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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° 641 **2 mars 2016**

SOMMAIRE

Thesan Sicav, Société d'Investissement à Capital Variable.

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

R.C.S. Luxembourg B 203.934.

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STATUTES

In the year two thousand and sixteen, on the ninth of February.

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

There appeared:

INVEST BANCA, a company incorporated under the laws of ITALY, having its registered office at Via Cherubini, 99, 50053 Empoli (FI) Italy, registered with the Register of Companies under number 02586460582,

here duly represented by Mr. Martin Rausch, Legal Fund Executive, residing professionally in Luxembourg, by virtue of a proxy given on February 2, 2016.

The said proxy, after having been signed ne varietur by the appearing person and the undersigned notary, shall remain attached to this notarial deed to be filed at the same time with the registration authorities.

Such appearing party, acting in its capacity as representative of the shareholder, has requested the officiating notary to enact the following articles of incorporation of a company, which it declares to establish as follows:

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

Art. 1. Name. There is hereby formed among the subscribers, and all other persons who shall become owners of the shares hereafter created, an investment company with variable capital (société d'investissement à capital variable) established as a public limited liability company (société anonyme) under the name "THESAN SICAV" (the Company).

Any reference to shareholders of the Company (Shareholders) in the articles of incorporation of the Company (the Articles) shall be a reference to 1 (one) Shareholder as long as the Company has 1 (one) Shareholder.

Art. 2. Registered office. The registered office of the Company is established in Luxembourg-City, Grand Duchy of Luxembourg. It may be transferred to any other place within the Grand Duchy of Luxembourg by a resolution of the general meeting of Shareholders of the Company (the General Meeting), deliberating in the manner provided for amendments to the Articles or by the board of directors of the Company (the Board) if and to the extent permitted by law.

The Board shall further have the right to set up offices, administrative centres and agencies wherever it shall deem fit, either within or outside of the Grand Duchy of Luxembourg.

If extraordinary events of political, economic or social nature, likely to impair the normal activity at the registered office or the easy communication between that office and foreign countries, shall occur or shall be imminent, the registered office may be provisionally transferred abroad until such time as circumstances have completely returned to normal. Such a transfer will have no effect on the nationality of the Company, which shall remain a Luxembourg company. The declaration of the provisional transfer abroad of the registered office will be made and brought to the attention of third parties by the officer of the Company best placed to do so in the circumstances.

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

By resolution of the shareholders made in the legally prescribed form in accordance with Article 30 of these Articles of Incorporation, the Company may be liquidated at any time.

Art. 4. Object of the company. The exclusive purpose of the Company is to invest the funds available to it in transferable securities and other permitted assets under Part I of the law of 17 December 2010 on undertakings for collective investment, as this law may be amended from time to time (the "Law"), including shares or units of other collective investment undertakings, with the purpose of spreading investment risks and affording its shareholders the results of the management of its assets. The Corporation qualifies as Undertaking for Collective Investment in Transferable Securities (UCITS) according to the Directive 2009/65/EC of the European Parliament and of the Council of 13 July 2009 on the coordination of laws, regulations and administrative provisions relating to undertakings for collective investment in transferable securities (UCITS).

The Company may take any measures and carry out any transactions which it may deem useful for the fulfillment and development of its purpose to the fullest extent permitted by the Law.

Title II. - Share capital - Shares - Net asset value

Art. 5. Share Capital - Classes/Categories of Shares. The capital of the Company shall be represented by fully paid up shares of no par value and shall at any time be equal to the total net assets of the Company pursuant to Article 11 hereof. The minimum capital shall be as provided by law, i.e. the equivalent of one million two hundred and fifty thousand Euro (EUR 1,250,000.-). The minimum capital of the Company must be achieved within six months after the date on which the Company has been authorised as an undertaking for collective investment under the Law.

The initial issued share capital of the Company is thirty-five thousand Euro (EUR 35,000.-) divided into hundred (100) Shares of no par value.

The Board of Directors is authorized without limitation to issue fully paid shares at any time in accordance with Article twenty-five hereof at prices based on the Net Asset Value per share or at the Net Asset Value per share of the relevant share class of relevant sub fund determined in accordance with Article twenty-three hereof without reserving the existing shareholders a pre-emptive right to subscribe for the shares to be issued.

The board of directors may establish a portfolio of assets constituting a sub-fund within the meaning of Article 181 of the Law, and the proceeds of the issuance of each Sub-Fund shall be invested in transferable securities of any kind and other assets permitted by law pursuant to the investment policy determined by the board of directors for the Sub-Fund established in respect of the relevant Sub-Fund, subject to the investment restrictions provided by law or determined by the board of directors.

The board of directors may further, within the meaning of Article 181 of the Law, decide to create within each sub-fund one or more classes of Shares whose assets will be commonly invested pursuant to the specific investment policy of the Sub-Fund concerned but may differ, inter alia, in respect of specific sales and redemption charge structure, management charge structure, distribution policy, hedging policy or any other features as the Board of Directors shall from time to time determine in respect of each Sub-Fund.

In accordance with the above the board of directors may decide to issue within the same class of Shares or Sub-Fund two categories where one category is represented by capitalization Shares («Capitalization Shares») and the second category is represented by distribution Shares («Distribution Shares»). The board of directors may decide if and from what date shares of any such categories shall be offered for sale, those shares to be issued on the terms and conditions as shall be decided by the board of directors.

For the purpose of determining the capital of the Company, the net assets attributable to each class/category of shares shall, if not expressed in Euro, be converted into Euro and the capital shall be the total of the net assets of all the classes/categories of shares.

Art. 6. Form of Shares. The board of directors determines the Company shall issue shares in in registered form only. No bearer shares shall be issued.

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

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

At the option of the board of directors, the costs of any such exchange may be charged to the shareholder.

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

A shareholder may, at any time, change the address as entered into the register of shareholders by means of a written notification to the Company at its registered office, or at such other address as may be set by the Company from time to time.

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

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

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

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

(6) The Company may decide to issue fractional shares. Such fractional shares shall not be entitled to vote but shall be entitled to participate in the net assets attributable to the relevant class/category of shares on a pro rata basis.

Art. 7. Issue of Shares. The Board is authorised, without limitation, to issue an unlimited number of fully paid up shares at any time without reserving a preferential right to subscribe for the shares to be issued for the existing Shareholders.

The Board may impose restrictions on the frequency at which shares of a certain share class are issued; the Board may, in particular, decide that shares of a particular share class will only be issued during one or more offering periods or at such other intervals as provided for in the Prospectus.

Shares in Sub-funds will be issued at the subscription price. The subscription price for shares of a particular share class of a Sub-fund corresponds to the net asset value per share of the respective share class (see Articles 11 and 12), adjusted as the case may be in accordance with Article 11, plus any subscription fee, if applicable. Additional fees may be incurred if distributors and paying agents are involved in a transaction. The relevant subscription price may be rounded up or down to the nearest unit of the currency in which it is to be paid, as determined by the Board.

A process determined by the Board and described in the Prospectus shall govern the chronology of the issue of shares in a Sub-fund.

The subscription price is payable within a period determined by the Board, which may not exceed seven (7) business days from the relevant valuation day, determined as every such day on which the net asset value per share for a given share class or Sub-fund is calculated (the NAV Calculation Day).

The Board may confer the authority upon any of its members, any managing director, officer or other duly authorised representative to accept subscription applications, to receive payments for newly issued shares and to deliver these shares.

The Company may agree to issue shares as consideration for a contribution in kind of assets, in accordance with Luxembourg law, in particular in accordance with the obligation to deliver a valuation report from an auditor (réviseur d'entreprises agréé) where applicable, and provided that such assets are in accordance with the investment objectives and policies of the relevant Sub-fund. All costs related to the contribution in kind are borne by the Shareholder acquiring shares in this manner.

Applications for subscription are irrevocable, except - for the duration of such suspension - when the calculation of the net asset value has been suspended in accordance with Article 12 of these Articles.

Art. 8. Redemption of Shares. Any Shareholder may request redemption of all or part of his shares from the Company, pursuant to the conditions and procedures set forth by the Board in the Prospectus and within the limits provided by law and these Articles.

Subject to the provisions of Article 12 of these Articles and this Article 8, the redemption price per share will be paid within a period determined by the Board which may not exceed seven (7) business days from the relevant NAV Calculation Day, as determined in accordance with the current policy of the Board, provided that any share certificates issued and any other transfer documents have been received by the Company.

The redemption price per share for shares of a particular share class of a Sub-fund corresponds to the net asset value per share of the respective share class adjusted as the case may be in accordance with Article 11 less any redemption fee, if applicable. Additional fees may be incurred if distributors and paying agents are involved in a transaction. The relevant redemption price may be rounded up or down to the nearest unit of the currency in which it is to be paid, as determined by the Board.

A process determined by the Board and described in the Prospectus shall govern the chronology of the redemption of shares in a Sub-fund.

If as a result of a redemption application, the number or the value of the shares held by any Shareholder in any share class falls below the minimum number or value that is then determined by the Board in the Prospectus, the Company may decide to treat such an application as an application for redemption of all of that Shareholder's shares in the given share class.

If, in addition, on a Transaction Day (as defined in the Prospectus) or at some time during a Transaction Day, redemption applications as defined in this article and conversion applications as defined in article 9 of these Articles exceed a certain level set by the Board in relation to the shares of a given share class, the Board may resolve to reduce proportionally part or all of the redemption and conversion applications for a certain time period and in the manner deemed necessary by the Board, in the best interest of the Company. The portion of the non-proceeded redemptions will then be proceeded by priority on the Transaction Day following this period. These redemption and conversion applications will be given priority and dealt with ahead of other applications (but subject always to the foregoing limit).

The Company may satisfy payment of the redemption price owed to any Shareholder, subject to such Shareholder's agreement, in specie by allocating assets to the Shareholder from the portfolio set up in connection with the share class(es) equal in value to the value of the shares to be redeemed (calculated in the manner described in Article 11) as of the Transaction Day or the time of valuation when the redemption price is calculated if the Company determines that such a transaction would not be detrimental to the best interests of the remaining Shareholders of the relevant Sub-fund. The nature and type of assets to be transferred in such case will be determined on a fair and reasonable basis and without prejudicing the interests of the other Shareholders in the given share class or classes, as the case may be. The valuation used will be confirmed by a special report of the auditor of the Company. The costs of any such transfers are borne by the transferee.

All redeemed shares may be cancelled.

All applications for redemption of shares are irrevocable, except - in each case for the duration of the suspension - in accordance with Article 12 of these Articles, when the calculation of the net asset value has been suspended or when redemption has been suspended as provided for in this article.

The Company may redeem Shares of any Shareholder if:

- any of the representations given by the Shareholder to the Company were not true and accurate or have ceased to be true and accurate; or

- the Shareholder is a Restricted Person (as defined in article 10); or

- that the continuing ownership of Shares by the Shareholder would cause an undue risk of adverse tax consequences to the Company or any of its Shareholders; or

- the continuing ownership of Shares by such Shareholder may be prejudicial to the Company or any of its Shareholders; or

- further to the satisfaction of a redemption request received by a Shareholder, the number or aggregate amount of Shares of the relevant share class held by this Shareholder is less than the Minimum Holding Amount as is stipulated in the Prospectus.

Art. 9. Conversion of Shares. A Shareholder may convert shares of a particular share class of a Sub-fund held in whole or in part into shares of the corresponding share class of another Sub-fund; conversions from shares of one share class of a Sub-fund to shares of another share class of either the same or a different Sub-fund are also permitted, except otherwise decided by the Board.

The Board may make the conversion of shares dependent upon additional conditions.

A conversion application will be considered as an application to redeem the shares held by the Shareholder and as an application for the simultaneous acquisition (issue) of the shares to be acquired. The conversion ratio will be calculated on the basis of the net asset value per share of the respective share class; a conversion fee may be incurred. Additional fees may be incurred if distributors and paying agents are involved in a transaction. The prices of the conversion may be rounded up or down to the nearest unit of the currency in which they are to be paid, as determined by the Board. The Board may determine that balances of less than a reasonable amount to be set by the Board, resulting from conversions will not be paid out to Shareholders.

As a rule, both the redemption and the acquisition parts of the conversion application should be calculated on the basis of the values prevailing on one and the same Transaction Day. If there are different order acceptance deadlines for the Sub-funds in question, the calculation may deviate from this, in particular depending on the sales channel. In particular either:

- the sales part may be calculated in accordance with the general rules on the redemption of shares (which may be older than the general rules on the issue of shares), while the purchase part would be calculated in accordance with the general (newer) rules on the issue of shares; or

- the sales part is not calculated until a time later in relation to the general rules on share redemption together with the purchase part calculated in accordance with the newer (in relation to the sales part) rules on the issue of shares.

Conversions may only be effected if, at the time, both the redemption of the shares to be converted and the issue of the shares to be acquired are simultaneously possible; there will be no partial execution of the application unless the possibility of issuing the shares to be acquired ceases after the shares to be converted have been redeemed.

All applications for the conversion of shares are irrevocable, except - in each case for the duration of the suspension - in accordance with article 12 of these Articles, when the calculation of the net asset value of the shares to be redeemed has been suspended or when redemption of the shares to be redeemed has been suspended as provided for in Article 8. If the calculation of the net asset value of the shares to be acquired is suspended after the shares to be converted have already been redeemed, only the acquisition part of the conversion application can be revoked during this suspension.

If, in addition, on a Transaction Day or at some time during a Transaction Day redemption applications as defined in Article 8 of these Articles and conversion applications as defined in this article exceed a certain level set by the Board in relation to the shares issued in the share class, the Board may resolve to reduce proportionally part or all of the redemption and conversion applications for a certain period of time and in the manner deemed necessary by the Board, in the best interest of the Company. The portion of the non-proceeded redemptions will then be proceeded by priority on the Transaction Day following this period, these redemption and conversion applications will be given priority and dealt with ahead of other applications (but subject always to the foregoing limit).

If as a result of a conversion application, the number or the value of the shares held by any Shareholder in any share class falls below the minimum number or value that is then - if the rights provided for in this sentence are to be applicable - determined by the Board in the Prospectus, the Company may decide to treat the purchase part of the conversion application as a request for redemption for all of the Shareholder's shares in the given share class; the acquisition part of the conversion application remains unaffected by any additional redemption of shares.

Shares that are converted to shares of another share class will be cancelled.

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

For such purposes the Company may:

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

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

C.- refuse to recognize the votes of an Prohibited Person at the general meeting of shareholders of the Company

D.- where it appears to the Company that any Prohibited Person either alone or in conjunction with any other person is a beneficial owner of shares, direct such shareholder to sell his shares and to provide to the Company evidence of the sale within thirty (30) days of the notice. If such shareholder fails to comply with the direction, the Company may compulsorily redeem or cause to be redeemed from any such shareholder all shares held by such shareholder in the following manner:

(1) The Company shall serve a second notice (the "purchase notice") upon the shareholder holding such shares or appearing in the register of shareholders as the owner of the shares to be purchased, specifying the shares to be purchased as aforesaid, the manner in which the purchase price will be calculated and the name of the purchaser.

Any such notice may be served upon such shareholder by posting the same in a prepaid registered envelope addressed to such shareholder at his last address known to or appearing in the books of the Company. The said shareholder shall thereupon forthwith be obliged to deliver to the Company the share certificate or certificates representing the shares specified in the purchase notice.

Immediately after the close of business on the date specified in the purchase notice, such shareholder shall cease to be the owner of the shares specified in such notice; in the case of registered shares, his name shall be removed from the register of shareholders.

(2) The price at which each such share is to be purchased (the “purchase price”) shall be an amount based on the net asset value per share of the relevant class/category as at the Valuation Day specified by the board of directors for the redemption of shares in the Company next preceding the date of the purchase notice or next succeeding the surrender of the share certificate or certificates representing the shares specified in such notice, whichever is lower, all as determined in accordance with Article 8 hereof, less any service charge provided therein.

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

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

”Prohibited Person” as used herein does neither include any subscriber to shares of the Company issued in connection with the incorporation of the Company while such subscriber holds such shares nor any securities dealer who acquires shares with a view to their distribution in connection with an issue of shares by the Company.

U.S. Persons as defined in this Article may constitute a specific category of Prohibited Person.

Where it appears to the Company that any Prohibited Person is a U.S. Person, who either alone or in conjunction with any other person is a beneficial owner of shares, the Company may compulsorily redeem or cause to be redeemed from any shareholder all shares held by such shareholder without delay. In such event, Clause C (1) here above shall not apply.

Whenever used in these Articles, the term “U.S. Persons” means any national or resident of the United States of America (including any corporation, partnership or other entity created or organised in or under the laws of the United States of America or any political subdivision thereof) or any estate or trust that is subject to United States federal income taxation regardless of the source of its income.

In addition the board of directors may restrict or prevent the ownership of shares by any US person and/or any person, firm or corporate body, if in the opinion of the Company such holding may be detrimental to the Company or its shareholders, may result in a breach of any applicable law or regulation (whether Luxembourg or foreign) or may expose the Company or its shareholders to liabilities (including regulatory or tax liabilities and any other tax liabilities that might derive, inter alia, from any breach of FATCA requirements) or any other disadvantages that it or they would not have otherwise incurred or been exposed to;

Further the board of directors may restrict the issue and/or transfer of share classes reserved to institutional investors until sufficient evidence is received that the investor duly qualifies as an institutional investor within the meaning of Article

174 of the Luxembourg law of 17 December 2010 on undertakings for collective investment, as amended from time to time (the "2010 Law"); and

In this respect the board of directors or any duly appointed agent may further decide to compulsorily redeem shares the subscription of which would not be made in accordance with the Prospectus or whose wired subscriptions amounts would not be sufficient to cover the relevant subscription price;

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

The valuation of the net asset value of the different classes/categories of shares shall be made in the following manner:

I. The assets of the Company shall include:

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

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

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

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

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

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

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

The value of such assets shall be determined as follows:

(a) The value of any cash on 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 is deemed to be the full amount thereof, unless in any case the same is unlikely to be paid or received in full, in which case the value thereof is arrived at after making such discount as may be considered appropriate in such case to reflect the true value thereof.

(b) The value of securities, which are listed or dealt in on any stock exchange, is based on the last available price on the stock exchange, which is normally the principal market for such assets.

(c) The value of securities dealt in on any other Regulated Market (as defined in Article 18 hereof) is based on the last available price.

(d) In the event that any securities are not listed or dealt in on any stock exchange or on any other Regulated Market, or if, with respect to assets listed or dealt in on any stock exchange, or other Regulated Market as aforesaid, the price as determined pursuant to sub-paragraph (b) or (c) is not representative of the fair market value of the relevant assets, the value of such assets will be based on the reasonably foreseeable sales price determined prudently and in good faith.

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

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

valued by the amortized cost method, which approximates market value. Units of UCITS and/or other UCI will be evaluated at their last available net asset value per unit."

(g) Interest rate swaps will be valued at their market value established by reference to the applicable interest rates curve.

(h) All other securities and other assets will be valued at fair market value as determined in good faith pursuant to procedures established by the board of directors.

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

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

II. The liabilities of the Company shall include:

1) all loans, bills and accounts payable;

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

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

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

5) an appropriate provision for future taxes based on capital and income to the Valuation Day, as determined from time to time by the Company, and other reserves (if any) authorized and approved by the board of directors, as well as such amount (if any) as the board of directors may consider to be an appropriate allowance in respect of any contingent liabilities of the Company;

6) all other liabilities of the Company of whatsoever kind and nature reflected in accordance with generally accepted accounting principles. In determining the amount of such liabilities the Company shall take into account all expenses payable by the Company which shall comprise formation expenses, fees payable to its investment managers, investment advisers (as the case may be), fees and expenses payable to its accountants, custodian and its correspondents, domiciliary, administrative, registrar and transfer agent, listing agent, any paying agent, any distributor and permanent representatives in places of registration, as well as any other agent employed by the Company, the remuneration of the directors and their reasonable out-of-pocket expenses, insurance coverage, and reasonable travelling costs in connection with board meetings, fees and expenses for legal and auditing services, any fees and expenses involved in registering and maintaining the registration of the Company with any Governmental agencies or stock exchanges in the Grand Duchy of Luxembourg and in any other country, reporting and publishing expenses, including the cost of preparing, printing, advertising and distributing prospectuses, explanatory memoranda, periodical reports or registration statements, the costs of printing share certificates and the costs of any reports to shareholders, all taxes, duties, governmental and similar charges, and all other operating expenses, including the cost of buying and selling assets, interest, bank charges and brokerage, postage, telephone and telex. The Company may accrue administrative and other expenses of a regular or recurring nature based on an estimated amount rateably for yearly or other periods.

III. The assets shall be allocated as follows:

The board of directors shall establish a Sub-Fund in respect of each class/category of shares and may establish a Sub-Fund in respect of multiple classes/categories of shares in the following manner:

(a) If multiple classes/categories of shares relate to one Sub-Fund, the assets attributable to such classes/categories shall be commonly invested pursuant to the specific investment policy of the Sub-Fund concerned provided however, that within a Sub-Fund, the board of directors is empowered to define classes/categories of shares so as to correspond to

(i) a specific distribution policy, such as entitling to distributions or not entitling to distributions and/or

(ii) a specific sales and redemption charge structure and/or

(iii) a specific management or advisory fee structure, and/or (iv) a specific assignment of distribution, shareholder services or other fees and/or

(v) the currency or currency unit in which the may be quoted and based on the rate of exchange between such currency or currency unit and the reference currency of the relevant Sub-Fund and/or

(vi) the use of different hedging techniques in order to protect in the reference currency of the relevant Sub-Fund the assets and returns quoted in the currency of the relevant class/category of shares against long-term movements of their currency of quotation and/or (vii) such other features as may be determined by the board of directors from time to time in compliance with applicable law;

(b) The proceeds to be received from the issue of shares of a class/category shall be applied in the books of the Company to the relevant class/category or classes/categories of shares issued in respect of such Sub-Fund, and, as the case may be, the relevant amount shall increase the proportion of the net assets of such Sub-Fund attributable to the class/category of shares to be issued;

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

(d) Where any asset is derived from another asset, such derivative asset shall be attributable in the books of the Company to the same class/category or classes/categories of shares as the assets from which it was derived and on each revaluation of an asset, the increase or decrease in value shall be applied to the relevant Sub-Fund or class/category of shares;

(e) In the case where any asset or liability of the Company cannot be considered as being attributable to a particular class/category of shares, such asset or liability shall be allocated to all the classes/categories of shares pro rata to their respective net asset values or in such other manner as determined by the board of directors acting in good faith, provided that

(i) where assets, on behalf of several Sub-Funds are held in one account, the respective right of each of shares shall correspond to the prorated portion resulting from the contribution of the relevant class/category of shares to the relevant account, and

(ii) the right shall vary in accordance with the contributions and withdrawals made for the account of the class/category of shares, as described in the sales documents for the shares of the Company. With reference to the relations between Shareholders, each Sub-Fund and class/category of shares will be treated as a separate entity.

(f) Upon the payment of distributions to the holders of any class/category of shares, the net asset value of such class/category of shares shall be reduced by the amount of such distributions.

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

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

IV. For the purpose of this article:

1) shares of the Company to be redeemed under Article 8 hereof shall be treated as existing and taken into account until immediately after the time specified by the board of directors on the Valuation Day on which such valuation is made and from such time and until paid by the Company the price therefore shall be deemed to be a liability of the Company;

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

3) all investments, cash balances and other assets expressed in currencies other than the reference currency of the relevant Sub-Fund shall be valued after taking into account the market rate or rates of exchange in force at the date and time for determination of the net asset value of shares and

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

- purchase any asset, the value of the consideration to be paid for such asset shall be shown as a liability of the Company and the value of the asset to be acquired shall be shown as an asset of the Company;

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

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

Art. 12. Frequency and Temporary Suspension of Calculation of Net Asset Value per Share, of Issue, Redemption and Conversion of Shares. With respect to each Sub-Fund or class/category of shares, the net asset value per share and the price for the issue, redemption and conversion of shares shall be calculated from time to time by the Company or any agent appointed thereto by the Company, at least twice a month at a frequency determined by the board of directors, such date being referred to herein as the "Valuation Day";.

The Company may suspend the determination of the net asset value per share of any particular Sub-Fund or class/category and the issue and redemption of its shares to and from its shareholders as well as the conversion from and to shares of each Sub-Fund or class/category:

a) during any period when any of the principal stock exchanges or other markets on which any substantial portion of the investments of the Company attributable to such class/category of shares from time to time is quoted or dealt in is closed otherwise than for ordinary holidays, or during which dealings therein are restricted or suspended, provided that such restriction or suspension affects the valuation of the investments of the Company attributable to a class/category quoted thereon; or

b) during the existence of any state of affairs which constitutes an emergency in the opinion of the board of directors as a result of which disposals or valuation of assets owned by the Company attributable to such class/category of shares would be impractical; or

c) during any breakdown in the means of communication normally employed in determining the price or value of any of the investments of such class/category of shares or the current price or values on any stock exchange or other market in respect of the assets attributable to such class/category of shares; or

d) when for any other reason the prices of any investments owned by the Company attributable to any class/category of shares cannot promptly or accurately be ascertained; or

e) from the time of publication of a notice convening an extraordinary general meeting of shareholders for the purpose of winding-up the Company, any Sub-Funds or classes/categories of shares, or any Sub-Funds, or informing the shareholders of the decision of the board of directors to terminate Sub-Funds or classes/categories of shares;

Any such suspension shall be publicised, if appropriate, by the Company and may be notified to shareholders having made an application for subscription, redemption or conversion of shares for which the calculation of the net asset value has been suspended.

Such suspension as to any class/category of shares shall have no effect on the calculation of the net asset value per share, the issue, redemption and conversion of shares of any other class/category of shares.

In the event of a suspension of the calculation of the net asset value, any request for subscription, redemption or conversion shall be accepted on the next Valuation Day following the end of the suspension, unless such request has been properly withdrawn, as more fully described under Chapter "Redemption".

Title III. - Administration and supervision

Art. 13. Directors. The Company shall be managed by a board of directors composed of not less than three members, who need not be shareholders of the Company. They shall be elected for a term not exceeding six years. The shareholders at a general meeting of shareholders shall elect the directors; the shareholders shall further determine the number of directors, their remuneration and the term of their office.

Directors shall be elected by the majority of the votes of the shares present or represented.

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

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

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

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

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

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

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

Any director may participate in a meeting of the board of directors by conference call or similar means of communications equipment whereby all persons participating in the meeting can hear each other, and participating in a meeting by such means shall constitute presence in person at such meeting.

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

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

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

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

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

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

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

The board of directors may appoint a management company submitted to Chapter 15 of the Law of 2010 on Undertakings for Collective Investment, as amended from time to time, in order to carry out the functions described in Annex II of the Law of 2010 on Undertakings for Collective Investment, as amended or replaced from time to time.

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

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

The Company may enter into a management agreement with one or several investment managers (the "Investment Managers"), as further described in the sales documents for the shares of the Company, who shall supply the Company with recommendations and advice with respect to the Company's investment policy pursuant to Article 18 hereof and may, on a day-to-day basis and subject to the overall control and the responsibility of the board of directors, have actual discretion to purchase and sell securities and other assets of the Company pursuant to the terms of a written agreement.

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

The Company may enter into an advisory agreement with one or several investment advisors (the "Investment Advisors"), as further described in the sales documents for the shares of the Company, who shall supply only the Company with economic and financial information and advice on marketing strategies in relation with the SICAV and its Sub-Funds and/or classes/categories.

Art. 18. Investment Policies and Restrictions. The board of directors, based upon the principle of risk spreading, has the power to determine (i) the investment policies to be applied in respect of each Sub-Fund, (ii) the hedging strategy to be applied to specific classes/categories of shares within particular Sub-Funds and (iii) the course of conduct of the management and business affairs of the Company, all within the restrictions as shall be set forth by the board of directors in compliance with applicable laws and regulations.

Within those restrictions, the board of directors may decide that investments be made in:

(1) Transferable Securities and Money Market Instruments admitted to or dealt in on a Regulated Market as defined in Article 4 point 1 (14) of the Directive 2004/39/EC of the European Parliament and of the Council of 21 April 2014;

(2) Transferable Securities and Money Market Instruments dealt in on another market in a Member State of the EU which is regulated, operates regularly and is recognised and open to the public;

(3) Transferable securities and money market instruments admitted to official listing on a stock exchange in a non-EU Member State or traded on another regulated market in a non-EU Member State which operates regularly and is recognised and open to the public located within any other European, American, Asian, African or Australasian or Oceania country (hereinafter called "approved state");

(4) money-market instruments as defined under "Investment Policy" that are not traded on a regulated market, referred to in paragraphs 1, 2, 3 above, if the issue or issuer of these instruments is itself already governed by rules providing protection for investors and investments and on condition that such instruments have been

(i) issued or guaranteed by a central, regional or local authority, a central bank of a EU Member State, the European Central Bank, the European Union or the European Investment Bank, a non-EU Member State or, in the case of a Federal State, by one of the members making up the federation, or by a public international body to which one or more EU Member States belong; or

(ii) issued by an undertaking whose securities are traded on the regulated markets mentioned in 1), 2 and 3);

(iii) issued or guaranteed by an establishment subject to prudential supervision, in accordance with criteria defined by Community law or by an establishment which is subject to and complies with prudential rules considered by the Luxembourg supervisory authority CSSF to be at least as stringent as those laid down by Community law; or

(iv) issued by other issuers belonging to the categories approved by the Luxembourg supervisory authority CSSF, provided that investor protection rules apply to investments in such instruments that are equivalent to those of the first, second or third intend of this paragraph e) and provided the issuers constitute either a company with equity capital ("capital et réserves") amounting to at least 10 million euro (EUR 10,000,000), which prepares, presents and publishes its annual accounts under the provisions of the Fourth Council Directive 78/660/EEC, or an entity which within a group of companies encompassing one or more listed companies is dedicated to and responsible for its financing and the financing of the group, or an entity which is dedicated to the financing of securitisation vehicles which benefit from a banking liquidity line.

(5) shares or units of UCITS authorised according to the Directive 2009/65/EC and/or other UCI within the meaning of the first and second indent of Article 1(2) of the Directive 2009/65/EC, should they be situated in a member state of the European Union or a non-EU country, provided that:

(i) such other UCI have been approved in accordance with statutory rules subjecting them to supervision which, in the opinion of the CSSF, is equivalent to that applying under Community law, and that adequate provision exists to ensure co-operation between authorities. This is currently the case with all Member States of the European Union, Japan, Hong Kong, the US, Canada, Switzerland and Norway,

(ii) the level of guaranteed protection for unit- or shareholders in such other UCI is equivalent to the level of protection provided for the unit- and/or shareholders in a UCITS, and in particular that the rules on asset segregation, borrowing, lending, and short selling of securities (uncovered sales of transferable securities) and on money-market instruments that are equivalent to the requirements of the Directive 2009/65/EC;

(iii) the business operations of the other UCI is reported in semi-annual and annual reports to enable an assessment to be made of the assets and liabilities, income, transactions and operations during the reporting period;

(iv) the UCITS or other UCI in which shares are to be acquired may invest a maximum of 10% of its assets in the shares of other UCITS or UCI in accordance with its formation documents.

The sub-funds may also acquire shares of another sub-fund subject to the provisions of these Articles of Incorporation.

(6) derivative financial instruments ("derivatives"), including equivalent cash instruments traded at one of the stock exchanges or regular markets listed in a), b) and c) above, and/or derivatives not traded on a stock exchange or regulated market ("OTC derivatives"), provided that

- the underlying securities constitute instruments as defined by paragraphs a) to i) or are financial indices, interest rates, foreign exchange rates, currencies or macroeconomic indices in which the Company may invest directly or indirectly via other existing UCIs/UCITS according to the investment objectives of its sub-funds,

- in transactions concerning OTC derivatives, the counterparties to OTC derivative transactions are institutions subject to prudential supervision and belong to the categories approved by the Luxembourg supervisory authority CSSF; and

- the OTC derivatives are subject to reliable and verifiable valuation on a daily basis and can be sold, liquidated, settled or closed by an offsetting transaction at any time by means of a back-to-back transaction at the appropriate market price at the initiative of the Company.

(7) recently issued transferable securities and money market instruments, provided that the terms of issue include an undertaking that application will be made for admission to official listing on a stock exchange or to another regulated market referred to under paragraphs a) to c) above and that such admission is secured within one year of issue;

(8) deposits with credit institutions which are repayable on demand or have the right to be withdrawn, and maturing in no more than twelve (12) months, provided that the credit institution has its registered office in a EU Member State or, if the registered office of the credit institution is situated in a non EU Member State, provided that it is subject to prudential rules considered by the CSSF as equivalent to those laid down in Community law;

Moreover, each sub-fund may invest no more than 10% of the net assets of its net assets in transferable securities and money market instruments other than those referred to in paragraph (1) to (3),(4), (5) and (7) to (7) above.

(9) Each sub-fund may hold liquid assets on an ancillary basis.

Risk Diversification

(10) In accordance with the principle of risk diversification, the Company may invest no more than 10 % of the net assets of a sub-fund in transferable securities or money market instruments issued by the same single issuer. The Company may not invest more than 20 % of the net assets of a sub-fund in deposits made with one and the same institution. The risk exposure to a counterparty of the Company in an OTC derivative transaction may not exceed 10 % of the net assets of the sub-fund concerned, if the counterparty is a credit institution referred to in Article 18 (9) of these Articles of Incorporation. The maximum permitted risk exposure is reduced to 5 % of the net assets of the sub-fund in transactions with other counterparties not being credit institutions. The total value of all positions in transferable securities and money market instruments held by the Company in such issuing bodies in each of which the sub-fund invests more than 5 % of its assets must not exceed 40 % of the value of its respective net assets. This limitation does not apply to deposits and OTC derivative transactions made with financial institutions subject to prudential supervision.

(11) Notwithstanding the individual limits laid down in Article 18 (11) of these Articles of Incorporation, each sub-fund may not combine, where this would lead to an investment of more than 20 % of its net assets in a single issuer, any of the following:

- investments in transferable securities or money market instruments issued by that issuer;

- deposits made with that issuer/body; or

- exposures arising from OTC derivative transactions undertaken with a that issuer/body.

(12) The limit laid down in the first sentence of Article 18 point (11) of these Articles of Incorporation may be raised to a maximum of 25 % for various debt instruments ('bonds') issued by credit institutions which have their registered office in an EU-member state and are subject, in that particular country, by law, to special public supervision designed to protect the bondholders. In particular, funds originating from the issue of such bonds must, in accordance with the law, be invested

in assets which, during the whole period of validity of the bonds, provide sufficient cover for the obligations arising, and in case of bankruptcy of the issuer, provide for a preference right in respect of the payment of capital and interest that would be capable of coverings used on a priority basis for the reimbursement of the principal and payment of the accrued interest. If the sub-funds invests more than 5 % of its net assets in such bonds issued by a same single issuer referred to in the preceding sub-paragraph, the total value of such investments may not exceed 80% of the net assets of that sub-fund.

The aforementioned limit of 10% may be raised to a maximum of 35% for securities or money-market instruments that are issued or guaranteed by an EU Member State or its central, regional and local authorities, by another approved country, or by public-law international organisations that have been started, are guaranteed or to which one or more EU states belong.

The transferable securities and money market instruments referred to in the first two paragraphs of this Article 18 paragraph (13) of these Articles of Incorporation shall not be taken into account for the purpose of applying the limit of 40 % referred to in Article 18 paragraph (11) of these Articles of Incorporation.

The limits set out in Articles 18 paragraph (11), (12), and (13) of these Articles of Incorporation may not be combined nor accumulated; thus investments in transferable securities or money market instruments issued by the same single issuer, or in deposits or in derivative instruments made with this single issuer carried out in accordance with Article 18 paragraph (11), (12) and (13) of these Articles of Incorporation may not exceed in total 35 % of the net assets of the sub-fund.

Companies which belong to the same group for the purposes of preparation of consolidated accounts, as defined in Directive 83/349/EEC or in accordance with recognized international accounting principles, must be treated as a single issuer for the purpose of calculating the limits contained in this Article.

However investments by a sub-fund in transferable securities and money market instruments within the same single group of companies may cumulatively amount up to a limit of 20 % of the net assets for the sub-fund concerned.

The Company may further invest up to 100% of the net assets of any sub-fund, in accordance with the principle of risk diversification, in transferable securities and money market instruments issued or guaranteed by an EU-member state or its central, regional and local authorities, by another approved country, as the case be a non-EU member state, or by public-law international organisations to which one or more EU Member States belong, such as for example the Organization for Economic Co-Operation and Development, the G20 or Singapore. In such event, the sub-fund concerned must hold securities or money-market instruments from at least six different issues, but securities from any one and the same issue may not account for more than 30% of the total amount.

(13) Investments in other UCITS or UCI are governed by the following conditions, subject to the provisions of Article 18 paragraph (24) of these Articles of Incorporation:

a) The Company may invest up to 20% of the net assets of a sub-fund in shares of a single UCITS or UCI. For the interpretation of this investment limit, each sub-fund of a UCI with several sub-funds is regarded as an independent issuer provided that each sub-fund bears individual responsibility in respect of third parties.

b) Total investments in units of other UCI as a UCITS may not exceed 30% of the relevant sub-fund’s net assets. The assets invested in the UCITS or other UCIs shall not be included in the calculation of the maximum limits set out in Article 18 paragraph (11), (12) and (13) of these Articles of Incorporation.

c) For sub-funds which in line with their investment policy invest a significant portion of their assets in shares or units of other UCITS and/or UCI, the maximum management fees chargeable by the sub-fund itself and by the other UCITS and/or UCI in which it invests are described in the chapter "Expenses paid by the Company".

(14) Investments in shares issued by one or more other sub-funds of the Company:

The sub-funds may also subscribe for, acquire and/or hold shares issued or to be issued by one or more sub-funds subject to additional requirements which may be specified in the sales documents, if:

a) the target sub-fund does not, in turn, invest in the sub-fund invested in this target sub-fund; and

b) no more than 10% of the assets of the target sub-fund whose acquisition is contemplated may, pursuant to its Articles of incorporation, be invested in aggregate in units/shares of other UCIs; and

c) voting rights, if any, attaching to the relevant securities are suspended for as long as they are held by the sub-fund concerned; and

d) in any event, for as long as these securities are held by the relevant sub-fund, their value will not be taken into consideration for the purposes of verifying the minimum threshold of the net assets imposed by the 2010 Law; and

e) there is no duplication of management/subscription or redemption fees between those at the level of the sub-fund having invested in the target sub-fund, and this target sub-fund.

(15)

(i) The Company may invest a maximum of 20 % of its investments in shares and/or debt securities issued by the same body when, according to the relevant sub-fund's investment policy its purpose is to replicate the composition of a certain stock or debt securities index which is recognised by the CSSF, on the following basis:

- the composition of the index is sufficiently diversified;

- the index represents an adequate benchmark for the market to which it refers;

- it is published in an appropriate manner.

(ii) The limit laid down in Article 18 paragraph (16) (i) of these Articles of Incorporation is raised to 35 % where that proves to be justified by exceptional market conditions in particular in regulated markets where certain transferable securities or money market instruments are highly dominant. The investment up to this limit is only permitted for a single issuer.

If the limits mentioned in the Article 18 paragraphs (11) and (12) of these Articles of Incorporation are exceeded unintentionally or due to the exercise of subscription rights, the Company must attach top priority in its sales of securities to normalising the situation while, at the same time, considering the best interests of shareholders.

Provided that they continue to observe the principles of diversification, newly established sub-funds and merging sub-funds may deviate from the specific risk diversification restrictions mentioned above for a period of six months after being approved by the authorities respectively after the effective date of the merger.

Provided the particular sub-fund's investment policy does not specify otherwise, it may invest no more than 10% of its assets in other UCITS or UCI or in other sub-funds of the Company.

Investment Restrictions

The Company may not:

(16) acquire securities the sale of which is restricted due to contractual agreements;

(17) acquire any shares carrying voting rights which would enable it to exercise significant influence over the management of an issuing body;

(18) acquire more than:

(i) 10% of the non-voting shares of the same issuer;

(ii) 10% of the debt securities of the same issuer;

(iii) 25% of the units of the same UCITS or other UCI within the meaning of article 2 of the 2010 Law;

(iv) 10% of the money-market instruments of any single issuer.

The limits laid down in (ii)-(iv) may be disregarded at the time of acquisition if at that time the gross amount of bonds or of the money-market instruments, or the net amount of the instruments in issue cannot be calculated.

The limits laid down in Article 18 paragraph (18) of these Articles of Incorporation are waived with regard to transferable securities and money-market instruments issued or guaranteed by an EU member state or its local authorities or guaranteed by a non-member state of the EU or issued by public international bodies of which one or more member states of the EU are members; shares held in the capital of a company incorporated in a non-member state of the EU which invests its assets mainly in the securities of issuing bodies having their registered office in that state, where under the legislation of that state, such a holding represents the only way in which the Company can invest in the securities of issuing bodies of that state under the conditions of the 2010 Law; shares held in the capital of subsidiary companies, which carry on the business of management, advice or marketing in the country where the subsidiary is established, with regard to the repurchase of units at the request of shareholders exclusively on their behalf;

(19) carry out uncovered sales of transferable securities, money market instruments or other financial instruments referred to in Article 18 paragraph (5), (6) and (9) of these Articles of Incorporation;

(20) acquire either precious metals or certificates representing them;

(21) invest in immovable property;

(22) borrow. However, the Company may acquire foreign currency by means of a back-to-back loans and on a temporary basis and no more than 10 % of its assets;

(23) grant loans or act as a guarantor for third parties. This restriction shall not prevent the Company from acquiring transferable securities, money market instruments or other financial instruments referred to in Article 18 paragraph (5), (6) and (9) of these Articles of Incorporation which are not fully paid;

Any other applicable investment restrictions are specified in the sales documents.

(24) Specific rules for sub-funds established as a master/feeder structure

(i) A feeder-sub-fund is a sub-fund, which has been approved to invest, by way of derogation from article 2, paragraph (2), first indent of the 2010 Law at least 85% of its assets in units of another UCITS or sub-fund thereof (hereafter referred to as the "master UCITS").

(ii) A feeder-sub-fund may hold up to 15% of its assets in one or more of the following:

a) ancillary liquid assets in accordance with article 18 paragraph (10) of these Articles of Incorporation;

b) financial derivative instruments, which may be used only for hedging purposes, in accordance with Article 18 paragraph (7) of these Articles of Incorporation and article 42, paragraphs (2) and (3) of the 2010 Law;

c) movable and immovable property which is essential for the direct pursuit of its business

(iii) For the purposes of compliance with article 42, paragraph (3) of the 2010 Law, the feeder-sub-fund shall calculate its global exposure related to financial derivative instruments by combining its own direct exposure under Article 17 paragraph (24) (ii) b) of these Articles of Incorporation with:

a) either the master UCITS' actual exposure to financial derivative instruments in proportion to the feeder-sub-fund investment into the master UCITS;

b) or the master UCITS' potential maximum global exposure to financial derivative instruments provided for in the master UCITS management regulations or instruments of incorporation in proportion to the feeder-sub-fund's investment into the master UCITS.

iv) A master UCITS is a UCITS, or a sub-fund thereof, which:

a) has, among its shareholders, at least one feeder UCITS;

b) is not itself a feeder UCITS; and

c) does not hold units of a feeder UCITS.

(v) If a master UCITS has at least two feeder UCITS as shareholders, article 2, paragraph (2), first indent and article 3, second indent of the 2010 Law shall not apply.

(vi) If a sub-fund acts as master UCITS, it may not charge subscription or redemption fees to the feeder-UCITS.

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

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

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

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

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

The auditor shall fulfil all duties prescribed by the Law.

Title IV. - General meetings - Accounting year - Distributions

Art. 22. General Meetings of Shareholders of the Company.

1. The general meeting of shareholders of the Company shall represent the entire body of shareholders of the Company. Its resolutions shall be binding upon all the shareholders regardless of the class/category 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.

2. The general meeting of shareholders shall meet upon call by the board of directors.

3. It may also be called upon the request of shareholders representing at least one fifth of the share capital.

4. The annual general meeting shall be held in accordance with Luxembourg law at the registered office of the Company in Luxembourg, on the last Monday in April, each year at 11.00 a.m. In case such day is not a business day in Luxembourg, the general meeting takes place on the immediately following business day in Luxembourg. The first annual general meeting is held in April 2017.

5. If the aforementioned day is not a bank business day in Luxembourg, the annual general meeting will be held on the next Luxembourg bank business day. In this context, "bank business day" refers to the normal bank business days (i.e. each day on which banks are open during normal business hours) in Luxembourg, with the exception of individual, non-statutory rest days.

6. Additional, extraordinary general meetings may be held at locations and at times set out in the notices of meeting.

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

notices will be announced to shareholders in accordance with the statutory regulations and, if appropriate, in additional newspapers to be laid down by the Board of Directors.

8. If all shareholders are present or represented and declare themselves as being duly convened and informed of the agenda, the general meeting may take place without convening notice of meeting in accordance with the foregoing conditions.

9. The Board of Directors may determine all other conditions to be fulfilled by shareholders in order to attend any meeting of shareholders.

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

11. Each full share of whatever sub-fund and/or whatever share class of sub-fund is entitled to one vote, in compliance with Luxembourg law and these Articles of Incorporation. A shareholder may act at any meeting of shareholders by appointing another person ('representative') by his power-of-attorney ('proxy') in writing or by facsimile, mail or any other similar means of communication. Such person does not need to be a shareholder and may be a Director or appointed officer of the Company.

12. Each shareholder may vote through voting forms sent by post, facsimile, mail or any other similar means of communication to the Company's registered office or to the address specified in the convening notice to the meeting.

13. The Company will only take into account voting forms received five (5) days prior to the general meeting of shareholders they relate to.

14. Decisions affecting the interests of all shareholders in the Company will be made at the general meeting while decisions affecting only the shareholders in a particular sub-fund and/or particular class of sub-fund will be made at the general meeting of that sub-fund and/or share class of sub-fund.

15. Unless otherwise provided by law or in these Articles of Incorporation, resolutions of the general meeting are passed by a simple majority vote of the shares present or represented.

Art. 23. General meetings of Shareholders in a Sub-Fund or in a Class/Category of Shares. The shareholders in a sub-fund or share class of sub-fund may hold general meetings at any time to decide matters relating exclusively to that sub-fund or share class of sub-fund.

The provisions in Article 22, paragraphs 1, 2 and 6-14 shall apply accordingly to such general meetings.

Each full share of whatever sub-fund or share class of sub-fund is entitled to one vote pursuant to the provisions of Luxembourg law and these Articles of Incorporation. A shareholder may act at any meeting of shareholder by appointing another person ('representative') by his power-of-attorney ('proxy') in writing or by facsimile, mail or any other similar means of communication. Such person does not need to be a shareholder and may be a Director or appointed officer of the Company.

Unless otherwise provided for by law or in the current Articles of Incorporation, resolutions of the general meeting are passed by simple majority of the shares present or represented at the meeting.

All resolutions of the general meetings of the Company that change the rights of the shareholders in a particular sub-fund and/or share class of sub-fund in relation to the rights of shareholders in another sub-fund and/or share class of sub-fund will be submitted to the shareholders in this other sub-fund and/or share class of sub-fund pursuant to article 68 of the law dated 10 August 1915 on commercial companies as amended from time to time.

Art. 24. Termination and Amalgamation of Sub-Fund or classes/categories of shares. In the event that for any reason the value of the total net assets in any Sub-Fund or the value of the net assets of any class/category of shares within a Sub-Fund has decreased to, or has not reached, an amount determined by the board of directors to be the minimum level for such Sub-Fund, or such class/category of shares, to be operated in an economically efficient manner or in case of a substantial modification in the political, economic or monetary situation or as a matter of economic rationalization, the board of directors may decide to redeem all the shares of the relevant class/category or classes/categories at the net asset value per share (taking into account actual realization prices of investments and realization expenses) calculated on the Valuation Day at which such decision shall take effect. The Company shall serve a notice to the holders of the relevant class/category or classes/categories of shares prior to the effective date for the compulsory redemption, which will indicate the reasons and the procedure for the redemption operations: registered holders shall be notified in writing; Unless it is otherwise decided in the interests of, or to keep equal treatment between, the shareholders, the shareholders of the class/category or Sub-Fund concerned may continue to request redemption or conversion of their shares free of charge (but taking into account actual realization prices of investments and realization expenses) prior to the date effective for the compulsory redemption.

Notwithstanding the powers conferred to the board of directors by the preceding paragraph, the general meeting of shareholders of any Sub-Fund or any one or all classes/categories of shares issued in any Sub-Fund may, upon proposal from the board of directors, redeem all the shares of the relevant Sub-Fund or class/category or classes/categories at the net asset value per share (taking into account actual realization prices of investments and realization expenses) calculated on the Valuation Day, at which such decision shall take effect. There shall be no quorum requirements for such general

meeting of shareholders, which shall decide by resolution taken by simple majority of those present or represented and voting at such general meeting.

Assets which may not be distributed to their beneficiaries upon the implementation of the redemption will be deposited with the Custodian for a period of six months thereafter; after such period, the assets will be deposited with the Caisse de Consignations on behalf of the persons entitled thereto.

All redeemed shares shall be cancelled.

Under the same circumstances as provided by the first paragraph of this Article, the board of directors may decide to allocate the assets of any Sub-Fund to those of another existing Sub-Fund within the Company or to another undertaking for collective investment organised under the provisions of Part I of the Law or to another sub-fund within such other undertaking for collective investment (the "new Sub-Fund") and to re-designate the shares of the class/category or of another class/category concerned as shares of another class/category (following a split or consolidation, if necessary, and the payment of the amount corresponding to any fractional entitlement to shareholders). Such decision will be published in the same manner as described in the first paragraph of this Article one month before its effectiveness (and, in addition, the publication will contain information in relation to the new Sub-Fund), in order to enable shareholders to request redemption or conversion of their shares, free of charge, during such period.

Notwithstanding the powers conferred to the board of directors by the preceding paragraph, a contribution of the assets and of the liabilities attributable to any Sub-Fund to another Sub-Fund within the Company may be decided upon by a general meeting of the shareholders of the class/category or classes/categories of shares issued in the Sub-Fund concerned for which there shall be no quorum requirements and which will decide upon such an amalgamation by resolution taken by simple majority of those present or represented and voting at such general meeting.

A contribution of the assets and of the liabilities attributable to any Sub-Fund to another undertaking for collective investment referred to in the fifth paragraph of this Article or to another sub-fund within such other undertaking for collective investment shall require a resolution of the shareholders of the class/category or classes/categories of shares issued in the Sub-Fund concerned taken with the procedure and the quorum requirement to modify the Articles of Incorporation (as stated under Article 30 hereof), except when such an amalgamation is to be implemented with a Luxembourg undertaking for collective investment of the contractual type ("fonds commun de placement") or a foreign based undertaking for collective investment, in which case resolutions shall be binding only on such shareholders who have voted in favour of such amalgamation.

Art. 25. Liquidation and merger of sub-funds; Conversions of existing sub-funds in Feeder-UCITS and Conversions of sub-funds established as Master-UCITS.

25.1 Liquidation of sub-funds and share classes

Upon liquidation announcement to the shareholders of a particular sub-fund and/or share class of sub-fund, the Board of Directors may arrange for the liquidation of one or more sub-funds and/or share classes of sub-fund(s) if the value of the net assets of the respective sub-fund and/or share class remains at or falls to a level that no longer allows it to be managed in an economically reasonable way as well as in the course of a rationalisation. The same also applies in cases where changes to the political or economic conditions justify such liquidation.

Up to the date upon which the decision takes effect, shareholders retain the right, free of charge, subject to the liquidation costs to be taken into account and subject to the guaranteed equal treatment of shareholders, to request the redemption of their shares. The Board of Directors may however determine a different procedure, in the interest of the shareholders of the sub-fund(s) and/or of the share classes of sub-fund(s).

Any assets of the sub-fund and/or share class that are not paid out following liquidation will be transferred to the Caisse de Consignation on behalf of those entitled within the time period prescribed by Luxembourg laws and regulations and shall be forfeited in accordance with Luxembourg law.

All redeemed shares shall be cancelled by the company.

The liquidation of a sub-fund shall not involve the liquidation of another sub-fund. Only the liquidation of the last remaining sub-fund of the Company involves the liquidation of the Company.

Irrespective of the Board of Directors' rights, the general meeting of shareholders in a sub-fund and/or share class of sub-fund may reduce the company's capital at the proposal of the Board of Directors by withdrawing shares issued by a sub-fund and refunding shareholders with the net asset value of their shares, taking into account actual realization prices of investments and realization expenses and any costs arising from the liquidation) calculated on the Valuation Date on which such decision shall take effect. The net asset value is calculated for the day on which the decision comes into force, taking into account the proceeds raised on disposing of the sub-fund's assets and any costs arising from this liquidation. No quorum (minimum presence of shareholders covering the capital represented) is required for a decision of this type. The decision can be made with a simple majority of the shares present or represented at the general meeting.

Shareholders in the relevant sub-fund and/or share class will be informed of the decision by the general meeting of shareholders to withdraw the shares or of the decision of the Board of Directors to liquidate the sub-fund and/or share class by means of a publication as required by law In addition and if necessary in accordance with the statutory regulations of the countries in which shares in the company are sold, an announcement will then be made in the official publications of each individual country concerned.

The counter value of the net asset value of shares liquidated which have not been presented by shareholders for redemption will be deposited with the “Caisse de Consignation” within the time period prescribed by Luxembourg laws and regulations and shall be forfeited in accordance with Luxembourg law.

All redeemed shares shall be cancelled by the Company.

In addition, if a master-UCITS is liquidated, divided into two or more UCITS or merged with another UCITS, the feeder-sub-fund shall also be liquidated, unless the CSSF approves:

a) the investment of at least 85 % of the assets of the feeder-sub-fund in units of another master-UCITS; or

b) the amendment of the articles of incorporation of the feeder-sub-fund in order to enable it to convert into a sub-fund which is not a feeder-sub-fund.

Without prejudice to specific national provisions regarding compulsory liquidation, the liquidation of a master-UCITS shall take place no sooner than three months after the master-UCITS has informed all of its share- or unitholders and the CSSF of the binding decision to liquidate.

25.2 Mergers of the Company or of sub-funds with another UCITS or sub-funds thereof; Mergers of one more sub-funds

"Merger" means an operation whereby:

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

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

c) one or more UCITS or sub-funds thereof, the "merging UCITS", which continue to exist until the liabilities have been discharged, transfer their net assets to another sub-fund of the same UCITS, to a UCITS which they form or to another existing UCITS or a sub-fund thereof, the "receiving UCITS".

Mergers can be performed in accordance with the form, modalities and information requirements provided for by the 2010 Law; the legal consequences of mergers are governed by and described in the 2010 Law.

Under the same circumstances as provided in Article 24.1 of these Articles of Incorporation, the Board of Directors may decide to allocate the assets of any sub-fund and/or share class to those of another existing sub-fund and/or share class within the Company or to another Luxembourg undertaking for collective investment in transferable securities subject to Part I of the 2010 Law or to another sub-fund and/or share class within such other undertaking for collective investment in transferable securities subject to Part I of the 2010 Law (the "new sub-fund") and to re-designate the shares of the relevant sub-fund or share class concerned as shares of another sub-fund and/or share class (following a split or consolidation, if necessary, and the payment of the amount corresponding to any fractional entitlement to shareholders). Such decision will be published in the same manner as described in the first paragraph of this Article (and, in addition, the publication will contain information in relation to the new sub-fund), one month before the date on which the merger becomes effective in order to enable shareholders to request redemption or conversion of their shares, free of charge, during such period.

Under the same circumstances as provided in Article 24.1 of these Articles of Incorporation, the Board of Directors may decide to reorganise a sub-fund and/or share class by means of a division into two or more sub-funds and/or share class. Such decision will be published in the same manner as described in the first paragraph of this Article (and, in addition, the publication will contain information about the two or more new sub-fund) one month before the date on which the division becomes effective, in order to enable the shareholders to request redemption or conversion of their shares free of charge during such period.

Notwithstanding the powers conferred to the Board of Directors by the preceding paragraphs, the reorganisation of sub-funds and/or share class within the Company (by way of a merger or division) may be decided upon by a general meeting of the shareholders of the relevant sub-fund(s) and/or share class (i.e.: in the case of a merger, this decision shall be taken by the general meeting of the shareholders of the contributing sub-fund and/or share class. For both mergers and divisions of sub-funds, or share class, there shall be no quorum requirements for such general meeting and it will decide upon such a merger or division by resolution taken with the simple majority of the shares present and/or represented, except when such a merger is to be implemented with a Luxembourg undertaking for collective investment of the contractual type ("fonds commun de placement") or a foreign-based undertaking for collective investment, in which case resolutions shall be binding only upon such shareholders who will have voted in favour of such amalgamation

Where a sub-fund has been established as a master UCITS, no merger or division of shall become effective, unless the sub-fund has provided all of its shareholders and the competent authorities of the home member state of the feeder-UCITS with the information required by law, by sixty days before the proposed effective date. Unless the competent authorities of the home member state of the feeder-UCITS have granted approval to continue to be a feeder-UCITS of the master UCITS resulting from the merger or division of the relevant sub-fund, the relevant sub-fund shall enable the feeder-UCITS to repurchase or redeem all shares in the relevant sub-fund before the merger or division of the relevant sub-fund becomes effective.

The shareholders of both the merging UCITS and the receiving UCITS have the right to request, without any charge other than those retained by the UCITS to meet disinvestment costs, the repurchase or redemption of their shares or, where possible, to convert them into shares in another UCITS with similar investment policy and managed by the same management company or by any other company with which the management company is linked by common management or control, or by a substantial direct or indirect holding. This right shall become effective from the moment that the shareholders of the merging UCITS and those of the receiving UCITS have been informed of the proposed merger and shall cease to exist five working days before the date for calculating the exchange ratio.

The Company may temporarily suspend the subscription, repurchase or redemption of shares, provided that any such suspension is justified for the protection of the shareholders.

The entry into effect of the merger shall be made public through all appropriate means provided for by the competent authorities in the home member state of the receiving UCITS established in Luxembourg and shall be notified to the competent authorities of the home member states of the receiving UCITS and the merging UCITS. A merger which has taken in accordance with the provisions of the 2010 Law cannot be declared null and void.

25.3 Conversions of existing sub-funds in Feeder-UCITS and changes of sub-funds established as Master-UCITS

For conversions of existing sub-funds in Feeder-UCITS and changes of sub-funds established as Master-UCITS the Shareholders must be provided with the information required by the 2010 Law within the periods of time prescribed by law. The shareholders are entitled to redeem their shares in the relevant sub-funds free of charge within thirty (30) days thereafter, irrespective of the costs of the redemption.

Art. 25. Accounting Year. The accounting year of the Company shall commence on the first day of January and shall terminate on the last day of December of each year. The first accounting year starts on the date of incorporation of the Company and ends on December 31, 2016. An unaudited semi-annual report will be issued on June 30, 2016

Art. 26. Use of Income / Distributions. The general meeting of shareholders of the class/category or classes/categories issued in respect of any Sub-Fund shall, upon proposal from the board of directors and within the limits provided by law, determine how the results of such Sub-Fund shall be disposed of, and may from time to time declare, or authorize the board of directors to declare, distributions.

For any class/category of shares entitled to distributions, the board of directors may decide to pay interim dividends in compliance with the conditions set forth by law.

Payments of distributions to holders of registered shares shall be made to such shareholders at their addresses in the register of shareholders.

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

The board of directors may decide to distribute stock dividends in lieu of cash dividends upon such terms and conditions as the board of directors may set forth.

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

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

Title V. - Final provisions

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

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

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

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

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

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

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

Art. 29. Liquidation. Liquidation shall be carried out by one or several liquidators, who may be physical persons or legal entities, appointed by the general meeting of shareholders which shall determine their powers and the compensation. The liquidator(s) must be approved by the Luxembourg supervisory authority.

The net proceeds of the liquidation of each sub-fund shall be distributed by the liquidators to the shareholder(s) of the relevant sub-fund in proportion to the number of shares which it/they hold in that sub-fund. The amounts not claimed by the shareholder(s) at the end of the liquidation shall be deposited with the Caisse des Consignations in Luxembourg. If these amounts are not claimed before the end of a period of five years, the amounts shall become statute-barred and cannot be claimed any more.

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

Art. 31. Statement. Words importing a masculine gender also include the feminine gender and words importing persons or shareholders also include corporations, partnerships associations and any other organised group of persons whether incorporated or not.

Art. 32. Applicable Law. All matters not governed by these Articles shall be determined in accordance with the law of 10 August 1915 on commercial companies and the Law as such laws have been or may be amended from time to time."

Initial capital - Subscription and payment

The initial capital fixed at thirty-five thousand euro (EUR 35,000),- divided into one hundred (100) Shares of no par value.

The subscriber has subscribed for the number of Shares and has paid in cash the amount as mentioned hereafter:

Subscriber	Subscribed Capital	Number of Shares
INVEST BANCA, a company incorporated under the laws of ITALY, having its registered office at Via Cherubini, 99, 50053 Empoli (FI) Italy	EUR 35,000,-	(100)
TOTAL	thirty-five thousand euro (EUR 35,000),-	one hundred (100)

Evidence of the above payments, has been given to the undersigned notary, who expressly acknowledges it.

Expenses

The expenses which shall result from the organisation of the corporation are estimated approximately EUR 3,800.-.

Statements

The undersigned notary states that the condition provided for in articles 26, 26-3 and 26-5 of the Law of August tenth, nineteen hundred and fifteen on commercial companies have been observed.

General meeting of shareholders

The above named person representing the entire subscribed capital and considering itself as having received due notice, has immediately taken the following resolutions:

1. The following persons are appointed director for the period ending at the annual general meeting in 2021:

Chairman of the Board:

Mr. Stefano Sardelli, born at Volterra (Italy) on June 10, 1959, Managing Director - Invest Banca residing professionally at Via Cherubini, 99, 50053 Empoli (FI) Italy.

Directors:

Mr. Giacomo Turco, born at Pistoia (Italy) on November 27, 1964, Deputy Managing Director -Invest Banca residing professionally at Via Cherubini, 99, 50053 Empoli (FI) Italy.

Mrs. Lidia Palumbo, born at Mont-Saint-Martin (France) on December 3, 1965, General Manager - Pharus Management Lux S.A. residing professionally at 16 Avenue de la Gare, L-1610 Luxembourg.

2. The following is appointed as independent auditor of the Company for a period ending with the next annual general meeting:

KPMG Luxembourg, Société coopérative, having its registered office at 39, Avenue John F. Kennedy, L-1855 Luxembourg (R.C.S. Luxembourg B 149133).

3. The registered office of the Company is fixed at 5, allée Scheffer, L-2520 Luxembourg.

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

This deed having been read to the appearing person, the said person appearing signed together with the notary, this original deed.

Signé: M. RAUSCH et H. HELLINCKX.

Enregistré à Luxembourg A.C.1, le 10 février 2016. Relation: 1LAC/2016/4633. Reçu soixante-quinze euros (75.- EUR).

Le Receveur (signé): P. MOLLING.

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

Luxembourg, le 16 février 2016.

Référence de publication: 2016067088/1095.

(160029581) Déposé au registre de commerce et des sociétés de Luxembourg, le 16 février 2016.

Tempo-Net S.à r.l., Société à responsabilité limitée.

Siège social: L-6776 Grevenmacher, 2, route Nationale 1.

R.C.S. Luxembourg B 23.868.

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Les comptes annuels au 31 décembre 2014 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.
Luxembourg, le 25 janvier 2016. Signature.

Référence de publication: 2016056358/10.

(160015711) Déposé au registre de commerce et des sociétés de Luxembourg, le 26 janvier 2016.

Stingray Investment S.à r.l., Société à responsabilité limitée.

Capital social: EUR 12.583,37.

Siège social: L-1882 Luxembourg, 12F, rue Guillaume Kroll.

R.C.S. Luxembourg B 185.403.

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Suite à un contrat de cession de parts sociales effectif au 19 novembre 2015, Capvis General Partner III Limited, associé de la Société, a cédé onze mille cent trente-huit (11.138) parts sociales ordinaires et six mille soixante-six (6.066) parts sociales préférentielles d'une valeur nominale d'un Cent (EUR 0,01) chacune de la Société à Monsieur Jan Valdmaa, demeurant au 7, Brucknerstrasse, 91074 Herzogenaurach, Allemagne.

Luxembourg, le 29 décembre 2015.
Pour la Société
Alex SCHMITT
Mandataire

Référence de publication: 2015212848/16.

(150238510) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

San Carlos Systems S.A., Société Anonyme.

Siège social: L-1114 Luxembourg, 10, rue Nicolas Adames.

R.C.S. Luxembourg B 126.197.

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CLÔTURE DE LIQUIDATION

Extrait

Il résulte du procès-verbal de l'Assemblée Générale Extraordinaire des actionnaires de la société SAN CARLOS SYSTEMS S.A. (en liquidation) tenue à Luxembourg en date du 28 décembre 2015 que les actionnaires, à l'unanimité des voix, ont pris les résolutions suivantes:

1) La liquidation de la société a été clôturée.

2) Les livres et documents sociaux sont déposés et conservés pendant cinq ans à l'ancien siège social de la société, et les sommes et valeurs éventuelles revenant aux créanciers et aux actionnaires qui ne se seraient pas présentés à la clôture de la liquidation sont déposés au même siège social au profit de qui il appartiendra.

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

Référence de publication: 2015212853/17.

(150239409) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

TALIX International, Société Anonyme.

Siège social: L-8030 Strassen, 163, rue du Kiem.

R.C.S. Luxembourg B 133.156.

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Extrait des décisions prises lors de l'assemblée générale ordinaire tenue de façon exceptionnelle au siège social, le 28 décembre 2015

7 ème Résolution

L'Assemblée Générale accepte la démission de Monsieur Marc LIBOUTON en qualité d'administrateur B de la société.

L'Assemblée Générale décide de nommer, avec effet immédiat, Catherine Kornmeyer, employée privée, avec adresse professionnelle au 10 rue Antoine Jans L -1820 Luxembourg-, en tant que nouvel administrateur B et Président du Conseil d'Administration de la société.

Son mandat viendra à échéance à l'issue de l'Assemblée Générale Statutaire Annuelle qui se tiendra en 2018.

Référence de publication: 2015212946/15.

(150238374) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Tanker & Marine Consulting s.à r.l., Société à responsabilité limitée.

Siège social: L-4732 Pétange, 54, rue de l'Eglise.

R.C.S. Luxembourg B 155.137.

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DISSOLUTION

Extrait

Il résulte d'un acte de dissolution de société, reçu par Maître Alex WEBER, notaire de résidence à Bascharage, en date du 10 décembre 2015, numéro 2015/2815 de son répertoire, enregistré à Luxembourg Actes Civils 1, le 15 décembre 2015, relation: 1LAC/2015/40024 de la société à responsabilité limitée "TANKER & MARINE CONSULTING s.à r.l.", avec siège social à L-4732 Pétange, 54, rue de l'Eglise, inscrite au RCS à Luxembourg sous le numéro B 155 137, constituée suivant acte reçu par Maître Alex WEBER, notaire de résidence à Bascharage, en date du 5 août 2010, publié au Mémorial C, numéro 2132 du 9 octobre 2010,

- la société "BRAMITA HOLDINGS LTD", seule associée, ont déclaré procéder à la dissolution et à la liquidation de la société prédite, avec effet au 10 décembre 2015,

- la société dissoute n'a plus d'activités.

- l'associée a déclaré en outre que la liquidation de la prédite société a été achevée et qu'ils assument tous les éléments actifs et passifs éventuels de la société dissoute.

- que les livres et documents de la société dissoute resteront déposés pendant la durée de cinq années à l'adresse suivante: L-4732 Pétange, 54, rue de l'Eglise.

Bascharage, le 29 décembre 2015.

Pour extrait conforme

Le notaire

Référence de publication: 2015212947/25.

(150239324) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Time Properties S.A., Société Anonyme.

Siège social: L-2168 Luxembourg, 127, rue de Mühlenbach.

R.C.S. Luxembourg B 181.079.

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Par la présente, je suis au regret de vous annoncer ma décision de démissionner de mes fonctions d'administrateur de votre société et ceci avec effet au 1 er août 2015.

Luxembourg, le 1 er août 2015. François GEORGES.

Référence de publication: 2015212955/10.

(150238561) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Time Properties S.A., Société Anonyme.

Siège social: L-2168 Luxembourg, 127, rue de Mühlenbach.

R.C.S. Luxembourg B 181.079.

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Par la présente, je suis au regret de vous annoncer ma décision de démissionner de mes fonctions d'administrateur de votre société et ceci avec effet au 1 er juillet 2015.

Luxembourg, le 1 er juillet 2015. Nicolas MILLE.

Référence de publication: 2015212956/10.

(150238561) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

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

Capital social: EUR 12.500,00.

Siège social: L-12500 Luxembourg, 8, rue de Beggen.

R.C.S. Luxembourg B 193.469.

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Extrait des décisions prises par le Conseil de Gérance de la Société en date du 18 décembre 2015 à Luxembourg

Décisions:

Le Conseil de Gérance décide de transférer le siège social de la Société de son adresse actuelle, 50, route d'Esch, L-1470 Luxembourg au 8, rue de Beggen, L-1220 Luxembourg, avec effet immédiat.

Le Conseil de Gérance prend acte de, et accepte la démission présentée en date de ce jour par Monsieur Patrick Haller de sa fonction de Gérant de la Société.

Le Conseil de Gérance décide de coopter en son sein, et ce avec effet immédiat, Monsieur Gaétan Bock, employé privé, demeurant professionnellement au 26, boulevard Royal, L-2449 Luxembourg, en remplacement de Monsieur Patrick Haller, démissionnaire. Le Gérant coopté termine le mandat de son prédécesseur qui expirera à l'Assemblée Générale de l'an 2017.

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

TIRIS S.à r.l.
Signature

Référence de publication: 2015212958/21.

(150238879) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

TMK Bonds SA, Société Anonyme.

Siège social: L-2522 Luxembourg, 6, rue Guillaume Schneider.

R.C.S. Luxembourg B 149.705.

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EXTRAIT

Il résulte des résolutions prises par l'actionnaire unique de la Société en date du 23 décembre 2015 que:

- Les démissions de M. Kailash RAMASSUR, M. David MOSCATO et M. Graeme JENKINS, de leur poste d'administrateurs de la Société ont été acceptées avec effet au 28 décembre 2015;

- Les personnes suivantes ont été nommées administrateurs de la Société, avec effet au 28 décembre 2015 et ce pour une durée de 6 années:

* M. Andrey ZIMIN, né le 24 mars 1980 à Tumen, URSS, résidant professionnellement au 40/2 A Pokrovka Street, 105062 Moscou, Russie;

* M. Magsud AHMADKHANOV, né le 5 juin 1978 à Baku, Azerbaïdjan, résidant professionnellement au 16, avenue Pasteur L-2310 Luxembourg; et

* Mme Sandrine BISARO, née le 28 juin 1969 à Metz, France, résidant professionnellement au 16, avenue Pasteur L-2310 Luxembourg.

- Le siège social de la société est transféré de son ancienne adresse au 6, rue Guillaume Schneider, L-2522 Luxembourg avec effet au 23 décembre 2015.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.
Luxembourg, le 28 décembre 2015.

Référence de publication: 2015212960/23.

(150238262) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Parkstadt S.A., Société Anonyme.

Siège social: L-8080 Bertrange, 1, rue Pletzer.

R.C.S. Luxembourg B 131.838.

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Extrait du Procès-verbal de l'Assemblée Générale Ordinaire tenue au siège social en date du 29 octobre 2015

L'Assemblée décide de:

- Accepter la démission des administrateurs suivants avec effet immédiat:

* M. Brian Conroy, administrateur de type A;

* M. Andrew Whitty, administrateur de type A.

- Désigner les administrateurs suivants avec effet immédiat au 29 octobre 2015 pour une durée de mandat fixée jusqu'à l'assemblée générale annuelle qui se tiendra en l'année 2016.

* M. Kevin Fox, né le 29 mars 1985 à Dublin, Irlande, résidant à Gildstraat, 153, 3572EM Utrecht, Pays-Bas, mandat d'administrateur de type A.

* M. John Hourican, né le 26 août 1946 à Longford, Irlande, résidant à Avon Ri, Walterstown, Dunboyne, Co. Meath, Irlande, mandat d'administrateur de type A.

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

Pour extrait conforme

Référence de publication: 2015212718/20.

(150238179) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Patron Russell S.à r.l., Société à responsabilité limitée.

Capital social: GBP 20.000,00.

Siège social: L-2310 Luxembourg, 6, avenue Pasteur.

R.C.S. Luxembourg B 201.955.

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Il résulte d'un contrat de cession de parts sociales signé en date du 15 décembre 2015 que Patron Capital Investments S.à r.l., une société à responsabilité limitée de droit luxembourgeois, ayant son siège social au 6, Avenue Pasteur, L-2310 Luxembourg, enregistrée au R.C.S. Luxembourg sous le numéro B160.456, a cédé les 20.000 parts sociales qu'elle détenait dans la Société à Sunflower S.à r.l., une société à responsabilité limitée de droit luxembourgeois, ayant son siège social au 6, Avenue Pasteur, L-2310 Luxembourg, enregistrée au R.C.S. Luxembourg sous le numéro B165.288.

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

Pour extrait
La Société

Référence de publication: 2015212719/16.

(150238693) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Salonfin, Société à responsabilité limitée.

Capital social: EUR 50.000,00.

Siège social: L-2449 Luxembourg, 3, boulevard Royal.

R.C.S. Luxembourg B 129.803.

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Extrait des résolutions prises lors de l'assemblée générale de la société du 27 novembre 2015

Suite à la démission de Monsieur Michel Abouchalache, la société a décidé de nommer Monsieur Johann Dumas domicilié professionnellement 3, Boulevard Royal, L-2449 Luxembourg, comme nouveau gérant de la société avec effet immédiat.

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

Référence de publication: 2015212818/13.

(150238805) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Schleswig Retail S.A., Société Anonyme.

Siège social: L-8080 Bertrange, 1, rue Pletzer.

R.C.S. Luxembourg B 134.371.

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Extrait du Procès-verbal de l'Assemblée Générale Ordinaire tenue au siège social en date du 06 octobre 2015

L'Assemblée décide de:

- Accepter la démission des administrateurs suivants avec effet immédiat:

* M. Brian Conroy, administrateur de type A;

* M. Andrew Whitty, administrateur de type A.

- Désigner les administrateurs suivants avec effet immédiat au 06 octobre 2015 pour une durée de mandat fixée jusqu'à l'assemblée générale annuelle qui se tiendra en l'année 2016.

* M. Kevin Fox, né le 29 mars 1985 à Dublin, Irlande, résidant à Gildstraat, 153, 3572EM Utrecht, Pays-Bas, mandat d'administrateur de type A.

* M. John Hourican, né le 26 août 1946 à Longford, Irlande, résidant à Avon Ri, Walterstown, Dunboyne, Co. Meath, Irlande, mandat d'administrateur de type A.

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

Pour extrait conforme

Référence de publication: 2015212827/20.

(150238183) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Sigma Group S.A., Société Anonyme.

Siège social: L-2163 Luxembourg, 20, avenue Monterey.

R.C.S. Luxembourg B 102.802.

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CLÔTURE DE LIQUIDATION

Il résulte de l'Assemblée Générale Extraordinaire de l'Actionnaire unique de la société Sigma Group S.A. (en liquidation) (la «Société») tenue en date du 18 décembre 2015 que:

1. La liquidation de la Société a été clôturée;

2. Les livres et documents de la Société seront déposés et conservés pour une durée de cinq ans au siège social de la société Theatre Directorship Services Alpha S.à r.l. situé actuellement au 20, avenue Monterey, L-2163 Luxembourg, Grand-Duché du Luxembourg;

3. Un pouvoir spécial a été accordé à VP Services, après l'expiration de son mandat de liquidateur, afin entre autre de payer n'importe quelle dette restante, signer et envoyer les déclarations de revenus qui doivent être déposées auprès de l'Administration Fiscale et de distribuer à l'actionnaire unique tout solde restant sur le compte bancaire de la société après réception des derniers bulletins d'imposition à émettre par l'Administration Fiscale du Luxembourg.

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

Luxembourg, le 23 décembre 2015.

VP Services

Référence de publication: 2015212832/21.

(150237943) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

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

Capital social: SEK 110.000,00.

Siège social: L-2310 Luxembourg, 16, avenue Pasteur.

R.C.S. Luxembourg B 172.659.

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EXTRAIT

Il résulte du contrat de transfert de parts sociales signé en date du 23 décembre 2015 que les Parts sociales de la Société d'une valeur nominale de SEK 1,000.- chacune, appartiennent désormais entièrement à Curzon Capital Partners III S.à r.l.

Pour extrait conforme.

Luxembourg, le 28 décembre 2015.

Référence de publication: 2015212834/13.

(150238207) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Sky Capital Europe S.à r.l., Société à responsabilité limitée.

Capital social: EUR 12.500,00.

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

R.C.S. Luxembourg B 152.663.

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Extrait de l'acte de transfert de parts datant du 10 décembre 2015

En vertu de l'acte de transfert de parts datant du 10 décembre 2015, l'associé de la Société, Sky International Enterprise Group Limited a transféré la totalité de ses parts détenues dans la Société à;

- Sky Capital Asia Limited, une société établie sous les lois de Hong Kong, enregistrée auprès du «Companies Registry of Hong Kong» sous le numéro 1945942, ayant son siège social au Unit 402, 4 ème étage, Fairmont House, 8 Cotton Tree Drive, Admiralty, Hong Kong.

Luxembourg, le 28 décembre 2015.

Luxembourg Corporation Company S.A.

Signatures

Un mandataire

Référence de publication: 2015212835/18.

(150238007) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Sole S.A., Société Anonyme.

Siège social: L-1820 Luxembourg, 10, rue Antoine Jans.

R.C.S. Luxembourg B 132.375.

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EXTRAIT

Il résulte du procès-verbal de l'Assemblée Générale Ordinaire du 23 décembre 2015:

Monsieur Marcel STEPHANY, résidant 23 cité Aline Mayrisch, L-7268 Bereldange est réélu Commissaire. Son mandat prendra fin à l'issue de l'Assemblée Générale Ordinaire qui se tiendra en 2018.

Les mandats d'administrateurs de Messieurs Emanuele LEMBO, Massimo LONGONI, de Madame Laurence BARDELLI, domiciliée professionnellement 10, rue Antoine Jans, L-1820 Luxembourg sont renouvelés ainsi que celui de Madame Valérie RAVIZZA.

Les mandats prendront fin à l'issue de l'Assemblée Générale Ordinaire qui se tiendra en 2018.

Monsieur Massimo LONGONI est également réélu Président du Conseil d'Administration et Administrateur-délégué jusqu'à l'Assemblée Générale Ordinaire qui se tiendra en 2018.

Pour extrait conforme.

Luxembourg, le 29 décembre 2015.

Référence de publication: 2015212837/19.

(150238622) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Starting 2008 Investment S.à r.l., Société à responsabilité limitée.

Capital social: EUR 16.500,00.

Siège social: L-1882 Luxembourg, 12F, rue Guillaume Kroll.

R.C.S. Luxembourg B 170.690.

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CLÔTURE DE LIQUIDATION

Extrait des résolutions prises lors de l'Assemblée Générale Extraordinaire du 29 décembre 2015

- La liquidation de la société Starting 2008 Investment S.à r.l. est clôturée.

- Décharge est accordée au liquidateur et au commissaire de liquidation pour l'exécution de leur mandat

- Les livres et documents sociaux sont déposés au 412F, route d'Esch, L- 2086 Luxembourg et y seront conservés pendant cinq ans au moins.

Fait à Luxembourg, le 29 décembre 2015.

Certifié sincère et conforme

Merlis S.à r.l.

Le Liquidateur

Référence de publication: 2015212844/18.

(150239243) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Stibbe Properties Luxembourg, Société à responsabilité limitée.

Siège social: L-2180 Luxembourg, 6, rue Jean Monnet.

R.C.S. Luxembourg B 158.735.

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Extrait du contrat de cession de parts sociales signé le 22 août 2013

Décisions

La société Stibbe N.V., dont le siège social au 2001 Strawinskylaan, NL-1077 ZZ Amsterdam (Pays-Bas), inscrite au Registre de Commerce et des Société des Pays-Bas sous le numéro 34198700,

ci-après dénommé le Vendeur;

La société Stibbe Luxembourg B.V., dont le siège social au 2001 Strawinskylaan, NL-1077 ZZ Amsterdam (Pays-Bas), inscrite au Registre de Commerce et des Société des Pays-Bas sous le numéro 53699726,

ci-après dénommé l'acquéreur;

Le Vendeur cède à l'Acquéreur, qui accepte, 6.250 parts sociales de la société à responsabilité limitée de droit luxembourgeois Stibbe Properties Luxembourg S.à r.l. ayant son siège social au 6, rue Jean Monnet, L-2180 Luxembourg, enregistrée au Registre du Commerce et des Sociétés de Luxembourg sous le numéro B 158.735.

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

AFC Benelux Sàrl

Signature

Référence de publication: 2015212847/21.

(150238225) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Tropeziennes Properties S.A., Société Anonyme.

Siège social: L-2168 Luxembourg, 127, rue de Mühlenbach.

R.C.S. Luxembourg B 133.723.

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Par la présente, je suis au regret de vous annoncer ma décision de démissionner de mes fonctions d'administrateur de votre société et ceci avec effet au 1 er août 2015.

Luxembourg, le 1 er août 2015. François GEORGES.

Référence de publication: 2015212972/10.

(150238560) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Tropeziennes Properties S.A., Société Anonyme.

Siège social: L-2168 Luxembourg, 127, rue de Mühlenbach.

R.C.S. Luxembourg B 133.723.

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Par la présente, je suis au regret de vous annoncer ma décision de démissionner de mes fonctions d'administrateur de votre société et ceci avec effet au 1 er juillet 2015.

Luxembourg, le 1 er juillet 2015. Nicolas MILLE.

Référence de publication: 2015212973/10.

(150238560) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Unicity XVI St Andrews S.à r.l., Société à responsabilité limitée.

Capital social: GBP 12.500,00.

Siège social: L-1330 Luxembourg, 48, boulevard Grande-Duchesse Charlotte.

R.C.S. Luxembourg B 181.443.

—

En date du 23 décembre 2015, il a été décidé que le siège social de la Société serait transféré du 26A boulevard Royal L-2449 Luxembourg au 48, Boulevard Grande-Duchesse Charlotte, L-1330 Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.
Luxembourg, le 29 décembre 2015.

Référence de publication: 2015212977/12.

(150238566) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

UGD Corporation S.A., Société Anonyme.

Capital social: EUR 31.000,00.

Siège social: L-5367 Schuttrange, 64, rue Principale.

R.C.S. Luxembourg B 174.269.

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Veuillez noter que Gentoo Corporate Services S.à r.l., Nicolaas Johannes Alexander van Zeeland et Michelle Carvill démissionnent de leur mandat d' administrateur de la société UGD Corporation S.A. ayant son siège social au 64 rue Principale, L-5367 Schuttrange, Luxembourg à compter du 29 décembre 2015.

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

Pour extrait sincère et conforme
Gentoo Financial Services (Luxembourg) S.A.
Domiciliataire de sociétés

Référence de publication: 2015212982/14.

(150238649) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Panthera Onca Holdings S.à r.l., Société à responsabilité limitée.

Capital social: EUR 12.500,00.

Siège social: L-1260 Luxembourg, 5, rue de Bonnevoie.

R.C.S. Luxembourg B 174.103.

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CLÔTURE DE LIQUIDATION

Il résulte des résolutions de l'associé unique (ci-après l'«Associé Unique») prises en date du 22 décembre 2015 que:

1. L'Associé Unique a décidé de clôturer la liquidation de la Société;

2. Les livres et documents sociaux de la Société resteront déposés et conservés pendant cinq ans au siège social de la Société.

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

Luxembourg, le 28 décembre 2015.
Pour avis sincère et conforme

Référence de publication: 2015212713/16.

(150239018) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Paris New York Films S.A, SPF, Société Anonyme - Société de Gestion de Patrimoine Familial.

Siège social: L-2163 Luxembourg, 32, avenue Monterey.

R.C.S. Luxembourg B 187.537.

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CLÔTURE DE LIQUIDATION

Extrait des résolutions prises par l'associé unique le 15 décembre 2015

Après avoir approuvé les comptes de liquidation arrêtés au 15 décembre 2015 et sur base des éléments en sa possession, l'associé unique prononce la clôture de la liquidation de la société avec effet au 15 décembre 2015;

L'associé unique décide que les livres et les documents sociaux seront déposés et conservés pendant une durée de cinq ans au moins au siège social du liquidateur actuellement situé au 32, avenue Monterey L-2163 Luxembourg;

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

Référence de publication: 2015212714/14.

(150238342) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Parkstadt Center, Société Anonyme.

Siège social: L-8080 Bertrange, 1, rue Pletzer.

R.C.S. Luxembourg B 138.193.

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Extrait du Procès-verbal de l'Assemblée Générale Ordinaire tenue au siège social en date du 06 octobre 2015

L'Assemblée décide de:

- Accepter la démission des administrateurs suivants avec effet immédiat:

* M. Brian Conroy, administrateur de type A;

* M. Andrew Whitty, administrateur de type A.

- Désigner les administrateurs suivants avec effet immédiat au 06 octobre 2015 pour une durée de mandat fixée jusqu'à l'assemblée générale annuelle qui se tiendra en l'année 2016.

* M. Kevin Fox, né le 29 mars 1985 à Dublin, Irlande, résidant à Gildstraat, 153, 3572EM Utrecht, Pays-Bas, mandat d'administrateur de type A.

* M. John Hourican, né le 26 août 1946 à Longford, Irlande, résidant à Avon Ri, Walterstown, Dunboyne, Co. Meath, Irlande, mandat d'administrateur de type A.

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

Pour extrait conforme

Référence de publication: 2015212716/20.

(150238178) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

KAM Credit Investors S.à r.l., Société à responsabilité limitée.

Capital social: USD 2.921.730,00.

Siège social: L-2440 Luxembourg, 63, rue de Rollingergrund.

R.C.S. Luxembourg B 157.193.

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In the year two thousand and fifteen on the fourteenth day of December.

before us Maître Edouard Delosch, notary, residing in Diekirch, Grand Duchy of Luxembourg,

There appeared:

KAM Credit Investors 3 S.à r.l., a société à responsabilité limitée governed by the laws of the Grand Duchy of Luxembourg, having a share capital of three million dollars of the United States of America (USD 3,000,000.-), with registered office at 63, rue de Rollingergrund, L-2440 Luxembourg, Grand Duchy of Luxembourg, and registered with the Luxembourg Register of Commerce and Companies under number B 157043 (the "Shareholder"),

hereby represented by Tessy Bodeving, private emplyoee, professionally residing in Diekirch, by virtue of a proxy given under private seal.

The said proxy shall be annexed to the present deed for the purpose of registration.

The Shareholder has requested the undersigned notary to record that the Shareholder is the sole shareholder of KAM Credit Investors S.à r.l., a société à responsabilité limitée governed by the laws of the Grand Duchy of Luxembourg, having a share capital of three million dollars of the United States of America (USD 3,000,000.-), with registered office at 63, rue de Rollingergrund, L-2440 Luxembourg, Grand Duchy of Luxembourg, incorporated following a deed of Maître Jean-Joseph Wagner, notary residing in Sanem, Grand Duchy of Luxembourg dated 24 November 2010 published in the Mémorial C, Recueil des Sociétés et Associations number 175 of 28 January 2011, and registered with the Luxembourg Register of Commerce and Companies under number B 157193 (the "Company"). The articles of incorporation of the Company have been amended for the last time by a deed of the undersigned notary dated 30 April 2013, published in the Mémorial C, Recueil des Sociétés et Associations number 1533 of 27 June 2013.

The Shareholder, represented as above mentioned, having recognised to be duly and fully informed of the resolutions to be taken on the basis of the following agenda:

Agenda

1 To approve the buy-back by the Company of one thousand (1,000) Series B shares, one thousand (1,000) Series D shares and one thousand (1,000) Series H shares (the "Repurchased Shares") held by the Shareholder and to approve the determination by the Company's managers of the purchase price for the Repurchased Shares.

2 Further to the approval of the buy-back of the Repurchased Shares by the Company, to acknowledge that the Company holds the Repurchased Shares.

3 To decrease the share capital of the Company by an aggregate amount of seventy-eight thousand two hundred seventy dollar of the United States of America (USD 78,270.-) so as to reduce it from its current amount of three million dollar of

the United States of America (USD 3,000,000.-) to two million nine hundred twenty-one thousand seven hundred thirty dollar of the United States of America (USD 2,921,730.-) by cancellation of the Repurchased Shares.

4 To amend the first paragraph of article 5 of the articles of association of the Company so as to reflect the foregoing items of the agenda.

5 To confer all and any power to the managers of the Company in order to implement the above.

6 Miscellaneous.

has requested the undersigned notary to record the following resolutions:

First resolution

The sole Shareholder resolved to approve the buy-back by the Company of the Repurchased Shares held by the Shareholder and to approve the purchase price of the Repurchased Shares as determined by the Company's managers.

Second resolution

Further to the approval of the buy-back of the Repurchased Shares by the Company, the sole Shareholder resolved to acknowledge that the Company holds the Repurchased Shares.

Third resolution

The sole Shareholder resolved to decrease the share capital of the Company by an aggregate amount seventy-eight thousand two hundred seventy dollar of the United States of America (USD 78,270.-) so as to reduce it from its current amount of three million dollar of the United States of America (USD 3,000,000.-) to two million nine hundred twenty-one thousand seven hundred thirty dollar of the United States of America (USD 2,921,730.-) by cancellation of the Repurchased Shares at their par value. As a result of the cancellation of the Repurchased Shares, the retained earnings and/or share premium, if any, shall be reduced by the excess amount of the redemption value of the Repurchased Shares over their nominal value.

Fourth resolution

The sole Shareholder resolved to amend the first paragraph of article 5 of the articles of association of the Company as a result of the foregoing resolutions, which from now on read as follows:

" **Art. 5. Issued Capital.** The issued capital of the Company is set at two million nine hundred twenty-one thousand seven hundred thirty dollar of the United States of America (USD 2,921,730.-) divided into eighty-six thousand (86,000) Series A shares, one thousand (1,000) Series C shares, one thousand (1,000) Series E shares, one thousand (1,000) Series F shares, one thousand (1,000) Series G shares, one thousand (1,000) Series I shares, one thousand (1,000) Series J shares, one thousand (1,000) Series K shares, one thousand (1,000) Series L shares, one thousand (1,000) Series M shares, one thousand (1,000) Series N shares, one thousand (1,000) Series O shares, one thousand (1,000) Series P shares, one thousand (1,000) Series Q shares, one thousand (1,000) Series R shares, one thousand (1,000) Series S shares, one thousand (1,000) Series T shares, one thousand (1,000) Series U shares, one thousand (1,000) Series V shares, one thousand (1,000) Series W shares, one thousand (1,000) Series W1 shares, one thousand (1,000) Series X shares, one thousand (1,000) Series X1 shares one thousand (1,000) Series Y shares, one thousand (1,000) Series Y1 shares, one thousand (1,000) Series Z shares and one thousand (1,000) Series Z1 shares without nominal value, all of which are fully paid up."

Fifth resolution

The sole Shareholder resolved to confer all and any powers to the managers of the Company in order to implement the above resolutions.

Each manager of the Company is notably entitled and authorised to make any reimbursement of capital to the Shareholder by payments in cash or in kind, to set the date and other formalities of such payment and to do all other things necessary and useful in relation to the above resolutions.

Expenses

The expenses, costs, fees and charges of any kind which shall be borne by the Company as a result of the present deed are estimated at one thousand two hundred euro (EUR 1,.200.-).

There being no other business on the agenda, the meeting was adjourned.

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

Whereupon, the present deed was drawn up in Diekirch by the undersigned notary, on the day referred to at the beginning of this document.

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

Suit la traduction française du texte qui précède:

L'an deux mille quinze, le quatorzième jour du mois de décembre,

par-devant nous Maître Edouard Delosch, notaire de résidence à Diekirch, Grand-Duché de Luxembourg,

A comparu:

KAM Credit Investors 3 S.à r.l., une société à responsabilité limitée régie par le droit du Grand-Duché de Luxembourg, avec un capital social de trois millions de dollars américains (USD 3.000.000,-), ayant son siège social au 63, rue de Rollingergrund, L-2440 Luxembourg, Grand-Duché de Luxembourg, et immatriculée au Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 157043 (l'"Associé"),

représentée aux fins des présentes par Tessy Bodeving, employée privée, résidant professionnellement à Diekirch, aux termes d'une procuration sous seing privé.

Ladite procuration restera annexée au présent acte aux fins d'enregistrement.

L'Associé a requis le notaire soussigné d'acter que l'Associé est le seul et unique associé de KAM Credit Investors S.à r.l., une société à responsabilité limitée régie par le droit du Grand-Duché de Luxembourg, avec un capital social de trois millions de dollars américains (USD 3.000.000,-) ayant son siège social au 63, rue de Rollingergrund, L-2440 Luxembourg, Grand-Duché de Luxembourg, constituée suivant acte de Maître Jean-Joseph Wagner, notaire de résidence à Sanem, Grand Duché de Luxembourg en date du 24 novembre 2010, publié au Mémorial C, Recueil des Sociétés et Associations sous le numéro 175 du 28 janvier 2011, et immatriculée au Registre de Commerce et des Sociétés de Luxembourg, sous le numéro B 157193 (la "Société"). Les statuts ont été modifiés pour la dernière fois par un acte du notaire soussigné en date du 30 avril 2013, publié au Mémorial C, Recueil des Sociétés et Associations sous le numéro 1533 du 27 juin 2013.

L'Associé, représenté comme indiqué ci-dessus, ayant reconnu avoir été dûment et complètement informé des résolutions à adopter sur la base de l'ordre du jour suivant:

Ordre du jour

1 Approbation du rachat par la Société de mille (1.000) parts sociales de Série B, mille (1.000) parts sociales de Série D et mille (1.000) parts sociales de Série H (les «Parts Sociales Rachetées») détenues par l'Associé et approbation de la détermination par les gérants de la Société du prix de rachat des Parts Sociales Rachetées.

2 Suite à l'approbation du rachat des Parts Sociales Rachetées par la Société, constatation de la détention par la Société des Parts Sociales Rachetées.

3 Réduction du capital social souscrit de la Société d'un montant global de soixante-dix-huit mille deux cent soixante-dix dollars américains (USD 78.270,-) afin de le réduire de son montant actuel de trois millions de dollars américains (USD 3.000.000,-) à un montant de deux millions neuf cent vingt-et-un mille sept cent trente dollars américains (USD 2.921.730,-) par annulation de toutes les Parts Sociales Rachetées.

4 Modification du premier paragraphe de l'article 5 des statuts de la Société afin de refléter les points de l'ordre du jour ci-dessus.

5 Délégation de pouvoirs aux gérants de la Société afin de mettre en oeuvre les points ci-dessus.

6 Divers.

a prié le notaire instrumentant d'acter les résolutions suivantes:

Première résolution

L'Associé unique a décidé d'approuver le rachat par la Société des Parts Sociales Rachetées détenues par l'Associé et d'approuver le prix de rachat des Parts Sociales Rachetées tel que déterminé par les gérants de la Société.

Deuxième résolution

Suite à l'approbation du rachat des Parts Sociales Rachetées par la Société, l'Associé unique a décidé de constater la détention par la Société des Parts Sociales Rachetées.

Troisième résolution

L'Associé unique a décidé de réduire le capital social souscrit de la Société d'un montant global de soixante-dix-huit mille deux cent soixante-dix dollars américains (USD 78.270,-) afin de le réduire de son montant actuel de trois millions de dollars américains (USD 3.000.000,-) à un montant de deux millions neuf cent vingt-et-un mille sept cent trente dollars américains (USD 2.921.730,-) par annulation de toutes les Parts Sociales Rachetées à leur valeur comptable. En conséquence de l'annulation des Parts Sociales Rachetées, les bénéfices et/ou la prime d'émission, si existant, seront réduits/sera réduite du montant en surplus de la valeur de rachat des Parts Sociales Rachetées sur leur valeur nominale.

Quatrième résolution

L'Associé unique a décidé de modifier le premier paragraphe de l'article 5 des statuts de la Société afin de refléter les résolutions ci-dessus. Les statuts seront dorénavant rédigés comme suit:

« **Art. 5. Capital Émis.** Le capital émis de la Société est fixé à deux millions neuf cent vingt-et-un mille sept cent trente dollars américains (USD 2.921.730,-) divisé en quatre-vingt six mille (86.000) parts sociales de Série A, mille (1.000) parts sociales de Série C, mille (1.000) parts sociales de Série E, mille (1.000) parts sociales de Série F, mille (1.000) parts sociales de Série G, mille (1.000) parts sociales de Série I, mille (1.000) parts sociales de Série J, mille (1.000.-) parts sociales de Série K, mille (1.000) parts sociales de Série L, mille (1.000) parts sociales de Série M, mille (1.000.-) parts sociales de Série N, mille (1.000) parts sociales de Série O, mille (1.000) parts sociales de Série P, mille (1.000) parts sociales de Série Q, mille (1.000) parts sociales de Série R, mille (1.000) parts sociales de Série S, mille (1.000) parts sociales de Série T, mille (1.000) parts sociales de Série U, mille (1.000) parts sociales de Série V, mille (1.000) parts sociales de Série W, mille (1.000) parts sociales de Série W1, mille (1.000) parts sociales de Série X, mille (1.000) parts sociales de Série X1, mille (1.000) parts sociales de Série Y, mille (1.000) parts sociales de Série Y1, mille (1.000) parts sociales de Série Z et mille (1.000) parts sociales de Série Z1 sans valeur nominale, et toutes sont entièrement libérées.»

Cinquième résolution

L'Associé unique a décidé de conférer tous les pouvoirs aux gérants de la Société pour mettre en oeuvre les résolutions prises ci-dessus.

Chaque gérant de la Société est notamment mandaté et autorisé à rembourser le cas échéant le capital à l'Associé par des paiements en espèce ou en nature, à fixer la date et toutes les autres modalités de ces paiements, et à prendre toutes les autres mesures nécessaires et utiles en relation avec les résolutions prises ci-dessus.

Frais

Les frais, dépenses, rémunérations et charges de toute nature payables par la Société en raison du présent acte sont estimés à mille deux cents euros (EUR 1.200.-).

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

Le notaire soussigné qui comprend et parle la langue anglaise, déclare par la présente qu'à la demande du comparant ci-avant, le présent acte est rédigé en langue anglaise, suivi d'une version française, et qu'à la demande du même comparant, en cas de divergences entre le texte anglais et le texte français, la version anglaise primera.

Dont acte, fait et passé à Diekirch, à la date indiquée en tête des présentes.

Lecture du présent acte faite et interprétation donnée au comparant connu du notaire soussigné par ses nom, prénom usuel, état et demeure, il a signé avec, le notaire soussigné, le présent acte.

Signé: T. BODEVING, DELOSCH.

Enregistré à Diekirch Actes Civils, le 15 décembre 2015. Relation: DAC/2015/21758. Reçu soixante-quinze (75.-) euros

Le Receveur (signé): THOLL.

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

Diekirch, le 21 décembre 2015.

Référence de publication: 2015206876/173.

(150232799) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 décembre 2015.

Kroon Holding S.A., Société Anonyme.

Siège social: L-2163 Luxembourg, 29, avenue Monterey.

R.C.S. Luxembourg B 144.246.

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L'an deux mil quinze, le dix-huit novembre,

s'est tenue

pardevant le soussigné Maître Camille MINES, notaire de résidence à Capellen,

l'Assemblée Générale Extraordinaire de la société anonyme KROON HOLDING S.A., avec siège à L-2163 Luxembourg, 29, Avenue Monterey, inscrite au registre de commerce de Luxembourg sous le numéro B 144246, aux termes d'un acte reçu par Maître Henri HELLINCKX, notaire de résidence à Luxembourg, en date 08 décembre 2008, publié au Mémorial C numéro 328 du 13 février 2009 et dont les statuts n'ont pas encore été modifiés.

L'assemblée est ouverte sous la présidence de Monsieur Alexander CLAESSENS, économiste, demeurant à Luxembourg,

qui désigne comme secrétaire Madame Manon HOFFMANN, employée privée, demeurant à Differdange.

L'assemblée choisit comme scrutateur Madame Véronique GILSON-BARATON, employée privée, demeurant à Garnich.

Il a été établi une liste de présence renseignant les actionnaires présents et représentés ainsi que le nombre d'actions qu'ils détiennent, laquelle, après avoir été paraphée «ne varietur» sera enregistrée avec le présent acte.

Il résulte de la liste de présence que tous les actionnaires sont présents ou représentés à l'assemblée et qu'il a donc pu être fait abstraction des convocations d'usage. Dès lors l'assemblée est régulièrement constituée et peut valablement délibérer sur l'ordre du jour, dont les actionnaires ont pris connaissance avant la présente assemblée.

Monsieur le Président expose et prie le notaire d'acter que:

1.- L'assemblée générale extraordinaire décide la mise en liquidation de la société.

2.- Est nommé liquidateur de la société: FARAFINA SECURIZATION S.A. avec siège à L-2163 Luxembourg, 29, avenue Monterey, RCSL B 132721.

Le liquidateur a les pouvoirs les plus étendus prévus par les articles 144 et suivants de la loi modifiée sur les sociétés commerciales. Il peut accomplir les actes prévus à l'article 145 sans devoir recourir à l'autorisation de l'assemblée générale dans les cas où cette autorisation est requise.

Il peut dispenser Monsieur le Conservateur des Hypothèques à prendre inscription d'office, renoncer à tous droits réels, privilèges, hypothèques, actions résolutoires, donner mainlevée avec ou sans paiement de toutes inscriptions privilégiées ou hypothécaires, transcriptions, saisie, oppositions ou autres empêchements.

Le liquidateur est dispensé de dresser un inventaire et peut s'en référer aux écritures de la société.

Il peut, sous sa seule responsabilité, pour des opérations spéciales et déterminées, déléguer à un ou plusieurs mandataires telle partie de ses pouvoirs qu'il détermine et pour la durée qu'il fixe.

Il conserve tous pouvoirs que la loi, les statuts et l'assemblée générale lui a conféré.

3.- Le siège de la liquidation est établi à L-2163 Luxembourg, 29, avenue Monterey, auquel siège tout le courrier de la société pourra être adressé à partir de ce jour.

Monsieur le Président reconnaît que le notaire instrumentaire a attiré son attention sur le fait que, sur base de l'extrait délivré en date de ce jour par le RCSL, le capital de la société n'a été libéré qu'à concurrence de 25 % et il déclare en prendre l'entière responsabilité, voulant et entendant que le notaire ne soit jamais inquiété de ce chef.

Plus rien ne figurant à l'ordre du jour, l'assemblée est levée à 15.00 heures.

Dont acte, fait et passé à Capellen, en l'étude du notaire instrumentaire, à la date mentionnée en tête des présentes.

Et après lecture faite et interprétation donnée aux membres du bureau, tous connus du notaire par nom, prénom, état et demeure, tous ont signé le présent acte avec le notaire.

Signé: A. Claessen, M. Hoffmann, V. Baraton, C. Mines.

Enregistré à Luxembourg Actes Civils 1, le 23 novembre 2015. Relation: 1LAC/2015/36832. Reçu douze euros. 12,-€

Le Receveur (signé): Paul MOLLING.

POUR COPIE CONFORME.

Capellen, le 30 novembre 2015.

Référence de publication: 2015206885/52.

(150233031) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 décembre 2015.

Lux-O-Trend Distribution S.à r.l., Société à responsabilité limitée.

Siège social: L-9645 Derenbach, 92/6, Résidence am Brill.

R.C.S. Luxembourg B 190.168.

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L'an deux mille quinze, le quatre décembre,

Par-devant Maître Joëlle BADEN, notaire de résidence à Luxembourg,

A comparu:

Monsieur Bertrand DE CRAECKER, manager, né le 17 novembre 1978 à Bruxelles (Belgique), demeurant à B-6600 Bastogne, 4, Harzy.

Le comparant est l'associé unique de la société à responsabilité limitée «LUX-O-TREND DISTRIBUTION S.à r.l.», ayant son siège social à L-9638 Pommerloch, 19, rue de Bastogne, inscrite au Registre du Commerce et des Sociétés de Luxembourg, sous le numéro B 190.168, constituée suivant acte du notaire soussigné en date du 9 septembre 2014, publié au Mémorial C, Recueil des Sociétés et Associations, numéro 3156 du 29 octobre 2014 (la «Société»).

Les statuts de la Société n'ont pas été modifiés depuis.

Le comparant, représentant la totalité du capital social, délibère selon l'ordre du jour suivant:

Ordre du jour

1) Transfert du siège social de L-9638 Pommerloch, 19, rue de Bastogne vers L-9645 Derenbach, 92/6, Résidence am Brill.

L'associé unique a requis le notaire soussigné de prendre acte des résolutions suivantes:

Première résolution:

L'associé unique décide de transférer le siège social de la Société de L-9638 Pommerloch, 19, rue de Bastogne vers L-9645 Derenbach, 92/6, Résidence am Brill, avec effet rétroactif au 1 er octobre 2015.

Deuxième résolution:

Suite à la première résolution, l'associé unique décide de modifier le premier paragraphe de l'article 5 des statuts de la Société, pour lui donner désormais la teneur suivante:

« **Art. 5.** Le siège social est établi dans la commune de Wincrange.»

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

DONT ACTE, fait et passé à Luxembourg, en l'étude du notaire soussigné, date qu'en tête.

Et après lecture faite et interprétation donnée au mandataire du comparant, celui-ci a signé avec le notaire le présent acte.

Signé: B. DE CRAECKER et J. BADEN.

Enregistré à Luxembourg A.C. 1, le 8 décembre 2015. 1LAC/2015/38763. Reçu soixante quinze euros € 75,-.

Le Receveur (signé): MOLLING.

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

Luxembourg, le 21 décembre 2015.

Référence de publication: 2015206957/38.

(150232958) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 décembre 2015.

Nilimmo S.A., Société Anonyme.

Siège social: L-1114 Luxembourg, 10, rue Nicolas Adames.

R.C.S. Luxembourg B 101.411.

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CLÔTURE DE LIQUIDATION

Extrait

Il résulte du procès-verbal de l'Assemblée Générale Extraordinaire des actionnaires de la société NILIMMO S.A. (en liquidation) tenue à Luxembourg en date du 21 décembre 2015 que les actionnaires, à l'unanimité des voix, ont pris les résolutions suivantes:

1) La liquidation de la société a été clôturée.

2) Les livres et documents sociaux sont déposés et conservés pendant cinq ans à l'ancien siège social de la société, et les sommes et valeurs éventuelles revenant aux créanciers et aux actionnaires qui ne se seraient pas présentés à la clôture de la liquidation sont déposés au même siège social au profit de qui il appartiendra

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

Référence de publication: 2015212684/17.

(150238294) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Nojine SA, Société Anonyme.

Siège social: L-4940 Bascharage, 111-115, avenue de Luxembourg.

R.C.S. Luxembourg B 150.196.

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Il résulte de lettres de démission datées du 28 décembre que:

- M. Philippe Vanderhoven s'est démis de sa fonction d'administrateur unique, avec effet immédiat;

- la société ACCOUNTIS S.à r.l. (ayant repris les activités de la société ACCOUNTIS S.A. suite à sa dissolution en date du 30 janvier 2015) s'est démise de sa fonction de commissaire aux comptes, avec effet immédiat.

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

Pour extrait sincère et conforme

Référence de publication: 2015212690/13.

(150238606) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Novamil Invest S.A., Société Anonyme.

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

R.C.S. Luxembourg B 100.958.

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1. La démission de Monsieur Diaudécy BONHOMME est de son mandat d'administrateur est acceptée avec effet au 30 septembre 2015.

Le 30 septembre 2015.

Pour NOVAMIL INVEST S.A.

Référence de publication: 2015212692/11.

(150238603) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Novamil Invest S.A., Société Anonyme.

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

R.C.S. Luxembourg B 100.958.

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1. La démission de Messieurs, Salim Bourekba et Jean-Hugues Doubet de leur mandat d'administrateur avec effet au 28 décembre 2015 sont acceptées.

2. La démission de la société FIN-CONTRÔLE S.A., société anonyme ayant son siège social au 12, rue Guillaume Kroll, Bâtiment F, L-1882 Luxembourg, de son mandat de commissaire aux comptes avec au 28 décembre 2015 est acceptée.

Fait à Luxembourg, le 28 décembre 2015.

Certifié sincère et conforme

SGG S.A.

Signature

Référence de publication: 2015212693/15.

(150238603) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Omas International S.A., Société Anonyme.

Siège social: L-1220 Luxembourg, 8, rue de Beggen.

R.C.S. Luxembourg B 90.204.

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Extrait du procès-verbal de l'Assemblée Générale Annuelle tenue de manière extraordinaire le 16 décembre 2015

Résolutions:

L'Assemblée prend acte et accepte la démission présentée en date de ce jour par le Commissaire aux Comptes de la Société, à savoir, la société International Corporate Services (Luxembourg) S.à r.l., ayant son siège social au 50, route d'Esch, L-1470 Luxembourg, enregistrée au Registre du Commerces et des Sociétés de Luxembourg sous le numéro B107.093.

L'Assemblée décide de nommer, avec effet immédiat, comme nouveau Commissaire aux Comptes, la société:

- FCS Services, dont le siège social est situé au 2, Place de Strasbourg, L-2562 Luxembourg, enregistrée auprès du Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 186.493.

Le mandat du Commissaire aux Comptes ainsi nommé, viendra à échéance lors de l'Assemblée Générale qui se tiendra en 2017.

L'Assemblée prend acte et accepte la démission présentée en date de ce jour par Madame Christine Picco de sa fonction d'Administrateur de la Société.

L'Assemblée décide de nommer, avec effet immédiat, comme nouvel Administrateur:

- Madame Audrey Petrini, employée privé, demeurant professionnellement au 26, Boulevard Royal, L-2449 Luxembourg, en qualité d'Administrateur en remplacement de l'Administrateur démissionnaire.

Le mandat d'Administrateur ainsi nommé viendra à échéance lors de l'Assemblée Générale qui se tiendra en 2017.

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

OMAS INTERNATIONAL S.A.

Société Anonyme

Signature

Référence de publication: 2015212702/28.

(150238904) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Parkstadt Hotel, Société Anonyme.

Siège social: L-8080 Bertrange, 1, rue Pletzer.

R.C.S. Luxembourg B 138.197.

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Extrait du Procès-verbal de l'Assemblée Générale Ordinaire tenue au siège social en date du 06 octobre 2015

L'Assemblée décide de:

- Accepter la démission des administrateurs suivants avec effet immédiat:

* M. Brian Conroy, administrateur de type A;

* M. Andrew Whitty, administrateur de type A.

- Désigner les administrateurs suivants avec effet immédiat au 06 octobre 2015 pour une durée de mandat fixée jusqu'à l'assemblée générale annuelle qui se tiendra en l'année 2016.

* M. Kevin Fox, né le 29 mars 1985 à Dublin, Irlande, résidant à Gildstraat, 153, 3572EM Utrecht, Pays-Bas, mandat d'administrateur de type A.

* M. John Hourican, né le 26 août 1946 à Longford, Irlande, résidant à Avon Ri, Walterstown, Dunboyne, Co. Meath, Irlande, mandat d'administrateur de type A.

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

Pour extrait conforme

Référence de publication: 2015212717/20.

(150238177) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Petrotrading S.A., Société Anonyme.

Siège social: L-2227 Luxembourg, 11, avenue de la Porte Neuve.

R.C.S. Luxembourg B 150.500.

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DISSOLUTION

In the year two thousand and fifteen,

on the ninth day of the month of December.

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

there appeared:

"Alfreds S.A.", a company incorporated and existing under the laws of the Republic of Panama, established and having its registered office at PH Plaza 2000, 50 th Street, Panama-City (Republic of Panama),

here represented by:

"LUXEMBOURG INTERNATIONAL CONSULTING S.A.", in short "INTERCONSULT", a "société anonyme" governed by Luxembourg law, established and having its registered office at 11, Avenue de la Porte Neuve, L-2227 Luxembourg (R.C.S. Luxembourg, section B number 40 312),

here represented by:

a) Mrs Carine AGOSTINI, employee, with professional address at 11, Avenue de la Porte Neuve, L-2227 Luxembourg;

b) Mrs Angelina SCARCELLI, employee, with professional address at 11, Avenue de la Porte Neuve, L-2227 Luxembourg;

both acting in their capacity as duly authorized signatories of said company and validly authorized to engage the company by their joint signature,

pursuant to a proxy under private seal given in Luxembourg, on 04 December 2015,

which proxy, after being signed "ne varietur" by the proxy holder of the appearing party and the undersigned notary, will remain annexed to the present deed for registration purposes,

hereafter referred to as "the Principal",

The appearing proxy holder, acting in said capacities, declared and requested the notary to act:

I.- That the company "PETROTRADING S.A., a "société anonyme", established and having its registered office at 11, Avenue ce la Porte Neuve, L-2227 Luxembourg, registered in the "registre de commerce et des sociétés" in Luxembourg, section B number 150 500, has been incorporated pursuant to a notarial deed enacted by the undersigned notary, on 30 December 2009, published in the Mémorial C, Recueil des Sociétés et Associations (the "Mémorial"), on 12 February 2010, number 317, page 15179 (here after "the Company").

The Articles of Incorporation of the Company have never been amended since.

II.- That the subscribed share capital of the Company is fixed at THIRTY-ONE THOUSAND EURO (31'000.- EUR) divided into three hundred and ten (310) ordinary shares with a par value of ONE HUNDRED EURO (100.- EUR), each fully paid up.

III.- That the Principal declares to have full knowledge of the Articles of Incorporation and the financial standing of the Company "PETROTRADING S.A", prenamed and as such declares to approve the interim balance sheet of the Company as of 04 December 2015.

IV.- That the Principal has acquired all three hundred and ten (310) shares of the Company and, as a sole shareholder, has decided to proceed with the dissolution of said Company.

V.- That the Principal, in its activity as liquidator of the Company, declares that the business activity of the Company has ceased, that it, as sole shareholder is vested with the assets and has paid off all debts of the dissolved Company committing itself to take over all assets, liabilities and commitments of the dissolved Company as well as to be personally charged with any presently unknown liability.

VI.- That the Principal fully discharges the board of directors and the auditor for the due performance of their duties up to this date.

VII.- That the records and documents of the Company will be kept for a period of five (5) years at the following address: 11, Avenue de la Porte Neuve, L-2227 Luxembourg.

VIII.- That the Company's register of shareholders is cancelled in the presence of the undersigned notary.

IX.- That the Principal commits itself to pay the cost of the present deed.

The undersigned notary who understands and speaks English, records that on request of the proxy holder of the above appearing person, the present deed is worded in English followed by a French translation; on the request of the same proxy holder and in case of discrepancy between the English and the French text, the English text will prevail.

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

The document after having been read to the representatives of the proxy holder of the appearing party said persons signed together with Us the undersigned notary the present original deed.

Suit la traduction française du texte qui précède:

L'an deux mille quinze,

le neuf décembre.

Par-devant Nous Maître Jean-Joseph WAGNER, notaire de résidence à SANEM, Grand-Duché de Luxembourg,

a comparu:

«Alfreds S.A.», une société constituée et existant sous les lois de la République du Panama, établie et ayant son siège social PH Plaza 2000, 50 th Street, Panama-City (Republique du Panama),

ici représentée par:

«LUXEMBOURG INTERNATIONAL CONSULTING S.A.», en abrégé «INTERCONSULT», une société anonyme régie par le droit luxembourgeois, établie et ayant son siège social au 11, Avenue de la Porte Neuve, L-2227 Luxembourg;

représentée aux fins des présentes par:

a) Madame Carine AGOSTINI, employée privée, avec adresse professionnelle au 11, Avenue de la Porte Neuve, L-2227 Luxembourg;

b) Madame Angelina SCARCELLI, employée privée, avec adresse professionnelle au 11, Avenue de la Porte Neuve, L-2227 Luxembourg;

les deux agissant en leurs qualités de signataires autorisés de ladite société et habilités à l'engager valablement par leur signature conjointe,

en vertu d'une procuration sous seing privé donnée à Luxembourg, le 04 décembre 2015,

laquelle procuration, après avoir été signée «ne varietur» par la mandataire de la partie comparante et le notaire soussigné, restera annexée au présent acte pour être enregistrée en même temps avec lui,

ci-après dénommée: «le Mandant»,

Laquelle mandataire, agissant en sa susdite qualité, a déclaré et a requis le notaire instrumentant d'acter:

I.- Que la société «PETROTRADING S.A.» une société anonyme, établie et ayant son siège social au 11, Avenue de la Porte Neuve, L-2227 Luxembourg, inscrite au Registre de Commerce et des Sociétés à Luxembourg, section B sous le numéro 150 500, fut constituée suivant un acte notarié dressé par le notaire soussigné en date du 30 décembre 2009, publié au Mémorial C, Recueil des Sociétés et Associations (le «Mémorial»), en date du 12 février 2010, sous le numéro 317 et page 15179 (ci-après: «la Société»).

Que les statuts de la Société ne furent jamais modifiés depuis.

II.- Que le capital social souscrit de la Société s'élève actuellement à TRENTE ET UN MILLE EUROS (31'000.- EUR) divisé en trois cent dix (310) actions ordinaires d'une valeur nominale de CENT EUROS (100.-EUR) par action, chaque action se trouvant étant intégralement libérée.

III.- Que le Mandant déclare avoir parfaite connaissance des statuts et de la situation financière de la Société «PETRO-TRADING S.A.», prédésignée et déclare à cet effet approuver la situation intérimaire de la Société au 04 décembre 2015.

IV.- Que le Mandant est devenu propriétaire de toutes les trois cent dix (310) actions de la susdite Société et qu'en tant qu'actionnaire unique il a décidé de procéder à la dissolution de la susdite Société.

V.- Que le Mandant, en tant que liquidateur de la Société, déclare que l'activité de la Société a cessé, que lui, en tant qu'actionnaire unique est investi de tout l'actif et qu'il a réglé tout le passif de la Société dissoute s'engageant à reprendre tous actifs, dettes et autre engagements de la Société dissoute et de répondre personnellement de toute éventuelle obligation inconnue à l'heure actuelle.

VI.- Que décharge pleine et entière est accordée à tous les administrateurs et au commissaire de la Société dissoute pour l'exécution de leurs mandants jusqu'à ce jour.

VII.- Que les livres et documents de la Société dissoute seront conservés pendant cinq (5) ans à l'adresse suivante: 11, Avenue de la Porte Neuve, L-2227 Luxembourg.

VIII.- Que le registre des actionnaires nominatifs de la Société est annulé en présence du notaire instrumentant.

IX.- Que le Mandant s'engage à payer les frais du présent acte.

Le notaire soussigné qui comprend et parle l'anglais, constate par les présentes qu'à la requête du mandataire de la partie comparante le présent acte est rédigé en anglais suivi d'une traduction française; à la requête de la même personne et en cas de divergence entre le texte anglais et français, le texte anglais fera foi.

Dont acte, passé à Luxembourg, les jour, mois et an qu'en tête des présentes.

Et après lecture faite et interprétation donnée aux représentantes de la mandataire de la partie comparante, celles-ci ont signé avec Nous notaire instrumentant le présent acte.

Signé: C. AGOSTINI, A. SCARCELLI, J.J. WAGNER.

Enregistré à Esch-sur-Alzette A.C., le 10 décembre 2015. Relation: EAC/2015/29566. Reçu soixante-quinze Euros (75.- EUR).

Le Receveur (signé): SANTIONI.

Référence de publication: 2015207180/114.

(150233402) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 décembre 2015.

Libra Luxembourg S.à r.l., Société à responsabilité limitée.

Capital social: EUR 486.048,00.

Siège social: L-1724 Luxembourg, 9B, boulevard du Prince Henri.

R.C.S. Luxembourg B 140.558.

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In the year two thousand and fifteen, on the thirtieth day of the month of November.

Before Maître Martine SCHAEFFER, notary, residing in Luxembourg,

was held

an extraordinary general meeting (the "Meeting") of the shareholders of Libra Luxembourg S.à r.l. (the "Company"), a société à responsabilité limitée, incorporated under the laws of Luxembourg, having its registered office at 9B, boulevard Prince Henri, L-1724 Luxembourg, registered with the Register of Trade and Companies of Luxembourg under number B 140.558, and having a share capital of two million, four hundred and sixty thousand, six hundred and fifteen Euro (EUR 2,460,615),

incorporated pursuant to a deed of Maître Henri Hellinckx, notary, residing in Luxembourg, Grand-Duchy of Luxembourg, dated 21 July 2008 published in the Mémorial C, Recueil des Sociétés et Associations (the "Mémorial") number 2020 of 20 August 2008. The articles of the Company have been amended for the last time on 24 October 2014 by a deed of the undersigned notary published in the Mémorial number 3656 of 2 December 2014.

The Meeting was presided by Me Anna Hermelinski-Ayache, maître en droit, professionally residing in Luxembourg.

There was appointed as secretary and as scrutineer Me Perrine Reinhart, maître en droit, professionally residing in Luxembourg.

The chairman declared and requested the notary to state that:

I) It appears from an attendance list established by the members of the bureau that all the two hundred and forty-three thousand and twenty-four (243,024) class A-1 shares, all the two hundred and forty-three thousand and twenty-four (243,024) class A-2 shares, all the two hundred and forty-three thousand and twenty-four (243,024) class B-1 shares, all the two hundred and forty-three thousand and twenty-four (243,024) class B-2 shares, all the two hundred and forty-three thousand and twenty-four (243,024) class C-1 shares, all the two hundred and forty-three thousand and twenty-four (243,024) class C-2 shares, all the two hundred and forty-three thousand and twenty-four (243,024) class D-1 shares, all the two hundred and forty-three thousand and twenty-four (243,024) class D-2 shares, all the two hundred and forty-three thousand and twenty-four (243,024) class E-1 shares, all the two hundred and forty-three thousand and twenty-four (243,024) class E-2 shares, and all the thirty thousand, three hundred and seventy-five (30,375) ordinary shares held by all

the shareholders are represented at this Meeting so that the Meeting is consequently regularly constituted and may validly deliberate on the items of the agenda.

II) The attendance list, signed by the proxyholder of the shareholders represented and the members of the bureau, shall remain attached together with the proxies to the present deed and shall be filed at the same time with the registration authorities.

III) All shareholders represented declared having had sufficient prior knowledge of the agenda of the Meeting and waived their rights to any convening notice so that the Meeting can validly decide on all items of the agenda.

IV) The present Meeting is regularly constituted and may validly deliberate on the agenda set out below:

Agenda

1. Reduction of the issued share capital of the Company from its current amount of two million, four hundred and sixty thousand, six hundred and fifteen Euro (EUR 2,460,615) by one million, nine hundred and seventy-four thousand, five hundred and sixty-seven Euro (EUR 1,974,567) to four hundred and eighty-six thousand and forty-eight Euro (EUR 486,048) by the redemption and subsequent cancellation of all of the two hundred and forty-three thousand and twenty-four (243,024) shares of each of the classes B-1 to E-2 and thirty thousand, three hundred and seventy-five (30,375) ordinary shares, having a nominal value of one Euro (EUR 1) each, for an aggregate cancellation amount of one hundred and ninety-eight million, three hundred and eighteen thousand, seven hundred and forty seven Euro (EUR 198,318,747) (the "Cancellation Amount"); and

2. Consequential amendment of article 5 of the articles of association of the Company, as follows:

" **Art. 5. Share capital.** The capital is set at four hundred and eighty-six thousand and forty-eight Euro (EUR 486,048) represented by four hundred and eighty-six thousand and forty-eight (486,048) shares of a par value of one Euro (€1) each divided into: two hundred and forty-three thousand and twenty-four (243,024) class A-1 shares and two hundred and forty-three thousand and twenty-four (243,024) class A-2 shares (collectively referred to as the "Alphabet Shares" or the "Shares") and with such rights and obligations as set out in the present articles of association. The share premium account is freely distributable to all shareholders of the Company."

After deliberation, the following item were passed:

First resolution

The Meeting resolved to reduce the issued share capital of the Company by an amount of one million nine hundred and seventy-four thousand five hundred and sixty-seven Euro (EUR 1,974,567)

from its current amount of two million four hundred and sixty thousand six hundred and fifteen Euro (EUR 2,460,615) to four hundred and eighty-six thousand and forty-eight Euro (EUR 486,048)

by means of redemption and subsequent cancellation of all of the two hundred and forty-three thousand and twenty-four (243,024) shares of each of the classes B-1 to E-2 and thirty thousand three hundred and seventy-five (30,375) ordinary shares as follows:

Shareholders	Alphabet shares owned and redeemed	Ordinary shares owned and redeemed
Star II UK Limited Partnership No.1	208,644 class B-1 shares 208,644 class B-2 shares 208,644 class C-1 shares 208,645 class C-2 shares 208,644 class D-1 shares 208,643 class D-2 shares 208,642 class E-1 shares 208,640 class E-2 shares	30,375
Star II US Limited Partnership No.1	15,673 class B-1 shares 15,673 class B-2 shares 15,673 class C-1 shares 15,673 class C-2 shares 15,674 class D-1 shares 15,674 class D-2 shares 15,673 class E-1 shares 15,673 class E-2 shares	-
Star II Executive Co-investment Limited Partnership	1,781 class B-1 shares 1,781 class B-2 shares 1,781 class C-1 shares 1,781 class C-2 shares 1,781 class D-1 shares	-

	1,781 class D-2 shares	
	1,782 class E-1 shares	
	1,783 class E-2 shares	
Operating Venture Capital, LLC	593 class B-1 shares	-
	593 class B-2 shares	
	593 class C-1 shares	
	593 class C-2 shares	
	594 class D-1 shares	
	593 class D-2 shares	
	593 class E-1 shares	
	593 class E-2 shares	
Co-Investment Capital Partners L.P.	507 class B-1 shares	-
	507 class B-2 shares	
	507 class C-1 shares	
	506 class C-2 shares	
	506 class D-1 shares	
	506 class D-2 shares	
	506 class E-1 shares	
	505 class E-2 shares	
NB Co-Invest Partners L.P.	13,835 class B-1 shares	-
	13,835 class B-2 shares	
	13,835 class C-1 shares	
	13,835 class C-2 shares	
	13,835 class D-1 shares	
	13,835 class D-2 shares	
	13,835 class E-1 shares	
	13,835 class E-2 shares	
NB Co-Investment Group L.P.	359 class B-1 shares	-
	359 class B-2 shares	
	359 class C-1 shares	
	359 class C-2 shares	
	358 class D-1 shares	
	358 class D-2 shares	
	359 class E-1 shares	
	359 class E-2 shares	
NB PEP Investments I L.P.	816 class B-1 shares	-
	816 class B-2 shares	
	816 class C-1 shares	
	816 class C-2 shares	
	816 class D-1 shares	
	817 class D-2 shares	
	817 class E-1 shares	
	818 class E-2 shares	
NB Crossroads 2010 – MC Holdings L.P.	816 class B-1 shares	-
	816 class B-2 shares	
	816 class C-1 shares	
	816 class C-2 shares	
	816 class D-1 shares	
	817 class D-2 shares	
	817 class E-1 shares	
	818 class E-2 shares	
Total	1,944,192	30,375

for the aggregate Cancellation Amount to be repaid as follows:

Shareholders	Alphabet Shares redemption amount	Ordinary Shares redemption amount
Star II UK Limited Partnership No.1	166,253,316	4,669,937
Star II US Limited Partnership No.1	12,488,876	-
Star II Executive Co-investment Limited Partnership	1,419,393	-

Operating Venture Capital, LLC	472,600	-
Co-Investment Capital Partners L.P.	403,515	-
NB Co-Invest Partners L.P.	11,024,143	-
NB Co-Investment Group L.P.	285,903	-
NB PEP Investments I L.P.	650,532	-
NB Crossroads 2010 – MC Holdings L.P.	650,532	-
Total	193,648,810	4,669,937

Second resolution

As a consequence of the above resolution, the Meeting resolved to amend article 5 of the articles of association of the Company as set forth in the agenda above.

Expenses

The costs, expenses, remuneration or charges in any form whatsoever which shall be borne by the Company as a result of the reduction of the share capital are estimated at EUR 3500.

The undersigned notary, who understands and speaks English, herewith states that at the request of the appearing parties hereto, these minutes are drafted in English followed by a French translation; at the request of the same appearing persons in case of divergences between the English and French version, the English version will prevail.

Whereof, the present notarial deed is drawn up in Luxembourg, on the day before mentioned.

After reading these minutes the appearing persons signed together with the notary the present deed.

Suit la traduction française du texte qui précède

L'an deux mille quinze, le trentième jour du mois de novembre.

Par-devant Maître Martine SCHAEFFER, notaire, résidant à Luxembourg,

s'est tenue

une assemblée générale extraordinaire (l'"Assemblée") des associés de Libra Luxembourg S.à r.l. (la "Société"), une société à responsabilité limitée, constituée sous les lois du Luxembourg, ayant son siège social au 9B, boulevard Prince Henri, L-1724 Luxembourg, immatriculée auprès du Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 140.558, et ayant un capital social de deux millions quatre cent soixante mille six cent quinze euros (2.460.615 EUR),

constituée par acte de Maître Henri Hellinckx, notaire, de résidence à Luxembourg, Grand-Duché de Luxembourg, en date du 21 juillet 2008, publié au Mémorial C, Recueil des Sociétés et Associations (le «Mémorial») numéro 2020 du 20 août 2008. Les statuts de la Société ont été modifiés pour la dernière fois le 24 octobre 2014 par acte du notaire soussigné publié au Mémorial numéro 3656 du 2 décembre 2014.

L'Assemblée a été présidée par Maître Anna Hermelinski-Ayache, maître en droit, résidant professionnellement à Luxembourg.

Maître Perrine Reinhart, maître en droit, résidant professionnellement à Luxembourg, a été nommée secrétaire et scrutateur.

La présidente a déclaré et requis le notaire de d'acter que:

I. Il appert d'une liste de présence établie par les membres du bureau que toutes les deux cent quarante-trois mille vingt-quatre (243.024) parts sociales de classe A-1, toutes les deux cent quarante-trois mille vingt-quatre (243.024) parts sociales de classe A-2, toutes les deux cent quarante-trois mille vingt-quatre (243.024) parts sociales de classe B-1, toutes les deux cent quarante-trois mille vingt-quatre (243.024) parts sociales de classe B-2, toutes les deux cent quarante-trois mille vingt-quatre (243.024) parts sociales de classe C-1, toutes les deux cent quarante-trois mille vingt-quatre (243.024) parts sociales de classe C-2, toutes les deux cent quarante-trois mille vingt-quatre (243.024) parts sociales de classe D-1, toutes les deux cent quarante-trois mille vingt-quatre (243.024) parts sociales de classe D-2, toutes les deux cent quarante-trois mille vingt-quatre (243.024) parts sociales de classe E-1, toutes les deux cent quarante-trois mille vingt-quatre (243.024) parts sociales de classe E-2 et toutes les cent trente mille trois cent soixante-quinze (30.375) parts sociales ordinaires détenues par tous les associés sont représentées à cette Assemblée de telle sorte que l'Assemblée soit valablement constituée et puisse valablement délibérer sur les points de l'ordre du jour.

II. La liste de présence, signée par les détenteurs des procurations des associés représentés et les membres du bureau restera annexée, avec les procurations, au présent acte et seront soumises en même temps aux formalités de l'enregistrement.

III. Tous les associés représentés ont déclaré avoir été préalablement suffisamment informés de l'ordre du jour de l'Assemblée et ont renoncé à leurs droits de recevoir un avis de convocation, de sorte que l'Assemblée peut se prononcer valablement sur tous les points inscrits à l'ordre du jour.

IV. La présente Assemblée est régulièrement constituée et peut valablement délibérer sur l'ordre du jour indiqué ci-dessous:

Ordre du jour

1. Réduction du capital social émis de la Société de son montant actuel de deux millions quatre cent soixante mille six cent quinze euros (2.460.615 EUR) par un montant d'un million neuf cent soixante-quatorze et cinq cent soixante-sept (1.974.657 EUR) à quatre cent quatre-vingt-six mille et quarante-huit euros (486.048 EUR) par remboursement et annulation subséquente de l'intégralité des deux cent quatre-trois mille vingt-quatre (243.024) parts sociales de chaque classe B-1 à E-2, et trente mille trois cent soixante-quinze (30.375) parts sociales ordinaires, ayant une valeur nominale d'un euro (EUR 1) chacune, pour un montant d'annulation total de cent quatre-vingt-dix-huit millions trois cent dix-huit mille et sept cent quarante-sept euros (198.318.747 EUR) euros (le "Montant d'Annulation");

2. Modification en conséquence de l'article 5 des statuts de la Société tel que suit:

« **Art. 5. Capital social.** Le capital est fixé à quatre cent quatre-vingt-six mille et quarante-huit euros (486.048 €) représenté par quatre cent quatre-vingt-six mille et quarante-huit (486.048) parts sociales d'une valeur nominale d'un euro (1 €) chacune, divisées en: deux cent quarante-trois mille vingt-quatre (243.024) parts sociales de classe A-1 et deux cent quarante-trois mille vingt-quatre (243.024) parts sociales de classe A-2,(collectivement dénommées «Parts Sociales Alphabet» ou «Parts Sociales»), et dotées des droits et obligations énoncés dans les présents statuts. Le compte de prime d'émission peut être distribué librement à tous les associés de la Société.»

Après délibération, les résolutions suivantes ont été prises:

Première résolution

L'Assemblée a décidé de réduire le capital social émis de la Société d'un montant d'un million neuf cent soixante-quatorze mille cinq cent soixante-sept euros (1.974.567 EUR)

de son montant actuel de deux millions quatre cent soixante mille six cent quinze euros (2.460.615 EUR) à quatre cent quatre-vingt-six mille et quarante-huit euros (486.048 EUR)

par remboursement et annulation subséquente de l'intégralité des deux cent quatre-trois mille vingt-quatre (243.024) parts sociales de chaque classe B-1 à E-2, et trente mille trois cent soixante-quinze (30.375) parts sociales ordinaires comme suit:

Associés	Parts sociales Alphabet détenues et remboursées	Parts sociales ordinaires
Star II UK Limited Partnership No.1	208.644 parts de classe B-1 208.644 parts de classe B-2 208.644 parts de classe C-1 208.645 parts de classe C-2 208.644 parts de classe D-1 208.643 parts de classe D-2 208.642 parts de classe E-1 208.640 parts de classe E-2	30.375
Star II US Limited Partnership No.1	15.673 parts de classe B-1 15.673 parts de classe B-2 15.673 parts de classe C-1 15.673 parts de classe C-2 15.674 parts de classe D-1 15.674 parts de classe D-2 15.673 parts de classe E-1 15.673 parts de classe E-2	-
Star II Executive Co-investment Limited Partnership	1.781 parts de classe B-1 1.781 parts de classe B-2 1.781 parts de classe C-1 1.781 parts de classe C-2 1.781 parts de classe D-1 1.781 parts de classe D-2 1.782 parts de classe E-1 1.783 parts de classe E-2	-
Operating Venture Capital, LLC	593 parts de classe B-1 593 parts de classe B-2 593 parts de classe C-1 593 parts de classe C-2 594 parts de classe D-1 593 parts de classe D-2 593 parts de classe E-1	-

	593 parts de classe E-2	
Co-Investment Capital Partners L.P.	507 parts de classe B-1	-
	507 parts de classe B-2	
	507 parts de classe C-1	
	506 parts de classe C-2	
	506 parts de classe D-1	
	506 parts de classe D-2	
	506 parts de classe E-1	
	505 parts de classe E-2	
NB Co-Invest Partners L.P.	13.835 parts de classe B-1	-
	13.835 parts de classe B-2	
	13.835 parts de classe C-1	
	13.835 parts de classe C-2	
	13.835 parts de classe D-1	
	13.835 parts de classe D-2	
	13.835 parts de classe E-1	
	13.835 parts de classe E-2	
NB Co-Investment Group L.P.	359 parts de classe B-1	-
	359 parts de classe B-2	
	359 parts de classe C-1	
	359 parts de classe C-2	
	358 parts de classe D-1	
	358 parts de classe D-2	
	359 parts de classe E-1	
	359 parts de classe E-2	
NB PEP Investments I L.P.	816 parts de classe B-1	-
	816 parts de classe B-2	
	816 parts de classe C-1	
	816 parts de classe C-2	
	816 parts de classe D-1	
	817 parts de classe D-2	
	817 parts de classe E-1	
	818 parts de classe E-2	
NB Crossroads 2010 – MC Holdings L.P.	816 parts de classe B-1	-
	816 parts de classe B-2	
	816 parts de classe C-1	
	816 parts de classe C-2	
	816 parts de classe D-1	
	817 parts de classe D-2	
	817 parts de classe E-1	
	818 parts de classe E-2	
Total	1.944.192	30.375

pour un Montant d'Annulation devant être remboursé comme suit:

Associés	Prix de rachat des parts sociales Alphabet	Prix de rachat des parts sociales ordinaires
Star II UK Limited Partnership No.1	166.253.316	4.669.937
Star II US Limited Partnership No.1	12.488.876	-
Star II Executive Co-investment Limited Partnership	1.419.393	-
Operating Venture Capital, LLC	472.600	-
Co-Investment Capital Partners L.P.	403.515	-
NB Co-Invest Partners L.P.	11.024.143	-
NB Co-Investment Group L.P.	285.903	-
NB PEP Investments I L.P.	650.532	-
NB Crossroads 2010 – MC Holdings L.P.	650.532	-
Total	193.648.810	4.669.937

Seconde résolution

En conséquence de la résolution précitée, l'Assemblée a décidé de modifier l'article 5 des statuts de la Société tel que mentionné dans l'agenda ci-dessus.

Dépenses

Les coûts, dépenses, rémunérations ou charges sous quelque forme que ce soit, qui incombent à la Société résultant de la réduction de capital sont estimés à EUR 3500.

Le notaire soussigné, qui comprend et parle anglais déclare que, à la requête des parties comparantes, les présentes minutes sont rédigées en anglais, suivi d'une traduction française; à la requête des mêmes parties comparantes, en cas de divergences entre la version anglaise et française, la version anglaise fera foi.

Dont acte, fait à Luxembourg, à la même date qu'en tête du présent.

Après lecture des présentes minutes, les parties comparantes ont signé le présent acte ensemble avec le notaire.

Signé: P. Reinhart et M. Schaeffer.

Enregistré à Luxembourg Actes Civils 2, le 7 décembre 2015. Relation: 2LAC/2015/27923. Reçu soixante-quinze euros Eur 75.-

Le Receveur (signé): André MULLER.

POUR EXPEDITION CONFORME, délivrée à la demande de la prédite société, aux fins d'inscription au Registre de Commerce.

Luxembourg, le 21 décembre 2015.

Référence de publication: 2015206903/337.

(150232366) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 décembre 2015.

Laux & Meurers Luxemburg, LML, Spezialist für Bäder und Heizungen G.m.b.H., Société à responsabilité limitée.

Siège social: L-5447 Schwebsange, 111, route du Vin.

R.C.S. Luxembourg B 91.678.

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Im Jahre zweitausendundfünfzehn, den zehnten Dezember.

Vor dem unterzeichneten Notar Patrick SERRES, im Amtssitz zu Remich.

Sind erschienen:

1) Herr Eberhard, genannt Hardy LAUX, Heizungs-und Lüftungsbaumeister, wohnhaft in D-66693 Mettlach, Odilienstrasse 3A,

2) Frau Julitta LAUX, geborene ZIMMER, Privatbeamtin, wohnhaft in D-66693 Mettlach, Odilienstrasse 3A,

3) Herr Jörg MEURERS, Sanitär-, Heizungs- und Lüftungsbaumeister, wohnhaft in D-66693 Mettlach Saarhölzbach, Hochwaldstr. 29;

4) Frau Silvia MEURERS, geborene THIESER, Privatbeamtin, wohnhaft in D-66693 Saarhölzbach, Hochwaldstrasse 29;

5) Herr Peter LAUX, Diplom- Kaufmann, wohnhaft in D-66663 Merzig, Harlingerweg 28.

Die Komparenten sub1 bis sub4) erklären alleinige Inhaber zu sein sämtlicher Anteile der Gesellschaft LAUX & MEURERS LUXEMBURG, LML, SPEZIALIST FÜR BÄDER UND HEIZUNGEN G.m.b.H., welche gegründet wurde gemäß notarielle Urkunde am 11. Februar 2003, veröffentlicht im Mémorial C, Nummer 356, vom 2. April 2003.

Herr Eberhard, genannt Hardy LAUX und Frau Julitta LAUX, geborene ZIMMER, vorgenannt, erklären ihre sämtlichen Anteile an der genannten Gesellschaft unter den gesetzlichen Gewährleistungen an den dies annehmenden Herr Peter LAUX, vorgenannt, zum Nominalpreis (EUR 15.500) abzutreten, worüber hiermit Quittung und Titel bewilligt wird.

Der Verkaufspreis wurde vor der Erstellung gegenwärtiger Urkunde und außerhalb der Anwesenheit des Notars gezahlt.

Herr Peter LAUX, welcher erklärt die Statuten sowie die finanzielle Lage der Gesellschaft zu kennen, ist ab dem heutigen Tage in alle mit den zedierten Gesellschaftsanteilen verbundenen Rechten und Pflichten eingesetzt.

Aufgrund vorstehender Anteilsabtretungen sind die Anteile der Gesellschaft nunmehr wie folgt aufgeteilt:

1) Herr Jörg MEURERS, vorgenannt, fünfundzwanzig Anteile	25
2) Frau Silvia MEURERS, vorgenannt, fünfundzwanzig Anteile	25
3) Herr Peter LAUX, vorgenannt, fünfzig Anteile	50
Total: einhundert Anteile	100

Sodann haben die Komparenten sub 3), 4) und 5) sich zu einer außerordentlichen Generalversammlung zusammengefunden, zu der sie sich ordentlich und formgerecht einberufen erklären, und haben den amtierenden Notar ersucht, folgenden Beschluss, den sie einstimmig gefasst haben, zu beurkunden:

Erster Beschluss

Die Gesellschafter beschließen als zusätzlichen Geschäftsführer für unbestimmte Zeit zu ernennen Herrn Peter LAUX, Diplom-Kaufmann, wohnhaft in D-66663 Merzig, Harlingerweg 28.

Die Gesellschaft wird verpflichtet durch die alleinige Unterschrift einer der beiden Geschäftsführer.

Die Geschäftsführer können Bevollmächtigte ernennen, deren Befugnisse und Vergütungen festlegen und sie abberufen.

Zweiter Beschluss

Die Abtretungen der Gesellschaftsanteile an Herrn Peter LAUX wird von der Gesellschaft, hier vertreten durch ihren alleinigen Geschäftsführer, angenommen. In Folge dieser Abtretung erhält Artikel 5 der Satzung folgenden Wortlaut:

„ **Art. 6.** Das Gesellschaftskapital beträgt einunddreissigtausend Euro (EUR 31.000,-) und ist aufgeteilt in hundert (100) Anteile von je dreihundertzehn Euro (EUR 310,-).“

Dritter Beschluss

Die Gesellschafter beschließen die Neufassung der Satzung der Gesellschaft wie folgt:

„ **Art. 1.** Eine Gesellschaft mit beschränkter Haftung ist gegründet, der die nachstehende Satzung, sowie die diesbezügliche Gesetzgebung zu Grunde liegt.

Art. 2. Gegenstand der Gesellschaft ist der Zentralheizungs- und Lüftungsbau, Sanitärinstallationen, sowie der Handel mit Heizungs-, Lüftungs-, Klimaanlagen und Sanitärmaterial.

Sie kann im Übrigen alle kaufmännischen und finanziellen Handlungen in Bezug auf bewegliche und unbewegliche Güter vollziehen, welche mit dem Gegenstand der Gesellschaft mittelbar oder unmittelbar zusammenhängen, für die Verwirklichung des Gegenstandes der Gesellschaft notwendig oder auch nur nützlich sind oder welche die Entwicklung der Gesellschaft erleichtern.

Art. 3. Die Gesellschaft wird auf unbestimmte Dauer errichtet.

Art. 4. Die Gesellschaft führt den Namen „LAUX & MEURERS LUXEMBURG, LML, SPEZIALIST FÜR BÄDER UND HEIZUNGEN G.m.b.H.“.

Art. 5. Der Sitz der Gesellschaft ist in der Gemeinde Schengen.

Durch einfachen Beschluss der Geschäftsführung kann der Gesellschaftssitz innerhalb derselben Gemeinde verlegt werden.

Die Geschäftsführung kann Zweigniederlassungen, Filialen, Agenturen oder administrative Büros sowohl im Großherzogtum Luxemburg als auch im Ausland errichten.

Art. 6. Das Gesellschaftskapital beträgt einunddreissigtausend Euro (EUR 31.000,-) und ist aufgeteilt in hundert (100) Anteile von je dreihundertzehn Euro (EUR 310,-).

Art. 7. Das Gesellschaftskapital kann jederzeit erhöht oder herabgesetzt werden, unter den in Artikel 199 des Gesetzes über die Handelsgesellschaften festgesetzten Bedingungen.

Art. 8. Jeder Anteil ist proportional an den Aktiva und am Gewinn beteiligt.

Art. 9. Zwischen Gesellschaftern sind die Anteile frei übertragbar. Die Übertragung unter Lebenden von Gesellschaftsanteilen an Nichtgesellschafter bedarf der Genehmigung der Gesellschafterversammlung und mindestens fünfundsiebzig Prozent des Gesellschaftskapitals. Im Übrigen wird auf die Bestimmungen der Artikel 189 und 190 des Gesetzes vom 10. August 1915 über die Handelsgesellschaften verwiesen.

Art. 10. Tod, Entmündigung, Konkurs oder Zahlungsunfähigkeit eines Gesellschafters lösen die Gesellschaft nicht auf.

Art. 11. Die Gesellschaft wird durch einen oder mehrere Geschäftsführer, Gesellschafter oder nicht, welche von der Gesellschafterversammlung ernannt werden, verwaltet.

Falls die Gesellschafterversammlung nicht anders bestimmt, haben der oder die Geschäftsführer die weitest gehenden Befugnisse um die Gesellschaftsangelegenheiten zu führen und die Gesellschaft im Rahmen des Gesellschaftszweckes zu verwalten.

Der oder die Geschäftsführer der Gesellschaft können zu jeder Zeit und auch ohne rechtmäßigen Grund von der Generalversammlung der oder des Gesellschafters abberufen werden.

Art. 12. Bei der Ausübung ihres Amtes gehen der oder die Geschäftsführer keinerlei persönliche Verpflichtungen ein. Als Beauftragte sind sie lediglich für die ordnungsgemäße Durchführung ihres Amtes verantwortlich.

Art. 13. Jeder Gesellschafter ist in der Generalversammlung stimmberechtigt. Er hat soviel Stimmen wie er Anteile besitzt und kann sich aufgrund einer Vollmacht an den Versammlungen rechtsgültig vertreten lassen.

Art. 14. Die Generalversammlung fasst ihre Beschlüsse mit einfacher Mehrheit. Beschlüsse über Satzungsänderungen kommen nur zustande, soweit sie von der Mehrheit der Gesellschafter, die drei Viertel des Kapitals vertreten, gefasst werden.

Art. 15. Das Geschäftsjahr beginnt am ersten Januar eines jeden Jahres und endet am einunddreißigsten Dezember desselben Jahres.

Art. 16. Am einunddreißigsten Dezember eines jeden Jahres erstellt die Geschäftsführung den Jahresabschluss.

Art. 17. Jeder Gesellschafter kann am Gesellschaftssitz Einsicht in den Jahresabschluss nehmen.

Art. 18. Fünf Prozent des Reingewinns werden der gesetzlichen Rücklage zugeführt bis diese zehn Prozent des Stammkapitals erreicht hat.

Der Saldo steht zur Verfügung der Gesellschafter.

Art. 19. Im Falle der Auflösung der Gesellschaft wird die Liquidation von einem oder mehreren von der Gesellschafterversammlung ernannten Liquidatoren, die keine Gesellschafter sein müssen, durchgeführt. Die Gesellschafterversammlung legt deren Befugnisse und Bezüge fest.

Art. 20. Wann, und so lang ein Gesellschafter alle Anteile besitzt, ist die Gesellschaft eine Einmanngesellschaft im Sinn von Artikel 179(2) des Gesetzes über die kommerziellen Gesellschaften; in diesem Fall finden unter anderem die Artikel 200-1 und 200-2 desselben Gesetzes Anwendung.

Art. 21. Für alle Punkte, die nicht in dieser Satzung festgelegt sind, verweisen die Gründer auf die gesetzlichen Bestimmungen.“

Worüber Urkunde, aufgenommen zu Remich, Datum wie eingangs erwähnt.

Und nach Vorlesung von allem Vorstehenden an die Erschienenen, dem Notar nach Namen, Vornamen, Stand und Wohnort bekannt, haben dieselben gegenwärtige Urkunde unterschrieben.

Gezeichnet: E. LAUX, J. LAUX, J. MEURERS, S. MEURERS, P. LAUX, Patrick SERRES.

Enregistré à Grevenmacher Actes Civils, le 11 décembre 2015. Relation: GAC/2015/10851. Reçu soixante-quinze euros 75,00 €.

Le Receveur (signé): G. SCHLINK.

Für gleichlautende Ausfertigung, zum Zwecke der Veröffentlichung im Mémorial C, Recueil des Sociétés et Associations, erteilt.

Remich, den 21. Dezember 2015.

Référence de publication: 2015206896/112.

(150233348) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 décembre 2015.

Lisa Investments S.à r.l., Société à responsabilité limitée.

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

R.C.S. Luxembourg B 186.072.

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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.
Luxembourg, le 21 décembre 2015.

Référence de publication: 2015206939/10.

(150232470) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 décembre 2015.

M&G Real Estate Finance 2 Co. S.à r.l., Société à responsabilité limitée.

Siège social: L-1855 Luxembourg, 51, avenue J.F. Kennedy.

R.C.S. Luxembourg B 171.314.

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Les statuts coordonnés suivant l'acte n° 1664 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Référence de publication: 2015206977/9.

(150232962) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 décembre 2015.

Cachan Lux S.à r.l., Société à responsabilité limitée unipersonnelle.

Capital social: EUR 95.854,78.

Siège social: L-1470 Luxembourg, 70, route d'Esch.

R.C.S. Luxembourg B 97.127.

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Il résulte des résolutions prises par l'associé unique de la société en date du 17 décembre 2015 que:

- Le siège social de la société a été transféré du 37A, avenue J.F. Kennedy, L-1855 Luxembourg au 70, Route d'Esch, L-1470 Luxembourg avec effet au 16 décembre 2015.

- Madame Simone Schmitz, Madame Marion Geniaux, Monsieur Angus Pottinger et Monsieur Richard Barnes démissionnent de leur poste de gérant de la société avec effet au 16 décembre 2015.

- Monsieur Leonardo Vozzi, née le 9 juillet 1983 à Policoro (MT), Italie et ayant son adresse professionnelle 10-12, rue Adolphe Fischer, L-1520 Luxembourg est nommée en remplacement des gérants démissionnaires avec effet au 16 décembre 2015 et ce pour une durée indéterminée.

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

Fait à Luxembourg, le 28 décembre 2015.

Référence de publication: 2015212148/18.

(150238002) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Nextmesh, Société Anonyme.

Siège social: L-1449 Luxembourg, 18, rue de l'Eau.

R.C.S. Luxembourg B 174.085.

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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.

Luxembourg, le 21 décembre 2015.

Référence de publication: 2015207077/10.

(150233085) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 décembre 2015.

Tiger Holding Five Parent S.à r.l., Société à responsabilité limitée.

Siège social: L-3364 Leudelange, 1, rue de la Poudrerie.

R.C.S. Luxembourg B 136.048.

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Les statuts coordonnés suivant l'acte n° 1680 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Référence de publication: 2015207399/9.

(150232623) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 décembre 2015.

IC Enterprises S.e.n.c., Société en nom collectif.

Siège social: L-2142 Luxembourg, 1, rue Paul Medinger.

R.C.S. Luxembourg B 163.871.

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Assemblée générale de IC Enterprises S.E.N.C. en date du 25-11-2015

Participants:

Olgerd Rus, associés-gérant; Peter Stensgård Hansen, associés-gérant; Christian Olsson, associés-gérant

Pourcentage des actionnaires:

3/3, 100%

Présider par:

Christian Olsson

Agenda

1. Dissolution volontaire de la société
2. Nomination du liquidateur

1. Dissolution volontaire de la société

Les gérants ont discuté la dissolution volontaire de la société à cause d'un manque d'intérêt personnelle chez les gérants. La décision a été prise en faveur d'une dissolution de la société. La décision était unanime (3/3). Ensuite le président a été demandé de poursuivre la nomination du liquidateur.

Les gérants sont d'accord de la distribution de capital après les impôts et charges:

- Peter Stensgård Hansen (40%)

- Christian Olsson (30%)

- Olgerd Rus (30%)

2. Nomination du liquidateur

La discussion de la nomination du liquidateur a résulté de la nomination d'Olgerd Rus. Monsieur Rus a été le seul candidat par les gérants. Lors avoir accepté la nomination Olgerd Rus a été demandé de procéder aux opérations de liquidation.

Dans son rôle, le liquidateur fera un inventaire et un bilan d'ouverture de la liquidation afin de déterminer l'actif et le passif de la société.

Le rapport sera présenté pendant l'assemblée générale prochaine.

Le 16/12/15.
Olgerd Rus / Peter Stensgård Hansen / Christian Olsson
Associés-gérant / Associés-gérant / Associés-gérant

Référence de publication: 2015212442/35.

(150238352) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 décembre 2015.

Wood It, Société Anonyme.

Siège social: L-9809 Hosingen, 11A, Op der Hei.

R.C.S. Luxembourg B 120.146.

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Les comptes annuels au 31 décembre 2014 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Signature.

Référence de publication: 2016057149/10.

(160016377) Déposé au registre de commerce et des sociétés de Luxembourg, le 27 janvier 2016.

Gama Lettrage et Designs S.à r.l., Société à responsabilité limitée.

Siège social: L-1321 Luxembourg, 235, rue de Cessange.

R.C.S. Luxembourg B 147.787.

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Les comptes annuels au 31 décembre 2014 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Signature.

Référence de publication: 2016057372/10.

(160017495) Déposé au registre de commerce et des sociétés de Luxembourg, le 28 janvier 2016.

Globalance, Société d'Investissement à Capital Variable.

Siège social: L-2180 Luxembourg, 5, rue Jean Monnet.

R.C.S. Luxembourg B 158.378.

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Le bilan au 31 août 2015 a été déposé au registre de commerce et des sociétés de Luxembourg.

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

CREDIT SUISSE FUND SERVICES (LUXEMBOURG) S.A.

Référence de publication: 2016057377/10.

(160017552) Déposé au registre de commerce et des sociétés de Luxembourg, le 28 janvier 2016.

Editeur: Service Central de Législation, 43, boulevard F.-D. Roosevelt, L-2450 Luxembourg
Imprimeur: Association momentanée Imprimerie Centrale / Victor Buck