MEMORIAL

Journal Officiel
du Grand-Duché de
Luxembourg

MEMORIAL

Amtsblatt
des Großherzogtums
Luxemburg

RECUEIL DES SOCIETES 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° 2685 **28 octobre 2013**

SOMMAIRE

Eurofins Scientific SE, Société Européenne.

Capital social: EUR 1.488.135,00.

Siège social: L-2530 Luxembourg, 10A, rue Henri M. Schnadt.

R.C.S. Luxembourg B 167.775.

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Assemblée Générale Extraordinaire de la masse des porteurs d'obligations au titre de l'emprunt obligataire subordonné de dernier rang Deeply Subordinated Fixed to Floating Rate Bonds d'un montant en principal de €150.000.000 émis le 23 janvier 2013 - Code ISIN XS 0881803646 - (" TSSDI 2013 ")

L'Assemblée Générale Extraordinaire des porteurs de TSSDI 2013 (Code ISIN XS 0881803646) réunie le *24 octobre 2013* au siège social de la Société, n'a pu délibérer, faute de quorum, sur l'ordre du jour suivant:

Ordre du jour:

- Approbation de la modification de l'article 2 des statuts de la Société relatif à l'objet social telle qu'approuvée par l'assemblée générale ordinaire et extraordinaire des actionnaires du 16 avril 2013 visant à préciser le champ des activités de la Société sans changement de l'activité elle-même ;
- Pouvoirs.

En conséquence, les porteurs de TSSDI 2013 sont informés qu'ils sont à nouveau convoqués en Assemblée Générale Extraordinaire le 28 novembre 2013, à 11 heures 30 (heure de Luxembourg), au siège social 10A, rue Henri M. Schnadt, L-2530, Luxembourg, à l'effet de délibérer sur le même ordre du jour.

Si vous ne pouvez pas assister à l'Assemblée, vous pouvez soit donner procuration soit voter par correspondance. Le formulaire unique de procuration et vote par correspondance, qui doit parvenir au siège social de la Société trois jours au moins avant l'Assemblée, est disponible ainsi que le rapport du conseil d'administration et le texte des résolutions, au siège de la Société ou sur son site internet http://www.eurofins.fr/fr-fr/informations-financieres/information-juridique.aspx

Le Conseil d'Administration.

Référence de publication: 2013148423/25.

Lemon Finance S.A., Société Anonyme.

Siège social: L-1471 Luxembourg, 412F, route d'Esch.

R.C.S. Luxembourg B 130.722.

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Les actionnaires sont convoqués par le présent avis à

l'ASSEMBLEE GENERALE STATUTAIRE

qui se tiendra exceptionnellement le *15 novembre 2013* à 13:00 heures au siège social, avec l'ordre du jour suivant:

Ordre du jour:

1. Rapport de gestion du Conseil d'Administration et rapport du Commissaire aux Comptes
2. Approbation des comptes annuels et affectation des résultats au 31 décembre 2012
3. Ratification de la cooptation d'un Administrateur
4. Décharge aux Administrateurs et au Commissaire aux Comptes
5. Délibération et décision sur la dissolution éventuelle de la société conformément à l'article 100 de la loi modifiée du 10 août 1915 sur les sociétés commerciales
6. Discussion quant à l'avenir de la société au vu des difficultés financières rencontrées par la filiale
7. Divers

Le Conseil d'Administration.

Référence de publication: 2013149022/795/19.

Interfab SPF, S.A., Société Anonyme - Société de Gestion de Patrimoine Familial.

Siège social: L-1471 Luxembourg, 412F, route d'Esch.

R.C.S. Luxembourg B 29.278.

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Les actionnaires sont convoqués par le présent avis à

l'ASSEMBLEE GENERALE STATUTAIRE

qui se tiendra exceptionnellement le *15 novembre 2013* à 11:00 heures au siège social, avec l'ordre du jour suivant:

Ordre du jour:

1. Rapport de gestion du Conseil d'Administration et rapport du Commissaire aux Comptes

2. Approbation des comptes annuels et affectation des résultats au 31 décembre 2012
3. Ratification de la cooptation d'un Administrateur
4. Décharge spéciale à l'administrateur démissionnaire pour l'exercice de son mandat jusqu'à la date de sa démission
5. Décharge aux Administrateurs et au Commissaire aux Comptes
6. Divers

Le Conseil d'Administration.

Référence de publication: 2013149023/795/17.

GNA, Société Anonyme - Société de Gestion de Patrimoine Familial.

Siège social: L-1653 Luxembourg, 2, avenue Charles de Gaulle.

R.C.S. Luxembourg B 85.481.

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The shareholders are hereby convened to attend the

STATUTORY GENERAL MEETING

which is going to be held extraordinarily on *18 November 2013* at 14.00 o'clock at the head office, with the following agenda:

Agenda:

1. Submission of the annual accounts and of the reports of the board of directors and of the statutory auditor;
2. Approval of the annual accounts and allocation of the results as at 31 December 2010;
3. Discharge to the directors and to the statutory auditor;
4. Elections.
5. Miscellaneous.

The board of directors.

Référence de publication: 2013149024/534/17.

I.F.G. International Food Group S.A., Société Anonyme Soparfi.

Siège social: L-2121 Luxembourg, 231, Val des Bons-Malades.

R.C.S. Luxembourg B 151.644.

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We hereby give you notice of an

EXTRAORDINARY GENERAL MEETING

of Shareholders of the Company that will be held in front of a Notary on *13th November 2013* at 11.00 a.m. (local time) at the registered office of the Company at which the following Agenda will be considered:

Agenda:

1. Increase of the Company's share capital by a maximum of € 3.000.000.- to raise it from € 100.000.000.- to a maximum of € 103.000.000.- by the creation and issue of a maximum of 30.000 new shares with a nominal value of € 100.- each.
   Subscription and paying up by cash.
2. Subsequent amendments of Article 3 of the Company's Articles of Incorporation.

The Board of Directors.

Référence de publication: 2013148422/17.

Barjac S.A., Société Anonyme.

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

R.C.S. Luxembourg B 153.867.

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Les actionnaires de la Société sont priés d'assister à

l'ASSEMBLEE GENERALE ORDINAIRE

des actionnaires qui se tiendra extraordinairement au siège social de la société, le vendredi *8 novembre 2013* à 11.30 heures, à l'effet de délibérer sur l'ordre du jour suivant:

Ordre du jour:

1. Lecture du rapport du commissaire sur les comptes de l'exercice social clos le 31 décembre 2012 et approbation desdits comptes annuels;
2. Affectation du résultat des comptes annuels de l'exercice social clos le 31 décembre 2012;
3. Quitus aux administrateurs et au commissaire;

4. Décision à prendre dans le cadre de l'article 100 de la loi sur les sociétés commerciales;
5. Questions diverses.

Les actionnaires sont informés que les points 1 à 3 de l'ordre du jour de l'assemblée ne requièrent aucun quorum et que les décisions seront prises à la majorité simple des voix des actionnaires présents ou représentés.

L'assemblée ne pourra par contre délibérer valablement sur le point 4 de l'ordre du jour que si la moitié au moins du capital social est présente ou représentée et la décision, pour être valable, devra réunir les deux tiers au moins des voix des actionnaires présents ou représentés.

Le Conseil d'Administration.

Référence de publication: 2013143147/23.

Everest Investors S.A., Société Anonyme.

Siège social: L-1628 Luxembourg, 7A, rue des Glacis.

R.C.S. Luxembourg B 120.607.

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Messieurs, Mesdames, les actionnaires,

Nous avons l'honneur de vous informer que vous êtes convoqués, le 5 novembre 2013, à dix heures, au siège social, en

ASSEMBLEE GENERALE ORDINAIRE

tenue extraordinairement, à l'effet de délibérer sur l'ordre du jour suivant:

Ordre du jour:

- Lecture des rapports du Conseil d'Administration et du Commissaire aux Comptes sur les comptes de l'exercice clos le 31 décembre 2011, approbation desdits comptes, décharge aux administrateurs et au Commissaire aux Comptes,
- Affectation du résultat,
- Questions diverses

Le Conseil d'Administration.

Référence de publication: 2013143926/18.

Condor Trading S.A., Société Anonyme.

Siège social: L-1628 Luxembourg, 7A, rue des Glacis.

R.C.S. Luxembourg B 81.304.

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Nous avons l'honneur d'informer les actionnaires qu'ils sont convoqués le *5 novembre 2013* , à neuf heures, au siège social, en

ASSEMBLEE GENERALE ORDINAIRE

tenue extraordinairement, à l'effet de délibérer sur l'ordre du jour suivant:

Ordre du jour:

- Lecture des rapports du Conseil d'Administration et du Commissaire aux Comptes sur les comptes de l'exercice clos le 31 décembre 2011, approbation desdits comptes, décharge aux administrateurs et au Commissaire aux Comptes,
- Affectation du résultat,
- Questions diverses.

Le Conseil d'Administration.

Référence de publication: 2013143927/17.

DB, Société d'Investissement à Capital Variable.

Siège social: L-1115 Luxembourg, 2, boulevard Konrad Adenauer.

R.C.S. Luxembourg B 180.809.

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STATUTES

In the year two thousand and thirteen, on the twenty-seventh of September.

Before Us, Maître Karine REUTER, notary residing in Pétange (Grand Duchy of Luxembourg).

There appeared:

DWS Investment S.A., having its registered office in L-1115 Luxembourg, 2 Boulevard Konrad Adenauer, registered with the Luxembourg trade and companies register under number B25.754, here duly represented by Christiane HOFFRANZEN, professionally residing in Luxembourg, 2, boulevard Konrad Adenauer,

by virtue of a power of attorney; this proxy, after having been initialed and signed "ne varietur" by the appearing party and the undersigned notary, shall remain attached to the present deed to be filed at the same time with the registration authorities.

Such appearing party has requested the officiating notary to enact the following articles of association of a company which it declares to establish as follows:

Art. 1. The company.

1.1 There is hereby established a company under the name of DB (hereinafter the Company).

1.2 The Company is an open-ended investment company with variable capital ("Société d'Investissement à Capital Variable" or SICAV). The Company may offer the investor one or more sub-funds (umbrella structure) at its own discretion. The aggregate of the sub-funds produces the umbrella fund. In relation to third parties, the assets of a sub-fund are only liable for the liabilities and payment obligations involving such sub-fund. Additional sub-funds may be established and/or one or more existing sub-funds may be dissolved or merged at any time. Each sub-fund will be invested in accordance with the investment objective and policy applicable to that sub-fund, the investment objective, policy (including acting as a feeder sub-fund or master sub-fund in the meaning of chapter 9 of the 2010 Act (as defined below)), as well as the risk profile and other specific features of each sub-fund are set forth in the sales prospectus of the Company (the Sales Prospectus).

1.3 One or more classes of shares can be offered to the investor within each sub-fund (multi-share-class construction). The aggregate of the share classes produces the sub-fund. Additional classes of shares may be established and/or one or more existing share classes may be dissolved or merged at any time. Share classes may be consolidated into categories of shares.

1.4 The contractual rights and obligations of shareholders are set forth in these Articles, the current version of which, together with changes thereto, are published in the "Memorial, Recueil des Sociétés et Associations", the official gazette of the Grand Duchy of Luxembourg (Mémorial). By purchasing a share, the shareholder accepts these Articles and all approved changes to them.

1.5 The Company is established for an indeterminate time.

Art. 2. Purpose of the company.

2.1 The purpose of the Company is the acquisition, sale and management of transferable securities and other permissible assets, based on the principle of risk-spreading. In doing so, the Company operates on the basis and within the scope of the provisions of Part I of the law of 17 December 2010 on undertakings for collective investment in transferable securities, as amended (the 2010 Act).

Art. 3. Registered office.

3.1 The registered office of the Company is in Luxembourg. In the event of existing or imminent extraordinary political, economic or social developments that would interfere with the Company's business activity or with communication with the Company's registered office, the Board of Directors may temporarily transfer the Company's registered office abroad. Such a temporary transfer shall have no effect on the Company's nationality; it will remain a Luxembourg company.

Art. 4. The shareholders' meeting.

4.1 The Shareholders' Meeting represents the entire body of shareholders, regardless of which particular sub-fund a shareholder has invested in. It shall have the power to take decisions on all matters pertaining to the Company. Resolutions passed at a Shareholders' Meeting on matters pertaining to the Company as a whole shall be binding upon all shareholders.

4.2 The General Shareholders' Meeting is held at the Company's registered office, or at any other place determined in advance, on every fourth Wednesday in April of each year at 11:30 a.m. In years when such fourth Wednesday in April falls on a bank holiday, the General Shareholders' Meeting will be held on the next bank business day. Shareholders may appoint proxies to represent them at a Shareholders' Meeting.

4.3 Resolutions are passed by simple majority of the shares represented in person or by proxy and actually voted at the meeting. In all other aspects, the Law on Trading Companies of 10 August 1915 as amended (the 1915 Act) shall apply. Subject to Article 9.3(e) each share of any share class is entitled to one vote, in accordance with Luxembourg law and these Articles.

4.4 Other Shareholders' Meetings are held at such place and time as may be specified in the respective notices of meeting.

4.5 The Board of Directors may convene a Shareholder's Meeting. Invitations to Shareholders' Meetings are published in the Mémorial, in a Luxembourg newspaper and in other newspapers, if that is considered appropriate by the Board of Directors. If all shareholders are represented in person or by proxy and have confirmed that they are aware of the agenda, the requirement for a formal invitation may be waived.

4.6 The Board of Directors may determine all other conditions that must be fulfilled by shareholders in order to attend any meeting of shareholders. To the extent permitted by law, the convening notice to a Shareholders' Meeting may provide that the quorum and majority requirements will be assessed against the number of shares issued and outstanding at midnight (Luxembourg time) on a relevant day prior to the relevant meeting (the Record Date) as further stipulated in the Sales Prospectus, in which case, the right of any shareholder to participate in the meeting will be determined by reference to his/her/its holding as at the Record Date.

Art. 5. The board of directors.

5.1 The Company shall be managed by a board of directors (the Board of Directors) composed of not less than three members; members of the Board of Directors need not be shareholders of the Company. Directors are elected for a period of up to five years; they can be removed at any time by resolution adopted at a Shareholders' Meeting. Directors can be re-elected. If a Director separates from the Board of Directors before the end of his term of office, the remaining Directors may designate a temporary successor, whose appointment must be confirmed by the next Shareholders' Meeting.

5.2 The Board of Directors shall have the authority to conduct all transactions and perform all actions it deems necessary or expedient in furtherance of the purpose of the Company. It shall be responsible for all matters pertaining to the Company, excepting those reserved for the Shareholders' Meeting by law or by these Articles.

5.3 The Board of Directors can appoint on its own responsibility one or more fund managers and/or investment advisors for the day-to-day implementation of the investment policy.

5.4 The Board of Directors shall choose a chairman to preside at all Board meetings.

5.5 The Board of Directors can act validly only if the majority of Directors are present or represented at a meeting of the Board of Directors. A Director may appoint another Director as his proxy to represent him at a Board meeting. In circumstances of emergency, Board resolutions may be adopted by letter, telegram, fax or telex. Resolutions by the Board of Directors shall be adopted by a majority of votes. In the event of a tied vote, the chairman of the Board of Directors shall have the casting vote.

Resolutions by the Board of Directors can also be adopted in the form of circular resolutions with identical contents which are signed by all directors as single copies or in duplicate."

5.6 The Company will generally be legally bound by the joint signatures of at least two Directors.

5.7 The Board of Directors may delegate its powers to individual Directors or third parties for the purpose of conducting all or part of the day-to-day management of the Company. Delegation to individual Directors requires the consent of the Shareholders' Meeting.

5.8 The minutes of any meeting of the Board of Directors shall be signed by the chairman who presided at such meeting. Proxies shall be attached to the minutes.

5.9 No contract or other legal transaction between the Company and any other company or legal entity shall be affected or invalidated by the fact that any one or more of the Directors or officers of the Company is individually interested in, or is a Director, partner, shareholder, officer or employee of such other company or legal entity.

5.10 In the event that any Director or officer of the Company may have any personal interest in any legal transaction of the Company, such Director or officer shall make known to the Board of Directors such personal interest and shall not consider or vote on any such transaction, and such an event shall be reported to the next succeeding Shareholders' Meeting.

5.11 The term "personal interest" shall not include any relationship with or interest in any matter or transaction involving a company that is part of the Deutsche Bank Group, or such other company or legal entity as may from time to time be determined by the Board of Directors at its discretion.

Art. 6. Share capital and Shares.

6.1 The capital of the Company shall be represented by bearer and/or registered shares of no nominal value and shall at any time be equal to the sum of the net values of the Company's individual sub-funds ("Company net assets").

6.2 The minimum capital of the Company is EUR 1,250,000.00, which will be reached within six months after the establishment of the Company, being provided that Shares of a Target Sub-fund held by a cross-investing Sub-fund (as defined in Article 9.3(e) below) shall not be taken into account for the purpose of the calculation of the EUR 1,250,000 minimum capital requirement.

6.3 In accordance with article 181(1) of the 2010 Act, the Board of Directors will allocate the capital of the Company to individual sub-funds.

6.4 The Board of Directors may, on receipt of payment of the issue price for the benefit of the Company, issue new Company shares in a particular share class of a sub-fund without reserving for the existing shareholders a preferential right to subscription of the shares to be issued. The Board of Directors may delegate to any Director and/or to any other duly authorized third party the authority to issue such new shares. The Company's assets held in each respective sub-fund are invested in securities and other legally permissible assets in accordance with the investment policy of that sub-fund as determined by the Board of Directors and taking into consideration the investment restrictions provided for by law or adopted by the Board of Directors.

6.5 The issue price of new shares issued shall be equal to the net asset value per share pursuant to Article 12 plus a front-end load, if any. A more detailed description of the calculation method which will be used in order to calculate the issue price of new shares can be found in the current Sales Prospectus.

Art. 7. The custodian bank.

7.1 As part of its legal obligations, the Company will enter into a custodian bank agreement with such a bank as defined by the Law of 5 April 1993 that governs access to the financial sector and its surveillance, including subsequent amendments thereto.

7.2 The custodian bank shall accept the obligations and responsibilities stipulated by the 2010 Act.

7.3 Both the custodian bank and the Company may terminate the custodian bank agreement at any time by giving three months' written notice. Such termination will be effective when the Company, with the authorization of the responsible supervisory authority, appoints another bank as custodian bank and that bank assumes the responsibilities and functions as custodian bank; until then the previous custodian bank shall continue to fulfill its responsibilities and functions as custodian bank to the full extent in order to protect the interests of the shareholders.

Art. 8. Audit.

8.1 The Company's annual financial statements shall be audited by an auditor appointed by the Board of Directors.

Art. 9. Investment policies and Restrictions.

9.1 The Board of Directors is vested with the broadest powers to perform all acts of administration and disposition in the Company's interest. All powers not expressly reserved by law or by these Articles to the Shareholders' Meeting may be exercised by the Board of Directors.

9.2 The Board of Directors has, in particular, the power to determine the corporate policy. The course of conduct of the management and business affairs of the Company shall fall under such investment restrictions as may be imposed by Part I of the 2010 Act or be laid down in the laws and regulations of those countries where the shares are offered for sale to the public or as shall be adopted from time to time by resolutions of the Board of Directors and as shall be described in any prospectus relating to the offer of shares.

9.3 In the determination and implementation of the investment policy the Board of Directors may cause the Company to comply with the following general investment restrictions, which will be further set out in the Sales Prospectus.

(a) Eligible Investments

(i) The Company's investments may consist solely of eligible investments as stipulated in article 41(1) of the 2010 Act. The term 'autre marché reglementé' (another regulated market), as referred to in article 41(1), point c) and d) of the 2010 Act, shall mean, for the purpose of these Articles, another regulated market in a country of Western or Eastern Europe, Asia, Oceania, the American continents or Africa

(ii) Each sub-fund may:

(A) invest up to 10% of its net assets in transferable securities and money market instruments other than those referred to under Article 9.3(a)(i);

(B) acquire movable and immovable property which is essential for the direct pursuit of its business; and

(C) hold liquid assets on an ancillary basis.

(b) A sub-Fund will not invest more than 10% of its NAV in shares or units of other UCITS or other UCIs.

(c) The Company is subject to the principles of risk diversification and subject to the rules set out in articles 43, 44, 45 and 46 of the 2010 Act. The Company is authorized to invest up to 100% of the net assets of a sub-fund in transferable securities and money market instruments from various offerings that are issued or guaranteed by an EU Member State or its local authorities, by another member state of the Organization for Economic Cooperation and Development (OECD), the G-20 Singaporbey another OECD Member state au lieu de OECD Member State, or by public international organizations in which one or more EU Member States are members. These securities must be divided into at least six different issues, with securities from one and the same issue not exceeding 30% of the total net assets of a sub-fund.

(d) If the Board of Directors decides to create one or more feeder sub-funds, each such feeder sub-fund will invest at least 85% and up to 100% of its assets in units of another eligible master UCITS (or sub-fund thereof) under the conditions set out by applicable law and such other conditions as set out in the Sales Prospectus.

(e) A sub-fund (the Cross-investing Sub-fund) may invest in one ore more other sub-funds (the Target Sub-fund(s)) in accordance with the provisions of article 181(8) of the 2010 Act. Voting rights, if any, attached to the relevant shares are suspended for as long as they are held by the Cross-investing Sub-fund and without prejudice to the appropriate processing in the accounts and the periodic reports.

Art. 10. Shares of the company.

10.1 Shares of the Company are documented in the form of global certificates, unless otherwise provided for in the sales documentation for the respective sub-fund.

10.2 All shares within a share class have the same rights. The rights of shareholders in different share classes within a sub-fund can differ; provided that such differences have been clarified at the time those shares were issued. Shares are issued by the Company immediately after the net asset value per share has been received for the benefit of the Company.

10.3 The Company may, on its own responsibility and in compliance with the conditions described in detail in the Sales Prospectus, accept securities as payment for a subscription ("investment in kind"), as long as the Company believes that such an action is in the interest of shareholders. The nature of the business undertaken by the enterprises whose securities are accepted as payment for a subscription must, however, be compatible with the investment policy and the investment limits of the respective sub-fund. The Board of Directors may, at its own discretion, reject any and all securities offered as payment for a subscription, without having to give reasons. All costs arising from an investment in kind shall be borne by the subscriber in their entirety. The Company's auditor must prepare a valuation report for these securities, which in particular shall specify the amounts, designations and values of the securities, as well as the valuation methods used.

10.4 The issue and redemption of shares and the distribution of dividends are performed by the Company, the transfer agent and all paying agents.

10.5 The Company accepts only one shareholder per share. In case of a joint ownership or beneficial interest the company may suspend the voting right until a person is named which represents the joint owners or beneficiaries towards the Company.

10.6 The Company may issue fractional shares. In that case the Sales Prospectus contains detailed information on the processed number of decimal places.

10.7 Every shareholder has the right to vote at all Shareholders' Meetings. The voting right may be exercised in person or by proxy. Each share is entitled to one vote. Fractional shares do not represent a voting right, but entitle for participation in the payment of dividends on a pro rata basis.

Art. 11. Restrictions on ownership of shares - Transfer of shares.

11.1 The Company may at any time and at its discretion reject a subscription application or temporarily limit, suspend or permanently discontinue the issue of shares, or may buy back shares at the redemption price, if this is deemed necessary in the interest of the shareholders or the public, or to protect the Company or the shareholders.

11.2 In this case, the Company, or the agent appointed by the Company to issue shares, will promptly refund payments on subscription applications that have not yet been executed.

Art. 12. Calculation of the net asset value per share.

12.1 The fund currency of the Company is the euro. The base currency of the sub-funds and of the share classes may be different from the fund currency.

12.2 The value of a share shall be calculated regularly, at least twice a month, for each class of shares of each sub-fund. The Company may, within the limits specified by law, delegate the calculation of the net asset value per share to third parties. The net asset value per share of each share class of each sub-fund shall be expressed in the base currency of the relevant share class of that sub-fund. It shall be determined on each valuation date, taking into consideration the following valuation rules:

12.3 First, the value of the sub-fund's net assets on the valuation date is determined by deducting the total liabilities of the sub-fund from its total assets. If only one class of shares exists for a particular sub-fund, the sub-fund's net asset value is then divided by the number of shares of the sub-fund in circulation. If more than one class of shares was issued for a particular sub-fund, the percentage of the sub-fund's net assets attributable to the individual class of shares is divided by the number of shares of that share class in circulation. The net asset value per share can be rounded up or down to the nearest unit of the respective currency, as the Board of Directors shall determine. If since the time of determination of the net asset value per share there have been a material changes in the quotations in the markets on which a substantial portion of the investments are traded or listed, the Company may, in order to safeguard the interests of shareholders and the Company, cancel the first valuation and carry out a second valuation.

12.4 The assets of the Company primarily include:

(a) securities and other investments of the Company's assets;

(b) liquid assets, including any interest accrued thereon;

(c) amounts receivable from dividends and other distributions;

(d) interest claims due and other interest on securities owned by the Company, except to the extent that they are included or reflected in the market value of such securities;

(e) formation and set-up costs of the Company, insofar as these have not yet been amortized;

(f) other assets, including expenses paid in advance.

12.5 The liabilities of the Company primarily include:

(a) loans and liabilities due, with the exception of liabilities due to subsidiaries;

(b) all liabilities resulting from the day-to-day management of the Company's assets;

(c) all other liabilities, present and future, including the amount of any declared but still unpaid dividends on Company shares;

(d) provisions for future taxes and other reserves, to the extent that they have been authorized or approved by the Board of Directors;

(e) all other liabilities of the Company of whatsoever kind and nature, except liabilities represented by shares in the Company.

12.6 Shares of the Company whose redemption has been applied for shall be treated as shares in circulation until the valuation date of such a redemption, with the redemption price being a liability of the Company until its effective payment.

12.7 Shares to be issued shall be treated as shares already issued as of the valuation date applicable for their issue price. Any unpaid issue price shall be a receivable due to the Company until receipt of payment.

12.8 The Company net assets for each sub-fund shall be calculated according to the following principles:

(a) Securities listed on an exchange are valued at the most recent available price.

(b) Securities not listed on an exchange but traded on another organized market are valued at a price no lower than the bid price and no higher than the ask price at the time of the valuation, and which the Company considers the best possible price at which the securities can be sold.

(c) In the event that such prices are not in line with market conditions, or for securities other than those covered in (a) and (b) above for which there are no fixed prices, these securities, as well as all other assets, will be valued at the current market value as determined in good faith by the Company, following generally accepted valuation principles verifiable by auditors.

(d) The liquid assets are valued at their nominal value plus interest.

(e) Time deposits may be valued at their yield value if a contract exists between the Company and the credit institution stipulating that these time deposits can be withdrawn at any time and that their yield value is equal to the realized value.

(f) All assets denominated in a currency other than that of the respective sub-fund are converted into the sub-fund currency at the most recent mean rate of exchange.

12.9 An income equalization account shall be maintained.

12.10 For large-scale redemption requests that cannot be met from the liquid assets and allowable credit facilities, the Company may determine the net asset value per share on the basis of the price on the valuation date on which it sells the necessary securities; this price shall then also apply to subscription applications submitted at the same time.

12.11 The assets shall be allocated as follows:

(a) The remuneration from the issue of shares of a share class within a sub-fund is assigned in the books of the Company to the appropriate sub-fund, and the corresponding amount will increase the percentage of that share class in the net assets of the sub-fund accordingly. Assets and liabilities, as well as income and expenses, are allocated to the respective sub-fund in accordance with the provisions contained in this Article. If such assets, liabilities, income and expenses are identified in the provisions of the Sales Prospectus as being allocated exclusively to certain specified classes of shares, they will increase or reduce the percentage of those share classes in the net assets of the sub-fund.

(b) Assets that are also derived from other assets are allocated in the books of the Company to the same sub-fund or the same class of shares as the assets from which they are derived, and at each revaluation of an asset the increase or decrease in value is allocated to the corresponding sub-fund or class of shares.

(c) If the Company enters into an obligation that is connected to a particular asset of a particular sub-fund or a particular class of shares, or to an action relating to an asset of a particular sub-fund or a particular class of shares, this liability is allocated to the corresponding sub-fund or class of shares.

(d) If an asset or a liability of the Company cannot be allocated to a particular sub-fund, that asset or liability will be allocated to all sub-funds in proportion to the net assets of the respective sub-funds or in such other manner as the Board of Directors shall determine in good faith. Because of this allocation, only the sub-fund shall generally be liable for a particular obligation, unless it has been agreed with creditors that the Company as a whole shall be liable.

(e) In the event of a distribution of dividends, the net asset value per share of the distribution share class is decreased by the amount of the distribution. This decreases the percentage of the distribution share class in the sub-fund's net assets, while at the same time increasing the percentages in the sub-fund's net assets of the share classes that do not receive distributions. The net effect of the reduction of the sub-fund's net asset value, and the corresponding increase of the percentage of the sub-fund's net assets allocated to the share classes that do not receive distributions, is that the net asset values of the non-distributing share classes are not adversely affected by any dividend distribution.

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

12.13 In the absence of bad faith, gross negligence or manifest error, every decision taken by the Board of Directors in connection with the calculation of the net asset value per share shall be final and binding on the Company, as well as on present, past and future shareholders.

Art. 13. Suspension of the issue and Redemption of shares and of calculation of the net asset value per share.

13.1 The Company shall have the right to temporarily suspend the issue and redemption of shares of one or more sub-funds, or one or more classes of shares, as well as the calculation of the net asset value per share, if and while circumstances exist that make this suspension necessary and if the suspension is justified when taking account of the interests of the shareholders, in particular:

(a) while an exchange or other regulated market on which a substantial portion of the securities of the Company are traded is closed (excluding normal weekends and holidays) or when trading on that exchange has been suspended or restricted;

(b) in an emergency, if the Company is unable to access its investments or cannot freely transfer the transaction value of its purchases or sales or calculate the net asset value per share in an orderly manner;

(c) if the assets available for acquisition on the market or the possibilities of disposing of assets of the sub-fund are limited because of the limited investment horizon of the sub-fund.

13.2 Investors who have applied for redemption of shares will be informed promptly of the suspension and will then be notified immediately once the calculation of the net asset value per share is resumed.

Art. 14. Redemption of shares.

14.1 Shareholders are entitled at any time to request the redemption of their shares. Redemption will be effected only on a valuation date, and at the net asset value per share calculated in accordance with Article 12, less a redemption fee if any. The redemption price is paid out promptly following the applicable valuation date.

14.2 The Company shall have the right, with the previous authorization of the custodian bank, to carry out substantial redemptions only once the corresponding assets of the Company have been sold without delay.

14.3 In exceptional cases, the Board of Directors may decide to accept applications for redemption in kind at the explicit request of investors. To effect a redemption in kind, the Board of Directors selects securities and instructs the custodian bank to transfer these securities into a securities account for the investor in exchange for the return of his shares. The Board of Directors shall make sure that the remaining shareholders are not adversely affected by such a redemption in kind. All costs arising from a redemption in kind shall be borne by the redeeming investor in their entirety. The Company's auditor must prepare a valuation report for these securities, which in particular shall specify the amounts, designations and values arising from this redemption in kind, as well as the valuation methods used.

14.4 The Company or an institution designated by the Company is obliged to transfer the redemption price to the country of the applicant only if this is not prohibited by law - for example by foreign exchange regulations - or by other circumstances beyond the control of the Company or an institution designated by the Company.

14.5 In the event that for any reason the value of the total net assets in any sub-fund has fallen below an amount determined by the Board of Directors to be the minimum level for such sub-fund to be operated in an economically efficient manner, or in the case of a substantial change in the political or economic situation or as a matter of economic rationalization, the Board of Directors may decide to redeem all the shares of the sub-fund at the net asset value per share (taking into consideration actual realization prices of investments and associated realization costs) calculated on the valuation date on which such decision shall take effect. The Company shall notify the holders of the shares of the sub-fund of such redemption in a timely manner. Shareholders will be informed by the Company by publication of a notice in newspapers to be determined by the Board of Directors, unless these shareholders and their addresses are known to the Company.

14.6 In a manner corresponding with Article 14.5, the Board of Directors may decide to redeem all shares of a share class at the net asset value per share (taking into consideration actual realization prices of investments and associated realization costs) calculated on the valuation date on which such decision shall take effect.

Art. 15. Exchange of shares.

15.1 The shareholders of a sub-fund may exchange part or all of their shares at any time for shares of a different sub-fund or another share class of the same sub-fund, provided that such exchanges are provided for in the sales documentation for that sub-fund and the respective share classes of that sub-fund. This exchange is effected at the net asset value per share plus an exchange commission, the amount of which shall be stated in the sales documentation.

Art. 16. Establishment, Closing and Merger of sub-funds or Share classes.

16.1 Establishment

Resolutions to establish sub-funds or Share Classes are adopted by the Board of Directors.

16.2 Closing

(a) In the cases provided for by law, the Board of Directors may resolve to dissolve the Company's assets held in a sub-fund and to pay out to shareholders the net asset value of their shares on the valuation date on which the decision takes effect. If a situation arises resulting in the dissolution of the sub-fund, the issue and redemption of shares of the respective sub-fund will be halted. On order of the Company or the liquidators appointed by the shareholders' meetings, the Custodian will divide the proceeds of the liquidation less the costs of liquidation and fees among the shareholders of the respective sub-fund according to their entitlement. The net proceeds of liquidation not collected by shareholders upon completion of the liquidation proceedings will at that time be deposited by the Custodian with the Caisse des Consignations in Luxembourg for the account of shareholders entitled to them, where such amounts will be forfeited if not claimed by the statutory deadline.

(b) Furthermore, the Board of Directors may declare the cancellation of the issued shares in such a sub-fund and the allocation of shares in another sub-fund, subject to approval by the shareholders' meeting of the shareholders of that other sub-fund, provided that for the period of one month after publication according to the provision below the sha-

reholders of the corresponding sub-fund shall have the right to demand the redemption or exchange of all or part of their shares at the applicable net asset value without additional cost.

(c) In the cases provided for by law, the Board of Directors may resolve to dissolve a share class within a sub-fund and to pay out to the shareholders of this share class the net asset value of their shares (taking into consideration the actual realization values and realization costs with respect to investments in connection with this cancellation) on the valuation date on which the decision takes effect. Furthermore, the Board of Directors may declare the cancellation of the issued shares of a share class of such a sub-fund and the allocation of shares of another share class of the same sub-fund, provided that for the period of one month after publication according to the provision below, the shareholders of the share class of the sub-fund to be cancelled shall have the right to demand the redemption or exchange of all or part of their shares at the applicable net asset value and in accordance with the procedure described in these Articles at no additional cost.

(d) The closure of the liquidation of a sub-fund shall in principle take place within a period of nine (9) months starting from the decision relating to the liquidation. At the closure of the liquidation of a sub-fund any residue shall be deposited as soon as possible at the Caisse de Consignation.

(e) All redeemed shares will be cancelled.

16.3 Merger

(a) The Company may, either as a Merging UCITS or as a Receiving UCITS (both as defined below), be subject to cross-border and domestic mergers in accordance with one or more of the merger techniques provided for in (d)(i)(A) to (C) below.

(b) The Board of Directors is competent to decide on the effective date of the merger with another UCITS.

(c) The Board of Directors may decide to merge share classes within a sub-fund. Such a merger means that the investors in the share class to be cancelled receive shares of the receiving share class, the number of which is based on the ratio of the net asset values per share of the share classes involved at the time of the merger, with a provision for settlement of fractions if necessary. The execution of the merger will be monitored by the auditor of the Company.

(d) For the sake of this paragraph:

(i) a merger means an operation whereby:

(A) one or more UCITS or sub-funds thereof (the Merging UCITS), on being dissolved without going into liquidation, transfer all of their assets and liabilities to another existing UCITS or a sub-fund thereof (the Receiving UCITS), in exchange for the issue to their unitholders of units of the Receiving UCITS and, if applicable, a cash payment not exceeding 10% of the net asset value of those units;

(B) two or more UCITS or sub-funds thereof (the Merging UCITS), on being dissolved without going into liquidation, transfer all of their assets and liabilities to a UCITS which they form or sub-fund thereof (the Receiving UCITS), in exchange for the issue to their unitholders of units of the Receiving UCITS and, if applicable, a cash payment not exceeding 10% of the net asset value of those units;

(C) one or more UCITS or sub-funds thereof (the Merging UCITS), which continue to exist until the liabilities have been discharged, transfer their net assets to another sub-fund of the same UCITS, to a UCITS which they form or to another existing UCITS or a sub-fund thereof (the Receiving UCITS);

(ii) the term unitholders/units also refers to the shareholders/shares of the Company or a sub-fund;

(iii) the term UCITS also refers to sub-funds of a UCITS; and

(iv) the term Company also refers to a sub-fund of the Company.

(e) Where the Company is merging with another UCITS (the Other UCITS), either as the Merging UCITS or the Receiving UCITS, the following rules will apply

(i) The Company will provide appropriate and accurate information on the proposed merger to its shareholders so as to enable them to make an informed judgment of the impact of the merger on their investment. This information must be provided only after the CSSF has authorized the proposed merger and at least thirty days before the last date for requesting repurchase or redemption or, as the case may be, conversion without additional charge under Article 16.3(e)(iii). The information to be provided to shareholders (which will include the particulars as set out in article 72(3), points a) to e) of the 2010 Act) will include appropriate and accurate information on the proposed merger such as to enable them to take an informed decision on the possible impact of the merger on their investment and to exercise their rights under Articles 16.3(e)(ii) and (iii).

(ii) For any merger where the Company ceases to exist, the Board of Directors' decision will be approved by the shareholders' meeting. Such merger will require the vote of shareholders in the Company subject to the quorum and majority requirements provided for amendment to these Articles. The effective date of such merger must be recorded by notarial deed.

(iii) The shareholders have the right to request, without any charge other than those retained by the UCITS to meet disinvestment costs, the repurchase or redemption of their shares or, where possible, to convert them into units in another UCITS with simi1ar investment policy and managed by the same management company or by any other company with which the management company is linked by common management or control, or by a substantial direct or indirect holding. This right will become effective from the moment that the shareholders have been informed of the proposed

merger in accordance with Article 16.3(e)(i), and will cease to exist five working days before the date for calculating the exchange ratio referred to in Article 16.3(h)(ii).

(iv) Without prejudice to Article 16.3(e)(iii), by way of derogation from articles 11, paragraph (2), and 28, paragraph (1), point b) of the 2010 Act, the Company may decide to temporarily suspend the subscription, repurchase or redemption of units, provided that any such suspension is justified for the protection of the shareholders.

(v) The custodian bank of the Company must verify the conformity of the particulars set out in article 69(1), points a), f) and g) of the 2010 Act.

(f) Where the Company is the Merging UCITS the following rules will apply:

(i) The Company will entrust its statutory auditor to validate the following:

(A) the criteria adopted for valuation of the assets and, as the case may be, the liabilities on the date for calculating the exchange ratio, as referred to in Article 16.3(h)(ii);

(B) where applicable, the cash payment per share; and

(C) the calculation method of the exchange ratio as well as the aetua1 exchange ratio determined at the date for calculating that ratio, as referred to in Article 16.3(h)(ii).

A copy of this reports shall be made available on request and free of charge to the unitholders of both the Merging UCITS and the Receiving UCITS and to their competent authorities.

(g) Where the Company is the Receiving UCITS the following rules will apply:

(i) While ensuring observance of the principle of risk-spreading, the Company is allowed to derogate from articles 43, 44, 45 and 46 of the 2010 Act for six months following the effective date of the merger.

(ii) The management company of the Company will confirm in writing to the custodian bank of the Company that the transfer of assets and, as the case may be, liabilities is complete.

(iii) The entry into effect of the merger will be made public through all appropriate means by the Company and will be notified to the CSSF and to the other competent authorities involved in the merger.

(h) The Following general rules have to be respected by the Company and the Other UCITS:

(i) The Company and the Other UCITS must draw up common draft terms of merger setting out the following particulars as stipulated in article 69(1) of the 2010 Act.

(ii) The common draft terms of the merger referred to in Article 16.3(h)(i) will determine the effective date of the merger as well as the date for calculating the exchange ratio of units of the Merging UCITS into units of the Receiving UCITS and, as the case may be, for determining the relevant net asset value for cash payments. Such dates will be after the approval, as the case may be, of the merger by unitholders of the Receiving UCITS or the Merging UCITS.

Art. 17. Shareholders' meetings in a Sub-fund.

17.1 The shareholders of a sub-fund can hold a Shareholders' Meeting at any time in order to decide on actions pertaining exclusively to that sub-fund.

17.2 The provisions of Article 4 shall apply correspondingly to such Shareholders' Meetings.

17.3 Subject to Article 9.3(e), each share is entitled to one vote in accordance with the provisions of Luxembourg law and these Articles. Shareholders may act either in person or by giving a proxy to another person who need not be a shareholder and may be a director.

17.4 Unless otherwise provided for by law or in these Articles, the resolutions of the Shareholders' Meeting of a sub-fund are passed by a simple majority of the shares represented in person or by proxy and actually voted at the Shareholders' Meeting.

17.5 Any resolution of the Shareholders' Meeting that affects the rights of the shareholders of one sub-fund in comparison with the rights of the shareholders of another sub-fund will be subject to the approval by resolution of the Shareholders' Meeting of the shareholders of the other sub-fund, and shall take into consideration the provisions of Article 68 of the 1915 Act, as amended.

Art. 18. Shareholders' meetings in a class of shares.

18.1 The shareholders of a class of shares can hold a Shareholders' Meeting at any time in order to decide on actions pertaining exclusively to that share class.

18.2 The provisions of Article 17.2 to 17.4, shall apply correspondingly to such Shareholders' Meetings.

18.3 Any resolution of the Shareholders' Meeting of a class of shares that affects the rights of the shareholders of that share class in comparison with the rights of the shareholders of another share class of this sub-fund will be subject to the approval by resolution of the Shareholders' Meeting of the shareholders of the other share class, and shall take into consideration the provisions of Article 68 of the 1915 Act, as amended.

Art. 19. Allocation of earnings.

19.1 The Board of Directors shall decide each year for each sub-fund whether a distribution will be made and in what amount. Where distribution share classes are established, one distribution generally takes place each year, unless there are insufficient earnings available for distribution. Where capitalization share classes are established, no earnings are

distributed, except as provided for in Article 19.2. Both regular net income and realized capital gains may be distributed. In addition, unrealized or retained capital gains from previous years may also be distributed. Distributions are paid out on the basis of the number of shares in circulation on the distribution date. Distributions may be paid entirely or partly in the form of bonus shares. Any remaining fractions of units may be paid out in cash or credited. Distributions not claimed within the deadlines stipulated in Article 23 shall lapse in favor of the relevant share class of the sub-fund.

19.2 The Board of Directors may elect to pay out special and interim dividends for each class of shares of a sub-fund in accordance with the law.

Art. 20. Amendment of these articles of incorporation.

20.1 These Articles may be amended entirely or partly by a Shareholders' Meeting in compliance with Luxembourg law.

20.2 Changes to these Articles shall be published in the Memorial.

Art. 21. Publications.

21.1 The net asset value per share may be obtained from the management company and all paying agents and it may be published in each distribution country through appropriate media (e.g. Internet, electronic information systems, newspapers, etc.). Issue and redemption prices in consideration of a front-end load and redemption fee may be requested from the Company, the management company, the transfer agent, and the sales agent. In addition such prices may be published in order to provide better information for the investors and to satisfy customary market practices.

21.2 The Company shall produce an audited annual report and a semi-annual report in accordance with the laws of the Grand Duchy of Luxembourg.

21.3 The Company's Articles and Sales Prospectus, key information document, as well as its annual and semi-annual reports, are available for shareholders at the registered office of the Company and at all distributing and paying agents. All agreements mentioned in the Sales Prospectus may be inspected at the registered office of the management company and at the headquarters of the respective paying agents.

Art. 22. Dissolution of the company.

22.1 The Company may be dissolved at any time by the Shareholders' Meeting. The quorum required by law is necessary in order for the resolutions to be valid.

22.2 As required by law, dissolution of the Company shall be announced by the Company in Luxembourg in accordance with the applicable legal requirements.

22.3 If a situation arises resulting in the dissolution of the Company, the issue and redemption of shares will be halted. On the instructions of the Company or, where applicable, those of the liquidators appointed by the Shareholders' Meeting, the Company will distribute the proceeds of the liquidation less the costs of liquidation and fees among the shareholders according to their claims.

22.4 The closure of the dissolution of the Company shall in principle take place within a period of nine (9) months starting from the decision relating to the liquidation. At the closure of the dissolution any residue shall be deposited as soon as possible at the Caisse de Consignation.

Art. 23. Limitation of claims.

23.1 Claims of shareholders against the Company or the custodian bank shall cease to be enforceable once a period of five years has elapsed since the claim arose.

Art. 24. Fiscal year.

24.1 The Company's fiscal year ends on 31 December of each year.

Art. 25. Applicable law, Jurisdiction.

25.1 The Articles of the Company are subject to the laws of Luxembourg. The same applies to the legal relationship between the shareholders and the Company. The Articles are filed with the District Court in Luxembourg. Any legal disputes between shareholders, the Company and the custodian bank are subject to the jurisdiction of the competent court in the judicial district of Luxembourg in the Grand Duchy of Luxembourg. The Company and the custodian bank may elect to submit themselves and the Company to the jurisdiction and law of any country where the fund's shares are offered for sale to the public, provided it involves the claims of shareholders who are resident in that country, and with regard to matters that involve the Company.

Art. 26. Other legal provisions.

26.1 In addition to these Articles, the 2010 Act, as amended, and the general provisions of the laws of Luxembourg shall apply.

Transitory provisions

The first accounting year shall begin on the date of incorporation of the Company and it shall end on 31 of December 2014. The first annual general meeting of the Shareholders shall be held in 2015.

Exceptionally, the first chairman of the Board of directors is nominated by the first general assembly.

Subscription and Payment

The issued founding shares have been subscribed by the appearing party.

The Shares have all been fully paid up by payment in cash without share premium, so that the amount of thirty-one thousand Euros (EUR 31,000) is as of now at the free disposal of the Company, evidence of which has been given to the undersigned notary.

Beneficiary Units

As of the date of this deed, no Beneficiary Units have been issued by the Company.

Statement

The notary executing this deed declares that he has verified the conditions laid down in Article 26 of the Companies Act, confirms that these conditions have been observed and further confirms that these Articles comply with the provisions of Article 27 of the Companies Act.

Estimate of formation expenses

The appearing parties declare that the expenses, costs and fees or charges of any kind whatsoever, which fall to be paid by the Company as a result of its formation amount approximately to five thousand Euros (EUR 5,000).

General meeting of shareholders

The appearing parties, representing the entire subscribed share capital and considering themselves as having been duly convened, immediately proceeded to hold a general meeting of Shareholders.

Having first verified that the meeting was regularly constituted, they have passed the following resolutions by a unanimous vote that:

I. The number of members of the Board be set at three (3).

The following persons are appointed as members of the Board:

Doris MARX, born in Bitburg (Germany), on 5 th September, 1965, professionally residing in L-1115 Luxembourg, 2 boulevard Konrad Adenauer.

Manfred BAUER, born in Saarburg (Germany), on 16 th of March, 1969, professionally residing in L-1115 Luxembourg, 2 boulevard Konrad Adenauer.

Markus KOHLENBACH, born in Köppern (Germany), on 26 th July, 1966, professionally residing in D-60327 Frankfurt, Mainzer Landstrasse 178-190.

Stephan SCHOLL, born in Francfort (Germany), on the 6 th of March 1967, professionally residing in D-60327 Francfort, Mainzer Landstrasse 178-190.

The term of office of the members of the Board shall end if so resolved at the general meeting of Shareholders called to approve the annual accounts of the Company for the year ending 2016.

II. The address of the registered office of the Company is L-1115 Luxembourg, 2, boulevard Konrad Adenauer.

III. The following party is appointed as independent auditor of the Company:

KPMG Luxembourg S.à r.l., RCB Number 149.133, having its registered office in L-2520 Luxembourg, 9 Allée Scheffer.

IV. The assembly decides to nominate Doris MARX, born in Bitburg (Germany), on 5 th September, 1965, professionally residing in L-1115 Luxembourg, 2 boulevard Konrad Adenauer, as first chairman of the Board.

Whereof, the present notarial deed was drawn up in Luxembourg, 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.

The document having been read to the mandatory of the appearing parties, said mandatory signed together with Us, the notary, the present original deed.

Signés: C. HOFFRANZEN, K. REUTER.

Enregistré à Esch/Alzette Actes Civils, le 11 octobre 2013. Relation: EAC/2013/13235.

Reçu soixante-quinze euros 75.-

Le Receveur (signé): SANTIONI.

POUR EXPEDITION CONFORME.

PETANGE, le 11 octobre 2013.

Référence de publication: 2013144064/570.

(130176156) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 octobre 2013.

Rogge Global Funds (Luxembourg), Société d'Investissement à Capital Variable.

Siège social: L-5365 Munsbach, 18-20, rue Gabriel Lippmann.

R.C.S. Luxembourg B 180.952.

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STATUTES

In the year two thousand and thirteen, on the seventh day of October

Before, Maître Henri Hellinckx, notary residing in Luxembourg.

THERE APPEARED

Mr. Olaf Rogge, born on 21 March 1945 in Hamburg, Germany, German citizen, professionally residing at Sion Hall, 56 Victoria Embankment, London EC4Y 0DZ, United Kingdom,

here represented by Mrs. Solange Wolter, professionally residing in Luxembourg, address, by virtue of a power of attorney, given in London, on 7 October 2013,

and

Mr. David Witzer, born on 12 January 1966 in London, United Kingdom, British citizen, professionally residing at Sion Hall, 56 Victoria Embankment, London EC4Y 0DZ, United Kingdom,

here represented by Mrs. Solange Wolter, professionally residing in Luxembourg, address, by virtue of a power of attorney, given in London, on 7 October 2013.

These powers of attorney, after having been signed ne varietur by the representative of the appearing parties and the undersigned notary, will remain annexed to this deed.

The appearing parties, represented as above, requested the undersigned notary, to state as follows the articles of incorporation of a public limited company ("société anonyme") qualifying as an investment company with variable share capital ("société d'investissement à capital variable"), which is hereby incorporated:

Title I. Name - Registered office - Duration - Purpose - Definitions

Art. 1. Name. There is hereby established among the existing Shareholders and those who may become owners of Shares in the future, a public limited company ("société anonyme") qualifying as an investment company with variable share capital ("société d'investissement á capital variable") under the name of "ROGGE GLOBAL FUNDS (LUXEMBOURG)" (hereinafter the "Company").

Art. 2. Registered Office.

2.1 The registered office of the Company is established in the city of Munsbach, Grand Duchy of Luxembourg.

2.2 Within the same municipality, the registered office may be transferred by decision of the Board of Directors. It may be transferred to any other municipality in the Grand Duchy of Luxembourg by means of a resolution of the general meeting of Shareholders, adopted in the manner required for an amendment of these Articles.

The Board of Directors may decide to transfer the registered office of the Company within the same municipality, or from a municipality to another municipality within the Grand-Duchy of Luxembourg, if and to the extent permitted by Luxembourg law and practice relating to commercial companies.

2.3 Branches, subsidiaries or other offices may be established either in the Grand Duchy of Luxembourg or abroad (but not, in any event in the United States of America, its territories or possessions) by resolution of the Board of Directors.

2.4 In the event that the Board of Directors determines that extraordinary political, economic, military or social developments have occurred or are imminent that 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 temporary measures shall have no effect on the nationality of the Company which, notwithstanding the temporary transfer of its registered office, shall remain a Luxembourg company.

Art. 3. Duration.

3.1 The Company is incorporated for an unlimited period of time.

3.2 It may be dissolved at any time and without cause by a resolution of the general meeting of Shareholders, adopted in the manner required for an amendment of these Articles.

Art. 4. Purpose.

4.1 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 purpose of spreading investment risks and affording its Shareholders the results of the management of its assets.

4.2 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 by Part I of the law of 17 December 2010 on undertakings for collective investment, as may be amended from time to time (the "UCI Law").

Art. 5. Definitions. "Articles" means these articles of incorporation of the Company, as amended from time to time.

"Base Currency" has the meaning granted to it in the Prospectus.

"Board of Directors" means the board of directors of the Company, from time to time.

"Business Day" means any day on which banks are open in Luxembourg and/or such other place or places and such other day or days as the Directors may determine and as provided in the Prospectus.

"Class" / "Class of Shares" means a class of Shares of a Portfolio.

"Company" means "ROGGE GLOBAL FUNDS (LUXEMBOURG)".

"Custodian" means any custodian as defined under Article 29.1 hereof.

"Dealing Day" has the meaning granted to it in the Prospectus.

"Designated Person" means any person to whom a transfer of Shares (legally or beneficially) or by whom a holding of Shares (legally or beneficially) would or, in the opinion of the Directors, might be in breach of the law or the requirements of any country or governmental authority or result in the Company incurring any liability or taxation or suffering any other disadvantage which the Company may not otherwise have incurred or suffered.

"Director(s)" means the member(s) of the Board of Directors.

"EU" means the European Union.

"EUR" or "Euro" means the legal currency of the European Monetary Union.

"Member State" means a Member State of the European Union.

"Money Market Instruments" has the meaning granted to them in the Prospectus.

"Net Asset Value" means the net asset value of a Portfolio or Class of Shares determined in accordance with the provisions set out in the section headed "Calculation of the Net Asset Value per Share" below.

"Net Asset Value per Share" means the value per Share in any Portfolio, including a Share of any Class of Shares issued in a Portfolio as the meaning requires, determined in accordance with the provisions set out in the section headed "Calculation of the Net Asset Value per Share" below.

"Other Regulated Market" has the meaning granted to it in the Prospectus.

"Other State" has the meaning granted to it in the Prospectus.

"Portfolio" means a portfolio of assets established by the Board of Directors (with the prior approval of the Luxembourg supervisory authority) and constituting a separate compartment and invested in accordance with the investment objective and policies applicable to such Portfolio as specified in the relevant supplement to the Prospectus.

"Prospectus" means the document(s) whereby Shares in the Company are offered to investors, including its supplements published in respect of its Portfolios.

"Regulated Market" has the meaning granted to it in the Prospectus.

"Share" means a share of whatsoever Class in the share capital of the Company entitling the holders to participate to the profits and losses of the Company attributable to the relevant Portfolio as described in the Prospectus and the relevant supplement.

"Shareholder" means a person registered in the share register of members of the Company as a holder of Shares.

"Transferable Security" has the meaning granted to it in the Prospectus.

"UCI(s)" means undertaking(s) for collective investment.

"UCI Law" means the Luxembourg law of 17 December 2010 on undertakings for collective investment, as may be amended from time to time.

"UCITS Directive" means Directive 2009/65/EC of the European Parliament and of the Council of 13 July 2009 on the coordination of laws, regulations and administrative provisions relating to undertakings for collective investment in Transferable Securities ("UCITS"), as may be amended from time to time.

"US Person" has the meaning as disclosed in the Prospectus.

"Valuation Point" has the meaning granted to it in the Prospectus.

Words importing a masculine gender also include the feminine gender, words importing a singular also include the plural, and words importing persons or Shareholders also include corporations, partnerships associations and any other organised group of persons whether incorporated or not.

Title II. Share capital - Shares - Net asset value

Art. 6. Share Capital - Classes of Shares.

6.1 The share 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 calculated pursuant to Article 12 hereof. The minimum capital shall be as provided by the UCI Law, i.e. one million two hundred and fifty thousand Euros (EUR 1,250,000.-). Such minimum capital must be reached within a period of six (6) months after the date on which the Company has been authorised as a collective investment undertaking under the UCI Law.

6.2 The initial issued share capital of the Company is thirty one thousand Euros (EUR 31,000.-) divided into three thousand and one hundred (3,100) Shares of no par value.

6.3 The Shares of a Portfolio to be issued pursuant to Articles 7 and 8 hereof may, as the Board of Directors shall determine, be of different Classes. The proceeds of the issue of each Share shall be invested in Transferable Securities of any kind and any other liquid financial assets permitted by the UCI Law and Luxembourg regulations pursuant to the investment policy determined by the Board of Directors for a Portfolio established in respect of the relevant Shares, subject to the investment restrictions provided by the UCI Law and Luxembourg regulations or determined by the Board of Directors.

6.4 The Board of Directors shall establish a portfolio of assets constituting a Portfolio within the meaning of Article 181 of the UCI Law for each Class of Shares or for two or more Classes of Shares in the manner described in Article 12.2 III hereof. Each Portfolio of assets shall be, as between shareholders thereof invested for the exclusive benefit of the relevant Portfolio. With regard to third parties, in particular towards the Company's creditors, each Portfolio shall be exclusively responsible for all liabilities attributable to it.

6.5 The Board of Directors may create each Portfolio or Class of Shares 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, prorogate the duration of the relevant Portfolio or Class of Shares once or several times. At expiry of the duration of the Portfolio or Class of Shares, the Company shall redeem all the Shares in the relevant Portfolio or Class(es) of Shares, in accordance with the provisions of Article 9 below. At each prorogation of a Portfolio or Class of Shares, the Shareholders shall be duly notified.

6.6 The Board of Directors, acting in the best interest of the Company, may decide, in the manner described in the Prospectus, that all or part of the assets of two or more Portfolios be co-managed.

6.7 For the purpose of determining the share capital of the Company, the net assets attributable to each Portfolio shall, if not expressed in EUR, be converted into EUR and the capital shall be the total aggregate of the net assets of each Portfolio.

Art. 7. Form of Shares.

7.1 The Board of Directors shall determine whether the Company shall issue Shares in bearer and/or in registered form. If bearer Share certificates are to be issued, they will be issued in such denominations as the Board of Directors shall prescribe and shall provide on their face that they may not be transferred to any US Person, resident, citizen of the United States of America or entity organized by or for a US Person.

All issued registered Shares shall be registered in the register of Shareholders which shall be kept by the Company or by any entity designated thereto by the Company, and such register shall contain the name of each owner of registered Shares, his/her residence or its elected domicile as indicated to the Company and the number of registered Shares held by him/her/it.

The inscription of the Shareholder's name in the register of Shareholders evidences his/her/its right of ownership on such registered Shares. Evidence of such inscription shall be delivered upon request to the Shareholder.

If bearer Shares are issued, registered Shares may be converted into bearer Shares and bearer Shares may be converted into registered Shares at the request of the holder of such Shares. A conversion of registered Shares into bearer Shares will be effected by cancellation of the registered Share certificate, if any, representation that the transferee is not a US Person and issuance of one or more bearer Share certificate(s) in lieu thereof, and an entry shall be made in the register of Shareholders to evidence such cancellation. A conversion of bearer Shares into registered Shares will be effected by cancellation of the bearer Share certificate, and, if applicable, by issuance of a registered Share certificate in lieu thereof, and an entry shall be made in the register of Shareholders to evidence such issuance. At the option of the Board of Directors, the costs of any such conversion may be charged to the Shareholder requesting it.

Before Shares are issued in bearer form and before registered Shares shall be converted into bearer Shares, the Company may require assurances satisfactory to the Board of Directors that such issuance or conversion shall not result in such Shares being held by a US Person.

The Share certificates shall be signed by two Directors. Such signatures shall be either manual, or printed, or in facsimile. The certificates will remain valid even if the list of authorized signatures of the Company is modified. However, one of such signatures may be made by a person duly authorized 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.

7.2 If bearer Shares are issued, transfer of bearer Shares shall be effected by delivery of the relevant Share certificates. 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 satisfactory to 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 entry shall be signed by one or more Director(s) or officer(s) of the Company or by one or more other person(s) duly authorized thereto by the Board of Directors.

7.3 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 his/her/its 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.

7.4 If any Shareholder can prove to the satisfaction of the Company that his/her/its Share certificate has been mislaid, mutilated or destroyed, then, at his/her/its 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.

7.5 The Company recognizes only one single owner per Share. If one or more Share(s) are jointly owned or if the ownership of such Share(s) 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 all rights attached to such Share(s).

7.6 The Company may decide to issue fractional Shares. Such fractional Shares shall not be entitled to vote, unless the number is so that they represent an entire Share in which case they confer a voting right, 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. 8. Issue of Shares.

8.1 The Board of Directors is authorised without limitation to issue an unlimited number of fully paid up Shares at any time without reserving to the existing Shareholders a preferential right to subscribe for the Shares to be issued.

8.2 The Board of Directors may impose restrictions on the frequency at which Shares shall be issued in any Portfolio or Class of Shares. The Board of Directors may, in particular, decide that Shares of any Portfolio or Class of Shares shall only be issued during one or more offering period(s) or at such other periodicity as provided for in the Prospectus.

8.3 Furthermore, the Board of Directors may impose restrictions in relation to the minimum amount of the aggregate Net Asset Value of Shares to be initially subscribed, the minimum amount of any additional investments and the minimum of any holding of Shares.

8.4 Whenever the Company offers Shares for subscription, the price per Share at which such Shares are offered after the initial offer period as described in the Prospectus shall be the Net Asset Value per Share of the relevant Portfolio as determined in compliance with Article 12 hereof as of such Dealing Day as may be determined in accordance with such policy as the Board of Directors may from time to time determine. Unless otherwise provided for in the Prospectus, 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.

8.5 The issue price per Share so determined shall be payable within a period as determined by the Board of Directors which shall not exceed ten (10) Business Days from the relevant Dealing Day.

8.6 Where an applicant for Shares fails to pay issue price on subscription, the Board of Directors may cancel the allotment or, if applicable, redeem the Shares. In this case the applicant may be required to indemnify the Company against any and all losses, costs or expenses incurred (as conclusively determined by the Board of Directors in its discretion) directly or indirectly as a result of the applicant's failure to make timely payment. In computing such loss, account shall be taken, where appropriate, of any movement in the price of the Shares concerned between allotment and cancellation or redemption and the costs incurred by the Company in taking proceedings against the applicant.

8.7 No request for conversion or redemption of a Share shall be dealt with unless the issue price for such Share has been paid and any confirmation delivered in accordance with this Article.

8.8 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 Shares to be issued and to deliver them.

8.9 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, if applicable, to deliver a valuation report from the independent authorised auditor of the Company ("réviseur d'entreprises agréé"). The securities to be delivered by way of a contribution in kind must correspond to the investment policy and restrictions of the Portfolio to which they are contributed. Any costs incurred in connection with a contribution in kind of securities shall be borne by the relevant Shareholders.

8.10 The Company may issue Shares within the framework of regular savings plans.

Art. 9. Redemption of Shares.

9.1 Under the terms and procedures set forth by the Board of Directors in the Prospectus and within the limits provided by law and these Articles, any Shareholder may request the redemption of all or part of his/her/its Shares.

9.2 Subject to the provisions of Article 13 hereof, the redemption price per Share shall be paid within such period as may be determined by the Board of Directors in its discretion from time to time, but which shall not, in any event, exceed ten (10) Business Days from the Dealing Day which next follows receipt of such redemption request, provided that the Share certificates (if any) and such instruments for redemption as may be required by the Board of Directors have been received, and are in a form which is satisfactory to the Company.

9.3 The redemption price shall be equal to the Net Asset Value per Share of the relevant Class within the relevant Portfolio, as determined in accordance with the provisions of Article 12 hereof, less such charges and commissions (if any) at the rate provided for in the Prospectus. Unless otherwise provided for in the Prospectus, such price may be decreased by a percentage estimate of costs and expenses to be incurred by the Company when disposing of assets in order to pay the redemption proceeds to redeeming Shareholders. Furthermore, the redemption price may be rounded up or down to no less than 2 decimal places or such number of decimal places as the Board of Directors shall determine in its discretion.

9.4 If as a result of any request for redemption, the number, the minimum subscription amount or the aggregate Net Asset Value of the Shares held by any Shareholder in any Class of the relevant Portfolio would fall below these thresholds as set out in the Prospectus as determined by the Board of Directors in its discretion from time to time, 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.

The Company may redeem all of the Shares of any Portfolio in issue if the Net Asset Value of the relevant Portfolio as of any Dealing Day falls below such amount as shall be specified in the Prospectus. Shares will be repurchased at the Net Asset Value per Share on the relevant Dealing Day less such sum as the Board of Directors in its absolute discretion may from time to time determine as an appropriate provision for duties and charges in relation to the realisation or cancellation of the Shares to be redeemed.

The Board of Directors may defer the processing of redemptions as of a particular Dealing Day for such period as the Directors consider to be in the best interests of the Portfolio in its absolute discretion, where the requested redemptions exceed 10% of the Shares in issue in a specific Portfolio or a given Class within a Portfolio, as provided in the Prospectus. The Board of Directors will ensure the consistent treatment of all Shareholders who/which have sought to redeem Shares as of any Dealing Day at which redemptions are deferred. The Board of Directors will pro-rate all such redemption requests to the stated level (i.e. 10% of the Shares in issue in a specific Portfolio or a given Class within a Portfolio) and will defer the remainder until the relevant Dealing Day as of which redemptions are accepted as it decides in accordance with the foregoing. The Directors will also ensure that all deals relating to an earlier Dealing Day are completed before those relating to a later Dealing Day as of which redemptions are accepted are considered.

9.5 The Company shall have the right, if the Board of Directors so determines, and with the express consent of the relevant Shareholder, to satisfy payment of the redemption price to any Shareholder in specie by allocating to the Shareholder investments from the portfolio of assets in such Class or Classes of Shares equal in value (as calculated in the manner described in Article 12 hereof) as of the Dealing Day on which the redemption price is determined 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 Shareholders of the Class or Classes of Shares and the valuation used shall be confirmed, as applicable, by a special report of the independent authorised auditor of the Company. The costs of any such transfers shall be borne by the Shareholder.

9.6 All redeemed Shares may be cancelled.

Art. 10. Conversion of Shares.

10.1 Unless otherwise determined by the Board of Directors for certain Classes of Shares or Portfolios, any Shareholder is entitled to request the conversion of whole or part of his/her/its Shares in one Portfolio into Shares of another Portfolio or in one Class into another Class of the same Portfolio, provided that the Board of Directors may (i) at its absolute discretion reject any request for the conversion of Shares in whole or in part, (ii) set restrictions, terms and conditions as to the right to and frequency of conversions between certain Portfolios and Classes, (iii) subject the conversions to the payment of such charges and commissions as the Board of Directors shall determine (unless otherwise provided for in the Prospectus).

10.2 The price for the conversion of Shares shall be computed by reference to the respective Net Asset Values per Share of the two Portfolios or the two Classes concerned, determined as of the same Dealing Day.

10.3 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 Portfolio or Class of Shares would fall below such minimum number or 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 or Portfolio.

10.4 The Shares which have been converted into Shares of another Portfolio or of another Class within the same Portfolio may be cancelled.

Art. 11. Restrictions on Ownership of Shares.

11.1 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 subject to laws other than those of the Grand Duchy of Luxembourg (including but without limitation tax laws).

11.2 Specifically, but without limitation, the Board of Directors may restrict the ownership of Shares in the Company by any US Person or any Designated Person, and for such purposes the Board of Directors may:

11.2.1 direct such Shareholder to dispose of the relevant Shares to a person who is qualified or entitled to own or hold such Shares within such time period as the Directors stipulate; or

11.2.2 redeem the Shares at the Net Asset Value per Share as of the next Dealing Day after the date of notification to the Shareholder or following the end of the period specified for disposal pursuant to 11.2.1 above.

11.3 Where it appears to the Company that: (i) any US Person or any Designated Person either alone or in conjunction with any other person is a beneficial owner of Shares; or that (ii) the aggregate Net Asset Value of Shares or the number of Shares held by a Shareholder falls below such value or number of Shares respectively as determined by the Board of Directors, or (iii) where in exceptional circumstances the Board of Directors determines that a compulsory redemption is in the interest of the other Shareholders, the Company may compulsorily redeem or cause to be redeemed from any such Shareholder all Shares held by such Shareholder in the following manner:

11.3.1 The Company shall serve a notice (the "purchase notice") upon the Shareholder holding such Shares or appearing in the register of Shareholders as the owner of the Shares to be purchased, specifying the Shares to be purchased, the manner in which the purchase price will be calculated and the name of the purchaser;

11.3.2 Any such notice may be served upon such Shareholder by posting the same in a prepaid registered envelope addressed to such Shareholder at his/her/its last address known to or appearing in the books of the Company. The said Shareholder shall thereupon forthwith be obliged to deliver to the Company the Share certificate or certificates (if any) representing the Shares specified in the purchase notice;

11.3.3 Immediately after the close of business on the date specified in the purchase notice, such Shareholder shall cease to be the owner of the Shares specified in such notice and his/her/its name shall be removed from the register of Shareholders;

11.3.4 The price at which each such Share is to be purchased (the "purchase price") shall be an amount based on the Net Asset Value per Share of the relevant Class as of the Dealing Day next succeeding the date of the purchase notice or next succeeding the surrender of the Share certificate or certificates (if any) representing the Shares specified in such notice, all as determined by the Board of Directors, less any service charge provided therein.

11.3.5 Payment of the purchase price will be made available to the former owner of such Shares normally in the currency set by the Board of Directors for the payment of the redemption price of the Shares of the relevant Class and will be: (i) deposited for payment to such owner by the Company with a bank in Luxembourg or elsewhere; or (ii) paid by a check sent to the last known address on the Company's books (as specified in the purchase notice) upon final determination of the purchase price following surrender of the Share certificate or certificates (if any) specified in such notice and unmatured dividend coupons attached thereto;

11.3.6 Upon service of the purchase notice as aforesaid, 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 purchase price (without interest) from such bank following effective surrender of the Share certificate or certificates (if any) as aforesaid. Any funds receivable by a Shareholder under this paragraph, but not collected within a period of five (5) years from the date specified in the purchase notice, may not thereafter be claimed and shall revert to the Portfolio relating 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 authorise such action on behalf of the Company;

11.3.7 The exercise by the Company of the power conferred by Article 11 hereof shall not be questioned or invalidated in any case, on the grounds that there was insufficient evidence of ownership of Shares by any person or that the true ownership of any Shares was otherwise than appeared to the Company at the date of any purchase notice, provided in such case the said powers were exercised by the Company in good faith.

Art. 12. Calculation of the Net Asset Value per Share.

12.1 The Net Asset Value of a Portfolio shall be calculated by ascertaining as of each Dealing Day the value of the assets of the relevant Portfolio and deducting from such amount liabilities of the Portfolio.

The Net Asset Value attributable to a Class of Shares shall be calculated by ascertaining as of each Dealing Day that portion of the Net Asset Value of the relevant Portfolio attributable to such Class of Shares by reference to the number of Shares in issue in such Portfolio as of such Dealing Day subject to adjustments to take into account assets and/or liabilities attributable only to that particular Class of Shares.

The Net Asset Value per Share of each Portfolio or Class of Shares as the case may be shall be expressed in the Base Currency of the Portfolio or the unit currency of the Class of Shares concerned and shall be determined as of any Dealing Day by dividing the Net Asset Value of the relevant Portfolio, being the value of the portion of assets less the portion of liabilities attributable to such Portfolio, as of any such Dealing Day, by the number of Shares in the relevant Portfolio in

issue or deemed to be in issue as of the relevant Dealing Day, in accordance with the valuation rules set forth below. The Net Asset Value per Share of any Class of Shares issued in a Portfolio will be calculated by calculating the amount of the Net Asset Value of the relevant Portfolio attributable to the relevant Class of Shares and dividing the resultant figure as of the relevant Dealing Day. If foreign exchange hedging is employed at a share class level, the costs and gains or losses of the hedging transactions will accrue solely to the relevant Class.

The Net Asset Value per Share may be rounded up or down to two (2) decimal places or such number of decimal places as the Board of Directors shall determine.

Swing Pricing: On any Dealing Day the Board of Directors may determine to apply an alternative Net Asset Value calculation method (to include such reasonable factors as they see fit) to the Net Asset Value per Share. This method of valuation is intended to pass the estimated costs of underlying investment activity of the Company to the active Shareholders by adjusting the Net Asset Value of the relevant Share and thus to protect the Company's long-term Shareholders from costs associated with ongoing subscription and redemption activity.

This alternative Net Asset Value calculation method may take account of trading spreads on the Company's investments, the value of any duties and charges incurred as a result of trading and may include an allowance for market impact.

Where the Board of Directors, based on the prevailing market conditions and the level of subscriptions or redemptions requested by Shareholders or potential Shareholders in relation to the size of the relevant Portfolio, has determined for a particular Portfolio to apply an alternative Net Asset Value calculation method, the Portfolio may be valued either on a bid or offer basis (which would include the factors referenced in the preceding paragraph).

In addition, the Board of Directors may, at its discretion, apply a dilution levy in relation to the subscription, redemption and conversion of Shares as further detailed in the Prospectus.

12.2 The valuation of the Net Asset Value of each Portfolio shall be made in the following manner:

I. The assets of the Company shall include:

1. all cash on hand, or with banks, including interest due, but not yet paid and interest accrued on these deposits up to the Dealing Day;

2. all bills, and notes payable on sight, and accounts receivable (including returns on sales of securities, the price of which has not yet been collected);

3. all securities, units, shares, debt securities, option, or subscription rights, and other investments and Transferable Securities which are the property of the Company;

4. all dividends, and distributions receivable by the Company in cash or in securities to the extent that the Company is aware of such;

5. all interest due, but not yet paid, and all interest generated up to the Dealing Day by securities belonging to the Company, unless such interest is included in the principal of these securities; and

6. all other assets of any nature whatsoever, including expenses paid on account.

The valuation of assets of each Portfolio shall be calculated in the following manner:

i. the value of any cash on hand, or on deposit, bills, and demand notes payable, and accounts receivable, prepaid expenses, cash dividends, and interest declared, or accrued as aforesaid, and not yet received shall be deemed to be the full amount thereof, unless in any case the same is unlikely to be paid, or received in full, in which case the value thereof shall be arrived t after making such discount as the Directors may consider appropriate in each case to reflect the fair value thereof;

ii. the value of Transferable Securities, Money Market Instruments, and any financial assets listed, or dealt in on a stock exchange of an Other State, or on a Regulated Market, or on any Other Regulated Market of a Member State, or of an Other State shall be based on the last available closing, or settlement price in the relevant market prior to the Valuation Point, or any other price deemed appropriate by the Directors;

iii. the value of any assets which are not listed, or dealt on a stock exchange of an Other State, or on a Regulated Market, or on any Other Regulated Market of a Member State, or of an Other State, or, if, with respect to assets quoted, or dealt in on any stock exchange, or dealt in on any such regulated markets, the last available closing, or settlement price is not representative of their value, such assets are stated at fair market value, or otherwise at the fair value at which it is expected the assets may be resold, as determined in good faith by, or under the direction of the Directors;

iv. the liquidating value of futures, forward, or options contracts not traded on a stock exchange of an Other State, or on Regulated Markets, or on Other Regulated Markets, or dealt on any Regulated Market shall mean their net liquidating value determined, pursuant to the policies established prudently, and in good faith by the Directors, on a basis consistently applied for each different variety of contracts. The liquidating value of futures, forward, or options contracts traded on a stock exchange of an Other State, or on Regulated Markets, or on Other Regulated Markets, or dealt on any Regulated Market shall be based upon the last available settlement, or closing prices as applicable to these contracts on a stock exchange, or on Regulated Markets, or on Other Regulated Markets on which the particular futures, forward, or options contracts are traded on behalf of the Company; provided that if a future, forward, or options contract could not be liquidated on the day with respect to which assets are being determined, the basis for determining the liquidating value of such contract shall be such value as the Directors may deem fair and reasonable;

v. Money Market Instruments with a remaining maturity of 90 days, or less will be valued by the amortized cost method, which approximates market value. Under this valuation method, the relevant Portfolio's investments are valued at their acquisition cost as adjusted for amortisation of premium or accretion of discount rather than at market value;

vi. units, or shares of an open-ended UCIs/UCITS will be valued at their last determined, and available official net asset value, as reported, or provided by such UCI/UCITS, or its agents, or at their last unofficial net asset values (i.e. estimates of net asset values), if more recent than their last official net asset values, provided that due diligence has been carried out by the Investment Manager, in accordance with instructions, and under the overall control, and responsibility of the Directors, as to the reliability of such unofficial net asset values. The Net Asset Value calculated on the basis of unofficial net asset values of the target UCI/UCITS may differ from the Net Asset Value which would have been calculated, as of the relevant Dealing Day, on the basis of the official net asset values determined by the administrative agents of the target UCI/UCITS. The Net Asset Value is final and binding notwithstanding any different later determination. Units or shares of a closed-ended UCI will be valued in accordance with the valuation rules set out in sections 1 (ii) and (iii) above;

vii. interest rate swaps will be valued on the basis of their market value established by reference to the applicable interest rate curve.

Total return swaps will be valued at fair value pursuant to procedures approved by the Directors. As these swaps are not exchange-traded, but are private contracts into which the Company and a swap counterparty enter as principals, the data inputs for valuation models are usually established by reference to active markets. However, it is possible that such market data will not be available for total return swaps near the Dealing Day. Where such markets inputs are not available, quoted market data for similar instruments (e.g. a different underlying instrument for the same or a similar reference entity) will be used, provided that appropriate adjustments are made to reflect any differences between the total return swaps being valued and the similar financial instrument for which a price is available. Market input data and prices may be sourced from markets, a broker, an external pricing agency or counterparty. If no such market input data are available, total return swaps will be valued at their fair value, pursuant to a valuation method adopted by the Directors which shall be a valuation method widely accepted as good market practice (i.e. used by active participants on setting prices in the market place, or which has demonstrated to provide reliable estimate of market prices), provided that adjustments that the Directors may deem fair and reasonable be made. The independent authorized auditor of the Company will review the appropriateness of the valuation methodology used in valuing total return swaps. The Company will always value total return swaps on an arm's length basis. All other swaps will be valued at fair value as determined in good faith pursuant to procedures established by the Directors;

viii. assets, or liabilities denominated in a currency other than that in which the relevant Net Asset Value will be expressed, will be converted at the relevant foreign currency spot rate on the relevant Dealing Day. If such quotations are not available, the rate of exchange will be determined in good faith by, or pursuant to procedures established by the Directors. In this context account shall be taken of hedging instruments used to cover foreign exchange risks;

ix. all other securities, instruments, and other assets will be valued at fair market value, as determined in good faith pursuant to procedures established by the Directors;

x. index, or financial instrument related swaps will be valued at their market value established by reference to the applicable index or financial instrument. The valuation of the index, or financial instrument related swap agreement shall be based upon the market value of such swap transaction, which is subject to parameters such as the level of the index, the interest rates, the equity dividend yields and the estimated index volatility.

Where required, an appropriate model, as determined by the Directors, will be used to value the various strategies. The Directors have the right to check the valuations of the swap agreements by comparing them with valuations requested from a third party produced on the basis of retraceable criteria. In the event of any doubt, the Directors are obliged to have the valuations checked by a third party. The valuation criteria must be chosen in such a way that they can be controlled by the independent authorized auditor of the Company. Furthermore, the independent authorized auditor of the Company will carry out their audit of the Company, including procedures relating to the swap agreements;

xi. the value of contracts for differences will be based, on the value of the underlying assets, and may vary according to the value of such underlying assets. Contract for differences will be valued at fair market value, as determined in good faith pursuant to procedures established by the Directors.

If any investments cannot be valued in accordance with the principles set out above, or where the Board of Directors, acting in good faith, otherwise determine, investments will be valued at fair value as determined by the Directors.

To the extent that the Board of Directors considers that it is in the best interests of the Company, given the prevailing market conditions and the level of subscriptions or redemptions requested by Shareholders in relation to the size of any Portfolio, an adjustment, as determined by the Board of Directors at its discretion, may be reflected in the Net Asset Value of the Portfolio for such sum as may represent the percentage estimate of costs and expenses which may be incurred by the relevant Portfolio under such conditions.

The Board of Directors may at its discretion permit any other method of valuation to be used if they consider that such method of valuation better reflects value generally or in particular markets or market conditions and is in accordance with the good practice.

II. The liabilities of the Company shall include:

1. all loans, due bills and other suppliers' debts;

2. all known obligations due, or not, including all contractual obligations falling due, and incurring payment in cash, or in kind (including the amount of dividends declared by the Company, but not yet distributed);

3. all reserves authorised, or approved by the Directors, in particular reserves set up as a means of meeting any potential loss on certain investments by the Company; and

4. all other commitments undertaken by the Company, with the exception of commitments represented by the Company's own resources. In valuing the amount of other commitments, all expenses incurred by the Company will be taken into account and include:

(a) upfront costs, (including the cost of drafting, and printing the Prospectus, the KIID, notary fees, fees for registration with administrative, and stock exchange authorities, and any other costs relating to the incorporation, and launch of the Company and the registration of the Company in other countries), and expenses related to subsequent amendments to the Articles and Prospectus;

(b) the fees and/or expenses of the Management Company, the Investment Manager, the Custodian (as these terms are defined in the Prospectus), including the correspondents (clearing or banking system) of the Custodian to whom the safekeeping of the Company's assets has been entrusted, the administrator if different from the Management Company, and all other agents of the Company, as well as the sales agent(s) under the terms of any agreements with the Company;

(c) legal expenses and annual audit fees incurred by the Company;

(d) advertising, and distribution fees and costs;

(e) printing costs, translation costs (if necessary), costs of publication, and distribution of the half-yearly report, and accounts, the certified annual accounts, and report, and all expenses incurred in respect of the Prospectus, and the KIID and publications in the financial press;

(f) costs incurred by general meetings of Shareholders and meetings of the Directors;

(g) attendance fees (where applicable) for the Directors, and reimbursement to the Directors of their reasonable travelling expenses, hotel, and other disbursements inherent in attending meetings of the Directors, or administration committee meetings or general meetings of Shareholders;

(h) fees, and expenses incurred in respect of registration (and maintenance of the registration) of the Company (and/or each Portfolio, and respectively each Class of Shares) with regulatory and public authorities, or stock exchanges irrespective of jurisdiction;

(i) all taxes, and duties levied by public authorities and stock exchanges;

(j) all other operating expenses, including licensing fees due for utilisation of stock indices, and financing, banking, and brokerage fees incurred owing to the purchase, or sale of assets or by any other means;

(k) all other administrative expenses.

The Company may calculate administrative and other expenses of a regular or recurring nature on an estimated figure for yearly or other periods in advance and may accrue the same in equal proportions over any such period.

The value of all assets and liabilities not expressed in the Base Currency of a Portfolio or the unit currency Class will be converted into the reference currency of such Portfolio or Class at the rate of exchange determined as of the relevant Dealing Day in good faith by or under procedures established by the Board of Directors.

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

III. The assets shall be allocated as follows:

The Board of Directors shall establish a Portfolio comprising one or more Class(es) of Shares in the following manner:

1) if two or more Classes of Shares relate to one Portfolio, the assets attributable to such Classes shall be commonly invested pursuant to the specific investment policy of the Portfolio concerned. Within a Portfolio, Classes of Shares may be defined from time to time by the Board of Directors so as to correspond to: (i) a specific distribution policy, such as entitling to distributions ("distribution Shares") or not entitling to distributions ("capitalisation Shares); 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) a specific type of investor; and/or (vi) a specific currency; (vii) the use of different hedging techniques in order to protect in the reference currency of the relevant Portfolio 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 (viii) any other specific features applicable to one Class of Shares, in compliance with applicable law and regulations;

The Board of Directors may, at its discretion, decide to change the characteristics of any Class as described in the Prospectus in accordance with the procedures determined by the Board of Directors from time to time.

2) the proceeds to be received from the issue of Shares of a Class shall be applied in the books of the Company to the Portfolio corresponding to that Class of Shares, provided that if several Classes of Shares are outstanding in such Portfolio, the relevant amount shall increase the proportion of the net assets of such Portfolio attributable to the Class of Shares to be issued;

3) the assets and liabilities and the income and expenditure attributable to a Portfolio shall be applied to the Class or Classes of Shares corresponding to such Portfolio, subject to the provisions above;

4) where any asset is derived from another asset, such derivative asset shall be applied in the books of the Company to the same Portfolio as the asset from which it was derived and on each revaluation of an asset, the increase or decrease in value shall be applied to the relevant Portfolio;

5) where the Company incurs a liability which relates to any asset of a particular Portfolio or to any action taken in connection with an asset of a particular Portfolio, such liability shall be allocated to the relevant Portfolio;

6) if 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 Portfolios, are held in one account, and/or are co-managed as a segregated pool of assets by an agent of the Directors, the respective right of each the Portfolio shall correspond to the prorated portion resulting from the contribution of the relevant Portfolio to the relevant account or pool; and (ii) the respective rights of each the Portfolio shall vary in accordance with the contributions and withdrawals made for the account of the Portfolio;

7) upon the payment of distributions to the Shareholders within any Portfolio, and respectively each Class of Shares, the Net Asset Value of such Portfolio, and respectively each Class of Shares, shall be reduced by the amount of such distributions; and

8) each Portfolio is treated as a separate entity, and deemed to generate without restriction its own contributions, capital gains, and capital losses, fees and expenses.

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

In the absence of fraud, 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 organisation 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, subject to Article 12.1 hereof.

IV. For the purpose of this Article:

1) Each Share which is about to be repurchased will be considered as an issued and existing share until the time specified by the Board of Directors on the relevant Dealing Day, and from such time its price will be regarded as a liability of the Company until the price has been paid.

2) Each share to be issued by the Company will be deemed, subject to payment in full, to be issued with effect from the time specified by the Board of Directors on the Dealing Day as of which the share is issued, and from such time and until such time as the share's price has been collected the share's price will be treated as an amount receivable by the Company.

3) all investments, cash balances and other assets expressed in currencies other than the reference currency of the relevant Portfolio shall be valued after taking into account the rates of exchange as determined by the Board of Directors for determination of the Net Asset Value of Shares; and

4) where as of any Dealing Day 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 as of such Dealing Day, then its value shall be estimated by the Company.

Art. 13. Frequency and Temporary Suspension of Calculation of Net Asset Value per Share, of Issue, Redemption and Conversion of Shares.

13.1 With respect to each Portfolio or Class of Shares, the Net Asset Value per Share and the price for the issue, redemption and conversion of Shares 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 and determined in the Prospectus, such date or time of determination being the Valuation Day.

13.2 The Company may, at any time, with prior notification to the Custodian, temporarily suspend the determination of the Net Asset Value per Share of any particular Portfolio and the issue and redemption of its Shares to and from its Shareholders as well as the conversion from and to Shares of each Portfolio, under the following circumstances:

(a) during any period when any Recognised Market on which a substantial portion of the investments for the time being comprised in the relevant Portfolio are quoted, listed or dealt in is closed otherwise than for ordinary holidays, or during which dealings on any such Recognised Market are restricted or suspended;

(b) during any period when, as a result of political, military, economic or monetary events or other circumstances beyond the control, responsibility and power of the Directors, the disposal or valuation of investments for the time being comprised in the relevant Portfolio cannot, in the opinion of the Directors, be effected or completed normally or without prejudicing the interests of Shareholders;

(c) in case of any breakdown in the means of communication normally employed in determining the value of any investments for the time being comprised in the relevant Portfolio or during any period when for any other reason the value of investments for the time being comprised in the relevant Portfolio cannot, in the opinion of the Directors, be promptly or accurately ascertained;

(d) during any period when the Company is unable to repatriate funds for the purposes of making redemption payments or during which the realisation of investments for the time being comprised in the relevant Portfolio, or the transfer or payment of funds involved in connection therewith cannot, in the opinion of the Directors, be effected at normal prices or normal rates of exchange;

(e) if exchange, or capital flow restrictions prevent the conduct of transactions on behalf of the relevant Portfolio or, if the transactions of buying, or selling the assets of such Portfolio cannot be completed at normal exchange rates;

(f) following a decision to merge, liquid, or dissolve the Company or, if applicable, one or several Portfolio(s);

(g) in exceptional circumstances which might adversely affect the interests of the Shareholders, or in the event of numerous applications to repurchase Shares, the Directors reserve the right to abstain from fixing the value of a share, until the transferable securities or other relevant assets in question have been sold as soon as possible on behalf of the relevant Portfolio;

(h) following the suspension of (i) the calculation of the net asset value per share/unit; (ii) the issue; (iii) the redemption; and/or (iv) the conversion of the shares/units issued at the level of a Master (as defined in the Prospectus) in which the Portfolio invests in its quality as Feeder (as defined in the Prospectus) within the meaning of the UCI Law; and

(i) upon the order of the CSSF (as defined in the Prospectus).

13.3 Notice of any such suspension shall be sent by the Company to the investors, or Shareholders affected, i.e. those who have made an application for subscription, redemption or conversion of Shares for which the calculation of the Net Asset Value has been suspended. If appropriate, the suspension of the calculation of the Net Asset Value shall be published by the Company.

13.4 Such suspension as to any Portfolio shall have no effect on the calculation of the Net Asset Value per Share, the issue, redemption and conversion of Shares of any other Portfolio if the assets within such other Portfolio are not affected to the same extent by the same circumstances.

13.5 Under exceptional circumstances that may adversely affect the interests of Shareholders, or in instances of significant subscription, redemption, or conversion applications of one Portfolio, the Board of Directors reserves the right to determine the share price after having executed, as soon as possible, the necessary sales of securities, or other assets on behalf of the Portfolio. In this case, subscription, redemption, and conversion applications in process shall be dealt with on the basis of the Net Asset Value calculated after the sale of the securities or other assets.

13.6 Any request for subscription, redemption or conversion shall be, in principle, irrevocable except in the event of a suspension of the calculation of the Net Asset Value per Share and in the cases and under the conditions provided by the Board of Directors in the Prospectus.

Title III. Administration and Supervision

Art. 14. Board of Directors.

14.1 The Company shall be managed by the 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. They may be re-elected. The Directors shall be elected by the Shareholders at a general meeting of Shareholders; in particular by the Shareholders at their annual general meeting for a period ending in principle at the next annual general meeting or until their successors are elected and qualified, provided however that a Director may be removed with or without cause and/or replaced at any time by resolution adopted by the Shareholders. The general meeting of Shareholders shall also determine the number of Directors, their remuneration and the term of their office.

In the event an elected Director is a legal entity, a permanent individual representative thereof should be designated as member of the Board of Directors. Such individual is submitted to the same obligations than the other Directors.

Such individual may only be revoked upon appointment of a replacement individual.

14.2 Directors shall be elected by the majority of the votes of the Shares validly cast and shall be subject to the approval of the Luxembourg regulatory authorities.

14.3 In the event of a vacancy in the office of Director, the remaining Directors may meet and elect, by majority vote, a director to temporarily fill such vacancy. The Shareholders shall take a final decision regarding such nomination at their next general meeting.

Art. 15. Board Meetings.

15.1 The Board of Directors shall choose from among its members a chairman and may choose one or more vice-chairmen. The Board of Directors may also 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. Either the chairman or any two directors may at any time summon a meeting of the Directors by notice in writing to every director which notice shall set forth the general nature of the business to be considered and the place at which the meeting is to be convened.

15.2 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 an 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 by mail, e-mail, facsimile or any other similar means of communication, or when all Directors are present or represented at the meeting. Separate notice shall not be required for meetings held at times and places fixed in a resolution adopted by the Board of Directors.

15.3 The chairman shall preside at the meetings of the Directors and of the Shareholders. In his/her/its absence, the Shareholders or the Directors shall decide by a majority vote that another Director, or in the case of a meeting of the Shareholders, that any other person shall be in the chair of such meetings.

15.4 The Board of Directors may from time to time and at any time by powers of attorney appoint any company, firm, person or body of persons, with full power of substitution, to be the attorney or attorneys of the Company for such purpose and with such powers, authorities and discretions (not exceeding those vested in or exercisable by the Board of Directors under these Articles) and for such period and subject to such conditions as it may think fit, and any such powers of attorney may contain such provisions for the protection and convenience of persons dealing with any such attorneys as the Board of Directors may think fit and may also authorise any such attorney to delegate all or any of the powers, authorities and discretions vested in him/her/it.

15.5 Any Director may act at any meeting by appointing in writing, by mail, e¬mail or facsimile or any other similar means of communication another director as his/her/its proxy. A Director may represent several of his/her/its colleagues.

15.6 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 authorised thereto by resolution of the Board of Directors.

15.7 The Board of Directors can deliberate or act validly only if at least the majority of the Directors are present or represented.

15.8 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 where they are signed by the chairman of the meeting or any two Directors.

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

15.10 Resolutions in writing approved and signed by all Directors shall have the same effect as resolutions voted at the meetings of the Board of Directors. Each Director shall approve such resolution in writing, by mail, facsimile 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.

15.11 Members of the Board of Directors or of any committee thereof may participate in a meeting of the Board of Directors or of such committee by means of conference telephone, videoconference, or similar communications equipment by means of which all persons participating in the meeting can hear each other and participation in a meeting pursuant to this provision shall constitute presence in person at such meeting.

Art. 16. Powers of the Board of Directors.

16.1 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 policies as determined in Article 19 hereof.

16.2 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. 17. 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 officer(s) of the Company or of any other person(s) to whom authority has been delegated by the Board of Directors.

Art. 18. Delegation of Powers.

18.1 The Board of Directors 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.

18.2 The Board of Directors may also confer special powers of attorney by notarial or private proxy.

Art. 19. Investment Policies and Restrictions.

19.1 The Board of Directors, based upon the principle of risk spreading, has the power to determine the investment policies and strategies to be applied in respect of each Portfolio and the course of conduct of the management and business affairs of the Company, within the restrictions as shall be set forth by the Board of Directors in compliance with applicable laws and regulations.

19.2 Within those restrictions, the Board of Directors may decide that investments be made in:

19.2.1 Transferable Securities or Money Market Instruments;

19.2.2 shares or units of other UCIs, including shares or units of a master fund qualified as a UCITS;

19.2.3 deposits with credit institutions, which are repayable on demand or have the right to be withdrawn and which are maturing in no more than twelve(12) months;

19.2.4 financial derivative instruments;

19.2.5 shares issued by one or several other Sub-Funds of the Company under the conditions provided for by the UCI Law; and

19.2.6 any other securities, instruments or other assets within the restrictions as shall be set forth by the Board of Directors in compliance with applicable laws and regulations.

19.3 The investment policy of the Company may replicate the composition of an index of securities or debt securities recognized by the Luxembourg supervisory authority.

19.4 The Company may in particular purchase the above mentioned assets on any Regulated Market of a state of Europe, being or not Member State, of America, Africa, Asia, Australia or Oceania.

19.5 The Company may also invest in recently issued Transferable Securities and Money Market Instruments, provided that the terms of issue include an undertaking that application will be made for admission to official listing on a Regulated Market and that such admission be secured within one year of issue.

19.6 In accordance with the principle of risk spreading, the Company is authorised to invest up to 100% of the net assets attributable to each Portfolio in Transferable Securities or Money Market Instruments issued or guaranteed by a Member State, its local authorities, another member state of the OECD or of the G20, such non-member state(s) of the OECD as set out in the Prospectus or public international bodies of which one or more Member States are members being provided that if the Company uses the possibility described above, it shall hold, on behalf of each relevant Portfolio, securities belonging to six different issues at least. The securities belonging to one issue cannot exceed 30% of the total net assets attributable to that Portfolio.

19.7 The Board of Directors, acting in the best interest of the Company, may decide, in the manner described in the Prospectus, that: (i) all or part of the assets of the Company or of any Portfolio be co-managed on a segregated basis with other assets held by other investors, including other undertakings for collective investment and/or their Portfolios; or that (ii) all or part of the assets of two or more Portfolios of the Company be co-managed amongst themselves on a segregated or on a pooled basis.

19.8 Investments of each Portfolio of the Company may be made either directly or indirectly through wholly-owned subsidiaries, as the Board of Directors may from time to time decide and as described in the Prospectus. Reference in these Articles to "investments" and "assets" shall mean, as appropriate, either investments made and assets beneficially held directly or investments made and assets beneficially held indirectly through the aforesaid subsidiaries.

19.9 The Company is authorised to employ techniques and instruments relating to Transferable Securities and Money Market Instruments provided that such techniques and instruments may be used for hedging purposes, for the purpose of efficient portfolio management or for investment purposes.

Art. 20. Conflict of Interest.

20.1 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

Directors or officers of the Company is/are interested in, or is/are (a) director(s), associate(s), officer(s) or employee (s) 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.

20.2 In the event that any Directors or officers of the Company may have an interest in any transaction of the Company which conflicts with the interests of the Company, such Director or officer shall make known to the Board of Directors such conflict of 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.

20.3 Such conflict of interest as referred to in this Article, shall not include any relationship with or without interest in any matter, position or transaction involving any affiliated or associated company of any external investment manager appointed by the Company, or such other person, company or entity as may from time to time be determined by the Board of Directors in its discretion.

Art. 21. Indemnification of Directors. Every Director, agent, auditor, or officer of the Company and his/her/its personal representatives shall be indemnified and secured harmless out of the assets of the relevant Portfolio(s) against all actions, proceedings, costs, charges, expenses, losses, damages or liabilities ("Losses") incurred or sustained by him/her/it in or about the conduct of the Company business or affairs or in the execution or discharge of his/her/its duties, powers, authorities or discretions, including Losses incurred by him/her/it in defending (whether successfully or otherwise) any civil proceedings concerning the Company in any court whether in Luxembourg or elsewhere. No such person shall be liable: (i) for the acts, receipts, neglects, defaults or omissions of any other such person; or (ii) by reason of his/her/its

having joined in any receipt for money not received by him/her/it personally; or (iii) for any loss on account of defect of title to any property of the Company; or (iv) on account of the insufficiency of any security in or upon which any money of the Company shall be invested; or (v) for any loss incurred through any bank, broker or other agent; or (vi) for any loss, damage or misfortune whatsoever which may happen in or arise from the execution or discharge of the duties, powers, authorities, or discretions of his/her/its office or in relation thereto, unless the same shall happen through his/her/its own gross negligence or wilful misconduct against the Company.

Art. 22. Authorised Auditors.

22.1 The accounting data related in the annual report of the Company shall be examined by an independent authorised auditor ("réviseur d'entreprises agréé") appointed by the general meeting of Shareholders and remunerated by the Company.

22.2 The independent authorised auditor shall fulfil all duties prescribed by the UCI Law.

Title IV. General meetings - Accounting year - Distributions

Art. 23. General Meetings of Shareholders of the Company.

23.1 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.

23.2 The general meeting of Shareholders shall meet upon call by the Board of Directors.

23.3 It may also be called upon the request of Shareholders representing at least one tenth of the share capital of the Company.

23.4 The annual general meeting shall be held in accordance with Luxembourg law at the registered office or at a place specified in the notice of meeting, at 11:00 a.m. (Luxembourg time) on the first Wednesday of the month of April of each year.

23.5 If such day is a legal or a bank holiday in Luxembourg, the annual general meeting shall be held on the next following Business Day.

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

23.7 The Board of Directors may convene a general meeting of Shareholders pursuant to a notice setting forth the agenda published to the extent and in the manner required by Luxembourg law and/or sent at least eight (8) days prior to the meeting to each registered Shareholder at the Shareholder's address in the register of Shareholders or at such other address indicated by the relevant Shareholder. No evidence of the giving of such notice to registered Shareholders is required by the meeting. 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.

Shareholders representing at least one tenth of the share capital may request the adjunction of one or several item(s) to the agenda of any general meeting of Shareholders. Such a request must be sent to the registered office of the Company by registered mail five days at the latest before the relevant meeting.

If bearer Shares are issued 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 newspaper(s), and in such other newspapers as the Board of Directors may decide.

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

23.9 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 holders of bearer Shares are obliged, in order to be admitted to the general meetings, to deposit their Share certificates with an institution specified in the convening notice at least five (5) days prior to the date of the meeting.

23.10 The Board of Directors may determine all other conditions that must be fulfilled by Shareholders in order to attend any meeting of Shareholders.

23.11 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.

23.12 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 appointing another person as his/her/its proxy in writing, by mail or by facsimile transmission, who need not be a Shareholder and who may be a Director.

23.13 Unless otherwise provided by law or herein, resolutions of the general meeting of Shareholders are passed by a simple majority vote of the Shareholders validly cast, regardless of the portion of capital represented. Abstentions and nihil vote shall not be taken into account.

23.14 Each Shareholder may vote at a general meeting through a signed voting form sent by post, electronic mail, facsimile or any other means of communication to the Company's registered office or to the address specified in the convening notice.

Art. 24. General Meetings of Shareholders of Portfolios or of Classes of Shares.

24.1 The Shareholders of the Class or Classes issued in respect of any Portfolio may hold, at any time, general meetings to decide on any matters which relate exclusively to such Portfolio.

24.2 In addition, the Shareholders of any Class of Shares may hold, at any time, general meetings to decide on any matters which relate exclusively to such Class.

24.3 The provisions of Article 23, paragraphs 23.2, 23.3, 23.7, 23.8, 23.9, 23.10, 23.11, 23.12, 23.13 and 23.14 shall apply to such general meetings of Shareholders.

Art. 25. Closure of Portfolios and/or Classes.

25.1 In the event that for any reason the value of the assets in any Portfolio or Class has decreased to an amount determined by the Board of Directors to be the minimum level for such Portfolio or Class to be operated in an economically efficient manner, or if a change in the economical, political or monetary situation relating to the Portfolio or Class concerned would have material adverse consequences on the investments of that Portfolio or if the range of products offered to investors is rationalised, the Board of Directors may decide to compulsorily redeem all the Shares of the relevant Class or Classes issued in such Portfolio or the relevant Class at the Net Asset Value per Share (taking into account actual realisation prices of investments and realisation expenses), determined as of the Dealing Day at which such decision shall take effect and therefore close the relevant Portfolio or Class. The Company shall serve a notice to the Shareholders of the relevant Class or Classes of Shares prior to the effective date for the compulsory redemption, which will indicate the reasons for, and the procedure of, the redemption operations. Unless it is otherwise decided in the interests of, or to keep equal treatment between, the Shareholders, the Shareholders of the Portfolio or Class concerned may continue to request redemption or conversion of their Shares free of charge (but taking into account actual realisation prices of investments and realisation expenses) prior to the effective date of the compulsory redemption.

25.2 Notwithstanding the powers conferred to the Board of Directors by paragraph 25.1 of this Article, the general meeting of Shareholders of any Portfolio or Class within any Portfolio may, upon a proposal from the Board of Directors, redeem all the Shares of the relevant Class within the relevant Portfolio and refund to the Shareholders the Net Asset Value of their Shares (taking into account actual realisation prices of investments and realisation expenses) determined as of the Dealing Day at which such decision shall take effect. There shall be no quorum requirements for such general meeting of Shareholders which shall decide by resolution taken by simple majority of those present or represented and voting.

25.3 Assets which may not be distributed to the relevant beneficiaries upon the implementation of the redemption will be deposited with the Depositary for the period required by Luxembourg law; after such period, the assets will be deposited with the "Caisse de Consignation" on behalf of the persons entitled thereto.

25.4 All redeemed Shares may be cancelled.

25.5 The liquidation of the last remaining Portfolio of the Company will result in the liquidation of the Company under the conditions of the UCI Law.

Art. 26. Mergers. Any cost associated with the preparation and the completion of the merger shall neither be charged to the Company nor to its Shareholders.

26.1. Mergers decided by the Board of Directors

26.1.1. Company

The Board of Directors may decide to proceed with a merger (within the meaning of the UCI Law) of the Company, either as receiving or absorbed UCITS, with:

- another existing or new Luxembourg or foreign UCITS (the "New UCITS"); or

- a Portfolio thereof,

and, as appropriate, to redesignate the Shares of the Company concerned as Shares of this New UCITS, or of the relevant Portfolio thereof as applicable.

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

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

Such a merger shall be subject to the conditions and procedures imposed by the UCI Law, in particular concerning the merger project and the information to be provided to the Shareholders.

26.1.2. Portfolios

The Board of Directors may decide to proceed with a merger (within the meaning of the UCI Law) of any Portfolio, either as receiving or absorbed Portfolio, with:

- another existing or new Portfolio within the Company or another Portfolio within a New UCITS (the "New Portfolio"); or

- a New UCITS,

and, as appropriate, to redesignate the Shares of the Portfolio concerned as Shares of the New UCITS, or of the New Portfolio as applicable.

Such a merger shall be subject to the conditions and procedures imposed by the UCI Law, in particular concerning the merger project and the information to be provided to the Shareholders.

26.2. Mergers decided by the Shareholders

26.2.1. Company

Notwithstanding the powers conferred to the Board of Directors by the preceding section, a merger (within the meaning of the UCI Law) of the Company, either as receiving or absorbed UCITS, with:

- a New UCITS; or

- a Portfolio thereof,

may be decided by a general meeting of the Shareholders for which there shall be no quorum requirement and which will decide on such a merger and its effective date by a resolution adopted at a simple majority of the votes validly cast at such meeting.

Such a merger shall be subject to the conditions and procedures imposed by the UCI Law, in particular concerning the merger project and the information to be provided to the Shareholders.

26.2.2. Portfolios

The general meeting of the Shareholders of a Portfolio may also decide a merger (within the meaning of the UCI Law) of the relevant Portfolio, either as receiving or absorbed Portfolio, with:

- any New UCITS; or

- a New Portfolio.

by a resolution adopted with no quorum requirement at a simple majority of the votes validly cast at such meeting.

Such a merger shall be subject to the conditions and procedures imposed by the UCI Law, in particular concerning the merger project and the information to be provided to the Shareholders.

General

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

Art. 27. Accounting Year. The accounting year of the Company shall commence on the 1 January of each year and terminates on the 31 December of the same year.

Art. 28. Distributions.

28.1 The general meeting of Shareholders of the Class or Classes issued in respect of any Portfolio shall, upon proposal from the Board of Directors and within the limits provided by law, determine how the results of such Portfolio shall be disposed of, and may from time to time declare, or authorise the Board of Directors to declare, distributions.

28.2 For any Class or Classes of Shares entitled to distributions, the Board of Directors may decide to pay interim dividends in the frequency and amounts determined by the Board of Directors in compliance with the conditions set forth by law.

28.3 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 to the agent or agents therefore designated by the Company.

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

28.5. For each Portfolio or Class of Shares, the Board of Directors may decide on the payment of interim dividends in compliance with legal requirements.

28.6 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.

28.7 Any distribution that has not been claimed within five (5) years of its declaration shall be forfeited and revert to the Portfolio relating to the relevant Class or Classes of Shares.

28.8 No interest shall be payable by the Company on a dividend which has not been claimed by a Shareholder.

Title V. Final provisions

Art. 29. Custodian.

29.1 To the extent required by law, the Company shall enter into a custody agreement with a banking or savings institution - a custodian (the "Custodian") - as defined by the law of 5 April 1993 on the financial sector, as amended.

29.2 The Depositary shall fulfil the duties and responsibilities as provided for by the UCI Law.

29.3 If the Depositary wishes to retire, the Board of Directors shall use its best endeavours to find a successor Depositary within two (2) months of the effectiveness of such retirement. The Board of Directors may terminate the appointment of the Depositary but shall not remove the Depositary unless and until a successor Depositary shall have been appointed to act in the place thereof.

Art. 30. Dissolution of the Company.

30.1 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 32 hereof.

30.2 Whenever the share capital falls below two-thirds of the minimum capital indicated in Article 6 hereof, the question of the dissolution of the Company shall be referred to the general meeting of Shareholders by the Board of Directors. The general meeting of Shareholders, for which no quorum shall be required, shall decide by a simple majority of the validly cast votes.

30.3 The question of the dissolution of the Company shall further be referred to the general meeting of Shareholders whenever the share capital falls below one quarter of the minimum capital set by Article 6 hereof; in such an event, the general meeting of Shareholders shall be held without any quorum requirements and the dissolution may be decided by Shareholders holding one quarter of the votes of the Shares represented and validly cast at the meeting.

30.4 The general meeting of Shareholders 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 quarter of the legal minimum, as the case may be.

Art. 31. Liquidation of the Company. Liquidation shall be carried out by one or several liquidator(s), who may be physical persons or legal entities, appointed by the general meeting of Shareholders which shall determine their powers and their compensation.

Should the Company be voluntarily or compulsorily liquidated, its liquidation will be carried out in accordance with the provisions of the UCI Law. Such law specifies the steps to be taken to enable the Shareholders to participate in the distribution(s) of the liquidation proceeds and provides for a deposit in escrow at the Caisse de Consignation at the time of the close of the liquidation. Liquidation proceeds available for distribution to Shareholders in the course of the liquidation that are not claimed by Shareholders at the close of the liquidation be deposited at the Caisse de Consignation in Luxembourg, where for a period of thirty (30) years they will be held at the disposal of the Shareholders entitled thereto.

Art. 32. 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 from time to time.

Art. 33. Applicable Law. All matters not governed by these Articles shall be determined in accordance with the law of 10 August 1915 on commercial companies, as amended from time to time, and the UCI Law, as may be amended from time to time.

Subscription and Payment

The share capital of the Company is subscribed as follows:

1) Mr. Olaf Rogge, prenamed subscribed for one thousand five hundred and fifty (1,550) Shares, resulting in a total payment of fifteen thousand five hundred Euros (EUR 15,500.-).

2) Mr. David Witzer, prenamed, subscribed for one thousand five hundred and fifty (1,550) Shares, resulting in a total payment of fifteen thousand five hundred Euros (EUR 15,500.-).

Evidence of the above payments, totalling thirty one thousand Euros (EUR 31,000.-) was given to the undersigned notary.

The subscribers declared that upon determination by the Board of Directors, pursuant to these Articles, of the various Classes of Shares which the Company shall have, they will elect the Class or Classes of Shares to which the shares subscribed to shall appertain.

Transitional dispositions

1) The first financial year will begin on the date of the incorporation of the Company and shall terminate on 31 December 2014.

2) The first annual general meeting will be held in 2015.

Expenses

The expenses, costs, remunerations or charges in any form whatsoever which shall be borne by the Company as a result of its incorporation are estimated to approximately EUR 3,000.-.

Declaration

The undersigned notary herewith declares having verified the existence of the conditions enumerated in article 26, 26-3 and 26-5 of the law of 10 August 1915 on commercial companies, as amended and expressly states that they have been fulfilled.

General meeting of shareholders

The appearing parties representing the entire subscribed capital and considering themselves as duly convened, have immediately proceeded to hold a general meeting of Shareholders which resolved as follows:

1) The following persons are elected as directors of the Company for a term of office ending at the close of the annual general meeting of Shareholders to be held in 2015:

(i) Mr. David Witzer, born on 12 January 1966 in London, United Kingdom, professionally residing at Sion Hall, 56 Victoria Embankment, London EC4Y 0DZ, United Kingdom;

(ii) Mr. Johannes Höring, born on 27 December 1972 in Rammelsbach, Germany, professionally residing at 18-20, rue Gabriel Lippmann, L-5365 Munsbach, Grand Duchy of Luxembourg;

(iii) Mr. William Jones, born on 11 February 1963 in New York, United States of America, professionally residing at 24, rue Beaumont, L-1219 Luxembourg, Grand Duchy of Luxembourg;

2) The following person is elected as independent authorized auditor of the Company for a term of office ending at the close of the annual general meeting of Shareholders to be held in 2015:

KPMG Luxembourg S.à r.l with registered office at 9, Allée Scheffer, L-2520 Luxembourg.

3) The registered office of the Company shall be at 18-20, rue Gabriel Lippmann, L-5365 Munsbach, Grand Duchy of Luxembourg;

Whereof the present deed was drawn up in Luxembourg, at the office of the undersigned notary, on the day named at the beginning of this document.

The undersigned notary who understands and speaks English states herewith that upon request of the above-appearing parties, the present deed is worded in English.

The document having been read to the proxyholder of the appearing parties known to the notary by name, first name, civil status and residence, the said proxyholder of the appearing parties signed together with the notary the present deed.

Signé: S. WOLTER et H. HELLINCKX.

Enregistré à Luxembourg A.C., le 14 octobre 2013. Relation: LAC/2013/46654. Reçu soixante-quinze euros (75.- EUR).

Le Receveur (signé): I. THILL.

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

Luxembourg, le 18 octobre 2013.

Référence de publication: 2013147005/1005.

(130179052) Déposé au registre de commerce et des sociétés de Luxembourg, le 21 octobre 2013.

Caterpillar Luxembourg Group S. à r.l., Société à responsabilité limitée.

Capital social: USD 219.249.150,00.

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

R.C.S. Luxembourg B 119.817.

Caterpillar Luxembourg Mexico S.à r.l., Société à responsabilité limitée.

Capital social: USD 3.300.000,00.

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

R.C.S. Luxembourg B 170.416.

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JOINT MERGER PROPOSAL

The board of managers of Caterpillar Luxembourg Group S.à r.l., and the board of managers of Caterpillar Luxembourg Mexico S.à r.l. have decided to draw up this joint merger proposal (the Joint Merger Proposal) in accordance with the provisions of articles 261 and 278 of the law of August 10, 1915 on commercial companies, as amended (the Law), and to present it to their respective general meeting of shareholders.

This merger is to be carried out by way of absorption by the private limited liability company (société à responsabilité limitée) Caterpillar Luxembourg Group S.à r.l. (the Acquiring Company), of its wholly-owned subsidiary, the private

limited liability company (société à responsabilité limitée) Caterpillar Luxembourg Mexico S.à r.l. (the Company Ceasing To Exist, together with the Acquiring Company, the Merging Companies or individually each a Merging Company) in accordance with articles 261, 278 and 279 of the Law.

1. Description of the contemplated merger. The respective boards of managers of the Merging Companies propose carrying out a merger which will entail the transfer of all assets and liabilities of the Company Ceasing To Exist to the Acquiring Company, in accordance with the provisions of article 274 of the Law (the Merger).

The managers of the Acquiring Company and the managers of the Company Ceasing to Exist mutually undertake to take all required steps in order to carry out the Merger, in accordance with the terms and conditions set forth in this Joint Merger Proposal.

In accordance with article 272 of the Law, the Merger will become effective inter partes when the concurring decisions to approve the Merger will have been adopted by the respective shareholders' meetings of the Merging Companies, i.e. on the date of the last general meeting of the shareholders of the Merging Companies approving the Merger (the Effective Date).

The Merger shall only be enforceable towards third parties after the publication of the minutes of the general meetings of shareholders of each of the Merging Companies in the Mémorial C, Recueil des Sociétés et Associations (the Memorial), pursuant to article 9 and article 273 (1) of the Law.

2. Information provided under article 261 (2) of the law.

a) Type of legal entity, name and registered office of the Merging Companies

- The Acquiring Company

The private limited liability company (société à responsabilité limitée) Caterpillar Luxembourg Group S.à r.l. has its registered office at 4A, rue Henri M. Schnadt, L-2530 Luxembourg, Grand Duchy of Luxembourg and is registered with the Register of Commerce and Companies of Luxembourg under number B 119.817.

The Acquiring Company has been incorporated under the laws of the Grand Duchy of Luxembourg pursuant to a deed of Maître Henri Hellinckx, notary residing in Luxembourg, Grand Duchy of Luxembourg, dated September 14, 2006, published in the Mémorial C, Recueil des Sociétés et des Associations, on November 13, 2006 under number 2114.

The articles of association of the Acquiring Company have been amended for the last time pursuant to a deed of Maître Henri Hellinckx, dated November 25, 2010, published in the Mémorial C, Recueil des Sociétés et des Associations, on February 24, 2011 under number 369.

- The Company Ceasing to Exist

The private limited liability company (société à responsabilité limitée) Caterpillar Luxembourg Mexico S.à r.l. has its registered office at 4A, rue Henri M. Schnadt, L-2530 Luxembourg, Grand Duchy of Luxembourg and is registered with the Register of Commerce and Companies of Luxembourg under number B 170.416.

The Company Ceasing to Exist has been incorporated under the laws of the Grand Duchy of Luxembourg pursuant to a deed of Maître Blanche Moutrier, notary residing in Esch-sur-Alzette, Grand Duchy of Luxembourg, acting in replacement of Maître Francis Kessler, notary residing in Esch-sur-Alzette, Grand Duchy of Luxembourg, dated June 26, 2012, published in the Mémorial C, Recueil des Sociétés et des Associations, on August 28, 2012 under number 2134.

The articles of association of the Company Ceasing to Exist have been amended for the last time pursuant to a deed of Maître Francis Kesseler, dated October 01, 2013, currently pending publication in the Mémorial C, Recueil des Sociétés et des Associations.

b) Date as of which the operations of the Company Ceasing to Exist shall be treated, for accounting purposes, as being carried out on behalf of the Acquiring Company

The operations of the Company Ceasing to Exist shall be treated, for accounting purposes, as being carried out on behalf of the Acquiring Company as from November 29, 2013.

c) Rights conferred by the Acquiring Company to shareholders having special rights and to holders of securities other than shares

All shares of the Company Ceasing to Exist are identical and confer the same rights and advantages to their holder so that no special rights and no compensations will be granted at the expense of the Acquiring Company to anyone.

The Company Ceasing to Exist has not issued any securities other than the shares in the share capital of the Company which are wholly owned by the Acquiring Company.

d) Special advantages granted to the experts referred to in article 266 of the Law, to the members of the boards of managers of the Merging Companies and to any of the persons (if any) referred to in article 261 (2) g) of the Law

Neither the experts referred to in article 266 of the Law, nor the members of the board of managers of the Company Ceasing to Exist, the members of the board of managers of the Acquiring Company and any of the persons (if any) referred to in article 261 (2) g) of the Law, shall be entitled to receive any special advantages in connection with or as a result of the Merger.

3. Consequences of the Merger.

3.1 The Merger will trigger ipso jure all the consequences detailed in article 274 of the Law and in particular, as a result of the Merger, the Company Ceasing to Exist shall cease to exist and all the shares in issue shall be cancelled.

3.2 The Acquiring Company will become the owner of the assets of the Company Ceasing to Exist as they exist on the Effective Date, with no right of recourse whatsoever against the Company Ceasing to Exist.

3.3 The Acquiring Company shall pay, as of the Effective Date, all taxes, contributions, duties, levies and insurance premium which will or may become due with respect to the ownership of the assets which have been contributed.

3.4 As of the Effective Date, the Acquiring Company shall perform all agreements and obligations whatsoever of the Company Ceasing to Exist.

3.5 The rights and claims comprised in the assets of the Company Ceasing to Exist shall be transferred to the Acquiring Company with all the securities, either in rem or personal, attached thereto. The Acquiring Company shall thus be subrogated, without novation, in all rights, whether in rem or personal, of the Company Ceasing to Exist with respect to all assets and against all debtors, without any exception.

3.6 The Acquiring Company shall incur all debts and liabilities of any kind of the Company Ceasing to Exist. In particular, it shall pay interest and principal on all debts and liabilities of any kind incurred by the Company Ceasing to Exist.

3.7 All corporate documents of the Company Ceasing to Exist shall be kept at the registered office of the Acquiring Company for as long as prescribed by the Law.

3.8 The mandates of the members of the board of managers of the Company Ceasing to Exist will be terminated on the Effective Date. Full discharge will be given to the members of the board of managers of the Company Ceasing to Exist for the performance of their mandates.

The mandates of the members of the board of managers of the Acquiring Company will not be affected by the Merger.

4. Additional provisions.

4.1 The cost of the Merger will be incurred by the Acquiring Company.

4.2 The undersigned mutually undertake to take all steps in their power in order to carry out the Merger in accordance with the legal and statutory requirements of the Merging Companies.

4.3 The Acquiring Company shall carry out all required and necessary formalities in order to carry out the Merger as well as the transfer of all assets and liabilities of the Company Ceasing to Exist to the Acquiring Company.

4.4 The shareholder(s) of each of the Merging Companies shall be entitled to inspect the following documents at the registered office of the said companies, at least one month before the date of the general meetings of the shareholder to be called to decide on the terms of the Merger:

- the draft terms of the Merger; and

- the annual accounts of the Merging Companies for the last three financial years, if applicable.

4.5. The present document has been drawn up in Luxembourg on October 21, 2013, in original, in order to be registered with the Register of Commerce and Companies of Luxembourg and to be published in the Memorial, at least one month prior to the date of the general meetings of the shareholder(s) of each of the Merging Companies to be called to decide on the terms of the Merger, in accordance with article 262 of the Law.

Suit la version française du texte qui précède:

Le conseil de gérance de Caterpillar Luxembourg Group S.à r.l. et le conseil de gérance de Caterpillar Luxembourg Mexico S.à r.l. ont décidé par les présentes d'établir ce projet commun de fusion (le Projet Commun de Fusion) conformément aux dispositions des articles 261 et 278 de la loi du 10 août 1915 sur les sociétés commerciales, telle que modifiée (la Loi) et de le présenter à l'assemblée générale de leurs associés respectifs.

La fusion est à réaliser par l'absorption par la société à responsabilité limitée Caterpillar Luxembourg Group S.à r.l. (la Société Absorbante) de sa filiale détenue à 100%, la société à responsabilité limitée Caterpillar Luxembourg Mexico S.à r.l. (la Société Absorbée et ensemble avec la Société Absorbante, les Sociétés qui Fusionnent ou individuellement une Société qui Fusionne) en conformité avec les articles 261, 278 et 279 de la Loi.

1. Description de la fusion envisagée. Les conseils de gérance respectifs des Sociétés qui Fusionnent proposent de réaliser une fusion qui entraînera le transfert de tous les actifs et passifs de la Société Absorbée à la Société Absorbante en conformité avec les dispositions de l'article 274 de la Loi (la Fusion).

Les gérants de la Société Absorbante et les gérants de la Société Absorbée s'engagent mutuellement à entreprendre toutes les démarches nécessaires à la réalisation de la Fusion, conformément aux conditions détaillées dans ce Projet Commun de Fusion.

Conformément à l'article 272 de la Loi, la Fusion prendra effet entre les Sociétés qui Fusionnent lorsque les décisions concordantes d'approbation de la Fusion auront été adoptées par les assemblées générales respectives des associés des Sociétés qui Fusionnent approuvant la Fusion (la Date de Prise d'Effet).

La Fusion prendra seulement effet envers les tiers après la publication du procès-verbal des assemblées générales des associés des Sociétés qui Fusionnent au Mémorial C, Recueil des Sociétés et Associations (le Mémorial), conformément à l'article 9 et à l'article 273 (1) de la Loi.

2. Informations fournies en vertu de l'article 261 (2) de la loi.

a) Type de personne morale, dénomination sociale et siège social des Sociétés qui Fusionnent

- La Société Absorbante

La société à responsabilité limitée Caterpillar Luxembourg Group S.à r.l. a son siège social au 4A, rue Henri M. Schnadt, L-2530 Luxembourg, Grand-Duché de Luxembourg et est immatriculée au Registre du Commerce et des Sociétés de Luxembourg sous le numéro B 119.817.

La Société Absorbante a été constituée selon les lois du Grand-Duché de Luxembourg suivant un acte de Maître Henri Hellinckx, notaire de résidence à Luxembourg, Grand-

Duché de Luxembourg, le 14 septembre 2006, publié au Mémorial C, Recueil des Sociétés et Associations le 13 novembre 2006, sous le numéro 2114.

Les statuts de la Société Absorbante ont été modifiés pour la dernière fois suivant un acte de Maître Henri Hellinckx, le 25 novembre 2010, publié au Mémorial C, Recueil des Sociétés et Associations le 24 février 2011, sous le numéro 369.

- La Société Absorbée

La société à responsabilité limitée Caterpillar Luxembourg Mexico S.à r.l. a son siège social au 4A, rue Henri M. Schnadt, L-2530 Luxembourg, Grand-Duché de Luxembourg, Luxembourg, Grand-Duché de Luxembourg et est immatriculée au Registre du Commerce et des Sociétés de Luxembourg sous le numéro B 170.416.

La Société Absorbée a été constituée selon les lois du Grand-Duché de Luxembourg suivant un acte de Maître Blanche Moutrier, notaire de résidence à Esch-sur-Alzette, Grand-Duché de Luxembourg, agissant en remplacement de Maître Francis Kesseler, notaire de résidence à Esch-sur-Alzette, Grand-Duché de Luxembourg, le 26 juin 2012, publié au Mémorial C, Recueil des Sociétés et Associations le 28 août 2012, sous le numéro 2134.

Les statuts de la Société Absorbée ont été modifiés pour la dernière fois suivant un acte de Maître Francis Kesseler, le 1 er octobre 2013, en cours de publication au Mémorial C, Recueil des Sociétés et Associations.

b) Date à laquelle les opérations de la Société Absorbée seront considérées, à des fins comptables, comme étant réalisées pour le compte de la Société Absorbante

Les opérations de la Société Absorbée seront considérées, à des fins comptables, comme étant réalisées pour le compte de la Société Absorbante à compter du 29 novembre 2013.

c) Droits conférés par la Société Absorbante aux associés ayant des droits spéciaux et aux détenteurs de titres autres que des parts sociales

Toutes les parts sociales de la Société Absorbée sont identiques et confèrent les mêmes droits et avantages à leurs détenteurs de sorte qu'il n'y aura pas de droits spéciaux ou de compensations accordées à quiconque aux frais de la Société Absorbante.

La Société Absorbée n'a pas émis de titres autres que des parts sociales dans le capital social de la Société qui sont entièrement détenues par la Société Absorbante.

d) Avantages spéciaux accordés aux experts mentionnés à l'article 266 de la Loi, aux membres des conseils de gérance des Sociétés qui Fusionnent et aux autres personnes, (le cas échéant), mentionnées à l'article 261 (2) g) de la Loi

Ni les experts mentionnés à l'article 266 de la Loi, ni les membres du conseil de gérance de la Société Absorbée, les membres du conseil de gérance de la Société Absorbante et les autres personnes (le cas échéant) mentionnées à l'article 261 (2) g) de la Loi, ne recevront d'avantages spéciaux en rapport avec ou à la suite de la Fusion.

3. Conséquences de la fusion.

3.1 La Fusion déclenchera de plein droit toutes les conséquences mentionnées à l'article 274 de la Loi et en particulier, à la suite de la Fusion, la Société Absorbée cessera d'exister et toutes les parts sociales émises seront annulées.

3.2 La Société Absorbante deviendra le propriétaire de tous les actifs et passifs de la Société Absorbée à la Date de Prise d'Effet, sans possibilité de recours que ce soit envers la Société Absorbée.

3.3 La Société Absorbante devra s'acquitter, à la Date de Prise d'Effet, de tous les impôts, cotisations, droits et prélèvements et les primes d'assurance qui sont ou peuvent devenir exigibles à l'égard de la propriété des actifs qui ont été apportées.

3.4 A compter de la Date de Prise d'Effet, la Société Absorbante accomplira tous les accords et obligations que ce soit, de la Société Absorbée.

3.5 Les droits et créances compris dans les actifs de la Société Absorbée seront transférés à la Société Absorbante avec tous les titres, qu'ils soient réels ou personnels qui y sont attachés. La Société Absorbante doit donc être subrogée, sans novation, de tous les droits, qu'ils soient réels ou personnels de la Société Absorbée à l'égard de tous les actifs et envers tous les débiteurs, sans aucune exception.

3.6 La Société Absorbante supportera toutes les dettes et passifs de toute nature de la Société Absorbée. En particulier, elle devra s'acquitter des intérêts et le principal de toutes les dettes et passifs de toute nature à la charge de la Société Absorbée.

3.7 Tous les documents sociaux de la Société Absorbée seront conservés au siège social de la Société Absorbante pour aussi longtemps que prévu par la Loi.

3.8 Les mandats des membres du conseil de gérance de la Société Absorbée prendront fin à la Date de Prise d'Effet. Décharge complète sera accordée aux membres du conseil de gérance de la Société Absorbée dans le cadre de l'exercice de leurs fonctions.

Les mandats des membres du Conseil de Gérance de la Société Absorbante ne seront pas affectés à la suite de la Fusion.

4. Dispositions supplémentaires.

4.1 Le coût de la Fusion incombera à la Société Absorbante.

4.2 Les soussignés s'engagent réciproquement à prendre toutes les mesures en leur pouvoir afin de réaliser la Fusion conformément aux exigences légales et statutaires des Sociétés qui Fusionnent.

4.3 La Société Absorbante effectuera toutes les démarches nécessaires et requises à la réalisation de cette Fusion ainsi qu'au transfert de l'ensemble des actifs et passifs de la Société Absorbée à la Société Absorbante.

4.4 Le(s) associé(s) de chacune des Sociétés qui Fusionnent auront le droit d'inspecter les documents suivants au siège social desdites sociétés, au moins un mois avant la date des assemblées générales des associés qui seront convoquées afin de se prononcer sur la Fusion:

- le projet commun de Fusion; et

- les comptes annuels des Sociétés qui Fusionnent des trois derniers exercices sociaux, le cas échéant.

4.6 Le présent document a été établi le 21 octobre 2013 à Luxembourg, en original, afin d'être déposé au Registre du Commerce et des Sociétés de Luxembourg et publié au Mémorial, un mois au moins avant la date des assemblées générales des associé(s) de chacune des Sociétés qui Fusionnent appelées à se prononcer sur le projet de Fusion conformément à l'article 262 de la Loi.

SIGNATURE PAGE TO THE JOINT MERGER PROPOSAL BETWEEN CATERPILLAR LUXEMBOURG GROUP S.A R.L. AND CATERPILLAR LUXEMBOURG MEXICO S.A R.L.

Caterpillar Luxembourg Group S.à r.l.
François Oggier / Christopher Honda
Manager / Manager
Caterpillar Luxembourg Mexico S.à r.l.
François Oggier / Christopher Honda
Manager / Manager

Référence de publication: 2013147748/216.

(130180770) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 octobre 2013.

Conren, Fonds Commun de Placement.

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Le règlement de gestion coordonné au 23. septembre 2013 a été déposé au registre de commerce et des sociétés de Luxembourg.

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

Luxembourg, septembre 2013
IPConcept (Luxembourg) S.A.
Signature

Référence de publication: 2013128334/11.

(130156075) Déposé au registre de commerce et des sociétés de Luxembourg, le 11 septembre 2013.

Hauck & Aufhäuser Investment Gesellschaft S.A., Société Anonyme.

Siège social: L-1931 Luxembourg, 21, avenue de la Liberté.

R.C.S. Luxembourg B 31.093.

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Für den Fonds der Robus Mid-Market Value Bond Fund gilt das Allgemeine Verwaltungsreglement, welches am 14. Oktober 2013 in Kraft tritt. Das Verwaltungsreglement wurde beim Handels- und Gesellschaftsregister von Luxemburg hinterlegt.

Zwecks Veröffentlichung im Mémorial, Recueil des Sociétés et Associations.

Luxemburg, den 19. September 2013.

Hauck & Aufhäuser Investment Gesellschaft S.A.

Unterschriften

Référence de publication: 2013133453/14.

(130162034) Déposé au registre de commerce et des sociétés de Luxembourg, le 23 septembre 2013.

Deka Renaissance de Wagram PropCo. S.à r.l., Société à responsabilité limitée.

Siège social: L-1912 Luxembourg, 3, rue des Labours.

R.C.S. Luxembourg B 154.193.

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Les comptes annuels au 31.03.2013 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Luxemburg, le 08.10.2013. Gerd Kiefer / Katja Wilbert.

Référence de publication: 2013147282/10.

(130180287) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 octobre 2013.

Deka Vienne Rocher SARL, Société à responsabilité limitée.

Siège social: L-1912 Luxembourg, 3, rue des Labours.

R.C.S. Luxembourg B 159.703.

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Les comptes annuels au 31.12.2012 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Luxemburg, le 23.09.2013. Gerd Kiefer / Katja Wilbert.

Référence de publication: 2013147283/10.

(130180277) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 octobre 2013.

BJ Services International S.à r.l., Société à responsabilité limitée.

Siège social: L-1466 Luxembourg, 12, rue Jean Engling.

R.C.S. Luxembourg B 76.063.

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In the year two thousand and thirteen, on the fourteenth day of October,

before Maître Marc Loesch, notary residing in Mondorf-les-Bains, Grand Duchy of Luxembourg,

there appeared

Baker Hughes Luxembourg Holdings SCA, a Luxembourg corporate partnership limited by shares (Société en Commandite par Actions), registered with the Luxembourg Trade and Companies Register under number B 131.868, having its registered office at 12, rue Jean Engling L-1466 Luxembourg, Grand-Duchy of Luxembourg (the "Sole Member"),

here represented by Ms Constanze Guthier-Brown, private employee, residing at Um Railand 7, L-6114 Junglinster, Grand-Duchy of Luxembourg,

by virtue of a proxy under private seal given on 11 October 2013.

The said proxy, initialed "ne varietur" by the attorney and the undersigned notary, will remain attached to the present deed, in order to be recorded with it.

Such appearing party, represented as aforementioned, is the Sole Member of BJ Services International S.à r.l., a private limited liability company, incorporated under the laws of the Grand Duchy of Luxembourg, having its registered office at 12, rue Jean Engling, L-1466 Luxembourg, Grand-Duchy of Luxembourg, registered with the Luxembourg Trade and Companies Register under number B 76.063 (the "Company").

The appearing party has requested the undersigned notary to state that:

I. the Sole Member of the Company, present or represented, declares that the Sole Member had due notice and had knowledge of the agenda prior to the present Extraordinary General Meeting, therefore no convening notices were necessary.

The Extraordinary General Meeting is thus regularly constituted and can validly deliberate and decide on all the items of the agenda.

II. The agenda of the Extraordinary General Meeting is the following:

Agenda

1. Waiver of the convening notices;

2. Approval of the merger between the Company and Baker Hughes Finance Holdings GmbH, as described in the Common draft terms of the Merger;

3. Approval of the explanatory report of the Board of Directors of the Company on the merger plan;

4. Confirmation of the availability of all required documents at the premises of the Company as per Articles 267 and 278 of the law of August 10, 1915 on commercial companies as amended (the "Luxembourg Law");

5. Approval of the current composition of the Board of Directors of the Company after the above mentioned merger has become effective;

6. Miscellaneous.

III. In accordance with the "Common draft terms of the Merger" adopted pursuant to a private deed dated July 18, 2013, published in the Mémorial C, Recueil des Sociétés et Associations, on July 25, 2013, under number 1785, the Company, as absorbing company, is considering merging with Baker Hughes Finance Holdings GmbH ("BH Aus Finance"), a company incorporated under the laws of the Republic of Austria, having its registered seat in Vienna, Austria and its registered office at TeinfaltstraBe 8, 1010 Vienna, Austria, registered with the Companies Register of the Commercial Court in Vienna under FN 288361 k.

The Sole Member of the Company, represented as stated above, requests the undersigned notary to act that the Extraordinary General Meeting, after having deliberated, has taken the following resolutions:

First resolution

The Sole Member acknowledges that, according to Article 6, fourth paragraph, of the articles of association of the Company, if all of the members are present or represented at a meeting of members and if they state that they have been informed of the agenda of the meeting, the meeting may be held without prior notice or publication.

Second resolution

The Sole Member, after the receipt by BH Aus Finance of the pre-merger certificate further to the shareholder's resolutions of BH Aus Finance dated September 26, 2013, approving the Merger, by the Austrian Court confirming that all requirements for the Merger in Austria are met and after having carefully examined all the documents listed in the resolution below, approves the Merger, as contemplated by the "Common draft terms of the Merger" published in Luxembourg in the Mémorial C, Recueil des Sociétés et Associations, on July 25, 2013, under number 1785, and acknowledges that the valuation of all the assets and liabilities of BH Aus Finance will be done according to their book value at the effective accounting merger date, which is December 31 st , 2012, at 12.00 pm. The Merger will take effect and be effective against third parties from the date of the publication of the present minutes of the general meeting of shareholders of the Company approving the merger and the Common draft terms of the Merger, in accordance with Articles 9 and Article 273ter paragraph 1 of the Luxembourg Law.

In accordance with paragraph 5.1 of the Common draft terms of the Merger, the Sole Member decides to amend the articles of association of the Company in order to reflect the capital increase.

As a consequence of the merger between BH Aus Finance into the Company, the capital of the Company is increased by an amount of one hundred United States Dollars (USD 100) by the issuance of one new share having a nominal value of one hundred United States Dollars (USD 100) together with a share premium, amounting to USD one billion eight hundred eighty-two million five hundred fifty-two thousand five hundred and five United States Dollars (1,882,552,505.- U.S. Dollars).

Article 5, 1 st paragraph, of the articles of association of the Company is modified and shall now read as follow:

- In its English version:

« **Art. 5.** The subscribed capital is set at USD 605,391,900 (six hundred and five million three hundred ninety-one thousand nine hundred U.S. Dollars) represented by 6,053,919 (six million fifty-three thousand nine hundred and nineteen) shares with a par value of USD 100 (one hundred United States Dollars) each."

- In its French version:

« **Art. 5.** Le capital souscrit de la société est fixé à USD 605.391.900,-(six cent cinq millions trois cent quatre-vingt-onze mille neuf cents dollars US) représenté par 6.053.919 (six millions cinquante-trois mille neuf cent dix-neuf) parts sociales d'une valeur nominale de USD 100,- (cent dollars US) chacune.».

Third resolution

The Sole Member approves the terms of the explanatory report of the Board of Managers of the Company dated July 19 th , 2013 and providing, inter alia, the legal and economic explanation for the envisaged Merger (the "Report").

Fourth resolution

The Sole Member acknowledges having been presented, according to Article 267 of the Luxembourg Law, one month before the date of the extraordinary general meeting which shall decide on the Common draft terms of the Merger, all the following required documents:

- the Common draft terms of the Merger;

- the annual accounts and the management report for the last three financial years (2010, 2011 and 2012) of the Company and of BH Aus Finance; and

- the explanatory reports of the management boards of the Company and of BH Aus Finance.

Fifth resolution

The Sole Member approves that after the Merger has become effective the composition of the Board of Managers of the Company shall remain unchanged and thus shall be composed of:

- Mr. Marc FEIDER;

- Mr. Alexander L. PENG; and

- Mrs. Constanze GUTHIER-BROWN,

being noted that the date of the end of the mandate of the Managers remains unchanged.

Sixth resolution

The Sole Member resolves that neither an examination of the Common draft terms of the Merger by independent experts nor an expert report is required according to Article 266 § 5 of the Luxembourg Law and declares respectively that it has waived its rights in this regard. Moreover, the Sole Member declares that it has waived its right for an accounting statement as provided by Article 267 §1 c.

Expenses

The expenses, costs, remunerations or charges in any form whatsoever which shall be borne by the Company as a result of the present deed are estimated at two thousand euro (EUR 2,000).

The undersigned notary who understands and speaks English, states herewith that on request of the representative of the appearing party, the present deed is worded in English followed by a French translation; on the request of the same representative and in case of divergences between the English and the French texts, the English version shall prevail.

Whereof the present deed was drawn up in Luxembourg, on the day referred to at the beginning of this document.

The document having been read to the representative of the appearing party, known to the notary by their name, first name, civil status and residence, the said representative signed together with the notary the present deed.

Suit la traduction en français du texte qui précède:

L'an deux mille treize, le quatorze octobre,

par-devant Maître Marc Loesch, notaire de résidence à Mondorf-les-Bains, Grand-duché de Luxembourg,

a comparu

Baker Hughes Luxembourg Holdings SCA, une société en commandite par actions luxembourgeoise, immatriculée auprès du Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 131.868, ayant son siège social au 12, rue Jean Engling L-1466 Luxembourg, Grand-Duché de Luxembourg (l'«Associé Unique»),

ici représentée par Madame Constanze Guthier-Brown, employée privée, demeurant professionnellement à Um Rai-land 7, L-6114 Jùnglinster, Grand-Duché de Luxembourg,

en vertu d'une procuration sous seing privé donné en date du 11 octobre 2013.

Laquelle procuration, après avoir été signée «ne varietur» par le mandataire agissant pour le compte de la partie comparante et le notaire instrumentant, restera annexée au présent acte pour les formalités de l'enregistrement.

La partie comparante, représentée comme indiqué ci-dessus, a requis le notaire instrumentant d'acter qu'elle est l'unique détenteur de toutes les parts sociales de BJ Services International S.à r.l., une société à responsabilité limitée constituée et régie par les lois du Grand-Duché de Luxembourg, ayant son siège social au 12, rue Jean Engling, L-1466 Luxembourg et immatriculée auprès du Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 76.063 (la «Société»);

La comparante requiert le notaire instrumentant de déclarer que:

I. L'Associé Unique de la Société, présent ou représenté, déclare que l'Associé Unique a été dûment convoqué et qu'il a pris connaissance de l'ordre du jour préalablement à l'Assemblée Générale Extraordinaire, aucune convocation n'était donc nécessaire.

L'Assemblée est donc régulièrement constituée et peut ainsi valablement délibérer et décider de tous les points à l'ordre du jour.

II. L'ordre du jour de l'Assemblée Générale Extraordinaire est le suivant:

Ordre du jour

1. Reconnaissance de la tenue de l'assemblée sans notification ni publication préalables;

2. Approbation de la fusion entre la Société et Baker Hughes Finance Holdings GmbH, telle que décrite dans le projet commun de fusion, (la «Fusion»);

3. Approbation du Rapport du Conseil de Gérance de la Société sur le projet de Fusion;

4. Confirmation de la disponibilité de tous les documents requis au siège social de la Société, conformément aux Articles 267 et 278 de la loi du 10 août 1915 concernant les sociétés commerciales, telle que modifiée (la «Loi luxembourgeoise»);

5. Approbation de la composition actuelle du Conseil de Gérance suite à la Fusion susmentionnée devenue effective;

6. Divers.

III. En vertu du projet commun de fusion adopté selon un acte sous seing privé en date du 18 juillet 2013, publié au Mémorial C, Recueil des Sociétés et Associations, le 25 juillet 2013 sous le numéro 1785 (le «Projet commun de fusion»), la Société, en tant que société survivante, est considérée comme fusionnant avec Baker Hughes Finance Holdings GmbH, («BH Aus Finance»), une société constituée sous les lois autrichiennes, ayant son siège social au TeinfaltstraBe 8, 1010 Vienna, Austria, enregistrée au registre du commerce et des sociétés sous le numéro FN 288361 k.

L'Associé Unique de la Société, représenté comme indiqué ci-dessus, demande au notaire instrumentant de prendre acte que l'Assemblée Générale Extraordinaire, après avoir délibéré, a pris les résolutions suivantes:

Première résolution

L'Associé Unique reconnaît que, conformément à l'Article 6, quatrième paragraphe des statuts de la Société, si tous les associés sont présents ou représentés à une assemblée des associés, et s'ils constatent qu'ils ont été informés de l'ordre du jour de l'assemblée, celle-ci peut être tenue sans convocation ou publication préalable.

Seconde résolution

L'Associé Unique, après réception par BH Aus Finance d'un certificat émis suite à la résolution de l'actionnaire de BH Aus Finance datée du 26 septembre 2013 approuvant la Fusion, par le Tribunal du Commerce confirmant qu'il a été satisfait à toutes les exigences requises pour la Fusion en Autriche et après avoir attentivement examiné tous les documents listés dans la résolution ci-dessous, approuve la Fusion, telle qu'envisagée par le projet commun de fusion publié au Luxembourg au Mémorial C, Recueil des Sociétés et Associations, le 25 juillet 2013 sous le numéro 1785, et reconnaît que l'évaluation des actifs et passifs de BH Aus Finance sera faite conformément à leur valeur comptable à la date comptable effective de fusion, 31 décembre, 2012 à 12.00 p.m. La Fusion se réalisera et prendra effet à l'égard des tiers à partir de la date de la publication du procès-verbal de l'assemblée générale des actionnaires de la Société approuvant la Fusion et le Projet commun de fusion, conformément aux Articles 9 et 273ter paragraphe 1 de la Loi luxembourgeoise.

Conformément au paragraphe 5.1 du Projet commun de fusion, l'Associé Unique décide de modifier les statuts de la Société pour refléter l'augmentation de capital.

En conséquence de la fusion entre BH Aus Finance et la Société, le capital social de la Société est augmenté d'un montant de cent Dollars américains (USD 100) par la création d'une nouvelle action ayant une valeur nominale de cent Dollars américains (USD 100), ensemble avec une prime d'émission, s'élevant à USD un milliard huit cent quatre-vingt-deux millions cinq cent cinquante-deux mille cinq cent cinq Dollars américains (1.882.552.505 dollars U.S.).

L'article 5, premier paragraphe, des statuts de la Société est modifié et doit désormais être lu comme suit:

Dans sa version anglaise:

« **Art. 5.** The subscribed capital is set at USD 605,391,900 (six hundred and five million three hundred ninety-one thousand nine hundred U.S. Dollars) represented by 6,053,919 (six million fifty-three thousand nine hundred and ninety-two thousand) shares with a par value of USD 100 (one hundred United States Dollars) each."

Dans sa version française:

« **Art. 5.** Le capital souscrit de la société est fixé à USD 605.391.900,- (six cent cinq millions trois cent quatre-vingt-onze mille neuf cents dollars US) représenté par 6.053.919 (six millions cinquante-trois mille neuf cent dix-neuf) parts sociales d'une valeur nominale de USD 100,- (cent dollars US) chacune."

Troisième résolution

L'Associé Unique approuve le rapport explicatif du Conseil de Gérance de la Société sur le projet de fusion daté du 19 juillet 2013 et expliquant, inter alia, le point de vue juridique et économique de la fusion envisagée entre la Société et BH Aus Finance (le «Rapport»).

Quatrième résolution

L'Associé Unique reconnaît avoir eu à sa disposition, conformément à l'Article 267 de la Loi luxembourgeoise, un mois avant la date de l'assemblée générale appelée à se prononcer sur le Projet commun de fusion, tous les documents suivants:

- le Projet commun de fusion;

- les comptes annuels ainsi que le rapport de gestion de la Société et de BH Aus Finance pour les trois derniers exercices (2010, 2011 et 2012); et

- les rapports explicatifs des organes de gestion de la Société et de BH Aus Finance.

Cinquième résolution

L'Associé Unique approuve qu'une fois la Fusion devenue effective, la composition du Conseil de Gérance de la Société restera inchangée et se composera donc comme suit:

- Monsieur Marc FEIDER;
- Monsieur Alexander L. PENG; et
- Madame Constanze GUTHIER - BROWN,

étant entendu que la date de fin de mandat des administrateurs reste inchangée.

Sixième résolution

L'Associé Unique décide que ni un examen du projet commun de fusion par des experts indépendants ni un rapport d'expert n'est requis conformément à l'article 266 § 5 de la Loi Luxembourgeoise et déclare respectivement qu'il a renoncé à ses droits à cet égard. En outre, l'Associé Unique déclare qu'il a renoncé à son droit à la préparation d'un état comptable prévu par l'article 267 §1c.

Dépenses

Le montant des frais, dépenses, rémunérations ou charges, sous quelque forme que ce soit, qui incombent à la Société, ou qui sont mis à sa charge en raison du présent acte, s'élève approximativement à deux mille euros (EUR 2.000).

Le notaire soussigné qui comprend et parle l'anglais, constate qu'à la requête du représentant de la comparante, le présent acte est rédigé en langue anglaise suivi d'une version française; sur demande du même représentant et en cas de divergences entre le texte anglais et le texte français, la version anglaise fera foi.

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

Lecture du présent acte ayant été faite au représentant de la comparante, connu du notaire par nom, prénom, état civil et résidence, ledit représentant a signé ensemble avec le notaire, le présent acte.

Signé: C. Guthier-Brown, M. Loesch.

Enregistré à Remich, le 18 octobre 2013. REM/2013/1833. Reçu soixante-quinze euros. 75,00 €.

Le Receveur ff. (signé): L. SCHLINK.

Pour expédition conforme

Mondorf-les-Bains, le 21 octobre 2013.

Référence de publication: 2013147867/217.

(130180980) Déposé au registre de commerce et des sociétés de Luxembourg, le 23 octobre 2013.

BTG Pactual Global Timberland Resources Fund, Fonds Commun de Placement.

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The amended management regulations with respect to the common fund BTG Pactual Global Timberland Resources Fund (formerly RMK Global Timberland Resources Fund) amended on 15 October 2013 has been filed with the Luxembourg Trade and Companies Register.

Le règlement de gestion modifié concernant le fonds commun de placement BTG Pactual Global Timberland Resources Fund (anciennement RMK Global Timberland Resources Fund) modifié au 15 octobre 2013 a été déposé au registre de commerce et des sociétés de Luxembourg.

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

Luxembourg, le 22 octobre 2012.
RMK Global Timberland Fund Management SARL

Référence de publication: 2013148311/14.

(130180924) Déposé au registre de commerce et des sociétés de Luxembourg, le 23 octobre 2013.

Hauck & Aufhäuser Investment Gesellschaft S.A., Société Anonyme.

Siège social: L-1931 Luxembourg, 21, avenue de la Liberté.

R.C.S. Luxembourg B 31.093.

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Für den Fonds der Robus Mid-Market Value Bond Fund das Sonderreglement, welches am 14. Oktober in Kraft tritt. Das Sonderreglement wurde beim Handels- und Gesellschaftsregister von Luxemburg hinterlegt.

Zwecks Veröffentlichung im Mémorial, Recueil des Sociétés et Associations.

Luxemburg, den 14. Oktober 2013.

Hauck & Aufhäuser Investment Gesellschaft S.A.

Unterschriften

Référence de publication: 2013146424/13.

(130178404) Déposé au registre de commerce et des sociétés de Luxembourg, le 18 octobre 2013.

The Nile Growth Company, Société d'Investissement à Capital Variable.

Siège social: L-2453 Luxembourg, 12, rue Eugène Ruppert.

R.C.S. Luxembourg B 58.985.

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DISSOLUTION

In the year two thousand and thirteen, on the seventh day of October

Before the undersigned Maître Gérard LECUIT, notary residing in Luxembourg.

Was held an extraordinary general meeting of the shareholders of "The Nile Growth Company" (the "Company") an Investment company with variable share capital -Specialized Investment Fund, with registered office at 12, rue Eugène Ruppert, L - 2453 Luxembourg duly registered with the Luxembourg Trade Register under section B number 58.985, incorporated by a notarial deed of the 7 th day of May, 1997, published in the Mémorial, Recueil des Sociétés et Associations C number 289 of the 10 th day of June, 1997. The articles of incorporation have been modified for the last time by a notarial deed of the 27 th day of February, 2007, published in the Mémorial, Recueil des Sociétés et Associations C number 1160 of the 14 th day of June, 2007.

The meeting was opened by Mr Pierre BUISSERET, private employee, residing professionally in Luxembourg, being in the chair,

who appointed as secretary Mr Claudio RINALDI, private employee, residing professionally in Luxembourg.

The meeting elected as scrutineer Mr Laurent CROMLIN, private employee, residing professionally in Luxembourg.

The board of the meeting having thus been constituted, the chairman declared and requested the notary to state that:

I.- That the agenda of the present meeting is the following:

(i) Dissolution of the Company;

(ii) Appointment of one or more liquidators and determination of their powers and remuneration;

(iii) Miscellaneous.

II. The present extraordinary general meeting has been convened by notices containing the agenda sent by way of registered letter on 19 September 2013 and published:

- in the Luxemburger Wort on 21 September 2013; and

- in the Financial Times, UK Edition on 21 September 2013.

The related copies of the said publications have been deposited on the desk of the bureau of the meeting.

III. The shareholders present or represented, the proxyholders of the represented shareholders and the number of their shares are shown on an attendance list; this attendance list, signed by the shareholders, the proxyholders of the represented shareholders, the board of the meeting and the undersigned notary, will remain annexed to the present deed.

The proxies of the represented shareholders will also remain annexed to the present deed.

IV. It appears from the attendance list mentioned hereabove, that out of the total of 1.306.300,000 shares, 1.080.000,000 (82,68%) shares are duly represented at the present general meeting.

The meeting is thus regularly constituted and can validly decide on all the items of the agenda of which the shareholder declare having had full prior knowledge

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

First resolution

The meeting decides to dissolve and liquidate the Company with effect as on this day.

Second resolution

The meeting decides to appoint, the present board of directors of the Company consisting of Mr Frank Savage, Mr Yves Prussen, Mr Pierre C.A. de Blonay, Mr Mohamed Saleh Younes, Mr Ahmed Mohamed Dessoky and Mrs Laura Osman as liquidator of the Company.

The meeting resolves to confer to the liquidator the powers set forth in articles 144 et seq. of the law of 10 th August 1915 governing commercial companies, as amended, (the «Law»).

The liquidator shall be entitled to pass all deeds and carry out all operations, including those referred to in article 145 of the Law, without the prior authorisation of the general meeting of shareholders. The liquidator may, under his sole responsibility, delegate his powers for specific defined operations or tasks, to one or several persons or entities.

The liquidator shall be authorised to make, in his sole discretion, advance payments of the liquidation proceeds (boni de liquidation) to the shareholders of the Company, in accordance with article 148 of the Law.

The liquidator is exempted from the obligation of drawing up an inventory, and may in this respect fully rely on the books of the Company.

The liquidator shall be remunerated according to standard usage.

There being no further business, the Meeting is closed.

Expenses

The expenses, costs, fees and charges which shall be borne by the Company as a result of the present deed are estimated at six thousand four hundred Euro (EUR 6,400).

The undersigned notary who understands and speaks English, states herewith that on request of the above appearing persons, the present deed is worded in English with no need of further translation in accordance with Article 26(2) of the law of 13 th February 2007 on specialized investment funds, as amended.

WHEREOF, the present notarial deed was drawn up in Luxembourg on the date at the beginning of this deed.

The document having been read to the members of the board who are known to the notary by their surname, first name, civil status and residence, they signed together with the notary the present deed.

Signé: B. BUISSERET, C. RINALDI, L. CROMLIN, G. LECUIT.

Enregistré à Luxembourg Actes Civils, le 9 octobre 2013. Relation: LAC/2013/46013. Reçu douze euros (EUR 12,-).

Le Receveur (signé): I. THILL.

POUR EXPEDITION CONFORME, délivrée aux fins de publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 17 octobre 2013.

Référence de publication: 2013146369/72.

(130178322) Déposé au registre de commerce et des sociétés de Luxembourg, le 18 octobre 2013.

Fourpoints Funds, Société d'Investissement à Capital Variable,

(anc. IT Funds).

Siège social: L-2453 Luxembourg, 12, rue Eugène Ruppert.

R.C.S. Luxembourg B 70.453.

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L'an deux mil treize, le premier octobre.

Pardevant Maître Gérard LECUIT, notaire de résidence à Luxembourg,

S'est réunie:

L'assemblée générale extraordinaire des actionnaires de la société anonyme "IT FUNDS" (la «Société»), avec siège social à L-2453 Luxembourg, 12 rue Eugène Ruppert, constituée suivant acte de Maître Edmond SCHROEDER, alors notaire de résidence à Mersch en date du 9 juillet 1999, publié au Mémorial, Recueil des Sociétés et Associations numéro 605 du 10 août 1999. Les statuts ont été modifiés pour la dernière fois suivant acte de Maître Cosita DELVAUX, notaire de résidence à Redange-sur-Attert, en remplacement de son collègue, Maître Gérard LECUIT, notaire de résidence à Luxembourg, en date du 22 mai 2012, publié au Mémorial, Recueil des Sociétés et Associations numéro 1655 du 2 juillet 2012.

L'assemblée est ouverte sous la présidence de Monsieur Laurent Cromlin, employé privé, demeurant professionnellement à Luxembourg,

qui désigne comme secrétaire Monsieur Claudio Rinaldi, employé privé, demeurant professionnellement à Luxembourg.

L'assemblée choisit comme scrutateur Monsieur Nicolas Alves, employé privé, demeurant professionnellement à Luxembourg.

Le bureau ainsi constitué, le Président expose et prie le notaire instrumentant d'acter:

I.- Que la présente assemblée générale extraordinaire a pour Ordre du jour:

1. Modification de l'article 1 des statuts de la Société avec effet à la date de l'Assemblée ou toute autre date décidée par l'Assemblée sur proposition du conseil d'administration de la Société (le «Conseil d'Administration») pour modifier la dénomination actuelle de la Société en «FOURPOINTS FUNDS»;

2. Modification de l'Article 13, deuxième paragraphe, des statuts de la Société avec effet à la date de l'Assemblée ou toute autre date décidée par l'Assemblée sur proposition du Conseil d'Administration, afin de laisser la possibilité au Conseil d'Administration de déterminer dans le prospectus de la Société la date à laquelle sera reportée un Jour d'évaluation si celui-ci devait tomber un jour férié légal ou bancaire à Luxembourg;

3. Modification de l'Article 24, deuxième paragraphe, des statuts de la Société avec effet à la date de l'Assemblée ou toute autre date décidée par l'Assemblée sur proposition du Conseil d'Administration, afin de modifier la date de l'assemblée générale annuelle au quatrième mardi du mois de mars à 11.00 heures;

4. Modification de l'article 26 des statuts de la Société avec effet à la date de l'Assemblée ou toute autre date décidée par l'Assemblée sur proposition du Conseil d'Administration pour modifier l'année sociale de la Société afin de couvrir la période allant du premier janvier et se terminant le trente-et-un décembre de chaque année, et déterminer la fin du premier exercice social suivant cette décision au 31 décembre 2013;

5. Divers.

II.- Que la présente assemblée générale extraordinaire a été convoquée par des avis contenant l'ordre du jour envoyés aux actionnaires nominatifs le 30 août 2013 et publié:

- dans le "Luxembourger Wort" le 30 août 2013 et le 11 septembre 2013,
- dans le Mémorial, Recueil C numéro 2110 du 30 août 2013 et C numéro 2217 du 11 septembre 2013.
- dans l'Echo le 30 août 2013 et le 11 septembre 2013;
- dans le het Financieele Dagblad 30 août 2013 et le 11 septembre 2013;
- dans le Börsen-Zeitung 30 août 2013 et le 11 septembre 2013;
- dans le Il Sole le 30 août 2013 et le 11 septembre 2013;
- dans le Schweizerische Handelsamtsblatt le 30 août 2013 et le 11 septembre 2013;
- sur Fundinfo le 30 août 2013 et le 11 septembre 2013;
- dans La Gaceta le 30 août 2013 et le 11 septembre 2013
- dans Le Balo le 30 août 2013 et le 11 septembre 2013,
- dans The Independent le 30 août 2013 et le 11 septembre 2013, et
- dans le Wiener Zeitung le 30 août 2013 et le 11 septembre 2013

Les extraits afférents et une copie de ces lettres de convocation ont été mis à la disposition du bureau de l'assemblée.

III.- Que les actionnaires présents ou représentés, les mandataires des actionnaires représentés, ainsi que le nombre d'actions qu'ils détiennent sont indiqués sur une liste de présence. Cette liste de présence, après avoir été signée "ne varietur" par les actionnaires présents, les mandataires des actionnaires représentés ainsi que par les membres du bureau et le notaire instrumentant, restera annexée au présent procès-verbal pour être soumise avec lui à la formalité de l'enregistrement.

Resteront pareillement annexées aux présentes les procurations des actionnaires représentés, après avoir été signées "ne varietur" par les comparants et le notaire instrumentant.

IV.- Il résulte de la liste de présence dont question ci-avant, que sur les 209.209,943 actions actuellement en circulation, 109.373,00 (52,27%) actions sont dûment représentées à la présente assemblée de sorte que la présente assemblée est régulièrement constituée et peut délibérer valablement, telle qu'elle est constituée, sur les points portés à l'ordre du jour.

Ces faits ayant été reconnus exacts par l'assemblée, celle-ci après avoir délibéré, prend les résolutions suivantes:

Première résolution

L'assemblée générale décide de modifier l'article 1 des statuts de la Société avec effet à la date de l'Assemblée afin de modifier la dénomination actuelle de la Société de «IT FUNDS» en «FOURPOINTS FUNDS».

Vote pour: 109.373 actions

Vote contre: /

Abstentions: /

En conséquence, l'Assemblée ratifie et approuve cette résolution à une majorité de 100% des actionnaires présents ou représentés et autorisés à voter.

L'article 1 aura donc désormais la teneur suivante:

" **Art. 1 er . Forme et Dénomination.** Il existe entre les actionnaires existants et tous ceux qui deviendront actionnaires par la suite, une société constituée sous la forme d'une société anonyme sous le régime d'une société d'investissement à capital variable ("SICA V") régie par la partie I de la loi du 17 décembre 2010 concernant les organismes de placement collectif (ci-après la «Loi») sous la dénomination de FOURPOINTS FUNDS (ci-après la "Société").»

Deuxième résolution

L'assemblée générale décide de modifier l'Article 13, deuxième paragraphe, des statuts de la Société avec effet à la date de l'Assemblée afin de laisser la possibilité au Conseil d'Administration de déterminer dans le prospectus de la Société la date à laquelle sera reportée un Jour d'évaluation si celui-ci devait tomber un jour férié légal ou bancaire à Luxembourg.

Vote pour: 109.373 actions

Vote contre: /

Abstentions: /

En conséquence, l'Assemblée ratifie et approuve cette résolution à une majorité de 100% des actionnaires présents ou représentés et autorisés à voter.

L'article 13, deuxième paragraphe, aura donc désormais la teneur suivante:

«Si un Jour d'évaluation tombe un jour férié légal ou bancaire à Luxembourg, le Jour d'évaluation sera reporté au premier jour ouvrable suivant ou à toute autre date que le Conseil d'Administration décidera et qui sera reflétée dans le Prospectus.»

Troisième résolution

L'assemblée générale décide de modifier l'Article 24, deuxième paragraphe, des statuts de la Société avec effet à la date de l'Assemblée afin de changer la date de l'assemblée générale annuelle du quatrième mardi du mois de septembre à 11.00 heures au quatrième mardi du mois de mars à 11.00 heures.

Vote pour: 109.373 actions

Vote contre: /

Abstentions: /

En conséquence, l'Assemblée ratifie et approuve cette résolution à une majorité de 100% des actionnaires présents ou représentés et autorisés à voter.

L'article 24, deuxième paragraphe, aura donc désormais la teneur suivante:

«L'assemblée générale annuelle se réunit dans la Ville de Luxembourg, à l'endroit indiqué dans les avis de convocation, le quatrième mardi du mois de mars à 11.00 heures.»

Quatrième résolution

L'assemblée générale décide de modifier l'article 26 des statuts de la Société avec effet à la date de l'Assemblée afin de modifier l'année sociale de la Société afin de couvrir désormais la période allant du premier janvier et se terminant le trente-et-un décembre de chaque année, et déterminer la fin du premier exercice social suivant cette décision au 31 décembre 2013.

Vote pour: 109.373 actions

Vote contre: /

Abstentions: /

En conséquence, l'Assemblée ratifie et approuve cette résolution à une majorité de 100% des actionnaires présents ou représentés et autorisés à voter.

L'article 26 aura donc désormais la teneur suivante:

" **Art. 26. Année sociale.** L'année sociale commence le premier janvier et se termine le trente-et-un décembre de chaque année.»

Plus rien n'étant fixé à l'ordre du jour, la séance est clôturée.

Frais

Le montant des frais, dépenses, rémunérations et charges, sous quelque forme que ce soit, qui incombent à la société à raison des présentes est évalué à environ mille euros (1.000.-EUR).

DONT ACTE, fait et passé à Luxembourg, date qu'en tête des présentes.

Et après lecture faite et interprétation donnée en langue d'eux connue aux membres du bureau et aux mandataires des comparants, connus du notaire par leurs noms, prénoms usuels, états et demeures, ils ont signé avec nous notaire la présente minute.

Signé: L. CROMLIN, C. RINALDI, N. ALVES, G. LECUIT

Enregistré à Luxembourg Actes Civils, le 4 octobre 2013. Relation: LAC/2013/45135. Reçu soixante-quinze euros (EUR 75,-)

Le Receveur (signé): I. THILL.

POUR EXPEDITION CONFORME, délivrée aux fins de publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 17 octobre 2013.

Référence de publication: 2013145526/132.

(130177898) Déposé au registre de commerce et des sociétés de Luxembourg, le 17 octobre 2013.

SWIP European Balanced Property Fund, Fonds Commun de Placement - Fonds d'Investissement Spécialisé.

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Le règlement de gestion signé le 15 mai 2013 avec effet au 12 avril 2013 a été déposé au registre de commerce et des sociétés de Luxembourg.

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

Luxembourg, le 22 octobre 2013.

Pour la société

SWIP (Luxembourg) S.à r.l.

Référence de publication: 2013148359/12.

(130181107) Déposé au registre de commerce et des sociétés de Luxembourg, le 23 octobre 2013.

Ourania Holding S.A., Société Anonyme.

Siège social: L-1628 Luxembourg, 1, rue des Glacis.

R.C.S. Luxembourg B 155.871.

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Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Luxembourg, le 19 septembre 2013.

Référence de publication: 2013132823/10.

(130161883) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 septembre 2013.

Ourania Holding S.A., Société Anonyme.

Siège social: L-1628 Luxembourg, 1, rue des Glacis.

R.C.S. Luxembourg B 155.871.

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Les comptes annuels au 31 décembre 2011 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Luxembourg, le 19 septembre 2013.

Référence de publication: 2013132822/10.

(130161882) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 septembre 2013.

Otis Hotels S.à r.l., Société à responsabilité limitée.

Capital social: EUR 12.500,00.

Siège social: L-2540 Luxembourg, 15, rue Edward Steichen.

R.C.S. Luxembourg B 172.991.

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EXTRAIT

Il résulte des résolutions de l'associé unique prises en date du 21 juin 2013:

1. que la démission de Mme. Marta Ventura en tant que gérant de classe A est acceptée avec effet au 21 juin 2013;

2. que M. Giovanni LA FORGIA avec adresse professionnelle au 15 rue Edward Steichen, L-2540 Luxembourg, est nommée nouveau gérant de classe A avec effet au 21 juin 2013 et ce pour une durée indéterminée;

Pour extrait conforme.

Luxembourg, le 19 septembre 2013.

Référence de publication: 2013132813/15.

(130161250) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 septembre 2013.

Pentair Holdings, Société à responsabilité limitée.

Siège social: L-2449 Luxembourg, 26, boulevard Royal.

R.C.S. Luxembourg B 81.548.

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Les comptes annuels au 31 décembre 2012 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Référence de publication: 2013132839/9.

(130161627) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 septembre 2013.

Optique Clement & Grassini S. à r.l., Société à responsabilité limitée.

Siège social: L-3440 Dudelange, 46, avenue Grande-Duchesse Charlotte.

R.C.S. Luxembourg B 166.903.

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Les comptes annuels au 31 décembre 2012 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Référence de publication: 2013132812/9.

(130161675) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 septembre 2013.

Optique Schanen s.à r.l., Société à responsabilité limitée.

Siège social: L-6637 Wasserbillig, 33, Esplanade de la Moselle.

R.C.S. Luxembourg B 165.481.

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Les comptes annuels au 31 décembre 2012 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Référence de publication: 2013132816/9.

(130161673) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 septembre 2013.

Rhino TopCo S. à r.l., Société à responsabilité limitée.

Siège social: L-2453 Luxembourg, 2-4, rue Eugène Ruppert.

R.C.S. Luxembourg B 168.155.

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Les comptes annuels au 31/12/2012 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Référence de publication: 2013132870/9.

(130161361) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 septembre 2013.

Pleiades International S.à r.l., Société à responsabilité limitée.

Capital social: AUD 1.388.000,00.

Siège social: L-2440 Luxembourg, 59, rue de Rollingergrund.

R.C.S. Luxembourg B 123.261.

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EXTRAIT

Par résolution écrite en date du 13 septembre 2013, les associés de la Société ont décidé:

- de accepté la démission de Robert Lewin de son poste de gérant de la Société avec effet au 13 septembre 2013;

- de nommé Terence P. Gallagher né le 15 octobre 1964 à New York, U.S.A. et ayant son adresse professionnelle au 9 West 57 th Street, Suite 4200, New York, New York 10019, U.S.A. en tant que nouveau gérant de la Société avec effet au 14 septembre 2013 et pour une durée indéterminée.

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

Pour la Société
Dr. Wolfgang Zettel
Gérant

Référence de publication: 2013132828/18.

(130161363) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 septembre 2013.

Frequency Infrastructure Luxembourg S.à r.l., Société à responsabilité limitée.

Siège social: L-1855 Luxembourg, 47, avenue J.F. Kennedy.

R.C.S. Luxembourg B 89.212.

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Les comptes annuels au 30 juin 2012 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Référence de publication: 2013131982/9.

(130160345) Déposé au registre de commerce et des sociétés de Luxembourg, le 19 septembre 2013.

FIA Holdings S.à r.l., Société à responsabilité limitée.

Siège social: L-1246 Luxembourg, 4, rue Albert Borschette.

R.C.S. Luxembourg B 124.275.

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Les comptes annuels au 30 novembre 2012 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Référence de publication: 2013131986/9.

(130160890) Déposé au registre de commerce et des sociétés de Luxembourg, le 19 septembre 2013.

Gerüstebau Hennen S.A., Société Anonyme.

Siège social: L-6630 Wasserbillig, 57, Grand-rue.

R.C.S. Luxembourg B 107.164.

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Der Jahresabschluss vom 31.12.2012 wurde beim Handels- und Gesellschaftsregister von Luxemburg hinterlegt.

Zwecks Veröffentlichung im Mémorial, Recueil des Sociétés et Associations.

Référence de publication: 2013132010/9.

(130160887) Déposé au registre de commerce et des sociétés de Luxembourg, le 19 septembre 2013.

Grandment Investments S.A., Société Anonyme.

Siège social: L-1720 Luxembourg, 6, rue Heine.

R.C.S. Luxembourg B 144.403.

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Les comptes annuels au 31.12.2012 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Référence de publication: 2013132014/9.

(130160857) Déposé au registre de commerce et des sociétés de Luxembourg, le 19 septembre 2013.

Hanseatic Europe S.à r.l., Société à responsabilité limitée.

Siège social: L-1413 Luxembourg, 8, place Dargent.

R.C.S. Luxembourg B 82.746.

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Les comptes annuels au 31.12.2012 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Référence de publication: 2013132026/9.

(130160384) Déposé au registre de commerce et des sociétés de Luxembourg, le 19 septembre 2013.

Helsia S.A., Société Anonyme.

Siège social: L-8070 Bertrange, 10B, rue des Mérovingiens.

R.C.S. Luxembourg B 47.606.

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Les comptes annuels au 31 décembre 2012 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Référence de publication: 2013132027/9.

(130160502) Déposé au registre de commerce et des sociétés de Luxembourg, le 19 septembre 2013.

AssurZen s.à r.l., Société à responsabilité limitée.

Siège social: L-7327 Steinsel, 35, rue J.F. Kennedy.

R.C.S. Luxembourg B 162.612.

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Les comptes annuels au 31 décembre 2012 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Référence de publication: 2013132413/9.

(130161479) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 septembre 2013.

Editeur: Service Central de Législation, 43, boulevard F.-D. Roosevelt, L-2450 Luxembourg
Imprimeur: Association momentanée Imprimerie Centrale / Victor Buck