MEMORIAL

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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° 202 **27 janvier 2016**

SOMMAIRE

WMP I Sicav, Société d'Investissement à Capital Variable.

Siège social: L-5884 Hesperange, 304, route de Thionville.

R.C.S. Luxembourg B 174.466.

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You are kindly invited to attend the

ANNUAL GENERAL MEETING

of the shareholders of the Company ("Meeting") which will be held at the registered office of the Company on *February 15, 2016* at 11.00 a.m. (Luxembourg time) for the purpose of considering and voting upon the following agenda:

Agenda:

1. Approval of the reports of the Board of Directors and the Independent Auditor for the financial year ended on October 31, 2014 as well as for the financial year ended on October 31, 2015;
2. Approval of the Statement of Net Assets and of the Statements of changes in Net Assets for the financial year ended on October 31, 2014 as well as for the financial year ended on October 31, 2015;
3. Resolution of the appropriation of the annual profit;
4. Notice of the resignation of Mr. Claus Bering as member of the Board of Directors of the Company with effect from October 31, 2015;
5. Notice and ratification of the co-optation of Mr. Hans-Jörg Henri von Mettenheim as member of the Board of Directors with effect from the 1st of November 2015 until the end of the Annual General Meeting in 2016;
6. Discharge to be granted to the members of the Board of Directors with respect to the performance of their duties for the financial year ended on October 31, 2014 as well as for the financial year ended on October 31, 2015;
7. Renewal of the mandates of the members of the Board of Directors until the end of the next Annual General Meeting in 2017:
   - Mr. Stephan Blohm, professionally residing in L-5884 Hesperange, 304, route de Thionville,
   - Mrs Ina Mangelsdorf-Wallner, professionally residing in L-5884 Hesperange, 304, route de Thionville,
   - Mr. Hans-Jörg Henri von Mettenheim, professionally residing in Saldernstraße 8, D-30559 Hannover.
8. Re-appointment of Deloitte Audit S.à r.l. with registered office in 560, rue de Neudorf, L-2220 Luxembourg to serve as Independent Auditor of the Company until the end of the next Annual General Meeting which will be held in 2017;
9. Approval of the remuneration of the Board of Directors of the Company;
10. Miscellaneous.

Voting

Shareholders are advised that no quorum is required for the adoption of resolutions by the Meeting and that the resolutions will be passed by a majority of votes validly cast of the shareholders present or represented at the Meeting.

Voting Arrangements

Shareholders who cannot attend the Meeting may vote by proxy by returning the form of proxy to the registered office of the Company (Att. Domiciliary department) by fax to +352 274 877 199 not later than February 11, 2016 close of business in Luxembourg. The original form of proxy shall then be sent by mail to the registered office of the Company.

Financial Statements

The Financial Statements, together with the audited Annual Reports will be made available at the registered office of the Company.

The Board of Directors.

Référence de publication: 2016007965/43.

Dentsply CE S.à r.l., Société à responsabilité limitée.

Capital social: USD 5.780.045.692,60.

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

R.C.S. Luxembourg B 150.469.

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EXTRAIT

Avec effet au 1 er novembre 2015, un changement dans l'actionnariat de la société ci-dessus a eu lieu comme suit:

1. Dentsply International Inc., détenant 47.389.216.617 parts sociales dans la société ci-haut mentionnée, a cédé la totalité de ses parts à:

TDP NT LLC, une société constituée selon les lois du Delaware, États-Unis d'Amérique, enregistrée au Registre de Commerce du Delaware sous le numéro 4076185, avec adresse au 2711 Centreville Rd., Wilmington, DE 19808, États-Unis d'Amérique.

2. Dentsply Finance Co., détenant 10.411.240.309 parts sociales dans la société ci-haut mentionnée, a cédé la totalité de ses parts à:

TDP NT LLC, une société constituée selon les lois du Delaware, États-Unis d'Amérique, enregistrée au Registre de Commerce du Delaware sous le numéro 4076185, avec adresse au 2711 Centreville Rd., Wilmington, DE 19808, États-Unis d'Amérique.

Dès lors, l'associé unique de la société est à inscrire comme suit:

TDP NT LLC . . . . . 57.800.456.526 parts sociales

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

Luxembourg, le 19 novembre 2015.

Pour extrait conforme

Signature

Référence de publication: 2015187645/26.

(150209361) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 novembre 2015.

Carat (Lux) SICAV, Société d'Investissement à Capital Variable (en liquidation).

Siège social: L-1445 Strassen, 4, rue Thomas Edison.

R.C.S. Luxembourg B 73.244.

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Die Aktionäre der CARAT (LUX) SICAV in Liquidation werden hiermit zu einer

ORDENTLICHEN GENERALVERSAMMLUNG

der aktionäre eingeladen, die am *16. Februar 2016* um 11.00 Uhr in 4, rue Thomas Edison, L-1445 Luxembourg-Strassen mit folgender Tagesordnung abgehalten wird:

Tagesordnung:

1. Ungeprüfter Zwischenbericht per 31. Dezember 2015
2. Billigung der Bilanz zum 31. Dezember 2015 sowie der Gewinn- und Verlustrechnung für das am 31. Dezember 2015 abgelaufene Geschäftsjahr
3. Verwendung der Erträge

Die Punkte der Tagesordnung unterliegen keiner Anwesenheitsbedingung und die Beschlüsse werden durch die einfache Mehrheit der abgegebenen Stimmen gefasst. Grundlage für die Beschlussmehrheit sind die am fünften Tag vor der Ordentlichen Generalversammlung (Stichtag) im Umlauf befindlichen Aktien gem. Art. 26 des Gesetzes vom 17. Dezember 2010 über Organismen für gemeinsame Anlagen.

Aktionäre, die ihren Aktienbestand in einem Depot bei einer Bank unterhalten, werden gebeten, ihre Depotbank mit der Übersendung einer Depotbestandsbescheinigung, die bestätigt, dass die Aktien bis nach der Generalversammlung gesperrt gehalten werden, an die Gesellschaft zu beauftragen. Die Depotbestandsbescheinigung muss der Gesellschaft fünf Tage vor der Generalversammlung vorliegen.

Entsprechende Vertretungsvollmachten können bei der Domizilstelle der CARAT (LUX) SICAV i. L. (DZ PRIVATBANK S.A.) per Fax 00352/44903-4506 oder E-Mail directors-office@dz-privatbank.com angefordert werden.

Der Liquidator

Référence de publication: 2016055595/755/26.

BTS Funds (Lux), Société d'Investissement à Capital Variable.

Siège social: L-1413 Luxembourg, 2, place Dargent.

R.C.S. Luxembourg B 154.046.

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Hiermit wird allen Aktionären mitgeteilt, dass eine erneute

ORDENTLICHE AKTIONÄRSVERSAMMLUNG

der Aktionäre des BTS Funds (Lux) (die "Gesellschaft") am *26. Februar 2016* um 11.00 Uhr am Hauptsitz der Gesellschaft stattfinden wird. Die Tagesordnung lautet wie folgt:

Tagesordnung:

1. Vorlegung und Zustimmung des Berichtes des Verwaltungsrates und des Wirtschaftsprüfers;
2. Zustimmung der Aufstellung der Nettovermögenswerte der Gesellschaft sowie des Geschäftsberichtes betreffend das am 31. März 2015 beendete Geschäftsjahr; Beschluss betreffend die Verwendung der Erträge des am 31. März 2015 beendeten Geschäftsjahres.
3. Entlastung der folgenden Verwaltungsräte im Zusammenhang mit ihren Geschäftstätigkeiten betreffend das am 31. März 2015 beendete Geschäftsjahr:
   a. Herr Thomas Vorwerk

b. Herr Alastair Guggenbühl-Even
c. Herr Michael E. Widmer
d. Herr Bilal Ibrahim Sassa
e. Herr Steven R. Flynn

4. Wiederwahl der folgenden Verwaltungsräte für einen Zeitraum, der zum Zeitpunkt der nächsten jährlichen Generalversammlung in 2016 endet:
a. Herr Thomas Vorwerk
b. Herr Alastair Guggenbühl-Even
c. Herr Michael E. Widmer
d. Herr Bilal Ibrahim Sassa
e. Herr Steven R. Flynn
5. Bestellung der Abschlussprüfungsgesellschaft BDO Audit S.A., B.P. 351, L-2013 Luxemburg für einen Zeitraum, der zum Zeitpunkt der nächsten jährlichen Generalversammlung in 2016 endet.
6. Verschiedenes.

Die Aktionäre werden darauf hingewiesen, dass aufgrund der zuvor nicht beschlussfähigen Versammlung für diese Versammlung kein Anwesenheitsquorum festgelegt ist, und dass Beschlüsse der Ordentlichen Generalversammlung mit einer einfachen Stimmenmehrheit der anwesenden oder der vertretenen Aktien getroffen werden.

Die gesetzlich vorgeschriebenen Informationen für die Anteilinhaber können am Gesellschaftssitz des BTS Funds (Lux) in 2, Place François-Joseph Dargent, L-1413 Luxemburg eingesehen werden. Die Aktionäre können außerdem die Zusendung dieser Unterlagen an sich verlangen.

Der Verwaltungsrat.

Référence de publication: 2016055598/755/39.

Spring Partners Opportunity I Founder SCSp, Société en Commandite spéciale.

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

R.C.S. Luxembourg B 201.490.

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STATUTS

Extrait du contrat social conformément de l'article 6 de la loi de 10 août 1915 concernant les sociétés commerciales, telle que modifiée

Dénomination	Spring Partners Opportunity I Founder SCSp
Forme sociale	Société en commandite spéciale (SCSp)
Associé commandité avec responsabilité indéfinie et solidaire	Spring Partners Founder GP S.à r.l., une société à responsabilité limitée de droit luxembourgeois, ayant son siège social au 15, rue Edward Steichen, L-2540 Luxembourg, Grand-Duché de Luxembourg, immatriculée auprès du Registre de Commerce et des Sociétés de Luxembourg sous le numéro B201365 et ayant un capital social de EUR 12.500
Objet social	La Société a pour objet la prise de participations, tant au Luxembourg qu'à l'étranger, dans d'autres sociétés ou entreprises sous quelque forme que ce soit et la gestion de ces participations. La Société pourra en particulier acquérir par souscription, achat, et échange ou de toute autre manière tous titres, actions et autres valeurs de participation, obligations, créances, certificats de dépôt et en général toutes valeurs ou instruments financiers émis par toute entité publique ou privée. Elle pourra participer dans la création, le développement, la gestion et le contrôle de toute société ou entreprise. Elle pourra en outre investir dans l'acquisition et la gestion d'un portefeuille de brevets ou d'autres droits de propriété intellectuelle de quelque nature ou origine que ce soit. La Société pourra emprunter sous quelque forme que ce soit sauf par voie d'offre publique. Elle peut procéder, uniquement par voie de placement privé, à l'émission d'actions et obligations et d'autres titres représentatifs d'emprunts et/ou de créances. La Société pourra prêter des fonds, y compris ceux résultant des emprunts et/ou des émissions d'obligations, à ses filiales, sociétés affiliées et à toute autre société. Elle peut également consentir des garanties ou des sûretés au profit de tierces personnes afin de garantir ses obligations ou les obligations de ses filiales, sociétés affiliées ou de toute autre société. La Société pourra en outre nantir, céder, grever de charges toute ou partie de ses avoirs ou créer, de toute autre manière, des sûretés portant sur toute ou partie de ses avoirs. La Société pourra accomplir toutes opérations commerciales, financières ou industrielles ainsi que tous transferts de propriété mobiliers ou immobiliers, qui directement ou indirectement favorisent la réalisation de son objet social ou s'y

	rapportent de manière directe ou indirecte.
Siège social	15, rue Edward Steichen L-2540 Luxembourg
Pouvoir de gestion et représentation de l'associé commandité	La Société sera engagée, en tout circonstance, vis-à-vis des tiers par la seule signature de l'Associé Commandité ou, par la seule signature de toutes personnes à qui de tels pouvoirs de signature ont été valablement délégués
Date de commencement	3 novembre 2015
Date d'expiration (si la société en commandite spéciale a une durée limitée)	La Société est créée pour une durée illimitée.
Gérant	En date du 3 novembre 2015 Spring Partners Founder GP S.à r.l. a été nommé gérant pour une durée indéterminée.

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

Luxembourg, le 17 novembre 2015.

Pour et au nom de Spring Partners Opportunity I Founder SCSp

Gérant

Spring Partners Founder GP S.à r.l.

Référence de publication: 2015186607/56.

(150208204) Déposé au registre de commerce et des sociétés de Luxembourg, le 18 novembre 2015.

Siitnedif Tordesillas SICAV, Société d'Investissement à Capital Variable.

Siège social: L-8210 Mamer, 106, route d'Arlon.

R.C.S. Luxembourg B 156.897.

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Following the written unanimous circular resolutions of the board of directors of the Company dated *18 February 2016* , we hereby convene you to an

EXTRAORDINARY GENERAL MEETING

of the shareholders of the Company (the Meeting), to be held before notary Hellinckx Henri, at the notary's office in 101 Rue Cents L-1319 Luxembourg, on *15 February 2016* at 2 p.m..

The agenda of the Meeting shall be as follows:

Agenda:

1. Amendment of Article 1 of the articles of incorporation of the Company in order to change the legal name of the Company from "Siitnedif Tordesillas SICAV" to "Fidentiis Tordesillas SICAV"; and
2. Miscellaneous

If you cannot attend in person and if the power of attorney enclosed hereto meets your approval, kindly return such power of attorney enclosed hereto no latter than 15 February 2016 at 9 a.m. to the attention of Lemanik Asset Management, Domiciliation team, 106, route d'Arlon, L-8210 Mamer, either by fax at the following number +352 26 39 60 02 or by email to the following address domiciliation@lemanik.lu.

The Board of Directors.

Référence de publication: 2016055597/755/21.

DWS Funds, Société d'Investissement à Capital Variable.

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

R.C.S. Luxembourg B 74.377.

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Der Teilfonds DWS Hochzinseinkommen wurde am 20. November 2015 liquidiert.

Der Liquidationsprozess ist abgeschlossen. Die State Street Bank Luxembourg S.C.A., in ihrer Funktion als Depotbank, hat das Teilfondsvermögen an die Anteilinhaber ausgezahlt. Es wurden keine Beträge an die Caisse de Consignation überwiesen.

Luxemburg, im Januar 2016

DWS Funds, SICAV

Référence de publication: 2016055600/1352/12.

Fur Investments Holding S.A.-SPF, Société Anonyme - Société de Gestion de Patrimoine Familial.

Siège social: L-1116 Luxembourg, 6, rue Adolphe.

R.C.S. Luxembourg B 72.932.

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Les actionnaires sont priés d'assister à

l'ASSEMBLÉE GÉNÉRALE ORDINAIRE

qui se tiendra au siège social 6, rue Adolphe, L-1116 Luxembourg, le *17 février 2016* à 15.00 heures, pour délibérer sur l'ordre du jour conçu comme suit:

Ordre du jour:

1. Présentation des comptes annuels, du rapport du conseil d'administration et du rapport du commissaire aux comptes pour l'exercice clos au 30 septembre 2015,
2. Approbation des comptes annuels au 30 septembre 2015 et affectation du résultat,
3. Décharge à donner aux administrateurs et au commissaire aux comptes,
4. Divers.

Le Conseil d'Administration.

Référence de publication: 2016055596/833/17.

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

Siège social: L-1118 Luxembourg, 23, rue Aldringen.

R.C.S. Luxembourg B 100.050.

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DISSOLUTION

In the year two thousand fifteen, on the twenty first day of December.

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

There appeared:

WW MANAGEMENT spolka z ograniczona odpowiedzialnoscia, a Polish company having its registered office at ul. Gen. Leona Berbeckiego, 6, 44- 100 Gliwice (Poland), and registered in the Polish Register of Entrepreneurs under number KRS 0000550680,

here represented by Mr. Philippe AFLALO, company's director, residing professionally in L-1118 Luxembourg, 23, rue Aldringen,

by virtue of a proxy dated of December 16 th , 2015.

The said proxy, after having been signed "ne varietur" by the proxyholder of the appearing party and the undersigned notary, will remain annexed to the present deed for the purpose of registration.

The appearing party, represented as stated hereabove, has requested the undersigned notary to enact the following:

- that it is the sole actual shareholder of STALA HOLDING S.à r.l., (the "Company"), a société à responsabilité limitée incorporated by a deed of the undersigned notary on March 15 th , 2004, published in the Mémorial C, Recueil des Sociétés et Associations, number 557 of May 28 th , 2004 and registered with the Luxembourg Trade and Companies register under number B 100.050. The Articles have been amended for the last time by a deed of the undersigned notary on November 30 th , 2015, deed in process of publication in the Mémorial C, Recueil des Sociétés et Associations;

- that the capital of the Company is fixed at SEVEN MILLION THIRTY SEVEN THOUSAND EURO (EUR 7,037,000.-) represented by ONE THOUSAND (1,000) Class A shares and TWO HUNDRED TWENTY SIX THOUSAND (226.000) Class B shares with a par value of THIRTY-ONE EURO (EUR 31,-) each fully paid up;

- that the appearing party, prenamed, is the sole owner of all the shares and declares that it has full knowledge of the articles of incorporation and the financial standing of the Company;

- that the appearing party, in its capacity as sole shareholder of the Company, has resolved to proceed to the anticipatory and immediate dissolution of the Company and to put it into liquidation;

- that the appearing party, in its capacity as liquidator of the Company, and according to the balance sheet of the Company as at November 30, 2015, declares that all the liabilities of the Company, including the liabilities arising from the liquidation, are settled or retained;

The appearing party furthermore declares that:

- the Company's activities have ceased;

- the sole shareholder is thus vested with all the assets of the Company and undertakes to settle all and any liabilities of the terminated Company, the balance sheet of the Company as at November 30, 2015, being only one information for all purposes;

- following to the above resolutions, the Company's liquidation is to be considered as accomplished and closed;

- the Company's managers are hereby granted full discharge with respect to their duties;

- there shall be proceeded to the cancellation of all issued shares;

- the books and documents of the company shall be lodged during a period of five years at L-1118 Luxembourg, 23, rue Aldringen.

No confusion of patrimony between the dissolved company and the asset of, nor the reimbursement to the sole shareholder can be made, before a period of thirty days (article 69 (2) of the law on commercial companies) to be counted from the day of publication of the present deed, and only if no creditor of the Company currently dissolved and liquidated has demanded the creation of security.

Costs

The costs, expenses, remunerations or charges in any form whatsoever incumbent to the company and charged to it by reason of the present deed are estimated approximately at one thousand nine hundred sixty five euro (EUR 1,965.-).

The undersigned notary, who knows English, states that on request of the proxyholder of the appearing party, the present deed is worded in English, followed by a French version and in case of discrepancies between the English and the French text, the English version will be binding.

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

The document having been read to the proxyholder of the appearing party, who is known to the notary by his surname, first name, civil status and residence, the said person signed together with the notary this original deed.

Suit la traduction française du texte qui précède:

L'an deux mille quinze, le vingt et un décembre.

Par-devant Maître Gérard LECUIT, notaire de résidence à Luxembourg.

A COMPARU:

WW MANAGEMENT spolka z ograniczona odpowiedzialnoscia, une société régie par les lois polonaises, ayant son siège social à ul. Gen. Leona Berbeckiego, 6, 44-100 Gliwice (Pologne), et immatriculée auprès du «register of Entrepreneurs» sous le numéro KRS 0000550680,

ici représentée par Monsieur Philippe AFLALO, administrateur de sociétés, demeurant professionnellement à L-1118 Luxembourg, 23, rue Aldringen,

en vertu d'une procuration sous seing privé datée du 16 décembre 2015.

Laquelle procuration restera, après avoir été signée "ne varietur" par le mandataire de la comparante et le notaire instrumentant, annexée aux présentes pour être formalisée avec elles.

Laquelle comparante, représentée comme dit-est, a requis le notaire instrumentant d'acter:

- Qu'elle est la seule et unique associée de la société STALA HOLDING S.à r.l., (la «Société»), société à responsabilité limitée constituée suivant acte du notaire instrumentant en date du 15 mars 2004, publié au Mémorial C, Recueil des Sociétés et Associations, numéro 557 du 28 mai 2004 et enregistrée auprès du Registre du Commerce et des Sociétés de Luxembourg, Section B, sous le numéro 100.050. Les statuts ont été modifiés pour la dernière fois suivant un acte du notaire soussigné en date du 30 novembre 2015, en cours de publication auprès du Mémorial C, Recueil des Sociétés et Associations;

- que le capital social de la Société s'élève à SEPT MILLIONS TRENTE SEPT MILLE EUROS (EUR 7.037.000,-) représenté par MILLE (1.000) parts sociales de classe A et DEUX CENT VINGT-SIX MILLE (226.000) parts sociales de classe B, d'une valeur nominale de TRENTE ET UN EUROS (EUR 31,-) chacune, entièrement libérées;

- que la partie comparante, pré-qualifiée, est seule propriétaire de toutes les parts sociales et qu'elle déclare avoir parfaite connaissance des statuts et de la situation financière de la Société;

- que la partie comparante, en sa qualité d'associée unique de la Société, a décidé de procéder à la dissolution anticipée et immédiate de la Société et de la mettre en liquidation;

- que la partie comparante, en sa qualité de liquidateur de la Société et au vu du bilan de la Société au 30 novembre 2015, déclare que tout le passif de la Société, y compris le passif lié à la liquidation de la Société, est réglé ou dûment provisionné;

La partie comparante déclare encore que:

- l'activité de la Société a cessé;

- l'associée unique est investie de l'entièreté de l'actif de la Société et déclare prendre à sa charge l'entièreté du passif de la Société qu'il soit connu et impayé, ou inconnu et non encore payé, le bilan au 30 novembre 2015 étant seulement un des éléments d'information à cette fin;

- suite aux résolutions ci-avant, la liquidation de la Société est à considérer comme accomplie et clôturée;

- décharge pleine et entière est accordée aux gérants de la Société;

- il y a lieu de procéder à l'annulation de toutes les parts sociales;

- les livres et documents de la Société devront être conservés pendant la durée légale de cinq ans à L- 1118 Luxembourg, 23, rue Aldringen.

Toutefois, aucune confusion de patrimoine entre la société dissoute et l'avoir social de, ou remboursement à, l'associée unique ne pourra se faire avant le délai de trente jours (article 69 (2) de la loi sur les sociétés commerciales) à compter de la publication du présent acte et sous réserve qu'aucun créancier de la Société présentement dissoute et liquidée n'aura exigé la constitution de sûretés.

Frais

Les frais, dépenses, rémunérations ou charges sous quelque forme que ce soit, incombant à la société et mis à sa charge en raison des présentes, sont évalués approximativement à mille neuf cent soixante cinq euros (EUR 1.965,-).

Le notaire soussigné, qui a personnellement la connaissance de la langue anglaise, déclare que le mandataire de la comparante l'a requis de documenter le présent acte en langue anglaise, suivi d'une version française, et en cas de divergence entre le texte anglais et le texte français, le texte anglais fera foi.

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

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

Signé: P. AFLALO, G. LECUIT.

Enregistré à Luxembourg Actes Civils 1, le 28 décembre 2015. Relation: 1LAC/2015/41840. Reçu soixante-quinze euros (EUR 75,-).

Le Receveur (signé): P. MOLLING.

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

Luxembourg, le 29 décembre 2015.

Référence de publication: 2016053294/115.

(160012785) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 janvier 2016.

Vison, Société Anonyme.

Siège social: L-2138 Luxembourg, 24, rue Saint Mathieu.

R.C.S. Luxembourg B 173.151.

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Messieurs les actionnaires sont convoqués par le présent avis à

l'ASSEMBLEE GENERALE EXTRAORDINAIRE

qui aura lieu le *8 février 2016* à 09:30 heures au 24, rue Saint Mathieu L-2138 Luxembourg, avec l'ordre du jour suivant :

Ordre du jour:

1. Changement de la forme de la Société en une société de gestion de patrimoine familial (" SPF ").
2. Modification de la dénomination sociale actuelle de la Société et modification subséquente de l'article 1er des statuts de la Société.
3. Modification de l'objet social afin de donner à l'article 4 des statuts la teneur suivante:
   "Article 4. La Société pourra effectuer toutes opérations se rapportant directement ou indirectement à la prise de participations sous quelque forme que ce soit, dans toute entreprise, ainsi que l'administration, la gestion, le contrôle et le développement de ces participations.
   Elle pourra notamment employer ses fonds à la création, à la gestion, au développement, à la mise en valeur et à la liquidation d'un portefeuille se composant de tous titres et brevets de toute origine, participer à la création, au développement et au contrôle de toute entreprise, acquérir par voie d'apport, de souscription, de prise ferme ou d'option d'achat et de toute autre manière, tous titres et brevets, les réaliser par voie de vente, de cession, d'échange ou autrement, faire mettre en valeur ces affaires et brevets.
   Elle pourra emprunter sous quelque forme que ce soit.
   Elle pourra, dans les limites fixées par la loi du 10 août 1915, accorder à toute société du groupe ou à tout actionnaire tous concours, prêts, avances ou garanties.
   Dans le cadre de son activité, la Société pourra accorder hypothèque, emprunter avec ou sans garantie ou se porter caution pour d'autres personnes morales et physiques, sous réserve des dispositions légales afférentes.
   La Société peut s'intéresser par toutes voies de droit dans toutes affaires, entreprises ou sociétés, ayant un objet identique, analogue ou connexe, ou qui serait de nature à favoriser le développement de son entreprise. Cette énumération est énonciative et non limitative et doit être interprétée dans son acception la plus large.
   La Société peut accomplir toutes opérations généralement quelconques, commerciales, industrielles, financières, mobilières ou immobilières, se rapportant directement ou indirectement, à son objet social".
4. Modification de l'article 5 des statuts de la Société.
5. Modification de l'article 17 des statuts de la Société.
6. Divers.

Le Conseil d'Administration.

Référence de publication: 2016050208/1267/36.

International Real Estate Management S.A., Société Anonyme.

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

R.C.S. Luxembourg B 70.426.

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The Shareholders are hereby convened to attend the

ANNUAL GENERAL MEETING

which will be held exceptionally on *5th February, 2016* at 9.00 a.m. at the registered office, with the following agenda:

Agenda:

1. Management report of the Board of Directors and report of the Statutory Auditor;
2. Approval of the annual accounts and allocation of the results as at December 31st , 2014 and as at December 31st, 2015;
3. Discharge of the Directors and Statutory Auditor;
4. Ratification of the co-option of Ms. Nisia NGO BAYIHA as Director;
5. Special discharge to Mr. Christian FRANCOIS with respect to the period of his mandate until the day of his resignation;
6. Miscellaneous

The Board of Directors.

Référence de publication: 2016050206/795/19.

Martin Currie Global Funds, Société d'Investissement à Capital Variable.

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

R.C.S. Luxembourg B 65.796.

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Shareholders are hereby convened to attend

EXTRAORDINARY GENERAL MEETINGS OF SHAREHOLDERS OF

Legg Mason Martin Currie GF Greater China Fund,

Legg Mason Martin Currie GF Global Resources Fund,

Legg Mason Martin Currie GF Japan Absolute Alpha Fund,

Legg Mason Martin Currie GF Asia Long Term Unconstrained Fund,

Legg Mason Martin Currie GF European Absolute Alpha Fund,

Legg Mason Martin Currie GF North American Fund, and

Legg Mason Martin Currie GF Asia Pacific Fund

(each a "Meeting", together the "Meetings") sub-funds of the Fund, which will be held on *5 February 2016* at 11 a.m. CET at the registered office of the Fund, to deliberate and vote on the following agenda:

Agenda

I. To approve separately the Mergers of the seven sub-funds of the Martin Currie Global Funds mentioned in the table below (the "Merging Sub-Funds"), into the sub-funds of Legg Mason Global Funds Plc (the "Receiving Fund"), a company having its registered office in Ireland, upon hearing:

a. the information notice on the proposed merger (the "Merger Notice");

b. a report of the Board of Directors (the "Board") of the Fund explaining and justifying the merger proposal (the "Common Terms of Merger") as follows;

Martin Currie Global Funds **Merging Sub-Funds**	**Legg Mason Global Funds Plc** **Receiving Sub-Funds**
Merger of Legg Mason Martin Currie GF Greater China Fund	into Legg Mason Martin Currie Greater China Fund
Merger of Legg Mason Martin Currie GF Global Resources Fund	into Legg Mason Martin Currie Global Resources Fund
Merger of Legg Mason Martin Currie GF Japan Absolute Alpha Fund	into Legg Mason Martin Currie Japan Absolute Alpha Fund
Merger of Legg Mason Martin Currie GF Asia Long Term Unconstrained Fund	into Legg Mason Martin Currie Asia Long-Term Unconstrained Fund
Merger of Legg Mason Martin Currie GF European Absolute Alpha Fund	into Legg Mason Martin Currie European Absolute Alpha Fund

Merger of Legg Mason Martin Currie GF North American Fund into Legg Mason Martin Currie North American Fund

Merger of Legg Mason Martin Currie GF Asia Pacific Fund into Legg Mason Martin Currie Asia Pacific Fund

as well as on the related actions, namely

- to approve the proposed Mergers as set forth in the Merger Notice and the Common Terms of Merger;
- to determine 11 March 2016 as the effective date of the mergers as defined in the Common Terms of Merger (the "Effective Date");
- to approve that on the Effective Date, the net assets of the Merging Sub-Funds will be automatically transferred to the Receiving Sub-Funds;
- to approve that on the Effective Date, the Receiving Sub-Funds will issue to the shareholders in the Merging Sub-Funds, shares in the Receiving Sub-Funds as detailed in the Merger Notice on page 7. The shareholders of the Merging Sub-Funds will receive an identical number of shares in the relevant Receiving Sub-Fund using an exchange ratio of 1:1. The value of the shares will be determined on the basis of the net asset value of the shares in the relevant Merging Sub-Fund as at 1:00 p.m. Luxembourg time on the Effective Date;
- to state that, as a result of each of the approved Merger, all the Shares of each Merging Sub-Fund will be cancelled as of the Effective Date and the relevant Merging Sub-Funds will continue to exist for the sole purpose of the orderly liquidation of such Merging Sub-Funds until the liabilities have been discharged;
- to acknowledge that the Board has decided that if any of the Mergers of the Merging Sub-Funds are not approved, the Merging Sub-Funds will continue to operate while alternative rationalisation plans are considered;
- subject to the terms of the foregoing resolutions, to grant any director of the Board the power:

  a) to take or cause to be taken any and all actions and to execute and deliver or cause to be executed and delivered the present resolutions and all such further agreements, certificates, instruments and documents, as deemed appropriate, and to incur and pay all such fees and expenses as may be necessary or advisable in order to carry out and perform the purpose and intent of the present resolutions, the signature of any such person being due evidence for all purposes of approval of the terms thereof by and in the name of the Fund and / or Merging Sub-Funds, as the case may be;

  b) to enter into all corporate documents necessary for the present resolutions;

  - to delegate any or all of the powers and discretions vested in them by virtue of the present resolutions by way of power or powers of attorney to such individuals and upon such terms as the individual acting may in his absolute discretion determine, the exercise of such discretion to be conclusively evidenced by his execution thereof, by his sole signature, in the name and on behalf of the Fund and / or the Merging Sub-Funds as the case may be; and
  - to consider any other matter that may properly come before the present Meeting.

Voting requirements:

The Meetings of each Merging Sub-Fund will vote on the Merger of their relevant Merging Sub-Fund into the corresponding Receiving Sub-Fund in the Legg Mason Global Funds Plc (as per the table above) but will not deliberate on the Mergers of the other Merging Sub-Funds.

In accordance with the Directive 2009/65/EC of 13 July 2009 on the coordination of laws, regulations and administrative provisions relating to undertakings for collective investment in transferable securities (the "UCITS IV Directive") the meeting may deliberate validly on the items on the agenda without any quorum and the passing of the resolution requires the consent of a simple majority of the votes of those present or represented and voting at the Meeting of each Merging Sub-Fund.

Proxy:

Shareholders may vote in person or by proxy. Shareholders who are unable to attend the Extraordinary Class Meeting (s) are kindly requested to exercise their voting rights by completing and returning a proxy card to State Street Bank Luxembourg S.C.A., the Administrator of the Fund, to the attention of Zakia Aouinti or fax it to 00 352 464 010 413 not later than 3rd February 2016 at 5 p.m. CET. A proxy form may be obtained at the Fund's registered office.

The following documents are available for inspection, if required, and can be obtained free of charge at the registered office of the Fund:

1) copy of the Merger Notice;

2) copy of the Common Terms of Merger established by the Fund and the Receiving Fund;

3) copy of the latest visa stamped prospectus of the Receiving Fund;

4) copies of the key investor information documents of the Receiving Sub-Funds;

5) copy of the articles of association of the Receiving Fund;

6) copy of the report prepared by the independent auditor appointed by the Fund to validate the conditions foreseen in Article 42 (1), items (a) to (c) of the UCITS IV Directive; and

7) copies of certificates related to the Merger issued by each custodian bank of both Fund and Receiving Fund in compliance with Article 41 of the UCITS IV Directive.

By order of the Board of Directors

Référence de publication: 2016050209/755/97.

JAR Capital, Société d'Investissement à Capital Variable.

Siège social: L-6776 Grevenmacher, 15, rue de Flaxweiler.

R.C.S. Luxembourg B 193.403.

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NOTICE OF THE SHAREHOLDERS of JAR Capital

AND IT'S SUB-FUNDS

JAR Capital Sustainable Income UI

Share class JAR Capital Sustainable Income UI D EUR / LU1112873689

Share class JAR Capital Sustainable Income UI D USD / LU1112873846

Share class JAR Capital Sustainable Income UI A GBP / LU1112873416

Share class JAR Capital Sustainable Income UI R EUR / LU1231245298

Share class JAR Capital Sustainable Income UI I EUR / LU1231245611

The shareholders of JAR Capital are invited to attend the

ANNUAL GENERAL MEETING

of shareholders (the "AGM") which will be held on *4 February 2016* , 10 a.m. (CET) at the company's registered office, as set out above, with the following agenda:

Agenda:

1. Approval of the Audited Annual Report for the financial year ended 30 September 2015
2. Discharge of the Board of Directors of the company for the performance of their duties carried out during the financial year ended 30 September 2015
3. Approval of the Director's fees for the financial year ended 30 September 2015
4. Reappointment of Mr. Marc-Oliver Scharwath, Mr. Armin Clemens to serve as directors of the company until the next Annual General Meeting
5. Acknowledgement of the resignation of Mr. Kerrin Tansley from the board of directors effective 27 January 2016
6. Approval of Mr. Peter Young as member of the board of directors effective 28 January 2016; subject to the approval of the CSSF
7. Reappointment of KPMG Luxembourg, Société coopérative to serve as the company's statutory auditor until the next Annual General Meeting
8. Allocation of the net results for the financial year ended 30 September 2015;
9. Miscellaneous

Shareholders who would like to participate in the Annual General Meeting and exercise their voting rights are entitled to submit by 28th January 2016 a certificate of deposit of a credit institution from which it appears that the shares are blocked until the end of the AGM.

Shareholders who cannot personally attend the Meeting and wish to be represented are entitled to appoint a proxy to vote for them. A proxy need not be a shareholder of the company. The proxy is available at http://www.universal-investment.lu/Publikumsfonds/Mitteilungen or alternatively from the registered office.

The resolutions set forth in the agenda for the AGM will require no special quorum and will be passed by a simple majority of the votes of shareholders present or represented at the AGM.

A copy of the Audited Annual Report as of 30 September 2015 is available from the registered office of the company or alternatively via email at VE.Comp-Secretary-UIL@universal-investment.com.

For and on behalf of the Board of Directors

Grevenmacher, January 2016

Référence de publication: 2016051761/755/44.

IMC Asset Management Luxembourg S.A., Société Anonyme.

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

R.C.S. Luxembourg B 147.502.

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The Unitholder,

In accordance with article 15.3 of the management regulations of the Fund, the Company, acting as management company of the Fund, has decided to put the Fund into liquidation with effective date on 29 January 2016 (the "Liquidation Date").

This decision is due to the IMC Group having decided to close down its asset management business which will inter alia result in the Company being dissolved and put into liquidation and it is not intended to appoint a replacement management company for the Fund.

In accordance with article 15.3 of the management regulations of the Fund, the Company will act as liquidator of the Fund. PricewaterhouseCoopers, société coopérative, being the current auditor of the Fund, has been appointed as auditor to the liquidation

In light of the above, all subscription orders received in relation to IMC Credit Fund, being the sole sub-fund of the Fund (the "Sub-Fund"), as of the Liquidation Date and thereafter, and all redemption orders received with respect to the Sub-Fund for a redemption as per 31 March 2016 have been suspended in accordance with article 8.2(e) of the Fund's management regulations.

The final liquidation value shall be calculated as of the Liquidation Date. The payment of the liquidation proceeds will be made as soon as feasible thereafter.

If you have any queries in relation to this notice, please contact investorrelations@imc-am.com.

On behalf of the board of directors of the Company.

Référence de publication: 2016054779/24.

Fluor Finance International B.V./S.à.r.l., Société à responsabilité limitée.

Capital social: EUR 18.000,00.

Siège social: L-1637 Luxembourg, 22, rue Goethe.

R.C.S. Luxembourg B 123.638.

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Par un contrat de location daté du 13 mai 2015, il est porté à la connaissance de qui de droit que l'adresse de la société est 22, rue Goethe, L-1637 Luxembourg.

Pour la société

Un mandataire

Référence de publication: 2015188474/12.

(150210389) Déposé au registre de commerce et des sociétés de Luxembourg, le 23 novembre 2015.

Promotions Schmit & Klein S.à r.l., Société à responsabilité limitée.

Capital social: EUR 31.000,00.

Siège social: L-8399 Windhof, 3, rue de l'Industrie.

R.C.S. Luxembourg B 28.185.

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L'an deux mille quinze, le vingt-quatre novembre.

Par-devant Maître Léonie Grethen, notaire de résidence à Luxembourg (Grand-Duché de Luxembourg).

Ont comparu:

1. KLT Invest SA, une société anonyme de droit luxembourgeois, ayant son siège social à L-8399 Windhof, 3, rue de l'Industrie, enregistrée auprès du Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 132191,

2. ALBERT SCHMIT S.A., une société anonyme de droit luxembourgeois, ayant son siège social à L-8085 Bertrange, 14, rue Michel Lentz, enregistrée auprès du Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 8018,

3. Financière Schmit & Schmit SARL, une société à responsabilité limitée de droit luxembourgeois, ayant son siège social à L-8079 Bertrange, 117A, rue de Leudelange, enregistrée auprès du Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 135315,

Tous ici représentées par Mme Monique Drauth, salariée, demeurant professionnellement à Luxembourg, en vertu d'une procuration sous seing privé lui délivrée, laquelle procuration, après avoir été signée "ne varietur" par la mandataire des parties comparantes et par le notaire soussigné, restera annexée au présent acte pour être enregistrée avec lui.

I. Lesquelles comparantes, représentées comme indiqué ci-avant, ont requis le notaire instrumentant d'acter qu'ils détiennent et représentent l'intégralité du capital social de la société PROMOTIONS SCHMIT & KLEIN S.à r.l., une société à responsabilité limitée de droit luxembourgeois, ayant son siège social à L-8399 Windhof, 3, rue de l'Industrie, enregistrée auprès du Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 28185 (la "Société"), constituée suivant acte reçu par Maître Tom METZLER, notaire alors de résidence à Luxembourg-Bonnevoie, en date du 8 juin 1988, publié au Mémorial C, Recueil Spécial des Sociétés et Associations, Numéro 218 du 12 août 1988; les statuts de la Société ont été modifiés en dernier lieu suivant acte reçu par Maître Jean-Paul MEYERS, notaire alors de résidence à Rambrouch, le 21 octobre 2014, publié au Mémorial C, Recueil des Sociétés et Associations, N° 3416 du 17 novembre 2014;

II. Le capital social souscrit de la Société est fixé à trente et un mille euros (EUR 31.000,-) représenté par deux cent cinquante (250) parts sociales d'une valeur nominale de cent vingt-quatre euros (EUR 124,-) chacune, toutes entièrement souscrites et libérées, et,

III. Les associés ont reconnu être pleinement informés des résolutions à prendre sur base de l'ordre du jour suivant:

Ordre du jour

1. Changement de l'objet social de la Société et en conséquence modification de l'article 4 des statuts de la Société pour lui donner à l'avenir la teneur suivante:

« **Art. 4.** La société a pour objet l'exploitation d'une entreprise de constructions, de voirie et d'excavation de terrains, La société pourra exécuter toutes études, expertises, mettre au point tous projets et plans relatifs à son objet principal. La société pourra en outre acquérir, vendre, prendre ou donner à bail tous matériels, machines et engins généralement quelconques d'entreprises de constructions et de génie civil.

De plus, la société a pour objet l'acquisition, la gestion, la mise en valeur et l'aliénation d'immeubles situés tant au Grand-Duché de Luxembourg qu'à l'étranger ainsi que l'acquisition, la gestion, la mise en valeur et l'aliénation de participations, de quelque manière que ce soit, dans d'autres sociétés luxembourgeoises et étrangères. Elle peut aussi contracter des emprunts et accorder aux sociétés, dans lesquelles elle a une participation directe ou indirecte, toutes sortes d'aides, de prêts, d'avances et de garanties.

Dans le cadre de son activité, la société pourra accorder hypothèque, emprunter avec ou sans garantie ou se porter caution pour d'autres personnes morales et physiques, sous réserve des dispositions légales afférentes.

De façon générale, la société pourra encore effectuer toutes opérations commerciales, financières, civiles, mobilières et immobilières se rattachant directement ou indirectement à son objet social.

La société pourra notamment s'intéresser sous quelque forme et de quelque manière que ce soit dans toutes sociétés ou entreprises ayant en tout ou en partie un objet similaire ou connexe au sien ou susceptible d'en favoriser le développement et l'extension.»

2. Divers

Après en avoir délibéré, les comparantes ont pris à l'unanimité les résolutions suivantes:

Première résolution

3. Les associés ont décidé de changer l'objet social de la Société et de modifier en conséquence l'article 4 des statuts de la Société pour lui donner à l'avenir la teneur suivante:

« **Art. 4.** La société a pour objet l'exploitation d'une entreprise de constructions, de voirie et d'excavation de terrains, La société pourra exécuter toutes études, expertises, mettre au point tous projets et plans relatifs à son objet principal. La société pourra en outre acquérir, vendre, prendre ou donner à bail tous matériels, machines et engins généralement quelconques d'entreprises de constructions et de génie civil.

De plus, la société a pour objet l'acquisition, la gestion, la mise en valeur et l'aliénation d'immeubles situés tant au Grand-Duché de Luxembourg qu'à l'étranger ainsi que l'acquisition, la gestion, la mise en valeur et l'aliénation de participations, de quelque manière que ce soit, dans d'autres sociétés luxembourgeoises et étrangères. Elle peut aussi contracter des emprunts et accorder aux sociétés, dans lesquelles elle a une participation directe ou indirecte, toutes sortes d'aides, de prêts, d'avances et de garanties.

Dans le cadre de son activité, la société pourra accorder hypothèque, emprunter avec ou sans garantie ou se porter caution pour d'autres personnes morales et physiques, sous réserve des dispositions légales afférentes.

De façon générale, la société pourra encore effectuer toutes opérations commerciales, financières, civiles, mobilières et immobilières se rattachant directement ou indirectement à son objet social.

La société pourra notamment s'intéresser sous quelque forme et de quelque manière que ce soit dans toutes sociétés ou entreprises ayant en tout ou en partie un objet similaire ou connexe au sien ou susceptible d'en favoriser le développement et l'extension.»

Frais

Les frais, dépenses, rémunérations et charges quelconques qui incombent à la société des suites de ce document sont estimés à mille euro (EUR 1.000,-).

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

Et après lecture faite et interprétation donnée à la mandataire des comparantes, connue du notaire instrumentaire par ses nom, prénom, état et demeure, elle a signé avec Nous notaire le présent acte.

Signé: Drauth, GRETHEN.

Enregistré à Luxembourg Actes Civils 1, le 24 novembre 2015. Relation: 1LAC/2015/37049. Reçu soixante-quinze euros (75,00 €)

Le Receveur (signé): Paul MOLLING.

Pour expédition conforme, délivrée aux fins de la publication au Mémorial C.

Luxembourg, le 3 décembre 2015.

Référence de publication: 2015196248/85.

(150219893) Déposé au registre de commerce et des sociétés de Luxembourg, le 4 décembre 2015.

Lilux Convert, Fonds Commun de Placement.

R.C.S. Luxembourg B 42.828.

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Korrektur der Einreichung beim Registre de Commerce et des Sociétés vom 10.12.2015 (Referenz: L150223601)

Die Änderungsvereinbarung betreffend das Verwaltungsreglement des Fonds LiLux Convert, welche am 07. Dezember 2015 in Kraft tritt, wurde beim Handels- und Gesellschaftsregister von Luxemburg hinterlegt.

Zwecks Veröffentlichung im Mémorial, Recueil des Sociétés et Associations.

VP Fund Solutions (Luxembourg) SA

Référence de publication: 2016007163/11.

(160006211) Déposé au registre de commerce et des sociétés de Luxembourg, le 12 janvier 2016.

IF Platform S.à r.l., Société à responsabilité limitée.

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

R.C.S. Luxembourg B 202.144.

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STATUTES

In the year two thousand fifteen, on the twenty-third day of November.

Before us Maître Jacques Kesseler, notary residing in Pétange, Grand Duchy of Luxembourg.

THERE APPEARED:

Wafra InterVest Corporation, a Cayman Islands corporation formed on July 11, 1984, having its registered office at Harbour Centre, 4 th Floor, P.O. Box 61, Grand Cayman, KY1-1102, Cayman Islands, registration number 20781,

Here represented by Ms. Sofia Afonso-Da Chao Conde, residing professionally in Pétange, by virtue of a proxy established under private seal and signed "ne varietur" by the person appearing and the undersigned notary.

Such appearing party, represented as stated hereabove, has requested the undersigned notary, to state as follows the articles of association of a private limited liability company (société à responsabilité limitée), which is hereby incorporated:

Art. 1. Corporate form and name. These are the articles of association (the "Articles") of a private limited liability company ("société à responsabilité limitée") whose name is IF Platform S.à r.l. (hereafter the "Company").

The Company is incorporated under and governed by the laws of the Grand Duchy of Luxembourg, in particular the law dated 10 August 1915, on commercial companies, as amended (the "Law"), as well as by these Articles.

Art. 2. Corporate object.

2.1 The object of the Company is (i) the holding of participations and interests in any form whatsoever in Luxembourg and foreign companies, partnerships or other entities, (ii) the acquisition by purchase, subscription, or in any other manner as well as the transfer by sale, exchange or otherwise of stocks, bonds, debentures, notes and other securities of any kind, and (iii) the acquisition, ownership, administration, development, management and disposal of its portfolio. The Company may enter into any agreements relating to the acquisition, subscription or management of the aforementioned instruments and the financing thereof.

The purpose of the Company is further to act as unlimited partner and manager of Luxembourg special limited partnership (société en commandite spéciale) or common limited partnership (société en commandite simple).

2.2 The Company may borrow in any form and proceed to the issuance of bonds, debentures, notes and other instruments convertible or not, without a public offer.

2.3. The Company may grant assistance and lend funds to its subsidiaries, affiliated companies, to any other group company as well as to other entities or persons provided that the Company will not enter into any transaction which would be considered as a regulated activity without obtaining the required licence. It may also give guarantees and grant security in favour of third parties to secure its obligations or the obligations of its subsidiaries, affiliated companies or any other group company as well as other entities or persons provided that the Company will not enter into any transaction which would be considered as a regulated activity without obtaining the required licence. The Company may further mortgage, pledge, transfer, encumber or otherwise hypothecate all or some of its assets.

2.4 The Company may generally employ any techniques and utilize any instruments relating to its investments for the purpose of their efficient management, including the entry into any forward transactions as well as techniques and instruments designed to protect the Company against credit risk, currency fluctuations, interest rate fluctuations and other risks.

2.5 In a general fashion it may grant assistance to affiliated companies, take any controlling and supervisory measures and carry out any operation, which it may deem useful in the accomplishment and development of its purposes.

2.6 The Company may carry out any commercial or financial operations and any transactions with respect to movable or immovable property, which directly or indirectly further or relate to its purpose.

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

Art. 4. Registered office.

4.1 The registered office of the Company is established in Luxembourg-City.

4.2 It may be transferred to any other place in the Grand Duchy of Luxembourg by means of an extraordinary resolution of its shareholders deliberating in the manner provided for amendments to the Articles.

4.3 The address of the registered office may be transferred within the municipality by decision of the sole director (gérant) or in case of plurality of directors (gérants), by a decision of the board of directors (conseil de gérance).

4.4 In the event that the board of directors (gérants) or the sole director (gérant) (as the case may be) should determine that extraordinary political, economic or social developments have occurred or are imminent that would interfere with the normal activities of the Company at its registered office or with the ease of communication between such office and persons abroad, the registered office may be temporarily transferred abroad until the complete cessation of these extraordinary circumstances; such temporary measures shall have no effect on the nationality of the Company which, notwithstanding the temporary transfer of its registered office, will remain a Luxembourg company. Such temporary measures will be taken and notified to any interested parties by the board of directors (gérants) or the sole director (gérant) (as the case may be) of the Company.

4.5 The Company may have offices and branches, both in Luxembourg and abroad.

Art. 5. Share capital - Shares (parts sociales).

5.1 - Subscribed Share Capital

5.1.1 The Company's corporate capital is fixed at twelve thousand five hundred EUR (12.500 euros) represented by twelve thousand five hundred (12.500) shares (parts sociales) of one EUR (1 euro) each, all fully subscribed and entirely paid up.

5.1.2 Any premium paid on any share (part sociale) is allocated to a distributable reserve in accordance with the terms of this Article. The share premium may but does not need to be allocated to the shares in relation to which it was paid. Decisions as to the use of the share premium reserve(s) are to be taken by the shareholder(s) or the director(s) (gérant(s)) as the case may be, subject to the Law and these Articles.

5.1.3 The Company may accept contributions without issuing shares (parts sociales) or other securities in consideration and may allocate such contributions to one or more reserves. Decisions as to the use of any such reserves are to be taken by the shareholder(s) or the director(s) (gérant(s)) as the case may be, subject to the Law and these Articles. The reserves may, but do not need to, be allocated to the contributor.

5.2 - Changes to Share Capital

The capital may be changed at any time by a decision of the single shareholder or by decision of the general shareholders' meeting, in accordance with Article 7 of these Articles and within the limits provided for by Article 199 of the Law.

5.3 - Indivisibility of Shares (parts sociales)

Towards the Company, the Company's shares (parts sociales) are indivisible, since only one owner is admitted per share (part sociale). Co-owners, usufructuaries and bare-owners, creditors and debtors of pledged shares (parts sociales) have to appoint a sole person as their representative towards the Company.

5.4 - Transfer of Shares (parts sociales)

5.4.1 In case of a single shareholder, the Company's shares (parts sociales) held by the single shareholder are freely transferable.

5.4.2 In case of plurality of shareholders, the shares (parts sociales) held by each shareholder may be transferred in compliance with the provisions of Articles 189 and 190 of the Law.

5.4.3 Shares (parts sociales) may not be transferred inter vivos to non-shareholders unless shareholders representing at least three-quarters of the corporate share capital shall have agreed thereto.

5.4.4 Transfers of shares (parts sociales) must be recorded by notarial or private deed. Transfers shall not be valid vis-à-vis the Company or third parties until they shall have been notified to the Company or accepted by it in accordance with the provisions of Article 1690 of the Civil Code.

5.5 - Repurchase of Shares (parts sociales)

The Company may repurchase its shares (parts sociales) provided that there are sufficient available reserves to that effect. For the avoidance of doubt, the repurchased shares (parts sociales) will not be taken into consideration for the determination of the quorum and majority.

5.6 - Share Register

All shares (parts sociales) and transfers thereof are recorded in the shareholders' register in accordance with Article 185 of the Law.

Art. 6. Management.

6.1 - Appointment and Removal

6.1.1 The Company is managed by one or several directors (gérants). If several directors (gérants) have been appointed, they will constitute a board of directors (conseil de gérance). The director(s) (gérant(s)) need not to be shareholder(s).

6.1.2 The director(s) (gérant(s)) is/are appointed by resolution of the shareholders.

6.1.3 A director (gérant) may be revoked ad nutum with or without cause and replaced at any time by resolution adopted by the shareholders.

6.1.4 The sole director (gérant) and each of the members of the board of directors (conseil de gérance) may be compensated for his/their services as director (gérant) or reimbursed for their reasonable expenses upon resolution of the shareholders.

6.2 - Powers

6.2.1 All powers not expressly reserved by Law or the present Articles to the general meeting of shareholders fall within the competence of the sole director (gérant), or in case of plurality of directors (gérants), of the board of directors (conseil de gérance).

6.2.2 The sole director (gérant), or in case of plurality of directors (gérants), the board of directors (conseil de gérance), may sub-delegate his/its powers for specific tasks to one or several ad hoc agents.

6.2.3 The sole director (gérant), or in case of plurality of directors (gérants), the board of directors (conseil de gérance) will determine the agent'(s) responsibilities and remuneration (if any), the duration of the period of representation and any other relevant conditions of the agency.

6.3 - Representation and Signatory Power

6.3.1 In dealing with third parties as well as in judicial proceedings, the sole director (gérant), or in case of plurality of directors (gérants), the board of directors (conseil de gérance) will have all powers to act in the name of the Company in all circumstances and to carry out and approve all acts and operations consistent with the Company's objects.

6.3.2 The Company shall be bound by the signature of its sole director (gérant), and, in case of plurality of directors (gérants), by the sole signature of any member of the board of directors (conseil de gérance) or by the signature of any person to whom such power has been delegated by any member of the board of directors (conseil de gérance).

6.4 - Chairman, Vice-Chairman, Secretary, Meetings

6.4.1 The board of directors (conseil de gérance) may choose among its members a chairman and a vice-chairman. It may also choose a secretary, who need not be a director (gérant), to keep the minutes of the meeting of the board of directors (conseil de gérance) and of the shareholders and who shall be subject to the same confidentiality provisions as those applicable to the directors (gérants).

6.4.2 Meetings of the board of directors (conseil de gérance) may be convened by any member of the board of directors (conseil de gérance). The convening notice, containing the agenda and the place of the meeting, shall be sent by letter (sent by express mail or special courier), telegram, telex, telefax or e-mail at least three (3) days before the date set for the meeting, except in circumstances of emergency in which case the nature of such circumstances shall be set forth in the convening notice and in which case notice of at least twenty-four (24) hours prior to the hour set for such meeting shall be sufficient. Any notice may be waived by the consent of each director (gérant) expressed during the meeting or in writing or telegram, telex, telefax or email. 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 of directors (conseil de gérance). All reasonable efforts will be afforded so that, sufficiently in advance of any meeting of the board each director (gérant) is provided with a copy of the documents and/or materials to be discussed or passed upon by the board at such meeting.

6.4.3 The board of directors (conseil de gérance) can discuss or act validly only if at least a majority of the directors (gérants) is present or represented at the meeting of the board of directors (conseil de gérance). Resolutions shall be taken by a majority of the votes cast of the directors (gérants) present or represented at such meeting.

6.4.4 The resolutions of the board of directors (conseil de gérance) shall be recorded in minutes to be signed by the chairman or any member of the board of directors (conseil de gérance) of the Company.

6.4.5 Resolutions in writing approved and signed by all directors (gérants) shall have the same effect as resolutions passed at the board of directors' (conseil de gérance) meetings. Such approval may be in one or several separate documents.

6.4.6 Copies or extracts of the minutes and resolutions, which may be produced in judicial proceedings or otherwise, shall be signed by the chairman or any member of the board of directors (conseil de gérance) of the Company.

6.4.7 A director (gérant) may appoint any other director (gérant) (but not any other person) to act as his representative at a board meeting to attend, deliberate, vote and perform all his functions on his behalf at that board meeting. A director (gérant) can act as representative for more than one other director (gérant) at a board meeting provided that (without prejudice to any quorum requirements) at least two directors (gérants) are physically present at a board meeting held in person or participate in person in a board meeting held in accordance with the provisions of Article 6.4.8.

6.4.8 Any and all directors (gérants) may participate in any meeting of the board of directors (conseil de gérance) by telephone or video conference call or by other similar means of communication allowing all the directors (gérants) taking

part in the meeting to hear one another. The participation in a meeting by these means is equivalent to a participation in person at such meeting.

6.5 - Liability of Directors (gérants)

Any director (gérant) assumes, by reason of his position, no personal liability in relation to any commitment validly undertaken by him in the name of the Company.

Art. 7. Shareholders' resolutions.

7.1 For as long as all the shares (parts sociales) are held by only one shareholder, the Company is a sole shareholder company (société unipersonnelle) in the meaning of Article 179 (2) of the Law and Articles 200-1 and 200-2 of the Law, among others, will apply. The single shareholder assumes all powers conferred to the general shareholders' meeting.

7.2 In case of plurality of shareholders, each shareholder may take part in collective decisions irrespectively of the number of shares (parts sociales) he owns. Each shareholder has a number of votes equal to the number of shares (parts sociales) held by him.

7.3. Collective decisions are only validly taken insofar as shareholders owning more than half of the share capital adopt them provided that in case such majority is not met, the shareholders may be reconvened or consulted again in writing by registered letter and the decisions will be validly taken by the majority of the votes cast irrespective of the portion of share capital represented.

7.4 However, resolutions to alter the Articles, except in case of a change of nationality, which requires a unanimous vote, may only be adopted by the majority in number of the shareholders owning at least three quarter of the Company's share capital, subject to the provisions of the Law.

7.5 A meeting of shareholders may validly debate and take decisions without complying with all or any of the convening requirements and formalities if all the shareholders have waived the relevant convening requirements and formalities either in writing or, at the relevant shareholders' meeting, in person or by an authorised representative.

7.6 A shareholder may be represented at a shareholders' meeting by appointing in writing (or by fax or e-mail or any similar means) a proxy or attorney who need not be a shareholder.

7.7 The holding of general shareholders' meetings shall not be mandatory where the number of members does not exceed twenty-five (25). In such case, each shareholder shall receive the precise wording of the text of the resolutions or decisions to be adopted and shall give his vote in writing.

7.8 The majority requirements applicable to the adoption of resolutions by a shareholders' meeting apply mutatis mutandis to the passing of written resolutions of shareholders. Written resolutions of shareholders shall be validly passed upon receipt by the Company of original copies (or copies sent by facsimile transmission or as e-mail attachments) of shareholders' votes representing the majority required for the passing of the relevant resolutions, irrespective of whether all shareholders have voted or not.

Art. 8. Annual general shareholders' meeting. At least one shareholders' meeting shall be held each year. The annual general meeting may be held abroad if, in the absolute and final judgment of the sole director (gérant), or in case of plurality of directors (gérants), the board of directors (conseil de gérance), exceptional circumstances so require.

Art. 9. Audit.

9.1 Where the number of shareholders exceeds twenty-five (25), the operations of the Company shall be supervised by one or more statutory auditors in accordance with Article 200 of the Law who need not to be shareholder. If there is more than one statutory auditor, the statutory auditors shall act as a collegium (s) and form the board of auditors.

9.2 Irrespective of the above, the Company shall be supervised by one or more approved statutory auditor(s) (réviseur (s) d'entreprises agréé) where there is a legal requirement to that effect or where the Company is authorized by law to opt for and chooses to opt for the appointment of an approved statutory auditor (réviseur d'entreprise agrée) instead of a statutory auditor. The approved statutory auditor(s) (réviseur(s) d'entreprises agréé) shall be appointed on an annual basis (the mandate being renewable also on an annual basis).

Art. 10. Financial year - Annual accounts.

10.1 - Financial Year

The Company's financial year starts on the 1 st of January and ends on the 31 st of December of each year, provided that, as a transitional measure, the first financial year of the Company starts on the date of its incorporation and ends on the following 31 st of December (all dates inclusive).

10.2 - Annual Accounts

10.2.1 Each year, the sole director (gérant), or in case of plurality of directors (gérants), the board of directors (conseil de gérance) prepares an inventory a balance sheet and a profit and loss account in accordance with the provisions of Article 197 of the Law.

10.2.2 Each shareholder, either personally or through an appointed agent, may inspect, at the Company's registered office, the above inventory, balance sheet, profit and loss accounts and, as the case may be, the report of the statutory auditor(s) set-up in accordance with Article 200 of the Law. Where the number of shareholders exceeds twenty-five (25), such inspection shall only be permitted fifteen days before the meeting.

Art. 11. Distribution of profits.

11.1 An amount equal to five per cent (5%) of the net profits of the Company shall be allocated to a statutory reserve, until and as long as this reserve amounts to ten per cent (10%) of the Company's share capital.

11.2 The balance of the net profits may be distributed to the shareholder in the Company.

11.3 Except where otherwise provided for in these Articles, each share (part sociale) entitles to a fraction of the corporate assets and profits of the Company in direct proportion to the number of shares (parts sociales) in existence.

11.4 The sole director (gérant) or the board of directors (conseil de gérance) as appropriate may decide to pay interim dividends to the shareholder(s) before the end of the financial year on the basis of a statement of accounts showing that sufficient funds are available for distribution, it being understood that (i) the amount to be distributed may not exceed, where applicable, realised profits since the end of the last financial year, increased by carried forward profits and distributable reserves, but decreased by carried forward losses and sums to be allocated to a reserve to be established according to the Law or these Articles and that (ii) any such distributed sums which do not correspond to profits actually earned may be recovered from the relevant shareholder(s).

Art. 12. Dissolution - Liquidation.

12.1 The Company shall not be dissolved by reason of the death, suspension of civil rights, insolvency or bankruptcy of the single shareholder or of one of the shareholders.

12.2 Except in the case of dissolution by court order, the dissolution of the Company may take place only pursuant to a decision adopted by the general meeting of shareholders in accordance with the conditions required for amendments to the Articles.

12.3 At the time of dissolution of the Company, the liquidation will be carried out by one or several liquidators, shareholders or not, appointed by the shareholders who shall determine their powers and remuneration.

Art. 13. Reference to the law. Reference is made to the provisions of the Law for all matters for which there are no specific provisions in these Articles.

Subscription and payment

The Articles having thus been established, the founding shareholder represented as stated above declare to subscribe the entire share capital as follows:

Subscriber	Number of shares (parts sociales)	Subscribed amount	% of share capital
Wafra InterVest Corporation, prenamed	12.500	12.500 Euros	100%
TOTAL	12.500	12.500 Euros	100%

All the shares (parts sociales) have been fully paid-up by payment in cash, so that the amount of twelve thousand five hundred Euros (EUR 12,500) is now available to the Company.

Estimate of costs

The expenses, costs, fees and charges of any kind whatsoever which will have to be borne by the Company as a result of its formation are estimated at approximately 1.500,- euro.

Resolutions of the shareholder(s)

The founding shareholders, represented as stated hereabove, unanimously adopt the following resolutions:

1. The Company will be managed by the following sole director (gérant unique) for an undetermined period:

Mr. Tony Whiteman, residing professionally at 14 rue Jean Mercatoris, L-7237 Luxembourg, Grand Duchy of Luxembourg, born on 24 May 1969 in Hamilton (United Kingdom).

2. The registered office of the Company shall be established at 2-8, avenue Charles de Gaulle, L-1653 Luxembourg.

Declaration

The undersigned notary who understands and speaks English, states herewith that on request of the above appearing party, the present deed is worded in English followed by a French version. On request of the same appearing 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 Pétange, on the day named at the beginning of this document.

The document having been read to the proxyholder of the person appearing, she signed together with the notary the present deed.

Suit la traduction française du texte qui précède.

L'an deux mille quinze, le vingt-trois novembre.

Par-devant Maître Jacques Kesseler, notaire de résidence à Pétange, Grand Duché de Luxembourg.

A COMPARU:

Wafra InterVest Corporation, une société des îles Caïmans constituée le 11 juillet 1984, ayant son siège social au Harbour Centre, 4 th Floor, P.O. Box 61, Grand Cayman, KY1-1102, îles Caïmans, numéro d'enregistrement 20781;

ci-après représentée par Mme. Sofia Afonso-Da Chao Conde, clerc de notaire, résidant professionnellement à Pétange, en vertu d'une procuration sous seing privé et signée «ne varietur» par la personne comparante et le notaire instrumentant.

Laquelle comparante, représentée comme mentionné ci-avant, a requis le notaire instrumentant de dresser acte d'une société à responsabilité limitée dont elle a arrêté les statuts comme suit et qui est constituée par le présent acte:

Art. 1 er . Forme sociale et dénomination. Ceux-ci sont les statuts (les «Statuts») d'une société à responsabilité limitée qui porte la dénomination de IF Platform S.à r.l. (ci-après la «Société»).

La Société est constituée sous et régie par les lois du Grand Duché de Luxembourg, en particulier la loi du 10 août 1915 relative aux sociétés commerciales, telle que modifiée (ci-après la «Loi»), ainsi que par les présents Statuts.

Art. 2. Objet social.

2.1 L'objet de la Société est (i) la détention de participations et d'intérêts, sous quelque forme que ce soit, dans des sociétés luxembourgeoises et étrangères, des entités de type partenariats (partnerships) ou d'autres entités, (ii) l'acquisition par l'achat, la souscription ou de toute autre manière, ainsi que le transfert par vente, échange ou autre, d'actions, d'obligations, de reconnaissances de dettes, notes ou autres titres de quelque forme que ce soit, et (iii) l'acquisition, la propriété, l'administration, le développement, la gestion et la disposition de son portefeuille. La Société peut conclure tout contrat relatif à l'acquisition, la souscription ou la gestion des instruments précités et au financement y relatif.

L'objet de la Société est en outre d'agir comme associé commandité et gérant de société en commandite spéciale ou société en commandite simple de droit luxembourgeois.

2.2 La Société peut emprunter sous toute forme et procéder à l'émission d'obligations, de reconnaissances de dettes, de notes et d'autres instruments convertibles ou non, sans offre au public.

2.3 La Société peut accorder une assistance et prêter des fonds à ses filiales, sociétés affiliées, à toute autre société du groupe ainsi qu'à toutes autres entités ou personnes, étant entendu que la Société ne conclura aucune transaction qui serait considérée comme une activité réglementée sans obtenir l'autorisation requise. Elle pourra également fournir des garanties et octroyer des sûretés en faveur de parties tierces afin de garantir ses propres obligations ou bien les obligations de ses filiales, sociétés affiliées ou toute autre société du groupe, ainsi qu'à toute autre entité ou personne pourvu que la Société ne conclut pas une transaction qui serait considérée comme une activité réglementée sans obtenir l'autorisation requise. La Société pourra également hypothéquer, gager, transférer, grever ou autrement hypothéquer tout ou partie de ses avoirs.

2.4 La Société peut généralement employer toute technique et utiliser tout instrument relatif à ses investissements en vue de leur gestion efficace, y compris la conclusion de toute transaction à terme ainsi que des techniques et instruments destinés à protéger la Société contre le risque de crédit, les fluctuations monétaires, les fluctuations de taux d'intérêt et tout autre risque.

2.5 De manière générale elle peut accorder son assistance à des sociétés affiliées, prendre toute mesure de contrôle et de supervision et mener toute opération qu'elle jugerait utile à l'accomplissement et au développement de son objet social.

2.6 La Société pourra en outre effectuer toute opération commerciale ou financière, ainsi que toute transaction concernant des biens meubles ou immeubles, qui sont en rapport direct ou indirect avec son objet social.

Art. 3. Durée. La Société est constituée pour une durée illimitée.

Art. 4. Siège social.

4.1 Le siège social de la Société est établi à Luxembourg-Ville.

4.2 Il peut-être transféré en tout autre endroit du Grand-Duché de Luxembourg par une résolution de l'assemblée générale extraordinaire des associés délibérant comme en matière de modification des Statuts.

4.3 L'adresse du siège social peut-être transférée à l'intérieur de la commune par simple décision du gérant unique ou en cas de pluralité de gérants, par décision du conseil de gérance.

4.4 Dans l'éventualité où le conseil de gérance ou le gérant unique (selon le cas) déterminerait que des événements extraordinaires politiques, économiques ou des développements sociaux ont eu lieu ou sont imminents qui interféreraient avec les activités normales de la Société en son siège social ou avec la fluidité de communication entre le siège social et les personnes à l'étranger, le siège social peut être temporairement transféré à l'étranger jusqu'à la cessation complète de telles circonstances extraordinaires; de telles mesures temporaires n'auront pas d'effet sur la nationalité de la Société qui, malgré le transfert temporaire de son siège social, restera une société Luxembourgeoise. De telles mesures temporaires seront prises et notifiées à toute partie intéressée par le conseil de gérance ou par le gérant unique (selon le cas) de la Société.

4.5 La Société peut avoir des bureaux et des succursales tant au Luxembourg qu'à l'étranger.

Art. 5. Capital social - Parts sociales.

5.1 - Capital Souscrit

5.1.1 Le capital social est fixé à douze mille cinq cent EUR (12.500 euros) représenté par douze mille cinq cent (12.500) parts sociales de un Euro (1 euro) chacune, toutes entièrement souscrites et libérées.

5.1.2 Toute prime d'émission payée sur toute part sociale est allouée à une réserve distribuable conformément aux dispositions de cet Article. La prime d'émission pourra mais devra pas nécessairement être alloué aux parts sociales en rapport avec lesquelles elle a été payée. Les décisions quant à l'utilisation de la réserve de prime d'émission seront prises par le(s) associé(s) ou par le(s) gérant(s) selon le cas, sous réserve de la Loi et des présents Statuts.

5.1.3 La Société peut accepter des apports sans émettre de parts sociales ou d'autres titres en contrepartie et peut allouer de tels apports à une ou plusieurs réserves. Les décisions quant à l'utilisation de telles réserves seront prises par le(s) associé (s) ou par le(s) gérant(s) selon le cas, sous réserve de la Loi et des présents Statuts. Les réserves peuvent, mais ne doivent pas nécessairement, être allouées à l'apporteur.

5.2 - Modification du Capital Social

Le capital social peut être modifié à tout moment par une décision de l'associé unique ou par une décision de l'assemblée générale des associés conformément à l'Article 7 des présents Statuts et dans les limites prévues à l'Article 199 de la Loi.

5.3 - Indivisibilité des Parts Sociales

Envers la Société, les parts sociales de la Société sont indivisibles, de sorte qu'un seul propriétaire est admis par part sociale. Les copropriétaires, les usufruitiers et nu-propriétaires, créanciers et débiteurs de parts sociales gagées doivent désigner une seule personne qui les représente vis-à-vis de la Société.

5.4 - Transfert de Parts Sociales

5.4.1 Dans l'hypothèse d'un associé unique, les parts sociales de la Société détenues par cet associé unique sont librement transmissibles.

5.4.2 Dans l'hypothèse où il y a plusieurs associés, les parts sociales détenues par chacun des associés ne sont transmissibles que sous réserve du respect des dispositions prévues aux Articles 189 et 190 de la Loi.

5.4.3 Les parts sociales ne peuvent être transmises entre vifs à des tiers non-associés si des associés représentant au moins les trois quarts du capital social n'y ont consenti.

5.4.4 Les transferts de parts sociales doivent être documentés par un acte notarié ou un acte sous seing privé. Les transferts ne seront opposables à la Société ou aux tiers qu'à compter du moment de leur notification à la Société ou de leur acceptation par celle-ci en conformité avec les dispositions de l'Article 1690 du Code Civil.

5.5 - Rachat de Parts Sociales

La Société peut racheter ses parts sociales pourvu que des réserves suffisantes soient disponibles à cet effet. Pour lever toute ambiguïté, les parts sociales rachetées ne seront pas prises en compte pour la détermination du quorum et de la majorité.

5.6 - Registre des Parts Sociales

Toutes les parts sociales ainsi que leurs transferts sont consignées dans le registre des associés conformément à l'Article 185 de la Loi.

Art. 6. Gestion.

6.1 - Nomination et Révocation

6.1.1 La Société est gérée par un ou plusieurs gérants. Si plusieurs gérants ont été nommés, ils constitueront un conseil de gérance. Le(s) gérant(s) n'est/ne doivent pas nécessairement être associé(s).

6.1.2 Le(s) gérant(s) est/sont nommé(s) par décision des associés.

6.1.3 Un gérant pourra être révoqué ad nutum avec ou sans motif et remplacé à tout moment sur décision adoptée par les associés.

6.1.4 Le gérant unique et chacun des membres du conseil de gérance peuvent être rémunérés pour ses/leurs service(s) en tant que gérant(s) ou remboursés de leurs dépenses raisonnables sur décision des associés.

6.2 - Pouvoirs

6.2.1 Tous les pouvoirs non expressément réservés par la Loi ou les présents Statuts à l'assemblée générale des associés relèvent de la compétence du gérant unique ou en cas de pluralité de gérants de la compétence du conseil de gérance.

6.2.2 Le gérant unique ou en cas de pluralité de gérants, le conseil de gérance pourra sous-déléguer sa compétence pour des opérations spécifiques à un ou plusieurs mandataires ad hoc.

6.2.3 Le gérant unique ou en cas de pluralité de gérants, le conseil de gérance déterminera les responsabilités du mandataire et sa rémunération (s'il y en a), la durée de la période de représentation et toutes les autres conditions pertinentes de ce mandat.

6.3 - Représentation et Pouvoir de Signature

6.3.1 Dans les rapports avec les tiers et avec la justice, le gérant unique, et en cas de pluralité de gérants, le conseil de gérance aura tous pouvoirs pour agir au nom de la Société en toutes circonstances et pour effectuer et approuver tous actes et opérations en conformité avec l'objet social de la Société.

6.3.2 La Société sera engagée par la seule signature du gérant unique et, en cas de pluralité de gérants, par la/les signature (s) unique de tout membre du conseil de gérance ou par la signature de toute personne à qui un tel pouvoir aura été délégué par tout membre du conseil de gérance.

6.4 - Président, Vice-Président, Secrétaire, Réunions

6.4.1 Le conseil de gérance peut choisir parmi ses membres un président et un vice-président. Il peut aussi désigner un secrétaire, gérant ou non, qui sera chargé de la tenue des procès-verbaux des réunions du conseil de gérance et des associés et qui sera soumis aux mêmes règles de confidentialité que celles applicables aux gérants.

6.4.2 Les réunions du conseil de gérance peuvent être convoquées par tout membre du conseil de gérance. La convocation, contenant l'ordre du jour et le lieu de la réunion, doit être envoyée par lettre (envoyée par courrier express ou courrier spécial), télégramme, télex, télécopie ou email au moins trois (3) jours avant la date fixée pour la réunion, sauf en cas d'urgence, auquel cas la nature de ces circonstances sera mentionnée dans la convocation et dans ce cas, un préavis d'au moins vingt-quatre (24) heures avant l'heure prévue pour la réunion sera suffisant. Il peut être renoncé à toute convocation par le consentement de chaque gérant exprimé lors de la réunion ou par écrit ou par télégramme, télex, télécopie ou e-mail. Une convocation séparée ne sera pas requise pour les réunions individuelles tenues aux heures et lieux prévus dans un calendrier préalablement adopté par décision du conseil de gérance. Tous les efforts raisonnables seront effectués de sorte que, préalablement à toute réunion du conseil, une copie des documents et / ou supports à discuter ou adopter par le conseil lors de cette réunion soit fournie à chaque gérant.

6.4.3 Le conseil de gérance ne peut délibérer et agir valablement que si au moins la majorité des gérants est présente ou représentée à la réunion du conseil de gérance. Les résolutions sont adoptées à la majorité des voix exprimées des gérants présents ou représentés à cette réunion.

6.4.4 Les décisions du conseil de gérance seront consignés dans des procès-verbaux, à signer par le président ou par tout membre du conseil de gérance de la Société.

6.4.5 Des résolutions écrites, approuvées et signées par tous les gérants, produira effet au même titre qu'une résolution prise lors d'une réunion du conseil de gérance. Cette approbation peut résulter d'un seul ou de plusieurs documents distincts.

6.4.6 Les copies ou extraits de ces procès-verbaux et résolutions qui pourraient être produits en justice ou autre seront signés par le président ou tout membre du conseil de gérance de la Société.

6.4.7 Un gérant peut nommer un autre gérant (mais pas toute autre personne) pour agir comme son représentant à une réunion du conseil pour assister, délibérer, voter et exercer toutes ses fonctions en son nom à cette réunion du conseil. Un gérant peut agir en tant que représentant de plusieurs gérants à une réunion du conseil à condition que (sans préjudice des exigences de quorum) au moins deux gérants sont physiquement présents à une réunion du conseil tenue physiquement ou participent en personne à une réunion du conseil tenue conformément aux dispositions de l'Article 6.4.8.

6.4.8 Tout gérant peut participer aux réunions du conseil de gérance par conférence téléphonique ou vidéoconférence ou par tout autre moyen similaire de communication permettant à tous les gérants participant à la réunion de s'entendre mutuellement. La participation à une réunion par de tels moyens équivaut à une participation en personne à cette réunion.

6.5 - Responsabilité des Gérants

Aucun gérant ne contracte en raison de sa fonction, aucune obligation personnelle relativement aux engagements valablement entrepris par lui au nom de la Société.

Art. 7. Décisions des associés.

7.1 Pour autant que toutes les parts sociales sont détenues par un seul associé, la Société est une société unipersonnelle au sens de l'Article 179 (2) de la Loi et les Articles 200-1 et 200-2 de la Loi, entre autres, s'appliqueront. L'associé unique exerce tous les pouvoirs conférés à l'assemblée générale des associés.

7.2 En cas de pluralité d'associés, chaque associé peut prendre part aux décisions collectives, quel que soit le nombre de parts sociales qu'il détient. Chaque associé a autant de voix qu'il possède de parts sociales.

7.3 Les décisions collectives ne sont valablement prises que pour autant que les associés détenant plus de la moitié du capital social les adoptent, étant entendu que si cette majorité n'est pas atteinte, les associés peuvent être convoqués à nouveau ou consultés à nouveau par écrit par lettre recommandée, et les décisions seront valablement prises par la majorité des voix exprimés, indépendamment de la quotité du capital social représenté.

7.4 Toutefois, les résolutions modifiant les Statuts, sauf le cas de changement de nationalité qui requiert un vote unanime, ne peuvent être adoptées que par une majorité en nombre d'associés détenant au moins les trois quarts du capital social de la Société, sous réserve des dispositions de la Loi.

7.5 Une assemblée des associés peut valablement délibérer et prendre des décisions sans se conformer à tout ou partie des exigences et formalités de convocation si tous les associés ont renoncé aux exigences et formalités de convocation soit par écrit, soit à l'assemblée des associés en question, en personne ou par un représentant autorisé.

7.6 Un associé peut se faire représenter à une assemblée des associés en désignant par écrit (par fax ou par e-mail ou tout autre moyen similaire) un mandataire qui n'est pas nécessairement un associé.

7.7 La tenue d'assemblées générales des associés n'est pas obligatoire tant que le nombre des associés n'est pas supérieur à vingt-cinq (25). Dans ce cas, chaque associé recevra le texte précis des résolutions ou décisions à prendre expressément formulées et émettra son vote par écrit.

7.8 Les conditions de majorité applicables à l'adoption de décisions par l'assemblée des associés s'appliquent mutatis mutandis à l'adoption de décisions écrites des associés. Les décisions écrites des associés sont valablement prises dès réception par la Société des exemplaires originaux (ou des copies envoyées par télécopie ou en tant que pièces jointes de

courrier électronique) des votes des associés représentant la majorité requise pour l'adoption des décisions en question, indépendamment du fait que tous les associés aient voté ou non.

Art. 8. Assemblée générale annuelle des associés. Au moins une réunion des associés devra être tenue chaque année. L'assemblée générale annuelle pourra se tenir à l'étranger, si de l'avis discrétionnaire et définitif du gérant unique ou en cas de pluralité de gérants, du conseil de gérance, des circonstances exceptionnelles le requièrent.

Art. 9. Audit.

9.1 Si le nombre des associés est supérieur à vingt-cinq (25), les opérations de la Société devront être supervisées par un ou plusieurs commissaires aux comptes conformément à l'Article 200 de la Loi, qui ne sont pas nécessairement associés. S'il y a plus d'un commissaire aux comptes, les commissaires aux comptes agiront en collège et formeront le conseil des commissaires aux comptes.

9.2 Sans tenir compte de ce qui précède, la Société sera surveillée par un ou plusieurs réviseur(s) d'entreprises agréé(s) lorsqu'il existe une obligation légale à cet effet ou si la Société est autorisée par la loi à opter pour, et choisit d'opter pour, la nomination d'un réviseur(s) d'entreprises agréé(s) au lieu d'un commissaire aux comptes. Le réviseur(s) d'entreprises agréé(s) sera nommé sur une base annuelle (le mandat étant renouvelable également sur base annuelle).

Art. 10. Exercice social - Comptes annuels.

10.1 - Exercice Social

L'exercice social de la Société commence le 1 er janvier et se termine le 31 décembre de chaque année, étant entendu que, à titre transitoire, le premier exercice social de la Société commence à la date de sa constitution et se termine le 31 décembre suivant (toutes les dates étant comprises comme incluses).

10.2 - Comptes Annuels

10.2.1 Chaque année, le gérant unique, ou en cas de pluralité de gérants, le conseil de gérance dresse un inventaire, un bilan et un compte de profits et pertes conformément aux dispositions de l'Article 197 de la Loi.

10.2.2 Chaque associé pourra personnellement ou par l'intermédiaire d'un mandataire désigné, examiner, au siège social de la Société, l'inventaire, le bilan, le compte de profits et pertes et, le cas échéant, le rapport du/des commissaire(s) aux compte(s) conformément à l'Article 200 de la Loi. Lorsque le nombre des associés excède vingt-cinq (25), cet examen ne sera autorisé que quinze jours avant la réunion.

Art. 11. Distribution des profits.

11.1 Un montant égal à cinq pour cent (5%) du bénéfice net de la Société devra être alloué à une réserve légale jusqu'à ce que cette réserve atteigne dix pour cent (10%) du capital social de la Société.

11.2 Le solde des bénéfices nets peut être distribué à l'associé dans la Société.

11.3 Sauf disposition contraire prévue dans les présents Statuts, chaque part sociale donne droit à une part des actifs et bénéfices de la Société en proportion avec le nombre des parts sociales existantes.

11.4 Le gérant unique ou le conseil de gérance, le cas échéant peut/peuvent décider de payer des acomptes sur dividendes aux associés avant la fin de l'exercice sur la base d'un état des comptes montrant que des fonds suffisants sont disponibles pour la distribution, étant entendu que (i) le montant à distribuer ne peut excéder, le cas échéant, les bénéfices réalisés depuis la fin du dernier exercice, augmenté des bénéfices reportés et des réserves distribuables, mais diminué des pertes reportées et des sommes à allouer à une réserve devant être établie conformément à la Loi ou les présents Statuts et que (ii) de telles sommes distribuées qui ne correspondent pas à des bénéfices réellement réalisés peuvent être récupérées de (s) l'associé(s) concerné(s).

Art. 12. Dissolution - Liquidation.

12.1 La Société ne sera pas dissoute par suite du décès, de la suspension des droits civils, de l'insolvabilité ou de la faillite de l'associé unique ou d'un des associés.

12.2 Sauf dans le cas d'une dissolution par décision judiciaire, la dissolution de la Société ne peut se faire que sur décision adoptée par l'assemblée générale des associés dans les conditions exigées pour la modification des Statuts.

12.3 Au moment de la dissolution de la Société, la liquidation sera effectuée par un ou plusieurs liquidateurs, associés ou non, nommés par les associés qui détermineront leurs pouvoirs et rémunération.

Art. 13. Référence à la loi. Pour tous les points non expressément prévus aux présents Statuts, il est fait référence aux dispositions de la Loi.

Souscription et paiement

Les Statuts ayant ainsi été établis, l'/les associé(s) fondateur(s) représenté(s) comme mentionné ci-dessus déclare(nt) souscrire à l'intégralité du capital social comme suit:

Souscripteur	Nombre de parts sociales	Montant souscrit	% du capital social
Wafra InterVest Corporation, prénommé	12.500	12.500 Euros	100%
TOTAL	12.500	12.500 Euros	100%

Toutes les parts sociales ont été intégralement libérées par versement en numéraire de sorte que le montant de douze mille cinq cent Euros (EUR 12.500) se trouve dès maintenant à la disposition de la Société.

Estimation des frais

Les frais, dépenses, rémunérations et charges, sous quelque forme que ce soit, qui incombent à la Société ou qui sont mis à sa charge à raison de sa constitution sont estimés à environ 1.500,- euros.

Résolution de L'associé

L'associé fondateur, représenté comme mentionné ci-dessus, adoptent à l'unanimité les décisions suivantes:

1. La Société est gérée par le gérant unique suivant pour une période indéterminée:

Mr. Tony Whiteman, résidant professionnellement au 14 rue Jean Mercatoris, L-7237 Luxembourg, Grand Duché de Luxembourg, né le 24 Mai 1969 à Hamilton (Royaume-Uni).

2. Le siège social de la Société est établi à 2-8, avenue Charles de Gaulle, L-1653 Luxembourg.

Déclaration

Le notaire instrumentant, qui comprend et parle la langue anglaise, déclare qu'à la demande du comparant, le présent acte est rédigé en langue anglaise, suivi d'une version française. A la requête dudit comparant, en cas de divergence entre le texte anglais et le texte français, le texte anglais fera foi.

DONT ACTE, fait et passé à Pétange, à la date figurant en tête des présentes.

Lecture du présent acte ayant été donnée à la mandataire du comparant, celle-ci a signé le présent acte avec le notaire.

Signé: Conde, Kesseler.

Enregistré à Esch/Alzette Actes Civils, le 26 novembre 2015. Relation: EAC/2015/28027. Reçu soixante-quinze euros 75,00 €

Le Receveur (signé): Santioni A.

POUR EXPEDITION CONFORME

Référence de publication: 2015200841/512.

(150225947) Déposé au registre de commerce et des sociétés de Luxembourg, le 14 décembre 2015.

Howald S.A., Société Anonyme.

Siège social: L-8399 Windhof, 13, rue de l'Industrie.

R.C.S. Luxembourg B 89.386.

Ancienne E.F.G., Société Anonyme.

Siège social: L-2339 Luxembourg, 7, rue Christophe Plantin.

R.C.S. Luxembourg B 9.291.

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PROJET DE FUSION

Entre d'une part:

1. Howald S.A., une société anonyme de droit luxembourgeois, établie et ayant son siège social à L-8399 Windhof, 13, rue de l'Industrie, immatriculée au Registre de Commerce et des Sociétés de Luxembourg sous le numéro B89386, avec un capital social de 1.000.000,00.-EUR (un million d'euros) représenté par 1.000 (mille) actions d'une valeur nominale de 1.000,00.- EUR (mille euros) par action, chacune entièrement libérée,

(ci-après la «Société Absorbante»),

et d'autre part:

2. Ancienne E.F.G. S.A., une société anonyme de droit luxembourgeois, établie et ayant son siège social à L-2339 Luxembourg, 7, rue Christophe Plantin, immatriculée au Registre du Commerce et des Sociétés de Luxembourg sous le numéro B9291, avec un capital social de 495.787,05.- EUR (quatre cent quatre-vingt quinze mille sept cent quatre-vingt sept euros et cinq cents) représenté par 20.000 (vingt mille) actions sans valeur nominale, chacune entièrement libérée,

(ci-après la «Société Absorbée»),

la Société Absorbante, ici représentée par Monsieur Xavier Delposen. domicilié à B-6740 Etalle, 64, rue du Bois, agissant en sa qualité d'administrateur-délégué de la Société Absorbante, et sur base d'un mandat lui conféré par le conseil d'administration de ladite société,

et la Société Absorbée, ici représentée par Monsieur Xavier Delposen, domicilié à B-6740 Etalle, 64, rue du Bois, agissant en sa qualité d'administrateur-délégué de la Société Absorbée, et sur base d'un mandat lui conféré par le conseil d'administration de ladite société.

Les conseils d'administration de la Société Absorbante et de la Société Absorbée mentionnées ci-dessus (ci-après les «Sociétés Fusionnées») ont approuvé le Projet de Fusion suivant (le «Projet de Fusion») et déclarent que:

- la Société Absorbante détient cent pour cent (100%) des actions de la Société Absorbée de sorte que la fusion puisse dès lors être opérée conformément aux dispositions des articles 278 et suivants de la loi du 10 août 1915 relative aux sociétés commerciales, telle que modifiée (la «Loi»); et

- les conseils d'administration des Sociétés Fusionnées ont décidé de fusionner la Société Absorbée dans la Société Absorbante et, à cette fin, tous les actifs et passifs de la Société Absorbée (les «Actifs et Passifs») seront transférés à la Société Absorbante par le biais d'une dissolution sans liquidation (la «Fusion»).

Les décisions des conseils d'administration des Sociétés Fusionnées resteront annexées au présent acte.

Sur ce, il est convenu ce qui suit:

1. La fusion prendra effet automatiquement à l'expiration de la période d'un mois commençant à courir à compter de la publication du présent Projet de Fusion (la «Date de Fusion») au Mémorial C, Recueil des Sociétés et Associations, étant noté que la Fusion aura un effet rétroactif d'un point de vue fiscal et comptable au 1 er janvier 2016 (la «Date Effective»).

2. A la Date de Fusion mais sans préjudice de la Date Effective, les Actifs et les Passifs des Sociétés Absorbées seront transférés automatiquement à la Société Absorbante en application de l'article 274 de la Loi.

3. A la Date de Fusion, la Société Absorbée cessera d'exister sans liquidation et toutes ses actions émises seront annulées.

4. La Fusion est également soumise aux modalités et conditions supplémentaires suivantes:

a) La Société Absorbante acquerra les Actifs et Passifs transférés de la Société Absorbée en l'état, c'est-à-dire dans l'état où ils se trouvent à la Date de Fusion mais sans préjudice de la Date Effective.

b) La Société Absorbante supportera, à compter de la Date de Fusion mais sans préjudice de la Date Effective, les impôts, et notamment, sans que cette liste soit limitative, les contributions, taxes, prélèvements, primes d'assurances et autres cotisations et redevances périodiques, ordinaires ou extraordinaires, qui sont dus ou peuvent devenir dus en vertu de la propriété des Actifs et Passifs transférés. La Société Absorbante acquittera, le cas échéant, les impôts dus par la Société Absorbée sur le capital et les bénéfices au titre des exercices fiscaux non encore imposés.

c) La Société Absorbante exécutera toutes les conventions et les obligations de toutes sortes de la Société Absorbée, telles que ces conventions et obligations existent à la Date de Fusion mais sans préjudice de la Date Effective.

d) La Société Absorbante honorera, en particulier tous les contrats existants à la Date de Fusion mais sans préjudice de la Date Effective, ce qui inclut notamment et sans que cette énumération soit limitative, les contrats avec les clients et débiteurs, les fournisseurs et les créanciers de la Société Absorbée, et la Société Absorbante sera subrogée dans tous les droits et obligations résultant desdits contrats, qu'elle devra supporter à son propre risque, ainsi qu'elle sera subrogé dans toutes les actions judiciaires tant en demande qu'en défense dans lesquelles la Société Absorbée est partie.

e) Tous droits et créances faisant partie des actifs de la Société Absorbée seront transférés et attribués à la Société Absorbante avec toutes les garanties réelles ou personnelles y afférentes à la Date de Fusion mais sans préjudice de la Date Effective; la Société Absorbante sera ainsi subrogée, sans effet novatoire, à tous les droits, réels ou personnels de la Société Absorbée, en relation avec les actifs, et à l'égard de tous les débiteurs sans exception aucune.

f) Cette subrogation s'appliquera, en particulier, à tous les hypothèques, saisies, nantissements et droits similaires, de manière à ce que la Société Absorbante puisse être autorisée et titulaire du droit de procéder à toute notification, déclaration de reprise, enregistrement, renouvellement ou renonciation des hypothèques, saisies, nantissements et droits similaires, y compris les subrogations.

g) La Société Absorbante supportera tout le passif de quelque nature qu'il soit de la Société Absorbée et prendra en particulier à sa charge toutes les dettes et les obligations de la Société Absorbée de quelque nature que ce soit, en principal, intérêts et accessoire à la Date de Fusion mais sans préjudice de la Date Effective.

5. Etant donné que la Société Absorbante détient cent pour-cent (100%) des actions émises de la Société Absorbée et que les conditions de l'article 279 de la Loi sont remplies, une approbation du Projet de Fusion par l'assemblée générale extraordinaire des actionnaires de chacune des Sociétés Fusionnées n'est pas exigée.

6. Les documents mentionnés à l'article 267, paragraphe 1, a), b) et c) de la Loi (en l'occurrence le Projet de Fusion, les comptes et rapports annuels des Sociétés Fusionnées pour les trois derniers exercices, des états comptables intérimaires), seront disponibles en application de l'article 264 de la Loi au moins un mois avant la Date de Fusion pour inspection par les actionnaires de la Société Absorbante au siège social de cette dernière.

7. Les actionnaires de la Société Absorbante détenant au moins cinq pour cent (5%) des actions émises relativement au capital souscrit de la Société Absorbante sont autorisés, pendant le mois qui précède la Date Effective, à exiger la convocation d'une assemblée générale extraordinaire des actionnaires de la Société Absorbante pour délibérer et voter sur le Projet de Fusion. L'assemblée générale extraordinaire des actionnaires doit être convoquée de sorte qu'elle puisse être tenue dans le mois suivant cette demande.

8. Si une assemblée n'est pas requise ou si le Projet de Fusion n'est pas rejeté par celle-ci, la Fusion deviendra définitive dans les conditions indiquées ci-avant au point 1., et entraînera de plein droit les effets prévus à l'article 274 de la Loi et notamment sous son paragraphe a).

9. Aucun privilège particulier n'a été accordé aux membres du conseil d'administration des Sociétés Fusionnées, ni aux commissaires aux comptes.

10. Il n'y a aucun associé ayant des droits spéciaux et/ou étant détenteur de valeur mobilière autre que des actions dans les Sociétés Fusionnées.

11. Le mandat des administrateurs et du commissaire aux comptes de la Société Absorbée prendra fin à la Date de Fusion et décharge pleine et entière est accordée aux administrateurs et au commissaire aux comptes.

12. Les documents sociaux, dossiers et registres de la Société Absorbée seront conservés pendant le délai légal au siège social de la Société Absorbante.

Formalités

La Société Absorbante devra effectuer toutes les formalités légales (y compris les publications et/ou notifications requises spécifiquement par la loi) nécessaires au transfert des Actifs et Passifs fait en relation avec la Fusion et son opposabilité aux tiers, sans préjudice des dispositions de l'article 274 (1) de la Loi.

Remise de titres

A la Date de Fusion, mais sans préjudice de la Date Effective, la Société Absorbée remettra à la Société Absorbante les originaux de tous leurs actes constitutifs et modificatifs, de tous actes, tous contrats/conventions et autre transaction de quelque nature que ce soit, ainsi que les livres de comptabilité et archives y relatives et tous autres documents comptables, titres de propriété ou actes justificatifs de propriété des actifs, les documents justificatifs des opérations réalisées, les documents relatifs aux contrats, archives, pièces et autres documents quelconques relatifs aux éléments et droits apportés.

Frais et droits

Tous frais, droits et honoraires dus au titre de la Fusion seront supportés par la Société Absorbante.

Fait à Windhof, le 7 décembre 2015.

Howald S.A. / Ancienne E.F.G. S.A

Xavier Delposen,

Administrateur-délégué

Référence de publication: 2015202654/110.

(150227999) Déposé au registre de commerce et des sociétés de Luxembourg, le 16 décembre 2015.

TB Family Fund FCP-FIS, Fonds Commun de Placement - Fonds d'Investissement Spécialisé.

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Die Änderungsvereinbarung betreffend das Verwaltungsreglement des Fonds TB Family Fund FCP-FIS, welche 04. Dezember 2015 in Kraft tritt, wurde beim Handels- und Gesellschaftsregister von Luxemburg hinterlegt.

Zwecks Veröffentlichung im Mémorial, Recueil des Sociétés et Associations.

VP Fund Solutions (Luxembourg) SA

Référence de publication: 2016007162/9.

(160005990) Déposé au registre de commerce et des sociétés de Luxembourg, le 12 janvier 2016.

Constructions Schmit et Schmit S.à r.l., Société à responsabilité limitée.

Siège social: L-8079 Bertrange, 117A, rue de Leudelange.

R.C.S. Luxembourg B 175.168.

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EXTRAIT

Il résulte d'une cession de parts signée en date du 18 décembre 2015 par devant Maître Léonie GRETHEN, notaire de résidence à Luxembourg, que la société anonyme ALBERT SCHMIT S.A., avec siège social à L-8085 Bertrange, 14, rue Michel Lentz, inscrite au Registre de Commerce et des Sociétés sous le numéro B 8018, en tant que propriétaire de trente-quatre (34) parts sociales de la société «Constructions Schmit et Schmit SARL», avec siège social à L-8079 Bertrange, 117A, rue de Leudelange, inscrite au Registre de Commerce et des Sociétés à Luxembourg sous le numéro B 175168, a cédé toutes ses trente-quatre (34) parts sociales à la société à responsabilité limitée Financière Schmit & Schmit SARL, avec siège social à L-8079 Bertrange, 117A, rue de Leudelange, inscrite au Registre de Commerce et des Sociétés à Luxembourg sous le numéro B 135315.

Suite à la prédite cession les parts sociales se trouvent réparties comme suit:

- Financière Schmit & Schmit SARL, préqualifiée, cent (100) parts sociales

Signé: S. Schmit, C. Schmit, Bischoff, GRETHEN.

Enregistré à Luxembourg Actes Civils 1, le 22 décembre 2015. Relation: LAC1/2015/41215. Reçu 12.-€ (douze Euros).

Le Receveur (signé): Paul MOLLING.

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

Luxembourg, le 4 janvier 2016.

Référence de publication: 2016003558/23.

(160001867) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 janvier 2016.

BOC (Europe) UCITS SICAV, Société d'Investissement à Capital Variable.

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

R.C.S. Luxembourg B 203.075.

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STATUTES

In the year two thousand and fifteen, on the thirty-first day of December.

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

There appeared:

Bank of China (Luxembourg) S.A., incorporated under the laws of Luxembourg, with its registered office at 37/39, boulevard du Prince Henri, L-1724 Luxembourg, Grand Duchy of Luxembourg,

represented by Me Philippe Coulon, avocat, professionally residing in Luxembourg, pursuant to a proxy dated 21 December 2015.

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

This appearing party, in the capacity in which it acts, has requested the notary to state as follows the articles of incorporation of a société anonyme which it intends to incorporate in Luxembourg:

ARTICLES OF INCORPORATION

1. Denomination, Duration, Corporate object, Registered office

Art. 1. Denomination. There exists among the subscribers and all those who become owners of shares (each a "Share") hereafter issued, a corporation in the form of a société anonyme, qualifying as a société d'investissement à capital variable with multiple sub-funds under the name of "BOC (Europe) UCITS SICAV" (the "Company").

Art. 2. Duration. The Company is established for an unlimited period of time. The Company may be dissolved by a resolution of the shareholders of the Company (the "Shareholders") adopted in the manner required for amendment of these articles of incorporation (the "Articles of Incorporation").

Art. 3. Corporate object. The exclusive object of the Company is the collective investment of its assets in transferable securities, money market instruments and other permissible assets such as referred to in the Act of 17 December 2010 on undertakings for collective investment, as amended (the "Law"), with the purpose of offering various investment opportunities, spreading investment risk and offering its Shareholders the benefit of the management of the Company's assets.

The Company may take any measures and carry on any operations deemed useful for the accomplishment and development of its object in the broadest sense within the framework of Part I of the Law.

Art. 4. Registered office. The registered office of the Company is established in Luxembourg, in the Grand Duchy of Luxembourg. If permitted by and under the conditions set forth in Luxembourg laws and regulations, the board of directors of the Company (hereafter collegially referred to as the "Board of Directors" or the "Directors" or individually referred to as a "Director") may decide to transfer the registered office of the Company to any other place in the Grand Duchy of Luxembourg. Wholly owned subsidiaries, branches or other offices may be established either in Luxembourg or abroad by resolution of the Board of Directors.

In the event that the Board of Directors determines that extraordinary political, economic, social 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, will remain a Luxembourg corporation.

2. Share capital, Variations of the share capital, Characteristics of the shares

Art. 5. Share capital. The share capital of the Company will be represented by shares of no nominal value and shall be at any time equal to the total net assets of the Company, as defined in Article 11. The minimum capital of the Company shall not be less than the amount prescribed by the Law.

For consolidation purposes, the reference currency of the Company is the Euro.

The initial capital is set at thirty-one thousand Euro (EUR 31,000.-), represented by three hundred and ten (310) shares of no par value.

Art. 6. Variations in share capital. The share capital may also be increased or decreased as a result of the issue by the Company of new fully paid-up Shares or the repurchase by the Company of existing Shares from its Shareholders.

Art. 7. Sub-Funds. The Board of Directors is authorised without limitation to issue fully paid Shares at any time in accordance with Article 12 hereof without reserving to the existing Shareholders a preferential right to subscription of the Shares to be issued.

Shares may, as the Board of Directors shall determine, be issued by different sub-funds corresponding to separate portfolios of assets (each a "Sub-Fund") (which may, as the Board of Directors shall determine, be denominated in different currencies) and the proceeds of the issue of the Shares of each Sub-Fund shall be invested pursuant to Article 3 hereof in transferable securities, money market instruments or other permitted assets corresponding to such geographical areas, industrial sectors or monetary zones, or to such specific types of equity or debt securities and other permitted assets, as the Board of Directors shall from time to time determine.

Each Sub-Fund is deemed to be a compartment within the meaning of the Law (in particular article 181 of the Law).

For the purpose of determining the capital of the Company, the net assets attributable to each Sub-Fund shall, if not expressed in Euro, be converted into Euro.

Art. 8. Classes of Shares. The Board of Directors may decide, at any time, to create within each Sub-Fund different classes of Shares (each a "Class") which may differ, inter alia, in their currency of denomination, charging structure, the minimum investment requirements, the management fees or type of target investors, or correspond to a specific hedging or distribution policy, such as giving right to regular dividend payments ("Distribution Shares") or giving no right to distributions ("Capitalisation Shares"). Fractions of Shares may be issued under the conditions as set out in the Company's sales documents.

When the context so requires, references in these Articles of Incorporation to Sub-Fund(s) shall mean references to Class (es) of Shares and vice-versa.

Art. 9. Form of the Shares. Shares of each Sub-Fund and of each Class of Shares are in principle issued in registered form. If and to the extent permitted, and under the conditions provided for, by law, the Board of Directors may at its discretion decide to issue, in addition to Shares in registered form, Shares in dematerialised form or global share certificates taking the form of global bearer certificates deposited with a securities settlement system ("Global Share Certificates"). Under the same conditions, holders of registered Shares may also request the conversion of their Shares into dematerialised Shares. The costs resulting from the conversion of registered Shares into dematerialised Shares at the request of their holders will be borne by the latter unless the Board of Directors decides at its discretion that all or part of these costs must be borne by the Company.

Ownership of Shares issued in dematerialised form or taking the form of Global Share Certificates shall be evidenced in accordance with applicable laws and/or the provisions set forth in the sales documents of the Company, as the case may be.

Ownership of registered Shares is evidenced by entry in the register of Shareholders of the Company (“Register of Shareholders”) and is represented by confirmation of ownership. The Company will not issue share certificates in relation to registered Shares.

All issued Shares of the Company other than dematerialised Shares or Shares taking the form of Global Share Certificates, if issued, shall be inscribed in the Register of Shareholders and shall be kept at the registered office of the Company. The Register of Shareholders shall set forth the name of each Shareholder, his residence or elected domicile, the number of Shares held by him, the Class of Share, the amounts paid for each such Share, the transfer of registered Shares and the dates of such transfers. The Register of Shareholders is conclusive evidence of ownership.

Shares shall be issued only upon acceptance of the subscription and subject to payment of the subscription price, under the conditions disclosed in the sales documents of the Company. The subscriber will, upon acceptance of the subscription and receipt of the purchase price, receive title to the Shares purchased by him.

The transfer of a registered Share shall be effected by a written declaration of transfer inscribed on the Register of Shareholders, such declaration of transfer, in a form acceptable to the Company, to be dated and signed by the transferor and the transferee or by persons holding suitable powers of attorney to act therefore. The Company may also accept as evidence of transfer other instruments of transfer satisfactory to the Company. The transfer of dematerialised Shares or Shares taking the form of Global Share Certificates, if issued, shall be made in accordance with applicable laws or the provisions set forth in the sales documents of the Company, as the case may be.

Any Shareholder has to indicate to the Company an address to be maintained in the Register of Shareholders. All notices and announcements of the Company given to Shareholders shall be validly made at such address. Notices and announcements from the Company to holders of dematerialised Shares or Shares taking the form of Global Share Certificates, if issued, shall be made in accordance with applicable laws or the provisions set forth in the sales documents of the Company, as the case may be. Any Shareholder of registered Shares may, at any moment, request in writing amendments to his address as maintained in the Register of Shareholders. The Shareholder shall be responsible for ensuring that its details, including

its address, for the Register of Shareholders are kept up to date and shall bear any and all responsibility should any details be incorrect or invalid.

Holders of dematerialised Shares must provide, or must ensure that a settlement institution, a central account keeper or an accounts' keeper provide, the Company with information for identification purposes of the holders of such Shares in accordance with applicable laws. If on a specific request of the Company, a holder of dematerialised Shares does not provide the requested information, or provides incomplete or erroneous information within a time period provided for by law or determined by the Board of Directors at its discretion, the Board of Directors may decide to suspend voting rights attached to all or part of the dematerialised Shares held by the relevant person until satisfactory information is received.

The Company will recognise only one holder in respect of each Share in the Company. In the event of joint ownership, the Company may suspend the exercise of any right deriving from the relevant Share or Shares until one person shall have been designated to represent the joint owners vis-à-vis the Company.

In the case of joint Shareholders, the Company reserves the right to pay any redemption proceeds, distributions or other payments to the person that has been designated to represent the joint owners.

The Company may issue fractions of Shares up to the decimal places indicated in the Company's sales documents.

If a conversion or a payment made by any subscriber results in the issue of a Share fraction, such fraction shall be entered into the Register of Shareholders. It shall not be entitled to vote but shall, to the extent the Company shall determine, be entitled to a corresponding fraction of any dividend.

Art. 10. Limitation to the ownership of Shares. The Board of Directors shall have the power to impose or relax any restrictions concerning any Sub-Fund or Class of Shares as it may think necessary for the purpose of ensuring that no Shares in the Company or no Shares of any Sub-Fund in the Company are acquired or held by

(a) any person in breach of any laws or regulations of any country or governmental or regulatory authority if the Company, any Shareholder or any other person (all as determined by the Directors) would suffer any pecuniary or other disadvantage as a result of such breach) or (b) any person in circumstances which in the opinion of the Board of Directors might result in the Company incurring any liability to taxation (including inter alia any liability that might derive from the Foreign Account Tax Compliance Act ("FATCA")) or suffering any other pecuniary disadvantage which the Company might not otherwise have incurred or suffered, including a requirement to register under any securities laws or investment laws or other laws or requirements of any country or authority.

More specifically, the Company may restrict or prevent the ownership of Shares in the Company by any person, firm or corporate body, and without limitation, by any "U.S. person", (as defined hereafter) and any person, firm or corporate body targeted by FATCA.

For such purposes, the Company may, at its discretion and without liability:

a) decline to issue any Share and to register any transfer of a Share, where it appears to it that such registration or transfer would or might result in such Share being directly or beneficially owned by a person, who is precluded from holding Shares in the Company; and/or

b) at any time require any person whose name is entered in the Register of Shareholders to furnish it with any information, supported by an affidavit, which it may consider necessary for the purpose of determining whether or not beneficial ownership of such Shareholder's Shares rests in a person who is precluded from holding Shares in the Company; and/or

c) where it appears to the Company that any person, who is precluded pursuant to this Article from holding Shares in the Company, either alone or in conjunction with any other person, is a beneficial owner of Shares or is in breach of its representations and warranties or fails to make such representations and warranties as the Board of Directors may request, compulsorily purchase from any such Shareholder all Shares held by such Shareholder.

In the cases listed in (a) to (c) above, the Company may compulsorily redeem from any such Shareholder all Shares held by such Shareholder in the following manner:

1) The Company shall serve a notice (hereinafter referred to as the "Redemption Notice") on the Shareholder who is the subject of the compulsory repurchase; the Redemption Notice shall specify the Shares to be repurchased as aforesaid, the Redemption Price (as defined below) to be paid for such Shares and the place at which this price is payable. Any such notice may be served upon such Shareholder by registered mail, addressed to such Shareholder at his last known address or at his address as indicated in the Register of Shareholder. The said Shareholder shall thereupon forthwith be obliged to deliver to the Company the Global Share Certificate or Certificates representing the Shares specified in the Purchase Notice. Immediately after the close of business on the date specified in the Redemption Notice, such Shareholder shall cease to be the owner of the Shares specified in the redemption notice;

2) the price at which the Shares specified in any Redemption Notice shall be purchased (the "Redemption Price") shall be an amount based on the Net Asset Value per Share of the Class and the Sub-Fund to which the Shares belong, determined in accordance with Article 11 hereof, as at the date of the Redemption Notice;

3) subject to all applicable laws and regulations, payment of the Redemption Price will be made to the owner of such Shares in the currency in which the Shares are denominated or in certain other currencies as may be determined from time to time by the Board of Directors, and will be deposited by the Company with a bank in Luxembourg or elsewhere (as specified in the Redemption Notice) for payment to such owner;

4) the exercise by the Company of the powers conferred by this Article 10 shall not be questioned or invalidated in any case on the ground that there was insufficient evidence of ownership of Shares by any person at the date of any Redemption Notice, provided that in such case the said powers were exercised by the Company in good faith.

The Company may also, at its discretion and without liability, decline to accept the vote of any person who is precluded pursuant to this Article from holding Shares in the Company at any meeting of Shareholders of the Company.

Whenever used in these Articles of Incorporation, the term "U.S. person" shall include a national or resident of the United States of America or any of its states, territories, possessions or areas subject to its jurisdiction (the "United States") and any partnership, corporation or other entity organised or created under the laws of the United States or any political subdivision thereof. The Directors may clarify the term U.S. person in the Company's sales documents.

In addition to the foregoing, the Board of Directors may restrict the issue and transfer of Shares of a Class of Shares or of a Sub-Fund to institutional investors within the meaning of the Article 174 of the Law ("Institutional Investor(s)"). The Board of Directors may, at its discretion, delay the acceptance of any subscription application for Shares of a Class of Shares or of a Sub-Fund reserved for Institutional Investors until such time as the Company has received sufficient evidence that the applicant qualifies as an Institutional Investor. If it appears at any time that a holder of Shares of a Class of Shares or of a Sub-Fund reserved to Institutional Investors is not an Institutional Investor, the Board of Directors will convert the relevant Shares into Shares of a Class of Shares or of a Sub-Fund which is not restricted to Institutional Investors (provided that there exists such a Class of Shares or of a Sub-Fund with similar characteristics) or compulsorily redeem the relevant Shares in accordance with the provisions set forth above in this Article. The Board of Directors will refuse to give effect to any transfer of Shares and consequently refuse any transfer of Shares to be entered into the Register of Shareholders in circumstances where such transfer would result in a situation where Shares of a Class of Shares or of a Sub-Fund to Institutional Investors would, upon such transfer, be held by a person not qualifying as an Institutional Investor. In addition to any liability under applicable law, (i) each Shareholder who is precluded from holding Shares in the Company and who holds Shares of the Company or (ii) each Shareholder who does not qualify as an Institutional Investor and who holds Shares in a Class of Shares or of a Sub-Fund restricted to Institutional Investors, shall hold harmless and indemnify the Company, the Board of Directors, the other Shareholders of the relevant Class of Shares or of a Sub-Fund and the Company's agents for any damages, losses and expenses resulting from or connected to such holding circumstances where the relevant shareholder had furnished misleading or untrue documentation or had made misleading or untrue representations to wrongfully establish its status as an Institutional Investor or had failed to notify the Company of its change of such status.

3. Net asset value, Issue and repurchase of shares, Suspension of the calculation of the net asset value

Art. 11. Net Asset Value. The Net Asset Value per Share of each Class of Shares in each Sub-Fund of the Company shall be determined periodically by the Company, but in any case not less than twice a month or, subject to regulatory approval, no less than once a month, as the Board of Directors may determine (every such day for determination of the Net Asset Value being referred to herein as the "Valuation Day") on the basis of prices whose references are specified in the Company's sales documents.

The Net Asset Value per Share is expressed in the reference currency of each Sub-Fund/Class and, for each Class of Shares for all Sub-Funds, is determined by dividing the value of the total assets (including accrued income) of each Sub-Fund properly allocable to such Class of Shares less the total liabilities of such Sub-Fund properly allocable to such Class of Shares by the total number of Shares of such Class outstanding on any Valuation Day.

The Board of Directors may also apply dilution adjustments, swing pricing techniques (as defined below) as disclosed in the Company's sales document.

Depending on the volume of issues, redemptions or conversions requested by Shareholders, the Board of Directors reserves the right to allow for the Net Asset Value per Share to be adjusted by dealing and other costs and fiscal charges which would be payable on the effective acquisition or disposal of assets in the relevant Class of Shares if the net capital activity exceeds, as a consequence of the sum of all issues, redemptions or conversions of Shares in such a Class, such threshold percentage as may be determined from time to time by the Company, of the Class of Share's total net assets on a given Valuation Day (herein referred to as “swing pricing technique”).

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

A) The assets of the Company shall be deemed to include:

(1) all cash in hand or receivable or on deposit, including accrued interest;

(2) all bills and demand notes and accounts due (including the price of securities sold but not collected);

(3) all securities, shares, bonds, units/shares in undertakings for collective investment, debentures, options or subscription rights and any other investments and securities belonging to the Company;

(4) all dividends and distributions due to the Company in cash or in kind; the Company may however adjust the valuation to check fluctuations of the market value of securities due to trading practices such a trading ex dividend or ex rights;

(5) all accrued interest on securities held by the Company except to the extent such interest is comprised in the principal thereof;

(6) the preliminary expenses of the Company insofar as the same have not been written off, provided that such preliminary expenses may be written off directly from the capital of the Company;

(7) all other permitted assets of every kind and nature, including prepaid expenses.

The value of such assets shall be determined as follows:

(1) The value of any cash in hand or on deposit, bills and demand notes and accounts receivable, prepaid expenses, cash dividends and interest declared or accrued as aforesaid and not yet received shall be deemed to be the full amount thereof, un-less in any case the same is unlikely to be paid or received in full, in which case the value thereof shall be arrived at after making such discount as the Company may consider appropriate in such case to reflect the true value thereof.

(2) The value of such securities, financial derivative instruments and assets will be determined on the basis of the closing or last available price on the stock exchange or any other Regulated Market as aforesaid on which these securities or assets are traded or admitted for trading.

(3) If a security is not traded or admitted on any official stock exchange or any Regulated Market, or in the case of securities so traded or admitted the last available price of which does not reflect their true value, the Directors are required to proceed on the basis of their expected sales price, which shall be valued with prudence and in good faith.

(4) The financial derivative instruments which are not listed on any official stock ex-change or traded on any other organised market are subject to reliable and verifiable valuation on a daily basis and can be sold, liquidated or closed by an offsetting transaction at any time at their fair value at the Company's initiative. The reference to fair value shall be understood as a reference to the amount for which an asset could be exchanged, or a liability be settled, between know-ledgeable, willing par-ties in an arm's length transaction. The reference to reliable and verifiable valuation shall be understood as a reference to a valuation, which does not rely only on market quotations of the counterparty and which fulfils the following criteria:

(a) The basis of the valuation is either a reliable up-to-market value of the instrument, or, if such value is not available, a pricing model using an adequate recognised methodology.

(b) Verification of the valuation is carried out by one of the following:

(i) an appropriate third party which is independent from the counter-party of the OTC derivative, at an adequate frequency and in such a way that the Company is able to check it;

(ii) a unit within the Company which is independent from the department in charge of managing the assets and which is adequately equipped for such purpose.

(5) Units or shares in undertakings for collective investments shall be valued on the basis of their last available net asset value as reported by such undertakings.

(6) Liquid assets and money market instruments may be valued at nominal value plus any accrued interest or on an amortised cost basis. All other assets, where practice allows, may be valued in the same manner.

(7) If any of the aforesaid valuation principles do not reflect the valuation method commonly used in specific markets or if any such valuation principles do not seem accurate for the purpose of determining the value of the Company's assets, the Directors may fix different valuation principles in good faith and in accordance with generally accepted valuation principles and procedures.

(8) Any assets or liabilities in currencies other than the Reference Currency of the Sub-funds will be converted using the relevant spot rate quoted by a bank or other recognised financial institution.

If after the Net Asset Value per Share has been calculated, there has been a material change in the quoted prices on the markets on which a substantial portion of the investments of the Company attributable to a particular Sub-Fund is dealt or quoted, the Company may, in order to safeguard the interests of the Shareholders and the Company, cancel the first valuation and carry out a second valuation. In the case of such a second valuation, all issues, conversions or redemptions of Shares dealt with by the Sub-Fund for such a Valuation Day must be made in accordance with this second valuation.

If after the Net Asset Value per Share has been calculated, there has been a material change in the quoted prices on the markets on which a substantial portion of the investments of the Company attributable to a particular Sub-Fund is dealt or quoted, the Company may, in order to safeguard the interests of the Shareholders and the Company, cancel the first valuation and carry out a second valuation. In the case of such a second valuation, all issues, conversions or redemptions of Shares dealt with by the Sub-Fund for such a Valuation Day must be made in accordance with this second valuation.

B) The liabilities of the Company shall be deemed to include:

(1) all loans, bills and accounts payable;

(2) all accrued or payable administrative expenses (including but not limited to management fee, depositary fee and corporate agents' insurance premiums fee and any other fees payable to representatives and agents of the Company, as well as the costs of incorporation and registration, legal publications and printing of sales documents, financial reports and other documents made available to Shareholders, marketing and advertising costs as well as costs incurred in relation to structures which may be required by law or regulations in the jurisdictions in which the Shares are marketed);

(3) all known liabilities, present and future, including all matured contractual obligations for payments of money or property, including the amount of any unpaid dividends declared by the Company where the date of valuation falls on the record date for determination of the person entitled thereto or is subsequent thereto;

(4) an appropriate provision for future taxes based on capital and income as at the date of the valuation and any other reserves, authorised and approved by the Board of Directors; and

(5) all other liabilities of the Company of whatsoever kind and nature except liabilities related to Shares in the relevant Class towards third parties. In determining the amount of such liabilities the Company may take into account all administrative and other expenses of a regular or periodical nature on an estimated figure for yearly or other periods in advance, and may accrue the same in equal proportions over any such period.

C) The Directors shall establish a pool of assets for each Sub-Fund in the following manner:

(1) the proceeds from the allotment and issue of each Class of Shares of such Sub-Fund shall be applied in the books of the Company to the portfolio of assets established for that Sub-Fund, and the assets and liabilities and income and expenditure attributable thereto shall be applied to such pool subject to the provisions of this Article;

(2) where any asset is derived from another asset, such derivative asset shall be applied in the books of the Company to the same pool as the assets from which it was derived and on each re-evaluation of an asset, the increase or diminution in value shall be applied to the relevant pool;

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

(4) in the case where any asset or liability of the Company cannot be considered as being attributable to a particular pool, such asset or liability shall be allocated to all the pools pro rata to the Net Asset Values of each pool; provided that all liabilities, attributable to a pool shall be binding on that pool; and

(5) upon the record date for the determination of the person entitled to any dividend declared on any Class of Shares, the Net Asset Value of such Class of Shares shall be reduced or increased by the amount of such dividends depending on the distribution policy of the relevant class.

D) For the purpose of valuation under this Article:

(1) Shares of the Company to be redeemed under Article 12 hereof shall be treated as existing and taken into account until immediately after the time specified by the Directors on the Valuation Day on which such valuation is made, and, from such time and until paid, the price therefore shall be deemed to be a liability of the Company;

(2) Shares of the Company in respect of which a subscription has been accepted but in relation to which payment has not yet been received shall be deemed to be existing as from the close of business on the Valuation Day on which they have been allotted and the price therefore, until received by the Company, shall be deemed a debt due to the Company;

(3) all investments, cash balances and other assets of any Sub-Fund expressed in currencies other than the currency of denomination in which the Net Asset Value per Share of the relevant Sub-Fund is calculated shall be valued after taking into account the market rate or rates of exchange in force at the date and time for determination of the Net Asset Value of the relevant Sub-Fund;

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

(5) the valuation referred to above shall reflect that the Company is charged with all expenses and fees in relation to the performance under contract or otherwise by agents for management company services (if appointed), asset management, custodial, domiciliary, registrar and transfer agency, audit, legal and other professional services and with the expenses of financial reporting, notices and dividend payments to Shareholders and all other customary administration services and fiscal charges, if any.

Art. 12. Issue, redemption and conversion of Shares. The Board of Directors is authorised to issue further fully paid-up Shares of each Class of each Sub-Fund at any time at a price based on the Net Asset Value per Share for each Class of Shares of each Sub-Fund determined in accordance with Article 11 hereof, as of such Valuation Day as is determined in accordance with such policy as the Board of Directors may from time to time determine. Such price may be adjusted to reflect any swing pricing technique as defined under Article 11 hereof and increased by any applicable dilution levy and/or any contingent deferred charge and/or any other charge as foreseen by the sales documents of the Company. Such price may be rounded up or down as the Board of Directors may resolve. During any initial offer period to be determined by the Board of Directors and disclosed to investors, the issue price may also be based on an initial subscription price, increased by the abovementioned charges (if any).

The Board of Directors may delegate to any duly authorised Director or officer of the Company or to any other duly authorised person, the duty of accepting subscriptions and of receiving payment for such new Shares.

All new Share subscriptions shall, under pain of nullity, be entirely paid-up, and the Shares issued carry the same rights as those Shares in existence on the date of the issuance. The subscription price shall be paid within a period not exceeding 10 business days after the relevant Valuation Day as determined by the Board of Directors and specified in the Company's sales documents.

The Company may reject any subscription in whole or in part, and the Directors may, at any time and from time to time and in their absolute discretion without liability and without notice, discontinue the issue and sale of Shares of any Class in any one or more Sub-Funds.

The subscription price (not including the sales commission or any other changes) may, upon approval of the Board of Directors, and subject to all applicable laws and regulations, namely with respect to a special audit report confirming the value of any assets contributed in kind, be paid by contributing to the Company assets acceptable to the Board of Directors consistent with the investment policy and investment restrictions of the Company. The costs for such subscription in kind,

in particular the costs of the special audit report, will be borne by the investor requesting the subscription in kind or by a third party, but will not be borne by the Company unless the Board of Directors considers that the subscription in kind is in the interests of the Company or made to protect the interests of the Company, in which case such costs may be borne in all or in part by the Company.

Any Shareholder may request the redemption of all or part of his Shares by the Company provided that:

(i) the Company may determine the notice period required for submitting redemption requests. Applicable notice periods (if any) will be disclosed in the sales documents of the Company;

(ii) in the case of a request for redemption of part of his Shares, the Company may, if compliance with such request would result in a holding of Shares of any one Class or in any one Sub-Fund with an aggregate Net Asset Value of less than such amount or number of Shares as the Board of Directors may determine from time to time and as described in the sales documents, redeem all the remaining Shares held by such Shareholder;

(iii) the Company may limit the total number of Shares of any Sub-Fund which may be redeemed (including conversions) on a Valuation Day to a certain percentage of the Net Asset Value of such Sub-Fund on a Valuation Day as disclosed in the Company's sales documents. Redemption or conversion requests exceeding the threshold determined by the Board of Directors may be deferred as disclosed in the sales documents of the Company. Deferred redemption or conversion requests will be dealt in priority to later requests. Unless otherwise provided for herein, in case of deferral of redemption the relevant Shares shall be redeemed at a price based on the Net Asset Value per Share prevailing at the date on which the redemption is effected, less any redemption charge in respect thereof and/or less any applicable dilution levy and/or less any contingent deferred charge and/or less any other charge as foreseen by the sales documents of the Company.

The redemption proceeds shall be paid within the timeframe provided for in the sales documents of the Company and shall be based on the price for the relevant Class of Shares of the relevant Sub-Fund as determined in accordance with the provisions of Article 11 hereof, less any redemption charge in respect thereof and/or less any applicable dilution levy and/or less any contingent deferred charge and/or less any other charge as foreseen by the sales documents of the Company or adjustments may be made to reflect any swing pricing technique as defined under Article 11 hereof.

If in exceptional circumstances the liquidity of the portfolio of assets maintained in respect of the Class of Shares of a given Sub-Fund being redeemed is not sufficient to enable the payment to be made within such a period, such payment shall be made as soon as reasonably practicable thereafter but without interest.

Payment of redemption proceeds may be delayed if there are any specific statutory provisions such as foreign exchange restrictions, or any circumstances beyond the Company's control which make it impossible to transfer the redemption proceeds to the country where the redemption was requested.

With the consent of or upon request of the Shareholder(s) concerned, the Board of Directors may satisfy redemption requests in whole or in part in kind by allocating to the redeeming Shareholder(s) investments from the portfolio in value equal to the Net Asset Value attributable to the Shares to be redeemed as described in the Company's sales documents. Such redemption will be subject to a special audit report by the approved statutory auditor of the Company (if legally required or requested by the Company's Supervisory authority) confirming the number, the denomination and the value of the assets which the Board of Directors will have determined to be contributed in consideration for the redeemed Shares. The costs for such redemptions in kind, in particular the costs of the special audit report, will be borne by the Shareholder requesting the redemption in kind or by a third party, but will not be borne by the Company unless the Board of Directors considers that the redemption in kind is in the interests of the Company or made to protect the interests of the Company, in which case such costs may be borne in whole or in part by the Company. The nature and type of assets to be transferred in such case shall be determined on a fair and reasonable basis and without prejudicing the interests of the other holders of Shares in the relevant Sub-Fund.

Shares of the Company redeemed by the Company shall be cancelled.

Unless otherwise provided for in the sales documents of the Company, any Shareholder is entitled to request the conversion of whole or part of his Shares, provided that the Board of Directors may, in the Company's sales documents:

a) specify terms and conditions as to the right and frequency of conversion of Shares between Sub-Funds or between Classes of Shares; and

b) subject conversions to the payment of such charges and commissions as it shall determine.

If as a result of any request for conversion, the aggregate Net Asset Value per Share of the Shares held by a Shareholder in any Class of Shares would fall below any minimum holding amount as disclosed in the sales document as determined by the Board of Directors, then the Company may decide that this request is to be treated as a request for conversion for the full balance of such Shareholder's holding of Shares in such Class, as stated in the sales documents.

Such a conversion shall be effected on the basis of the Net Asset Value of the relevant Shares of the different Sub-Funds or Classes of Shares, determined in accordance with the provisions of Article 11 hereof. The relevant number of Shares may be rounded up or down to a certain number of decimal places as determined by the Board of Directors and described in the sales documents.

Subscription, redemption and conversion requests shall only be revocable under the conditions determined by the Board of Directors and disclosed (if any) in the sales documents of the Company as well as in the event of suspension of the Net Asset Value Calculation, as further detailed in Article 13 of these Articles of Incorporation.

Art. 13. Suspension of the calculation of the Net Asset Value and of the issue, the redemption and the conversion of Shares. The Company may suspend the calculation of the Net Asset Value of one or more Sub-Funds and the issue, redemption and conversion of any Classes of Shares in the following circumstances:

a) during any period when any market or stock exchange, which is the principal market or stock exchange on which a material part of the investments of the relevant Sub-Fund for the time being are quoted, is closed or during which dealings are substantially restricted or suspended;

b) during the existence of any state of affairs which constitutes an emergency as a result of which disposal or valuation of investments of the relevant Sub-Fund by the Company is not possible;

c) during any period when the publication of an index, underlying of a financial derivative instrument representing a material part of the assets of the relevant Sub-Fund is suspended;

d) during any period when the determination of the net asset value per share of the underlying fund or the dealing of their shares/units in which a Sub-Fund is a materially invested is suspended or restricted;

e) during any breakdown in the means of communication normally employed in determining the price of any of the relevant Sub-Fund's investments or the current prices on any market or stock exchange;

f) during any period when remittance of monies which will or may be involved in the realisation of, or in the repayment for any of the relevant Sub-Fund's investments is not possible;

g) from the date on which the Board of Directors decides to liquidate or merge one or more Sub-Fund(s) or Class or in the event of the publication of the convening notice to a general meeting of Shareholders at which a resolution to wind up or merge the Company or one or more Sub-Fund(s) or Class is to be proposed; or

h) during any period when in the opinion of the Directors of the Company there exist circumstances outside the control of the Company where it would be impracticable or unfair towards the Shareholders to continue dealing in Shares of any Sub-Fund of the Company.

The Company may cease the issue, allocation, conversion and redemption of the Shares forthwith upon the occurrence of an event causing it to enter into liquidation or upon the order of the Luxembourg supervisory authority.

The suspension of the calculation of the Net Asset Value of a Sub-Fund shall have no effect on the calculation of the Net Asset Value per Share, the issue, redemption and conversion of Shares of any other Sub-Fund which is not suspended.

To the extent required by laws or regulations or decided by the Company, Shareholders who have requested conversion or redemption of their Shares will be promptly notified in writing of any such suspension and of the termination thereof. The Board of Directors may also publish such suspension in such a manner as it deems appropriate.

Suspended subscription, redemption and conversion applications may be withdrawn by written notice provided that the Company receives such notice before the suspension ends.

Suspended subscription, redemption and conversion applications shall be executed on the first Valuation Day following the resumption of the Net Asset Value calculation by the Company.

4. General shareholders' meetings

Art. 14. General provisions. Any regularly constituted meeting of the Shareholders of the Company shall represent the entire body of Shareholders of the Company. Its resolutions shall be binding upon all Shareholders of the Company regardless of the Class of Shares held by them. It shall have the broadest powers to order, carry out or ratify acts relating to the operations of the Company.

Art. 15. Annual general Shareholders' meeting. The annual general meeting of Shareholders 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 in Luxembourg at 10 a.m. (Luxembourg time) on the second Thursday of May in each year. If such day is not a bank business day in Luxembourg, then the annual general meeting shall be held on the next following bank business day in Luxembourg.

If permitted by and under the conditions set forth in Luxembourg laws and regulations, the annual general meeting of Shareholders may be held at another date, time or place than those set forth in the preceding paragraph, which date, time and place are to be decided by the Board of Directors.

Other meetings of Shareholders or of holders of Shares of any specific Sub-Fund or Class may, where required or appropriate, be held at such place and time as may be specified in the respective notices of meeting.

Art. 16. General meetings of Shareholders of Classes of Shares. The Shareholders of any Sub-Fund or any Class of Shares may hold or be convened to, at any time, general meetings to decide on any matters which relate exclusively to such Sub-Fund or Class of Shares.

Two or more Classes of Shares or Sub-Funds may be treated as a single Class or Sub-Fund if such Sub-Funds or Classes would be affected in the same way by the proposals requiring the approval of holders of Shares relating to the separate Sub-Funds or Classes.

Art. 17. Shareholders' meetings. The quorum and time required by law shall govern the notice for and conduct of the meetings of Shareholders of the Company, unless otherwise provided herein.

Each whole Share, regardless of the Class and of the Sub-Fund to which it belongs, is entitled to one vote, subject to the limitations imposed by these Articles of Incorporation. A Shareholder may act at any meeting of Shareholders by appointing another person as his/her/its proxy in writing or by facsimile, email or any other electronic means capable of evidencing such proxy. Fractions of Shares are not entitled to a vote.

Except as otherwise required by law or as otherwise provided herein, resolutions at a meeting of Shareholders duly convened will be passed by simple majority of the votes cast. Votes cast shall not include votes in relation to Shares in respect of which the Shareholders have not taken part in the vote or have abstained or have returned a blank or invalid vote. A corporation may execute a proxy under the hand of a duly authorised officer.

If and to the extent permitted by the Board of Directors for a specific meeting of Shareholders, each Shareholder may vote through voting forms sent by post or facsimile to the Company's registered office (or in any other form set out in the convening notice) or to the address specified in the convening notice. The Shareholders may only use voting forms provided by the Company and which contain at least (i) the name, address or registered office of the relevant Shareholder, (ii) the total number of Shares held by the relevant Shareholder and, if applicable, the number of Shares of each Class held by the relevant Shareholder, (iii) the place, date and time of the general meeting, (iv) the agenda of the general meeting, (v) the proposal submitted for decision of the general meeting, as well as (vi) for each proposal three boxes allowing the Shareholder to vote in favour, against or abstain from voting on each proposed resolution by ticking the appropriate box. Voting forms, which show neither a vote in favour, nor against the resolution, nor an abstention shall be void. The Company will only take into account voting forms received prior to the general meeting of Shareholders to which they relate.

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

Where there is more than one Class of Shares or Sub-Fund and the resolution of the general meeting is such as to change the respective rights thereof, such resolution must, in order to be valid, be approved separately by Shareholders of such Class of Shares or Sub-Fund in accordance with the quorum and majority requirements provided for by this Article.

Art. 18. Notice to the general Shareholders' meetings. Shareholders shall meet upon call by the Board of Directors or upon the written request of Shareholders representing at least one tenth of the share capital of the Company. To the extent required by law, the notice shall be published in the Mémorial Recueil des Sociétés et Associations of Luxembourg, in a Luxembourg newspaper and in such other newspapers as the Board of Directors may decide, unless otherwise provided for in accordance with applicable laws and/or the provisions set forth in the sales documents of the Company, as the case may be.

Under the conditions set forth in Luxembourg laws and regulations, the notice of any general meeting of Shareholders may provide that the quorum and the majority applicable for this general meeting will be determined by reference to the Shares issued and outstanding at a certain date and time preceding the general meeting (the "Record Date"), whereas the right of a Shareholder to participate at a general meeting of Shareholders and to exercise the voting right attached to his Shares will be determined by reference to the Shares held by this Shareholder as at the Record Date.

In case of dematerialised Shares or Shares taking the form of Global Share Certificates, if issued, the right of a holder of such Shares to attend a general meeting and to exercise the voting rights attached to such shares will be determined by reference to the Shares held by this holder as at the time and date provided for by Luxembourg laws and regulations.

5. Management of the company

Art. 19. Board of Directors. The Company shall be managed by a Board of Directors composed of not less than three members who do not need to be Shareholders of the Company.

Art. 20. Duration of the appointment of the Directors, renewal of the Board of Directors. The Directors shall be elected by a general meeting of Shareholders for a period ending at the next annual general meeting and until their successors are elected and qualify, provided, however, that a Director may be removed with or without cause and/or replaced or an additional director appointed at any time by resolution adopted by the general meeting of Shareholders.

In the event of a vacancy in the office of a Director because of death, retirement or otherwise, the remaining Directors may meet and may elect, by majority vote, a new Director to fill such vacancy on a provisional basis until the next general meeting of Shareholders.

Art. 21. Committee of the Board of Directors. The Board of Directors shall choose from among its members a chairman, and may choose from among its members one or more vice-chairmen. It may also chose a secretary, who does not need to be a Director, who shall be responsible for keeping the minutes of the meetings of the Board of Directors and of the Shareholders.

Art. 22. Meetings and deliberations of the Board of Directors. The Board of Directors shall meet upon call by the chairman, or any two Directors, at the place indicated in the notice of meeting.

The chairman shall preside at all meetings of Shareholders and the Board of Directors, but in his absence the Shareholders or the Board of Directors may appoint another Director by a majority vote to preside at such meetings. For general meetings of Shareholders and in the case no Director is present, any other person may be appointed as chairman.

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

Written notice of any meeting of the Board of Directors shall be given to all Directors at least 24 hours in advance of the hour set for such meeting, except in circumstances of emergency, in which case the nature of such circumstances shall be set forth in the notice of meeting. This notice may be waived by the consent in writing or by facsimile or email transmission or any other electronic means capable of evidencing such waiver of each Director. Separate notice shall not be required for meetings held at times and places prescribed in a schedule previously adopted by resolution of the Board of Directors.

Any Director may act at any meetings of the Board of Directors by appointing in writing another Director as his proxy. Directors may also cast their vote in writing or by facsimile or email transmission or any other electronic means capable of evidencing such vote.

Any Director may attend a meeting of the Board of Directors using teleconference or video conference means, provided that (i) the Director attending the meeting can be identified, (ii) all persons participating in the meeting can hear and speak to each other, (iii) the transmission is performed on an on-going basis and (iv) the Directors can properly deliberate. The participation in a meeting by such means shall constitute presence in person at the meeting and the meeting is deemed to be held at the registered office of the Company.

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

The Board of Directors can deliberate or act validly only if at least half of all the Directors are present or represented at a meeting of Directors. Decisions shall be taken by a majority of the votes of the Directors present or represented at such meeting. The chairman shall have a casting vote.

Written resolutions signed by all members of the Board of Directors will be as valid and effective 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 facsimile or email transmission and other means capable of evidencing such consent.

The Board of Directors may delegate, under its responsibility and supervision, its powers to conduct the daily management and affairs of the Company and its powers to carry out acts in furtherance of the corporate policy and purpose, to natural persons or corporate entities which need not be members of the Board of Directors.

Art. 23. Minutes. 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 who presided at such meeting.

Copies or extracts of such minutes which may be produced in judicial proceedings or otherwise shall be signed by such chairman, or by the secretary, or by two Directors.

Art. 24. Engagement of the Company vis-à-vis third persons. The Company shall be engaged by the signature of two members of the Board of Directors or by the individual signature of any duly authorised officer of the Company or by the individual signature of any other person to whom authority has been delegated by the Board of Directors.

Art. 25. Powers of the Board of Directors and investment policies. The Board of Directors determines the general orientation of the management and of the investment policy, as well as the guidelines to be followed in the management of the Company, always in compliance with the principle of risk diversification. When any investment policies are determined and implemented, the Board of Directors shall ensure compliance with the following provisions:

The Board of Directors may decide that the Company may invest in (i) in transferable securities and money market instruments admitted to or dealt in on a regulated market as defined by the Law, (ii) in transferable securities and money market instruments dealt in on another market in a Member State (as defined by the Law) which is regulated, operates regularly and is recognised and open to the public, (iii) in transferable securities and money market instruments admitted to official listing on a stock exchange in Europe, Asia, Oceania (including Australia), the American continents and Africa, or dealt in on another market in the countries referred to above, provided that such market is regulated, operates regularly and is recognised and open to the public, (iv) in recently issued transferable securities, and money market instruments provided the terms of the issue provide that application be made for admission to official listing in any of the stock exchanges or other regulated markets referred to above and provided that such admission is secured within one year of issue, as well as (v) in any other transferable securities, instruments or other assets within the restrictions as shall be set forth by the Board of Directors in compliance with applicable laws and regulations and disclosed in the sales documents of the Company.

The Board of Directors may decide to invest up to one hundred per cent of the assets of each Sub-Fund of the Company in different transferable securities and money market instruments issued or guaranteed by any Member State of the European Union, its local authorities, a non-Member State of the European Union, as acceptable by the Luxembourg supervisory authority and disclosed in the sales documents of the Company (including but not limited to any member state of the Organisation for Economic Cooperation and Development ("OECD"), Singapore, or any member state of the G20), or public international bodies of which one or more of Member States of the European Union are members, provided that in the cases where the Company decides to make use of this provision it must hold, on behalf of the Sub-Fund concerned,

securities from at least six different issues and securities from any one issue may not account for more than thirty per cent of such Sub-Fund's total assets.

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

The Board of Directors may decide that investments of a Sub-Fund to be made with the aim to replicate the composition of a certain index provided that the relevant index is recognised by the Luxembourg supervisory authority, it is sufficiently diversified, represents an adequate benchmark for the market to which it refers and is published in an appropriate manner.

Investments of the Company may be made either directly or indirectly through wholly owned subsidiaries. When investments of the Company are made in the capital of subsidiary companies which, exclusively on its behalf, carry on only the business of management, advice or marketing in the country where the subsidiary is located, with regard to the redemption of units at the request of Shareholders, Article 48 paragraphs (1) and (2) of the Law do not apply. Any reference in these Articles of Incorporation to "investments" and "assets" shall mean, as appropriate, either investments made and assets beneficially held directly or investments made and assets beneficially held indirectly through the aforesaid subsidiaries.

The Company will not invest more than 10% of the net assets of any Sub-Fund in undertakings for collective investment as defined in Article 41 (1) e) of the Law unless specifically foreseen in the sales documents of the Company for a Sub-Fund.

Under the conditions set forth in Luxembourg laws and regulations, any Sub-Fund may, to the widest extent permitted by applicable Luxembourg laws and regulations, but in accordance with the provisions set forth in the sales documents, invest in one or more Sub-Funds. The relevant legal provisions on the computation of the Net Asset Value will be applied accordingly. In such case and subject to conditions set forth in applicable Luxembourg laws and regulations, the voting rights, if any, attaching to the Shares held by a Sub-Fund in another Sub-Fund are suspended for as long as they are held by the Sub-Fund concerned. In addition and for as long as these Shares are held by a Sub-Fund, their value will not be taken into consideration for the calculation of the net assets of the Company for the purposes of verifying the minimum capital required by the Law.

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

The Board of Directors may invest and manage all or any part of the pools of assets established for two or more Sub-Funds on a pooled basis, as described in Article 26 below, where it is appropriate with regard to their respective investment sectors to do so.

In order to reduce operational and administrative charges while allowing a wider diversification of the investments, the Board of Directors may decide that part or all of the assets of the Company will be co-managed with assets belonging to other collective investment schemes or that part will be co-managed among themselves.

Art. 26. Pooling. The Board of Directors may invest and manage all or any part of the pools of assets established for one or more Sub-Fund(s) (hereafter referred to as "Participating Funds") on a pooled basis where it is applicable with regard to their respective investment sectors to do so. Any such enlarged asset pool ("Enlarged Asset Pool") shall first be formed by transferring to it cash or (subject to the limitations mentioned below) other assets from each of the Participating Funds. Thereafter the Directors may from time to time make further transfers to the Enlarged Asset Pool. They may also transfer assets from the Enlarged Asset Pool to a Participating Fund, up to the amount of the participation of the Participating Fund concerned. Assets other than cash may be allocated to an Enlarged Asset Pool only where they are appropriate to the investment sector of the Enlarged Asset Pool concerned.

The assets of the Enlarged Asset Pool to which each Participating Fund shall be entitled, shall be determined by reference to the allocations and withdrawals made on behalf of the other Participating Funds.

Dividends, interests and other distributions of an income nature received in respect of the assets in an Enlarged Asset Pool will be immediately credited to the Participating Funds, in proportion to their respective entitlements to the assets in the Enlarged Asset Pool at the time or receipt.

Art. 27. Conflicts of Interest. No contract or other transaction between the Company and any other company or firm shall be affected or invalidated by the fact that any one or more of the Directors or officers of the Company is interested in, or is a Director, associate, officer or employee of any such other company or firm.

Any Director or officer of the Company who serves as a Director, officer or employee of any company or firm with which the Company shall contract or otherwise engage in business shall not, by reason his connection and/or relationship with that other company or firm, be prevented from considering and voting or acting upon any matters with respect to any such contract or other business.

In the event that any Director or officer of the Company may have any personal interest in any transaction submitted for approval to the Board of Directors conflicting with that of the Company, that Director or officer shall make such a conflict known to the Board of Directors and shall not consider or vote on any such transaction, and any such transaction shall be reported to the next meeting of Shareholders.

The preceding paragraph does not apply where the decision of the Board of Directors or by the single Director relates to current operations entered into under normal conditions.

The term "personal interest", as used above, shall not include any relationship with or interest in any matter, position or transaction involving any entity promoting the Company or any subsidiary thereof, or any other company or entity as may from time to time be determined by the Board of Directors at its discretion, provided that this personal interest is not considered as a conflicting interest according to applicable laws and regulations.

Art. 28. Indemnification of the Directors. The Company shall indemnify any Director or officer, and his or her heirs, executors and administrators, against expenses reasonable incurred by him or her in connection with any action, suit or proceeding to which he or she may be made a party by reason of his being or having been a Director or officer of the Company or, at its request, of any other corporation of which the Company is a shareholder or creditor and from which he is not entitled to be indemnified, except in relation to matters as to which he shall be finally adjudged in such action, suit or proceeding to be liable for gross negligence or misconduct; in the event of a settlement, indemnification shall be provided only in connection with such matters covered by the settlement as to which the Company is advised by counsel that the person to be indemnified did not commit such a breach of duty. The foregoing right of indemnification shall not exclude other rights to which he may be entitled.

6. Auditor

Art. 29. Auditor. The general meeting of Shareholders shall appoint an approved statutory auditor ("réviseur d'entreprises agréé") who shall carry out the duties prescribed by the Law and serve until its successor has been elected.

7. Annual accounts

Art. 30. Accounting year. The accounting year of the Company shall begin on 1 January in each year and shall end on 31 December of the same year.

The accounts of the Company shall be expressed in Euro or to the extent permitted by laws and regulations such other currency, as the Board of Directors may determine. Where there shall be different Sub-Funds as provided for in Article 7 hereof, and if the accounts within such Sub-Funds are expressed in different currencies, such accounts shall be converted into Euro and added together for the purpose of determination of the accounts of the Company.

Art. 31. Distribution Policy. The Shareholders shall, upon proposal from the Directors and within the limits provided by Luxembourg law, determine how the results of the Company shall be disposed of and other distributions shall be effected and may from time to time declare, or authorise the Directors to declare distributions. Distributions may be made out of investment income, capital gains or capital.

For any Sub-Fund or Class of Shares, the Directors may decide to pay interim dividends in compliance with the conditions set forth by law. Distribution Shares confer in principle on their holders the right to receive dividends declared on the portion of the net assets of the Company attributable to the relevant Class of Shares in accordance with the provisions below. Accumulation Shares do not in principle confer on their holders the right to dividends. The portion of the net assets of the Company attributable to accumulation Shares of the relevant Class of Shares in accordance with the provisions below shall automatically increase the Net Asset Value of these Shares.

Dividends may further, in respect of any Class of Shares, include an allocation from an equalisation account which may be maintained in respect of any such Class of Shares and which, in such event, will in respect of such Class of Shares, be credited upon issue of Shares and debited upon redemption of Shares, in an amount calculated by reference to the accrued income attributable to such Shares.

Dividends will normally be paid in the currency in which the relevant Class of Shares is expressed or, in exceptional circumstances, in such other currency as selected by the Board of Directors and may be paid at such places and times as may be determined by the Board of Directors. The Board of Directors may make a final determination of the rate of exchange applicable to translate dividends into the currency of their payment.

The Board of Directors may decide that dividends be automatically reinvested for any Sub-Fund or Class of Shares unless a Shareholder entitled to receive cash distribution elects to receive payment of such dividends. However, no dividends will be paid if their amount is below an amount to be decided by the Board of Directors from time to time and published in the sales documents of the Company. Such dividends will automatically be reinvested.

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

Declared dividends not claimed within five years of the due date will lapse and revert to the relevant Sub-Fund or Class. The Board of Directors has all powers and may take all measures necessary for the implement of this position. No interest shall be paid on a dividend declared and held by the Company at the disposal of its beneficiary.

8. Dissolution and liquidation

Art. 32. Dissolution of the Company. In the event of a dissolution of the Company, liquidation shall be carried out by one or several liquidators (who may be natural or legal persons) elected by the meeting of Shareholders deciding on such dissolution and which shall determine their powers and their compensation. The net proceeds of liquidation corresponding to each Class of Shares shall be distributed by the liquidators to the holders of Shares of each Class of Shares of each Sub-Fund in proportion of their holding of Shares in such Class of Shares of each Sub-Fund either in cash or, upon the prior consent of the Shareholder, in kind. Any funds to which Shareholders are entitled upon the liquidation of the Company and which are not claimed by those entitled thereto prior to the close of the liquidation process shall be deposited for the benefit of the persons entitled thereto to the Caisse de Consignation in Luxembourg in accordance with the Law. Amounts so deposited shall be forfeited in accordance with Luxembourg laws.

Art. 33. Termination, division and amalgamation of Sub-Funds. The Directors may decide at any moment the termination, division and/or amalgamation of any Sub-Fund. In the case of termination of a Sub-Fund, the Directors may offer to the Shareholders of such Sub-Fund the conversion of their Class of Shares into Classes of Shares of another Sub-Fund, under terms fixed by the Directors.

In the event that for any reason the value of the net assets in any Sub-Fund or of any Class of Shares within a Sub-Fund has decreased to an amount determined by the Directors from time to time to be the minimum level for such Sub-Fund or such Class of Shares to be operated in an economically efficient manner, or if a change in the economic or political situation relating to the Sub-Fund concerned would have material adverse consequences on the investments of that Sub-Fund or if the interests of the Shareholders would justify it, the Directors may decide to compulsorily redeem all the Shares of the relevant Classes issued in such Sub-Fund at the Net Asset Value per Share, taking into account actual realisation prices of investments and realisation expenses and calculated on the Valuation Day at which such decision shall take effect.

The Company shall serve a notice to the Shareholders of the relevant Class of Shares prior to the effective date of the redemption, which will indicate the reasons for and the procedure of the redemption operations. Unless it is otherwise decided in the interests of, or to maintain equal treatment between the Shareholders, the Shareholders of the Sub-Fund concerned may continue to request redemption or conversion of their Shares free of charge, taking into account actual realisation prices of investments and realisation expenses and prior to the date effective for the compulsory redemption.

Assets which cannot be distributed to their owners upon the implementation of the redemption will be deposited with the Caisse de Consignation on behalf of the persons entitled thereto.

All redeemed Shares will be cancelled in the books of the Company.

Under the same circumstances provided for under this Article the Board of Directors may decide to reorganise a Sub-Fund or Class by means of a division into two or more Sub-Funds or Classes.

The Board of Directors may decide to consolidate or split a Class of any Sub-Fund. The Board of Directors may also submit the question of the consolidation of a Class to a meeting of Shareholders of such Class. Such meeting will resolve on the consolidation with a simple majority of the votes cast.

Notwithstanding the powers conferred to the Board of Directors by the preceding paragraphs, a general meeting of Shareholders of any Sub-Fund (or Class as the case may be) may, upon proposal from the Board of Directors, (i) decide that all Shares of such Sub-Fund shall be redeemed and the Net Asset Value of the Shares (taking into account actual realisation prices of investments and realisation expenses) refunded to Shareholders, such Net Asset Value calculated as of the Valuation Day at which such decision shall take effect, and/or (ii) decide upon the division of a Sub-Fund or the division, consolidation or amalgamation of Classes of Shares in the same Sub-Fund. There shall be no quorum requirements for such general meeting of Shareholders at which resolutions shall be adopted by simple majority of the votes cast if such decision does not result in the liquidation of the Company. Liquidation proceeds not claimed by the Shareholders at the close of the liquidation of a Sub-Fund will be deposited at the Caisse de Consignation in Luxembourg. If not claimed they shall be forfeited in accordance with Luxembourg Law.

Any merger of a Sub-Fund shall be decided by the Board of Directors unless the Board of Directors decides to submit the decision for a merger to a meeting of Shareholders of the Sub-Fund concerned. No quorum is required for this meeting and decisions are taken by the simple majority of the votes cast. In case of a merger of one or more Sub-Fund(s) where, as a result, the Company ceases to exist, the merger shall be decided by a meeting of Shareholders for which no quorum is required and that may decide with a simple majority of votes cast. In addition, the provisions on mergers of UCITS set forth in the Law and any implementing regulation (relating in particular to the notification to the Shareholders concerned) shall apply.

Art. 34. Amendment of the Articles of Incorporation. These Articles of Incorporation may be amended from time to time by a meeting of Shareholders, subject to the quorum and majority voting requirements provided by the laws of Luxembourg.

Art. 35. General provisions. All matters not governed by these Articles of Incorporation shall be determined in accordance with the Luxembourg law dated 10 August 1915 on commercial companies as amended from time to time (the "1915 Law") and the Law.

Art. 36 Transitional provisions.

1) The first financial period shall begin on the day of the incorporation and shall end on 31 December 2016.

2) The first annual general meeting shall be held in 2017.

Subscription and payment

These Articles of Incorporation having thus been drawn up by the appearing party, the appearing party has subscribed and entirely paid-up the following Shares:

Subscriber	Number of Shares	Subscription price per Share
Bank of China (Luxembourg) S.A.	310	EUR 100
Total	310	EUR 31,000

All these Shares have been entirely paid up of by payments in cash, so that the sum of thirty-one thousand Euros (EUR 31,000) is forthwith at the free disposal of the corporation, as has been proved to the notary.

Statement

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

Expenses

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

Extraordinary general meeting

The single Shareholder, representing the entire subscribed capital, has taken the following resolutions.

First resolution

The following persons are appointed as Directors of the Company for a period ending with the next annual general meeting:

1) Ms Lihong Zhou, professionally residing at 37/39, boulevard du Prince Henri, L-1724 Luxembourg, Grand Duchy of Luxembourg;

2) Mr Funing Song, professionally residing at 1, Fuxingmen Nei Dajie, 100818 Beijing, People's Republic of China; and

3) Mr Carlo Alberto Montagna, professionally residing at The Director's Office, 19 rue de Bitbourg, L-1273 Luxembourg, Grand Duchy of Luxembourg.

Second resolution

The registered office of the Company is fixed at 5, Allée Scheffer, L-2520 Luxembourg, Grand Duchy of Luxembourg.

Third resolution

The following is elected as approved statutory auditor (“réviseur d'entreprises agréé”) for a period ending with the next annual general meeting:

Deloitte Audit S.à r.l., 560, rue de Neudorf, L-2220 Luxembourg, Grand Duchy of Luxembourg.

The undersigned notary who understands and speaks English, states herewith that on request of the above appearing person, this deed, including the articles of incorporation, is worded in English.

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

The document having been read to the appearing person, known to the notary, by surname, first names, civil status and residence, the said person appearing signed together with us, the notary, this original deed.

Signé: P. COULON et H. HELLINCKX.

Enregistré à Luxembourg Actes Civils 1, le 4 janvier 2016. Relation: 1LAC/2016/74. Reçu soixante-quinze euros (75.- EUR)

Le Receveur (signé): P. MOLLING.

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

Luxembourg, le 13 janvier 2016.

Référence de publication: 2016051064/790.

(160010115) Déposé au registre de commerce et des sociétés de Luxembourg, le 18 janvier 2016.

Deutsche Invest II, Société d'Investissement à Capital Variable.

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

R.C.S. Luxembourg B 169.544.

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Die Anteilklassen NC und ND des Teilfonds Deutsche Invest II Asian Top Dividend wurden am 26. November 2015 liquidiert.

Der Liquidationsprozess ist abgeschlossen. Die State Street Bank Luxembourg S.C.A., in ihrer Funktion als Depotbank, hat das Anteilklassenvermögen an die Anteilinhaber ausgezahlt. Es wurden keine Beträge an die Caisse de Consignation überwiesen.

Luxemburg, im Januar 2016

Deutsche Invest II, SICAV

Référence de publication: 2016055599/1352/13.

FR AFG LuxCo 2, Société à responsabilité limitée.

Capital social: USD 15.000,00.

Siège social: L-2453 Luxembourg, 6, rue Eugène Ruppert.

R.C.S. Luxembourg B 201.540.

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STATUTES

In the year two thousand and fifteen, on the ninth day of November,

Before the undersigned Maître Jean SECKLER, notary, residing in Junglinster, Grand-Duchy of Luxembourg;

There appeared

FR AFG LuxCo 1, a société à responsabilité limitée (private limited liability company) duly incorporated and validly existing under the laws of the Grand-Duchy of Luxembourg, with a share capital of USD 15,000, having its registered office at 6, rue Eugène Ruppert, L-2453 Luxembourg, Grand-Duchy of Luxembourg and in process of registration with the Registre de Commerce et des Sociétés, Luxembourg (Register of Trade and Companies) ("FR AFG 1");

here represented by Mr Max MAYER, employee, residing professionally in Junglinster, 3, route de Luxembourg, Grand-Duchy of Luxembourg, by virtue of a power of attorney.

The said power of attorney, initialled ne varietur by the appearing party and the undersigned notary, shall remain annexed to the present deed for the purpose of registration.

Such party, appearing in the capacity in which it acts, has requested the notary to draw up the following articles of association (the "Articles") of a société à responsabilité limitée (private limited liability company) which is hereby incorporated:

Title I - Form - Name - Purpose - Duration - Registered office

Art. 1 er . Form. There is hereby formed a société à responsabilité limitée (private limited liability company) governed by Luxembourg law as well as by the present Articles (the "Company").

Art. 2. Name. The Company's name is FR AFG LuxCo 2.

Art. 3. Purpose. The Company's purpose is to invest, acquire and take participations and interests, in any form whatsoever, in any kind of Luxembourg or foreign companies or entities and to acquire through participations, contributions, purchases, options or in any other way any securities, rights, interests, patents and licenses or other property as the Company shall deem fit, and generally to hold, manage, develop, encumber, sell or dispose of the same, in whole or in part, for such consideration as the Company may think fit.

The Company may also enter into any financial, commercial or other transactions and grant to any company or entity that forms part of the same group of companies as the Company or is affiliated in any way with the Company, including companies or entities in which the Company has a direct or indirect financial or other kind of interest, any assistance, loan, advance or grant in favor of third parties any security or guarantee to secure the obligations of the same, as well as borrow and raise money in any manner and secure by any means the repayment of any money borrowed.

Finally the Company may take any action and perform any operation which is, directly or indirectly, related to its purpose in order to facilitate the accomplishment of such purpose.

Art. 4. Duration. The Company is formed for an unlimited duration.

Art. 5. Registered Office. The registered office of the Company is established in the city of Luxembourg, Grand-Duchy of Luxembourg. It may be transferred to any other place within the city of Luxembourg by means of a resolution of the sole manager, or in case of plurality of managers, by a decision of the board of managers in accordance with these Articles or to any other place in the Grand-Duchy of Luxembourg by means of a resolution of the sole shareholder, or in case of

plurality of shareholders, by a resolution taken by a vote of the majority of the shareholders representing at least seventy-five percent (75%) of the share capital.

The Company may have branches and offices, both in the Grand-Duchy of Luxembourg or abroad.

Title II - Capital - Shares

Art. 6. Capital. The Company's share capital is set at USD 15,000 (fifteen thousand US Dollars) divided into 15,000 (fifteen thousand) shares with a nominal value of USD 1 (one US Dollar) each, fully paid-up.

The share capital may be increased or reduced from time to time by a resolution of the sole shareholder, or in case of plurality of shareholders, by a resolution taken by a vote of the majority of the shareholders representing at least seventy-five percent (75%) of the share capital.

Art. 7. Voting Rights. Each share is entitled to an identical voting right and each shareholder has voting rights commensurate to such shareholder's ownership of shares.

Art. 8. Indivisibility of shares. Towards the Company, the shares are indivisible and the Company will recognize only one owner per share.

Art. 9. Transfer of shares. The shares are freely transferable among shareholders of the Company or where the Company has a sole shareholder.

Transfers of shares to non-shareholders are subject to the prior approval of the shareholders representing at least seventy-five percent (75%) of the share capital of the Company given in a general meeting.

Shares shall be transferred by instrument in writing in accordance with the law of August 10, 1915 concerning commercial companies, as amended from time to time (the "Law").

Art. 10. Redemption of shares. The Company may redeem its own shares provided that the Company has sufficient distributable reserves for that purpose or if the redemption results from a decrease of the Company's share capital.

Title III - Management

Art. 11. Appointment of the managers. The Company may be managed by one manager or several managers. Where more than one manager is appointed, the Company shall be managed by a board of managers constituted by two different types of managers, namely type A managers and type B managers.

No manager needs be a shareholder of the Company. The manager(s) shall be appointed by a resolution of the sole shareholder, or in case of plurality of shareholders by a resolution of the shareholders representing more than fifty percent (50%) of the share capital of the Company, as the case may be. The remuneration, if any, of the manager(s) shall be determined in the same manner.

A manager may be removed, with or without cause at any time and replaced by resolution of the sole shareholder, or in case of plurality of shareholders, by a resolution of the shareholders representing more than fifty percent (50%) of the share capital of the Company, as the case may be.

Art. 12. Powers of the managers. All powers not expressly reserved by the Law or by these Articles to the sole shareholder, or in case of plurality of shareholders, to the general meeting of shareholders, fall within the competence of the sole manager or the board of managers, as the case may be.

The Company shall be bound by the signature of its sole manager, or in case of plurality of managers, by the joint signature of at least one type A manager and at least one type B manager.

The sole manager or the board of managers, as the case may be, may delegate his/its powers for specific tasks to one or several ad hoc agents who need not be shareholder(s) or manager(s) of the Company. The sole manager or the board of managers will determine the powers and remuneration (if any) of the agent, and the duration of its representation as well as any other relevant condition.

Art. 13. Board of managers. Where the Company is managed by a board of managers, the board may choose among its members a chairman. It may also choose a secretary who need not be a manager or shareholder of the Company and who shall be responsible for keeping the minutes of the board meetings.

The board of managers shall meet when convened by any one manager. Notice stating the business to be discussed, the time and the place, shall be given to all managers at least 24 hours in advance of the time set for such meeting, except when waived by the consent of each manager, or where all the managers are present or represented.

Meetings of the board of managers shall be held within the Grand-Duchy of Luxembourg.

Any manager may act at any meeting by appointing in writing or by any other suitable telecommunication means another manager as his proxy. A manager may represent more than one manager.

Any and all managers may participate to a meeting by conference call, videoconference, or any suitable telecommunication means, initiated from the Grand-Duchy of Luxembourg and allowing all managers participating in the meeting to hear each other at the same time. Such participation is deemed equivalent to a participation in person.

A meeting of managers is duly constituted for all purposes if at the commencement of the meeting there are present in person or represented by a proxyholder at least one type A manager and at least one type B manager.

Decisions of the board of managers are validly taken by a resolution approved at a duly constituted meeting of managers of the Company by the affirmative vote of the majority of the managers present or represented, including the affirmative vote of at least one type A manager and at least one type B manager.

Resolutions in writing approved and signed by all managers shall have the same effect as resolutions passed at a meeting of the board. Such resolutions may be signed in counterparts, each of which shall be an original and all of which, taken together, shall constitute the same instrument.

Deliberations of the board of managers shall be recorded in minutes signed by the chairman or two managers. Copies or extracts of such minutes shall be signed by the chairman or two managers.

Art. 14. Liability of the managers. No manager assumes any personal liability in relation with any commitment validly made by him in the name of the Company in accordance with these Articles, by reason of his function as a manager of the Company.

Title IV - Shareholder meetings

Art. 15. Sole shareholder. A sole shareholder assumes all powers devolved to the general meeting of shareholders in accordance with the Law.

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

Art. 16. General meetings. General meetings of shareholders may be convened by the sole manager or the board of managers, as the case may be, failing which by the statutory auditor or the supervisory board, if it exists, failing which by shareholders representing more than fifty percent (50%) of the share capital of the Company.

Written notices convening a general meeting and setting forth the agenda shall be sent to each shareholder at least 24 hours before the meeting, specifying the time and place of the meeting.

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

Any shareholder may be represented and act at any general meeting by appointing in writing another person to act as such shareholder's proxy, which person needs not be shareholder of the Company.

Resolutions of the general meetings of shareholders are validly taken when adopted by the affirmative vote of shareholders representing more than fifty percent (50%) of the share capital of the Company. If the quorum is not reached at a first meeting, the shareholders shall be convened by registered letter to a second meeting.

Resolutions will be validly taken at this second meeting by a majority of votes cast, regardless of the portion of share capital represented.

However, resolutions to amend the Articles shall only be adopted by a resolution taken by a vote of the majority of the shareholders, representing at least seventy-five percent (75%) of the share capital.

The holding of shareholders meetings is not compulsory as long as the number of shareholders does not exceed twenty-five (25). In the absence of meetings, shareholders resolutions are validly taken in writing, at the same majority vote cast as the ones provided for general meetings, provided that each shareholder receives prior to its written vote and in writing by any suitable communication means, the whole text of each resolution to be approved.

When the holding of shareholders meetings is compulsory, a general meeting shall be held annually within the Grand-Duchy of Luxembourg, at the registered office of the Company or at any other place as indicated in the convening notice, on the third Tuesday of June or on the following business day if such day is a public holiday.

Title V - Financial year - Balance sheet - Profits - Audit

Art. 17. Financial year. The financial year of the Company starts on January 1 st and ends on December 31 st

Art. 18. Annual accounts. Each year, as at the end of the financial year, the board of managers or the sole manager, as the case may be, shall draw up a balance sheet and a profit and loss account in accordance with the Law, to which an inventory will be annexed, constituting altogether the annual accounts that will then be submitted to the sole shareholder, or in case of plurality of shareholders, to the general shareholders meeting.

Art. 19. Profits. The credit balance of the profit and loss account, after deduction of the expenses, costs, amortizations, charges and provisions, such as approved by the sole shareholder, or in case of plurality of shareholders, by the general meeting of the shareholders, represents the net profit of the Company.

Each year, five percent (5%) of the net profit shall be allocated to the legal reserve account of the Company. This allocation ceases to be compulsory when the legal reserve amounts to one tenth of the share capital, but must be resumed at any time when it has been broken into.

The remaining profit shall be allocated by the sole shareholder, or in case of plurality of shareholders, by resolution of the shareholders representing more than fifty percent (50%) of the share capital of the Company, resolving to distribute it proportionally to the shares they hold, to carry it forward, or to transfer it to a distributable reserve.

Art. 20. Interim dividends. Notwithstanding the above provision, the sole manager or the board of managers as the case may be, may decide to pay interim dividends before the end of the current financial year, on the basis of a statement of accounts prepared by the board of managers or the sole manager, as the case may be, and showing that sufficient funds are available for distribution, it being understood that the amount to be distributed may not exceed realized profits since the end of the last financial year, increased by carried forward profits and distributable reserves, but decreased by carried forward losses and sums to be allocated to a reserve established in accordance with the Law or the Articles.

Art. 21. Audit. Where the number of shareholders exceeds twenty-five (25), the supervision of the Company shall be entrusted to a statutory auditor (commissaire) or, as the case may be, to a supervisory board constituted by several statutory auditors.

No statutory auditor needs be a shareholder of the Company.

Statutory auditor(s) shall be appointed by resolution of the shareholders representing more than fifty percent (50%) of the share capital of the Company and will serve for a term ending on the date of the annual general meeting of shareholders following his/their appointment. However his/their appointment can be renewed by the general meeting of shareholders.

Where the conditions of article 35 of the law of December 19, 2002 concerning the Trade and Companies Register as well as the accounting and the annual accounts of the undertakings are met, the Company shall have its annual accounts audited by one or more qualified auditors (réviseurs d'entreprises) appointed by the general meeting of shareholders. The general meeting of shareholders may however appoint a qualified auditor at any time.

Title VI - Dissolution - Liquidation

Art. 22. Dissolution. The dissolution of the Company shall be resolved by the sole shareholder, or in case of plurality of shareholders, by the general meeting of shareholders by a resolution taken by a vote of the majority of the shareholders, representing at least seventy-five percent (75%) of the share capital. The Company shall not be dissolved by the death, suspension of civil rights, insolvency or bankruptcy of any shareholder.

Art. 23. Liquidation. The liquidation of the Company will be carried out by one or more liquidators appointed by the sole shareholder, or in case of plurality of shareholders, by the general meeting of shareholders by a resolution of the shareholders taken by a vote of the majority of the shareholders, representing at least seventy-five percent (75%) of the share capital, which shall determine his/their powers and remuneration. At the time of closing of the liquidation, the assets of the Company will be allocated to the sole shareholder, or in case of plurality of shareholders, to the shareholders proportionally to the shares they hold.

Temporary provision

Notwithstanding the provisions of article 17, the first financial year of the Company starts today and will end on December 31, 2015.

Subscription - Payment

All the 15,000 (fifteen thousand) shares representing the entire share capital of the Company have been entirely subscribed by FR AFG 1 named above, and fully paid up in cash, therefore the amount of USD 15,000 (fifteen thousand US Dollars) is as now at the disposal of the Company, proof of which has been duly given to the notary by producing a blocked funds certificate.

Estimate of costs

The costs, expenses, fees and charges, in whatsoever form, which are to be borne by the Company or which shall be charged to it in connection with its incorporation, have been estimated at about EUR 1,450.-.

The corporate capital is valued at EUR 13,961.40-

Resolutions of the sole shareholder

Immediately after the incorporation of the Company, the sole shareholder representing the entirety of the subscribed share capital passed the following resolutions:

1) Mr Daren R. Schneider, born on November 21, 1968 in New York, United States of America and residing professionally at c/o First Reserve, One Lafayette Place, Third Floor, Greenwich, CT 06830, United States of America; and

- Mr Charles Joshua R. Weiner, born on April 11, 1978 in New York, United States of America and residing professionally at c/o First Reserve, One Lafayette Place, Third Floor, Greenwich, CT 06830, United States of America;

are each appointed as type A managers of the Company for an undetermined duration; and

- Ms. Neela Gungapersad, born on January 17, 1972 in Mauritius and residing professionally at 6, rue Eugène Ruppert, L-2453 Luxembourg, Grand-Duchy of Luxembourg; and

- RCS Management (Luxembourg) S.à r.l., a société à responsabilité limitée (private limited liability company) duly incorporated and validly existing under the laws of the Grand-Duchy of Luxembourg, with a share capital of EUR 12,500, having its registered office at 6, rue Eugène Ruppert, L-2453 Luxembourg, Grand-Duchy of Luxembourg and registered with the Registre de Commerce et des Sociétés, Luxembourg (Register of Trade and Companies) under number B 103.337,

are each appointed as type B managers of the Company for an undetermined duration;

2) The registered office of the Company shall be established at 6, rue Eugène Ruppert, L-2453 Luxembourg, Grand-Duchy of Luxembourg.

Declaration

The undersigned notary who understands and speaks English, states herewith that on request 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 discrepancies between the English and the French text, the English version will prevail.

Whereof, in faith of which we, the undersigned Notary, have set hand and seal in the city of Junglinster, on the day named at the beginning of this document.

The document having been read to the holder of the power of attorney, said person signed with us, the Notary, the present original deed.

Suit la version française du texte qui précède:

L'an deux mille quinze, le neuvième jour de Novembre,

Par devant Maître Jean SECKLER, notaire de résidence à Junglinster, Grand-Duché de Luxembourg;

A comparu:

FR AFG LuxCo 1, société à responsabilité limitée dûment constituée et existante valablement en vertu des lois du Grand-Duché de Luxembourg, au capital social de 15.000 USD, ayant son siège social au 2-4, rue Eugène Ruppert, L-2453 Luxembourg, Grand-Duché de Luxembourg et en cours d'immatriculation auprès du Registre de Commerce et des Sociétés, Luxembourg;

ici représentée par M Max MAYER, employé, demeurant professionnellement à Junglinster, 3, route de Luxembourg, Grand-Duché de Luxembourg, en vertu d'une procuration donnée sous seing privé.

Ladite procuration, paraphée ne varietur par la partie comparante et par le notaire instrumentant, restera annexée au présent acte aux fins d'enregistrement.

Ladite partie comparante, agissant es qualité, a requis le notaire instrumentant de dresser les statuts (les «Statuts») d'une société à responsabilité limitée qui est ainsi constituée:

Titre I ^{er} . - Forme- Dénomination - Objet - Durée - Siège social

Art. 1 ^{er} . Forme. Il est formé par les présentes une société à responsabilité limitée régie par le droit luxembourgeois ainsi que par les présents Statuts (la «Société»).

Art. 2. Dénomination. La dénomination de la Société est FR AFG LuxCo 2.

Art. 3. Objet. L'objet de la Société est d'investir, d'acquérir, et de prendre des participations et intérêts, sous quelque forme que ce soit, dans toutes formes de sociétés ou entités, luxembourgeoises ou étrangères et d'acquérir par des participations, des apports, achats, options ou de toute autre manière, tous titres, sûretés, droits, intérêts, brevets et licences ou tout autre titre de propriété que la Société juge opportun, et plus généralement de les détenir, gérer, développer, grever, vendre ou en disposer, en tout ou partie, aux conditions que la Société juge appropriées.

La Société peut également prendre part à toutes transactions y compris financières ou commerciales, accorder à toute société ou entité appartenant au même groupe de sociétés que la Société ou affiliée d'une façon quelconque avec la Société, sont ainsi inclues les sociétés ou entités dans lesquelles la Société a un intérêt financier direct ou indirect ou toute autre forme d'intérêt, tout concours, prêt, avance, ou consentir au profit de tiers toute garantie ou sûreté afin de garantir les obligations des sociétés précitées, et également emprunter ou lever des fonds de quelque manière que ce soit et encore garantir par tous moyens le remboursement de toute somme empruntée.

Enfin la Société peut prendre toute action et mener toutes opérations se rattachant directement ou indirectement à son objet afin d'en faciliter l'accomplissement.

Art. 4. Durée. La Société est constituée pour une durée indéterminée.

Art. 5. Siège. Le siège social de la Société est établi dans la ville de Luxembourg, Grand-Duché de Luxembourg. Il peut être transféré en tout autre lieu de la commune par une résolution du gérant unique ou en cas de pluralité de gérants, par une résolution du conseil de gérance conformément aux Statuts ou en tout autre lieu du Grand-Duché de Luxembourg par résolution de l'associé unique, ou, en cas de pluralité d'associés, par une résolution de la majorité des associés représentant plus de soixante-quinze pour cent (75%) du capital social de la Société.

La Société peut ouvrir des bureaux ou succursales, au Grand-Duché de Luxembourg ou à l'étranger.

Titre II - Capital - Parts sociales

Art. 6. Capital. Le capital social est fixé à 15.000 USD (quinze mille Dollars américains), divisé en 15.000 (quinze mille) parts sociales d'une valeur nominale de1 USD (un Dollar américain) chacune et sont chacune entièrement libérées.

Le capital social peut être augmenté ou réduit par résolution de l'associé unique ou en cas de pluralité d'associés, par résolution prise par un vote de la majorité des associés représentant au moins soixante-quinze pour cent (75%) du capital social de la Société.

Art. 7. Droits de vote. Chaque part confère un droit de vote identique et chaque associé dispose de droits de vote proportionnels au nombre de parts sociales qu'il détient.

Art. 8. Indivisibilité des parts. Les parts sociales sont indivisibles à l'égard de la Société qui ne reconnaît qu'un seul propriétaire par part sociale.

Art. 9. Transfert des parts. Les parts sont librement cessibles entre associés ou lorsque la Société a un associé unique.

Les cessions de parts sociales aux tiers sont soumises à l'agrément préalable des associés représentant au moins soixante-quinze pour cent (75%) du capital social de la Société, donné en assemblée générale.

Les cessions de parts sociales sont constatées par acte écrit conformément à la loi du 10 août 1915 concernant les sociétés commerciales telle que modifiée (la «Loi»).

Art. 10. Rachat des parts. La Société peut racheter ses propres parts sociales pour autant que la Société ait des réserves distribuables suffisantes à cet effet ou que le rachat résulte de la réduction de son capital social.

Titre III - Gérance

Art. 11. Nomination des gérants. La Société peut être gérée par un gérant unique ou plusieurs gérants. Dans le cas où plus d'un gérant est nommé, la Société est gérée par un conseil de gérance qui sera alors composé de deux catégories différentes de gérants, à savoir des gérants de type A et des gérants de type B.

Aucun gérant n'a à être associé de la Société. Le(s) gérant(s) sont nommés par résolution de l'associé unique ou, en cas de pluralité d'associés, par une résolution des associés représentant plus de cinquante pour cent (50%) du capital social de la Société. La rémunération, le cas échéant, du ou des gérant(s) est déterminée de la même manière.

Un gérant peut être révoqué, pour ou sans justes motifs, à tout moment, et être remplacé par résolution de l'associé unique ou, en cas de pluralité d'associés, par une résolution des associés représentant plus de cinquante pour cent (50%) du capital social de la Société.

Art. 12. Pouvoirs des gérants. Tous les pouvoirs non expressément réservés par la Loi ou les Statuts à l'associé unique, ou en cas de pluralité d'associés, à l'assemblée générale des associés, sont de la compétence du gérant unique ou du conseil de gérance, le cas échéant.

La Société est liée par la signature de son gérant unique, ou en cas de pluralité de gérants, par la signature conjointe d'au moins un gérant de type A et au moins un gérant de type B.

Le gérant unique ou le conseil de gérance, le cas échéant, peut déléguer son/ses pouvoirs pour des tâches spécifiques à un ou plusieurs agents ad hoc, qui n'ont pas à être associé(s) ou gérant(s) de la Société. Le gérant unique ou le conseil de gérance détermine les pouvoirs et rémunération (s'il y a lieu) des agents, la durée de leur mandat ainsi que toutes autres modalités ou conditions de leur mandat.

Art. 13. Conseil de gérance. Lorsque la Société est gérée par un conseil de gérance, celui-ci peut choisir parmi ses membres un président. Le conseil de gérance peut également choisir un secrétaire qui n'a pas à être un gérant ou associé de la Société et qui sera en charge de la tenue des minutes des réunions du conseil de gérance.

Le conseil de gérance se réunit sur convocation d'un gérant. La convocation détaillant les points à l'ordre du jour, l'heure et le lieu de la réunion, doit être donnée à l'ensemble des gérants au moins 24 heures à l'avance, sauf lorsqu'il y est renoncé, par chacun des gérants, ou lorsque tous les gérants sont présents ou représentés.

Les réunions du conseil de gérance doivent se tenir au Grand-Duché de Luxembourg.

Chaque gérant peut prendre part aux réunions du conseil de gérance en désignant par écrit ou par tout autre moyen de communication adéquat un autre gérant pour le représenter. Un gérant peut représenter plus d'un gérant.

Tout gérant peut participer à une réunion du conseil de gérance par conférence téléphonique, vidéoconférence ou par tout autre moyen de communication approprié, initié depuis le Grand-Duché de Luxembourg et permettant à l'ensemble des gérants participant à la réunion de s'entendre les uns les autres au même moment. Une telle participation est réputée équivalente à une participation physique.

Une réunion du conseil de gérance est dûment tenue, si au commencement de celle-ci, au moins un gérant de type A et au moins un gérant de type B sont présents en personne ou représentés par un mandataire.

Lors d'une réunion du conseil de gérance de la Société valablement tenue, les résolutions dudit conseil sont prises par un vote favorable de la majorité des gérants de la Société présents ou représentés incluant le vote favorable d'au moins un gérant de type A et d'au moins un gérant de type B.

Les résolutions écrites approuvées et signées par tous les gérants ont le même effet que les résolutions prises lors d'une réunion du conseil de gérance. Les résolutions peuvent être signées sur des exemplaires séparés, chacun d'eux constituant un original et tous ensemble constituant un seul et même acte.

Les délibérations du conseil de gérance sont consignées dans des minutes signées par le président ou par deux gérants. Les copies ou extraits de ces minutes sont signés par le président ou par deux gérants.

Art. 14. Responsabilité des gérants. Aucun gérant n'engage sa responsabilité personnelle pour des engagements régulièrement pris par lui au nom de la Société dans le cadre de ses fonctions de gérant de la Société et conformément aux Statuts.

Titre IV - Assemblée générale des associés

Art. 15. Associé unique. Un associé unique exerce seul les pouvoirs dévolus à l'assemblée générale des associés conformément à la Loi.

Hormis les opérations courantes conclues à des conditions normales, les contrats conclus entre l'associé unique et la Société doivent faire l'objet de procès-verbaux ou être établis par écrit.

Art. 16. Assemblées générales. Les assemblées générales d'associés peuvent être convoquées par le gérant unique ou, le cas échéant, par le conseil de gérance, à défaut par le commissaire ou le conseil de surveillance s'il existe. A défaut, elles sont convoquées par les associés représentant plus de cinquante pour cent (50%) du capital social de la Société.

Les convocations écrites à une assemblée générale indiquant l'ordre du jour sont envoyées à chaque associé au moins 24 heures avant l'assemblée en indiquant l'heure et le lieu de la réunion.

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

Tout associé peut se faire représenter et agir à toute assemblée générale en nommant comme mandataire et par écrit une personne qui n'a pas à être associé de la Société.

Les résolutions de l'assemblée générale des associés sont valablement adoptées par vote des associés représentant plus de cinquante pour cent (50%) du capital social de la Société. Si le quorum n'est pas atteint lors d'une première assemblée, les associés seront convoqués par lettre recommandée à une deuxième assemblée.

Lors de cette deuxième assemblée, les résolutions sont valablement adoptées à la majorité des votes émis, quelle que soit la portion du capital représentée.

Toutefois, les résolutions décidant de modifier les Statuts sont prises seulement par une résolution de la majorité des associés représentant au moins soixante-quinze pour cent (75%) du capital social de la Société.

La tenue d'assemblées générales d'associés n'est pas obligatoire, tant que le nombre des associés ne dépasse pas vingt-cinq (25). En l'absence d'assemblée, les résolutions des associés sont valablement prises par écrit à la même majorité des votes exprimés que celle prévue pour les assemblées générales, et pour autant que chaque associé ait reçu par écrit, par tout moyen de communication approprié, l'intégralité du texte de chaque résolution soumise à approbation, préalablement à son vote écrit.

Lorsque la tenue d'une assemblée générale est obligatoire, une assemblée générale devra être tenue annuellement au Grand-Duché de Luxembourg au siège social de la Société ou à tout autre lieu indiqué dans la convocation le troisième mardi du mois de juin ou le jour ouvrable suivant si ce jour est férié.

Titre V - Exercice social - Comptes sociaux - Profits - Audit

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

Art. 18. Comptes annuels. Tous les ans, à la fin de l'exercice social, le conseil de gérance ou le gérant unique, le cas échéant, dresse un bilan et un compte de pertes et profits conformément à la Loi, auxquels un inventaire est annexé, l'ensemble de ces documents constituant les comptes annuels sera soumis à l'associé unique ou en cas de pluralité d'associés à l'assemblée générale des associés.

Art. 19. Bénéfice. Le solde du compte de pertes et profits, après déduction des dépenses, coûts, amortissements, charges et provisions, tel qu'approuvé par l'associé unique, ou en cas de pluralité d'associés, par l'assemblée générale des associés, représente le bénéfice net de la Société.

Chaque année, cinq pour cent (5%) du bénéfice net est affecté à la réserve légale. Ce prélèvement cesse d'être obligatoire lorsque la réserve légale atteint un dixième du capital social, mais devra être repris à tout moment jusqu'à entière reconstitution de la réserve légale.

Le bénéfice restant est affecté par l'associé unique ou en cas de pluralité d'associés, par résolution des associés représentant plus de cinquante pour cent (50%) du capital social de la Société, décidant de sa distribution aux associés proportionnellement au nombre de parts qu'ils détiennent, de son report à nouveau, ou de son allocation à une réserve distribuable.

Art. 20. Dividendes intérimaires. Nonobstant ce qui précède, le gérant unique ou le conseil de gérance, le cas échéant, peut décider de verser des dividendes intérimaires avant la clôture de l'exercice social sur base d'un état comptable établi par le conseil de gérance, ou le gérant unique, le cas échéant, duquel doit ressortir que des fonds suffisants sont disponibles pour la distribution, étant entendu que les fonds à distribuer ne peuvent pas excéder le montant des bénéfices réalisés depuis le dernier exercice social augmenté des bénéfices reportés et des réserves distribuables mais diminué des pertes reportées et des sommes à affecter à une réserve conformément à la Loi ou aux Statuts.

Art. 21. Audit. Lorsque le nombre des associés excède vingt-cinq (25), la surveillance de la Société est confiée à un commissaire ou, le cas échéant, à un conseil de surveillance composé de plusieurs commissaires.

Aucun commissaire n'a à être associé de la Société.

Le(s) commissaire(s) sont nommé(s) par une résolution des associés représentant plus de cinquante pour cent (50%) du capital social de la Société jusqu'à l'assemblée générale annuelle des associés qui suit leur nomination.

Cependant leur mandat peut être renouvelé par l'assemblée générale des associés.

Lorsque les conditions de l'article 35 de la loi du 19 décembre 2002 concernant le registre de commerce et des sociétés ainsi que la comptabilité et les comptes annuels des entreprises sont atteints, la Société confie le contrôle de ses comptes annuels à un ou plusieurs réviseur(s) d'entreprises désigné(s) par résolution de l'assemblée générale des associés. L'assemblée générale des associés peut cependant nommer un réviseur d'entreprise à tout moment.

Titre VI - Dissolution - Liquidation

Art. 22. Dissolution. La dissolution de la Société est décidée par l'associé unique, ou en cas de pluralité d'associés, par l'assemblée générale des associés par une résolution prise par un vote positif de la majorité des associés représentant au moins soixante-quinze pour cent (75%) du capital social de la Société. La Société n'est pas dissoute par la mort, la suspension des droits civils, la déconfiture ou la faillite d'un associé.

Art. 23. Liquidation. La liquidation de la Société est menée par un ou plusieurs liquidateurs désignés par l'associé unique, ou en cas de pluralité d'associés, par l'assemblée générale des associés par une résolution prise par la majorité des associés représentant au moins soixante-quinze pour cent (75%) du capital social de la Société, résolution qui détermine leurs pouvoirs et rémunérations. Au moment de la clôture de liquidation, les avoirs de la Société sont attribués à l'associé unique ou en cas de pluralité d'associés, aux associés proportionnellement au nombre de parts qu'ils détiennent.

Disposition temporaire

Nonobstant les dispositions de l'article 17, le premier exercice de la société débute ce jour et s'achèvera le 31 décembre 2015.

Souscription - Paiement

L'intégralité des 15.000 (quinze mille) parts sociales représentant l'intégralité du capital social de la Société a été entièrement souscrite par FR AFG 1, prénommée, et a été intégralement libérée en numéraire. Le montant de 15.000 USD (quinze mille Dollars américains) est donc à la disposition de la Société ainsi qu'il en a été justifié au notaire instrumentant par la production d'un certificat de blocage de fonds.

Frais

Le montant des frais, dépenses, coûts ou charges, sous quelque forme que ce soit qui incombent à la Société ou qui sont mis à sa charge en raison de sa constitution, sont approximativement évalués à 1.450,- EUR.

Le capital social a été évalué à 13.961,40- EUR.

Résolutions de l'associé unique

Immédiatement après la constitution de la Société, l'associé unique, représentant la totalité du capital social souscrit, a pris les résolutions suivantes:

1) Mr Daren R. Schneider, né le 21 novembre 1968, à New York, Etats-Unis d'Amérique et résidant professionnellement au c/o First Reserve, One Lafayette Place, Third Floor, Greenwich, CT 06830, USA, et

- Mr Charles Joshua R. Weiner, né le 11 avril 1978, à New York, Etats-Unis d'Amérique et résidant professionnellement au c/o First Reserve, One Lafayette Place, Third Floor, Greenwich, CT 06830, USA

sont nommés chacun gérant de type A de la Société pour une durée indéterminée;

- Ms. Neela Gungapersad, née le 17 janvier 1972, à l'île Maurice et résidant professionnellement au 6, rue Eugène Ruppert, L-2453 Luxembourg, Grand-Duché de Luxembourg; et

- RCS Management (Luxembourg) S.à r.l., une société à responsabilité limitée dûment constituée et existante valablement en vertu des lois du Grand-Duché de Luxembourg, au capital social de 12.500 EUR, ayant son siège social au 6, rue Eugène Ruppert, L-2453 Luxembourg, Grand-Duché de Luxembourg et immatriculée auprès du Registre de Commerce et des Sociétés, Luxembourg sous le numéro B 103.337,

sont chacun nommés gérant de type B de la Société pour une durée indéterminée.

2) Le siège social de la Société est établi au 6, rue Eugène Ruppert, L-2453 Luxembourg, Grand-Duché de Luxembourg.

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

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

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

Signé: Max MAYER, Jean SECKLER.

Enregistré à Grevenmacher Actes Civils, le 11 novembre 2015. Relation GAC/2015/9660. Reçu soixante-quinze euros 75,00 €

Le Receveur (signé): G. SCHLINK.

Référence de publication: 2015187012/426.

(150209342) Déposé au registre de commerce et des sociétés de Luxembourg, le 19 novembre 2015.

Real Asset Finance II, Société Anonyme,

(anc. Renewable Finance II).

Siège social: L-1736 Senningerberg, 5, Heienhaff.

R.C.S. Luxembourg B 192.817.

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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.

Référence de publication: 2015186021/9.

(150207365) Déposé au registre de commerce et des sociétés de Luxembourg, le 17 novembre 2015.

Real Asset Finance III, Société Anonyme,

(anc. Renewable Finance III).

Siège social: L-1736 Senningerberg, 5, rue Heienhaff.

R.C.S. Luxembourg B 192.825.

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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.

Référence de publication: 2015186022/9.

(150207374) Déposé au registre de commerce et des sociétés de Luxembourg, le 17 novembre 2015.

Triumph Group Luxembourg Finance Sàrl, Société à responsabilité limitée.

Capital social: EUR 25.327,00.

Siège social: L-1855 Luxembourg, 39, avenue J.F. Kennedy.

R.C.S. Luxembourg B 180.409.

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Les statuts coordonnés ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Luxembourg, le 16 novembre 2015.

Référence de publication: 2015186060/10.

(150207320) Déposé au registre de commerce et des sociétés de Luxembourg, le 17 novembre 2015.

Placeuro, Société d'Investissement à Capital Variable.

Siège social: L-1490 Luxembourg, 16, rue d'Epernay.

R.C.S. Luxembourg B 31.183.

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Le Conseil d'Administration informe de la démission de Monsieur Hugues de DROUÄS de son poste d'Administrateur de Placeuro.

Le Conseil d'Administration

Référence de publication: 2015188033/10.

(150209953) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 novembre 2015.

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

Siège social: L-8009 Strassen, 19-21, route d'Arlon.

R.C.S. Luxembourg B 173.951.

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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.

Référence de publication: 2015188126/9.

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