES

**"Order Day"**

any Business Day on which an order for subscription, redemption or conversion may be placed. The Management Company may also take into account whether relevant local stock exchanges and/or Regulated Markets on which any substantial portion of the Company's investments of the relevant Sub-Fund are quoted are closed for trading and settlement, and whether underlying investment funds representing a material part of the assets of the relevant Sub-Fund invests in are closed for dealing and/or the determination of the Net Asset Value per Share is suspended. The Management Company may elect to treat such closures as non-Order Days for Sub-Funds which invest a substantial amount of their portfolio on these closed stock exchanges and/or Regulated Markets and/or these closed underlying investment funds. A list of expected non-Order Days for the Sub-Funds is available from the Management Company on request

**"Other Regulated Market"**

market which is regulated, operates regularly and is recognized and open to the public, namely a market:

- (i) that meets the following cumulative criteria: liquidity, multilateral order matching (general matching of bid and ask prices in order to establish a single price) and transparency (the circulation of complete information in order to give clients the possibility of tracking trades, thereby ensuring that their orders are executed on current conditions),
- (ii) on which the securities are dealt in at a certain fixed frequency,
- (iii) which is recognized by a state or by a public authority which has been delegated by that State or by another entity which is recognized by that State or by that public authority such as a professional association and
- (iv) on which the securities dealt are accessible to the public

**"Other State"**

any State of Europe which is not a Member State, and any State of America, Africa, Asia or Oceania

**"Portfolio Manager"**

Swiss Life Asset Management AG, Swiss Life Asset Management (France) and Feri Trust GmbH or any successor company appointed by the Management Company as portfolio manager of the Sub-Funds in accordance with the requirements of the Regulatory Authority and as detailed in APPENDIX 1

**"Prospectus"**

the prospectus of the Company and any appendices thereto issued in accordance with the requirements of the Regulatory Authority

**"Q-Shares"**

class of shares restricted to institutional investor within the meaning of Article 174 of the Law of 2010

**"R-Shares"**

class of shares open to any investor

**"Reference Currency"**

the base currency of each Sub-Fund as set out in APPENDIX 1

**"Register"**

the register in which the names of the registered Shareholders of the Company are listed

**"Registrar Agent"**

Société Générale Bank & Trust or any successor company appointed by the Management Company as registrar agent of the Company in accordance with the requirements of the Regulatory Authority

**"Registrar Agent Agreement"**

an agreement entered into between the Management Company and the Registrar Agent

**"Regulated Market"**

a regulated market as defined in the Council Directive 2004/39/EC dated 21 April 2004 on markets in financial instruments as may be amended from time to time ("Directive 2004/39/EC"), namely a multilateral system operated and/or managed by a market operator, which brings together or facilitates the bringing together of multiple third-party buying and selling interests in financial instruments – in the system and in accordance with its non-discretionary rules – in a way that result in a contract, in respect of the financial instruments admitted to trading under its rules and/or systems, and which is authorised and functions regularly in accordance with the provisions of the Directive 2004/39/EC. An updated list of Regulated Markets is available at the following internet address: <http://eur-lex.europa.eu/LexUriServ/LexUriServ.do?uri=OJ:C:2010:348:0009:0015:EN:PDF>

**"Regulatory Authority"**

the Luxembourg authority in charge of the supervision of the undertakings for collective investment in the Grand Duchy of Luxembourg

**"Repurchase Price"**

the Net Asset Value per Share attributable to a particular Class or Sub-Fund at the date of the redemption

**"RESA"**

Recueil Electronique des Sociétés et Associations

**"S-Shares"**

class of shares restricted to sub-funds of the Company

**"SFT"**

securities financing transaction within the meaning of SFTR

**"SFTR"**

Regulation (EU) 2015/2365 of the European Parliament and of the Council of 25 November 2015 on transparency of securities financing transactions and of reuse and amending Regulation (EU) No 648/2012

**"Shareholder"**

a holder of Shares of the Company

**"Shares"**

participating shares of no par value in the capital of the Company which may be designated as different Classes of shares in one or more Sub-Funds

**"Speculative Grade"**

credit rating of a counterparty within a range from B- to BB+ (including) by Standard & Poor's or B3 to Ba1 (including) by Moody's, if not otherwise specified in APPENDIX 1.

**"Sub-Fund"**

a sub-fund of the Company established by the Directors from time to time with the prior approval of the Regulatory Authority

**"Subscription Price"**

the Net Asset Value per Share attributable to a particular Class or Sub-Fund at the date of the subscription

**"Transferable Securities"**

(i) shares and other securities equivalent to shares ("shares"), (ii) bonds and other debt instruments ("debt securities") and (iii) any other negotiable securities which carry the right to acquire any such transferable securities by subscription or exchange, with the exclusion of techniques and instruments

**"UCI"**

an undertaking for collective investment as defined by Luxembourg law

**"UCITS"**

an undertaking for collective investment in transferable securities under Article 1 (2) of the UCITS Directive

**"UCITS Directive"**

the Directive 2009/65/EC of the European Parliament and of the Council of 13 July 2009 on the coordination of laws, regulations and administrative provisions relating to undertakings for collective investment in transferable securities, as amended by Directive 2014/91/EU of the European Parliament and Council of 23 July 2014 as regards depositary functions, remuneration policies and sanctions, as may be further amended in the future

**"United States"**

the United States of America (including the District of Columbia), its territories, its possessions and other areas subject to its jurisdiction

***"Valuation Day"***

a Business Day as of which the Net Asset Value in respect of a Sub-Fund is calculated or such other day or days as the Directors may from time to time determine, provided there shall be at least two Valuation Days per month. The Management Company may also take into account whether relevant local stock exchanges and/or other

Regulated Markets are open for trading and settlement and may elect to treat such closures as non-Valuation Days for such Sub-Funds which invest a substantial amount of their portfolio in these closed stock exchanges and/or Regulated Markets

***"Valuation Point"***

close of business in the principal Regulated Market relevant for the valuation of the assets and liabilities of each Sub-Fund on a Valuation Day or such other time as the Directors may from time to time determine

In this Prospectus, unless otherwise specified, all references to

- 'trillion' are to one thousand billion,
- 'billion' are to one thousand million,
- 'dollars', 'US\$', 'USD' or 'cents' are to United States dollars or cents,
- 'euros', 'EUR' or '€' are to the Euro and
- 'francs', 'SFr' or 'CHF' are to Swiss Francs

## SUMMARY

### COMPANY STRUCTURE

Legal Structure	The Company is listed on the official list of collective investment undertakings subject to Part I of the Law of 2010 implementing UCITS Directive, is applicable. It was incorporated as an investment company with variable capital on 8 April 1999 under Registration Number B 69.186, with an umbrella structure consisting of a number of Sub-Funds.
Sub-Funds	<p>Bond Emerging Markets Corporates  Bond Emerging Markets Corporates Short Term  Bond Euro Corporates  Bond Global Corporates  Bond Global Corporates Short Term  Bond Global High Yield  Bond Inflation Protection  ZinsChance 2018  Equity Euro Zone  Equity Global  Equity Global High Dividend  Equity Global Long/Short  Equity Global Minimum Volatility  Equity Global Protect  Equity USA  Multi Asset Classic (EUR)  Multi Asset Dynamic (EUR)  Multi Asset Risk Premia  Prudent (EUR)  Harmony (EUR)  Portfolio Global Growth (CHF)  Vitality (EUR)</p> <p>The investment objectives of the Sub-Funds as well as other important information relating to them are set out in APPENDIX 1. Additional Sub-Funds may be created from time to time with the prior approval of the Regulatory Authority.</p>
Management Company	Swiss Life Fund Management (LUX) S.A.
Administrator	Société Générale Bank & Trust
Depository	Société Générale Bank & Trust
Reference Currency	The currency in which Shares of the relevant Sub-Fund are issued (APPENDIX 1).
Classes of Shares	The Company may for each Sub-Fund issue the Classes of Shares listed below. Additional Classes and types of Shares in the Sub-Funds may be issued by the Company and will be described in this Prospectus or the respective APPENDIX.
Class R Shares	Class R Shares ("R-Shares") are open to any investor – APPENDIX 1 indicates the Sub-Fund for which R-Shares are issued.
Class I Shares	Class I Shares ("I-Shares") are restricted to institutional investor within the meaning of Article 174 of the Law of 2010. APPENDIX 1 indicates the Sub-Funds for which I-Shares are issued.
Class Q Shares	Class Q Shares ("Q-Shares") are restricted to institutional investor within the meaning of Article 174 of the Law of 2010. APPENDIX 1 indicates the Sub-Funds for which Q-Shares are issued.
Class S Shares	Class S Shares ("S-Shares") are restricted to Sub-Funds by the Company. APPENDIX 1 indicates the Sub-Funds for which S-Shares are issued.
Class E Shares	<p>Class E Shares ("E-Shares") will only be available at the discretion of the Management Company and can be denominated in any currency. The E-Shares will only be available (i) until the total Net Asset Value of all available E-Shares within a Sub-Fund reaches or is greater than an amount specified in APPENDIX 1, and / or (ii) for a limited period of time specified in APPENDIX 1.</p> <p>Once the total Net Asset Value of the E-Shares available in a Sub-Fund, as of any Valuation Day, reaches or is greater than the amount specified in APPENDIX 1 or upon the lapse of the time frame specified in APPENDIX 1, the E-Shares in that Sub-Fund will be closed for subscription. The E-Shares in that Sub-Fund will not reopen if the total Net Asset Value of all the E-Shares available in that Sub-Fund subsequently falls below the amount specified in APPENDIX 1. APPENDIX 1 indicates the Sub-Funds for which E-Shares are issued.</p>
Class AM Shares	Class AM Shares ("AM-Shares") are restricted to institutional investor within the meaning of Article 174 of the Law of 2010 that have concluded an asset management agreement with Swiss Life Asset Management AG or other entity belonging to Swiss Life group. A reduced management fee will be payable in respect of AM-Shares out of the net assets of the relevant Sub-Fund. The Company will not issue AM-Shares to any investor who is not a client of Swiss Life group entity. APPENDIX 1 indicates the Sub-Funds for which AM-Shares are issued.
Accounting	The financial year of the Company is twelve months, ending on 31 August in each year. The annual report containing the audited accounts of the Company as well as the unaudited semi-annual report of the Company and



	the Sub-Funds for each financial year will be available to a Shareholder within four months and two months respectively, of the end of the relevant period to which they relate.
Taxation	<p>R-Shares are subject to a taxe d'abonnement at an annual rate of 0.05% of the net assets of the relevant Sub-Funds, which is calculated and payable quarterly at the end of the relevant quarter.</p> <p>I-Shares are subject to a taxe d'abonnement at an annual rate of 0.01% of the net assets of the relevant Sub-Funds, which is calculated and payable quarterly at the end of the relevant quarter.</p> <p>Q-Shares are subject to a taxe d'abonnement at an annual rate of 0.01% of the net assets of the relevant Sub-Funds, which is calculated and payable quarterly at the end of the relevant quarter.</p> <p>S-Shares are subject to a taxe d'abonnement at an annual rate of 0.01% of the net assets of the relevant Sub-Funds, which is calculated and payable quarterly at the end of the relevant quarter.</p> <p>E-Shares are subject to a taxe d'abonnement at an annual rate of 0.01% of the net assets of the relevant Sub-Funds, which is calculated and payable quarterly at the end of the relevant quarter.</p> <p>AM-Shares are subject to a taxe d'abonnement at an annual rate of 0.01% of the net assets of the relevant Sub-Funds, which is calculated and payable quarterly at the end of the relevant quarter.</p>

## INVESTMENT PRINCIPLES

Investment Objectives	To achieve, within the individual Sub-Funds, an appropriate return on the securities in which the Sub-Funds invest. Due account shall be taken of the principles of risk diversification, security of the capital invested and liquidity of the relevant Sub-Fund's assets. Longer-term considerations based on fundamental economic criteria shall have precedence over short-term, risk-laden optimisation of earnings. The Company may avail itself of techniques and instruments relating to transferable securities for the purpose of efficient portfolio management.
Investment Policy	<p>The assets of the Sub-Funds shall be invested in the securities and instruments specified in the investment objectives, taking account of the investment restrictions described in the Prospectus. Each Sub-Fund shall pursue an independent investment policy (APPENDIX 1).</p> <p>As the assets of each Sub-Fund are subject to normal price fluctuations, no guarantee can be given that the Sub-Fund in question will achieve its investment objective.</p>

## ACQUIRING SHARES

Sale of Shares	The Company has entrusted the sale of its Shares to the distributors.
Valuation	Subscription and redemption prices for each Sub-Fund will be based on its Net Asset Value calculated on the relevant Valuation Day on the basis of the prices obtained at the close of business in the principal Regulated Market ("Valuation Point") relevant for the valuation of the assets and liabilities of each Sub-Fund.
Business Day	A day on which banks are open for business in Luxembourg.
Order Day	Any Business Day on which an order for subscription, redemption or conversion may be placed.
Initial Offering	The Company reserves the right to offer new sub-funds and new Classes of Shares in any Sub-Fund at an initial offering price on an initial offering date determined by the Directors. The Company reserves the right to postpone the initial offering date for each Class of Shares.
Subscriptions	Subscriptions for Shares may be made on any Order Day at the Net Asset Value per Share (plus any subscription fee and issue tax, where applicable) calculated on the Valuation Day immediately following such Order Day. The Registrar Agent will issue Shares upon receipt of cleared funds in the Reference Currency of the relevant Sub-Fund within three Business Days after the Order Day.
Payment Currency	Subscription monies shall be paid in the Reference Currency of the Sub-Fund. If the payment is made in a different currency to the currency set out in APPENDIX 1, the proceeds of conversion from the currency of payment to the Reference Currency less fees and any exchange commission shall be allocated to the purchase of Shares.
Minimum Investment	<p>Class R-Shares: the minimum initial investment in any Sub-Fund is one share.</p> <p>Class I-Shares: the minimum initial investment in any Sub-Fund is ten shares.</p> <p>Class Q-Shares: the minimum initial investment in any Sub-Fund is one hundred shares.</p> <p>Class S-Shares: the minimum initial investment in any Sub-Fund is one hundred shares.</p> <p>Class E-Shares: the minimum initial investment in any Sub-Fund is specified in APPENDIX 1.</p> <p>Class AM-Shares: the minimum initial investment in any Sub-Fund is ten shares.</p>
Conversion of Shares	Shareholders in a Sub-Fund can at any time convert part or all of their holding into Shares in another Sub-Fund, provided that the minimum initial investment in the Sub-Fund into which such Shares are converted is satisfied. The Registrar Agent will waive, upon instruction of the Directors, in whole or in part the subscription fee that would otherwise apply. The fee charged for such conversions shall not exceed half the subscription fee of the Sub-Fund into which Shares are converted.
Redemptions	Shares may be redeemed on any Order Day at the Net Asset Value per Share calculated on the Valuation Day immediately following such Order Day.

Timing of Applications	Subscription, conversion or redemption applications must be received by the Registrar Agent (directly or via the local Paying Agent) by 15.00h (Central European Time) on an Order Day. Applications received after 15.00h (Central European Time) will be deemed to have been received prior to 15.00h (Central European Time) on the next following Order Day.
Euroclear & Clearstream	Shares in the Company are eligible for clearing through Euroclear and Clearstream.
Information to Shareholders	Information concerning each Sub-Fund, including details of its current Net Asset Value, may be obtained on any Business Day in Luxembourg from the Administrator and local Representatives in the countries in which the Company is registered for sale. Prices will be fed into securities information systems such as Telekurs, Bloomberg, Reuters, Lipper or Micropal, as well as published in various national newspapers as stated in APPENDIX 2.
<b><i>This summary is qualified in its entirety by, and may not be relied upon as a substitute for reading, the Prospectus and the Appendices to the Prospectus. In particular, potential investors should read and consider the risk factors described under RISK FACTORS before investing in the Company. If in doubt, potential investors should consult with their professional advisors as to the consequences of subscription for Shares in the Company.</i></b>	

## COMPANY

### Introduction

The Company is an open-end investment company and was founded on 8 April 1999 for an unlimited period.

The Company is registered in Luxembourg as an undertaking for collective investment in transferable securities (UCITS, or OPCVM *Organisme de Placement Collectif en Valeurs Mobilières*). The Company is listed on the official list of collective investment undertakings, in accordance with the Law of 2010 and the Law of 1915. In particular, Part I of the Law of 2010 as defined by the UCITS Directive, is applicable.

The Company's Articles were published for the first time on 14 May 1999 in the Mémorial after being lodged with the Registrar of the District Court of, and in, Luxembourg, where they may be consulted and where copies may be obtained against payment of the Registrar's fee. The Articles were amended for the last time on 6 July 2015 by a deed of Maître Hellinckx published in the Mémorial on 27 July 2015.

The Company is entered in the Luxembourg Register of Companies under number B 69.186.

The Company is organised in the form of an umbrella fund. The Articles provide that the Company may offer separate Classes of Shares each representing interests in a Sub-Fund comprised of a distinct portfolio of investments. Additional Sub-Funds may, with the prior approval of the Regulatory Authority, be created by the Directors. This Prospectus may only be issued with the Appendices to this Prospectus and the Appendices, together with the Prospectus, should be read and construed as a single document. This Prospectus relates to the Sub-Funds, details of which are listed in APPENDIX 1.

### Directors

The Board of Directors is responsible for managing the business affairs of the Company in accordance with the Articles. The Directors may delegate certain functions, subject to supervision and direction by the Directors.

The Directors are listed below. The Company has delegated the day to day management of the Company to the Management Company and consequently none of the Directors is an executive director. The address of the Directors is the registered office of the Company.

Michaela Rauguth, Chairperson  
Conducting Officer, Swiss Life Fund Management (Lux) S.A.,  
Luxembourg, Luxembourg

Julia Delarue  
Head of Legal and Compliance, Swiss Life Asset  
Management (France), Paris, France

Lorenzo Kyburz  
Executive Director, Swiss Life Investment Management  
Holding Ltd., Zurich, Switzerland

It is intended that the current Directors of the Company will be entitled only to expenses incurred in the performance of their duties and will not be paid a Director's fee by the Company. Any Director's fee payable shall be payable out of the annual Management Company Fee by the Administrator.

### The Share Capital

The Share Capital of the Company shall at all times equal its Net Asset Value.

The proceeds from the issue of Shares shall be applied in the books of the Company to the relevant Sub-Fund and shall be used in the acquisition on behalf of the relevant Sub-Fund of transferable securities and ancillary liquid assets. The Board of Directors shall maintain for each Sub-Fund a separate pool of assets. As between shareholders, each pool of assets shall be invested for the exclusive benefit of the relevant Sub-Fund.

The Company shall be considered as one single legal entity. With regard to third parties, in particular towards the Company's

creditors, each Sub-Fund shall be exclusively responsible for all liabilities attributable to it.

Each of the Shares entitles the holder to participate equally on a pro rata basis in the profits and dividends of the Sub-Fund attributable to such Shares and to attend and vote at meetings of the Company and of the Sub-Fund represented by those Shares.

Each Share entitles the holder to one vote in respect of matters relating to the Company, which are submitted to Shareholders for a vote by poll.

No Class of Shares confers on the holder thereof any preferential or pre-emptive rights or any rights to participate in the profits and dividends of any other Class of Shares.

Any decision to alter the Class rights of the Shares will be adopted in accordance with the requirements of the Law of 1915.

### Share Classes

The Company capital is invested in the various Sub-Funds.

Unless otherwise specified in the Data Sheets, each Sub-Fund will issue the following Classes of Shares:

- (a) **Class "R" Shares**, which is open to any investor. The Class "R" Shares are subject to a taxe d'abonnement at an annual rate of 0.05 % of its net assets, which is calculated and payable quarterly at the end of the relevant quarter.
- (b) **Class "I" Shares**, which are restricted to institutional investors within the meaning of Article 174 of the Law of 2010. The Class "I" Shares are subject to a taxe d'abonnement of 0.01% of its net assets, which is calculated and payable quarterly at the end of the relevant quarter.
- (c) **Class "Q" Shares**, which are restricted to institutional investors within the meaning of Article 174 of the Law of 2010. The Class "Q" Shares are subject to a taxe d'abonnement of 0.01% of its net assets, which is calculated and payable quarterly at the end of the relevant quarter.
- (d) **Class "S" Shares**, which are restricted to Sub-Funds of the Company. The Class "S" Shares are subject to a taxe d'abonnement of 0.01% of its net assets, which is calculated and payable quarterly at the end of the relevant quarter.
- (e) **Class "E" Shares**, which are restricted to institutional investors within the meaning of Article 174 of the Law of 2010. The Class "E" Shares are subject to a taxe d'abonnement of 0.01% of its net assets, which is calculated and payable quarterly at the end of the relevant quarter.
- (f) **Class "AM" Shares**, which are restricted to institutional investors within the meaning of Article 174 of the Law of 2010 that have concluded an asset management agreement with Swiss Life Asset Management AG or other entity belonging to Swiss Life group. The Class "AM" Shares are subject to a taxe d'abonnement of 0.01% of its net assets, which is calculated and payable quarterly at the end of the relevant quarter.

In all Classes, Shares can be either (i) distribution shares, which basically entitle to an annual dividend and which reduce their Net Asset Value by an amount corresponding to the distribution made ("Distribution Shares"), or (ii) capitalisation shares which do not entitle to a dividend and whose Net Asset Value is not changed on the dividend payment date, the percentage of the total Net Asset Value attributable to the capitalisation shares being increased accordingly ("Capitalisation Shares").

The Directors may decide on the issuance of further Classes of Shares. The issue of further Classes of Shares shall be disclosed in APPENDIX 1 to this Prospectus and must be notified to the Regulatory Authority.

Each Class may have, as more fully described for each Sub-Fund in APPENDIX 1, (i) a specific sales and redemption charge structure, (ii) a specific management or advisory fee structure, (iii) different distribution, shareholders servicing or other fees or

(iv) different types of targeted investors.

## MANAGEMENT COMPANY

The Company has appointed Swiss Life Fund Management (LUX) S.A. (formerly "Swiss Life Funds (LUX) Management Company") to serve as its designated management company in accordance with the Law of 2010 pursuant to a Management Company Services Agreement dated as of 13 February 2007. Under this agreement, the Management Company provides investment management, administrative and marketing services to the Company, subject to the overall supervision and control of the Directors. The Management Company in its capacity as such and notably as part of its administration duties also provides domiciliary and corporate secretary services to the Company as from 1 April 2016.

Swiss Life Fund Management (LUX) S.A. was organised on 9 November 2000 as a public limited company (*société anonyme*) under the denomination of Swiss Life Funds (LUX) Management Company for an unlimited period of time under the laws of the Grand Duchy of Luxembourg. Its articles of incorporation have been last amended at the extraordinary general meeting of shareholders of 17 September 2015 and published in the Mémorial on 1 October 2015. It is registered under number B 171.124 at the Luxembourg Register of Companies. Its share capital amounts to two million three hundred ninety-nine thousand three hundred Euro (EUR 2,399,300.-).

The Management Company holds a dual licence as a chapter 15 management company of the Law of 2010 and as an AIFM.

The Management Company also manages the assets of other UCITS and AIFs.

The Management Company is in charge of the day-to-day operations of the Company. In fulfilling its responsibilities set forth by the Law of 2010 and the Management Company Services Agreement, it is permitted to delegate all or a part of its functions and duties to third parties, provided that it retains responsibility and oversight over such delegates. The appointment of third parties is subject to the approval of the Company and the Regulatory Authority. The Management Company's liability shall not be affected by the fact that it has delegated its functions and duties to third parties.

The Management Company has delegated the following functions to third parties: investment management, registrar agency and administration, as detailed below.

The Management Company has delegated securities lending and collateral management to Société Générale S.A..

The Management Company may also delegate the distribution of Shares to one or several distributor(s), the list of which shall be made available at all times at its Registered Office. In such case, the distributor(s) will have to comply with the applicable provisions concerning the prevention of money laundering as well as market-timing and late trading practices.

## Remuneration policy

The Management Company has implemented a remuneration policy which complies with the following principles:

- it is consistent with and promotes sound and effective risk management by having a business model which by its nature does not promote excessive risk taking that is consistent with the risk profile of the Company;
- it integrates governance, pay structure and risk alignment rules that are designed to be consistent with the business strategy, objectives, values and interests of the Management Company and the Company and Shareholders in the Company, and includes measures to avoid conflicts of interests;
- the assessment of performance is set in a multi-year framework appropriate to the holding period recommended to the investors of the UCITS managed by the Management Company in order to ensure that the assessment process is based on the longer-term performance of the UCITS and investment risks and that the actual payment of

performance-based components of remuneration is spread over the same period; and

- fixed and variable components of total remuneration are appropriately balanced and the fixed component represents a sufficiently high proportion of the total remuneration to allow the operation of a fully flexible policy of variable remuneration components, including the possibility to pay no variable remuneration component.

Details of the up-to-date remuneration policy are available at the following website [http://www.swisslife-am.com/en/home/service/About\\_Us/Service/Luxembourg.html](http://www.swisslife-am.com/en/home/service/About_Us/Service/Luxembourg.html) and a paper copy of such remuneration policy is available to investors free of charge upon request at the registered office of the Management Company.

## ADMINISTRATOR, REGISTRAR AGENT

Pursuant to an Administrative, Registrar and Transfer Agent Agreement entered into with effect as of 1 April 2016, the Management Company has appointed Société Générale Bank & Trust to act as Administrator and Registrar and Transfer Agent of the Company.

In its capacity as Administrator and Registrar and Transfer Agent, Société Générale Bank & Trust is responsible for the book-keeping and calculation of the Net Asset Value of the Shares as well as for keeping the Register of the Company.

Société Générale Bank & Trust is a company incorporated under Luxembourg law, and has its registered office at 11, Avenue Emile Reuter, L-2420 Luxembourg. Its share capital amounts to one billion three hundred and eighty-nine million and forty thousand six hundred and forty eight Euro (EUR 1,389,042,648.00).

## PORTFOLIO MANAGERS

The Management Company has appointed Swiss Life Asset Management AG, Switzerland ("SLAM CH") and Swiss Life Asset Management (France) ("SLAM France") as Portfolio Managers.

SLAM CH and SLAM France are in charge of the management of the assets of the Sub-Funds as detailed in APPENDIX 1.

The appointment of SLAM CH was made under an agreement dated 1<sup>st</sup> July 2008.

The appointment of SLAM France was made under an agreement dated 1<sup>st</sup> July 2008. SLAM CH was incorporated pursuant to the laws of Switzerland and is an indirect subsidiary of Swiss Life Ltd. The main business of SLAM CH is to provide discretionary investment management and it and other subsidiaries of Swiss Life Ltd serve as portfolio managers to a number of companies and funds.

SLAM France, a *société anonyme*, incorporated on 2 February 1988 under the laws of France, having its head office at 7, rue Belgrand, 92300 Levallois-Perret, France, registered with the *Registre du Commerce et des Sociétés* of Nanterre under no. 344.677.885. and duly licensed as *société de gestion de portefeuille* on 23 December, 2003 by the *Autorité des Marchés Financiers* (AMF) under no GP 03-026. SLAM France is a subsidiary of Société suisse de participation d'assurances (99.99%).

Certain Sub-Funds shall be managed by Feri Trust GmbH ("Feri Trust") as detailed in APPENDIX 1. The appointment of Feri Trust was made pursuant to an agreement effective 10 January 2013. Feri Trust GmbH is a limited liability company entered under German law in the commercial register of the District Court of Bad Homburg v.d.H., Germany, registered under HRB 4325, whose company purpose is investment consulting, financial planning, investment management and contract broking, in particular fund-based investment consultation and asset management monitoring. Feri was founded in 1991 as FERI Trust *Gesellschaft für Finanzplanung mbH* in the legal form of a limited liability company under German law (changing its name in (a) 2003 to FERI Wealth Management GmbH, (b) 2008 to Feri Family Trust GmbH and (c) finally in 2011 to Feri Trust GmbH).

Feri is a financial services institution as defined by the provisions of the German Banking Act (KWG), providing services in the form of investment management, investment consultation, financial portfolio management and asset management. It holds the appropriate licences in accordance with § 1 cl. 1a, nos. 1, 1a, 2, 3 and 11 of the KWG and is supervised by the German Federal Financial Supervisory Authority (BaFin). Pursuant to the terms of the portfolio management agreements, the Portfolio Managers are empowered to obtain assistance in the performance of their duties from other parties provided that the Portfolio Managers shall remain responsible to the Company. The Portfolio Managers may appoint one or more sub-Portfolio Managers in relation to any Sub-Fund in accordance with the requirements of the Regulatory Authority. Details of the Portfolio Managers' appointments in respect of the Sub-Funds, if any, are set out in APPENDIX 1.

## DEPOSITARY AND PAYING AGENT

The Company has appointed Société Générale Bank & Trust as Depositary of the Company pursuant to a Depositary and Paying Agent Agreement, effective as of 1 June 2016. The Depositary and Paying Agent Agreement provides for the appointment of the Depositary to continue for an unlimited period of time from the date of its signature

The Depositary is a company incorporated under Luxembourg law with registered office at 11, avenue Emilie Reuter, L-2420 Luxembourg and is subject to Luxembourg law. As of 31 December 2007, the capital and reserves of Société Générale Bank & Trust amount to one billion three hundred and eighty-nine million and forty-two thousand six hundred and forty-eight Euro (EUR 1,389,042,648.00).

Under the Depositary and Paying Agent Agreement the Law of 2010 and the EU Level 2 Regulation on UCITS depositary obligations, the Depositary performs three types of key functions, namely (i) the oversight duties (as defined in article 22.3 of the UCITS Directive), (ii) the monitoring of the cash flows of the Company (as set out in article 22.4 of the UCITS Directive) and (iii) the safekeeping of the Company's assets (as set out in article 22.5 of the UCITS Directive).

Under its oversight duties, the Depositary is required to:

- 1) ensure that the sale, issue, repurchase, redemption and cancellation of Shares effected by or on behalf of the Company are carried out in accordance with Luxembourg laws and the Articles,
- 2) ensure that the value of the Shares is calculated in accordance with Luxembourg laws and the Articles,
- 3) carry out the instruction of the Company and/or the Management Company unless they conflict with Luxembourg laws and the Articles,
- 4) ensure that, in transactions involving the Company's assets, the consideration is remitted to the Company within the usual time limits,
- 5) ensure that the Company's income is allocated in accordance with the Luxembourg laws and the Articles.

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

Conflicts of interests may arise if and when the Company or the Management Company maintains other business relationships with Société Générale Bank & Trust in parallel with an appointment of Société Générale Bank & Trust acting as Depositary. For example, Société Générale Bank & Trust provides the Company and the Management Company fund administration services, including the Net Asset Value calculation in relation with the Company. From time to time, conflicts may arise between the Depositary and the delegates and sub-delegates, for example, where an appointed delegate or sub-delegate is an affiliated group company which receives

remuneration for another custodial service it provides to the Company.

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

- identifying and analysing potential situations of conflict of interest,
- recording, managing and monitoring the conflict of interest situations either in:
  - o 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, or
  - o implementing a case-by-case management to (i) take the appropriate preventive measures such as drawing up a new watch list, implementing a new "Chines wall", making sure that operations are carried out at arm's length and/or informing the concerned Shareholders, or (ii) refuse to carry out the activity giving rise to the conflict of interest.

The Depositary may delegate to third parties the safe-keeping of the Company's assets subject to the conditions laid down in the applicable laws and regulations and the provisions of the Depositary and Paying Agent 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 list of these delegates and sub-delegates is available on the website [http://www.swisslife-am.com/en/home/service/About\\_Us/Service/Luxembourg.html](http://www.swisslife-am.com/en/home/service/About_Us/Service/Luxembourg.html).

Such list may be updated from time to time. Updated information on delegation and sub-delegation including a complete list of all (sub-)delegates and related conflicts of interest may be obtained, free of charge and upon request, from the Depositary.

In accordance with the provisions of the Law of 2010, the EU Level 2 Regulation on UCITS depositary obligations and the Depositary and Paying Agent Agreement, the Depositary shall be liable for the loss of a financial instrument held in custody by the Depositary or a third party to whom the custody of such financial instrument has been delegated as described above. In such case, the Depositary must return a financial instrument of identical type or the corresponding amount to the Company, without undue delay. The Depositary shall not be liable if it is able to prove that the loss has arisen as a result of an external event beyond its reasonable control, the consequences of which would have been unavoidable despite all reasonable efforts to the contrary. The Depositary shall also be liable to the Company, or to the Shareholders for all other losses suffered by them as a result of the Depositary's negligent or intentional failure to properly fulfil its obligations under the Law of 2010 and the Depositary and Paying Agent Agreement.

The Company may release the Depositary from its duties with 90 days written notice to the Depositary. Likewise, the Depositary may resign from its duties in relation to the Company with 90 days written notice to the Company. In that case, a new depositary must be designated within two (2) months of the termination of the Depositary's contract to carry out the duties and assume the responsibilities of the Depositary, as defined in the agreement signed to this effect.

According to Luxembourg law, the Depositary is responsible to the Company and the Shareholders for any damage incurred by them as a result of the non-performance or inadequate performance of its responsibilities.

Pursuant to the same agreement the Company has also appointed the Depositary as Paying Agent of the Company.

Any rebates on trailer commissions received for investments made on behalf of the Company shall be entirely credited to the assets of the Company.

## INVESTMENT PRINCIPLES

### Investment Objectives

The objective of the Company is to achieve, within the individual Sub-Funds, an appropriate return on the securities in which the Sub-Funds invest. Due account shall be taken of the principles of risk diversification, security of the capital invested and liquidity of the Company's assets. Longer-term considerations based on fundamental economic criteria shall have precedence over short-term, risk-laden optimisation of earnings. For the purpose of efficient portfolio management, the Company may avail itself of techniques and instruments relating to transferable securities.

As the assets of each Sub-Fund are subject to normal price fluctuations, no guarantee can be given that the Sub-Fund in question will achieve its investment objective.

Liquid assets may for ancillary purposes, be held for the Sub-Funds in the currencies in which investments are made or the redemption price is paid out.

In accordance with the investment restrictions set out below, the Portfolio Manager may for each Sub-Fund buy or sell futures, swaps and options. However, the liabilities arising from such transactions should never exceed the net assets of the Sub-Fund concerned.

### Investment Policy

The assets of the Sub-Funds shall be invested taking account of the investment restrictions set out below. Each Sub-Fund shall pursue an independent investment policy, details of which are set out in APPENDIX 1.

## INVESTMENT RESTRICTIONS

The assets of each Sub-Fund are managed in accordance with the following investment restrictions. However, a Sub-Fund may be subject to different or additional investment restrictions that will be set forth in APPENDIX 1.

### 1. Investments in the Sub-Funds shall consist solely of:

- (1) Transferable Securities and Money Market Instruments listed or dealt in on a Regulated Market;
- (2) Transferable Securities and Money Market Instruments dealt in on an Other Regulated Market in a Member State;
- (3) Transferable Securities and Money Market Instruments admitted to official listing on a stock exchange in an Other State or dealt in on an Other Regulated Market in an Other State;
- (4) 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 a Regulated Market, a stock exchange in an Other State or on an Other Regulated Market as described under (1)-(3) above;
  - such admission is secured within one year of issue;
- (5) units of UCITS and/or other UCIs within the meaning of the first and second indent of Article 1 (2) of UCITS Directive, whether situated in a Member State or in an Other State, provided that:
  - such other UCIs are authorised under laws which provide that they are subject to supervision considered by the Regulatory Authority to be equivalent to that laid down in European Union Law, and that cooperation between authorities is sufficiently ensured (including all Member States, all EFTA member states (this includes Iceland, Liechtenstein, Norway and Switzerland), G20 members, Hong Kong, Singapore, the Isle of Man, Guernsey and

Jersey);

- 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 UCITS Directive;
  - the business of the 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;
- (6) 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 an Other State, provided that it is subject to prudential rules considered by the Regulatory Authority as equivalent to those laid down in European Union Law;
  - (7) financial derivative instruments, i.e. in particular options, futures, including equivalent cash-settled instruments, dealt in on a Regulated Market or on an Other Regulated Market referred to in (1), (2) and (3) above, and/or financial derivative instruments dealt in over-the-counter ("OTC derivatives"), provided that:
    - (i)
      - the underlying consists of instruments covered by this section I, financial indices, interest rates, foreign exchange rates or currencies, in which the Sub-Fund may invest according to its investment objectives;
      - the counterparties to OTC derivative transactions are institutions subject to prudential supervision, and belonging to the categories approved by the Regulatory Authority; and
      - the OTC derivatives are subject to reliable and verifiable valuation on a daily basis and can be sold, liquidated or closed by an offsetting transaction at any time at their fair value at the Company's initiative;
    - (ii) under no circumstances shall these operations cause a Sub-Fund to diverge from its investment objectives.
  - (8) Money Market Instruments other than those dealt in on a Regulated Market or on an Other Regulated Market, to the extent that the issue or the issuer of such instruments is itself 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, an Other State or, in case of a Federal State, by one of the members making up the federation, or by a public international body to which one or more Member States belong, or
    - issued by an undertaking any securities of which are dealt in on Regulated Markets or on Other Regulated Markets referred to in (1), (2) or (3) above, or
    - issued or guaranteed by an establishment subject to prudential supervision, in accordance with criteria defined by European Union 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 European Union Law, 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 (€ 10,000,000) and which presents and publishes its annual accounts in accordance with 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.

## **II. Each Sub-Fund may however:**

- (1) Invest up to 10% of its net assets in Transferable Securities and Money Market Instruments other than those referred to above under I (1) through (4) and (8) and regulated UCIs other than those referred to under (5) above.
- (2) Hold cash and cash equivalents on an ancillary basis; such restriction may exceptionally and temporarily be exceeded if the Board of Directors considers this to be in the best interest of the Shareholders.
- (3) Borrow up to 10% of its net assets, provided that such borrowings are made only on a temporary basis. Collateral arrangements with respect to the writing of options or the purchase or sale of forward or futures contracts are not deemed to constitute "borrowings" for the purpose of this restriction.
- (4) Acquire foreign currency by means of a back-to-back loan.

## **III. In addition, the Company shall comply in respect of the net assets of each Sub-Fund with the following investment restrictions per issuer:**

### **III.1. Risk Diversification rules**

For the purpose of calculating the restrictions described in (1) to (5) and (8) hereunder, companies which are included in the same Group of Companies are regarded as a single issuer.

To the extent an issuer is a legal entity with multiple sub-funds where the assets of a sub-fund are exclusively reserved to the investors in such sub-fund and to those creditors whose claim has arisen in connection with the creation, operation and liquidation of that sub-fund, each sub-fund is to be considered as a separate issuer for the purpose of the application of the risk diversification rules.

#### **A. Transferable Securities and Money Market Instruments**

- (1) No Sub-Fund may purchase additional Transferable Securities and Money Market Instruments of any single issuer if:
  - (i) upon such purchase more than 10% of its net assets would consist of Transferable Securities and Money Market Instruments of one single issuer; or
  - (ii) the total value of all Transferable Securities and Money Market Instruments of issuers in which it invests more than 5% of its net assets would exceed 40% of the value of its net assets. This limitation does not apply to deposits and OTC derivative transactions made with financial institutions subject to prudential supervision.
- (2) A Sub-Fund may invest on a cumulative basis up to 20% of its net assets in Transferable Securities and Money Market Instruments issued by the same Group of Companies.
- (3) The limit of 10% set forth above under (1) (i) is increased to 35% in respect of Transferable Securities and Money Market Instruments issued or guaranteed by a Member State, by its local authorities, by any Other State or by a public international body of which one or more Member State(s) are member(s).
- (4) The limit of 10% set forth above under (1) (i) is increased up to 25% in respect of qualifying debt securities issued by a credit institution which has its registered office in a Member State and which, under applicable law, is submitted to specific public control in order to protect the holders of such qualifying debt securities. For the purposes hereof, "qualifying debt securities" are securities the

proceeds of which are invested in accordance with applicable law in assets providing a return which will cover the debt service through to the maturity date of the securities and which will be applied on a priority basis to the payment of principal and interest in the event of a default by the issuer. To the extent that a relevant Sub-Fund invests more than 5% of its net assets in debt securities issued by such an issuer, the total value of such investments may not exceed 80% of the net assets of such Sub-Fund.

- (5) The securities specified above under (3) and (4) are not to be included for purposes of computing the ceiling of 40% set forth above under (1) (ii).
- (6) **Notwithstanding the ceilings set forth above, each Sub-Fund is authorized to invest, in accordance with the principle of risk spreading, up to 100% of its net assets in Transferable Securities and Money Market Instruments issued or guaranteed by a Member State, by its local authorities, by any other member state of the Organization for Economic Cooperation and Development ("OECD") or the Group of Twenty (G20) such as the U.S. or Singapore or Hong Kong by a public international body of which one or more Member State(s) are member(s), provided that (i) such securities are part of at least six different issues and (ii) the securities from any such issue do not account for more than 30% of the net assets of such Sub-Fund.**
- (7) Without prejudice to the limits set forth hereunder under III.2., the limits set forth in (1) are raised to a maximum of 20% for investments in shares and/or bonds issued by the same body when the aim of the Sub-Fund's investment policy is to replicate the composition of a certain stock or bond index which is recognised by the Regulatory Authority, on the following basis:
  - the composition of the index is sufficiently diversified,
  - the index represents an adequate benchmark for the market to which it refers,
  - it is published in an appropriate manner.

The limit of 20% is raised to 35% where that proves to be justified by exceptional market conditions in particular in Regulated Markets where certain Transferable Securities or Money Market Instruments are highly dominant. The investment up to this limit is only permitted for a single issuer.

#### **B. Bank Deposits**

- (8) A Sub-Fund may not invest more than 20% of its net assets in deposits made with the same body.

#### **C. Derivative Instruments and Efficient Portfolio Management Techniques**

- (8) The risk exposure to a counterparty arising from OTC financial derivative transaction or efficient portfolio management techniques may not exceed 10% of the Sub-Fund's net assets when the counterparty is a credit institution referred to in I (6) above or 5% of its net assets in other cases.
- (10) Investment in financial derivative instruments shall only be made provided that the exposure to the underlying assets does not exceed in aggregate the investment limits set forth in (1) to (5), (8), (9), (12) and (13). When the Sub-Fund invests in index-based financial derivative instruments, these investments do not have to be combined to the limits set forth in (1) to (5), (8), (9), (12) and (13).
- (11) When a Transferable Security or Money Market Instrument embeds a derivative, the latter must be taken into account when complying with the requirements of I (7) (ii) and III (1) above as well as with the risk exposure and information requirements laid down in the Prospectus.

#### **D. Units of Open-Ended Funds**



- (12) Unless otherwise provided for with respect to a particular Sub-Fund, a Sub-Fund may invest up to 100% of its net assets in the units of other UCITS and up to 30% of its net assets in other UCIs provided that in aggregate no more than 20% of its net assets is invested in the units of a single UCITS or other UCI.

**E. Combined limits**

- (13) Notwithstanding the individual limits laid down in (1), (8) and (9) above, a Sub-Fund may not combine:
- investments in Transferable Securities or Money Market Instruments issued by,
  - deposits made with, and/or
  - exposures arising from OTC derivative transactions or efficient portfolio management techniques undertaken with a single body in excess of 20% of its net assets.
- (14) The limits set out in (1), (3), (4), (8), (9) and (12) above may not be combined, and thus investments in Transferable Securities or Money Market Instruments issued by the same body, in deposits, derivative instruments or efficient portfolio management techniques made with this body carried out in accordance with (1), (3), (4), (8), (9) and (12) above may not exceed a total of 35 % of the net assets of the Sub-Fund.

**F. Derogation**

- (15) During the first six (6) months following its launch, a new Sub-Fund may derogate from the limits set out in this section "Risk Diversification rules" provided that the principle of risk-spreading is complied with.

**III.2. Limitations on Control**

- (16) No Sub-Fund may acquire such amount of shares carrying voting rights which would enable the Company to exercise a significant influence over the management of the issuer.
- (17) Neither any Sub-Fund nor the Company as a whole may acquire (i) more than 10% of the outstanding non-voting shares of any one issuer; (ii) more than 10% of the outstanding debt securities of any one issuer; (iii) more than 10% of the Money Market Instruments of any one issuer; or (iv) more than 25% of the outstanding shares or units of any one UCI.

The limits set forth in (ii) to (iv) may be disregarded at the time of acquisition if at that time the gross amount of bonds or of the Money Market Instruments or the net amount of the instruments in issue cannot be calculated.

- (18) The ceilings set forth above under (16) and (17) do not apply in respect of:
- Transferable Securities and Money Market Instruments issued or guaranteed by a Member State or by its local authorities;
  - Transferable Securities and Money Market Instruments issued or guaranteed by any Other State;
  - Transferable Securities and Money Market Instruments issued by a public international body of which one or more Member State(s) are member(s);
  - Shares in the capital of a company which is incorporated under or organized pursuant to the laws of an Other State provided that (i) such company invests its assets principally in securities issued by issuers of that State, (ii) pursuant to the laws of that State a participation by the relevant Sub-Fund in the equity of such company constitutes the only possible way to purchase securities of issuers of that State, and (iii) such company observes in its investments policy the restrictions set forth under the items (1) to (5), (8), (9) and (12) to (17); and
  - Shares in the capital of subsidiary companies which, exclusively on its or their behalf carry on only the business of management, advice or marketing in the country where the subsidiary is located, in regard to the redemption of shares at the request of shareholders.

**IV. Finally, the Company shall comply in respect of the assets of each Sub-Fund with the following investment restrictions:**

- (1) No Sub-Fund may acquire directly commodities or precious metals or certificates representative thereof but may be exposed to the commodity market through the investment in UCITS replicating a commodity index or a derivative based on commodities index.
- (2) No Sub-Fund may invest in real estate provided that investments may be made in securities secured by real estate or interests therein or issued by companies which invest in real estate or interests therein.
- (3) No Sub-Fund may use its assets to underwrite any securities.
- (4) No Sub-Fund may issue warrants or other rights to subscribe for Shares in such Sub-Fund.
- (5) A Sub-Fund may not grant loans or guarantees in favour of a third party, provided that such restriction shall not prevent each Sub-Fund from investing in non-fully paid-up Transferable Securities, Money Market Instruments or other financial instruments, as mentioned under I, (5), (7) and (8).
- (6) The Company may not enter into uncovered sales of Transferable Securities, Money Market Instruments or other financial instruments as listed under I, (5), (7) and (8).

**V. Notwithstanding anything to the contrary herein contained:**

- (1) The ceilings set forth above may be disregarded by each Sub-Fund when exercising subscription rights attaching to Transferable Securities and Money Market Instruments in such Sub-Fund's portfolio.
- (2) If such ceilings are exceeded for reasons beyond the control of a Sub-Fund or as a result of the exercise of subscription rights, such Sub-Fund must adopt as its priority objective in its sale transactions the remedying of such situation, taking due account of the interests of its Shareholders.  
  
The Board of Directors has the right to determine additional investment restrictions to the extent that those restrictions are necessary to comply with the laws and regulations of countries where Shares of the Company are offered or sold.

**VI. Investment by a Sub-Fund within one or more other Sub-Funds:**

Any Sub-Fund may invest in and acquire securities issued by one or several other Sub-Funds of the Company (the "Target Sub-Fund(s)"), under the following conditions:

- (i) the Target Sub-Fund does not, in turn, invest in the Sub-Fund that invested in the Target Sub-Fund;
- (ii) not more than 10 % of the assets of the Target Sub-Fund may be invested in aggregate in shares of other Target Sub-Funds of the Company;
- (iii) the voting rights linked to the securities of the Target Sub-Fund are suspended during the period of investment;
- (iv) in any event, for as long as these securities are held by the Company, their value will not be taken into consideration for the calculation of the Net Asset Value for the purposes of verifying the minimum threshold of the net assets imposed by the Law of 2010; and
- (v) there is no duplication of management/subscription or repurchase fees between those at the level of the Sub-Fund having invested in the Target Sub-Fund and those of the Target Sub-Fund.



## SPECIAL INVESTMENT AND HEDGING TECHNIQUES AND INSTRUMENTS

### 1. Financial derivative instruments

#### 1.1 General

Each Sub-Fund may use financial derivative instruments such as options, futures, forwards and swaps or any variation or combination of such instruments, for hedging or investment purposes, in accordance with the conditions set out in this section and the investment objective and policy of the Sub-Fund, as set out in APPENDIX 1. The use of financial derivative instruments may not, under any circumstances, cause a Sub-Fund to deviate from its investment objective.

Financial derivative instruments used by any Sub-Fund may include, without limitation, the following categories of instruments.

- (1) Options: an option is an agreement that gives the buyer, who pays a fee or premium, the right but not the obligation to buy or sell a specified amount of an underlying asset at an agreed price (the strike or exercise price) on or until the expiration of the contract. A call option is an option to buy, and a put option an option to sell.
- (2) Futures contracts: a futures contract is an agreement to buy or sell a stated amount of a security, currency, index (including an eligible commodity index) or other asset at a specific future date and at a pre-agreed price.
- (3) Forward agreements: a forward agreement is a customised, bilateral agreement to exchange an asset or cash flows at a specified future settlement date at a forward price agreed on the trade date. One party to the forward is the buyer (long), who agrees to pay the forward price on the settlement date; the other is the seller (short), who agrees to receive the forward price.
- (4) Interest rate swaps: an interest rate swap is an agreement to exchange interest rate cash flows, calculated on a notional principal amount, at specified intervals (payment dates) during the life of the agreement.
- (5) Swaptions: a swaption is an agreement that gives the buyer, who pays a fee or premium, the right but not the obligation to enter into an interest rate swap at a present interest rate within a specified period of time.
- (6) Credit default swaps: a credit default swap or CDS is a credit derivative agreement that gives the buyer protection, usually the full recovery, in case the reference entity or debt obligation defaults or suffers a credit event. In return the seller of the CDS receives from the buyer a regular fee, called the spread.
- (7) Total return swaps: a total return swap is an agreement in which one party (total return payer) transfers the total economic performance of a reference obligation to the other party (total return receiver). Total economic performance includes income from interest and fees, gains or losses from market movements, and credit losses.
- (8) Contracts for differences: a contract for differences or CFD is an agreement between two parties to pay the other the change in the price of an underlying asset. Depending on which way the price moves, one party pays the other the difference from the time the contract was agreed to the point in time where it ends.

Each Sub-Fund must hold at any time sufficient liquid assets to cover its financial obligations arising under financial derivative instruments used.

The global exposure of a Sub-Fund to financial derivative instruments and efficient portfolio management techniques may not exceed the Net Asset Value of the Sub-Fund, as described under section "Valuation and Prices".

The exposure of a Sub-Fund to underlying assets referenced by financial derivative instruments, combined with any direct investment in such assets, may not exceed in aggregate the investment limits described in "Risk Diversification Rules" under

section "Investment Restrictions". However, to the extent a Sub-Fund invests in financial derivative instruments referencing financial indices (as described below in 1.3 "Financial Indices") the exposure of the Sub-Fund to the underlying assets of the financial indices do not have to be combined with any direct or indirect investment of the Sub-Fund in such assets for the purposes of the limits described in "Risk Diversification Rules" under section "Investment Restrictions".

Where a Transferable Security or Money Market Instrument embeds a financial derivative instrument, the latter must be taken into account in complying with the risk diversification rules, global exposure limits and information requirements applicable to financial derivative instruments.

#### 1.2 OTC financial derivative instruments

Each Sub-Fund may invest into financial derivative instruments that are traded 'over-the-counter' or OTC including, without limitation, total return swaps or other financial derivative instruments with similar characteristics, in accordance with its investment objective and policy and the conditions set out in this section as well as in sections "Investment Principles" and "Investment Restrictions" above. Such OTC financial derivative instruments will be safe-kept by the Depositary.

The counterparties to OTC financial derivative instruments will be selected among financial institutions from OECD member states subject to prudential supervision (such as credit institutions or investment firms) and specialised in the relevant type of transaction, being of good reputation and having a minimum rating of Investment Grade. The identity of the counterparties will be disclosed in the annual report of the Company. The counterparties will have no discretion over the composition or management of the portfolio of the Sub-Fund or the underlying assets of the financial derivative instruments. Otherwise, for regulatory purposes, the agreement between the Company and such counterparty will be considered as an investment management delegation.

The Management Company uses a process for accurate and independent assessment of the value of OTC financial derivative instruments in accordance with applicable laws and regulations.

In order to limit the exposure of a Sub-Fund to the risk of default of the counterparty under OTC financial derivative instruments, the Sub-Fund may receive cash or other assets as collateral, as further specified in section "Management of collateral and collateral policy" below.

In particular, each Sub-Fund, unless otherwise provided for with respect to a particular Sub-Fund in APPENDIX 1, may employ total return swaps (within the meaning of, and under the conditions set out in, applicable laws, regulations and Regulatory Authority circulars issued from time to time, in particular, but not limited to, the SFTR).

Each Sub-Fund may incur costs and fees in connection with total return swaps or other financial derivative instruments with similar characteristics, upon entering into total return swaps and/or any increase or decrease of their notional amount. The amount of these fees may be fixed or variable. Information on costs and fees incurred by each Sub-Fund in this respect, as well as the identity of the recipients and any affiliation they may have with the Depositary, the Portfolio Manager or the Company, if applicable, may be available in the annual report and, to the extent relevant and practicable, in each Appendix.

All revenues arising from total return swaps, net of direct and indirect operational costs and fees, will be returned to the Sub-Fund.

#### 1.3 Financial indices

Each Sub-Fund may use financial derivative instruments to replicate or gain exposure to one or more financial indices in accordance with its investment objective and policy. The underlying assets of financial indices may comprise eligible assets described in section "Investment Principles" above and instruments with one or more characteristics of those assets, as well as interest rates, foreign exchange rates or currencies, other

financial indices and/or other assets, such as commodities or real estate.

For the purposes of this Prospectus, a 'financial index' is an index which complies, at all times, with the following conditions: the composition of the index is sufficiently diversified (each component of a financial index may represent up to 20% of the index, except that one single component may represent up to 35% of the index where justified by exceptional market conditions), the index represents an adequate benchmark for the market to which it refers, and the index is published in an appropriate manner. These conditions are further specified in and supplemented by regulations and guidance issued by the Regulatory Authority from time to time.

## 2. Efficient portfolio management techniques

The Company may employ techniques and instruments relating to Transferable Securities and Money Market Instruments provided that such techniques and instruments are used for the purposes of efficient portfolio management within the meaning of, and under the conditions set out in, applicable laws, regulations and circulars issued by the Regulatory Authority from time to time. In particular, the use of those techniques and instruments should not result in a change of the declared investment objective of the Sub-Fund or add substantial supplementary risks in comparison to the stated risk profile of the Sub-Fund.

The risk exposure to a counterparty generated through efficient portfolio management techniques and OTC financial derivatives must be combined when calculating counterparty risk limits referred to above under section "Investment Restrictions".

All revenues arising from efficient portfolio management techniques, net of direct and indirect operational costs and fees, will be returned to the Company. In particular, fees and cost may be paid to agents of the Company and other intermediaries providing services in connection with efficient portfolio management techniques as normal compensation of their services. Such fees may be calculated as a percentage of gross revenues earned by the Company through the use of such techniques. Information on direct and indirect operational costs and fees that may be incurred in this respect as well as the identity of the entities to which such costs and fees are paid – as well as any relationship they may have with the Depositary or Portfolio Manager – will be available in the annual report of the Company.

## 3. Securities lending and borrowing

Securities lending transactions consist in transactions whereby a lender transfers securities or instruments to a borrower, subject to a commitment that the borrower will return equivalent securities or instruments on a future date or when requested to do so by the lender, such transaction being considered as securities lending for the party transferring the securities or instruments and being considered as securities borrowing for the counterparty to which they are transferred.

Unless otherwise provided for with respect to a particular Sub-Fund in APPENDIX 1, each Sub-Fund may enter into securities lending and borrowing transactions provided that the following rules are complied with in addition to the abovementioned conditions:

- (i) the borrower in a securities lending transaction must be a credit institution from an OECD member state subject to prudential supervision rules considered by the Regulatory Authority as equivalent to those prescribed by EU law, be of good reputation and have a minimum rating of Investment Grade;
- (ii) the Company may only lend securities to a borrower either directly or through a standardised lending system organised by a recognised clearing institution or through a lending system organised by a financial institution subject to prudential supervision rules considered by the Regulatory Authority as equivalent to those provided by EU law and specialised in this type of transaction;
- (iii) the Company may only enter into securities lending

transactions provided that it is entitled at any time under the terms of the agreement to request the return of the securities lent or to terminate the agreement.

## 4. Repurchase and Reverse Repurchase Transactions

The Company may enter into repurchase agreements that consist of forward transactions at the maturity of which the Company (seller) has the obligation to repurchase the assets sold and the counterparty (buyer) the obligation to return the assets purchased under the transactions. The Company may further enter into reverse repurchase agreements that consist of forward transactions at the maturity of which the counterparty (seller) has the obligation to repurchase the asset sold and the Company (buyer) the obligation to return the assets purchased in aggregate under the transactions. The Company may also enter into transactions that consist of the purchase/sale of securities with a clause reserving for the counterparty/Company the right to repurchase the securities from the Company/counterparty at a price and term specified by the parties in their contractual arrangements.

The Company's involvement in such transactions is, however, subject to the additional following rules:

- (i) the counterparty to these transactions must be a credit institution from an OECD member state subject to prudential supervision rules considered by the Regulatory Authority as equivalent to those prescribed by EU law, be of good reputation and have a minimum rating of Investment Grade;
- (ii) the Company may only enter into reverse repurchase agreement and/or repurchase agreement transactions provided that it is able at any time (a) to recall the full amount of cash in a reverse repurchase agreement or any securities subject to a repurchase agreement or (b) to terminate the agreement in accordance with applicable regulations. However, fixed-term transactions that do not exceed seven days should be considered as arrangements on terms that allow the assets to be recalled at any time by the Company.

Currently, the Company does not enter into any repurchase agreements or reverse repurchase agreements. Should the Company decide to make use of this technique, this prospectus will be updated and investors will be informed prior to entering into any of such agreements by the Company.

## 5. Buy-sell back transactions

Buy-sell back transactions consist of transactions, not being governed by a repurchase agreement or a reverse repurchase agreement as described above, whereby a party buys or sells securities or instruments to a counterparty, agreeing, respectively, to sell to or buy back from that counterparty securities or instruments of the same description at a specified price on a future date. Such buy-sell back transactions are commonly referred to as buy-sell back transactions for the party buying the securities or instruments, and sell-buy back transactions for the counterparty, selling them. Such transactions are, in particular, subject to the following conditions:

- (i) the counterparty to these transactions must be a credit institution from an OECD member state subject to prudential supervision rules considered by the Regulatory Authority as equivalent to those prescribed by EU law, be of good reputation and have a minimum rating of Investment Grade;
- (ii) the Company must be able, at any time, to terminate the agreement or recall the full amount of cash in the buy-sell back transaction (on either an accrued basis or a mark-to-market basis) or any securities or instruments subject to a buy-sell back transaction; and
- (iii) fixed-term buy-sell back transactions that do not exceed seven days should be considered as arrangements on terms that allow cash or assets to be recalled at any time.

Currently, the Company does not enter into any buy-sell back transactions. Should the Company decide to make use of this technique, this prospectus will be updated and investors will be informed prior to entering into any of such transactions by the

Company.

## MANAGEMENT OF COLLATERAL AND COLLATERAL POLICY

### General

In the context of OTC financial derivative transactions (including total return swaps) and efficient portfolio management techniques (including SFTs), a Sub-Fund may receive collateral with a view to reduce its counterparty risk. This section sets out the collateral policy applied by each Sub-Fund in such case.

All cash or assets received by a Sub-Fund in the context of OTC financial derivative transactions and of efficient portfolio management techniques (including SFTs such as securities lending, repurchase or reverse repurchase agreements, buy-sell back transactions) shall be considered as collateral for the purposes of this section.

### Eligible collateral

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

- (1) any collateral received other than cash should be of high quality, highly liquid and traded on a regulated market or multilateral trading facility with transparent pricing in order that it can be sold quickly at a price that is close to pre-sale valuation;
- (2) it should be valued on at least a daily basis and assets that exhibit high price volatility should not be accepted as collateral unless suitably conservative haircuts are in place, as further specified below;
- (3) it should be issued by an entity that is independent from the counterparty and is expected not to display a high correlation with the performance of the counterparty;
- (4) it should be sufficiently diversified in terms of country, markets and issuers. The maximum exposure the Sub-Fund to any given issuer included in a basket of collateral received is limited to 20% of the Net Asset Value of the Sub-Fund. When the Sub-Fund is exposed to different counterparties, the different baskets of collateral should be aggregated to calculate the 20% limit of exposure to a single issuer. By way of derogation, this limit may be exceeded and up to 100% of the collateral received by a Sub-Fund may consist in Transferable Securities and Money Market Instruments issued or guaranteed by one or several Member States, their local authorities, members states of the OECD or public international bodies to which one or more Member States belong, provided that such securities or instruments are part of a basket of collateral comprised of securities or instruments of at least six different issues and that securities or instruments from any one issue do not account for more than 30% of the Net Asset Value of the Sub-Fund;
- (5) where there is a title transfer, collateral received should be held by the Depositary. For other types of collateral arrangement, collateral can be held by a third party custodian which is subject to prudential supervision and which is unrelated to the provider of the collateral; and
- (6) it should be capable of being fully enforced by the Company at any time without reference to or approval from the counterparty.

Where relevant, collateral received should also comply with the control limits set out under section "Limitations on Control" above.

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

- (1) cash and cash equivalents, including short-term bank certificates and Money Market Instruments;
- (2) bonds issued or guaranteed by a Member State of the OECD or by their local public authorities or by supranational institutions and undertakings with EU, regional or worldwide scope;
- (3) shares or units issued by specific money market UCIs calculating a daily net asset value and being assigned a rating of AAA or its equivalent;
- (4) shares or units issued by UCITS investing mainly in bonds/shares mentioned in (5) and (6) below;
- (5) bonds issued or guaranteed by first class issuers offering adequate liquidity; and
- (1) (6) shares admitted to or dealt in on a Regulated Market or on a stock exchange of a member state of the OECD, on the condition that these shares are included in a main index.

### Level of collateral

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

With respect to securities lending, the Company will generally require the borrower to post collateral representing, at any time during the lifetime of the agreement, at least 90% of the total value of the securities lent.

### Haircut policy

Collateral will be valued, on a daily basis, using available market prices and taking into account appropriate discounts for each asset class taking into account the nature of the collateral received, such as the issuer's credit standing, the maturity, currency, price volatility of the assets and, where applicable, the outcome of liquidity stress tests under normal and exceptional liquidity conditions.

The following minimum haircuts are applied:

Collateral Instrument Type	Haircut
Cash	0% - 10%
Government Bonds	0% - 10%
Non-Government Bonds	0% - 10%
Equities	0% - 10%

### Stress tests

Where a Sub-Fund receives collateral for at least 30% of its assets, regular stress tests will be carried out under normal and exceptional liquidity conditions to assess the liquidity risk attached to the collateral. The liquidity stress testing policy includes, without limitation, (i) design stress test scenario analysis including calibration, certification and sensitivity analysis; (ii) empirical approach to impact assessment, including back-testing of liquidity risk estimates; (iii) reporting frequency and limit/loss tolerance thresholds; and (iv) mitigation actions to reduce loss, including haircut policy and gap risk protection.

### Reinvestment of cash collateral

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

Cash collateral received by a Sub-Fund can only be:

- (a) placed on deposit with credit institutions which have their registered office in an EU Member State or, if their registered office is located in a third-country, are subject to prudential rules considered by the Regulatory Authority as equivalent to those laid down in EU law;
- (b) invested in high-quality government bonds;
- (c) used for the purpose of reverse repo transactions provided the transactions are with credit institutions subject to

prudential supervision and the Company is able to recall at any time the full amount of cash on accrued basis;

- (d) invested in short-term money market funds as defined in the Guidelines on a Common Definition of European Money Market Funds issued by ESMA (CESR/10-049) as may be amended from time to time.

Re-invested cash collateral should be diversified in accordance with the diversification requirements applicable to non-cash collateral as set out above. Re-investment of cash collateral involves certain risks for the Sub-Fund, as described in section "Risk Factors" below.

The above provisions apply subject to any further guidelines issued from time to time by the European Securities and Markets Authority ("ESMA") amending and/or supplementing ESMA guidelines applicable as of the date of the prospectus and/or any additional guidance issued from time to time by the Regulatory Authority in relation to the above.

#### **Centrally cleared OTC derivatives**

The Company may enter into OTC financial derivative instruments cleared through a clearinghouse that serves as a central counterparty. In such case, the Company's ultimate counterparty is a central clearinghouse rather than a brokerage firm, bank or other financial institution. The Company initially will enter into cleared derivatives through an executing broker. Such transactions will then be submitted for clearing and held at regulated financial intermediaries that are members of the clearinghouse that serves as the central counterparty. For these trades, the Company will post and/or receive collateral for the benefit of a Sub-Fund in the form of daily margin payments in accordance with the rules of the applicable clearinghouse, including rules on acceptable forms of collateral, collateral level, valuation and haircuts. The Company will ensure that the relevant clearinghouse rules and functioning are in accordance with its collateral policy.

### **GLOBAL EXPOSURE LIMITS**

#### **General**

In accordance with Luxembourg laws and regulations, the Management Company has adopted and implemented 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 the Sub-Fund.

The global exposure of a Sub-Fund to financial derivative instruments and efficient portfolio management techniques may not exceed the Net Asset Value of the Sub-Fund. Global exposure is calculated, at least on a daily basis, using either the commitment approach or the Value-at-Risk or "VaR" approach, as further explained below. Global exposure is a measure designed to limit either the incremental exposure and leverage generated by a Sub-Fund through the use of financial derivative instruments and efficient portfolio management techniques (where the Sub-Fund uses the commitment approach) or the market risk of the Sub-Fund's portfolio (where the Sub-Fund uses the VaR approach). The method used by each Sub-Fund to calculate global exposure is mentioned in APPENDIX 1.

#### **Commitment approach**

Under the commitment approach, all financial derivative positions of the Sub-Fund are converted into the market value of the equivalent position in the underlying assets. Netting and hedging arrangements may be taken into account when calculating global exposure, where these arrangements do not disregard obvious and material risks and result in a clear reduction in risk exposure. Under this approach, the global exposure of a Sub-Fund is limited to 100% of its Net Asset Value.

#### **VaR approach**

In financial risk management, VaR is a widely used risk measure of the risk of loss on a specific portfolio of financial assets. For a given investment portfolio, probability and time horizon, VaR measures the potential loss over a given time interval that could

arise under normal market conditions, and at a given confidence level.

VaR limits are set using an absolute or relative approach. The Management Company will decide which VaR approach is the most appropriate methodology given the risk profile and investment strategy of the Sub-Fund. The VaR approach selected for each Sub-Fund using VaR is specified in APPENDIX 1.

Under the absolute VaR approach a limit is set as a percentage of the Net Asset Value of the Sub-Fund. Using a one sided confidence interval of 99% and a holding period of 20 days the absolute VaR of each Sub-Fund is limited to 20% of its Net Asset Value. The Management Company may set a lower limit if appropriate.

The relative VaR of a Sub-Fund is expressed as a multiple of the VaR of the defined reference portfolio and is limited to no more than twice the VaR on that reference portfolio. The VaR reference portfolio of the Sub-Fund, which may be different from the benchmark used for other purposes, is specified in APPENDIX 1.

For regulatory purposes, additionally to the VaR, the level of leverage defined pursuant to the applicable CSSF Circular 11/512 as the "sum of notionals" of all financial derivative instruments used by the Sub-Fund, as well as any additional exposure generated by the reinvestment of cash collateral in relation to efficient portfolio management techniques is calculated.

This "sum of notionals" methodology does not allow for the offset of hedging transactions and other risk mitigation strategies involving financial derivative instruments, such as currency hedging or duration management. Similarly, the "sum of notionals" methodology does not allow for the netting of derivative positions and does not take into account the underlying assets' volatility or make any distinction between short term and long term assets. As a result, strategies that aim to reduce risks, or necessitate a high amount of notional may contribute to an increased level of this methodology.

The expected average value thereof, expressed as a percentage of the Net Asset Value of the Sub-Fund, is disclosed for each Sub-Fund using the VaR approach as an estimate in APPENDIX 1. The expected level is an indicator and not a regulatory limit. Higher and lower amounts may be attained by the Sub-Fund. The annual report of the Company will provide the actual average level over the past period.

### **RISK FACTORS**

Potential investors should consider the following risk factors before investing in the Company. Potential investors should also inform themselves of, and where appropriate consult their professional advisors, as to the tax consequences of subscribing to, buying, holding, converting, redeeming or otherwise disposing of shares under the law of their country of citizenship, residence or domicile.

Prospective investors should be aware that the investments of the Company are subject to normal market fluctuations and other risks inherent in investing in securities. There can be no assurance that any appreciation of value of investments will occur. The value of investments and the income derived therefrom may fall as well as rise and investors may not recoup the original amount invested in the Company. There is no assurance that the investment objective of any Sub-Fund will actually be achieved.

The Net Asset Value of a Sub-Fund may vary in value as a result of fluctuations in the value of the underlying assets of such Sub-Fund and the income derived therefrom. Investors are reminded that in certain circumstances their right to redeem Shares may be suspended. Depending on an investor's reference currency, currency fluctuations may adversely affect the value of an investment in one or more of the Sub-Funds.

Prospective investors should also carefully consider all of the information set out in this Prospectus before making an

investment decision with respect to Shares of any Sub-Fund. The following sections are of general nature and describe certain risks that are generally relevant to an investment in Shares of any Sub-Fund. This section does not purport to be a complete explanation of all risks involved in an investment in the Shares of any Sub-Fund and other risks may also be or become relevant from time to time.

### Market risk

Market risk is understood as the risk of loss for a Sub-Fund resulting from fluctuation in the market value of positions in its portfolio attributable to changes in market variables, such as general economic conditions, interest rates, foreign exchange rates, or the creditworthiness of the issuer of a financial instrument. This is a general risk that applies to all investments, meaning that the value of a particular investment may go down as well as up in response to changes in market variables. Although it is intended that each Sub-Fund will be diversified with a view to reducing market risk, the investments of a Sub-Fund will remain subject to fluctuations in market variables and the risks inherent in investing in financial markets.

### Economic risk

The value of investments held by a Sub-Fund may decline in value due to factors affecting financial markets generally, such as real or perceived adverse economic conditions, changes in the general outlook for revenues or corporate earnings, changes in interest or currency rates, or adverse investor sentiment generally. The value of investments may also decline due to factors affecting a particular, industry, area or sector, such as changes in production costs and competitive conditions. During a general downturn in the economy, multiple asset classes may decline in value simultaneously. Economic downturn can be difficult to predict. When the economy performs well, there can be no assurance that investments held by a Sub-Fund will benefit from the advance.

### Interest Rate Risk

The values of fixed income securities held by the Sub-Funds generally will inversely vary with changes in interest rates and such variation may affect Shares prices accordingly.

### Specific Risk Factors: Equity Securities

The risks associated with investments in equity (and equity-related) securities include fluctuations in market prices, adverse issuer or market information and the fact that equity (and equity-related) interests are subordinate in the right of payment to other corporate securities, for example, debt-securities.

Investments in securities of issuers from different countries and denominated in different currencies offer potential benefits not available from investments solely in securities of issuers from a single country, but also involve certain significant risks that are not typically associated with investing in securities of issuers located in a single country. Among the risks involved are fluctuations in currency exchange rates and the possible imposition of exchange control regulations or other laws or restrictions applicable to such investments. A decline in the value of a particular currency in comparison to the Reference Currency of the relevant Sub-Fund would reduce the value of certain portfolio securities that are denominated in the former currency.

Although it is the policy of the Company to hedge the currency exposure of Sub-Funds against their respective Reference Currencies, hedging transactions may not always be possible and currency risks may thus not be excluded.

The following risks may also be associated with equity securities:

- (a) issuers are generally subject to different accounting, auditing and financial reporting standards in different countries throughout the world. The volume of trading, the volatility of prices and the liquidity of issuers may vary in the markets of different countries. In addition, the level of government supervision and regulation of securities exchanges, securities dealers and listed and unlisted companies is different throughout the world. The laws of

some countries may limit the ability of the Portfolio Managers to invest a Sub-Fund in securities of certain issuers located in those countries;

- (b) different markets also have different clearance and settlement procedures. Delays in settlement could result in temporary periods when a portion of the assets of a Sub-Fund is uninvested and no return is earned thereon. The inability of the Portfolio Managers to make intended security purchases due to settlement problems could cause a Sub-Fund to miss attractive investment opportunities. Inability to dispose of portfolio securities due to settlement problems could result either in losses to a Sub-Fund due to subsequent declines in value of the portfolio security or, if a Sub-Fund has entered into a contract to sell the security, could result in possible liability to the purchaser;
- (c) an issuer of securities may be domiciled in a country other than the country in whose currency the instrument is denominated. The values and relative yields of investments in the securities markets of different countries, and their associated risks, may fluctuate independently of each other.

### Specific Risk Factors: Exchange Rate Fluctuations

Each Sub-Fund may enter into hedging arrangements, including put and call options, on currencies to protect against declines in the Reference Currency equivalent value of investments, denominated in currencies other than the Reference Currency, and against increases in the Reference Currency equivalent cost of investments, denominated in currencies other than its Reference Currency that may be acquired.

The performance of investments in equity securities denominated in a specific currency will also depend on the interest rate environment in the country issuing the currency. Because the Net Asset Value of a Sub-Fund will be calculated in its Reference Currency, the performance of investments denominated in a non-Reference Currency will also depend on the strength of such currency against the Reference Currency and the interest rate environment in the country issuing the currency. Absent other events that could otherwise affect the value of non-Reference Currency investments (such as a change in the political climate or an issuer's credit quality), appreciation in the value of the non-Reference Currency generally can be expected to increase the value of a Sub-Fund's non-Reference Currency investments in terms of the Reference Currency. A decline in the value of non-Reference Currencies relative to the Reference Currency generally can be expected to depress the value of a Sub-Fund's non-Reference Currency investments.

### Specific Risk Factors: Small Capitalisation Companies

Investing in the securities of smaller, lesser-known companies involves greater risk and the possibility of greater price volatility than investment in larger, more mature, better-known firms. The value of small company stocks may fluctuate independently of larger company stock prices and broad stock market indices. Reasons for the greater potential for price volatility when investing in smaller companies and unseasoned stocks include the less certain growth prospects of smaller firms, the lower degree of liquidity of the markets for such stocks and the greater sensitivity of smaller companies to changing market conditions. For example, greater business risk is involved in small size and limited product lines, markets, distribution channels and financial and managerial resources.

### Credit risk

Sub-Funds investing in fixed income instruments will be exposed to the creditworthiness of the issuers of the instruments and their ability to make principal and interest payments when due in accordance with the terms and conditions of the instruments. The creditworthiness or perceived creditworthiness of an issuer may affect the market value of fixed income instruments. Issuers with higher credit risk typically offer higher yields for this added risk, whereas issuers with lower credit risk typically offer lower yields. Generally, government debt is considered to be the safest in

terms of credit risk, while corporate debt involves a higher credit risk. Related to that is the risk of downgrade by a rating agency. Rating agencies are private undertakings providing ratings for a variety of fixed income instruments based on the creditworthiness of their issuers. The agencies may change the rating of issuers or instruments from time to time due to financial, economic, political, or other factors, which, if the change represents a downgrade, can adversely impact the market value of the affected instruments.

#### **Counterparty risk**

Counterparty risk refers to the risk of loss for a Sub-Fund resulting from the fact that the counterparty to a transaction entered into by the Sub-Fund may default on its contractual obligations. There can be no assurance that an issuer or counterparty will not be subject to credit or other difficulties leading to a default on its contractual obligations and the loss of all or part of the amounts due to the Sub-Fund. This risk may arise at any time the assets of a Sub-Fund are deposited, extended, committed, invested or otherwise exposed through actual or implied contractual agreements. For instance, counterparty risk may arise when a Sub-Fund has deposited cash with a financial institution, invests into debt securities and other fixed income instruments, enters into OTC financial derivative instruments, or enters into securities lending, repurchase and reverse repurchase agreements.

#### **Operational risk**

Operational risk means the risk of loss for the Company resulting from inadequate internal processes and failures in relation to people and systems of the Company, the Management Company and/or its agents and service providers, or from external events, and includes legal and documentation risk and risk resulting from the trading, settlement and valuation procedures operated on behalf of the Company.

#### **Custody risk**

The assets owned by the Company are held in custody for account of the Company by the Depositary that is also regulated by the Regulatory Authority. The Depositary may entrust the safe-keeping of the Company's assets to sub-custodians in the markets where the Company invests. Luxembourg law provides that the Depositary's liability shall not be affected by the fact that it has entrusted the assets of the Company to third parties. The Regulatory Authority requires that the Depositary ensures that there is legal separation of non-cash assets held under custody and that records are maintained that clearly identify the nature and amount of all assets under custody, the ownership of each asset and where the documents of title to that are located. Where the Depositary engages a sub-custodian, the Regulatory Authority requires that the Depositary ensures that the sub-custodian maintains these standards and the liability of the Depositary will not be affected by the fact that it has entrusted to a sub-custodian some or all of the assets of the Company.

However, certain jurisdictions have different rules regarding the ownership and custody of assets generally and the recognition of the interests of a beneficial owner such as a Sub-Fund. There is a risk that in the event the Depositary or sub-custodian becomes insolvent, the relevant Sub-Fund's beneficial ownership of assets may not be recognised in foreign jurisdictions and creditors of the Depositary or sub-custodian may seek to have recourse to the Sub-Fund's assets. In jurisdictions where the relevant Sub-Fund's beneficial ownership is ultimately recognised, the Sub-Fund may suffer a delay in recovering its assets, pending the resolution of the relevant insolvency or bankruptcy proceedings.

In respect of cash, the general position is that any cash accounts will be designated to the order of the Depositary for the benefit of the relevant Sub-Fund. However, due to the fungible nature of cash, it will be held on the balance sheet of the bank with whom such cash accounts are held (whether a sub-custodian or a third party bank), and will not be protected from the bankruptcy of such bank. A Sub-Fund will therefore have counterparty exposure risk to such bank. Subject to any applicable government guarantee or insurance arrangements in respect of

bank deposits or cash deposits, where a sub-custodian or third party bank holds cash assets and subsequently becomes insolvent, the Sub-Fund would be required to prove the debt along with other unsecured creditors. The Sub-Fund will monitor its exposure in respect of such cash assets on an ongoing basis.

#### **Specific Risk Factors: Concentration in Certain Countries**

Where the investment policy of a Sub-Fund (APPENDIX 1) provides that the investments of that Sub-Fund will be concentrated in securities of issuers located in a particular country or range of countries, such concentration of investments will subject the relevant Sub-Fund to the risk of adverse social, political or economic events which may occur in that country or countries.

#### **Specific Risk Factors: Investment in Emerging Markets**

Legal infrastructure, in certain countries in which investments may be made, may not provide with the same degree of investor's protection or information to investors, as would generally apply to major securities markets (governments' influence, social, political and economic instability, different accounting, auditing and financial report practices). Emerging markets securities may also be less liquid and more volatile than similar securities available in major markets, and there are higher risks associated to transactions settlement, involving timing and pricing issues.

#### **Specific Risk Factors: Brokers**

For certain Sub-Funds the Portfolio Managers may use the services of first class brokers for the execution and holding of exchange traded derivatives ("ETD") positions and cash margins.

#### **Valuation Risks**

In certain circumstances as set out under "Valuation and Prices", the Portfolio Managers or a related party to the Portfolio Managers may be requested to assist the Administrator in valuing assets of the Company. There is a potential conflict of interest arising from this as the Portfolio Managers have an interest in increasing the overall Net Asset Value of the Company. Notwithstanding this, however, the Portfolio Managers are subject to certain requirements in relation to such conflicts of interests as further described under "General Information – Conflicts of Interest".

#### **Risk of Illiquid Assets**

The Company may invest up to 10% of the Net Asset Value of each Sub-Fund in securities which are not traded on exchanges or Regulated Markets. The Company may therefore be unable to readily sell such securities. Moreover, there may be contractual restrictions on resale of such securities.

In addition, the Company may engage in futures contracts or options thereon in limited circumstances, and such instruments may also be subject to illiquid situations when market activity decreases or when a daily fluctuation limit has been reached. Most futures exchanges limit fluctuations in future contract prices during a single day by regulations referred to as "daily limits". During a single trading day no trades may be executed at prices beyond the daily limit. Once the price of a futures contract has increased or decreased to the limit point, positions can neither be taken nor liquidated. Futures prices have occasionally moved outside the daily limit for several consecutive days with little or no trading. Similar occurrences could prevent the Company from promptly liquidating unfavourable positions and, therefore, result in losses of the Company and corresponding decreases in the Net Asset Value per Share.

Certain OTC instruments, for which there will be limited liquidity, will be valued for purposes of calculating Net Asset Value based upon an average of prices taken from at least two major primary dealers. These prices will affect the price at which Shares may be subscribed, redeemed or purchased. Such valuation may not be realised upon sale by the Company.

#### **Leverage**

Leverage refers to the use of borrowed funds or financial

derivative instruments to increase exposure to an asset in excess of the capital amount invested in that asset. Each Sub-Fund is subject to strict restrictions on borrowings which are generally not permitted for investment purposes. However, in accordance with its investment objective and policy, a Sub-Fund may use financial derivative instruments to gain additional market exposure to underlying assets in excess of its Net Asset Value, thereby creating a leverage effect. While leverage presents opportunities for increasing gains of a Sub-Fund, it also has the effect of potentially increasing losses incurred by the Sub-Fund.

#### **Use of Derivatives and Efficient Portfolio Management Techniques ("EPM")**

While the judicious use of derivatives and EPM can be beneficial, derivatives and/or EPM also involve risks different from, and, in certain cases, greater than, the risks presented by more traditional investments. The following is a general discussion of important risk factors and issues concerning the use of derivatives and/or EPM that investors should understand before investing in the Company.

##### **a) Market Risk**

This is the general risk attendant to all investments that the value of a particular investment will change in a way detrimental to the Company's interests. The Company's portfolio exposure to market risk will not change by engaging in EPM.

##### **b) Management Risk**

Derivative products which are highly specialised instruments and EPM require investment techniques and risk analyses different from those associated with stocks and bonds.

The use of a derivative requires an understanding not only of the underlying instrument but also of the derivative itself, without the benefit of observing the performance of the derivative under all possible market conditions. In particular, the use and complexity of derivatives and EPM require the maintenance of adequate controls to monitor the transactions entered into, the ability to assess the risk that a derivative and EPM adds to the Company and the ability to forecast price, interest rate or currency rate movements correctly.

##### **c) Credit and Counterparty Risks**

These are risks that a loss may be sustained by the Company as a result of the failure of another party to a derivative or EPM (usually referred to as a "counterparty") to comply with the terms of the contract which may have a material adverse effect on the performance of the Company or concerned Sub-Fund. The credit and counterparty risks for exchange-traded derivatives is generally less than for privately negotiated derivatives, since the clearing house, which is the issuer or counterparty to each exchange-traded derivative, provides a guarantee of performance. This guarantee is supported by a daily payment system (i.e. margin requirements) operated by the clearing house in order to reduce overall credit risk. For privately negotiated derivatives, there is no similar clearing agency guarantee. Therefore, the Portfolio Managers will consider the creditworthiness of each counterparty to a privately negotiated derivative in evaluating potential credit risk.

When engaging in derivatives and/or EPM the Company may be adversely impacted by conflict of interest arising from the relationship of the counterparties to such transactions with the Management Company, the relevant Portfolio Managers, or another member of the same group of companies. The Management Company and the Portfolio Managers will however have regard in such event to their obligations to act in the best interest of the Company.

##### **d) OTC financial derivative instruments**

In general, there is less government regulation and supervision of transactions in OTC markets than of transactions entered into on organised exchanges. OTC derivatives are executed directly with the counterparty rather than through a recognised exchange and clearing house. Counterparties to OTC derivatives are not afforded the same protections as may apply to those trading on

recognised exchanges, such as the performance guarantee of a clearing house.

As mentioned above, the principal risk when engaging in OTC financial derivative instruments (such as non-exchange traded options, forwards, swaps or contracts for difference) is the risk of default by a counterparty who has become insolvent or is otherwise unable or refuses to honour its obligations as required by the terms of the instrument. OTC derivatives may expose a Sub-Fund to the risk that the counterparty will not settle a transaction in accordance with its terms, or will delay the settlement of the transaction, because of a dispute over the terms of the contract (whether or not bona fide) or because of the insolvency, bankruptcy or other credit or liquidity problems of the counterparty. Counterparty risk is generally mitigated by the transfer or pledge of collateral in favour of the concerned Sub-Fund.

Investments in OTC derivatives may further be subject to the risk of differing valuations arising out of different permitted valuation methods. Although the Company has implemented appropriate valuation procedures to determine and verify the value of OTC derivatives, certain transactions are complex and valuation may only be provided by a limited number of market participants who may also be acting as the counterparty to the transactions. Inaccurate valuation can result in inaccurate recognition of gains or losses and counterparty exposure.

Unlike exchange-traded derivatives, which are standardised with respect to their terms and conditions, OTC derivatives are generally established through negotiation with the other party to the instrument. While this type of arrangement allows greater flexibility to tailor the instrument to the needs of the parties, OTC derivatives may involve greater legal risk than exchange-traded instruments, as there may be a risk of loss if the agreement is deemed not to be legally enforceable or not documented correctly. There also may be a legal or documentation risk that the parties may disagree as to the proper interpretation of the terms of the agreement. However, these risks are generally mitigated, to a certain extent, by the use of industry-standard agreements such as those published by the International Swaps and Derivatives Association (ISDA).

##### **e) Securities lending, repurchase and reverse repurchase transactions**

Securities lending, repurchase or reverse repurchase transactions involve certain risks and there can be no assurance that the objective sought to be obtained from the use of such techniques will be achieved.

The principal risk when engaging in securities lending, repurchase or reverse repurchase transactions is the risk of default by a counterparty who has become insolvent or is otherwise unable or refuses to honour its obligations to return securities or cash to the Company as required by the terms of the transaction. Counterparty risk is generally mitigated by the transfer or pledge of collateral in favour of the concerned Sub-Fund. However, there are certain risks associated with collateral management, including difficulties in selling collateral and/or losses incurred upon realization of collateral, as described below.

Securities lending, repurchase or reverse repurchase transactions also entail liquidity risks due, inter alia, to locking cash or securities positions in transactions of excessive size or duration relative to the liquidity profile of the concerned Sub-Fund or delays in recovering cash or securities paid to the counterparty. These circumstances may delay or restrict the ability of the Company to meet redemption requests. The concerned Sub-Fund may also incur operational risks such as, inter alia, non-settlement or delay in settlement of instructions, failure or delays in satisfying delivery obligations under sales of securities, and legal risks related to the documentation used in respect of such transactions.

##### **f) Collateral management**

Counterparty risk arising from investments in OTC financial derivative instruments and securities lending, repurchase and reverse repurchase agreements is generally mitigated by the transfer or pledge of collateral in favour of the Sub-Fund.

However, transactions may not be fully collateralised. Fees and returns due to the Sub-Fund may not be collateralised. If a counterparty defaults, the Sub-Fund may need to sell non-cash collateral received at prevailing market prices. In such a case the Sub-Fund could realise a loss due, inter alia, to inaccurate pricing or monitoring of the collateral, adverse market movements, deterioration in the credit rating of issuers of the collateral or illiquidity of the market on which the collateral is traded. Difficulties in selling collateral may delay or restrict the ability of the Sub-Fund to meet redemption requests.

A Sub-Fund may also incur a loss in reinvesting cash collateral received, where permitted. Such a loss may arise due to a decline in the value of the investments made. A decline in the value of such investments would reduce the amount of collateral available to be returned by the Sub-Fund to the counterparty as required by the terms of the transaction. The Sub-Fund would be required to cover the difference in value between the collateral originally received and the amount available to be returned to the counterparty, thereby resulting in a loss to the Sub-Fund.

In addition, reinvestment of collateral may create a leverage effect which will be taken into account for the calculation of the Company's global exposure.

#### g) Other Risks

Other risks in using derivatives include the risk of mispricing or improper valuation of derivatives and the inability of derivatives to correlate perfectly with underlying assets, rates and indices. Many derivatives, in particular privately negotiated derivatives, are complex and often valued subjectively. Improper valuations can result in increased cash payment requirements to counterparts or a loss of value to the Company. Derivatives do not always perfectly or even highly correlate or track the value of the assets, rates or indices they are designed to track. Consequently, the Company's use of derivatives may not always be an effective means of, and sometimes could be counterproductive to, furthering the Company's investment objective.

#### Laws and regulations risk

The Company may be subject to a number of legal and regulatory risks, including contradictory interpretations or applications of laws, incomplete, unclear and changing laws, restrictions on general public access to regulations, practices and customs, ignorance or breaches of laws on the part of counterparties and other market participants, incomplete or incorrect transaction documents, lack of established or effective avenues for legal redress, inadequate investor protection, or lack of enforcement of existing laws. Difficulties in asserting, protecting and enforcing rights may have a material adverse effect on the Sub-funds and their operations.

#### FATCA

The Company may be subject to regulations imposed by foreign regulators, in particular, the United States Hiring Incentives to Restore Employment Act (Hire Act) which was enacted into U.S. law in March 2010. It includes provisions generally known as FATCA. FATCA provisions generally impose a reporting to the U.S. Internal Revenue Service of non-U.S. financial institutions that do not comply with FATCA and U.S. persons' (within the meaning of FATCA) direct and indirect ownership of non-U.S. accounts and non-U.S. entities. Failure to provide the requested information will lead to a 30% withholding tax applying to certain U.S. source income (including dividends and interest) and gross proceeds from the sale or other disposal of property that can produce U.S. source interest or dividends.

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

Should the Company become subject to a withholding tax as a result of FATCA, the value of the Shares held by all shareholders may be materially affected.

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

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

- withhold any taxes or similar charges that it is legally required to withhold by applicable laws and regulations in respect of any shareholding in the Company;
- require any investor or beneficial owner of the Shares to promptly furnish such personal data as may be required by the Company in its discretion in order to comply with applicable laws and regulations and/or to promptly determine the amount of withholding to be retained;
- divulge any such personal information to any tax authority, as may be required by applicable laws or regulations or requested by such authority; and
- delay payments of any dividend or redemption proceeds to an investor until the Company holds sufficient information to comply with applicable laws and regulations or determine the correct amount to be withheld.

#### SHARE CLASSES

The Company's capital is represented by the net assets of its various Sub-Funds. Subscriptions are invested in the assets of the respective Sub-Fund.

Shares of any Class of Shares in any Sub-Fund may be issued in registered or bearer form. For the time being, no bearer shares have been issued.

Unless otherwise specified in the Data Sheet, each Sub-Fund will issue the following Classes of Shares:

- (a) **Class "R" Shares**, which is open to any investor. The Class "R" Shares are subject to a taxe d'abonnement at an annual rate of 0.05 % of its net assets, which is calculated and payable quarterly at the end of the relevant quarter.
- (b) **Class "I" Shares**, which are, unless otherwise specified in the Data Sheet, restricted to institutional investors within the meaning of Article 174 of the Law of 2010. The Class "I" Shares are subject to a taxe d'abonnement of 0.01% of its net assets, which is calculated and payable quarterly at the end of the relevant quarter.
- (c) **Class "Q" Shares**, which are, unless otherwise specified in the Data Sheet, restricted to institutional investors within the meaning of Article 174 of the Law of 2010. The Class "Q" Shares are subject to a taxe d'abonnement of 0.01% of its net assets, which is calculated and payable quarterly at the end of the relevant quarter.
- (d) **Class "S" Shares**, which are restricted to Sub-Funds of the Company. The Class "S" Shares are subject to a taxe d'abonnement of 0.01% of its net assets, which is calculated and payable quarterly at the end of the relevant quarter.
- (e) **Class "E" Shares**, which are restricted to institutional investors within the meaning of Article 174 of the Law of 2010. The Class "E" Shares are subject to a taxe d'abonnement of 0.01% of its net assets, which is calculated and payable quarterly at the end of the relevant quarter.
- (f) **Class "AM" Shares**, which are, unless otherwise specified in the Data Sheet, restricted to institutional investors within the meaning of Article 174 of the Law of 2010 that have concluded an asset management agreement with Swiss Life Asset Management AG or other entity belonging to Swiss Life group. The Class "AM" Shares are subject to a taxe d'abonnement of 0.01% of its net assets, which is calculated and payable quarterly at the end of the relevant quarter.

In all Classes, Shares can be either (i) distribution shares, which



basically entitle to an annual dividend and which reduce their Net Asset Value by an amount corresponding to the distribution made ("Distribution Shares"), or (ii) capitalisation shares which do not entitle to a dividend and whose Net Asset Value is not changed on the dividend payment date, the percentage of the total Net Asset Value attributable to the capitalisation shares being increased accordingly ("Capitalisation Shares").

Shareholders may have their Shares exchanged for Shares of another Class of Shares within the same Sub-Fund or for Shares of another Sub-Fund. This exchange is carried out at the ratio between the value of the exchanged Shares and the Shares to be allotted in the new Class of the day.

Fractional Shares up to three decimal places will only be issued for registered Shares. Fractional Shares do not convey any voting rights, but participate proportionately in the profits distributions and liquidation proceeds.

The Shares of each Sub-Fund are of no par value and convey no preferential or pre-emptive rights upon the issue of new Shares. Each Share is entitled to one vote at the general meeting of Shareholders, regardless of its Net Asset Value.

Additional Classes of Shares may be established in any Sub-Fund from time to time without the approval of investors. New Classes of Shares will be added to APPENDIX 1. Such new Classes may be issued on terms and conditions that differ from the existing Classes of Shares. The list and details of the Share Classes established within each Sub-Fund, if any, are set out in APPENDIX 1. The list of active Classes of Shares currently available for subscription in each jurisdiction may be obtained from the Management Company upon request.

#### **Dividend Policy**

The annual general meeting ("AGM") decides what use is to be made of the annual net profits as shown in the accounts on the last day of August each year, on the basis of proposals put forward by the Directors.

It is not the Company's intention to pay out dividends on Capitalisation Shares. Nevertheless the AGM may decide each year on proposals made by Directors on this matter. Dividends shall however be paid out on Distribution Shares.

The AGM reserves the right to distribute the net assets of each of the Company's Sub-Funds to such an extent that only the minimum legal capital remains. The nature of the distribution (net investment income or capital) will be recorded in the Company's financial statements.

Any decision of the AGM to distribute dividends to the shareholders of a particular Sub-Fund requires the prior approval of the shareholders of that Sub-Fund, voting to the same majority as indicated in the Articles.

The Directors may decide to pay interim dividends.

#### **Payment of Dividend**

Dividends and interim dividends attributed to Shares will be paid on the date and at the place designated by the Directors in the Reference Currency of the Sub-Fund in question.

Dividends and interim dividends to be paid out and not collected by Shareholders within five years from the payment date will lapse and revert to the Sub-Fund. No interest will be paid on unclaimed dividends, or interim dividends, which are held by the Company up to the above expiry date in the name of the Shareholders to whom these amounts are due.

#### **VALUATION AND PRICES**

The Administrator shall determine the Net Asset Value of the Shares in accordance with the Articles of the Company by reference to prices obtained at the Valuation Point preceding the Valuation Day. The Net Asset Value per Share shall be expressed in the Reference Currency of the relevant Sub-Fund and shall be calculated in the case of each Sub-Fund by dividing the assets of such Sub-Fund less its liabilities (to include a provision for duties and charges) by the number of Shares in issue in respect of such Sub-Fund.

In the event of further Classes of Shares being created in a Sub-Fund, the Net Asset Value per Share of each Class of Share in a Sub-Fund shall be determined by calculating that portion of the Net Asset Value attributable to each Class by reference to the number of Shares in issue or deemed to be in issue in each Class on the relevant Valuation Day subject to adjustment to take account of assets and/or liabilities attributable to each Class.

The method of establishing the value of any assets and liabilities of the Company as set out in the Articles provides the value of an investment which is quoted, listed or normally dealt on a Regulated Market, a stock exchange in an Other State or on any Other Regulated Market will normally be the last available closing price or quotation on such market as at the relevant Valuation Day (or, if no trading shall take place in that market on that Valuation Day on the last day on which trading in that market took place before that Valuation Day) for such amount and quantity of that investment as the Administrator considers to provide a fair criterion.

If an investment is listed or traded on a Regulated Market, a stock exchange in an Other State or on any Other Regulated Market, but acquired or traded at a premium or at a discount outside or off the relevant market, the Administrator may take into account the level of premium or discount at the date of the valuation.

If an investment is quoted, listed or normally dealt in on more than one Regulated Market, a stock exchange in an Other State or on any Other Regulated Market, the Administrator will adopt the closing price or quotation on the market which, in the Administrator's opinion, provides the principal market for such investment.

Where in regard to any investment which is listed or normally dealt in on a Regulated Market, a stock exchange in an Other State or on any Other Regulated Market but in respect of which for any reason the closing price is unavailable at any relevant time or does not in the opinion of the Directors, reflect their fair value, the value thereof shall be the probable realisation value estimated with care and in good faith by a competent person approved for that purpose by the Administrator.

The value of any investment which is not quoted, listed or normally dealt in on a Regulated Market, a stock exchange in an Other State or on any Other Regulated Market shall be the probable realisation value estimated with care and in good faith by a competent person approved for that purpose by the Administrator.

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.

The value of Transferable Securities, Money Market Instruments and any financial assets listed or dealt in on a Regulated Market, a stock exchange in an Other State or on any Other Regulated Market (as defined in the sales documents for the shares of the Company) shall be based on the last available price on the relevant market which is normally the principal market of such assets.

In the event that any assets are not listed or dealt in on any Regulated Market, any stock exchange in an Other State or on any Other Regulated Market, or if, with respect to assets listed or dealt in on any such markets, the price as determined pursuant to the above paragraph is, in the opinion of the Board of Directors, 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 by the Board of Directors.

The Board of Directors may authorise the use of the amortised cost method of valuation for short-term transferable debt securities in certain Sub-Funds of the Company. This method involves valuing a security at its cost and thereafter assuming a

constant amortization to maturity of any discount or premium regardless of the impact of fluctuating interest rates on the market value of the security or other instrument. While this method provides certainty in valuation, it may result in periods during which the value as determined by amortised cost, is higher or lower than the price the Sub-Fund would receive if it sold the securities. For certain short term transferable debt securities, the yield to a shareholder may differ somewhat from that which could be obtained from a similar sub-fund which marks its portfolio securities to market each day.

The liquidating value of futures, forward or options contracts not traded on Regulated Markets, stock exchanges in Other States or on Other Regulated Markets shall mean their net liquidating value determined, pursuant to the policies established prudently and in good faith 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 Regulated Markets, stock exchanges in Other States or on Other Regulated Markets shall be based upon the last available settlement prices of these contracts on Regulated Markets, stock exchanges in Other States or on other Regulated Markets on which the particular futures, forward or options contracts are traded by the Company; provided that if a futures, forward or option 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.

Units or shares of open-ended UCITS and/or UCI will be valued at their last determined and available net asset value or, if such price is not representative of the fair market value of such assets, then the price shall be determined by the Board of Directors on a fair and equitable basis. Units or shares of a closed-ended UCI will be valued at their last available stock market value.

Interest rate swaps will be valued at their market value established by reference to the applicable interest rates curve. Index and financial instruments related swaps will be valued at their market value established by reference to the applicable index or financial instrument. The valuation of the index or financial instrument relating swap agreement shall be based upon the market value of such swap transaction established in good faith. Total return swaps will be valued on a consistent basis.

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

Values expressed in a currency other than the relevant Reference Currency will be converted into the Reference Currency at the latest available exchange rate.

In the event of its being impossible or incorrect to carry out a valuation of a specific asset in accordance with the valuation rules set out above, the Directors are entitled to use another generally recognised valuation method in order to reach a proper valuation of that specific asset, provided that the alternative method of valuation is approved by the Administrator.

In the absence of bad faith, negligence or manifest error, every decision taken by the Directors or their delegate in calculating the Net Asset Value of a Sub-Fund or the Net Asset Value per Share, shall be final and binding on the Company and present, past and future Shareholders.

## SUBSCRIPTION REQUESTS

Initial subscriptions in any Sub-Fund may be accepted upon receipt of a duly completed application form by the Registrar Agent or the local Paying Agent.

For subsequent applications for Shares in a Sub-Fund, a Shareholder may simply submit a request in writing to the Registrar Agent or the local Paying Agent and need not complete an additional application form.

Applications for Shares may be made every day to the Registrar Agent, and also at the counters of other establishments designated by the Company where the Prospectuses are

available.

The subscription list is closed at 15.00h (Central European Time) on the Order Day preceding a Valuation Day. Subscription orders received by the Registrar Agent at any time after 15.00h (Central European Time) will be dealt with on the following Valuation Day.

Payment for subscribed Shares shall be made in the Sub-Fund's Reference Currency or in any freely convertible currency confirmed by the Registrar Agent. Payments in any currency other than a Sub-Fund's Reference Currency will be converted into the Reference Currency for the Sub-Fund in which the investment is to be made at a rate of exchange obtained by the Registrar Agent and at the expense of the investor. Subscription orders are usually only executed once the Depositary has confirmed actual receipt of the subscription price.

Where instructions are given by fax, the original application must be delivered to the Registrar Agent or the local Paying Agent as soon as possible thereafter.

Cleared funds must be received by the Depositary within three Business Days after the Order Day. If the Depositary does not receive the funds in time, the Directors may, in the best interests of the Company, either (i) cancel the purchase order and return the funds to the investor or (ii) compulsorily redeem the shares of the investor. The investor will be liable for the costs of late or non-payment.

The Company reserves the right to accept or refuse any application in whole or in part at its discretion.

The Company may, on its own responsibility and in conformity with this Prospectus, accept securities in payment for a subscription if it deems this to be in the existing Shareholders' interests. However, the securities accepted as payment for a subscription must satisfy the criteria of the investment policy of the respective Sub-Fund. In this case, issue of the Shares is not subject to the subscription fee.

For all securities accepted in payment of a subscription, an auditor will be required to draw up a valuation report giving the quantity, denomination, and method of valuation adopted for these securities. This report will also specify the total value of the securities, expressed in the Sub-Fund's Reference Currency. The securities accepted in payment of a subscription are valued for the purpose of the transaction at the latest available market bid price on the Business Day on which the Net Asset Value applicable to the subscription is calculated. The Board of Directors may refuse to accept any securities offered in payment of a subscription, at its own discretion and without having to justify its decision. Any taxes or (brokerage) fees that may be associated with a subscription are paid by the subscriber. Under no circumstances may these costs exceed the maximum authorised by the laws, ordinances or general banking practices of the countries in which the Shares are acquired.

Fractional Shares may be allotted or issued where the aggregate subscription monies received from any applicant are insufficient to purchase an integral number of Shares. The Registrar Agent reserves the right to reject in whole or in part any application for Shares in the Company.

## Anti-Money Laundering Procedures

Measures aimed at the prevention of money laundering will require an applicant to verify his identity to the Company and the Registrar Agent. This obligation is absolute unless

- (a) the application is made via a recognised financial intermediary; or
- (b) the subscriber makes the subscription payment from an account held in such subscriber's name at a recognised financial institution.

These exceptions will only apply if such financial institution or intermediary is within a country recognised by Luxembourg as having equivalent anti-money laundering regulations and the institutions or intermediaries concerned provide the Company or the Registrar Agent with a letter verifying the identity of the investor concerned.

The Registrar Agent will notify subscribers if proof of identity is required. By way of example, an individual will be required to

produce a copy of a passport or identification card duly certified by a public authority such as a notary public, the police or the ambassador in his country of residence, together with evidence of his address such as a utility bill or bank statement. In the case of corporate applicants, this will require production of a certified copy of the certificate of incorporation (and any change of name), bye-laws, memorandum and articles of association (or equivalent), and the names and addresses of all directors and/or beneficial owners.

The Registrar Agent reserves the right to request such documentation as is necessary to verify the identity of the applicant. This may result in Shares being issued on a Valuation Day subsequent to the Valuation Day on which the applicant initially wished to have Shares issued to him.

It is further acknowledged that the Registrar Agent, in the performance of its delegated duties, shall be held harmless by the subscriber against any loss arising as a result of a failure to process the subscription if such information as has been requested by the Registrar Agent has not been provided by the applicant.

#### **Subscription Price of Shares**

Shares are issued at their Net Asset Value determined on the Valuation Day of their issue or allotment. In addition, a subscription fee reverting to the distributors on the issue of Shares not exceeding 5% of the price at which the Shares are allotted or issued may be imposed.

#### **Minimum Investment Required**

**Class R Shares:** the minimum initial investment in any Sub-Fund is one share.

**Class I Shares:** the minimum initial investment in any Sub-Fund is ten shares.

**Class Q Shares:** the minimum initial investment in any Sub-Fund is one hundred shares.

**Class S Shares:** the minimum initial investment in any Sub-Fund is one hundred shares.

**Class E Shares:** the minimum initial investment in any Sub-Fund is specified in APPENDIX 1.

**Class AM Shares:** the minimum initial investment in any Sub-Fund is ten shares.

#### **Share Certificates**

Registered Shares may be received in the form of share certificates or a confirmation note documenting the investment. Share certificates, however, will only be issued on request. In all cases, Shareholders will get an individual confirmation of investment. All registered Shares must be entered in a register maintained by the Registrar Agent. The register will contain the name of each Shareholder, their address or chosen domicile and the number of Shares held. Every issue, repurchase or transfer of a registered Share must be entered in the register.

Share transfer forms for the transfer of registered Shares are available at the registered office of the Company and from the Depositary.

#### **Market Timing and Late Trading**

Subscriptions and conversions of Shares should be made for investment purposes only. The Company does not permit market-timing or other excessive trading practices. Excessive, short-term (market-timing) trading practices may disrupt portfolio management strategies and harm fund performance. To minimise harm to the Company and the Shareholders, the Directors or the Registrar Agent on their behalf have the right to reject any subscription or conversion order, or levy in addition to any subscription, redemption or conversion fees which may be charged, a fee of up to 2% of the value of the order for the benefit of the Company from any investor who is engaging in excessive trading or has a history of excessive trading or if an investor's trading, in the opinion of the Directors, has been or may be disruptive to the Company or any of the Sub-Funds. In making this judgment, the Directors may consider trading done in

multiple accounts under common ownership or control. The Directors also have the power to redeem all Shares held by a Shareholder who is or has been engaged in excessive trading. Neither the Directors nor the Company nor the Administrative Agent will be held liable for any loss resulting from rejected orders or mandatory redemptions.

Subscriptions, redemptions and conversions are dealt with at an unknown Net Asset Value per Share.

#### **REDEMPTION REQUESTS**

Shareholders may request that Shares be redeemed on any Valuation Day by contacting the Registrar Agent or the local Paying Agent and completing the redemption request form (on the reverse of the Share certificate or available from the Registrar Agent or the local Paying Agent) and forwarding it to the Registrar Agent or the local Paying Agent by facsimile or by post to be received by the Registrar Agent no later than 15.00h (Central European Time) on the Order Day preceding a Valuation Day. Redemption requests received by the Registrar Agent at any time after 15.00h (Central European time) will be dealt with on the following Valuation Day.

Redemption requests must be accompanied by the Share certificate (if any) duly endorsed by the Shareholder or such other evidence of ownership as the Registrar Agent may request. Unless otherwise agreed with the Registrar Agent, redemption proceeds will generally be paid to the Shareholder three Business Days after the relevant Order Day. If redemption and conversion requests in respect of any Class exceed 10% of the Shares issued in that Class the Company may defer the excess redemption and conversion requests to subsequent Valuation Days and shall redeem or convert such Shares on a pro rata basis for each Shareholder.

The Company will only process redemption applications that it considers clear and complete. Applications will be considered complete only if the Registrar Agent has received all information and supporting documentation it deems necessary to process the application. Unclear or incomplete applications may lead to delays in their execution. The Company will not accept liability for any loss suffered by applicants as a result of unclear or incomplete applications.

#### **Redemption Proceeds**

The Shares shall be redeemed at the Net Asset Value per Share obtained on the Valuation Day on which redemption is effected, calculated in accordance with the Articles.

#### **Mandatory Redemption**

Shareholders are required to notify the Registrar Agent immediately in the event that they become United States Persons (APPENDIX 2). The Company reserves the right to redeem any Shares which are or become owned, directly or indirectly, by United States Persons or if the holding of the Shares by any person is unlawful or detrimental to the interests of the Company or otherwise prohibited by the Articles.

#### **CONVERSION OF SHARES**

Shareholders are entitled to convert their Shares in any Sub-Fund or Class of Shares to Shares of any other Sub-Fund or Class of Shares on giving notice to the Registrar Agent in such form as the Registrar Agent may request. The number of Shares in the new Sub-Fund or Class of Shares is arrived at by valuing the Shares to be converted and multiplying that value by the currency conversion factor, then deducting a conversion fee (if any). This conversion fee would not exceed 0.5% of the value of the Shares to be converted. The result is then divided by the Net Asset Value of the Shares in the new Sub-Fund or Class of Shares.

If redemption and conversion requests in respect of any Class exceed 10% of the Shares issued in that Class the Company may defer the excess redemption and conversion requests to

subsequent Valuation Days and shall redeem or convert such Shares on a pro rata basis for each Shareholder.

Conversion will be carried out using the following formula:

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

- A being the number of Shares to be allotted in the new Sub-Fund or Class of Shares;
- B being the number of Shares to be converted in the initial Sub-Fund or Class of Shares;
- C being the Net Asset Value, on the applicable Valuation Day, of the Shares to be converted in the initial Sub-Fund or Class of Shares;
- D being the exchange rate applicable on the Valuation Day for the currencies of the two Sub-Funds or Classes of Shares;
- E being the conversion fee;
- F being the Net Asset Value, on the applicable Valuation Day, of the Shares to be allotted in the new Sub-Fund or Class of Shares.

### TEMPORARY SUSPENSION OF NET ASSET VALUE CALCULATION, SUBSCRIPTIONS, REDEMPTIONS AND CONVERSIONS

The Directors may temporarily suspend the determination of the Net Asset Value and the subscription, redemption and conversion of the Shares in respect of any Sub-Fund:

- (a) during any period when any of the principal stock exchanges or other markets on which a substantial portion of the investments of the Company attributable to such Sub-Fund from time to time is quoted or dealt in is closed otherwise than for ordinary holidays, or during which dealings therein are restricted or suspended; or
- (b) during the existence of any state of affairs which constitutes an emergency in the opinion of the Directors as a result of which disposal or valuation of assets owned by the Company attributable to such Sub-Fund would be impracticable; or
- (c) during any breakdown in the means of communication or computation normally employed in determining the price or value of any of the investments of such Sub-Fund or the current price or value on any stock exchange or other market in respect of the assets attributable to such Sub-Fund; or
- (d) during any period when the Company is unable to repatriate funds for the purpose of making payments on the redemption of the shares of such Sub-Fund 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 Directors be effected at normal rates of exchange; or
- (e) when for any other reason the prices of any investments owned by the Company attributable to any Sub-Fund cannot promptly or accurately be ascertained; or
- (f) upon the publication of a notice convening a general meeting of shareholders for the purpose of resolving the winding-up of the Company.

Any such suspension shall be published by the Company in the *Luxemburger Wort*.

### DATA PROTECTION

The Company collects, stores and processes by electronic or other means the data supplied by Shareholders at the time of their subscription for the purpose of fulfilling the services required by the Shareholders and complying with its legal obligations.

The data processed includes the name, address and invested amount of each Shareholder (the "Personal Data").

The investor may, at his/her/its discretion, refuse to communicate

the Personal Data to the Company. In this case however the Company may reject his/her/its request for subscription of Shares in the Company.

In particular, the data supplied by Shareholders is processed for the purpose of (i) maintaining the register of Shareholders, (ii) processing subscriptions, redemptions and conversions of Shares and payments of dividends to Shareholders, (iii) performing controls on late trading and market timing practices, (iv) complying with applicable anti-money laundering rules.

The Company can delegate the processing of the Personal Data to another entity (the "Processors") located in the European Union or any other country which applies an adequate level of protection as defined in the Luxembourg law of 2 August 2002 relating to the protection of persons concerning the treatment of their personal data, as amended from time to time (such as the Administrative Agent, the Registrar Agent, the Management Company, the Portfolio Manager and the promoter). Each Shareholder has a right to access his/her/its Personal Data and may ask for a rectification thereof in cases where such data is inaccurate and incomplete. In relation thereto, the Shareholder can ask for a rectification by letter addressed to the Company.

The Shareholder has a right of opposition regarding the use of its Personal Data for marketing purposes. This opposition can be made by letter addressed to the Company.

### WINDING UP PROVISIONS

#### Dissolution of the Company

The Company may at any time be dissolved by a resolution of the general meeting of Shareholders subject to the quorum and majority requirements applicable for amendments to the Articles.

Whenever the share capital falls below two-thirds of the minimum capital of the Company, the question of the dissolution of the Company shall be referred to the general meeting by the Directors. The general meeting, for which no quorum shall be required, shall decide by simple majority of the votes of the Shares represented at the meeting.

The question of the dissolution of the Company shall further be referred to the general meeting whenever the share capital falls below one-fourth of the minimum capital of the Company; in such an event, the general meeting shall be held without any quorum requirements and the dissolution may be decided by Shareholders holding one-fourth of the votes of the Shares represented at the meeting.

The meeting must be convened so that it is held within a period of forty days from ascertainment that the net assets of the Company have fallen below two-thirds or one-fourth of the legal minimum, as the case may be.

If the Directors decide that it is in the best interests of Shareholders to wind up the Company, the secretary shall forthwith at the Directors' request, convene an extraordinary general meeting of the Shareholders to consider a proposal to appoint a liquidator to wind up the Company. The liquidator, on appointment, will firstly apply the assets of the Company in satisfaction of creditors' claims as he deems appropriate. The assets of the Company will then be distributed amongst the Shareholders.

On a winding-up, some or all of the assets of the Company may be distributed to Shareholders by way of in specie distribution in accordance with the provisions of the Articles. In such circumstances, a Shareholder may elect not to accept such an in specie distribution but to be paid in cash instead.

#### Termination of the Sub-Funds

In the event that for any reason the value of the total net assets in any Sub-Fund has not reached or has decreased to an amount determined by the Directors to be the minimum level for such Sub-Fund to be operated in an economically efficient manner, or in case of a substantial modification in the political, economic or monetary situation or as a matter of economic rationalisation, the Directors may decide to redeem all the Shares of the relevant

Sub-Fund at the Net Asset Value per Share (taking into account actual realisation prices of investments and realisation expenses) calculated on the Valuation Day at which such decision shall take effect. The Company shall serve a written notice to the holders of the relevant Shares prior to the effective date for the compulsory redemption which will indicate the reasons and the procedure for the redemption operations. Unless it is otherwise decided 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 free of charge (but taking into account actual realisation prices of investments and realisation expenses) prior to the date effective for the compulsory redemption.

Notwithstanding the powers conferred to the Directors by the preceding paragraph, the general meeting of Shareholders of any Sub-Fund may, upon proposal from the Directors, redeem all the Shares of the relevant Sub-Fund and refund to the Shareholders the Net Asset Value of their Shares (taking into account actual realisation prices of investments and realisation expenses) calculated on the Valuation Day at which such decision shall take effect. There shall be no quorum requirements for such general meeting of Shareholders which shall decide by resolution taken by simple majority of those present or represented and voting at such meeting.

Assets which may not be distributed to their beneficiaries upon the implementation of the redemption will be deposited with the Depositary for a period not exceeding the regulatory requirements; after such period, the assets will be deposited with the *Caisse de Consignations* on behalf of the persons entitled thereto.

All redeemed Shares may be cancelled.

#### **Merger of the Company or of the Sub-Funds**

Mergers of the Company or of the Sub-Funds are organised in compliance with the Law of 2010, and as described below. Any costs associated with the preparation and the completion of the merger shall neither be charged to the Company nor to its Shareholders.

#### **A) Merger decided by the Board of Directors**

The Board of Directors may decide to proceed with a merger (within the meaning of the Law of 2010) of the Company or of one of the Sub-Funds, either as receiving or absorbed UCITS or Sub-Fund, subject to the conditions and procedures imposed by the Law of 2010, in particular concerning the merger project and the information to be provided to the Shareholders, as follows:

##### **2. Merger of the Company**

The Board of Directors may decide to proceed with a merger (within the meaning of the Law of 2010) of the Company, either as receiving or absorbed UCITS, with (i) another Luxembourg or foreign UCITS (the "New UCITS") or (ii) a sub-fund thereof, and, as appropriate, to redesignate the Shares of the Company concerned as Shares of this New UCITS, or of the relevant sub-fund thereof as applicable.

In case the Company involved in a merger is the receiving UCITS (within the meaning of the Law of 2010), solely the Board of Directors will decide on the merger and effective date thereof.

In case the Company involved in a merger is the absorbed UCITS (within the meaning of the Law of 2010), and hence ceases to exist, the general meeting of Shareholders, rather than the Board of Directors, has to approve, and decide on the effective date of, such merger by a resolution adopted with no quorum requirement and at a simple majority of the votes cast at such meeting.

##### **3. Merger of the Sub-Funds**

The Board of Directors may decide to proceed with a merger of any Sub-Fund, either as receiving or absorbed Sub-Fund, with (i) another existing Sub-Fund within the Company or another sub-fund within a New UCITS (the "New Sub-Fund"); or (ii) a New UCITS, and, as appropriate, to redesignate the Shares of the Sub-Fund concerned as Shares of the New UCITS, or of the New Sub-Fund as applicable.

#### **B) Mergers decided by the Shareholders**

Notwithstanding the powers conferred to the Board of Directors by the preceding section, the general meeting of Shareholders may decide to proceed with a merger (within the meaning of the Law of 2010) of the Company or of one of the Sub-Funds, either as receiving or absorbed UCITS or Sub-Fund, subject to the conditions and procedures imposed by the Law of 2010, in particular concerning the merger project and the information to be provided to the Shareholders, as follows:

##### **1. Merger of the Company**

The general meeting of Shareholders may decide to proceed with a merger of the Company, either as receiving or absorbed UCITS (within the meaning of the Law of 2010), with (i) a New UCITS; or (ii) a new sub-fund thereof.

The merger decision and the effective date of the merger shall be adopted by the general meeting of Shareholders with no quorum requirement and adopted at a simple majority of the votes validly cast at such meeting.

##### **2. Mergers of the Sub-Funds**

The general meeting of Shareholders of a Sub-Fund may also decide to proceed with a merger of the relevant Sub-Fund, either as receiving or absorbed Sub-Fund, with (i) any New UCITS; or (ii) a New Sub-Fund by a resolution adopted with no quorum requirement at a simple majority of the votes validly cast at such meeting.

#### **C) Rights of the Shareholders**

Shareholders will in any case be entitled to request, without any charge other than those retained by the Company or the Sub-Fund to meet disinvestment costs, the repurchase or redemption of their Shares, or, where possible, to convert them into units or Shares of another UCITS pursuing a similar investment policy and managed by the Management Company or by any other company with which the Management Company is linked by common management or control, or by substantial direct or indirect holding, in accordance with the provisions of the Law of 2010.

### **REPORTS AND INFORMATION FOR SHAREHOLDERS**

#### **Reports**

In each year the Directors shall prepare an annual report and audited annual accounts as well as a semi-annual report and unaudited semi-annual accounts for the Company.

Annual accounts shall be made up to 31 August in each year and unaudited semi-annual accounts shall be made up to the last day of February in each year. Audited annual reports and unaudited semi-annual reports incorporating financial statements will be made available for inspection by the Shareholders at the registered office of the Company.

#### **Notices to Shareholders**

Any other information intended for the Shareholders will be published on the RESA in Luxembourg, if such publication is prescribed in the Articles or in this Prospectus. Information may also be published in the *Luxemburger Wort* and by the offices listed in APPENDIX 2.

#### **Publication of Share Prices**

The Net Asset Value of the Shares shall be made public at the registered office of the Administrator in Luxembourg. The Directors may subsequently decide to publish Net Asset Values in any newspapers listed in APPENDIX 2.

#### **Supply and Inspection of Documents**

The Articles, this Prospectus, the applicable Key Investor Information Document, the annual and semi-annual reports, the agreements with the Management Company, the Depositary, the Administrator, the Registrar Agent, the Portfolio Manager and the legally designated Paying Agents in the countries in which the Sub-Funds are registered for sale are available for inspection by the public at the registered offices of the Company or local

representatives where copies of these documents may be obtained free of charge.

Procedures relating to the Management Company which Luxembourg laws and regulations require to be made available to investors for consultation (including remuneration policy, complaints handling, conflict of interest and voting rights policies) may be obtained from the Management Company upon request free of charge and/or are available on website <https://www.swisslife-am.com/#Contact>.

### Changes to this Prospectus

The Board of Directors, in close cooperation with the Management Company, may from time to time amend this Prospectus to reflect various changes it deems necessary and in the best interest of the Company, such as implementing changes to laws and regulations, changes to a Sub-Fund's objective and policy or changes to fees and costs charged to a Sub-Fund. Any amendment of this Prospectus will require approval by the Regulatory Authority prior to taking effect. In accordance with applicable laws and regulations, investors in the Sub-Fund will be informed about the changes and, where required, will be given prior notice of any proposed material changes in order for them to request the redemption of their Shares should they disagree.

### FEES AND EXPENSES

The following fees and expenses, if applicable to a Sub-Fund, are payable out of the Sub-Fund's net assets:

- (a) an annual Management Company Fee amounting to a maximum of EUR 3,000 per Sub-Fund payable to the Management Company;
- (b) a Management Fee at a maximum rate as set out in APPENDIX 1 of the Net Asset Value of the Sub-Fund per annum calculated daily and payable quarterly in arrears to (i) the Management Company, and/or – either directly or indirectly – to (ii) the Portfolio Managers, (iii) the distributors of the Shares, as may be designated by the Management Company, and (iv) Swiss Life Asset Management AG for its services rendered under the agreement relating to the provision of supporting services;
- (c) additional fees by way of a performance fee or otherwise as shall be agreed prior to the commencement of the initial subscription period of the Sub-Fund concerned and disclosed herein may be charged. The calculation and the rules of such performance fee are described further down in this paragraph. Whether a Sub-Fund is subject to such performance fee is disclosed in APPENDIX 1;
- (d) a custody fee calculated daily and payable to the Depositary monthly in arrears. The custody fee may vary depending on the type of assets held in custody. The Depositary will also be reimbursed its correspondent fees (at normal commercial rates). The depositary fee including any sub-custodian fees shall be at a specified maximum rate of 0.07% (excluding transaction fees) of the Net Asset Value of the Sub-Fund per annum;
- (e) an administration fee calculated daily and payable to the Administrator monthly in arrears at the maximum rate of 0.56% of the Net Asset Value of the Sub-Fund per annum;
- (f) a registrar and transfer fee calculated daily and payable to the Registrar Agent monthly in arrears at the maximum rate of 0.03% (excluding transaction fees) of the Net Asset Value of the Sub-Fund per annum;
- (g) the fees and expenses of the Directors;
- (h) the fees and expenses of the Auditors;
- (i) the initial organisation tax of EUR 1,250, the subscription tax (*Taxe d'Abonnement*) and other fees payable to the supervisory authorities;
- (j) the expenses for establishing and maintaining the Company and the Sub-Funds and registering and maintaining the registration of the Company, the Sub-Funds and the Shares with any governmental or regulatory

authority or with any Regulated Market;

- (k) the expenses for preparing, translating, printing and distributing of Prospectuses, sales literature, reports and other circulars relating to the Company to Shareholders, the Regulatory Authority and governmental agencies;
- (l) the expenses of publishing details and prices of Shares in newspapers and other publications;
- (m) the charges and expenses of legal counsel in connection with the Company or in relation to Shareholders or otherwise rendered in relation to the Company at the request of the Administrator;
- (n) the preliminary expenses not exceeding EUR 100,000 (including, without limitation, legal and accountancy fees, translation and printing costs) incurred by the Administrator or the Depositary in connection with the establishment and promotion of the Company and in addition the expenses incurred by the Administrator or the Depositary in connection with the first issue of Shares in each Sub-Fund (to be amortised over a period of not exceeding five years);
- (o) all fiscal charges in relation to purchases and sales of securities in the Sub-Funds;
- (p) all usual transaction charges and fees levied by paying agents which will be disclosed in the reports of the Company;
- (q) commissions and brokerage fees;
- (r) all fees payable to the Company's representative in Switzerland or elsewhere;
- (s) membership fees paid to professional associations and stock market organisations which the Company decides to join in its own interest and in the interest of the Shareholders;
- (t) other operating expenses; and
- (u) any fees reasonably incurred by the Depositary in the proper performance of its duties.

### Performance Fee

If applicable (see APPENDIX 1), the performance fee is calculated by reference to a percentage determined by the Directors of the Company. The exact percentages, the selected percentage figure and the calendar quarter to which any given remuneration applies will be published retroactively in the Company's regular reports.

The performance fee calculation adheres to the High Water Mark principle which foresees that performance fees will only be accrued and paid if the Net Asset Value per Share of the relevant Sub-Fund at the end of any calendar quarter exceeds the highest Net Asset Value per Share of the relevant Sub-Fund at which a performance has ever been paid („High Water Mark“).

The performance fee is also geared to the following rules:

- (a) In the case of the Swiss Life Funds (LUX) Multi Asset Classic (EUR) Sub-Fund, the hurdle rate for the calculation of the performance fee is set at 0.875% per calendar quarter. The performance fee amounts to no more than 15% of the sum that is above the hurdle rate and the High Water Mark of this Sub-Fund.
- (b) In the case of the Swiss Life Funds (LUX) Multi Asset Dynamic (EUR) Sub-Fund, the hurdle rate for the calculation of the performance fee is set at 1.125% per calendar quarter. The performance fee amounts to no more than 15% of the sum that is above the hurdle rate and the High Water Mark of this Sub-Fund.
- (c) The accrued performance fee will be calculated daily throughout the duration of the mandate held by the Portfolio Managers.
- (d) Any given positive balance of such accrued and set aside performance fees will be paid within the first ten Business Days after the end of the calendar quarter.
- (e) If a Shareholder redeems or switches all or part of their Shares before the end of a performance period, any

accrued performance fee with respect to such Shares will crystallise on that Business Day and will then become payable to the Management Company.

### Multiplication of Fees

If the Management Company acquires units of other UCIs that are managed directly or indirectly by the Management Company itself or a company with which it is related by virtue of common management or control or by way of a direct or indirect stake of more than 10% of the capital or votes ("Related Target Funds"), no issuing or redemptions commissions of the Related Target Funds may be charged.

### TAXATION

The following information is of a general nature only and is based on the Board of Directors' understanding of certain aspects of the laws and practice in force in Luxembourg as of the date of this Prospectus. It does not purport to be a comprehensive description of all of the tax considerations that might be relevant to an investment decision. It is included herein solely for preliminary information purposes. It is not intended to be, nor should it be construed to be, legal or tax advice. It is a description of the essential material Luxembourg tax consequences with respect to the Shares and may not include tax considerations that arise from rules of general application or that are generally assumed to be known to Shareholders. This summary is based on the laws in force in Luxembourg on the date of this Prospectus and is subject to any change in law that may take effect after such date. Prospective Shareholders should consult their professional advisors with respect to particular circumstances, the effects of state, local or foreign laws to which they may be subject and as to their tax position.

Please be also aware that the residence concept used under the respective headings below applies for Luxembourg income tax assessment purposes only. Any reference in the present section to a tax, duty, levy impost or other charge or withholding of a similar nature refers to Luxembourg tax law and/or concepts only. Also, please note that a reference to Luxembourg income tax generally encompasses corporate income tax (*impôt sur le revenu des collectivités*), municipal business tax (*impôt commercial communal*), a solidarity surcharge (*contribution au fonds pour l'emploi*), as well as personal income tax (*impôt sur le revenu*). Corporate taxpayers may further be subject to net wealth tax (*impôt sur la fortune*), as well as other duties, levies or taxes. Corporate income tax, municipal business tax, as well as the solidarity surcharge invariably apply to most corporate taxpayers resident of Luxembourg for tax purposes. Individual taxpayers are generally subject to personal income tax, the solidarity surcharge and to a temporary tax (*impôt d'équilibrage budgétaire*). Under certain circumstances, where an individual taxpayer acts in the course of the management of a professional or business undertaking, municipal business tax may apply as well.

Investors should consult their professional advisers on the possible tax and other consequences of their subscribing for, purchasing, holding, selling or redeeming Shares under the laws of their country of incorporation, establishment, citizenship, residence or domicile.

### Taxation of the Company in Luxembourg

#### 1. Subscription Tax

The Company is currently not liable to any Luxembourg tax on profits or income. The Company is, however, liable in Luxembourg to a subscription tax ("*taxe d'abonnement*") of 0.05% per annum of its Net Asset Value, such tax being payable quarterly on the basis of the value of the aggregate net assets of the Sub-Funds at the end of the relevant calendar quarter.

The rate is however reduced to 0.01% per annum for:

- (a) undertakings whose sole object is the collective investment in Money Market Instruments and the placing of deposits with credit institutions;

- (b) undertakings whose sole object is the collective investment in deposits with credit institutions;
- (c) individual compartments of UCIs with multiple compartments as well as for individual classes of securities issued within a UCI or within a compartment of a UCI with multiple compartments, provided that the securities of such compartments or classes are reserved to one or more institutional investors.

Are further exempt from the subscription tax:

- (a) the value of the assets represented by units held in other UCIs, provided such units have already been subject to the subscription tax provided for in Article 174 of the Law of 2010 or in Article 68 of the law of 13 February 2007 on specialised investment funds;
- (b) UCIs, as well as individual compartments of UCIs with multiple compartments (i) whose securities are reserved for institutional investors, and (ii) whose sole object is the collective investment in Money Market Instruments and the placing of deposits with credit institutions, and (iii) whose weighted residual portfolio maturity does not exceed 90 days, and (iv) that have obtained the highest possible rating from a recognised rating agency;
- (c) UCIs, as well as individual compartments of umbrella funds, whose securities are reserved for (i) institutions for occupational retirement pension or similar investment vehicles, set up on one or more employers' initiative for the benefit of their employees and (ii) companies of one or more employers investing funds they hold, to provide retirement benefits to their employees;
- (d) UCIs as well as individual compartments of UCIs with multiple compartments whose main objective is the investment in microfinance institutions;
- (e) for exchange-traded funds as defined by Article 175 e) of the Law of 2010.

#### 2. Other Taxes

No stamp duty or other tax is payable at a proportional rate in Luxembourg on the issue of Shares against cash. Any amendment to the Articles is generally subject to a fixed registration duty of seventy-five Euro (EUR 75.-). No Luxembourg tax is payable on the realized capital appreciation of the assets of the Company.

The Company is exempt from net wealth tax.

The Company may be subject to withholding tax on dividends and interest and to tax on capital gains in the country of origin of its investments. As the Company itself is exempt from income tax, withholding tax levied at source, if any, is not refundable in Luxembourg. It is not certain whether the Company itself would be able to benefit from Luxembourg's double tax treaties network. Whether the Company may benefit from a double tax treaty concluded by Luxembourg must be analysed on a case-by-case basis. Indeed, as the Company is structured as an investment company (as opposed to a mere co-ownership of assets), certain double tax treaties signed by Luxembourg may directly apply to the Company.

#### 3. Withholding tax

Under current Luxembourg tax law, there is no withholding tax on any distribution, redemption or payment made by the Company or its paying agent to the Shareholders. There is also no withholding tax on the distribution of liquidation proceeds to the Shareholders.

#### 4. Value added tax

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



No VAT liability arises in principle in Luxembourg in respect of any payments made by the Company to its Shareholders, to the extent such payments are linked to their subscription to the Company's Shares and do therefore not constitute the consideration received for taxable services supplied.

## 5. Exchange of information – Common Reporting Standard (CRS)

The Company may be subject to the Standard for Automatic Exchange of Financial Account Information in Tax matters (the "Standard") and its Common Reporting Standard (the "CRS") as set out in the Luxembourg law dated 18 December 2015 implementing the CRS in Luxembourg (the "CRS Law").

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

The Company's ability to satisfy its reporting obligations under the CRS Law will depend on each Shareholder providing the Company with the Information, along with the required supporting documentary evidence. In this context, the Shareholders are hereby informed that, as data controller, the Company will process the Information for the purposes as set out in the CRS Law.

The Shareholders undertake to inform their Controlling Persons, if applicable, of the processing of their Information by the Company.

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

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

Any Shareholder that fails to comply with the Company's Information or documentation requests may be held liable for penalties imposed on the Company as a result of such Shareholder's failure to provide the Information or subject to disclosure of the Information by the Company to the LTA.

## 6. FATCA

Following the implementation of FATCA provisions, the Company may face a 30% withholding tax on payments of US source income and proceeds from the sale of property that could give rise to US source interest or dividends when the Company is not able to satisfy its obligation vis-à-vis the US tax authorities. This ability will depend on each Shareholder providing the Company with the requested necessary information.

A Shareholder that fails to comply with such documentation requests may be charged with any taxes imposed on the Company attributable to such Shareholder's non-compliance under the FATCA provisions.

Additionally, the Company is responsible for the processing of personal data and each Shareholder has a right to access the

data communicated to the Luxembourg tax authorities and to correct such data (if necessary). Any data obtained by the Company are to be processed in accordance with the Luxembourg law of 2 August 2002 on the protection of persons with regard to the processing of personal data, as amended.

While the Company will make all reasonable efforts to seek documentation from Shareholders to comply with these rules and to allocate any taxes imposed or required to be deducted under these provisions to Shareholders whose non-compliance caused the imposition or deduction of the tax, it is unclear at this time whether other complying Shareholders may be affected by the presence of such non-complying Shareholders.

All prospective investors and shareholders should consult with their own tax advisors regarding the possible implications of FATCA on their investment.

## Taxation of Shareholders in Luxembourg

### 1. Luxembourg tax residency of the Shareholders

A Shareholder will not become resident, nor be deemed to be resident, in Luxembourg by reason only of the holding and/or disposing of the Shares or the execution, performance or enforcement of his/her rights thereunder.

### 2. Income tax

A Luxembourg resident Shareholder is not liable to any Luxembourg income tax on reimbursement of share capital previously contributed to the Company.

#### a) Luxembourg resident individuals

Dividends and other payments derived from the Shares by a resident individual Shareholder, who acts in the course of the management of either his/her private wealth or his/her professional/business activity, are subject to income tax at the ordinary progressive rates.

Capital gains realized upon the disposal of the Shares by a resident individual Shareholder, who acts in the course of the management of his/her private wealth, are not subject to income tax, unless said capital gains qualify either as speculative gains or as gains on a substantial participation. Capital gains are deemed to be speculative and are thus subject to income tax at ordinary rates if the shares are disposed of within six (6) months after their acquisition or if their disposal precedes their acquisition. A participation is deemed to be substantial where a resident individual shareholder holds or has held, either alone or together with his spouse or partner and/or minor children, directly or indirectly at any time within the five (5) years preceding the disposal, more than ten percent (10%) of the share capital of the company whose shares are being disposed of. A shareholder is also deemed to alienate a substantial participation if he acquired free of charge, within the five (5) years preceding the transfer, a participation that was constituting a substantial participation in the hands of the alienator (or the alienators in case of successive transfers free of charge within the same five-year period). Capital gains realized on a substantial participation more than six (6) months after the acquisition thereof are taxed according to the half-global rate method (i.e. the average rate applicable to the total income is calculated according to progressive income tax rates and half of the average rate is applied to the capital gains realized on the substantial participation). A disposal may include a sale, an exchange, a contribution or any other kind of alienation of the participation.

Capital gains realized on the disposal of the Shares by a resident individual Shareholder, who acts in the course of the management of his/her professional/business activity, are subject to income tax at ordinary rates. Taxable gains are determined as being the difference between the price for which the Shares have been disposed of and the lower of their cost or book value.

#### b) Luxembourg resident companies

A Luxembourg resident company (société de capitaux) must include any profits derived, as well as any gain realized on the sale, disposal or redemption of Shares, in its taxable profits for Luxembourg income tax assessment purposes.



c) Luxembourg residents benefiting from a special tax regime

Shareholders which are Luxembourg resident companies benefiting from a special tax regime, such as (i) UCIs subject to the Law of 2010, (ii) specialized investment funds subject to the amended law of 13 February 2007 and (iii) family wealth management companies governed by the amended law of 11 May 2007, are income tax exempt entities in Luxembourg, and profits derived from the Shares are thus not subject to any Luxembourg income tax.

d) Luxembourg non-resident shareholders

A non-resident shareholder, who has neither a permanent establishment nor a permanent representative in Luxembourg to which or whom the Shares are attributable, is generally not liable to any Luxembourg income tax on income received and capital gains realized upon the sale, disposal or redemption of the Shares.

A non-resident Shareholder, who has a permanent establishment or a permanent representative in Luxembourg to which or whom the Shares are attributable, must include any income received, as well as any gain realized on the sale, disposal or redemption of Shares, in its taxable income for Luxembourg tax assessment purposes. The same inclusion applies to an individual, acting in the course of the management of a professional or business undertaking, who has a permanent establishment or a permanent representative in Luxembourg, to which or whom the Shares are attributable. Taxable gains are determined as being the difference between the sale, repurchase or redemption price and the lower of the cost or book value of the Shares sold or redeemed.

### 3. Net wealth tax

A Luxembourg resident, or a non-resident who has a permanent establishment or a permanent representative in Luxembourg to which or whom the Shares are attributable, is subject to Luxembourg net wealth tax on such Shares, except if the Shareholder is (i) a resident or non-resident individual taxpayer, (ii) an undertaking for collective investment subject to Law of 2010, (iii) a securitization company governed by the amended law of 22 March 2004 on securitization, (iv) a company governed by the amended law of 15 June 2004 on venture capital vehicles, (v) a specialized investment fund governed by the amended law of 13 February 2007, or (vi) a family wealth management company governed by the amended law of 11 May 2007.

However, subject to the CRS Law, a minimum net wealth tax would be applicable for a securitization company governed by the amended law of 22 March 2004 on securitization and a company governed by the amended law of 15 June 2004 on venture capital vehicles.

### 4. Other taxes

Under Luxembourg tax law, where an individual Shareholder is a resident of Luxembourg for tax purposes at the time of his/her death, the Shares are included in his or her taxable basis for inheritance tax purposes. On the contrary, no inheritance tax is levied on the transfer of the Shares upon death of a Shareholder in cases where the deceased was not a resident of Luxembourg for inheritance purposes at the time of his death.

Gift tax may be due on a gift or donation of the Shares, if the gift is recorded in a Luxembourg notarial deed or otherwise registered in Luxembourg.

## GENERAL INFORMATION

### Conflicts of Interest

The Administrator, the Depositary, the Portfolio Managers, Correspondent and distributors may from time to time act as administrator, depositary and trustee, registrar, portfolio manager or dealer respectively in relation to, or be otherwise involved in, other funds which have similar objectives to those of the Sub-Funds. It is, therefore, possible that any of them may, in the course of business, have potential conflicts of interest with the

Sub-Funds. Each will, at all times, have regard in such event to its obligations to the Company and any transactions carried out by them with the Company will be carried out as if effected on normal commercial terms negotiated at arm's length. Any such conflicts which arise shall be resolved fairly. Such transactions must be fair and in the best interests of Shareholders. In addition, any of the foregoing may deal, as principal or agent, with the assets of the Sub-Funds, provided that such dealings

- (a) are carried out as if effected on normal commercial terms negotiated on an arm's length basis; and
- (b) are in the best interests of the Shareholders.

Dealings will be deemed to have been effected on normal commercial terms if

- (a) a certified valuation of a transaction by a person approved by the Depositary as independent and competent is obtained; or
- (b) the transaction is executed on best terms on an organised investment exchange in accordance with the rules of such exchange; or
- (c) where (a) or (b) are not practical, the transaction is executed on terms which the Depositary is, or the Directors in the case of a transaction involving the Depositary are, satisfied are normal commercial terms negotiated at arm's length.

### Meetings

All general meetings of the Shareholders shall be held at the registered office of the Company in Luxembourg or at any other place as may be specified in the notice of the meeting. Notice of any general meeting of Shareholders shall be mailed to each registered Shareholder at their addresses listed in the share register at least eight days prior to the meeting and shall be published to the extent required by Luxembourg law on the RESA and in any Luxembourg and other newspaper(s) that the Directors may determine.

The annual general meeting of shareholders will take place on the second Thursday of the month of December at 11.00 a.m. at the registered office of the Company or at any other place in the Grand-Duchy of Luxembourg as may be specified in the notice of the meeting, and, if such day is not a Business Day, on the immediately following Business Day.

The notice will be published in accordance with Luxembourg law and shall specify the venue and time of the meeting and the business to be transacted at the meeting.

A proxy may attend on behalf of any Shareholder. The requirements for quorum and majorities at all general meetings are set out in the Articles.

Each Share gives the holder one vote in relation to any matters relating to the Company which are submitted to Shareholders for a vote by poll. All Shares of each Class have equal voting rights.

### Official Language

The official language of the Prospectus, the Key Investor Information, and the Articles is the English language.

### Applicable Law

All matters not governed by this Prospectus or by the Articles shall be determined in accordance with the Law of 1915 and the Law of 2010 as such laws have been or may be amended from time to time.

## APPENDIX 1 – THE SUB-FUNDS

### BOND EMERGING MARKETS CORPORATES

**Profile of the typical investor** This Sub-Fund is suitable for any investor wishing to draw long-term benefits from the dynamics of a broadly diversified portfolio of emerging markets corporate bonds and who is prepared to accept the related risk.

**Investment Policy** The objective of the Sub-Fund is to achieve capital preservation and consistent return by investing in and/or being exposed to a diversified portfolio of fixed and variable interest and short-term debt securities issued by emerging markets corporate borrowers. The universe of eligible countries being understood as emerging market countries comprises any country included by the International Monetary Fund in its list of Emerging and Developing Economies, any country which is considered a Low-income, Lower-middle income or Upper-middle income economy by the World Bank, any country which is included in an Emerging Markets Index and any other country which the Portfolio Manager may determine qualifies or no longer qualifies, as the case may be, as an Emerging Market. It is anticipated that the assets of the Sub-Fund will primarily be denominated in USD, but may also be in local currencies. Investments in currencies other than the Reference Currency will be hedged against the Reference Currency. At no time will less than two thirds of the Sub-Fund's assets be invested and/or exposed according to this paragraph.

The remainder of the Sub-Fund's assets may be invested in and/or exposed to other securities and Money Market Instruments in a manner consistent with the Sub-Fund's investment objectives and policies and subject to the restrictions set out in the Prospectus.

The Sub-Fund will only purchase debt securities which (i) have a long term debt rating of Investment Grade (as defined in the section "Definitions", but including Fitch Ratings) (hereinafter: "External Rating") or (ii) have been subject to the Portfolio Manager's own credit risk assessment with an equivalent result (hereinafter: "Internal Rating"). In any case, the Portfolio Manager shall make its own credit risk assessment and shall not solely or mechanistically rely on credit ratings for assessing the creditworthiness of an entity or financial instrument.

After purchase, debt securities that do not qualify as credit-linked notes and similar assets (i.e. investments whose yield or repayment is linked to credit risks or that are used to transfer the credit risk of a third party) must at least have a Speculative Grade (as defined in the section "Definitions", but including Fitch Ratings). Other debt securities must continue to be rated Investment Grade after purchase (as defined in the section "Definitions", but including Fitch Ratings) after purchase. This Sub-Fund will not invest in asset backed securities.

If an External Rating or the Internal Rating of a debt security is downgraded to a rating that is lower than the above-mentioned minimum categories or if the loss of that rating is pending while the Sub-Fund is holding such debt security, the following procedure shall apply:

(i) in case the share of affected assets amounts to more than 3% of the Sub-Fund's Net Asset Value, the Portfolio Manager will use its best efforts to sell the affected assets within six months of the rating-downgrade;

(ii) in case the share of affected assets amounts to less than 3% of the Sub-Fund's Net Asset Value, if the relevant assets are not upgraded to an acceptable Speculative Grade (as defined in the section "Definitions", but including Fitch Ratings) rating within a period of six months, the Portfolio Manager will use its best efforts to sell the affected assets within another six months.

If two or more External Ratings are available for one specific debt security, and provided any of these External Ratings is below Investment Grade (as defined in the section "Definitions", but including Fitch Ratings), the second best of the two External Ratings shall be considered in the rating process. External Ratings may be adjusted by an appropriate Internal Rating. In this context, the Portfolio Manager will generally use the following mechanisms:

(i) if only one External Rating is available, the own credit risk assessment can come to a better rating and overrule the External Rating in case of an appropriate quantitative analysis performed by the Portfolio Manager;

(ii) if two External Ratings are available, the own credit risk assessment can come to a better rating than the lower of the two External Ratings and overrule this External Rating in case of an appropriate quantitative analysis performed by the Portfolio Manager;

(iii) if three or more External Ratings are available, the own credit risk assessment can come to a better rating than the second best of the two External Ratings and overrule this External Rating in case of an appropriate quantitative analysis performed by the Portfolio Manager.

The External Rating and/or the Internal Rating will be verified at least (i) annually relating to Investment-Grade (as defined in the section "Definitions", but including Fitch Ratings) or equivalently assessed assets and (ii) once a quarter relating to Speculative Grade (as defined in the section "Definitions", but including Fitch Ratings) or equivalently assessed assets and (iii) in each case more frequently if indicated by other negative circumstances.

Notwithstanding the limits set forth in the section "Investment Restrictions" of the Prospectus, the Sub-Fund will not invest (i) in equity securities, (ii) more than 10% of its net assets in other UCITS and/or UCIs and (iii) more than 25% in convertible securities.

The Sub-Fund may also, within the limits set forth under sections "Investment Restrictions" and "Special Investment and Hedging Techniques and Instruments", invest in financial derivative instruments, such as

credit default swaps, and engage in certain techniques for the purpose of hedging and efficient portfolio management. Under no circumstances shall these operations cause the Sub-Fund to diverge from its investment objective.

Except for securities lending and borrowing transactions, the Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) repurchase and reverse repurchase transaction or (ii) sell-buy back transactions and buy-sell back transactions.

The Sub-Fund's use of, or investment in, securities lending and borrowing transactions will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	The principal amount of the Sub-Fund's assets that can be subject to the transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Securities lending and borrowing transactions	25 %	30 %

The Sub-Fund will not enter into total return swaps.

The Sub-Fund will use the commitment approach to monitor its global exposure.

**Reference Currency**

USD

**Share Classes**

I-Shares – Capitalisation  
I-Shares – EUR hedged Capitalisation  
I-Shares – EUR hedged Distribution  
I-Shares – CHF hedged Capitalisation  
R-Shares – EUR hedged Capitalisation  
R-Shares – CHF hedged Capitalisation  
AM-Shares – EUR hedged Capitalisation (dormant)  
AM-Shares – CHF hedged Capitalisation  
S-Shares – EUR hedged Capitalisation

**Initial subscription date**

AM-Shares – CHF hedged Capitalisation: 29 September 2017  
S-Shares – EUR hedged Capitalisation: 29 September 2017

**Initial subscription price**

AM-Shares – CHF hedged Capitalisation: CHF 10,000.-  
S-Shares – EUR hedged Capitalisation: EUR 10,000.-

**Management Fee**

Max. 1.50% p.a.

**Performance Fee**

None

**Portfolio Manager**

Swiss Life Asset Management, Zurich

## BOND EMERGING MARKETS CORPORATES SHORT TERM

**Profile of the typical investor** This Sub-Fund is suitable for any investor wishing to draw long-term benefits from the dynamics of a broadly diversified portfolio of emerging markets corporate bonds and who is prepared to accept the related risk.

### Investment Policy

The objective of the Sub-Fund is to achieve capital preservation and consistent return by investing in and/or being exposed to a diversified portfolio of fixed and variable interest and short-term debt securities issued by emerging markets corporate borrowers. On an aggregated basis, the portfolio securities of the Sub-Fund (including the use of derivatives and including cash) shall have a modified duration between one and four. The universe of eligible countries being understood as emerging market countries comprises any country included by the International Monetary Fund in its list of Emerging and Developing Economies, any country which is considered a Low-income, Lower-middle income or Upper-middle income economy by the World Bank, any country which is included in an Emerging Markets Index and any other country which the Portfolio Manager may determine qualifies or no longer qualifies, as the case may be, as an Emerging Market. It is anticipated that the assets of the Sub-Fund will primarily be denominated in USD, but may also be in local currencies. Investments in currencies other than the Reference Currency will be hedged against the Reference Currency. At no time will less than two thirds of the Sub-Fund's assets be invested and/or exposed according to this paragraph.

The remainder of the Sub-Fund's assets may be invested in and/or exposed to other securities and Money Market Instruments in a manner consistent with the Sub-Fund's investment objectives and policies and subject to the restrictions set out in the Prospectus.

The Sub-Fund will predominantly purchase debt securities which (i) have a long term debt rating of Investment Grade (as defined in the section "Definitions", but including Fitch Ratings) (hereinafter: "External Rating") or (ii) have been subject to the Portfolio Manager's own credit risk assessment with an equivalent result (hereinafter: "Internal Rating"). Up to 10% of the Sub-Fund's assets can be invested in debt securities that are rated below BBB- but equal to or above BB- (as defined in the section "Definitions", but including Fitch Ratings). In any case, the Portfolio Manager shall make its own credit risk assessment and shall not solely or mechanistically rely on credit ratings for assessing the creditworthiness of an entity or financial instrument.

After purchase, debt securities that do not qualify as credit-linked notes and similar assets (i.e. investments whose yield or repayment is linked to credit risks or that are used to transfer the credit risk of a third party) must at least have a Speculative Grade (as defined in the section "Definitions", but including Fitch Ratings). At least 90% of the debt securities must continue to be rated Investment Grade after purchase (as defined in the section "Definitions", but including Fitch Ratings). Up to 10% of the Sub-Fund's assets can be invested in debt securities that are rated below BBB- but equal to or above BB- after purchase (as defined in the section "Definitions", but including Fitch Ratings). This Sub-Fund will not invest in asset backed securities.

If an External Rating or the Internal Rating of a debt security is downgraded to a rating that is lower than the above-mentioned minimum categories or if the loss of that rating is pending while the Sub-Fund is holding such debt security, the following procedure shall apply:

(i) in case the share of affected assets amounts to more than 3% of the Sub-Fund's Net Asset Value, the Portfolio Manager will use its best efforts to sell the affected assets within six months of the rating-downgrade;

(ii) in case the share of affected assets amounts to less than 3% of the Sub-Fund's Net Asset Value, if the relevant assets are not upgraded to an acceptable Speculative Grade (as defined in the section "Definitions", but including Fitch Ratings) rating within a period of six months, the Portfolio Manager will use its best efforts to sell the affected assets within another six months.

If two or more External Ratings are available for one specific debt security, and provided any of these External Ratings is below Investment Grade (as defined in the section "Definitions", but including Fitch Ratings), the second best of the two External Ratings shall be considered in the rating process. External Ratings may be adjusted by an appropriate Internal Rating. In this context, the Portfolio Manager will generally use the following mechanisms:

(i) if only one External Rating is available, the own credit risk assessment can come to a better rating and overrule the External Rating in case of an appropriate quantitative analysis performed by the Portfolio Manager;

(ii) if two External Ratings are available, the own credit risk assessment can come to a better rating than the lower of the two External Ratings and overrule this External Rating in case of an appropriate quantitative analysis performed by the Portfolio Manager;

(iii) if three or more External Ratings are available, the own credit risk assessment can come to a better rating than the second best of the two External Ratings and overrule this External Rating in case of an appropriate quantitative analysis performed by the Portfolio Manager.

The External Rating and/or the Internal Rating will be verified at least (i) annually relating to Investment Grade (as defined in the section "Definitions", but including Fitch Ratings) or equivalently assessed assets and (ii) once a quarter relating to Speculative Grade (as defined in the section "Definitions", but including Fitch Ratings) or equivalently assessed assets and (iii) in each case more frequently if indicated by other negative circumstances.

Notwithstanding the limits set forth in the section "Investment Restrictions" of the Prospectus, the Sub-Fund will not invest (i) in equity securities, (ii) more than 10% of its net assets in other UCITS and/or UCIs and (iii) more than 25% in convertible securities.

The Sub-Fund may also, within the limits set forth under sections "Investment Restrictions" and "Special Investment and Hedging Techniques and Instruments", invest in financial derivative instruments, such as credit default swaps, and engage in certain techniques for the purpose of hedging and efficient portfolio management. Under no circumstances shall these operations cause the Sub-Fund to diverge from its investment objective.

Except for securities lending and borrowing transactions, the Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) repurchase and reverse repurchase transaction or (ii) sell-buy back transactions and buy-sell back transactions.

The Sub-Fund's use of, or investment in, securities lending and borrowing transactions will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	The principal amount of the Sub-Fund's assets that can be subject to the transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Securities lending and borrowing transactions	25 %	30 %

The Sub-Fund will not enter into total return swaps.

The Sub-Fund will use the commitment approach to monitor its global exposure.

<b>Reference Currency</b>	USD
<b>Share Classes</b>	I-Shares – Capitalisation I-Shares – EUR hedged Capitalisation (dormant) I-Shares – CHF hedged Capitalisation (dormant) AM-Shares – CHF hedged Capitalisation
<b>Initial subscription date</b>	I-Shares – Capitalisation: 29 September 2017, or at such later date as the Board of Directors may determine. AM-Shares – CHF hedged Capitalisation: 29 September 2017, or at such later date as the Board of Directors may determine.
<b>Initial subscription price</b>	I-Shares – Capitalisation: USD 10,000.- AM-Shares – CHF hedged Capitalisation: CHF 10,000.-
<b>Management Fee</b>	Max. 1.00% p.a.
<b>Performance Fee</b>	None
<b>Portfolio Manager</b>	Swiss Life Asset Management, Zurich

## BOND EURO CORPORATES

**Profile of the typical investor** This Sub-Fund is suitable for the investor who is seeking an investment in bonds issued by corporate borrowers but who would prefer to entrust the time-consuming task of selecting and monitoring securities to a team of expert professionals, thereby investing at low cost in a capital market that is highly suited to portfolio diversification. The investor should be comfortable with a low to moderate risk and return potential.

**Investment Policy** The objective of the Sub-Fund is to achieve capital preservation and consistent return by investing in and/or being exposed to a globally diversified portfolio of fixed and variable interest and short-term debt securities issued by corporate borrowers with Investment Grade ratings. Investments in currencies other than the Reference Currency will be hedged against the Reference Currency. At no time will less than two thirds of the Sub-Fund's assets be invested and/or exposed according to this paragraph.

The remainder of the Sub-Fund's assets may be invested in and/or exposed to other securities and Money Market Instruments in a manner consistent with the Sub-Fund's investment objectives and policies and subject to the restrictions set out in the Prospectus.

Notwithstanding the limits set forth in the section "Investment Restrictions" of the Prospectus, the Sub-Fund will not invest (i) in equity securities, (ii), more than 10% of its net assets in other UCITS and/or UCIs, and (iii) more than 25% in convertible securities.

This Sub-Fund may also expose itself to the assets mentioned above, through the use of derivative instruments, such as credit default swaps, within the limits set forth in the sections "Investment Restrictions" and "Special Investment and Hedging Techniques and Instruments". Under no circumstances shall these operations cause the Sub-Fund to diverge from its investment objective.

Except for securities lending and borrowing transactions, the Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) repurchase and reverse repurchase transaction or (ii) sell-buy back transactions and buy-sell back transactions.

The Sub-Fund's use of, or investment in, securities lending and borrowing transactions will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	The principal amount of the Sub-Fund's assets that can be subject to the transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Securities lending and borrowing transactions	25 %	30 %

The Sub-Fund will not enter into total return swaps.

The Sub-Fund will use the commitment approach to monitor its global exposure.

**Reference Currency**

EUR

**Share Classes**

R-Shares – Capitalisation  
R-Shares CHF hedged – Capitalisation  
Q-Shares – Capitalisation

**Management Fee**

Max. 1.00% p.a.

**Performance Fee**

None

**Portfolio Manager**

Swiss Life Asset Management, France

## BOND GLOBAL CORPORATES

**Profile of the typical investor** This Sub-Fund is suitable for any investor wishing to draw long-term benefits from the dynamics of a broadly diversified portfolio of corporate bonds and who is prepared to accept the related risk.

**Investment Policy** The objective of the Sub-Fund is to achieve capital preservation and consistent return by investing in and/or being exposed to a globally diversified portfolio of fixed and variable interest and short-term debt securities issued by corporate borrowers.

The Sub-Fund will only purchase debt securities which (i) have a long term debt rating of Investment Grade (hereinafter: "External Rating") or (ii) have been subject to the Portfolio Manager's own credit risk assessment with an equivalent result (hereinafter: "Internal Rating"). In any case, the Portfolio Manager shall make its own credit risk assessment and shall not solely or mechanistically rely on credit ratings for assessing the creditworthiness of an entity or financial instrument.

After purchase, debt securities that do not qualify as credit-linked notes and similar assets (i.e. investments whose yield or repayment is linked to credit risks or that are used to transfer the credit risk of a third party) must at least have a Speculative Grade. Other debt securities must continue to be rated Investment Grade after purchase. This Sub-Fund will not invest in asset backed securities.

If an External Rating or the Internal Rating of a debt security is downgraded to a rating that is lower than the above-mentioned minimum categories or if the loss of that rating is pending while the Sub-Fund is holding such debt security, the following procedure shall apply:

(i) in case the share of affected assets amounts to more than 3% of the Sub-Fund's Net Asset Value, the Portfolio Manager will use its best efforts to sell the affected assets within six months of the rating-downgrade;

(ii) in case the share of affected assets amounts to less than 3% of the Sub-Fund's Net Asset Value, if the relevant assets are not upgraded to an acceptable Speculative Grade rating within a period of six months, the Portfolio Manager will use its best efforts to sell the affected assets within another six months.

If two or more External Ratings are available for one specific debt security, and provided any of these External Ratings is below Investment Grade, the second best of the two External Ratings shall be considered in the rating process. External Ratings may be adjusted by an appropriate Internal Rating. In this context, the Portfolio Manager will generally use the following mechanisms:

(i) if only one External Rating is available, the own credit risk assessment can come to a better rating and overrule the External Rating in case of an appropriate quantitative analysis performed by the Portfolio Manager;

(ii) if two External Ratings are available, the own credit risk assessment can come to a better rating than the lower of the two External Ratings and overrule this External Rating in case of an appropriate quantitative analysis performed by the Portfolio Manager;

(iii) if three or more External Ratings are available, the own credit risk assessment can come to a better rating than the second best of the two External Ratings and overrule this External Rating in case of an appropriate quantitative analysis performed by the Portfolio Manager.

The External Rating and/or the Internal Rating will be verified at least (i) annually relating to investment-grade or equivalently assessed assets and (ii) once a quarter relating to Speculative Grade or equivalently assessed assets and (iii) in each case more frequently if indicated by other negative circumstances.

Investments in currencies other than the Reference Currency will be hedged against the Reference Currency.

The remainder of the Sub-Fund's assets may be invested in and/or exposed to other securities and Money Market Instruments in a manner consistent with the Sub-Fund's investment objectives and policies and subject to the restrictions set out in the Prospectus.

Notwithstanding the limits set forth in the section "Investment Restrictions" of the Prospectus, the Sub-Fund will not invest (i) in equity securities, (ii) more than 10% of its net assets in other UCITS and/or UCIs, and (iii) more than 25% in convertible securities. Investments in other UCITS and/or UCIs are only permitted if the investment policy and restrictions of such target funds are comparable to the investment policy and restrictions of the Sub-Fund (including the above mentioned rating requirements).

This Sub-Fund may also expose itself to the assets mentioned above, through the use of derivative instruments, such as credit default swaps, within the limits set forth in the sections "Investment Restrictions" and "Special Investment and Hedging Techniques and Instruments". Under no circumstances shall these operations cause the Sub-Fund to diverge from its investment objective.

Except for securities lending and borrowing transactions, the Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) repurchase and reverse repurchase transaction or (ii) sell-buy back transactions and buy-sell back transactions.

The Sub-Fund's use of, or investment in, securities lending and borrowing transactions will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such	The principal amount of the Sub-Fund's assets that can be subject to the transactions may
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	transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Securities lending and borrowing transactions	25 %	30 %

The Sub-Fund will not enter into total return swaps.

The Sub-Fund will use the commitment approach to monitor its global exposure.

**Reference Currency**

EUR

**Share Classes**

I-Shares – Distribution  
R-Shares – Capitalisation  
R-Shares CHF hedged – Capitalisation  
AM-Shares – Capitalisation (dormant)  
S-Shares – Capitalisation

**Initial subscription date**

S-Shares - Capitalisation: 29 September 2017

**Initial subscription price**

S-Shares - Capitalisation: EUR 10,000.-

**Management Fee**

Max. 1.00% p.a.

**Performance Fee**

None

**Portfolio Manager**

Swiss Life Asset Management AG



## BOND GLOBAL CORPORATES SHORT TERM

**Profile of the typical investor** This Sub-Fund is suitable for any investor wishing to draw long-term benefits from the dynamics of a broadly diversified portfolio of short term corporate bonds and who is prepared to accept the related risk.

### Investment Policy

The objective of the Sub-Fund is to achieve capital preservation and consistent return by investing in and/or being exposed to a globally diversified portfolio of short-term debt securities mainly issued by corporate borrowers. On an aggregated basis, the portfolio securities of the Sub-Fund (including the use of derivatives) shall have a modified duration between one and three.

The Sub-Fund will only purchase debt securities which (i) have a long term debt rating of Investment Grade (hereinafter: "External Rating") or (ii) have been subject to the Portfolio Manager's own credit risk assessment with an equivalent result (hereinafter: "Internal Rating"). In any case, the Portfolio Manager shall make its own credit risk assessment and shall not solely or mechanistically rely on credit ratings for assessing the creditworthiness of an entity or financial instrument.

After purchase, debt securities that do not qualify as credit-linked notes and similar assets (i.e. investments whose yield or repayment is linked to credit risks or that are used to transfer the credit risk of a third party) must at least have a Speculative Grade. Other debt securities must continue to be rated Investment Grade after purchase. This Sub-Fund will not invest in asset backed securities.

If an External Rating or the Internal Rating of a debt security is downgraded to a rating that is lower than the above-mentioned minimum categories or if the loss of that rating is pending while the Sub-Fund is holding such debt security, the following procedure shall apply:

(i) in case the share of affected assets amounts to more than 3% of the Sub-Fund's Net Asset Value, the Portfolio Manager will use its best efforts to sell the affected assets within six months of the rating-downgrade;

(ii) in case the share of affected assets amounts to less than 3% of the Sub-Fund's Net Asset Value, if the relevant assets are not upgraded to an acceptable Speculative Grade rating within a period of six months, the Portfolio Manager will use its best efforts to sell the affected assets within another six months.

If two or more External Ratings are available for one specific debt security, and provided any of these External Ratings is below Investment Grade, the second best of the two External Ratings shall be considered in the rating process. External Ratings may be adjusted by an appropriate Internal Rating. In this context, the Portfolio Manager will generally use the following mechanisms:

(i) if only one External Rating is available, the own credit risk assessment can come to a better rating and overrule the External Rating in case of an appropriate quantitative analysis performed by the Portfolio Manager;

(ii) if two External Ratings are available, the own credit risk assessment can come to a better rating than the lower of the two External Ratings and overrule this External Rating in case of an appropriate quantitative analysis performed by the Portfolio Manager;

(iii) if three or more External Ratings are available, the own credit risk assessment can come to a better rating than the second best of the two External Ratings and overrule this External Rating in case of an appropriate quantitative analysis performed by the Portfolio Manager.

The External Rating and/or the Internal Rating will be verified at least (i) annually relating to investment-grade or equivalently assessed assets and (ii) once a quarter relating to Speculative Grade or equivalently assessed assets and (iii) in each case more frequently if indicated by other negative circumstances.

Investments in currencies other than the Reference Currency will be hedged against the Reference Currency.

The remainder of the Sub-Fund's assets may be invested in and/or exposed to other securities and Money Market Instruments in a manner consistent with the Sub-Fund's investment objectives and policies and subject to the restrictions set out in the Prospectus.

Notwithstanding the limits set forth in the section "Investment Restrictions" of the Prospectus, the Sub-Fund will not invest (i) in equity securities, (ii) more than 10% of its net assets in other UCITS and/or UCIs and (iii) more than 25% in convertible securities. Investments in other UCITS and/or UCIs are only permitted if the investment policy and restrictions of such target funds are comparable to the investment policy and restrictions of the Sub-Fund (including the above mentioned rating requirements).

This Sub-Fund may also expose itself to the assets mentioned above, through the use of derivative instruments, such as credit default swaps, within the limits set forth in the sections "Investment Restrictions" and "Special Investment and Hedging Techniques and Instruments". Under no circumstances shall these operations cause the Sub-Fund to diverge from its investment objective.

Except for securities lending and borrowing transactions, the Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) repurchase and reverse repurchase transaction or (ii) sell-buy back transactions and buy-sell back transactions.

The Sub-Fund's use of, or investment in, securities lending and borrowing transactions will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal	The principal amount of the Sub-Fund's assets that can be subject to the
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	amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Securities lending and borrowing transactions	25 %	30 %

The Sub-Fund will not enter into total return swaps.

The Sub-Fund will use the commitment approach to monitor its global exposure.

**Reference Currency**

EUR

**Share Class**

I-Shares – Distribution  
R-Shares -Distribution

**Management Fee**

Max. 1.00% p.a.

**Portfolio Manager**

Swiss Life Asset Management AG

## BOND GLOBAL HIGH YIELD

<b>Profile of the typical investor</b>	This Sub-Fund is suitable for any investor wishing to draw long-term benefits from the dynamics of a broadly diversified portfolio of corporate bonds rated below Investment Grade and who is prepared to accept the related risk.
<b>Investment Policy</b>	<p>The objective of the Sub-Fund is to achieve capital preservation and consistent return by investing in and/or being exposed to an around the world diversified portfolio of fixed and variable interest and short-term debt securities issued by corporate borrowers rated below Investment Grade. Investments in currencies other than the Reference Currency will be hedged against the Reference Currency. At no time will less than two thirds of the Sub-Fund's assets be invested and/or exposed according to this paragraph.</p> <p>The remainder of the Sub-Fund's assets may be invested in and/or exposed to other securities and Money Market Instruments in a manner consistent with the Sub-Fund's investment objectives and policies and subject to the restrictions set out in the Prospectus.</p> <p>Notwithstanding the limits set forth in the section "Investment Restrictions" of the Prospectus, the Sub-Fund will not invest (i) in equity securities, (ii), more than 10% of its net assets in other UCITS and/or UCIs, and (iii) more than 25% in convertible securities. Should the Sub-Fund receive equity securities from high yield companies which undergo a restructuring process (e.g. bondholders obtain a debt to equity swap) the Sub-Fund may keep such equity securities if this investment is deemed to be in the best interest of the investors.</p> <p>This Sub-Fund may also expose itself to the assets mentioned above, through the use of derivative instruments, such as credit default swaps, within the limits set forth in the sections "Investment Restrictions" and "Special Investment and Hedging Techniques and Instruments". Under no circumstances shall these operations cause the Sub-Fund to diverge from its investment objective.</p> <p>The Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) securities lending and borrowing transactions; (ii) repurchase and reverse repurchase transaction or (iii) sell-buy back transactions and buy-sell back transactions.</p> <p>The Sub-Fund will not enter into total return swaps.</p> <p>The Sub-Fund will use the commitment approach to monitor its global exposure.</p>
<b>Reference Currency</b>	EUR
<b>Share Classes</b>	I-Shares – Capitalisation I-Shares CHF hedged – Capitalisation I-Shares – Distribution R-Shares – Capitalisation R-Shares CHF hedged – Capitalisation S-Shares – Capitalisation AM-Shares – Capitalisation (dormant)
<b>Management Fee</b>	Max. 1.50% p.a.
<b>Performance Fee</b>	None
<b>Portfolio Manager</b>	Swiss Life Asset Management, France

## BOND INFLATION PROTECTION

**Profile of the typical investor** This Sub-Fund is suitable for any investor wishing to draw long-term benefits from the dynamics of a broadly diversified portfolio of inflation-linked bonds and who is prepared to accept the related risk.

**Investment Policy** The objective of the Sub-Fund is to achieve protection against inflation and consistent return by investing in and/or being exposed to a globally diversified portfolio of inflation-linked fixed and variable interest and short-term debt securities issued by international or supranational organisations and public-sector, semi-public or private borrowers with Investment Grade rating. Investments in currencies other than the Reference Currency will be hedged against the Reference Currency. At no time will less than two thirds of the Sub-Fund's assets be invested and/or exposed according to this paragraph.

The remainder of the Sub-Fund's assets may be invested in and/or exposed to other securities and Money Market Instruments in a manner consistent with the Sub-Fund's investment objectives and policies and subject to the restrictions set out in the Prospectus.

Notwithstanding the limits set forth in the section "Investment Restrictions" of the Prospectus, the Sub-Fund will not invest more than 10% of its net assets in other UCITS and/or UCIs.

This Sub-Fund may also expose itself to the assets mentioned above, through the use of derivative instruments within the limits set forth in the sections "Investment Restrictions" and "Special Investment and Hedging Techniques and Instruments". Under no circumstances shall these operations cause the Sub-Fund to diverge from its investment objective.

Except for securities lending and borrowing transactions, the Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) repurchase and reverse repurchase transaction or (ii) sell-buy back transactions and buy-sell back transactions.

The Sub-Fund's use of, or investment in, securities lending and borrowing transactions will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	The principal amount of the Sub-Fund's assets that can be subject to the transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Securities lending and borrowing transactions	25 %	30 %

The Sub-Fund will not enter into total return swaps.

The Sub-Fund will use the commitment approach to monitor its global exposure.

**Reference Currency** EUR

**Share Classes** R-Shares – Capitalisation  
I-Shares – Capitalisation

**Management Fee** Max. 1.00% p.a.

**Performance Fee** None

**Portfolio Manager** Swiss Life Asset Management, France

## ZINSCHANCE 2018

### Profile of the typical investor

This Sub-Fund is suitable for any investor wishing to draw benefits from the dynamics of a broadly diversified portfolio of corporate and government bonds over a fixed investment period ending as at 01.12.2018 ("Maturity") and who is prepared to accept the related risk. Investors should have an investment horizon of 4 years to match the investment period of the Sub-Fund. The Sub-Fund is deemed to be liquidated at Maturity, unless the Board of Directors shall decide otherwise in the best interest of the shareholders.

### Investment Policy

The objective of the Sub-Fund is to achieve capital preservation and consistent return by investing in and/or being exposed over a fixed investment period ending as at 01.12.2018 to a globally diversified portfolio of fixed and variable interest and short-term debt securities issued by corporate and government borrowers. The average duration of the Sub-Fund's portfolio will not exceed the Maturity of the Sub-Fund. The portfolio will be hedged against the Reference Currency. At no time will less than two thirds of the Sub-Fund's assets be invested and/or exposed according to this paragraph.

In addition, the Sub-Fund will invest the majority of its assets (i.e. at least 51%) in Investment Grade bonds.

The remainder of the Sub-Fund's assets may be invested in and/or exposed to securities and Money Market Instruments in a manner consistent with the Sub-Fund's investment objectives and policies and subject to the restrictions set out in the Prospectus.

Notwithstanding the limits set forth in the section "Investment Restrictions" of the Prospectus, the Sub-Fund will not invest (i) more than 10% of its net assets in other UCITS and/or UCIs, (ii) more than 10% of its net assets in equity securities and (iii) more than 25% in convertible securities. The Sub-Fund may also, within the limits set forth under sections "Investment Restrictions" and "Special Investment and Hedging Techniques and Instruments", invest in financial derivative instruments, such as interest rate derivatives (futures, swaps), and credit default swaps, and engage in certain techniques for the purpose of hedging and efficient portfolio management. Under no circumstances shall these operations cause the Sub-Fund to diverge from its investment objective.

Except for securities lending and borrowing transactions, the Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) repurchase and reverse repurchase transaction or (ii) sell-buy back transactions and buy-sell back transactions.

The Sub-Fund's use of, or investment in, securities lending and borrowing transactions will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	The principal amount of the Sub-Fund's assets that can be subject to the transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Securities lending and borrowing transactions	25 %	30 %

The Sub-Fund will not enter into total return swaps.

The Sub-Fund will use the commitment approach to monitor its global exposure.

### Reference Currency

EUR

### Share Class

R-Shares – Distribution

### Management Fee

Max. 1.00% p.a.

### Performance Fee

None

### Portfolio Manager

Swiss Life Asset Management, Zurich

## EQUITY EURO ZONE

**Profile of the typical investor** This Sub-Fund is suitable for the investor who is prepared to take the higher risks associated with equity investments with the aim of maximising the return. Thus, the investor should have experience with volatile products and be able to accept significant temporary losses. A long-term investment horizon - at least 5 years, ideally 10 years - is required in order to ride out potentially adverse market trends.

**Investment Policy** The objective of the Sub-Fund is to achieve long-term capital growth by investing in and/or being exposed to a diversified portfolio of equities of large capitalised companies domiciled in a member state of the European Monetary Union. At no time will less than two thirds of the Sub-Fund's assets be invested and/or exposed according to this paragraph.

The remainder of the Sub-Fund's assets may be invested in and/or exposed to other securities and Money Market Instruments in a manner consistent with the Sub-Fund's investment objectives and policies and subject to the restrictions set out in the Prospectus.

Notwithstanding the limits set forth in the section "Investment Restrictions" of the Prospectus, the Sub-Fund will not invest more than 10% of its net assets in other UCITS and/or UCIs.

This Sub-Fund may also expose itself to the assets mentioned above, through the use of derivative instruments within the limits set forth in the sections "Investment Restrictions" and "Special Investment and Hedging Techniques and Instruments". Under no circumstances shall these operations cause the Sub-Fund to diverge from its investment objective.

Except for securities lending and borrowing transactions, the Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) repurchase and reverse repurchase transaction or (ii) sell-buy back transactions and buy-sell back transactions.

The Sub-Fund's use of, or investment in, securities lending and borrowing transactions will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	The principal amount of the Sub-Fund's assets that can be subject to the transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Securities lending and borrowing transactions	25 %	30 %

The Sub-Fund will not enter into total return swaps.

The Sub-Fund will use the commitment approach to monitor its global exposure.

**Reference Currency** EUR

**Share Classes** I-Shares – Capitalisation  
R-Shares – Capitalisation  
S-Shares – Capitalisation  
AM-Shares – Capitalisation (dormant)

**Management Fee** Max. 1.50% p.a.

**Performance Fee** None

**Portfolio Manager** Swiss Life Asset Management, France

## EQUITY GLOBAL

### Profile of the typical investor

This Sub-Fund is suitable for the investor who is prepared to take the higher risks associated with equity investments with the aim of maximising the return. Thus, the investor should have experience with volatile products and be able to accept temporary losses. A long-term investment horizon of at least five, ideally ten years is necessary to outlast potential negative market trends.

### Investment Policy

The objective of the Sub-Fund is to achieve long-term capital growth by investing in and/or being exposed to a globally diversified portfolio of equities listed on any recognised national stock market. At no time will less than two thirds of the Sub-Fund's assets be invested according to this paragraph.

The remainder of the Sub-Fund's assets may be invested in and/or exposed to other Transferable Securities and Money Market Instruments in a manner consistent with the Sub-Fund's investment objectives and policies and subject to the restrictions set out in the Prospectus.

Notwithstanding the limits set forth in the section "Investment Restrictions" of the Prospectus, the Sub-Fund will not invest more than 10% of its net assets in other UCITS and/or UCIs.

This Sub-Fund may also expose itself to the assets mentioned above, through the use of derivative instruments within the limits set forth in the section "Investment Restrictions". Under no circumstances shall these operations cause the Sub-Fund to diverge from its investment objective.

Except for securities lending and borrowing transactions, the Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) repurchase and reverse repurchase transaction or (ii) sell-buy back transactions and buy-sell back transactions.

The Sub-Fund's use of, or investment in, securities lending and borrowing transactions will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	The principal amount of the Sub-Fund's assets that can be subject to the transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Securities lending and borrowing transactions	25 %	30 %

The Sub-Fund will not enter into total return swaps.

The Sub-Fund will use the commitment approach to monitor its global exposure.

### Reference Currency

USD

### Share Classes

I-Shares – Capitalisation

I-Shares EUR – Capitalisation

R-Shares EUR – Capitalisation

E-Shares EUR – Capitalisation\*

S-Shares EUR – Capitalisation

R-Shares CHF – Capitalisation

E-Shares CHF – Capitalisation\*

AM-Shares EUR – Capitalisation (dormant)

*\* E-Shares will be issued until either the total Net Asset Value of all E-Shares of this Sub-Fund reaches EUR 50,000,000 or a time limit of 1 year after the launch date is reached (whichever earlier)*

### Management Fee

Max. 1.50% p.a.

### Performance Fee

None

### Portfolio Manager

Swiss Life Asset Management AG

## EQUITY GLOBAL HIGH DIVIDEND

**Profile of the typical investor** This Sub-Fund is suitable for the investor who is prepared to take the higher risks associated with equity investments with the aim of realising high returns. Thus, the investor should have experience with volatile products and be able to accept temporary losses. A long-term investment horizon of at least five, ideally ten years is necessary to outlast potential negative market trends.

**Investment Policy** The objective of this Sub-Fund is to achieve a high long term capital growth by investing in and/or being exposed to a globally diversified equity portfolio of companies with above-average yearly dividend payments through direct or indirect investments via other UCITS and/or UCIs. At no time will less than two thirds of the Sub-Fund's assets be invested and/or exposed according to this paragraph.

The remainder of the Sub-Fund's assets may be invested in and/or exposed to other transferable securities and Money Market Instruments in a manner consistent with the Sub-Fund's investment objectives and policies and subject to the restrictions set out in the Prospectus.

At least 90% of the net assets will be invested directly. A maximum of 10% of the net assets may be invested indirectly via UCITS and/or UCIs.

This Sub-Fund may also expose up to 10% of its assets through the use of derivative instruments within the limits set forth in the sections "Investment Restrictions" and "Special Investment and Hedging Techniques and Instruments". Under no circumstances shall these operations cause the Sub-Fund to diverge from its investment objective.

Except for securities lending and borrowing transactions, the Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) repurchase and reverse repurchase transaction or (ii) sell-buy back transactions and buy-sell back transactions.

The Sub-Fund's use of, or investment in, securities lending and borrowing transactions will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	The principal amount of the Sub-Fund's assets that can be subject to the transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Securities lending and borrowing transactions	25 %	30 %

The Sub-Fund will not enter into total return swaps.

The Sub-Fund will use the commitment approach to monitor its global exposure.

**Reference Currency** EUR

**Share Classes** I-Shares – Capitalisation  
I-Shares – Distribution  
R-Shares – Capitalisation  
R-Shares CHF – Distribution  
R-Shares – Distribution (dormant)  
S-Shares – Capitalisation  
AM-Shares – Capitalisation (dormant)

**Initial subscription date** I-Shares – Distribution: 29 September 2017

**Initial subscription price** I-Shares – Distribution: EUR 10,000.-

**Management Fee** Max. 1.50% p.a.

**Performance Fee** None

**Portfolio Manager** Swiss Life Asset Management, France



## EQUITY GLOBAL LONG/SHORT

**Profile of the typical investor** This Sub-Fund is suitable for the investor who is prepared to take the higher risks associated with equity investments with the aim of maximizing the return. Thus, the investor should have experience with volatile products and be able to accept temporary losses despite the fact that the investment strategy of this Sub-Fund leads to a lower volatility compared to the volatility of a long only fund.

**Investment Policy** The objective of the Sub-Fund is to achieve long term capital growth by investing in and/or being exposed to a mix of smart beta and alternatively-weighted strategies on the main international equity markets. The Sub-Fund eliminates at least 90% of its equity market exposure by taking synthetic short positions in derivative instruments. The corresponding investments may take the form of equity securities, UCITS and/or UCIs, or derivative instruments. Investments in currencies other than the Reference Currency will be hedged against the Reference Currency. At no time will less than two thirds of the Sub-Fund's assets be invested according to this paragraph.

The remainder of the Sub-Fund's assets may be invested in and/or exposed to other Transferable Securities and Money Market Instruments in a manner consistent with the Sub-Fund's investment objectives and policies and subject to the restrictions set out in the Prospectus.

Notwithstanding the limits set forth in the section "Investment Restrictions" of the Prospectus, the Sub-Fund will not invest more than 10% of its net assets in other UCITS and/or UCIs.

This Sub-Fund may also expose itself to the assets mentioned above, using derivative instruments within the limits set forth in the sections "Investment Restrictions" and "Special Investment and Hedging Techniques and Instruments". Under no circumstances shall these operations cause the Sub-Fund to diverge from its investment objective.

Except for securities lending and borrowing transactions, the Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) repurchase and reverse repurchase transaction or (ii) sell-buy back transactions and buy-sell back transactions.

The Sub-Fund's use of, or investment in, securities lending and borrowing transactions will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	The principal amount of the Sub-Fund's assets that can be subject to the transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Securities lending and borrowing transactions	25 %	30 %

The Sub-Fund will not enter into total return swaps.

The Sub-Fund will use the commitment approach to monitor its global exposure.

**Reference Currency** EUR

**Share Classes** I-Shares – Capitalisation  
R-Shares – Capitalisation  
S-Shares – Capitalisation  
AM-Shares – Capitalisation

**Management Fee** Max. 1.50% p.a.

**Performance Fee** None

**Portfolio Manager** Swiss Life Asset Management AG

## EQUITY GLOBAL MINIMUM VOLATILITY

**Profile of the typical investor** This Sub-Fund is suitable for the investor who is prepared to take the higher risks associated with equity investments with the aim of maximising the return. Thus, the investor should have experience with volatile products and be able to accept temporary losses. A long-term investment horizon of at least five, ideally, ten years is necessary to outlast potential negative market trends.

**Investment Policy** The objective of the Sub-Fund is to achieve long-term capital growth by investing in and/or being exposed to a globally diversified portfolio of equities listed on any recognised national stock market. The aim is to build a portfolio that systematically reduces the risk. Security selection will be done using a minimum volatility approach, which aims at constructing a portfolio that minimizes the *ex ante* risk of a stock portfolio given current market conditions. At no time will less than two thirds of the Sub-Fund's assets be invested according to this paragraph.

The remainder of the Sub-Fund's assets may be invested in and/or exposed to other Transferable Securities and Money Market Instruments in a manner consistent with the Sub-Fund's investment objectives and policies and subject to the restrictions set out in the Prospectus.

Notwithstanding the limits set forth in the section "Investment Restrictions" of the Prospectus, the Sub-Fund will not invest more than 10% of its net assets in other UCITS and/or UCIs.

This Sub-Fund may also expose itself to the assets mentioned above, through the use of derivative instruments within the limits set forth in the section "Investment Restrictions". Under no circumstances shall these operations cause the Sub-Fund to diverge from its investment objective.

Except for securities lending and borrowing transactions, the Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) repurchase and reverse repurchase transaction or (ii) sell-buy back transactions and buy-sell back transactions.

The Sub-Fund's use of, or investment in, securities lending and borrowing transactions will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	The principal amount of the Sub-Fund's assets that can be subject to the transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Securities lending and borrowing transactions	25 %	30 %

The Sub-Fund will not enter into total return swaps.

The Sub-Fund will use the commitment approach to monitor its global exposure.

**Reference Currency** USD

**Share Classes** I-Shares – Capitalisation  
I-Shares EUR – Distribution  
R-Shares EUR – Distribution  
S-Shares EUR – Capitalisation  
AM-Shares EUR – Capitalisation (dormant)

**Management Fee** Max. 1.50% p.a.

**Performance Fee** None

**Portfolio Manager** Swiss Life Asset Management, France

## EQUITY GLOBAL PROTECT<sup>1</sup>

### Profile of the typical investor

This Sub-Fund is suitable for the investor who is prepared to take the higher risks associated with equity investments with the aim of maximizing the return and simultaneously and systematically hedging some of the downside risks. Hence, the investor should have experience with volatile products and be able to accept temporary losses.

### Investment Policy

The objective of the Sub-Fund is to achieve long-term capital growth by investing in and/or being exposed to a global equity portfolio composed of securities traded on the main international equity markets while implementing a hedging strategy by purchasing put options, which can be partly financed by the sale of call or put options. The exercise price of the options varies over time. New put options are normally bought at a level of 102% - 85% of the underlying index at the day of purchase of the option and to finance at least partially the protection costs new call options could be normally sold at a level of 100% - 107% of the underlying index at the day of sale of the option while put options could be normally sold at 97% - 75% of the underlying index at the day of sale of the option. The corresponding investments may take the form of equity securities, UCITS and/or UCIs, or derivative instruments. Investments in currencies other than the Reference Currency will be hedged against the Reference Currency. At no time will less than two thirds of the Sub-Fund's assets be invested according to this paragraph.<sup>2</sup>

In order to implement the risk mitigation technique described above, excess return swaps or total return swaps can be used instead of purchasing options directly. To this end, the underlying of the said excess return swaps or total return swaps will be a non-discretionary, rules-based index that reflects the performance of the implemented risk mitigation technique. Despite the implementation of the hedging strategy, there is no guarantee that the investment objective of the Sub-Fund will actually be achieved. A loss in value, therefore, cannot be ruled out.

The remainder of the Sub-Fund's assets may be invested in and/or exposed to Transferable Securities and Money Market Instruments in a manner consistent with the Sub-Fund's investment objectives and policies and subject to the restrictions set out in the Prospectus.

A maximum of 10% of the net assets may be invested indirectly via UCITS and/or UCIs.

This Sub-Fund may also expose itself to the assets mentioned above, using derivative instruments within the limits set forth in the sections "Investment Restrictions" and "Special Investment and Hedging Techniques and Instruments". Under no circumstances shall these operations cause the Sub-Fund to diverge from its investment objective.

The Sub-Fund's use of, or investment in, total return swaps and other derivatives with the same characteristics will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	The principal amount of the Sub-Fund's assets that can be subject to the transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Total return swaps and other derivatives with the same characteristics	95 %	100 %

Total return swaps may have underlying such as indices, equity options or futures. Typically investments in such instruments is made to adjust the portfolio's market exposure in a more cost efficient way.

<sup>1</sup> Until 2<sup>nd</sup> October 2017 and as disclosed in the previous prospectus of December 2016, the name of the Sub-Fund is Equity Global NXS Protect.

<sup>2</sup> Until 2<sup>nd</sup> October 2017 and as disclosed in the previous prospectus of December 2016, this paragraph shall be as follows:

*"The objective of the Sub-Fund is to achieve long-term capital growth by investing in and/or being exposed to a global mix of smart beta and alternatively-weighted strategies on the main international equity markets while systematically hedging the portfolio by purchasing longer-dated put options partly financed by the sale of call options. The exercise price of the options varies over time and is determined in a systematic way. New put options are bought at a level of 100% -85% of the underlying index at the day of purchase of the option and new call options are sold at a level of 100%-106% of the underlying index at the day of sale of the option. The corresponding investments may take the form of equity securities, UCITS and/or UCIs, or derivative instruments. Investments in currencies other than the Reference Currency will be hedged against the Reference Currency. At no time will less than two thirds of the Sub- Fund's assets be invested according to this paragraph.*

*This strategy follows the below criteria:*

- the exposure covered by the risk mitigation technique is sufficiently similar in nature to the risk exposure of the equity assets;
- the changes in value of the exposure covered by the risk-mitigation technique closely mirror the changes in value of the risk exposure of the equity assets under a set of risk scenarios;
- the put options have a 12 months maturity;
- the put options are automatically replaced when they expire by other 12 months maturity put options, as described below:
- o the replacement of put options is fully documented;
- o the replacement of put options is not conditional on any future event;
- o the risk that the risk-mitigation technique cannot be replaced due to an absence of liquidity in the market is not material."

The Sub-Fund may incur fees and transaction costs upon entering into total return swaps and other derivatives with the same characteristics and/or any increase or decrease of their notional amount. In particular, the Sub-Fund may incur fixed or variable intermediary fees and transaction costs upon entering into such techniques and instruments, the details of which will be disclosed in the annual report of the Company.

Except for securities lending and borrowing transactions, the Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) repurchase and reverse repurchase transaction or (ii) sell-buy back transactions and buy-sell back transactions.

The Sub-Fund's use of, or investment in, securities lending and borrowing transactions will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	The principal amount of the Sub-Fund's assets that can be subject to the transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Securities lending and borrowing transactions	25 %	30 %

The Sub-Fund will use the commitment approach to monitor its global exposure.

**Reference Currency**

EUR

**Share Classes**

I-Shares – Capitalisation  
R-Shares – Capitalisation  
S-Shares – Capitalisation

**Management Fee**

Max. 1.50% p.a.

**Performance Fee**

None

**Portfolio Manager**

Swiss Life Asset Management AG

## EQUITY USA

**Profile of the typical investor** This Sub-Fund is suitable for the investor who is prepared to take the higher risks associated with equity investments with the aim of maximising the return.

Thus, the investor should have experience with volatile products and be able to accept temporary losses. A long-term investment horizon of at least five, ideally ten years is necessary to outlast potential negative market trends.

### Investment Policy

The objective of the Sub-Fund is to achieve long-term capital growth by investing in a diversified portfolio of equities of companies domiciled in the United States of America and listed on any recognised national stock market. Investments in shares of companies listed in the United States of America but domiciled outside of the United States of America are permitted, provided the largest portion of the companies' business is being generated within the United States of America. At no time will less than two thirds of the Sub-Fund's assets be invested according to this paragraph.

The remainder of the Sub-Fund's assets may be invested in and/or exposed to other transferable securities and Money Market Instruments in a manner consistent with the Sub-Fund's investment objectives and policies and subject to the restrictions set out in the Prospectus.

At least 90% of the net assets will be invested directly. A maximum of 10% of the net assets may be invested indirectly via UCITS and/or UCIs.

This Sub-Fund may also expose itself to the assets mentioned above, through the use of derivative instruments within the limits set forth in the sections "Investment Restrictions" and "Special Investment and Hedging Techniques and Instruments". Under no circumstances shall these operations cause the Sub-Fund to diverge from its investment objective.

Except for securities lending and borrowing transactions, the Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) repurchase and reverse repurchase transaction or (ii) sell-buy back transactions and buy-sell back transactions.

The Sub-Fund's use of, or investment in, securities lending and borrowing transactions will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	The principal amount of the Sub-Fund's assets that can be subject to the transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Securities lending and borrowing transactions	25 %	30 %

The Sub-Fund will not enter into total return swaps.

The Sub-Fund will use the commitment approach to monitor its global exposure.

### Reference Currency

USD

### Share Classes

I-Shares – Capitalisation  
R-Shares – Capitalisation  
S-Shares – Capitalisation  
AM-Shares EUR – Capitalisation (dormant)

### Management Fee

Max. 1.50% p.a.

### Performance Fee

None

### Portfolio Manager

Swiss Life Asset Management AG

## MULTI ASSET CLASSIC (EUR)

**Profile of the typical investor** The Sub-Fund is suitable for investors seeking a balanced risk/return profile. An investment horizon of at least five years is recommended.

**Investment Policy** The objective of the investment policy is to achieve attractive capital appreciation from the Euro perspective within the framework of a longer-term strategy.

Taking advantage of international diversification opportunities, this Sub-Fund invests its net assets through investment via UCITS and/or other UCIs, primarily selecting equity, bond and portfolio funds, as well as money market funds. The selection of target funds can also include funds with different regional, sectoral or branch-related focuses. Up to 60% of the Sub-Fund's assets may be invested in and/or exposed to equities and/or equity funds according to this paragraph. This Sub-Fund will invest neither in asset-backed (ABS) nor in mortgage-backed (MBS) securities.

In asset allocation fund managers aim for a balanced relationship between risk, return and growth potential. In special market situations, however, the fund assets may also be fully invested in only one of the target funds types mentioned above, if this seems necessary in the interest of the shareholders.

In addition, the Sub-Fund may invest in assets which are discussed in the "Investment Restrictions" section.

This Sub-Fund may also expose itself to the assets mentioned above through the use of derivative instruments within the limits set forth in the sections "Investment Restrictions" and "Special Investment and Hedging Techniques and Instruments". Under no circumstances shall these transactions cause the Sub-Fund to diverge from its investment objective.

Except for securities lending and borrowing transactions, the Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) repurchase and reverse repurchase transaction or (ii) sell-buy back transactions and buy-sell back transactions.

The Sub-Fund's use of, or investment in, securities lending and borrowing transactions will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	The principal amount of the Sub-Fund's assets that can be subject to the transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Securities lending and borrowing transactions	25 %	30 %

The Sub-Fund will not enter into total return swaps.

This Sub-Fund uses the commitment approach to monitor its global exposure.

**Reference Currency** EUR

**Share Class** R-Shares – Capitalisation

**Management Fee** Max. 2.5% p.a.

**Performance Fee** 15%; see section "Performance Fee"

**Portfolio Manager** Feri Trust GmbH

### Fees payable by the Company as the consequence of the Investment in other UCITS and/or UCIs

In addition, the Company will pay fees of the target UCITS and/or UCI. Section "Multiplication of Fees" of the general part of the Prospectus details the fees relating to the Sub-Fund's investment in the units of other UCITS and/or UCIs that are managed directly or by delegation by the Management Company or by any other company with which the Management Company is linked by common management or control, or by way of a direct or indirect stake of more than 10% of the capital or votes.

In any other case, the Sub-Fund will not invest in underlying UCIs which levy a subscription or a redemption fee higher than 3%.

The Sub-Fund will not invest in underlying UCIs which are themselves submitted to a management fee exceeding 2.5%.

## MULTI ASSET DYNAMIC (EUR)

**Profile of the typical investor** The Sub-Fund is particularly suitable for growth-oriented investors with earnings expectations above the usual market levels. An investment horizon of at least 8/10 years is recommended.

**Investment Policy** The objective of the investment policy is to achieve sound and attractive capital appreciation from the Euro perspective within the framework of a longer-term strategy.

Taking advantage of international diversification opportunities, this Sub-Fund invests its net assets through investment via UCITS and/or other UCIs, primarily selecting equity, bond and portfolio funds, as well as money market funds with a growth-oriented bias. The selection of target funds can also include funds with different regional, sectoral or branch-related focuses. Up to 80% of the Sub-Fund's assets may be invested in and/or exposed to equities and/or equity funds according to this paragraph. This Sub-Fund will invest neither in asset-backed (ABS) nor in mortgage-backed (MBS) securities.

In addition, the Sub-Fund may invest in assets which are discussed in the "Investment Restrictions" section.

This Sub-Fund may also expose itself to the assets mentioned above through the use of derivative instruments within the limits set forth in the sections "Investment Restrictions" and "Special Investment and Hedging Techniques and Instruments". Under no circumstances shall these transactions cause the Sub-Fund to diverge from its investment objective.

Except for securities lending and borrowing transactions, the Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) repurchase and reverse repurchase transaction or (ii) sell-buy back transactions and buy-sell back transactions.

The Sub-Fund's use of, or investment in, securities lending and borrowing transactions will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	The principal amount of the Sub-Fund's assets that can be subject to the transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Securities lending and borrowing transactions	25 %	30 %

The Sub-Fund will not enter into total return swaps.

This Sub-Fund uses the commitment approach to monitor its global exposure.

**Reference Currency** EUR

**Share Class** R-Shares – Capitalisation

**Management Fee** Max. 2.5% p.a.

**Performance Fee** 15%; see section "Performance Fee"

**Portfolio Manager** Feri Trust GmbH

### Fees payable by the Company as the consequence of the Investment in other UCITS and/or UCIs

In addition, the Company will pay fees of the target UCITS and/or UCI.

Section "Multiplication of Fees" of the general part of the Prospectus details the fees relating to the Sub-Fund's investment in the units of other UCITS and/or UCIs that are managed directly or by delegation by the Management Company or by any other company with which the Management Company is linked by common management or control, or by way of a direct or indirect stake of more than 10% of the capital or votes.

In any other case, the Sub-Fund will not invest in underlying UCIs which levy a subscription or a redemption fee higher than 3%.

The Sub-Fund will not invest in underlying UCIs which are themselves submitted to a management fee exceeding 2.5%.

## MULTI ASSET RISK PREMIA

**Profile of the typical investor** This Sub-Fund is suitable for the investor who is aiming at an investment with a moderate risk with the aim of generating a moderate positive absolute return over the recommended investment horizon.

### Investment Policy

The Sub-Fund invests in a multi-asset class portfolio that aims (i) at eliminating the systematic risk of each asset class in the portfolio by taking short positions and (ii) at creating a positive return over the recommended investment horizon (x) by taking advantage of a diversified set of risk premia strategies which are for example carry, momentum or value strategies and (y) by taking long positions in each respective asset class (equities, rates, credit, currencies, commodities or volatility). The strategies used are for example:

- Carry strategies which aim to capture value from assets expected to produce higher yields than other lower-yielding assets;
- Momentum strategies which aim to capture value from assets expected to continue to perform similarly (positively or negatively) over a future period of time; and
- Value strategies which aim to take advantage of the tendency for relatively cheaper assets to outperform relatively more expensive assets.

Strategy/Asset Class	Equity	Rates	Credit	FX	Commodities
Momentum	✓	✓	✓	✓	✓
Mean Reversion	✓	✓		✓	✓
Value	✓	✓	✓	✓	✓
Carry	✓	✓	✓	✓	✓
Quality	✓				
Growth	✓				
Size	✓				
Volatility	✓	✓	✓	✓	✓
Low Volatility	✓				
Liquidity					✓
M&A Arbitrage	✓				
Implied Dividends	✓				
Curve		✓			
Hedge Arbitrage				✓	

The different risk premia strategies above are allocated within the portfolio based on proven concepts of risk control that combine a systematic quantitative strategy based on an optimization of the risk/return ratio of the portfolio with active management decisions.

The strategies are implemented directly or using total return swaps.

The direct investments may take the form of equity securities, fixed income securities, or derivative instruments as further described below. When total return swaps are used, the underlying portfolio reflects the returns of baskets of non-discretionary, rules-based, publicly available risk premia indices, which qualify as eligible financial indices within the meaning of the Law of 2010.

The Sub-Fund may use derivative instruments, including OTC derivatives, for hedging and investment purposes such as listed futures, options, and foreign exchange transactions. In particular, total return swaps may be used to implement the strategies.

The Sub-Fund's use of, or investment in, total return swaps and other derivatives with the same characteristics will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be	The principal amount of the Sub-Fund's assets that can be subject to the transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
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	higher.	
Total return swaps and other derivatives with the same characteristics	300 %	680 %

Total return swaps may have underlying such as eligible financial indices within the meaning of the Law of 2010, equities, corporate bonds, rates, treasury bonds, FX, commodities, futures or options. Typically investments in such instruments is made to adjust the portfolio's market exposure in a more cost efficient way.

The Sub-Fund may incur fees and transaction costs upon entering into total return swaps and other derivatives with the same characteristics and/or any increase or decrease of their notional amount. In particular, the Sub-Fund may incur fixed or variable intermediary fees and transaction costs upon entering into such techniques and instruments. Transaction costs related to OTC derivatives will essentially consist of fixed or variable brokerage fees, the details of which will be disclosed in the annual report of the Company.

Except for securities lending and borrowing transactions, the Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) repurchase and reverse repurchase transaction or (ii) sell-buy back transactions and buy-sell back transactions.

The Sub-Fund's use of, or investment in, securities lending and borrowing transactions will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	The principal amount of the Sub-Fund's assets that can be subject to the transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Securities lending and borrowing transactions	25 %	30 %

Note that there is no guarantee that the investment objective of the Sub-Fund will actually be achieved. A loss in value, therefore, cannot be ruled out.

At no time will less than two thirds of the Sub-Fund's assets be invested according to the strategy as defined above.

A maximum of 10% of the Sub-Fund's assets may be invested indirectly via UCITS and/or UCIs.

The remainder of the Sub-Fund's assets may be invested in and/or exposed to Transferable Securities and Money Market Instruments in a manner consistent with the Sub-Fund's investment objectives and policies and subject to the restrictions set out in the Prospectus.

This Sub-Fund may also expose itself to the assets mentioned above, using derivative instruments within the limits set forth in the sections "Investment Restrictions" and "Special Investment and Hedging Techniques and Instruments". Any use of derivatives will be kept consistent with the investment objective and under no circumstances shall these operations cause the Sub-Fund to diverge from its investment objective or risk profile.

The Sub-Fund will use the absolute VaR approach to monitor its global exposure.

Based on sum of notionals approach, the Sub-Fund has an expected level of leverage of 750% of the Sub-Fund's Net Asset Value. The Sub-Fund's level of leverage may however possibly be higher or lower.

#### Reference Currency

EUR

#### Share Classes

I-Shares – Capitalisation  
R-Shares – Capitalisation (dormant)  
S-Shares – Capitalisation  
AM-Shares - Capitalisation

#### Initial subscription date

I-Shares – Capitalisation: 5 September 2017, or at such later date as the Board of Directors may determine.  
S-Shares – Capitalisation: 5 September 2017, or at such later date as the Board of Directors may determine.

	AM-Shares - Capitalisation: 5 September 2017, or at such later date as the Board of Directors may determine.
<b>Initial subscription price</b>	I-Shares - Capitalisation: EUR 10,000.- S-Shares – Capitalisation: EUR 10,000.- AM-Shares - Capitalisation: EUR 10,000.-
<b>Management Fee</b>	Max. 1.00% p.a.
<b>Performance Fee</b>	None
<b>Portfolio Manager</b>	Swiss Life Asset Management, France

## PRUDENT (EUR)

### Profile of the typical investor

This Sub-Fund is suitable for the investor who is seeking an investment in Euro denominated bonds and international equities who would prefer an active management by a team of expert professionals, thereby investing at low cost in a capital market that is highly suited to portfolio diversification. The investor should be comfortable with a low to moderate risk and return potential.

### Investment Policy

The aim of the Sub-Fund is to build a diversified portfolio within a high level of risk management from the Euro perspective by investing and/or being exposed in a broadly diversified portfolio of global bonds and equities through direct or indirect investments via other UCITS and/or UCIs. At least 51% of the net assets on a consolidated basis shall be invested in and/or exposed, directly or indirectly, to bonds, Money Market Instruments and other debt instruments. The remainder may be invested in and/or exposed, directly or indirectly, to any other securities including shares and other equities within the limits set forth in the section "Investment Restrictions".

This Sub-Fund may also expose itself to the assets mentioned above, through the use of derivative instruments within the limits set forth in the sections "Investment Restrictions" and "Special Investment and Hedging Techniques and Instruments". Under no circumstances shall these operations cause the Sub-Fund to diverge from its investment objective.

Except for securities lending and borrowing transactions, the Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) repurchase and reverse repurchase transaction or (ii) sell-buy back transactions and buy-sell back transactions.

The Sub-Fund's use of, or investment in, securities lending and borrowing transactions will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	The principal amount of the Sub-Fund's assets that can be subject to the transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Securities lending and borrowing transactions	25 %	30 %

The Sub-Fund will not enter into total return swaps.

The Sub-Fund will use the commitment approach to monitor its global exposure.

### Investments within other Sub-Funds

This Sub-Fund may invest, within the limits set forth in the section "Investment Restrictions", in other Sub-Funds of the Company, provided that these Sub-Funds offer Class S Shares, for which no management fee will be levied.

### Reference Currency

EUR

### Share Class

R-Shares – Capitalisation  
I-Shares - Capitalisation

### Management Fee

Max. 1.00% p.a.

### Performance Fee

None

### Portfolio Manager

Swiss Life Asset Management, France

### Fees payable by the Company as the consequence of the Investment in other UCITS and/or UCIs

Section "Multiplication of Fees" of the general part of the Prospectus details the fees relating to the Sub-Fund's investment in the units of other UCITS and/or UCIs that are managed directly or by delegation by the Management Company or by any other company with which the Management Company is linked by common management or control, or by way of a direct or indirect stake of more than 10% of the capital or votes.

In any other case, the Sub-Fund will not invest in underlying UCIs which levy a subscription or a redemption fee higher than 3%.

The Sub-Fund will not invest in underlying UCIs which are themselves submitted to a management fee exceeding 2.5%.

## HARMONY (EUR)

### Profile of the typical investor

This Sub-Fund is aimed at any investor wishing to draw benefits from the dynamics of international equity and bonds markets and who is prepared to accept the related risk. An investment horizon of at least 5 years is recommended in order to ride out potentially adverse market trends.

### Investment Policy

The aim of this Sub-Fund is to seek the best combination of capital growth and interest income from the Euro perspective by investing and/or being exposed in a broadly diversified portfolio of global bonds and equities through direct or indirect investments via other UCITS and/or UCIs.

A minimum of 30% of the net assets on a consolidated basis shall be invested in and/or exposed, directly or indirectly, to shares and other equities. A minimum of 40% on a consolidated basis shall be invested in and/or exposed, directly or indirectly, to bonds, Money Market Instruments and other debt instruments.

This Sub-Fund may also expose itself to the assets mentioned above, through the use of derivative instruments within the limits set forth in the sections "Investment Restrictions" and "Special Investment and Hedging Techniques and Instruments". Under no circumstances shall these operations cause the Sub-Fund to diverge from its investment objective.

Except for securities lending and borrowing transactions, the Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) repurchase and reverse repurchase transaction or (ii) sell-buy back transactions and buy-sell back transactions.

The Sub-Fund's use of, or investment in, securities lending and borrowing transactions will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	The principal amount of the Sub-Fund's assets that can be subject to the transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Securities lending and borrowing transactions	25 %	30 %

The Sub-Fund will not enter into total return swaps.

The Sub-Fund will use the commitment approach to monitor its global exposure.

### Investments within other Sub-Funds

This Sub-Fund may invest, within the limits set forth in the section "Investment Restrictions", in other Sub-Funds of the Company, provided that these Sub-Funds offer Class S Shares, for which no management fee will be levied.

### Reference Currency

EUR

### Share Class

R-Shares – Capitalisation  
I-Shares – Capitalisation (dormant)

### Management Fee

Max. 1.25% p.a.

### Performance Fee

None

### Portfolio Manager

Swiss Life Asset Management, France

### Fees payable by the Company as the consequence of the Investment in other UCITS and/or UCIs

Section "Multiplication of Fees" of the general part of the Prospectus details the fees relating to the Sub-Fund's investment in the units of other UCITS and/or UCIs that are managed directly or by delegation by the Management Company or by any other company with which the Management Company is linked by common management or control, or by way of a direct or indirect stake of more than 10% of the capital or votes.

In any other case, the Sub-Fund will not invest in underlying UCIs which levy a subscription or a redemption fee higher than 3%.

The Sub-Fund will not invest in underlying UCIs which are themselves submitted to a management fee exceeding 2.5%.

## PORTFOLIO GLOBAL GROWTH (CHF)

**Profile of the typical investor** This Sub-Fund is suitable for the investor who is aware of the relatively high risks involved. This investor is comfortable knowing that his investment returns will move up and down and possibly even show negative earnings from time to time. The Sub-Fund is suitable for the investor who can set aside the invested capital for at least 5 to 10 years.

**Investment Policy** The objective of the Sub-Fund is to achieve mid to long-term capital growth for the Swiss Francs based investor. The Sub-Fund invests a minimum of 51% of its net assets in shares and other equity papers world-wide. The remainder shall be invested in and/or exposed to bonds, Money Market Instruments and other debt instruments issued by worldwide issuers. Notwithstanding the limits set forth in the section "Investment Restrictions" of the Prospectus, the Sub-Fund will not invest more than 49% of its net assets in other UCITS and/or UCIs.

This Sub-Fund may also expose itself to the assets mentioned above, through the use of derivative instruments within the limits set forth in the sections "Investment Restrictions" and "Special Investment and Hedging Techniques and Instruments". Under no circumstances shall these operations cause the Sub-Fund to diverge from its investment objective.

Except for securities lending and borrowing transactions, the Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) repurchase and reverse repurchase transaction or (ii) sell-buy back transactions and buy-sell back transactions.

The Sub-Fund's use of, or investment in, securities lending and borrowing transactions will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	The principal amount of the Sub-Fund's assets that can be subject to the transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Securities lending and borrowing transactions	25 %	30 %

The Sub-Fund will not enter into total return swaps.

The Sub-Fund will use the commitment approach to monitor its global exposure.

**Investments within other Sub-Funds** This Sub-Fund may invest, within the limits set forth in the section "Investment Restrictions", in other Sub-Funds of the Company, provided that these Sub-Funds offer Class S Shares, for which no management fee will be levied.

**Reference Currency** CHF

**Share Class** R-Shares – Capitalisation

**Management Fee** Max. 1.50% p.a.

**Performance Fee** None

**Portfolio Manager** Swiss Life Asset Management AG

## VITALITY (EUR)

**Profile of the typical investor** This Sub-Fund is aimed at any investor wishing to draw benefits from the dynamics of international equity and bonds markets and who is prepared to accept the related risk. An investment horizon of at least 5 years is recommended in order to ride out potentially adverse market trends.

**Investment Policy** The aim of this Sub-Fund is to seek the best combination of capital growth and interest income from the Euro perspective by investing and/or being exposed in a broadly diversified portfolio of global bonds and equities through direct or indirect investments via other UCITS and/or UCIs.

At least 51% of the net assets on a consolidated basis shall be invested in and/or exposed, directly or indirectly, to shares and other equities. The remainder shall be invested in and/or exposed, directly or indirectly, to bonds, Money Market Instruments and other debt instruments.

This Sub-Fund may also expose itself to the assets mentioned above, through the use of derivative instruments within the limits set forth in the sections "Investment Restrictions" and "Special Investment and Hedging Techniques and Instruments". Under no circumstances shall these operations cause the Sub-Fund to diverge from its investment objective.

Except for securities lending and borrowing transactions, the Sub-Fund will not employ any techniques and instruments relating to Transferable Securities and Money Market Instruments, such as (i) repurchase and reverse repurchase transaction or (ii) sell-buy back transactions and buy-sell back transactions.

The Sub-Fund's use of, or investment in, securities lending and borrowing transactions will be as follows:

Type of transactions	Under normal circumstances, it is generally expected that the principal amount of such transactions will not exceed a proportion of the Net Asset Value of the Sub-Fund indicated below. In certain circumstances this proportion may be higher.	The principal amount of the Sub-Fund's assets that can be subject to the transactions may represent up to a maximum of the proportion of the Sub-Fund's net asset value indicated below.
Securities lending and borrowing transactions	25 %	30 %

The Sub-Fund will not enter into total return swaps.

The Sub-Fund will use the commitment approach to monitor its global exposure.

**Investments within other Sub-Funds** This Sub-Fund may invest, within the limits set forth in the section "Investment Restrictions", in other Sub-Funds of the Company, provided that these Sub-Funds offer Class S Shares, for which no management fee will be levied.

**Reference Currency** EUR

**Share Class** R-Shares – Capitalisation  
I-Shares – Capitalisation (dormant)

**Management Fee** Max. 1.50% p.a.

**Performance Fee** None

**Portfolio Manager** Swiss Life Asset Management, France

### Fees payable by the Company as the consequence of the investment in other UCITS and/or UCIs

Section "Multiplication of Fees" of the general part of the Prospectus details the fees relating to the Sub-Fund's investment in the units of other UCITS and/or UCIs that are managed directly or by delegation by the Management Company or by any other company with which the Management Company is linked by common management or control, or by way of a direct or indirect stake of more than 10% of the capital or votes.

In any other case, the Sub-Fund will not invest in underlying UCIs which levy a subscription or a redemption fee higher than 3%.

The Sub-Fund will not invest in underlying UCIs which are themselves submitted to a management fee exceeding 2.5%.

## APPENDIX 2 – DISTRIBUTION

### SWITZERLAND

#### Additional information for investors in Switzerland

##### Representative

The representative in Switzerland is Swiss Life Asset Management AG, General Guisan-Quai 40, 8002 Zurich.

##### Paying agent

The paying agent in Switzerland is UBS AG, Bahnhofstrasse 45, 8098 Zurich.

##### Place where the relevant documents may be obtained

The Prospectus and the Key Investor Information, the Articles as well as the annual and semi-annual reports may be obtained free of charge from the Representative.

##### Publications

Publications in respect of the foreign collective investment scheme are made in Switzerland on the electronic platform [www.swissfunddata.ch](http://www.swissfunddata.ch).

Each time units are issued or redeemed, the issue and the redemption prices or the net asset value together with a reference stating "excluding commissions" must be published for all share classes on the electronic platform [www.swissfunddata.ch](http://www.swissfunddata.ch) and on the website [www.swisslife-am.com](http://www.swisslife-am.com). Prices will be published at least twice per month, on the first and third Monday or the following Business Day.

##### Payment of retrocessions and rebates

The Company and its agents may pay retrocessions as remuneration for distribution activity in respect of fund units in or from Switzerland. This remuneration may be deemed payment for the following services in particular:

- setting up processes for subscribing, holding and safe custody of the units;
- keeping a supply of marketing and legal documents, and issuing the said;
- forwarding or providing access to legally required publications and other publications;
- performing due diligence delegated by the Company in areas such as money laundering, ascertaining client needs and distribution restrictions;
- mandating an authorized auditor to check compliance with certain duties of the Distributor, in particular with the Guidelines on the Distribution of Collective Investment Schemes issued by the Swiss Funds & Asset Management Association SFAMA;
- operating and maintaining an electronic distribution and/or information platform for third-party providers
- Clarifying and answering specific questions from investors pertaining to the investment product or the Company;
- drawing up fund research material;
- central relationship management;
- subscribing units as a "nominee" for several clients as mandated by the Company;
- training client advisors in collective investment schemes;
- mandating and monitoring additional distributors.

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

The recipients of the retrocessions must ensure transparent disclosure and inform investors, unsolicited and free of charge, about the amount of remuneration they may receive for distribution.

On request, the recipients of retrocessions must disclose the amounts they actually receive for distributing the collective investment schemes of the investors concerned.

In the case of distribution activity in or from Switzerland, the Company and its agents may, upon request, pay rebates directly to investors. The purpose of rebates is to reduce the fees or costs incurred by the investor in question. Rebates are permitted provided that:

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

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

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

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

##### Place of performance and jurisdiction

In respect of the shares distributed in and from Switzerland, the place of performance and jurisdiction is at the registered office of the representative.

### GERMANY

#### Additional information for investors in Germany

The offering of the shares has been notified to the German Financial Services Supervisory Authority in accordance with Section 310 of the Investment Code (*Kapitalanlagegesetzbuch*).

##### Paying Agent

Landesbank Hessen-Thüringen, Girozentrale, Neue Mainzer Straße 52-58, 60311 Frankfurt am Main, has undertaken the role of the paying agent ("German Paying Agent") in accordance with Section 309 para. 1 of the Investment Code.

Requests for redemptions or conversions of Shares may be submitted to the German Paying Agent. German resident investors can request that the redemption proceeds, any distributions and other payments due to them are paid through the German Paying Agent.

In this case the payments will be transferred to an account designated by the investor or paid in cash by the German Paying Agent.

##### Information Agent

Swiss Life Invest GmbH, Palais Leopold, Loepoldstrasse 10, 80802 Munich, has undertaken the role of the information agent ("German Information Agent") in accordance with Section 309 para. 2 of the Investment Code.

##### Information for Shareholders

The Prospectus, the Key Investor Information, the Articles, the annual and semi-annual reports can be obtained in paper form free of charge at the German Information Agent. Copies of the agreements with the Depositary, the Administrator, the Registrar Agent, the Portfolio Manager and the legally designated Paying Agents in the countries in which the Sub-Funds are registered for sale can also be inspected at the German Information Agent free of charge. The latest subscription and redemption prices as

well as possible information to the Shareholders are available free of charge upon request at the German Information Agent.

The subscription and redemption prices of the Shares will be published on the website [www.swisslife-am.com](http://www.swisslife-am.com). Notices to Shareholders will be published in the Electronic Federal Gazette ("Bundesanzeiger").

The investors in Germany will be additionally informed through a durable medium in the meaning of section 167 of the Investment Code about:

1. the suspension of the redemption of the units;
2. the termination of the management or liquidation of the Company or a Sub-Fund;
3. changes to the Articles that are incompatible with the existing investment policies, that affect material investor rights or that affect the fees and reimbursement of expenses that can be paid out of the assets of the Company or a Sub-Fund;
4. the merger of funds in the form of the information on the merger that is required to be prepared according to article 43 of the UCITS Directive;
5. the conversion of an investment fund into a feeder fund or changes to a master fund in the form of the information that are required to be prepared according to article 64 of the UCITS Directive."

#### Tax Information

The Company intends to fulfil the German fund tax law publication requirements in relation to the German tax base within the meaning of section 5 paragraph 1 InvTA (Investment Tax Act).

However, it cannot be guaranteed by the Company that the premises set forth in section 5 paragraph 1 InvTA (Investment Tax Act) will be effectively fulfilled.

In case the Company does not provide sufficient evidence or does not comply with the publication requirements of the Investment Tax Act (InvTA), the provisions of the lump-sum taxation in accordance with section 6 InvTA (Investment Tax Act) apply, i.e. the German tax resident investor will be taxed on (1) distributions made by the Company, (2) the interim profit and (3) in addition the increase between the first and the last redemption price of the calendar year per share of the Company, at least 6 % of the last redemption price of the calendar year multiplied with the number of shares held by the tax resident German investor in relation to the Company at the end of the calendar year (31 December).

According to section 5 paragraph 1 number 5 InvTA (Investment Tax Act) the Federal Tax Office may request the Company to provide full evidence within 3 months that the German tax base has been determined and published in accordance with the German tax laws. In the case that mistakes would be observable for the past, the correction of these mistakes will not be accomplished for the past, but instead be recognized within the publication for the actual business year of the Company (in accordance with section 5 paragraph 1 sentence 1 number 5 sentence 3 InvTA). Therefore, the correction of such mistakes may harm or favour German tax resident investors, who have received a distribution or a deemed distribution within the actual business year of the Company.

The aforementioned information merely present a general survey of the taxation of German tax resident investors of the Company and are neither meant to be exhaustive nor to replace an in-depth professional consultation e.g. by a lawyer, a tax advisor or an auditor (see section 3 of the Tax Advising Law). Due to the pending legislation concerning the adaptation of the Investment Tax Act to the amended fund supervisory law which was changed by the enactment of the Investment Code (*Kapitalanlagegesetzbuch*) effective 22 July 2013, the Investment Tax Act is applicable on an interim basis based on the order of continued validity issued by Decree of the Federal Ministry of Finance dated 18 July 2013 (Az. IV C 1 - S 1980-1/12/10011 / IV D 3 - S 7160-h/12/10001). The aforementioned information is based on the legal situation as well as on the opinion of the German fiscal authorities at the point in time of the publication of this prospectus. Due to the fact, that the legal situation and the

opinion of the fiscal authorities might change between the publication of this prospectus and the investment decision of the German tax resident investor, the Company emphatically recommends to consult a qualified person before the investment in the shares of the Company is made.

## FRANCE

### Additional information for investors in France

The Sub-Funds below have been approved by the *Autorité des Marchés Financiers* for the distribution of their shares in France:

Bond Emerging Markets Corporates	16-10-2014
Bond Emerging Markets Corporates Short Term	in process
Bond Euro Corporates	24-04-2009
Bond Global Corporates	27-01-2012
Bond Global Corporates Short Term	20-07-2015
Bond Global High Yield	15-11-2012
Bond Inflation Protection	30-12-2009
Equity Euro Zone	07-12-1999
Equity Global	10-02-2016
Equity Global High Dividend	28-10-2008
Equity Global Long/Short	10-02-2016
Equity Global Minimum Volatility	10-01-2017
Equity Global Protect	10-02-2016
Equity USA	15-11-2012
Prudent (EUR)	28-10-2008
Harmony (EUR)	28-10-2008
Multi Asset Risk Premia	in process
Portfolio Global Growth (CHF)	05-04-2001
Vitality (EUR)	28-10-2008

### Central agent in France

The central agent is SwissLife Banque, company having its registered office at 7, place Vendôme 75041 Paris Cedex 01.

The central agent is notably in charge of:

- processing the subscription and redemption requests of the shares of the SICAV;
- paying the coupons and dividends to the shareholders of the SICAV;
- making available to the shareholders of the SICAV the information documents relating to the SICAV (the prospectus and the Key Investor Information, articles, annual and semi-annual reports);
- notifying to the shareholders of the SICAV changes in the characteristics of the SICAV.

### Conditions to the subscription and redemption

The investors shall be aware that their request for the subscription of shares of the SICAV may be fully or partly rejected by the portfolio manager of the SICAV or by its representative for any reason, whether such request be for an initial or subsequent subscription.

The investors shall be aware that the prospectus of the SICAV contains provisions stating that mandatory redemption of their shares may occur in the event that certain investment conditions are no longer complied with. Such redemption shall trigger for French investors the application of the taxation regulations applying to transfer of transferable securities.

### Tax aspects

The attention of tax resident investors in France is brought upon the fact that they shall proceed to tax return. Considering the fact that their proceeds derive from the transfers which occur between the sub-funds of the SICAV, they are subject to the regime of capital gains on transferable securities.

## UNITED STATES OF AMERICA

### Distribution of Shares in the USA

The Shares have not been, and will not be, registered under the



United States Securities Act of 1933 ("1933 Act") or the securities laws of any of the states of the United States. The Shares may not be offered or sold directly or indirectly in the United States or to or for the account or benefit of any United States Person except pursuant to an exemption from, or in a transaction not subject to the registration requirements of the 1933 Act and any applicable securities laws. Any re-offer or resale of any of Shares in the United States or to a United States Person may constitute a violation of US law. Each applicant for Shares will be required to certify whether it is a United States Person.

The Shares are being offered outside the United States to United States Persons in reliance on an exemption from registration under Regulation S under the 1933 Act and if offered in the United States will be offered to a limited number of "accredited investors" (as defined in Rule 501 (a) of Regulation D under the 1933 Act) in reliance on the private placement exemption from the registration requirements of the 1933 Act provided by section 4 (2) of the 1933 Act and Regulation D thereunder.

The Company has not been, and will not be, registered under the United States Investment Company Act, 1940 as amended, ("1940 Act").

The Registrar Agent will not knowingly permit the number of Shareholders who are United States Persons to exceed ninety. To ensure this limit is maintained, the Directors may decline to register a conversion of Shares to or for the account of any United States Person and may require the mandatory redemption of Shares beneficially owned by United States Persons.

Notwithstanding the foregoing prohibitions, the Directors may arrange or permit the private sale of Shares to a limited number (being not more than seventy-five) of "accredited investors" in the United States under restrictions and other circumstances designed to preclude any requirement to register the Shares under the 1933 Act, cause the Company to become subject to the registration requirements of the 1940 Act or cause the assets of the Company to be "plan assets" for the purposes of ERISA, including presentation by such investors prior to the delivery to them of Shares, of a letter containing specified representations and agreements.

"United States" or "US" means the United States of America (including the States and the District of Columbia), its territories, possessions and all other areas subject to its jurisdiction. "United States Person" means subject to such applicable law and to such changes as the Directors shall notify to applicants for or transferees of Shares; a national or resident of the United States (including any corporation, partnership or other entity created or organised in, or under the laws, of the United States or any political subdivision thereof) or any estate or trust, other than an estate or trust the income of which from sources outside the United States (which is not effectively connected with the conduct of a trade or business within the United States) is not included in gross income for the purpose of computing United States federal income tax, provided, however, that the term "United States Person" shall not include a branch or agency of a United States bank or insurance company that is operating outside the United States as a locally regulated branch or agency engaged in the banking or insurance business and not solely for the purpose of investing in securities under the 1933 Act.

Investors who are citizens or are otherwise subject to income tax in the USA should consult with their tax advisors prior to investment in Shares of the Company, as such investment may result in adverse US tax consequences for such investors.