MEMORIAL

Journal Officiel
du Grand-Duché de
Luxembourg

MEMORIAL

Amtsblatt
des Großherzogtums
Luxemburg

RECUEIL DES SOCIETES ET ASSOCIATIONS

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

C — N° 2408 **7 septembre 2015**

SOMMAIRE

Prospector Rig 5 Contracting Company S.à r.l., Société à responsabilité limitée.

Siège social: L-1150 Luxembourg, 291, route d'Arlon.

R.C.S. Luxembourg B 178.375.

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Statuts coordonnés déposés au registre de commerce et des sociétés de Luxembourg.

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

Belvaux, le 16 juillet 2015.

Référence de publication: 2015119545/10.

(150128947) Déposé au registre de commerce et des sociétés de Luxembourg, le 17 juillet 2015.

Société Luxembourgeoise de Téléphonie S.A., Société Anonyme.

Siège social: L-1273 Luxembourg, 1, rue de Bitbourg.

R.C.S. Luxembourg B 4.229.

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Statuts coordonnés déposés au registre de commerce et des sociétés de Luxembourg.

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

Echternach, le 16 juillet 2015.

Référence de publication: 2015119619/10.

(150128390) Déposé au registre de commerce et des sociétés de Luxembourg, le 17 juillet 2015.

Goal.com (Holdco) S.A., Société Anonyme.

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

R.C.S. Luxembourg B 140.301.

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EXTRAIT

Il résulte de l'assemblée générale ordinaire des actionnaires tenue extraordinairement en date du 16 juillet 2015 que les modifications suivantes ont été adoptées:

- Monsieur Ashley Giles Milton et Mr Juan Carlos Dealgado Vesga sont des administrateurs de catégorie A à partir du 16 juillet 2015.

Pour extrait sincère et conforme

Référence de publication: 2015121184/13.

(150130236) Déposé au registre de commerce et des sociétés de Luxembourg, le 21 juillet 2015.

AMBD SICAV, Société d'Investissement à Capital Variable.

Siège social: L-1150 Luxembourg, 287, route d'Arlon.

R.C.S. Luxembourg B 47.419.

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Les actionnaires sont priés de bien vouloir assister à

l'ASSEMBLÉE GÉNÉRALE ORDINAIRE

qui aura lieu le *30 Septembre 2015* à 11.30 heures, au siège social, avec l'ordre du jour suivant :

Ordre du jour:

1. Rapport de gestion du conseil d'administration et rapport du réviseur d'entreprises
2. Approbation des comptes annuels et affectation des résultats au 30.06.2015
3. Décharge à donner aux administrateurs et au réviseur d'entreprises
4. Election du réviseur d'entreprises
5. Election des administrateurs
6. Divers.

Les actionnaires sont informés que l'Assemblée Générale Ordinaire n'a pas besoin de quorum pour délibérer valablement. Les résolutions, pour être valables, devront réunir la majorité simple des voix des actionnaires présents ou représentés.

Les actionnaires qui souhaitent prendre part à cette Assemblée doivent faire connaître à la Société leur intention d'y participer au plus tard cinq jours francs avant la date fixée pour l'Assemblée.

Le Conseil d'Administration.

Référence de publication: 2015148767/755/21.

AL 26 Sàrlu, Société à responsabilité limitée unipersonnelle.

Siège social: L-1258 Luxembourg, 4, rue Jean-Pierre Brasseur.

R.C.S. Luxembourg B 129.656.

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Les comptes annuels au 31 décembre 2014 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: 2015119884/9.

(150130034) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 juillet 2015.

Boucherie-Traiteur Schmit S.à r.l., Société à responsabilité limitée.

Siège social: L-9260 Diekirch, 5, rue du Marché.

R.C.S. Luxembourg B 142.913.

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Les comptes annuels au 31 décembre 2014 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: 2015119940/10.

(150130161) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 juillet 2015.

Spandilux S.A., Société Anonyme.

Siège social: L-2240 Luxembourg, 16, rue Notre-Dame.

R.C.S. Luxembourg B 15.601.

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Extrait du procès-verbal de l'Assemblée Générale du 21 novembre 2014

A été nommé réviseur d'entreprises agréé, KPMG Luxembourg, 39, avenue John F. Kennedy, L-1855 Luxembourg, RCS Luxembourg B 149133, jusqu'à l'Assemblée Générale qui statuera sur l'exercice clôturant au 20 février 2015.

Pour extrait conforme

Signature

Référence de publication: 2015121600/12.

(150130697) Déposé au registre de commerce et des sociétés de Luxembourg, le 21 juillet 2015.

Stream Co SA, Société Anonyme.

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

R.C.S. Luxembourg B 179.825.

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Il est porté à la connaissance des actionnaires de la Société que l'Assemblée Générale Ordinaire (ci-après l' " Assemblée ") qui a eu lieu le 11 juin 2015 à 17 heures n'a pas pu délibérer sur le point 5 à l'ordre du jour. En effet, au moins 50% du capital social requis par la loi n'était pas présent ou représenté à cette Assemblée conformément au quorum requis par la loi.

Par conséquent, une nouvelle assemblée générale ordinaire doit être convoquée conformément à l'article 67-1 (2) de la loi du 10 août 1915 sur les sociétés commerciales (ci-après la " LCSC ").

Le Conseil d'Administration rappelle aux actionnaires que les droits afférents aux actions au porteur ne peuvent être exercés qu'en cas de dépôt de l'action au porteur auprès du dépositaire conformément à l'article 42 de la LCSC. En outre, le Conseil d'Administration rappelle également aux actionnaires que les actions au porteur doivent être déposées pour le 18 février 2016 au plus tard sous peine de sanction.

Messieurs les actionnaires sont priés de bien vouloir assister à

l'ASSEMBLEE GENERALE EXTRAORDINAIRE

Qui se tiendra au siège social en date du *7 octobre 2015* à 17 heures, avec l'ordre du jour suivant :

Ordre du jour:

1. Décision sur la continuité de la Société conformément à l'article 100 de la LCSC.
2. Divers.

Le Conseil d'Administration.

Référence de publication: 2015148766/693/23.

Brightstar Holdings & Investments S.A., Société Anonyme.

Siège social: L-1140 Luxembourg, 45-47, route d'Arlon.

R.C.S. Luxembourg B 34.242.

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Les comptes annuels au 30.06.2013 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: 2015119945/10.

(150130135) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 juillet 2015.

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

Capital social: EUR 2.500.000,00.

Siège social: L-4940 Hautcharage, 2, rue Laangwiss.

R.C.S. Luxembourg B 102.372.

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EXTRAIT

Il résulte du procès-verbal de l'Assemblée Générale Ordinaire du 29 juin 2015 que:

L'Assemblée Générale décide de nommer la société ERNST & YOUNG S.A., ayant son siège social à L - 5365 Munsbach, 7, Rue Gabriel Lippmann, inscrite au registre de commerce et des sociétés de Luxembourg sous le numéro B 47 771 en tant que réviseur d'entreprises agrée pour réviser les comptes de la Société pour l'exercice 2015.

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

Luxembourg, le 29 juin 2015.

Pour la Société

Un mandataire

Référence de publication: 2015121628/17.

(150130615) Déposé au registre de commerce et des sociétés de Luxembourg, le 21 juillet 2015.

Dynex Energy S.A., Société Anonyme.

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

R.C.S. Luxembourg B 164.435.

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We hereby give you notice of an

ORDINARY GENERAL MEETING

of Shareholders of the Company that will be held extraordinarily on *25th September 2015* at 3.00 p.m. (local time) at the registered office of the Company Said meeting will be held further to the adjournment of the General Meeting held on 28th August 2015, the agenda of which is as follows :

Agenda:

1. Explanations and update by the Board to the shareholders of the Company on the current financial situation and status of the Company.
2. Explanations and update by the Board to the shareholders of the Company on material developments to the Company's financial situation (and its investments) over the last 12 months.
3. Explanations and update by the Board to the shareholders of the Company's (direct or indirect) investment in Dynex Energy Holdings, Inc. and in Encore Ressources S.à r.l. (including in particular, update on the Company's ownership rights over these investments and update on these investments' financial situation, valuation and outlook).
4. Explanations and update by the Board to the shareholders of the Company on material developments with respect to the Company's (direct or indirect) investment in Dynex Energy Holdings, Inc. and in Encore Ressources S.à r.l. over the last 12 months.
5. Explanations and update by the Board to the shareholders of the Company on the reasons for the absence of publication of the Company's annual accounts for the financial years ended in 2013 and in 2014 respectively and presentation by the Board to the shareholders of the Company of the annual accounts for the financial years ended in 2013 and in 2014.

The Board of Directors.

Référence de publication: 2015148050/27.

WOOD & Company Group S.A., Société Anonyme.

Siège social: L-5365 Munsbach, 6C, rue Gabriel Lippmann.

R.C.S. Luxembourg B 83.396.

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Les comptes annuels au 31 décembre 2014 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: 2015119787/9.

(150128503) Déposé au registre de commerce et des sociétés de Luxembourg, le 17 juillet 2015.

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

Siège social: L-5969 Itzig, 13, rue de la Libération.

R.C.S. Luxembourg B 152.785.

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Statuts coordonnés déposés au registre de commerce et des sociétés de Luxembourg.

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

Hesperange, le mardi 21 juillet 2015.

Pour la société

Me Martine DECKER

Notaire

Référence de publication: 2015121040/13.

(150131308) Déposé au registre de commerce et des sociétés de Luxembourg, le 21 juillet 2015.

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

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

R.C.S. Luxembourg B 175.948.

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As the quorum of at least one half (50%) of the outstanding shares of the Fund present or represented has not been met at the first extraordinary general meeting of shareholders of the Fund (the "First EGM") and consequently the meeting could not validly deliberate on the proposed amendments of the articles of incorporation of the Fund (the "Articles"), you are kindly invited to attend and vote at the Fund's

SECOND EXTRAORDINARY GENERAL MEETING

of shareholders (the "Second EGM") which will be held on *October 08th, 2015* at 11:00 am Luxembourg time at the registered office of the Fund at 49, Avenue J.F. Kennedy; L-1855 Luxembourg; Grand Duchy of Luxembourg, in order to amend the Articles of the Fund as follows:

The Second EGM will have the following agenda:

Amendment of the definition of Ineligible Investor in the sense that Specified US persons, nonparticipating financial institutions or passive non-financial foreign entities with one or more substantial US owners, as each defined by FATCA and the IGA will henceforth be considered as Ineligible Investors restricted from owning shares of the Fund and subsequent amendment of article 11 of the Articles.

The Second EGM may validly deliberate, regardless of the proportion of the capital present or represented and to be passed, a resolution must be carried by at least two thirds (2/3) of the votes cast at the meeting.

The First EGM held on September 04th, 2015 had been convened with the same agenda as the present Second EGM. Out of 65, 657 shares in issue as at August 31st, 2015, no share was present or represented at the First EGM, which therefore could not validly deliberate on said agenda for lack of quorum.

If you are unable to attend the meeting, you may submit the signed proxy, attached hereto as Appendix 1, by mail to the Fund's registered office at State Street Bank Luxembourg S.C.A., 49, Avenue J.F. Kennedy; L-1855 Luxembourg , Grand Duchy of Luxembourg, or by facsimile at +352/464010-413 or by e-mail at Luxembourg-Domiciliarygroup@statestreet.com. Such proxy must arrive by mail, facsimile or e-mail not later than October 06th, 2015.

Any questions from Shareholders on the contents of this convening notice should be directed to the registered office of the Fund.

Luxembourg, September 04th, 2015

For the Board

Référence de publication: 2015148768/755/32.

Union Investment Luxembourg S.A., Société Anonyme.

Siège social: L-1471 Luxembourg, 308, route d'Esch.

R.C.S. Luxembourg B 28.679.

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Die Berufsanschrift von Herrn Hans Joachim Reinke, Herrn Giovanni Gay, Herrn Björn Jesch und Herrn Nikolaus Sillem hat sich mit Datum 17. Februar 2015 geändert. Sie lautet nunmehr Weißfrauenstraße 7, D-60311 Frankfurt am Main, Deutschland.

Zwecks Veröffentlichung im Mémorial, Recueil des Sociétés et Associations.

Luxemburg, den 17. Juli 2015. Petra Hauer / Christine Born.

Référence de publication: 2015121650/12.

(150130318) Déposé au registre de commerce et des sociétés de Luxembourg, le 21 juillet 2015.

Verrazzano SICAV, Société d'Investissement à Capital Variable.

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

R.C.S. Luxembourg B 181.637.

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An extraordinary general meeting of the Company was held on 31 August 2015 at the registered office of the Company. The quorum required by Article 67-1(2) of the Luxembourg Law of 10 August 1915 on commercial companies, as amended, was not reached and therefore no resolutions could be adopted.

You are therefore convened to a

SECOND EXTRAORDINARY GENERAL MEETING

of shareholders of the Company (the "Reconvened Extraordinary General Meeting"), which will be held before notary on *9 October 2015* at 2:30 p.m. (CET), at the registered office of the Company, with the same agenda:

Agenda:

1. Transfer of the registered office of the Company, as from 1st January 2016, from 33, rue de Gasperich, L-5826 Hesperange to 60, Avenue J.F. Kennedy, L-1855 Luxembourg.
2. Amendment to the first paragraph of the Article 4 of the articles of incorporation in order to reflect the change of the registered office. The first paragraph to be reworded as follows:
"The registered office of the Company is established in Hesperange, Grand Duchy of Luxembourg. As from the 1st January 2016, the registered office will be established in Luxembourg. It may be transferred to any other place within the Grand Duchy of Luxembourg by a resolution of the general meeting of Shareholders of the Company, deliberating in the manner provided for amendments to the Articles or by the board of directors of the Company if and to the extent permitted by law. It may be transferred within the boundaries of the municipality by a resolution of the Board."
3. Amendment to the first sentence of the second paragraph of the Article 8 of the articles of incorporation in order to reflect the change of the registered office. The first paragraph to be reworded as follows:
"The annual general meeting of shareholders shall be held, in accordance with Luxembourg law, at the registered office of the Company, or at such other place in Luxembourg as may be specified in the notice of meeting, will be held on the last Friday in April each year, at 1:00 p.m. local time and will be held for the first time on April 24, 2015."
4. Amendment to the second paragraph of the Article 9 of the articles of incorporation to be reworded as follows:
"The Directors shall be elected by the shareholders at their annual general meeting for a maximum period of six years ending at the next annual general meeting and shall hold office until their successors are elected. A Director may be removed with or without cause and replaced at any time by resolution adopted by the shareholders. The directors may be re-elected."
5. Miscellaneous.

The Articles of Association are available upon request at the registered office of the Company.

The resolutions submitted to the Reconvened Extraordinary General Meeting do not require any quorum. They are adopted with the consent of two-thirds of the votes cast.

Shareholders may vote in person or by proxy. Shareholders are queried to inform the Directors of the Company of their intention to attend physically five working days prior to the meeting. Shareholders who are not able to attend personally are kindly requested to execute a Proxy Card available at the registered office of the Company, 33 rue de Gasperich, L-5826 Hesperange.

The Board of Directors.

Référence de publication: 2015148769/755/42.

San Prince Management, Société Anonyme Unipersonnelle.

Siège social: L-1661 Luxembourg, 47, Grand-rue.

R.C.S. Luxembourg B 130.017.

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Les comptes annuels au 31.12.2013 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.

Référence de publication: 2015119643/9.

(150128297) Déposé au registre de commerce et des sociétés de Luxembourg, le 17 juillet 2015.

VBMH Vermögen, Fonds Commun de Placement.

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Das geänderte Verwaltungsreglement, welches am 1. August 2015 in Kraft tritt, wurde beim Handels- und Gesellschaftsregister von Luxemburg hinterlegt.

Zwecks Veröffentlichung im Mémorial, Recueil des Sociétés et Associations.

Luxemburg, den 21. Juli 2015.

Union Investment Luxembourg S.A.

Référence de publication: 2015125661/10.

(150135078) Déposé au registre de commerce et des sociétés de Luxembourg, le 27 juillet 2015.

VBMH Vermögen, Fonds Commun de Placement.

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Das geänderte Sonderreglement, VBMH VermögensBasis welches am 1. August 2015 in Kraft tritt, wurde beim Handels- und Gesellschaftsregister von Luxemburg hinterlegt.

Zwecks Veröffentlichung im Mémorial, Recueil des Sociétés et Associations.

Luxemburg, den 21. Juli 2015.

Union Investment Luxembourg S.A.

Référence de publication: 2015122569/10.

(150131691) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 juillet 2015.

Aronia Invest S.A., Société Anonyme.

Siège social: L-2330 Luxembourg, 128, boulevard de la Pétrusse.

R.C.S. Luxembourg B 191.586.

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Les comptes annuels, les comptes de Profits et Pertes ainsi que les Annexes de l'exercice clôturant au 31/12/2014 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.

L'Organe de Gestion

Référence de publication: 2015119898/11.

(150129759) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 juillet 2015.

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

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

R.C.S. Luxembourg B 118.954.

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En date du 9 juin 2015 et avec effet immédiat, Maciej Drozd, avec adresse au 9A, ul Szamocin, 02-003 Varsovie, Pologne, a démissionné de son mandat de gérant-délégué de la société Eastbridge S.à r.l., avec siège social 5, rue Guillaume Kroll L -1882 Luxembourg, immatriculée au Registre de Commerce et des Sociétés sous le numéro B118954

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

Luxembourg, le 20 juillet 2015.

Alter Domus Luxembourg S.à r.l.

Mandaté par le démissionnaire

Référence de publication: 2015121059/14.

(150130603) Déposé au registre de commerce et des sociétés de Luxembourg, le 21 juillet 2015.

Nomura Multi Currency MMF, Fonds Commun de Placement.

Le règlement de gestion de Nomura Multi Currency MMF coordonné au 26 juin 2015 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.

Global Funds Management S.A.

Référence de publication: 2015147693/9.

(150161985) Déposé au registre de commerce et des sociétés de Luxembourg, le 2 septembre 2015.

Nomura Multi Currency MMF, Fonds Commun de Placement.

L'acte modificatif au règlement de gestion de Nomura Multi Currency MMF au 26 juin 2015 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.

Global Funds Management S.A.

Référence de publication: 2015147692/9.

(150161984) Déposé au registre de commerce et des sociétés de Luxembourg, le 2 septembre 2015.

Bond Select Trust, Fonds Commun de Placement.

Le règlement de gestion de Bond Select Trust coordonné au 30 juin 2015 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.

Global Funds Management S.A.

Référence de publication: 2015147695/9.

(150161995) Déposé au registre de commerce et des sociétés de Luxembourg, le 2 septembre 2015.

Bond Select Trust, Fonds Commun de Placement.

L'acte modificatif au règlement de gestion de Bond Select Trust au 30 juin 2015 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.

Global Funds Management S.A.

Référence de publication: 2015147694/9.

(150161994) Déposé au registre de commerce et des sociétés de Luxembourg, le 2 septembre 2015.

Asset Backed Securities Fund, Fonds Commun de Placement.

Le règlement de gestion de Asset Backed Securities Fund coordonné au 31 juillet 2015 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.

Global Funds Management S.A.

Référence de publication: 2015147697/9.

(150162003) Déposé au registre de commerce et des sociétés de Luxembourg, le 2 septembre 2015.

Asset Backed Securities Fund, Fonds Commun de Placement.

L'acte modificatif au règlement de gestion de Asset Backed Securities Fund au 31 juillet 2015 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.

Global Funds Management S.A.

Référence de publication: 2015147696/9.

(150162002) Déposé au registre de commerce et des sociétés de Luxembourg, le 2 septembre 2015.

ING Luxembourg, Société Anonyme.

Siège social: L-1470 Luxembourg, 52, route d'Esch.

R.C.S. Luxembourg B 6.041.

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L'extrait du recueil des signatures autorisées du 1 er septembre 2015 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.

Référence de publication: 2015148407/10.

(150162587) Déposé au registre de commerce et des sociétés de Luxembourg, le 3 septembre 2015.

Biies S.A., Société Anonyme.

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

R.C.S. Luxembourg B 191.422.

Meralis S.A., Société Anonyme.

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

R.C.S. Luxembourg B 191.432.

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RECTIFICATIF

1. La publication d'un extrait de procès-verbal du 6 janvier 2015 a été publié dans le Mémorial C n° 1391 du 1er juin 2015, pages 66729 sous un en-tête erroné, qu'il y a lieu de rectifier comme suit:

au lieu de :

"Meralis S.A., Société Anonyme. Siège social : L-2453 Luxembourg, 2-4, rue Eugène Ruppert. R.C.S. Luxembourg B 191.422." (laquelle société n'est en rien concernée par ladite publication),

lire : "Biies S.A., Société Anonyme. Siège social : L-2453 Luxembourg, 2-4, rue Eugène Ruppert. R.C.S. Luxembourg B 191.422."

2. Le sommaire du même Mémorial C n° 1391/2015, figurant à la page 66721, doit être corrigé en conséquence, par la suppression de la ligne "Meralis S.A. ... 66729" et l'ajout d'une "Biies S.A. ... 66729"

Référence de publication: 2015148763/19.

Intesa Sanpaolo Sec SA, Société Anonyme de Titrisation.

Siège social: L-1724 Luxembourg, 19-21, boulevard du Prince Henri.

R.C.S. Luxembourg B 170.682.

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Extrait du procès-verbal de l'assemblée générale ordinaire tenue extraordinairement le 18 juin 2015

Le mandat des administrateurs venant à échéance, l'assemblée décide d'élire pour la période expirant à l'assemblée générale statuant sur l'exercice 2017 comme suit:

Administrateurs:

- M. Christian SCHAACK résident à 29, rue de Scheuerhof L-5412 Canach, Président;

- M. Gianfranco PIZZUTTO, résident à Luxembourg, 19-21, Boulevard du Prince Henri-L-1724 Luxembourg, administrateur;

- M. Giuseppe GIAMPIETRO, résident in Luxembourg, 19-21, Boulevard du Prince Henri-L-1724 Luxembourg, administrateur.

Le mandat du réviseur d'entreprises agréé venant à échéance, l'assemblée décide d'élire pour la période expirant à l'assemblée générale statuant sur l'exercice 2015 comme suit:

Réviseur d'entreprises agréé

KPMG Luxembourg, Société Coopérative, 39, avenue John F. Kennedy, L-1855 Luxembourg

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

Société Européenne de Banque

Société Anonyme

Banque Domiciliataire

Signatures

Référence de publication: 2015121294/25.

(150130307) Déposé au registre de commerce et des sociétés de Luxembourg, le 21 juillet 2015.

iDbyMe, Société Anonyme.

Siège social: L-1651 Luxembourg, 11, avenue Guillaume.

R.C.S. Luxembourg B 154.236.

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Les comptes annuels au 31 décembre 2014 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: 2015119828/9.

(150129872) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 juillet 2015.

Alpha Trains Luxembourg S.à r.l., Société à responsabilité limitée.

Siège social: L-2175 Luxembourg, 22, rue Alfred de Musset.

R.C.S. Luxembourg B 140.872.

Alpha Trains ENR S.à r.l., Société à responsabilité limitée.

Siège social: L-2175 Luxembourg, 22, rue Alfred de Musset.

R.C.S. Luxembourg B 187.067.

Alpha Trains Luxembourg No.2 S.à r.l., Société à responsabilité limitée.

Siège social: L-2175 Luxembourg, 22, rue Alfred de Musset.

R.C.S. Luxembourg B 181.031.

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TO WHOM IT MAY CONCERN

Re: Simplified domestic merger between Alpha Trains Luxembourg S.à r.l, Alpha Trains ENR S.à r.l. and Alpha Trains Luxembourg No. 2 S.à r.l

Echternach, 31 August 2015

I, the Undersigned, Maître Henri BECK, notary residing in Echternach, Grand Duchy of Luxembourg, hereby:

(i) acknowledge that:

(a) Alpha Trains Luxembourg S.à r.l, a private limited liability company (société à responsabilité limitée) existing and organized under the laws of the Grand Duchy of Luxembourg, having its registered office at 22, rue Alfred de Musset, L-2175 Luxembourg, Grand Duchy of Luxembourg, having a share capital of EUR 100,000 and registered with the Luxembourg Register of Commerce and Companies under number B 140872, Alpha Trains ENR S.à r.l., a private limited liability company (société à responsabilité limitée) existing and organized under the laws of the Grand Duchy of Luxembourg, having its registered office at 22, rue Alfred de Musset, L-2175 Luxembourg, Grand Duchy of Luxembourg, having a share capital of EUR 12,500 and registered with the Luxembourg Register of Commerce and Companies under number B 187067 and Alpha Trains Luxembourg No. 2 S.à r.l., a private limited liability company (société à responsabilité limitée) existing and organized under the laws of the Grand Duchy of Luxembourg, having its registered office at 22, rue Alfred de Musset, L-2175 Luxembourg, Grand Duchy of Luxembourg, having a share capital of EUR 12,500 and registered with the Luxembourg Register of Commerce and Companies under number B 181031, have initiated a simplified domestic merger process pursuant to which Alpha Trains ENR S.à r.l. and Alpha Trains Luxembourg No. 2 S.à r.l. will transfer all their respective assets and liabilities to Alpha Trains Luxembourg S.à r.l, in accordance with and pursuant to the provisions of article 278 of the Luxembourg law on commercial companies dated August 10, 1915, as amended (the Law);

(b) the common draft terms of the merger between Alpha Trains Luxembourg S.à r.l., Alpha Trains ENR S.à r.l. and Alpha Trains Luxembourg No. 2 S.à r.l, have been published in the Official Gazette (Journal Officiel du Grand-Duché de Luxembourg, Recueil des Sociétés et Associations, Mémorial C) under number 1814, page 87036 on 22 July 2015;

(c) a period of at least one month has elapsed between the said publication of the common draft terms and the date hereof;

(d) the documents listed in article 267 of the Law, have, to the extent required, duly been made available for inspection by the shareholders of Apha Trains Luxembourg S.à r.l, Apha Trains ENR S.à r.l. and Alpha Trains Luxembourg No. 2 S.à r.l, at least one month prior to the date hereof;

(e) all of the shareholders of Apha Trains Luxembourg S.à r.l, Alpha Trains Luxembourg No. 2 S.à r.l. and Alpha Trains ENR S.à r.l. have agreed that the accounting statements specified in article 267 (1) c) are not required; and

(f) no shareholder holding 5% or more of the shares or corporate units in the subscribed capital of Alpha Trains Luxembourg S.à r.l. have requested that general meeting of Alpha Trains Luxembourg S.à r.l. be called in order to decide whether to approve the mergers.

(ii) attest, pursuant to the provision of article 273 of the Law, the existence and the validity of the merger proposal and of the legal acts and formalities required from Apha Trains Luxembourg S.à r.l, Apha Trains ENR S.à r.l. and Alpha Trains Luxembourg No. 2 S.à r.l. under the laws of the Grand Duchy of Luxembourg in accordance with article 279 of the Law.

Suit la version française du texte qui précède:

A QUI DE DROIT

Objet: fusion domestique simplifiée entre Apha Trains Luxembourg S.à r.l., Alpha Trains ENR S.à r.l et Alpha Trains Luxembourg No. 2 S.à r.l

Echternach, le 31 août 2015

Je, soussigné, Maître Henri BECK, notaire de residence à Echternach, Grand-Duché de Luxembourg, par les présentes:

(i) prend acte que:

a. Alpha Trains Luxembourg S.à r.l, une société à responsabilité limitée existante et organisée selon les lois du Grand-Duché de Luxembourg, dont le siège social est établi au 22, rue Alfred de Musset, L-2175 Luxembourg, Grand-Duché de Luxembourg, disposant d'un capital social de EUR 100.000 et immatriculée au Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 140872, Alpha Trains ENR S.à r.l,., une société à responsabilité limitée existante et organisée selon les lois du Grand-Duché de Luxembourg, dont le siège social est établi au 22, rue Alfred de Musset, L-2175 Luxembourg, Grand-Duché de Luxembourg, disposant d'un capital social de EUR 12.500 et immatriculée au Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 187067 et Alpha Trains Luxembourg No. 2 S.à r.l, une société à responsabilité limitée existante et organisée selon les lois du Grand-Duché de Luxembourg, dont le siège social est établi au 22, rue Alfred de Musset, L-2175 Luxembourg, Grand-Duché de Luxembourg, disposant d'un capital social de EUR 12.500 et immatriculée au Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 181031 ont initié une procédure de fusion domestique simplifiée en vertu de laquelle Alpha Trains ENR S.à r.l et Apha Trains Luxembourg No. 2 S.à r.l. transféreront tous leurs actifs et passifs à Alpha Trains Luxembourg S.à r.l conformément à et en vertu des dispositions de l'article 278 de la loi luxembourgeoises sur les sociétés commerciales datée du 10 août 1915, telle que modifiée (la Loi);

b. Le projet commun de fusion entre Alpha Trains Luxembourg S.à r.l, Apha Trains ENR S.à r.l. et Alpha Trains Luxembourg No. 2 S.à r.l. a été publié au Journal Officiel (Journal Officiel du Grand-Duché de Luxembourg, Recueil des Sociétés et Associations, Mémorial C) dans le numéro 1814, page 87036 le 22 juillet 2015;

c. une période d'au moins un mois s'est écoulée entre ladite publication du projet commun et la date des présentes;

d. les documents listés à l'article 267 de la Loi ont été dûment mis à disposition pour inspection par les associés de Alpha Trains Luxembourg S.à r.l., Alpha Trains ENR S.à r.l. et Apha Trains Luxembourg No. 2 S.à r.l. au moins un mois avant la date des présentes.

Atteste, en vertu de l'article 273 de la Loi, l'existence et la validité du projet de fusion des actes juridiques et des formalités exigées de Alpha Trains Luxembourg S.à r.l., Apha Trains ENR S.à r.l. et Alpha Trains Luxembourg No. 2 S.à r.l. selon les lois du Grand-Duché de Luxembourg conformément à l'article 279 de la Loi.

Maître Henri Beck, Notaire.

Référence de publication: 2015148068/81.

(150162137) Déposé au registre de commerce et des sociétés de Luxembourg, le 3 septembre 2015.

Ariti S.A., Société Anonyme.

Siège social: L-1635 Luxembourg, 87, allée Léopold Goebel.

R.C.S. Luxembourg B 198.902.

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STATUTEN

Im Jahre zweitausendvierzehn, am einundzwanzigsten Tag des Monats Juli;

Vor dem unterzeichneten Notar Carlo WERSANDT, mit dem Amtssitz in Luxemburg, (Großherzogtum Luxemburg);

SIND ERSCHIENEN:

Die nach dem Recht des Großherzogtums Luxemburg gegründete und bestehende Aktiengesellschaft „JUWO INVEST S.A.“, mit Sitz in L-1635 Luxemburg, 87, Allée Léopold Goebel, eingetragen im Handels- und Firmenregister von Luxemburg, Sektion B, unter der Nummer 189501,

hier vertreten durch ihren Delegierten des Verwaltungsrates Herrn Wolfgang FREYMUTH, Rentner, wohnhaft in L-2551 Luxemburg, 55, Avenue du X Septembre.

Welche erschienene Partei, vertreten wie hiervor erwähnt, den amtierenden Notar ersucht die Statuten einer Aktiengesellschaft, welche sie hiermit zu gründen beabsichtigt, zu beurkunden wie folgt:

Titel I. - Name - Sitz - Zweck - Dauer der Gesellschaft

Art. 1. Unter der Bezeichnung „ARITI S.A.“, (die „Gesellschaft“), wird hiermit eine Aktiengesellschaft gegründet, welche der gegenwärtigen Satzungen (die „Statuten“), sowie den Gesetzen des Großherzogtums Luxemburg und insbesondere dem Gesetz vom 10. August 1915 in seiner derzeit gültigen Fassung, unterliegt.

Art. 2. Die Gesellschaft hat ihren Sitz in der Gemeinde Luxemburg (Großherzogtum Luxemburg).

Unbeschadet der Regeln des allgemeinen Rechtes betreffend die Kündigung von Verträgen, falls der Gesellschaftssitz auf Grund eines Vertrages mit Drittpersonen festgesetzt wurde, kann der Sitz der Gesellschaft durch einfachen Beschluss des Verwaltungsrats der Gesellschaft, beziehungsweise im Fall eines Alleinverwalters, durch Beschluss desselben, innerhalb der Grenzen der Gemeinde verlegt werden.

Der Gesellschaftssitz kann durch Beschluss der Generalversammlung der Aktionäre in Übereinstimmung mit den Bestimmungen über die Satzungsänderung an jeden anderen Ort des Großherzogtums Luxemburg verlegt werden.

Durch einfachen Beschluss des Verwaltungsrates können Niederlassungen, Filialen, Agenturen oder Büros sowohl im Großherzogtum Luxemburg als auch im Ausland errichtet werden.

Art. 3. Die Dauer der Gesellschaft ist unbegrenzt.

Art. 4. Der Gesellschaftszweck ist der Kauf, der Verkauf, die Verwaltung und die Verwertung der eigenen Immobilien.

Die Geslleschaft kann ausserdem Beteiligung an Unternehmen und Gesellschaften jedweder Art und die Gründung, Entwicklung, Verwaltung und Kontrolle von Unternehmen und Gesellschaften. Die Gesellschaft kann ihre Beteiligungen durch Zeichnung, Erbringung von Einlagen, Ausübung von Kaufoptionen oder in sonstiger Art und Weise erwerben und durch Verkauf, Abtretung, Tausch oder in sonstiger Art und Weise verwerten.

Die Gesellschaft kann ihre Mittel zur Schaffung, Verwaltung, Entwicklung und Verwertung eines Portfolios verwenden, welches sich aus Wertpapieren und Patenten jedweder Art und Herkunft zusammensetzen kann. Sie kann dabei alle Arten von Wertpapieren durch Ankauf, Zeichnung oder in sonstiger Art und Weise erwerben und diese durch Verkauf, Abtretung oder Tausch oder in sonstiger Weise veräußern.

Die Gesellschaft kann Unternehmen, an denen sie beteiligt ist oder ein wirtschaftliches Interesse hat, wie auch Unternehmen, die zu der gleichen Gruppe gehören, unter Vorbehalt und Beachtung der diesbezüglich zur Anwendung gelangenden gesetzlichen Bestimmungen, und ohne insoweit Geschäfte zu tätigen, die Bankgeschäfte oder Geschäfte des Finanzsektors sind, Darlehen, Vorschüsse oder Sicherheiten gewähren und diese in jedweder Art und Weise zu unterstützen.

Im Rahmen ihrer Tätigkeit kann die Gesellschaft in Hypothekeneintragungen einwilligen, Darlehen aufnehmen, mit oder ohne Garantie, und für andere Personen oder Gesellschaften Bürgschaften leisten, unter Vorbehalt der diesbezüglichen gesetzlichen Bestimmungen.

Die Gesellschaft kann außerdem alle anderen Operationen kommerzieller, industrieller, finanzieller, mobiliarer und immobiliarer Art, welche sich direkt oder indirekt auf den Gesellschaftszweck beziehen oder denselben fördern, ausführen.

Titel II. - Kapital - Aktien

Art. 5. Das gezeichnete Aktienkapital der Gesellschaft beträgt einunddreißigtausend Euro (31.000,- EUR), eingeteilt in hundert (100) Aktien mit einem Nominalwert von je dreihundertzehn Euro (310,- EUR).

Der Verwaltungsrat oder der Alleinverwalter, wie vorhanden, ist autorisiert, weitere Kapitalreserven zu bilden, wie er es von Zeit zu Zeit für notwendig erachtet (zusätzlich zu denen vom Gesetz verlangten) und er soll eingezahlte Überschüsse, welche die Gesellschaft als Aktienagio oder aus dem Verkauf von Aktien erhält, nutzen, um realisierte oder nicht realisierte Kapitalverluste aufzurechnen oder Dividenden oder andere Ausschüttungen zu zahlen.

Die Aktien lauten sind Inhaber oder Namensaktien, nach Wahl der Aktionäre, mit Ausnahme der Aktien, für welche das Gesetz die Form von Namensaktien vorschreibt.

Die Aktien können, auf Anfrage der Aktionäre, durch Aktienzertifikate repräsentiert werden, welche einzelne oder mehrere Aktien umfassen können.

Die Gesellschaft kann, im Rahmen des Gesetzes und gemäß den darin festgelegten Bedingungen, ihre eigenen Aktien erwerben.

Das gezeichnete Aktienkapital der Gesellschaft kann erhöht oder reduziert werden, durch Beschluss der Generalversammlung der Aktionäre, welcher unter den gleichen Bedingungen wie bei Satzungsänderungen zu fassen ist.

Titel III. - Verwaltung

Art. 6. Die Gesellschaft wird durch den Verwaltungsrat, bestehend aus mindestens drei (3) Mitgliedern, geleitet, welche Aktionäre sein können.

Sollte die Gesellschaft nur einen Einzelaktionär haben, so kann lediglich ein (1) Alleinverwalter die Geschäfte der Gesellschaft führen, unabhängig davon, ob er eine natürliche oder juristische Person ist.

Sofern in dieser Satzung nicht anders vorgesehen, sind alle Vollmachten und Kompetenzen, welche dem Verwaltungsrat zugewiesen werden, auch dem Alleinverwalter zugewiesen, sofern ein solcher gewählt wurde.

Sollte ein Verwaltungsratsmitglied oder Alleinverwalter eine juristische Person sein, soll diese einen permanenten Vertreter (der „Permanente Vertreter“) ernennen, welcher in Luxemburg residiert.

Die Mitglieder des Verwaltungsrates oder der Alleinverwalter werden durch die Generalversammlung der Aktionäre für eine Dauer von höchstens sechs (6) Jahren gewählt, wobei die Generalversammlung die Mitglieder jederzeit abberufen kann.

Die Anzahl der Verwaltungsratsmitglieder, die Dauer ihres Mandats sowie ihre Entschädigung werden durch die Generalversammlung der Aktionäre festgesetzt.

Das Amt eines Verwaltungsratsmitglieds gilt als unbesetzt wenn:

- er von seinem Posten unter schriftlicher Benachrichtigung der Gesellschaft zurücktritt, oder

- seinen Posten aufgrund rechtlicher Vorschriften niederlegen muss weil es ihm durch diese Vorschriften verboten ist oder er als unqualifiziert gilt, diesen Posten weiterhin auszuüben;

- er zahlungsunfähig wird oder generell Absprachen oder einvernehmliche Regelungen mit seinen Gläubigern trifft, oder

- wenn er von seinem Posten durch Beschluss der Generalversammlung der Aktionäre enthoben wird.

Sofern das Gesetz es erlaubt, soll jedes aktuelle oder ehemalige Mitglied des Verwaltungsrates aus dem Vermögen der Gesellschaft für jeglichen Verlust oder Haftung entschädigt werden, welche ihm aufgrund der Ausübung seines Mandats als Mitglied entstanden sind.

Art. 7. Sofern er existiert, wählt der Verwaltungsrat aus seiner Mitte einen Vorsitzenden.

Auf Einberufung durch den Vorsitzenden trifft sich der Verwaltungsrat so oft wie es im Interesse der Gesellschaft notwendig ist. Der Verwaltungsrat muss zusammentreten, wenn ein (1) Verwaltungsratsmitglied dies verlangt.

Alle Verwaltungsratssitzungen werden in Luxemburg abgehalten.

Der Verwaltungsrat ist beschlussfähig, sofern die Mehrheit seiner Mitglieder anwesend oder vertreten ist.

In dringlichen Fällen können Beschlüsse auch auf schriftlichem Wege gefasst werden (Umlaufbeschlüsse). Solche Beschlüsse haben dieselbe Wirksamkeit und Auswirkungen wie Beschlüsse einer ordnungsgemäß einberufenen und abgehaltenen Verwaltungsratssitzung, wenn alle Mitglieder des Verwaltungsrates oder der Alleinverwalter sie unterzeichnet haben. Die Unterschriften der Mitglieder in einem Umlaufbeschluss können auf einem Dokument oder auf mehreren Kopien eines gleich lautenden Beschlusses erscheinen und können im Wege eines Briefes, Fax oder ähnlichen Kommunikationsmittels erbracht werden. Umlaufbeschlüsse sollen an den Sitz der Gesellschaft übersendet werden und dort aufbewahrt werden.

In dringlichen Fällen können Mitglieder des Verwaltungsrates Sitzungen auch durch Verwendung von Fernkommunikationsmitteln abhalten. Nimmt ein Mitglied an einer solchen Sitzung durch ein Fernkommunikationsmittel (einschließlich eines Telefons) teil, so muss sichergestellt sein, dass alle anderen an der Sitzung teilnehmenden Mitglieder (die entweder anwesend sind oder sich ebenfalls eines Ferntelekommunikationsmittels bedienen) dieses Mitglied hören und selbst von diesem Mitglied gehört werden können. In einem solchen Fall gelten Mitglieder, die sich eines Fernkommunikationsmittels bedienen als an dieser Sitzung teilnehmende Mitglieder, die für die Zählung des Quorums maßgeblich sind und wirksam über alle auf einer solchen Sitzung besprochenen Angelegenheiten abstimmen können.

Art. 8. Der Alleinverwalter oder der Verwaltungsrat ist befugt, die Gesellschaft im weitesten Sinne zu leiten und alle Geschäfte vorzunehmen, welche mit dem Gesellschaftszweck in Einklang stehen.

Alle Befugnisse, die nicht ausdrücklich durch das Gesetz oder diese Satzung der Generalversammlung zustehen, fallen in den Aufgabenbereich des Verwaltungsrates oder des Alleinverwalters.

Der Verwaltungsrat ist ermächtigt, im Einklang mit den rechtlichen Vorschriften Zwischendividenden auszuzahlen.

Art. 9. Wenn ein Verwaltungsrat besteht, wird die Gesellschaft rechtmäßig vertreten durch die Einzelunterschrift des Delegierten des Verwaltungsrates der Gesellschaft oder durch die gemeinsame Unterschrift zweier Verwaltungsratsmitglieder.

Sollte lediglich ein Alleinverwalter existieren, wird die Gesellschaft durch die Unterschrift des Alleinverwalters rechtlich wirksam gebunden. Ist der Alleinverwalter eine juristische Person, so soll deren Unterschrift im Einklang mit ihren Gesellschaftsdokumenten und existierenden Autorisation abgegeben werden. Diese juristische Person, welche Alleinverwalter ist, kann den Permanenten Vertreter autorisieren, im Namen der Gesellschaft zu zeichnen.

Art. 10. Der Verwaltungsrat kann seine Befugnisse zur Führung des Tagesgeschäfts an einen oder mehrere seiner Mitglieder, die geschäftsführenden Mitglieder, delegieren.

Der Verwaltungsrat kann weiterhin die Verwaltung aller Angelegenheiten der Gesellschaft oder der Angelegenheiten eines bestimmten Sachgebietes einem oder mehrerer seiner Mitglieder zuweisen und für bestimmte Angelegenheiten Sondervollmachten an andere Personen erteilen, die weder Verwaltungsratsmitglieder noch Aktionäre der Gesellschaft sein müssen.

Art. 11. Der Verwaltungsrat, durch seinen Vorsitzenden oder einen für diesen Zweck bevollmächtigtes Mitglied des Verwaltungsrates, oder der Alleinverwalter, falls vorhanden, vertritt die Gesellschaft in allen Rechtsstreitigkeiten im Namen der Gesellschaft.

Titel IV. - Aufsicht

Art. 12. Die Gesellschaft wird durch einen oder mehrere Rechnungskommissare beaufsichtigt. Rechnungskommissare werden durch die Generalversammlung der Aktionäre oder den Einzelaktionär, im gegebenen Falle, ernannt, welche(r) auch die Anzahl der Rechnungskommissare, ihre Entschädigung und die Dauer ihrer Bestellung, welche sechs (6) Jahre nicht überschreiten darf, bestimmt.

Titel V. - Generalversammlung

Art. 13. Die jährliche Generalversammlung tritt am 1. Montag des Monats Mai um 11.30 Uhr am Gesellschaftssitz oder an jedem anderen im Einberufungsschreiben genannten Ort im Großherzogtum Luxemburg zusammen.

Sollte ein solcher Tag ein gesetzlicher Feiertag sein, wird die Generalversammlung am nächstfolgenden Arbeitstag stattfinden.

Alle außerordentlichen Generalversammlungen finden ebenfalls in Luxemburg statt.

Die Generalversammlung kann wirksam Beschlüsse fassen, wenn die einfache Mehrheit der anwesenden und vertretenen Aktionäre auf einer jährlichen oder außergewöhnlichen Generalversammlung zustimmt, es sei denn, das Gesetz oder diese Satzung sehen andere Mehrheits- und Quorumserfordernisse vor.

Titel VI. - Geschäftsjahr - Gewinnverwertung

Art. 14. Das Geschäftsjahr der Gesellschaft beginnt am 1. Januar und endet am 31. Dezember eines jeden Jahres.

Art. 15. Nach Abzug jeglicher Ausgaben der Gesellschaft und Amortisierungen, weist die Bilanz der Gesellschaft ihren Nettogewinn aus.

Fünf Prozent (5%) des Nettogewinns werden als gesetzliche Rücklage abgeführt. Diese zwangsweise Abführung endet sobald die gesetzliche Rücklage einen Wert von zehn Prozent (10%) des Gesellschaftskapitals der Gesellschaft erreicht hat. Sollte die gesetzliche Rücklage unter diesen Wert sinken, muss die zwangsweise Abführung wieder aufgenommen werden bis die gesetzliche Rücklage wieder vollständig aufgefüllt ist.

Über den verbleibenden Nettogewinn kann die Generalversammlung der Aktionäre oder der Einzelaktionär, wie vorhanden, frei verfügen.

Titel VII. - Auflösung und Liquidation

Art. 16. Die Gesellschaft kann jederzeit, durch einen Beschluss der Generalversammlung der Aktionäre oder des Einzelaktionärs aufgelöst werden. Im Falle der Auflösung der Gesellschaft wird die Liquidation von einem oder mehreren Liquidatoren durchgeführt, die natürliche oder juristische Personen sein können und von der Generalversammlung bestellt werden. Die Generalversammlung bestimmt die Befugnisse und die Entschädigung des bzw. der Liquidatoren.

Titel VIII. - Allgemeine Vorschriften

Art. 17. Alle Angelegenheiten, die nicht in dieser Satzung geregelt werden, unterliegen den Vorschriften des Gesetzes vom 10. August 1915 über Handelsgesellschaften und den Änderungsgesetzen zu diesem Gesetz.

Übergangsbestimmungen

1) Das erste Geschäftsjahr beginnt mit dem heutigen Tage und endet am 31. Dezember 2015.

2) Die erste jährliche Generalversammlung findet im Jahre 2016 statt.

Zeichnung und Einzahlung der Aktien

Nach Feststellung der Statuten, wie vorstehend erwähnt, sind sämtliche einhundert (100) Aktien durch die alleinige Gesellschafterin, die Gesellschaft „JUWO INVEST S.A.“, vorbezeichnet und vertreten wie hiervor erwähnt, gezeichnet und voll in bar eingezahlt worden, so dass der Betrag von einunddreißigtausend Euro (31.000,-EUR) der Gesellschaft ab sofort zur Verfügung steht, was dem amtierenden Notar nachgewiesen wurde, welcher dies ausdrücklich bestätigt.

Erklärung

Der unterzeichnete Notar erklärt, dass die Bedingungen des Artikels 26 des Gesetzes vom 10. August 1915 über die Handelsgesellschaften, wie abgeändert, beachtet und erläutert wurden.

Kosten

Der Gesamtbetrag der Kosten, Ausgaben, Vergütungen und Auslagen, unter welcher Form auch immer, welche der Gesellschaft aus Anlass dieser Urkunde entstehen und für die sie haftet, beläuft sich auf ungefähr neunhundertfünfzig Euro.

Beschlussfassung der Alleinigen Gesellschafterin

Unverzüglich nach der Gründung der Gesellschaft, hat die erschienene Partei, welche das gesamte gezeichnete Gesellschaftskapital vertritt, als Alleingesellschafterin folgende Beschlüsse gefasst:

1. Der Sitz der Gesellschaft befindet sich in L-1635 Luxemburg, 87, allée Léopold Goebel.

2. Die Zahl der Mitglieder des Verwaltungsrates wird auf einen (1) und die der Kommissare auf einen (1) festgesetzt.

3. Wie laut den gesetzlichen Bestimmungen und der vorliegenden Satzung erlaubt, wird Herr Wolfgang FREYMUTH, Rentner, geboren am 5. Oktober 1943 in Wildeshausen (Bundesrepublik Deutschland), wohnhaft in L-2251 Luxemburg, 55, Avenue du X Septembre, zum Alleinverwalter ernannt und übt die Befugnisse welche dem Verwaltungsrat zufallen aus.

4. Die nach dem Recht des Großherzogtums Luxemburg gegründete und bestehende Aktiengesellschaft „FIDUPLAN S.A.“, mit Sitz in L-1635 Luxemburg, 87, Allée Léopold Goebel, eingetragen beim Handels- und Firmenregister von Luxemburg, Sektion B, unter der Nummer 44563, wird zum Rechnungskommissar ernannt.

5. Die Mandate des Alleinverwalters und des Kommissars enden sofort nach der jährlichen Generalversammlung von 2020.

WORÜBER URKUNDE, aufgenommen in Luxemburg, am Datum wie eingangs erwähnt.

Und nach Vorlesung und Erklärung alles Vorstehenden an den gesetzlichen Vertreter der erschienenen Partei, qualitate qua, dem amtierenden Notar nach Namen, Vornamen, Stand und Wohnort bekannt, hat derselbe gegenwärtige Urkunde mit Uns Notar unterschrieben.

Signé: W. FREYMUTH, C. WERSANDT.

Enregistré à Luxembourg A.C. 2, le 23 juillet 2015. 2LAC/2015/16716. Reçu soixante-quinze euros 75,00 €.

Le Receveur ff. (signé): Yvette THILL.

POUR EXPEDITION CONFORME, délivrée;

Luxembourg, le 29 juillet 2015.

Référence de publication: 2015130254/198.

(150141054) Déposé au registre de commerce et des sociétés de Luxembourg, le 31 juillet 2015.

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

(anc. Palombe S.A.).

Siège social: L-1882 Luxembourg, 12D, Impasse Drosbach.

R.C.S. Luxembourg B 169.150.

—

L'an deux mille quinze, le dix-neuf août.

Par-devant Maître Henri HELLINCKX, notaire de résidence à Luxembourg.

S'est réunie

l'Assemblée Générale Extraordinaire des actionnaires de la société anonyme PALOMBE S.A., R.C.S. Luxembourg numéro B 169150, ayant son siège social à Luxembourg, constituée suivant acte notarié, en date du 29 mai 2012, publié au Mémorial, Recueil des Sociétés et Associations C numéro 1659 du 2 juillet 2012.

L'assemblée est présidée par Madame Rika MAMDY, demeurant professionnellement à Luxembourg.

Le président désigne comme secrétaire et l'assemblée choisit comme scrutateur Madame Arlette Siebenaler, demeurant professionnellement à Luxembourg.

Le bureau de l’assemblée étant ainsi constitué, le président déclare et prie le notaire d'acter que:

I. Les actionnaires présents ou représentés, les mandataires des actionnaires représentés et le nombre d'actions qu'ils détiennent sont renseignés sur une liste de présence, signée par le bureau de l'assemblée, les actionnaires présents, les mandataires des actionnaires représentés et le notaire soussigné. Ladite liste de présence restera annexée au présent acte pour être soumise avec lui aux formalités de l'enregistrement.

Les procurations des actionnaires représentés, après avoir été paraphées "ne varietur" par les comparants, resteront également annexées au présent acte.

II. Toutes les actions étant représentées à la présente assemblée, il a pu être fait abstraction des convocations d’usage, les actionnaires présents ou représentés se reconnaissant dûment convoqués et déclarant par ailleurs avoir eu connaissance de l’ordre du jour qui leur a été communiqué au préalable.

III. La présente assemblée, réunissant l’intégralité du capital social est régulièrement constituée et peut délibérer valablement, telle qu'elle est constituée, sur les points portés à l’ordre du jour.

IV. L’ordre du jour de la présente assemblée est le suivant:

Ordre du jour

1. Changement du nom de la Société.

2. Changement de la société PALOMBE S.A. actuellement SOPARFI en SPF.

3. Divers.

L’assemblée ayant entendu l’ordre du jour, prend à l’unanimité des voix les résolutions suivantes:

Première résolution

L’assemblée décide de changer le nom de la Société en SICOVAM S.A. SPF.

Deuxième résolution

L’Assemblée décide de changer la forme de la Société actuellement SOPARFI en SPF.

Deuxième résolution

Suite aux résolutions qui précèdent, l'assemblée décide procéder aux modifications statutaires suivantes:

L'Assemblée décide de changer le premier alinéa de l'article 1 er des statuts pour lui donner désormais la teneur suivante:

«Il existe une société anonyme (ci-après la «Société») sous la dénomination de SICOVAM S.A. SPF», laquelle sera régie par les lois du Grand-Duché du Luxembourg, et en particulier la loi du 10 août 1915 relative aux sociétés commerciales, telle que modifiée (ci-après la «Loi sur les Sociétés»), la loi du 11 mai 2007 relative à la création d'une société de gestion de patrimoine familial («Loi sur les SPF»), ainsi que par les présents statuts de la Société (ci-après les «Statuts»).

L'assemblée décide de modifier l'article 2 des statuts pour lui donner désormais la teneur suivante:

«La société a pour objet exclusif l'acquisition, la détention, la gestion et la réalisation d'actifs financiers tels que définis à l'article 2 de la loi du 11 mai 2007 relative à la création d'une société de gestion de patrimoine familial («SPF»).» L'assemblée décide d'ajouter un nouveau troisième alinéa à l'article 3 des statuts libellé comme suit:

«Les actions de la Société sont réservées aux investisseurs définis à l'article 3 de la loi sur les SPF.»

L'assemblée décide de modifier l'article 11 des statuts pour lui donner désormais la teneur suivante:

«Pour tout ce qui ne fait pas l'objet d'une disposition spécifique des présents Statuts, il est fait référence à la Loi sur les Sociétés et à la Loi sur les SPF.»

Plus rien ne figurant à l'ordre du jour, la séance est levée.

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

Et après lecture faite aux comparants, tous connus du notaire par leurs noms, prénoms usuels, états et demeures, les membres du bureau ont tous signé avec Nous notaire la présente minute.

Signé: R. MAMDY, A. SIEBENALER et H. HELLINCKX.

Enregistré à Luxembourg A.C.1, le 21 août 2015. Relation: 1LAC/2015/26806. Reçu soixante-quinze euros (75.- EUR)

Le Receveur (signé): P. MOLLING.

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

Luxembourg, le 26 août 2015.

Référence de publication: 2015145020/63.

(150158242) Déposé au registre de commerce et des sociétés de Luxembourg, le 26 août 2015.

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

(anc. ARIA Structured Investments SICAV-SIF).

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

R.C.S. Luxembourg B 130.369.

—

In the year two thousand and fifteen, on the twentieth day of the month of August at noon;

Before Us Me Carlo WERSANDT, notary residing in Luxembourg (Grand Duchy of Luxembourg), undersigned;

Is held

an extraordinary general meeting (the "Meeting") of the shareholders of "ARIA Structured Investments SICAV-SIF", an investment company with variable capital - specialized investment fund (société d'investissement à capital variable - fonds d'investissement spécialisé) established as a partnership limited by shares (société en commandite par actions) subject to the amended act of 13 February 2007 on specialized investment funds and governed by the laws of the Grand Duchy of Luxembourg, established and having its registered office in L-2449 Luxembourg, 25A, boulevard Royal, registered with the Trade and Companies Registry of Luxembourg, section B, under number 130369, (the"Company"), incorporated pursuant to a deed of Me Joseph ELVINGER, notary then residing in Luxembourg (Grand Duchy of Luxembourg), on July 16, 2007, published in the Mémorial C, Recueil des Sociétés et Associations, number 1975 of September 13, 2007,

and whose articles of association (the "Articles") have not been amended since.

The Meeting is presided by Mr. Tom BERNARDY, employee, residing professionally in L-2449 Luxembourg, 25A, boulevard Royal.

The Chairman appointed Mrs. Magali AUER, employee, residing professionally in L-2449 Luxembourg, 25A, boulevard Royal, as secretary.

The Meeting elected Ms. Lorène SCHAACK, employee, residing professionally in L-2449 Luxembourg, 25A, boulevard Royal, as scrutineer.

The board of the Meeting having thus been constituted, the Chairman has declared and requested the officiating notary to state:

I. That the agenda of the Meeting is the following:

Agenda

a) Change Art. 1 to:

" **Art. 1. Name.** There exists among the subscribers and all those who may become owners of the shares of the Company, hereafter issued (the Shareholders) (the Shares), a Luxembourg corporate partnership in the form of a "société en commandite par actions" qualifying as a "société d'investissement à capital variable" organised as a "fonds d'investissement spécialisé" pursuant to the law of February 13, 2007 relating to specialised investment funds (the 2007 Law) under the name of AVIA SICAV-SIF (hereafter the Company)."

b) Information to amend the prospectus The shareholders are informed that as a consequence of the name change of the fund, all sub-funds will be amended accordingly as follow:

- ARIA STRUCTURED INVESTMENTS SICAV-SIF GEMS PROECTED FUND becomes

AVIA SICAV-SIF GEMS FUND

- ARIA STRUCTURED INVESTMENTS SICAV-SIF Aria Enhanced Income Fund becomes

AVIA SICAV-SIF ENHANCED FUND

- ARIA STRUCTURED INVESTMENTS SICAV-SIF Aria Absolute Income Protected Fund becomes

AVIA SICAV-SIF ALTUS FUND

II. That the shareholders, present or represented, as well as the number of their shares held by them, are shown on an attendance list; this attendance list is signed by the shareholders, the proxies of the represented shareholders, the members of the board of the Meeting and the officiating notary.

III. That the proxies of the represented shareholders, signed "ne varietur" by the members of the board of the Meeting and the officiating notary, will remain attached to the present deed in order to be recorded with it.

IV. That all the shares being in nominative form, the Meeting has been duly convened by notices containing the agenda and sent to the shareholders by registered mail on August 11, 2015, a copy of such convening notices has been given to the board of the Meeting.

V. That it appears from the attendance list that from the 1,045,825.4077 shares, representing the whole corporate capital, 34,588.9708 shares are present or represented at the Meeting.

VI. That a first general meeting held on May 11, 2010 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. That therefore this Meeting has been convened in accordance with the legal requirements by notices reproducing the agenda and indicating the date and the result of the previous meeting and authorizing a valid deliberation regardless of the proportion of the capital represented. That the Meeting is therefore regularly constituted and that it may decide validly on the item of the agenda.

After the foregoing has been approved by the Meeting, the latter unanimously takes the following resolutions:

Resolution

The Meeting decides to change the name of the Company from "ARIA Structured Investments SICAV-SIF" into "AVIA SICAV-SIF" and to subsequently amend article 1 of the Articles in order to give it the following wording:

" **Art. 1.** There exists among the subscribers and all those who may become owners of the shares of the Company, hereafter issued (the Shareholders) (the Shares), a Luxembourg corporate partnership in the form of a "société en commandite par actions" qualifying as a "société d'investissement à capital variable" organised as a "fonds d'investissement spécialisé" pursuant to the law of February 13, 2007 relating to specialised investment funds (the 2007 Law) under the name of "AVIA SICAV-SIF" (hereafter the Company)"

Acknowledgment

The Meeting acknowledges that, as a consequence of such change of the corporate name of the Fund, all sub-funds will be amended accordingly as follow:

ARIA STRUCTURED INVESTMENTS SICAV-SIF GEMS PROECTED FUND becomes:

AVIA SICAV-SIF GEMS FUND

ARIA STRUCTURED INVESTMENTS SICAV-SIF Aria Enhanced Income Fund becomes:

AVIA SICAV-SIF ENHANCED FUND

ARIA STRUCTURED INVESTMENTS SICAV-SIF Aria Absolute Income Protected Fund becomes:

AVIA SICAV-SIF ALTUS FUND

There being no further business on the agenda, the Chairman thereupon closed the Meeting at 12:30 p.m..

No further item being on the agenda of the Meeting and nobody asking to speak, the Chairman then adjourned the Meeting.

Costs

The aggregate amount of the costs, expenditures, remunerations or expenses, in any form whatsoever, which the Company incurs or for which it is liable by reason of the present deed, is approximately evaluated at one thousand one hundred and twenty Euros.

Statement

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

WHEREOF the present deed was drawn up in Luxembourg, at the date indicated at the beginning of the document.

After reading the present deed to the appearing persons, known to the notary by their name, first name, civil status and residence, the said appearing persons have signed together with Us, the notary, the present deed.

Suit la version en langue française du texte qui précède:

L'an deux mille quinze, le vingtième jour du mois d'août à midi;

Pardevant Nous Maître Carlo WERSANDT, notaire de résidence à Luxembourg (Grand-Duché de Luxembourg), soussigné;

S'est réunie

l'assemblée générale extraordinaire (l'"Assemblée") des actionnaires de "ARIA Structured Investments SICAV-SIF", une société d'investissement à capital variable - fonds d'investissement spécialisé de droit luxembourgeois, organisée sous la forme d'une société en commandite par actions et régie par les lois du Grand-Duché de Luxembourg, établie et ayant son siège social à L-2449 Luxembourg, 25A, boulevard Royal, inscrite au Registre de Commerce et des Sociétés de Luxembourg, section B, sous le numéro 130369, (la "Société"), constituée suivant acte reçu par Maître Joseph ELVINGER, notaire alors de résidence à Luxembourg (Grand-Duché de Luxembourg), le 16 juillet 2007, publié au Mémorial C, Recueil des Sociétés et Associations, numéro 1975 du 13 septembre 2007,

et dont les statuts (les "Statuts") n'ont été plus modifiés depuis lors.

L'Assemblée est présidée par Monsieur Tom BERNARDY, employé, demeurant professionnellement à L-2449 Luxembourg, 25A, boulevard Royal.

Le Président désigne Madame Magali AUER, employée, demeurant professionnellement à L-2449 Luxembourg, 25A, boulevard Royal, comme secrétaire.

L'Assemblée choisit Mademoiselle Lorène SCHAACK, employée, demeurant professionnellement à L-2449 Luxembourg, 25A, boulevard Royal, comme scrutateur.

Le bureau ayant ainsi été constitué, le Président a déclaré et requis le notaire instrumentant d'acter:

I. Que l'ordre du jour de l'Assemblée est le suivant:

Ordre du jour

a) Changement de l'article 1 en:

" **Art. 1 er . Dénomination.** Il existe entre les souscripteurs et tous ceux qui pourraient devenir propriétaires des actions de la Société ci-après créées (les Actionnaires) (les Actions), une société en commandite par actions sous la forme d'une société d'investissement à capital variable organisée comme un fonds d'investissement spécialisé conformément à la loi du 13 février 2007 relative aux fonds d'investissement spécialisés (la Loi de 2007) sous la dénomination de "AVIA SICAV-SIF" (ci après la Société)."

b) Information amender le prospectus Les actionnaires sont informés, qu'en conséquence du changement du nom du fonds, tous les sous-fonds seront conséquemment amendés comme suit:

- ARIA STRUCTURED INVESTMENTS SICAV-SIF GEMS PROECTED FUND devient

AVIA SICAV-SIF GEMS FUND

- ARIA STRUCTURED INVESTMENTS SICAV-SIF Aria Enhanced Income Fund devient

AVIA SICAV-SIF ENHANCED FUND

- ARIA STRUCTURED INVESTMENTS SICAV-SIF Aria Absolute Income Protected Fund devient

AVIA SICAV-SIF ALTUS FUND

I. Que les actionnaires, présents ou représentés, ainsi que le nombre d'actions possédées par chacun d'eux, sont portés sur une liste de présence; cette liste de présence est signée par les actionnaires présents, les mandataires de ceux représentés, les membres du bureau de l'Assemblée et le notaire instrumentant.

III. Que les procurations des actionnaires représentés, signées "ne varietur" par les membres du bureau de l'Assemblée et le notaire instrumentant, resteront annexées au présent acte pour être formalisée avec lui.

IV. Que toutes les actions étant sous la forme nominative, l'Assemblée a été convoquée par des lettres contenant l'ordre du jour adressées aux actionnaires par lettres recommandées à la poste le 11 août 2015, une copie de ces convocations a été soumise au bureau de l'Assemblée.

V. Qu'il apparaît de la liste de présence que sur les 1.045.825,4077 actions, représentant l'intégralité du capital social, 34.588,9708 actions sont présentes ou représentées à l'Assemblée.

VI. Qu'une première assemblée générale tenue le 10 août 2015 pour statuer sur le même ordre du jour n'a pas rempli les conditions de quorum de présence requises par l'article 67-1 de la loi modifiée du 10 août 1915 sur les sociétés commerciales. Que dès lors la présente Assemblée a été convoquée conformément aux conditions légales par des avis reproduisant l'ordre du jour et indiquant la date et le résultat de l'assemblée précédente et autorisant une délibération valable quelle que soit la proportion du capital représenté. Que l'Assemblée est donc régulièrement constituée et qu'elle peut délibérer valablement sur les points portés à l'ordre du jour lui soumis.

Ces faits ayant été reconnus exacts par l'Assemblée, cette dernière a pris comme suit les résolutions suivantes:

Résolution

L'Assemblée décide de changer le nom de la Société de "ARIA Structured Investments SICAV-SIF" en "AVIA SICAV-SIF" et de modifier subséquemment l'article 1 des Statuts afin de lui donner la teneur suivante:

" **Art. 1 er . Dénomination.** Il existe entre les souscripteurs et tous ceux qui pourraient devenir propriétaires des actions de la Société ci-après créées (les Actionnaires) (les Actions), une société en commandite par actions sous la forme d'une société d'investissement à capital variable organisée comme un fonds d'investissement spécialisé conformément à la loi du 13 février 2007 relative aux fonds d'investissement spécialisés (la Loi de 2007) sous la dénomination de "AVIA SICAV-SIF" (ci-après la Société)."

Constatation

L'Assemblée constate, qu'en conséquence dudit changement de dénomination sociale, tous les sous-fonds seront modifiés comme suit_

ARIA STRUCTURED INVESTMENTS SICAV-SIF GEMS PROECTED FUND devient:

AVIA SICAV-SIF GEMS FUND

ARIA STRUCTURED INVESTMENTS SICAV-SIF Aria Enhanced Income Fund devient:

AVIA SICAV-SIF ENHANCED FUND

ARIA STRUCTURED INVESTMENTS SICAV-SIF Aria Absolute Income Protected Fund devient:

AVIA SICAV-SIF ALTUS FUND

Aucun autre point n'étant porté à l'ordre du jour de l'Assemblée et personne ne demandant la parole, le Président a ensuite clôturé l'Assemblée à 12.30 heures.

Frais

Le montant total des frais, dépenses, rémunérations ou charges, sous quelque forme que ce soit, qui incombent à la Société, ou qui sont mis à sa charge à raison des présentes, est évalué approximativement à mille cent vingt euros.

Déclaration

Le notaire soussigné, qui comprend et parle l'anglais et français, déclare par les présentes, qu'à la requête des comparants le présent acte est rédigé en anglais suivi d'une version française; à la requête des mêmes comparants, et en cas de divergences entre le texte anglais et français, la version anglaise prévaudra.

DONT ACTE, le présent acte a été passé à Luxembourg, à la date indiquée en tête des présentes.

Après lecture du présent acte aux comparants, connus du notaire par noms, prénoms, état civil et domiciles, lesdits comparants ont signé avec Nous, notaire, le présent acte.

Signé: T. BERNARDY, M. AUER, L. SCHAACK, C. WERSANDT.

Enregistré à Luxembourg A.C. 2, le 25 août 2015. 2LAC/2015/19207. Reçu soixante-quinze euros 75,- €.

Le Receveur ff. (signé): Yvette THILL.

POUR EXPEDITION CONFORME, délivrée;

Luxembourg, le 4 septembre 2015.

Référence de publication: 2015146880/179.

(150160709) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er septembre 2015.

Northam Evergreen GP S.à r.l., Société à responsabilité limitée.

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

R.C.S. Luxembourg B 199.607.

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STATUTES

In the year two thousand and fifteen,

on the twentieth day of the month of August.

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

there appeared:

Northam Property Funds Management S.à r.l., a limited liability company (société à responsabilité limitée) incorporated and organised under the laws of the Grand Duchy of Luxembourg, registered with the trade register of Luxembourg (Registre de Commerce et des Sociétés) under number B 140.838, having its registered office at 1B Heienhaff, L-1736 Senningerberg, Grand Duchy of Luxembourg,

represented by Mr Christian Lennig, Rechtsanwalt, professionally residing in L-1330 Luxembourg,

by virtue of a proxy given in Luxembourg (Grand Duchy of Luxembourg), on 07 August 2015.

The proxy given, signed "ne varietur" by the appearing person and the undersigned notary shall remain annexed to the present deed to be filed at the same time with the registration authorities.

Such appearing party, represented as hereabove stated, has requested the notary to state the following articles of incorporation of a société à responsabilité limitée governed by the relevant laws and the present articles of incorporation.

Definitions

The following terms shall have the meaning as set out hereafter whenever used herein with initial capital letters:

"1915 Law" means the Luxembourg law dated 10 August 1915 on commercial companies, as amended from time to time;

"2007 Law" means the Luxembourg law dated 13 February 2007 on specialised investment funds, as amended from time to time;

"Articles" means the present articles of incorporation;

"Board" means the board of Managers of the Company;

"Business Day" means any day, other than a Saturday or Sunday, when banks in Luxembourg are open for the transaction of normal business;

"Euro" or "EUR" means the lawful currency of the European Union member States that have adopted the single currency in accordance with the Treaty on European Union and the Treaty on the Functioning of the European Union;

"Manager" means a manager appointed to the Board in accordance with these Articles or as the case may be a member of the Board;

"Share(s)" means the shares issued by the Company and any share issued in exchange for those shares or by way of conversion or reclassification, and any shares representing or deriving from those shares as a result of any increases in or reorganization or variation of the capital of the Company; and

"Shareholder" means a holder of Shares.

Title I. Name, Purpose, Duration, Registered Office

Art. 1. There is hereby formed by the present and all persons and entities who may become Shareholders in the future a company in the form of a société à responsabilité limitée under the name of NORTHAM EVERGREEN GP S.à r.l. (hereinafter referred to as the "Company").

Art. 2. The Company's corporate object is to act as general partner (associé gérant commandité) of a common limited partnership (société en commandite simple), originally incorporated under the name "NORTHAM EVERGREEN FUNDS S.C.S. SICAV-FIS", qualifying as a specialized investment fund (fonds d'investissement spécialisé) under the 2007 Law.

The Company shall carry out any activities connected with its status of general partner of the aforementioned entity.

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

Art. 3. The Company is formed for an unlimited duration.

Art. 4. The registered office of the Company is established in the city of Luxembourg, Grand Duchy of Luxembourg. Branches or other offices may be established either in Luxembourg or abroad by resolution of the Board, after having received Shareholders consent.

In the event that the Board, determines that extraordinary political or military developments have occurred or are imminent that would interfere with the normal activities of the Company at its registered office, or with the ease of

communication between such office and persons abroad, the registered office may be temporarily transferred abroad until the complete cessation of these abnormal circumstances; such temporary measures shall have no effect on the nationality of the Company which, notwithstanding the temporary transfer of its registered office abroad, will remain a Luxembourg company.

Title II. Capital, Shares

Art. 5. The Company's capital is fixed at twelve thousand five hundred Euro (EUR 12,500.-) represented by one hundred (100) Shares of one hundred and twenty-five Euro (EUR 125.-) each.

The one hundred (100) Shares have all been fully paid in cash.

The capital may be increased or reduced by a resolution of the single Shareholder or by resolution of the Shareholders of the Company adopted in accordance with Article 19 hereof.

Shares will only be issued in registered form and will be inscribed in the register of Shares, which is held by the Company or by one or more persons on behalf of the Company. Such register of Shares shall set forth the name of each Shareholder, his residence or elected domicile, the number and class of Shares held by him.

In case of a single Shareholder, the Shares held by the single Shareholder are freely transferable.

In case of plurality of Shareholders, the Shares held by each Shareholder may be transferred by application of the requirements of article 189 of the 1915 Law.

Title III. Shareholder meetings

Art. 6. Any regularly constituted meeting of the Shareholders of the Company shall represent the entire body of Shareholders of the Company. It shall have the broadest powers to order, carry out or ratify acts relating to the operations of Company.

Art. 7. In case of a single Shareholder, the single Shareholder assumes all powers conferred to the Shareholders' meeting. Any resolutions to be taken by the single Shareholder may be taken in writing.

In case of plurality of Shareholders, the provisions of Article 8 will apply to any resolution to be taken by a meeting of Shareholders.

Each Share is entitled to one vote.

A Shareholder may be represented (at any meeting of Shareholders) by another person, which does not need to be a Shareholder and which may be a Manager. The proxy established to this effect may be in writing or by cable, telegram, facsimile or e-mail transmission.

Art. 8. If legally required or if not so required upon the decision of the Board, annual general meetings of Shareholders of the Company shall be held, in accordance with Luxembourg law, in Luxembourg at the registered office of the Company, or such other place in Luxembourg as may be specified in the notice of the meeting. Such annual general meetings may be held abroad if, in the judgement of the Board, exceptional circumstances so require.

The Board, may convene other meetings of Shareholders to be held at such place and time as may be specified in the respective notices of meetings.

The quorum and delays required by law shall govern the notice for and conduct of the meetings of Shareholders of the Company, unless otherwise provided herein.

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

The general meeting of Shareholders shall be called by the Board, by notices containing the agenda and which will be published as required by law.

The Board will prepare the agenda, except if the meeting takes place due to the written request of Shareholders provided for by law; in such case the Board may prepare an additional agenda.

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

The matters dealt with by the meeting of Shareholders are limited to the issues contained in the agenda which must contain all issues prescribed by law as well as to issues related thereto, except if all the Shareholders agree to another agenda. In case the agenda should contain the nomination of Managers or of the auditor, the names of the eligible Managers or of the auditors will be inserted in the agenda.

Title IV. Administration

Art. 9. The Company shall be managed by at least three Managers. The appointed Managers will constitute a Board.

The Manager(s) need not be Shareholders of the Company.

The Manager(s) shall be elected by the general meeting of Shareholders for a period as determined by such general meeting of Shareholders and until their successors are elected and take up their functions. Upon expiry of its mandate, a Manager may seek reappointment.

The Manager(s) mandate may be revoked at any time with or without a reason by the general meeting of Shareholders.

In the event of a vacancy in the office of a Manager because of death, retirement or otherwise, the remaining Managers may meet and may elect, by majority vote, a Manager to fill such vacancy until the next general meeting of Shareholders.

Art. 10. The Board shall choose from among its members a chairman.

The chairman shall preside at all meetings of the Board but in his absence or incapacity to act, the Managers present may appoint anyone of their number to act as chairman for the purposes of the meeting.

The Board may also choose a secretary, who need not be a Manager and who shall be responsible for keeping the minutes of the meetings of the Board and of the Shareholders.

The Board may from time to time appoint officers of the Company, including a managing director, a general manager and any assistant managers or other officers considered necessary for the operation and management of the Company. Officers need not be Managers or Shareholders of the Company. The officers appointed, unless otherwise stipulated herein, shall have the powers and duties given to them by the Board.

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

Written notice, containing an agenda which sets out any points of interest for the meeting, of any meeting of the Board shall be given to all Managers at least three (3) Business Days prior to the beginning of such meeting, except in circumstances of emergency, in which case the nature of such circumstances shall be set forth in the notice of the meeting. This notice may be waived by the consent in writing or by telegram, facsimile or e-mail transmission of each Manager. Separate notice shall not be required for individual meetings held at times and places prescribed in a schedule previously adopted by resolution of the Board.

Any Manager may act at any meeting of the Board by appointing, in writing or by telegram, facsimile or e-mail transmission, another Manager as his proxy.

Any Manager who is not physically present at the location of a meeting may participate in such a meeting of the Board by remote conference facility or similar means of communication equipment, whereby all persons participating in the meeting can hear each other, and participating in a meeting by such means shall constitute presence in person at such meeting.

The Board can deliberate or act validly only if at least two Managers are present or represented at a meeting of the Board. Decisions shall be taken by a majority of the votes of the Managers present or represented. In case of a deadlock, the chairman shall have the casting vote.

Resolutions signed by all Managers will be as valid and effectual as if passed at a meeting duly convened and held. Such signatures may appear on a single document or multiple copies of an identical resolution and may be evidenced by letters, telegrams, facsimile or e-mail transmissions.

The minutes of any meeting of the Board shall be signed by the chairman or, in his absence, by the chairman pro tempore who presided at such meeting or by any two Managers.

Copies or extracts of such minutes, which may be produced in judicial proceedings or otherwise, shall be signed by the chairman or by any two Managers or by a Manager together with the secretary or the alternate secretary.

Art. 11. The Board shall have power to determine the course and conduct of the management and business affairs of the Company.

It is vested with the broadest powers to perform all acts of administration and disposition in the interests of the Company. All powers not expressly reserved by law or by these Articles to the general meeting of Shareholders fall within the competence of the Board.

Art. 12. The Company shall be bound by the joint signature of any two Managers of the Company, or by the joint signature of any person(s) to whom such signatory authority has been delegated by the Board, together with one Manager.

Art. 13. The Board, may delegate its powers to conduct the daily management and affairs of the Company, including the right to sign on behalf of the Company, and its powers to carry out acts in furtherance of the corporate policy and purpose, to officers of the Company or to other persons, which at their turn may delegate their powers if they are authorised to do so by the Board.

Art. 14. No contract or other transaction which the Company and any other company or firm might enter into shall be affected or invalidated by the fact that any one or more of the Managers or officers of the Company is interested in such other company or firm by a relation, or is a director, officer or employee of such other company or legal entity.

In the event that any Manager or officer of the Company may have any personal interest in any contract or transaction of the Company other than that arising out of the fact that he is a Manager, officer or employee or holder of securities or other interests in the counterparty, such Manager or officer shall make known to the Board such personal interest and shall not consider or vote upon any such contract or transaction. Such contract or transaction, and such Manager's or officer's personal interest therein, shall be reported to the next succeeding meeting of Shareholders.

Art. 15. The Company may indemnify any Manager 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 Manager or officer of the Company or, at its request, of any other company of which the Company is a unitholder or a creditor and which he is not entitled to be indemnified, except in relation to matters

as to which he shall be finally adjudged in such action, suit or proceeding to be liable for gross negligence or misconduct; in the event of a settlement, indemnification shall be provided only in connection with such matters covered by the settlement as to which the Company is advised by counsel that the person to be indemnified did not commit such a breach of duty. The foregoing right of indemnification shall not exclude other rights to which he may be entitled.

Title V. Accounting, Distributions

Art. 16. The accounting year of the Company shall begin on 1 January and shall terminate on 31 December of each year.

Art. 17. From the annual net profit of the Company, five per cent (5%) shall be allocated to the reserve required by law. This allocation shall cease to be required as soon and as long as such reserve amounts to ten per cent (10%) of the capital of the Company as stated in Article 5 hereof or as increased or reduced from time to time in accordance with Article 5 hereof.

The general meeting of Shareholders shall decide each year how the remainder of the annual net profit shall be allocated and may declare dividends from time to time or instruct the Board to do so.

The Board may within the conditions set out by law unanimously resolve to pay out interim dividends.

Title VI. Winding up, Liquidation

Art. 18. In the event of a winding-up of the Company, the liquidation shall be carried out by one or several liquidators. Liquidators may be physical persons or legal entities and are named by the meeting of Shareholders deciding such winding-up and which shall determine their powers and their compensation.

Title VII. Amendments

Art. 19. These Articles may be amended from time to time by a meeting of Shareholders, subject to the respect of the quorum and majority requirements provided by Luxembourg law.

Art. 20. All matters not governed by these Articles shall be determined in accordance with the 1915 Law and the 2007 Law.

Transitory disposition

The first accounting year shall commence on the date of incorporation of the Company and shall terminate on 31 December 2015.

Subscription and Payment

The capital of the Company is subscribed as follows:

Northam Property Funds Management S.à r.l., above named, subscribes for one hundred (100) Shares, resulting in a total payment in cash of twelve thousand five hundred Euro (EUR 12,500.-).

Evidence of the above payment was given to the undersigned notary.

Expenses

The expenses which shall be borne by the Company as a result of its incorporation are estimated at approximately nine hundred euro.

General Meeting of Shareholders

The above named person representing the entire subscribed capital and exercising the powers devolved to the meeting, passed the following resolutions:

(i) The following are elected as Managers for an undetermined period:

- Mr Thomas Melchior, born on 14 April 1964 in Merzig, Germany, residing professionally at Aerogolf Center, 1B Heienhaff, L-1736 Senningerberg, Grand Duchy of Luxembourg;

- Mr Alexander Breddermann, born on 26 January 1976 in Hagen, Germany, residing professionally at 2 Carlton Street, Suite 909, Toronto, Ontario, M5B 1J3, Canada; and

- Mr Craig S. Walters, born on 27 July 1963 in Toronto, Canada, residing professionally at 2 Carlton Street, Suite 909, Toronto, Ontario, M5B 1J3, Canada.

(ii) The registered office of the Company is set at 5, rue Guillaume Kroll, L-1882 Luxembourg, Grand Duchy of Luxembourg.

The undersigned notary, who understands and speaks English, herewith states that at the request of the above named person, this deed is worded in English, followed by a German version; at the request of the same appearing person, in case of divergence between the English and the German versions, the English version will be prevailing.

Whereof this notarial deed was drawn up in Luxembourg on the date mentioned at the beginning of this document.

The document having been read to the person appearing, known to the notary by name, surname, status and residence, the person appearing signed together with Us notary the present original deed.

Es folgt die deutsche Übersetzung des vorangehenden englischen Textes.

Im Jahre zweitausendfünfzehn,

am zwanzigsten Tag des Monats August.

Vor Uns Maître Jean-Joseph WAGNER, Notar mit Amtssitz in Sassenheim,, Großherzogtum Luxemburg,

ist erschienen:

Northam Property Funds Management S.à r.l., eine Gesellschaft mit beschränkter Haftung (société à responsabilité limitée), gegründet nach dem Recht des Grossherzogtum Luxemburg, mit Sitz in 1B Heienhaff, L-1736 Senningerberg, Grand Duchy of Luxembourg, eingetragen im Luxemburgischen Handelsregister (Registre de Commerce et des Sociétés) unter der Nummer B 140.838,

hier vertreten durch Herrn Christian Lennig, Rechtsanwalt, geschäftsansässig in L-1330 Luxemburg,

aufgrund einer am 07. August in Luxemburg (Grossherzogtum Luxemburg) erteilten Vollmacht.

Die von der Erschienenen und dem unterzeichneten Notar "ne varietur" gezeichnete Vollmacht bleibt dieser Urkunde beigefügt und ist zusammen mit dieser bei der zuständigen Registerstelle einzureichen.

Die wie vorstehend beschrieben vertretene Erschienene hat den Notar gebeten, die nachstehende Satzung (articles of incorporation) einer den einschlägigen Gesetzen sowie den Bestimmungen dieser Satzung unterliegenden Gesellschaft mit beschränkter Haftung (société à responsabilité limitée) zu Protokoll zu nehmen.

Definitionen

Die folgenden Begriffe haben, wen sie mit großen Anfangsbuchstaben geschrieben sind, die ihnen jeweils zugeordnete Bedeutung:

"Euro" oder "EUR" ist die gesetzliche Währung derjenigen Mitgliedstaaten der Europäischen Union, die gemäß dem Vertrag über die Europäische Union und dem Vertrag über die Arbeitsweise der Europäischen Union die gemeinsame Währung eingeführt haben;

"Geschäftsführer" ist einer der gemäß dieser Satzung zum Mitglied des Rates der Geschäftsführung bestellten Geschäftsführer bzw. ein Mitglied des Rates der Geschäftsführung;

"Geschäftstag" ist ein Tag, außer Samstag und Sonntag, an dem die Banken in Luxemburg für die üblichen Geschäfte geöffnet sind;

"Gesellschafter" ist ein Inhaber von Anteilen;

"Gesellschaftsanteil(e)" sind die von der Gesellschaft ausgegebenen Anteile sowie im Tausch gegen solche Anteile oder aufgrund einer Umwandlung oder Reklassifizierung ausgegebene Anteile sowie Anteile, die aufgrund von Kapitalerhöhungen, Umwandlungen oder Reklassifizierung für diese Anteile stehen oder aus ihnen hervorgehen;

"Gesetz von 1915" ist das luxemburgische Gesetz vom 10. August 1915 über Handelsgesellschaften in seiner jeweils geltenden Fassung;

"Gesetz von 2007" ist das luxemburgische Gesetz vom 13. Februar 2007 über spezialisierte Investmentfonds in seiner jeweils geltenden Fassung;

"Rat der Geschäftsführung" ist der Rat der Geschäftsführung der Gesellschaft; und

"Satzung" ist die vorliegende Satzung.

Abschnitt I. Name, Zweck, Dauer, Sitz

Art. 1. Hiermit wird durch die gegenwärtigen und künftigen Gesellschafter eine Gesellschaft in der Rechtsform einer Gesellschaft mit beschränkter Haftung (société à responsabilité limitée) mit Namen NORTHAM EVERGREEN GP S.à r.l. (nachstehend "Gesellschaft" genannt) gegründet.

Art. 2. Der Zweck der Gesellschaft ist es, als Komplementärin (associé gérant commandité) einer Kommanditgesellschaft (société en commandite simple) zu fungieren, welche unter dem Namen "NORTHAM EVERGREEN FUNDS S.C.S. SICAV-FIS" gegründet wurde und als spezialisierter Investmentfonds (fonds d'investissement spécialisé) unter dem Gesetz von 2007 reguliert ist.

Die Gesellschaft soll alle Tätigkeiten ausführen, die mit ihrer Stellung als Komplementärin der vorbezeichneten Gesellschaft zusammenhängen.

Die Gesellschaft kann alle gewerblichen, technischen oder finanziellen Tätigkeiten ausführen, die direkt oder indirekt mit allen oben beschriebenen Bereichen verbunden sind, um die Erfüllung ihres Zweckes zu fördern.

Art. 3. Die Gesellschaft wird für unbestimmte Zeit gegründet.

Art. 4. Der Sitz der Gesellschaft ist in Luxemburg, Großherzogtum Luxemburg. Niederlassungen oder Büros können aufgrund eines Beschlusses des Rates der Geschäftsführung gegründet werden, wobei solche Beschlussfassungen unter dem Vorbehalt der vorherigen schriftlichen Zustimmung der Gesellschafter stehen.

Für den Fall, dass der Rat der Geschäftsführung befindet, dass außergewöhnliche politische oder militärische Umstände eingetreten sind oder unmittelbar bevorstehen, die die üblichen Tätigkeiten der Gesellschaft an ihrem Sitz stören oder die

Kommunikation zwischen dem Sitz und im Ausland ansässigen Personen erschweren könnten, kann der Sitz vorübergehend solange ins Ausland verlagert werden, bis die außergewöhnlichen Umstände nicht mehr vorherrschen. Solche vorübergehenden Maßnahmen haben keinen Einfluss auf die Nationalität der Gesellschaft, die ungeachtet einer vorübergehenden Verlagerung ihres Sitzes ins Ausland eine Gesellschaft nach luxemburgischem Recht bleibt.

Abschnitt II. Kapital, Gesellschaftsanteile

Art. 5. Das Kapital der Gesellschaft ist auf zwölftausendfünfhundert Euro (EUR 12.500,-) festgelegt und in einhundert (100) Gesellschaftsanteile mit einem Wert von einhundertfünfundzwanzig Euro (EUR 125,-) je Anteil aufgeteilt.

Die einhundert (100) Gesellschaftsanteile sind vollständig eingezahlt.

Das Kapital kann aufgrund eines gemäß Artikel 19 dieser Satzung getroffenen Beschlusses des Alleingesellschafters oder der Gesellschafter der Gesellschaft erhöht oder herabgesetzt werden.

Gesellschaftsanteile werden nur als Namensanteile ausgegeben und sind ins Anteilsregister einzutragen, das von der Gesellschaft oder von einer oder mehreren Personen im Namen der Gesellschaft geführt wird. In diesem Anteilsregister wird der Name des Gesellschafters, sein Wohnsitz oder gewöhnlicher Aufenthaltsort, die Nummer und die Klasse der von ihm gehaltenen Gesellschaftsanteile vermerkt.

Sofern die Gesellschaft einen Alleingesellschafter hat, sind die von dem Alleingesellschafter gehaltenen Gesellschaftsanteile frei übertragbar.

Sofern die Gesellschaft mehrere Gesellschafter hat, können die von jedem Gesellschafter gehaltenen Gesellschaftsanteile gemäß den Bestimmungen von Artikel 189 des Gesetzes von 1915 übertragen werden.

Abschnitt III. Gesellschafterversammlungen

Art. 6. Jede ordnungsgemäß einberufene Versammlung der Gesellschafter der Gesellschaft gilt als Vertretung sämtlicher Gesellschafter der Gesellschaft. Sie verfügt über größtmögliche Befugnisse, mit der Geschäftstätigkeit der Gesellschaft verbundene Handlungen anzuordnen, durchzuführen oder zu bewilligen.

Art. 7. Sofern die Gesellschaft einen Alleingesellschafter hat, stehen diesem sämtliche der Gesellschafterversammlung übertragenen Befugnisse zu.Von dem Alleingesellschafter zu fassende Beschlüsse können schriftlich gefasst werden.

Sofern die Gesellschaft mehrere Gesellschafter hat, gelten die Bestimmungen von Artikel 8 für sämtliche von einer Gesellschafterversammlung zu fassenden Beschlüsse.

Jeder Gesellschaftsanteil gewährt eine Stimme.

Ein Gesellschafter kann sich (auf Gesellschafterversammlungen) von einer anderen Person vertreten lassen, die kein Gesellschafter sein muss und ein Geschäftsführer sein kann. Eine zu diesem Zweck gewährte Vollmacht kann schriftlich, per Telegramm, per Fernschreiben, per Fax oder E-Mail erteilt werden.

Art. 8. Sofern kraft Gesetz erforderlich oder, andernfalls, aufgrund einer Entscheidung des Rates der Geschäftsführung, werden die jährlichen Gesellschafterversammlungen der Gesellschaft gemäß luxemburgischem Recht am Sitz der Gesellschaft in Luxemburg oder einem anderen, in der Einladung zur Versammlung genannten Ort abgehalten. Solche jährlichen Gesellschafterversammlungen können im Ausland abgehalten werden, wenn der Rat der Geschäftsführung dies aufgrund des Vorliegens außergewöhnlicher Umstände für erforderlich hält.

Der Rat der Geschäftsführung kann weitere Gesellschafterversammlungen einberufen, die an den in den jeweiligen Einladungen genannten Orten und zu den darin ebenfalls genannten Zeiten abgehalten werden.

Vorbehaltlich anderweitiger Bestimmungen in dieser Satzung gelten im Hinblick auf die Fristen für Einladungen zu Gesellschafterversammlungen und deren Beschlussfähigkeit die einschlägigen gesetzlichen Bestimmungen.

Vorbehaltlich anderweitiger gesetzlicher Bestimmungen oder Bestimmungen dieser Satzung sind auf einer ordnungsgemäß einberufenen Gesellschafterversammlung zu fassende Beschlüsse mit der einfachen Mehrheit der abgegebenen Stimmen der anwesenden und sich an der jeweiligen Abstimmung beteiligenden Gesellschafter zu fassen.

Die jährlichen Gesellschafterversammlungen sind von dem Rat der Geschäftsführung durch Versendung von Einladungen einzuberufen, die die Tagesordnung enthalten und die gemäß den einschlägigen gesetzlichen Bestimmungen zu veröffentlichen sind.

Der Rat der Geschäftsführung wird die Tagesordnung erstellen, es sei denn, eine Versammlung findet auf schriftliches Verlangen der Gesellschafter gemäß den einschlägigen gesetzlichen Bestimmungen statt; in einem solchen Fall kann der Rat der Geschäftsführung eine weitere Tagesordnung erstellen.

Sofern bei einer Gesellschafterversammlung alle Gesellschafter anwesend oder vertreten sind und erklären, dass sie über die Tagesordnung der Versammlung informiert worden sind, kann eine Versammlung ohne vorherige Einladung oder Veröffentlichung abgehalten werden.

Die Angelegenheiten, die von einer Gesellschafterversammlung behandelt werden, sind auf die in der Tagesordnung genannten Punkte zu beschränken, wobei alle gesetzlich vorgeschriebenen und mit diesen zusammenhängende Punkte zu behandeln sind, es sei denn, alle Gesellschafter einigen sich auf eine andere Tagesordnung. Sofern die Bestellung von Geschäftsführern oder eines Abschlussprüfers auf der Tagesordnung steht, sind die Namen der zur Wahl stehenden Geschäftsführer oder Abschlussprüfer in die Tagesordnung aufzunehmen.

Abschnitt IV. Verwaltung

Art. 9. Die Geschäfte der Gesellschaft werden von mindestens drei Geschäftsführern geführt. Die bestellten Geschäftsführer bilden einen Rat der Geschäftsführung.

Der bzw. die Geschäftsführer müssen keine Gesellschafter der Gesellschaft sein.

Der bzw. die Geschäftsführer werden von der Gesellschafterversammlung für einen von dieser bestimmten Zeitraum gewählt, bis ihre Nachfolger gewählt sind und ihr Amt übernehmen. Nach Ablauf seiner Amtszeit kann sich ein Geschäftsführer wieder zur Wahl stellen.

Der bzw. die Geschäftsführer können jederzeit von der Gesellschafterversammlung mit oder ohne die Angabe von Gründen ihres Amtes enthoben werden.

Für den Fall, dass der Posten eines Geschäftsführers aufgrund des Todes, der Eintritts in den Ruhestand eines Geschäftsführers oder aus anderen Gründen vakant wird, können sich die verbleibenden Geschäftsführer versammeln und mit einfacher Mehrheit einen Geschäftsführer wählen, der eine solche Vakanz bis zur nächsten jährlichen Gesellschafterversammlung ausfüllt.

Art. 10. Der Rat der Geschäftsführung ernennt aus ihrer Mitte einen Vorsitzenden.

Der Vorsitzende führt den Vorsitz sämtlicher Versammlungen der Geschäftsführer der Gesellschaft. Sofern der Vorsitzende bei einer Versammlung abwesend oder nicht handlungsfähig ist, können die Geschäftsführer aus ihrer Mitte einen Vorsitzenden für die Zwecke der jeweiligen Versammlung ernennen.

Der Rat der Geschäftsführung kann einen Sekretär ernennen, der kein Geschäftsführer sein muss und für die Führung des Protokolls von Versammlungen des Rates der Geschäftsführung und von Gesellschafterversammlungen verantwortlich ist.

Der Rat der Geschäftsführung kann jeweils Bevollmächtigte („Officers“) der Gesellschaft ernennen, einschließlich eines Managing Directors, eines General Managers, eines Assistant Managers oder sonstiger Bevollmächtigte, die im Hinblick auf den Betrieb und die Verwaltung der Gesellschaft für erforderlich gehalten werden. Bevollmächtigte müssen keine Geschäftsführer, oder Gesellschafter der Gesellschaft sein. Die ernannten Bevollmächtigten haben die ihnen von dem Rat der Geschäftsführung zugewiesenen Befugnisse und Pflichten.

Der Rat der Geschäftsführung versammelt sich auf Einladung des Vorsitzenden oder von zwei Geschäftsführern an dem in der jeweiligen Einladung genannten Ort.

Sämtlichen Geschäftsführern ist mindestens drei (3) Tage vor Beginn einer solchen Versammlung eine schriftliche Einladung zusammen mit einer Tagesordnung zu übermitteln, in der sämtliche Geschäftsordnungspunkte aufgeführt sind. Von dieser Frist kann in dringenden Ausnahmefällen abgewichen werden, in denen die näheren Umstände in der Einladung auszuführen sind. Auf eine Einladung kann verzichtet werden, sofern sämtliche Geschäftsführer einer solchen Verfahrensweise schriftlich, per Telegramm, Fax oder E-Mail zustimmen. Für einzelne Versammlungen, deren Zeit und Ort vorab durch Gesellschafterbeschluss festgelegt worden sind, ist keine weitere Einladung erforderlich.

Geschäftsführer können sich bei Versammlungen des Rates der Geschäftsführung vertreten lassen, indem sie einen anderen Geschäftsführer schriftlich, per Telegramm, Fax oder E-Mail zu ihrem Vertreter ernennen.

Geschäftsführer, die an einem Versammlungsort nicht physisch anwesend sind, können an einer Versammlung des Rates der Geschäftsführung per Konferenzschaltung oder auf einem ähnlichen Kommunikationsweg teilnehmen, wobei sich alle Teilnehmer einer solchen Versammlung gegenseitig hören können müssen, und eine Teilnahme an einer solchen Versammlung kommt einer persönlichen Teilnahme gleich.

Eine Versammlung der Geschäftsführer der Gesellschaft kann nur wirksam beraten und handeln, wenn mindestens zwei Geschäftsführer bei einer Versammlung des Rates der Geschäftsführung anwesend oder vertreten sind. Beschlüsse sind mit einfacher Mehrheit der anwesenden oder vertretenen Geschäftsführer zu fassen. Im Falle eines Patts hat der Vorsitzende die entscheidende Stimme.

Von sämtlichen Geschäftsführern unterzeichnete Beschlüsse sind genauso gültig und wirksam wie bei einer ordnungsgemäß einberufenen und abgehaltenen Versammlung gefasste Beschlüsse. Solche Unterschriften können auf einem einzigen Dokument oder auf mehreren Ausfertigungen eines Beschlusses gezeichnet sein und können per Brief, Telegramm, Fax oder E-Mail erfolgen.

Das Protokoll von Versammlungen der Geschäftsführer der Gesellschaft ist von dem Vorsitzenden oder, sofern dieser abwesend ist, von dem stellvertretenden, nur für die jeweilige Versammlung ernannten Vorsitzenden oder von zwei Geschäftsführern zu unterzeichnen.

Kopien von oder Auszüge aus solchen Protokollen, die gegebenenfalls in Gerichtsverfahren oder bei anderen Gelegenheiten vorgelegt werden, sind von dem Vorsitzenden oder von zwei Geschäftsführern oder von einem Geschäftsführer gemeinsam mit dem Sekretär oder dem stellvertretenden Sekretär zu unterzeichnen.

Art. 11. Der Rat der Geschäftsführung ist befugt, die Richtung und Art der Geschäftsführung und der Geschäfte der Gesellschaft festzulegen.

Der Geschäftsführer bzw. der Rat der Geschäftsführung ist mit den größtmöglichen Befugnissen ausgestattet, um sämtliche im Interesse der Gesellschaft stehenden Verwaltungshandlungen und -verfügungen vorzunehmen. Sämtliche Befug-

nisse, die nicht kraft Gesetzes oder gemäß dieser Satzung ausdrücklich der jährlichen Gesellschafterversammlung zugewiesen sind, werden vom Rat der Geschäftsführung ausgeübt.

Art. 12. Die Gesellschaft wird durch die gemeinsame Unterschrift von zwei Geschäftsführern der Gesellschaft, oder durch die gemeinsame Unterschrift einer Person oder mehrerer Personen, auf die ein solches Zeichnungsrecht durch den Rat der Geschäftsführung übertragen worden ist, zusammen mit mindestens einem Geschäftsführer, vertreten.

Art. 13. Der Rat der Geschäftsführung kann seine Befugnisse zur Führung der täglichen Geschäfte der Gesellschaft, einschließlich des Rechts, für die Gesellschaft zu zeichnen, sowie seine Befugnisse, Handlungen zur Förderung der Unternehmenspolitik und des Gesellschaftszwecks vorzunehmen, an Bevollmächtigte der Gesellschaft oder andere Personen übertragen, die wiederum berechtigt sind, Untervollmachten zu erteilen, sofern sie von dem Rat der Geschäftsführung hierzu ermächtigt worden sind.

Art. 14. Verträge oder andere Transaktionen der Gesellschaft mit einer anderen Gesellschaft oder einem anderen Unternehmen bleiben unberührt und werden nicht unwirksam, wenn einer oder mehrere der Geschäftsführer oder Bevollmächtigte der Gesellschaft aufgrund persönlicher Beziehungen ein Interesse an dieser anderen Gesellschaft oder diesem anderen Unternehmen hat oder haben oder dort Geschäftsführer oder Bevollmächtigter oder Mitarbeiter ist oder sind.

Falls ein Geschäftsführer oder Bevollmächtigter der Gesellschaft möglicherweise aus anderen Gründen als aufgrund des Umstands, dass er Geschäftsführer, Bevollmächtigter, Mitarbeiter oder Inhaber von Wertpapieren oder sonstigen Beteiligungen des anderen Unternehmens ist, ein persönliches Interesse an einem Vertrag oder einer Transaktion der Gesellschaft hat, wird der Geschäftsführer oder Bevollmächtigte den Rat der Geschäftsführung von diesem persönlichen Interesse in Kenntnis setzen und von einer Beteiligung an Beschlussfassungen hinsichtlich eines solchen Vertrags oder einer solchen Transaktion absehen. Die jeweils nächste Gesellschafterversammlung ist von einem solchen Vertrag oder einer solchen Transaktion und dem persönlichen Interesse des betreffenden Geschäftsführers oder Bevollmächtigten zu unterrichten.

Art. 15. Die Gesellschaft kann einen Geschäftsführer oder Bevollmächtigter, seine Erben, Testamentsvollstrecker oder Nachlassverwalter für angemessene Kosten schadlos halten, die diesem oder diesen in Zusammenhang mit einem Anspruch, einer Klage oder einem Verfahren entstanden sind, die möglicherweise auf der jetzigen oder früheren Tätigkeit des Betreffenden als Geschäftsführer oder Bevollmächtigte für die Gesellschaft oder für eine andere Gesellschaft beruhen, sofern dies verlangt wird, deren Anteilinhaber oder Gläubiger die Gesellschaft ist, wenn der Betreffende insoweit keinen anderen Schadloshaltungsanspruch hat; dies gilt nicht, wenn der Geschäftsführer oder Bevollmächtigte wegen grober Fahrlässigkeit oder Vorsatz rechtskräftig verurteilt wird; wird ein Vergleich geschlossen, erfolgt die Schadloshaltung nur bezüglich solcher vom Vergleich erfassten Punkte, bezüglich derer - laut Auskunft eines Rechtsberaters gegenüber der Gesellschaft - keine Pflichtverletzung der schadlos zu haltenden Person vorliegt. Das vorstehende Recht auf Schadloshaltung schließt andere, dem Geschäftsführer oder Bevollmächtigten möglicherweise zustehende Rechte nicht aus.

Abschnitt V. Buchhaltung, Ausschüttung von Dividenden

Art. 16. Das Geschäftsjahr der Gesellschaft beginnt am 1. Januar und endet am 31. Dezember eines jeden Jahres.

Art. 17. Von dem Jahresüberschuss der Gesellschaft werden fünf Prozent (5 %) in die gesetzlich vorgeschriebenen Reserven eingestellt. Diese Zuführung von Geldern endet, sobald und solange die Reserven bei zehn Prozent (10 %) des Kapitals der Gesellschaft gemäß Artikel 5 dieser Satzung oder dem gegebenenfalls gemäß Artikel 5 dieser Satzung herauf- oder herabgesetzten Betrag liegen.

Die Gesellschafterversammlung beschließt jährlich über die Verwendung des Jahresüberschusses; sie kann ggf. Dividenden festsetzen oder den Rat der Geschäftsführung anweisen, dies zu tun.

Der Rat der Geschäftsführung kann im gesetzlich vorgesehenen Rahmen einstimmig die Ausschüttung von Interimdividenden beschließen.

Abschnitt VI. Auflösung, Liquidation

Art. 18. Im Falle einer Auflösung der Gesellschaft erfolgt die Liquidation durch einen oder mehrere Liquidatoren. Bei den Liquidatoren kann es sich um natürliche oder juristische Personen handeln, die von der Gesellschafterversammlung bestellt werden, die über die Auflösung entscheidet und die Befugnisse und die Vergütung der Liquidatoren bestimmt.

Abschnitt VII. Änderungen

Art. 19. Diese Satzung kann im Rahmen einer Gesellschafterversammlung geändert werden, wenn diese beschlussfähig ist und die nach luxemburgischem Recht erforderlichen Mehrheiten erreicht werden.

Art. 20. Alle Fragen, die nicht in dieser Satzung geregelt sind, sind gemäß dem Gesetz von 1915 und dem Gesetz von 2007 zu lösen.

Übergangsbestimmungen

Das erste Geschäftsjahr beginnt am Tag der Gründung der Gesellschaft und endet am 31. Dezember 2015.

Zeichnung und Zahlung

Das Kapital der Gesellschaft wird folgendermaßen gezeichnet:

Die oben genannte Northam Property Funds Management S.à r.l. zeichnet einhundert (100) Gesellschaftsanteile gegen Bareinzahlung von zwölftausendfünfhundert Euro (EUR 12.500.-).

Der Nachweis über diese Zahlung wurde gegenüber dem unterzeichneten Notar erbracht.

Kosten

Die von der Gesellschaft infolge der Gründung der Gesellschaft zu tragenden Kosten belaufen sich auf neunhundert Euro.

Gesellschafterversammlung

Als Inhaberin des gesamten gezeichneten Kapitals der Gesellschaft fasst die oben genannte Person in Ausübung der der Gesellschafterversammlung übertragenen Befugnisse die folgenden Beschlüsse:

(i) Die folgenden Personen werden für unbestimmte Dauer als Geschäftsführer bestellt:

- Herr Thomas Melchior, geboren am 14. April 1964 in Merzig, Deutschland, mit beruflicher Anschrift in Aerogolf Center, 1B Heienhaff, L-1736 Senningerberg, Großherzogtum Luxemburg;

- Herr Alexander Breddermann, geboren am 26. Januar 1976 in Hagen, Deutschland, mit beruflicher Anschrift in 2 Carlton Street, Suite 909, Toronto, Ontario, M5B 1J3, Kanada; und

- Herr Craig S. Walters, geboren am 27. Juli 1963 in Toronto, Kanada, mit beruflicher Anschrift in 2 Carlton Street, Suite 909, Toronto, Ontario, M5B 1J3, Kanada.

(ii) Der Sitz der Gesellschaft befindet sich in 5, rue Guillaume Kroll, L-1882 Luxembourg, Großherzogtum Luxemburg.

Der unterzeichnete Notar, der der englischen Sprache kundig ist, stellt hiermit fest, dass auf Verlangen der vorstehend genannten Person die vorliegende Urkunde in englischer Sprache abgefasst wurde, gefolgt von einer deutschen Fassung; auf Wunsch der vorstehend genannten Person ist bei Widersprüchen zwischen der englischen und der deutschen Fassung die englische Fassung maßgeblich.

Daraufhin wurde der vorstehende Akt in Luxemburg zu dem oben genannten Datum notariell beurkundet.

Nachdem der Text der Erschienenen vorgelesen wurde, deren Vor- und Nachname, Status und Wohnsitz dem Notar bekannt sind, wurde die vorliegende Urkunde im Original von der Erschienenen gemeinsam mit Uns Notar unterzeichnet.

Gezeichnet: C. LENNIG, J.J. WAGNER.

Einregistriert zu Esch/Alzette A.C., am 24. August 2015. Relation: EAC/2015/19640. Erhalten fünfundsiebzig Euro (75.- EUR).

Der Einnehmer (gezeichnet): SANTIONI.

Référence de publication: 2015144995/469.

(150158502) Déposé au registre de commerce et des sociétés de Luxembourg, le 26 août 2015.

Axalta Coating Systems Finance 1 S.à r.l., Société à responsabilité limitée.

Capital social: EUR 13.200.000,00.

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

R.C.S. Luxembourg B 173.442.

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In the year two thousand and fifteen, on the sixth day of July.

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

THERE APPEARED:

Axalta Coating Systems Luxembourg Holding S. à r.l., a private limited liability company ("société à reponsabilité limitée") established and existing under the laws of the Grand Duchy of Luxembourg, having its registered office at 10A, rue Henri M. Schnadt, L-2530 Luxembourg, with a share capital of EUR 5,000,000 and registered with the Luxembourg Trade and Companies Register under number B 171370 (the "Sole Shareholder"),

here represented by Régis Galiotto, notary clerk, with professional address at 101, rue Cents, L-1319 Luxembourg, Grand Duchy of Luxembourg, by virtue of a proxy given under private seal on July 6, 2015.

The said proxy, signed ne varietur by the proxyholder of the appearing party and the undersigned notary, will remain attached to the present deed to be filed with the registration authorities.

Such appearing party, represented as stated here above, has requested the undersigned notary to state that:

I. The appearing party, represented as mentioned above, is the sole shareholder of the private limited liability company ("société à responsabilité limitée") established and existing under the laws of the Grand Duchy of Luxembourg under the name of "Axalta Coating Systems Finance 1 S.à r.l." having its registered office at 10A, rue Henri M. Schnadt, L-2530 Luxembourg and registered with the Luxembourg Trade and Companies Register under number B 173442, incorporated

by a deed of Maître Francis Kesseler, notary residing in Luxembourg, Grand-Duchy of Luxembourg, of November 13, 2012, published in the Mémorial C, Recueil des Sociétés et Associations number 115, dated January 17, 2013 and whose bylaws have been last amended pursuant to a deed of Maître Henri Hellinckx, notary residing in Luxembourg, Grand Duchy of Luxembourg, of December 3, 2014, published in the Mémorial C, Recueil des Sociétés et Associations number 68, dated January 9, 2015.

II. The Company's share capital is set at thirteen million one hundred thousand euro (EUR 13,100,000) represented by thirteen million one hundred thousand (13,100,000) shares with a nominal value of one euro (EUR 1) each.

III. The appearing party, representing the entire issued and outstanding share capital of the Company, having waived any notice requirement, the general meeting of shareholders is regularly constituted and may validly deliberate on all the items of the following agenda of which the Sole Shareholder has been duly informed beforehand:

Agenda:

1. Increase of the Company's share capital by an amount of one hundred thousand euro (EUR 100,000) to raise it from its present amount of thirteen million one hundred thousand euro (EUR 13,100,000) to thirteen million two hundred thousand euro (EUR 13,200,000), by creation and issuance of one hundred thousand (100,000) new shares of one euro (EUR 1) each, vested with the same rights and obligations as the existing shares;

2. Subscription for and full payment of the new shares by way of a contribution in kind to be made by the Sole Shareholder;

3. Amendment of article 6, paragraph 1 of the articles of association of the Company so as to reflect the above resolutions; and

4. Miscellaneous.

First resolution

The Sole Shareholder resolves to increase the Company's share capital by an amount of one hundred thousand euro (EUR 100,000) to raise it from its present amount of thirteen million one hundred thousand euro (EUR 13,100,000) to thirteen million two hundred thousand euro (EUR 13,200,000), by creation and issuance of one hundred thousand (100,000) new shares of one euro (EUR 1) each, vested with the same rights and obligations as the existing shares (the "New Shares").

Intervention - Subscription - Payment

The Sole Shareholder resolves to subscribe for the New Shares, and to fully pay them up at their nominal value of one euro (EUR 1) each, having an aggregate value of one hundred thousand euro (EUR 100,000) together with a share premium in the amount of one hundred seventy-three million four hundred fifty-one thousand four hundred thirty-two euro and eighty-one cent (EUR 173,451,432.81) by contribution in kind in the amount of one hundred seventy-three million five hundred fifty-one thousand four hundred thirty-two euro and eighty-one cents (EUR 173,551,432.81) consisting in the conversion of:

- a receivable held by the Sole Shareholder, towards Axalta Coating Systems France Holding SAS in the aggregate amount of seventeen million nine hundred one thousand eight hundred ten euro (EUR 17,901,810), which receivable is incontestable, payable and due;

- a receivable held by the Sole Shareholder, towards the Axalta Coating Systems France SAS in the aggregate amount of three million six hundred forty-nine thousand six hundred twenty-two euro and eighty-one cents (EUR 3,649,622.81), which receivable is incontestable, payable and due;

- a receivable held by the Sole Shareholder, towards Axalta Coating Systems Beteiligungs GmbH in the aggregate amount of fifty-nine million five hundred thirty-three thousand one hundred forty-six euro (EUR 59,533,146), which receivable is incontestable, payable and due;

- a receivable held by the Sole Shareholder, towards Axalta Coating Systems Beteiligungs GmbH in the aggregate amount of fifty-one million four hundred sixty-six thousand eight hundred fifty-four euro (EUR 51,466,854), which receivable is incontestable, payable and due; and

- a receivable held by the Sole Shareholder, towards Axalta Coating Systems Beteiligungs GmbH in the aggregate amount of forty-one million euro (EUR 41,000,000), which receivable is incontestable, payable and due.

(the "Receivables").

Evidence of the contributions' existence and value

Proof of the existence and value of the contribution in kind has been given by:

- a signed balance sheet dated July 6, 2015 "certified true and correct" by its management.

- a valuation certificate.

Effective implementation of the contribution in kind

The Sole Shareholder, through its proxy holder, declares that:

- it is the sole unrestricted owner of the Receivables to be contributed and possesses the power to dispose of them, they being legally and conventionally freely transferable;

- the Receivables have consequently not been transferred and no legal or natural person other than the Sole Shareholder is entitled to any rights as to the Receivables;

- all further formalities are in course in the jurisdiction of the location of the Receivables in order to duly carry out and formalize the contribution and to render it effective anywhere and toward any third party.

Report of the company's managers

The report of the managers of the Company, dated July 6, 2015, annexed to the present deed, attests that the managers of the Company, acknowledging having been informed beforehand of the extent of their responsibility, legally bound as managers of the Company owing the above described contribution in kind, expressly agree with its description, with its valuation and confirm the validity of the subscription and payment.

Second resolution

Pursuant to the above resolutions, article 6, paragraph 1 of the Company's articles of association is amended and shall henceforth read as follows:

" **Art. 6. Share Capital.** The Company's share capital is set at thirteen million two hundred thousand euro (EUR 13,200,000), represented by thirteen million two hundred thousand (13,200,000) shares with a nominal value of one euro (EUR 1) each."

Expenses

The expenses, costs, remuneration or charges in any form whatsoever which will be borne to the Company as a result of the present shareholder resolutions are estimated at seven thousand five hundred Euros (EUR 7,500.-).

Declaration

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

WHEREOF, the present deed was drawn up in Luxembourg, on the date first written above.

The document having been read to the proxy holder of the appearing party, who is known to the notary by his full name, civil status and residence, he signed together with Us, the notary, the present deed.

Suit la traduction en langue française du texte qui précède.

L'an deux mille quinze, le six juillet.

Par-devant Nous, Maître Henri Hellinckx, notaire de résidence à Luxembourg, Grand-Duché de Luxembourg.

A COMPARU:

Axalta Coating Systems Luxembourg Holding S. à r.l., une société à responsabilité limitée établie et existant en vertu des lois luxembourgeoises, ayant son siège social au 10A, rue Henri M. Schnadt, L -2530 Luxembourg, avec un capital social de EUR 5.000.000 et inscrite au Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 171370 (l'«Associé Unique»),

ici représentée par Régis Galiotto, clerc de notaire, avec adresse professionnelle au 101, rue Cents, L-1319 Luxembourg, Grand-Duché de Luxembourg, en vertu d'une procuration donnée sous seing privé le 6 juillet 2015.

Laquelle procuration, après avoir été signée ne varietur par le mandataire de la partie comparante et le notaire instrumentaire, restera annexée au présentes pour être enregistrée avec elles.

La partie comparante, représentée comme indiqué ci-dessus, a requis le notaire instrumentaire d'acter que:

IV. La partie comparante, représentée comme mentionné ci-dessus, est l'associé unique de la société à responsabilité limitée établie et existant en vertu des lois luxembourgeoises sous le nom d'"Axalta Coating Systems Finances 1 S.à r.l ", ayant son siège social au 10A, rue Henri M. Schnadt, L-2530 Luxembourg et inscrite au Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 173442, constituée par acte de Maître Francis Kesseler, notaire de résidence à Luxembourg, Grand-Duché de Luxembourg, en date du 13 Novembre 2012, publié au Mémorial C, Recueil des Sociétés et Associations, numéro 115, en date du 17 janvier 2013 et dont les statuts ont été modifiés pour la dernière fois par acte de Maître Henri Hellinckx, notaire de résidence à Luxembourg, Grand-Duché de Luxembourg, en date du 3 décembre 2014, publié au Mémorial C, Recueil des Sociétés et Associations, numéro 68, en date du 9 janvier 2015.

V. Le capital social de la Société est fixé à treize millions cent mille euros (EUR 13.100.000) représenté par treize million cent mille (13.100.000) parts sociales avec une valeur nominale d'un euro (EUR 1) chacune.

VI. Le comparant, représentant la totalité des parts sociales émises et en circulation de la Société, ayant renoncé à toute exigence de préavis, l'assemblée générale des actionnaires est régulièrement constituée et peut valablement délibérer sur tous les points de l'ordre du jour, dont l'actionnaire unique a été dûment préalablement informé:

Agenda:

1. Augmentation du capital social de la Société à concurrence d'un montant de cent mille euros (EUR 100.000) pour le porter de son montant actuel de treize millions cent mille euros (EUR 13.100.000) à treize millions deux cent mille euros (EUR 13.200.000), par la création et l'émission de cent mille (100.000) nouvelles parts sociales d'un euro (EUR 1) chacune, investies des mêmes droits et obligations que les parts sociales existantes;

2. Souscription et paiement intégral des nouvelles parts sociales par le biais d'un apport en nature par l'Associé Unique;

3. Modification de l'article 6, paragraphe 1 des statuts de la Société afin de refléter les résolutions ci-dessus; et

4. Divers.

Première résolution

L'Associé Unique décide d'augmenter le capital social de la Société à concurrence d'un montant de cent mille euros (EUR 100.000) pour le porter de son montant actuel de treize millions cent mille euros (EUR 13.100.000) à treize millions deux cent mille euros (EUR 13.200.000), par la création et l'émission de cent mille (100.000) nouvelles parts sociales d'un euro (EUR 1) chacune, investies des mêmes droits et obligations que les parts sociales existantes (les «Nouvelles Parts Sociales»).

Intervention - Souscription - Paiement

L'Associé Unique décide de souscrire les Nouvelles Parts Sociales, et de les libérer intégralement à leur valeur nominale d'un euro (EUR 1) chacune, pour un montant total de cent mille euros (EUR 100.000),ensemble avec une prime d'émission de cent soixante-treize millions quatre cent cinquante et un mille quatre cent trente-deux euros quatre-vingt-un cents (EUR 173.451.432,81) par apport en nature d'un montant de cent soixante-treize millions cinq cent cinquante et un mille quatre cent trente-deux euros quatre-vingt-un cents (EUR 173.551.432,81) consistant en la conversion de:

- une créance détenue par l'Associé Unique, envers Axalta Coating Systems France Holding SAS pour un montant total de dix-sept millions neuf cent un mille huit cent dix euros (EUR 17.901.810), laquelle créance est certaine, liquide et exigible;

- une créance détenue par l'Associé Unique, envers Axalta Coating Systems France Holding SAS pour un montant total de trois millions six cent quarante-neuf mille six cent vingt-deux euros et quatre-vingt-un cents (EUR 3.649.622,81), laquelle créance est certaine, liquide et exigible;

- une créance détenue par l'Associé Unique, envers Axalta Coating Systems Beteiligungs GmbH pour un montant total de cinquante-neuf millions cinq cent trente-trois mille cent quarante-six euros (EUR 59.533.146), laquelle créance est certaine, liquide et exigible;

- une créance détenue par l'Associé Unique, envers Axalta Coating Systems Beteiligungs GmbH pour un montant total de cinquante et un millions quatre cent soixante-six mille huit cent cinquante-quatre euros (EUR 51.466.854), laquelle créance est certaine, liquide et exigible; et

- une créance détenue par l'Associé Unique, envers Axalta Coating Systems Beteiligungs GmbH pour un montant total de quarante et un millions euros (EUR 41.000.000), laquelle créance est certaine, liquide et exigible

(les “Créances”).

Preuve de l'existence et de la valeur de l'apport

Preuve de l'existence et de la valeur de cet apport en nature a été donnée par:

- un bilan signé en date du 6 juillet 2015 "certifié sincère et véritable" par sa gérance.

- Un certificat d'évaluation.

Mise en oeuvre effective de l'apport en nature

L'Associé Unique, par son mandataire, déclare que:

- il est le seul propriétaire sans restriction des Créances apportées et possède le pouvoir d'en disposer, celles-ci étant légalement et conventionnellement librement transmissibles;

- les Créances n'ont pas fait l'objet d'une quelconque cession et aucune personne morale ou physique autre que l'Associé Unique ne détient de droit sur les Créances;

- toutes autres formalités sont en cours de réalisation dans la juridiction de situation des Créances aux fins d'effectuer leur apport et le rendre effectif partout et vis-à-vis de tous tiers.

Rapport des gérants de la Société

Le rapport des gérants de la Société en date du 6 juillet 2015, annexé au présent acte, atteste que les gérants de la Société, reconnaissent avoir été informés de l'étendue de leur responsabilité, légalement engagés en leur qualité de gérants de la Société à raison de l'apport en nature décrit plus haut, marquent expressément leur accord sur la description de l'apport en nature, sur son évaluation et confirment la validité des souscriptions et libérations.

Seconde résolution

Suite aux résolutions ci-dessus, l'article 6, premier paragraphe des statuts de la Société est modifié et a désormais la teneur suivante:

" **Art. 6. Capital social.** Le capital social de la Société est fixé à treize millions deux cent mille euros (EUR 13.200.000) représenté par treize millions deux cent mille (13.200.000) parts sociales d'une valeur nominale d'un euro (EUR 1) chacune."

Frais

Les frais, dépenses, rémunérations et charges sous quelque forme que ce soit, qui seront supportés par la Société en raison des présentes résolutions d'actionnaires sont estimés à sept mille cinq cents Euros (EUR 7.500.-).

Déclaration

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

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

Lecture faite interprétation donnée au mandataire de la personne concernée, connue du notaire par son nom et prénom, état et demeure, il a signé avec Nous, notaire, le présent acte.

Signé: R. GALIOTTO et H. HELLINCKX.

Enregistré à Luxembourg A.C.1, le 8 juillet 2015. Relation: 1LAC/2015/21342. Reçu soixante-quinze euros (75.- EUR).

Le Receveur (signé): P. MOLLING.

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

Luxembourg, le 17 juillet 2015.

Référence de publication: 2015119875/202.

(150129567) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 juillet 2015.

E Fund Sicav, Société d'Investissement à Capital Variable.

Siège social: L-1653 Luxembourg, 2-8, avenue Charles de Gaulle.

R.C.S. Luxembourg B 199.284.

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STATUTES

In the year two thousand and fifteen, on the fourth of August.

Before us, Maître Carlo Wersandt, notary residing in Luxembourg, acting in replacement of Maître Henri Hellinckx, notary residing in Luxembourg, Grand Duchy of Luxembourg.

THERE APPEARED:

E Fund Management (Hong Kong) Co., Limited, a limited company existing under the laws of Hong Kong, registered with the Securities and Futures Commission under number ARO593, having its registered office at Suites 3501-02, 35F, Two International Finance Centre, 8 Finance Street, Central, Hong Kong,

here represented by Ms. Claudia Hoffmann, lawyer, professionally, residing in Luxembourg, by virtue of a proxy, given in Hong Kong, on 27 July 2015,

The said proxy, initialled ne varietur by the proxyholder of the appearing party and the notary, shall remain annexed to this deed to be filed at the same time with the registration authorities.

Such appearing party has requested the officiating notary to enact the deed of incorporation of a public limited company (société anonyme) which it wishes to incorporate with the following articles of association:

A. Name - Purpose - Duration - Registered office

Art. 1. Name and form. There exists a public limited company (société anonyme) qualifying as an investment company with variable share capital (société d'investissement à capital variable) under the name E FUND SICAV (the "Company") which shall be governed by Part I of the Luxembourg law of 17 December 2010 relating to undertakings for collective investment, as amended (the "2010 Law"), the law of 10 August 1915 concerning commercial companies, as amended (the "1915 Law") to which the 2010 Law refers, as well as by the present articles of association.

Art. 2. Purpose.

2.1 The purpose of the Company is the investment of the funds available to it in transferable securities of all types and other assets permitted by the 2010 Law, with a view to spreading investment risks and enabling its shareholders to benefit from the results of the management thereof.

2.2 The Company may take any measures and conduct any operations it sees fit for the purpose of achieving or developing its purpose in accordance with the 2010 Law.

Art. 3. Duration.

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

3.2 It may be dissolved at any time with or without cause by a resolution of the general meeting of shareholders adopted in the manner required for an amendment of these articles of association.

Art. 4. Registered office.

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

4.2 Within the same municipality, the registered office may be transferred by means of a decision of the board of directors. It may be transferred to any other municipality in the Grand Duchy of Luxembourg by means of a resolution of the general meeting of shareholders, adopted in the manner required for an amendment of these articles of association.

4.3 Branches or other offices may be established either in the Grand Duchy of Luxembourg or abroad by a resolution of the board of directors.

B. Share capital - Shares - Net asset value

Art. 5. Share capital.

5.1 The share capital of the Company shall be represented by fully paid up shares of no par value and shall at all times be equal to the total net asset value of the Company. The share capital of the Company shall thus vary ipso iure, without any amendment to these articles of association and without compliance with measures regarding publication and entry into the Trade and Companies Register.

5.2 The minimum share capital of the Company may not be less than the level provided for by the 2010 Law, i.e. one million two hundred and fifty thousand euros (EUR 1,250,000.-). Such minimum capital must be reached within a period of six (6) months after the date on which the Company has been authorised as an undertaking for collective investment under Luxembourg law.

5.3 The Company is incorporated with an initial share capital of forty-five thousand United States Dollars (USD 45,000.-) represented by forty-five thousand (45,000) shares fully paid up with no par value.

Art. 6. Form of shares - Register of shares - Transfer of shares.

6.1 The shares of the Company are in registered form.

6.2 A register of registered shares shall be kept at the registered office of the Company, where it shall be available for inspection by any shareholder. The register shall contain all the information required by the 1915 Law. Ownership of shares is established by registration in said share register. Certificates of such registration shall be issued upon request and at the expense of the relevant shareholder.

6.3 The Company will recognise only one (1) holder per share. In case a share is owned by several persons, they shall appoint a single representative who shall represent them towards the Company. The Company has the right to suspend the exercise of all rights attached to that share until such representative has been appointed.

6.4 The shares are, as a rule, freely transferable in accordance with the provisions of the law subject however to Article 12 au-dessous and to any additional restriction disclosed in the prospectus of the Company as amended from time to time (the "Prospectus").

6.5 Any transfer of registered shares shall become effective towards the Company and third parties (i) through the recording of a declaration of transfer into the register of shares, signed and dated by the transferor and transferee or their representatives, and (ii) upon notification of the transfer to, or upon the acceptance of the transfer by the Company.

Art. 7. Classes of shares.

7.1 The board of directors may decide to issue one or more classes of shares for each Sub-Fund.

7.2 Each class of shares may differ from the other classes with respect to its cost structure, the initial investment required, the currency in which the net asset value is expressed or any other feature as may be determined by the board of directors from time to time. The board of directors may further, at its discretion, decide to change any of these characteristics as well as the name of any class of shares. In such a case, the Prospectus shall be updated accordingly.

7.3 The board of directors may create each class of shares for an unlimited or limited duration; in the latter case, upon expiry of the term, the board of directors may extend the duration of the relevant class of shares once or several times. At the expiry of the duration of the class of shares, the Company shall redeem all the shares in the class of shares, in accordance with Article 10 au-dessous.

7.4 At each extension of the duration of a class of shares, the shareholders shall be duly notified in writing, by a notice sent to them. The Prospectus shall indicate the duration of each class and if appropriate, its extension.

7.5 There may be capitalisation and distribution shares. Whenever dividends are distributed on distribution shares, the portion of net assets of the class of shares to be allotted to all distribution shares shall subsequently be reduced by an amount equal to the amount of the dividends distributed, thus leading to a reduction in the percentage of net assets allotted to all distribution shares, whereas the portion of net assets allotted to all capitalisation shares shall remain the same.

7.6 The Company may, in the future, offer new classes of shares without the approval of the shareholders. Such new classes of shares may be issued on terms and conditions that differ from the existing classes of shares.

Art. 8. Sub-Funds.

8.1 The board of directors may, at any time, create different sub-funds within the meaning of article 181 of the 2010 Law corresponding to a distinct part of the assets and liabilities of the Company (hereinafter referred to as a "Sub-Fund"). In such event, it shall assign a particular name to them.

8.2 As between shareholders, each portfolio of assets corresponding to a specific Sub-Fund shall be invested for the exclusive benefit of such Sub-Fund(s). The Company constitutes one single legal entity. However, with regard to third parties, in particular towards the Company's creditors, each Sub-Fund shall be exclusively responsible for all liabilities attributable to it.

8.3 Each Sub-Fund may be created for an unlimited or limited period of time; in the latter case, Article 7.3 au-dessus and Article 7.4 au-dessus shall apply mutatis mutandis.

8.4 For the purpose of determining the share capital of the Company, the net assets attributable to each Sub-Fund shall, if not expressed in United States Dollars (USD), be converted into United States Dollars (USD) and the capital shall be the total of the net assets of all Sub-Funds including all classes of shares.

Art. 9. Issue of shares.

9.1 The board of directors is authorised without limitation to issue an unlimited number of fully paid up shares at any time without reserving to the existing shareholders a preferential right to subscribe for the shares to be issued.

9.2 The board of directors may impose restrictions on the frequency at which shares shall be issued in any class of shares. The board of directors may, in particular, decide that shares of any class shall only be issued during one or more offering periods or at such other periodicity as provided for in the Prospectus.

9.3 The board of directors may decide to issue fractional shares. Such fractional shares shall not be entitled to vote but shall be entitled to participate in the net assets attributable to the relevant class of shares on a pro rata basis. If the sum of the fractional shares so held by the same shareholder in the same class of shares represents one or more entire share(s), such shareholder benefits from the corresponding voting right.

9.4 The subscription price per share shall be equal to the net asset value per share of the relevant class of shares as determined in accordance with Article 13 au-dessous. The Company may also levy any applicable charges, expenses and commissions upon subscription, as provided for in the Prospectus. The subscription price may be rounded up or down to the nearest unit of the relevant currency as the board of directors shall determine.

9.5 The subscription price per share so determined shall be payable within a maximum period of time as provided in the Prospectus and which shall not exceed ten (10) business days as defined in the Prospectus after the relevant valuation day as defined under Article 13 au-dessous.

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

9.7 The board of directors may reject subscription requests in whole or in part at its full discretion.

9.8 The issue of shares may be suspended under the terms of Article 14 audessous or at the board of director's discretion in the best interests of the Company notably under other exceptional circumstances.

9.9 The Company may, if a prospective shareholder requests and the board of directors so agrees, satisfy any application for subscription of shares which is proposed to be made by way of contribution in kind. The nature and type of assets to be accepted in any such case shall be determined by the board of directors and must correspond to the investment policy and restrictions of the Company or the Sub-Fund being invested in. A report relating to the contributed assets must be delivered to the Company by an approved statutory auditor (réviseur d'entreprises agréé). All costs associated with such contribution in kind shall be borne by the shareholder making the contribution.

Art. 10. Redemption of shares.

10.1 Any shareholder may request the redemption of all or part of his shares by the Company, under the terms, conditions and procedures set forth by the board of directors in the Prospectus.

10.2 The redemption price per share shall be equal to the net asset value per share of the relevant class of shares on the relevant valuation day, as determined in accordance with Article 13 au-dessous. The Company may also levy any applicable charges, expenses and commissions upon redemption, as provided for in the Prospectus. The redemption price may be rounded up or down to the nearest unit of the relevant currency as the board of directors shall determine.

10.3 The redemption price per share so determined shall be payable within a period of time as provided in the Prospectus which shall in principle not exceed ten (10) business days as defined in the Prospectus after the relevant valuation day as defined under Article 13 au-dessous.

10.4 The board of directors may delegate to any director, manager, officer, or other duly authorised agent the power to accept requests for redemption and effect the payment of redemption proceeds.

10.5 When there is insufficient liquidity or in other exceptional circumstances, the board of directors reserves the right to postpone the payment of redemption proceeds.

10.6 If, as a result of any request for redemption, the number or the aggregate net asset value of the shares held by any shareholder in any class of shares would fall below such number or such value as determined by the board of directors, the

board of directors may then decide that this request shall be treated as a request for redemption for the full balance of such shareholder's holding of shares in such class of shares.

10.7 Furthermore, if, with respect to any given valuation day, redemption requests exceed a certain percentage of the net asset value of the Sub-Fund or class of shares as determined by the board of directors, the board of directors may decide that part or all of such requests for redemption will be deferred for a period and in a manner that the board of directors considers to be in the best interests of the Company and its shareholders as further described in the Prospectus. Following that period, with respect to the next relevant valuation day, these redemption requests will be met in priority to later requests, if necessary on a prorata basis among involved shareholders.

10.8 If with respect to any given valuation day, redemption requests amount to the total number of shares in issue in any class(es) of shares or Sub-Funds or if the remaining number of shares in issue in that Sub-Fund or class of shares after such redemptions would represent a total net asset value below the minimum level of assets under management required for such Sub-Fund or class of shares to be operated in an efficient manner, the board of directors may decide to terminate and liquidate the Sub-Fund or class of shares in accordance with Article 39 au-dessous. For the purpose of determining the redemption price, the calculation of the net asset value per share of the relevant Sub-Funds or class(es) of shares shall take into consideration all liabilities that will be incurred in terminating and liquidating said class(es) of shares or Sub-Funds.

10.9 The redemption of shares may be suspended under the terms of Article 14 au-dessous or in other exceptional cases where the circumstances and the best interests of the shareholders so require.

10.10 In addition, the shares may be redeemed compulsorily whenever this is required in the best interests of the Company and notably in the circumstances provided for in the Prospectus and under Article 12 au-dessous and Article 39 au-dessous.

10.11 The Company shall have the right, if the board of directors so determines, to satisfy in kind the payment of the redemption price to any shareholder who agrees by allocating to the shareholder investments from the portfolio of assets of the Company or the relevant Sub-Fund(s) equal to the value of the shares to be redeemed. The assets to be transferred in such case shall be determined on a fair and reasonable basis and without prejudicing the interests of the other shareholders of the Company or the relevant Sub-Fund(s) and the valuation used shall be confirmed by a special report of an approved statutory auditor. All costs associated with a redemption in kind shall be borne, by the shareholder requesting the redemption.

10.12 All redeemed shares will be cancelled.

Art. 11. Conversion of shares.

11.1 Unless otherwise determined by the board of directors for certain classes of shares or Sub-Funds, any shareholder may request the conversion of all or part of his shares of one class into shares of the same or another class, within the same or another Sub-Fund under the terms, conditions and procedures set forth by the board of directors in the Prospectus. The conversion request may not be accepted until any previous transaction involving the shares to be converted has been fully settled.

11.2 The price for the conversion of shares shall be computed by reference to the respective net asset value of the two classes of shares, calculated at the respective valuation day as defined under Article 13 au-dessous. The Company may also levy any applicable charges, expenses and commissions upon conversion, as provided for in the Prospectus.

11.3 If as a result of any request for conversion, the number or the aggregate net asset value of the shares held by any shareholder in any class of shares would fall below such number or such value as determined by the board of directors, the board of directors may then decide that this request be treated as a request for conversion for the full balance of such shareholder's holding of shares in such class of shares.

Art. 12. Restrictions and prohibitions on the ownership of shares.

12.1 The board of directors may restrict or prevent the legal or beneficial ownership of shares or prohibit certain practices as disclosed in the Prospectus such as late trading and market timing by any person (individual, corporation, partnership or other entity), if in the opinion of the board of directors such ownership or practices may (i) result in a breach of any provisions of these articles of association, the Prospectus or law or regulations of any jurisdiction, or (ii) require the Company, its management company or its investment manager to be registered under any laws or regulations whether as an investment fund or otherwise, or cause the Company to be required to comply with any registration requirements in respect of any of its shares, whether in the United States of America or any other jurisdiction; or (iii) may cause the Company, its management company, its investment managers or shareholders any legal, regulatory, taxation, administrative or financial disadvantages which they would not have otherwise incurred (such person being herein referred to as "Prohibited Person").

For such purposes the board of directors may:

a) decline to issue any shares and to accept any transfer of shares, where it appears that such issue or transfer would or might result in legal or beneficial ownership of such shares by a Prohibited Person;

b) require at any time any person entered in the register of shares, or any person seeking to register a transfer of shares therein, to furnish the Company with any information, supported by affidavit, which the Company may consider necessary for the purpose of determining whether such registry results in beneficial ownership of such shares by a Prohibited Person;

c) compulsorily redeem or cause to be redeemed all shares held by a Prohibited Person. To that end, the Company will notify the Prohibited Person of the reasons which justify the compulsory redemption of shares, the number of shares to be redeemed and the indicative valuation day on which the compulsory redemption will occur. The redemption price shall be determined in accordance with Article 10.2 au-dessus; and

d) grant a grace period to the shareholder for remedying the situation causing the compulsory redemption as described in the Prospectus and/or propose to convert the shares held by any shareholder who fails to satisfy the investor's eligibility requirements for such class of shares into shares of another class available for such shareholder to the extent that the investor's eligibility requirements would then be satisfied.

12.2 The Company reserves the right to require the Prohibited Person to indemnify the Company against any losses, costs or expenses arising as a result of any compulsory redemption of shares due to the shares being held by, or for the benefit of, such Prohibited Person. The Company may pay such losses, costs or expenses out of the proceeds of any compulsory redemption and/or redeem all or part of the Prohibited Person's shares in order to pay for such losses, costs or expenses.

Art. 13. Net asset value.

13.1 The net asset value of the shares in every Sub-Fund or class of shares shall be determined at least twice a month and expressed in the currency(ies) decided upon by the board of directors. The board of directors shall determine and disclose in the Prospectus the days by reference to which the assets of the Company or Sub-Funds shall be valued (each a "valuation day"). For each Sub-Fund and for each class of shares, the net asset value per share shall be calculated in the relevant reference currency with respect to each valuation day by dividing the net assets attributable to such Sub-Fund or class of shares (which shall be equal to the assets minus the liabilities attributable to such Sub-Fund or class of shares) by the number of shares issued and in circulation in such Sub-Fund or class of shares. The net asset value per share may be rounded up or down to the nearest ten thousandth of the relevant currency as the board of directors shall determine.

13.2 The Company's net asset value shall be equal at all times to the total net asset value of all its Sub-Funds.

13.3 Subject to the rules on the allocation to Sub-Funds and classes of shares of Article 13.6 au-dessous, the assets of the Company shall include:

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

2) all bills and any types of notes or accounts receivable, including outstanding proceeds of any disposal of financial instruments;

3) all securities and financial instruments, including shares, bonds, notes, certificates of deposit, debenture stocks, options or subscription rights, warrants, money market instruments and all other investments belonging to the Company;

4) all dividends and distributions payable to the Company either in cash or in the form of stocks and shares (which will normally be recorded in the Company's books as of the ex-dividend date, provided that the Company may adjust the value of the security accordingly);

5) all outstanding accrued interest on any interest-bearing instruments belonging to the Company, unless this interest is included in the principal amount of such instruments;

6) the formation expenses of the Company or a Sub-Fund, to the extent that such expenses have not already been written off; and

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

13.4 Subject to the rules on the allocation to Sub-Funds and classes of shares of Article 13.6 au-dessous, the liabilities of the Company shall include:

1) all loans, bills or accounts payable, accrued interest on loans (including accrued fees for commitment for such loans);

2) all known liabilities, whether or not already due, including all contractual obligations that have reached their term, involving payments made either in cash or in the form of assets, including the amount of any dividends declared by the Company but not yet paid;

3) a provision for any tax accrued to the valuation day and any other provisions authorised or approved by the Company; and

4) all other liabilities of the Company of any kind recorded in accordance with applicable accounting rules, except liabilities represented by shares in the Company. In determining the amount of such liabilities, the Company shall take into account all expenses, fees, costs and charges payable by the Company including, but not limited to: management fees, investment management fees (including performance fees), fees of the depositary, fees of the administrator and other agents of the Company, directors' fees and expenses, operating and administrative expenses, transaction costs, formation expenses and extraordinary expenses, each as may be further detailed in the Prospectus.

13.5 The value of the assets of the Company shall be determined as follows:

1) The value of any cash on hand or on deposit, bills or notes payable, accounts receivable, prepaid expenses, cash dividends and interest accrued but not yet received shall be equal to the entire nominal or face amount thereof, unless the same is unlikely to be paid or received in full, in which case the value thereof shall be determined after making such discount as the board of directors may consider appropriate in such case to reflect the true value thereof.

2) Transferable securities and money market instruments which are quoted, listed or traded on an exchange or regulated market will be valued, unless otherwise provided under paragraphs 3) and 6) below, at the last available market price or quotation, prior to the time of valuation, on the exchange or regulated market where the securities or instruments are primarily quoted, listed or traded. Where securities or instruments are quoted, listed or traded on more than one exchange or regulated market, the board of directors will determine on which exchange or regulated market the securities or instruments are primarily quoted, listed or traded and the market prices or quotations on such exchange or regulated market will be used for the purpose of their valuation. Transferable securities and money market instruments for which market prices or quotations are not available or representative, or which are not quoted, listed or traded on an exchange or regulated market, will be valued at their probable realisation value estimated with care and in good faith by the board of directors using any valuation method approved by the board of directors.

3) Notwithstanding paragraph 2) above, where permitted under applicable laws and regulations, money market instruments may be valued using an amortisation method whereby instruments are valued at their acquisition cost as adjusted for amortisation of premium or accrual of discount on a constant basis until maturity, regardless of the impact of fluctuating interest rates on the market value of the instruments. The amortisation method will only be used if it is not expected to result in a material discrepancy between the market value of the instruments and their value calculated according to the amortisation method.

4) Financial derivative instruments which are quoted, listed or traded on an exchange or regulated market will be valued at the last available closing or settlement price or quotation, prior to the time of valuation, on the exchange or regulated market where the instruments are primarily quoted, listed or traded. Where instruments are quoted, listed or traded on more than one exchange or regulated market, the board of directors will determine on which exchange or regulated market the instruments are primarily quoted, listed or traded and the closing or settlement prices or quotations on such exchange or regulated market will be used for the purpose of their valuation. Financial derivative instruments for which closing or settlement prices or quotations are not available or representative will be valued at their probable realisation value estimated with care and in good faith by the board of directors using any valuation method approved by the board of directors.

5) Financial derivative instruments which are traded 'over-the-counter' (OTC) will be valued daily at their fair market value, on the basis of valuations provided by the counterparty which will be approved or verified on a regular basis independently from the counterparty. Alternatively, OTC financial derivative instruments may be valued on the basis of independent pricing services or valuation models approved by the board of directors which follow international best practice and valuation principles. Any such valuation will be reconciled to the counterparty valuation on a regular basis independently from the counterparty, and significant differences will be promptly investigated and explained.

6) Notwithstanding paragraph 2) above, shares or units in target investment funds (including, UCITS and UCI) will be valued at their latest available official net asset value, as reported or provided by or on behalf of the investment fund or at their latest available unofficial or estimated net asset value if more recent than the latest available official net asset value, provided that the board of directors is satisfied of the reliability of such unofficial net asset value. The net asset value calculated on the basis of unofficial net asset value of the target investment fund may differ from the net asset value which would have been calculated, on the same valuation day, on the basis of the official net asset value of the target investment fund. Alternatively, shares or units in target investment funds which are quoted, listed or traded on an exchange or regulated market may be valued in accordance with the provisions of paragraph 2) above.

7) The value of any other asset not specifically referenced above will be the probable realisation value estimated with care and in good faith by the board of directors using any valuation method approved by the board of directors.

13.6 Assets and liabilities of the Company will be allocated to each Sub-Fund and class of shares, as set out below and in the Prospectus:

1) The proceeds from the issue of shares of a Sub-Fund or class of shares, all assets in which such proceeds are invested or reinvested and all income, earnings, profits or assets attributable to or deriving from such investments, as well as all increase or decrease in the value thereof, will be allocated to that Sub-Fund or class of shares and recorded in its books. The assets allocated to each class of shares of the same Sub-Fund will be invested together in accordance with the investment objective, policy and strategy of that Sub-Fund, subject to the specific features and terms of issue of each class of shares of that Sub-Fund, as specified in the Prospectus.

2) All liabilities of the Company attributable to the assets allocated to a Sub-Fund or class of shares or incurred in connection with the creation, operation or liquidation of a Sub-Fund or class of shares will be charged to that Sub-Fund or class of shares and, together with any increase or decrease in the value thereof, will be allocated to that Sub-Fund or class of shares and recorded in its books. In particular and without limitation, the costs and any benefit of a specific feature of a class of shares will be allocated solely to the class of shares to which the specific feature relates.

3) Any assets or liabilities not attributable to a particular Sub-Fund or class of shares may be allocated by the board of directors in good faith and in a manner which is fair to shareholders generally and will normally be allocated to all Sub-Funds or classes of shares pro rata to their net asset value. Subject to the above, the board of directors may at any time vary the allocation of assets and liabilities previously allocated to a Sub-Fund or class of shares.

13.7 In calculating the net asset value of each Sub-Fund or class of shares the following principles will apply:

1) Each share agreed to be issued by the Company on each valuation day will be deemed to be in issue and existing immediately after the time of valuation on the valuation day as further described in the Prospectus. From such time and

until the subscription price is received by the Company, the assets of the Sub-Fund or class of shares concerned will be deemed to include a claim of that Sub-Fund or class of shares for the amount of any cash or other property to be received in respect of the issue of such shares. The net asset value of the Sub-Fund or class of shares will be increased by such amount immediately after the time of valuation on the valuation day.

2) Each share agreed to be redeemed by the Company on each valuation day will be deemed to be in issue and existing until and including the time of valuation on the valuation day as further described in the Prospectus. Immediately after the time of valuation and until the redemption price is paid by the Company, the liabilities of the Sub-Fund or class of shares concerned will be deemed to include a debt of that Sub-Fund or class of shares for the amount of any cash or other property to be paid in respect of the redemption of such shares. The net asset value of the Sub-Fund or class of shares will be decreased by such amount immediately after the time of valuation on the valuation day.

3) Following a declaration of dividends for distribution shares on a valuation day determined by the Company to be the distribution accounting date, the net asset value of the Sub-Fund or class of shares will be decreased by such amount as of the time of valuation on that valuation day.

4) Where assets have been agreed to be purchased or sold but such purchase or sale has not been completed at the time of valuation on a given valuation day, such assets will be included in or excluded from the assets of the Company, and the gross purchase price payable or net sale price receivable will be excluded from or included in the assets of the Company, as if such purchase or sale had been duly completed at the time of valuation on that valuation day, unless the Company has reason to believe that such purchase or sale will not be completed in accordance with its terms. If the exact value or nature of such assets or price is not known at the time of valuation on the valuation day, its value will be estimated by the Company in accordance with the valuation principles described in Article 13.5 au-dessus.

5) The value of any asset or liability denominated or expressed in a currency other than the reference currency of the Company or a particular Sub-Fund or class of shares will be converted, as applicable, into the relevant reference currency at the prevailing foreign exchange rate at the time of valuation on the valuation day concerned which the board of directors considers appropriate.

13.8 The board of directors may apply other valuation principles or alternative methods of valuation that it considers appropriate in order to determine the probable realisation value of any asset if applying the above rules appears inappropriate or impracticable. The board of directors may adjust the value of any asset if the board of directors determines that such adjustment is required to reflect the fair value thereof. The net asset value may also be adjusted to reflect certain dealing charges if need be as more fully described in the Prospectus.

13.9 Adequate provisions shall be made for unpaid administrative and other expenses of a regular or recurring nature based on an estimated amount accrued for the applicable period. Any off-balance sheet liabilities shall duly be taken into account in accordance with fair and prudent criteria.

13.10 In the absence of fraud, bad faith, negligence or manifest error, any decision to determine the net asset value taken by the board of directors or by any agent appointed by the board of directors for such purpose, shall be final and binding on the Company and all shareholders.

Art. 14. Suspension of calculation and publication of the net asset value per share, and/or the issue, redemption and conversion of shares.

14.1 The board of directors may temporarily suspend the calculation and publication of the net asset value per share of any class of shares in any Sub-Fund and/or where applicable, the issue, redemption and conversion of shares of any class of shares in any Sub-Fund in the following cases:

1) when any exchange or regulated market that supplies the price in relation to a substantial portion of the assets of the Company or a Sub-Fund is closed otherwise than on ordinary holidays, or in the event that transactions on such exchange or market are suspended, subject to restrictions, or impossible to execute in volumes allowing the determination of fair prices;

2) when the information or calculation sources normally used to determine the value of the assets of the Company or a Sub-Fund are unavailable;

3) during any period when any breakdown or malfunction occurs in the means of communication network or IT media normally employed in determining the price or value of the assets of the Company or a Sub-Fund, or which is required to calculate the net asset value per share;

4) when exchange, capital transfer or other restrictions prevent the execution of transactions of the Company or a Sub-Fund or prevent the execution of transactions at normal rates of exchange and conditions for such transactions;

5) when exchange, capital transfer or other restrictions prevent the repatriation of assets of the Company or a Sub-Fund for the purpose of making payments on the redemption of shares or prevent the execution of such repatriation at normal rates of exchange and conditions for such repatriation;

6) when the legal, political, economic, military or monetary environment, or an event of force majeure, prevents the Company from being able to manage the assets of the Company or a Sub-Fund in a normal manner and/or prevent the determination of their value in a reasonable manner;

7) when there is a suspension of the net asset value calculation or of the issue, redemption or conversion rights by the investment fund(s) in which the Company or a Sub-Fund is invested;

8) following the suspension of the net asset value calculation and/or the issue, redemption and conversion at the level of a master fund in which the Company or a Sub-Fund invests as a feeder fund;

9) when, for any other reason, the prices or values of the assets of the Company or a Sub-Fund cannot be promptly or accurately ascertained or when it is otherwise impossible to dispose of the assets of the Company or a Sub-Fund in the usual way and/or without materially prejudicing the interests of shareholders;

10) in the event of a notice to shareholders convening an extraordinary general meeting of shareholders for the purpose of dissolving and liquidating the Company or informing them about the termination and liquidation of a Sub-Fund or class of shares, and more generally, during the process of liquidation of the Company, a Sub-Fund or class of shares;

11) during the process of establishing exchange ratios in the context of a merger, a contribution of assets, an asset or share split or any other restructuring transaction;

12) during any period when the dealing of the shares of the Company or Sub-Fund or class of shares on any relevant stock exchange where such shares are listed is suspended or restricted or closed; and

13) in exceptional circumstances, whenever the board of directors considers it necessary in order to avoid irreversible negative effects on the Company ,a Sub-Fund or class of shares, in compliance with the principle of fair treatment of shareholders, in their best interests.

14.2 In the event of exceptional circumstances which could adversely affect the interests of the shareholders or where significant requests for subscription, redemption or conversion of shares are received for a Sub-Fund or class of shares, the board of directors reserves the right to determine the net asset value per share for that Sub-Fund or class of shares only after the Company has completed the necessary investments or disinvestments in securities or other assets for the Sub-Fund or class of shares concerned.

14.3 The suspension of the calculation of the net asset value and/or, where applicable, of the issue, redemption and/or conversion of shares, shall be published and/or communicated to shareholders as required by applicable laws and regulations.

14.4 The suspension of the calculation of the net asset value and/or, where applicable, of the issue, redemption and/or conversion of shares in any Sub-Fund or class of shares shall have no effect on the calculation of the net asset value and/or, where applicable, of the issue, redemption and/or conversion of shares in any other Sub-Fund or class of shares.

14.5 Suspended subscription, redemption and conversion applications will be treated as deemed applications for subscriptions, redemptions or conversions in respect of the first valuation day following the end of the suspension period unless the shareholders have withdrawn their applications for subscription, redemption or conversion by written notification received by or on behalf of the Company before the end of the suspension period.

C. General meetings of shareholders

Art. 15. Powers of the general meeting of shareholders. The shareholders exercise their collective rights in the general meeting of shareholders. Any regularly constituted general meeting of shareholders of the Company shall represent the entire body of shareholders of the Company. The general meeting of shareholders is vested with the powers expressly reserved to it by the 1915 Law and by these articles of association.

Art. 16. Convening of general meetings of shareholders.

16.1 The general meeting of shareholders of the Company may at any time be convened by the board of directors.

16.2 It must be convened by the board of directors upon written request of shareholders representing at least ten percent (10%) of the Company's share capital. In such case, the general meeting of shareholders shall be held within a period of one (1) month from the receipt of such request.

16.3 The convening notice for every general meeting of shareholders shall contain at least the date, time, place, and agenda of the meeting and shall be made through announcements published twice, with a minimum interval of eight (8) days, and eight (8) days before the meeting, in the Mémorial C, Recueil des Sociétés et Associations and in a Luxembourg newspaper. Notices by mail shall be sent eight (8) days before the meeting to the registered shareholders, but no proof that this formality has been complied with need be given. Where all the shares are in registered form, the convening notices may be made by registered letter only and shall be dispatched to each shareholder by registered mail at least eight (8) days before the date scheduled for the meeting.

16.4 If all of the shareholders are present or represented at a general meeting of shareholders and have waived any convening requirements, the meeting may be held without prior notice or publication.

Art. 17. Conduct of general meetings of shareholders.

17.1 The annual general meeting of shareholders shall be held each year in Luxembourg at the registered office of the Company or at such other place in Luxembourg as may be specified in the convening notice of such meeting, on the first Tuesday of May at 2:00 pm. If such day is not a business day or is a legal or banking holiday, the annual general meeting shall be held on the next business day. Other meetings of shareholders may be held at such place and time as may be specified in the respective convening notices.

17.2 A board of the meeting shall be formed at every general meeting of shareholders, composed of a chairman, a secretary, and a scrutineer, who need neither be shareholders nor members of the board of directors. The board of the

meeting shall especially ensure that the meeting is held in accordance with applicable rules and, in particular, in compliance with the rules in relation to convening, majority requirements, vote tallying and representation of shareholders.

17.3 An attendance list must be kept at all general meetings of shareholders.

17.4 Shareholders taking part in a meeting by conference call, through video conference or by any other means of communication which allow (i) them to be identified, (ii) all persons taking part in the meeting to hear one another on a continuous basis, and (iii) an effective participation of all such persons in the meeting, are deemed to be present for the computation of the quorums and votes, subject to such means of communication being made available at the place of the meeting.

17.5 A shareholder may act at any general meeting of shareholders by appointing another person as his proxy in writing or by facsimile, electronic mail or any other similar means of communication. One person may represent several or even all shareholders.

17.6 Each shareholder may vote at a general meeting through a signed voting form sent by post, electronic mail, facsimile or any other means of communication to the Company's registered office or to the address specified in the convening notice. The shareholders may only use voting forms provided by the Company which contain at least the place, date and time of the meeting, the agenda of the meeting, the proposals submitted for decision to the meeting, as well as for each proposal three boxes allowing the shareholder to vote in favour of, against, or abstain from voting on each proposed resolution by ticking the appropriate box. Voting forms which, for a proposed resolution, fail to show (i) a vote in favour or (ii) a vote against the proposed resolution or (iii) an abstention are void with respect to such resolution. The Company shall only take into account voting forms received prior to the general meeting to which they relate.

17.7 The board of directors may determine further conditions that must be fulfiled by shareholders for them to take part in any general meeting of shareholders.

Art. 18. Quorum and vote.

18.1 Each shareholder is entitled to as many votes as he holds shares subject to the rule on fractional shares in 9.3 au-dessus.

18.2 Except as otherwise required by the 1915 Law or these articles of association, resolutions at a general meeting of shareholders duly convened shall not require any presence quorum and shall be adopted at a simple majority of the votes validly cast regardless of the portion of capital represented. Abstentions and nil votes shall not be taken into account.

Art. 19. Amendments of the articles of association. Except as otherwise provided herein, these articles of association may be amended by a majority of at least two-thirds (2/3) of the votes validly cast at a general meeting at which a quorum of more than half (1/2) of the Company's share capital is present or represented. If no quorum is reached in a meeting, a second meeting may be convened in accordance with the 1915 Law and these articles of association which may deliberate regardless of the quorum and at which resolutions are taken at a majority of at least two-thirds (2/3) of the votes validly cast. Abstentions and nil votes shall not be taken into account.

Art. 20. Adjournment of general meetings of shareholders. Subject to the provisions of the 1915 Law, the board of directors may, during any general meeting of shareholders, adjourn such general meeting of shareholders for four (4) weeks. The board of directors shall do so at the request of shareholders representing at least twenty percent (20%) of the share capital of the Company. In the event of an adjournment, any resolution already adopted by the general meeting of shareholders shall be cancelled.

Art. 21. Minutes of general meetings of shareholders.

21.1 The board of any general meeting of shareholders shall draw up minutes of the meeting which shall be signed by the members of the board of the meeting as well as by any shareholder upon its request.

21.2 Any copy and excerpt of such original minutes to be produced in judicial proceedings or to be delivered to any third party, shall be certified as a true copy of the original by the notary having had custody of the original deed, in case the meeting has been recorded in a notarial deed, or shall be signed by the chairman of the board of directors or by any two (2) of its members.

Art. 22. General meetings of a Sub-Fund or class of shares.

22.1 The shareholders of any Sub-Fund or class of shares may hold, at any time, general meetings to decide on any matters which relate exclusively to such Sub-Fund or class of shares.

22.2 The provisions of this Chapter C shall apply, mutatis mutandis, to such general meetings.

D. Management

Art. 23. Composition and powers of the board of directors.

23.1 The Company shall be managed by a board of directors composed of at least three (3) members except in the specific circumstances provided for under the 1915 Law.

23.2 The board of directors is vested with the broadest powers to act in the name of the Company and to take any actions necessary or useful to fulfil the Company's corporate purpose, with the exception of the powers reserved by the 1915 Law or by these articles of association to the general meeting of shareholders.

Art. 24. Daily management and delegation of power.

24.1 The daily management of the Company as well as the representation of the Company in connection with such daily management may, be delegated to one or more directors, officers or other agents, being shareholders or not, acting individually or jointly. Their appointment, removal and powers shall be determined by a resolution of the board of directors.

24.2 The Company may also grant special powers by notarised proxy or private instrument.

Art. 25. Election, removal and term of office of directors.

25.1 The directors shall be elected by the general meeting of shareholders.

The general meeting of shareholders shall determine their remuneration and term of office.

25.2 The term of office of a director may not exceed six (6) years. Directors may however be re-elected for successive terms.

25.3 Each director is elected by the general meeting of shareholders by a simple majority of the votes validly cast.

25.4 Any director may be removed from office at any time with or without cause by the general meeting of shareholders by a simple majority of the votes validly cast.

25.5 If a legal entity is appointed as director of the Company, such legal entity must designate a physical person as 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 a successor at the same time. An individual may only be a permanent representative of one (1) director of the Company and may not be a director of the Company at the same time.

Art. 26. Vacancy in the office of a director. In the event of vacancy in the office of a director because of death, legal incapacity, bankruptcy, resignation or otherwise, this vacancy may be filled on a temporary basis and for a period of time not exceeding the initial mandate of the replaced director by the remaining directors until the next meeting of shareholders which shall resolve on his permanent appointment in compliance with the applicable legal provisions.

Art. 27. Convening meetings of the board of directors.

27.1 The board of directors shall meet upon call by the chairman, or by any director. Meetings of the board of directors shall be held at the registered office of the Company unless otherwise indicated in the notice of meeting.

27.2 Written notice of any meeting of the board of directors must be given to directors twenty-four (24) hours at least in advance of the time scheduled for the meeting, except in case of emergency, in which case the nature and the reasons of such emergency must be mentioned in the notice. Such notice may be omitted in case of assent of each director in writing, by facsimile, electronic mail or any other similar means of communication, a copy of such signed document being sufficient proof thereof. No prior notice shall be required for a board meeting to be held at a time and location determined in a prior resolution adopted by the board of directors which has been communicated to all directors.

27.3 No prior notice shall be required in case all the members of the board of directors are present or represented at a board meeting and waive any convening requirements or in the case of resolutions in writing approved and signed by all members of the board of directors.

Art. 28. Conduct of meetings of the board of directors.

28.1 The board of directors shall elect among its members a chairman. It may also choose a secretary who does not need to be a director and who shall be responsible for keeping the minutes of the meetings of the board of directors.

28.2 The chairman shall chair all meetings of the board of directors, but in his absence, the board of directors may appoint another director as chairman pro tempore by vote of the majority of directors present at such meeting.

28.3 Any director may act at any meeting of the board of directors by appointing another director as his proxy in writing, or by facsimile, electronic mail or any other similar means of communication, a copy of the appointment being sufficient proof thereof. A director may represent one or more, but not all of the other directors.

28.4 Meetings of the board of directors may also be held by conference call or video conference or by any other means of communication allowing all persons participating at such meeting to hear one another on a continuous basis and allowing an effective participation in the meeting. The participation in a meeting by these means is equivalent to participation in person at such meeting and the meeting is deemed to be held at the registered office of the Company.

28.5 The board of directors can deliberate or act validly only if at least a majority of the directors are present or represented at a meeting of the board of directors.

28.6 Decisions shall be taken by a majority vote of the directors present or represented at such meeting. The chairman shall not have a casting vote.

28.7 The board of directors may, unanimously, pass resolutions by circular means when expressing its approval in writing, by facsimile, electronic mail or any other similar means of communication. Each director may express his consent separately, the entirety of the consents evidencing the adoption of the resolutions. The date of such resolutions shall be the date of the last signature.

Art. 29. Minutes of meetings of the board of directors. The minutes of any meeting of the board of directors shall be signed by the chairman or, in his absence, by the chairman pro tempore, or by any two (2) directors present. Copies or

excerpts of such minutes which may be produced in judicial proceedings or otherwise shall be signed by the chairman or by any two (2) directors.

Art. 30. Conflict of interest.

30.1 Save as otherwise provided by the 1915 Law, any director who has, directly or indirectly, an interest in a transaction submitted to the approval of the board of directors which conflicts with the Company's interest, must inform the board of directors of such conflict of interest and must have his declaration recorded in the minutes of the board of directors meeting. The relevant director may not take part in the discussions on and may not vote on the relevant transaction. Any such conflict of interest must be reported to the next general meeting of shareholders prior to such meeting taking any resolution on any other item.

30.2 The conflict of interest rules shall not apply where the decision of the board of directors relates to current operations entered into under normal conditions.

Art. 31. Dealing with third parties.

31.1 The Company shall be bound towards third parties in all circumstances by the joint signature of any two (2) directors, or by the joint signature or the sole signature of any person(s) to whom such power may have been delegated by the board of directors within the limits of such delegation.

31.2 Within the limits of the daily management, the Company shall be bound towards third parties by the signature of any physical person(s) or corporate entities to whom such power may have been delegated, acting individually or jointly, within the limits of such delegation.

Art. 32. Indemnification.

32.1 Each director, officer and employee of the Company (the "Indemnified Persons") shall be indemnified to the fullest extent permitted by law against any liability, and against all expenses reasonably incurred or paid by him in connection with any claim, action, suit or proceeding in which he becomes involved as a party or otherwise by virtue of his being or having been such a director, officer or employee of the Company. The words "claim", "action", "suit" or "proceeding" shall apply to all claims, actions, suits or proceedings (civil, criminal or otherwise including appeals) actual or threatened and the words "liability" and "expenses" shall include without limitation attorneys' fees, costs, judgments, amounts paid in settlement and other liabilities.

32.2 No indemnification shall be provided to any director or officer (i) against any liability to the Company or its shareholders by reason of willful misconduct, bad faith, negligence or reckless disregard of the duties involved in the conduct of his office (ii) with respect to any matter as to which he shall have been finally adjudicated to have acted in bad faith and not in the interests of the Company or (iii) in the event of a settlement, unless the settlement has been approved by a court of competent jurisdiction.

32.3 The right of indemnification herein provided shall be severable, shall not affect any other rights to which any director or officer may now or hereafter be entitled, shall continue as to a person who has ceased to be such director or officer.

32.4 Expenses in connection with the preparation and representation of a defense of any claim, action, suit or proceeding of the character described in this article shall be advanced by the Company prior to final disposition thereof upon receipt of any undertaking by or on behalf of the officer or director, to repay such amount if it is ultimately determined that he is not entitled to indemnification under this article.

32.5 The Company shall not indemnify the Indemnified Persons in the event of claim resulting from legal proceedings among the Indemnified Persons.

Art. 33. Investment policy and restrictions.

33.1 The board of directors, based upon the principle of risk spreading, has the power to determine the investment policies and strategies to be applied in respect of each Sub-Fund and the course of conduct of the management and business affairs of the Company.

33.2 In compliance with the requirements set forth by the 2010 Law and detailed in the Prospectus, each Sub-Fund may invest in:

(i) transferable securities or money market instruments;

(ii) shares or units of other UCITS and UCIs within the limits set forth in the Prospectus, including, where it is intended that a Sub-Fund acts as a feeder fund, shares or units of a master fund qualified as a UCITS;

(iii) shares of other Sub-Funds to the extent permitted and under the conditions stipulated by the 2010 Law;

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

(v) financial derivative instruments;

(vi) other assets to the extent permitted by the 2010 Law.

33.3 The Company may in particular purchase the above mentioned assets on any regulated market in Europe, America, Africa, Asia and Oceania.

33.4 The Company may also invest in recently issued transferable securities and money market instruments provided that the terms of issue include an undertaking that application will be made for admission to official listing on a regulated market as referred to Article 33.3 au-dessus and that such admission be secured within one year of issue.

33.5 In accordance with the principle of risk-spreading the Company is authorised to invest up to 100% of the assets attributable to each Sub-Fund in different transferable securities and money market instruments issued or guaranteed by a Member State of the EU, by one or more of its local authorities, by a member state of the OECD or the Group of twenty (G20) such as the United States and the People's Republic of China, by the Republic of Singapore, by the Hong Kong Special Administrative Region of the People's Republic of China or by a public international body of which one or more Member States of the EU are members provided that if the Company uses the possibility described above, it shall hold on behalf of each relevant Sub-Fund securities from at least six different issues. The securities from any single issue shall not account for more than 30% of the total assets attributable to that Sub-Fund.

33.6 The board of directors, acting in the best interests of the Company, may decide, in the manner described in the Prospectus, that (i) all or part of the assets of the Company or of any 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.

33.7 Investments of each Sub-Fund of the Company may be made either directly or indirectly through wholly-owned subsidiaries, as the board of directors may from time to time decide and as described in the Prospectus.

33.8 The Company is authorised to employ techniques and instruments relating to transferable securities and money market instruments.

33.9 The board of directors may impose more stringent investment restrictions, as disclosed in the Prospectus.

E. Audit and supervision

Art. 34. Auditor. The Company shall have the accounting information contained in the annual report inspected by a Luxembourg approved statutory auditor (réviseur d'entreprises agréé) appointed by the general meeting of shareholders, which shall determine his remuneration.

Art. 35. Depositary.

35.1 The Company will appoint a depositary which meets the requirements of the 2010 Law.

35.2 The depositary shall fulfil the duties and responsibilities as provided for by the 2010 Law. In carrying out its role as depositary, the depositary must act solely in the interests of the investors.

F. Financial year - Annual accounts - Allocation of profits - Distributions

Art. 36. Financial year. The financial year of the Company shall begin on the first of January of each year and shall end on the thirty-first of December of the same year.

Art. 37. Annual accounts. At the end of each financial year, the accounts are closed and the board of directors draws up an inventory of the Company's assets and liabilities, the balance sheet and the profit and loss accounts in accordance with the law.

Art. 38. Distributions.

38.1 Distributions of dividends may be decided from time to time in accordance with applicable laws and the Prospectus.

38.2 Distributions may be paid in such currency and at such time and place that the board of directors shall determine from time to time.

38.3 The board of directors may decide to distribute stock dividends in lieu of cash dividends upon such terms and conditions as may be set forth by the board of directors and subject to the shareholder's approval.

38.4 Any distribution that has not been claimed within five (5) years of its declaration shall be forfeited and revert to the class(es) of shares issued by the Company or by the relevant Sub-Fund.

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

G. Dissolution - Liquidation - Merger - Amalgamation

Art. 39. Termination and liquidation of Sub-Funds or classes of shares.

39.1 In the event that for any reason the net asset value of any Sub-Fund or class of shares has decreased to, or has not reached, an amount determined by the board of directors to be the minimum level for such Sub-Fund or class to be operated in an efficient manner or for any reason determined by the board of directors and disclosed in the Prospectus, the board of directors may decide to terminate such Sub-Fund or class of shares and redeem compulsorily all the shares of the relevant Sub-Fund or class at the applicable net asset value per share on the valuation day determined by the board of directors.

39.2 The shareholders will be informed of the decision of the board of directors to terminate a Sub-Fund or class of shares by way of a notice and/or in any other way as required or permitted by applicable laws and regulations. The notice will indicate the reasons for and the process of the termination and liquidation.

39.3 Notwithstanding the powers conferred on the board of directors by the preceding paragraph, the shareholders of any Sub-Fund or class of shares, as applicable, may also decide to terminate such Sub-Fund or class of shares at a general meeting of such shareholders and have the Company redeem compulsory all the shares of the Sub-Fund or class(es) at the net asset value per share for the applicable valuation day. The convening notice to the general meeting of shareholders of the Sub-Fund or class of shares will indicate the reasons for and the process of the proposed termination and liquidation.

39.4 Actual realisation prices of investments, realisation expenses and liquidation costs will be taken into account in calculating the net asset value applicable to the compulsory redemption. Shareholders in the Sub-Fund or class of shares concerned will generally be authorised to continue requesting the redemption or conversion of their shares prior to the effective date of the compulsory redemption, unless the board of directors determines that it would not be in the best interests of the shareholders in that Sub-Fund or class of shares or could jeopardise the fair treatment of the shareholders.

39.5 Redemption proceeds which have not been claimed by the shareholders upon the compulsory redemption will be deposited, in accordance with applicable laws and reguations, in escrow at the "Caisse de Consignation" on behalf of the persons entitled thereto. Proceeds not claimed within the statutory period will be forfeited in accordance with laws and regulations.

39.6 All redeemed shares will be cancelled.

39.7 The termination and liquidation of a Sub-Fund or class of shares shall have no influence on the existence of any other Sub-Fund or class of shares. The decision to terminate and liquidate the last Sub-Fund existing in the Company will result in the dissolution and liquidation of the Company in accordance with the provisions of these articles of association and the 2010 Law.

Art. 40. Merger of the Company or its Sub-Fund.

40.1 The board of directors may decide to proceed with a merger (within the meaning of the 2010 Law) of the Company with one or several other Luxembourg or foreign UCITS, or sub-fund thereof. The board of directors may also decide to proceed with a merger (within the meaning of the 2010 Law) of one or several Sub-Fund(s) with one or several other Sub-Fund(s) within the Company, or with one or several other Luxembourg or foreign UCITS or sub-funds thereof. Such mergers shall be subject to the conditions and procedures imposed by the 2010 Law, in particular concerning the common draft terms of the merger to be established by the board of directors and the information to be provided to the shareholders. Such a merger does not require the prior consent of the shareholders except where the Company is the absorbed entity which, thus, ceases to exist as a result of the merger; in such case, the general meeting of shareholders of the Company must decide on the merger and its effective date. Such general meeting will decide by resolution taken with no quorum requirement and adopted by a simple majority of the votes validly cast.

40.2 The board of directors may decide to proceed with the absorption by the Company or one or several Sub-Funds of (i) one or several sub-funds of another Luxembourg or a foreign UCI, irrespective of their form, or (ii) any Luxembourg or foreign UCI constituted under a non-corporate form. The exchange ratio between the relevant shares of the Company and the shares or units of the absorbed UCI or of the relevant sub-fund thereof will be calculated on the basis of the relevant net asset value per share or unit as of the effective date of the absorption.

40.3 Notwithstanding the powers conferred on the board of directors by the preceding paragraphs, the shareholders of the Company or of any Sub-Fund may also decide on any of the mergers or absorptions described above and on their effective date thereof. The convening notice to the general meeting of shareholders will indicate the reasons for and the process of the proposed merger or absorption.

40.4 In addition to the above, the Company may also absorb another Luxembourg or foreign UCI incorporated under a corporate form in compliance with the 1915 Law and any other applicable laws and regulations.

Art. 41. Reorganisation of classes of shares.

41.1 In the event that for any reason the net asset value of a class of shares has decreased to, or has not reached an amount determined by the board of directors (in the interests of shareholders) to be the minimum level for such class to be operated in an efficient manner or for any other reason disclosed in the Prospectus, the board of directors may decide to re-allocate the assets and liabilities of that class to those of one or several other classes within the Company and to re-designate the shares of the class(es) concerned as shares of such other share class or share classes (following a split or consolidation, if necessary, and the payment to shareholders of the amount corresponding to any fractional entitlement). The shareholder of the class of shares concerned will be informed of the reorganisation by way of a notice and/or in any other way as required or permitted by applicable laws and regulations.

41.2 Notwithstanding the powers conferred on the board of directors by the preceding paragraph, the shareholders may decide on such reorganisation by resolution taken by the general meeting of shareholders of the share class concerned. The convening notice to the general meeting of shareholders will indicate the reasons for and the process of the reorganisation.

Art. 42. Dissolution and liquidation of the Company.

42.1 The Company may at any time be dissolved in accordance with applicable laws.

42.2 Liquidation proceeds which have not been claimed by shareholders at the time of the closure of the liquidation shall be deposited in escrow at the "Caisse de Consignation" in Luxembourg. Proceeds not claimed within the statutory period shall be forfeited in accordance with applicable laws and regulations.

H. Final provisions - Applicable law

Art. 43. Statement. Words importing a masculine gender also include the feminine gender and words importing persons or shareholders also include corporations, partnerships associations and any other organised group of persons whether incorporated or not.

Art. 44. Applicable law. All matters not governed by these articles of association shall be determined in accordance with the 1915 Law and the 2010 Law.

Transitional provisions

1. The first financial year shall begin on the date of incorporation of the Company and terminate on 31 December 2015.

2. The first annual general meeting of shareholders shall be held in 2016.

Subscription and payment

The forty-five thousand (45,000) shares issued have been subscribed by E Fund Management (Hong Kong) Co., Limited, aforementioned, for the price of forty-five thousand United States Dollars (USD 45,000).

The shares so subscribed have been fully paid up by a contribution in cash so that the amount of forty-five thousand United States Dollars (USD 45,000.-) is as of now available to the Company, as it has been justified to the undersigned notary.

Declaration

The undersigned notary herewith declares having verified the existence of the conditions provided for or referred to in Articles 26, 26-3 and 26-5 of the 1915 Law as amended and expressly states that they have been complied with.

Expenses

The expenses, costs, remunerations or charges in any form whatsoever incurred by the Company or which shall be borne by the Company in connection with its incorporation are estimated at approximately EUR 3,000.-.

Resolutions of the sole shareholder

The incorporating shareholder, representing the entire share capital of the Company and having waived any convening requirements, has thereupon passed the following resolutions:

1. The address of the registered office of the Company is set at 2-8 avenue Charles de Gaulle, L-1653 Luxembourg;

2. The following persons are appointed as directors of the Company until the general meeting of shareholders convened to approve the Company's annual accounts for the first financial year;

Ms. Gaohui Huang, born in YiChun (China), on 12 November 1971, professionally residing at Suites 3501-02, 35/F, Two International Finance Centre, 8 Finance Street, Central, Hong Kong;

Mr. Qiang Zhang, born in ShiJiaZhuang (China), on 24 June 1976, professionally residing at Suites 3501-02, 35/F, Two International Finance Centre, 8 Finance Street, Central, Hong Kong; and

Mr. Ross Thomson born in Aberdeen (United Kingdom), on 9 February 1976, professionally residing at 33, rue de Gasperich, L-5826 Hesperange.

3. The following person is appointed as approved statutory auditor until the general meeting of shareholders convened to approve the Company's annual accounts for the first financial year:

PricewaterhouseCoopers Société coopérative, a société coopérative, incorporated and existing under the laws of the Grand Duchy of Luxembourg, having its registered office at 2, rue Gerhard Mercator, L-2182 Luxembourg.

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

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

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

Signé: C. HOFFMANN et C. WERSANDT.

Enregistré à Luxembourg Actes Civils 1, le 5 août 2015. Relation: 1LAC/2015/24948. Reçu soixante-quinze euros (75.- EUR).

Le Receveur (signé): P. MOLLING.

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

Luxembourg, le 12 août 2015.

Référence de publication: 2015138106/763.

(150150523) Déposé au registre de commerce et des sociétés de Luxembourg, le 12 août 2015.

Avantag Energy S.à r.l., Société à responsabilité limitée.

Siège social: L-6686 Mertert, 51, route de Wasserbillig.

R.C.S. Luxembourg B 50.989.

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Im Jahre zwei tausend fünfzehn.

Den dreizehnten Juli.

Vor dem unterzeichneten Notar Henri BECK, mit dem Amtssitze in Echternach (Grossherzogtum Luxemburg).

SIND ERSCHIENEN:

1.- Die Gesellschaft AVANTAG INTERNATIONAL S.A., mit Sitz in L-6686 Mertert, 51, route de Wasserbillig, eingetragen beim Handelsund Gesellschaftsregister Luxemburg unter der Nummer B 50.849,

hier vertreten durch zwei ihrer Verwaltungsratsmitglieder, nämlich:

- Herr Ulrich Philipp Michael RASS, Jurist, wohnhaft in D-54294 Trier, Gertrud-Schloss-Strasse, 20.

- Herr Christoph Georg RASS, Volkswirt, wohnhaft in D-54294 Trier, Aachener-Strasse, 81.

2.- Herr Peter SCHUTH, Ingenieur, wohnhaft in D-66127 Saarbrücken, Feldstrasse, 12.

Welche Komparenten, anwesend oder vertreten wie vorerwähnt, erklärten, dass sie die alleinigen Anteilhaber der Gesellschaft mit beschränkter Haftung AVANTAG ENERGY S.à r.l. sind, mit Sitz in L-6686 Mertert, 51, route de Wasserbillig, eingetragen beim Handelsund Gesellschaftsregister Luxemburg unter der Nummer B 50.989 (NIN 1995 24 03 926).

Dass besagte Gesellschaft gegründet wurde zufolge Urkunde aufgenommen durch Notar Jean SECKLER, mit dem Amtswohnsitz in Junglinster, am 5. April 1995, veröffentlicht im Mémorial C Recueil des Sociétés et Associations Nummer 368 vom 4. August 1995 und deren Statuten abgeändert wurden zufolge Urkunde aufgenommen durch denselben Notar Jean SECKLER, am 6. November 2008, veröffentlicht im Mémorial C Recueil des Sociétés et Associations Nummer 2888 vom 3. Dezember 2008.

Das Gesellschaftskapital beträgt ACHTZEHN TAUSEND SIEBEN HUNDERT FÜNFZIG EURO (€ 18.750.-) und ist eingeteilt in sieben hundert fünfzig (750) Anteile von je FÜNFUNDZWANZIG EURO (€ 25.-), welche wie folgt zugeteilt sind:

1.- Die Gesellschaft AVANTAG INTERNATIONAL S.A., vorgenannt, fünf hundert Anteile	500
2.- Herr Peter SCHUTH, vorgenannt, zwei hundert fünfzig Anteile	250
Total: SIEBEN HUNDERT FÜNFZIG Anteile	750

Alsdann ersuchten die Komparenten, anwesend oder vertreten wie vorerwähnt, den amtierenden Notar Nachstehendes zu beurkunden wie folgt:

Erster Beschluss

Die Gesellschafter, anwesend oder vertreten wie vorerwähnt, beschliessen das Gesellschaftskapital um den Betrag von EINUNDACHTZIG TAUSEND ZWEI HUNDERT FÜNFZIG EURO (€ 81.250) zu erhöhen, um es von seinem jetzigen Betrag von ACHTZEHN TAUSEND SIEBEN HUNDERT FÜNFZIG EURO (€ 18.750.-) auf den Betrag von EIN HUNDERT TAUSEND EURO (€ 100.000.-) zubringen durch die Ausgabe von drei tausend zwei hundert fünfzig (3.250) neuen Anteilen mit einem Nominalwert von je FÜNFUNDZWANZIG EURO (€ 25.-) sowie mit einem Ausgabeaufschlag (Emissionsprämie) für einen Gesamtbetrag von FÜNFUNDZWANZIG EURO DREI CENT (€ 25,03.-).

Zeichnung - Einzahlung

Die drei tausend zwei hundert fünfzig (3.250) neuen Anteile werden wie folgt gezeichnet und eingezahlt:

- zwei tausend ein hundert siebenundsechzig (2.167) neue Anteile durch die bestehende Gesellschafterin AVANTAG INTERNATIONAL S.A., vorgenannt, mittels Bareinzahlung des Betrages von VIERUNDFÜNFZIG TAUSEND EIN HUNDERT EINUNDNEUNZIG EURO NEUNUNDSECHZIG CENT (€ 54.191,69.-), machend den Betrag von VIERUNDFÜNFZIG TAUSEND EIN HUNDERT FÜNFUNDSIEBZIG EURO (€ 54.175.-) als Kapitalerhöhung sowie den Betrag von SECHZEHN EURO NEUNUNDSECHZIG CENT (€ 16,69.-) als Ausgabeaufschlag.

- ein tausend dreiundachtzig (1.083) neue Anteile durch den bestehenden Gesellschafter Herr Peter SCHUTH, vorgenannt, mittels Bareinzahlung des Betrages von SIEBENUNDZWANZIG TAUSEND DREIUNDACHTZIG EURO VIERUNDDREISSIG CENT (€ 27.083,34.-), machend den Betrag von SIEBENUNDZWANZIG TAUSEND FÜNFUNDSIEBZIG EURO (€ 27.075.-) als Kapitalerhöhung sowie den Betrag von ACHT EURO VIERUNDDREISSIG CENT (€ 8,34.-) als Ausgabeaufschlag.

Der unterzeichnete Notar erklärt dass der Gesamtbetrag von EINUNDACHTZIG TAUSEND ZWEI HUNDERT FÜNFUNDSIEBZIG EURO DREI CENT (€ 81.275,03.-) machend den Betrag von EINUNDACHTZIG TAUSEND ZWEI HUNDERT FÜNFZIG EURO (€ 81.250.-) als Kapitalerhöhung sowie den Betrag von FÜNFUNDZWANZIG EURO DREI CENT (€ 25,03.-) als Ausgabeaufschlag der Gesellschaft von heute an zur Verfügung steht, wie ihm dies mittels Bankbescheinigung nachgewiesen worden ist.

Zweiter Beschluss

Die Gesellschafter, anwesend oder vertreten wie vorerwähnt, beschliessen aufgrund der vorhergehenden Kapitalerhöhung den ersten Abschnitt von Artikel 5 der Statuten abzuändern um ihm folgenden Wortlaut zu geben:

Deutsche Fassung der Statuten:

„ **Art. 5. (1 Abschitt).** Das Gesellschaftskapital beträgt EIN HUNDERT TAUSEND EURO (€ 100.000.-), eingeteilt in vier tausend (4.000) Anteile von je FÜNFUNDZWANZIG EURO (€ 25.-).“.

Französische Fassung der Statuten:

« **Art. 5. (1 er Paragraphe).** Le capital social est fixé à CENT MILLE EUROS (€ 100.000.-), représenté par quatre mille (4.000) parts sociales de VINGT-CINQ EUROS (€ 25.-) chacune.».

Zuteilung der Anteile

Die vier tausend (4.000) Anteile sind wie folgt zugeteilt:

1.- Die Gesellschaft AVANTAG INTERNATIONAL S.A., mit Sitz in L-6686 Mertert, 51, route de Wasserbillig, eingetragen beim Handelsund Gesellschaftsregister Luxemburg unter der Nummer B 50.849, zwei tausend sechs hundert siebenundsechzig Anteile	2.667
2.- Herr Peter SCHUTH, Ingenieur, wohnhaft in D-66127 Saarbrücken, Feldstrasse, 12, ein tausend drei hundert dreiunddreißig Anteile	1.333
Total: VIER TAUSEND Anteile	4.000

WORÜBER URKUNDE, Geschehen und aufgenommen in Echternach, Am Datum wie eingangs erwähnt.

Und nach Vorlesung und Erklärung alles Vorstehenden an die Komparenten, dem Notar nach Namen, gebräuchlichen Vornamen, Stand und Wohnort bekannt, haben dieselben mit dem Notar gegenwärtige Urkunde unterschrieben.

Gezeichnet: U. P. M. RASS, C. G. RASS, P. SCHUTH, Henri BECK.

Enregistré à Grevenmacher Actes Civils, le 14 juillet 2015. Relation: GAC/2015/5955. Reçu soixante-quinze euros 75,00 €

Le Receveur (signé): G. SCHLINK.

FÜR GLEICHLAUTENDE AUSFERTIGUNG, auf Begehr erteilt, zwecks Hinterlegung beim Handels- und Gesellschaftsregister.

Echternach, den 17. Juli 2015.

Référence de publication: 2015119907/85.

(150130078) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 juillet 2015.

Cityhold Propco 6 S.à r.l., Société à responsabilité limitée.

Siège social: L-2340 Luxembourg, 26, rue Philippe II.

R.C.S. Luxembourg B 169.567.

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Le Bilan et l'affectation des résultat au 31/12/2014 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: 2015119963/10.

(150129536) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 juillet 2015.

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

Siège social: L-1461 Luxembourg, 31, rue d'Eich.

R.C.S. Luxembourg B 151.674.

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Le bilan au 31/12/2013 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 17 juillet 2015.

Pour ordre

EUROPE FIDUCIAIRE (Luxembourg) S.A.

Boîte Postale 1307

L-1013 Luxembourg

Référence de publication: 2015120652/14.

(150129781) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 juillet 2015.

Sauzon S.A., Société Anonyme.

Siège social: L-1461 Luxembourg, 31, rue d'Eich.

R.C.S. Luxembourg B 59.229.

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Le bilan au 31/12/2013 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 16 juillet 2015.

Pour ordre

EUROPE FIDUCIAIRE (Luxembourg) S.A.

Boîte Postale 1307

L – 1013 Luxembourg

Référence de publication: 2015120638/14.

(150129178) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 juillet 2015.

Dynex Energy S.A., Société Anonyme.

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

R.C.S. Luxembourg B 164.435.

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We hereby give you notice of an

ANNUAL GENERAL MEETING

of Shareholders of the Company that will be held extraordinarily on *16th September 2015* at 3.00 p.m. (local time) at the registered office of the Company Said meeting will be held further to the adjournment of the General Meeting held on 19th August 2015, the agenda of which is as follows :

Agenda:

1. Acceptance of the resignation of Mr Luciano Petti with effect as at 2nd February 2015.
2. Subsequent reduction of the number of the Company's directors from 4 to 3.
3. Reports of the Board of Directors and of the "Réviseur d'entreprises".
4. Approval of the balance sheets, the profit and loss accounts and appropriation of the results as at 31st December 2013 and 31st December 2014.
5. Discharge to be given to the Directors and the "Réviseur d'entreprises".

The Board of Directors.

Référence de publication: 2015145160/19.

Desdan Holding S.A., Société Anonyme Holding.

Siège social: L-1413 Luxembourg, 3, place Dargent.

R.C.S. Luxembourg B 81.199.

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Les Actionnaires sont convoqués par le présent avis à

l'ASSEMBLÉE GÉNÉRALE STATUTAIRE

qui aura lieu le *15 septembre 2015* à 09:00 heures au siège social à Luxembourg, avec l'ordre du jour suivant:

Ordre du jour:

1. Rapport de gestion du Conseil d'Administration et rapport du Commissaire
2. Approbation des comptes annuels et affectation des résultats au 30 juin 2015
3. Décharge aux Administrateurs et au Commissaire
4. Acceptation de la démission d'un Administrateur et nomination de son remplaçant
5. Délibération et décision sur la dissolution éventuelle de la société conformément à l'article 100 de la loi du 10 août 1915 sur les sociétés commerciales
6. Divers

Les actionnaires sont priés de déposer leurs titres au porteur auprès de la société CTP, Companies & Trusts Promotion S.à r.l. qui a été nommée dépositaire en vertu de la loi du 28 juillet 2014.

Le Conseil d'Administration.

Référence de publication: 2015141824/20.

Editeur: Service Central de Législation, 43, boulevard F.-D. Roosevelt, L-2450 Luxembourg
Imprimeur: Association momentanée Imprimerie Centrale / Victor Buck