

MEMORIAL

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du Grand-Duché de
Luxembourg



MEMORIAL

Amtsblatt
des Großherzogtums
Luxemburg

RECUEIL DES SOCIÉTÉS ET ASSOCIATIONS

Le présent recueil contient les publications prévues par la loi modifiée du 10 août 1915 concernant les sociétés commerciales et par la loi modifiée du 21 avril 1928 sur les associations et les fondations sans but lucratif.

C — N° 1235

18 mai 2012

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Business Contact Holding S.A., Société Anonyme Soparfi.

Siège social: L-1258 Luxembourg, 6, rue Jean-Pierre Brasseur.
R.C.S. Luxembourg B 98.253.

Les actionnaires sont priés d'assister à :

l'ASSEMBLEE GENERALE ORDINAIRE

Qui se tiendra au : 6 rue Jean-Pierre Brasseur L-1258 Luxembourg, le 4 juin 2012 à 14 heures, pour délibération sur l'ordre du jour conçu comme suit:

Ordre du jour:

1. Présentation des comptes annuels, du rapport de gestion du Conseil d'Administration et du rapport du Commissaire
2. Approbation des comptes au 31 décembre 2011
3. Affectation du résultat
4. Décharge à donner aux Administrateurs et au Commissaire
5. Divers

Le Conseil d'Administration.

Référence de publication: 2012051808/17.

First Web S.A., Société Anonyme.

Siège social: L-1413 Luxembourg, 3, place Dargent.
R.C.S. Luxembourg B 74.162.

Les Actionnaires sont convoqués par le présent avis à

l'ASSEMBLEE GENERALE STATUTAIRE

qui aura lieu le 06 juin 2012 à 08:00 heures au siège social à Luxembourg, avec l'ordre du jour suivant:

Ordre du jour:

1. Rapport de gestion du Conseil d'Administration et rapport du Commissaire
2. Approbation des comptes annuels et affectation des résultats au 31 décembre 2011
3. Décharge aux Administrateurs et au Commissaire
4. Acceptation de la démission d'un Administrateur et nomination de son remplaçant
5. Délibération et décision sur la dissolution éventuelle de la société conformément à l'article 100 de la loi du 10 août 1915 sur les sociétés commerciales
6. Divers

Le Conseil d'Administration.

Référence de publication: 2012054123/696/18.

Automotive Components Europe S.A., Société Anonyme.

Siège social: L-1150 Luxembourg, 82, route d'Arlon.
R.C.S. Luxembourg B 118.130.

The shareholders of AUTOMOTIVE COMPONENTS EUROPE S.A. (the "Company") are invited to attend an

EXTRAORDINARY GENERAL MEETING

of Shareholders to be held before a notary to be directly followed by the

ANNUAL GENERAL MEETING

of Shareholders (together with the Extraordinary General Meeting of Shareholders the "Meetings") both to be held on Tuesday 19th of June 2012 at the registered office of the Company at 02.00 p.m. Central European Time ("CET") for the purpose of considering and voting upon the following agendas:

Agenda of the EXTRAORDINARY GENERAL MEETING of Shareholders:

1. Amendment of the "Definitions" section of the Articles of Association to provide for a Record Date in order to comply with the law of 24th May 2011 on the exercise of certain rights of shareholders in general meetings of listed companies.
2. Amendment of article 6.6 of the Articles of Association to remove the reference to the blocking of shares in order to comply with the law of 24th May 2011 on the exercise of certain rights of shareholders in general meetings of listed companies.

3. Amendment of article 18 of the Articles of Association concerning the proceedings and vote of general meetings in order to comply with the law of 24th May 2011 on the exercise of certain rights of shareholders in general meetings of listed companies.

Agenda of the ANNUAL GENERAL MEETING of Shareholders

1. Presentation of (i) the report of the board of directors on the annual and consolidated accounts for the 2011 financial year and (ii) the report of the independent auditor on the annual accounts and the consolidated accounts for the 2011 financial year.
2. Approval of the annual accounts for the 2011 financial year.
3. Approval of the consolidated financial statements for the 2011 financial year.
4. Approval of the allocation of results.
5. Approval of the discharge of the directors of the Company.
6. Approval of the discharge of the statutory auditor of the Company.
7. Approval of the re-appointment of Deloitte SA as independent auditor of the Company to audit the consolidated and stand alone accounts of the Company, its mandate to expire at the annual general meeting of shareholders to approve the accounts of the Company for the year ended December 31, 2012.
8. Approval of the distribution of a dividend.
9. Authorisation to the board of the Company and the corporate bodies of any subsidiaries of the Company, for a maximum period of five years, to purchase shares of the Company at any time and as many times as it deems appropriate by any means permitted by law.
10. Modification of the Regulations of the General Shareholders' Meeting.
11. Miscellaneous.
12. Closing.

Voting

The Extraordinary General Meeting will validly deliberate on the resolutions related to all items on the agenda only if at least 50% of the issued share capital of the Company is present or represented. If the aforementioned quorum is not met, the Extraordinary General Meeting may be reconvened by the Board of Directors and at the reconvened meeting no quorum will be required. At both meetings the resolutions related to all items on the agenda will validly be adopted only if approved by at least 75% of the votes cast.

The Annual General Meeting will validly deliberate on the resolutions related to all items on the agenda regardless of the number of shareholders present and of the number of shares represented. Resolutions related to all items on the agenda will be adopted by a simple majority of the votes validly cast by the shareholders present or represented.

Each share is entitled to one vote.

Right to have new items added to the agenda of the Meetings

One or more shareholders holding together at least 5% of the share capital of the Company may:

- Add new items to the agenda of the Meetings;
- May file proposed resolutions in relation to the items on the agenda or the additional items.

Such request must be sent to the Company in writing by mail to Automotive Components Europe SA 82, route d'Arlon, L-1150 Luxembourg (Attn: Liliana De Feudis) or by e-mail to l.defeudis@fibetrust.lu at the latest by 28 May 2012. The request should enclose the proof of the shareholding of such shareholders and the related proposed resolutions and should indicate a mail or e-mail address to which the Company may send an acknowledgement of receipt.

The Company will acknowledge the receipt of such requests within 48 hours of reception.

The Company will publish an updated agenda of the Meetings at the latest on 4 June 2012.

Participation of Shareholders at General Meetings

The right to participate in the Meetings is determined on the basis of share ownership on the fourteenth day prior to the Meetings, namely on 5 June 2012 at 24:00 CET (hereinafter the "Record Date"). All shareholders holding shares on the Record Date have the right to attend the Meetings regardless of the number of shares held.

Shareholders holding their shares through the clearing and settlement system of National Depository for Securities who wish to take part in the Meetings need to arrange with their respective financial intermediary (brokerage house or custodian bank) holding the shares on their accounts to obtain a certificate evidencing the identity of the shareholder and the number of shares held by such shareholder upon the Record Date (the "Certificate"). The duly completed and signed Certificate, needs to be delivered or sent directly to the registered office of the Company or to the registered office of EBCC sp. z.o.o Wrocław 54-215, Bystrzycka 39 (referred to as the "Agent") to arrive no later than June 17, 2012 at 11.59 pm CET.

Shareholders who wish to attend the Meetings in person are invited (i) to announce their intention to participate at the Meetings by notifying the Company or the Agent by mail, fax or email to the addresses and numbers indicated below in the section "Further Questions" at the latest on the Record Date and (ii) to return the duly completed and signed attendance and proxy forms (to be downloaded from the Company website www.acegroup.lu or to be obtained directly

from the registered office of the Company upon request), to the registered office of the Company or to the Agent, to arrive with the Certificate (where relevant) at the latest on June 17, 2012.

Shareholders who are unable to attend the Meetings in person and wish to give a voting instruction to a third party or to the chairman of the Meetings, are invited (i) to announce their intention to participate at the Meetings by notifying the Company or the Agent by mail, fax or email to the addresses and numbers indicated below in the section "Further Questions" at the latest on the Record Date and (ii) to return the duly completed and signed attendance and proxy forms (to be downloaded from the Company website www.acegroup.lu or to be obtained directly from the registered office of the Company upon request), indicating the name of the proxy to the registered office of the Company or to the Agent, to arrive with the Certificate (where relevant) at the latest on June 17, 2012. A person appointed as proxy need not be a holder of shares of the Company. Lodging of a proxy form will not prevent a shareholder from attending the Meetings if he decides to do so.

Shareholders who are unable to attend the meetings in person or by proxy, are invited (i) to announce their intention to participate at the Meetings by notifying the Company or the Agent by mail, fax or email to the addresses and numbers indicated below in the section "Further Questions" at the latest on the Record Date and (ii) to return the duly completed and signed voting forms (to be downloaded from the Company website www.acegroup.lu or to be obtained directly from the registered office of the Company upon request), to the registered office of the Company or to the Agent to arrive with the Certificate (where relevant) at the latest on June 17, 2012.

Please note that shareholders may give their vote until 17 June 2012 at 11.59 p.m. CET but should inform the Company of their intention to participate in the Meeting by the latest on the Record Date.

Further questions

Shareholders may address all queries with respect to the Meetings by email to the following email addresses: l.defeudis@fibetrust.lu or artur.wojciechowski@ebcc.pl.

or to the following addresses:

Automotive Components Europe SA
82, route d'Arlon
L-1150 Luxembourg
Luxembourg
Attn: Liliana De Feudis
Tel: +352 26 37 71-1
Fax: +352 26 37 71 50

EBCC Sp.Z.o.o.
54-215 Wroclaw
ul. Bystrzycka 89
Poland
Attn: Artur Wojciechowski
Tel: +48 71 7846101
Fax: +48 71 351 18 90

Miscellaneous

All documentation and information required under the law of 24 May 2011 implementing the Directive 2007/36 EC of the European Parliament and the Council of 11 July 2007 on the exercise of certain rights of shareholders of listed companies including the proposed resolutions, the attendance and proxy forms and the voting forms are available on the website of the Company www.acegroup.com and at the registered office of the Company upon request.

Copies of the articles of association together with a copy of the proposed amendments to the articles of association of the Company are available on the Company's website www.acegroup.lu and at the registered office of the Company upon request.

Date: May 11, 2012.

The Board of Directors.

Référence de publication: 2012056048/116.

Espirito Santo Control S.A., Société Anonyme.

Siège social: L-2520 Luxembourg, 21-25, allée Scheffer.

R.C.S. Luxembourg B 13.634.

Messieurs les actionnaires sont priés d'assister à

l'ASSEMBLEE GENERALE ORDINAIRE

qui se tiendra le 7 juin 2012 à 14.00 heures dans les bureaux de SG GROUP au 231, Val des Bons-Malades, L-2121 Luxembourg-Kirchberg.

Ordre du jour:

1. Rapports du Conseil d'Administration et du Commissaire aux comptes.
2. Approbation des bilan, compte de pertes et profits et attribution du résultat au 31 décembre 2011.
3. Décharge aux Administrateurs et au Commissaire aux comptes.

Le Conseil d'Administration.

Référence de publication: 2012056801/15.

Top Energy S.A., Société Anonyme.

Siège social: L-1510 Luxembourg, 38, avenue de la Faiencerie.
R.C.S. Luxembourg B 150.916.

Les Actionnaires sont priés de bien vouloir assister à

l'ASSEMBLEE GENERALE ORDINAIRE

qui se tiendra au siège social de la société, le 22 juin 2012 à 12 heures avec l'ordre du jour suivant:

Ordre du jour:

1. Présentation et approbation du rapport de gestion du conseil d'administration.
2. Présentation et approbation du rapport du commissaire.
3. Présentation et approbation du bilan et du compte de profits et pertes au 30 septembre 2010.
4. Affectation du résultat.
5. Décharge aux administrateurs et au commissaire.
6. Démissions d'administrateurs.
7. Divers.

LE CONSEIL D'ADMINISTRATION.

Référence de publication: 2012054807/18.

POLUNIN Emerging Markets Strategy Funds, Société Anonyme sous la forme d'une SICAV - Fonds d'Investissement Spécialisé.

Siège social: L-2520 Luxembourg, 5, allée Scheffer.
R.C.S. Luxembourg B 131.312.

As the extraordinary general meeting of the shareholders of the Company that was convened on 11 May 2012 could not validly deliberate on the items of the agenda due to a lack of quorum, Shareholders are hereby reconvened to an

EXTRAORDINARY GENERAL MEETING

of shareholders of the Company, to be held in Luxembourg on 15 June 2012 at the registered office of the Company at 5, allée Scheffer, L-2520 Luxembourg at 11.00 a.m. (Luxembourg time) (the "Meeting") to deliberate and vote on the following agenda:

Agenda:

1. Conversion of the Company from a specialised investment fund subject to the act of 13 February 2007 on specialised investment funds, as amended into an investment company with variable capital subject to Part I of the law dated 17 December 2010 relating to undertakings for collective investment which will be effective as of 1st June 2012.
2. Amendment of article 4 (Corporate Object) of the articles of incorporation of the Company (the Articles) so as to read as follows:
"4.1 The exclusive purpose of the Company is to invest the assets of the Company in transferable securities and other assets permitted by law in accordance with the principle of risk diversification, within the limits of the investment policies and restrictions determined by the Board pursuant to article 19 hereof, and with the objective of paying out to Shareholders the profits resulting from the management of the assets of the Company, either through distributions or through accumulation of income in the Company.
4.2 The Company may take any measures and execute any transactions that it considers expedient with regard to the fulfillment and implementation of the object of the Company to the full extent permitted by Part I of the act dated 17 December 2010 concerning undertakings for collective investment and laws in relation thereto (the 2010 Act)."
3. Restatement of the Articles.
4. Appointment of the members of the board of directors of the Company.
5. Change of name of the Company and its sub-funds into respectively Polunin Funds and Polunin Funds - Developing Countries Fund and Polunin Funds - Emerging.
6. Miscellaneous.

Please note that item 1 of the agenda foresees the 1st June 2012 as the effective date for the conversion of the Company. Due to the fact that the extraordinary general meeting of shareholders of the Company which was held on the 11 May 2012 lacked quorum, it has been reconvened to the 15th June 2012. Considering that the changes may not have a retroactive effect, the changes will become effective as of the date the shareholders will resolve on the above agenda.

Therefore, the board of directors of the Company will request the Chairman of the meeting to make such declaration at the Meeting.

The restated Articles may be obtained free of charge at the registered office of the Company.

If you want to participate to this Meeting, we would be grateful if you could inform us of your intention at least 48 hours before the date of the Meeting.

Voting

The Meeting will validly deliberate without any quorum, and the resolution will be passed by two thirds of the votes cast. Votes cast shall not include votes attaching to shares in respect of which the shareholders have not taken part in the vote or have abstained or have returned a blank or invalid vote. The proxy forms already received for the extraordinary general meeting held on 11 May 2012 will remain valid for the Meeting unless expressly revoked.

If you cannot attend this Meeting, we would be grateful if you could return the enclosed proxy forms duly signed, dated and completed, before 14 June 2012, first by fax and then by mail (Attn: Mrs Marie Bernot, CACEIS Bank Luxembourg, 5, Allée Scheffer, L-2520 Luxembourg, telefax n° +352 47 67 45 44).

In order to allow CACEIS Bank Luxembourg (CACEIS BL), in its capacity as registrar and transfer agent and domiciliary agent of the Company, to ensure correlation between the proxies received and the Company's register of shareholders, shareholders taking part in the Meeting represented by proxy are requested to return the latter with a copy of their ID Card / passport in force or an updated list of the authorised signatures, in the case shareholder(s) act on behalf of a corporation. Lack of compliance with this requirement will render impossible the shareholder(s)'s identification, CACEIS BL being thus instructed by the board of directors of the Company to not take into consideration the relevant proxy for the purpose of the Meeting.

CACEIS BANK LUXEMBOURG.
REGISTRAR

Référence de publication: 2012057048/755/59.

ITL Investment S.A., Société Anonyme.

Siège social: L-1449 Luxembourg, 18, rue de l'Eau.
R.C.S. Luxembourg B 145.800.

Messieurs les actionnaires sont priés d'assister à

L'ASSEMBLEE GENERALE ORDINAIRE

qui se tiendra le 7 juin 2012 à 8.00 heures à Luxembourg, 18, rue de l'Eau (2^e étage) avec l'ordre du jour suivant:

Ordre du jour:

1. Constatation du report de la date de l'assemblée générale ordinaire et approbation dudit report;
2. Rapports de gestion du conseil d'administration et du commissaire aux comptes;
3. Approbation des bilan et compte de profits et pertes au 31.12.2010 et au 31.12.2011 et affectation du résultat;
4. Décharge aux administrateurs et au commissaire aux comptes;
5. Décision à prendre relativement à l'article 100 de la loi modifiée du 10 août 1915 sur les sociétés commerciales;
6. Démission des quatre administrateurs et du commissaire aux comptes.
7. Divers.

Pour participer à ladite assemblée, les actionnaires déposeront leurs actions, respectivement le certificat de dépôt au bureau de l'assemblée générale, cinq jours francs avant la date de l'assemblée générale.

Le Conseil d'Administration.

Référence de publication: 2012055432/693/20.

Polaris Energy Holdings S.A., Société Anonyme Soparfi.

Siège social: L-1449 Luxembourg, 18, rue de l'Eau.
R.C.S. Luxembourg B 154.338.

Messieurs les actionnaires sont priés d'assister à

L'ASSEMBLEE GENERALE ORDINAIRE

qui se tiendra le 8 juin 2012 à 8.00 heures à Luxembourg, 18, rue de l'Eau (2^e étage) avec l'ordre du jour suivant:

Ordre du jour:

1. Constatation du report de la date de l'assemblée générale ordinaire et approbation dudit report;
2. Rapports de gestion du conseil d'administration et du commissaire aux comptes;
3. Approbation des bilan et compte de profits et pertes au 31.12.2011 et affectation du résultat;
4. Décharge aux administrateurs et au commissaire aux comptes;
5. Décision à prendre relativement à l'article 100 de la loi modifiée du 10 août 1915 sur les sociétés commerciales;
6. Démission de quatre administrateurs et du commissaire aux comptes.
7. Divers.

Pour participer à ladite assemblée, les actionnaires déposeront leurs actions, respectivement le certificat de dépôt au bureau de l'assemblée générale, cinq jours francs avant la date de l'assemblée générale.

Le Conseil d'Administration.

Référence de publication: 2012056047/693/20.

Lancelot Ector, Société d'Investissement à Capital Variable.

Siège social: L-2370 Howald, 4, rue Peternelchen.

R.C.S. Luxembourg B 54.040.

In the year two thousand and twelve, on the fourteenth day of March.

Before Us, Maître Henri Hellinckx, notary, residing in Luxembourg (Grand Duchy of Luxembourg).

Was held an extraordinary general meeting of the shareholders of Lancelot Ector, a public limited company qualifying as an investment company with variable share capital (the "Company"), having its registered office in L-1347 Luxembourg, 6A, Circuit de la Foire Internationale.

The Company is registered with the «Registre de Commerce et des Sociétés» of Luxembourg under the section B and the number 54.040.

The Company was incorporated formerly under the name of ECTOR, (SICAV), pursuant a notarial deed, enacted on February 28, 1996, published in the Mémorial C, Recueil des Sociétés et Associations (the "Mémorial C") number 171 of April 5, 1996. The Articles were amended on 16 th November 2006 and 15th May 2009 before Maître Joseph Gloden, notary residing in Grevenmacher, pursuant to deeds published in the Memorial C number 2245 of 30th November 2006 and number 1124 of 8 June 2009.

The meeting was opened at 2:30 p.m. by Mrs. Nicole Schmidt-Troje, lawyer with professional address in Luxembourg, being in the chair.

The chairman appoints Ms. Claudia Schmidt, private employee with professional address in Luxembourg, as secretary.

The meeting elects as scrutineer Mr. Quentin Mallié, lawyer with professional address in Luxembourg.

The chairman then states:

A. The extraordinary general meeting convened for 7 February 2012 could not validly deliberate and vote on the proposed agenda as no quorum was reached. The present meeting was convened by notices containing the agenda sent to the shareholders by registred mail on 10 February 2012, and published in the Mémorial, in the "Luxemburger Wort" and in the "Tageblatt" on 9 February 2012 and 25 February 2012.

B. The shareholders present or represented, the proxies of the represented shareholders and the number of shares owned by the shareholders are shown on an attendance list which, signed by the shareholders or their proxies and by the bureau of the meeting, will remain annexed to the present deed to be filed at the same time with the registration authorities.

The proxies of the represented shareholders, signed ne varietur by the appearing parties and the undersigned notary, will also remain annexed to the present deed.

C. No quorum is required in order to validly hold this meeting and the resolutions on the agenda require an affirmative vote of at least two thirds (2/3) of the votes cast at the meeting.

D. Pursuant to the attendance list, 308,467.919 shares out of 37,070,266.362 shares representing approx. 0.83% of the issued and outstanding shares are present and/or represented.

E. The meeting is consequently regularly constituted and may validly deliberate on the items of the following agenda:

1) To transfer the registered office of the Company to 4, rue Peternelchen, L-2370 Howald (municipality of Hesperange), with effective date on 1st April 2012 and consequently to amend the first sentence in article 2 of the Company's articles of association (the "Articles) so as to read as from that date as follows:

"The registered office of the Company is established in Hesperange, Grand Duchy of Luxembourg."

2) To amend article 4 of the Company's Articles and any subsequent articles to replace the references to the law of 20th December 2002 and to the "Law of 2002" by references to the Law of 17th December 2010 as may be amended from time to time and to the "2010 Law" and the according restatement of the text.

Article 4 of the Company's Articles shall henceforth read as follows:

" Art. 4. Purpose. The exclusive purpose of the Company is to invest the funds available to it in transferable securities and other liquid financial assets permitted by law with the aim of spreading investment risks and affording its shareholders the results of the management of its assets.

The Company may take any measures and carry out any transaction which it may deem useful for the fulfilment and development of its purpose to the largest extent permitted under the Luxembourg law of December 17th, 2010 relating to undertakings for collective investment, as may be amended from time to time (the "2010 Law")."

3) To delete from article 6 of the Articles any references to bearer shares namely by deleting in item 1, the first sub-paragraph, the fourth and fifth sub-paragraph and the first sentence of item 2 and re-inserting a new first line in item 1 as follows: “The Company will only issue registered shares.”

4) To refer in article 10 item D fifth sub-paragraph of the Articles to US Persons as defined in this article and/or in the current prospectus, constituting possibly a specific category of Prohibited Persons.

5) To clarify the heading and the second sub-paragraph of article 12 of the Articles by specifying that the Board of Directors is entitled to suspend the calculation of a respective Sub-Fund’s net asset value and the issue, redemption and conversion (if applicable) of shares and to provide for two further suspension events by adding two further indents to such paragraph as follows:

“- in the event of the publication (i) of the convening notice to a general meeting of shareholders at which a resolution to wind up the Company or a Sub-Fund is to be proposed, or of the decision of the Board of Directors to wind up one or more Sub-Funds, or (ii) to the extent that such a suspension is justified for the protection of the shareholders, of the notice of the general meeting of shareholders at which the merger of the Company or a Sub-Fund is to be proposed, or of the decision of the Board of Directors to merge one or more Sub-Funds; or

- where in the opinion of the Board of Directors, circumstances which are beyond the control of the Board of Directors make it impracticable or unfair vis-à-vis the shareholders to continue trading the shares or in any other circumstance or circumstances where a failure to do so might result in the Company or its shareholders incurring any liability to taxation or suffering other pecuniary disadvantages or other detriment to which the Company or its shareholders might not otherwise have suffered.”

6) To delete in Article 14 of the Articles any reference to telegrams as means of communication for any matter related to the Board of Directors as such means of communication is outdated and to update sub-paragraph 6 of such Article as follows: “A Director may attend, and be considered as being present at, a meeting of the Board of Directors by means of a videoconference or telephone conference or other telecommunication means permitting their identification and by operation of which all persons participating in the meeting can hear each other and speak to each other. Such means shall satisfy technical characteristics which ensure an effective participation at the meeting of the Board of Directors whose deliberations should be online without interruption. Such a board meeting held at distance by way of such communication means shall be deemed to have taken place at the registered office of the Company. Directors may also cast their vote in writing, by cable, facsimile, email or any other electronic means capable of evidencing such vote.”

7) To add in Article 18 sub-paragraph 3 of the Articles Singapore and Brazil to the list of issuers / guarantors of transferable securities and money market instruments into which up to 100% of the assets of each Class of Shares of the Company can be invested.

8) To add two new sub-paragraphs to Article 18 of the Articles which allow the set-up of master-feeder Sub-Funds and cross Sub-Fund investments within the Company.

9) To update in article 22 second sub-paragraph of the Articles the threshold of shareholders which can convene a general meeting of shareholders at their own request to 1/10 of the capital.

10) To delete in article 22 the sixth sub-paragraph of the Articles and to record the second sentence of the fifth sub-paragraph as follows: “The giving of such notice to registered shareholders need not be evidenced to the meeting if the notice of meeting shall in addition be published as provided by law in the Memorial C, Recueil des Sociétés et Associations, in one or more Luxembourg newspapers and in such other newspapers as the Board of Directors may decide.”

11) To add in article 22 eighth’s sub-paragraph of the Articles the specification “namely that ballot papers shall be received by the Company no later than on the third Luxembourg bank business day preceding the day of the relevant general meeting of shareholders.”

12) To update in article 22 eleventh sub-paragraph of the Articles that “Unless otherwise provided by law or herein, resolutions of the general meeting are passed by a simple majority of the votes cast. Votes cast shall not include votes in relation to shares in respect of which the shareholders have not taken part in the vote or have abstained or have returned a blank or invalid vote.”

13) To adjust the third sub-paragraph of article 23 of the Articles so as to read: “The relevant provisions of article 22 shall apply to such general meetings.” and to update the last sub-paragraph of such article so as to read “Unless otherwise provided for by law or herein, the resolutions of the general meeting of shareholders of a Sub-Fund or of a Class of Shares are passed by a simple majority of the votes cast.”

14) To delete the second sub-paragraph of article 24 of the Articles and to delete from the third sub-paragraph of the same article the words “provided that such merger shall, if the other UCITS is in the form of a “fonds commun de placement” only be binding on those shareholders of the Company who shall have approved such merger.”

15) To add in article 24 of the Articles a new fourth and fifth sub-paragraph with respect to merger provisions applicable to a sub-fund merger and to a merger of the Company, in accordance with the provisions of the 2010 Law.

16) To update the (former) fifth paragraph of article 24 of the Articles so as to read as follows “Any amounts unclaimed by the shareholders at the closing of the liquidation of a Sub-Fund will be deposited with the Caisse de Consignation in Luxembourg on behalf of the persons entitled thereto.”

17) To add a new third sub-paragraph in article 26 of the Articles so as to read as follows: “No distribution shall be made if as a result thereof the capital of the Company becomes less than the minimum prescribed by law.”

18) To provide that according to article 26(2) of the 2010 Law the restated Articles shall be solely expressed in English and shall no longer be followed by a translation into French.

After the foregoing has been approved by the general meeting, the following resolutions have been approved:

First resolution

The general meeting decides to transfer the registered office of the Company to 4, rue Peternelchen, L-2370 Howald (municipality of Hesperange), with effective date on 1st April 2012 and consequently to amend the first sentence in article 2 of the Company's Articles as from that date so as to read as follows:

“The registered office of the Company is established in the municipality of Hesperange, Grand Duchy of Luxembourg.”

Second resolution

The general meeting acknowledges that the Company, which was submitted to the Luxembourg law of 20th December 2002 on undertakings for collective investment, has been submitted to the Luxembourg law of December 17th, 2010 on undertakings for collective investment as may be amended from time to time (the “2010 Law”) as from July 1st, 2011 according to article 183 of the 2010 Law.

As a direct consequence of such changes, the general meeting decides to replace in the current article 4 (2) of the Articles, relating to the Company's corporate object and in the subsequent articles, where ever such terms appear in the text, any references to the law of 20th December 2002 or to the “Law of 2002” by a reference to the Law of 17th December 2010 as may be amended from time to time and to the abbreviated definition therein as the “2010 Law”. As a consequence, Article 4 shall read as follows:

“ **Art. 4. Purpose.** The exclusive purpose of the Company is to invest the funds available to it in transferable securities and other liquid financial assets permitted by law with the aim of spreading investment risks and affording its shareholders the results of the management of its assets.

The Company may take any measures and carry out any transaction which it may deem useful for the fulfilment and development of its purpose to the largest extent permitted under the Luxembourg law of December 17th, 2010 relating to undertakings for collective investment as may be amended from time to time (the “2010 Law”).”

Third resolution

The general meeting resolved to omit from article 6 of the Articles any reference to bearer shares, by:

- deleting in item 1) the sub-paragraphs 1,4 and 5 and the first sentence of item 2, and
- re-inserting a new first line in item 1) to read: “The Company will only issue registered shares.”

Fourth resolution

The general meeting resolved to amend in article 10 item D fifth sub-paragraph of the Articles the reference to the definition of US persons as follows: “ US Persons as defined in this article and in the current prospectus of the Company may constitute a specific category of Prohibited Persons.”

Fifth resolution

The general meeting resolved to clarify the heading and the second sub-paragraph of article 12 of the Articles by specifying that the Board of Directors is entitled to suspend the calculation of a respective Sub-Fund's net asset value and the issue, redemption and conversion (if applicable) of shares and to provide for two further suspension events by adding two further indents to such paragraph as follows:

“- in the event of the publication (i) of the convening notice to a general meeting of shareholders at which a resolution to wind up the Company or a Sub-Fund is to be proposed, or of the decision of the Board of Directors to wind up one or more Sub-Funds, or (ii) to the extent that such a suspension is justified for the protection of the shareholders, of the notice of the general meeting of shareholders at which the merger of the Company or a Sub-Fund is to be proposed, or of the decision of the Board of Directors to merge one or more Sub-Funds; or

- where in the opinion of the Board of Directors, circumstances which are beyond the control of the Board of Directors make it impracticable or unfair vis-à-vis the shareholders to continue trading the shares or in any other circumstance or circumstances where a failure to do so might result in the Company or its shareholders incurring any liability to taxation or suffering other pecuniary disadvantages or other detriment to which the Company or its shareholders might not otherwise have suffered.”

Sixth resolution

The general meeting resolved to delete in Article 14 of the Articles any reference to telegrams as means of communication for any matter related to the Board of Directors as such means of communication is outdated and to update sub-paragraph 6 of such Article as follows: “A Director may attend, and be considered as being present at, a meeting of

the Board of Directors by means of a videoconference or telephone conference or other telecommunication means permitting their identification and by operation of which all persons participating in the meeting can hear each other and speak to each other, provided that the vote be confirmed in writing. Such means shall satisfy technical characteristics which ensure an effective participation at the meeting of the Board of Directors whose deliberations should be online without interruption. Such a board meeting held at distance by way of such communication means shall be deemed to have taken place at the registered office of the Company. Directors may also cast their vote in writing, by cable, facsimile, email or any other electronic means capable of evidencing such vote.”

Seventh resolution

The general meeting resolved to add in Article 18 sub-paragraph 3 of the Articles Singapore and Brazil to the list of issuers / guarantors of transferable securities and money market instruments into which up to 100% of the assets of each Class of Shares of the Company can be invested.

Eighth resolution

The general meeting resolved to add two new sub-paragraphs to Article 18 of the Articles which allow the set-up of master-feeder Sub-Funds and cross Sub-Fund investments within the Company and which shall read as follows:

“Under the conditions set forth in Luxembourg laws and regulations, the Board of Directors may, at any time it deems appropriate and to the widest extent permitted by applicable Luxembourg laws and regulations, but in accordance with the provisions set forth in the sales documents of the Company, (i) create any Sub-Fund qualifying either as a feeder UCITS or as a master UCITS, (ii) convert any existing Sub-Fund into a feeder UCITS Sub-Fund or (iii) change the master UCITS of any of its feeder UCITS Sub-Funds.

Any Sub-Fund may, to the widest extent permitted by and under the conditions set forth in applicable Luxembourg laws and regulations, but in accordance with the provisions set forth in the sales documents of the Company, subscribe, acquire and/or hold shares to be issued or issued by one or more Sub-Funds of the Company. In such case and subject to conditions set forth in applicable Luxembourg laws and regulations, the voting rights, if any, attaching to these shares are suspended for as long as they are held by the Sub-Fund concerned. In addition and for as long as these shares are held by a Sub-Fund, their value will not be taken into consideration for the calculation of the net assets of the Company for the purposes of verifying the minimum threshold of the net assets imposed by the 2010 Law.”

Ninth resolution

The general meeting resolved to update in article 22 second sub-paragraph of the Articles the threshold of shareholders which can convene a general meeting of shareholders at their own request to 1/10 of the capital.

Tenth resolution

The general meeting resolved to delete the sixth sub-paragraph of article 22 of the Articles and to reword the second sentence of the preceding sub-paragraph as follows: “The giving of such notice to registered shareholders need not be evidenced to the meeting, if the notice of meeting shall be in addition published as provided by law in the Memorial C, Recueil des Sociétés et Associations, in one or more Luxembourg newspapers and in such other newspapers as the Board of Directors may decide.”

Eleventh resolution

The general meeting resolved to further amend article 22 of the Articles so as to add the following to the ninth sub-paragraph: “namely that the ballot papers shall be received by the Company no later than on the third Luxembourg bank business day preceding the day of the general meeting of shareholders.”

Twelfth resolution

The general meeting resolved to update in article 22 eleventh sub-paragraph of the Articles that “Unless otherwise provided by law or herein, resolutions of the general meeting are passed by a simple majority of the votes cast. Votes cast shall not include votes in relation to shares in respect of which the shareholders have not taken part in the vote or have abstained or have returned a blank or invalid vote.”

Thirteenth resolution

The general meeting resolved to rephrase the third sub-paragraph of article 23 of the Articles as follows: “The relevant provisions of article 22 shall apply to such general meetings.”

The general meeting further resolved to update the last sub-paragraph of such article so as read “Unless otherwise provided for by law or herein, the resolutions of the general meeting of shareholders of a Sub-Fund or of a Class of Shares are passed by a simple majority of the votes cast.”

Fourteenth resolution

The general meeting resolved to delete from article 24 of the Articles the second sub-paragraph and to delete from the third sub-paragraph of the same article the following words: “provided that such merger shall, if the other UCITS is

in the form of a fonds commun de placement only be binding on those shareholders of the Company who shall have approved such merger.”

Fifteenth resolution

The general meeting resolved to add a new fourth and fifth sub-paragraph in article 24 of the Articles:

“The Board shall have the power, in accordance with the provisions of the 2010 Law, to transfer the assets of a Sub-Fund into another Sub-Fund of the Company or to the assets of another UCITS (whether established in Luxembourg or another Member State and whether such UCITS is incorporated as a company or is a contractual type fund) or to the assets of a sub-fund of another such UCITS (the “new sub-fund”) and re-qualify the Share(s) of the relevant Sub-Fund as shares of one or several new fund(s) (following a split or a consolidation, if necessary, and the payment to Shareholders of the full amount of fractional shares). The Company shall send a notice to the Shareholders of the relevant Sub-Funds in accordance with applicable laws and regulations. Every Shareholder of the relevant Sub-Funds shall have the opportunity of requesting the redemption or the conversion of his own shares without any cost (other than the cost of disinvestment) during a period of at least 30 days before the effective date of the merger, it being understood that the effective date of the merger takes place five business days after the expiry of such notice period.

A merger having as effect that the Company as a whole will cease to exist must be decided by the shareholders of the Company in front of a notary. No quorum is required and the decision shall be taken at a simple majority of the votes cast of the shareholders present or represented at the meeting.”

Sixteenth resolution

The general meeting resolved to update the (former) fifth paragraph of article 24 of the Articles so as to read as follows “Any amounts unclaimed by the shareholders at the closing of the liquidation of a Sub-Fund will be deposited with the Caisse de Consignation in Luxembourg on behalf of the persons entitled thereto.”

Seventeenth resolution

The general meeting resolved to add a new third sub-paragraph in article 26 of the Articles so as to read as follows: “No distribution shall be made if as a result thereof the capital of the Company becomes less than the minimum prescribed by law.”

Eighteenth resolution

The general meeting resolved to provide that according to article 26(2) of the 2010 Law the restated Articles shall be solely expressed in English and shall not be followed by a translation into French.

In accordance with the foregoing, the general meeting resolved to fully amend and restate and to replace the current Articles by a new consolidated version thereof, to be read as follows:

”Title I - Name - Registered office - Duration – Purpose

Art. 1. Name. There exists among the subscribers and all those who may become owners of shares hereafter issued, a public limited company («société anonyme») qualifying as an investment company with variable share capital («société d’investissement à capital variable») under the name of «Lancelot Ector» (hereinafter the «Company»).

In case the contractual relationship with Lancelot Asset Management AB, Stockholm is terminated by the Company or by Lancelot Asset Management AB, the Company will change its corporate denomination subject to an extraordinary general meeting within three months to omit the word “Lancelot”.

Art. 2. Registered office. The registered office of the Company is established in the municipality of Hesperange, Grand Duchy of Luxembourg. Branches, subsidiaries or other offices may be established either in the Grand Duchy of Luxembourg or abroad (but in no event in the United States of America, its territories or possessions) by a decision of the Board of Directors.

In the event that the Board of Directors determines that extraordinary political or military events have occurred or are imminent which would interfere with the normal activities of the Company at its registered office or with the ease of communication between such office and persons abroad, the registered office may be temporarily transferred abroad until the complete cessation of these abnormal circumstances; such provisional measures shall have no effect on the nationality of the Company which, notwithstanding such temporary transfer, shall remain a Luxembourg corporation.

Art. 3. Duration. The Company is established for an unlimited period of time.

Art. 4. Purpose. The exclusive purpose of the Company is to invest the funds available to it in transferable securities and other liquid financial assets permitted by law with the aim of spreading investment risks and affording its shareholders the results of the management of its assets.

The Company may take any measures and carry out any transaction which it may deem useful for the fulfilment and development of its purpose to the largest extent permitted under the Luxembourg law of December 17, 2010 relating to undertakings for collective investment as may be amended from time to time (the «2010 Law»).

Title II - Share Capital - Shares - Net Asset Value

Art. 5. Share Capital - Classes of Shares. The capital of the Company shall be represented by fully paid up shares of no par value and shall at any time be equal to the total net assets of the Company pursuant to article 11 hereof. The minimum capital shall be as provided by law, i.e. the counter value in SEK of one million two hundred and fifty thousand euro (EUR 1,250,000.-).

The shares to be issued pursuant to article 7 hereof may, as the Board of Directors shall determine, be of different Classes, so as to correspond to (i) a specific sales and redemption charge structure and/or (ii) a specific management or advisory fee structure and/or (iii) different distribution, shareholders servicing or other fees and/or (iv) different types of targeted Investors and/or (v) such other features as may be determined by the Board of Directors from time to time.

The proceeds of the issue of each Class of Shares shall be invested in transferable securities of any kind and other liquid financial assets permitted by law pursuant to the investment policy determined by the Board of Directors for each Sub-Fund (as defined hereinafter) established in respect of the relevant Class or Classes of Shares, subject to the investment restrictions provided by law or determined by the Board of Directors.

The Board of Directors shall establish a portfolio of assets constituting a sub-fund (each a «Sub-Fund» and together the «Sub-Funds») within the meaning of article 181 of the 2010 Law for one Class of Shares or for multiple Classes of Shares in the manner described in article 11 hereof. The Company constitutes a single legal entity. However, as is the case between shareholders, each portfolio of assets shall be invested for the exclusive benefit of the relevant class or Classes of Shares. With regard to third parties, each Sub-Fund shall be exclusively responsible for all liabilities attributable to it.

The Board of Directors may create each Sub-Fund for an unlimited or limited period of time; in the latter case, the Board of Directors may, at the expiry of the initial period of time, prorogue the duration of the relevant Sub-Fund once or several times. At the expiry of the duration of a Sub-Fund, the Company shall redeem all the shares in the relevant class(es) of shares, in accordance with article 8 below, notwithstanding the provisions of article 24 below.

At each prorogation of a Sub-Fund, the registered shareholders shall be duly notified in writing, by a notice sent to their registered address as recorded in the register of shares of the Company. The Company shall inform the bearer shareholders by a notice published in newspapers to be determined by the Board of Directors. The sales documents for the shares of the Company shall indicate the duration of each Sub-Fund and, if appropriate, its prorogation.

For the purpose of determining the capital of the Company, the net assets attributable to each Class of Shares shall, if not expressed in Swedish Krona (SEK), be converted into SEK and the capital shall be the total of the net assets of all the Classes of Shares.

Art. 6. Form of Shares.

(1) The Company will only issue registered shares. All issued shares of the Company shall be registered in the register of shareholders which shall be kept by the Company or by one or more persons designated thereto by the Company, and such register shall contain the name of each owner of record of registered shares, his residence or elected domicile as indicated to the Company, the number of registered shares held by the owner of record and the amount paid up on each of such shares.

The inscription of the shareholder's name in the register of shares evidences the shareholder's right of ownership on such registered shares. The Company shall decide whether a certificate for such inscription shall be delivered to the shareholder or whether the shareholder shall receive a written confirmation of his shareholding.

The share certificates, if applicable, shall be signed by two directors. Such signatures shall be either manual, or printed, or in facsimile. However, one of such signatures may be made by a person duly authorised thereto by the Board of Directors; in the latter case, it shall be manual. The Company may issue temporary share certificates in such form as the Board of Directors may determine.

(2) Transfer of registered shares shall be effected (i) if share certificates have been issued, upon delivering the certificate or certificates representing such shares to the Company along with other instruments of transfer required by the Company and (ii) if no share certificates have been issued, by a written declaration of transfer to be inscribed in the register of shareholders, dated and signed by the transferor and transferee, or by persons holding suitable powers of attorney to act therefore. Any transfer of registered shares shall be entered into the register of shareholders; such inscription shall be signed by one or more Directors or officers of the Company or by one or more other persons duly authorized thereto by the Board of Directors.

(3) Shareholders entitled to receive registered shares shall provide the Company with an address to which all notices and announcements may be sent. Such address will also be entered into the register of shareholders.

In the event that a shareholder does not provide an address, the Company may permit a notice to this effect to be entered into the register of shareholders and the shareholder's address will be deemed to be at the registered office of the Company, or at such other address as may be so entered into by the Company from time to time, until another address shall be provided to the Company by such shareholder. A shareholder may, at any time, change the address as entered into the register of shareholders by means of a written notification to the Company at its registered office, or at such other address as may be set by the Company from time to time.

(4) If share certificates are issued and if any shareholder can prove to the satisfaction of the Company that the shareholder's share certificate has been mislaid, mutilated or destroyed, then, at the shareholder's request, a duplicate share certificate may be issued under such conditions and guarantees, including but not restricted to a bond issued by an insurance company, as the Company may determine. At the issuance of the new share certificate, on which it shall be recorded that it is a duplicate, the original share certificate in replacement of which the new one has been issued shall become void.

Mutilated share certificates may be cancelled by the Company and replaced by new certificates.

The Company may, at its election, charge to the shareholder the costs of a duplicate or of a new share certificate and all reasonable expenses incurred by the Company in connection with the issue and registration thereof or in connection with the annulment of the original share certificate.

(5) The Company recognizes only one single owner per share. If one or more shares are jointly owned or if the ownership of shares is disputed, all persons claiming a right to such share(s) have to appoint one single attorney to represent such share(s) towards the Company. The failure to appoint such attorney implies a suspension of the exercise of all rights attached to such share(s).

(6) The Company may decide to issue fractional shares. Such fractional shares shall not be entitled to vote but shall be entitled to participate in the net assets attributable to the relevant Class of Shares on a pro rata basis. In the case of bearer shares, only certificates evidencing full shares will be issued.

Art. 7. Issue of Shares. The Board of Directors is authorized without limitation to issue an unlimited number of fully paid up shares at any time without reserving to the existing shareholders a preferential or pre-emptive right to subscribe for the shares to be issued.

The Board of Directors may impose restrictions on the frequency at which shares shall be issued in any Class of Shares; the Board of Directors may, in particular, decide that shares of any class shall only be issued during one or more offering periods or at such other periodicity as provided for in the sales documents for the shares of the Company.

Whenever the Company offers shares for subscription, the price per share at which such shares are offered shall be the Net Asset Value per Share of the relevant class as determined in compliance with article 11 hereof as of such Valuation Date (defined in article 12 hereof) as is determined in accordance with such policy as the Board of Directors may from time to time determine. Such price may be increased by a percentage estimate of costs and expenses to be incurred by the Company when investing the proceeds of the issue and by applicable sales commissions, as approved from time to time by the Board of Directors. The price so determined shall be payable within a period as determined by the Board of Directors which shall not exceed five (5) Luxembourg bank business days from the relevant Valuation Date.

The Board of Directors may delegate to any director, manager, officer or other duly authorised agent the power to accept subscriptions, to receive payment of the price of the new shares to be issued and to deliver them.

The Board of Directors may reject subscription requests in whole or in part at its full discretion.

The Company may agree to issue shares as consideration for a contribution in kind of securities, in compliance with the conditions set forth by Luxembourg law, in particular the obligation to deliver a valuation report from the auditor of the Company («réviseur d'entreprises agréé») and provided that such securities comply with the investment objectives and policies of the relevant Sub-Fund. The Board of Directors may decide whether the transaction costs of any contribution in kind of securities will be borne by the relevant Shareholder or the Company.

Art. 8. Redemption of Shares. Any shareholder may require the redemption of all or part of his shares by the Company on a Valuation Date, under the terms, conditions and procedures set forth by the Board of Directors in the sales documents for the shares and within the limits provided by law and these Articles.

The redemption price per share shall be paid within a period as determined by the Board of Directors which shall not exceed five (5) Luxembourg bank business days from the relevant Valuation Date, as is determined in accordance with such policy as the Board of Directors may from time to time determine, provided that the share certificates, if any, and the transfer documents have been received by the Company.

The redemption price shall be equal to the Net Asset Value per Share of the relevant class, as determined in accordance with the provisions of article 11 hereof, less such charges and commissions (if any) at the rate provided by the sales documents for the shares. The relevant redemption price may be rounded up or down to the nearest unit of the relevant currency as the Board of Directors shall determine.

If as a result of any request for redemption, the number or the aggregate Net Asset Value of the shares held by any shareholder in any Class of Shares would fall below such number or such value as determined by the Board of Directors, then the Company may decide that this request be treated as a request for redemption for the full balance of such shareholder's holding of shares in such class.

Further, if on any given Valuation Date, redemption requests pursuant to this article and conversion requests pursuant to article 9 hereof exceed a certain level determined by the Board of Directors in relation to the number of shares in issue in a specific class, the Board of Directors may decide that part or all of such requests for redemption or conversion will be deferred for a period and in a manner that the Board of Directors considers to be in the best interest of the Company. On the next Valuation Date, following that period, these redemption and conversion requests will be met in priority to later requests.

The Company shall have the right, if the Board of Directors so determines, to satisfy payment of the redemption price to any shareholder, who requests, in kind by allocating to the holder investments from the portfolio of assets set up in connection with such class or Classes of Shares equal in value (calculated in the manner described in article 11) as of the Valuation Date, on which the redemption price is calculated, to the value of the shares to be redeemed. The nature and type of assets to be transferred in such case shall be determined on a fair and reasonable basis and without prejudicing the interests of the other holders of shares of the relevant class or Classes of Shares and the valuation used shall be confirmed by a special report of the auditor of the Company. Shareholders will have to bear costs incurred by redemption in kind (mainly costs resulting from the drawing-up of the auditor's report) unless the Company considers that the redemption in kind is in its interest or made to protect its interests.

Art. 9. Conversion of Shares. Unless otherwise determined by the Board of Directors for certain Classes of Shares, any shareholder is entitled to require the conversion of whole or part of his shares of one class within a Sub-Fund into shares of the same class within another Sub-Fund or into shares of another class within the same or another Sub-Fund, subject to such restrictions as to the terms, conditions and payment of such charges and commissions as the Board of Directors shall determine.

The price for the conversion of shares from one class into another class shall be computed by reference to the respective Net Asset Value of the two Classes of Shares, calculated on the relevant Valuation Date. If the Valuation Date of the Class of Shares or Sub-Fund taken into account for the conversion does not coincide with the Valuation Date of the Class of Shares or Sub-Fund into which they shall be converted, the Board of Directors may decide that the amount converted will not generate interest during the time separating the two Valuation Dates.

If as a result of any request for conversion the number or the aggregate Net Asset Value of the shares held by any shareholder in any Class of Shares would fall below such number or such value as determined by the Board of Directors, then the Company may decide that this request be treated as a request for conversion for the full balance of such shareholder's holding of shares in such class.

The shares which have been converted into shares of another class shall be cancelled.

Art. 10. Restrictions on ownership of Shares. The Company may restrict or prevent the ownership of shares in the Company by any person, firm or corporate body, if in the opinion of the Company such holding may be detrimental to the Company, if it may result in a breach of any law or regulation, whether Luxembourg or foreign, or if as a result thereof the Company may become exposed to tax disadvantages or other financial disadvantages that it would not have otherwise incurred (such persons, firms or corporate bodies to be determined by the Board of Directors being herein referred to as «Prohibited Persons»).

For such purposes the Company may:

A.- decline to issue any shares and decline to register any transfer of a share, where it appears to it that such registry or transfer would or might result in legal or beneficial ownership of such shares by a Prohibited Person; and

B.- at any time require any person whose name is entered in, or any person seeking to register the transfer of shares on the register of shareholders, to furnish it with any information, supported by affidavit, which it may consider necessary for the purpose of determining whether or not beneficial ownership of such shareholder's shares rests in a Prohibited Person, or whether such registry will result in beneficial ownership of such shares by a Prohibited Person; and

C.- decline to accept the vote of any Prohibited Person at any meeting of shareholders of the Company; and

D.- where it appears to the Company that any Prohibited Person either alone or in conjunction with any other person is a beneficial owner of shares, direct such shareholder to sell his shares and to provide to the Company evidence of the sale within fifteen (15) days' of the notice. If such shareholder fails to comply with the direction, the Company will compulsorily redeem or cause to be redeemed from any such shareholder all shares held by such shareholder.

The price at which each such share is to be redeemed (the «redemption price») shall be an amount based on the Net Asset Value per Share of the relevant class as at the Valuation Date, specified by the Board of Directors for the redemption of shares in the Company, all as determined in accordance with article 8 hereof, less any service charge provided therein.

Payment of the redemption price will be made available to the former owner of such shares normally in the currency fixed by the Board of Directors for the payment of the redemption price of the shares of the relevant class and will be deposited for payment to such owner by the Company with a bank in Luxembourg or elsewhere (as specified in the purchase notice) upon final determination of the redemption price following, if applicable, surrender of the share certificate or certificates specified in such notice and unmatured dividend coupons attached thereto, if any. Upon service of the notice as aforesaid, if applicable, such former owner shall have no further interest in such shares or any of them, nor any claim against the Company or its assets in respect thereof, except the right to receive the redemption price (without interest) from such bank following effective surrender of the share certificate or certificates as aforesaid. Any redemption proceeds receivable by a shareholder under this paragraph, but not collected within a period of five years from the date specified in the notice, may not thereafter be claimed and shall revert to the relevant class or Classes of Shares. The Board of Directors shall have power from time to time to take all steps necessary to perfect such reversion and to authorize such action on behalf of the Company.

The exercise by the Company of the power conferred by this article shall not be questioned or invalidated in any case, on the ground 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 notice, provided in such case the said powers were exercised by the Company in good faith.

U.S. Persons as defined in this article and/or in the current prospectus of the Company may constitute a specific category of Prohibited Person.

The Shares of the Company are not registered under the United States Securities Act of 1933 (the «1933 Act») or the Investment Company Act of 1940 (the «1940 Act») or any other applicable legislation in the United States. Accordingly, Shares of the Company may not be offered, sold, resold, transferred or delivered directly or indirectly, in the United States, its territories or possessions or any area subject to its jurisdiction (collectively «the United States» or the «US») or to, or for the account of, or benefit of, any «US Person» as defined in the 1933 Act or any applicable United States regulation (except to certain qualified purchasers under exemptions from registration requirements of the 1940 Act).

Applicants for the purchase of the Company's Shares will be required to certify that they are not US Persons. Holders of Shares are required to notify the Company of any change in their non-US Person status.

The Company may refuse to issue Shares to US Persons or to register any transfer of Shares to any US Person. Moreover the Company may at any time forcibly redeem the Shares held by a US Person.

Art. 11. Calculation of the Net Asset Value per Share. The Net Asset Value per Share of each Class of Shares shall be calculated in the Reference Currency (as defined in the sales documents for the shares) of the relevant Sub-Funds and, to the extent applicable within a Sub-Fund, expressed in the currency of quotation for the Class of Shares. It shall be determined as of any Valuation Date by dividing the net assets of the relevant Sub-Fund attributable to each Class of Shares, being the value of the portion of assets less the portion of liabilities attributable to such class, on any such Valuation Date by the number of shares in the relevant class then outstanding, in accordance with the valuation rules set forth below. The Net Asset Value per Share may be rounded up or down to the nearest unit of the relevant currency as the Board of Directors shall determine. If since the time of determination of the Net Asset Value there has been a material change in the quotations in the markets on which a substantial portion of the investments attributable to the relevant Class of Shares are dealt in or quoted, the Company may, in order to safeguard the interests of the shareholders and the Company, cancel the first valuation and carry out a second valuation, in which case all relevant subscription and redemption requests will be dealt with on the basis of that second valuation.

The valuation of the Net Asset Value of the different Classes of Shares shall be made in the following manner:

I. The assets of the Company shall include:

- 1) all cash in hand or receivable or on deposit, including accrued interest;
- 2) all bills and notes payable on demand and any amounts due to the relevant Sub-Fund (including the proceeds of securities sold but not yet collected);
- 3) all securities, shares, bonds, debentures, options or subscription rights and any other investments and securities belonging to the Company;
- 4) all dividends and distributions due to the Company in cash or in kind to the extent known to the Company;
- 5) all accrued interest on any interest bearing assets held by the Company except to the extent that such interest is comprised in the principal thereof;
- 6) the preliminary expenses of the Company including the cost of issuing and distributing shares of the Company, as far as the same have not been written off; and
- 7) all other permitted assets of any kind and nature including prepaid expenses.

The value of such assets shall be determined as follows:

- a) Securities admitted to official listing on a stock exchange or which are traded on another regulated market which operates regularly and is recognised and open to the public within the EU or the OECD Member States are valued on the base of the last known sales price. If the same security is quoted on different markets, the quotation of the main market for this security 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 prices for such securities.
- b) Non-listed securities are valued on the base of their probable sales price as determined in good faith by the Board of Directors and its delegate.
- c) Liquid assets are valued at their nominal value plus accrued interest.
- d) Time deposits may be valued at their yield value if a contract exists between the Company and the Custodian Bank stipulating that these time deposits can be withdrawn at any time and their yield value is equal to the realized value.
- e) All assets denominated in a different currency to the respective Sub-Fund's currency are converted into this respective Sub-Fund's currency at the last available average exchange rate.
- f) Financial instruments which are not traded on the futures exchanges but on a regulated market are valued at their settlement value, as stipulated by the Company's Board of Directors in accordance with generally accepted principles, taking into consideration the principles of proper accounting, the customary practices in line with the market, and the interests of the shareholders, provided that the above-mentioned principles correspond with generally accepted valuation regulations which can be verified by the independent auditors.

g) Swaps are valued on a marked-to-market basis.

h) Units or shares of UCI(TS) are valued at the last available net asset value.

i) In case of extraordinary circumstances, which make the valuation in accordance with the above-mentioned criteria impossible or improper, the Company is authorised to temporarily follow other valuation regulations in good faith and which are according to the verifiable valuation regulations laid down by the independent auditors in order to achieve a proper valuation of the respective Sub-Fund's assets.

The Directors are authorized to apply other appropriate valuation principles for the assets of the Sub-Fund if the aforesaid valuation methods appear impossible or inappropriate due to extraordinary circumstances or events.

II. The liabilities of the Company shall include:

a) all loans, bills and accounts payable;

b) all known liabilities, due or not yet due including all matured contractual obligations for payments of money or property, including the amount of all dividends declared by the Company for which no coupons have been presented and which therefore remain unpaid until the day these dividends revert to the Company by prescription;

c) all reserves authorized and approved by the Board of Directors, especially those set aside to face a potential depreciation of the Company's investments;

d) any other liabilities of the Company of whatever kind towards third parties. For the purposes of valuation of these other liabilities, the Company may duly take into account the management fee, bank or broker expenses charged for the selling or buying of assets, fees on transfers in relation to the redemptions of shares and the «taxe d'abonnement».

III. The assets shall be allocated as follows:

The Board of Directors shall establish a Sub-Fund in respect of each Class of Shares and may establish a Sub-Fund in respect of multiple Classes of Shares in the following manner:

a) If multiple Classes of Shares relate to one Sub-Fund, the assets attributable to such classes shall be commonly invested pursuant to the specific investment policy of the Sub-Fund concerned provided however, that within a Sub-Fund, the Board of Directors is empowered to define Classes of Shares so as to correspond to (i) a specific distribution policy, such as entitling to distributions or not entitling to distributions and/or (ii) a specific sales and redemption charge structure and/or (iii) a specific management or advisory fee structure, and/or (iv) a specific assignment of distribution, shareholder services or other fees and/or (v) the currency or currency unit in which the class may be quoted and based on the rate of exchange between such currency or currency unit and the Reference Currency of the relevant Sub-Fund and/or (vi) the use of different hedging techniques in order to protect in the Reference Currency of the relevant Sub-Fund the assets and returns quoted in the currency of the relevant Class of Shares against long-term movements of their currency of quotation and/or (vii) such other features as may be determined by the Board of Directors from time to time in compliance with applicable law;

b) The proceeds to be received from the issue of shares of a class shall be applied in the books of the Company to the relevant class or Classes of Shares issued in respect of such Sub-Fund;

c) The assets, liabilities, income and expenditure attributable to a Sub-Fund shall be applied to the class or Classes of Shares issued in respect of such Sub-Fund, subject to the provisions here above under (a);

d) Where any asset is derived from another asset, such derivative asset shall be attributable in the books of the Company to the same class or Classes of Shares as the assets from which it was derived and on each revaluation of an asset, the increase or decrease in value shall be applied to the relevant class or Classes of Shares;

e) In the case where any asset or liability of the Company cannot be considered as being attributable to a particular Class of Shares, such asset or liability shall be allocated to all the Classes of Shares pro rata to their respective Net Asset Values or in such other manner as determined by the Board of Directors acting in good faith, provided that (i) where assets, on behalf of several Sub-Funds are held in one account and/or are co-managed as a segregated pool of assets by an agent of the Board of Directors, the respective right of each Class of Shares shall correspond to the prorated portion resulting from the contribution of the relevant Class of Shares to the relevant account or pool, and (ii) the right shall vary in accordance with the contributions and withdrawals made for the account of the Class of Shares, as described in the sales documents for the shares of the Company.

All valuation regulations and determinations shall be interpreted and made in accordance with generally accepted accounting principles.

In the absence of bad faith, gross negligence or manifest error, every decision in calculating the Net Asset Value taken by the Board of Directors or by any bank, company or other organization which the Board of Directors may appoint for the purpose of calculating the Net Asset Value, shall be final and binding on the Company and present, past or future shareholders.

IV. For the purpose of this article:

1) Shares to be redeemed are considered as issued and existing shares until the closing of the relevant Valuation Date. The redemption price will be considered from the closing of the Valuation Date and until final payment as one of the Company's liabilities. Each share to be issued by the Company will be considered as an issued share from the closing of the relevant Valuation Date. Its price will be considered as owed to the Company until its final payment.

2) shares to be issued by the Company shall be treated as being in issue as from the time specified by the Board of Directors on the Valuation Date on which such valuation is made and from such time and until received by the Company the price therefore shall be deemed to be a debt due to the Company;

3) all investments, cash balances and other assets expressed in currencies other than the Reference Currency of the relevant Sub-Fund shall be valued after taking into account the market rate or rates of exchange in force at the date and time for determination of the Net Asset Value of shares; and

4) where on any Valuation Date, the Company has contracted to:

- purchase any asset, the value of the consideration to be paid for such asset shall be shown as a liability of the Company and the value of the asset to be acquired shall be shown as an asset of the Company;
- sell any asset, the value of the consideration to be received for such asset shall be shown as an asset of the Company and the asset to be delivered shall not be included in the assets of the Company;

provided however, that if the exact value or nature of such consideration or such asset is not known on such Valuation Date, then its value shall be estimated by the Company.

V. In as far as several share classes have been established, the following particularities arise for the share valuation:

1) The net asset value calculation is made separately for each share class according to the criteria mentioned here after.

2) The inflow of funds due to the issue of shares increases the percentage portion of the respective share class on the total value of the respective Sub-Fund's net assets. The outflow of funds due to the redemption of shares reduces the percentage portion of the respective share class on the total value of the respective Sub-Fund's net assets.

3) In the case of distribution, the net asset value of the shares entitled for distribution of the appropriate share class is reduced by the amount of the distribution. Therefore, at the same time, the percentage portion of this share class is reduced in the total value of the respective Sub-Fund's net assets, while the percentage portion of share classes not entitled for distribution increases the total respective Sub-Fund's net assets.

Equalisation of income may be carried out for the respective Sub-Fund.

Art. 12. Frequency and temporary suspension of calculation of Net Asset Value per Share and of issue, redemption and conversion of Shares. With respect to each Class of Shares, the Net Asset Value per Share shall be calculated from time to time by the Company or any agent appointed thereto by the Company, at least twice a month at a frequency determined by the Board of Directors, such date being referred to herein as the «Valuation Date».

The Board of Directors is entitled to suspend the calculation of a respective SubFund's net asset value and the issue, redemption and conversion (if applicable) of shares, if and for as long as there are circumstances which make this suspension necessary and if the suspension is justifiable, taking into account the interests of the shareholders, in particular:

- during any period (other than ordinary holidays or customary week-end closings) when any market or stock exchange is closed which is the main market or stock exchange for a significant part of a Sub-Fund's 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 moneys involved in the acquisition or disposition of investments at normal rates of exchange; or it is impossible for the Company to fairly 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 investment 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; or
- during any period when remittances of moneys 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
- in the event of the publication (i) of the convening notice to a general meeting of shareholders at which a resolution to wind up the Company or a Sub-Fund is to be proposed, or of the decision of the Board of Directors to wind up one or more Sub-Funds, or (ii) to the extent that such a suspension is justified for the protection of the shareholders, of the notice of the general meeting of shareholders at which the merger of the Company or a Sub-Fund is to be proposed, or of the decision of the Board of Directors to merge one or more Sub-Funds; or
- where in the opinion of the Board of Directors, circumstances which are beyond the control of the Board of Directors make it impracticable or unfair vis-à-vis the shareholders to continue trading the shares or in any other circumstance or circumstances where a failure to do so might result in the Company or its shareholders incurring any liability to taxation or suffering other pecuniary disadvantages or other detriment to which the Company or its shareholders might not otherwise have suffered.

Any such suspension shall be published, if appropriate, by the Management Company and shall be notified to shareholders having made an application for subscription and redemption of Shares for which the calculation of the Net Asset Value has been suspended.

Such suspension as to any Sub-Fund shall have no effect on the calculation of the Net Asset Value per Share, the issue, redemption and conversion of shares of any other Sub-Fund.

Any request for subscription, redemption or conversion shall be irrevocable except in the event of a suspension of the calculation of the Net Asset Value.

Title III - Administration and Supervision

Art. 13. Directors. The Company shall be managed by a Board of Directors composed of not less than three members, who need not be shareholders of the Company.

They shall be elected for a term not exceeding six years. The directors shall be elected by the shareholders at a general meeting of shareholders; the latter shall further determine the number of directors, their remuneration and the term of their office.

Any director may be removed with or without cause or be replaced at any time by resolution adopted by the general meeting.

In the event of a vacancy in the office of director, the remaining directors may temporarily fill such vacancy; the shareholders shall take a final decision regarding such nomination at their next general meeting.

Art. 14. Board Meetings. The Board of Directors may choose from among its members a chairman. It may choose a secretary, who need not be a director, who shall write and keep the minutes of the meetings of the Board of Directors and of the shareholders. The Board of Directors shall meet upon call by the chairman or any two directors, at the place indicated in the notice of meeting.

The chairman shall preside at the meetings of the directors and of the shareholders. In his absence, the shareholders or the board members shall decide by a majority vote that another director, or in case of a shareholders' meeting, that any other person shall be in the chair of such meetings.

The Board of Directors may appoint any officers, including a general manager and any assistant general managers as well as any other officers that the Company deems necessary for the operation and management of the Company. Such appointments may be cancelled at any time by the Board of Directors. The officers need not be directors or shareholders of the Company. Unless otherwise stipulated by these Articles, the officers shall have the rights and duties conferred upon them by the Board of Directors.

Written notice of any meeting of the Board of Directors shall be given to all directors at least twenty-four hours prior to the date set for such meeting, except in circumstances of emergency, in which case the nature of such circumstances shall be set forth in the notice of meeting. This notice may be waived by consent in writing, e-mail, telefax or any other similar means of communication. Separate notice shall not be required for meetings held at times and places fixed in a resolution adopted by the Board of Directors.

Any director may act at any meeting by appointing in writing, by e-mail or telefax or any other similar means of communication another director as his proxy. A director may represent several of his colleagues.

A Director may attend, and be considered as being present at, a meeting of the Board of Directors by means of a videoconference or telephone conference or other telecommunication means permitting their identification and by operation of which all persons participating in the meeting can hear each other and speak to each other, provided that the vote be confirmed in writing. Such means shall satisfy technical characteristics which ensure an effective participation at the meeting of the Board of Directors whose deliberations should be online without interruption. Such a board meeting held at distance by way of such communication means shall be deemed to have taken place at the registered office of the Company. Directors may also cast their vote in writing, by cable, facsimile, email or any other electronic means capable of evidencing such vote.

The directors may only act at duly convened meetings of the Board of Directors. The directors may not bind the Company by their individual signatures, except if specifically authorized thereto by resolution of the Board of Directors.

The Board of Directors can deliberate or act validly only if at least the majority of the directors, or any other number of directors that the Board of Directors may determine, are present or represented.

Resolutions of the Board of Directors will be recorded in minutes signed by the chairman of the meeting. Copies of extracts of such minutes to be produced in judicial proceedings or elsewhere will be validly signed by the chairman of the meeting or any two directors.

Resolutions are taken by a majority vote of the directors present or represented at such meeting. In the event that at any meeting the number of votes for or against a resolution is equal, the chairman of the meeting shall have a casting vote.

Resolutions in writing approved and signed by all directors shall have the same effect as resolutions voted at the directors' meetings; each director shall approve such resolution in writing, by e-mail, telefax or any other similar means of communication. Such approval shall be confirmed in writing and all documents shall form the record that proves that such decision has been taken.

Art. 15. Powers of the Board of Directors. The Board of Directors is vested with the broadest powers to perform all acts of disposition and administration within the Company's purpose, in compliance with the investment policy as determined in article 18 hereof.

All powers not expressly reserved by law or by the present Articles to the general meeting of shareholders are in the competence of the Board of Directors.

Art. 16. Corporate signature. Vis-à-vis third parties, the Company is validly bound by the joint signatures of any two directors or by the joint or single signature of any person(s) to whom authority has been delegated by the Board of Directors.

Art. 17. Delegation of power. The Board of Directors of the Company may delegate its powers to conduct the daily management and affairs of the Company (including the right to act as authorised signatory for the Company) and its powers to carry out acts in furtherance of the corporate policy and purpose to one or several physical persons or corporate entities, which need not be members of the Board of Directors, who shall have the powers determined by the Board of Directors and who may, if the Board of Directors so authorises, sub-delegate their powers.

The board may also confer special powers of attorney by notarial or private proxy.

Art. 18. Investment policies and Restrictions. The Board of Directors, based upon the principle of risk spreading, has the power to determine (i) the investment policies to be applied in respect of each Sub-Fund, (ii) the hedging strategy as well as other trading strategies to be applied to specific Classes of Shares within particular Sub-Funds and (iii) the course of conduct of the management and business affairs of the Company, all within the restrictions as shall be set forth by the Board of Directors in compliance with applicable laws and regulations.

In compliance with the requirements set forth by the 2010 Law and detailed in the prospectus, in particular as to the type of markets on which the assets may be purchased or the status of the issuer or of the counterparty, the Board may decide that investment of the Company be made (i) in transferable securities/money market instruments admitted to or dealt in on a Regulated Market as defined by the 2010 Law, (ii) in transferable securities/money market instruments dealt in on another market in a Member State of the European Union which is regulated, operates regularly and is recognised and open to the public, (iii) in transferable securities/money market instruments admitted to official listing in Europe, Asia, Oceania, the American continents and Africa, or dealt in on another market in the countries referred to above, provided that such market operates regularly and is recognised and open to the public, (iv) in recently issued transferable securities/money market instruments provided the terms of the issue provide that application be made for admission to official listing in any of the stock exchanges or Other Regulated Markets referred to above and provided that such listing is secured within one year of the issue, as well as (v) in any other securities, such as units/shares in UCITS and/or other UCIs as defined by the 2010 Law, instruments or other assets within the restrictions as shall be set forth by the Board in compliance with applicable laws and regulations and disclosed in the sales documents of the Company.

The Board of the Company may decide to invest up to one hundred per cent of the total net assets of each Class of Shares of the Company in different transferable securities and money market instruments issued or guaranteed by any Member State of the European Union, its local authorities, a non-Member State of the European Union, Singapore or Brazil, as acceptable by the supervisory authority and disclosed in the sales documents of the Company, or public international bodies of which one or more of such Member States of the European Union are members, provided that in the case where the Company decides to make use of this provision it must hold securities from at least six different issues and securities from any one issue may not account for more than thirty per cent of such classes' total net assets.

The Board may decide that investments of the Company be made in financial derivative instruments, including equivalent cash settled instruments, dealt in on a Regulated Market as referred to in the 2010 Law and/ or financial derivative instruments dealt in over-the-counter provided that, among others, the underlying consists of instruments covered by article 41 (1) of the 2010 Law, financial indices, interest rates, foreign exchange rates or currencies, in which the Company may invest according to its investment objectives as disclosed in the sales documents of the Company.

The Board may decide that investments of the Company be made so as to replicate stock indices and/or debt securities indices to the extent permitted by the 2010 Law provided that the relevant index is recognised as having a sufficiently diversified composition, is an adequate benchmark and is clearly disclosed in the sales documents of the Company.

The Board may decide for certain Sub-Funds to restrict investments in UCITS and other UCIs to 10 % of their respective Net Assets.

The Company is authorized (i) to employ techniques and instruments relating to transferable securities and money market instruments provided that such techniques and instruments make part of the investment strategy, are used for the purpose of efficient portfolio management and (ii) to employ techniques and instruments for hedging purposes in the context of the management of its assets and liabilities.

Under the conditions set forth in Luxembourg laws and regulations, the Board of Directors may, at any time it deems appropriate and to the widest extent permitted by applicable Luxembourg laws and regulations, but in accordance with the provisions set forth in the sales documents of the Company, (i) create any Sub-Fund qualifying either as a feeder UCITS or as a master UCITS, (ii) convert any existing Sub-Fund into a feeder UCITS Sub-Fund or (iii) change the master UCITS of any of its feeder UCITS Sub-Funds.

Any Sub-Fund may, to the widest extent permitted by and under the conditions set forth in applicable Luxembourg laws and regulations, but in accordance with the provisions set forth in the sales documents of the Company, subscribe, acquire and/or hold shares to be issued or issued by one or more Sub-Funds of the Company. In such case and subject to conditions set forth in applicable Luxembourg laws and regulations, the voting rights, if any, attaching to these shares

are suspended for as long as they are held by the Sub-Fund concerned. In addition and for as long as these shares are held by a Sub-Fund, their value will not be taken into consideration for the calculation of the net assets of the Company for the purposes of verifying the minimum threshold of the net assets imposed by the 2010 Law.

Art. 19. Conflict of interest. No contract or other transaction between the Company and any other company or firm shall be affected or invalidated by the fact that any one or more of the directors or officers of the Company is interested in, or is a director, associate, officer or employee of, such other company or firm. Any director or officer of the Company who serves as a director, officer or employee of any company or firm with which the Company shall contract or otherwise engage in business shall not, by reason of such affiliation with such other company or firm, be prevented from considering and voting or acting upon any matters with respect to such contract or other business.

In the event that any director or officer of the Company may have in any transaction of the Company an interest opposite to the interests of the Company, such director or officer shall make known to the Board of Directors such opposite interest and shall not consider or vote on any such transaction, and such transaction and such director's or officer's interest therein shall be reported to the next succeeding general meeting of shareholders.

The term «opposite interest», as used in the preceding sentence, shall not include any relationship with or without interest in any matter, position or transaction involving any person, company or entity as may from time to time be determined by the Board of Directors in its discretion.

Art. 20. Indemnification of Directors. The Company shall indemnify any director or officer and his heirs, executors and administrators, against expenses reasonably incurred by him in connection with any action, suit or proceeding to which he may be made a party by reason of his being or having been a director or officer of the Company or, at its request, of any other company of which the Company is a shareholder or a creditor and from which he is not entitled to be indemnified, except in relation to matters as to which he shall be finally adjudged in such action, suit or proceeding to be liable for gross negligence or misconduct; in the event of a settlement, indemnification shall be provided only in connection with such matters covered by the settlement as to which the Company is advised by counsel that the person to be indemnified did not commit such a breach of duty. The foregoing right of indemnification shall not exclude other rights to which he may be entitled.

Art. 21. Auditors. The accounting data related in the annual report of the Company shall be examined by an independent authorized auditor («réviseur d'entreprises agréé indépendant») appointed by the general meeting of shareholders and remunerated by the Company.

The auditor shall fulfil all duties prescribed by the 2010 Law.

Title IV - General meetings - Accounting year – Distributions

Art. 22. General Meetings of Shareholders of the Company. The general meeting of shareholders of the Company shall represent the entire body of shareholders of the Company. Its resolutions shall be binding upon all the shareholders regardless of the Class of Shares held by them. It shall have the broadest powers to order, carry out or ratify acts relating to the operations of the Company.

The general meeting of shareholders shall meet upon call by the Board of Directors. It may also be called upon the request of shareholders representing at least one tenth of the share capital.

The annual general meeting shall be held in accordance with Luxembourg law at the registered office of the Company in Luxembourg, on the last Friday of the month of April of each year at 3:00 p.m.. If such day is a legal or a bank holiday in Luxembourg, the annual general meeting shall be held on the next following bank business day.

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

Registered shareholders shall meet upon call by the Board of Directors pursuant to a notice setting forth the agenda sent at least eight (8) days prior to the meeting at the shareholder's address in the register of shareholders. The giving of such notice to registered shareholders need not be evidenced to the meeting, if the notice of meeting shall in addition be published as provided by law in the «Mémorial C, Recueil des Sociétés et Associations», in one or more Luxembourg newspapers, and in such other newspapers as the Board of Directors may decide. The agenda shall be prepared by the Board of Directors except in the instance where the meeting is called on the written demand of the shareholders in which instance the Board of Directors may prepare a supplementary agenda.

If all shares are in registered form and if no publications are made, notices to shareholders may be mailed by registered mail only.

If all shareholders are present or represented and consider themselves as being duly convened and informed of the agenda, the general meeting may take place without notice of meeting.

The Board of Directors may determine all other conditions that must be fulfilled by shareholders in order to attend any meeting of shareholders, namely that the ballot papers shall be received by the Company no later than three Luxembourg bank business days preceding the day of the relevant general meeting of shareholders..

The business transacted at any meeting of the shareholders shall be limited to the matters contained in the agenda (which shall include all matters required by law) and business incidental to such matters.

Each share of whatever class is entitled to one vote, in compliance with Luxembourg law and these Articles. A shareholder may act at any meeting of shareholders by giving a written proxy to another person, who need not be a shareholder and who may be a director of the Company.

Unless otherwise provided by law or herein, resolutions of the general meeting are passed by a simple majority of the votes cast. Votes cast shall not include votes in relation to shares in respect of which the shareholders have not taken part in the vote or have abstained or have returned a blank or invalid vote.

Art. 23. General Meetings of Shareholders in a Sub-Fund or in a Class of Shares. The shareholders of the class or classes issued in respect of any Sub-Fund may hold, at any time, general meetings to decide on any matters which relate exclusively to such Sub-Fund.

In addition, the shareholders of any Class of Shares may hold, at any time, general meetings for any matters which are specific to such class.

The relevant provisions of article 22 shall apply to such general meetings.

Each share is entitled to one vote in compliance with Luxembourg law and these Articles. Shareholders may act either in person or by giving a written proxy to another person who needs not be a shareholder and may be a director of the Company.

Unless otherwise provided for by law or herein, the resolutions of the general meeting of shareholders of a Sub-Fund or of a Class of Shares are passed by a simple majority of the votes cast.

Art. 24. Termination and Merger of Sub-Funds or Classes of Shares. If for a period of more than 30 consecutive days the respective Net Asset Value of all outstanding Shares shall be less than 25 million SEK or the value of the outstanding Shares of a particular Sub-Fund shall be less than 10 million SEK, or in the case of Shares denominated in a currency other than SEK, the equivalent in that currency, or in case the Board deems it appropriate because of changes in the economical or political situation affecting the Company or the relevant Sub-Fund, the Board may, after giving one month's prior notice to all holders of Shares, or to the shareholders of the relevant Sub-Fund, as may be the case, redeem on the next Valuation Date following the expiry of the notice all (but not some) of the Shares (or of the Shares of the relevant Sub-Fund, not previously redeemed or converted). Furthermore, the Board may, under the same conditions, merge the Shares of that Sub-Fund with those of another Sub-Fund of the Company or with another UCITS, at the Net Asset Value per Shares applicable on such Valuation Date, provided that during the one month' prior notice, the shareholders concerned may redeem their relevant Shares without redemption charge or exchange these into Shares of another Sub-Fund of the Company or into shares of another UCITS promoted by the Investment Manager (a "Free Redemption or Exchange").

A merger so decided by the Board or approved by the shareholders of the affected Sub-Fund will be binding on the holders of Shares of the relevant Sub-Fund upon expiry of the one month' prior notice thereof given to them.

The Board shall have the power, in accordance with the provisions of the 2010 Law, to transfer the assets of a Sub-Fund into another Sub-Fund of the Company or to the assets of another UCITS (whether established in Luxembourg or another Member State and whether such UCITS is incorporated as a company or is a contractual type fund) or to the assets of a sub-fund of another such UCITS (the "new sub-fund") and re-qualify the Share(s) of the relevant Sub-Fund as shares of one or several new Sub-Fund(s) (following a split or a consolidation, if necessary, and the payment to Shareholders of the full amount of fractional shares). The Company shall send a notice to the Shareholders of the relevant Sub-Funds in accordance with applicable laws and regulations. Every Shareholder of the relevant Sub-Funds shall have the opportunity of requesting the redemption or the conversion of his own shares without any cost (other than the cost of disinvestment) during a period of at least 30 days before the effective date of the merger, it being understood that the effective date of the merger takes place five business days after the expiry of such notice period.

A merger having as effect that the Company as a whole will cease to exist must be decided by the shareholders of the Company in front of a notary. No quorum is required and the decision shall be taken at a simple majority of the votes cast of the shareholders present or represented at the meeting.

Any amounts unclaimed by the shareholders at the closing of the liquidation of a Sub-Fund will be deposited with the Caisse de Consignation in Luxembourg on behalf of the persons entitled thereto.

If at any time the net assets of the Company are less than two-thirds of the minimum capital for the time being prescribed by Luxembourg law, the Directors must submit the question of dissolution of the Company to a general meeting of shareholders, acting without minimum quorum requirements, by a simple majority of the Shares, represented at such meeting.

If at any time the net assets of the Company are less than one quarter of the minimum capital for the time being presented by Luxembourg law, the Directors must submit the question of dissolution of the Company to a general meeting of shareholders, acting without minimum quorum requirements, by a vote of shareholders owning one quarter of the Shares represented at such meeting.

Art. 25. Accounting Year. The accounting year of the Company shall commence on 1st of January of each year and shall terminate on 31st of December of the same year.

Art. 26. Distributions. The general meeting of shareholders of the class or classes issued in respect of any Sub-Fund shall, upon proposal from the Board of Directors and within the limits provided by law, determine how the results of

such Sub-Fund shall be disposed of, and may from time to time declare, or authorise the Board of Directors to declare, distributions.

For any Class of Shares entitled to distributions, the Board of Directors may decide to pay interim dividends in compliance with the conditions set forth by law.

No distribution shall be made if as a result thereof the capital of the Company becomes less than the minimum prescribed by law.

Payments of distributions to holders of registered shares shall be made to such shareholders at their addresses in the register of shareholders. Payments of distributions to holders of bearer shares shall be made upon presentation of the dividend coupon, if any, to the agent or agents therefore designated by the Company or in any such manner as the Board of Directors shall determine from time to time.

Distributions may be paid in such currency and at such time and place that the Board of Directors shall determine from time to time.

The Board of Directors may decide to distribute stock dividends in lieu of cash dividends upon such terms and conditions as may be set forth by the Board of Directors.

Any distribution that has not been claimed within five years of its declaration shall be forfeited and revert to the class or Classes of Shares issued in respect of the relevant Sub-Fund.

No interest shall be paid on a dividend declared by the Company and kept by it at the disposal of its beneficiary.

Title V - Final provisions

Art. 27. Custodian. To the extent required by law, the Company shall enter into a custody agreement with a banking or saving institution as defined by the law of 5 April 1993 on the financial sector, as amended (herein referred to as the «Custodian»).

The Custodian shall fulfil the duties and responsibilities as provided for by the 2010 Law

If the Custodian desires to retire, the Board of Directors shall use its best endeavours to find a successor custodian within two months of the effectiveness of such retirement. The directors may terminate the appointment of the Custodian but shall not remove the Custodian unless and until a successor custodian shall have been appointed to act in the place thereof.

Art. 28. Dissolution of the Company. The Company may at any time be dissolved by a resolution of the general meeting of shareholders subject to the quorum and majority requirements referred to in article 30 hereof.

Whenever the share capital falls below two-thirds of the minimum capital indicated in article 5 hereof, the question of the dissolution of the Company shall be referred to the general meeting by the Board of Directors. The general meeting, for which no quorum shall be required, shall decide by simple majority of the votes of the shares represented at the meeting.

The question of the dissolution of the Company shall further be referred to the general meeting whenever the share capital falls below one-fourth of the minimum capital set by article 5 hereof; in such an event, the general meeting shall be held without any quorum requirements and the dissolution may be decided by shareholders holding one-fourth of the votes of the shares represented at the meeting.

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

Art. 29. Liquidation. Liquidation shall be carried out by one or several liquidators, who may be physical persons or legal entities, appointed by the general meeting of shareholders which shall determine their powers and their compensation.

Art. 30. Amendments to the Articles. These Articles may be amended by a general meeting of shareholders subject to the quorum and majority requirements provided by the law of 10 August 1915 on commercial companies, as amended.

Art. 31. Applicable law. All matters not governed by these Articles shall be determined in accordance with the law of 10 August 1915 on commercial companies and the 2010 Law as such laws have been or may be amended from time to time.

The meeting noted that the French translation of the articles of association is not required anymore in accordance with article 26(2) of the 2010 Law and that therefore no French translation of these articles of association will follow the English version.

Nothing else being on the agenda, and nobody wishing to address the meeting, the meeting was closed at 3 p.m.

Whereof, the present original deed was drawn up in Luxembourg, on the date named at the beginning of this document.

The document having been read to the persons appearing all known by the notary by their names, first names, civil status and residences, the members of the Bureau signed together with the notary the present deed.

Signé: N. SCHMIDT-TROJE, C. SCHMIDT, Q. MALLIE et H. HELLINCKX.

Enregistré à Luxembourg A.C., le 23 mars 2012. Relation: LAC/2012/13425. Reçu soixante-quinze euros (75.-EUR)

Le Receveur (signé): I. THILL.

- POUR EXPEDITION CONFORME - délivrée à la société sur demande.

Luxembourg, le 2 avril 2012.

Référence de publication: 2012040328/909.

(120053272) Déposé au registre de commerce et des sociétés de Luxembourg, le 3 avril 2012.

SFP, Société d'Investissement à Capital Variable.

Siège social: L-2449 Luxembourg, 14, boulevard Royal.

R.C.S. Luxembourg B 133.891.

The Board of Directors convenes the Shareholders of "SFP", Sicav to attend the

ANNUAL GENERAL MEETING

to be held at the registered office of the company on 29 May 2012 at 11.00 a.m. with the following agenda:

Agenda:

1. Report of the Board of Directors and of the Authorised Auditor
2. Approval of the Financial Statements as at 31 December 2011
3. Allocation of Results
4. Discharge to the Directors
5. Appointment of the Authorised Auditor
6. Statutory Elections.

The Shareholders are advised that no quorum for the statutory general meeting is required and that decisions will be taken by a simple majority of the votes cast. Proxies are available at the registered office of the Sicav. In order to attend the meeting, the owners of bearer shares will have to deposit their shares five clear days before the meeting at the registered office of the Sicav or at one of the offices of BANQUE DE LUXEMBOURG, Société Anonyme, in Luxembourg. The Shareholders who wish to attend the Meeting must inform the Board of Directors (ifs.fds@bd.lux) at least five calendar days before the Meeting.

Référence de publication: 2012056802/755/22.

Apolonie S.A., Société Anonyme.

Siège social: L-2311 Luxembourg, 3, avenue Pasteur.

R.C.S. Luxembourg B 136.868.

Le Conseil d'Administration a l'honneur de convoquer Messieurs les actionnaires par le présent avis, à

l'ASSEMBLEE GENERALE ANNUELLE

qui aura lieu le 4 juin 2012 à 10.00 heures au siège social, avec l'ordre du jour suivant:

Ordre du jour:

1. Approbation des rapports du Conseil d'Administration et du Commissaire aux Comptes.
2. Approbation du bilan et du compte de profits et pertes au 31 décembre 2011, et affectation du résultat.
3. Décharge à donner aux Administrateurs et au Commissaire aux Comptes pour l'exercice de leur mandat au 31 décembre 2011.
4. Décision de la continuation de la société en relation avec l'article 100 de la législation des sociétés.
5. Divers.

Le Conseil d'Administration.

Référence de publication: 2012056827/1023/17.

Alpcot Active, Société d'Investissement à Capital Variable.

Siège social: L-2370 Howald, 4, rue Peternelchen.

R.C.S. Luxembourg B 156.302.

In the year two thousand and twelve, on the third day of April,

Before the undersigned Maître Henri Hellinckx, notary residing in Luxembourg, Grand Duchy of Luxembourg.

Was held an extraordinary general meeting of shareholders of Alpcot Active, a public limited company qualifying as an investment company with variable share capital ("the Company"), having its registered office in L-1347 Luxembourg, 6a, Circuit de la Foire Internationale.

The Company is registered with the Registre de Commerce et des Sociétés of Luxembourg under the section B and the number 156302.

The Company was incorporated pursuant a deed of Maître Henri Hellinckx, notary residing in Luxembourg, on 25 October 2010, published in the Mémorial C, Recueil Spécial des Sociétés et Associations number 2359 of 4 November 2010.

The meeting was opened at 3.00 p.m. by Mr Quentin Mallié, with professional address in Luxembourg, being in the chair.

The chairman appoints Mrs Claudia Schmidt, with professional address in Luxembourg, as secretary.

The meeting elects as scrutineer Mrs Nicole Schmidt-Troje, with professional address in Luxembourg.

The chairman then states:

A. The extraordinary general meeting convened for 28 February 2012 could not validly deliberate and vote on the proposed agenda as no quorum was reached. The present meeting was convened by notices containing the agenda sent to the shareholders by registered mail on 2 March 2012, and published in the Mémorial, in the "Luxemburger Wort" and in the "Tageblatt" on 2 March 2012 and 17 March 2012.

B. The shareholders represented, the proxies of the represented shareholders and the number of shares owned by the shareholders are shown on an attendance list which, signed by the shareholders or their proxies and by the bureau of the meeting, will remain annexed to the present deed to be filed at the same time with the registration authorities.

The proxies of the represented shareholders, signed "ne varietur" by the persons appearing and the undersigned notary, will also remain annexed to the present deed.

C. No quorum is required in order to validly hold this meeting and the resolutions on the agenda require and affirmative vote of at least two thirds (2/3) of the votes cast at the meeting.

D. Pursuant to the attendance list, 6,200 shares out of 523,315.67 outstanding shares are represented.

E. Consequently, the present meeting is regularly constituted and may validly deliberate and decide upon the items of the following agenda:

1. Transfer of the registered office of the Company from its current address to 4 rue Peternelchen, L-2370 Howald (municipality of Hesperange) with effective date on 1 April 2012

2. Subsequent amendment of the Art. 4 of the articles of association of the Company

3. Ratification of the cooptation of Mr Anders Malcolm as a Director of the Company

4. Miscellaneous.

After the foregoing has been approved by the general meeting, the following resolutions have been taken unanimously:

First resolution

The general meeting decides to transfer the registered office of the Company from its current address to 4 rue Peternelchen, L-2370 Howald (municipality of Hesperange) with effective date on 1 April 2012.

Second resolution

The general meeting decides to amend the first sentence in the first paragraph of Article 4 of the articles of association of the Company, which, as of 1 April 2012, will read as follows:

" **Art. 4.** The registered office of the Corporation is established in Howald (municipality of Hesperange), in the Grand Duchy of Luxembourg".

Third resolution

The general meeting decides to ratify the cooptation of Mr Anders Malcolm as a Director of the Company.

Nothing else being on the agenda, and nobody wishing to address the meeting, the meeting was closed at 3.30 p.m.

Whereas, the present original deed was drawn up in Luxembourg, on the date named at the beginning of this document.

The undersigned notary who understands and speaks English, states herewith that at the request of the above persons appearing, the present deed is worded in English only.

The document having been read to the persons appearing, all known by the notary by their names, first names, civil status and residence, the said persons appearing signed with us, the notary, the present original deed.

Signé: Q. MALLIÉ, C. SCHMIDT, N. SCHMIDT-TROJE et H. HELLINCKX

Enregistré à Luxembourg A.C., le 12 avril 2012. Relation: LAC/2012/16827. Reçu soixante-quinze euros (75.-EUR)

Le Receveur ff. (signé): C. FRISING.

POUR EXPEDITION CONFORME, délivrée à la société sur demande.

Luxembourg, le 16 avril 2012.

Référence de publication: 2012045010/63.

(120060471) Déposé au registre de commerce et des sociétés de Luxembourg, le 16 avril 2012.

Hottinger International Fund, Société d'Investissement à Capital Variable.

Siège social: L-2449 Luxembourg, 14, boulevard Royal.
R.C.S. Luxembourg B 24.050.

Le Conseil d'Administration a l'honneur de convoquer les Actionnaires de la Sicav HOTTINGER INTERNATIONAL FUND à

l'ASSEMBLEE GENERALE ORDINAIRE

qui se tiendra le *29 mai 2012* à 11.00 heures au siège social, afin de délibérer sur l'ordre du jour suivant:

Ordre du jour:

1. Rapport du Conseil d'Administration et du réviseur d'entreprises agréé
2. Approbation des comptes annuels arrêtés au 31 décembre 2011
3. Affectation des résultats
4. Quitus aux Administrateurs
5. Renouvellement du mandat du réviseur d'entreprises agréé
6. Nominations statutaires.

Les Actionnaires sont informés que l'Assemblée n'a pas besoin de quorum pour délibérer valablement. Les résolutions, pour être valables, doivent réunir la majorité des voix exprimées des Actionnaires présents ou représentés. Des procurations sont disponibles au siège social de la Sicav.

Pour pouvoir assister à la présente Assemblée, les détenteurs d'actions au porteur doivent déposer leurs actions, au moins cinq jours francs avant l'Assemblée, auprès du siège de la BANQUE DE LUXEMBOURG, Société Anonyme à Luxembourg. Les Actionnaires en nom seront admis sur justification de leur identité, à condition d'avoir, au moins cinq jours francs avant l'Assemblée, informé le Conseil d'Administration (fax: +352 49 924 2501 - ifs.fds@bdl.lu) de leur intention d'assister à l'Assemblée.

Référence de publication: 2012056803/755/25.

Blue Azur S.A., Société Anonyme.

Siège social: L-2311 Luxembourg, 3, avenue Pasteur.
R.C.S. Luxembourg B 82.964.

Le Conseil d'Administration a l'honneur de convoquer Messieurs les actionnaires par le présent avis, à

l'ASSEMBLEE GENERALE ANNUELLE

qui aura lieu le *5 juin 2012* à 11.00 heures au siège social, avec l'ordre du jour suivant:

Ordre du jour:

1. Approbation des rapports du Conseil d'Administration et du Commissaire aux Comptes.
2. Approbation du bilan et du compte de profits et pertes au 31 décembre 2011, et affectation du résultat.
3. Décharge à donner aux Administrateurs et au Commissaire aux Comptes pour l'exercice de leur mandat au 31 décembre 2011.
4. Divers.

Le Conseil d'Administration.

Référence de publication: 2012056842/1023/16.

MFS Meridian Funds, Société d'Investissement à Capital Variable.

Siège social: L-1855 Luxembourg, 49, avenue J.F. Kennedy.
R.C.S. Luxembourg B 39.346.

Nous avons le plaisir de convier les Actionnaires à

l'ASSEMBLEE GENERALE ANNUELLE

(l'"Assemblée") de MFS Meridian Funds (la "Société"), qui aura lieu le *18 juin 2012* à 10 heures (heure de Luxembourg) dans les locaux de State Street Bank Luxembourg S.A., 49 avenue J. F. Kennedy, L-1855 Luxembourg. L'ordre du jour de l'assemblée est le suivant:

Ordre du jour:

1. Présentation du rapport du Conseil d'Administration et du rapport des Commissaires aux Comptes agréés relatif à l'exercice fiscal clos au 31 janvier 2012.
2. Approbation des états financiers (bilan et compte de résultat) au 31 janvier 2012.

3. Affectation du résultat net (y compris, le cas échéant, la distribution des dividendes) de l'exercice fiscal clos au 31 janvier 2012.
4. Quitus aux administrateurs de la Société pour l'exercice clos le 31 janvier 2012. Afin de dissiper tout doute, il ne sera pas donné quitus aux Administrateurs eu égard à l'exécution de leur mandat à compter du 1^{er} février 2012 et jusqu'à la date de l'Assemblée Générale Annuelle qui se tiendra en 2013.
5. Réélection des mandataires suivants aux postes d'Administrateurs de la Société jusqu'à la prochaine Assemblée Générale Annuelle prévue en 2013 ou jusqu'à ce que leurs successeurs soient dûment élus et habilités:
M. Mark N. Polebaum
Mme Lina M. Medeiros
Mme Robin A. Stelmach
6. Élection, sous réserve de l'approbation de chacun d'entre eux par la Commission de Surveillance du Secteur Financier (CSSF), qui sera attestée par un courrier écrit de la CSSF en date au plus tard de quatre mois après l'Assemblée Générale Annuelle, des personnes ci-dessous en qualité d'Administrateurs de la Société, lesquelles prendront leurs fonctions à la date de l'Assemblée Générale Annuelle ou de l'approbation écrite de la CSSF, si cette dernière date est postérieure, et les conserveront jusqu'à la prochaine Assemblée Générale Annuelle prévue en 2013 et jusqu'à ce que leurs successeurs soient dûment nommés et remplissent les conditions requises.
M. Mitchell C. Freestone
M. David M. Mace
Tout Administrateur de la Société sera autorisé à établir que la condition imposée par la CSSF pour l'approbation a été remplie et à effectuer la publication concernée au registre de commerce et des sociétés.
7. Reconduction du mandat de Ernst & Young S.A. en qualité de Commissaires aux Comptes agréés pour l'exercice fiscal commençant au 1^{er} février 2012 et jusqu'à la prochaine Assemblée Générale Annuelle prévue en 2013.
8. Toute autre question pouvant valablement être présentée à l'Assemblée.

Les actionnaires sont informés qu'aucun quorum n'est requis pour l'approbation des points à l'ordre du jour et que les décisions seront adoptées à la majorité des voix présentes ou représentées à l'assemblée. Chaque action donne droit à une voix. Les actionnaires peuvent participer aux décisions de toute assemblée générale par pouvoir. Veuillez noter que les états financiers de la Société sont disponibles sans frais, sur demande au siège social du Fonds, à l'adresse ci-dessus, ou par téléphone au +352.46.40.10.549.

Si vous ne pouvez assister à l'Assemblée, veuillez dater, signer et renvoyer le pouvoir ci-joint, par fax ou par courrier, 48 heures avant l'Assemblée, à l'attention de Juan Alvarez.

- Numéro de fax : +352.46.40.10.413

- Adresse : State Street Bank Luxembourg S.A., 49 avenue J. F. Kennedy, L-1855 Luxembourg, Grand-Duché de Luxembourg.

Par ordre du Conseil d'Administration.

Référence de publication: 2012057021/755/49.

Birdsview Fund, Société d'Investissement à Capital Variable.

Siège social: L-2370 Howald, 4, rue Peternelchen.

R.C.S. Luxembourg B 117.597.

In the year two thousand and twelve, on the third day of April.

Before the undersigned Maître Henri Hellinckx, notary residing in Luxembourg, Grand Duchy of Luxembourg.

Was held an extraordinary general meeting of shareholders of Birdsview Fund, a public limited company qualifying as an investment company with variable share capital ("the Company"), having its registered office in L-1347 Luxembourg, 6a, Circuit de la Foire Internationale.

The Company is registered with the Registre de Commerce et des Sociétés of Luxembourg under the section B and the number 117597.

The Company was incorporated pursuant a deed of Maître Joseph Gloden, then notary residing in Grevenmacher, on 7 July 2006, published in the Mémorial C, Recueil Spécial des Sociétés et Associations number 1394 of 19 July 2006.

The meeting was opened at 3.00 p.m. by Mr Quentin Mallié, with professional address in Luxembourg, being in the chair.

The chairman appoints Mrs Claudia Schmidt, with professional address in Luxembourg, as secretary.

The meeting elects as scrutineer Mrs Nicole Schmidt-Troje, with professional address in Luxembourg.

The chairman then states:

A. The extraordinary general meeting convened for 28 February 2012 could not validly deliberate and vote on the proposed agenda as no quorum was reached. The present meeting was convened by notices containing the agenda sent to the shareholders by registered mail on 2 March 2012, and published in the Mémorial, in the "Luxemburger Wort" and in the "Tageblatt" on 2 March 2012 and 17 March 2012.

B. The shareholders represented, the proxies of the represented shareholders and the number of shares owned by the shareholders are shown on an attendance list which, signed by the shareholders or their proxies and by the bureau of the meeting, will remain annexed to the present deed to be filed at the same time with the registration authorities.

The proxies of the represented shareholders, signed "ne varietur" by the persons appearing and the undersigned notary, will also remain annexed to the present deed.

C. No quorum is required in order to validly hold this meeting and the resolutions on the agenda require an affirmative vote of at least two thirds (2/3) of the votes cast at the meeting.

D. Pursuant to the attendance list, 1,231.982 shares out of 125,263.759 outstanding shares are represented.

E. Consequently, the present meeting is regularly constituted and may validly deliberate and decide upon the items of the following agenda:

1. Transfer of the registered office of the Company from its current address to 4 rue Peternelchen, L-2370 Howald (municipality of Hesperange), with effective date on 1 April 2012.

2. Subsequent amendment of the Art. 2 of the articles of association of the Company.

3. Miscellaneous.

After the foregoing has been approved by the general meeting, the following resolutions have been taken unanimously:

First resolution

The general meeting decides to transfer the registered office of the Company from its current address to 4, rue Peternelchen, L-2370 Howald (municipality of Hesperange) with effective date on 1 April 2012.

Second resolution

The general meeting decides to amend the first sentence in the first paragraph of Article 2 of the articles of association of the Company, which, as of 1 April 2012, will read as follows:

" **Art. 2. Registered office.** The registered office of the Company is established in Howald (municipality of Hesperange), Grand Duchy of Luxembourg".

Nothing else being on the agenda, and nobody wishing to address the meeting, the meeting was closed at 3.30 p.m.

Whereas, the present original deed was drawn up in Luxembourg, on the date named at the beginning of this document.

The undersigned notary who understands and speaks English, states herewith that at the request of the above persons appearing, the present deed is worded in English only.

The document having been read to the persons appearing, all known by the notary by their names, first names, civil status and residence, the said persons appearing signed with us, the notary, the present original deed.

Signé: Q. MALLIÉ, C. SCHMIDT, N. SCHMIDT-TROJE et H. HELLINCKX.

Enregistré à Luxembourg A.C., le 12 avril 2012. Relation: LAC/2012/16836. Reçu soixante-quinze euros (75,- EUR).

Le Receveur ff. (signé): C. FRISING.

POUR EXPEDITION CONFORME, délivrée à la société sur demande, aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 16 avril 2012.

Référence de publication: 2012045034/60.

(120060511) Déposé au registre de commerce et des sociétés de Luxembourg, le 16 avril 2012.

Brion S.A., Société Anonyme.

Siège social: L-2311 Luxembourg, 3, avenue Pasteur.

R.C.S. Luxembourg B 73.686.

Le Conseil d'Administration a l'honneur de convoquer Messieurs les actionnaires par le présent avis, à

l'ASSEMBLEE GENERALE ANNUELLE

qui aura lieu le 4 juin 2012 à 09.00 heures au siège social, avec l'ordre du jour suivant:

Ordre du jour:

1. Approbation des rapports du Conseil d'Administration et du Commissaire aux Comptes.
2. Approbation du bilan et du compte de profits et pertes au 31 décembre 2011, et affectation du résultat.
3. Décharge à donner aux Administrateurs et au Commissaire aux Comptes pour l'exercice de leur mandat au 31 décembre 2011.
4. Divers.

Le Conseil d'Administration.

Référence de publication: 2012056862/1023/16.

Forden Investments S.A., Société Anonyme.

Siège social: L-1143 Luxembourg, 2BIS, rue Astrid.
R.C.S. Luxembourg B 125.948.

Messieurs les actionnaires sont priés d'assister à

l'ASSEMBLEE GENERALE STATUTAIRE

des Actionnaires qui se tiendra le 6 juin 2012 à 11.00 heures au siège social à Luxembourg pour délibérer de l'ordre du jour suivant:

Ordre du jour:

1. Rapport du Conseil d'Administration et du Commissaire aux Comptes
2. Approbation des bilan, compte de pertes et profits et affectation des résultats au 31.12.2011
3. Décharge aux administrateurs et au commissaire aux comptes
4. Nominations statutaires
5. Divers

Le Conseil d'Administration.

Référence de publication: 2012056916/788/17.

Catella SICAV, Société d'Investissement à Capital Variable.

Siège social: L-2370 Howald, 4, rue Peternelchen.
R.C.S. Luxembourg B 147.125.

In the year two thousand and twelve, on the third day of April,

Before the undersigned Maître Henri Hellinckx, notary residing in Luxembourg, Grand Duchy of Luxembourg,.

Was held an extraordinary general meeting of shareholders of Catella SICAV, a public limited company qualifying as an investment company with variable share capital ("the Company"), having its registered office in L-1347 Luxembourg, 6a, Circuit de la Foire Internationale.

The Company is registered with the Registre de Commerce et des Sociétés of Luxembourg under the section B and the number 147125.

The Company was incorporated by deed of the undersigned notary on 13 July 2009, published in the Mémorial C, Recueil des Sociétés et Associations (the "Mémorial") number 1469 on 30 July 2009.

The articles were amended for the last time by deed of the undersigned notary on 19 November 2010, published in the Mémorial number 2817 of 23 December 2010.

The meeting was opened at 3.00 p.m. by Mr Quentin Mallié, with professional address in Luxembourg, being in the chair.

The chairman appoints Mrs Claudia Schmidt, with professional address in Luxembourg, as secretary.

The meeting elects as scrutineer Mrs Nicole Schmidt-Troje, with professional address in Luxembourg.

The chairman then states:

A. The extraordinary general meeting convened for 28 February 2012 could not validly deliberate and vote on the proposed agenda as no quorum was reached. The present meeting was convened by notices containing the agenda sent to the shareholders by registered mail on 2 March 2012, and published in the Mémorial, in the "Luxemburger Wort" and in the "Tageblatt" on 2 March 2012 and 17 March 2012.

B. The shareholders represented, the proxies of the represented shareholders and the number of shares owned by the shareholders are shown on an attendance list which, signed by the shareholders or their proxies and by the bureau of the meeting, will remain annexed to the present deed to be filed at the same time with the registration authorities.

The proxies of the represented shareholders, signed "ne varietur" by the persons appearing and the undersigned notary, will also remain annexed to the present deed.

C. No quorum is required in order to validly hold this meeting and the resolutions on the agenda require an affirmative vote of at least two thirds (2/3) of the votes cast at the meeting.

D. Pursuant to the attendance list, 852,972.5409 shares out of 7,310,112.016 outstanding shares are represented.

E. Consequently, the present meeting is regularly constituted and may validly deliberate and decide upon the items of the following agenda:

1. Transfer of the registered office of the company from its current address to 4 rue Peternelchen, L-2370 Howald (municipality of Hesperange) with effective date on 1 April 2012
2. Subsequent amendment of the Art. 4 of the articles of association of the Company
3. Miscellaneous

After the foregoing has been approved by the general meeting, the following resolutions have been taken unanimously:

First resolution

The general meeting decides to transfer the registered office of the Company from its current address to 4 rue Peternelchen, L-2370 Howald (municipality of Hesperange) with effective date on 1 April 2012.

Second resolution

The general meeting decides to amend the first sentence in the first paragraph of Article 4 of the articles of association of the Company, which, as of 1 April 2012, will read as follows:

" **Art. 4.** The registered office of the Corporation is established in Howald (municipality of Hesperange), in the Grand Duchy of Luxembourg".

Nothing else being on the agenda, and nobody wishing to address the meeting, the meeting was closed at 3.30 p.m.

Whereas, the present original deed was drawn up in Luxembourg, on the date named at the beginning of this document.

The undersigned notary who understands and speaks English, states herewith that at the request of the above persons appearing, the present deed is worded in English only.

The document having been read to the persons appearing, all known by the notary by their names, first names, civil status and residence, the said persons appearing signed with us, the notary, the present original deed.

Signé: Q. MALLIÉ, C. SCHMIDT, N. SCHMIDT-TROJE et H. HELLINCKX

Enregistré à Luxembourg A.C., le 12 avril 2012. Relation: LAC/2012/16829. Reçu soixante-quinze euros (75.-EUR)

Le Receveur ff. (signé): C. FRISING.

- POUR EXPEDITION CONFORME - délivrée à la société sur demande.

Luxembourg, le 16 avril 2012.

Référence de publication: 2012045064/61.

(120060482) Déposé au registre de commerce et des sociétés de Luxembourg, le 16 avril 2012.

Kanadas S.A., Société Anonyme.

Siège social: L-2311 Luxembourg, 3, avenue Pasteur.

R.C.S. Luxembourg B 148.618.

Le Conseil d'Administration a l'honneur de convoquer Messieurs les actionnaires par le présent avis, à

l'ASSEMBLEE GENERALE ANNUELLE

qui aura lieu le *1^{er} juin 2012* à 15.00 heures au siège social, avec l'ordre du jour suivant:

Ordre du jour:

1. Approbation des rapports du Conseil d'Administration et du Commissaire aux Comptes.
2. Approbation du bilan et du compte de profits et pertes au 31 décembre 2011, et affectation du résultat.
3. Décharge à donner aux Administrateurs et au Commissaire aux Comptes pour l'exercice de leur mandat au 31 décembre 2011.
4. Divers.

Le Conseil d'Administration.

Référence de publication: 2012056934/1023/16.

KBL Key Fund, Société d'Investissement à Capital Variable.

Siège social: L-1118 Luxembourg, 11, rue Aldringen.

R.C.S. Luxembourg B 63.616.

Les actionnaires sont invités à assister à

l'ASSEMBLEE GENERALE STATUTAIRE

qui se tiendra le *6 juin 2012* à 15 heures au siège social avec l'ordre du jour suivant:

Ordre du jour:

1. Approbation du rapport de gestion du conseil d'administration et du rapport du réviseur d'entreprises
2. Approbation des comptes annuels au 31 décembre 2011 et de l'affectation des résultats
3. Décharge à donner aux Administrateurs
4. Décharge à donner aux Dirigeants de la Société de Gestion
5. Nominations statutaires

6. Divers

Les décisions concernant les points de l'ordre du jour ne requièrent aucun quorum. Des procurations sont disponibles au siège social de la Sicav.

Afin de participer à l'Assemblée, les actionnaires sont priés de déposer leurs actions un jour ouvrable avant la date de l'assemblée auprès de KBL European Private Bankers S.A., 43, boulevard Royal, L-2955 Luxembourg.

Le Conseil d'Administration.

Référence de publication: 2012056953/755/21.

Carnegie Fonder Portfolio, Société d'Investissement à Capital Variable.

Siège social: L-2370 Howald, 4, rue Peternelchen.

R.C.S. Luxembourg B 33.101.

In the year two thousand and twelve, on the third day of April,

Before the undersigned Maître Henri Hellinckx, notary residing in Luxembourg, Grand Duchy of Luxembourg.

Was held an extraordinary general meeting of shareholders of CARNEGIE FONDER PORTFOLIO, a public limited company qualifying as an investment company with variable share capital ("the Company"), having its registered office in L-1347 Luxembourg, 6a, Circuit de la Foire Internationale.

The Company is registered with the Registre de Commerce et des Sociétés of Luxembourg under the section B and the number 33101.

The Company was incorporated pursuant to a notarial deed on March 2, 1990, published in the Mémorial C, Recueil Spécial des Sociétés et Associations («the Mémorial C») number 124 of April 17, 1990. The articles were amended for the last time on the 29 June 2011 before Maître Henri Hellinckx, notary residing in Luxembourg, pursuant a deed published in the Mémorial C number 2367 of 4 October 2011.

The meeting was opened at 3.00 p.m. by Mr Quentin Mallié, with professional address in Luxembourg, being in the chair.

The chairman appoints Mrs Claudia Schmidt, with professional address in Luxembourg, as secretary.

The meeting elects as scrutineer Mrs Nicole Schmidt-Troje, with professional address in Luxembourg.

The chairman then states:

A. The extraordinary general meeting convened for 28 February 2012 could not validly deliberate and vote on the proposed agenda as no quorum was reached. The present meeting was convened by notices containing the agenda sent to the shareholders by registered mail on 2 March 2012, and published in the Mémorial, in the "Luxemburger Wort" and in the "Tageblatt" on 2 March 2012 and 17 March 2012.

B. The shareholders represented, the proxies of the represented shareholders and the number of shares owned by the shareholders are shown on an attendance list which, signed by the shareholders or their proxies and by the bureau of the meeting, will remain annexed to the present deed to be filed at the same time with the registration authorities.

The proxies of the represented shareholders, signed "ne varietur" by the persons appearing and the undersigned notary, will also remain annexed to the present deed.

C. No quorum is required in order to validly hold this meeting and the resolutions on the agenda require and affirmative vote of at least two thirds (2/3) of the votes cast at the meeting.

D. Pursuant to the attendance list, 459 shares out of 11,483,840.1943 outstanding shares are represented.

E. Consequently, the present meeting is regularly constituted and may validly deliberate and decide upon the items of the following agenda:

1. Transfer of the registered office from its current address to 4 rue Peternelchen, L-2370 Howald (municipality of Hesperange) with effective date on 1 April 2012

2. Subsequent amendment of the Art. 2 of the articles of association of the Company

3. Miscellaneous.

After the foregoing has been approved by the general meeting, the following resolutions have been taken unanimously:

First resolution

The general meeting decides to transfer the registered office of the Company from its current address to 4 rue Peternelchen, L-2370 Howald (municipality of Hesperange) with effective date on 1 April 2012.

Second resolution

The general meeting decides to amend the first sentence in the first paragraph of Article 2 of the articles of association of the Company, which, as of 1 April 2012, will read as follows:

" **Art. 2. Registered office.** The registered office of the Company is established in Howald (municipality of Hesperange), Grand Duchy of Luxembourg".

Nothing else being on the agenda, and nobody wishing to address the meeting, the meeting was closed at 3.30 p.m.

Whereas, the present original deed was drawn up in Luxembourg, on the date named at the beginning of this document.

The undersigned notary who understands and speaks English, states herewith that at the request of the above persons appearing, the present deed is worded in English only.

The document having been read to the persons appearing, all known by the notary by their names, first names, civil status and residence, the said persons appearing signed with us, the notary, the present original deed.

Signé: Q. MALLIÉ, C. SCHMIDT, N. SCHMIDT-TROJE et H. HELLINCKX

Enregistré à Luxembourg A.C., le 12 avril 2012. Relation: LAC/2012/16828. Reçu soixante-quinze euros (75.-EUR)

Le Receveur ff. (signé): C. FRISING.

POUR EXPEDITION CONFORME, délivrée à la société sur demande.

Luxembourg, le 16 avril 2012.

Référence de publication: 2012045077/61.

(120060477) Déposé au registre de commerce et des sociétés de Luxembourg, le 16 avril 2012.

Laurfraie Investissement S.A., Société Anonyme.

Siège social: L-2311 Luxembourg, 3, avenue Pasteur.

R.C.S. Luxembourg B 163.418.

Le Conseil d'Administration a l'honneur de convoquer Messieurs les actionnaires par le présent avis, à

l'ASSEMBLEE GENERALE ANNUELLE

qui aura lieu le 5 juin 2012 à 10.00 heures au siège social, avec l'ordre du jour suivant:

Ordre du jour:

1. Approbation des rapports du Conseil d'Administration et du Commissaire aux Comptes.
2. Approbation du bilan et du compte de profits et pertes au 31 décembre 2011, et affectation du résultat.
3. Décharge à donner aux Administrateurs et au Commissaire aux Comptes pour l'exercice de leur mandat au 31 décembre 2011.
4. Divers.

Le Conseil d'Administration.

Référence de publication: 2012056978/1023/16.

Marimur S.A., Société Anonyme.

Siège social: L-2311 Luxembourg, 3, avenue Pasteur.

R.C.S. Luxembourg B 114.179.

Le Conseil d'Administration a l'honneur de convoquer Messieurs les actionnaires par le présent avis, à

l'ASSEMBLEE GENERALE ANNUELLE

qui aura lieu le 4 juin 2012 à 10.00 heures au siège social, avec l'ordre du jour suivant:

Ordre du jour:

1. Approbation des rapports du Conseil d'Administration et du Commissaire aux Comptes.
2. Approbation du bilan et du compte de profits et pertes au 31 décembre 2011, et affectation du résultat.
3. Décharge à donner aux Administrateurs et au Commissaire aux Comptes pour l'exercice de leur mandat au 31 décembre 2011.
4. Divers.

Le Conseil d'Administration.

Référence de publication: 2012056999/1023/16.

Discovery Group of Funds, Société d'Investissement à Capital Variable.

Siège social: L-2370 Howald, 4, rue Peternelchen.

R.C.S. Luxembourg B 75.435.

In the year two thousand and twelve, on the third day of April,

Before the undersigned Maître Henri Hellinckx, notary residing in Luxembourg, Grand Duchy of Luxembourg.

Was held an extraordinary general meeting of shareholders of DISCOVERY GROUP OF FUNDS, a public limited company qualifying as an investment company with variable share capital ("the Company"), having its registered office in L-1347 Luxembourg, 6a, Circuit de la Foire Internationale.

The Company is registered with the Registre de Commerce et des Sociétés of Luxembourg under the section B and the number 75435.

The Company was incorporated pursuant to a deed of Me Marthe Thyès-Walch, then notary residing at Luxembourg, on the 17th of April 2000, published in the Mémorial C number 397 of 3 June 2000.

The articles were amended for the last time on the 30 November 2005 before Maître Jean Seckler, notary residing in Junglinster, pursuant a deed published in the Mémorial C number 1442 of 22 December 2005.

The meeting was opened at 3.00 p.m. by Mr Quentin Mallié, with professional address in Luxembourg, being in the chair.

The chairman appoints Mrs Claudia Schmidt, with professional address in Luxembourg, as secretary.

The meeting elects as scrutineer Mrs Nicole Schmidt-Troje, with professional address in Luxembourg.

The chairman then states:

A. The extraordinary general meeting convened for 28 February 2012 could not validly deliberate and vote on the proposed agenda as no quorum was reached. The present meeting was convened by notices containing the agenda sent to the shareholders by registered mail on 2 March 2012, and published in the Mémorial, in the "Luxemburger Wort" and in the "Tageblatt" on 2 March 2012 and 17 March 2012.

B. The shareholders represented, the proxies of the represented shareholders and the number of shares owned by the shareholders are shown on an attendance list which, signed by the shareholders or their proxies and by the bureau of the meeting, will remain annexed to the present deed to be filed at the same time with the registration authorities.

The proxies of the represented shareholders, signed "ne varietur" by the persons appearing and the undersigned notary, will also remain annexed to the present deed.

C. No quorum is required in order to validly hold this meeting and the resolutions on the agenda require an affirmative vote of at least two thirds (2/3) of the votes cast at the meeting.

D. Pursuant to the attendance list, 53822.5032

shares out of 105,776.1113 outstanding shares are represented.

E. Consequently, the present meeting is regularly constituted and may validly deliberate and decide upon the items of the following agenda:

1. Transfer of the registered office of the Company from its current address to 4 rue Peternelchen, L-2370 Howald (municipality of Hesperange) with effective date on 1 April 2012

2. Subsequent amendment of the Art. 4 of the articles of association of the Company

3. Ratification of the cooptation of Mr Anders Malcolm as a Director of the Company

4. Miscellaneous

After the foregoing has been approved by the general meeting, the following resolutions have been taken unanimously:

First resolution

The general meeting decides to transfer the registered office of the company from its current address to 4 rue Peternelchen, L-2370 Howald (municipality of Hesperange) with effective date on 1 April 2012.

Second resolution

The general meeting decides to amend the first sentence in the first paragraph of Article 4 of the articles of association of the Company, which, as of the 1 April 2012, will read as follows:

" **Art. 4. Registered office.** The registered office of the Company is established in Howald (municipality of Hesperange), Grand Duchy of Luxembourg".

Third resolution

The general meeting decides to ratify the cooptation of Mr Anders Malcolm as a Director of the Company.

Nothing else being on the agenda, and nobody wishing to address the meeting, the meeting was closed at 3.30 p.m.

Whereas, the present original deed was drawn up in Luxembourg, on the date named at the beginning of this document.

The undersigned notary who understands and speaks English, states herewith that at the request of the above persons appearing, the present deed is worded in English only.

The document having been read to the persons appearing, all known by the notary by their names, first names, civil status and residence, the said persons appearing signed with us, the notary, the present original deed.

Signé: Q. MALLIÉ, C. SCHMIDT, N. SCHMIDT-TROJE et H. HELLINCKX.

Enregistré à Luxembourg A.C., le 12 avril 2012. Relation: LAC/2012/16830. Reçu soixante-quinze euros (75.-EUR)

Le Receveur ff. (signé): C. FRISING.

POUR EXPEDITION CONFORME, délivrée à la société sur demande.

Luxembourg, le 16 avril 2012.

Référence de publication: 2012045121/65.

(120060485) Déposé au registre de commerce et des sociétés de Luxembourg, le 16 avril 2012.

Rockhouse Société Immobilière S.A., Société Anonyme.

Siège social: L-1143 Luxembourg, 2BIS, rue Astrid.

R.C.S. Luxembourg B 53.377.

Messieurs les actionnaires sont priés d'assister à

l'ASSEMBLEE GENERALE STATUTAIRE

des actionnaires qui se tiendra le 6 juin 2012 à 10.00 heures au siège social à Luxembourg pour délibérer de l'ordre du jour suivant:

Ordre du jour:

1. Rapport du Conseil d'Administration et du Commissaire aux Comptes
2. Approbation des bilan, compte de pertes et profits et affectation des résultats au 31.12.2011
3. Décharge aux administrateurs et au commissaire aux comptes
4. Délibération et décision sur la dissolution éventuelle de la société conformément à l'article 100 de la loi du 10 août 1915
5. Divers

Le Conseil d'Administration.

Référence de publication: 2012057069/788/18.

Generation Asset Management Sicav, Société d'Investissement à Capital Variable.

Siège social: L-2370 Howald, 4, rue Petermelchen.

R.C.S. Luxembourg B 161.763.

In the year two thousand and twelve, on the third day of April,

Before the undersigned Maître Henri Hellinckx, notary residing in Luxembourg, Grand Duchy of Luxembourg.

Was held an extraordinary general meeting of shareholders of GENERATION ASSET MANAGEMENT SICAV, a public limited company qualifying as an investment company with variable share capital ("the Company"), having its registered office in L-1347 Luxembourg, 6a, Circuit de la Foire Internationale.

The Company is registered with the Registre de Commerce et des Sociétés of Luxembourg under the section B and the number 161763

The Company was incorporated pursuant a deed of Maître Carlo Wersandt, notary residing in Luxembourg, on 21 June 2011, published in the Mémorial C, Recueil Spécial des Sociétés et Associations number 1537 of 12 July 2011.

The meeting was opened at 3.00 p.m. by Mr Quentin Mallié, with professional address in Luxembourg, being in the chair.

The chairman appoints Mrs Claudia Schmidt, with professional address in Luxembourg, as secretary.

The meeting elects as scrutineer Mrs Nicole Schmidt-Troje, with professional address in Luxembourg.

The chairman then states:

A. The extraordinary general meeting convened for 28 February 2012 could not validly deliberate and vote on the proposed agenda as no quorum was reached. The present meeting was convened by notices containing the agenda sent to the shareholders by registered mail on 2 March 2012, and published in the Mémorial, in the "Luxemburger Wort" and in the "Tageblatt" on 2 March 2012 and 17 March 2012.

B. The shareholders represented, the proxies of the represented shareholders and the number of shares owned by the shareholders are shown on an attendance list which, signed by the shareholders or their proxies and by the bureau of the meeting, will remain annexed to the present deed to be filed at the same time with the registration authorities.

The proxies of the represented shareholders, signed "ne varietur" by the persons appearing and the undersigned notary, will also remain annexed to the present deed.

C. No quorum is required in order to validly hold this meeting and the resolutions on the agenda require and affirmative vote of at least two thirds (2/3) of the votes cast at the meeting.

D. Pursuant to the attendance list, 28,810.783 shares out of 34,865.489 outstanding shares are represented.

E. Consequently, the present meeting is regularly constituted and may validly deliberate and decide upon the items of the following agenda:

1. Transfer of the registered office of the Company from its current address to 4, rue Peternelchen, L-2370 Howald (municipality of Hesperange) with effective date on 1 April 2012
2. Subsequent amendment of the Art. 4 of the articles of association of the Company
3. Miscellaneous

After the foregoing has been approved by the meeting, the following resolutions have been taken unanimously:

First resolution

The general meeting decides to transfer the registered office of the company from its current address to 4, rue Peternelchen, L-2370 Howald (municipality of Hesperange) with effective date on 1 April 2012.

Second resolution

The general meeting decides to amend the first sentence in the first paragraph of Article 4 of the articles of association of the Company, which, as of 1 April 2012, will read as follows:

" **Art. 4.** The registered office of the Corporation is established in Howald (municipality of Hesperange), in the Grand Duchy of Luxembourg".

Nothing else being on the agenda, and nobody wishing to address the meeting, the meeting was closed at 3.30 p.m.

Whereas, the present original deed was drawn up in Luxembourg, on the date named at the beginning of this document.

The undersigned notary who understands and speaks English, states herewith that at the request of the above persons appearing, the present deed is worded in English only.

The document having been read to the persons appearing, all known by the notary by their names, first names, civil status and residence, the said persons appearing signed with us, the notary, the present original deed.

Signé: Q. MALLIÉ, C. SCHMIDT, N. SCHMIDT-TROJE et H. HELLINCKX.

Enregistré à Luxembourg A.C., le 12 avril 2012. Relation: LAC/2012/16831. Reçu soixante-quinze euros (75,- EUR).

Le Receveur ff. (signé): C. FRISING.

Pour expédition conforme, délivrée à la société sur demande, aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 16 avril 2012.

Référence de publication: 2012045180/60.

(120060488) Déposé au registre de commerce et des sociétés de Luxembourg, le 16 avril 2012.

VCH, Fonds Commun de Placement.

Für den Fonds gilt das Allgemeine Verwaltungsreglement, welches am 19. April 2012 in Kraft trat. Das Verwaltungsreglement wurde beim Handels- und Gesellschaftsregister von Luxemburg hinterlegt.

Zwecks Veröffentlichung im Mémorial, Recueil des Sociétés et Associations.

Luxembourg, den 19. April 2012.

Hauck & Aufhäuser Investment Gesellschaft S.A.

Unterschriften

Référence de publication: 2012048257/11.

(120065270) Déposé au registre de commerce et des sociétés de Luxembourg, le 24 avril 2012.

VCH, Fonds Commun de Placement.

Für den Fonds gilt das Sonderreglement, welches am 19. April 2012 in Kraft trat. Das Sonderreglement wurde beim Handels- und Gesellschaftsregister von Luxemburg hinterlegt.

Zwecks Veröffentlichung im Mémorial, Recueil des Sociétés et Associations.

Luxembourg, den 19. April 2012.

Hauck & Aufhäuser Investment Gesellschaft S.A.

Unterschriften

Référence de publication: 2012048258/11.

(120065271) Déposé au registre de commerce et des sociétés de Luxembourg, le 24 avril 2012.

UniGlobal II, Fonds Commun de Placement.

Das Sonderreglement, welches am 25. April 2012 in Kraft trat, wurde beim Handels- und Gesellschaftsregister von Luxemburg hinterlegt.

Zwecks Veröffentlichung im Mémorial, Recueil des Sociétés et Associations.

Luxemburg, den 25. April 2012.

Union Investment Luxembourg S.A.

Référence de publication: 2012054751/10.

(120076669) Déposé au registre de commerce et des sociétés de Luxembourg, le 10 mai 2012.

UniGlobal II, Fonds Commun de Placement.

Das Verwaltungsreglement, welches am 25. April 2012 in Kraft trat, wurde beim Handels- und Gesellschaftsregister von Luxemburg hinterlegt.

Zwecks Veröffentlichung im Mémorial, Recueil des Sociétés et Associations.

Luxemburg, den 25. April 2012.

Union Investment Luxembourg S.A.

Référence de publication: 2012054752/10.

(120076670) Déposé au registre de commerce et des sociétés de Luxembourg, le 10 mai 2012.

Quantum Leap, Société à responsabilité limitée.

R.C.S. Luxembourg B 157.285.

Il résulte d'une lettre adressée à la société à responsabilité limitée Quantum Leap (R.C.S Luxembourg B157285) le 2 février 2012, que RBC Dexia Investor Services Bank S.A. en sa qualité d'agent domiciliataire, a dénoncé le siège social de Quantum Leap à L-1470 Luxembourg, 69, route d'Esch avec effet au 2 mai 2012.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Esch-sur-Alzette, le 11 mai 2012.

RBC Dexia Investor Services Bank S.A.

Ilias Georgopoulos / Eduard Koster

Référence de publication: 2012055857/13.

(120077705) Déposé au registre de commerce et des sociétés de Luxembourg, le 14 mai 2012.

Quantum Leap SIF-SICAV, Société en Commandite par Actions sous la forme d'une SICAV - Fonds d'Investissement Spécialisé.

R.C.S. Luxembourg B 157.291.

Il résulte d'une lettre adressée à la société en commandite par actions qualifiée de société d'investissement à capital variable - fonds d'investissement Spécialisé Quantum Leap SIF-SICAV (R.C.S Luxembourg B 157291) à l'attention du conseil de gérance de Quantum Leap le 2 février 2012, que RBC Dexia Investor Services Bank S.A., en sa qualité d'agent domiciliataire, a dénoncé le siège social de Quantum Leap SIF-SICAV à L-1470 Luxembourg, 69, route d'Esch avec effet au 2 mai 2012.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Esch-sur-Alzette, le 11 mai 2012.

RBC Dexia Investor Services Bank S.A.

Ilias Georgopoulos / Eduard Koster

Référence de publication: 2012055859/16.

(120077704) Déposé au registre de commerce et des sociétés de Luxembourg, le 14 mai 2012.

Billecart Expansion Holdings S.A., Société Anonyme.

Siège social: L-2530 Luxembourg, 4, rue Henri M. Schnadt.

R.C.S. Luxembourg B 27.288.

In the year two thousand and eleven.

On the sixteenth of November.

Before us Maître Camille MINES, notary, residing in Capellen (Grand Duchy of Luxembourg), acting as a replacement of his prevented colleague Maître Karine REUTER, notary, residing in Pétange (Grand Duchy of Luxembourg), which last one will remain an agent of the present.

Was held an extraordinary general meeting of the shareholders of the company BILLECART EXPANSION HOLDINGS S.A., having its registered office in L-2530 Luxembourg, 4, rue Henri Schnadt, registered at the register of commerce and companies of Luxembourg, under the number B 27.288 (NIN 1988 4000 214),

Incorporated by deed established by the notary Tom METZLER, residing in Luxembourg-Bonnevoie, on the January 18th, 1988, published in the Mémorial C Recueil des Sociétés et Associations Number 90 of April 6th, 1988, and which articles of incorporation have been amended as follows:

- by deed of the said notary Tom METZLER on March 24th, 1989, published in the Mémorial C Recueil des Sociétés et Associations Number 205 of July 26th, 1989;

- by deed of the said notary Tom METZLER on May 27th, 1991, published in the Mémorial C Recueil des Sociétés et Associations Number 447 of November 28th, 1991;

- by deed of the notary Edmond SCHROEDER, then residing in Mersch, on January 10th, 1996, published in the Mémorial C Recueil des Sociétés et Associations Number 171 of April 5th, 1996;

- by deed of the notary Gérard LECUIT, then residing in Hesperange, acting on behalf of his colleague the said notary Edmond SCHROEDER, on March 31st, 1999, published in the Mémorial C Recueil des Sociétés et Associations Number 497 of June 29th, 1999.

The corporate capital has been converted into Euro pursuant to a decision taken by the ordinary general meeting on the December 14th, 2001, published in the Mémorial C Recueil des Sociétés et Associations Number 1751 of December 9th, 2002.

The articles of incorporation have been amended for the last time by deed of the undersigned notary on April 30th, 2009, published in the Mémorial C Recueil des Sociétés et Associations number 1076 of May 28th, 2009.

The corporate capital is set at two million three hundred seventy-eight thousand four hundred thirty-nine Euro twenty-one Cents (€ 2,378,439.21), represented by forty-seven thousand nine hundred seventy-three (47,973) shares having a par value of forty-nine point five thousand seven hundred eighty-seven Euro (€ 49.5787) each.

The meeting is presided by Ms Céline FREY, residing professionally in Bezannes,

who appoints as secretary Ms Astrid WAGNER, residing professionally in Luxembourg.

The meeting elects as scrutineer Mr Celestino AMORE, residing professionally in London.

The bureau of the meeting having thus been constituted, the chairman declares and requests the notary to state that:

I.- The agenda of the meeting is the following:

1) Change of the company's name.

2) Amendment of the company's purpose in order to correspond to the relevant legal rules pursuant to the adoption of the law of December 22th, 2006 amending the law of July 31st, 1929 on the tax regulation of financial holding companies, to give it the following reading:

Art. 3. The purpose of the Company is the holding of participations, in any form whatsoever, in Luxembourg or foreign entities and any other form of investment, the acquisition by purchase, subscription or in any other manner, as well as the transfer by sale, exchange or otherwise of securities of any kind and the management, control and development of its portfolio.

The Company may further purchase, sell, rent and manage any real estate property in the Grand Duchy of Luxembourg or abroad.

An additional purpose of the Company is to guarantee, grant loans or otherwise assist the companies in which it holds a direct or indirect participation or which form part of the same group of companies as the Company.

The Company may carry out, for its own account as well as for the account of third parties, any commercial, industrial or financial activities which it may deem useful in accomplishment of these purposes or which are directly or indirectly linked to it.

3) Restatement of the articles of incorporation of the company

4) Miscellaneous

II. There has been established an attendance list, showing the shareholders present and represented and the number of their shares, which, after being signed by the shareholders or their proxies and by the Bureau of meeting, will be registered with this deed together with the proxies "ne varietur" by the proxy holders and the notary.

III. The present extraordinary general meeting has been convened by publications containing the agenda and the text of the amendments in:

- the "Mémorial C": Number 1886 of August 18, 2011 and Number 1977 of August 27, 2011.

- the "Lëtzebuurger Journal" on the 19th of August 2011 and on the 27th of August 2011.

- by registered mail sent to the registered shareholders on the 8th of November 2011.

IV. It appears from the attendance list, that from the forty-seven thousand nine hundred seventy-three (47.973) shares issued, forty-five thousand two hundred fifty-two (45.252) shares are present or represented at the meeting, the meeting is therefore regularly constituted and can validly deliberate on the agenda, of which the shareholders have been informed by the meeting.

V. After deliberation, the following resolutions were unanimously taken:

First resolution

It is proposed to change the company's name into Champagne, Domaines et Châteaux S.A. and therefore to amend article 1 of the articles of incorporation to give it the following reading:

" **Art. 1.** There exists a company under the name of Champagne, Domaines et Châteaux S.A."

This resolution is not adopted:

In favour: 24.568 votes

Against: 20.684 votes

Abstain: none

Second resolution

It is proposed to amend the company's purpose in order to correspond to the relevant legal rules pursuant to the adoption of the law of December 22, 2006 amending the law of July 31, 1929 on the tax regulation of financial holding companies.

Article 3 of the articles of incorporation would therefore have the following reading:

" **Art. 3.** The purpose of the Company is the holding of participations, in any form whatsoever, in Luxembourg or foreign entities and any other form of investment, the acquisition by purchase, subscription or in any other manner, as well as the transfer by sale, exchange or otherwise of securities of any kind and the management, control and development of its portfolio.

The Company may further purchase, sell, rent and manage any real estate property in the Grand Duchy of Luxembourg or abroad.

An additional purpose of the Company is to guarantee, grant loans or otherwise assist the companies in which it holds a direct or indirect participation or which form part of the same group of companies as the Company.

The Company may carry out, for its own account as well as for the account of third parties, any commercial, industrial or financial activities which it may deem useful in accomplishment of these purposes or which are directly or indirectly linked to it."

This resolution is not adopted

In favour: 24.568 votes

Against: 20.684 votes

Abstain: none

Third resolution

It is proposed to restate the articles of incorporation of the company as follows:

Art. 1. There is hereby established among the subscribers and all those who may become owners of the shares hereafter created, a company under the name of "Champagne, Domaines et Châteaux S.A."

Art. 2. The registered office is established in Luxembourg.

Branches or other offices may be established either in the Grand Duchy of Luxembourg or abroad by resolution of the Board of Directors.

In the event that the Board of Directors determines that extraordinary political, economic or social developments occur or are imminent that would interfere with the normal activities of the company at its registered office or with the ease of communications with such office or between, such office and persons abroad, the registered office may be temporarily transferred abroad, until the complete cessation of these abnormal circumstances. Such temporary measures shall have no effect on the nationality of the company which notwithstanding the temporary transfer of the registered office, will remain a Luxembourg company.

Art. 3. The purpose of the Company is the holding of participations, in any form whatsoever, in Luxembourg or foreign entities and any other form of investment, the acquisition by purchase, subscription or in any other manner, as well as the transfer by sale, exchange or otherwise of securities of any kind and the management, control and development of its portfolio.

The Company may further purchase, sell, rent and manage any real estate property in the Grand Duchy of Luxembourg or abroad.

An additional purpose of the Company is to guarantee, grant loans or otherwise assist the companies in which it holds a direct or indirect participation or which form part of the same group of companies as the Company.

The Company may carry out, for its own account as well as for the account of third parties, any commercial, industrial or financial activities which it may deem useful in accomplishment of these purposes or which are directly or indirectly linked to it.

Art. 4. The company is established for an unlimited duration.

Art. 5. The corporate capital is set at two million three hundred seventy-eight thousand four hundred thirty-nine Euro twenty-one Cents (€ 2,378,439.21), divided into forty-seven thousand nine hundred seventy-three (47,973) shares with a par value of forty-nine point five thousand seven hundred eighty-seven Euro (€ 49.5787).

Art. 6. The shares will be either in the form of registered or in the form of bearer shares, at the option of shareholders with the exception of those shares for which law prescribes the registered.

The company may also issue multiple share certificates.

Art. 7. The company shall be managed by a Board of Directors composed of at least three members, who need not be shareholders.

The directors shall be elected by the shareholders' meeting which shall determine their number.

Each shareholder representing more than 10 (ten) percent of the capital of the company shall be entitled to present a list of at least one (1) candidate and one (1) director shall be elected among this list by the shareholders' meeting. Each shareholder representing more than $\frac{1}{3}$ rd (one third) of the capital of the company shall be entitled to present a list of at least two (2) candidates and two (2) directors shall be elected among this list by the shareholders' meeting.

The directors shall be elected for a maximum period of six years and they shall be reeligible.

In the event of a vacancy in the office of director, the remaining directors and the statutory auditor may meet and elect, by majority vote, a director to fill such a vacancy until the next meeting of shareholders.

Art. 8. The Board of Directors shall choose among its members a chairman.

The Board of Directors shall meet upon call by the chairman. A meeting of the Board must be convened if any two directors so require.

The chairman shall preside at all meetings of shareholders and of the Board of Directors, but in his absence the general meeting of the Board will appoint another director as chairman pro tempore by vote of the majority present at such meeting.

The meetings of the Board of Directors may be held in English. Translators may attend the meeting at the request of any director. Remarks made in English during board meetings shall be recorded in English in the minutes thereof.

Written notices of any meeting of the Board of Directors shall be given to all directors at least eight days in advance of the day set for such meeting, except in circumstances of emergency in which case the nature of such circumstances shall be set forth in the notice of meeting. The notice will indicate the place of the meeting and the agenda thereof.

This notice may be waived by the consent in writing or by cable or telegram or telex or telefax of each director. No separate notice shall be required for meetings held at times and places prescribed in a schedule previously adopted by resolution of the Board of Directors.

Any director may act at any meeting of the Board of Directors by appointing in writing or by cable or telegram or telex or telefax another director as his proxy.

The Board of Directors can deliberate or act validly only if at least a majority of the directors is present or represented.

Decisions shall be taken by a majority of the votes of the directors present or represented at such meeting.

However, decisions relating directly or indirectly to the following items shall require the approval by at least one director elected upon the nomination by a shareholder representing more than $\frac{1}{3}$ rd (one third) of the capital of the company:

- a) reorganisation or change of the nature or scope of the business of the company;
- b) incorporation of any subsidiary or acquisition of shares in any company;
- c) disposal of the whole or any substantial part of the undertaking or assets of the company;
- d) participation by the company in, or termination of any participation in, any partnership or joint-venture;
- e) declaration or payment of any dividend or any other distribution;
- f) granting any guarantee or indemnity (including to shareholders or directors of the company);
- g) subscription to any loan;
- h) granting of any loan or granting any credit (including to shareholders or directors of the company);
- i) prepayment of any loan;
- j) change of the auditors of the company;
- k) change of the company's currently applicable accounting principles except as directly resulting from legal requirements;

- l) creation or redemption of any mortgage, charge, debenture or other security;
- m) initiation of any settlement of any legal or arbitration proceedings;
- n) entry into any agreement which cannot be terminated by the company without penalty within 12 months of its commencement; and
- o) enter into any abnormal or unusual contract or commitment, including any which:
 - a. is outside the ordinary course of business;
 - b. is unlikely to be profitable;
 - c. is of a long-term nature;
 - d. would have extended payment terms; or
 - e. would involve a total outlay over the term of the contract in excess of EUR 15,000 (fifteen thousand Euros);

In case of emergency, a written decision, signed by all the directors, is proper and valid as though it had been adopted at a meeting of the Board of Directors which was duly convened and held. Such a decision can be documented in a single document or in several separate documents having the same content.

Art. 9. The minutes of any meeting of the Board of Directors shall be signed by the chairman of the meeting and by any other director. The praxis will remain attached thereto.

Copies or extracts of such minutes which may be produced in judicial proceedings or otherwise shall be signed by the chairman of the Board or by any two directors.

Art. 10. The Board of Directors is invested with the broadest powers to perform all acts necessary or useful for accomplishing the company's object. All powers not expressly reserved by law or by the present Articles to the general meeting of shareholders are in the competence of the Board of Directors.

The Board of Directors may delegate the daily management of the company and the representation of the company within such daily management to one or more directors, officers, executives, employees or other persons who may but need not be shareholders or delegate special powers or proxies, or entrust determined permanent or temporary functions to persons or agents chosen by it.

Delegation of daily management to a member of the Board is subject to previous authorization by the general meeting of shareholders.

Art. 11. The company will be bound by the joint signatures of any two directors. The Board of Directors may also decide that the company shall be bound in any different manner determined, and within the limits and powers so conferred by the Board.

Art. 12. The supervision of the operations of the company is entrusted to one or more auditors who need not be shareholders.

The auditors shall be elected by the shareholders' meeting for a maximum period of six years and they shall be reeligible.

Art. 13. There shall be pledged to the company, on behalf of each auditor, one share of the capital of the company as a guarantee of the proper performance of his duties to the company.

Art. 14. The shareholders' meeting, regularly constituted, shall represent the entire body of shareholders. Subject to the provisions of article 10 it shall have the broadest powers to order, carry out or ratify acts relating to the operations of the company.

Art. 15. The annual meeting of shareholders shall be held in Luxembourg at the place specified in the convening notices, on the last Friday of June at 11.30 a.m.. If such day is a legal holiday, the general meeting will be held on the next following business day.

Shareholders' meetings, including the statutory annual meeting, may be held abroad if, in the judgement of the Board of Directors, which shall be final, circumstances of force majeure so require.

Each share is entitled to one vote. A shareholder may act at any meeting of shareholders by appointing in writing or by cable or telegram or telex or telefax as his proxy another person who need not be a shareholder.

The Board of Directors may determine all other conditions that must be fulfilled in order to take part in a shareholders' meeting.

Art. 16. Shareholders shall meet upon call by the Board of Directors or the auditor or auditors made in the forms provided for by

If all of the shareholders are present or represented at a shareholders' meeting and if they state that they have been informed of the agenda of the meeting, the meeting may be held without prior notice.

Art. 17. Except as otherwise required by law, the resolutions shall be taken irrespectively of the number of shares represented, by a simple majority of votes.

Copies or extracts of the minutes of the meeting to be produced in judicial proceedings or otherwise shall be signed by the chairman of the Board or by any two directors.

Art. 18. The accounting year of the company shall begin on the first of January of each year and shall terminate on the last day of December such year with the exception of the first accounting year which shall begin on the date of the formation of the company and shall terminate on the last day of December 1988.

The Board of Directors draws up the balance sheet and the profit and loss account together with a report on the operations of the company at least one month before the date of the annual general meeting to the statutory auditor who will make a report containing his comments on such documents.

Art. 19. From the annual net profits of the company five per cent shall be allocated to the reserve required by law. This allocation shall cease to be required as soon and as long as such surplus reserve amounts to ten per cent of the value capital of the company.

The general meeting may decide to attribute the whole or part of the remainder to a reserve or to a provision reserve, or to carry it forward or to distribute it to its shareholders.

Subject to the conditions fixed by law, the Board of Directors may pay out an advance payment on dividends. The Board fixes the amount and the date of payment of any such advance payment.

Art. 20. In the event of a dissolution of the company, liquidation shall be carried out by one or several liquidators who may be physical persons or legal entities appointed by the general meeting of shareholders which shall determine their powers and their compensation.

Art. 21. The articles of incorporation shall be amended according to the conditions as to the majority and the quorum such as defined by the law of August 10th, 1915, on commercial companies, as amended.

Art. 22. All matters not expressly governed by these Articles shall be determined in accordance with the Companies Act 1915 and the amendments hereto.

This resolution is not adopted:

In favour: 20.684 votes

Against: 24.568 votes

Abstain: none

As nothing remains on the agenda, the president hereby calls the meeting closed.

Costs

The aggregate amount of the costs, expenditures, remunerations or expenses, in any form whatsoever, which the corporation incurs or for which it is liable by reason of its organization, is approximately two thousand and five hundred euro (2,500 €).

Towards the notary, all the parts and signatory of the present recognize in common and inseparably held by the payment of expenses and fees ensuing from present.

Whereof, the present notarial deed was drawn up in Capellen, on the day named at the beginning of this document.

The undersigned notary, who understands and speaks English, states herewith that on request of the above appearing parties, the present deed is worded in English, followed by a French version. On request of the same appearing persons and in case of divergences between the English and the French text, the English version will prevail.

The document having been read to the appearing persons, all of whom are known to the notary by names, Christian names, civil status and residences the said persons signed together with the notary the present deed.

Suit la traduction française du texte qui précède:

L'an deux mil onze, le seize novembre.

Pardevant Maître Camille MINES, notaire de résidence à Capellen, agissant en remplacement de son collègue empêché de Maître Karine REUTER, notaire de résidence à Pétange (Grand-Duché de Luxembourg), laquelle dernière nommée restera dépositaire de la minute.

S'est réunie l'assemblée générale extraordinaire des actionnaires de la société BILLECART EXPANSION HOLDINGS S.A., établie et ayant son siège à L-2530 Luxembourg, 4 rue Henri Schnadt, inscrit au registre de commerce et des sociétés de Luxembourg, sous le numéro B 27.288 (NIN 1988 4000 214),

constituée suivant acte reçu par Maître Tom METZLER, de résidence à Luxembourg-Bonnevoie, en date du 18 janvier 1988, publiée au Mémorial C, Recueil des Sociétés et Associations, numéro 90 du 6 avril 1988, et dont les articles des statuts ont été modifiés suivant:

- acte reçu par le prédit notaire Tom METZLER, en date du 24 mars 1989, publié au Mémorial C, Recueil des Sociétés et Associations, numéro 205 du 26 juillet 1989;

- acte reçu par le prédit notaire Tom METZLER, en date du 27 mai 1991, publié au Mémorial C, Recueil des Sociétés et Associations, numéro 447 du 28 novembre 1991;

- acte reçu par le notaire Edmond SCHROEDER, alors de résidence à Mersch, en date du 10 janvier 1996, publié au Mémorial C, Recueil des Sociétés et Associations, numéro 447 du 28 novembre 1991;

- acte reçu par le notaire Gérard LECUIT, alors de résidence à Hesperange, agissant pour son collègue Maître Edmond SCHROEDER, en date du 31 mars 1999, publié au Mémorial C, Recueil des Sociétés et Associations, numéro 497 du 29 juin 1999.

Le capital social a été converti en Euros suivant décision prise lors de l'assemblée ordinaire du 14 décembre 2001, publiée au Mémorial C, Recueil des Sociétés et Associations, numéro 1751 du 9 décembre 2002.

Les statuts ont été modifiés pour la dernière fois par le notaire soussigné en date du 30 avril 2009, publiés au Mémorial C, Recueil des Sociétés et Associations, numéro 1076 du 28 mai 2009.

Le capital social émis s'élève à la somme de deux millions trois cent soixante-dix-huit mille quatre cent trente-neuf euros vingt et un cents (2.378.439,21€), représenté par quarante-sept mille neuf cent soixante-treize (47.973) actions d'une valeur nominale de quarante-neuf virgule cinq mille sept cent quatre-vingt-sept euros (49,5787€) chacune.

L'assemblée est présidée par Madame Céline FREY, demeurant professionnellement à Bezannes, qui choisit comme secrétaire Madame Astrid WAGNER, demeurant professionnellement à Luxembourg, L'Assemblée choisit comme scrutateur Monsieur Celestino AMORE, demeurant professionnellement à Londres. Le bureau ainsi constitué, le Président expose et prie le notaire instrumentant d'acter:

I.- Que l'ordre du jour est conçu comme suit:

1) Changement de la dénomination de la société

2) Modification de l'objet social de la société afin de le rendre conforme aux règles légales applicables suite à l'adoption de la loi du 22 décembre 2006 abrogeant la loi modifiée du 31 juillet 1929 sur le régime fiscal des sociétés de participations financières en lui donnant la teneur suivante:

« **Art. 3.** La société a pour objet la participation, sous quelque forme que ce soit, dans toutes entreprises commerciales, industrielles, financières ou autres, luxembourgeoises ou étrangères, l'acquisition de tous titres et droits par voie de participation, d'apport, de souscription, de prise ferme ou d'option d'achat, de négociation et de toute autre manière, et notamment l'acquisition de brevets et licences, leur gestion et leur mise en valeur, l'octroi aux entreprises auxquelles elle s'intéresse, de tous concours, prêts, avances ou garanties, enfin toute activité et toutes opérations généralement quelconques, se rattachant directement ou indirectement à son objet.

D'une façon générale, la société peut prendre toutes mesures et faire toutes opérations qu'elle jugera utiles à l'accomplissement et au développement de son objet, notamment en empruntant en toutes monnaies, par voie d'émission et d'obligations et en prêtant aux sociétés dont il est question à l'alinéa précédent.

La société pourra faire en outre toutes opérations commerciales, industrielles et financières, tant mobilières qu'immobilières dans tous secteurs, qui peuvent lui paraître utiles à l'accomplissement de son objet.»

3) Refonte des statuts de la société

4) Divers

II. Qu'il a été établi une liste de présence renseignant les actionnaires présents et représentés ainsi que le nombre d'actions qu'ils détiennent, laquelle liste après avoir été signée par les membres du bureau et «ne varietur» par le notaire instrumentant restera annexée au présent acte pour être formalisée avec lui.

III. Que la présente assemblée générale extraordinaire a été convoquée par des publications contenant l'ordre du jour, insérées dans:

- dans le Mémorial C, numéro 1886 du 18 août 2011 et numéro 1977 du 27 août 2011;
- dans le «Lëtzeburger Journal» en date du 19 août 2011 et le 27 août 2011;
- par recommandé avec accusé de réception envoyé aux actionnaires en date du 8 novembre 2011.

IV. Qu'il résulte de ladite liste de présente, que des quarante-sept mille neuf cent soixante-treize (47.973) actions, quarante-cinq mille deux cent cinquante-deux (45.252) actions sont présentes ou dûment représentées à la présente assemblée générale extraordinaire, laquelle par conséquent est régulièrement constituée et peut délibérer valablement sur les objets portés à l'ordre du jour.

V. Après délibération, les résolutions suivant ont été prises à l'unanimité:

Première résolution

Il est proposé de changer la dénomination de la société en «Champagne, Domaines et Châteaux S.A.» et par conséquent de modifier l'article 1^{er} des statuts, qui aura dorénavant la teneur suivante:

« **Art. 1^{er}.** Entre les souscripteurs et tous ceux qui deviendront par la suite propriétaires des actions créées, il est formé par les présentes une société anonyme sous la dénomination de «Champagne, Domaines et Château S.A.».

Cette résolution n'est pas adoptée:

Pour: 24.568 votes

Contre: 20.684 votes

Abstention: aucune

Seconde résolution

Il est proposé de changer l'objet social de la société et par conséquent décide de modifier l'article 3 des statuts, pour lui donner dorénavant la teneur suivante:

« **Art. 3.** La société a pour objet la participation, sous quelque forme que ce soit, dans toutes entreprises commerciales, industrielles, financières ou autres, luxembourgeoises ou étrangères, l'acquisition de tous titres et droits par voie de participation, d'apport, de souscription, de prise ferme ou d'option d'achat, de négociation et de toute autre manière, et notamment l'acquisition de brevets et licences, leur gestion et leur mise en valeur, l'octroi aux entreprises auxquelles elle s'intéresse, de tous concours, prêts, avances ou garanties, enfin toute activité et toutes opérations généralement quelconques, se rattachant directement ou indirectement à son objet.

D'une façon générale, la société peut prendre toutes mesures et faire toutes opérations qu'elle jugera utiles à l'accomplissement et au développement de son objet, notamment en empruntant en toutes monnaies, par voie d'émission et d'obligations et en prêtant aux sociétés dont il est question à l'alinéa précédent.

La société pourra faire en outre toutes opérations commerciales, industrielles et financières, tant mobilières qu'immobilières dans tous secteurs, qui peuvent lui paraître utiles à l'accomplissement de son objet..»

Cette résolution n'est pas adoptée:

Pour: 24.568 votes

Contre: 20.684 votes

Abstention: aucune

Troisième résolution

Il est proposé la refonte des statuts de la société qui aura la teneur suivante:

Art. 1^{er}. Entre les souscripteurs et tous ceux qui deviendront par la suite propriétaires des actions créées, il est formé par les présentes une société anonyme sous la dénomination de « Champagne, Domaines et Château S.A.

Art. 2. Le siège social est établi à Luxembourg.

Des succursales et autres bureaux peuvent être établis aussi bien dans le Grand-Duché de Luxembourg qu'à l'étranger par décision du Conseil d'Administration.

Au cas où le Conseil d'Administration estime que des événements extraordinaires d'ordre politique, économique ou social, de nature à compromettre l'activité normale au siège social ou sa communication aisée avec ce siège ou entre ce siège et des personnes se trouvant à l'étranger se produiront ou seront imminents, le siège social pourra être transféré provisoirement à l'étranger jusqu'à cessation complète de ces circonstances anormales. Ces mesures provisoires n'auront aucun effet sur la nationalité de la société, laquelle, nonobstant ce transfert provisoire du siège, restera luxembourgeoise.

Art. 3. La société a pour objet la participation, sous quelque forme que ce soit, dans toutes entreprises commerciales, industrielles, financières ou autres, luxembourgeoises ou étrangères, l'acquisition de tous titres et droits par voie de participation, d'apport, de souscription, de prise ferme ou d'option d'achat, de négociation et de toute autre manière, et notamment l'acquisition de brevets et licences, leur gestion et leur mise en valeur, l'octroi aux entreprises auxquelles elle s'intéresse, de tous concours, prêts, avances ou garanties, enfin toute activité et toutes opérations généralement quelconques, se rattachant directement ou indirectement à son objet.

D'une façon générale, la société peut prendre toutes mesures et faire toutes opérations qu'elle jugera utiles à l'accomplissement et au développement de son objet, notamment en empruntant en toutes monnaies, par voie d'émission et d'obligations et en prêtant aux sociétés dont il est question à l'alinéa précédent.

La société pourra faire en outre toutes opérations commerciales, industrielles et financières, tant mobilières qu'immobilières dans tous secteurs, qui peuvent lui paraître utiles à l'accomplissement de son objet.

Art. 4. La société est constituée pour une durée illimitée.

Elle peut être dissoute à tout moment par décision de l'assemblée générale statuant dans les formes prescrites pour les modifications des statuts.

Art. 5. Le capital social est fixé à deux millions trois cent soixante-dix-huit mille quatre cent trente-neuf Euros vingt et un Cents (€ 2.378.439,21), représenté par quarante-sept mille neuf cent soixante-treize (47.973) actions d'une valeur nominale de quarante-neuf virgule cinq mille sept cent quatrevingt-sept Euros (€ 49,5787) chacune.

Art. 6. Les actions seront nominatives ou au porteur, au choix de l'actionnaire, sauf celles pour lesquelles la loi prescrit la forme nominative.

La société peut également créer des certificats d'actions multiples.

Art. 7. La société est administrée par un Conseil d'Administration composé de trois membres au moins, qui n'ont pas besoin d'être actionnaires.

Les administrateurs sont élus par l'assemblée générale des actionnaires qui fixe leur nombre.

Tout actionnaire détenant plus que 10 (dix) pour cent du capital de la société a le droit de représenter une liste d'au moins 1 (un) candidat et 1 (un administrateur sera élu sur cette liste par l'assemblée générale.

Chaque actionnaire représentant plus d'un tiers (1/3) du capital de la société a le droit de présenter une liste avec au moins deux (2) candidats et deux (2) administrateurs seront élus sur cette liste par l'assemblée générale.

Ils sont élus pour une période de six ans au plus et ils sont rééligibles.

En cas de vacance d'une place d'administrateur, le Conseil Général peut, par un vote majoritaire, procéder à la coopération d'un nouvel administrateur pour combler cette vacance jusqu'à la prochaine assemblée générale des actionnaires.

Art. 8. Le Conseil d'Administration choisit parmi ses membres un président.

Le Conseil d'Administration se réunit sur la convocation du président. Une réunion du Conseil doit être convoquée lorsque deux administrateurs le demandent.

Le président présidera toutes les assemblées générales et toutes les réunions du Conseil d'Administration, mais en son absence l'assemblée générale ou le Conseil d'Administration désignera à la majorité un autre administrateur pour présider ces réunions.

Les réunions du conseil d'administration peuvent être tenues en anglais.

Des traducteurs peuvent participer aux réunions à la demande de tout administrateur des remarques faites en anglais durant les réunions du conseil d'administration seront reprises en anglais dans le procès-verbal.

Avis écrit de toute réunion du Conseil sera donné à tous les administrateurs au moins huit jours avant la date prévue pour la réunion, sauf s'il y a urgence, auquel cas la nature et les motifs de cette urgence seront mentionnés dans l'avis de convocation pour la réunion.

Il pourra être fait abstraction d'une convocation à la suite de l'assentiment par écrit ou par câble, télégramme, par télex ou par télécopieur de chaque administrateur. Une convocation spéciale ne sera pas requise pour des réunions se tenant à une date et à un endroit déterminés dans un calendrier préalablement adopté par résolution du Conseil.

Tout administrateur pourra se faire représenter aux réunions du Conseil en désignant par écrit, par câble, par télégramme, par télex ou par télécopieur un autre administrateur comme son mandataire.

Le Conseil ne pourra délibérer et agir valablement que si au moins deux administrateurs sont présents.

Les décisions sont prises à la majorité des voix des administrateurs présents ou représentés lors de la réunion.

Néanmoins, des décisions directement ou indirectement en rapport avec les points suivants requièrent l'approbation par au moins un administrateur élu par nomination par un actionnaire représentant plus qu'un tiers (1/3) du capital de la société.

- a) réorganisation ou changement de la nature ou du champ d'activité de la société;
- b) constitution de toute filiale ou acquisition d'actions dans toute société;
- c) vente de tout ou d'une partie substantielle des actifs ou avoirs de la société;
- d) participation de la société dans, ou cession d'une participation dans, toute association ou joint-venture;
- e) déclaration ou paiement de tout dividende ou tout autre distribution;
- f) donner toute garantie ou indemnité (même à des actionnaires ou administrateurs de la société);
- g) souscription à tout prêt;
- h) accorder des prêts (même à des actionnaires ou administrateurs de la société);
- i) remboursement de tout prêt;
- j) changement du commissaire aux comptes/réviseur de la société;
- k) changement des principes comptables actuellement applicables, sauf si ces changements résultent des obligations légales;
- l) création ou rachat de toute hypothèque, charge, obligations ou autre sûreté;
- m) initiative de toute transaction dans le cadre de procédures arbitrales;
- n) signer tout contrat qui ne peut pas être résilié par la société dans les (12) douze premiers mois après signature du contrat;
- o) signer des contrats ou engagements anormaux ou inusuels, y inclus tout contrat qui:
 - a. dépasse le cours normal des activités de la société;
 - b. est peu probable d'être profitable
 - c. est de nature de longue durée;
 - d. prévoit des échelonnements de paiements; ou
 - e. engendrait une dépense totale sur le terme des contrats dépassant EUR 15.000 (quinze mille euros).

En cas d'urgence, le Conseil pourra approuver des résolutions par vote circulaire, signé par tous les administrateurs, qui seront valables comme si elles avaient été adoptées lors d'une réunion du Conseil d'Administration dûment convoquée et tenue. Ces décisions peuvent être documentées dans un ou plusieurs documents séparés ayant le même contenu.

Art. 9. Les procès-verbaux des réunions du Conseil seront signés par le président de la réunion ou par un autre administrateur. Les procurations resteront annexées aux procès-verbaux.

Les copies ou extraits des procès-verbaux destinés à servir en justice ou ailleurs seront signés par le président du Conseil d'Administration ou par deux administrateurs.

Art. 10. Le Conseil d'Administration a les pouvoirs les plus larges pour accomplir tous les actes nécessaires ou utiles à la réalisation de l'objet social. Tous pouvoirs qui ne sont pas expressément réservés par la loi ou par les présents statuts à l'assemblée générale des actionnaires sont de la compétence du Conseil.

Il peut déléguer la gestion journalière des affaires de la société, ainsi que la représentation de la société en ce qui concerne cette gestion à un ou plusieurs administrateurs, directeurs, gérants, employés ou autres personnes, actionnaires ou non, ou déléguer des pouvoirs spéciaux ou des procurations, octroyer des fonctions temporaires ou permanentes à des personnes ou agents de son choix.

La délégation de la gestion journalière à un membre du Conseil d'Administration est subordonnée à l'autorisation préalable de l'assemblée générale.

Art. 11. La société est engagée par les signatures conjointes de deux administrateurs. En outre, le Conseil d'Administration peut décider que la société sera encore engagée de toute autre manière arrêtée par lui et ce dans les limites des pouvoirs ainsi conférés.

Art. 12. Les opérations de la société sont surveillées par un ou plusieurs commissaires aux comptes, actionnaires ou non.

Les commissaires aux comptes sont nommés par l'assemblée générale pour une durée qui ne pourra pas dépasser six ans et ils sont rééligibles.

Art. 13. En garantie de l'exécution de leur mandat, il est affecté pour chaque administrateur et pour chaque commissaire aux comptes une action de la société.

Art. 14. L'assemblée générale, régulièrement constituée, représente l'ensemble des actionnaires. Sous réserve des dispositions de l'article 10 des statuts, elle a les pouvoirs les plus larges pour ordonner, exécuter ou ratifier les actes ayant trait aux opérations de la société.

Art. 15. L'assemblée générale annuelle se réunit de plein droit le dernier vendredi du mois de juin à 11.30 heures à Luxembourg à l'endroit spécifié dans les convocations. Si ce jour est un jour férié légal, l'assemblée générale a lieu le premier jour ouvrable qui suit.

Chaque action donne droit à une voix. Un actionnaire peut prendre part aux assemblées générales.

Art. 16. Les assemblées des actionnaires seront convoquées par le Conseil ou le ou les commissaires aux comptes dans les formes prévues par la loi.

Si tous les actionnaires sont présents ou représentés à une assemblée d'actionnaires et s'ils déclarent avoir eu connaissance de l'ordre du jour de l'assemblée, celle-ci peut se tenir sans convocation préalable.

Art. 17. Sauf en cas de modification des statuts, les décisions seront prises quelque soit le nombre d'actions représentées, à la majorité simple.

Les copies ou extraits des procès-verbaux des assemblées générales à produire en justice ou ailleurs sont signés par le président du Conseil ou par deux administrateurs.

Art. 18. L'année sociale commence le premier jour du mois de janvier et finit le dernier jour du mois de décembre de chaque année, à l'exception du premier exercice social qui commence le jour de la constitution de la société et finit le dernier jour du mois de décembre 1988.

Art. 19. Sur les bénéfices nets de la société il sera prélevé cinq pour cent pour la formation d'un fonds de réserve légale. Ce prélèvement cesse d'être obligatoire lorsque et aussi longtemps que la réserve légale atteindra le dixième du capital social.

L'assemblée générale peut décider d'attribuer la totalité ou une part du solde à un compte de réserve ou de provision ou de le reporter à nouveau ou de le distribuer aux actionnaires.

Le Conseil d'Administration peut procéder à un versement d'acomptes sur dividendes dans les conditions prévues par la loi. Le Conseil d'Administration déterminera le montant ainsi que la date de paiement des acomptes sur dividendes.

Art. 20. En cas de dissolution de la société, la liquidation s'effectuera par un ou plusieurs liquidateurs, personnes physiques ou morales, nommés par l'assemblée générale des actionnaires qui déterminera leurs pouvoirs et leurs émoluments.

Art. 21. Les statuts peuvent être modifiés selon les conditions de majorité et de quorum telles que définies par la loi du 10 août 1915 sur les sociétés commerciales, telle que modifiée.

Art. 22. Toutes les questions qui ne sont pas régies expressément par les présents Statuts seront tranchées en application de la Loi sur les Sociétés de 1915 et aux lois modificatives.

Cette résolution n'est pas adoptée:

Pour: 20.684 votes

Contre: 24.568 votes

Abstention: aucune

Plus rien ne figurant à l'ordre du jour, la présente assemblée générale est close.

Frais

Les parties comparantes évaluent le montant des frais, dépenses, rémunérations et charges, sous quelque forme que ce soit, qui incombent à la société ou qui sont mis à sa charge à raison de sa constitution, sont évalués à la somme de deux mille cinq cents euros (2.500,-€). A l'égard du notaire instrumentaire, toutes les parties comparantes et/ou signataires des présentes se reconnaissent solidairement et indivisiblement tenues du paiement des frais, dépenses et honoraires découlant des présentes.

Dont acte, fait et passé à Capellen, date qu'en tête des présentes.

Le notaire instrumentant, qui connaît la langue anglaise, déclare par la présente qu'à la demande des comparants ci avant, le présent acte est rédigé en langue anglaise suivi d'une version française; à la demande des même comparants, et qu'en cas de divergences entre le texte anglais et le texte français, la version anglaise prévaudra.

Lecture du présent acte faite et interprétation donnée aux comparants connus du notaire instrumentaire par leur nom, prénom usuel, état et demeure, ils ont signé avec Nous notaire le présent acte.

Signé: FREY, WAGNER, AMORE, MINES.

Enregistré à Esch/Alzette Actes Civils, le 22 novembre 2011. Relation: EAC/2011/15518. Reçu soixante-quinze euros 75,00€.

Le Receveur (signé): SANTIONI.

POUR EXPEDITION CONFORME.

Pétange, le 23 novembre 2011

Référence de publication: 2012047579/518.

(120064125) Déposé au registre de commerce et des sociétés de Luxembourg, le 23 avril 2012.

Generali Real Estate Luxembourg, Société à responsabilité limitée.

Capital social: EUR 250.000,00.

Siège social: L-2520 Luxembourg, 5, allée Scheffer.

R.C.S. Luxembourg B 148.471.

Il résulte d'un contrat de cession de parts sociales en date du 13 avril 2012 que Assicurazioni Generali S.p.A., associé unique de la Société, a transféré 100% de ses parts sociales détenues dans la Société à Generali Real Estate S.p.A, une société anonyme de droit italien immatriculée au Registre du Commerce et des Sociétés de Trieste sous le numéro 00312080328 et ayant son siège social 1 Piazza Duca Degli Abruzzi, 34132 Trieste, Italie.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 11 mai 2012.

Référence de publication: 2012055649/14.

(120078145) Déposé au registre de commerce et des sociétés de Luxembourg, le 14 mai 2012.

Tuscani S.A., Société Anonyme.

Siège social: L-8009 Strassen, 117, route d'Arlon.

R.C.S. Luxembourg B 119.507.

RECTIFICATIF

Il y a lieu de corriger comme suit la première ligne de l'en-tête des actes publiés dans le Mémorial C n° 1375 du 6 juillet 2007, page 65957, C n° 1461 du 16 juillet 2007, page 70089, C n° 1610 du 1^{er} août 2007, page 77238, C n° 1737 du 17 août 2007, page 83340, C n° 2316 du 16 octobre 2007, page 111167, C n° 2317 du 16 octobre 2007, page 111176, C n° 2590 du 14 novembre 2007, page 124274, C n° 2662 du 16 juillet 2007, page 127736, C n° 2792 du 4 décembre 2007, page 133972, C n° 2947 du 19 décembre 2007, page 141412, C n° 842 du 7 avril 2008, page 40379, C n° 920 du 15 avril 2008, page 44134, C n° 1771 du 18 juillet 2008, page 84973, C n° 1911 du 5 août 2008, page 91692, C n° 2412 du 2 octobre 2008, page 115730, C n° 2583 du 22 octobre 2008, page 123963, C n° 757 du 8 avril 2009, page 36304, C n° 802 du 15 avril 2009, page 38464, C n° 879 du 24 avril 2009, page 42179, C n° 1399 du 21 juillet 2009, page 67119, C n° 1506 du 5 août 2009, page 72254, C n° 698 du 2 avril 2010, page 33467, C n° 754 du 12 avril 2010, page 36159, C n° 1501 du 22 juillet 2010, page 72009, C n° 2839 du 28 décembre 2010, page 136228, C n° 56 du 12 janvier 2011, page 2647, C n° 134 du 22 janvier 2011, page 6404, C n° 601 du 31 mars 2011, page 28804, C n° 669 du 8 avril 2011, page

32069, C n° 2089 du 8 septembre 2011, page 100234, C n° 2296 du 28 septembre 2011, page 110202, C n° 3152 du 22 décembre 2011, page 151289, C n° 921 du 10 avril 2012, page 44178, C n° 994 du 18 avril 2012, page 47675:

au lieu de : "Tuscani S.A., Société Anonyme de Titrisation",

lire: "Tuscani S.A., Société Anonyme".

Référence de publication: 2012056793/1267/22.

IKB Partner Fonds, Fonds Commun de Placement.

Der Verwaltungsrat des Fonds "IKB-Partner-Fonds" hat am 11. Mai 2012 entschieden, den Fonds gemäß Artikel 14 des Verwaltungsreglements mit Wirkung zum 18. Mai 2012 zu liquidieren.

Die Depotbank wird Liquidationserlöse unter den Anteilhabern des Fonds nach deren Anspruch verteilen.

Liquidationserlöse die nicht zugeteilt werden können, werden von der Depotbank für Rechnung der berechtigten Anteilhaber bei der Caisse de Consignation in Luxemburg hinterlegt, wo diese Beträge verfallen, wenn sie nicht innerhalb der gesetzlichen Frist dort angefordert werden.

Universal-Investment-Luxembourg S.A.

Référence de publication: 2012057103/267/11.

Labrusca Fund, Société d'Investissement à Capital Variable.

Siège social: L-2370 Howald, 4, rue Peternelchen.

R.C.S. Luxembourg B 152.323.

In the year two thousand and twelve, on the third day of April.

Before the undersigned Maître Henri Hellinckx, notary residing in Luxembourg, Grand Duchy of Luxembourg.

Was held an extraordinary general meeting of shareholders of LABRUSCA FUND, a public limited company qualifying as an investment company with variable share capital ("the Company"), having its registered office in L-1347 Luxembourg, 6a, Circuit de la Foire Internationale.

The Company is registered with the Registre de Commerce et des Sociétés of Luxembourg under the section B and the number 152323.

The Company was incorporated pursuant a deed Henri Hellinckx, then notary residing in Luxembourg, on 9 April 2010, published in the Mémorial C, Recueil Spécial des Sociétés et Associations number 808 of 20 April 2010.

The meeting was opened at 3.00 p.m. by Quentin Mallié, with professional address in Luxembourg, being in the chair.

The chairman appoints Mrs Claudia Schmidt, with professional address in Luxembourg, as secretary.

The meeting elects as scrutineer Mrs Nicole Schmidt-Troje, with professional address in Luxembourg.

The chairman then states:

A. The extraordinary general meeting convened for 28 February 2012 could not validly deliberate and vote on the proposed agenda as no quorum was reached. The present meeting was convened by notices containing the agenda sent to the shareholders by registered mail on 2 March 2012, and published in the Mémorial, in the "Luxemburger Wort" and in the "Tageblatt" on 2 March 2012 and 17 March 2012.

B. The shareholders represented, the proxies of the represented shareholders and the number of shares owned by the shareholders are shown on an attendance list which, signed by the shareholders or their proxies and by the bureau of the meeting, will remain annexed to the present deed to be filed at the same time with the registration authorities.

The proxies of the represented shareholders, signed "ne varietur" by the persons appearing and the undersigned notary, will also remain annexed to the present deed.

C. No quorum is required in order to validly hold this meeting and the resolutions on the agenda require an affirmative vote of at least two thirds (2/3) of the votes cast at the meeting.

D. Pursuant to the attendance list, 2,003,255.7 shares out of 7,746,599.672 outstanding shares are represented.

E. Consequently, the present meeting is regularly constituted and may validly deliberate and decide upon the items of the following agenda:

1. Transfer of the registered office of the Company from its current address to 4, rue Peternelchen, L-2370 Howald (municipality of Hesperange) with effective date on 1 April 2012

2. Subsequent amendment of the Art. 4 of the articles of association of the Company

3. Miscellaneous

After the foregoing has been approved by the general meeting, the following resolutions have been taken unanimously:

First resolution

The general meeting decides to transfer the registered office of the Company from its current address to 4, rue Peternelchen, L-2370 Howald (municipality of Hesperange) with effective date on 1 April 2012.

Second resolution

The general meeting decides to amend the first sentence in the first paragraph of Article 4 of the articles of association of the Company, which, as of the 1 April 2012, will read as follows:

" **Art. 4.** The registered office of the Corporation is established in Howald (municipality of Hesperange), in the Grand Duchy of Luxembourg".

Nothing else being on the agenda, and nobody wishing to address the meeting, the meeting was closed at 3.30 p.m.

Whereas, the present original deed was drawn up in Luxembourg, on the date named at the beginning of this document.

The undersigned notary who understands and speaks English, states herewith that at the request of the above persons appearing, the present deed is worded in English only.

The document having been read to the persons appearing, all known by the notary by their names, first names, civil status and residence, the said persons appearing signed with us, the notary, the present original deed.

Signé: Q. MALLIÉ, C. SCHMIDT, N. SCHMIDT-TROJE et H. HELLINCKX.

Enregistré à Luxembourg A.C., le 12 avril 2012. Relation: LAC/2012/16833. Reçu soixante-quinze euros (75,- EUR).

Le Receveur ff. (signé): C. FRISING.

POUR EXPEDITION CONFORME, délivrée à la société sur demande, aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 16 avril 2012.

Référence de publication: 2012045259/59.

(120060500) Déposé au registre de commerce et des sociétés de Luxembourg, le 16 avril 2012.

Partner Fonds Europa Renten, Fonds Commun de Placement - Fonds d'Investissement Spécialisé.

Der Verwaltungsrat des Fonds "Partner Fonds Europa Renten" hat am 11. Mai 2012 entschieden, den Teilfonds "Partner Fonds Europa Renten II" gemäß Artikel 14 des Verwaltungsreglements mit Wirkung zum 18. Mai 2012 zu liquidieren.

Die Depotbank wird Liquidationserlöse unter den Anteilhabern des Fonds nach deren Anspruch verteilen.

Liquidationserlöse die nicht zugeteilt werden können, werden von der Depotbank für Rechnung der berechtigten Anteilhaber bei der Caisse de Consignation in Luxemburg hinterlegt, wo diese Beträge verfallen, wenn sie nicht innerhalb der gesetzlichen Frist dort angefordert werden.

Universal-Investment-Luxembourg S.A.

Référence de publication: 2012057138/267/11.

Norron SICAV, Société d'Investissement à Capital Variable.

Siège social: L-2370 Howald, 4, rue Peternelchen.

R.C.S. Luxembourg B 158.534.

In the year two thousand and twelve, on the third day of April.

Before the undersigned Maître Henri Hellinckx, notary residing in Luxembourg, Grand Duchy of Luxembourg.

Was held an extraordinary general meeting of shareholders of NORRON SICAV, a public limited company qualifying as an investment company with variable share capital ("the Company"), having its registered office in L-1347 Luxembourg, 6a, Circuit de la Foire Internationale.

The Company is registered with the Registre de Commerce et des Sociétés of Luxembourg under the section B and the number 158534.

The Company was incorporated pursuant a deed of Maître Henri Hellinckx, then notary residing in Luxembourg, on 25 January 2011, published in the Mémorial C, Recueil Spécial des Sociétés et Associations number 249 of 8 February 2011.

The meeting was opened at 3.00 p.m. by Mr Quentin Mallié, with professional address in Luxembourg, being in the chair.

The chairman appoints Mrs Claudia Schmidt, with professional address in Luxembourg, as secretary.

The meeting elects as scrutineer Mrs Nicole Schmidt-Troje, with professional address in Luxembourg.

The chairman then states:

A. The extraordinary general meeting convened for 28 February 2012 could not validly deliberate and vote on the proposed agenda as no quorum was reached. The present meeting was convened by notices containing the agenda sent to the shareholders by registered mail on 2 March 2012, and published in the Mémorial, in the "Luxemburger Wort" and in the "Tageblatt" on 2 March 2012 and 17 March 2012.

B. The shareholders represented, the proxies of the represented shareholders and the number of shares owned by the shareholders are shown on an attendance list which, signed by the shareholders or their proxies and by the bureau of the meeting, will remain annexed to the present deed to be filed at the same time with the registration authorities.

The proxies of the represented shareholders, signed "ne varietur" by the persons appearing and the undersigned notary, will also remain annexed to the present deed.

C. No quorum is required in order to validly hold this meeting and the resolutions on the agenda require an affirmative vote of at least two thirds (2/3) of the votes cast at the meeting.

D. Pursuant to the attendance list, 4,269,542.40 shares out of 13,445,334.998 outstanding shares are represented.

E. Consequently, the present meeting is regularly constituted and may validly deliberate and decide upon the items of the following agenda:

1. Transfer of the registered office of the Company from its current address to 4, rue Peternelchen, L-2370 Howald (municipality of Hesperange) with effective date on 1st April 2012
2. Subsequent amendment of the Art. 4 of the articles of association of the Company
3. Ratification of the cooptation of Mr Anders Malcolm as a Director of the Company
4. Miscellaneous

After the foregoing has been approved by the general meeting, the following resolutions have been taken unanimously:

First resolution

The general meeting decides to transfer the registered office of the Company from its current address to 4, rue Peternelchen, L-2370 Howald (municipality of Hesperange) with effective date on 1 April 2012.

Second resolution

The general meeting decides to amend the first sentence in the first paragraph of Article 4 of the articles of association of the Company, which, as of 1 April 2012, will read as follows:

" **Art. 4.** The registered office of the Corporation is established in Howald (municipality of Hesperange), in the Grand Duchy of Luxembourg".

Third resolution

The general meeting decides to ratify the cooptation of Mr Anders Malcolm as a Director of the Company.

Nothing else being on the agenda, and nobody wishing to address the meeting, the meeting was closed at 3.30 p.m.

Whereas, the present original deed was drawn up in Luxembourg, on the date named at the beginning of this document.

The undersigned notary who understands and speaks English, states herewith that at the request of the above persons appearing, the present deed is worded in English only.

The document having been read to the persons appearing, all known by the notary by their names, first names, civil status and residence, the said persons appearing signed with us, the notary, the present original deed.

Signé: Q. MALLIÉ, C. SCHMIDT, N. SCHMIDT-TROJE et H. HELLINCKX.

Enregistré à Luxembourg A.C., le 12 avril 2012. Relation: LAC/2012/16834. Reçu soixante-quinze euros (75,- EUR).

Le Receveur ff. (signé): C. FRISING.

POUR EXPEDITION CONFORME, délivrée à la société sur demande, aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 16 avril 2012.

Référence de publication: 2012045335/64.

(120060503) Déposé au registre de commerce et des sociétés de Luxembourg, le 16 avril 2012.

BAYVK Immobilien-Dachfonds 1, Fonds Commun de Placement.

Das Verwaltungsreglement betreffend den Fonds BAYVK Immobilien-Dachfonds 1, welcher von der Universal-Investment-Luxembourg S.A. verwaltet wird, wurde beim Handels- und Gesellschaftsregister von Luxemburg hinterlegt.

Zwecks Veröffentlichung im Mémorial, Recueil des Sociétés et Associations.

Luxembourg, den 7. Mai 2012.

Für die Gesellschaft

Universal-Investment-Luxembourg S.A.

Unterschrift

Référence de publication: 2012052932/12.

(120073711) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 mai 2012.