MEMORIAL

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Luxembourg

MEMORIAL

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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° 59 **8 janvier 2014**

SOMMAIRE

Emerald Managements S.à r.l., Société à responsabilité limitée.

Siège social: L-2420 Luxembourg, 11, avenue Emile Reuter.

R.C.S. Luxembourg B 182.719.

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STATUTES

In the year two thousand and thirteen, on the sixteenth day of December.

Before Maître Paul Bettingen, notary public established in Niederanven, Grand-Duchy of Luxembourg, undersigned,

there appeared:

- Xavier Deu Pujal, born in Ordino, Andorra, on 3 March 1967 with professional address at 29 rue de Prague, L-2348, Luxembourg, Grand Duchy of Luxembourg;

- Michael Shmuelevitz, born in Petach-Tikva, Israël, on 24 February 1957 with professional address at 46 Bar Ilan street, 43701, Raanana, Israël,

- Boaz Alpern, born in Israël, on 30 May 1967 with professional address at 46 Bar Ilan street, 43701, Raanana, Israël; and

- Paul Hunt, born in Hayes, United Kingdom, on 11 September 1963 with professional address at Sparrenweg 232, 3980 Tessenderlo, Belgium.

here represented by Mrs. Fadwa Ben-Yahia, private employee, residing professionally at 11, avenue Emile Reuter, L-2420 Luxembourg, Grand-Duchy of Luxembourg, by virtue of a power of attorney given under a private seal.

The said proxies, being initialed "ne varietur" by the appearing parties and the undersigned notary, shall remain annexed to the present deed to be filed at the same time with the registration authorities.

Such appearing parties, in this capacity of which they act, have requested the notary to draw up the following articles of association of a société à responsabilité limitée, which such parties declare to incorporate:

Name - Object - Registered office - Duration

Art. 1. There is hereby formed a "société à responsabilité limitée", limited liability company (the "Company"), governed by the present articles of association (the "Articles")and by the law of 10 August 1915 on commercial companies, as amended in particular by the law of 18 September 1933 and of 28 December 1992 on "sociétés à responsabilité limitée" (the "Company Law").

Art. 2. The Company's name is Emerald Managements S.à r.l.

Art. 3. The purpose of the Company is:

(1) to acquire and hold participation in Emerald Fund S.C.A. SICAV-FIS, a corporate partnership limited by shares (société en commandite par actions), qualifying as an investment company with variable capital - specialised investment fund (société d'investissement à capital variable - fond d'investissement spécialisé) (SICAV-FIS), which shall be incorporated and organized under the laws of Luxembourg, in particular the law of 13 February 2007 relating to specialised investment funds, as amended from time to time, and to act as its general partner and shareholder with unlimited liability;

(2) to carry out any activities connected with its status of general partner of Emerald Fund S.C.A. SICAV-FIS.

The Company can perform all commercial, technical and financial operations, connected directly or indirectly in all areas as described above in order to facilitate the accomplishment of its purpose.

Art. 4. The Company has its registered office in the City of Luxembourg, Grand-Duchy of Luxembourg.

The registered office may be transferred within the municipality of the City of Luxembourg by decision of the board of directors (conseil de gérance).

The registered office of the Company may be transferred to any other place in the Grand-Duchy of Luxembourg or abroad by means of a resolution of an extraordinary general meeting of shareholders or of the sole shareholder (as the case may be) adopted under the conditions required by the 1915 Law.

The Company may have offices and branches (whether or not a permanent establishment) both in Luxembourg and abroad.

In the event that the board of directors should determine that extraordinary political, economic 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 extraordinary circumstances; such temporary measures shall have no effect on the nationality of the Company which, notwithstanding the temporary transfer of its registered office, will remain a Luxembourg company. Such temporary measures will be taken and notified to any interested parties by the board of directors of the Company.

Art. 5. The Company is constituted for an unlimited duration.

Art. 6. The life of the Company does not come to an end by death, suspension of civil rights, bankruptcy or insolvency of any shareholder.

Art. 7. The creditors, representatives, rightful owner or heirs of any shareholder are not allowed, in any circumstances, to require the sealing of the assets and documents of the Company, nor to interfere in any manner in the management of the Company. They must for the exercise of their rights refer to financial statements and to the decisions of the meetings of shareholders or of the sole shareholder (as the case may be).

Capital - Share

Art. 8. The Company's share capital is set at twenty US dollars (USD 20,000), represented by two hundred (200) shares with a nominal value of one hundred US dollars (USD 100) each.

The amount of the share capital of the Company may be increased or reduced by means of a resolution of the extraordinary general meeting of shareholders or of the sole shareholder (as the case may be) adopted under the conditions required for amending the Articles.

Art. 9. Each share confers an identical voting right and each shareholder has voting rights commensurate to his shareholding.

Art. 10. In case of a single shareholder, the Company's shares held by the single shareholder are freely transferable.

The shares are freely transferable among the shareholders.

Shares may not be transferred inter vivos to non-shareholders unless shareholders representing at least three-quarter of the share capital shall have agreed thereto in a general meeting.

Furthermore, the provisions of articles 189 and 190 of the Company Law shall apply.

The shares are indivisible with regard to the Company, which admits only one owner per share.

Art. 11. The Company shall have power to redeem its own shares.

Such redemption shall be carried out by means of a resolution of an extraordinary general meeting of the shareholders or of the sole shareholder (as the case may be), adopted under the conditions required for amendment of the Articles, provided that such redemption has been proposed to each shareholder of the same class in the proportion of the capital or of the class of shares concerned represented by their shares.

However, if the redemption price is in excess of the nominal value of the shares to be redeemed, the redemption may only be decided to the extent that the excess purchase price may not exceed total profits made since the end of the last financial year for which the annual accounts have been approved, plus any profits carried forward and sums drawn from reserves available for this purpose, less losses carried forward and any sums to be placed to reserve pursuant to the requirements of the law or of Articles.

Such redeemed shares shall be cancelled by reduction of the share capital.

Management

Art. 12. The Company will be managed by three directors at least. They will constitute the board of directors composed of one or several directors. The director(s) do not need to be shareholders of the Company.

The directors shall be appointed and their remuneration determined, by a resolution of the general meeting of shareholders taken by majority of the votes cast, or of the sole shareholder (as the case may be). The remuneration of the directors can be modified by a resolution taken at the same majority conditions.

The general meeting of shareholders or the sole shareholder (as the case may be) may, at any time and ad nutum, remove and replace any director.

All powers not expressly reserved by the Company Law or the Articles to the general meeting of shareholders or to the sole shareholder (as the case may be) fall within the competence of the board of directors

In dealing with third parties, the director, or, in case of plurality of directors, the board of directors, will have all powers to act in the name of the Company in all circumstances and to carry out and approve all acts and operations consistent with the Company's object, provided the terms of these Articles shall have been complied with.

The Company shall be bound by the joint signature of two directors.

The board of directors may from time to time sub-delegate its powers for specific tasks to one or several ad hoc agent (s) who need not be shareholder(s) or director(s) of the Company.

The board of directors will determine the powers, duties and remuneration (if any) of its agent(s), the duration of the period of representation and any other relevant conditions of his/their agency.

Art. 13. The decisions of the directors are taken by meeting of the board of directors.

At the start of each meeting of the board of directors, the directors shall appoint from among the members of the board a chairman which in case of tie vote, shall not have a casting vote. It may also appoint a secretary, who needs not to be a director, who shall be responsible for keeping the minutes of the meetings of the board of directors or for such other matter as may be specified by the board of directors.

The board of directors shall meet when convened by one director.

Notice of any meeting of the board of directors shall be given to all directors at least twenty-four (24) hours in advance of the time set for such meeting except in the event of emergency, the nature of which is to be set forth in the minute of the meeting.

Any convening notice shall specify the time and place of the meeting and the nature of the business to be transacted.

Convening notices can be given to each director by word of mouth, in writing or by fax, electronic means or by any other suitable communication means.

The notice may be waived by the consent, in writing or by fax, electronic means or by any other suitable communication means, of each director.

The meeting will be duly held without prior notice if all the directors are present or duly represented.

No separate notice is required for meetings held at times and places specified in a schedule previously adopted by a resolution of the board of directors.

Any director may act at any meeting of directors by appointing in writing or by fax or electronic means another director as his proxy.

A director may represent more than one director.

The directors may participate in a board of directors meeting by phone, videoconference, or any other suitable telecommunication means allowing all persons participating in the meeting to hear each other at the same time, provided that a majority of the directors shall never attend the meeting while being located in the same foreign jurisdiction.

Such participation in a meeting is deemed equivalent to participation in person at a meeting of the directors.

The board of directors can validly deliberate and act only if the majority of its members is present or represented.

Decisions of the board of directors are adopted by a majority of the directors participating to the meeting or duly represented thereto.

The deliberations of the board of directors shall be recorded in the minutes, which have to be signed by the chairman or two directors. Any transcript of or excerpt from these minutes shall be signed by the chairman or two directors.

Resolutions in writing approved and signed by all directors shall have the same effect as resolutions passed at a directors' meeting.

In such cases, written resolutions can either be documented in a single document or in several separate documents having the same content.

Written resolutions may be transmitted by ordinary mail, fax, electronic means, or any other suitable telecommunication means.

Art. 14. Any director does not contract in his function any personal obligation concerning the commitments regularly taken by him in the name of the Company; as a representative of the Company, he is only responsible for the execution of his mandate.

General meetings of Shareholders

Art. 15. In case of plurality of shareholders, decisions of the shareholders are taken as follows:

The holding of a shareholders meeting is not compulsory as long as the shareholders number is less than twenty-five. In such case, each shareholder shall receive the whole text of each resolution or decision to be taken, transmitted in writing or by fax, electronic means or any other suitable telecommunication means. Each shareholder shall vote in writing.

If the shareholders number exceeds 25 (twenty-five), the decisions of the shareholders are taken by meetings of the shareholders. In such a case, one general meeting shall be held at least annually in Luxembourg within six months of the closing of the last financial year. Other general meeting of shareholders may be held in the Grand-Duchy of Luxembourg at any time specified in the notice of the meeting.

Art. 16. General meetings of shareholders are convened and written shareholders resolutions are proposed by the board of directors failing which by shareholders representing more than the half of the share capital of the Company.

Written notices convening a general meeting and setting forth the agenda shall be made pursuant to the Company Law and shall be sent to each shareholder at least 8 (eight) days before the meeting, except for the annual general meeting for which the notice shall be sent at least 21 (twenty-one) days prior to the date of the meeting.

All notices must specify the time and place of the meeting.

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

Any shareholder may act at any general meeting by appointing in writing or by fax, electronic means or by any other suitable telecommunication means another person who needs not be shareholder.

Each shareholder may participate in general meetings of shareholders.

Resolutions at the meetings of shareholders or resolutions proposed in writing to the shareholders are validly taken in so far as they are adopted by shareholders representing more than the half of the share capital of the Company.

If this quorum is not formed at a first meeting or at the first consultation, the shareholders are immediately convened or consulted a second time by registered letter and resolutions will be taken at the majority of the vote cast, regardless of the portion of capital represented.

However, resolutions to amend the Articles shall only be taken by an extraordinary general meeting of shareholders, at a majority of shareholders representing at least three-quarters of the share capital of the Company.

A sole shareholder exercises alone the powers devolved to the meeting of shareholders by the Company Law.

Except in case of current operations concluded under normal conditions, contracts concluded between the sole shareholder and the Company have to be recorded in minutes or drawn-up in writing.

Financial year - Balance sheet

Art. 17. The Company's financial year begins on 1 January and closes on 31 December.

Art. 18. Each year, as of 31 December, the board of directors will draw up the balance sheet which will contain a record of the properties of the Company together with its debts and liabilities and be accompanied by an annex containing a summary of all its commitments and the debts of the director(s), statutory auditor(s) (if any) and shareholder(s) toward the Company.

At the same time the board of directors will prepare a profit and loss account, which will be submitted to the general meeting of shareholders together with the balance sheet.

Art. 19. Each shareholder may inspect at the head office the inventory, the balance sheet and the profit and loss account.

If the shareholders number exceeds twenty-five, such inspection shall be permitted only during the 15 (fifteen) days preceding the annual general meeting of shareholders.

Supervision of the company

Art. 20. In addition to the Company's legal obligations regarding the appointment of a statutory auditor(s) (commissaire (s) aux comptes), the same independent auditor (réviseur d'entreprises) in charge of examining the accounting information contained in the annual report of Emerald Fund S.C.A. SICAV-FIS shall be appointed and remunerated by the Company to examine the accounting data related in the annual report of the Company.

Dividend - Reserves

Art. 21. The credit balance of the profit and loss account, after deduction of the expenses, costs, amortisations, charges and provisions represents the net profit of the Company.

Every year 5% (five percent) of the net profit will be transferred to the statutory reserve.

This deduction ceases to be compulsory when the statutory reserve amounts to one tenth of the issued share capital, as decreased or increased from time to time, but shall again become compulsory if the statutory reserve falls below such one tenth.

The general meeting of shareholders at the majority vote determined by the Company Law or the sole shareholder (as the case may be) may decide at any time that the excess be distributed to the shareholder(s) proportionally to the shares they hold, as dividends or be carried forward or transferred to an extraordinary reserve.

Each shareholder, either personally or through an appointed agent, may inspect, at the Company's registered office, the above inventory, balance sheet, profit and loss accounts and, as the case may be, the report of the statutory auditor (s) set-up in accordance with article 200 of the Company Law.

Art. 22. Notwithstanding the provisions of the preceding article, the general meeting of shareholders of the Company, or the sole shareholder (as the case may be) upon proposal of the board of directors may decide to pay interim dividends before the end of the current financial year, on the basis of a statement of accounts prepared by the board of directors, and showing that sufficient funds are available for distribution, it being understood that the amount to be distributed may not exceed realised profits since the end of the last financial year, increased by profits carried forward and available reserves, less losses carried forward and sums to be allocated to a reserve to be established according to the Company Law or the Articles.

Winding-up - Liquidation

Art. 23. The general meeting of shareholders under the conditions required for amendment of the Articles, or the sole shareholder (as the case may be) may resolve the dissolution of the Company.

Art. 24. The general meeting of shareholders with the consent of at least half of the shareholders holding three quarters of the share capital shall appoint one or more liquidator(s), physical or legal person(s) and determine the method of liquidation, the powers of the liquidator(s) and their remuneration.

When the liquidation of the Company is closed, the liquidation proceeds of the Company will be allocated to the shareholders proportionally to the shares they hold.

Applicable law

Art. 25. Reference is made to the provisions of Luxembourg law and the Company Law for which no specific provision is made in these Articles.

Transitory measures

Exceptionally, the first financial year shall begin today and end on 31 December 2014.

Subscription - Payment

The appearing parties, represented as stated hereabove hereby declare to subscribe to the two hundred (200) shares issued by the Company as follows:

- Xavier Deu Pujal, prenamed, subscribed for fifty (50) shares;

- Michael Shmuelevitz, prenamed, subscribed for fifty (50) shares;

- Boaz Alpern, prenamed, subscribed for fifty (50) shares; and

- Paul Hunt, prenamed, subscribed for fifty (50) shares.

All the shares have been fully paid in cash, so that the amount of twenty thousand US dollars (USD 20,000.-) is at the disposal of the Company, as it has been proven to the undersigned notary, who expressly acknowledges it.

Resolutions of the Shareholders

Immediately after the incorporation of the Company, the shareholders of the Company, passed the following resolutions:

1) Are appointed:

- Xavier Deu Pujal, prenamed, born in Ordino, Andorra, on 3 March 1967 with professional address at 29 rue de Prague, L-2348, Luxembourg, Grand Duchy of Luxembourg;

- Michael Shmuelevitz, prenamed, born in Petach-Tikva, Israël, on 24 February 1957 with professional address at 46 Bar Ilan street, 43701, Raanana, Israël;

- Boaz Alpern, prenamed, born in Israël, on 30 May 1967 with professional address at 46 Bar Ilan street, 43701, Raanana, Israël; and

- Paul Hunt, prenamed,born in Hayes, United Kingdom, on 11 September 1963 with professional address at Sparrenweg 232, 3980 Tessenderlo, Belgium.

The directors are appointed for a period of six (6) years.

In accordance with Article 12 of the Articles, the Company shall be bound by the joint signature of two directors.

2) The Company shall have its registered office at 11, avenue Emile Reuter, L-2420 Luxembourg, Grand Duchy of Luxembourg.

Estimate of Costs

The costs, expenses, fees and charges, in whatsoever form, which are to be borne by the Company or which shall be charged to it in connection with its incorporation, are estimated at about EUR 1,500 (one thousand five hundred euros).

Declaration

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

In faith of which we, the undersigned notary has set hand and seal in Luxembourg City, on the date at the beginning of this document.

The document having been read to the proxy holder, the latter signed with us, the notary, the present original deed.

Traduction française du texte qui précède

l'an deux mille treize, le seize décembre.

par devant Maître Paul Bettingen, notaire résidant à Niederanven, Grand-Duché de Luxembourg, soussigné,

ont comparu

- Xavier Deu Pujal, né à Ordino, Andorre, le 3 mars 1967 et ayant son adresse professionnelle sise au 29 rue de Prague, L-2348, Luxembourg, Grand Duché de Luxembourg;

- Michael Shmuelevitz, né à Petach-Tikva, Israël, le 24 février 1957 et ayant son adresse professionnelle sise au 46 Bar Ilan street, 43701, Raanana, Israël;

- Boaz Alpern, né à Israël, le 30 mai 1967 et ayant son adresse professionnelle sise au 46 Bar Ilan street, 43701, Raanana, Israël; et

- Paul Hunt, né le 11 septembre 1963 à Hayes, Grande Bretagne, ayant son adresse professionnelle sise au Sparrenweg 232, 3980 Tessenderlo, Belgique,

dûment représentés par Madame Fadwa Ben-Yahia, employée, ayant son adresse professionnelle sise au 11, avenue Emile Reuter, L-2420 Luxembourg, Grand-Duché de Luxembourg, en vertu d'une procuration donnée sous seing privé.

Lesdites procurations, paraphées "ne varietur" par les parties comparantes et par le notaire soussigné, demeureront annexées au présent acte pour être soumises avec lui aux formalités de l'enregistrement.

Les parties comparantes, agissant en cette qualité, ont requis le notaire de dresser les statuts suivants (les "Statuts") d'une société à responsabilité limitée que les parties déclarent constituer:

Dénomination - Objet - Siège - Durée

Art. 1 er . Il est constitué une société à responsabilité limitée (la "Société"), régie par les présents statuts (les "Statuts") et par la loi 10 août 1915 sur les sociétés commerciales, telle que modifiée notamment par la loi du 18 septembre 1933 et du 28 décembre 1992 sur les sociétés à responsabilité limitée (la "Loi sur les Sociétés Commerciales").

Art. 2. La dénomination de la Société est Emerald Managements S.à r.l.

Art. 3. L'objet de la Société est:

(1) de prendre des participations dans Emerald Fund S.C.A. SICAV-SIF, une société en commandite par action, qualifiée de société d'investissement à capital variable - fonds d'investissement spécialisé (SICAV-SIF), qui sera constituée et organisée selon les lois de Luxembourg et en particulier la loi du 13 février 2007 sur les fonds d'investissement spécialisés, telle que modifiée, et agira en tant qu'associé commandité et associé à responsabilité illimitée.

(2) de mener à bien toutes les activités liées à son statut d'associé commandité de Emerald Fund S.C.A. SICAV-FIS.

La Société peut réaliser toutes opérations commerciales, techniques et financières, en relation directe ou indirecte avec les secteurs pré décrits et aux fins de faciliter l'accomplissement de son objet.

Art. 4. Le Société a son siège social à Luxembourg, Grand-Duché de Luxembourg.

Le siège social pourra être transféré dans la commune de Luxembourg par décision du conseil de gérance.

Le siège social de la Société pourra être transféré en tout autre lieu au Grand-Duché de Luxembourg ou à l'étranger par décision de l'assemblée générale extraordinaire des associés ou de l'associé unique (selon le cas) adoptée selon les conditions requises pour la modification des Statuts.

La Société pourra ouvrir des bureaux ou succursales (sous forme d'établissement permanent ou non) tant au Grand-Duché de Luxembourg qu'à l'étranger.

Au cas où le conseil de gérance estimerait que des événements extraordinaires d'ordre politique, économique ou social de nature à compromettre l'activité normale de la Société à son siège social, ou la communication aisée avec ce siège ou de ce siège avec l'étranger se sont produits ou sont imminents, il pourra transférer provisoirement le siège social à l'étranger jusqu'à cessation complète de ces circonstances anormales; cette mesure provisoire n'aura toutefois aucun effet sur la nationalité de la Société laquelle, nonobstant ce transfert provisoire du siège restera luxembourgeoise. Pareille mesure provisoire sera prise et portée à la connaissance des tiers par le conseil de gérance de la Société.

Art. 5. La Société est constituée pour une durée indéterminée.

Art. 6. Le décès, l'interdiction, la faillite ou la déconfiture d'un des associés ne mettent pas fin à la Société.

Art. 7. Les créanciers, représentants, ayants droit ou héritiers des associés ne pourront, pour quelque motif que ce soit, requérir l'apposition de scellés sur les biens et documents de la Société, ni s'immiscer en aucune manière dans les actes de son administration. Ils doivent pour l'exercice de leurs droits s'en rapporter aux inventaires sociaux et aux décisions des assemblées ou de l'associé unique (selon le cas).

Capital - Parts sociales

Art. 8. Le capital social de la Société est fixé à vingt mille US dollars (USD 20.000), représenté par deux cents (200) parts sociales d'une valeur nominale de cent US dollars (USD 100) chacune.

Le montant du capital social peut être augmenté ou réduit au moyen d'une résolution de l'assemblée générale des associés ou de l'associé unique (selon le cas) prise dans les formes requises pour la modification des Statuts.

Art. 9. Chaque part sociale confère un droit de vote identique lors de la prise de décisions et chaque associé a un nombre de droit de vote proportionnel aux nombres de parts qu'il détient.

Art. 10. Dans l'hypothèse où il n'y aurait qu'un seul associé, les parts sociales détenues par ce seul actionnaire sont librement cessibles.

Les parts sociales sont librement cessibles entre associés.

Aucune cession de parts sociales entre vifs à un tiers non-associé ne peut être effectuée sans l'agrément donné en assemblée générale des associés représentant au moins les trois quarts du capital social.

Pour le reste, il est référé aux dispositions des articles 189 et 190 de la Loi sur les Sociétés Commerciales.

Les parts sociales sont indivisibles à l'égard de la Société, qui ne reconnaît qu'un seul propriétaire pour chacune d'elle.

Art. 11. La Société est autorisée à racheter ses propres parts sociales.

Un tel rachat sera décidé par une résolution de l'assemblée générale extraordinaire des associés ou de l'associé unique (selon le cas) dans les conditions requises pour la modification des Statuts, à condition qu'un tel rachat ait été proposé à chaque associé de la même classe en proportion du capital social ou de la classe des parts sociales concernées représentés par leurs parts sociales.

Néanmoins, si le prix de rachat excède la valeur nominale des parts sociales rachetées, le rachat ne pourra être décidé que dans la mesure où le supplément du prix d'achat n'excède pas le total des bénéfices réalisés depuis la fin du dernier exercice social dont les comptes annuels ont été approuvés, augmenté des bénéfices reportés et de toutes sommes issues des réserves disponibles à cet effet, et diminué des pertes reportées ainsi que des sommes à porter en réserve conformément aux exigences de la Loi sur les Sociétés Commerciales ou des Statuts.

Les parts sociales rachetées seront annulées par réduction du capital social.

Gérance

Art. 12. La Société est gérée par au moins trois gérants. Ils constituent un conseil de gérance composé de un ou plusieurs gérants. Les gérants ne sont pas obligatoirement associés de la Société.

Les gérants sont nommés et leur rémunération est fixée par résolution de l'assemblée générale des associés prise à la majorité des voix ou par décision de l'associé unique (selon le cas). La rémunération des gérants peut être modifiée par résolution prise dans les mêmes conditions de majorité.

Le(s) gérant(s) peut/peuvent être révoqués ou remplacés ad nutum à tout moment, avec ou sans justification, par une résolution de l'assemblée générale des associés ou par une décision de l'associé unique (selon le cas).

Tous les pouvoirs non expressément réservés par la Loi sur les Sociétés Commerciales ou les Statuts à l'assemblée générale des associés ou à l'associé unique (selon le cas) seront de la compétence du conseil de gérance.

Vis-à-vis des tiers, le gérant ou, en cas de pluralité de gérants, le conseil de gérance, aura tous pouvoirs pour agir en toutes circonstances au nom de la Société et de réaliser et approuver tous actes et opérations en relation avec l'objet social dans la mesure où les termes de ces Statuts auront été respectés.

La société sera engagée par la signature conjointe de deux gérants.

Le conseil de gérance peut, de temps à autres, subdéléguer une partie de ses pouvoirs pour des tâches spécifiques à un ou plusieurs agent(s) ad hoc qui n'est pas / ne sont pas nécessairement associé(s) ou gérant(s) de la Société.

Le conseil de gérance détermine les responsabilités et la rémunération (s'il y a lieu) de cet / ces agent(s), la durée de son / leur mandat ainsi que toutes autres conditions de son / leur mandat.

Art. 13. Les décisions des gérants sont prises en réunion du conseil de gérance.

Au début de chaque conseil de gérance, les gérants désigneront parmi les membres du conseil, un président, qui, en cas d'égalité de voix, n'aura pas un vote prépondérant. Le président présidera toutes les réunions du conseil de gérance. Le conseil peut également nommer un secrétaire, lequel n'est pas nécessairement gérant, qui sera responsable de la conservation des procès verbaux des réunions du conseil de gérance ou de l'exécution de toute autre tâche spécifiée par le conseil de gérance.

Le conseil de gérance se réunira suite à la convocation faite par un gérant.

Pour chaque conseil de gérance, des convocations devront être établies et envoyées à chaque gérant au moins vingt-quatre (24) heures avant la réunion sauf en cas d'urgence, la nature de cette urgence devant être déterminée dans le procès verbal de la réunion du conseil de gérance.

Toutes les convocations devront spécifier l'heure et le lieu de la réunion et la nature des activités à entreprendre.

Les convocations peuvent être faites aux gérants oralement, par écrit ou par téléfax, câble, télégramme, télex, moyens électroniques ou par tout autre moyen de communication approprié.

Chaque gérant peut renoncer à cette convocation par écrit ou par téléfax, moyens électroniques ou par tout autre moyen de communication approprié.

Les réunions du conseil de gérance se tiendront valablement sans convocation si tous les gérants sont présents ou représentés.

Une convocation séparée n'est pas requise pour les réunions du conseil de gérance tenues à l'heure et au lieu précisé précédemment lors d'une résolution du conseil de gérance.

Chaque gérant peut prendre part aux réunions du conseil de gérance en désignant par écrit ou par téléfax, ou moyens électroniques un autre gérant pour le représenter.

Un gérant peut représenter plusieurs autres gérants.

Tout gérant de la Société peut assister à une réunion du conseil de gérance par téléphone, vidéoconférence ou par tout autre moyen de communication approprié permettant à l'ensemble des personnes présentes lors de cette réunion de communiquer à un même moment, à condition qu'à aucun moment une majorité des gérants participant à la réunion ne soit localisée dans le même pays étranger.

Une telle participation à une réunion du conseil de gérance est réputée équivalente à une présence physique à la réunion.

Le conseil de gérance peut valablement délibérer et agir seulement si une majorité de ses membres est présente ou représentée.

Les décisions du conseil de gérance sont adoptées à la majorité des voix des gérants présents ou valablement représentés.

Les délibérations du conseil de gérance sont transcrites par un procès-verbal, qui est signé par le président ou deux gérants. Tout extrait ou copie de ce procès-verbal devra être signé par le président ou deux gérants.

Les résolutions écrites approuvées et signées par tous les gérants auront le même effet que les résolutions prises en conseil de gérance.

Dans un tel cas, les résolutions peuvent soit être documentées dans un seul document ou dans plusieurs documents ayant le même contenu.

Les résolutions écrites peuvent être transmises par lettre ordinaire téléfax, câble, télégramme, moyens électroniques ou tout autre moyen de communication approprié.

Art. 14. Tout gérant ne contracte en raison de ses fonctions, aucune obligation personnelle quant aux engagements régulièrement pris par lui au nom de la Société; simple mandataire, il n'est responsable que de l'exécution de son mandat.

Assemblée générale des associés

Art. 15. En cas de pluralité d'associés, les décisions des associés sont prises comme suit:

La tenue d'assemblées générales n'est pas obligatoire, tant que le nombre des associés est inférieur à (25) vingt-cinq. Dans ce cas, chaque associé recevra le texte complet de chaque résolution ou décision à prendre, transmis par écrit ou par téléfax, moyens électroniques ou tout autre moyen de communication approprié. Chaque associé émettra son vote par écrit.

Si le nombre des associés excède vingt-cinq (25), les décisions des associés sont prises en assemblée générale des associés. Dans ce cas, une assemblée générale annuelle est tenue à Luxembourg dans les six mois de la clôture du dernier exercice social. Toute autre assemblée générale des associés peut se tenir au Grand-duché de Luxembourg à l'heure et au jour fixé dans la convocation à l'assemblée.

Art. 16. Les assemblées générales des associés sont convoquées et les résolutions écrites des associés sont proposées par le conseil de gérance, à défaut, par des associés représentant plus de la moitié du capital social de la Société.

Une convocation écrite à une assemblée générale indiquant l'ordre du jour est faite conformément à la Loi sur les Sociétés Commerciales et est adressée à chaque associé au moins 8 (huit) jours avant l'assemblée, sauf pour l'assemblée générale annuelle pour laquelle la convocation sera envoyée au moins 21 (vingt et un) jours avant la date de l'assemblée.

Toutes les convocations doivent mentionner la date et le lieu de l'assemblée générale.

Si tous les associés sont présents ou représentés à l'assemblée générale et indiquent avoir été dûment informés de l'ordre du jour de l'assemblée, l'assemblée générale peut se tenir sans convocation préalable.

Tout associé peut se faire représenter à toute assemblée générale en désignant par écrit ou par téléfax, moyens électroniques ou tout autre moyen de télécommunication approprié un tiers qui peut ne pas être associé.

Chaque associé a le droit de participer aux assemblées générales des associés.

Les résolutions des assemblées des associés ou les résolutions proposées par écrit aux associés ne sont valablement adoptées que pour autant qu'elles soient prises par les associés représentant plus de la moitié du capital social de la Société.

Si ce quorum n'est pas atteint lors de la première assemblée générale ou sur première consultation, les associés sont immédiatement convoqués ou consultés une seconde fois par lettre recommandée, et les résolutions seront adoptées à la majorité des votes exprimés quelle que soit la portion du capital représenté.

Toutefois, les décisions ayant pour objet une modification des Statuts ne pourront être prises qu'en assemblée générale extraordinaire des associés, à la majorité des associés représentant au moins les trois quarts du capital social de la Société.

Un associé unique exerce seul les pouvoirs dévolus à l'assemblée générale des associés par les dispositions de la Loi sur les Sociétés Commerciales.

Excepté en cas d'opérations courantes conclues dans des conditions normales, les contrats concluent entre l'associé unique et la Société doivent être inscrit dans un procès verbal ou établis par écrit.

Exercice social - Comptes annuels

Art. 17. L'exercice social commence le 1 er janvier et se termine le 31 décembre.

Art. 18. Chaque année, au 31 décembre, le conseil de gérance établira le bilan qui contiendra l'inventaire des avoirs de la Société et de toutes ses dettes avec une annexe contenant le résumé de tous ses engagements, ainsi que les dettes du (des) gérant(s), du (des) commissaire(s) (s'il en existe) et du (des) associé(s) envers la société.

Dans le même temps, le conseil de gérance préparera un compte de profits et pertes qui sera soumis à l'assemblée générale des associés avec le bilan.

Art. 19. Tout associé peut prendre communication au siège social de la Société de l'inventaire, du bilan et du compte de profits et pertes.

Si le nombre des associés excède vingt-cinq, une telle communication ne sera autorisée que pendant les 15 (quinze) jours précédant l'assemblée générale annuelle des associés.

Surveillance de la société

Art. 20. En plus des obligations juridiques de la Société quant à la nomination d'un commissaire aux comptes(s), le même auditeur indépendant (réviseur d'entreprises) chargé d'examiner les informations comptables reprises dans le rapport annuel de Emerald Fund SCA SICAV-FIS doit être nommé et rémunéré par la Société pour examiner les données comptables contenues dans le rapport annuel de la Société.

Dividendes - Réserves

Art. 21. L'excédent favorable du compte de profits et pertes, après déduction des frais, charges et amortissements et provisions, constitue le bénéfice net de la Société.

Chaque année, 5% du bénéfice net seront affectés à la réserve légale.

Ces prélèvements cesseront d'être obligatoires lorsque la réserve légale aura atteint un dixième du capital social tel que augmenté ou réduit le cas échéant, mais devront être repris si la réserve légale est inférieure à ce seuil de 10 %.

L'assemblée des associés, à la majorité prévue par la Loi sur les Sociétés Commerciales, ou l'associé unique (selon le cas) peuvent décider à tout moment qu'après déduction de la réserve légale, le bénéfice sera distribué entre les associés au titre de dividendes au pro rata de leur participation dans le capital de la Société ou reporté à nouveau ou transféré à une réserve spéciale.

Chaque associé pourra personnellement ou par l'intermédiaire d'un mandataire désigné, examiner au siège social de la Société, l'inventaire, le bilan, le compte de profits et pertes et, le cas échéant, le rapport du commissaire aux comptes (s) conformément à l'article 200 du Code des Sociétés.

Art. 22. Nonobstant les dispositions de l'article précédent, l'assemblée générale des associés de la Société ou l'associé unique (selon le cas) peut, sur proposition du conseil de gérance ou du gérant unique (selon le cas), décider de payer des acomptes sur dividendes en cours d'exercice social sur base d'un état comptable préparé par le conseil de gérance ou le gérant unique (selon le cas), desquels il devra ressortir que des fonds suffisants sont disponibles pour la distribution, étant entendu que les fonds à distribuer ne peuvent pas excéder le montant des bénéfices réalisés depuis le dernier exercice social augmenté des bénéfices reportés et des réserves distribuables mais diminué des pertes reportées et des sommes à porter en réserve en vertu de la Loi sur les Sociétés Commerciales ou des Statuts.

Dissolution - Liquidation

Art. 23. L'assemblée générale des associés, selon les conditions requises pour la modification des Statuts, ou l'associé unique (selon le cas), peut décider de la dissolution et la liquidation de la Société.

Art. 24. L'assemblée générale des associés avec l'approbation d'au moins la moitié des associés détenant trois quarts du capital social devra désigner un ou plusieurs liquidateurs, personnes physiques ou morales, et déterminer la méthode de liquidation, les pouvoirs du ou des liquidateurs et leur rémunération.

La liquidation terminée, les avoirs de la Société seront attribués aux associés au prorata des parts sociales qu'ils détiennent.

Loi applicable

Art. 25. Il est renvoyé aux dispositions de la loi luxembourgeoise et la Loi sur les Sociétés Commerciales pour l'ensemble des points au regard desquels les présents Statuts ne contiennent aucune disposition spécifique.»

Mesures transitoires

Exceptionnellement le premier exercice social commencera ce jour pour finir le 31 décembre 2014.

Souscription - Libération

Les parties comparantes, représentées comme dit ci-avant déclarent par la présente souscrire aux deux cents (200) parts sociales émises par la Société comme suit:

- Xavier Deu Pujal, précité, souscrit à cinquante (50) parts sociales;
- Michael Shmuelevitz, précité, souscrit à cinquante (50) parts sociales;
- Boaz Alpern, précité, souscrit à cinquante (50) parts sociales; et
- Paul Hunt, précité, souscrit à cinquante (50) parts sociales;

Toutes les parts sociales ont été entièrement libérées par versement en espèces, de sorte que la somme de vingt mille US dollars (USD 20 000-) est à la disposition de la Société, ce qui a été prouvé au notaire instrumentant, qui le reconnaît expressément.

Décisions des associés

Immédiatement après la constitution de la Société, les associés de la Société, prirent les résolutions suivantes:

1) Sont nommés gérants:

- Xavier Deu Pujal, précité, né à Ordino, Andorre, le 3 mars 1967 et ayant son adresse professionnelle sise au 29 rue de Prague, L-2348, Luxembourg, Grand Duché de Luxembourg;

- Michael Shmuelevitz, précité, né à Petach-Tikva, Israël, le 24 février 1957 et ayant son adresse professionnelle sise au 46 Bar Ilan street, 43701, Raanana, Israël;

- Boaz Alpern, précité, né à Israël, le 30 mai 1967 et ayant son adresse professionnelle sise au 46 Bar Ilan street, 43701, Raanana, Israël; et

- Paul Hunt, précité, né le 11 septembre 1963 à Hayes, Grande Bretagne, ayant son adresse professionnelle sise au Sparrenweg 232, 3980 Tessenderlo, Belgique.

Les gérants sont nommés pour une durée de six (6) ans.

Conformément à l'article 12 des Statuts, la Société sera engagée par la signature conjointe de deux gérants.

2) Le siège social est établi au 11, avenue Emile Reuter, L-2420 Luxembourg, Grand-Duché de Luxembourg.

Estimation des Frais

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 de sa constitution, s'élève à environ mille cinq cents euros (EUR 1.500).

Déclaration

Le notaire soussigné qui comprend et parle l'anglais constate par le présent acte qu'à la requête des personnes comparantes les présents Statuts sont rédigés en anglais suivis d'une version française. A la requête des mêmes personnes et en cas de divergences entre le texte anglais et français, la version anglaise fera foi.

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

Et après lecture faite et interprétation donnée au mandataire, il a signé avec nous notaire le présent acte.

Signé: Fadwa Ben-Yahia, Paul Bettingen.

Enregistré à Luxembourg, A.C., le 17 décembre 2013. LAC / 2013 / 57829. Reçu 75.-€

Le Receveur (signé): Irène Thill.

- Pour copie conforme - délivrée à la société aux fins de publication au Mémorial, Recueil des Sociétés et Associations.

Senningerberg, le 18 décembre 2013.

Référence de publication: 2013178695/512.

(130218064) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 décembre 2013.

Barclays Investment Funds (Luxembourg), Société d'Investissement à Capital Variable (en liquidation).

Siège social: L-2453 Luxembourg, 2-4, rue Eugène Ruppert.

R.C.S. Luxembourg B 31.439.

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Notice is hereby given that an

EXTRAORDINARY GENERAL MEETING

(the "Meeting") of BARCLAYS INVESTMENT FUNDS (LUXEMBOURG) (the "Company") is hereby convened on *4 February 2014* at 11.00 am Central European Time ("CET"), at the registered office of the Company, to deliberate and vote on the following agenda:

Agenda:

1. To hear and acknowledge the financial statements of the Company for the period from 1 September 2012 to 12 July 2013;
2. To grant discharge to the directors of the Company for the performance of their duties during the period from 1 September 2012 to 12 July 2013;
3. To hear and resolve to approve the report of the liquidator (the "Liquidator") on the liquidation;
4. To hear and resolve to approve the report of the Company's auditors on the liquidation;
5. To grant discharge to the Liquidator for the performance of its duties;
6. To decide to resolve on the closure of the liquidation;
7. To decide on the location where the records and books of the Company are to be kept for a period of five years;

8. To note that the amounts which could not be paid to the creditors and the liquidation proceeds which could not be distributed to the persons entitled thereto at the close of the liquidation will be deposited with the Caisse de Consignation de Luxembourg in due course; and
9. To decide on any other business which may be brought before the Meeting.

There is no quorum required for this Meeting and the resolutions will be passed if approved by a simple majority of the votes cast at the Meeting.

Shareholders may vote in person or by proxy.

Shareholders who are not able to attend the Meeting may request a proxy form from the registered office of the Company for completion and return. To be valid, the completed proxy form should be received by no later than 5.00 p.m. CET on 3 February 2014.

BDO Tax & Accounting

The Liquidator

Référence de publication: 2014002741/755/33.

Blackrock Strategic Funds, Société d'Investissement à Capital Variable.

Siège social: L-1855 Luxembourg, 49, avenue J.F. Kennedy.

R.C.S. Luxembourg B 127.481.

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Dear Shareholder,

Due to a lack of quorum, the extraordinary general meeting convened on 20 November 2013 was not able to validly decide on its agenda. Thus, the shareholders of the Company are convened to attend a

SECOND EXTRAORDINARY GENERAL MEETING

of shareholders of the Company (the "Reconvened Meeting") to be held on *24 January 2014* , at 11.30 am CET at 49, avenue J.F. Kennedy, L-1855 Luxembourg, Grand Duchy of Luxembourg for the purpose of considering and voting upon the agenda below.

Agenda:

1. To amend articles 3, 16, 21 and 30 to replace the reference to the law of 20 December 2002 by a reference to the law of 17 December 2010.
2. To amend article 8 in order to permit the Company to compulsorily redeem shareholders in case the Company could suffer not only a pecuniary, but, generally, a material disadvantage by allowing such shareholders to hold the Company's shares.
3. To amend article 11 to allow for ballot papers to be sent or faxed to such address or fax number as indicated by the Company in the relevant convening notices.
4. To amend article 14 such that the quorum requirement for directors meetings no longer takes into account the residency status of individual directors. [1]
5. To amend article 16 to (i) replace all references to directive 85/611/EEC by references to directive 2009/65/EC, (ii) replace the reference to Directive 78/660/EEC (1) by a reference to article 1 of Directive 2013/34/EU, (iii) limit the investments of any one Fund into other UCITS or UCIs to 10% of such Fund's net assets, except if otherwise provided for in the Company's prospectus, (iv) provide that a Fund of the Company may invest into other Funds of the Company and (v) provide that the Company may create feeder funds.
6. To amend article 22 to add two suspension events to those listed, namely to provide for a possible suspension in case of a merger and in case the net asset value calculation is suspended at the level of the master fund should the Company launch feeder funds in the future.
7. To amend article 28 to reflect the provisions on mergers of the law of 17 December 2010 and to permit cross-border mergers as well as to delete the provisions relating to mergers with contractual type funds.
8. To decide miscellaneous amendments to articles 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 16, 17, 20, 21, 22, 23, 24, 25, 26, 27, 28, 29 and 30 to harmonise the terminology used throughout these articles of incorporation and to delete any outdated or redundant information.
9. To decide to restate the articles of incorporation of the Company and to decide that the restated articles of the Company be solely drafted in English and be not followed by a French translation.

The resolutions shall be passed by a majority of two-thirds of the shares represented and voting. Resolutions shall be passed without a presence quorum.

A draft of the restated articles showing the contemplated changes will be available for inspection at the Reconvened Meeting and at the registered office of the Company.

[1] This will not result in any change as to how board meetings are conducted in practice and will not alter quorum requirements or tax residency requirements. The provisions which are no longer contained in the articles, will continue to be contained in BlackRock's code of conduct for board of directors' meetings.

Voting Arrangements

In order to vote at the Reconvened Meeting:

1. The holders of Registered Shares may be present in person or:

(a) represented by a duly appointed proxy; or

(b) vote by means of a ballot paper ("formulaire") in accordance with the procedures set out in Article 11 of the Company's Articles of Association.

2. Shareholders who cannot attend the Reconvened Meeting in person are invited to:

(a) send a duly completed and signed proxy form to the Transfer Agent of the Company to arrive no later than midnight CET on 23 January 2014; or

(b) deliver or send by fax a duly completed and signed ballot paper to the Transfer Agent of the Company

(Fax No: +352 342010 4227) to arrive no later than 5.00 p.m. CET, Luxembourg time, on 23 January 2014.

3. Proxy forms for registered shareholders can be obtained from the registered office of the Company. A person appointed proxy need not be a holder of Shares in the Company.

4. A pro forma ballot paper can be downloaded from: http://www.blackrock.co.uk/intermediaries/library.

5. Lodging of a proxy form or ballot vote will not prevent a shareholder from attending the Reconvened Meeting and voting in person if he decides to do so.

The Board of Directors.

Référence de publication: 2013178416/755/62.

Indian Investment Company, Société d'Investissement à Capital Variable.

Siège social: L-1855 Luxembourg, 49, avenue J.F. Kennedy.

R.C.S. Luxembourg B 44.263.

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We have the pleasure of inviting you to attend the

ANNUAL GENERAL MEETING

(the "Meeting") of Shareholders of INDIAN INVESTMENT COMPANY (the "Company"), which will be held at the registered office of the Company at 49, avenue J.F. Kennedy, L-1855 Luxembourg on Monday *27 th January 2014* at 11.00 a.m. (the "Meeting"), with the following agenda:

Agenda:

1. Approval of the annual report comprising the audited annual accounts of the Company for the financial year ended 30 September 2013 and to approve the approved statutory auditor's report thereon;
2. Approval of the balance sheet, profit and loss account as of 30 September 2013 and the allocation of net profits for the financial year ended 30 September 2013 as proposed by the Board of Directors;
3. Discharge of the Directors with respect to the performance of their duties during the financial year ended 30 September 2013;

   Only in the case the Company has not been put into liquidation on or before 27 th January 2014, the Meeting shall consider and vote on the following items 4 and 5 of the Agenda;
4. Re-election of the following persons as Directors, each to hold office until the liquidation date of the Company: Mr. Laurence Llewellyn, Mr. Jacques Elvinger, Mr. John Karachalios, Mr. João Santos and Mr. Hugh Moir;
5. Re-appointment of PricewaterhouseCoopers, Société Coopérative, as the approved statutory auditor of the Company until the liquidation date of the Company;
6. Any other business which may be properly brought before the Meeting.

Voting:

Resolutions on the agenda of the Meeting are not subject to quorum or majority requirements and will be taken at the majority of the votes cast. Each Share is entitled to one vote. Shareholders may vote in person or by proxy.

Voting Arrangements:

If you want to be represented at the Meeting and receive a proxy form, please kindly contact: Luxembourg-Domiciliarygroup@statestreet.com

The proxy form, duly filled in, must be dated, signed and returned before 24 th January 2014, by fax at the number : (+ 352) 46 40 10 413 , by courier at the registered office of the Company:

49, avenue J-F Kennedy L-1855 Luxembourg; Attn. Domiciliary Department or by email at: Luxembourg-Domiciliarygroup@statestreet.com

On behalf of the Board of Directors.

Référence de publication: 2014002742/755/36.

LuxiPrivilège, Société d'Investissement à Capital Variable.

Siège social: L-1855 Luxembourg, 49, avenue J.F. Kennedy.

R.C.S. Luxembourg B 46.388.

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Messieurs les actionnaires sont priés d'assister à

l'ASSEMBLEE GENERALE ORDINAIRE

de la société qui se tiendra le *27 janvier 2014* à 12.00 heures au siège social.

L'ordre du jour est le suivant:

Ordre du jour:

1. Présentation et approbation des comptes annuels de la Sicav incluant le rapport du Conseil d'Administration et du Réviseur d'Entreprises Agréé pour l'exercice clôturé au 30 septembre 2013;
2. Affectation des résultats pour l'exercice clôturé au 30 septembre 2013;
3. Décharge aux Administrateurs pour l'exécution de leur mandat;
4. Nominations statutaires:
   4.1 Election de M. André Birget comme administrateur jusqu'à la prochaine assemblée générale ordinaire de 2015.
   4.2 Election de M. Claude Eyschen comme administrateur jusqu'à la prochaine assemblée générale ordinaire de 2015.
   4.3 Election de M. Benoit De Hults comme administrateur jusqu'à la prochaine assemblée générale ordinaire de 2015.
   4.4 Election de Mme Virginie Courteil comme administrateur jusqu'à la prochaine assemblée générale ordinaire de 2015.
   4.5 Election de Ernst&Young S.A. comme réviseur d'entreprise agréé jusqu'à la prochaine assemblée générale ordinaire de 2015.
5. Divers.

La dernière édition du Rapport Annuel est disponible gratuitement au siège social de la Société sur simple demande par fax au: +352 46 40 10 413 ou par email à l'adresse suivante: luxembourg-finrep4@StateStreet.com.

Les Actionnaires désirant assister à cette Assemblée doivent déposer leurs actions deux jours francs avant l'assemblée générale au guichet de State Street Bank Luxembourg S.A. 49, avenue J.F. Kennedy, L - 1855 Luxembourg.

LE CONSEIL D'ADMINISTRATION.

Référence de publication: 2014002743/755/31.

Lux Capital Fund S.C.A., SICAV-SIF, Société en Commandite par Actions sous la forme d'une SICAV - Fonds d'Investissement Spécialisé.

Siège social: L-1748 Findel, 8, rue Lou Hemmer.

R.C.S. Luxembourg B 152.733.

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Shareholders are hereby invited to attend the

SECOND EXTRAORDINARY GENERAL MEETING

of shareholders of the Company to be held in Luxembourg at 8, rue Lou Hemmer, L-1748 Findel-Golf, on *January 24 th , 2014* at 11.30 a.m. to deliberate and vote on the following agenda, as the Extraordinary General Meeting planned for December 16 th , 2013 was without quorum to deliberate and vote on the following agenda:

Agenda:

1. Change of registered office of the Company from 8, rue Lou Hemmer, L-1748 Findel-Golf to 26, avenue de la Liberté, L-1930 Luxembourg and subsequent amendment of Article 4 "Registered office" of the articles of association of the Company.
2. Amendment of the denomination of the general partner (associé gérant commandité) of the Company from Lux Capital Fund Management S.à r.l. to Lux Wealth S.à r.l. and subsequent amendment of Article 18 "General Partner" of the articles of association of the Company.
3. Insertion of the possibility for the general partner of the Company to appoint an alternative investment fund manager ("AIFM") and to enter into an agreement with the AIFM in Article 19 "Powers of the General Partner" of the articles of association of the Company.
4. Deletion in Article 24 "General meetings of the company" of the articles of association of the Company of the necessity to obtain the CSSF's approval in case where the third Thursday of the month of February, on which the annual general meeting of the shareholders shall be held, is not a banking day in Luxembourg and the meeting shall therefore be held on the next banking day.

5. Deletion in Article 26 "Termination and amalgamation of Sub-Funds or classes of shares" of the articles of association of the Company of the clause pursuant to which the assets which may not be distributed to their beneficiaries upon the implementation of the redemption of shares will be deposited with the depositary of the Company for a period of six (6) months thereafter and updating of the reference to the law dated 20 December 2002 concerning undertakings for collective investment to a reference to the law dated 17 December 2010 concerning undertakings for collective investment.
6. Clarification in Article 29 "Auditor" of the articles of association of the Company that the auditor has to be an "approved statutory" auditor.

In this Second Extraordinary General Meeting, no presence quorum is required. But resolutions must be carried out, in order to be adopted, by at least two-thirds of the votes cast and the consent of the general partner of the Company.

Each shareholder - individually or by proxy - will be able to participate in the General Meeting, if his shares have been deposited up to Friday, January 17 th , 2014 at the latest at VPB Finance S.A., 26, avenue de la Liberté, L-1930 Luxembourg and leaves them there until the end of the General Meeting. Each shareholder, who complies with this requirement, will be admitted to the General Meeting.

Luxembourg, 17 th December 2013.
Lux Wealth S.à r.l.
General Partner

Référence de publication: 2013177452/755/43.

Lux Wealth SICAV-UCITS, Société d'Investissement à Capital Variable.

Siège social: L-1748 Findel-Golf, 8, rue Lou Hemmer.

R.C.S. Luxembourg B 167.435.

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Shareholders are hereby invited to attend the

SECOND EXTRAORDINARY GENERAL MEETING

of shareholders of the Company to be held in Luxembourg at 8, rue Lou Hemmer, L-1748 Findel-Golf, on *January 24 th , 2014* at 11.00 a.m. to deliberate and vote on the following agenda, as the Extraordinary General Meeting planned for December 16 th , 2013 was without quorum to deliberate and vote on the following agenda:

Agenda:

1. Change of registered office of the Company from 8, rue Lou Hemmer, L-1748 Findel-Golf to 26, avenue de la Liberté, L-1930 Luxembourg and subsequent amendment of Article 2 "Registered office" of the articles of association of the Company.
2. Adaptation of Article 11 "Calculation of the unit value" to legal requirements and the rules set out in the prospectus of the Company.
3. Adaptation of Article 12 "Frequency and temporary suspension of unit value calculation, issue, redemption and conversion of units" to legal requirements and the rules set out in the prospectus of the Company.
4. Insertion of a specification regarding the possibility for the board of directors of the Company to transfer individual powers of attorney as well as the possibility for a management company appointed by the Company to delegate tasks in Article 17 "Transfer of powers" of the articles of association of the Company.
5. Adaption of Article 18 "Investment policy and investment restrictions" to legal requirements and the rules set out in the prospectus of the Company.
6. Adaptation of Article 22 "General Assembly" to legal requirements of the law of 10 August 1915 on commercial companies, as amended, as regards the convening of a meeting at the request of unitholders.
7. Insertion of an analogue application of the provisions of Article 22 paragraph 12 in the third paragraph of Article 23 "General Assemblies of unitholders in a Subfund or unit class" of the articles of association of the Company.
8. Deletion of the provisions governing the merger of subfunds or unit classes in Article 24 "Liquidation and merger of Subfunds or unit classes" and renaming of this Article in "Liquidation of Subfunds or unit classes".
9. Insertion of a new Article 25 "Mergers" and in this respect the adaption and renumbering of the subsequent articles of the articles of association of the Company as well as of references to them.
10. Respective clarification in Articles 7, 8 and 21 of the articles of association of the Company that the auditor has to be "authorised".

In this Second Extraordinary General Meeting, no presence quorum is required. But resolutions must be carried out, in order to be adopted, by at least two-thirds of the votes cast and the consent of the general partner of the Company.

Each shareholder - individually or by proxy - will be able to participate in the General Meeting if his shares have been deposited up to Friday, January 17 th , 2014 at the latest at VPB Finance S.A., 26, avenue de la Liberté, L-1930 Luxembourg,

and leaves them there until the end of the General Meeting. Each shareholder, who complies with this requirement, will be admitted to the General Meeting.

Luxembourg, 17 th December 2013. *The board of directors .*

Référence de publication: 2013177453/755/41.

Pareturn, Société d'Investissement à Capital Variable.

Siège social: L-5826 Hesperange, 33, rue de Gasperich.

R.C.S. Luxembourg B 47.104.

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Nous vous prions de bien vouloir assister à

l'ASSEMBLEE GENERALE ANNUELLE

des actionnaires (l'«Assemblée») de PARETURN (la «Société»), qui se tiendra au siège social de la Société:

Le vendredi *17 janvier 2014* à 11 heures et qui aura l'ordre du jour suivant:

Ordre du jour:

1. Présentation du rapport de gestion du conseil d'administration et du rapport du réviseur d'entreprises agréé pour l'exercice clos le 30 septembre 2013.
2. Approbation des comptes annuels arrêtés au 30 septembre 2013.
3. Affectation des résultats.
4. Décharge aux administrateurs pour l'accomplissement de leur mandat pour l'exercice clos au 30 septembre 2013.
5. Nominations statutaires:
   a. Conseil d'administration;
   b. Réviseur d'entreprises agréé.
6. Divers.

Les résolutions soumises à l'Assemblée ne requièrent aucun quorum. Elles seront adoptées à la majorité simple des actions présentes ou représentées à l'Assemblée.

Pour pouvoir assister ou se faire représenter à l'Assemblée, les détenteurs de parts au porteur doivent déposer leurs titres cinq jours francs avant l'Assemblée auprès de BNP Paribas Securities Services, Luxembourg Branch, 33, rue de Gasperich, L-5826 Hesperange où des formulaires de procuration sont disponibles.

Le conseil d'administration.

Référence de publication: 2013181158/755/26.

Allianz European Pension Investments, Société d'Investissement à Capital Variable.

Siège social: L-2633 Senningerberg, 6A, route de Trèves.

R.C.S. Luxembourg B 117.986.

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Notice is hereby given that the

ANNUAL GENERAL MEETING

of shareholders (the "Meeting") of Shareholders of Allianz European Pension Investments ("the Company") will be held at the Registered Office of the Company at 6A, route de Trèves, 2633 Senningerberg, Luxembourg, on Friday *17 January 2014* at 11:15 CET for the purpose of considering and voting upon the following matters:

Agenda:

1. Acceptance of the report of the Board of Directors and the report of the independent Auditors and to approve the financial statements as well as the use of income (if any) for the accounting year ended September 30, 2013.
2. Discharge of the Board of Directors of the Company in the exercise of their mandate during the accounting year ended September 30, 2013.
3. Election of Dr. Kai Wallbaum, Mr. Christoph Adamy and Mr. Oliver Drissen as Directors of the Board until the next Annual General Meeting.
4. Re-election of PricewaterhouseCoopers, S.à r.l., Luxembourg, as Auditor until the next Annual General Meeting.
5. Consideration of such other business as may properly come before the Meeting.

Voting:

Resolutions on the Agenda of the Meeting will require no quorum and will be taken at the majority of the votes expressed at the Meeting. The quorum and majority requirements will be determined in accordance to the outstanding shares on January 12, 2014 midnight CET (the "Record Date"). The voting rights of Shareholders shall be determined by the number of shares held at the Record Date.

Voting Arrangements:

Authorized to attend and vote at the meeting are shareholders who are able to provide a confirmation from their depository bank or institution showing the number of shares held by the Shareholder as per the Record Date to the Transfer Agent RBC Investor Services Bank S.A., Domiciliary Services, 14, Porte de France, 4360 Esch-sur-Alzette, Luxembourg, to arrive in Luxembourg by no later than 11:00 CET on January 15, 2014.

Any shareholders entitled to attend and vote at the meeting shall be entitled to appoint a proxy to vote on his/her behalf. The proxy form, in order to be valid, must be duly completed and signed under the hand of the appointer or his/her attorney or if the appointer is a corporation, under its common seal or under the hand of a duly authorised officer, and sent to the Transfer Agent RBC Investor Services Bank S.A., Domiciliary Services, 14, Porte de France, 4360 Esch-sur-Alzette, Luxembourg, to arrive in Luxembourg by no later than 11:00 CET on January 15, 2014.

Proxy forms for use by registered shareholders can be obtained from the Transfer Agent RBC Investor Services Bank S.A., Domiciliary Services, 14, Porte de France, 4360 Esch-sur-Alzette, Luxembourg. A person appointed proxy need not be a shareholder of the Company. The appointment of a proxy will not preclude a shareholder from attending the meeting.

Copies of the audited annual report of the Company are available for inspection at the registered office of the Company. Shareholders may also request to be sent a copy of such report.

Senningerberg, December 2013. *By order of the Board of Directors.*

Référence de publication: 2013178407/755/41.

Baysing S.à r.l., Société à responsabilité limitée.

Siège social: L-2220 Luxembourg, 560A, rue de Neudorf.

R.C.S. Luxembourg B 165.707.

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THE UNDERSIGNED:

Francis KESSELER, notary, residing in Esch-sur-Alzette (Grand Duchy of Luxembourg),

DECLARES AND CERTIFIES

in connection with the cross-border merger (hereinafter the "Merger") of Baysing S.à r.l., a private limited liability company (société à responsabilité limitée), incorporated under the laws of Luxembourg, with registered office at 560A, rue de Neudorf, L-2220 Luxembourg, Grand Duchy of Luxembourg, registered with the Luxembourg Trade and Companies Register under number B 165.707 (hereinafter, also the "Company Ceasing to Exist") into Dutch Holdco Arg B.V., a private company with limited liability (besloten vennootschap met beperkte aansprakelijkheid) incorporated, existing and organized under and subject to the laws of the Netherlands, having its statutory seat in Ridderkerk, the Netherlands, and its place of business at Handelsweg 20, 2988 DB Ridderkerk, the Netherlands, registered with the Trade Register of the Chamber of Commerce (het handelsregister van de Kamer van Koophandel), the Netherlands, under file number 55230520 (hereinafter, also the "Acquiring Company", together with the Company Ceasing to Exist, the "Merging Companies"),

THAT:

- the Merging Companies have jointly drawn up a common merger proposal by deed of the undersigned notary on November 15, 2013, published in the Mémorial C, Recueil des Sociétés et Associations on November 25, 2013;

- in accordance with Article 279 (2) of the Luxembourg law on commercial companies dated August 10 th , 1915, as amended, in case of cross-border merger, article 263 paragraph (1) is not applicable to the absorbed company, so that no shareholder's meeting is required to approve the merger;

- under the laws of Luxembourg, all relevant requirements under Section XIV of the Luxembourg law on commercial companies dated August 10 th , 1915, as amended, to effectuate this Merger have been duly complied with;

- in accordance with Article 271 (2) of the Luxembourg law on commercial companies dated August 10 th , 1915, as amended, and Article 10 of the Directive 2005/56/EC dated October 26, 2005 on cross-border mergers of limited liability companies, the Company Ceasing to Exist has properly completed the premerger acts and formalities contemplated by the common merger proposal;

- all conditions required under Article 279 of the Luxembourg law on commercial companies dated August 10 th , 1915, as amended have been satisfied;

- the Merger has been enacted by a deed of Me Jan Willem Stouthart, Civil Law notary (Notaris) residing in The Hague, The Netherlands, dated December 27, 2013 and with effective date as of December 28, 2013; and

- in accordance with Article 273ter of the Luxembourg law on commercial companies dated August 10 th , 1915, as amended, the Company Ceasing to Exist shall be therefore de-registered, upon receipt, by the Trade and Companies Register (Registre de Commerce et des Sociétés) of Luxembourg, of the notification of the effectiveness of the Merger by the Trade Register of the Chamber of Commerce (het handelsregister van de Kamer van Koophandel) of the Netherlands.

Suit la version française du texte qui précède:

LE SOUSSIGNE:

Francis KESSELER, notaire de résidence à Esch-sur-Alzette (Grand-Duché de Luxembourg),

DECLARE ET CERTIFIE

dans le cadre de la fusion transfrontalière (ci-après la «Fusion») de Baysing S.à r.l., une société à responsabilité limitée constituée sous les lois luxembourgeoises, ayant son siège social au 560A, rue de Neudorf, L-2220 Luxembourg, Grand-Duché de Luxembourg, immatriculée auprès du Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 165.707 (ci-après la «Société Cessant d'Exister») dans Dutch Holdco Arg B.V., une société à responsabilité limitée (besloten vennootschap met beperkte aansprakelijkheid) constituée, existant et fonctionnant sous les lois néerlandaises, ayant son siège statutaire à Ridderkerk, Pays-Bas, et son siège d'exploitation au Handelsweg 20, 2988 DB Ridderkerk, Pays-Bas, immatriculée auprès du Registre de la Chambre de Commerce (het handelsregister van de Kamer van Koophandel) des Pays-Bas, sous le numéro de dossier 55230520 (ci-après la «Société Acquérante», ensemble avec la Société Cessant d'Exister, les «Sociétés Fusionnantes»),

QUE:

- les Sociétés Fusionnantes ont conjointement dressé un projet de fusion commun par acte passé devant le notaire instrumentant en date du 15 novembre 2013, publié au Mémorial C, Recueil des Sociétés et Associations le 25 novembre 2013;

- conformément à l'Article 279 (2) de la loi luxembourgeoise du 10 août 1915 concernant les sociétés commerciales, telle que modifiée, en cas de fusion transfrontalière, l'article 263 paragraphe (1) n'est pas applicable à la société absorbée, de sorte qu'aucune assemblée des associés n'est nécessaire pour approuver la fusion;

- selon les lois luxembourgeoises, toutes les exigences applicables sous la Section XIV de la loi luxembourgeoise du 10 août 1915 concernant les sociétés commerciales, telle que modifiée, aux fins de la Fusion ont été dûment remplies;

- conformément à l'Article 271 (2) de la loi luxembourgeoise du 10 août 1915 concernant les sociétés commerciales, telle que modifiée, et à l'Article 10 de la directive 2005/56/CE en date du 26 octobre 2005 concernant les fusions transfrontalières des sociétés de capitaux, la Société Cessant d'Exister a correctement accompli tous les actes et formalités préalables à la fusion tels qu'envisagés par le projet commun de fusion;

- toutes les conditions requises à l'Article 279 de la loi luxembourgeoise du 10 août 1915 concernant les sociétés commerciales, telle que modifiée, ont été remplies;

- la Fusion a été passé par un acte de Me Jan Willem Stouthart, Notaire de droit civil (Notaris) résidant à La Haye, Pays-Bas, en date du 27 décembre 2013, avec date d'effet au 28 décembre 2013; et

- conformément à l'article 273ter de la loi luxembourgeoise du 10 août 1915 concernant les sociétés commerciales, telle que modifiée, la Société Cessant d'Exister sera en conséquence radiée, dès réception par le Registre de Commerce et des Sociétés de Luxembourg d'une notification de la prise d'effet de la Fusion par le Registre de la Chambre de Commerce (het handelsregister van de Kamer van Koophandel) des Pays-Bas.

Certifié à Esch-sur-Alzette, le 30 décembre 2013. Francis KESSELER.

Référence de publication: 2014002041/76.

(140001371) Déposé au registre de commerce et des sociétés de Luxembourg, le 6 janvier 2014.

Allianz Global Investors Fund, Société d'Investissement à Capital Variable.

Siège social: L-2633 Senningerberg, 6A, route de Trèves.

R.C.S. Luxembourg B 71.182.

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Notice is hereby given that the

ANNUAL GENERAL MEETING

of shareholders (the "Meeting") of Allianz Global Investors Fund (the "Company") will be held at the Registered Office of the Company at 6A, route de Trèves, 2633 Senningerberg, Luxembourg, on Friday *17 January 2014* at 11:00 CET for the purpose of considering and voting upon the following matters:

Agenda:

1. Acceptance of the report of the Board of Directors and the report of the independent Auditors and to approve the financial statements as well as the use of income (if any) for the accounting year ended September 30, 2013.
2. Discharge of the Board of Directors of the Company in the exercise of their mandate during the accounting year ended September 30, 2013.
3. Re-election of Mr. Daniel Lehmann and Mr. Markus Nilles as Directors of the Board until the next Annual General Meeting.
4. Co-optation of Mr. Markus Breidbach and Mr. Frank Klausfelder as Directors of the Board until the next Annual General Meeting.
5. Re-election of PricewaterhouseCoopers, S.à r.l., Luxembourg, as Auditor until the next Annual General Meeting.

6. Consideration of such other business as may properly come before the Meeting.

Voting:

Resolutions on the Agenda of the Meeting will require no quorum and will be taken at the majority of the votes expressed at the Meeting. The quorum and majority requirements will be determined in accordance to the outstanding shares on January 12, 2014 midnight CET (the "Record Date"). The voting rights of Shareholders shall be determined by the number of shares held at the Record Date.

Voting Arrangements:

Authorized to attend and vote at the meeting are shareholders who are able to provide a confirmation from their depository bank or institution showing the number of shares held by the Shareholder as per the Record Date to the Transfer Agent RBC Investor Services Bank S.A., Domiciliary Services, 14, Porte de France, 4360 Esch-sur-Alzette, Luxembourg, to arrive in Luxembourg by no later than 11:00 CET on January 15, 2014.

Any shareholders entitled to attend and vote at the meeting shall be entitled to appoint a proxy to vote on his/her behalf. The proxy form, in order to be valid, must be duly completed and signed under the hand of the appointer or his/her attorney or if the appointer is a corporation, under its common seal or under the hand of a duly authorised officer, and sent to the Transfer Agent RBC Investor Services Bank S.A., Domiciliary Services, 14, Porte de France, 4360 Esch-sur-Alzette, Luxembourg, to arrive in Luxembourg by no later than 11:00 CET on January 15, 2014.

Proxy forms for use by registered shareholders can be obtained from the Transfer Agent RBC Investor Services Bank S.A., Domiciliary Services, 14, Porte de France, 4360 Esch-sur-Alzette, Luxembourg. A person appointed proxy need not be a shareholder of the Company. The appointment of a proxy will not preclude a shareholder from attending the meeting.

Copies of the audited annual report of the Company are available for inspection at the registered office of the Company. Shareholders may also request to be sent a copy of such report.

Senningerberg, December 2013. *By order of the Board of Directors.*

Référence de publication: 2013178409/755/43.

Sunares, Société d'Investissement à Capital Variable.

Siège social: L-1748 Luxembourg-Findel, 8, rue Lou Hemmer.

R.C.S. Luxembourg B 136.745.

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Die Aktionäre der Sunares werden hiermit zu einer

ASSERORDENTLICHEN GENERALVERSAMMLUNG

der Aktionäre eingeladen, die am *17. Januar 2014* um 12.00 Uhr am Gesellschaftssitz in 8, rue Lou Hemmer, L-1748 Findel-Golf mit folgender Tagesordnung abgehalten wird:

Tagesordnung:

1. Verlegung des Gesellschaftssitzes von 8, rue Lou Hemmer, L-1748 Findel-Golf zu 26, avenue de la Liberté, L-1930 Luxemburg, diesbezügliche Abänderung des Artikels 2 „Sitz" der Satzung der Gesellschaft und Einfügung einer Konkretisierung zum Verlegen des Gesellschaftssitzes innerhalb einer Gemeinde.
2. Anpassung des Artikels 11 „Berechnung des Anteilwertes" an gesetzliche Vorgaben und die Regelungen des Verkaufsprospektes der Gesellschaft.
3. Einfügung einer Präzisierung zur Möglichkeit der Vollmachtserteilung durch den Verwaltungsrat der Gesellschaft, sowie zur Delegationsmöglichkeit einer von der Gesellschaft ernannten Verwaltungsgesellschaft im Artikel 17 „Übertragung von Befugnissen" der Gesellschaftssatzung.
4. Anpassung des Artikels 18 „Anlagepolitik und Anlagebeschränkungen" an gesetzliche Vorgaben und die Regelungen des Verkaufsprospektes der Gesellschaft.
5. Änderung des Datums der jährlichen Generalversammlung der Aktionäre der Gesellschaft auf den dritten Mittwoch im Juni im Artikel 22 „Generalversammlung" der Satzung der Gesellschaft.
6. Einfügung einer analogen Anwendung auf die Bestimmungen des Artikels 22 Absatz 12 im dritten Absatz des Artikels 23 „Generalversammlungen der Anteilinhaber in einem Teilfonds oder einer Anteilklasse" der Satzung der Gesellschaft.
7. Streichung der Regelungen zur Verschmelzung von Teilfonds oder Anteilklassen aus Artikel 24 „Auflösung oder Verschmelzung von Teilfonds oder Anteilklassen" und Umbenennung dieses Artikels in „Auflösung von Teilfonds oder Anteilklassen".
8. Einfügung eines neuen Artikels 25 „Verschmelzungen" und diesbezügliche Anpassung und Neunummerierung nachfolgender Artikel der Satzung der Gesellschaft sowie Bezugnahmen auf diese.
9. Streichung des letzten Satzes hinsichtlich des ersten Rechnungsjahres im Artikel 26 „Rechnungsjahr" der Satzung der Gesellschaft.
10. Jeweilige Präzisierung in den Artikeln 7, 8 und 21 der Satzung der Gesellschaft, dass es sich bei dem Wirtschaftsprüfer um einen „zugelassenen" zu handeln hat.

Die außerordentliche Generalversammlung kann nur dann vor dem Notar wirksam Beschlüsse fassen, wenn gemäß Artikel 67-1 (2) des Gesetzes vom 10. August 1915 über Handelsgesellschaften, in seiner letzten Fassung, ein Anwesenheitsquorum von mindestens 50% des Gesellschaftskapitals eingehalten wird. Sollte ein solches Quorum nicht erreicht werden, ist nach den Vorschriften des Luxemburger Rechts eine zweite Generalversammlung einzuberufen. Ein Anwesenheitsquorum ist im Rahmen dieser zweiten Generalversammlung nicht vorgesehen. Für beide Versammlungen gilt ein Stimmenmehrheitserfordernis von mindestens zwei Dritteln der wirksam abgegebenen Stimmen.

An der Generalversammlung kann jeder Aktionär - persönlich oder durch einen schriftlich Bevollmächtigten - teilnehmen, der seine Aktien spätestens am Freitag, den 10. Januar 2014, am Gesellschaftssitz der HSBC Trinkaus & Burkhardt (International) S.A., 8, rue Lou Hemmer, L-1748 Findel-Golf, bei der HSBC Trinkaus & Burkhardt AG, Düsseldorf, der Walser Privatbank AG, Walserstraße 61, A-6991 Riezlern, der Raiffeisen Bank (Liechtenstein) AG, Austrasse 51, FL-9490 Vaduz hinterlegt und bis zum Ende der Generalversammlung dort belässt. Jeder Aktionär, der diese Voraussetzung erfüllt, erhält eine Eintrittskarte zur Generalversammlung.

Luxembourg, den 19. Dezember 2013. *Der Verwaltungsrat .*

Référence de publication: 2013182062/755/48.

RP Rendite Plus, Société d'Investissement à Capital Variable.

Siège social: L-2633 Senningerberg, 6A, route de Trèves.

R.C.S. Luxembourg B 94.920.

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Hiermit wird mitgeteilt, dass die

JAHRESHAUPTVERSAMMLUNG

der Anteilinhaber (die "Versammlung) der RP Rendite Plus ("die Gesellschaft") an deren Sitz in 6A, route de Trèves, L-2633 Senningerberg, Luxemburg, am Freitag, den *17. Januar 2014* um 11:45 Uhr MEZ zum Zwecke der Beratung und Abstimmung über die folgenden Tagesordnungspunkte abgehalten wird:

Tagesordnung:

1. Genehmigung des Berichts des Verwaltungsrats und des Berichts des unabhängigen Abschlussprüfers sowie Genehmigung der Finanzaufstellungen und ggf. der Ertragsverwendung für das Geschäftsjahr zum 30. September 2013.
2. Entlastung des Verwaltungsrats der Gesellschaft bezüglich der Ausübung seines Mandats im Geschäftsjahr zum 30. September 2013.
3. Genehmigung der Vergütung des Verwaltungsrats für das zum 30. September 2013 abgelaufene Geschäftsjahr.
4. Wiederwahl von Herbert Wunderlich als Mitglied des Verwaltungsrats bis zur nächsten Jahreshauptversammlung.
5. Ko-Optierung von Herrn Dr Kai Wallbaum sowie Herrn Markus Breidbach als Mitglieder des Verwaltungsrats bis zur nächsten Jahreshauptversammlung.
6. Wiederwahl von KPMG Luxemburg S.à.r.l. als Abschlussprüfer bis zur nächsten Jahreshauptversammlung.
7. Behandlung verschiedener sonstiger Angelegenheiten, die der Versammlung ordnungsgemäß vorgelegt werden.

Abstimmung:

Beschlüsse zu Tagesordnungspunkten der Versammlung unterliegen keinem Quorum und werden daher mit der Mehrheit der bei dieser Versammlung abgegebenen Stimmen gefasst. Beschlussfähigkeits- und Mehrheitserfordernisse werden gemäß den zum 12. Januar 2014 um 0:00 Uhr MEZ (der "Stichtag") in Umlauf befindlichen Anteilen festgelegt. Die Stimmrechte der Anteilinhaber werden anhand der am Stichtag gehaltenen Anteile bestimmt.

Modalitäten der Abstimmung:

Zur Teilnahme und Abstimmung bei der Versammlung sind alle Anteilinhaber berechtigt, die eine Bestätigung ihrer Depotbank oder Institution vorlegen können, aus der die Anzahl der von diesem Anteilinhaber zum Stichtag gehaltenen Anteile ersichtlich ist. Diese Bestätigung muss am 15. Januar 2014 bis spätestens 11:00 Uhr MEZ bei der Transferstelle, RBC Investor Services Bank S.A., Domiciliary Services, 14, Porte de France, 4360 Esch-sur-Alzette, Luxemburg, in Luxemburg eingetroffen sein.

Alle Anteilinhaber, die zur Teilnahme und Abstimmung auf der Versammlung berechtigt sind, haben das Recht, einen Vertreter zu bestimmen, der an ihrer Stelle abstimmen darf. Um gültig zu sein, muss die Stimmrechtsvollmacht vollständig ausgefüllt und handschriftlich durch den Auftragserteilenden oder dessen Anwalt oder, falls der Auftragserteilende eine Gesellschaft ist, mit dem Firmensiegel oder handschriftlich durch einen Bevollmächtigten unterzeichnet werden und an die Transferstelle, die RBC Investor Services Bank S.A., Domiciliary Services, 14, Porte de France, 4360 Esch-sur-Alzette, Luxemburg, geschickt werden, so dass sie spätestens am 15. Januar 2014 um 11:00 Uhr MEZ dort eingetroffen ist.

Stimmrechtsvollmachten für die Verwendung durch registrierte Anteilinhaber sind bei der Transferstelle, der RBC Investor Services Bank S.A., Domiciliary Services, 14, Porte de France, 4360 Esch-sur-Alzette, Luxemburg, erhältlich. Eine zum Vertreter ernannte Person muss nicht Anteilinhaber der Gesellschaft sein. Die Ernennung eines Vertreters schließt den Anteilinhaber nicht von der Teilnahme an der Versammlung aus.

Exemplare des geprüften Jahresberichts der Gesellschaft liegen zur Einsichtnahme am Sitz der Gesellschaft vor. Die Anteilinhaber können auch ein Exemplar des Jahresberichts auf dem Postweg anfordern.

Senningerberg, Dezember 2013. *Im Auftrag des Verwaltungsrats.*

Référence de publication: 2013178412/755/46.

Signaletique S.A., Société Anonyme.

Siège social: L-1331 Luxembourg, 65, boulevard Grande-Duchesse Charlotte.

R.C.S. Luxembourg B 172.286.

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The shareholders are hereby convened to the

EXTRAORDINARY SHAREHOLDERS' MEETING

which will be held on *January 24, 2014* at 10.00 a.m. at L-1331 Luxembourg, 65, boulevard Grande-Duchesse Charlotte, with the following agenda:

Agenda:

1. Cancellation of the nominal value of the shares.
2. Exchange of the 100 existing shares with a nominal value of EUR 310.- each against 100 shares without nominal value.
3. Subsequent amendment of the first paragraph of article 5 of the articles of association, which will have henceforth the following wording:
   In English:
   "The subscribed capital of the company is fixed at EUR 31,000.- (thirty one thousand Euro) divided into 100 (one hundred) shares without nominal value.".
   In French:
   "Le capital souscrit de la société est fixé à EUR 31.000,- (trente et un mille Euros) représenté par 100 (cent) actions sans désignation de valeur nominale.".

A first meeting held on November 20, 2013 in order to deliberate on the same agenda had not met the presence quorum required by article 67-1 of the amended law of August 10, 1915 on commercial companies. Therefore the present meeting may validly deliberate on the items of the agenda regardless of the proportion of the capital represented.

The board of directors.

Référence de publication: 2013179249/29/26.

Ro Agriculture Investment SICAV-SIF, Société Anonyme sous la forme d'une SICAV - Fonds d'Investissement Spécialisé.

Siège social: L-1748 Findel, 8, rue Lou Hemmer.

R.C.S. Luxembourg B 162.520.

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Die Aktionäre der Ro Agriculture Investment SICAV-SIF werden hiermit zu einer

AUSSERORDENTLICHEN GENERALVERSAMMLUNG

der Aktionäre eingeladen, die am *17. Januar 2014* um 11.30 Uhr am Gesellschaftssitz in 8, rue Lou Hemmer, L-1748 Findel-Golf mit folgender Tagesordnung abgehalten wird:

Tagesordnung:

1. Verlegung des Gesellschaftssitzes von 8, rue Lou Hemmer, L-1748 Findel-Golf nach 26, avenue de la Liberté, L-1930 Luxemburg und diesbezügliche Abänderung der Ziffer 1 des Artikels 4 „Sitz" der Satzung der Gesellschaft.
2. Berichtigung des Verweises auf Artikel 20 der Satzung der Gesellschaft in Ziffer 6 des Artikels 6 „Aktien" in einen Verweis auf Artikel 22 der Satzung der Gesellschaft.
3. Berichtigung des Verweises auf Artikel 8 des Gesetzes von 2007 in Ziffer 1 des Artikels 7 „Zahlungszusagen" in einen Verweis auf Artikel 2 des Gesetzes von 2007.
4. Änderung des Datums der jährlichen Generalversammlung der Aktionäre in Artikel 9 „Generalversammlung" der Satzung der Gesellschaft auf den letzten Freitag des Monats Juni.
5. Anpassung des Artikels 11 „Einberufung" der Satzung der Gesellschaft an gesetzliche Vorgaben.
6. Einfügung einer neuen Ziffer 2 in Artikel 13 „Verwaltungshandlungen" der Satzung der Gesellschaft zur Möglichkeit der Ernennung eines Verwalters alternativer Investmentfonds durch den Verwaltungsrat der Gesellschaft sowie anschließende Neunummerierung der verbleibenden Ziffern des Artikels 13 der Satzung der Gesellschaft.
7. Anpassung der Definition „Gesetz vom 13. Februar 2007" in Ziffer 2 des Artikels 19 „Übertragung von Aktien" an die sonst in der Satzung der Gesellschaft verwendete Definition „Gesetz von 2007".
8. Anpassung der Ziffer 4 des Artikels 21 „Ermittlung der Anteilwerte" der Satzung der Gesellschaft an die Vorgaben des Informationsmemorandums der Gesellschaft.
9. Jeweilige Präzisierung in den Artikeln 7, 11, 17 und 18 der Satzung der Gesellschaft, dass es sich bei dem Wirtschaftsprüfer um einen „zugelassenen" zu handeln hat.

Die außerordentliche Generalversammlung kann nur dann vor dem Notar wirksam Beschlüsse fassen, wenn gemäß Artikel 67-1 (2) des Gesetzes vom 10. August 1915 über Handelsgesellschaften, in seiner letzten Fassung, ein Anwesenheitsquorum von mindestens 50% des Gesellschaftskapitals eingehalten wird. Sollte ein solches Quorum nicht erreicht werden, ist nach den Vorschriften des Luxemburger Rechts eine zweite Generalversammlung einzuberufen. Ein Anwesenheitsquorum ist im Rahmen dieser zweiten Generalversammlung nicht vorgesehen. Für beide Versammlungen gilt ein Stimmenmehrheitserfordernis von mindestens zwei Dritteln der wirksam abgegebenen Stimmen.

An der Generalversammlung kann jeder Aktionär - persönlich oder durch einen schriftlich Bevollmächtigten - teilnehmen, der seine Aktien spätestens am Freitag, den 10. Januar 2014, am Gesellschaftssitz der HSBC Trinkaus & Burkhardt (International) S.A., 8, rue Lou Hemmer, L-1748 Findel-Golf hinterlegt und bis zum Ende der Generalversammlung dort belässt. Jeder Aktionär, der diese Voraussetzung erfüllt, erhält eine Eintrittskarte zur Generalversammlung.

Luxembourg, den 19. Dezember 2013. *Der Verwaltungsrat .*

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International Funds Sicav, Société d'Investissement à Capital Variable.

Siège social: L-8217 Mamer, 41, Op Bierg.

R.C.S. Luxembourg B 182.948.

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STATUTES

In the year two thousand and thirteen, on the eighteenth day of December.

Before us Maître Henri Hellinckx, notary residing in Luxembourg (Luxembourg),

There appeared:

Lemanik Asset Management S.A. with registered office at 41 Op Bierg L-8217 Mamer Grand Duchy of Luxembourg

duly represented by Mrs Candice MAYEMBO, residing professionally in Luxembourg,

by virtue of a proxy given in Mamer on 16 th December 2013.

The proxy given, signed ne varietur by the appearing person and the undersigned notary, shall remain annexed to this document to be filed with the registration authorities.

Such appearing party, in the capacity in which he acts has requested the notary to state as follows the Articles of Incorporation (the "Articles") of a company which he declares to constitute as sole shareholder.

Art. 1. Establishment and Name. There is hereby established among the subscribers and all those who may become owners of shares hereafter issued, a company in the form of a société anonyme qualifying as "société d'investissement à capital variable" under the name of "International Funds Sicav" (hereinafter the "Company").

Art. 2. Duration. The Company is incorporated for an unlimited period of time. The Company may be dissolved by a resolution of the general meeting of shareholders adopted in the manner required for the amendment of these articles of incorporation (the "Articles of Incorporation") as defined in Article 29 hereafter.

Art. 3. Object. The exclusive object of the Company is to invest the funds available to it in transferable securities as well as in any other assets and financial instruments authorized by the law of 17 December 2010 concerning undertakings for collective investment, as amended (the "Law of 2010") with the purpose of spreading investment risks and affording its shareholders the results of the management of its assets.

Generally, the Company may take any measures and carry out any transaction which it may deem useful in the accomplishment and development of its purpose to the largest extent permitted by Part I of the Law of 2010.

Art. 4. Registered office. The registered office of the Company is established in Mamer, in the Grand Duchy of Luxembourg. Branches, subsidiaries or other offices may be established, either in the Grand Duchy of Luxembourg or abroad, by resolution of the board of directors of the Company (the "Board of Directors").

The registered office of the Company may be transferred by resolution of the Board of Directors to any other place in the municipality of Mamer. If and to the extent permitted by law, the Board of Directors may decide to transfer the registered office of the Company to any other place in the Grand Duchy of Luxembourg.

In the event that the Board of Directors determines that extraordinary political events 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 with such office or between such office and persons abroad, the registered office may be transferred temporarily abroad until the complete cessation of these abnormal circumstances. Such temporary measure shall have no effect on the nationality of the Company which, the temporary transfer of its registered office notwithstanding, shall remain a Luxembourg company.

Art. 5. Share capital, Sub-Funds, Classes of shares. At any time, the share capital of the Company shall be equal to the total net asset value of the different Sub-Funds (as defined hereafter). The minimum share capital of the Company shall be as required by the Law of 2010 the equivalent of EUR 1,250,000 (one million two hundred and fifty thousand euro).

The initial capital is set at EUR 31,000 (thirty one thousand euro) represented by thirty-one (31) fully paid up Shares of no par value.

As the Board of Directors shall determine, the capital of the Company, which has an umbrella structure, may be divided into different portfolios of securities and other assets permitted by law with specific investment objectives and various risk or other characteristics (the "Sub-Funds" and each a "Sub-Fund"). The Sub-Funds may be denominated in different currencies as the Board of Directors shall determine. With regard to third parties, there is no cross liability between Sub-Funds and each Sub-Fund shall be exclusively responsible for all liabilities reasonably attributable to it. Within each Sub-Fund, the Board of Directors may decide to issue different classes of Shares (the "Classes" and each a "Class") which may differ, inter alia, with respect to their charging structure, dividend policies, hedging policies, investment minima, currency of denomination or other specific features, as the Board of Directors may decide to issue. The Board of Directors may decide if and from what date Shares of any such Classes shall be offered for sale, those shares to be issued on the terms and conditions as shall be decided by the Board of Directors. Where the context so requires, references in these Articles of Incorporation to "Sub-Fund(s)" shall be references to "Class(es)".

The Company is incorporated with multiple sub-funds as provided for in article 181 of the Law of 2010. The assets of a specific Sub-Fund are exclusively available to satisfy the rights of creditors whose claims have arisen in connection with the creation, the operation or the liquidation of that Sub-Fund.

The proceeds of any issue of shares of a specific Class shall be invested in the Sub-Fund corresponding to that Class of shares, in various transferable securities, as well as in any other assets and financial instruments authorized by the Law of 2010 and according to the investment policy as determined by the Board of Directors for a given Sub-Fund, taking into account the investment restrictions foreseen by the Law of 2010 and regulations.

Consolidated accounts of the Company, including all Sub-Funds, shall be expressed in the reference currency of the share capital of the Company, the Euro.

Art. 6. Form of the shares. The Board of Directors shall decide, for each Sub-Fund, whether to issue shares in bearer and/or registered form. In the case of registered shares, unless a shareholder elects to obtain share certificates, he will receive instead a confirmation of his shareholding.

In respect of bearer shares, certificates will be in such denominations as the board of directors shall decide.

Upon decision of the Board of Directors, fractions of shares may be issued for registered shares as well as bearer shares, which shall be registered to the credit of the shareholders' securities account at the custodian bank or at correspondent banks dealing with the financial services of the shares of the Company. For each Sub-Fund, the Board of Directors shall restrict the number of decimals which shall be mentioned in the prospectus (the "Prospectus") of the Company. Portions of shares shall be issued with no voting rights but shall give right to a distribution of the net assets of the relevant Sub-Fund, if any, for the portion represented by these fractions.

All registered shares issued by the Company shall be entered in the register of shareholders which shall be kept by the Company or by one or more persons designated to this effect by the Company. The register of shareholders will indicate the name of each shareholder, his residence or elected domicile and the number of registered shares held by him. Every transfer of (a) registered share(s) shall be entered in the register of shareholders.

Every shareholder wishing to receive registered shares must provide the Company with one address to which all notices and announcements may be sent. This address shall be entered in the register of shareholders as the elected domicile. In the event that the shareholder does not provide such an address, a notice to this effect may be entered in the register of shareholders and the shareholder's address shall be deemed to be at the registered office of the Company until another address shall be provided to the Company by such Shareholder. A shareholder may at any time change his address as entered in the register of shareholders by means of a written notification sent to the registered office of the Company, or at such other address as may be set by the Company from time to time.

Bearer shares may at the request of the holder of such shares be converted, within such limits and conditions as may be determined by the Board of Directors, into registered shares and vice versa.

Such conversion may entail payment by the shareholder of the costs incurred for such exchange.

Before shares are issued in the form of bearer shares and before registered shares are converted into bearer shares, the Company may require, in a manner that the Board of Directors deems satisfactory, evidence that the issue or conversion of the shares shall not result in such shares being held by a "US person" (as defined hereafter).

Every share shall be fully paid-up.

The Company will recognise only one holder in respect of a share in the Company unless otherwise determined by the Board of Directors and disclosed in the Prospectus of the Company. In the event of joint ownership or bare ownership and usufruct, the Company may suspend the exercise of any right deriving from the relevant share or shares until one person shall have been designated to represent the joint owners or bear owners and usufructaries vis-à-vis the Company.

In the case of joint shareholders, the Company reserves the right to pay any redemption proceeds, distributions or other payments to the first registered holder only, whom the Company may consider to be the representative of all joint holders, or to all joint shareholders together, at its absolute discretion.

Art. 7. Issue of shares. The Board of Directors is authorized without limitation to issue at any time new and fully paid-up shares in the Company without reserving to existing shareholders of the Company any preferential right to subscribe to shares to be issued.

The Board of Directors may reduce the frequency at which shares shall be issued in a Sub-Fund. The Board of Directors may, in particular, decide that shares of a Sub-Fund shall only be issued during one or several determined periods or at such other frequency as provided for in the Prospectus of the Company, but at least twice a month.

Whenever the Company offers shares for subscription, the subscription price per share shall be equal to the net asset value per share of the relevant Class (the "Net Asset Value"), as determined in compliance with Article 12 hereunder, on the applicable valuation day (the "Valuation Day") (as defined in the Prospectus of the Company). Such price may be increased by any applicable sales commissions as described in the Prospectus of the Company. The subscription price so determined shall be payable as stipulated in the Prospectus of the Company.

Subscription requests may be suspended under the terms and in accordance with the provisions of Article 14 of these Articles of Incorporation.

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

In the event that the subscription price of the shares to be issued will not be paid by the shareholder concerned, the Company may cancel the issue of such shares thereby reserving the right to claim expenses and commissions in relation to such issue.

The Company may accept to issue shares against a contribution in kind of securities in compliance with the conditions set forth by Luxembourg law and in particular, the obligation to deliver a valuation report by the auditor of the Company if and to the extent required by Luxembourg law or by the Board of Directors of the Company, and provided that such securities comply with the investment objectives, policies and restrictions of the relevant Sub-Fund.

Art. 8. Redemption of shares. Any shareholder may request the Company to redeem all or part of his shares in accordance with the requirements set forth by the Board of Directors in the Prospectus of the Company and within the limits provided by the Law of 2010 and by these Articles of Incorporation.

Unless otherwise provided for in the sales documents, any shareholder may request the redemption of all or part of his shares by the Company under the terms, conditions and limits set forth by the Board in the sales documents and within the limits provided by law and these Articles. Any redemption request must be filed by such shareholder in written form, subject to the conditions set out in the sales documents of the Company, at the registered office of the Company or with any other person or entity appointed by the Company as its agent for redemption of shares, together with the delivery of the certificate(s) for such shares in proper form (if issued).

The redemption price per share shall be payable within a period as determined by the Board of Directors and mentioned in the Prospectus of the Company, in accordance with a policy determined by the Board of Directors from time to time, provided that the redemption form have been received by the Company subject to the provisions hereunder.

The redemption price shall be equal to the Net Asset Value per share of the relevant Class, as determined by the provisions of Article 12 of these Articles of Incorporation less any redemption charges and/or commissions at the rate as may be provided by the Prospectus of the Company. The redemption price may be rounded up or down to the nearest unit of the relevant currency as the Board of Directors shall determine. From the redemption price there may further be deducted any deferred sales charge if such shares form part of a Class in respect of which a deferred sales charge has been contemplated in the sales documents.

The Board may determine the notice period, if any, required for lodging any redemption request of any specific Class or Classes.

The Board may delegate to any duly authorised director or officer of the Company or to any other duly authorised person, the duty of accepting requests for redemption and effecting payment in relation thereto.

With the consent of or upon request from the shareholder(s) concerned, the Board may (subject to the principle of equitable treatment of shareholders) satisfy redemption requests in whole or in part in kind by allocating to the redeeming shareholders investments from the portfolio in value equal to the Net Asset Value attributable to the shares to be redeemed as described in the sales documents.

If, as a result of any request for redemption, the number or the total Net Asset Value of shares held by a shareholder in a Class of shares shall fall below such number or such value as determined by the Board of Directors and disclosed in the Prospectus of the Company from time to time, the Company may request such shareholder to redeem the total number or the full amount of his shares belonging to such Class of shares.

The Company may accept to deliver transferable securities and money market instruments against a request for redemption in kind, provided that the relevant shareholder formally agrees to such delivery, that all Luxembourg law provisions have been respected, and in particular the obligation to present an evaluation report from the auditor of the Company. The value of such transferable securities and money market instruments shall be determined according to the principle used for the calculation of the Net Asset Value. The Board of Director must make sure that the redemption in kind of such shares shall not be detrimental to the other shareholders of the Company. The specific costs for such

redemptions in kind, in particular the costs of the special audit report, will have to be borne by the shareholder requesting the redemption in kind or by a third party, but will not be borne by the Company unless the Board considers that the redemption in kind is in the interest of the Company or made to protect the interests of the Company.

All redeemed shares of the Company shall be cancelled.

No redemption or conversion by a single shareholder may, unless otherwise decided by the Board, be for an amount of less than that of the minimum holding amount as determined from time to time by the Board.

If a redemption or conversion would reduce the value of the holdings of a single shareholder of shares of one Sub-Fund or Class below the minimum holding amount as the Board shall determine from time to time, then such shareholder may be deemed to have requested the redemption or conversion, as the case may be, of all his shares of such Sub-Fund or Class.

The Board may in its absolute discretion compulsory redeem or convert any holding with a value of less than the minimum holding amount to be determined from time to time by the Board and to be published in the sales documents of the Company.

Redemption requests may be suspended under the terms and in accordance with the provisions of Article 14 of these Articles of Incorporation.

If the aggregate total number of redemption/conversion requests received for one relevant Sub-Fund at a given Valuation Day exceeds a percentage of the Net Asset Value of the concerned Sub-Fund as determined by the Board of Directors and set out in the Prospectus of the Company, the Board of Directors may decide to proportionally reduce and/or postpone such redemption/conversion requests, so as to reduce the number of shares redeemed/converted as at that day down to the relevant percentage of the Net Asset Value of the concerned Sub-Fund. Any redemption/conversion request so reduced or postponed shall be received in priority to other redemption/conversion requests received at the next applicable Valuation Day, subject to the above mentioned limit of the relevant percentage % of the Net Asset Value.

In normal circumstances the Board of Directors will maintain an adequate level of liquid assets in every Sub-Fund in order to meet redemption requests.

Art. 9. Conversion of shares. Except when specific restrictions are decided by the Board of Directors and mentioned in the Prospectus of the Company, any shareholder is authorized to request the conversion within the same Sub-Fund or between Sub-Funds of all or part of his shares of one Class into shares of the same or of another Class.

The price for the conversion of shares shall be calculated at the Net Asset Value by reference to the two relevant Classes, on the same Valuation Day and taking into account of the conversion charges, if any, applicable to the relevant Classes.

The Board of Directors may set such restrictions that it shall deem necessary as to the frequency, terms and conditions of conversions of shares.

If, as a result of a conversion of shares, the number or the total Net Asset Value of the shares held by a shareholder in a specific Class of shares should fall under such number or such value as determined by the Board of Directors, the Company may request that such shareholder convert all of his shares of such Class. The shares which have been converted shall be cancelled.

Conversion requests may be suspended under the terms and in accordance with the provisions of Article 14 of these Articles of Incorporation.

Art. 10. Restrictions to the ownership of shares in the Company. The Company may restrict or prevent the ownership of shares in the Company to any individual person or legal entity if such ownership is a breach of the Law or is in other ways jeopardizing the Company.

More specifically, the Company shall have the power to restrict or prevent the ownership of shares by "US persons" such as defined hereunder and, for such purposes, the Company may:

A) decline to issue shares and register the transfer of shares where it results or may result that the issue, or the transfer of such share would lead to the beneficial ownership of such shares by a US person;

B) request any person who is entered in the shareholders' register, or any other person who wishes to register the transfer of shares, to provide the Company with all the necessary information which it shall deem appropriate and supported by affidavit in order to determine whether or not these shares are owned or shall be owned by US persons, and

C) decline to accept the vote of any person who is precluded from holding shares in the Company at any meeting of shareholders of the Company;

D) proceed with a compulsory redemption of all or part of such shares if it appears that a US person, whether alone or together with other persons, is the owner of shares in the Company or has provided the Company with forged certificates and guarantees or has omitted to provide the information and guarantees as determined by the Board of Directors. In this event, the following procedure shall be applied:

1) The Company shall send a notice (the "Redemption Notice") to the shareholder entered in the register as the owner of the shares; the Redemption Notice shall specify the shares to be redeemed, the redemption price to be paid and the

place at which the redemption price is payable. The Redemption Notice shall be sent by registered mail addressed to the shareholder's last known address or to the address entered in the register of the shareholders. Immediately after the close of business on the date specified in the Redemption Notice, the shareholder shall cease to be the owner of the shares mentioned in such notice, his name shall no longer appear in the shareholders' register and the relevant shares shall be cancelled. The said shareholder shall thereupon forthwith obliged to deliver to the Company the share certificate or certificates (if issued) representing the shares specified in the Redemption Notice.

2) The price at which the shares mentioned in the Redemption Notice shall be redeemed, shall be an amount equal to the net asset value of the shares of the Company according to Article 12 hereof, less any redemption charge payable in respect thereof.

Where it appears that, due to the situation of the shareholder, payment of the redemption price by the Company, any of its agents and/or any other intermediary may result in either the Company, any of its agents and/or any other intermediary to be liable to a foreign authority for the payment of taxes or other administrative charges, the Company may further withhold or retain, or allow any of its agents and/or other intermediary to withhold or retain, from the Redemption Price an amount sufficient to cover such potential liability until such time that the shareholder provide the Company, any of its agents and/or any other intermediary with sufficient comfort that their liability shall not be engaged, it being understood (i) that in some cases the amount so withheld or retained may have to be paid to the relevant foreign authority, in which case such amount may no longer be claimed by the shareholder, and (ii) that potential liability to be covered may extend to any damage that the Company, any of its agents and/or any other intermediary may suffer as a result of their obligation to abide by confidentiality rules;

3) Payment of the redemption price shall be made to the shareholder appearing as the owner of the shares in the currency of denomination of the relevant Sub-Fund or Class except in times of exchange rates restrictions, and such price shall be deposited with a bank in Luxembourg or elsewhere (as specified in the Redemption Notice). Such bank shall thereafter transfer such price to the relevant shareholder as indicated in the Redemption Notice.

Upon payment of the price pursuant to these conditions, no person interested in the shares specified in the Redemption Notice shall have any future interest in these shares and shall have no power to make any claim against the Company and its assets, except the right for the shareholder appearing as the owner thereof to receive the price deposited (with no interest) at the bank.

4) The exercise by the Company of the powers conferred by the present Article shall not be questioned or invalidated in any case, on the ground that there is insufficient evidence of ownership of shares or that a share was owned by another person than appeared to the Company when sending the Redemption Notice, provided that the Company exercised its powers in good faith; and

E) Decline to accept the vote of any US person at any meeting of shareholders of the Company:

Whenever used in these Articles, the term "US person" shall mean a national or resident of the United States of America, a partnership organized or existing under the laws of any state, territory, possession of the United States of America ("USA") or a corporation organized under the laws of the USA or any other state, territory or possession of the USA or any trust other than a trust the income of which arising from sources outside the United States of America is not included in the gross income for the purposes of computing of United States federal income tax. In addition to the foregoing, the Board of Directors may restrict the issue and transfer of Shares of a Sub-Fund to the institutional investors within the meaning of Article 174 (2) of the Law of 2010 ("Institutional Investor(s)"). The Board of Directors may, at its discretion, delay the acceptance of any subscription application for Shares of a Sub-Fund reserved for Institutional Investors until such time as the Company has received sufficient evidence that the applicant qualifies as an Institutional Investor. If it appears at any time that a holder of Shares of a Sub-Fund reserved to Institutional Investors is not an Institutional Investor, the Board of Directors will convert the relevant Shares into Shares of a Sub-Fund which is not restricted to Institutional Investors (provided that there exists such a Sub-Fund with similar characteristics) or compulsorily redeem the relevant Shares in accordance with the provisions set forth above in this Article. The Board of Directors will refuse to give effect to any transfer of Shares and consequently refuse for any transfer of Shares to be entered into the register of shareholders in circumstances where such transfer would result in a situation where Shares of a Sub-Fund restricted to Institutional Investors would, upon such transfer, be held by a person not qualifying as an Institutional Investor. In addition to any liability under applicable law, each shareholder who does not qualify as an Institutional Investor, and who holds Shares in a Sub-Fund restricted to Institutional Investors, shall hold harmless and indemnify the Company, the Board of Directors, the other shareholders of the relevant Sub-Fund and the Company's agents for any damages, losses and expenses resulting from or connected to such holding circumstances where the relevant shareholder had furnished misleading or untrue documentation or had made misleading or untrue representations to wrongfully establish its status as an Institutional Investor or has failed to notify the Company of its loss of such status.

Art. 11. Termination and Merger of Sub-Funds or Classes.

A) A Sub-Fund or a Class may be terminated by resolution of the Board of Directors under the following circumstances:

- if the Net Asset Value of a Sub-Fund or a Class is below a level at which the Board of Directors considers that its management may not be easily ensured; or

- in the event of special circumstances beyond its control, such as political, economic, or military emergencies; or

- if the Board of Directors should conclude, in light of prevailing market or other conditions, including conditions that may adversely affect the ability of a Sub-Fund or a Class to operate in an economically efficient manner, and with due regard to the best interests of shareholders, that a Sub-Fund or a Class should be terminated.

In such event, the assets of the Sub-Fund or the Class shall be realized, the liabilities discharged and the net proceeds of realization distributed to shareholders in proportion to their holding of shares in that Sub-Fund or Class against such evidence of discharge as the Board of Directors may reasonably require. The Company shall send a notice to the shareholders of the relevant Sub-Fund or Class of shares before the effective date of such termination. Such notice shall indicate the reasons for such termination as well as the procedures to be enforced. Unless otherwise stated by the Board of Directors, shareholders of such Sub-Fund or Class of shares may continue to apply for the redemption or the conversion of their shares free of charge, but on the basis of the applicable Net Asset Value, taking into account the estimated liquidation expenses.

Notwithstanding the powers conferred to the Board of Directors by the preceding paragraph, the general meeting of shareholders of any one or all Classes of shares issued in any Sub-Fund will, in any other circumstances, have the power, upon proposal from the Board of Directors, to redeem all the shares of the relevant Class or Classes and refund to the shareholders the net asset value of their shares (taking into account actual realization prices of investments and realization expenses) calculated on the Valuation Day at which such decision shall take effect. There shall be no quorum requirements for such general meeting of shareholders which shall decide by resolution taken by simple majority of those present or represented and voting at such meeting.

The assets that were not distributed to their owners upon redemption shall be deposited with the "Caisse de Consignation" in Luxembourg on behalf of their beneficiaries.

B) The Board of Directors may decide to allocate the assets of any Sub- Fund to those of another existing Sub-Fund within the Company (the "new Sub- Fund") and to redesignate the shares of the class or classes of shares concerned as shares of the new Sub-Fund (following a split or consolidation, if necessary, and the payment of the amount corresponding to any fractional entitlement to shareholders). The Board of Directors may also decide to allocate the assets of the Company or any Sub-Fund to another undertaking for collective investment organised under the provisions of Part I of the Law of 2010 or under the legislation of a Member State of the European Union, or of the European Economic Area, implementing Directive 2009/65/EC or to a sub-fund within such other undertaking for collective investment.

The mergers will be undertaken within the framework of the Law of 2010.

Any merger shall be decided by the Board of Directors unless the Board of Directors decides to submit the decision for a merger to a meeting of shareholders of the Sub-Fund concerned. No quorum is required for such a meeting and decisions are taken by a simple majority of the votes cast. In case of a merger of a Sub-Fund where, as a result, the Company ceases to exist, the merger shall be decided by a meeting of shareholders resolving in accordance with the quorum and majority requirements for changing these Articles of Incorporation as further provided under Article 29 hereof.

C) In the event that the Board of Directors believes it is required in the interests of the shareholders of the relevant Sub-Fund or that a change in the economic or political situation relating to the Sub-Fund concerned has occurred which would justify it, the reorganization of one Sub-Fund, by means of a division into two or more Sub-Funds, may be decided by the Board of Directors. Such decision will be notified in the same manner as described above under A) and in accordance with applicable laws and regulations.

D) The Board of Directors may also decide to consolidate or split Classes or split or consolidate different Classes of shares within a Sub-Fund. Such decision will be notified in the same manner as described above under A) and in accordance with applicable laws and regulations.

E) If within a Sub-Fund different Classes of shares have been issued as described in Article 5 of these Articles of Incorporation, the Board of Directors may decide that the shares of one Class be converted into shares of another Class at the time where the features applicable to the shares of a given Class are no more applicable to such Class. Such conversion shall be carried out without costs for the shareholders, based on the applicable Net Asset Values. Any shareholder of the relevant Class shall have the possibility to request for redemption of his shares without any cost for a period of one month before the effective date of such compulsory conversion.

Art. 12. Net Asset Value. The Net Asset Value of the shares of each Sub-Fund and Class of shares of the Company as well as the issue and redemption prices shall be determined by the Company, or by any third party entrusted by the Company to calculate the Net Asset Value pursuant to a periodicity to be defined by the Board of Directors, but at least twice a month. Such Net Asset Value shall be calculated in the reference currency of the relevant Sub-Fund or Class or in any other currency as the Board of Directors may determine. The Net Asset Value shall be calculated by dividing the net assets of the relevant Sub-Fund by the number of shares issued in such Sub-Fund taking into account, if needed, the allocation of the net assets of this Sub-Fund into the various Classes of shares in this Sub-Fund (as described in Article 6 of these Articles).

The day on which the Net Asset Value shall be determined ("the Valuation Day") will be defined in the Prospectus of the Company.

I. The assets of the Company shall include:

1) all cash on hand or on deposit, including any interest accrued thereon;

2) all bills and demand notes payable and accounts receivable (including proceeds of securities sold but not delivered);

3) all bonds, time notes, certificates of deposit, shares, stock, debentures, debenture stocks, subscription rights, warrants, options and other securities, financial instruments and similar assets owned or contracted for by the Company (provided that the Company may make adjustments in a manner not inconsistent with paragraph (a) below with regards to fluctuations in the market value of securities caused by trading ex-dividends, ex-rights, or by similar practices);

4) all stock dividends, cash dividends and cash distributions receivable by the Company to the extent information thereon is reasonably available to the Company;

5) all interest accrued on any interest-bearing assets owned by the Company except to the extent that the same is included or reflected in the principal amount of such assets;

6) the preliminary expenses of the Company, including the cost of issuing and distributing shares of the Company, insofar as the same have not been written off;

7) all other assets of any kind and nature including expenses paid in advance.

The assets of each Sub-Fund shall be valued in the following manner:

1) The value of any cash on hand or on deposit, bills, demand notes and accounts receivables, prepaid expenses, dividends and interests matured but not yet received shall be represented by the par-value of these assets except however if it appears that such value is unlikely to be received. In the latter case, the value shall be determined by deducting a certain amount to reflect the true value of these assets.

2) The value of transferable securities, money market instruments and/or financial derivative instruments listed on an official Stock Exchange or dealt in on a regulated market which operates regularly and is recognized and open to the public (a "Regulated Market") as defined by laws and regulations in force is based on the latest known price and if such transferable securities are dealt in on several markets, on the basis of the latest known price on the main market for such securities. If in the opinion of the Board of Directors the latest known price is not representative, the value shall be determined based on a reasonably foreseeable sales price to be determined prudently and in good faith.

3) In the event that any transferable securities or/and money market instruments are not listed or dealt in on any stock exchange or any other Regulated Market operating regularly, recognized and open to the public as defined by laws and regulations in force, the value of such assets shall be assessed on the basis of their foreseeable sales price estimated prudently and in good faith.

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

5) Credit default swaps will be valued at their present value of future cash flows by reference to standard market conventions, where the cash flows are adjusted for default probability. Interest rate swaps will be valued at their market value established by reference to the applicable interest rates' curve. Other swaps will be valued at fair market value as determined in good faith pursuant to the procedures established by the board of directors and recognised by the auditor of the Company.

6) The value of money market instruments not listed or dealt in on any stock exchange or any other Regulated Market and with remaining maturity of less than 12 months and of more than 90 days is deemed to be the nominal value thereof, increased by any interest accrued thereon. Money market instruments with a remaining maturity of 90 days or less will be valued by the amortized cost method, which approximates market value.

7) Units of UCITS and/or other UCI will be evaluated at their last available net asset value per unit or, if such price is not representative of the fair market value of such assets, then the price shall be determined by the Board of Directors on a fair and equitable basis.

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

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

The Board of Directors, or any appointed agent, at its sole discretion, may permit some other method of valuation to be used if it considers that such valuation better reflects the fair value of any asset of the Company.

Every other asset shall be assessed on the basis of the foreseeable realization value which shall be estimated prudently and in good faith.

II. The liabilities of the Company shall include:

1) all loans, bills and accounts payable;

2) all accrued interest on loans of the Company (including accrued fees for commitment for such loans);

3) all accrued or payable expenses (including but not limited to administrative expenses, management fees, including incentive fees -if any-, custodian fees, and corporate agents' fees);

4) all known liabilities, present and future, including all matured contractual obligations for payments of money or property, including the amount of any unpaid dividends declared by the Company;

5) an appropriate provision for future taxes based on capital and income to the Valuation Day as determined from time to time by the Company, and other reserves (if any) authorized and approved by the Board of Directors, as well as such amount (if any) as the Board of Directors may consider appropriate.

6) all other liabilities of the Company of whatsoever kind and nature reflected in accordance with generally accepted accounting principles. In determining the amount of such liabilities the Company shall take into account all expenses payable by the Company which shall comprise but not be limited to fees (investment management fees and performance fees, if any) payable to its investment managers, fees and expenses payable to its Auditor and accountants, Custodian (as defined in Article 28 herein below) and its correspondents, administrative agent and paying agent, any listing agent, domiciliary agent, any distributor(s) and permanent representatives in places of registration, as well as any other agent employed by the Company, the remuneration of the Directors and officers of the Company and their reasonable out-of-pocket expenses, insurance coverage, and reasonable travelling costs in connection with board meetings, fees and expenses for legal and auditing services, any fees and expenses involved in registering and maintaining the registration of the Company with any governmental agencies or stock exchanges in the Grand Duchy of Luxembourg and in any other country, reporting and publishing expenses including the costs of preparing, printing, advertising and distributing prospectuses, explanatory memoranda, periodical reports or registration statements, and the costs of any reports to shareholders, all taxes, duties, governmental and similar charges, the costs for the publication of the issue, conversion, if any, and redemption prices and all other operating expenses, the costs for the publication of the issue and redemption prices, including the cost of buying and selling assets, interest, bank charges and brokerage, postage, telephone and telex. The Company may accrue administrative and other expenses of a regular or recurring nature based on an estimated amount payable for yearly or other periods.

III. The assets shall be allocated as follows:

1) the proceeds from the issue of each Share are to be applied in the books of the relevant Sub-fund to the pool of assets established for such Sub-fund and the assets and liabilities and incomes and expenditures attributable thereto are applied to such Sub-Fund subject to the provisions set forth hereafter;

2) where any asset is derived from another asset, such asset will be applied in the books of the relevant Sub-fund from which such asset was derived, meaning that on each revaluation of such asset, any increase or diminution in value of such asset will be applied to the relevant Sub-Fund;

3) where the Company incurs a liability which relates to any asset of a particular Sub-Fund or to any action taken in connection with an asset of a particular Sub-Fund, such liability will be allocated to the relevant Sub-Fund;

4) where any asset or liability of the Company cannot be considered as being attributable to a particular Sub-Fund, such asset or liability will be allocated to all Sub-funds prorata to the Sub-fund's respective net asset value at their respective launch dates;

5) upon the payment of dividends to the Shareholders in any Sub-fund, the net asset value of such Sub-fund shall be reduced by the gross amount of such dividends.

IV. For the purpose of valuation under this article:

(a) shares of the relevant Sub-fund in respect of which the Board has issued a redemption notice or in respect of which a redemption request has been received, shall be treated as existing and taken into account on the relevant Valuation Day, and from such time and until paid, the redemption price therefore shall be deemed to be a liability of the Company;

(b) all investments, cash balances and other assets of any Sub-fund expressed in currencies other than the currency of denomination in which the net asset value of the relevant Sub-fund is calculated, shall be valued after taking into account the market rate or rates of exchange in force at the date and time for determination of the net asset value of shares;

(c) effect shall be given on any Valuation Day to any purchases or sales of securities contracted for by the Company on such Valuation Day, to the extent practicable; and

(d) where the Board is of the view that any conversion or redemption which is to be effected will have the result of requiring significant sales of assets in order to provide the required liquidity, the value may, at the discretion of the Board be effected at the actual bid prices of the underlying assets and not the last available prices. Similarly, should any subscription or conversion of shares result in a significant purchase of assets in the Company, the valuation may be done at the actual offer price of the underlying assets and not the last available price.

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

If the Board of Directors considers that the Net Asset Value calculated on a given Valuation Day is not representative of the true value of the Company's shares, or if, since the calculation of the Net Asset Value, there have been significant fluctuations on the stock exchanges concerned, the Board of Directors may decide to take into account these circums-

tances and to actualize the Net Asset Value on that same day. In these circumstances, all subscription, redemption and conversion requests received for that day will be handled on the basis of the actualized Net Asset Value with care and good faith.

Art 13. Pooling of assets. The Board of Directors, acting in the best interest of the Company, may decide, in the manner described in the sales documents of the shares of the Company, that (i) all or part of the assets of the Company or of any Sub-Fund be co-managed on a segregated basis with other assets held by other investors, including other undertakings for collective investment and/or their sub-funds, or that (ii) all or part of the assets of two or more Sub-Funds of the Company be co-managed amongst themselves on a segregated or on a pooled basis.

Art. 14. Suspension of calculation of the Net Asset Value per share, of the issue, Conversion and Redemption of shares. Without prejudice to the legal causes of suspension, the Board of Directors of the Company may suspend at any time the determination of the Net asset Value per share of one or several Sub-Funds and the issue, redemption and conversion of shares in the following cases:

a) when any of the principal stock exchanges, on which a substantial portion of the assets of one or more Sub-Funds is quoted, is closed other than for ordinary holidays, or during which dealings therein are suspended or restricted;

b) when the market of a currency, in which a substantial portion of the assets of one or more Sub-Fund(s) or Class (es) is denominated, is closed other than for ordinary holidays, or during which dealings therein are suspended or restricted;

c) when any breakdown arises in the means of communication normally employed in determining the value of the assets of one or more Sub-Fund(s) or Class(es) of the Company or when for whatever reason the value of one of the Company's investments cannot be rapidly and accurately determined;

d) when exchange restrictions or restrictions on the transfer of capital render the execution of transactions on behalf of the Company impossible, or when purchases or sales made on behalf of the Company cannot be carried out at normal exchange rates;

e) when political, economic, military, monetary or fiscal circumstances which are beyond the control, responsibility and influence of the Company prevent the Company from disposing of the assets, or from determining the Net Asset Value, of one or more Sub-Fund(s) or Class(es) in a normal and reasonable manner;

f) as a consequence of any decision to liquidate or dissolve the Company or one or several Sub-Fund(s);

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

h) where the master UCITS of a feeder Sub-Fund temporarily suspends the repurchase, redemption or subscription of its units/shares, whether on its own initiative or at the request of its competent authorities, or

i) In any other circumstances beyond the control of the Board of Directors as determined by the Directors in their discretion.

In case of suspension of such calculation, the Company shall immediately inform in an appropriate manner the shareholders who have requested the subscription, redemption or conversion of shares in this or these Sub-Funds.

Any suspension of the calculation of the Net Asset Value of the shares in one or several Sub-Funds shall be published, if appropriate, by any appropriate ways.

During the suspension period, shareholders may cancel any application filed for the subscription, redemption or conversion of shares. In the absence of such cancellation, the shares shall be issued, redeemed or converted by reference to the first calculation of the Net Asset Value carried out following the close of such suspension period.

In exceptional circumstances which may be detrimental to the shareholders' interests (for example large numbers of redemption, subscription or conversion requests, strong volatility on one or more markets in which the Sub-Fund(s) or Class(es) is (are) invested), the Board of Directors reserves the right to postpone the determination of the Net Asset Value of this (these) Sub-Fund(s) or Class(es) until the disappearance of these exceptional circumstances and if the case arises, until any essential sales of securities on behalf of the Company have been completed.

In such cases, subscriptions, redemption requests and conversions of shares, which were suspended simultaneously, will be satisfied on the basis of the first Net Asset Value calculated thereafter.

Art. 15. General meetings of shareholders.

1. The meeting of shareholders of the Company validly set up shall represent all the shareholders of the Company. Its resolutions shall be binding upon all shareholders of the Company regardless of the Sub-Fund and Classes of Shares held by them. It shall have the broadest powers to order, carry out or ratify all acts relating to the operations of the Company.

2. The annual general meeting of shareholders shall be held, in accordance with Luxembourg law, at the registered office of the Company or at any such other place in the municipality of the registered office, as shall be specified in the notice of meeting, on the last Friday in the month of April at 15.00 p.m. If this day is not a bank business day in Luxembourg,

the annual general meeting shall be held on the next following bank business day in Luxembourg. The annual general meeting can be held abroad if, in the absolute and final judgment of the Board of Directors, exceptional circumstances require this relocation.

3. The other general meetings of shareholders shall be held at a date, time and place specified in the convening notices.

4. Decisions concerning the general interest of the Company's shareholders are taken during a general meeting of all the shareholders and decisions concerning specific rights of the shareholders of one Sub-Fund or Class of Shares shall be taken during a general meeting of this Sub-Fund or of this Class of Shares. Two or several Sub-Funds or Classes may be treated as one single Sub-Fund or Class if such Sub-Funds or Classes are affected in the same way by the proposals requiring the approval of shareholders of the relevant Sub-Funds or Classes.

5. The quorum and notice periods required by law shall govern the convening and the conduct of the meetings of shareholders of the Company, unless otherwise provided herein.

The convening notices to general meetings of shareholders may provide that the quorum and the majority at the general meeting shall be determined according to the shares issued and outstanding at midnight (Luxembourg time) on the fifth day prior to the general meeting (referred to as "Record Date"). The rights of a shareholder to attend a general meeting and to exercise the voting rights attaching to his shares are determined in accordance with the shares held by this shareholder at the Record Date.

6. Each whole share of each Sub-Fund and of each Class, regardless of its net asset value, is entitled to one vote, subject to the restrictions contained in these Articles of Incorporation. Shareholder may vote either in person or through a written proxy to another person who needs not to be a shareholder and may be a Director, or by means of a dated and duly completed form which must include the information as set out herein.

Except as otherwise required by law or as otherwise provided herein, resolutions at a meeting of shareholders duly convened will be passed by a simple majority of those present and voting.

7. Shareholders may also vote by proxy. The Board of Directors may in its absolute discretion indicate in the convening notice that the form must include information in addition to the following information: the name of the Company, the name of the shareholder as it appears in the register of shareholders; the place, date and time of the meeting; the agenda of the meeting; an indication as to how the shareholder has voted.

In order for the votes expressed by such form to be taken into consideration for the determination of the quorum, the form must be received by the Company or its appointed agent before the date specified therein.

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

8. Shareholders taking part in a meeting through video-conference or through other means of communication allowing their identification are deemed to be present for the computation of the quorums and votes. The means of communication used must allow all the persons taking part in the meeting to hear one another on a continuous basis and must allow an effective participation of all such persons in the meeting.

Co-owners, usufructuaries and bare-owners, creditors and secured debtors shall be respectively represented by a single and same person. Except as otherwise required by law or as otherwise provided herein, resolutions at meetings of shareholders shall be passed by a simple majority of the validly cast votes of shareholders, which for the avoidance of doubt shall not include abstention, nil vote and blank ballot paper.

9. Shareholders shall meet upon call by the Board of Directors, pursuant to a notice setting forth the name of the Company, the location, date, and time of the meeting, presence and quorum requirements and the agenda. This notice shall be sent at least 8 days prior to the meeting to each shareholder at the shareholder's address in the register of shareholders.

The agenda is prepared by the Board of Directors which, if the meeting is convened following a written demand from the shareholders, as it is foreseen by law, shall take into account the items that shall be asked to be examined by the meeting.

If all shareholders are present or represented and if they state that they know the agenda, the meeting may be held without prior publication.

10. The minutes of general meetings are signed by the members of the bureau and by the shareholders who so request. Copies or extracts of such minutes, which need to be produced in judicial proceedings or otherwise shall be signed by:

- either 2 directors;

- or by the persons authorized by the Board of Directors.

Art. 16. Directors. The Company shall be managed by a Board of Directors composed of not less than three members. The members of the Board of Directors shall not necessarily be shareholders of the Company.

The Directors shall be elected at the annual general meeting of shareholders and for the first time after the incorporation of the Company, for a period ending at the next annual general meeting and until their successors are elected and qualify. The Directors shall be eligible for re-election.

If a legal entity is appointed as Director, such legal entity must designate a physical person as its permanent representative who shall perform this role in the name and on behalf of the legal entity. The relevant legal entity may only remove its permanent representative if it appoints his successor at the same time.

In this respect, a third party shall have no right to demand the justification of powers; the mere qualification of representative or of delegate of the legal entity being sufficient.

The term of office of outgoing directors not re-elected shall end immediately after the general meeting which has proceeded to their replacement.

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

In the event of a vacancy in the office of a Director because of death, retirement, dismissal or otherwise, the remaining Directors may appoint, at the majority of votes, a Director to temporarily fill such vacancy until the next meeting of shareholders which shall ratify such appointment.

Art. 17. Chairmanship and Board Meetings. The Board of Directors shall choose from among its members a chairman and may choose from among its members one or more vice-chairmen. It may also appoint a secretary who need not be a Director, who shall be responsible for keeping the minutes of the meetings of the Board of Directors and of the shareholders.

The Board of Directors shall meet upon call by the chairman or any two Directors, at the place, date and time indicated in the notice of meeting.

The meeting will be duly held without prior notice if all the directors are present or duly represented.

Any Director may act at any meeting by appointing another Director as his proxy, in writing, by telefax or any other similar written means of communication. Any director may represent one or more of his colleagues. Directors may also cast their vote in writing by telefax or any other similar written means of communication.

The Directors may only act at duly convened meetings of the Board of Directors. Directors may not bind the Company by their individual acts, except as specifically permitted by resolution of the Board of Directors.

The Board of Directors meets under the presidency of its chairman, or in his absence, the Board of Directors may appoint another director to chair such meetings.

The Board of Directors can deliberate or act validly only if at least half of the total number of directors is present or represented. Resolutions are taken by a majority vote of the Directors present or represented at such meeting. In the event that, at any Board of Directors meeting, the number of votes for and against a resolution are equal, the chairman or in his absence the chairman pro tempore of the meeting shall have a casting vote.

Any Director may participate at a meeting of the Board of Directors by conference call or video-conference or by other similar means of communication whereby all persons participating in a meeting can hear one another on a continuous basis and allowing an effective participation of all such persons at the meeting. The participation to a meeting by such means of communication is equivalent to a physical presence at such meeting. A meeting held through such means of communication is deemed to be held at the registered office of the Company.

Notwithstanding the clauses mentioned here above, a resolution from the Board of Directors may also be passed via a circular resolution. This resolution shall be approved by all the Directors whose signatures shall be either on a single document or on several copies of it. Such a resolution shall have the same validity and force as if it had been taken during a meeting of the Board of Directors, legally convened and held.

The minutes of the meetings of the Board of Directors shall be signed by the chairman or in his absence, by the chairman pro tempore who chaired such meeting. Copies or extracts of such minutes, intended to be produced in judicial proceedings or otherwise, shall be signed by the chairman, by the secretary, or by any two Directors or by any person authorized by the Board of Directors.

Art. 18. Powers of the Board of Directors. The Company will be bound by the joint signature of any two Directors or by the joint or single signature of any Director or officer to whom authority has been delegated by the Board of Directors. All powers not expressly reserved by law or by the present Articles of Incorporation to the general meeting of shareholders are within the scope of competence of the Board of Directors.

Art. 19. Investment Policy. The Board of Directors, based upon the principle of risk spreading, has the power to determine the corporate and the investment policies to be applied in respect of each Sub-Fund and the course of conduct of the management and business affairs of the Company.

In particular, the investments of the Company may include transferable securities admitted to official listing on a stock exchange or dealt in on another Regulated Market located within any other country of Western or Eastern Europe, Asia, Oceania, the American continents or Africa and any other assets permitted by and within the restrictions of the Law of 2010.

Each Sub-Fund is allowed to invest, in accordance with the principle of risk spreading, 100% of its net assets in transferable securities and money market instruments issued or guaranteed by a member state of the European Union, one or more of its local authorities, a non-member state of the European Union, accepted by the CSSF and specified in the Prospectus, or public international body to which one or more member states of the European Union belong, provided

that in such case, the Sub-Fund concerned holds securities or money market instruments from at least six different issues, and the securities or money market instruments of any single issue shall not exceed 30% of the Sub-Fund's total assets.

Unless specified otherwise in the Prospectus, no Sub-Fund may in aggregate invest more than 10% of its net assets in units of other UCITS and/or UCIs. The Company will also be entitled to adopt master-feeder investment policies and thus a Sub-Fund may invest at least 85% of its assets in other UCITS or Sub-Funds of other UCITS in compliance with the provisions of the Law of 2010 and under the condition that such policy is specifically permitted by the investment policy applicable to the relevant Sub-Fund as disclosed in the Prospectus.

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

Should a Sub-Fund invest in shares of another Sub-Fund of the Company, no subscription, redemption, management or advisory fee will be charged on account of the Sub-Fund's investment in the other Sub-Fund.

Art. 20. Daily Management. The Board of Directors from time to time may appoint the officers of the Company, including a general manager, a secretary, and any assistant general managers, assistant secretaries or other officers considered necessary for the operation and management of the Company. Any such appointment may be revoked at any time by the Board of Directors. Officers need not be Directors or shareholders of the Company. The officers appointed, unless otherwise stipulated in these Articles of Incorporation, shall have the powers and duties given them by the Board of Directors.

The Board of Directors may delegate its powers to conduct the daily management and affairs of the Company and its powers to carry out acts in furtherance of the corporate policy and purpose, to physical persons or corporate entities which need not be members of the Board of Directors. The Board of Directors may also delegate any of its powers, authorities and discretions to any committee, consisting of such person or persons (whether a member or members of the Board of Directors or not) as it thinks fit.

Art. 21. Representation - Judicial acts and actions - Commitments of the Company. The Company will be legally represented:

- either by the chairman of the Board of Directors; or

- jointly by two Directors; or

- by the representative(s) in charge of the daily management and/or the general manager and/or the general secretary acting together or separately, up to the limit of their powers as determined by the Board of Directors.

Besides, the Company will be validly committed by specially authorized agents within the limits of their mandates.

Legal actions, in a capacity as either claimant or defendant, shall be followed up in the name of the Company by a member of the Board of Directors or by the representative appointed to that effect by the Board of Directors.

The Company will be bound by the joint signature of any two Directors or by the joint or single signature of any Director or officer to whom authority has been delegated by the Board of Directors.

Art. 22. Invalidation Clause and Transactions with Connected Persons. No contract or other transaction between the Company and other companies or firms shall be affected or invalidated by the fact that any one or more of the Directors or officers of the Company is interested in such other firm or company or by the fact that he would be a director, partner, manager or employee of it. Any Director or officer of the Company who serves as a director, officer or employee of any company or firm with which the Company contracts or otherwise engages in business shall not be prevented, by reason of such an affiliation with such other company or firm but subject as hereinafter provided, from considering, voting and acting upon any matters with respect to such contract or other business.

In the event that any Director or officer of the Company would have a personal interest in a transaction of the Company, such Director or officer shall make known to the Board of Directors such personal interest and he shall not consider or vote on any such transaction; and such transaction and such Director's or manager's personal interest shall be reported to the next general meeting of shareholders.

The term "personal interest", as used in the preceding sentence, shall not include any relationship with or interest in any matter, position or transaction involving any entity promoting the Company or any subsidiary or affiliate thereof or such other corporation or entity as may from time to time be determined by the Board of Directors unless such a "personal interest" is considered to be a conflicting interest by applicable laws and regulations.

All transactions carried out by or on behalf of the Company must be at arm's length and executed on the best available terms.

Art. 23. Indemnifications. The Company may indemnify any Director or officer, and his heirs, executors and administrators, against expenses reasonably incurred by him in connection with any action, suit or proceeding to which he may be made a party by reason of his being or having been a director or officer of the Company or, at its request, of any other

company of which the Company is a shareholder or creditor and from which he is not entitled to be indemnified. Such person shall be indemnified in all circumstances except in relation to matters as to which he shall be finally adjudged in such action, suit or proceeding to be liable for gross negligence or misconduct; in the event of a settlement, any indemnity shall be provided only in connection with such matters covered by the settlement as to which the Company is advised by its counsel that the person to be indemnified did not commit such a breach of duty. The foregoing right of indemnity shall not exclude other rights to which he may be entitled.

Art. 24. Auditor. In accordance with the Law, the Company shall appoint an independent auditor ("Réviseur d'Entreprises agréé"). The independent auditor shall be elected by the annual general meeting of shareholders and serve until its successor shall have been elected and shall be remunerated by the Company.

Art. 25. Custody of the assets of the Company. The Company shall enter into a custodian agreement with a bank which shall satisfy the requirements of the Luxembourg laws and the Law of 2010 (the "Custodian"). All securities, cash and other assets of the Company are to be held by or to the order of the Custodian who shall assume towards the Company and its shareholders the responsibilities provided by the laws.

In the event of the Custodian desiring to retire, the Board of Directors shall use their best endeavours to find within two months a corporation to act as custodian and upon doing so the Board of Directors shall appoint such corporation to be custodian in place of the retiring Custodian. The Board of Directors may terminate the appointment of the Custodian but shall not remove the Custodian unless and until a successor custodian shall have been appointed in accordance with this provision to act in the place thereof.

Art. 26. Investment advisers and Managers. The Company may conclude under its overall control and responsibility one or several management or advisory agreements with any Luxembourg or foreign entity by which such entity or any other previously approved company shall provide the Company with advice, recommendations and management services regarding the investment policy of the Company in accordance with the Law of 2010 and with the present Articles of Incorporation. In the event of termination of said agreements in any manner whatsoever, the Company will, if applicable, change its name forthwith upon the request of any investment adviser(s) or manager(s) to another name not resembling the one specified in Article 1 hereof.

Art. 27. Accounting year - Annual and Periodical report. The accounting year of the Company shall begin on 1st January of each year and shall terminate on the last day of December of same year. The consolidated accounts of the Company shall be expressed in Euros.

Where there shall be different Sub-Funds, as provided for by Article 5 of these Articles of Incorporation, the financial statements of each sub-fund are expressed in its respective reference currency, whereas the consolidated accounts will be expressed in EUR.

Art. 28. Allocation of the annual result. Upon the Board of Directors' proposal and within legal limits, the general meeting of shareholders of the Class(es) issued in any Sub-Fund shall determine how the results of such Sub-Fund shall be allocated and may from time to time declare or authorize the Board of Directors to declare distributions.

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

Payments of distributions to holders of registered shares shall be made to such shareholders at their addresses recorded 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 thereto designated by the Company.

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

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

Any declared distribution that has not been claimed by its beneficiary within five years of its attribution may not be subsequently reclaimed and shall revert to the Sub-Fund relating to the relevant Class(es) of shares.

The Board of Directors has all powers and may take all measures necessary for the implementation of this provision.

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

The payment of revenues shall be due for payment only if the currency regulations enable to distribute them in the country where the beneficiary lives.

Art. 29. Dissolution. The Company may at any time be dissolved by a resolution of the general meeting subject to the quorum and majority requirements referred to in Article 30 of the present Articles of Incorporation.

In the event of a dissolution of the Company, the liquidation shall be carried out by one or several liquidators, who may be physical persons or legal entities represented by physical persons, designated by the general meeting of shareholders which shall determine their powers and their compensations.

If the capital of the Company falls below two thirds of the minimum legal capital, the Directors must submit the question of the dissolution of the Company to the general meeting for which no quorum shall be prescribed and which shall decide by simple majority of the shares present or represented at the meeting. If the capital falls below one fourth of the minimum

legal capital, no quorum shall be prescribed but the dissolution may be resolved by shareholders holding one fourth of the shares presented at the meeting.

The meeting must be convened so that it is held within a period of forty days from ascertainment that the net assets have fallen below respectively two thirds or one fourth of the minimum capital.

The net proceeds of liquidation corresponding to each Class shall be distributed by the liquidators to the holders of shares of each Class of each Sub-Fund in proportion of the rights attributable to the relevant Class of shares.

Art. 30. Amendments to the Articles of Incorporation. The present Articles of Incorporation may be amended from time to time by a general meeting of shareholders subject to the quorum and majority requirements required by Luxembourg law and by the provisions of the present Articles of Incorporation. Any amendment affecting the rights of the holders of Shares of any Class or Sub-Fund vis-à-vis those of any other Class or Sub-Fund shall be subject, to the said quorum and majority requirements in respect of each such relevant Class or Sub-Fund.

Art. 31. Applicable Law. All matters not governed by these Articles of Incorporation shall be subject to the 1915 Law amended and to the Law of 2010.

Transitional provisions

The first business year begins today and ends on December 31, 2014.

The first annual general meeting of shareholders will be held in 2015.

Subscription

The Articles of the Company having thus been established, the party appearing hereby declares that it subscribes all the thirty-one (31) shares for EUR 31,000 (thirty one thousand euro).

All these shares have been fully paid up by the Shareholder by payment in cash, so that the sum of EUR 31,000 (thirty-one thousand euro), paid by the Shareholder is from now on at the free disposal of the Company, evidence thereof having been given to the officiating notary.

Statement - Costs

The notary drawing up the present deed declares that the conditions set forth in Articles 26, 26-3 and 26-5 of the Law of August 10, 1915 on Commercial Companies, as amended, have been fulfilled and expressly bears witness to their fulfilment.

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

Extraordinary general meeting of shareholder

The above named party, representing the whole of the subscribed capital, has passed the following resolutions by unanimous vote:

1. the number of directors is set at 4;

2. the following persons are appointed as directors for a period ending at the next annual general meeting:

- Mr Steve Bernat, professionally residing at L-8217 Mamer, 41, op Bierg.
- Mr Benjamin Huart, professionally residing at L-8217 Mamer, 41, op Bierg.
- Mr Bernard Pons, professionally residing at L-8399 Windhof, 2, rue d'Arlon.
- Mrs Natacha Daoust, professionally residing at L-8399 Windhof, 2, rue d'Arlon.

3. that there be appointed KPMG Luxembourg S.àr.l, Grand-Duchy of Luxembourg as independent auditor (réviseur d'entreprises agréé") of the Company;

4. that the terms of office of the members of the Board and of the independent auditor will expire after the annual general meeting of shareholders approving the accounts for the year ended on December 31, 2014; and

5. that the address of the registered office of the Company is at 41 Op Bierg, L-8217 Mamer, Grand Duchy of Luxembourg.

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

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

The document having been read by the proxy-holder of the person appearing, known to the notary by the surnames, names, civil status and residences, said proxy-holder signed the present deed together with the notary.

Signé: C. MAYEMBO et H. HELLINCKX.

Enregistré à Luxembourg A.C., le 18 décembre 2013. Relation: LAC/2013/58302. Reçu soixante-quinze euros (75.- EUR).

Le Receveur (signé): I. THILL.

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

Luxembourg, le 30 décembre 2013.

Référence de publication: 2014000879/794.

(130224240) Déposé au registre de commerce et des sociétés de Luxembourg, le 2 janvier 2014.

Taufin International S.A., Société Anonyme.

Siège social: L-1528 Luxembourg, 11-13, boulevard de la Foire.

R.C.S. Luxembourg B 52.951.

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Extrait du procès-verbal de l'assemblée générale ordinaire tenue de manière extraordinaire le 20 novembre 2013.

Les mandats des administrateurs et du commissaire aux comptes venant à échéance, l'assemblée décide de les élire pour la période expirant à l'assemblée générale statuant sur l'exercice 2013 comme suit:

Conseil d'administration:

MM. Giovanni Spasiano, demeurant Carré Bonn, 20 rue de la Poste, L-2346 Luxembourg, président;

Emmanuel Briganti, demeurant Carré Bonn, 20 rue de la Poste, L-2346 Luxembourg, administrateur,

Alex Schmitt, demeurant 22-24 rives de Clausen, L-2165 Luxembourg, administrateur.

Commissaire aux comptes:

KPMG Luxembourg, 9, allée Scheffer, L-2520 Luxembourg.

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

Pour extrait conforme
TAUFIN INTERNATIONAL S.A.
Société Anonyme
Signatures

Référence de publication: 2013174407/21.

(130212379) Déposé au registre de commerce et des sociétés de Luxembourg, le 13 décembre 2013.

Atrium Invest SICAV-SIF, Société Anonyme sous la forme d'une SICAV - Fonds d'Investissement Spécialisé.

Siège social: L-1748 Luxembourg, 8, rue Lou Hemmer.

R.C.S. Luxembourg B 133.639.

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Die Aktionäre der Atrium Invest SICAV-SIF werden hiermit zu einer

AUSSERORDENTLICHEN GENERALVERSAMMLUNG

der Aktionäre eingeladen, die am *17. Januar 2014* um 11.00 Uhr am Gesellschaftssitz in 8, rue Lou Hemmer, L-1748 Findel-Golf mit folgender Tagesordnung abgehalten wird:

Tagesordnung:

1. Verlegung des Gesellschaftssitzes von 8, rue Lou Hemmer, L-1748 Findel-Golf zu 26, avenue de la Liberté, L-1930 Luxemburg, diesbezügliche Abänderung des Artikels 2 „Geschäftssitz" der Satzung der Gesellschaft sowie Anpassung des entsprechenden Absatzes 3, so dass der Geschäftssitz innerhalb derselben Gemeinde durch einfachen Beschluss des Verwaltungsrates geändert werden kann.
2. Anpassung des Artikels 10 „Beschränkungen des Eigentums an Aktien" an gesetzliche Vorgaben.
3. Anpassung des Artikels 12 „Berechnung des Nettoinventarwerts je Aktie" an gesetzliche Vorgaben sowie solche des Private Placement Prospektes der Gesellschaft.
4. Änderung des Artikels 20 „Anlageberater, Portfoliomanager" durch Einfügung eines neuen Absatzes 2 zur Möglichkeit der Ernennung eines Verwalters alternativer Investmentfonds durch den Verwaltungsrat der Gesellschaft.
5. Jeweilige Präzisierung in den Artikeln 8 und 25 der Satzung der Gesellschaft, dass es sich bei dem Wirtschaftsprüfer um einen „zugelassenen" zu handeln hat.
6. Änderung des Datums der Aktionärsversammlung der Gesellschaft in Artikel 27 „Aktionärsversammlungen" auf den letzten Freitag des Monats Juli.
7. Anpassung des Artikels 32 „Beendigung" an gesetzliche Vorgaben sowie Berichtigung des Verweises auf Artikel 35 der Satzung der Gesellschaft in einen Verweis auf Artikel 34 der Satzung der Gesellschaft.

Die außerordentliche Generalversammlung kann nur dann vor dem Notar wirksam Beschlüsse fassen, wenn gemäß Artikel 67-1 (2) des Gesetzes vom 10. August 1915 über Handelsgesellschaften, in seiner letzten Fassung, ein Anwesenheitsquorum von mindestens 50% des Gesellschaftskapitals eingehalten wird. Sollte ein solches Quorum nicht erreicht werden, ist nach den Vorschriften des Luxemburger Rechts eine zweite Generalversammlung einzuberufen. Ein Anwesenheitsquorum ist im Rahmen dieser zweiten Generalversammlung nicht vorgesehen. Für beide Versammlungen gilt ein Stimmenmehrheitserfordernis von mindestens zwei Dritteln der wirksam abgegebenen Stimmen.

An der Generalversammlung kann jeder Aktionär - persönlich oder durch einen schriftlich Bevollmächtigten - teilnehmen, der seine Aktien spätestens am Freitag, den 10. Januar 2014, am Gesellschaftssitz der HSBC Trinkaus & Burkhardt (International) S.A., 8, rue Lou Hemmer, L-1748 Findel-Golf hinterlegt und bis zum Ende der Generalversammlung dort belässt. Jeder Aktionär, der diese Voraussetzung erfüllt, erhält eine Eintrittskarte zur Generalversammlung.

Luxembourg, den 19. Dezember 2013. *Der Verwaltungsrat .*

Référence de publication: 2013182064/755/38.

ECO-NRJ LUX, Société à responsabilité limitée.

Siège social: L-5695 Emerange, 12, rue d'Elvange.

R.C.S. Luxembourg B 181.796.

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STATUTS

L'an deux mille treize, le huit novembre.

Par-devant Maître Paul DECKER, notaire de résidence à Luxembourg.

A comparu:

Madame Géraldine Nucera, employée privée, demeurant professionnellement à Luxembourg, agissant en tant que mandataire de:

1. - Madame Frédérique HENRY, responsable administratif, demeurant au 187, route de Réchicourt, F-57810 Avricourt (France), et

2. - Monsieur Pascal BRESSA, directeur commercial, demeurant au 187, route de Réchicourt, F-57810 Avricourt (France).

en vertu de deux (2) procurations données sous seing privé en date du six novembre 2013.

Lesquelles procurations, après avoir été paraphées «ne varietur» par la mandataire des comparants et le notaire instrumentant, resteront annexées aux présentes pour les besoins de l'enregistrement.

Lesquels comparants, représentés comme ci-avant, ont requis le notaire instrumentant d'arrêter ainsi qu'il suit les statuts d'une société à responsabilité limitée qu'ils déclarent constituer:

Art. 1 er . Il est formé par les présentes à l'égard du propriétaire actuel des parts ci-après créées et tous ceux qui pourront le devenir par la suite une société à responsabilité limitée de droit luxembourgeois qui sera régie par les lois y relatives ainsi que par les présents statuts.

Art. 2. La société a pour objet le commerce, import, export, la pose et l'installation de poêle, de chaudière, de panneau solaire et de pompe à chaleur, ainsi que tous accessoires de la branche.

Elle aura en outre pour objet toutes prises de participations, sous quelque forme que ce soit, dans d'autres entreprises luxembourgeoises ou étrangères, la gestion ainsi que la mise en valeur de ces participations.

D'une façon générale, elle pourra faire toutes les opérations commerciales, financières, mobilières et immobilières se rattachant directement à son objet social ou qui seraient de nature à en faciliter ou développer la réalisation.

Art. 3. La société à responsabilité limitée prend la dénomination de «ECO-NRJ LUX».

Art. 4. Le siège social est établi dans la Commune de Schengen.

Il pourra être transféré en toute autre localité du Grand-Duché de Luxembourg par simple décision des associés. La société peut ouvrir des agences ou des succursales dans toutes les autres localités du pays et à l'étranger.

Au cas où des événements extraordinaires d'ordre politique ou économique de nature à compromettre l'activité normale au siège social ou la communication aisée de ce siège avec l'étranger se produiront ou seront imminents, le siège social pourra être transféré provisoirement à l'étranger jusqu'à cessation complète des circonstances anormales. Une telle décision n'aura aucun effet sur la nationalité de la Société. La déclaration de transfert de siège sera faite et portée à la connaissance des tiers par l'organe de la Société qui se trouvera le mieux placé à cet effet dans les circonstances données.

Art. 5. La société est constituée pour une durée illimitée.

Art. 6. Le capital social est fixé à la somme de douze mille cinq cents euros (12.500.-EUR), représenté par cent (100) parts sociales d'une valeur nominale de cent vingt-cinq euros (125.-EUR) chacune.

Chaque part sociale donne droit à une voix dans les délibérations des assemblées générales ordinaires et extraordinaires.

Art. 7. Chaque part sociale donne droit à une fraction proportionnelle du nombre des parts existantes dans l'actif social et dans les bénéfices.

Art. 8. Les parts sociales sont librement cessibles entre associés. Elles ne peuvent être cédées à des non-associés qu'avec l'agrément donné des associés représentant au moins les trois quarts du capital social.

Art. 9. La société n'est pas dissoute par le décès, l'incapacité, la faillite ou la déconfiture d'un associé ou de l'associée unique.

Art. 10. Les créanciers, ayants-droit ou héritiers d'un associé ne pourront, pour quelque motif que ce soit, faire apposer des scellés sur les biens et documents de la société, ni s'immiscer en aucune manière dans les actes de son administration; pour faire valoir leurs droits, ils devront se tenir aux valeurs constatées dans les derniers bilans et inventaires de la société.

Art. 11. La société est administrée et gérée par un ou plusieurs gérants, associés ou non, salariés ou gratuits, nommés par l'associé unique ou par les associés, qui fixent leurs pouvoirs. Ils peuvent à tout moment être révoqués par l'associé unique ou les associés.

A moins que les associés n'en décident autrement, le ou les gérants ont les pouvoirs les plus étendus pour agir au nom de la société en toutes circonstances.

En tant que simple(s) mandataire(s) de la société, le ou les gérants ne contractent en raison de leur fonction aucune obligation personnelle relativement aux engagements régulièrement pris par eux au nom de la société; ils ne seront responsables que de l'exécution de leur mandat.

Art. 12. Chaque associé peut participer aux décisions collectives quel que soit le nombre des parts lui appartenant.

Chaque associé a un nombre de voix égal au nombre de parts qu'il possède ou représente; chaque associé peut se faire représenter valablement aux assemblées par un porteur de procuration spéciale.

Art. 13. Les décisions collectives ne sont valablement prises que pour autant qu'elles aient été adoptées par les associés représentant plus de la moitié du capital social.

Les décisions collectives ayant pour objet une modification aux présents statuts doivent être prises à la majorité des associés représentant les trois quarts du capital social.

Art. 14. L'année sociale commence le 1 er janvier et finit le trente et un décembre de chaque année.

Art. 15. Chaque année, à la clôture de l'exercice, les comptes de la société sont arrêtés et la gérance dresse les comptes sociaux, conformément aux dispositions légales en vigueur.

Art. 16. Tout associé peut prendre au siège social de la société communication de l'inventaire et du bilan.

Art. 17. L'excédent favorable du bilan, déduction faite des charges sociales, amortissements et moins-values jugées nécessaires ou utiles par les associés, constitue le bénéfice net de la société.

Sur le bénéfice net, il est prélevé cinq pour cent pour la constitution d'un fonds de réserve jusqu'à que celui-ci ait atteint dix pour cent du capital social.

Après dotation à la réserve légale, le solde est à la libre disposition des associés.

Art. 18. En cas de dissolution de la société, la liquidation est faite par un ou plusieurs liquidateurs, associés ou non, nommés par les associés, qui fixeront leurs pouvoirs et leurs émoluments.

Art. 19. Pour tous les points non spécifiés dans les présents statuts, les parties se réfèrent et se soumettent aux dispositions légales en vigueur régissant les sociétés à responsabilité limitée.

Disposition transitoire:

Le premier exercice social commence le jour de la constitution pour finir le trente-et-un décembre deux mille quatorze.

Souscription et Libération:

Toutes les cent (100) parts sociales ainsi créées ont été souscrites par:

1.- Madame Frédérique HENRY, prénommée	80
2.- Monsieur Pascal BRESSA, prénommé,	20
Total:	100

Toutes les parts sociales ont été intégralement libérées par un versement en espèces, par les prédits associés, de sorte que le montant de douze mille cinq cents euros (12.500,-EUR) se trouve dès maintenant à la libre disposition de la Société, ainsi qu'il en a été justifié au notaire instrumentant, qui le constate.

Frais

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 de sa constitution, s'élève à environ neuf cent cinquante euros (950,- EUR).

Décisions des associés:

Ensuite, les associés, représentés comme ci-avant et représentant la totalité du capital social, ont pris les résolutions suivantes:

1. Le nombre des gérants est fixé à un (1).

2. Est nommé gérant pour une durée indéterminée:

Monsieur Pascal BRESSA, prénommé, né le 16 novembre 1968 à Sarrebourg (France), demeurant au 187, route de Réchicourt, F-57810 Avricourt (France), lequel pourra valablement engager et représenter par sa signature la Société, avec délégation de pouvoir.

3. Le siège social est établi à L-5695 Emerange, 12, rue d'Elvange.

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

Et après lecture faite et interprétation donnée à la comparante, connue du notaire par son nom, prénom usuel, état et demeure, elle a signé avec le Notaire le présent acte.

Signé: G.NUCERA, P.DECKER.

Enregistré à Luxembourg A.C., le 12 novembre 2013. Relation: LAC/2013/51239. Reçu 75.-€ (soixante-quinze Euros).

Le Receveur (signé): Irène THILL.

POUR COPIE CONFORME, délivrée au Registre de Commerce et des Sociétés à Luxembourg

Luxembourg, le 25 novembre 2013.

Référence de publication: 2013163433/112.

(130200129) Déposé au registre de commerce et des sociétés de Luxembourg, le 25 novembre 2013.

Immobilière Campus S.à r.l., Société à responsabilité limitée.

Siège social: L-1122 Luxembourg, 32, rue d'Alsace.

R.C.S. Luxembourg B 57.722.

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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.

Signature.

Référence de publication: 2013175799/10.

(130214514) Déposé au registre de commerce et des sociétés de Luxembourg, le 17 décembre 2013.

Immobilière Passeri S.à r.l., Société à responsabilité limitée unipersonnelle.

Siège social: L-4383 Ehlerange, 29, Cité Op Gewaennchen.

R.C.S. Luxembourg B 159.554.

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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.

Luxembourg. Signature.

Référence de publication: 2013175800/10.

(130214439) Déposé au registre de commerce et des sociétés de Luxembourg, le 17 décembre 2013.

Immobilière Sanem SA, Société Anonyme.

Siège social: L-2449 Luxembourg, 25A, boulevard Royal.

R.C.S. Luxembourg B 145.571.

—

Le bilan au 31/12/2012 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.

Signature.

Référence de publication: 2013175802/10.

(130215124) Déposé au registre de commerce et des sociétés de Luxembourg, le 17 décembre 2013.

E.R.M. Consulting S.A., Société Anonyme.

Siège social: L-1128 Luxembourg, 37, Val Saint André.

R.C.S. Luxembourg B 82.392.

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Extrait des résolutions prises lors de l'Assemblée Générale Ordinaire du 16 septembre 2013

L'assemblée décide de renouveler le mandat des administrateurs suivants avec effet immédiat:

- Monsieur Alain Prick, domicilié à B-1390 Grez-Doiceau, Clos du Bettinval, 5, né le 26 mai 1964 à Bruxelles (Belgique), administrateur, Président du conseil d'administration et administrateur-délégué;

- Monsieur Guy Carpentier, domicilié à 37, Val Saint André, Boîte 6/2, L-1128 Luxembourg, né le 5 juillet 1953 à Paris (France), administrateur;

- Monsieur Alain Donckers, domicilié à B-5650 Walcourt, rue des Bergeries 37, né le 8 octobre 1962 à Charleroi (Belgique), administrateur.

Leur mandat prendra fin lors de l'assemblée générale statutaire de l'année 2017.

E.R.M. CONSULTING S.A.

Référence de publication: 2013170173/17.

(130207829) Déposé au registre de commerce et des sociétés de Luxembourg, le 6 décembre 2013.

Feri Trust (Luxembourg) S.A., Société Anonyme.

Siège social: L-1528 Luxembourg, 18, boulevard de la Foire.

R.C.S. Luxembourg B 128.987.

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Auszug der Beschlüsse der alleinigen Gesellschafterin vom 28 Februar 2013

Am 28. Februar 2013 hat die alleinige Gesellschafterin folgendes beschlossen:

- Die Gesellschafterin beschliesst den Wechsel des Wirtschaftsprüfers und ernennt die Wirtschaftsprüfungsgesellschaft KPMG Luxembourg S.à r.l. mit Sitz in 9, Allée Scheffer, L-2520 Luxembourg, ab dem laufenden Geschäftsjahr zum neuen Wirtschaftsprüfer der Feri Trust (Luxembourg) S.A.

Zwecks Veröffentlichung im Mémorial, Recueil des Sociétés et Associations.

Luxemburg, den 28. November 2013.

Für Feri Trust (Luxembourg) S.A.

SGG S.A.

Unterschriften

Référence de publication: 2013170216/17.

(130207512) Déposé au registre de commerce et des sociétés de Luxembourg, le 6 décembre 2013.

Consid Falkensee S.à r.l., Société à responsabilité limitée.

Siège social: L-2163 Luxembourg, 40, avenue Monterey.

R.C.S. Luxembourg B 170.931.

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Lux Business Management S.à R.L. démissionne par la présente comme gérant de la Société avec effet immédiat.

Luxembourg, le 29 Novembre 2013.

Lux Business Management S.à r.l.

Référence de publication: 2013170128/10.

(130207373) Déposé au registre de commerce et des sociétés de Luxembourg, le 6 décembre 2013.

Innside Hotel S.à r.l., Société à responsabilité limitée.

Siège social: L-2320 Luxembourg, 68-70, boulevard de la Pétrusse.

R.C.S. Luxembourg B 178.294.

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In the year two thousand and thirteen, on the twenty-sixth day of November.

Before Us, Maître Jean-Joseph WAGNER, notary, residing in Sanem, Grand Duchy of Luxembourg.

There appeared:

"Europa Real Estate IV S.à r.l.", a Luxembourg société à responsabilité limitée, having its registered office at 68-70, Boulevard de la Pétrusse, L-2320 Luxembourg, Grand Duchy of Luxembourg and registered with the Luxembourg Register of Commerce and Companies under number B 172857,

here represented by Mr Eric BIREN, company manager, with professional address at 68-70, boulevard de la Pétrusse, L-2320 Luxembourg, acting in his capacity as member of the board of managers of the company, with individual signing power.

Such appearing party is the sole partner of "Innside Hotel S.à r.l." (hereinafter the "Company") a société à responsabilité limitée having its registered office at 68-70, boulevard de la Pétrusse, L-2320 Luxembourg, Grand Duchy of Luxembourg, registered with the Luxembourg Trade and Companies Register under the number B 178294, incorporated pursuant to a notarial deed of the undersigned notary on 20 June 2013, published in the Mémorial C, Recueil des Sociétés et Associations, number 2011 of 20 August 2013.

The appearing party representing the whole corporate capital requires the notary to act the following resolutions:

First resolution

The sole partner decides to increase the Company's share capital by an amount of ten euros (EUR 10.-), so as to raise it from its current amount of twelve thousand five hundred euro (EUR 12,500.-) up to twelve thousand five hundred and ten euro (EUR 12,510.-) through the issue of ten (10) new shares, having a nominal value of one euro (EUR 1.-) each.

The ten (10) new shares have been subscribed by "Europa Real Estate IV S.à r.l.", prenamed, paid up by a contribution in cash of a total amount of seven hundred and thirty thousand six hundred and thirty-two euro (EUR 730,632.-).

The total contribution of seven hundred and thirty thousand six hundred and thirty-two euro (EUR 730,632.-) will be allocated as follows:

(i) ten euro (EUR 10.-), will be allocated to the share capital of the Company and (ii) seven hundred and thirty thousand six hundred and twenty-two euro (EUR 730,622.-) will be allocated to the share premium account.

The proof of the existence and of the value of the contribution has been produced to the undersigned notary.

Second resolution

As a consequence of the foregoing resolutions, article 6 of the articles of incorporation of the Company is amended and now reads as follows:

" **Art. 6.** The subscribed capital is fixed at twelve thousand five hundred and ten euro (EUR 12,510.-) divided into twelve thousand five hundred and ten (12,510) shares, having a par value of one euro (EUR 1.-) each.."

Costs and Expenses

The costs, expenses, remuneration or charges of any form whatsoever incumbent to the Company and charged to it by reason of the present deed are assessed to two thousand five hundred euro.

Whereof, the present deed is drawn up in Luxembourg, on the day stated at the beginning of this document.

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

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

Suit la traduction en français du texte qui précède:

L'an deux mille treize, le vingt-six novembre.

Par-devant Maître Jean-Joseph WAGNER, notaire de résidence à Sanem, Grand-Duché de Luxembourg.

A COMPARU:

«Europa Real Estate IV S.à r.l.», une société à responsabilité limitée de droit luxembourgeois, ayant son siège social au 68-70, Boulevard de la Pétrusse, L-2320 Luxembourg, Grand-Duché de Luxembourg et immatriculée auprès du Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 172857,

ici représentée par Monsieur Eric BIREN, gérant de société, avec adresse professionnelle au 68-70, boulevard de la Pétrusse, L-2320 Luxembourg, agissant en sa qualité de gérant de la société prénommée avec pouvoir de signature individuelle.

Laquelle partie comparante est l'associé unique de «Innside Hotel S.à r.l.» (ci-après la "Société"), une société à responsabilité limitée ayant son siège social au 68-70, boulevard de la Pétrusse, L-2320 Luxembourg, Grand-Duché de Luxembourg, enregistrée auprès du Registre de Commerce et des Sociétés de Luxembourg sous le numéro B178294, constituée suivant acte reçu par le notaire soussigné en date du 20 juin 2013, publié au Mémorial C, Recueil des Sociétés et Associations, numéro 2011 du 20 août 2013.

Laquelle partie comparante, représentant l'intégralité du capital social, a requis le notaire instrumentant d'acter les résolutions suivantes:

Première résolution

L'associé unique décide d'augmenter le capital social à concurrence de dix euros (EUR 10,-) afin de le porter de son montant actuel de douze mille cinq cents euros (EUR 12.500,-) à douze mille cinq cent dix euros (EUR 12.510,-) par l'émission de dix (10) parts sociales nouvelles d'une valeur d'un euro (EUR 1,-) chacune.

Les dix (10) parts sociales nouvelles sont souscrites par «Europa Real Estate IV S.à r.l.», prénommée, payées par un apport en numéraire pour un montant total de sept cent trente mille six cent trente-deux euros (EUR 730.632,-).

L'apport de sept cent trente mille six cent trente-deux euros (EUR 730.632,-) sera alloué comme suit; (i) au capital social pour le montant de dix euros (EUR 10,-), et (ii) l'apport de sept cent trente mille six cent vingt-deux euros (EUR 730.622,-) seront alloués au compte de prime d'émission.

Les documents justificatifs de la souscription et du montant de l'apport ont été présentés au notaire soussigné.

Deuxième résolution

En conséquence des résolutions précédentes, l'article 6 des Statuts de la Société est modifié et aura désormais la teneur suivante:

Art. 6. Le capital social souscrit est fixé à douze mille cinq cent dix euros (12.510,- EUR) divisé en douze mille cinq cent dix (12.510) parts sociales, ayant une valeur nominale d'un euro (1,- EUR) chacune.

Frais et Dépenses

Les frais, dépenses, rémunérations ou charges sous quelque forme que ce soit, incombant à la Société et mis à sa charge en raison des présentes, sont estimés à deux mille cinq cents euros.

DONT ACTE, passé à Luxembourg, les jours, mois et an figurant en tête des présentes.

Le notaire soussigné qui comprend et parle l'anglais, constate que sur demande de la partie comparante, le présent acte est rédigé en langue anglaise suivi d'une version française; sur demande de la même partie comparante et en cas de divergences entre le texte français et le texte anglais, ce dernier fait foi.

Et après lecture faite et interprétation donnée au mandataire de la partie comparante, connu du notaire instrumentant par nom, prénom usuel, état et demeure, le mandataire de la partie comparante a signé avec le notaire le présent acte.

Signé: E. BIREN, J.J. WAGNER.

Enregistré à Esch-sur-Alzette A.C., le 27 novembre 2013. Relation: EAC/2013/15452. Reçu soixante-quinze Euros (75,- EUR).

Le Receveur (signé): SANTIONI.

Référence de publication: 2013170865/92.

(130208148) Déposé au registre de commerce et des sociétés de Luxembourg, le 9 décembre 2013.

Naet S.A., Société Anonyme.

Siège social: L-1528 Luxembourg, 11-13, boulevard de la Foire.

R.C.S. Luxembourg B 47.518.

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Par décision du Conseil d'administration tenu le 13 décembre 2013 au siège social de la société, il a été décidé:

- D'accepter la démission de Monsieur Leonardo Miocchi de sa fonction d'administrateur avec effet immédiat;

- De coopter comme nouvel administrateur, avec effet immédiat, Monsieur Emmanuel Briganti, employé privé, résidant professionnellement au 20, rue de la Poste, L-2346 Luxembourg son mandat ayant comme échéance celui de son prédécesseur.

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

Naet S.A.
Société Anonyme
Signatures

Référence de publication: 2013174995/16.

(130213336) Déposé au registre de commerce et des sociétés de Luxembourg, le 16 décembre 2013.

Goodman Tumbleweed Logistics (Lux) S.à r.l., Société à responsabilité limitée.

Capital social: EUR 12.500,00.

Siège social: L-1160 Luxembourg, 28, boulevard d'Avranches.

R.C.S. Luxembourg B 164.826.

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1. En date du 4 décembre 2013, Goodman Property Opportunities (Lux) S.à r.l., SICAR a transféré 3.750 parts sociales à Goodman Midnight Logistics (Lux) S.à r.l. ayant son siège social au, 28 boulevard d'Avranches L-1160 Luxembourg.

2. En date du 4 décembre 2013, Goodman Property Opportunities (Lux) S.à r.l., SICAR a transféré 8.750 parts sociales à KWASA Europe S.à r.l. ayant son siège social au 2, boulevard Konrad Adenauer L-1115 Luxembourg.

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

Pour la Société
Alvin Sicre
Mandataire

Référence de publication: 2013174771/16.

(130213890) Déposé au registre de commerce et des sociétés de Luxembourg, le 16 décembre 2013.

Faenza Holding S.à r.l., Société à responsabilité limitée.

Capital social: EUR 20.000,00.

Siège social: L-1246 Luxembourg, 4, rue Albert Borschette.

R.C.S. Luxembourg B 177.729.

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EXTRAIT

Suite aux transferts du 20 novembre 2013 tels que décrits ci-dessous, les personnes ci-dessous détiennent les parts sociales suivantes dans la Société:

- l'associé de la Société, Fifth Cinven Fund (No. 1) Limited Partnership, a transféré 303.834 parts sociales ordinaires de classe 0-1, 303.834 parts sociales ordinaires de classe O-II, 303.834 parts sociales ordinaires de classe O-III, 303.834 parts sociales ordinaires de classe O-IV, 303.834 parts sociales ordinaires de classe O-V, 3.029.844 parts sociales préférentielles de classe P-I, 3.029.844 parts sociales préférentielles de classe P-II, 3.029.844 parts sociales préférentielles de classe P-III, 3.029.844 parts sociales préférentielles de classe P-IV et 3.029.844 parts sociales préférentielles de classe P-V à Faenza Co-Invest Limited Partnership, avec siège social au 3rd Floor, Tudor House, Le Bordage, St Peter Port, Guernsey GY1 3PP, de sorte qu'il détient à présent 1.185.846 parts sociales ordinaires de chacune des classes O-I à O-V et 10.043.372 parts sociales préférentielles de chacune des classes P-I à P-V.

- l'associé de la Société, Fifth Cinven Fund (No. 2) Limited Partnership, a transféré 336.688 parts sociales ordinaires de classe O-I, 336.688 parts sociales ordinaires de classe O-II, 336.688 parts sociales ordinaires de classe O-III, 336.688 parts sociales ordinaires de classe O-IV, 336.688 parts sociales ordinaires de classe O-V, 3.330.120 parts sociales préférentielles de classe P-I, 3.330.120 parts sociales préférentielles de classe P-II, 3.330.120 parts sociales préférentielles de classe P-III, 3.330.120 parts sociales préférentielles de classe P-IV et 3.330.120 parts sociales préférentielles de classe P-V à Faenza Co-Invest Limited Partnership, de sorte qu'il détient à présent 896.142 parts sociales ordinaires de chacune des classes O-I à O-V et 7.489.008 parts sociales préférentielles de chacune des classes P-I à P-V.

- l'associé de la Société, Fifth Cinven Fund (No. 3) Limited Partnership, a transféré 324.580 parts sociales ordinaires de classe O-I, 324.580 parts sociales ordinaires de classe O-II, 324.580 parts sociales ordinaires de classe O-III, 324.580 parts sociales ordinaires de classe O-IV, 324.580 parts sociales ordinaires de classe O-V, 3.236.706 parts sociales préférentielles de classe P-I, 3.236.706 parts sociales préférentielles de classe P-II, 3.236.706 parts sociales préférentielles de classe P-III, 3.236.706 parts sociales préférentielles de classe P-IV et 3.236.706 parts sociales préférentielles de classe P-V à Faenza Co-Invest Limited Partnership, de sorte qu'il détient à présent 1.266.814 parts sociales ordinaires de chacune des classes O-I à O-V et 10.729.112 parts sociales préférentielles de chacune des classes P-I à P-V.

- l'associé de la Société, Fifth Cinven Fund (No. 4) Limited Partnership, a transféré 281.960 parts sociales ordinaires de classe O-I, 281.960 parts sociales ordinaires de classe O-II, 281.960 parts sociales ordinaires de classe O-III, 281.960 parts sociales ordinaires de classe O-IV, 281.960 parts sociales ordinaires de classe O-V, 2.811.724 parts sociales préférentielles de classe P-I, 2.811.724 parts sociales préférentielles de classe P-II, 2.811.724 parts sociales préférentielles de classe P-III, 2.811.724 parts sociales préférentielles de classe P-IV et 2.811.724 parts sociales préférentielles de classe P-V à Faenza Co-Invest Limited Partnership, de sorte qu'il détient à présent 1.100.476 parts sociales ordinaires de chacune des classes O-I à O-V et 9.320.340 parts sociales préférentielles de chacune des classes P-I à P-V.

- l'associé de la Société, Fifth Cinven Fund (No. 5) Limited Partnership, a transféré 117.132 parts sociales ordinaires de classe O-I, 117.132 parts sociales ordinaires de classe O-II, 117.132 parts sociales ordinaires de classe O-III, 117.132 parts sociales ordinaires de classe O-IV, 117.132 parts sociales ordinaires de classe O-V, 1.168.036 parts sociales préférentielles de classe P-I, 1.168.036 parts sociales préférentielles de classe P-II, 1.168.036 parts sociales préférentielles de classe P-III, 1.168.036 parts sociales préférentielles de classe P-IV et 1.168.036 parts sociales préférentielles de classe P-V à Faenza Co-Invest Limited Partnership, de sorte qu'il détient à présent 457.154 parts sociales ordinaires de chacune des classes O-I à O-V et 3.871.810 parts sociales préférentielles de chacune des classes P-I à P-V.

- l'associé de la Société, Fifth Cinven Fund (No. 6) Limited Partnership, a transféré 263.144 parts sociales ordinaires de classe O-I, 263.144 parts sociales ordinaires de classe O-II, 263.144 parts sociales ordinaires de classe O-III, 263.144 parts sociales ordinaires de classe O-IV, 263.144 parts sociales ordinaires de classe O-V, 2.624.078 parts sociales préférentielles de classe P-I, 2.624.078 parts sociales préférentielles de classe P-II, 2.624.078 parts sociales préférentielles de classe P-III, 2.624.078 parts sociales préférentielles de classe P-IV et 2.624.078 parts sociales préférentielles de classe P-V à Faenza Co-Invest Limited Partnership, de sorte qu'il détient à présent 1.027.034 parts sociales ordinaires de chacune des classes O-I à O-V et 8.698.322 parts sociales préférentielles de chacune des classes P-I à P-V.

- l'associé de la Société, Faenza Co-Invest Limited Partnership, avec siège social au 3 rd Floor, Tudor House, Le Bordage, St Peter Port, Guernsey GY1 3PP, détient 1.627.337 parts sociales ordinaires de classe O-I, 1.627.337 parts sociales ordinaires de classe O-II, 1.627.337 parts sociales ordinaires de classe O-III, 1.627.337 parts sociales ordinaires de classe O-IV, 1.627.337 parts sociales ordinaires de classe O-V, 16.200.508 parts sociales préférentielles de classe P-I, 16.200.508 parts sociales préférentielles de classe P-1I, 16.200.508 parts sociales préférentielles de classe P-III, 16.200.508 parts sociales préférentielles de classe P-IV et 16.200.508 parts sociales préférentielles de classe P-V.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.
Luxembourg, le 26 novembre 2013. Signature.

Référence de publication: 2013167987/62.

(130204398) Déposé au registre de commerce et des sociétés de Luxembourg, le 2 décembre 2013.

PIT Business S.à r.l., Société à responsabilité limitée.

Siège social: L-4601 Niederkorn, 74, avenue de la Liberté.

R.C.S. Luxembourg B 176.687.

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L'an deux mille treize, le cinq novembre

Par-devant Maître Alex WEBER, notaire de résidence à Bascharage.

ONT COMPARU:

1. - Monsieur Mathieu PIGNON, informaticien, né à Charleroi (Belgique), le 3 février 1986, demeurant à B-5660 Couvin, rue de la Platinerie, 9,

détenteur de quatre-vingt-dix (90) parts sociales.

2. - Monsieur Christophe WINS, business intelligence analyste, né à Charleroi (Belgique), le 31 juillet 1983, demeurant à B-1200 Woluwe-Saint-Lambert, Avenue Chapelle-aux-Champs, 25/16,

détenteur de quatre (4) parts sociales.

3. - Monsieur Romain DEMEYER, chercheur, né à Libramont (Belgique), le 5 juin 1986, demeurant à B-5000 Namur, rue de la Colline, 36/21,

détenteur de deux (2) parts sociales.

4. - Monsieur Thomas PIGNON, ingénieur civil, né à Charleroi (Belgique), le 1 er février 1988. demeurant à B-5660 Couvin, rue de la Platinerie, 9,

détenteur de quatre (4) parts sociales.

Les comparants sub 2.-, 3.- et 4.- sont ici représentés aux fins des présentes par le comparant sub 1.-, en vertu d'une procuration sous seing privé lui délivrée en date du 18 octobre 2013, laquelle procuration, après avoir été signée «ne varietur» par le comparant et le notaire instrumentant, demeurera annexée aux présentes pour être formalisée avec elles.

Lesquels comparants, agissant en leur qualité de seuls associés de la société à responsabilité limitée "PIT Business S.à r.l." (numéro d'identité 2013 24 14 476), avec siège social à L-1261 Luxembourg, 99, rue de Bonnevoie, inscrite au R.C.S.L. sous le numéro B 176.687, constituée suivant acte reçu par le notaire Henri BECK, de résidence à Echternach, en date du 10 avril 2013, publié au Mémorial C, numéro 1406 du 13 juin 2013,

requièrent le notaire d'acter la résolution suivante:

Résolution

Les associés décident de transférer le siège social à L-4601 Niederkorn, 74, avenue de la Liberté.

Suite à ce transfert de siège social, les associés décident de modifier le 1 er alinéa de l'article 3 des statuts de la société pour lui donner la teneur suivante:

" **Art. 3. Al. 1 er .** Le siège social est établi dans la commune de Differdange."

Frais

Les frais, dépenses, rémunérations et charges sous quelque forme que ce soit, incombant à la société et mis à sa charge en raison des présentes, sont évalués sans nul préjudice à neuf cent cinquante euros (€ 950.-).

DONT ACTE, fait et passé à Bascharage en l'étude, date qu'en tête des présentes.

Et après lecture faite au comparant, celui-ci a signé avec Nous notaire le présent acte.

Signé: PIGNON, A. WEBER.

Enregistré à Capellen, le 15 novembre 2013. Relation: CAP/2013/4306. Reçu soixante-quinze euros 75,00 €.

Le Receveur (signé): NEU.

Pour expédition conforme, délivrée à la société sur demande, aux fins de dépôt au Registre de Commerce et des Sociétés.

Bascharage, le 25 novembre 2013. Signature.

Référence de publication: 2013167965/46.

(130203491) Déposé au registre de commerce et des sociétés de Luxembourg, le 29 novembre 2013.

Eufin Holding S.A., Société Anonyme.

Siège social: L-1470 Luxembourg, 50, route d'Esch.

R.C.S. Luxembourg B 115.038.

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Extrait du procès-verbal de l'assemblée générale extraordinaire tenue le 27 novembre 2013.

Résolution:

L'Assemblée décide, avec effet immédiat, de transférer le siège social de la Société du 19-21, boulevard du Prince Henri, L-1724 Luxembourg, au 50, route d'Esch, L-1470 Luxembourg.

L'Assemblée décide de révoquer, avec effet immédiat, le mandat des administrateurs MM. Leonardo Miocchi, Cédric Finazzi et Vincent Thill.

L'Assemblée nomme comme nouveaux administrateurs:

- Monsieur Denis Callonego, employé privé, demeurant professionnellement au 50, route d'Esch, L-1470 Luxembourg, administrateur;

- Madame Christine Picco, employée privée, demeurant professionnellement au 50, route d'Esch, L-1470 Luxembourg, administrateur;

- Madame Audrey Petrini, employée privée, demeurant professionnellement au 50, route d'Esch, L-1470 Luxembourg, administrateur;

Les nouveaux administrateurs achèveront les mandats de leurs prédécesseurs.

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

Signatures.

Référence de publication: 2013168195/23.

(130204977) Déposé au registre de commerce et des sociétés de Luxembourg, le 3 décembre 2013.

WDI Reinsurance S.A., Société Anonyme.

Siège social: L-2146 Luxembourg, 74, rue de Merl.

R.C.S. Luxembourg B 25.331.

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Le bilan au 31 DECEMBRE 2012 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.

Signature.

Référence de publication: 2013174449/10.

(130212543) Déposé au registre de commerce et des sociétés de Luxembourg, le 13 décembre 2013.

Weisgerberarchitecte S.A., Société Anonyme.

Siège social: L-4141 Esch-sur-Alzette, 86, rue Victor Hugo.

R.C.S. Luxembourg B 107.607.

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Le bilan au 31 décembre 2012 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 12 décembre 2013. Signature.

Référence de publication: 2013174450/10.

(130212160) Déposé au registre de commerce et des sociétés de Luxembourg, le 13 décembre 2013.

Window of Europe AG, Société Anonyme.

Siège social: L-1637 Luxembourg, 5, rue Goethe.

R.C.S. Luxembourg B 136.763.

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Rectificatif à la mention déposée le 12 décembre 2012 sous le numéro L130211806

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: 2013174451/10.

(130212412) Déposé au registre de commerce et des sociétés de Luxembourg, le 13 décembre 2013.

Zimmer Investment Luxembourg S.à r.l., Société à responsabilité limitée.

Siège social: L-1331 Luxembourg, 67, boulevard Grande-Duchesse Charlotte.

R.C.S. Luxembourg B 101.984.

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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.

Pour Zimmer Investment Luxembourg S.à r.l.

Intertrust (Luxembourg) S.A.

Référence de publication: 2013174460/11.

(130212909) Déposé au registre de commerce et des sociétés de Luxembourg, le 13 décembre 2013.

Triclinium AG, Société Anonyme.

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

R.C.S. Luxembourg B 129.975.

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Document faisant l'objet du complément:

Référence: L090000984.05

Date: 05/01/2009

Les comptes annuels au 31 décembre 2007 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.

MAZARS ATO

Référence de publication: 2013174419/13.

(130212608) Déposé au registre de commerce et des sociétés de Luxembourg, le 13 décembre 2013.

Tressar Investment S.A., Société Anonyme.

Siège social: L-8041 Strassen, 65, rue des Romains.

R.C.S. Luxembourg B 167.158.

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Les comptes annuels du 23 février 2012 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.

Signature.

Référence de publication: 2013175229/11.

(130213695) Déposé au registre de commerce et des sociétés de Luxembourg, le 16 décembre 2013.

MIL S.A., Société Anonyme.

Siège social: L-1882 Luxembourg, 5, rue Guillaume Kroll.

R.C.S. Luxembourg B 85.498.

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Le bilan au 30 juin 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 10 décembre 2013.

Référence de publication: 2013175984/10.

(130214177) Déposé au registre de commerce et des sociétés de Luxembourg, le 17 décembre 2013.

MIMOSA Invest, Société Anonyme.

Siège social: L-1470 Luxembourg, 7, route d'Esch.

R.C.S. Luxembourg B 144.681.

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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.

Fiduciaire Internationale SA

Référence de publication: 2013175986/10.

(130215099) Déposé au registre de commerce et des sociétés de Luxembourg, le 17 décembre 2013.

Maidford Finance S.A., Société Anonyme.

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

R.C.S. Luxembourg B 148.074.

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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.

Pour extrait conforme

Référence de publication: 2013175955/10.

(130213958) Déposé au registre de commerce et des sociétés de Luxembourg, le 17 décembre 2013.

Marlfield Real Estate S.A., Société Anonyme.

Siège social: L-1371 Luxembourg, 7, Val Sainte Croix.

R.C.S. Luxembourg B 145.970.

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Les comptes annuels au 04 Décembre 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.

Signature.

Référence de publication: 2013175957/10.

(130214590) Déposé au registre de commerce et des sociétés de Luxembourg, le 17 décembre 2013.

Multi Management Services S.à r.l., Société à responsabilité limitée.

Capital social: EUR 12.500,00.

Siège social: L-1750 Luxembourg, 24, avenue Victor Hugo.

R.C.S. Luxembourg B 60.367.

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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.

Luxembourg, le 16 décembre 2013.

Référence de publication: 2013175952/10.

(130214140) Déposé au registre de commerce et des sociétés de Luxembourg, le 17 décembre 2013.

EUROMUTUEL Sicav, Société d'Investissement à Capital Variable.

Siège social: L-1450 Luxembourg, 17, Côte d'Eich.

R.C.S. Luxembourg B 34.148.

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Extrait des résolutions prises lors de l'Assemblée Générale Ordinaire en date du 13 décembre 2013

En date du 13 décembre 2013, l'Assemblée Générale Ordinaire a décidé:

- d'accepter la démission de Monsieur Vincent Delaunay, en qualité d'Administrateur, avec effet au 13 novembre 2013,

- de ratifier la cooptation de Monsieur Benoît Tomarelli, 4 rue Gaillon, 75002 Paris, France en qualité d'administrateur, pour une durée indéterminée, avec effet au 13 novembre 2013 en remplacement de Monsieur Vincent Delaunay, démissionnaire,

- de renouveler le mandat de Monsieur Lucien Euler, de Monsieur Olivier Vaillant et de Monsieur François-Xavier Devulder, en qualité d'administrateurs, pour une durée indéterminée,

- de renouveler le mandat de PricewaterhouseCoopers en qualité de Réviseur d'Entreprises jusqu'à la prochaine Assemblée Générale Ordinaire en 2014.

Luxembourg, le 16 décembre 2013.

Pour extrait sincère et conforme

Pour Euromutuel Sicav

Caceis Bank Luxembourg

Référence de publication: 2013175644/21.

(130215175) Déposé au registre de commerce et des sociétés de Luxembourg, le 17 décembre 2013.

Riverside Investments S.à r.l., Société à responsabilité limitée.

Capital social: EUR 12.500,00.

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

R.C.S. Luxembourg B 176.624.

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EXTRAIT

Il résulte des résolutions prises par l'associé unique en date du 12 décembre 2013 que:

- le siège social de la Société a été transféré du 127, rue de Mühlenbach, L-2168 Luxembourg au 412F, route d'Esch, L-2086 Luxembourg, avec effet immédiat;

- Monsieur Luca Gallinelli, né le 6 mai 1964 à Florence, Italie, est nommé en tant que nouveau gérant, avec effet immédiat et pour une durée indéterminée, ayant son adresse professionnelle au 412F, route d'Esch, L-2086 Luxembourg, en remplacement de Monsieur Alexandre Taskiran, démissionnaire.

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

Pour Riverside Investments S.à r.l.

Un mandataire

Référence de publication: 2013176165/18.

(130214304) Déposé au registre de commerce et des sociétés de Luxembourg, le 17 décembre 2013.

Worldwide Communication Group S.à r.l., Société à responsabilité limitée.

Siège social: L-2340 Luxembourg, 34B, rue Philippe II.

R.C.S. Luxembourg B 134.542.

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Le bilan au 31 décembre 2012 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 17 décembre 2012.

Référence de publication: 2013177406/10.

(130215340) Déposé au registre de commerce et des sociétés de Luxembourg, le 18 décembre 2013.

WPP Luxembourg Germany Holdings 3 S.à r.l., Société à responsabilité limitée.

Capital social: EUR 39.541.678,00.

Siège social: L-2330 Luxembourg, 124, boulevard de la Pétrusse.

R.C.S. Luxembourg B 157.627.

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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.

Signature.

Référence de publication: 2013177408/10.

(130215550) Déposé au registre de commerce et des sociétés de Luxembourg, le 18 décembre 2013.

Defa Industrial Group S.A., Société Anonyme.

Siège social: L-2449 Luxembourg, 25A, boulevard Royal.

R.C.S. Luxembourg B 117.347.

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Extrait des résolutions prises par l'assemblée générale extraordinaire en date du 9 décembre 2013

1. La démission de Monsieur Eirik DIESEN de ses mandats d'administrateur et administrateur-délégué a été acceptée avec effet au 9 décembre 2013.

2. A été élue administrateur, son mandat expirant lors de l'assemblée générale annuelle qui se tiendra en 2018:

- Madame Lizel ROBAT, née le 28.05.1969 à Zaf, Afrique du Sud, et résidant au 36, rue Jean Mercatoris, L-7237 Helmsange

Pour la société

LWM S.A.

Mandataire

Référence de publication: 2013175581/16.

(130214464) Déposé au registre de commerce et des sociétés de Luxembourg, le 17 décembre 2013.

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