



PROSPECTUS

ADVANTAGE

Société d'Investissement à Capital Variable à Compartiments Multiples

RCS LUXEMBOURG B 53.801

Containing three (3) Sub-Funds of Investments

ADVANTAGE – TOTAL RETURN
ADVANTAGE – ABSOLUTE RETURN GLOBAL
ADVANTAGE – ABSOLUTE MULTI ASSET FRONTIER AND EMERGING

Subscriptions can only be received on the basis of this prospectus (the "Prospectus") and/or the relevant KIID, as defined below, accompanied by the latest annual report as well as by the latest semi-annual report, if published after the latest annual report.

These reports form part of the Prospectus. No information other than that contained in this Prospectus, in the relevant KIID, in the periodic financial reports, as well as in any other documents mentioned in the Prospectus and which may be consulted by the public may be given in connection with the offer.

In addition to this Prospectus, ADVANTAGE SICAV has issued KIIDs, which contain key information about ADVANTAGE SICAV, in particular, information on the historical performance of each Sub-Fund, information on the risk profile of each Sub-Fund and information on the profile of the typical investor. These KIIDs may be obtained free of charge at the registered office of ADVANTAGE SICAV and have to be offered free of charge to any investor prior to any subscription to ADVANTAGE SICAV.

Shares of ADVANTAGE SICAV are offered to retail and institutional investors unless otherwise indicated in the Prospectus and KIIDs.

Shares of ADVANTAGE SICAV may be neither bought nor held directly or indirectly by investors who are residents or citizens of the United States and its sovereign territories; nor is the transfer of shares to those persons permitted.

No share of ADVANTAGE SICAV is currently listed or admitted to trading. The Prospectus will be amended accordingly should that be the case.

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

January 2019

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REGISTERED OFFICE

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Grand-Duchy of Luxembourg

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Chairman of the Board of Directors
2. Silvestro MARISCALCO INTURRETTA
Director
Certified Financial Accountant
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3. M. Giuseppe CONFUORTI
Director
Advantage GFC, LLC
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CONDUCTING PERSONS

1. Giovanni TROMBETTA
Finance Professional
Luxembourg
2. Chio OKAUE
Financial analyst
Luxembourg

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PROMOTER

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**DOMICILIARY, REGISTRAR,
TRANSFER AND
ADMINISTRATIVE AGENT**

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AUDITOR

DELOITTE S.à r.l
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Grand-Duchy of Luxembourg

DEFINITIONS

“Appendix”	An appendix of the Prospectus specifying the terms and conditions of a specific Sub-Fund.
“Board of Directors”	The board of directors of the Company.
“Business Day”	A day where banks are fully open for business in Luxembourg and/or such other day(s) as determined by the Board of Directors.
“Benchmarks Regulation”	The Regulation (EU) 2016/1011 of the European Parliament and of the Council of 8 June 2016 on indices used as benchmarks in financial instruments and financial contracts or to measure the performance of investment funds and amending Directives 2008/48/EC and 2014/17/EU and regulation (EU) 596/2014
“Class(es)”	Any class(es) of Shares issued in any Sub-Fund.
“Class A Shares”, “Class B Shares”, “Class I Shares”, “Class B Protected Shares” or “Class BP Shares” and “Class I Protected Shares” or “Class IP Shares”	The different classes of shares that may be issued within the Sub-Funds as further detailed in the relevant Appendix.
“Company”	ADVANTAGE SICAV, <i>a société d'investissement à capital variable</i> organized as an open-ended undertaking for collective investments in transferable securities, subject to Part I of the Law.
“Conducting Persons”	The two (2) managers of the Company, namely Mr. Giovanni Trombetta and Mrs. Chio Okaue and any other manager appointed by the Company in accordance with article 129(5) of the Law and the CSSF Circular 12/546, as may be amended from time to time.
Contingency Plan	The document established by the Company in order to comply with the requirements stemming from article 28(2) of the Benchmarks Regulation, as detailed below under section 23 headed “Use of Benchmarks”.
“CSSF”	The <i>Commission de Surveillance du Secteur Financier</i> , the Luxembourg Supervisory Commission of the Financial Sector.
“Depositary Bank”	EFG Bank (Luxembourg) S.A. or such other replacement depositary bank from time to time appointed by the Company.

“Directive 2009/65/EC” or “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, amended by Directive 2014/91/EU of the European Parliament and Council of 23 July 2014 as regards depositary functions, remuneration policies and sanctions and as may be further amended in the future.
“Distributors”	It has the meaning given in section “18. Distributors” of Part I of this Prospectus.
“Domiciliary, Registrar, Transfer and Administrative Agent”	EUROPEAN FUND ADMINISTRATION S.A. (“EFA”) or such other replacement domiciliary, registrar, transfer and administrative agent from time to time appointed by the Company.
“EPM”	Efficient portfolio management, as further described in the section “5. Techniques and Instruments and Risk Management Process”.
“EU law”	The provisions enacted at the level of the European Union.
“ESMA”	European Securities and Markets Authority.
“ESMA Guidelines 2014/937”	The guidelines on ETFs and other UCITS issues published on 1 August 2014 by ESMA.
“Investment Manager”	GFC ADVISERS LLC. or any other investment manager appointed by the Board of Directors as further described in the section “15. Investment Manager” of Part I of this Prospectus.
“Investment Manager Fee”	The fee payable to the Investment Manager, or its designee, in consideration for its services rendered as further specified in the relevant Appendix.
“Institutional Investors”	It has the meaning referred to in section “3. Capital Stock and Classes of Shares” of Part I of this Prospectus.
“KIID”	A Key Investor Information Document for each or several available Class of each Sub-Fund.
“Law”	The Luxembourg law of 17 December 2010 relating to undertakings for collective investment, as may be amended from time to time.
“Luxembourg Stock Exchange”	Stock exchange market based in Luxembourg.

“Maturity Period”	The period during which holders of the Protected Shares will benefit from capital protection as well as protection against inflation, as specified for the relevant Class or Sub-Fund in the relevant Appendix.
“Net Asset Value”	The net asset value of the Company or any Sub-Fund of the Company or, each Class and each Share as determined pursuant to section “8. Net Asset Value” of Part I of this Prospectus.
“OTC Derivatives”	It has the meaning given in paragraph g) of section “6. Investment Restrictions” of Part I of this Prospectus.
“Performance Fee”	The performance related fee payable to the Investment Manager, or its designee, as further specified in the relevant Appendix.
“Prospectus”	This prospectus and Appendices, as amended from time to time.
“Protected Shares”	Class B Protected Shares and Class I Protected Shares of the Sub-Fund ADVANTAGE – ABSOLUTE RETURN GLOBAL.
“Reference Currency”	Euro (EUR) for the Company; the currency in which each Sub-Fund or Class is denominated, as further specified in the relevant Appendix.
“Shareholder(s)”	A holder (or holders) of a Share (or Shares) of the Company.
“Share(s)”	Share(s) issued in any Sub-Funds and/or Classes pursuant to this Prospectus.
“SFT”	Securities financing transaction within the meaning of SFTR.
“SFT Technique”	The use by a Sub-Fund of SFT, as further described in section “General Principles applying to SFT”.
“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.
“Sub-Fund(s)”	Any sub-fund(s) of the Company established in accordance with this Prospectus.
“UCI(s)”	Any undertaking(s) for collective investment.
“UCITS”	Any undertaking for collective investment in transferable securities.

“Valuation Date”

It has the meaning given in section “9. Issue, Conversion and Redemption of Shares” of Part I of this Prospectus.

“VAT”

It has the meaning given in section “14. Value Added Tax” of Part I of this Prospectus.

PART I – GENERAL INFORMATION IN RELATION TO THE COMPANY

1. INTRODUCTION

ADVANTAGE SICAV (hereafter the “Company”), described in this Prospectus is a company established in Luxembourg with a variable capital, *société d’investissement à capital variable* (“SICAV”) which comprises separate portfolios (each a “Sub-Fund” and collectively “Sub-Funds”) consisting of transferable securities and/or other legally permitted liquid financial assets. The promoter of the Company is ADVANTAGE GFC, LLC, New York.

The main objective of the Company is to provide a range of Sub-Funds combined with active professional management to diversify investment risk and satisfy the needs of investors seeking income, capital conservation and longer term capital growth.

As in the case of investment, the Company cannot guarantee future performance and there can be no certainty that the investment objectives of the Company’s individual Sub-Funds will be achieved.

For the moment, the Company contains three (3) distinct Sub-Funds, respectively:

- ADVANTAGE - TOTAL RETURN (denominated in EURO);
- ADVANTAGE - ABSOLUTE RETURN GLOBAL (denominated in EURO);
- ADVANTAGE - GLOBAL ABSOLUTE MULTI ASSET FRONTIER AND EMERGING (denominated in EURO).

However, the Board of Directors may decide at any time to create new Sub-Funds investing in transferable securities or other liquid financial assets as legally permitted. At the opening of any additional Sub-Fund, a complement of the Prospectus shall be issued providing the investors with all information on this new Sub-Fund, the present Prospectus shall be adapted accordingly and (a) new KIID(s) shall be issued.

Furthermore in the case of Sub-Funds created which are not yet opened for subscription, the Board of Directors is empowered to determine at any time the initial period of subscription and the initial subscription price; at the opening of a Sub-Fund, the Prospectus and the KIID shall be updated to provide the investors with the necessary information.

2. THE COMPANY

The Company was incorporated in the Grand Duchy of Luxembourg on 14 February 1996 under Part I of the law of 30 March 1988 relating to undertakings for collective investment. Pursuant to the extraordinary general meeting of shareholders dated 5 January 2006, the articles of incorporation of the Company were amended to comply with the legal regime foreseen under the law of 20 December 2002 relating to undertakings for collective investment, as amended and is thus now organized as a variable capital company (*société d’investissement à capital variable* or SICAV) under the law of 10 August 1915 relating to commercial companies, as amended and Part I of the Law. It is established for an undetermined duration from the date of incorporation. The Company is a self-managed SICAV pursuant to article 27 of the Law.

The registered office of the Company is at, 2, rue d’Alsace, B.P.1725, L-1017 Luxembourg. The articles of incorporation of the Company were published in the *Mémorial, Recueil des Sociétés et Associations*, dated 12 March 1996. The articles of incorporation of the Company have been deposited with the

Register of the *tribunal d'arrondissement* of Luxembourg where they are available for inspection and where copies thereof can be obtained.

The articles of incorporation of the Company have been amended on 24 September 1997 and such amendment was published in the *Mémorial, Recueil des Sociétés et Associations* dated 17 October 1997. They have been further amended on 5 January 2006 to comply with the law of 20 December 2002 relating to undertakings for collective investment, as amended and such amendments are published in the *Mémorial, Recueil des Sociétés et Associations* dated 31 January 2006. The articles of incorporation were further amended on 18 April 2012 and such amendment was published in the *Mémorial, Recueil des Sociétés et Associations* dated 22 May 2012.

The financial year of the Company starts on January 1st and ends on December 31st of each year.

Shareholders' meetings are to be held annually in Luxembourg at the Company's registered office or at such other place as is specified in the notice of meeting. The annual general meeting of Shareholders will be held on the first Tuesday in April each year, at 2.00 p.m. local time. If such day is a legal holiday in Luxembourg, the annual general meeting shall be held on the next following Business Day. Other meetings of Shareholders may be held at such place and time as may be specified in the respective notices of meetings. Notices of meetings will be published in the *Recueil Electronique des Sociétés et Associations* (RESA, previously known as *Mémorial C, Recueil des Sociétés et Associations*), in such Luxembourg newspaper and in such other newspaper of general circulation as the Board of Directors may determine from time to time.

Resolutions concerning the interests of the shareholders of the Company shall be taken in a general meeting of Shareholders and resolutions concerning the particular rights of the Shareholders of one (1) specific Sub-Fund shall in addition be taken by this Sub-Fund's general meeting.

3. CAPITAL STOCK AND CLASSES OF SHARES

The capital of the Company shall at all times be equal to the value of the total Net Asset Value of the Company.

The minimum capital of the Company shall be one million two hundred and fifty thousand Euros (EUR 1,250,000.-).

The Board of Directors is authorised, without limitation and at any time, to issue additional Shares at the respective Net Asset Value per Share of each Sub-Fund determined in accordance with the provisions of the articles of incorporation of the Company, without reserving to existing Shareholders a preferential right to subscribe for the Shares to be issued.

All Shares are issued, fully paid and have no par value. Shares of any Sub-Fund may be issued as either Class A Shares (distribution shares), Class B Shares (accumulation shares) or Class I Shares (accumulation shares) as further disclosed under section "Issue of Shares" of this Prospectus. Furthermore, Class B Protected Shares ("Class BP Shares") (accumulation shares) and Class I Protected Shares ("Class IP Shares") (accumulation shares) will only be issued in the Sub-Fund ADVANTAGE – ABSOLUTE RETURN GLOBAL, whose features are specifically set out in the relevant Appendix.

Class A Shares of any Sub-Fund are open to retail investors. Class I Shares and Class IP Shares are restricted to institutional investors, as defined by Luxembourg regulation ("Institutional Investors"). Class B Shares and Class BP Shares are open to retail investors and Institutional Investors.

Each Share carries one vote, regardless of its Net Asset Value and of the Sub-Fund to which it relates.

The Board of Directors is authorized, without limitation and at any time to issue additional Classes of Shares in each Sub-Fund. At the launch of a new class, the Prospectus shall be updated and, as the case may be, a new KIID shall be issued to provide the investors with the necessary information.

A Shareholder may request at his own expense, when Class A Shares and Class B Shares are issued, the conversion of his shares from the Class A Shares to Class B Shares, based on the relative Net Asset Values of the Shares to be converted. Class B Shares and Class BP Shares cannot be converted into Class I Shares unless the investor qualifies as Institutional Investor. Class I Shares can be converted into Class A Shares and Class B Shares, which conversion would be based on the relative Net Asset Values of the Shares to be converted. In any case Class BP Shares and Class IP Shares cannot be converted into any other Class of Shares and no other Class of Shares can be converted into Class BP Shares or Class IP Shares.

Shares shall only be issued in registered form.

In case of registered Shares, no Share certificates shall be issued; registered Share ownership shall be evidenced by confirmation of ownership.

Fractions of Shares may be issued in registered form only. Registered Shares may be issued to the nearest 1000th of a Share. Fractions of Shares will have no voting rights but will participate in the distribution of dividends and in the liquidation distribution.

As an exception to article 2093 of the Luxembourg civil code, the assets of one specific Sub-Fund stand as security for the debts and obligations of that Sub-Fund only. In relations between Shareholders, each Sub-Fund shall be treated as a separate entity.

If the capital of the Company becomes less than two-thirds (2/3) of the legal minimum, the directors must submit the question of the dissolution of the Company to the general meeting of Shareholders. The meeting is held without a quorum, and decisions are taken by simple majority. If the capital becomes less than one quarter (1/4) of the legal minimum, a decision regarding the dissolution of the Company may be taken by Shareholders representing one quarter (1/4) of the Shares present. The meeting in the foregoing instance must be convened not later than forty (40) (calendar) days from the day on which it appears that the capital has fallen below two-thirds (2/3) or one quarter (1/4) of the minimum capital, as the case may be.

4. INVESTMENT OBJECTIVE AND POLICY

The objective of the Company is to provide participation in selected transferable securities of the main capital markets of the world, including emerging markets, frontier markets, and/or other liquid financial assets through a set of segregated Sub-Funds, while respecting the principle of risk diversification.

The Company currently consists of three (3) Sub-Funds. Each Sub-Fund has a separate investment objective, which it pursues through separate investment policies.

Each Sub-Fund may use techniques and instruments conducive to efficient portfolio management and intended to hedge exchange risks in the context of the management of its assets and liabilities, as further described in section "5. Techniques and Instruments and Risk Management Process" of Part I of this Prospectus.

Furthermore, each Sub-Fund may purchase and sell future contracts and options of any kind of financial instruments as well as purchase and sell options on transferable securities or money market instruments for reasons other than hedging – with the exception for options on currencies and currency forward contracts – within the limits specified herebelow.

Sub-Funds may enter into securities lending and repurchase transactions either directly or through a standardised lending system organised by a recognised clearing institution or by a financial institution specialising in this type of transaction and subject to prudential supervision rules which are considered by the regulatory authority as equivalent to those provided by EU law.

Sub-Funds may from time to time enter into “réméré” or repurchase agreement transactions which consist of the purchase and sale of securities with a clause reserving the seller the right or the obligation to repurchase from the acquirer the same securities sold at a price and term specified by the two parties in a contractual agreement.

Sub-Funds can act either as purchaser or seller in “réméré” or repurchase agreement transactions, within the conditions and limits described in this Prospectus.

5. TECHNIQUES AND INSTRUMENTS AND RISK MANAGEMENT PROCESS

Special investment and hedging techniques and instruments – Efficient portfolio management

Unless otherwise provided for in any Sub-Fund in the relevant Appendix, the Company may employ techniques and instruments relating to transferable securities and money market instruments (including SFT as further described below) for efficient portfolio management (“EPM”) purposes which include hedging as well as investment purposes, provided that such techniques and instruments are used in accordance with the relevant Appendix of any Sub-Fund and the conditions set out in this section, as described hereafter:

- (a) The Sub-Funds may buy and sell call and put options on transferable securities or money market instruments providing that these options are traded on a regulated market, operating regularly, recognized and open to the public. When entering into these transactions, the Sub-Fund must adhere to the following regulations:

The total of premiums paid for the acquisition of call and put options may not, together with the total of the premiums paid for the acquisition of call and put options for purposes other than hedging described below, exceed fifteen percent (15%) of the Net Asset Value of the Sub-Fund.

At the conclusion of contracts for the sale of call options, the Sub-Fund must hold either the underlying securities, matching call options, or other instruments which provide sufficient coverage of the commitments resulting from the contracts in question (such as warrants). The underlying securities of a call option sold may not be disposed of as long as these options exist, unless they are covered by matching options or by other instruments which can be used for the same purpose. The same regulations also apply to matching call options or other instruments that the Sub-Fund must hold when it does not have the underlying securities at time of the sale of the relevant options.

As an exception to this regulation the Sub-Fund may write uncovered call options on securities or money market instruments that it does not own at the conclusion of the option contracts if the following conditions are met:

- the exercise price of the call options sold in this way does not exceed twenty five percent (25%) of the Net Asset Value of the Sub-Fund;
- the Sub-Fund must at all times be able to cover the positions taken on these sales.

Where a put option is sold, the Sub-Fund must be covered for the full duration of the option contract by liquid resources sufficient to pay for the securities deliverable to it on the exercise of the option by the counterparty.

The total commitments arising on the sale of call and put options (excluding the sale of call options for which the Sub-Fund has adequate coverage) and the total commitments arising on transactions which are undertaken for purposes other than hedging described below, may at no time exceed the total Net Asset Value of the Sub-Fund.

In this context, the commitments on call and put options sold are equal to the total of the exercise prices of those options.

- (b)** Except for transactions by mutual agreement relating to interest rate hedging which are described below, the transactions described here relating to futures and options on financial instruments may only relate to contracts which are dealt in on a regulated market, operating regularly, recognised and open to the public.

Subject to the conditions defined below, such transactions may be undertaken for hedging or other purposes.

As a global hedge against the risk of unfavourable stock market movements, a Sub-Fund may buy or sell futures on stock market indices. For the same purpose, a Sub-Fund may also buy put options or sell call options on stock market indices. The objective of these hedging operations assumes that a sufficient correlation exists between the composition of the index used and the Sub-Fund's corresponding portfolio.

In principle, the total commitment relating to futures and option contracts on stock market indices may not exceed the global valuation of securities held by the Sub-Fund in the market corresponding to each index.

As a global hedge against interest rate fluctuations, a Sub-Fund may sell interest rate futures contracts. For the same purpose, it can also buy put options or sell call options on interest rates or make interest rate swaps on a mutual agreement basis with first class financial institutions specialising in this type of transaction.

In principle, the total commitment on financial futures contracts, option contracts and interest rate swaps may not exceed the global valuation of the assets to be hedged held by the Sub-Fund in the currency corresponding to these contracts.

Apart from option contracts on transferable securities and money market instruments and contracts relating to currencies, a Sub-Fund may for a purpose other than hedging, buy and sell futures contracts and option contracts on any type of financial instrument, providing that the total commitment arising on these purchase and sale transactions together with the total commitment arising on the sale of call and put options on transferable securities and money market instruments at no time exceeds the Net Asset Value of the Sub-Fund.

Sales of call options on transferable securities or money market instruments for which the Sub-Fund has sufficient coverage are not included in the calculation of the total commitment referred to above.

In this context, the commitment arising on transactions, which do not relate to options on transferable securities or money market instruments, is defined as follows:

- the commitment arising on futures contracts is equal to the liquidation value of the net position of contracts relating to similar financial instruments (after netting between purchase and sale positions), without taking into account the respective maturities; and
- the commitment relating to options bought and sold is equal to the sum of the exercise prices of those options representing the net sold position in respect of the same underlying assets, without taking into account the respective maturities.

The total of the premiums paid to acquire call and put options for purposes other than hedging as described here, together with the total of the premiums paid to acquire call and put options on transferable securities or money market instruments as described under paragraph (a) above may not exceed fifteen percent (15%) of the Net Assets Value of the Sub-Fund.

- (c) 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.

The Sub-Funds may enter into securities lending transactions either directly or through a standardised lending system organised by a recognised clearing institution or by a financial institution specialising in this type of transaction and subject to prudential supervision rules which are considered by the regulatory authority as equivalent to those provided by EU law.

Securities lending transactions are, in particular, subject to the following conditions:

- o the counterparty must be a credit institution from an OECD member state subject to prudential supervision rules considered by the CSSF as equivalent to those prescribed by EU law, be of good reputation and have a minimum rating of BBB and be approved by the Board of Directors;
- o a Sub-Fund 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 or instruments lent or to terminate the agreement;
- o As part of securities lending transactions, the Sub-Fund must receive collateral which shall comply with the requirements set out below.

The principal risk when lending securities is that the borrower might become insolvent or refuse to honour its obligations to return the securities. In this event, a Sub-Fund could experience delays in recovering its securities and may possibly incur a capital loss. A Sub-Fund may also incur a loss in reinvesting the cash collateral it receives. Such a loss may arise due to a decline in the

value of the investment made with cash collateral received from a securities lending counterparty. A decline in the value of such investment of the cash collateral would reduce the amount of collateral available to be returned by the Sub-Fund to the securities lending counterparty at the conclusion of the securities lending contract. 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.

- (d) The Sub-Funds may from time to time enter into “réméré” or repurchase agreements which consist of transactions governed by an agreement whereby a party sells securities or instruments to counterparty subject to a commitment to repurchase them, or substituted securities or instruments of the same description, from the counterparty at a specified price on a future date specified, or to be specified, by the transferor. Such transactions are commonly referred to as repurchase agreements for the party selling the securities or instruments, and reverse repurchase agreements for the party selling the securities or instruments, and reverse repurchase agreements for the counterparty buying them.

The Sub-Funds can act either as purchaser or seller in “réméré” or repurchase agreement transactions. Their involvement in such transactions is however subject to the following regulations:

- The Sub-Fund may not buy or sell securities using a “réméré” or repurchase agreement transaction unless the counterparties in such transactions are first class financial institutions specializing in this type of transaction subject to prudential supervision rules considered by the CSSF as equivalent to those provided by EU law and subject to the approval of the Board of Directors.
- During the life of a “réméré” purchase contract or a repurchase agreement contract, the Sub-Fund cannot sell the securities which are the object of the contract, either before the right/obligation to repurchase these securities has been exercised by the counterparty, or the repurchase term has expired except to the extent that the Sub-Fund has other means of coverage.
- Where the Sub-Fund is exposed to redemption, it must take care to ensure that the level of its exposure to “réméré” purchase, repurchase agreement or reverse repurchase agreement transactions is such that it is able, at all times, to meet its redemption obligations.
- When a Sub-Fund enters into a “réméré” or a reverse repurchase agreement, it shall ensure that it is able at any time to recall the full amount of cash or to terminate the “réméré” or the reverse repurchase agreement on either an accrued basis or a mark-to-market basis.
- Fixed-term repurchase and reverse repurchase agreement that do not exceed seven days shall be considered as arrangements on terms that allow the assets to be recalled at any time.
- As part of a “réméré” or a reverse repurchase agreement, the Sub-Fund must receive collateral which shall comply with the requirements set out below.

- (e) 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:

- the counterparty must be subject a first class financial institutions specializing in this type of transaction subject to prudential supervision rules considered by the CSSF as equivalent to those prescribed by EU law and be approved by the Board of Directors;
- the Sub-Fund 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
- 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.
- As part of buy-sell back transactions, the Sub-Fund must receive collateral which shall comply with the requirements set out below.

- (f) To protect assets against the fluctuations of currencies, the Sub-Funds may enter into transactions the purpose of which is the sale of forward foreign exchange contracts and the purchase of put options or sale of call options in respect of currencies. Such transactions may only be entered into via contracts, which are dealt in, on a regulated market, operating regularly, recognized and open to the public.

For the same purpose, the Sub-Funds may also sell currencies forward or exchange currencies on a mutual agreement basis with first class financial institutions specialising in this type of transaction.

The hedging objective of these transactions presupposes the existence of a direct relationship between these transactions and the assets or liabilities which are being hedged and implies that, in principle, transactions in a given currency cannot exceed the total valuation of assets denominated in that currency nor may the duration of these transactions exceed the period for which the respective assets are held.

Under no circumstances shall the EPM techniques detailed in point (a) to (f) above cause a Sub-Fund to diverge from its investment objectives as laid down under “Investment Objective and Policy” of each Sub-Fund or add substantial supplementary risks in comparison to the original risk policy described in this Prospectus.

Fees and costs arising from efficient portfolio management techniques

All revenues arising from EPM techniques (including SFT), net of direct or indirect operational costs, should be returned to the Company. The Company may pay fees and costs to agents or other intermediaries for services in respect of EPM techniques, including in arranging repurchase, reverse repurchase, securities lending transactions, buy-sell back transactions or sell-buy back transactions. Such persons may or may not be affiliated with the Company, the Investment Manager or the Depositary Bank, as permitted by applicable securities and banking law. The Company will ensure that these direct and indirect operational costs or fees comply with its own

policy. Pursuant to this policy, agents and other intermediaries may not receive as remuneration more than 20% of the total income generated for the Company by these agents and other intermediaries. 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 Bank, the Investment Manager or the Company, if applicable, may be available in the annual report.

Disclosure in the annual report in relation to efficient portfolio management techniques

The following information regarding EPM techniques (including but not limited to SFT) will be disclosed in the annual report of the Company:

- a) the exposure of the Company obtained through EPM techniques;
- b) the identity of the counterparty(ies) to these EPM techniques;
- c) the type and amount of collateral received by the Company to reduce counterparty exposure in accordance with the collateral policy set out below;
- d) the revenues arising from EPM techniques during the reporting period together with the direct and indirect operational costs and fees incurred as well as the identity of the entity(ies) to which such direct and indirect operational costs and fees are paid.

General principles applying to SFT

Unless otherwise provided for in this section 5. Techniques and Instruments and Risk Management Process” in respect to a particular EPM technique, the use of securities financing transaction which include securities lending transactions, “réméré” or repurchase agreements, buy-sell back transactions and sell-buy back transactions within the meaning of SFTR (“SFT” and the use thereof “SFT techniques”), shall be governed by the following principles:

- a) The maximum and expected amount of assets that can be subject to SFT techniques is disclosed, as from the moment a Sub-Fund uses SFTs, in the relevant Appendix of each Sub-Fund.
- b) The counterparties to SFTR techniques will be entities (which may or may not be related to the Company, the Investment Manager, Depositary Bank or their delegates) with legal personality typically and not exclusively located in OECD jurisdictions. They will be subject to ongoing supervision by a public authority, be financially sound and have the necessary organisational structure and resources for the relevant type of transaction. In addition, a credit assessment will be undertaken with respect to each counterparty which shall have a minimum credit rating of BBB;
- c) Each Sub-Fund may accept collateral in the context of SFTR techniques. Please refer to the section “Eligible collateral” below for a description of the conditions applicable to such collateral (regarding the type, issuer, maturity liquidity, valuation and diversification);
- d) The collateral received pursuant to SFTR techniques may be re-used by the Sub-Fund, in accordance with the conditions set out in the section “Reinvestment of collateral” below.

Unless otherwise provided in the relevant Appendix of each Sub-Fund, each Sub-Fund may use SFTs with respect to any assets that the Sub-Fund is otherwise permitted to gain exposure to in compliance with the Law and in accordance with its “Investment Objective and Policy” as described in the relevant Appendix.

Use of derivatives replicating or gaining exposure to 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 “6. Investment Restriction” below 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.

Use of OTC Derivatives

Each Sub-Fund may invest into financial derivative instruments that are traded ‘over-the-counter’ (“OTC Derivatives” as further described in section “6. Investment Restriction” paragraph g) below) including, without limitation, total return swaps or other financial derivative instruments with similar characteristics, in accordance with section 4. Investment Objective and Policy and the conditions set out in section “6. Investment Restriction” paragraph g) below and this section 5. Techniques and Instruments and Risk Management Process”.

The counterparties to OTC Derivatives 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 BBB. The identity of the counterparties will be disclosed in the annual report. 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 Company uses a process for accurate and independent assessment of the value of OTC Derivatives 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 Derivatives, the Sub-Fund may receive cash or other assets as collateral, as further specified in section Collateral Policy below.

In particular, each Sub-Fund may employ total return swaps (within the meaning of, and under the conditions set out in, applicable laws, regulations and CSSF circulars issued from time to time, in particular, but not limited to, the SFTR). The maximum and expected amount of assets that can be subject to total return swaps is disclosed, as from the moment a Sub-Fund uses total return swaps, in the relevant Appendix of each Sub-Fund.

Unless otherwise provided in the relevant Appendix of each Sub-Fund, each Sub-Fund may use total return swaps with respect to any assets that the Sub-Fund is otherwise permitted to gain exposure to in compliance with the Law and in accordance with its “Investment Objective and Policy” as described in the relevant Appendix.

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.

The counterparties to total return swaps will be entities (which may or may not be related to the Company, the Investment Manager, Depository Bank or their delegates) with legal personality typically

and not exclusively located in OECD jurisdictions. They will be subject to ongoing supervision by a public authority, be financially sound and have the necessary organizational structure and resources for the relevant type of transaction. In addition, a credit assessment will be undertaken with respect to each counterparty which shall have a minimum credit rating of BBB.

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. All revenues arising from total return swaps, net of direct and indirect operational costs and fees, will be returned to the Sub-Fund. 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 Depository Bank, the Investment Manager or the Company, if applicable, may be available in the annual report.

Risks associated with SFT techniques and total return swaps

Without prejudice to the risks described in the section “Risk Profile” in the Appendix of each Sub-Fund, the following specific risks shall apply to a Sub-Fund when using SFT techniques and total return swaps:

- Counterparty risk: The principal risk when engaging in SFT techniques and total return swaps 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. In particular, where a Sub-Fund enters into total return swaps on a net basis, the two payment streams, if any, are netted out, each a Sub-Fund receiving or paying, as the case may be, only the net amount of the two payments. Total return swaps entered into on a net basis do not involve the physical delivery of investments, other underlying assets or principal. Accordingly, it is intended that the risk of loss with respect to total return swaps is limited to the net amount of the difference between the total rate of return of a reference investment, index or basket of investments and the fixed or floating payments, if any. If the other party to a total return swaps defaults, in normal circumstances the Sub-Fund's risk of loss consists of the net amount of total return payments that the Sub-Fund is contractually entitled to receive
- Collateral risk: counterparty risk is mitigated by the transfer or pledge of collateral in favour of the Company. The value of collateral may fluctuate, however, and it may be difficult to sell, so there is no assurance that the value of collateral held will be sufficient to cover the amount owed to a Sub-Fund. However, SFT techniques and total return swaps may not be fully collateralised. Fees and returns due to the Company under SFT techniques and total return swaps may not be collateralised. In addition, the value of collateral may decline in between collateral rebalancing dates or may be incorrectly determined or monitored. In such a case, if a counterparty defaults, the Company may need to sell non-cash collateral received at prevailing market prices, thereby resulting in a loss to the Company due to, 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.
- Risk linked to the reuse of collateral: A Sub-Fund may also incur a loss in reinvesting cash collateral received. Such a loss may arise due to a decline in the value of the investments made. A decline in the value of such investments would reduce the amount of collateral available to be returned by the Sub-Fund to the counterparty as required by the terms of the transaction. The Company 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 Company.

- Liquidity risk: SFT techniques and total return swaps 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 Sub-Fund or delays in recovering cash or securities paid to the counterparty. These circumstances may delay or restrict the ability of the Sub-Fund to meet redemption requests.
- Operational risk: SFT techniques and total return swaps also entail operational risks. 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 and/or its agents and service providers, or from external events, and includes the risk of non-settlement or delay in settlement of instructions, legal and documentation risk and risk resulting from the trading, settlement and valuation procedures operated on behalf of the Company.
- Custodial risk: The assets owned by the Company are held in custody for account of the Company by a depositary that is also regulated by the CSSF. The Depositary may entrust the safekeeping 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 CSSF 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 asset are located. Where the Depositary engages a sub-custodian, the CSSF 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 assets, 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.

- Legal risk: legal risk is related to the documentation used in respect of SFT techniques and total return swaps. The Company may in particular 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.

- Conflicts of interest risk: a Sub-Fund may enter into SFT or total return swaps with other companies in the same group of companies as the Company, Depository Bank or the Investment Manager. Affiliated counterparties, if any, will perform their obligations under any SFT or total return swaps concluded with the Sub-Fund in a commercially reasonable manner. In addition, the Investment Manager will select counterparties and enter into transactions in accordance with best execution and at all times in the best interests of the Sub-Fund and its shareholders. However, shareholders should be aware that the Company, Depository Bank or the Investment Manager may face conflicts between its role and its own interests or that of affiliated counterparties.

Collateral Policy

Risk exposure to a counterparty to OTC Derivatives (including total return swaps) and/or EPM techniques (including SFT) will take into account collateral provided by the counterparty in the form of assets eligible as collateral under applicable laws and regulations. This collateral will allow the Company to reduce the counterparty risk at minimum to the counterparty risk limited provided by law. All cash or assets received by a Sub-Fund in the context of OTC Derivatives (including total return swaps) and/or EPM techniques (including SFT) will be considered as collateral for the purposes of this section.

Eligible collateral

Collateral received by the Company on behalf of a Sub-Fund must comply with the conditions imposed by applicable laws and regulations, notably in terms of liquidity, valuation, issuer credit quality, correlation and diversification, as well as any guidance issued from time to time by the CSSF in this respect.

Permitted types of collateral comprise (i) liquid assets and/or (ii) sovereign OECD bonds, (iii) shares or units issued by specific money market UCIs, (iv) shares or units issued by UCITS investing in bonds issued or guaranteed by first class issuers offering an adequate liquidity, (v) shares or units issued by UCITS investing in shares listed or dealt on a stock exchange of a Member State of the OECD provided they are included in a main index, (vi) direct investment in bonds or shares with the characteristics mentioned in (iv) and (v).

In addition, collateral received for the benefit of a Sub-Fund should comply with the following conditions:

- collateral 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;
- collateral should be valued at least on a daily basis using the mark-to-market valuation model which, in the opinion of the Board of Directors, constitutes the clearest valuation model while removing any subjective bias to the valuation. In addition, assets that exhibit high price volatility should not be accepted as collateral unless suitably conservative haircuts are in place, as further specified below. The daily valuation of the collateral may lead to daily margin calls. The policy takes into account, notably, the credit quality of the issuer of the collateral, price volatility and the result of liquidity stress tests carried out by the Company under normal and exceptional liquidity conditions. This policy, established in accordance with the CSSF Circular 14/592, may take into account a variety of factors (depending on the nature of the collateral received), such as: price

volatility, the credit quality of the issuer of the collateral, the maturity of the asset, the currency of the assets or outcome of stress tests. Refer to section entitled “Haircut policy”, below, for further details;

- collateral 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;
- collateral should be sufficiently diversified in terms of countries, markets and issuers. The maximum exposure of a Sub-Fund to any given issuer included in the basket of collateral received is limited to 20% of the net assets of the Sub-Fund. When the Sub-Fund is exposed to different counterparties, collateral received 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 a Member State by one or more of its local authorities, by a member State of the OECD or the Group of Twenty (G20), such as the United States of America, by the Republic of Singapore, by the Hong Kong Special Administrative Region of the People’s Republic of China or by a public international body of which one or more Member States are members, 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 assets of the Sub-Fund;
- where there is a title transfer, collateral received should be held by the Depositary Bank or one of its sub-custodians to which the Depositary Bank has delegated the custody of such collateral. For other types of collateral arrangement, (e.g. a pledge), 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;
- collateral should be capable of being fully enforced by the Company at any time without reference to or approval from the counterparty;
- whenever collateral is received in the form of debt instruments, collateral may only be accepted if (i) it has a maturity ranging from two (2) years to ten (10) years and (ii) the issuer a credit rating of a minimum of BBB;
- where applicable, collateral received should also comply with the control limits set out in section “6. Investment Restriction” below.

In order to reduce the Company’s counterparty risk in accordance with applicable law and regulation in the context of OTC Derivatives (including total return swaps) and EPM techniques (including SFT), the Company will determine the required level of collateral for OTC Derivatives (including total return swaps) and EPM techniques (including SFT) whilst taking into account the nature and characteristics of transactions, the creditworthiness and identity of counterparties and prevailing market conditions.

Level of collateral

The level of collateral required for OTC Derivatives and EPM techniques will be determined as per the agreements in place with the individual counterparties, taking into account factors including the nature and characteristics of transactions, the creditworthiness and identity of counterparties and prevailing market conditions. At all times the counterparty exposure not covered by collateral will remain below the applicable counterparty risk limits set out in this Prospectus.

Haircut policy

Collateral will be valued, on a daily basis, using available market prices and taking into account appropriate discounts which will be determined by the Company for each asset class based on its haircut policy. The haircut policy depending, notably, of price volatility and the credit quality of the issuer of the collateral takes into account a variety of factors, depending on the nature of the collateral received such as the issuer's credit standing, the maturity, currency and price volatility of the assets or outcome of stress tests, as the case may be. No haircut will generally be applied to cash collateral, save when such cash is not in the Reference Currency of the relevant Sub-Fund.

Instrument Type	Rating Category	Haircuts Reference currency	Haircuts Not Reference Currency
Cash deposits		0%	10%
Bonds and MMI	Investment Grade	10%	15%
Bonds guaranteed by UE/OCDE	Not Investment Grade	15%	25%
Bonds guaranteed by Not UE/Not OCDE	Not Investment Grade	25%	35%
Bonds guaranteed by UE/OCDE	NA	15%	25%
Bonds guaranteed by Not UE/Not OCDE	NA	25%	35%
Equity comprised in a main index		20%	25%

Reinvestment of collateral

Non-cash collateral received by the Company on behalf of a Sub-Fund cannot be sold, reinvested or pledged. Cash collateral can be reinvested in liquid assets permissible under Luxembourg law or regulations, in particular ESMA Guidelines 2014/937. Any reinvestment of cash collateral should be sufficiently diversified in terms of country, markets and issuers with a maximum exposure, on an aggregate basis, of 20% of the Sub-Fund's Net Asset Value to any single issuer. A Sub-Fund may incur a loss in reinvesting the cash collateral it receives. Such a loss may arise due to a decline in the value of the investment made with cash collateral received. A decline in the value of such investment of the cash collateral would reduce the amount of collateral available to be returned by the Sub-Fund to the

counterparty at the conclusion 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.

Risk Management Process

In accordance with the Law and the applicable regulations, in particular with CSSF Circular 11/512, the Company uses for each Sub-Fund a risk-management process which enables it to assess the exposure of each Sub-Fund to market, liquidity and counterparty risks, and to all other risks, including operational risks, which are material for the Sub-Funds.

As part of the risk management process, the Company uses for all the Sub-Funds, except for the Sub-Funds “Advantage – Absolute Return Global” and “ADVANTAGE –ABSOLUTE MULTI ASSET FRONTIER AND EMERGING”, the commitment approach to monitor and measure the global exposure of each Sub-Fund.

The commitment approach measures the global exposure related to positions in financial derivative instruments and other EPM techniques which may not exceed the total Net Asset Value of the portfolio of the relevant Sub-Fund.

With respect to the Sub-Funds “Advantage – Absolute Return Global” and “ADVANTAGE –ABSOLUTE MULTI ASSET FRONTIER AND EMERGING”, the global exposure is measured and controlled by the absolute Value at Risk (“VaR”) approach. The calculation of the VaR is conducted on the basis of one-sided confidence interval of ninety nine percent (99%), as well as a holding period of twenty (20) days.

The method used for the determination of the level of leverage of “Advantage – Absolute Return Global” is the sum of the notionals of the derivatives used. The expected leverage for this Sub-Fund is set to be one hundred and sixty percent (160%). Under certain circumstances the level of leverage might exceed such percentage.

The method used for the determination of the level of leverage of “Advantage –ABSOLUTE MULTI ASSET FRONTIER AND EMERGING” is the sum of the notionals of the derivatives used. The expected leverage for this Sub-Fund is set to be one hundred and sixty percent (160%). Under certain circumstances the level of leverage might exceed such percentage.

FATCA

The Company may be subject to regulations imposed by foreign regulators, in particular, the Hiring Incentives to Restore Employment Act (the “Hire Act”) which was enacted into U.S. law in March 2010. It includes provisions generally known as Foreign Account Tax Compliance Act (“FATCA”). FATCA provisions generally impose a reporting to the Internal Revenue Service (“IRS”) of non-U.S. financial institutions that do not comply with FATCA and U.S. persons’ 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 - “FFI”). As such, the Company may require all Shareholders to provide documentary evidence of their tax residence and all other information deemed necessary to comply with the above mentioned regulations.

Despite anything else herein contained and as far as permitted by Luxembourg law, the Company shall have the right to:

- 1) withhold any taxes or similar charges that it is legally required to withhold, whether by law or otherwise, in respect of any shareholding in the Company;
- 2) require any Shareholder 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 any law and/or to promptly determine the amount of withholding to be retained;
- 3) divulge any such personal information to any tax authority, as may be required by law or such authority; and
- 4) withhold the payment of any dividend or redemption proceeds to a Shareholder until the Company holds sufficient information to enable it to determine the correct amount to be withheld.

6. INVESTMENT RESTRICTIONS

The investments of the Company must consist solely of:

- a) transferable securities and money market instruments admitted to or dealt in on a regulated market;
- b) transferable securities and money market instruments dealt in on another market in a Member State of the European Union ("E.U.") which is regulated, operates regularly and is recognized and open to the public;
- c) transferable securities and money market instruments admitted to official listing on a stock exchange in a country in Europe (other than an E.U. Member State), North- and South America, Asia, Australia, New Zealand or Africa or dealt in on another market in one of these countries which is regulated, operates regularly and is recognized and open to the public;
- d) new issues of transferable securities and of money market instruments, provided that:
 - the terms of issue include an undertaking that applications will be made for admission to official listing on a stock exchange or to another regulated market which operates regularly and is recognized and open to the public in a country in Europe (including an E.U. Member State), North- and South America, Asia, Australia, New Zealand or Africa;
 - such admission is scheduled to be secured within a year of issue.
- e) units of UCITS authorized according to Directive 2009/65/EC and/or other collective investment undertakings within the meaning of the first and second indents of Article 1 paragraph (2) of the Directive 2009/65/EC should they be situated in a E.U. Member State or not, provided that:
 - such other collective investment undertakings are authorized under laws which provide that they are subject to supervision considered by the CSSF to be equivalent to that laid down in EU law, and that cooperation between authorities is sufficiently ensured;

- the level of protection for unitholders in the other collective investment undertakings 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 Directive 2009/65/EC;
 - the business of the other collective investment undertakings is reported in half-yearly and annual reports to enable an assessment to be made of the assets and liabilities, income and operations over the reporting period, and
 - no more than ten percent (10%) of the UCITS or the other collective investment undertakings' assets, whose acquisition is contemplated, can, according to their fund rules or instruments of incorporation, be invested in aggregate in units of other UCITS or other collective investment undertakings;
- f) deposits with credit institutions which are repayable on demand or have the right to be withdrawn, and maturing in no more than twelve months, provided that the credit institution has its registered office in a E.U. Member State or, if the registered office of the credit institution is situated in a non-E.U. Member State, provided that it is subject to prudential rules considered by the CSSF as equivalent to those laid down in EU law;
- g) financial derivative instruments, including equivalent cash-settled instruments, dealt in on a regulated market referred to in a), b) and c) hereinabove; and/or financial derivative instruments dealt in over-the-counter ("OTC derivatives"), provided that:
- the underlying consists of instruments covered by this paragraph, financial indices, interest rates, foreign exchange rates or currencies, in which the Company 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 CSSF; 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;
- h) money market instruments other than those dealt in on a regulated market, if the issue or issuer of such instruments is itself regulated for the purpose of protecting investors and savings, and provided that they are:
- issued or guaranteed by a central, regional or local authority or central bank of an E.U. Member State, the European Central Bank, the European Union or the European Investment Bank, a non-E.U. Member State or, in the case of a Federal State by one of the members making up the federation, or by a public international body to which one or more Member States belong; or
 - issued by an undertaking any securities of which are dealt in on regulated

markets referred to in a), b) or c) hereinabove; or

- issued or guaranteed by an establishment subject to prudential supervision, in accordance with criteria defined by EU law, or by an establishment which is subject to and complies with prudential rules considered by the CSSF to be at least as stringent as those laid down by EU law; or
- issued by other bodies belonging to the categories approved by the CSSF provided that investments in such instruments are subject to investor protection equivalent to that laid down in the first, the second or the third indent of this paragraph h), and provided that the issuer is a company whose capital and reserves amount to at least ten million Euros (EUR 10,000,000.-) and which presents and publishes its annual accounts in accordance with Directive 78/660/EEC, 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 securitization vehicles which benefit from a banking liquidity line.

However,

- 1)
 - i) The Company may invest no more than ten percent (10%) of each Sub-Fund's assets in transferable securities or money market instruments other than those referred to in a), b), c), d) and h) hereinabove;
 - ii) The Company may acquire movable and immovable property which is essential for the direct pursuit of its business;
 - iii) The Company may not acquire either precious metals or certificates representing them.
- 2)
 - i) The Company will invest no more than ten percent (10%) of the Net Asset Value of any Sub-Fund in transferable securities or money market instruments issued by the same issuing body. The Company may invest no more than twenty percent (20%) of the assets of a Sub-Fund in deposits made with the same body. The risk exposure to a counter-party of the Company in an OTC Derivative transaction may not exceed ten percent (10%) of the assets of the relevant Sub-Fund when the counter-party is a credit institution referred to in f) hereinabove or five percent (5%) of the relevant Sub-Fund's assets in other cases.
 - ii) The total value of the transferable securities and money market instruments held by each Sub-Fund in the issuing bodies in each of which the Sub-Fund invests more than five percent (5%) of its Net Asset Value must not exceed forty percent (40%) of the value of its Net Asset Value. This limitation does not apply to deposits and OTC Derivative transactions made with financial institutions subject to prudential supervision.

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

- investments in transferable securities or money market instruments issued by

- that body;
- deposits made with that body;
- exposures arising from OTC Derivative transactions undertaken with that body; and/or
- exposures arising from EPM techniques, which include “réméré” transactions, repurchase transactions and securities lending transactions.

iii) The limit of ten percent (10%) laid down in paragraph 2 i) 1st sentence above may be increased to a maximum of thirty five percent (35%) in respect of transferable securities or money market instruments which are issued or guaranteed by an E.U. Member State, its local authorities, or by a non-E.U. Member State or by public international bodies of which one or more E.U. Member States are members.

iv) The limit of ten percent (10%) referred to in paragraph 2) i) 1st sentence may be raised to maximum twenty five percent (25%) for certain debt securities if they are issued by a credit institution whose registered office is situated in a E.U. Member State and which is subject, by virtue of law to particular public supervision for the purpose of protecting the holders of such debt securities. In particular, the amounts resulting from the issue of such debt securities must be invested pursuant to the law in assets which sufficiently cover, during the whole period of validity of such debt securities, the liabilities arising therefrom and which are assigned to the preferential repayment of capital and accrued interest in the case of bankruptcy of the issuer. If a Sub-Fund invests more than five percent (5%) of its Net Asset Value in such debt securities and issued by the same issuer, the total value of such investments may not exceed eighty percent (80%) of the value of the Sub-Fund's Net Asset Value.

v) The transferable securities and money market instruments referred to in paragraphs 2) iii) and 2) iv) above are not included in the calculation of the limit of forty percent (40%) laid down in paragraph 2) ii).

The limits set out in paragraphs i), ii) iii) and iv) may not be aggregated and accordingly, investments in transferable securities or money market instruments issued by the same issuing body, in deposits or derivative instruments made with this body effected in accordance with sub-paragraphs i), ii) iii) and iv) above may not, in any event exceed a total of thirty five percent (35%) of any Sub-Fund's Net Asset Value. A Sub-Fund may cumulatively invest up to twenty percent (20%) of its Net Asset Value in transferable securities and money market instruments within the same group. Companies which are included in the same group for the purposes of consolidated accounts, as defined in accordance with Directive 83/349/EEC or in accordance with recognised international accounting rules, are regarded as a single body for the purpose of calculating the limits within the same group.

vi) 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:

- the Target Sub-Fund does not, in turn, invest in the Sub-Fund invested in the Target Sub-Fund;
- 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;
- the voting rights linked to the securities of the Target Sub-Fund are suspended during the period of investment;
- 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 Asset Value imposed by the Law; and

Notwithstanding the limits set out in 2) above, in accordance with article 44 of the Law, each Sub-Fund is authorized to invest up to twenty percent (20%) of its Net Asset Value in shares and/or debt securities issued by the same body when such Sub-Funds' investment policy is to replicate the composition of a certain equity or debt securities index which is recognized by the CSSF on the following basis:

- **its composition 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 twenty percent (20%) is raised to thirty five percent (35%) when justified by exceptional market conditions in particular on regulated markets when certain transferable securities or money market instruments are highly dominant. The investment up to thirty five percent (35%) shall only be permitted for one single issuer.

Notwithstanding 2) above, in accordance with article 45 of the Law, the Company is authorized, in accordance with the principle of risk spreading, to invest up to one hundred percent (100%) of the Net Assets Value of each Sub-Fund in transferable securities and money market instruments issued or guaranteed by an EU Member State, its local authorities, or by an OECD Member State or public international bodies of which one or more EU Member States are members on the condition that the respective Sub-Fund's Net Assets Value are diversified on a minimum of six (6) separate issues, and each issue may not account for more than thirty percent (30%) of the total net asset value of the Sub-Fund.

- 3)
 - i) The Company may not acquire any shares carrying voting rights which would enable it to exercise significant influence over the management of an issuing body.
 - ii) The Company may acquire no more than (a) ten percent (10%) of the non-voting shares of the same issuer or (b) ten percent (10%) of the debt securities of the same issuer, or (c) ten percent (10%) of the money market instruments of any single issuer, or (d) twenty five percent (25%) of the units of the same collective investment undertaking provided that such limits laid down in (b), (c) and (d) may be disregarded at the time of acquisition if at that time the gross amount of debt securities or of the money market instruments or the net amount of the instruments in issue cannot be calculated.
 - iii) The limits laid down in i) and ii) above shall not apply to the following:
 - transferable securities and money market instruments issued or

guaranteed by a E.U. Member State or its local authorities or by a non E.U. Member State or issued by public international bodies of which one or more E.U. Member States are members, or

- shares held by the Company in the capital of a company incorporated in a non-E.U. Member State which invests its assets mainly in the securities of issuing bodies having their registered office in that State, if, under the legislation of that State, such a holding represents the only way in which the Company can invest in the securities of issuing bodies of that State, provided that in its investment policy the company from the non-E.U. Member State complies with the limits laid down herein in 2, 3 i) and ii) and 4. Where the limits set in 2 and 4 are exceeded, point 10 herein below shall apply mutatis mutandis; or
- shares held by the Company in the capital of subsidiary companies which, exclusively on its 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.

- 4) i) The Company may acquire the units of UCITS and/or other UCI referred to in e) hereinabove, provided that no more than twenty percent (20%) of the Net Asset Value of each Sub-Fund are invested in the units of a single UCITS or other UCI.

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

- ii) Investments made in units of UCIs other than UCITS may not in aggregate exceed thirty percent (30%) of the Net Asset Value of each Sub-Fund.

When the Company has acquired units of UCITS and/or other UCIs, the assets of the respective UCITS or other UCIs do not have to be combined for the purposes of the limits laid down in 2 hereinabove.

- iii) When the Company invests in the units of other UCITS and/or other UCIs that are managed, directly or by delegation, by the same management company or by any other company with which the management company is linked by common management or control, or by a substantial direct or indirect holding, that management company or other company may not charge subscription or redemption fees on account of the Company investment in the units of such other UCITS and/or UCIs.

When a Sub-Fund invests a substantial proportion of its Net Asset Value in other UCITS and/or other UCIs linked to the Company as indicated hereinabove, the maximum level of the management fees that may be charged both to the Sub-Funds of the Company itself and to the other UCITS and/or other UCIs in which it invests may not exceed six percent (6%) of each Sub-Fund's Net Asset Value. In its annual report the Company shall indicate the maximum proportion of management fees charged both to the Sub-Funds of the Company itself and to the UCITS and/or other UCIs in which it invests.

- 5) The Company may not borrow.
- However, the Company may acquire foreign currency by means of a back-to-back loan and may borrow the equivalent of:
- a) up to ten percent (10%) of the Net Asset Value of each Sub-Fund provided that the borrowing is on a temporary basis;
 - b) up to ten percent (10%) of the Net Asset Value of each Sub-Fund provided that the borrowing is to make possible the acquisition of immovable property essential for the direct pursuit of its business; these borrowings and those referred to above may not in any case in total exceed fifteen percent (15%) of the Net Assets Value of a Sub-Fund of the Company.
- 6) The Company may not grant loans to or act as guarantor for third parties. This shall not prevent the Company from acquiring transferable securities or money market instruments or other financial instruments referred to in e), g) and h) hereinabove which are not fully paid.
- 7) The Company may not carry out uncovered sales of transferable securities, money market instruments or other financial instruments referred to in e), g) and h) hereinabove.
- 8) i) The Company will employ a risk management process which enables it to monitor and measure at any time the risk of the positions and their contribution to the overall risk profile of the portfolio; it will employ a process for accurate and independent assessment of the value of OTC derivative instruments. The Company will communicate to the CSSF regularly and in accordance with the detailed rules the CSSF shall define, the types of derivative instruments, the underlying risks, the quantitative limits and the methods which are chosen in order to estimate the risks associated with transactions in derivative instruments.
- ii) The Company shall ensure that each Sub-Fund's global exposure relating to derivative instruments does not exceed the total net value of its portfolio. The exposure is calculated taking into account the current value of the underlying assets, the counterparty risk, foreseeable market movements and the time available to liquidate the positions. A Sub-Fund may invest, as part of its investment policy and within the limits laid down in 2 v) above in financial derivative instruments provided that the exposure to the underlying assets does not exceed in aggregate the investment limits laid down in 2 above. When a Sub-Fund invests in index-based financial derivative instruments, these investments do not have to be combined to the limits laid down in 2 above. When a transferable security or money market instrument embeds a derivative, the latter must be taken into account when complying with the requirements of this paragraph.
- 9) The Company may hold ancillary liquid assets.
- 10) i) The Company need not comply with the limits laid down hereinabove when exercising subscription rights attaching to transferable securities or money market instruments which form part of their assets. While ensuring observance of the principle of risk-spreading, the Company may derogate from restrictions 2 and 4 for

a period of six months following the date of the authorisation of any new Sub-Fund.

ii) If the limitations are exceeded for reasons beyond the control of the Company or as a result of the exercise of subscription rights, it must adopt as a priority objective for its sales transactions the remedying of that situation, taking due account of the interests of its shareholders.

- 11) Each Sub-Fund may act as a feeder fund (the “**Feeder**”) of a UCITS or of a compartment of such UCITS (the “**Master**”), which shall neither itself be a feeder fund nor hold units/shares of a feeder fund. In such a case the Feeder shall invest at least 85% of its assets in shares/units of the Master.

The Feeder may not invest more than 15% of its assets in one or more of the following:

- a) ancillary liquid assets in accordance with article 41 (2), second subparagraph of the Law;
- b) financial derivative instruments, which may be used only for hedging purposes, in accordance with article 41 (1) g) and article 42 (2) and (3) of the Law;
- c) movable and immovable property which is essential for the direct pursuit of the Company’s business.

The Board of Directors of the Company may impose any other investment restrictions at any time in the interest of the Shareholders whenever necessary to comply with the laws and requirements of those countries where the Company’s Shares are offered.

7. DISTRIBUTION POLICY

Within each Sub-Fund, Shares may be issued as capitalisation Shares and/or as distribution Shares. The features of the Shares available within each Sub-Fund are set out in the relevant Appendix.

The Company may declare annual or other interim distributions payable from the investment income gains and realized capital gains and, if considered necessary to maintain a reasonable level of dividends, out of any other funds available for distribution.

The Company shall not proceed to distributions, either by way of distributions of dividends or redemption of shares, in the event that the Net Asset Value of the Company would fall below the equivalent in the Reference Currency of the Company of one million two hundred fifty thousand Euros (EUR 1,250,000.-).

8. NET ASSET VALUE

The Net Asset Value of each Class of Shares of each Sub-Fund shall be expressed in the Sub-Fund’s Reference Currency per Share figure and shall be determined on daily on each Business Day unless otherwise provided for in the relevant Appendix, by EFA by dividing the value of the net assets of the Sub-Fund (being the value of the assets of that Sub-Fund less its liabilities) corresponding to each Class of Shares on the Valuation Date, by the number of Shares of the relevant Sub-Fund then outstanding in such Class.

SUBSCRIPTIONS, REDEMPTIONS AND CONVERSIONS OF SHARES ARE EXECUTED AT AN UNKNOWN NET ASSET VALUE. THE COMPANY DOES NOT AUTHORIZE ANY PRACTICES ASSOCIATED WITH MARKET TIMING AND THE COMPANY RESERVES THE RIGHT TO REJECT SUBSCRIPTION AND / OR CONVERSION ORDERS COMING FROM AN INVESTOR WHOM THE COMPANY SUSPECTS TO BE ENGAGING IN SUCH PRACTICES AND TO TAKE, IF NEED BE, NECESSARY MEASURES FOR PROTECTING THE COMPANY'S OTHER SHAREHOLDERS.

The calculation of the Net Asset Value of the Shares of any Sub-Fund and the issue, redemption and conversion of the Shares of any Sub-Fund may be suspended in the following circumstances:

- during any period (other than ordinary holidays or customary weekend closings) when any market or stock exchange is closed, which is the main market or stock exchange for a significant part of the Sub-Funds' investments, or in which trading thereon is restricted or suspended;
- during any period when an emergency exists as a result of which it is impossible to dispose of investments which constitute a substantial portion of the assets of a Sub-Fund; or it is impossible to transfer monies involved in the acquisition or disposition of investments at normal rates of exchange; or it is impossible for the Company fairly to determine the value of any assets in a Sub-Fund; or
- during any breakdown in the means of communication normally employed in determining the price of any of the Sub-Fund's investments or of current prices on any stock exchange; or
- when for any reason the prices of any investments owned by the Sub-Fund cannot be reasonably, promptly or accurately ascertained;
- during any period when remittance of monies, which will or may be involved in the purchase or sale of any of the Sub-Fund's investments cannot, in the opinion of the Board of Directors, be carried out at normal rates of exchange: or
- following the suspension of (i) the calculation of the net asset value per share/unit, (ii) the issue, (iii) the redemption, and/or (iv) the conversion of the shares/units issued within the master fund in which the Sub-Fund invests in its quality as feeder fund.

The suspension of the calculation of the Net Asset Value and of the issue, redemption and conversion of the shares shall be published in a Luxembourg newspaper and in one (1) newspaper of more general circulation.

The value of the assets of each Sub-Fund is determined as follows:

- 1) securities and money market instruments admitted to official listing on a stock exchange or which are traded on another regulated market which operates regularly and is recognized and open to the public in Europe (including E.U. countries) North or South America, Asia, Australia, New Zealand or Africa are valued on the base of the last known price. If the same security or instrument is quoted on different markets, the quotation of the main market for this security or instrument will be used. If there is no relevant quotation or if the quotations are not representative of the fair value, the evaluation will be done in good faith by the Board of Directors or its delegate with a view to establishing the probable sales price for such securities or instruments;
- 2) non-listed securities or non-listed money market instruments are valued on the base of their probable sales price as determined in good faith by the Board of Directors or its delegate;

- 3) liquid assets are valued at their nominal value plus accrued interest;
- 4) the valuation of units of undertakings for collective investment is based on their last available net asset value;
- 5) Futures and options are valued by reference to the previous day's closing price on the relevant market. The market prices used are the futures exchanges settlement prices. Swaps are valued at their fair market value on the basis of the last available closing price of the underlying asset.

For the assets, which are not denominated in the Sub-Fund's Reference Currency, the conversion shall be done on the basis of the exchange rate for such currency in Luxembourg on the Valuation Date.

In addition, appropriate provisions will be made to account for the charges and fees charged to the Sub-Funds as well as accrued income on investments.

In the event it is impossible or incorrect to carry out a valuation in accordance with the above rules owing to particular circumstances, such as hidden credit risk, the Board of Directors is entitled to use other generally recognised valuation principles, which can be examined by an auditor, in order to reach a proper valuation of each Sub-Fund's total assets.

The percentage of the total Net Asset Value allocable to each Class of Shares of each Sub-Fund shall be determined on the establishment of the Company by the ratio of the Shares issued in each Class of each Sub-Fund to the total number of Shares issued, and shall be adjusted subsequently in connection with the distributions effected and the issue and redemption of shares as follows:

1. On each occasion when, in a Sub-Fund, a distribution is effected on Class A Shares, the Net Asset Value of the Shares in the Class shall be reduced by the amount of the distribution (causing a reduction in the percentage of Net Asset Value allocable to the shares of this Class), whereas the Net Asset Value of Class B Shares, Class I Shares, Class BP Shares and Class IP Shares shall remain unchanged (causing an increase in the percentage of Net Asset Value allocable to Class B Shares, Class I Shares, Class BP Shares and Class IP Shares).
2. On each occasion when shares are issued or redeemed, the Net Asset Value allocable to the corresponding Class of Shares shall be increased or reduced by the amount received or paid out.

9. ISSUE, CONVERSION AND REDEMPTION OF SHARES

Investors can subscribe Shares by completing the subscription form. Payment must be received by the Company not later than five (5) Business Days following the relevant Valuation Date as defined herein below. Otherwise, subscriptions may be cancelled without prejudice to the Company's right to recover any charges due or losses incurred. Share certificates shall be delivered within five (5) Business Days of the date of issue.

The Company reserves the right to accept or reject, in whole or in part, subscriptions for Shares.

The Board of Directors may restrict or reject any applications for Shares in the Company by any "Specified U.S. Persons", "Nonparticipating Financial Institutions", or "Passive Non-Financial Foreign Entities" with one or more substantial U.S. owners, as each defined by the Foreign Account Tax Compliance Act ("FATCA") and the IGA (as such term is defined below) and may cause any Shares to be

subject to compulsory redemption if the Board of Directors considers that this ownership involves a violation of the law of the Grand Duchy or abroad, or may involve the Company in being subject to taxation in a country other than the Grand Duchy of Luxembourg or may in some other manner be detrimental to the Company.

To that end, the Board of Directors may:

- 1) decline to issue any Shares and decline to register any transfer of Shares when it appears that such issue or transfer might or may have as a result the allocation of ownership of the Shares to a person who is not authorized to hold Shares in the Company;
- 2) proceed under the terms and conditions set forth in the articles of incorporation and under redemption of Shares' provisions below with the compulsory redemption of all the relevant Shares if it appears that a person who is not authorized to hold such Shares in the Company, either alone or together with other persons, is the owner of Shares in the Company, or proceed with the compulsory redemption of any or a part of the Shares, if it appears to the Company that one or several persons is or are owner or owners of a proportion of the Shares in the Company in such a manner that this may be detrimental to the Company. The exercise by the Company of this power shall not be questioned or invalidated in any case, on the grounds that there was insufficient evidence of ownership of Shares by any person or that the true ownership of any Shares was otherwise than appeared to the Company at the date of any purchase notice, provided that in such case the said powers were exercised by the Company in good faith;
- 3) refuse, during any general meeting of Shareholders, the right to vote of any person who is not authorised to hold Shares in the Company.

The Company may restrict or block the ownership of shares in the Company by any "U.S. Person" unless such ownership is in compliance with the relevant U.S. laws and regulations. The term "U.S. Person" means any resident or person with the nationality of the United States of America or one of their territories or possessions or regions under their jurisdiction, or any other company, association or entity incorporated under or governed by the laws of the United States of America or any person falling within the definition of "U.S. Person" under such laws.

Investors can convert Shares from one Sub-Fund of the Company to another Sub-Fund of the Company by writing to the registered office of the Company.

Investors can sell Shares by delivering to the registered office of the Company or the office of the Depositary Bank, the certificate (if any) representing the Shares to be redeemed together with an irrevocable written request for redemption in the prescribed form. Redemption proceeds will be paid by cheque or wire transfer and dispatched within eight (8) Business Days following the relevant Valuation Date.

Investors can subscribe Shares directly from the Company. Investors may also purchase Shares in a Sub-Fund by using the nominee services offered by the distributors of the Shares or by the local paying agents.

Any application for subscription / redemption / conversion of Shares shall be treated at the Net Asset Value for each Sub-Fund determined on the Business Day next following the day of receipt of the subscription / redemption / conversion request (the "Valuation Date") provided that such request is received the day before until 11.59 p.m. If the request is received after such hour, it shall be treated at the next Valuation Date.

Shareholders should note that any repurchase of Shares by the Company will take place at a price that may be more or less than the Shareholder's original acquisition cost, depending upon the value of the

assets of the Sub-Fund at the time of redemption.

The redemption of shares of any Sub-Fund shall be suspended on any occasion when the calculation of the Net Asset Value thereof is suspended. In addition, and where specifically allowed by the articles of incorporation of the Company if on any given date requests for redemption of shares received by a Sub-Fund relate to more than 10% of the shares in that Sub-Fund, and either the Sub-Fund's available cash, together with amounts the Sub-Fund is permitted to borrow, is insufficient to meet such requests or the Board of Directors determines that it is not advisable to apply such cash and borrowings to meet such requests, then the Board of Directors may decide that part or all of such requests for redemption will be deferred for such period as the Board of Directors considers to be in the best interests of the Sub-Fund provided that any such deferral period would not normally exceed ten (10) Business Days. On the next Business Day following such period of deferral, redemption requests so deferred will be given priority over requests subsequently received. The price at which any such deferred redemptions are effected shall be the Net Asset Value per share of the Sub-Fund on the day on which such requests are made.

An issue commission of up to five percent (5%) of the Net Asset Value will in addition be charged to investors upon subscribing for Shares in the relevant Sub-Fund and shall be paid to the sales agents of the Sub-Fund's Shares and/or the Investment Manager and/or such entity as designated by the Board of Directors. The issue commission may be waived at the discretion of the Board of Directors.

A repurchase commission of up to three percent (3%) of the Net Asset Value may be charged to investors upon repurchasing for Shares and shall be paid to the sales agents of the Sub-Fund's Shares and/or the Investment Manager and/or such entity as designated by the Board of Directors.

Request for subscriptions or conversions will be accepted upon verification that the investors have received the relevant KIID, available on the Company's website and at its registered office.

10. NOMINEES

Nominees are banks and financial institutions appointed by the Company for arranging the subscription, redemption and conversion of the Shares acting as intermediaries between investors and the Company. The nominee if any, shall, in its name but as nominee for the investor, purchase, convert or redeem Shares and request registration of such operations in the register of Shareholders. However, the investor is not obliged to make use of the nominee service and shall be entitled at any time to claim direct title to the Shares. In order to empower the nominee to vote at any general meeting of Shareholders, the investor shall provide the nominee with specific or general voting instructions to that effect. Applicants retain the ability to directly invest in the Company without using a nominee service.

The terms and conditions of the nominee services, if any, will be provided in the relevant nominee agreement.

The nominee, if any, will at all times comply with any obligations imposed by any applicable laws, rules and regulations with respect to anti-money laundering and will furthermore adopt procedures designed to ensure, to the extent applicable, that they shall comply with the foregoing undertaking. To the extent the nominee is not submitted to anti-money laundering regulations, the necessary control will be carried out by the registrar and transfer agent of the Company.

The Company draws the investors' attention to the fact that any investor will only be able to fully exercise his investor rights directly against the Company, if the investor is registered himself and in his own name in the Shareholders' register of the Company. In cases where an investor invests in the Company through an intermediary investing into the Company in his own name but on behalf of the investor, it may

not always be possible for the investor to exercise certain Shareholder rights directly against the Company. Investors are advised to take advice on their rights.

11. CONVERSION AND SWITCHING BETWEEN SUB-FUNDS

Subject to the restrictions foreseen in the relevant Appendix, unless otherwise provided for in this Prospectus, Shares of any Class within a Sub-Fund may be converted into Shares of any other Sub-Fund upon written instructions addressed to the registered office of the Company to the extent that the investor which request the conversion fulfil the criteria of the Class for which the conversion is requested. The relevant Net Asset Value for each Sub-Fund shall be the Net Asset Value determined on the Valuation Date next following the day of receipt of the conversion request provided that such request is received the day before until 11.59 pm. If such request is received on a Valuation Date, the Net Asset Value to be taken into account shall be the Net Asset Value determined on the Valuation Date next following such date. Conversion of Shares into Shares of any other Sub-Fund will only be made if the Net Asset Value of both Sub-Funds is calculated on the same day. No conversion commission will be charged.

The Board of Directors will determine the number of shares into which a shareholder wishes to convert his existing shares in accordance with the following formula:

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

A = the number of Shares in the new Sub-Fund to be issued

B = the number of Shares in the original Sub-Fund

C = the Net Asset Value per Share in the original Sub-Fund

D = the administrative fee

E = the Net Asset Value per Share of the new Sub-Fund

R = exchange rate between the original and the new Sub-Fund's Reference Currency

Registered Shareholders shall receive fractions of Shares.

12. STATUTORY ANTI MONEY-LAUNDERING NOTICE

Measures aimed towards the prevention of money laundering require a detailed verification of an investor's identity in accordance with the applicable laws and regulations in Luxembourg in relation to money laundering obligations.

The Company (and EFA, acting on behalf of the Company) reserves the right to request such information as is necessary to verify the identity of an investor in conformity with the before mentioned laws and regulations. In the event of delay or failure by the investor to produce any information required for verification purposes, the Company (and/or each of the intermediary and EFA acting on behalf of the Company) may refuse to accept the application and all subscription monies.

13. TAXATION

Under Luxembourg law, there is generally no income, withholding or capital gains taxes payable by the Company. The Company is however, subject to two taxes. The first was an incorporation tax. The second is an annual tax of zero point zero five percent (0.05%) for Class A Shares, Class B Shares and Class BP Shares and zero point zero one percent (0.01%) for Class I Shares and Class IP Shares calculated and payable quarterly on the aggregated Net Asset Value of the outstanding shares at the end of the calendar quarter.

Shareholders are not subject to any Luxembourg capital gains, income, withholding, gift estate, inheritance or other tax with respect to shares owned by them (except if they are domiciled or resided in or have a permanent establishment or permanent representative in Luxembourg).

EU Savings Directive

In accordance with the directive 2003/48/EC of the European Union on the taxation of savings (the “EU Savings Directive”) entered in force on July 1st, 2005, it cannot be excluded that in certain situations or in Austria a withholding tax will be levied if a paying agent proceeds with distributions and redemptions of Shares and that the beneficial owner of these monies is a natural person residing in another member state of the EU. The rate of this withholding tax on these distributions and redemptions amounts to 35 per cent, unless the concerned person individually and expressly requests to be subject to the information exchange system established by the EU Savings Directive. Before 1 January 2015, Luxembourg applied a similar system. However, according to the law of 25 November 2014, which entered into force on 1 January 2015, Luxembourg replaced the withholding tax principle by an automatic exchange of information regarding the payment of interest or similar income.

On 9 December 2014, the Council of the EU adopted the Directive 2014/107/EU amending the Directive 2011/16/EU of 15 February 2011 on administrative cooperation in the field of taxation (the “DAC Directive”) which now provides for an automatic exchange of financial account information between Member States of the EU, including income categories contained in the EU Savings Directive. The adoption of the aforementioned directive implements the OECD Common Reporting Standard (“CRS”) and generalises the automatic exchange of information within the European Union as of 1 January 2016.

In order to avoid any overlap between the EU Savings Directive and the amended DAC Directive, the Council has proposed repealing the EU Savings Directive as from 1 January 2016.

The measures of cooperation provided by the EU Savings Directive will be progressively replaced by the implementation of Directive 2014/107/EU. Under transitional arrangements, the EU Savings Directive will continue to be operational until the end of 2015 to be replaced by the amended DAC Directive as from 1 January 2016.

In addition, Luxembourg signed the OECD’s multilateral competent authority agreement (“multilateral agreement”) to automatically exchange information under the Common Reporting Standard. Under this agreement Luxembourg will automatically exchange financial account information with other participating jurisdictions as of 1 January 2016. This multilateral agreement, jointly with the Directive 2014/107/EU introducing the CRS are currently subject to the vote of the Luxembourg Parliament under the bill of law No 6847.

Prospective investors should inform themselves as to the taxes applicable to the acquisition, holding and disposition of shares of the Company and to distributions in respect thereof under the laws of the countries of their citizenship, residence or domicile.

Foreign Account Tax Compliance Act

Being established in Luxembourg and subject to the supervision of the CSSF in accordance with the Law, the Company will be treated as a FFI for FATCA purposes.

Luxembourg has signed a Model 1 Intergovernmental Agreement (“IGA”) on 28 March 2014 with the United States of America, which means the Company must comply with the requirements of the Luxembourg IGA. This includes the obligation for the Company to regularly assess the status of its investors. To this end, the Company will need to obtain and verify information on all of its investors. Upon request of the Company, each investor shall agree to provide certain information, including, in case of a Non-Financial Foreign Entity (“NFFE”), the direct or indirect owners above a certain threshold of ownership of such shareholder, or the natural persons who exercise control over this entity, along with the required supporting documentation. Similarly, each investor shall agree to actively provide to the Company within thirty days any information like for instance a new mailing address or a new residency address that would affect its status.

In certain conditions when the investor does not provide sufficient information, the Company will take actions to comply with FATCA. This may result in the obligation for the Company to disclose the name, address and taxpayer identification number (if available) of the investor as well as information like account balances, income and gross proceeds (non-exhaustive list) to its local tax authority under the terms of the applicable IGA.

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 dated 2 August 2002 on the protection of persons with regard to the processing of personal data, as amended. Although the Company will attempt to satisfy any obligation imposed on it to avoid imposition of FATCA withholding tax, no assurance can be given that the Company will be able to satisfy these obligations. If the Company becomes subject to a withholding tax as result of the FATCA regime, the value of the Shares held by the investor may suffer material losses. A failure for the Company to obtain such information from each shareholder and to transmit it to the Luxembourg tax authorities may trigger the 30% withholding tax to be imposed on payments of U.S. source incomes and on proceeds from the sale of property or other assets that could give rise to U.S. source interest and dividends.

Any Shareholder that fails to comply with the Company’s documentation requests may be charged with any taxes imposed on the Company attributable to such Shareholder’s failure to provide the information and the Company may, in its sole discretion, redeem the shares of such Shareholder, in particular if the investor is a “Specified U.S. Person”, a “Nonparticipating Financial Institution”, or a “Passive Non-Financial Foreign Entity” with one or more substantial U.S. owners, as each defined by the FATCA and the IGA.

Investors who invest through intermediaries are reminded to check if and how their intermediaries will comply with this U.S. withholding tax and reporting regime.

Investors should consult a U.S. tax advisor or otherwise seek professional advice regarding the above requirements.

Common Reporting Standards

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

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

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, the Company will be required to annually report to the Luxembourg tax administration (“LTA”) personal and financial information related, inter alia, to the identification of, holdings by and payments made to (i) certain investors qualifying as 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 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 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 inform the Company within thirty (30) days 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 and attributable to such Shareholder’s failure to provide the Information, and the Company may in its sole discretion redeem the Shares of such Shareholder.

14. VALUE ADDED TAX

The Company is considered in Luxembourg as a taxable person for value added tax (“VAT”) purposes without any 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 by the Company to its Shareholders, to the extent that such payments are linked to their subscription to the Company’s Shares and do not constitute the consideration received for taxable services supplied.

15. INVESTMENT MANAGER

The directors of the Company are responsible for the overall investment policy, objectives and

management of the Company.

The directors of the Company have appointed GFC ADVISERS LLC., New York as Investment Manager to manage on a day-to-day basis, at its own discretion but under the final control and supervision of the Company, the Sub-Funds in line with their investment objectives and policies as described in this Prospectus.

An investment management agreement has been entered into on 15 September 2006 for an indefinite period of time with GFC ADVISERS LLC., New York. This agreement may be terminated by either party with a three (3) months' prior written notice. It may further be terminated forthwith by the Company when it is in the best interests of the Shareholders.

GFC ADVISERS LLC., New York was incorporated in November 1994.

Its office is in Two Wall Street, New York, N.Y. 10005.

GFC ADVISERS LLC. is an institutional based business providing its clients with research and consultancy advise, in regards with a variety of investment opportunities as well as with portfolio management services.

In consideration for its services GFC ADVISERS LLC. shall be paid an Investment Manager Fee, which shall be specified for each Sub-Fund in the relevant Appendix.

In addition, the Investment Manager shall be paid a Performance Fee, which shall be determined as hereafter for each Sub-Fund.

16. DEPOSITARY BANK

The rights and duties of the Depositary Bank pursuant to the Law and the UCITS Directive are assumed by EFG Bank (Luxembourg) S.A. since 1 May 2017 following an integration of the former depositary bank BSI Europe S.A. into EFG Bank (Luxembourg) S.A. by way of a merger.

EFG Bank (Luxembourg) S.A. is a subsidiary of EFG International AG, a leading global private banking group, offering private banking, wealth management and asset management services. In 2016, EFG International completed the acquisition of BSI, a Lugano-based bank with a long-standing tradition of Swiss private banking and a broad international network.

EFG Bank (Luxembourg) S.A., having its registered office at 56, Grand-Rue L-1660, Luxembourg, has been appointed as Depositary Bank of the Company further to a depositary bank and paying agent agreement entered into on 30 September 2016 with BSI Europe S.A. In addition, EFG Bank (Luxembourg) S.A. has been appointed as paying agent of the Company performing in particular financial services in relation to the issue and redemption of shares.

EFG Bank (Luxembourg) S.A. was incorporated as a public limited company (société anonyme) under the laws of Grand Duchy of Luxembourg in 2006.

The Depositary Bank has been appointed as the single depositary bank of the Company, in the meaning and for the purpose of the Law, the 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 ("EU Regulation 2016/438") and the Directive 2014/91/EU of the European Parliament and of the Council of 23 July 2014 amending Directive 2009/65/EC on the coordination of laws, regulations and administrative provisions relating to undertakings for collective investment in

transferable securities as regards depositary functions, remuneration policies and sanctions (“UCITS V Directive”). The Depositary Bank performs all customary banking duties relating to the Company’s accounts and securities as well as all routine administrative work in connection with the Company’s assets.

The Depositary Bank is entrusted with the safekeeping of the Company’s assets. For the financial instruments which can be held in custody, they may be held either directly by the Depositary Bank or, to the extent permitted by applicable laws and regulations, through every third-party custodian/sub-custodian providing, in principle, the same guarantees as the Depositary Bank itself, i.e. for Luxembourg institutions to be a credit institution within the meaning of the law of 5 April 1993 on the financial sector or for foreign institutions, to be a financial institution subject to the rules of prudential supervision considered as equivalent to those provided by EU legislation. The Depositary Bank also ensures that the Company’s cash flows are properly monitored, and in particular that the subscription monies have been received and all cash of the Company has been booked in the cash account in the name of (i) the Company or (ii) the Depositary Bank on behalf of the Company.

The Depositary Bank also:

- ensures that the sale, issue, repurchase, redemption, conversion and cancellation of shares effected for the Company’s account are in accordance with the provisions of the law and the Company’s articles of incorporation;
- ensures that the net asset value of the shares is calculated in compliance with the law and the Company’s articles of incorporation;
- execute the instructions of the Company to the extent that such instructions unless such instructions conflict with the law or the Company’s articles of incorporation;
- ensures that, in the case of transactions relating to the Company’s assets, consideration is provided within the usual time limits;
- ensures that the Company’s revenues/earnings are employed in accordance with the law and the Company’s articles of incorporation.

Pursuant to the provisions of Article 34bis of the Law and of the depositary bank agreement, the Depositary Bank may delegate to third parties the functions referred to above only where:

- a) the tasks are not delegated with the intention of avoiding the requirements laid down in the Law;
- b) the Depositary Bank can demonstrate that there is an objective reason for the delegation;
- c) the Depositary Bank has exercised all due skill, care and diligence in the selection and the appointment of any third party to whom it intends to delegate parts of its tasks, and continues to exercise all due skill, care and diligence in the periodic review and ongoing monitoring of any third party to which it has delegated parts of its tasks and of the arrangements of the third party in respect of the matters delegated to it.
- d) the third party, at all time during the performance of the tasks delegated to it:
 - i. has structures and expertise that are adequate and proportionate to the nature and complexity of the assets of the Company which have been entrusted to it;
 - ii. for custody tasks, is subject to
 - effective prudential regulation, including minimum capital requirements, and supervision in the jurisdiction concerned;
 - an external periodic audit to ensure that the financial instruments are in its

- possession;
- iii. segregates the assets of the clients of the Depositary Bank from its own assets and from the assets of the Depositary Bank in such a way that they can, at any time, be clearly identified as belonging to clients of a particular depositary;
- iv. takes all necessary steps to ensure that in the event of insolvency of the third party, assets of the Company held by the third party in custody are unavailable for distribution among, or realisation for the benefit of, creditors of the third party; and
- v. complies with the general obligations and prohibitions laid down in the relevant provisions of Articles 33, 34 and 37 of the Law.

In any case, the liability of the Depositary Bank is not affected by the fact that it may entrust the custody of the Company's assets wholly or partly to third parties, acting as its agent.

The appointment of such third party shall be evidenced by a written agreement, shall, inter alia, regulate the flow of information deemed to be necessary to allow the Depositary Bank to perform its functions for the Company for which it has been appointed as agent of the depositary and shall ensure that the same rules applicable to the Depositary Bank as set for under this chapter of the Prospectus are compiled by such third party.

Potential conflicts of interest may nevertheless arise from time to time from the provision by the Depositary Bank and/or its affiliates of other services to the Company and/or other parties. For example, the Depositary Bank and/or its affiliates may act as the depositary and/or administrator of other funds. It is therefore possible that the Depositary Bank (or any of its affiliates) may in the course of its business have conflicts or potential conflicts of interest with those of the Company and/or other funds for which the Depositary Bank (or any of its affiliates) acts. Where a conflict or potential conflict of interest arises, the Depositary Bank will have regard to its obligations to the Company and will treat the Company and the other funds for which it acts fairly and such that, so far as is practicable, any transactions are effected on terms which are not materially less favorable to the Company than if the conflict or potential conflict had not existed. Such potential conflicts of interest are identified, managed and monitored in various other ways including, without limitation, the hierarchical and functional separation of EFG Bank (Luxembourg) S.A.'s depositary functions from its other potentially conflicting tasks and by the Depositary Bank adhering to its own conflicts of interest policy.

In case of a loss of a financial instrument held in custody determined in accordance with the Law, the UCITS V Directive and in particular article 18 of EU Regulation 2016/438, the Depositary Bank shall return a financial instrument of an identical type or the corresponding amount to the Company without undue delay, except if such loss results from an external event beyond the Depositary Bank's reasonable control and the consequences of which would have been unavoidable despite all reasonable efforts to the contrary pursuant to the Law, the UCITS V Directive and EU Regulation 2016/438.

In accordance and subject to the Law, the UCITS V Directive and EU Regulation 2016/438, the Depositary Bank shall not be liable if it can prove that such loss results from an external event beyond the control of the Depositary Bank, the consequences of which are unavoidable despite all reasonable efforts to the contrary.

Under no circumstance, the Depositary Bank shall be liable for consequential or indirect damages.

Up-to-date information on the Depositary Bank, its duties, any conflicts that may arise, the safe-keeping functions delegated by the Depositary Bank, the list of delegates and sub-delegates and any conflicts of interest that may arise from such a delegation will be made available to the shareholders on request free

of charge at the registered office of the Company. An up-to-date list of all the third parties, if any, to whom the Depositary Bank has delegated wholly or partly its safekeeping functions can also be found to the following webpage: <http://advantagesicav.net/depositarie.php>.

The Depositary Bank is entitled to charge a commission in line with the scale of fees customarily applied by banks at the financial center of Luxembourg as further described in the relevant Appendix of a Sub-Fund.

The Depositary Bank has, in addition, taken on the functions of paying agent of the Company. In this capacity it performs in particular financial services connected with the issue and repurchase of the Company's shares and on the Company's instructions.

The Company or the Depositary Bank may terminate the agreement at any time by giving a 90 days prior notice in writing to the other party. The Company may only terminate the Depositary Bank's contract, however, if a new Depositary Bank takes over the functions and responsibilities of the Company's Depositary Bank. After such termination the Depositary Bank must continue to carry out its functions until the entire assets of the Company have been transferred to the new depositary bank. In the event of the Depositary Bank giving notice, the Company shall be obliged to appoint a new depositary bank. In this event, the Depositary Bank must safeguard the interests of the Company until its functions are transferred to the new depositary bank.

17. DOMICILIARY, REGISTRAR, TRANSFER AND ADMINISTRATIVE AGENT

The Company furthermore entered into an administrative agent and registrar and transfer agent agreement with EFA, on 6 May 2009 for an indefinite period of time. Such agreement may be terminated by either party with a three (3) months prior written notice. Under this administrative agent and registrar and transfer agent agreement, EFA provides the Company with administration services such as, but not limited to, the bookkeeping, the calculation of the Net Asset Value, the execution of the subscription, redemption and conversion of Shares.

A domiciliary agent agreement was concluded between the Company and EFA for an indefinite period of time on 6 May 2009. This Agreement may be terminated by either party with a three (3) months prior notice. Under such agreement EFA shall provide the Company with a registered office and related services.

EFA is a limited company under Luxembourg law created in 1996. It specialises in administering investment funds and acting as registrar and transfer agent, and these are its main activities.

18. DISTRIBUTORS

The Company may, in accordance with the applicable laws, appoint distributors ("Distributors") responsible for the offering and selling of Shares in each Sub-Fund in all countries in which the offering and selling of such Shares is permitted.

Distributors have been appointed, and further Distributors may be appointed.

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

In this respect, the Distributor is authorised in particular:

(a) to offer savings plans of several years' duration, giving details of the conditions and features and of the initial subscription amount and the recurrent subscriptions;

(b) to offer, in respect of selling, switching and redemption fees, more favorable terms and conditions for savings plans than the maximum rates for the issue, switching and redemption of Shares otherwise quoted in this Prospectus.

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

19. REMUNERATION POLICY

The Company has established and applies a remuneration policy in accordance with principles laid out under the Law and any related legal and regulatory provisions.

The remuneration policy is aligned with the business strategy, objectives, values and interests of the Company and the Shareholders, and includes, *inter alia*, measures to avoid conflicts of interest; it is also consistent with, and promotes, sound and effective risk management and does not encourage risk taking which is inconsistent with the risk profiles, rules or articles of incorporation.

The Company has identified staff members whose professional activity have a material impact on its risk profile (the "Identified Staff"), and shall ensure they comply with the remuneration policy. None of the Identified Staff members receives any variable remuneration in exchange of professional services rendered to the Company.

It should be noted that the Company's remuneration policy may be subject to certain amendments and/or adjustments. Further details of the up-to-date remuneration policy, including but not limited to, a description of how remuneration and benefits are calculated, the identity of persons responsible for awarding the remuneration and benefits and the composition of the remuneration committee (if any), are available at: http://advantagesicav.net/docs/remuneration_policy.pdf. A paper version of this remuneration policy is made available free of charge to Shareholders at the Company's registered office upon request.

20. EXPENSES

The Company shall bear the following expenses:

- all fees to be paid to the Conducting Persons, the Investment Manager, the Depositary Bank and any correspondent bank and the Domiciliary, Registrar, Transfer and Administrative Agent;
- all taxes which may be payable on the assets, income and expenses chargeable to the Company;
- standard brokerage and bank charges incurred by the Company's business transactions;
- all fees due to the auditor and the legal advisors to the Company;
- all expenses connected with publications and supply of information to Shareholders, in particular, the costs of printing and distributing the annual and semi-annual reports, as well as any prospectuses and simplified prospectuses(or key investor information documents);
- all expenses involved in registering and maintaining the Company registered with all governmental agencies and stock exchanges;
- all expenses incurred in connection with its operation and its management, for avoidance of doubt, including, but not limited to marketing and distribution fees.

All recurring expenses will be charged first against current income, then should this not suffice, against realised capital gains, and, if need be, against assets.

Each new Sub-Fund shall amortise its own expenses of establishment over a period of five (5) years as of the date of its creation.

The expenses of the first establishment will be exclusively charged to the Sub-Funds opened at the incorporation of the Company and shall be amortised over a period not exceeding five (5) years. Any costs, which are not attributable to a specific Sub-Fund, incurred by the Company, will be charged to all Sub-Funds in proportion to their Net Asset Value. Each Sub-Fund will be charged with all costs or expenses directly attributable to it.

The Company shall be liable to debts towards its creditors on all its assets, regardless of the particular Sub-Fund to which the debts may relate, except otherwise agreed upon with creditors.

When a Sub-Fund qualifying as a Feeder invests in the shares/units of a Master, the Master may not charge subscription or redemption fees on account of the Sub-Fund's investment in the shares/units of the Master.

Should a Sub-Fund qualify as Feeder, a description of all remuneration and reimbursement of costs payable by the Feeder by virtue of its investments in shares/units of the Master, as well as the aggregate charges of both the Feeder and the Master, shall be disclosed in the Sub-Fund's Appendix. In its annual report, the Company shall include a statement on the aggregate charges of both the Feeder and the Master.

Should a Sub-Fund qualify as a master fund of another UCITS, this feeder fund will not be charged any subscription fees, redemption fees or contingent deferred sales charges, conversion fees, from the Sub-Fund.

21. NOTICES

Notices to Shareholders are available at the Company's registered office and shall be sent to registered Shareholders. Such notices shall be published in the countries where the Shares are distributed, in compliance with the requirements of local laws and regulations.

The Net Asset Value of each Sub-Fund and the issue, redemption and conversion prices thereof will be available at all times at the Company's registered office.

Audited annual reports containing, inter alia, the Company's and each of its Sub-Funds' statement of condition, the number outstanding Shares and the number of Shares issued and redeemed since the date of the preceding report, as well as semi-annual unaudited reports, will be made available at the registered office of the Company not later than four (4) months after the end of the financial year in the case of annual reports and, two (2) months after the end of such period in the case of semi-annual reports.

In the financial reports, separate financial statements shall be issued for each Sub-Fund in its relevant base currency. To establish the balance sheet of the Company, these financial statements will be added after conversion into the currency of the Company.

All reports will be available at the Company's registered office.

22. LIQUIDATION AND MERGER

In the event of the dissolution of the Company by decision of a Shareholders' meeting, the liquidation shall be effected by one or several liquidators appointed by the meeting of the Shareholders deciding upon such dissolution and determining their powers and their compensation. The liquidator(s) shall realise the Company's assets in the best interest of the Shareholders and shall distribute the net liquidation proceeds (after deduction of the liquidation charges and expenses) to the Shareholders in proportion to their holdings in the Company. Any amounts not claimed promptly by any shareholder will be deposited at the close of liquidation in escrow with the *Caisse de Consignation*. Amounts not claimed from escrow within the period stipulated according to statutory limitation rules will be forfeited according to the provisions of Luxembourg law.

In the event of any contemplated liquidation of the Company, no further issue, conversion, or redemption of shares will be permitted after publication of the first notice convening the extraordinary meeting of Shareholders for the purpose of winding-up the Company. All Shares outstanding at the time of such publication will participate in the Company's liquidation distribution. The net proceeds of liquidation corresponding to each Sub-Fund shall be distributed to the holders of Shares in that Sub-Fund in proportion to their holdings of shares in that Sub-Fund.

A Sub-Fund may be terminated by resolution of the Board of Directors of the Company if the Net Asset Value of a Sub-Fund is below two hundred fifty eight thousand and two hundred and twenty eight Euros with forty five cents (EUR 258,228.45) or its equivalent in any other currency or in the event of special circumstances beyond its control, such as political, economic and military emergencies. In such events, the assets of the Sub-Fund will be realised, the liabilities discharged and the net proceeds of realisation distributed to Shareholders in the proportion to their holding of Shares in that Sub-Fund. In such event, notice of the termination of the Sub-Fund will be given in writing to the registered Shareholders and shall be published in the *Luxemburger Wort* in Luxembourg and in the countries where the Shares are distributed, in compliance with the requirements of local laws and regulations.

Amounts which have not been claimed by Shareholders at the close of the liquidation process will be deposited in escrow with the *Caisse de Consignation* in Luxembourg. Should such amounts not be claimed within the prescription period, then they may be forfeited.

Merger

The Board of Directors may decide to proceed with a merger (within the meaning of the Law) of the assets and liabilities of any Sub-Fund or of the Company with those of (i) another existing Sub-Fund or another sub-fund within another Luxembourg or foreign UCITS (the "New Sub-Fund"), or of (ii) another Luxembourg or foreign UCITS (the "New UCITS"), and to designate the shares of the Sub-Fund concerned or the Company as shares of the New Sub-Fund or the New UCITS, as applicable. Such a merger shall be subject to the conditions and procedures imposed by the Law, in particular concerning the common draft terms of merger and the information to be provided to the Shareholders. Where the Company or any of its Sub-Funds is the absorbed entity which, thus, ceases to exist, the general meeting of Shareholders of the Company or of the relevant Sub-Fund, as applicable, must approve the merger and decide on its effective date. Such resolution shall be adopted at a simple majority of the votes validly cast with no quorum requirement.

Notwithstanding the powers conferred to the Board of Directors by the preceding paragraph, a merger (within the meaning of the Law) of the assets and of the liabilities attributable to the Company or any Sub-Fund with those of (i) another Sub-Fund or any New Sub-Fund, or (ii) any New UCITS may be decided upon by a general meeting of Shareholders of the Company or the Sub-Fund concerned. Such

resolution shall be adopted at a simple majority of the votes validly cast with no quorum requirement. Such a merger shall be subject to the conditions and procedures imposed by the Law, in particular concerning the common draft terms of merger and the information to be provided to the Shareholders.

Where the Company or a Sub-Fund is involved in a merger under the circumstances described above, whether as absorbing or absorbed party, Shareholders will be entitled to request, without any charge other than those retained by the Company or the Sub-Fund to meet divestment costs, the redemption of their Shares in the relevant Sub-Fund in accordance with the provisions of the Law.

23. USE OF BENCHMARKS

When calculating the Performance Fee payable to the Investment Manager, the Sub-Funds may use benchmarks within the meaning of the Benchmarks Regulation.

Therefore, to comply with its legal obligations, the Company has adopted written plans setting out actions, which it will take with respect to the relevant Sub-Fund, in the event that any of the benchmarks listed in the table below materially changes or ceases to be provided (the “**Contingency Plan**”), as required by article 28(2) of the Benchmarks Regulation.

Shareholders may access the Contingency Plan free of charge upon request at the registered office of the Company.

The benchmarks used by the Sub-Funds are listed the table below and are being provided by the entity specified next to the name of the relevant benchmark in such table, in their capacity as administrators (as defined in the Benchmark Regulation) of the relevant benchmark (each a “**Benchmark Administrator**”).

The status of each Benchmark Administrator in relation to the register referred to in article 36 of the Benchmarks Regulation as of the date of this visa-stamped Prospectus is set out next to the name of the relevant Benchmark Administrator in the table below. Should the status of any of the Benchmark Administrators change, this Prospectus will be amended accordingly.

Sub-Fund	Benchmark	Benchmark Administrator	Status of the Benchmark Administrator
ADVANTAGE – TOTAL RETURN	3 Months EURIBOR	European Money Markets Institute	Not listed in the register referred to in article 36 of the Benchmark Regulation, as it has not yet obtained authorisation or registration pursuant to Article 34 of the Benchmark Regulation
ADVANTAGE – ABSOLUTE RETURN GLOBAL and ADVANTAGE – ABSOLUTE MULTI ASSET FRONTIER AND EMERGING	EURO Overnight Index Average (EONIA)	European Money Markets Institute	Not listed in the register referred to in article 36 of the Benchmark Regulation, as it has not yet obtained authorisation or registration pursuant to Article 34 of the Benchmark Regulation

24. DOCUMENTS

The following documents may be consulted at the Company's registered office:

- a) the Company's coordinated articles of incorporation;
- b) the Prospectus;
- c) the KIIDs;
- d) the investment management agreement between the Company and GFC ADVISERS LLC. dated 15 September 2006, as amended or restated from time to time;
- e) the depositary bank agreement between the Company and BSI Europe S.A. (which is now EFG Bank (Luxembourg) S.A.) dated 30 September 2016, as amended or restated from time to time;
- f) the domiciliary agent agreement between the Company and EFA dated 6 May 2009, as amended or restated from time to time;
- g) the administrative agent and registrar and transfer agent agreement between the Company and EFA dated 6 May 2009, as amended or restated from time to time;
- h) the distribution agreement between the Company and BANCA GENERALI S.p.A. dated 11 June 2008, as amended or restated from time to time;
- i) the service agreement between the Company and the Conducting Persons dated 15 September 2006, as amended or restated from time to time;
- j) the periodic financial reports.

A copy of the articles of incorporation of the Company and the periodic financial reports may also be obtained free of any charge at the Company's registered office and at the Depositary Bank.

Details of the procedures in respect of complaints handling are available free of charge on request during normal office hours at the registered office of the Company.

The Company's policy for the exercise of the voting rights shall be made available to investors. A summary description of the strategies for the exercise of voting rights relating to the Company's assets is available to investors on the Company's website. Details of the actions taken on the basis of these strategies are available to the investors free of charge at their request at the registered office of the Company.

A copy of the Contingency Plan established by the Company in relation to the Benchmarks Regulation can be obtained free of charge upon request at the registered office of the Company.

PART II – APPENDICES – SPECIFIC INFORMATION RELATING TO SUB-FUNDS

- I. ADVANTAGE – TOTAL RETURN**
- II. ADVANTAGE – ABSOLUTE RETURN GLOBAL**
- III. ADVANTAGE – ABSOLUTE MULTI ASSET FRONTIER AND EMERGING**

APPENDIX I
ADVANTAGE – TOTAL RETURN

1. Investment Objective and Policy

ADVANTAGE - TOTAL RETURN will select its investments among a broadly diversified portfolio of international transferable securities (including corporate bonds, public issues, supranational issues, repurchase agreements, securities convertible into equity, equity, warrants on transferable equity etc.) listed on an official stock exchange or traded on another regulated market which operates regularly and is recognised and open to the public.

Allocation of the Sub-Fund's assets among countries will be flexible, anticipating and reacting to developments in different regions and according to market conditions. The Investment Manager may decide to allocate up to one hundred percent (100%) of the Net Asset Value of the Sub-Fund to transferable securities of a single country, according to market conditions.

The Sub-Fund may also invest up to ten percent (10%) of its Net Asset Value of the Sub-Fund in transferable securities of corporations located in emerging market countries.

The Sub-Fund shall not invest more than 10% of its Net Asset Value into other UCITS or UCIs.

The Sub-Fund may use techniques and instruments conducive to efficient portfolio management such as transactions relating to options, financial futures and related options, securities lending, r  m  r  s and repurchase agreements.

The Sub-Fund may use the SFT listed in the table below with respect to any assets that the Sub-Fund is otherwise permitted to gain exposure to in accordance with its Investment Objective and Policy for efficient portfolio management purposes. The Sub-Fund exposure to SFT is as set out below (in each case as a percentage of Net Asset Value).

Type of SFT	The principal amount of the Sub-Fund's Net Assets Value that can be subject to SFT may represent up to a maximum of:	Under normal circumstances, it is generally expected that the principal amount of such SFT will not exceed:
Repurchase, including reverse repurchase, transactions and r��m��r��s	20%	10%
Securities lending	20%	10%

2. Global Risk Exposure

The Sub-Fund employs the commitment approach to measure its global exposure.

3. Reference Currency

The Reference Currency of the Sub-Fund is the Euro (EUR).

4. Risk Profile

The above investment objective and policy does not constitute a guarantee of performance. No guarantee can be given that the investment objectives of the Sub-Fund will be achieved. Prospective investors should consider their personal situation before investing in the Sub-Fund.

Emerging market investments involve a higher risk than investment in developed markets, i.e. there may be substantial fluctuations in the market value of the Sub-Fund's net assets. There will be wide price fluctuations in individual countries. To reduce such risk, there will be a wide risk diversification in the portfolio. The political risks are high in many countries. It may e.g. be difficult to predict how political leaders will govern and how the population will react to the political initiatives. Corruption is also pronounced in many countries. Accordingly, Shareholders should be aware of particular risks associated with investments in emerging market countries such as political, economical, settlement and custody rights.

The Sub-Fund is also subject to other risks, including:

Credit Risk

The issuer of any debt security acquired by the Sub-Fund may default on its financial obligations. Moreover, the price of any debt security acquired by the Sub-Fund normally reflects the perceived risk of default of the issuer of that security at the time the Sub-Fund acquired the security. If after acquisition the perceived risk of default increases, the value of the security held by the Sub-Fund is likely to fall. There are many factors that could cause an issuer to default on its financial obligations, or an increase in the perceived risk of default of an issuer. Among those factors are the deteriorating financial condition of the issuer caused by changes in demand for the issuer's products or services, catastrophic litigation or the threat of catastrophic litigation and changes in laws, regulations and applicable tax regimes. The more concentrated the Sub-Fund is in a particular industry; the more likely it will be affected by factors that affect the financial condition of that industry as a whole. To sum up, the perceived risk of default of a security or issuer depends on both idiosyncratic and systemic factors, where the first kind of risk is intimately related to the issuer and its business, while the second kind of factors encompasses industry level or macro risks, affecting simultaneously many securities and issuers through the market.

Changing Interest Rates

The value of any fixed income security held by the Sub-Fund will rise or fall inversely with changes in interest rates. Interest rates typically vary from one country to the next, and may change for a number of reasons. Those reasons include rapid expansions or contractions of a country's money supply, changes in demand by business and consumers to borrow money and actual or anticipated changes in the rate of inflation.

Exchange Rate

The Sub-Fund may invest in securities denominated in a number of different currencies other than its Reference Currency. Changes in foreign currency exchange rates will affect the value of some securities held by the Sub-Fund.

Below Investment Grade Securities

The Sub-Fund may invest in fixed income securities rated below investment grade. This type of securities is considered low credit quality. Below investment grade fixed income securities are securities rated less than BBB- (Standard & Poor's Ratings Services), Baa3 (Moody's Investors Service, Inc.) Securities rated below investment grade may have greater price volatility and a greater risk of loss of principal and

interest than investment grade debt securities.

Variation in Inflation Rates

The Sub-Fund may invest in inflation-linked debt securities. The value of such securities fluctuates with the inflation rate of the corresponding geographical area.

Convertible Securities

The Sub-Fund may invest in convertible securities which are securities generally offering fixed interest or dividend yields which may be converted either at a stated price or stated rate for common or preferred stock. The market value of convertible securities paying a fixed coupon tends to decline as interest rates rise. Because of the conversion feature, the market value of convertible securities also tends to vary with fluctuations in the market value of the underlying common or preferred stock.

Equity

Experience has shown that equities and securities of a share-like character are subject to strong price fluctuations. That is why they offer the possibility of considerable price gains, but also involve the corresponding risks. Share prices are influenced above all by the profits or otherwise of individual enterprises and sectors as well as macro-economic developments and political perspectives which determine the expectations of the securities markets and thus the movement of prices.

Warrants

In addition to the risks involved with securities and exchange rate changes, warrants carry the risk, but also the opportunity, of what is known as leverage. This leverage is produced, for example, with call warrants through the lower capital investment when the warrants are purchased compared with a direct purchase of the underlying assets. The same applies for put warrants. The greater the leverage, the greater the change of price of the warrant in the event of a change in the prices of the underlying assets (in comparison to the subscription price set forth in the option conditions). The opportunities and risks of warrants increase as the leverage increases. Since warrants are generally issued only for a limited term, it cannot be ruled out that they will be valueless at the date of maturity if the price of the underlying assets falls below the subscription price fixed when the call warrants were issued or exceeds the subscription price fixed when the put warrants were issued.

Counterparty risk

One or more counterparties used to swap transactions, foreign currency forwards or other contracts may default on their obligations under such swap, forward or other contract, and as a result, the Sub-Fund may not realize the expected benefit of such swap, forward or other contract. The net exposure of the Sub-Fund to a counterparty arising from securities lending transactions or "réméré" or repurchase agreement transactions shall be taken into account in the limits of investment in a single entity, as described in section "6. Investment Restrictions" of Part I of the Prospectus. Risk exposure to a counterparty will take into account financial collateral provided by the counterparty in the form of assets eligible as collateral under a "réméré" or repurchase agreement as described under section "5. Techniques and Instruments and Risk Management Process" of Part I of the Prospectus.

Financial Derivatives Instruments

Financial derivative instruments may, under the terms and conditions of the Investment Objective and Policy and the investment restrictions set above, be used not only for hedging purposes, but also as an integral part of the investment strategy. The ability to use these instruments may be limited by market conditions and regulatory limits. Participation in financial derivative instruments transactions involves investment risks and transaction costs to which the Sub-Fund would not be subject if it did not use these instruments. Risks inherent in the use of financial derivatives instruments include, but are not limited to:

- dependence on the Investment Manager to predict correctly movements in the direction of interest rates, securities prices and currency markets;
- imperfect correlation between the price of options and futures contracts and option thereon and movements in the prices of the financial instruments or currencies being hedged;
- the fact that skills needed to use these instruments are different from those needed to select financial instruments;
- the possible absence of a liquid secondary market for any particular instrument at any time; and
- the possible inability of the Sub-Fund to purchase or sell a financial instrument at a time that otherwise would be favorable for it to do so, or the possible need for the Sub-Fund to sell a financial instrument at a disadvantageous time.

When the Sub-Fund enters into derivative instruments, it is exposed to a potential counterparty risk. The use of financial derivative instruments implies additional risks due to the leverage thus created. Leverage occurs when a modest capital sum is invested in the purchase of derivatives in comparison with the cost of direct acquisition of the underlying assets. The higher the leverage effect, the greater the variation in the price of the derivative, in the event of fluctuation in the price of the underlying asset (in comparison with the subscription price calculated in the conditions of the derivative). The potential and the risks of derivatives thus increase in parallel with the increase of the leverage effect. Finally, there can be no assurance that the objective sought to be attained from the use of these financial derivative instruments will be achieved.

Concentration risk

Although the Sub-Fund may invest in a limited number of securities which may have the potential to generate attractive returns over time, it may also increase the volatility of the Sub-Fund’s investment performance as compared to funds that invest in a larger number of securities. If the securities in which such Sub-Fund invest perform poorly, the Sub-Fund could incur greater losses than if it had invested in a larger number of securities. Concentration risk arises from poor diversification among risk factors. Notice that different securities can be sensitive to the same risk factor. For example, positions held on bonds for a given issuer or guarantor generate an exposure to the same risk factor (credit risk). In the case of credit risk, excessive concentration can increase the risk of significant losses due to adverse events, such as default of issuer/guarantor.

Liquidity risk

The Sub-Fund may acquire securities that are issued on relatively small nominal amounts, or traded only among a limited number of investors. The small outstanding amount or the limited number of investors for those securities may make it difficult for the Sub-Fund to dispose of those securities quickly or in adverse market conditions. Many derivatives and securities that are issued by entities that pose substantial credit risks typically are among those types of securities that the Sub-Fund may acquire that only are traded among limited numbers of investors. An increased liquidity risk for bonds can be perceived by a wider difference between bid and ask prices. Liquidity risk is usually embedded in bond spreads: illiquid bonds are priced at higher spreads than liquid ones, for bonds having same maturities, same seniority and a comparable level of perceived default risk.

Risk scale

Low				High
		4		

5. **Profile of the Typical Investor**

This Sub-Fund is intended for private and Institutional Investors. The investor should consider a medium term investment time horizon, between three (3) and five (5) years and should be aware that the amount of an investment and the income from it can go down as well as up and that it is possible not to get back the amount invested.

6. **Classes of Shares**

The Class B Shares are available for subscription to any investors.

The Class I Shares are available for subscription and are restricted to Institutional Investors only.

7. **Minimum Initial Subscription Amount**

For Class B Shares the minimum initial subscription amount is five thousand Euros (EUR 5,000.-).
For Class I Shares the minimum initial subscription amount is fifty thousand Euros (EUR 50,000.-).

8. **Expenses**

8.1. **Shareholder Transaction Expenses**

(Fees charged to investors when buying or selling Shares of the Sub-Fund)

Maximum issue commission on purchases (as a % of the aggregate Net Asset Value of the Shares subscribed)	5%
Maximum redemption commission on sale of Shares (as a % of the aggregate Net Asset Value of the Shares redeemed)	1%
Maximum conversion fee on conversion of Shares to another Sub-Fund	none

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

8.2. **Annual Operating Expenses**

Expenses are paid out of the Sub-Fund's assets. They are fully reflected in the Share price and are not charged directly to Shareholder accounts.

8.3. **Investment Manager Fee**

The Investment Manager fee is one and a half percent (1.5%) per annum calculated on the average Net Asset Value of the Sub-Fund and paid on a monthly basis.

8.4. **Performance Fee**

The Investment Manager shall be paid a Performance Fee equal to twenty percent (20%) of the positive excess of the net return of the Sub-Fund over the performance of a benchmark consisting in 3-Month

Euribor revised at each Net Asset Value calculation. If such difference is negative or equal to zero (0), no performance fee shall be paid by the Sub-Fund.

To forecast the Performance Fee to be paid at the end of the year, for each Net Asset Value calculation, if the net return of the Sub-Fund since the beginning of the year is over the benchmark, the Sub-Fund accrues a provision equivalent to the Net Asset Value of the Sub-Fund over this period multiplied by a rate equal to twenty percent (20%) of the positive excess of the net return of the Sub-Fund over the benchmark.

During the civil year, if there is a negative excess of the net return of the Sub-Fund over the benchmark, the Sub-Fund recovers a provision equivalent to the amount of Performance Fees accrued for each concerned Net Asset Value calculation.

The Performance Fee is calculated on the basis of Net Asset Value after deducting all expenses, the Investment Manager Fee (but not the Performance Fee) and adjusting for subscriptions during the relevant performance period so that these will not affect the Performance Fee payable.

In the event that an investor redeems prior to the end of the financial year, any accrued but unpaid Performance Fee relating to those Shares shall be paid to the Investment Manager at the end of the year.

Such Performance Fee is payable at the end of each year.

For the purpose of the calculation of the Performance Fee, "return" is defined as the positive percentage change in the Net Asset Value per Share - such as calculated on each Valuation Date - over the period (one (1) year) of the calculation of the Performance Fee.

This process is reinitialised each beginning of year. In case of negative performance, the performance will not be taken in account for the first calculation on each beginning of year and will begin at zero (0).

8.5. Other Expenses

Maximum Depositary fee calculated in accordance with the general banking practice in this matter, payable in arrears at month-end and calculated on the average Net Asset Value of the Sub-Funds	0.14% p.a. of the Net Asset Value of each Sub-Fund,
Maximum Administrative, Registrar and Transfer Agent fee (including certain fees and expenses involved in providing compliance and tax services to the Company)	EUR 24,500.- per fiscal year plus an annual variable fee of 3.5 basis point
Maximum Domiciliary Agent fee	EUR 1,450.- per fiscal year
In addition the Sub-Fund shall bear other expenses such as banking and brokerage fees, auditors' fees, legal fees, expenses connected with publications and supply of information to Shareholders and all other expenses involved in registering and maintaining the Company and taxes not covered above.	

9. **Sub-Fund Launch Date:** 21 January 2003.

APPENDIX II ADVANTAGE – ABSOLUTE RETURN GLOBAL

1. Investment Objective and Policy

ADVANTAGE – ABSOLUTE RETURN GLOBAL will select its investments among a broad and extremely diversified selection of assets, such as fixed income securities, equities, derivatives, financial indices and other UCITS and/or UCI.

The Sub-Fund will principally take long and short positions in equities, bonds and financial indices. The asset allocation may vary from zero percent (0%) to one hundred percent (100%) of each different asset class. Physical exposure will be long exposure to both international equities and bonds (convertible and non-convertible) and synthetic exposure will be long and/or short exposure to the assets via the use of derivatives and specific hedging transactions (such as covered warrants, credit default swaps, total return swaps, interest rate structured products, commodity index derivatives). The total target exposure will be up to one hundred and thirty percent (130%) of its Net Asset Value in relation to long exposure and up to thirty percent (30%) of its net asset in relation to short exposure. The Sub-Fund relative long/short exposure may vary and decrease overtime as opportunity and market condition change. The Sub-Fund may use total return swaps with respect to any assets that the Sub-Fund is otherwise permitted to gain exposure to in accordance with its Investment Objective and Policy for efficient portfolio management purposes.

The Sub-Fund may also invest in structured products, such as transferable securities whose returns are linked to the performance of an index, transferable securities or a basket of transferable securities, or an UCI, for example.

The Investment Manager will ensure that long positions are liquid enough to cover short positions.

Physical short sales are prohibited.

The Sub-Fund aims to provide investors with a high return associated to a long investment term.

Should the market conditions require so, all or a substantial proportion of the assets of the Sub-Fund may at any time consist of cash, cash equivalent, deposits and/or money market instruments.

In particular, in order to seek to achieve the investment objective and policy, the Sub-Fund may enter into a wide range of financial derivatives, including but not limited to, total return swaps and other OTC derivatives.

The Sub-Fund shall not invest more than 10% of its Net Asset Value into other UCITS or UCIs.

The Sub-Fund can also use financial derivatives for hedging purposes to reduce volatility and mitigate risks.

For the avoidance of any doubt, the investment restrictions laid down under items (a) and (b) of the section “5. Techniques and Instruments” of Part I of this Prospectus will not apply to this Sub-Fund. The investments in derivatives will be made in compliance with section “5. Techniques and Instruments and Risk Management Process” of Part I of this Prospectus.

The Sub-Fund exposure to total return swaps is as set out below (in each case as a percentage of Net Asset Value).

	The principal amount of the Sub-Fund's Net Assets Value that can be subject to SFT may represent up to a maximum of:	Under normal circumstances, it is generally expected that the principal amount of such SFT will not exceed:
Total return swaps	20%	10%

2. Global Risk Exposure

The Sub-Fund employs the absolute VaR model to measure its global exposure.

3. Reference Currency

The Reference Currency of the Sub-Fund is the Euro (EUR).

4. Risk Profile

The above investment objective and policy do not constitute a guarantee of performance. No guarantee can be given that the investment objectives of the Sub-Fund will be achieved. Prospective investors should consider their personal situation before investing in the Sub-Fund.

Investments in securities, in structured products and in credit-linked notes may be favorably or unfavorably affected by changes in market conditions, and the economic and political conditions of the countries where investments are made. Investments in structured products may involve higher risks than investments in ordinary shares.

The Sub-Fund is also subject to other risks, including:

Credit Risk

The issuer of any debt security acquired by the Sub-Fund may default on its financial obligations. Moreover, the price of any debt security acquired by the Sub-Fund normally reflects the perceived risk of default of the issuer of that security at the time the Sub-Fund acquired the security. If after acquisition the perceived risk of default increases, the value of the security held by the Sub-Fund is likely to fall. There are many factors that could cause an issuer to default on its financial obligations, or an increase in the perceived risk of default of an issuer. Among those factors are the deteriorating financial condition of the issuer caused by changes in demand for the issuer's products or services, catastrophic litigation or the threat of catastrophic litigation and changes in laws, regulations and applicable tax regimes. The more concentrated the Sub-Fund is in a particular industry; the more likely it will be affected by factors that affect the financial condition of that industry as a whole. To sum up, the perceived risk of default of a security or issuer depends on both idiosyncratic and systemic factors, where the first kind of risk is intimately related to the issuer and its business, while the second kind of factors encompasses industry level or macro risks, affecting simultaneously many securities and issuers through the market.

Changing Interest Rates

The value of any fixed income security held by the Sub-Fund will rise or fall inversely with changes in interest rates. Interest rates typically vary from one country to the next, and may change for a number of reasons. Those reasons include rapid expansions or contractions of a country's money supply, changes

in demand by business and consumers to borrow money and actual or anticipated changes in the rate of inflation.

Exchange Rate

The Sub-Fund may invest in securities denominated in a number of different currencies other than its Reference Currency. Changes in foreign currency exchange rates will affect the value of some securities held by the Sub-Fund.

Below Investment Grade Securities

The Sub-Fund may invest in fixed income securities rated below investment grade. This type of securities is considered low credit quality. Below investment grade fixed income securities are securities rated less than BBB- (Standard & Poor's Ratings Services), Baa3 (Moody's Investors Service, Inc.) Securities rated below investment grade may have greater price volatility and a greater risk of loss of principal and interest than investment grade debt securities.

Variation in Inflation Rates

The Sub-Fund may invest in inflation-linked debt securities. The value of such securities fluctuates with the inflation rate of the corresponding geographical area.

Convertible Securities

The Sub-Fund may invest in convertible securities which are securities generally offering fixed interest or dividend yields which may be converted either at a stated price or stated rate for common or preferred stock. The market value of convertible securities paying a fixed coupon tends to decline as interest rates rise. Because of the conversion feature, the market value of convertible securities also tends to vary with fluctuations in the market value of the underlying common or preferred stock.

Equity

Experience has shown that equities and securities of a share-like character are subject to strong price fluctuations. That is why they offer the possibility of considerable price gains, but also involve the corresponding risks. Share prices are influenced above all by the profits or otherwise of individual enterprises and sectors as well as macro-economic developments and political perspectives which determine the expectations of the securities markets and thus the movement of prices.

Warrants

In addition to the risks involved with securities and exchange rate changes, warrants carry the risk, but also the opportunity, of what is known as leverage. This leverage is produced, for example, with call warrants through the lower capital investment when the warrants are purchased compared with a direct purchase of the underlying assets. The same applies for put warrants. The greater the leverage, the greater the change of price of the warrant in the event of a change in the prices of the underlying assets (in comparison to the subscription price set forth in the option conditions). The opportunities and risks of warrants increase as the leverage increases. Since warrants are generally issued only for a limited term, it cannot be ruled out that they will be valueless at the date of maturity if the price of the underlying assets falls below the subscription price fixed when the call warrants were issued or exceeds the subscription price fixed when the put warrants were issued.

Counterparty risk

One or more counterparties used to swap transactions, foreign currency forwards or other contracts may default on their obligations under such swap, forward or other contract, and as a result, the Sub-Fund may not realize the expected benefit of such swap, forward or other contract. In terms of counterparty risk related to OTC derivatives, the Sub-Fund must at any time respect the provisions of section "6. Investment Restrictions" 2) i) of Part I of the Prospectus. The net exposure of the Sub-Fund to a

counterparty arising from securities lending transactions or “réméré” or repurchase agreement transactions shall be taken into account in the limits of investment in a single entity, as described in section “6. Investment Restrictions” of Part I of the Prospectus. Risk exposure to a counterparty will take into account financial collateral provided by the counterparty in the form of assets eligible as collateral under a “réméré” or repurchase agreement as described under section “5. Techniques and Instruments and Risk Management Process” of Part I of the Prospectus.

Financial Derivatives Instruments

Financial derivative instruments may, under the terms and conditions of the Investment Objective and Policy and the investment restrictions set above, be used not only for hedging purposes, but also as an integral part of the investment strategy. The ability to use these instruments may be limited by market conditions and regulatory limits. Participation in financial derivative instruments transactions involves investment risks and transaction costs to which the Sub-Fund would not be subject if it did not use these instruments. Risks inherent in the use of financial derivatives instruments include, but are not limited to:

- dependence on the Investment Manager to predict correctly movements in the direction of interest rates, securities prices and currency markets;
- imperfect correlation between the price of options and futures contracts and option thereon and movements in the prices of the financial instruments or currencies being hedged;
- the fact that skills needed to use these instruments are different from those needed to select financial instruments;
- the possible absence of a liquid secondary market for any particular instrument at any time; and
- the possible inability of the Sub-Fund to purchase or sell a financial instrument at a time that otherwise would be favorable for it to do so, or the possible need for the Sub-Fund to sell a financial instrument at a disadvantageous time.

When the Sub-Fund enters into derivative instruments, it is exposed to a potential counterparty risk. The use of financial derivative instruments implies additional risks due to the leverage thus created. Leverage occurs when a modest capital sum is invested in the purchase of derivatives in comparison with the cost of direct acquisition of the underlying assets. The higher the leverage effect, the greater the variation in the price of the derivative, in the event of fluctuation in the price of the underlying asset (in comparison with the subscription price calculated in the conditions of the derivative). The potential and the risks of derivatives thus increase in parallel with the increase of the leverage effect. Finally, there can be no assurance that the objective sought to be attained from the use of these financial derivative instruments will be achieved.

Concentration risk

Although the Sub-Fund may invest in a limited number of securities which may have the potential to generate attractive returns over time, it may also increase the volatility of the Sub-Fund’s investment performance as compared to funds that invest in a larger number of securities. If the securities in which such Sub-Fund invest perform poorly, the Sub-Fund could incur greater losses than if it had invested in a larger number of securities. Concentration risk arises from poor diversification among risk factors. Notice that different securities can be sensitive to the same risk factor. For example, positions held on bonds for a given issuer or guarantor generate an exposure to the same risk factor (credit risk). In the case of credit risk, excessive concentration can increase the risk of significant losses due to adverse events, such as default of issuer/guarantor.

Financial indices

The Sub-Fund may, in accordance with its investment policy, invest in financial derivative instruments based on financial indices which are eligible in accordance with applicable Luxembourg law and regulations.

Financial indices may make use of increased diversification limits: 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 conditions in the market that it represents. Financial indices comprised in the Sub-Fund's investments may rebalance at a frequency determined by the index sponsor or rebalancing agent in order to continue to represent the underlying market to which it refers. Rebalancing of the index may have an impact on the costs of maintaining the index and on the performance of the Sub-Fund.

Liquidity risk

The Sub-Fund may acquire securities that are issued on relatively small nominal amounts, or traded only among a limited number of investors. The small outstanding amount or the limited number of investors for those securities may make it difficult for the Sub-Fund to dispose of those securities quickly or in adverse market conditions. Many derivatives and securities that are issued by entities that pose substantial credit risks typically are among those types of securities that the Sub-Fund may acquire that only are traded among limited numbers of investors. An increased liquidity risk for bonds can be perceived by a wider difference between bid and ask prices. Liquidity risk is usually embedded in bond spreads: illiquid bonds are priced at higher spreads than liquid ones, for bonds having same maturities, same seniority and a comparable level of perceived default risk.

Risk scale

Low				High
		4		

5. Profile of the Typical Investor

This Sub-Fund is intended for private and Institutional Investors. The investors should consider a long term investment time horizon, up to six (6) years to achieve longer term capital growth with below average market volatility.

6. Classes of Shares

Class B Shares are available for subscription to any investors.

Class I Shares are available for subscription and are restricted to Institutional Investors only.

Class BP Shares are available for subscription to any investors.

Class IP Shares are available for subscription and are restricted to Institutional Investors only.

Class BP Shares and Class IP Shares are intended to provide capital protection (the "Protected Shares") during a period of six (6) years as from the date of launching of the Protected Shares (the "Maturity Period"), with the aim of returning the initial capital invested to those Shareholders who hold their investment in Class BP Shares and Class IP Shares up to the last day of the Maturity Period. As counterpart to benefiting from such protection, the economic exposure of the holders of such Protected Shares to the main unprotected investment strategy of this Sub-Fund may be reduced to a minimum of

forty percent (40%) of the average performance of the Sub-Fund during the Maturity Period. Shareholders who decide to redeem their Class BP Shares and Class IP Shares before the expiry of the Maturity Period will have their Shares redeemed at a price equal to the Net Asset Value per Share on the relevant Valuation Date and shall not benefit from the protection of capital foreseen hereabove.

After the Maturity Period, Class BP Shares and Class IP Shares shall be redeemed and liquidated. The Shareholders of such Protected Shares will be offered the possibility to use the liquidation proceeds to subscribe for any Shares in the present Sub-Fund or in any other exiting Sub-Funds of the Company without being charged any subscription fee/subscription commission.

7. Minimum Initial Subscription Amount

For Class B Shares the minimum initial subscription amount is five thousand Euros (EUR 5,000.-).

For Class I Shares the minimum initial subscription amount is fifty thousand Euros (EUR 50,000.-).

For Class BP Shares the minimum initial subscription amount is five thousand Euros (EUR 5,000.-).

For Class IP Shares the minimum initial subscription amount is fifty thousand Euros (EUR 50,000.-).

8. Expenses

8.1. Shareholder Transaction Expenses

(Fees charged to investors when buying or selling Shares of the Sub-Fund)

Maximum issue commission on purchases (as a % of the aggregate Net Asset Value of the Shares subscribed)	5 %
Maximum redemption commission on sale of Shares for Class B and Class I Shares (as a % of the aggregate Net Asset Value of the Shares redeemed)	1 %
Maximum redemption fee for Class BP and Class IP Shares (% of the initial price multiplied by the number of Shares of the Sub-Fund being redeemed subject to a maximum of 3% of the Net Asset Value per Share multiplied by the number of Shares being redeemed)	Years since subscription application was accepted Less than one year 2.50% Over one year but less than two years 2% Over two years but less than three years 1.50% Over three years but less than four years 0.90% Over four years but less than five years 0.60% Over five years but less than six years 0.30% Over six years None
Maximum conversion fee on conversion of Shares to another Sub-Fund	None

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

8.2. Annual Operating Expenses

Expenses are paid out of the Sub-Fund's assets. They are fully reflected in the Share price and are not charged directly to shareholder accounts.

8.3. Investment Manager Fee

The Investment Manager Fee is one and a half percent (1.5%) per annum calculated on the average Net Asset Value of the Sub-Fund and paid on a monthly basis.

8.4. Performance Fee

The Investment Manager shall be paid a Performance Fee equal to twenty percent (20%) of the positive excess of the net return of the Sub-Fund over the performance of a benchmark consisting in EONIA. If such difference is negative or equal to zero (0), no Performance Fee shall be paid by the Sub-Fund.

To forecast the Performance fee to be paid at the end of the year, for each Net Asset Value calculation, if the net return of the Sub-Fund since the beginning of the year is over the benchmark, the Sub-Fund accrues a provision equivalent to the Net Asset Value of the Sub-Fund over this period multiplied by a rate equal to twenty percent (20%) of the positive excess of the net return of the Sub-Fund over the benchmark.

During the civil year, if there is a negative excess of the net return of the Sub-Fund over the benchmark, the Sub-Fund recovers a provision equivalent to the amount of Performance Fees accrued for each concerned Net Asset Value calculation.

The Performance Fee is calculated on the basis of Net Asset Value after deducting all expenses, the Investment Manager Fee (but not the Performance Fee) and adjusting for subscriptions during the relevant performance period so that these will not affect the Performance Fee payable.

In the event that an investor redeems prior to the end of the financial year, any accrued but unpaid Performance Fee relating to those Shares shall be paid to the Investment Manager at the end of the year.

Such Performance Fee is payable at the end of each year.

For the purpose of the calculation of the Performance Fee, "return" is defined as the positive percentage change in the Net Asset Value per Share - such as calculated on each Valuation Date - over the period (one (1) year) of the calculation of the Performance Fee.

This process is reinitialised each beginning of year. In case of negative performance, the performance will not be taken in account for the first calculation on each beginning of year and will begin at zero (0).

8.5. Other Expenses

Maximum Depositary fee calculated in accordance with the general banking practice in this matter, payable in arrears at month-end and calculated on the average Net Asset Value of the Sub-Funds	0.14% p.a. of the Net Asset Value of each Sub-Fund,
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Maximum Administrative, Registrar and Transfer Agent fee (including certain fees and expenses involved in providing compliance and tax services to the Company)	EUR 24,500.- per fiscal year plus an annual variable fee of 3.5 basis point
Maximum Domiciliary Agent fee	EUR 1,450.- per fiscal year
In addition the Sub-Fund shall bear other expenses such as banking and brokerage fees, auditors' fees, legal fees, expenses connected with publications and supply of information to Shareholders and all other expenses involved in registering and maintaining the Company and taxes not covered above.	

9. Sub-Fund Launch Date: 10 December 2009.

APPENDIX III ADVANTAGE – ABSOLUTE MULTI ASSET FRONTIER AND EMERGING
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1. Investment objective and policy

The Sub-Fund aims to provide investors with a high return associated to a long investment term.

The Sub-Fund will primarily invest in a diversified selection of assets such as equities, government and corporate bonds issued by companies incorporated, headquartered or having their principal business activities in countries considered to be emerging markets or Frontier Markets and notably located in Africa, as well as in other fixed income securities including money market instruments, convertible bonds but also convertible warrants and all other transferable securities as well as in UCITS and/or UCIs and Exchange Traded Funds (the “ETF”) in compliance with article 41 (e) of the Law. Frontier Markets are countries included in the S&P Extended Frontier 150 Index as well as Morocco. For emerging markets, the Investment Manager has chosen to rely on the list of countries included in the MSCI Emerging Markets Index. Investors should be aware of the increased risk of investing in Frontier Markets and emerging markets, as outlined in the Risk Profile section below. The Sub-Fund will invest in fixed income investments when believed to the advantage of the Shareholders in the Sub-Fund. The Sub-Fund will also use investment in fixed income in order to manage the overall risk of the Sub-Fund notably to maintain the volatility of the Sub-Fund and its absolute VaR within acceptable limits.

The Sub-Fund may also invest in a diversified selection of assets such as equities, government and corporate bonds issued by global companies.

The investment in equities, directly or indirectly through UCITS and/or UCI and ETF, will range from 0% to 100% of the Net Asset Value of the Sub-Fund. The investment in equities is based on financial analysis and according to the Investment Manager’s expectations regarding the macroeconomic environment and its main indicators.

The investment in fixed income securities, directly or indirectly through UCITS and/or UCI and ETF, may also vary from 0% to 100% of the Net Asset Value of the Sub-Fund). The total target exposure will be up to one hundred percent (100%) of its Net Asset Value in relation to long exposure and up to thirty percent (30%) of its net asset in relation to short exposure.

Both for fixed income securities and equities, the Sub-Fund may invest up to 100% of its Net Asset Value in other UCITS, UCI or ETF. The Sub-Fund will not invest in underlying UCITS and/or UCIs which levy a subscription or a redemption fee higher than 3% and which are themselves submitted to a management fee exceeding 3%.

The Sub-Fund is denominated in EUR, but may invest in assets denominated in any currency.

Should the market conditions require so, all or a substantial proportion of the assets of the Sub-Fund may at any time consist of cash, cash equivalent, deposits and/or money market instruments on a temporary basis. The Sub-Fund may from time to time enter into “réméré” or repurchase agreement transactions which consist of the purchase and sale of securities with a clause reserving the seller the right or the obligation to repurchase from the acquirer the same securities sold at a price and term specified by the two parties in a contractual agreement.

The Sub-Fund may, in accordance with the rules set out in section “6. Investment Restrictions” of part I of the Prospectus, use financial instruments and derivatives to actively manage equity, bond and currency

risks for hedging purposes. The Sub-Fund may also use derivatives for efficient portfolio management purposes and, for investment purposes, with the objective of an efficient management of cash flows, better coverage of markets and return enhancement. The Sub-Fund may also use other techniques and instruments (including SFT) in accordance with the rules set out in section “5. Techniques and Instruments and Risk Management Process” of part I of the Prospectus.

The Sub-Fund may use the SFT listed in the table below and total return swaps with respect to any assets that the Sub-Fund is otherwise permitted to gain exposure to in accordance with its Investment Objective and Policy for efficient portfolio management purposes. The Sub-Fund exposure to SFT is as set out below (in each case as a percentage of Net Asset Value).

Type of SFT	The principal amount of the Sub-Fund’s Net Assets Value that can be subject to SFT may represent up to a maximum of:	Under normal circumstances, it is generally expected that the principal amount of such SFT will not exceed:
Repurchase, including reverse repurchase, transactions and rémérés	20%	10%
Securities lending	20%	10%
Total return swaps	20%	10%

As the investment policy is flexible, the Sub-Fund has a benchmark of EONIA plus 150 basis points (1.50%).

2. Global Risk Exposure

The Sub-Fund employs the absolute VaR model to measure its global exposure.

3. Reference Currency

The Reference Currency of the Sub-Fund is the Euro (EUR).

4. Risk Profile

The above investment objective and policy does not constitute a guarantee of performance. No guarantee can be given that the investment objectives of the Sub-Fund will be achieved. Prospective investors should consider their personal situation before investing in the Sub-Fund.

Investments in securities may be favorably or unfavorably affected by changes in market conditions, and the economic and political conditions of the countries where investments are made. Investments in structured products may involve higher risks than investments in ordinary shares. If you are in any doubt about the risk factors relevant to an investment, you should consult your stockbroker, bank manager, solicitor, accountant or other financial adviser.

Emerging Market countries are progressing toward becoming more advanced economies, usually by means of rapid growth and industrialization. These countries experience an expanding role both in the world economy and on the political frontier. Emerging markets carry a much higher risk because their securities can be quite volatile. Anything from inflationary pressures to rising interest rates to signs of a global economic slowdown could affect these markets more adversely than developed economies. Emerging markets investing carries then other unique risks, such as political upheaval, regulatory changes, and currency fluctuations.

Frontier Market countries generally have smaller economies and even less developed capital markets than traditional emerging markets, and, as a result, the risks of investing in emerging markets are magnified in Frontier Market countries. This is the result of many factors, including the potential for extreme price volatility and illiquidity; government ownership or control of parts of the private sector and certain companies; relatively new or undeveloped securities regulations; corruption; transparency, adequacy and reliability of financial information; trade barriers, exchange controls, managed adjustments in relative currency values and other protectionist measures imposed or negotiated by the countries with which the Frontier Markets trade. There are a limited number of attractive investment opportunities in Frontier Markets and this may lead to delay in investment and may increase the price at which such investments may be made and reduce potential investment returns for the Sub-Fund.

The Sub-Fund is also subject to other risks, including:

Credit Risk

The issuer of any debt security acquired by the Sub-Fund may default on its financial obligations. Moreover, the price of any debt security acquired by the Sub-Fund normally reflects the perceived risk of default of the issuer of that security at the time the Sub-Fund acquired the security. If after acquisition the perceived risk of default increases, the value of the security held by the Sub-Fund is likely to fall. There are many factors that could cause an issuer to default on its financial obligations, or an increase in the perceived risk of default of an issuer. Among those factors are the deteriorating financial condition of the issuer caused by changes in demand for the issuer's products or services, catastrophic litigation or the threat of catastrophic litigation and changes in laws, regulations and applicable tax regimes. The more concentrated the Sub-Fund is in a particular industry; the more likely it will be affected by factors that affect the financial condition of that industry as a whole. To sum up, the perceived risk of default of a security or issuer depends on both idiosyncratic and systemic factors, where the first kind of risk is intimately related to the issuer and its business, while the second kind of factors encompasses industry level or macro risks, affecting simultaneously many securities and issuers through the market.

Changing Interest Rates

The value of any fixed income security held by the Sub-Fund will rise or fall inversely with changes in interest rates. Interest rates typically vary from one country to the next, and may change for a number of reasons. Those reasons include rapid expansions or contractions of a country's money supply, changes in demand by business and consumers to borrow money and actual or anticipated changes in the rate of inflation.

Exchange Rate

The Sub-Fund may invest in securities denominated in a number of different currencies other than its Reference Currency. Changes in foreign currency exchange rates will affect the value of some securities held by the Sub-Fund.

Below Investment Grade Securities

The Sub-Fund may invest in fixed income securities rated below investment grade. This type of securities

is considered low credit quality. Below investment grade fixed income securities are securities rated less than BBB- (Standard & Poor's Ratings Services), Baa3 (Moody's Investors Service, Inc.) Securities rated below investment grade may have greater price volatility and a greater risk of loss of principal and interest than investment grade debt securities.

Convertible Securities

The Sub-Fund may invest in convertible securities which are securities generally offering fixed interest or dividend yields which may be converted either at a stated price or stated rate for common or preferred stock. The market value of convertible securities paying a fixed coupon tends to decline as interest rates rise. Because of the conversion feature, the market value of convertible securities also tends to vary with fluctuations in the market value of the underlying common or preferred stock.

Equity

Experience has shown that equities and securities of a share-like character are subject to strong price fluctuations. That is why they offer the possibility of considerable price gains but also involve the corresponding risks. Share prices are influenced above all by the profits or otherwise of individual enterprises and sectors as well as macro-economic developments and political perspectives which determine the expectations of the securities markets and thus the movement of prices.

Counterparty risk

One or more counterparties used to swap transactions, foreign currency forwards or other contracts may default on their obligations under such swap, forward or other contract, and as a result, the Sub-Fund may not realize the expected benefit of such swap, forward or other contract. In terms of counterparty risk related to OTC derivatives, the Sub-Fund must at any time respect the provisions of section "6. Investment Restrictions" 2) i) of Part I of the Prospectus. The net exposure of the Sub-Fund to a counterparty arising from securities lending transactions or "réméré" or repurchase agreement transactions shall be taken into account in the limits of investment in a single entity, as described in section "6. Investment Restrictions" of Part I of the Prospectus. Risk exposure to a counterparty will take into account financial collateral provided by the counterparty in the form of assets eligible as collateral under a "réméré" or repurchase agreement as described under section "5. Techniques and Instruments and Risk Management Process" of Part I of the Prospectus.

Financial Derivatives Instruments

Financial derivative instruments may, under the terms and conditions of the Investment Objective and Policy and the investment restrictions set above, be used not only for hedging purposes, but also as an integral part of the investment strategy. The ability to use these instruments may be limited by market conditions and regulatory limits. Participation in financial derivative instruments transactions involves investment risks and transaction costs to which the Sub-Fund would not be subject if it did not use these instruments. Risks inherent in the use of financial derivatives instruments include, but are not limited to:

- dependence on the Investment Manager to predict correctly movements in the direction of interest rates, securities prices and currency markets;
- imperfect correlation between the price of options and futures contracts and option thereon and movements in the prices of the financial instruments or currencies being hedged;
- the fact that skills needed to use these instruments are different from those needed to select financial instruments;

- the possible absence of a liquid secondary market for any particular instrument at any time; and
- the possible inability of the Sub-Fund to purchase or sell a financial instrument at a time that otherwise would be favorable for it to do so, or the possible need for the Sub-Fund to sell a financial instrument at a disadvantageous time.

When the Sub-Fund enters into derivative instruments, it is exposed to a potential counterparty risk. The use of financial derivative instruments implies additional risks due to the leverage thus created. Leverage occurs when a modest capital sum is invested in the purchase of derivatives in comparison with the cost of direct acquisition of the underlying assets. The higher the leverage effect, the greater the variation in the price of the derivative in the event of fluctuation in the price of the underlying asset (in comparison with the subscription price calculated in the conditions of the derivative). The potential and the risks of derivatives thus increase in parallel with the increase of the leverage effect. Finally, there can be no assurance that the objective sought to be attained from the use of these financial derivative instruments will be achieved.

Concentration risk

Although the Sub-Fund may invest in a limited number of securities which may have the potential to generate attractive returns over time, it may also increase the volatility of the Sub-Fund's investment performance as compared to funds that invest in a larger number of securities. If the securities in which such Sub-Fund invest perform poorly, the Sub-Fund could incur greater losses than if it had invested in a larger number of securities. Concentration risk arises from poor diversification among risk factors. Notice that different securities can be sensitive to the same risk factor. For example, positions held on bonds for a given issuer or guarantor generate an exposure to the same risk factor (credit risk). In the case of credit risk, excessive concentration can increase the risk of significant losses due to adverse events, such as default of issuer/guarantor.

Liquidity risk

The Sub-Fund may acquire securities that are issued on relatively small nominal amounts, or traded only among a limited number of investors. The small outstanding amount or the limited number of investors for those securities may make it difficult for the Sub-Fund to dispose of those securities quickly or in adverse market conditions. Many derivatives and securities that are issued by entities that pose substantial credit risks typically are among those types of securities that the Sub-Fund may acquire that only are traded among limited numbers of investors. An increased liquidity risk for bonds can be perceived by a wider difference between bid and ask prices. Liquidity risk is usually embedded in bond spreads: illiquid bonds are priced at higher spreads than liquid ones, for bonds having same maturities, same seniority and a comparable level of perceived default risk.

Duplication of fees

There shall be duplication of management fees and other operating fund related expenses, each time the Sub-Fund invests in other UCIs and/or UCITS. The maximum proportion of management fees charged both to the Sub-Fund itself and to the UCIs and/or UCITS in which the Sub-Fund invests shall be disclosed in the annual report of the Company.

Investments in other UCITS or UCIs operated by third parties

The Sub-Fund may invest in other UCITS or UCIs operated by third parties. Such third parties are not subject to the oversight or control of the Company and the Investment Manager may not have the opportunity to verify the compliance of such UCITS or UCIs with the laws and regulations applicable to them.

Inadvertent concentration

It is possible that a number of UCITS or UCIs into which the Sub-Fund invests might take substantial positions in the same security at the same time. This inadvertent concentration would interfere with the Sub-Fund's goal of diversification. The Investment Manager will attempt to alleviate such inadvertent concentration as part of its regular monitoring and reallocation process. Conversely the Investment Manager may at any given time, hold opposite positions, such position being taken by different UCITS or UCIs into which the Sub-Fund invests. Each such position shall result in transaction fees for the Sub-Fund without necessarily resulting in either a loss or a gain. Moreover, the Investment Manager may proceed to a reallocation of assets between these UCITS or UCIs and liquidate investments made in one or several of them. Finally, the Investment Manager may also, at any time, select additional UCITS or UCIs. Such asset reallocations may impact negatively the performance of the Sub-Fund.

Future returns

No assurance can be given that the strategies employed by the UCITS or UCIs into which the Sub-Fund invests in the past to achieve attractive returns will continue to be successful or that the return on the Sub-Fund's investments will be similar to that achieved by the Sub-Fund or such UCITS or UCIs in the past.

Currency risk

The value of an investment represented by a UCITS or UCIs in which the Company invests may be affected by fluctuations in the currency of the country where such UCITS or UCIs invests, by foreign exchange rules, or by the application of the various tax laws of the relevant countries (including withholding taxes), government changes or variations of the monetary and economic policy of the relevant countries.

Volatility/Concentration

Investments by the Sub-Fund may be made in UCITS or UCIs that are set up in the form of a limited partnership, corporation or unit trust. Many of these UCITS or UCIs can be highly leveraged and sometimes take large positions with high volatility. UCITS or UCIs may concentrate in only one geographic area or asset investment category, thereby taking on the risk of the market and of rapid changes to the relevant geographic area or investment category. These investments may be speculative.

Valuation of UCITS and UCIs

The method by which the Net Asset Value per share will be calculated, presumes EFA's ability to value the holdings in other UCITS or UCIs. In valuing those holdings, EFA will need to rely on financial information provided by the UCITS or UCIs themselves. Independent valuation sources such as exchange listing may not be available for certain UCITS or UCIs. In addition, in respect of certain closed-ended UCITS or UCIs, the price of such unit or share may diverge from its net asset value for prolonged periods of time.

Furthermore, the legal infrastructure and accounting, auditing and reporting standards in certain countries in which investment may be made may not provide the same degree of investor protection or information to investors as would generally apply in major securities markets.

Risk scale

Low				High
			4	

5. Profile of the typical investor

In light of the Sub-Fund's investment objective, it may be appropriate for investors who consider long-term investment time horizon, up to five years to achieve capital appreciation during the term of their investment. The typical investor seeks to invest a portion of its overall portfolio in a diversified portfolio with high risk exposure of fixed income securities and fully paid equities in major markets and currencies. The investors should not seek regular income distributions; they should accept the risks associated with this type of investment, as set out in "Risk factors" above and should be able to withstand volatility in the value of their Shares.

An investment in the Sub-Fund is not a deposit in a bank or other insured Depository institution. Investment may not be appropriate for all investors. Sub-Fund is not intended to be a complete investment program and investors should consider their long-term investment goals and financial needs when making an investment decision about the Sub-Fund. The Sub-Fund should not be used as a trading vehicle.

6. Classes of Shares

Class B Shares are available for subscription at the initial price of one hundred Euros (EUR 100.-) as from September 2015 or on the date of the first subscription in such a Class with respect to the minimum subscription amount detailed here below (which could be occurring before September 2015) until the amount of five million Euros (EUR 5,000,000.-) has been subscribed. Class B Shares are available for subscription to any investors.

Class I Shares are available for subscription at the initial price of ten thousand Euros (EUR 10,000.-) as from September 2015 or on the date of the first subscription in such a Class with respect to the minimum subscription amount detailed here below (which could be occurring before September 2015) until the amount of five million Euros (EUR 5,000,000.-) has been subscribed. Class I Shares are available for subscription and are restricted to Institutional Investors only.

7. Minimum Initial Investment

For Class B Shares the minimum initial subscription amount is five thousand Euros (EUR 5,000.-).

For Class I Shares the minimum initial subscription amount is fifty thousand Euros (EUR 50,000.-).

8. Expenses

8.1. Shareholder Transaction Expenses

(Fees charged to investors when buying, selling or converting Shares of the Sub-Fund)

Maximum fees charged to the investor with respect to all the Classes of Shares

	Class I Institutional Investors	Class B Retail investors
Subscription Commission	Up to 5%	
Redemption Commission	Up to 1%	Up to 3%
Conversion Commission	None	

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

Share certificates delivery, may be charged to the investor by such local paying agents.

8.2. Annual Operating Expenses

Expenses are paid out of the Sub-Fund's assets. They are fully reflected in the Share price and are not charged directly to shareholder accounts.

8.3. Investment Manager Fee

Maximum Investment Manager Fee with respect to all the Classes of Shares

	Class I Institutional Investors	Class B Retail investors
Investment Manager Fee	1.20%	2.30%

The Investment Manager Fee is expressed per annum and calculated on the average net asset value of the Sub-Fund. The Investment Manager Fee is paid on a monthly basis.

8.4. Performance Fee

The Investment Manager shall be paid a Performance Fee equal to twenty percent (20%) of the positive excess of the net return of the Sub-Fund over the performance of the benchmark consisting in EONIA + 1.50% (the "Benchmark"). If such difference is negative or equal to zero (0), no Performance Fee shall be paid by the Sub-Fund.

To forecast the Performance Fee to be paid at the end of the year, for each Net Asset Value calculation, if the net return of the Sub-Fund since the beginning of the year is over the Benchmark, the Sub-Fund accrues a provision equivalent to the Net Asset Value of the Sub-Fund over this period multiplied by a rate equal to twenty percent (20%) of the positive excess of the net return of the Sub-Fund over the Benchmark.

During the civil year, if there is a negative excess of the net return of the Sub-Fund over the Benchmark, the Sub-Fund recovers a provision equivalent to the amount of Performance Fees accrued for each concerned Net Asset Value calculation.

The Performance Fee is calculated on the basis of net asset value after deducting all expenses, the Investment Manager Fee (but not the Performance Fee) and adjusting for subscriptions during the relevant performance period so that these will not affect the Performance Fee payable.

In the event that an investor redeems prior to the end of the financial year, any accrued but unpaid Performance Fee relating to those Shares shall be paid to the Investment Manager at the end of the year.

Such Performance Fee is payable at the end of each year.

For the purpose of the calculation of the Performance Fee, "return" is defined as the positive percentage change in the Net Asset Value per Share - such as calculated on each Valuation Date - over the period (one (1) year) of the calculation of the Performance Fee.

This process is reinitialised each beginning of year. In case of negative performance, the performance will not be taken in account for the first calculation on each beginning of year and will begin at zero (0).

8.5. Other Expenses

Maximum Depositary fee calculated in accordance with the general banking practice in this matter, payable in arrears at month-end and calculated on the average Net Asset Value of the Sub-Funds	0.14% p.a. of the Net Asset Value of each Sub-Fund
Maximum Administrative, Registrar and Transfer Agent fee (including certain fees and expenses involved in providing compliance and tax services to the Company)	EUR 24,500.- per fiscal year plus an annual variable fee of 3.5 basis point
Maximum Domiciliary Agent fee	EUR 1,450.- per fiscal year
In addition the Sub-Fund shall bear other expenses such as banking and brokerage fees, auditors' fees, legal fees, expenses connected with publications and supply of information to Shareholders and all other expenses involved in registering and maintaining the Company and taxes not covered above.	

9. **Sub-Fund Launch Date:** September 2015.