



SEMPER CONSTANTIA  
INVEST GMBH

## PROSPECTUS

for the Investment Fund (hereinafter: the "Investment Fund" or "Fund") pursuant to the Austrian Investment Fund Act (*Investmentfondsgesetz*) 2011, as amended (hereinafter: "InvFG")

### Mozart one

**This Fund is a UCITS<sup>1</sup> pursuant to § 2 (1) and (2) in conjunction with § 50 InvFG.**

Retail tranches:	Income distribution:	ISIN AT0000A0KML1
	Income accumulation:	ISIN AT0000A0KLE8

Institutional tranches:	Income distribution:	ISIN AT0000A1Z486 (launched: 1/12/2017)
	Income accumulation:	ISIN AT0000A1Z494 (launched: 1/12/2017)

**Semper Constantia Invest GmbH**  
(hereinafter: the "Management Company")  
Hessgasse 1, 1010 Vienna, Austria

This Prospectus was produced in December 2009 in accordance with the Fund Regulations (pursuant to InvFG). It should be pointed out that the specified Fund Regulations came into force on December 7, 2009. This Prospectus was updated in February 2018 and is valid from February 2, 2018.

Investors are to be provided with the key investor information (key investor document, "KID") free of charge in good time prior to an offer to subscribe for units.

Upon request, the currently valid Prospectus, the Fund Regulations and the KID will be provided free of charge.

This Prospectus is supplemented by the most recently published annual fund report or semi-annual fund report.

The above documents may be provided in paper form or in electronic form on the website of the Management Company, [www.sc-invest.at](http://www.sc-invest.at) / *Investmentfonds* (in German). These documents may also be obtained from the custodian bank.

Since November 1, 2016, notifications are now provided in electronic form on the website of the Management Company ([www.sc-invest.at](http://www.sc-invest.at) / *Veröffentlichungen* (in German)). An announcement that notifications would in future only be provided in electronic form on the website of the Management Company appeared in the official gazette supplement (*Amtsblatt*) to the *Wiener Zeitung* newspaper on October 25, 2016.

<sup>1</sup> UCITS is the abbreviation for "undertaking for collective investment in transferable securities" pursuant to InvFG 2011.

<b>DISCLAIMER regarding the DISTRIBUTION of non-US funds to US clients</b>
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**Restriction on distribution**

The Investment Fund has not been registered in accordance with the relevant legal provisions in the USA. Accordingly, units of the Investment Fund are not intended either for distribution within the USA or for distribution to US citizens (or persons permanently residing in that country) or to partnerships or corporations established under the laws of the USA.

**FATCA:**

In compliance with the USA's FATCA ("Foreign Account Tax Compliance Act") tax regulations and the fund registration process implemented by that country's Internal Revenue Service ("IRS"), the Fund has been assigned the following GIIN ("Global Intermediary Identification Number"): 3TUCMY

The Fund is thus "deemed compliant" within the meaning of the above regulations, i.e. it is FATCA-compliant.

## **PART I**

### **INFORMATION CONCERNING THE MANAGEMENT COMPANY**

#### **1. Information on the Management Company, with details of whether the Management Company is domiciled in a Member State other than the home Member State of the Fund**

##### **1.1. Designation or name, legal form, registered office and location of head office if different from the registered office**

Not applicable.

##### **1.2. Semper Constantia Invest GmbH is a Management Company within the meaning of the Date of the establishment of the Company. Duration, where time-limited Details of the register and the Management Company's entry in the register**

Semper Constantia Invest GmbH, Hessgasse 1, 1010 Vienna, is the Management Company for Mozart one, a co-ownership fund pursuant to § 2 (1) and (2) InvFG 2011 which is outlined in this Prospectus.

Semper Constantia Invest GmbH was established on January 9, 1987.

Semper Constantia Invest GmbH is a Management Company within the meaning of the Austrian Investment Fund Act (*Investmentfondsgesetz*, InvFG). It has the legal form of a limited liability company (*Gesellschaft mit beschränkter Haftung*, GmbH) and is registered with the Vienna companies register court under the companies register number 43 489f.

#### **2. List of funds managed by Semper Constantia Invest GmbH**

Please refer to the Annex (p. 31) for this information.

#### **3. Details of the Management Board, the composition of the Supervisory Board and the nominal capital**

Please refer to the Annex (p. 30) for this information.

#### **4. Remuneration policy**

##### Remuneration policy principles:

The remuneration policy of Semper Constantia Invest GmbH ("SCI") is consistent with the business strategy and the goals, values and long-term interests of SCI and of the investment funds under its management. The remuneration system takes into consideration a long-term approach, business success and the assumption of risk. Precautions have been implemented to prevent conflicts of interest.

The goal of the remuneration policy of SCI is for compensation – in particular, the variable salary component – for assumption of inherent business risks within the individual divisions of SCI to be provided only insofar as this is compatible with the risk appetite of SCI. The Management Board of SCI draws up the risk strategy and the principles of risk policy, subject to discussion with the remuneration committee and the Supervisory Board. It also consults Operational Risk Management and Compliance. In particular, the remuneration policy must be compatible with the risk profiles and the fund regulations of the funds managed by SCI.

If portfolio management for the Fund (fund management) is outsourced/delegated to third parties or if the services of portfolio advisers are used, SCI will review the remuneration policy of this third party/portfolio adviser.

### Principles for variable remuneration:

Variable remuneration will exclusively be paid out in accordance with the internal guidelines for SCI's remuneration policy. The system reflects a long-term approach, business success and the assumption of risk. Moreover, employees are obliged not to implement any measures or to pursue any activities which would entail the achievement of agreed goals by entering into a disproportionate level of risk or by entering into risks which – on the basis of an objective assessment – they would not have entered into in the absence of the agreement on variable remuneration.

As a rule, variable remuneration will be determined on the basis of a performance assessment at the level of individual employees, but also including the performance of the department or division in question and the overall performance of SCI, as well as its risk position.

For the performance assessment of the managers, the higher-level management, the risk buyers and other risk buyers as well as employees with supervisory roles (hereinafter jointly: "Identified Staff"), their influence over the performance of the department and the company will be considered and weighted accordingly. This will likewise already be considered in defining the relevant set of goals. This set of goals comprises the quantitative goals which may be influenced by the employee as well as relevant qualitative goals. These goals must be proportionate to one another and appropriately structured in line with the employee's position. If it is not possible to define any quantitative goals for certain positions, the relevant qualitative goals will be emphasized. As well as relevant income and risk goals – which must reflect a long-term approach – any set of goals must also include goals in keeping with the position in question – such as compliance, quality, training, organization and documentation goals etc.

The following positions are "Identified Staff":

- Management
- Head of Compliance
- Head of Finance
- Head of Internal Audit
- Head of Risk Management (Back Office and Operational Risk Management)
- Head of Legal – Compliance contact
- Head of Human Resources
- Head of Operations
- Fund managers whose variable remuneration exceeds the materiality threshold (see below)

In regard to the overall remuneration, fixed earnings must be proportionate to the variable remuneration (hereinafter also referred to as a "Bonus"). The value of the variable remuneration is limited. As a rule, it may amount to up to 30%, and in exceptional cases up to 50% of the fixed annual earnings.

The Bonus will be paid to Identified Staff subject to a materiality threshold. This threshold will not have been reached if the variable remuneration is less than 25% of the (fixed) annual salary in question and does not exceed EUR 30,000. Accordingly, the following distinction applies for variable remuneration for Identified Staff:

- If the variable remuneration is below the above-mentioned materiality threshold, the Bonus will be paid out immediately and in full, 100% in cash.
- ~~If the variable remuneration exceeds the above-mentioned materiality threshold, then (in overall terms) as a rule half of the Bonus will be provided in cash and the other half in the form of "non-cash instruments". Concretely, these instruments shall be units of representative investment funds of SCI (hereinafter: "Funds"). For the variable remuneration, the following allocation and apportionment scheme will apply for (the timing of) payment: i) as a rule, 60% of the Bonus will be paid immediately (50% in cash and 50% in the form of funds); ii) the remainder will not be paid out immediately and will instead be apportioned over the following~~

three financial years as a rule (50% in cash and 50% in the form of funds).<sup>1</sup> Moreover, Identified Staff may not immediately dispose of the Funds upon receipt and must hold them for a minimum period of two years (for managers) or one year (for the other members of the Identified Staff).

#### Remuneration committee

SCI has established a remuneration committee consisting of at least 3 members of the Supervisory Board of SCI who do not perform any management tasks and at least a majority of whom are classified as independent. The chairman of the remuneration committee must be an independent member who does not perform any management tasks.

The remuneration committee shall support and advise the Supervisory Board in drafting the remuneration policy of SCI, giving particular consideration to the mechanisms applied to ensure that the remuneration system appropriately reflects any types of risk as well as liquidity and the assets managed and that the remuneration policy is compatible overall with the business strategy and with the goals, values and interests of SCI and the funds under its management.

### **5. Investors' complaints**

Investors in the Fund may submit complaints concerning matters relating to the Fund as follows:

- by post: Compliance department, Semper Constantia Invest GmbH, Hessgasse 1, 1010 Vienna, Austria;
- via the website of Semper Constantia Invest GmbH: <http://www.sc-invest.at> (in German) (via the "Kontakt" section of the website).

### **6. The Management Company has delegated the following tasks to third parties:**

1. Internal audit
2. Compliance and anti-money laundering/terrorism financing

The investor will not incur any additional costs for this.

The Management Company hereby provides notice that it has transferred tasks to the custodian bank/depositary as a closely linked undertaking, i.e. a linked undertaking within the meaning of Article 4 (1) Item 38 of Regulation (EU) No 575/2013 (see the conflict of interest policy of Semper Constantia Invest GmbH at [www.sc-invest.at](http://www.sc-invest.at) / Rechtliche Hinweise (in German)).

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<sup>1</sup> Over the course of this apportionment period, every year – at the end of the financial year – the results in the base year will be evaluated from the point of view of a long-term approach. Depending on the outcome of this evaluation process, the financial position and the risk trend, part payments may also be made each year. If this annual evaluation does not result in a reduction of the variable remuneration or its outright loss, in principle payment will be made annually over the course of the apportionment period in the form of further part payments and in three equal portions.

## **PART II**

### **INFORMATION CONCERNING Mozart one**

#### **1. Name of the Fund:**

The Fund bears the name Mozart one and is a co-ownership fund pursuant to § 2 (1) and (2) InvFG 2011.

The Fund complies with Directive (EU) 2009/65/EC ("UCITS Directive").

#### **2. Date of the establishment of the Fund and duration of the Fund, where time-limited.**

Mozart one was established on September 8, 2010 for an indefinite duration.

#### **3. Brief details of tax regulations applicable to the Fund that are of significance for unitholders. Details of whether deductions are made at source on the investment and other income which the unitholders derive from the Fund:**

##### **TAX TREATMENT for investors with unlimited tax liability in Austria**

###### **(Legal) notice:**

The following tax comments reflect the current understanding of the legal situation. The tax assessment may change due to legislation, court rulings or other legal instruments of the fiscal authorities. It may be advisable to seek advice from a tax expert.

The annual fund reports contain details of the tax treatment of fund distributions and dividend-equivalent income.

The following comments mainly apply to securities accounts held in Austria and to investors with unlimited tax liability in Austria.

##### **Calculation of income at fund level**

A fund's income mainly comprises ordinary and extraordinary income.

Ordinary income largely consists of interest and dividend income. The fund's expenses (e.g. management fees, auditor's costs) will reduce its ordinary income.

Extraordinary income comprises profits from the realization of securities (mainly equities, debt securities and the related derivatives), offset against realized losses. Loss carryovers and any expenditure overhang will also reduce the fund's current profits. Any loss overhang may be offset against the fund's ordinary income.

Losses which have not been offset may be carried forward for an indefinite period.

##### **Private assets**

##### Full tax settlement (taxation at source), no requirement for inclusion in investor's tax return

Insofar as distributions (interim distributions) made by a fund to its unitholders derive from investment income subject to investment income tax and the recipient of the distribution is liable for investment income tax, the Austrian agent redeeming the coupon will withhold investment income tax from the sums distributed in the amount prescribed by law for such income. Under the same circumstances, notional redemptions for accumulation funds will be withheld as investment income tax for the dividend-equivalent income included in the value of a unit (except in case of full accumulation funds).

As a rule, a private investor is not required to include the income in question in his tax return. All tax obligations of the investor will have been discharged upon deduction of investment income tax. The deduction of investment income tax will entail full taxation at source in respect of income tax.

#### Exemptions from taxation at source

Taxation at source is excluded:

- a) for schedule II investment income tax-exempt debt securities included in the assets of the fund (so-called "old issues", "Altemissionen"), unless the investor has opted for investment income tax to be withheld. Such income must still be declared in a tax return;
- b) for securities included in the assets of a fund for which Austria does not have a sovereign right of taxation if the investor has claimed benefits under double taxation agreements. Income from such securities must be declared in the income tax return under the column headed "Neben den angeführten Einkünften wurden Einkünfte bezogen, für die das Besteuerungsrecht aufgrund von Doppelbesteuerungsabkommen einem anderen Staat zusteht" ("Income other than the income listed that is taxable by another country under double taxation agreements").

However, the deducted investment income tax may in such case be offset or reclaimed pursuant to § 240 of the Austrian Federal Fiscal Code (*Bundesabgabenordnung*, BAO).

#### **Taxation at fund level**

The fund's ordinary income (interest, dividends) will attract investment income tax at a rate of 25% after deduction of expenses (for taxable income from January 1, 2016: 27.5%). Realized price losses (after offsetting against realized price gains) and new loss carryovers (losses from financial years beginning in 2013) will likewise reduce the fund's ordinary income.

At least 60% of all extraordinary income realized – whether distributed or accumulated – will likewise attract investment income tax at a rate of 25% (for taxable income from January 1, 2016: 27.5%). Where realized capital gains are distributed, they will be fully taxable (e.g. if 100% are distributed, 100% will be taxable; if 75% are distributed, 75% will be taxable).

#### **Taxation at the level of unit certificate holders**

##### Sale of fund units:

The one-year speculation period will remain applicable for fund units acquired prior to January 1, 2011 (old units) (§ 30 of the Austrian Income Tax Act (*Einkommensteuergesetz*, EStG), in the version applicable prior to the 2011 Austrian Budget Accessory Act (*Budgetbegleitgesetz*, BudgetbegleitG)). From today's point of view, these units are no longer liable for tax.

Fund units acquired on or after January 1, 2011 will be taxed according to the increase in value realized upon their sale, irrespective of their holding period. The custodian institution will deduct investment income tax at a rate of 25% (for sales on or after January 1, 2016: 27.5%) on the difference between the sales proceeds and the acquisition value adjusted for tax purposes (dividend-equivalent income is added to acquisition costs, while tax-free distributions are deducted from acquisition costs).

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#### **Compensation for losses at the level of the unit certificate holder's securities account**

From April 1, 2012, the custodian bank must offset price gains and price losses and also income (with the exceptions of coupons on existing positions, interest income on bank deposits and savings deposits) resulting from any types of securities which an individual investor holds with a credit institution in any securities accounts within a given calendar year ("compensation for losses"). The maximum creditable amount is the investment income tax already paid. If 25% (or, from January 1, 2016, 27.5%) of the realized losses exceed the investment income tax already paid, the remaining loss will be registered up to the end of the calendar year for future offsettable profits and income. Any

further losses not offset against (further) profits or income during the calendar year will no longer be considered. It is not possible to transfer losses from one calendar year to the next.

Investors whose income tax rate is less than 25% (or, from January 1, 2016, less than 27.5%) may opt in their income tax return for any investment income subject to the tax rate of 25% or 27.5% to be taxed at their lower income tax rate (standard taxation option). It will not be possible to deduct income-related expenses (e.g. securities account fees). Previously withheld investment income tax will be reimbursable within the scope of the investor's tax return. If the taxpayer only desires compensation for losses in relation to capital income subject to a tax rate of 25% (for taxable income from January 1, 2016: 27.5% rate of investment income tax), separately from the standard taxation option he may select the **loss compensation option**. The same applies in cases where taxpayers are entitled to claim tax relief under DTA. It is not necessary to disclose all investment income which is eligible for taxation at source for this purpose.

## **Business assets**

### Taxation and tax settlement for units held in the business assets of natural persons

For natural persons deriving income from capital assets or a business enterprise (sole proprietors, co-entrepreneurs), income tax on income liable for investment income tax (interest on debt securities, Austrian and foreign dividends and other ordinary income) will be deemed to have been settled upon deduction of investment income tax:

For financial years beginning in 2012, distributions (interim distributions) of capital gains from Austrian funds and dividend-equivalent capital gains from foreign subfunds were taxable in accordance with the applicable tax scale. Thereafter the special tax rate of 25% came into effect for the tax assessment (for taxable income from January 1, 2016: 27.5%).

For financial years of the fund beginning after December 31, 2012, all price gains realized within the scope of the assets of the fund will be taxable immediately (i.e. tax-free accumulation of capital gains will no longer be possible). However, the 25% (or, from January 1, 2016, 27.5%) investment income tax deducted does not entail taxation at source. It is merely a prepayment on the special income tax rate within the scope of the tax assessment.

In principle, profits from the sale of a fund unit will also be subject to the 25% (or, from January 1, 2016: 27.5%) investment income tax rate. This investment income tax deduction is itself only a prepayment on the special income tax rate levied within the scope of the tax assessment, in the amount of 25% or, from January 1, 2016, 27.5% (profit = difference between the sales proceeds and the acquisition costs; the dividend-equivalent income on which tax has already been paid during the holding period or as of the date of sale must be deducted from this; dividend-equivalent income must be accounted for off-balance sheet throughout the holding period of the fund unit, in the form of a "nominal amount" for tax purposes. Write-downs on the unit in the fund under company law will accordingly reduce the dividend-equivalent income for the respective year).

In case of securities accounts held within the scope of business assets, the bank is not permitted to implement the loss compensation procedure. In this case, offsetting will only be permitted within the scope of the investor's tax return.

### Taxation of units held in the business assets of legal entities

In principle, the fund's ordinary income (e.g. interest, dividends) will be taxable.

However, the following proceeds will be tax-free:

- Austrian dividends (the investment income tax withheld upon the accrual of these dividends to the fund is reimbursable)
- Profit shares from investments in EU corporate bodies
- Profit shares from investments in foreign corporate bodies which are comparable with an Austrian corporate body within the scope of § 7 (3) of the Austrian Corporate Income Tax Act (*Körperschaftsteuergesetz*, KStG) and with whose country of residence Austria maintains comprehensive administrative assistance arrangements.



However, profit shares from foreign corporate bodies are not exempt if this foreign corporate body is not subject to any tax analogous to Austrian corporate income tax (this will be the case if the foreign tax is more than 10% lower than the Austrian corporate income tax or if the foreign corporate body is granted a personal or objective exemption outside Austria).

Dividends originating in other countries are liable for corporate income tax.

For financial years of the fund beginning after December 31, 2012, all price gains realized within the scope of the assets of the fund will be taxable immediately (i.e. tax-free accumulation of capital gains will no longer be possible).

Unless a declaration of exemption pursuant to § 94 Item 5 EStG has been presented, the paying agent will also withhold from any distribution investment income tax on units held as part of business assets or will transfer to the tax authorities as investment income tax payments from accumulation funds. Investment income tax which has been deducted and paid over to the tax authorities may be offset against assessed corporate income tax or else reimbursed.

Profits from the sale of a fund unit will be subject to the 25% corporate income tax rate. Price losses and impairment losses are immediately tax deductible.

### **Corporate bodies with income from capital assets**

In case of corporate bodies (e.g. associations) which derive income from capital assets, corporate income tax will be deemed to have been settled through the tax deduction. Investment income tax levied on tax-free dividends is reimbursable.

For income received on or after January 1, 2016, the investment income tax rate will increase from 25% to 27.5%. However, for corporate bodies with income deriving from capital assets the 25% corporate income tax rate will continue to apply for this income. If the office redeeming a coupon does not continue to apply the 25% investment income tax rate for these taxpayers, the individual taxpayer may reclaim from the tax office the excess amount of investment income tax withheld.

As a rule, private foundations will be subject to interim tax at a rate of 25% on the income generated in the fund.

However, Austrian dividends are tax-free (the investment income tax withheld upon accrual of these dividends to the fund is reimbursable), and so too are profit shares from investments in EU corporate bodies and from investments in foreign corporate bodies which are comparable with an Austrian corporate body within the scope of § 7 (3) KStG and with whose country of residence Austria maintains comprehensive administrative assistance arrangements.

However, profit shares from foreign corporate bodies are not exempt if this foreign corporate body is not subject to any tax analogous to Austrian corporate income tax (this will be the case if the foreign tax is more than 10% lower than the Austrian corporate income tax or if the foreign corporate body is granted a personal or objective exemption outside Austria).

Dividends originating in other countries are liable for corporate income tax.

At least 60% of all capital gains (price gains from realized equities and equity derivatives and from bonds and bond derivatives) realized – whether distributed or accumulated – will likewise be subject to interim tax at a rate of 25%. Where realized capital gains are distributed, they will be fully taxable (e.g. if 100% are distributed, 100% will be taxable; if 75% are distributed, 75% will be taxable).

Fund units purchased on or after January 1, 2011 will be taxed for the increase in value realized as of their sale. The assessment basis for taxation is the difference between the sales proceeds and the acquisition value (adjusted for tax purposes) of the units of the fund. Within the scope of the calculation of this acquisition value (adjusted for tax purposes), income which is taxed during the holding period will increase the acquisition costs for the unit certificate, while distributions made or investment income tax paid out will reduce these acquisition costs.

#### **4. Account settlement date and frequency of distribution**

The Fund's accounting year runs from July 1 to June 30 of the following calendar year. The distribution/payment of investment income tax pursuant to § 58 (2) InvFG in conjunction with § 26, § 27 or § 27a of the Fund Regulations will occur from August 15 of the following accounting year. Interim distributions are possible.

The Management Company must prepare an annual fund report for each accounting year of the Fund and a semi-annual fund report for the first six months of each accounting year. At the end of the respective period under review, the annual fund report must be published within 4 months and the semi-annual fund report within 2 months.

#### **5. Persons entrusted with auditing pursuant to § 49 (5) InvFG**

Ernst & Young Wirtschaftsprüfungsgesellschaft m.b.H., Vienna

Please refer to the relevant annual fund report – which is also available from the website of the Management Company, [www.sc-invest.at](http://www.sc-invest.at) / Investmentfonds (in German) – for details of the natural persons entrusted with the audit.

#### **6. Details of the type and main characteristics of the units, in particular:**

- **Type of right (in rem, legal claim or other right) which the unit represents**
  - **Original deeds or certificates for such deeds, entry in a register or on an account**
  - **Characteristics of the units: registered or bearer instruments, details of any denominations which may be provided for**
  - **Description of the unitholders' voting right, where applicable**
- Each purchaser of a unit certificate shall acquire co-ownership of all the assets of the Fund in the amount of the co-ownership interests documented in this certificate (right in rem).
  - Co-ownership of the Fund's assets is divided up into co-ownership interests of equal value. There is no limit to the number of co-ownership interests.
  - The co-ownership interests are embodied in unit certificates that are negotiable instruments, each of which represents a number of units.
  - The unit certificates are represented by global certificates (§ 24 of the Austrian Safe Custody of Securities Act (*Depotgesetz*, *DepotG*), No. 424/1969 of the Austrian Federal Law Gazette (*Bundesgesetzblatt*, *BGBI.*), as amended in each case).
  - With the consent of its Supervisory Board, the Management Company may divide up (split) the co-ownership interests and also issue unit certificates to the unitholders or convert the old unit certificates into new ones if it deems a division of the co-ownership interests to be in the interests of the unitholders on account of the calculated unit value.
  - The unit certificates are bearer certificates.
  - Please refer to § 26, § 27, § 27a and § 27b of the Fund Regulations for details of any denominations.
  - No voting rights are associated with the unit certificates.

#### **7. Conditions under which the winding-up of the Fund may be resolved, and details of its winding-up, particularly in relation to the rights of the unitholders**

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##### ➤ Termination of management

The Management Company may terminate/discontinue its management of the Fund in the following cases:

- i) with the approval of the Austrian Financial Market Authority, subject to public announcement and a (minimum) notice period of six months. This notice period may be reduced to (a minimum notice period of) 30 days if all of the investors have been demonstrably notified. In such case, the Management Company may opt not to provide a public announcement. Subject

to a price suspension, during the notice period indicated above the unitholders may surrender their units of the Fund against payment of the redemption price.

ii) with immediate effect (date of publication) and subject to simultaneous notification of the Austrian Financial Market Authority if the assets of the Fund fall below EUR 1,150,000.

Termination pursuant to ii) is not permissible concurrently with termination pursuant to i).

If the Fund's management ends due to termination, the custodian bank will manage the Fund on a temporary basis and must initiate its winding-up unless it transfers the Fund's management to another Management Company within six months. Upon commencement of the winding-up process, the unitholders' right to management will be replaced by a right to due winding-up and their right to repayment of the value of a unit at any time will be replaced by the right to payment of the liquidation proceeds following the end of the winding-up process.

➤ Transfer of management

Subject to the approval of the Austrian Financial Market Authority, public announcement and compliance with a (minimum) notice period of 3 months, the Management Company may transfer the management of the Fund to another management company. This notice period may be reduced to (a minimum notice period of) 30 days if all of the unitholders have been demonstrably notified. In such case, the Management Company may opt not to provide a public announcement. During the notice period indicated above, the unitholders may surrender their units of the Fund against payment of the redemption price.

➤ Merger/combination of the Fund with another investment fund

Subject to compliance with certain preconditions and with the approval of the Austrian Financial Market Authority, the Management Company may merge/combine the Fund with one or more other investment funds. This merger/combination must be publicly announced (with at least 3 months' notice) and the unitholders must be informed of the details (with at least 30 days' notice). During the notice period indicated above, the unitholders may surrender their units of the Fund against payment of the redemption price or, where appropriate, exchange them for units of another investment fund with a similar investment policy.

In the event of a combination of funds, the unitholders are entitled to have their units exchanged at the applicable rate of exchange as well as being entitled to settlement of any fractional amounts.

➤ Split-off of assets of the Fund

Subject to the approval of the Austrian Financial Market Authority and public announcement, the Management Company may split off securities held in the Fund which have unexpectedly become illiquid. The unitholders will become co-owners of the split-off Fund in accordance with their units. The custodian bank will wind up the split-off Fund. The proceeds of its winding-up will be paid to the unitholders.

➤ Other grounds for the Fund's termination

The Management Company's right to manage a fund will lapse upon cancellation of its investment business license or its license pursuant to Directive 2009/65/EC, upon resolution of its winding-up or upon withdrawal of its authorization.

Upon commencement of the winding-up process, the unitholders' right to management will be replaced by a right to due winding-up and their right to repayment of the value of a unit at any time will be replaced by the right to payment of the liquidation proceeds following the end of the winding-up process.

## **8. List of stock exchanges or markets on which the units are quoted or dealt in**

The Management Company has not applied for/initiated this.

## **9. Terms and procedures for the issuance and/or sale of units**

### Issuance of units

Units will be issued on each day of stock exchange trading (on the Vienna stock exchange).

In principle, there is no limit to the number of issued units and corresponding unit certificates. Units may be purchased from the institutions listed in the Annex.

The Management Company reserves the right to cease issuing units either temporarily or permanently.

### Subscription fee and issue price

For the calculation of the issue price, a subscription fee may be added to the value of a unit by way of settlement of the issuing costs.

The subscription fee may not exceed 5 per cent of the value of a unit.

The issue price is the unit value plus a fee, rounded up to the nearest 10 cents.

In case of a brief investment period, the subscription fee may reduce the return on the investment or even consume it entirely. For this reason, investors are advised to opt for a longer investment horizon if they wish to purchase unit certificates.

### Settlement date

In case of an order placed by 10:00 a.m. CET (deadline for acceptance of orders), the valid issue price for the settlement is the net asset value calculated for the next Austrian banking day plus the subscription fee. The value date on which the purchase price will be charged is two banking days after the settlement date.

The deadlines for acceptance of unit certificate transactions refer to the receipt of the buying orders by the custodian bank and/or a paying agent of the Fund. Depending on which institution actually accepts orders, periods of time for forwarding of these orders must also be included. Please consult your relationship manager in this respect.

## **10. Terms and procedures for redemption or repurchase of the units and circumstances under which this may be suspended.**

### Redemption of units

Unitholders may request at any time that the custodian bank redeems their units by placing a redemption order.

The Management Company is obliged to redeem the units for the account of the Fund at the current redemption price.

Units will be redeemed on each day of stock exchange trading (on the Vienna stock exchange).

### Suspension

Under extraordinary circumstances, payment of the redemption price as well as calculation and publication of the redemption price may be temporarily suspended, subject to simultaneous notice being given to the Austrian Financial Market Authority and public announcement, and may be made dependent on the sale of assets of the Fund and receipt of the sale proceeds if this appears necessary in the circumstances, while considering the legitimate interests of the unitholders. Unitholders shall also be informed of the recommencement of redemption of unit certificates.

### Redemption fee and redemption price

The redemption price is the unit value, rounded down to the nearest 10 cents.  
No redemption fee will be charged.

### Settlement date

In case of an order placed by 10:00 a.m. CET (deadline for acceptance of orders), the valid redemption price for the settlement is the net asset value calculated for the next Austrian banking day. The value date on which the selling price will be credited is two banking days after the settlement date.

The deadlines for acceptance of unit certificate transactions refer to the receipt of the selling orders by the custodian bank and/or a paying agent of the Fund. Depending on which institution actually accepts orders, periods of time for forwarding of these orders must also be included. Please consult your relationship manager in this respect.

## **11. Calculation of the units' sale, issue, purchase or redemption prices, in particular:**

- **Method and frequency of calculation of these prices**
- **Costs associated with the units' sale, issuance, redemption or repurchase**
- **Type, place and frequency of public announcement of these prices**

### Calculation method

The most recently published (= available) prices will be consulted in order to calculate the Fund's price. If the most recently announced valuation price manifestly – and not just in individual cases – does not reflect the actual values on account of the prevailing political or economic situation, the Management Company may opt not to implement a price calculation if the Fund has invested 5% or more of its assets in assets for which no prices or no fair market prices are available.

### Frequency of calculation of prices

The issue price and the redemption price will be calculated on each day of stock exchange trading.

### Costs for the issuance and redemption of units

The issuance and redemption of the units by the custodian bank and the purchase of the units by one of the institutions listed in the Annex will not be subject to any additional costs charged by the Management Company other than the subscription fee charged for issuance of unit certificates. The custodian bank is entitled to charge its own fees for the issuance and redemption of unit certificates.

No redemption fee will be charged for the redemption of unit certificates.

### Type, place and frequency of public announcement of issue and redemption prices

The Management Company will provide notice on each day of stock exchange trading of the value of a unit and the issue and redemption prices (in electronic form, on the website of the Management Company, [www.sc-invest.at](http://www.sc-invest.at) / Investmentfonds (in German)).

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## **12. Rules for the valuation of assets**

The **value of a unit** is calculated by dividing the entire value of the Fund, inclusive of its income, by the number of units.

The **total value of the Fund** shall be calculated on the basis of the current market prices of the securities, money market instruments, funds and subscription rights held by the Fund plus the value of the Fund's financial investments, cash holdings, credit balances, receivables and other rights, less its liabilities.

The following procedure applies for determining the market prices of the individual assets:

- a) In general, the value of assets quoted or dealt in on a stock exchange or on another regulated market will be determined on the basis of the most recently available price.
- b) If an asset is not quoted or dealt in on a stock exchange or another regulated market or if the price for an asset quoted or dealt in on a stock exchange or another regulated market does not appropriately reflect its actual market value, the prices provided by reliable data providers or, alternatively, market prices for equivalent securities or other recognized valuation methods will be used.
- c) Units of a UCITS or a UCI will be measured at the most recently available redemption prices or, if their units are dealt in on stock exchanges or regulated markets (e.g. ETFs), at the most recently available closing prices.
- d) The liquidation value of futures and options dealt in on a stock exchange or another regulated market will be calculated on the basis of the most recently available settlement price.

### **13. Description of the rules for determining and applying income**

#### Application of income for distribution unit certificates (income distribution)

The income received during the past accounting year (interest and dividends), net of expenses, will be distributed at the discretion of the Management Company. In addition, the distribution of income from the sale of assets of the Investment Fund, including subscription rights, is at the discretion of the Management Company, subject to due consideration of the legitimate interests of the unitholders. A distribution from the assets of the Fund is permissible. Distributions may not in any case cause the assets of the Fund to fall below a level of EUR 1,150,000. These amounts will be distributed to holders of distribution unit certificates from August 15 of the following accounting year, where applicable upon surrender of a coupon. The remainder will be carried forward to new account.

In any case, from August 15 an amount calculated pursuant to § 13 (3) InvFG shall be paid out, to be used where applicable to meet any investment income tax liability on the dividend-equivalent income for those unit certificates.

Interim distributions are possible.

#### Application of income for accumulation unit certificates with payment of investment income tax (income accumulation)

The income received during the accounting year that remains, net of expenses, will not be distributed. From August 15 of the following accounting year, an amount calculated pursuant to § 13 (3) InvFG shall be paid out on accumulation unit certificates to be used, where applicable, to meet any investment income tax liability on the dividend-equivalent income for those unit certificates.

#### Application of income for accumulation unit certificates without payment of investment income tax (full income accumulation)

The income received during the accounting year that remains, net of expenses, will not be distributed. No payment pursuant to § 13 (3) InvFG will be made. The key date pursuant to § 13 (3) InvFG in case of non-payment of investment income tax on the Fund's annual income is 4 months after the end of the accounting year.

The Management Company must ensure by furnishing proof from the custodian institutions that, at the time of payment, the unit certificates are only held by unitholders who are either not subject to Austrian income tax or corporate income tax or who fulfill the requirements for exemption pursuant to § 94 EStG.

If these preconditions have not been met as of the payment date, the amount calculated pursuant to § 13 (3) InvFG shall be paid out by the custodian bank in the form of credit.

#### Application of income for accumulation unit certificates without payment of investment income tax (full income accumulation, foreign tranche)

The income received during the accounting year that remains, net of expenses, will not be distributed. No payment pursuant to § 13 (3) InvFG will be made.

The Management Company must ensure, by furnishing proof from the custodian institutions, that at the time of payment the unit certificates are only held by unitholders who are either not subject to Austrian income tax or corporate income tax or who fulfill the requirements for exemption pursuant to § 94 EStG or for an investment income tax exemption.

**14. Description of the investment objectives of the Fund, including its financial goals (e.g. capital growth or income growth), its investment policy (e.g. specialization in terms of geographical regions or economic sectors), any restrictions on such investment policy, as well as details of the borrowing techniques, instruments or powers that may be exercised in managing the Fund.**

**PLEASE NOTE:**

The Fund seeks to realize its investment objectives at all times. However, it is not possible to provide any assurance that these objectives will actually be fulfilled.

The following description does not consider the investor's individual risk profile. It may be advisable for investors to obtain personal, expert investment advice.

**Please note:**

Low or even negative returns on money market instruments or bonds due to extraordinary market circumstances may adversely affect the net asset value of the Investment Fund or may not be sufficient to cover the ongoing charges.

Mozart one pursues an investment objective of income growth. For this purpose, in accordance with the assessment of the economic situation and the situation on the capital markets and the outlook for the stock markets, within the scope of its investment policy it will purchase and sell the assets permitted under InvFG and its Fund Regulations (securities, money market instruments, demand deposits, fund units and financial instruments).

Equities and equity-equivalent securities will mainly be purchased from Austrian companies for Mozart one. Bonds and bond-equivalent securities will also be purchased, but bonds may not exceed 80 per cent of the assets of the Fund.

The Management Company may enter into derivatives transactions for Mozart one as a component of its investment strategy. This may at least temporarily increase the risk of loss in relation to the assets held in the Fund.

Safety, growth and/or income are the key criteria for the selection of investments. It should be noted that securities entail risks as well as opportunities for price gains.

**Due to the makeup of its portfolio or the management techniques applied, in certain circumstances the Investment Fund may be subject to an increased level of volatility, i.e. unit values may be exposed to large upward and downward fluctuations, even within short periods of time.**

**Since derivative instruments may be used both as a component of the investment strategy (for up to 100 per cent of the assets of the Fund) and for hedging purposes, their use will further increase the level of risk for the Fund.**

**15. Techniques and instruments of investment policy**

The Fund invests pursuant to the investment and issuer limits laid down in InvFG in conjunction with the Fund Regulations and while complying with the principle of risk spreading.

**Securities**

Securities are

- a) equities and other equity-equivalent securities,
- b) bonds and other securitized debt securities,
- c) all other marketable financial instruments (e.g. subscription rights) that grant the right to purchase financial instruments within the meaning of InvFG by subscription or exchange, in accordance with § 69 InvFG, but excluding the techniques and derivative financial instruments (derivatives) listed in § 73 InvFG.

Pursuant to § 69 (2) InvFG, securities also include

- 1. units of closed-end funds in the form of an investment company or an investment fund,
- 2. units of closed-end funds constituted under the law of contract,
- 3. financial instruments in accordance with § 69 (2) Item 3 InvFG.

The Management Company may purchase securities which are quoted on one of the Austrian or foreign stock exchanges listed in the Annex to the Fund Regulations or are dealt in on regulated markets listed in the Annex to the Fund Regulations which operate regularly and are recognized and open to the public. In addition, the Management Company may purchase securities from new issues whose terms and conditions of issue include an obligation to apply for admission to official listing on a stock exchange or regulated market, subject to their admission within one year of their issuance.

### **Money market instruments**

Money market instruments are instruments normally dealt in on the money market that are liquid, whose value may be accurately determined at any time and which fulfill the requirements pursuant to § 70 InvFG.

The Fund may purchase market instruments which

- 1. are quoted on one of the Austrian or foreign stock exchanges listed in the Annex to the Fund Regulations or are dealt in on regulated markets listed in the Annex to the Fund Regulations which operate regularly and are recognized and open to the public.
- 2. are normally dealt in on the money market and are freely transferable and liquid and have a value which can be accurately determined at any time and for which appropriate information is available, including information enabling an appropriate evaluation of the credit risks associated with investing in such instruments – even if these instruments are not dealt in on regulated markets – if the issue or issuer of such instruments is itself already regulated for the purpose of protecting investors and savings, provided that they are:
  - a) issued or guaranteed by a central, regional or local authority, a central bank of a Member State, the European Central Bank, the European Union or the European Investment Bank, a non-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 Member States belong or
  - b) issued by an undertaking whose securities are dealt in on one of the regulated markets listed in the Annex to the Fund Regulations or
  - c) issued or guaranteed by an establishment subject to prudential supervision in accordance with the criteria defined by Community law (= Union law) or by an establishment that is subject to and complies with prudential rules considered by the Austrian Financial Market Authority to be at least as stringent as those laid down by Community law or
  - d) issued by other issuers belonging to the categories approved by the Austrian Financial Market Authority, provided that the investments in such instruments are subject to investor protection equivalent to that laid down in Letters a) to c) and provided that the issuer is a company whose capital and reserves amount to at least EUR 10 million and which prepares and publishes its annual financial statements in accordance with Directive 78/660/EEC, or is an entity that, within a group of companies including one or more stock exchange-listed companies, is responsible for the financing of the group or is an entity that, in the form of an undertaking, company or contract, is dedicated to the financing of securitization vehicles that benefit from a banking liquidity line; the banking liquidity line must be secured by a financial institution that itself fulfills the criteria specified in Item 2 c.



Money market instruments which do not fulfill these preconditions and which are not dealt in on a regulated market may only be purchased for up to 10 per cent of the assets of the Fund.

### **Securities and money market instruments**

Not fully paid-in securities or money market instruments and subscription rights for such instruments or other not fully paid-in financial instruments may be purchased for **up to 10 per cent** of the assets of the Fund.

### **Non-quoted securities and money market instruments**

A maximum of 10 per cent of the assets of the Fund may be invested in securities or money market instruments which are not officially admitted to trading on one of the stock exchanges listed in the Annex to the Fund Regulations or which are not dealt in on one of the regulated markets listed in the Annex to the Fund Regulations or, in case of new issuance of securities, if these securities are not admitted to trading within one year of their issuance.

### **Units of funds**

#### 1. Units of investment funds (§ 77 InvFG)

1.1. Units of investment funds (= open-ended investment funds and investment companies) which fulfill the provisions of Directive 2009/65/EC (UCITS) may be purchased, together with funds pursuant to the following Item 1.2., for up to 10 per cent of the assets of the Fund in aggregate insofar as these investment funds do not for their part invest more than 10 per cent of their fund assets in units of other investment funds.

1.2. Units of investment funds pursuant to § 71 in conjunction with § 77 (1) InvFG which do not wholly fulfill the provisions of Directive 2009/65/EC (UCIs) and whose sole purpose is

- to invest publicly procured monies in securities and other liquid financial instruments for joint account and in accordance with the principle of risk spreading and
- whose units will, at the request of the unitholders, be redeemed or repurchased, directly or indirectly, out of the assets of the funds,

may be purchased, together with funds pursuant to the above Item 1.1., for up to 10 per cent of the assets of the Fund in aggregate insofar as

- a) they do not for their part invest more than 10 per cent of their fund assets in units of other investment funds and
- b) they are authorized under laws stipulating that they are subject to supervision considered by the Austrian Financial Market Authority to be equivalent to that laid down in Community law (= Union law), and cooperation between the authorities is sufficiently ensured and
- c) the level of protection afforded the unitholders is equivalent to that afforded the unitholders of investment funds that fulfill the provisions of Directive 2009/65/EC (UCITS) and, in particular, the rules on asset segregation, borrowing, lending and uncovered sales of securities and money market instruments are equivalent to the requirements set out in Directive 2009/65/EC and
- d) their business is reported in semi-annual and annual reports that enable an assessment to be made of the assets and liabilities, income and operations over the reporting period.

The criteria specified in § 3 of the FMA Regulation on Information and Determination of Equivalence (*Informationen- und Gleichwertigkeitsfestlegungsverordnung, IG-FestV*), as amended, should be consulted in order to determine the equivalence of protection afforded to unitholders within the meaning of Letter c).

- 1.3. The Fund may also purchase units of investment funds that are managed, directly or indirectly, by the same Management Company or by a company with which the Management Company is linked by common management or control or by a substantial direct or indirect holding.
- 1.4. Units of a given fund may be purchased for up to 10 per cent of the assets of the Fund.

### **Derivative financial instruments**

#### Quoted and non-quoted derivative financial instruments

Derivative financial instruments (derivatives) – including equivalent instruments settled in cash – which are dealt in on one of the regulated markets listed in the Annex to the Fund Regulations or derivative financial instruments which are not quoted on a stock exchange or dealt in on a regulated market (OTC derivatives) may be acquired for the Fund if

1. the underlying instruments are instruments pursuant to § 67 (1) Items 1 to 4 InvFG or financial indices, interest rates, exchange rates or currencies in which the Fund is permitted to invest in accordance with the investment objectives specified in its Fund Regulations,
2. the parties to OTC derivative transactions are institutions subject to supervision of a category that the Austrian Financial Market Authority has authorized through a regulation, and
3. the OTC derivatives are subject to a reliable and verifiable valuation on a daily basis and can be sold, liquidated or closed out by a counter-transaction at fair value at any time, at the initiative of the Management Company.
4. they do not lead to the delivery or transfer of assets other than those specified in § 67 (1) InvFG.

This also includes instruments for the transfer of the credit risk for the above-mentioned assets.

The risk of default in case of transactions of a fund involving OTC derivatives may not exceed:

1. 10 per cent of the assets of the Fund if the counterparty is a credit institution within the meaning of § 72 InvFG,
2. otherwise 5 per cent of the assets of the Fund.

Investments made by a fund in index-based derivatives are not taken into consideration with regard to the specific investment limits. When a security or a money market instrument embeds a derivative, the latter must be taken into account when complying with the above-mentioned requirements.

#### Purpose of use

The use of derivative instruments for hedging purposes means that they are used on a short-term, tactical basis to reduce specific risks for the Fund (e.g. market risk).

The use of derivative instruments as part of the Fund's investment strategy means that derivative instruments may also be used as an alternative to a direct investment in assets and, in particular, with the goal of income growth.

#### Risk management

The Management Company must employ a risk management process that enables it to monitor and measure at any time the risk of the positions and their contribution to the aggregate risk profile of the assets of the Fund.

The overall level of risk shall be determined by means of the commitment approach or the value-at-risk approach.

The Management Company must specify, implement and maintain appropriate and documented risk management principles. These risk management principles must include procedures such as are necessary for the evaluation of market, liquidity and counterparty risks as well as other risks, including operational risks.

## Overall level of risk

### Commitment approach

The Management Company applies the commitment approach to calculate the overall level of risk. With this approach, all positions in derivative financial instruments including embedded derivatives within the meaning of § 73 (6) InvFG are converted into the market value of an equivalent position in the underlying instrument of the relevant derivative (underlying instrument equivalent).

Netting and hedging agreements are included in the calculation of the overall level of risk insofar as they consider obvious and significant risks and clearly lead to a reduction in the level of risk.

It is not necessary to include in the calculation positions in derivative financial instruments which do not give rise to any additional risk for the Investment Fund.

Please refer to the current version of the regulation issued by the Austrian Financial Market Authority (FMA) concerning risk calculation and reporting of derivatives for the detailed overall risk calculation procedures in case of use of the commitment approach and the quantitative and qualitative details.

The overall level of risk thus calculated which is associated with derivatives may not exceed the overall net value of the assets of the Fund.

**The Fund does not make any use of total return swaps.**

### **Demand deposits and callable deposits**

Bank balances in the form of demand deposits or callable deposits with a term not exceeding 12 months may be purchased subject to the following conditions:

1. Demand deposits and callable deposits with a term not exceeding 12 months may be invested with a single credit institution up to an amount of 20 per cent of the assets of the Fund provided that the credit institution
  - is domiciled in a Member State or
  - is domiciled in a non-Member State and is subject to prudential rules considered by the Austrian Financial Market Authority to be at least as stringent as those laid down by Community law.
2. Irrespective of any individual upper limits, a fund may not invest more than 20 per cent of its fund assets with a single credit institution in a combination of securities or money market instruments issued by such credit institution and/or deposits held by this credit institution and/or OTC derivatives purchased by this credit institution.
3. No minimum balance need be maintained, and the value of the bank balance is not limited.

### **Borrowing**

Loans may be temporarily taken out for up to 10 per cent of the assets of the Fund. The Fund's level of risk exposure may thus increase to the same extent.

### **Repurchase agreements**

The Management Company is entitled for account of the Fund, within the investment limits defined by InvFG, to purchase assets for the assets of the Fund, subject to an obligation for the seller to repurchase these assets at a predetermined time and for a predetermined price. This means that the terms for the assets held under repurchase agreements which are of relevance for the Fund may differ from their underlying terms.

For instance, the rate of interest, the maturity period and the purchase and selling prices may significantly deviate from the underlying asset. The market risk is thus eliminated.

## **Securities lending**

Within the investment limits laid down by InvFG, the Management Company is entitled to temporarily transfer securities to third parties – for up to 30 per cent of the assets of the Fund – within the framework of a recognized securities lending system, while obliging the third party in question to return these securities upon expiry of a predetermined lending period.

The remuneration received for this is an additional source of income.

## **16. Risk profile for the Fund**

The assets in which the Management Company invests for account of the Fund entail risks as well as income opportunities. If the investor sells units of the Fund at a time when the prices of the assets have fallen in relation to their level as of their purchase, he will not receive all of the money which he has invested in the Fund. However, the investor's risk is limited to his total investment. There is therefore no commitment to provide further capital.

This list is not exhaustive and the outlined risks may vary in terms of the intensity of their impact on the Fund.

### **The following risks in particular may be significant for this Fund:**

- Market risk
- Interest rate risk
- Credit risk or issuer risk
- Fulfilment or counterparty risk (counterparty's risk of default)
- Liquidity risk
- Exchange rate or currency risk
- Custody risk
- Cluster risk or concentration risk
- Performance risk
- Information on the solvency of any guarantors
- Inflexibility risk
- Inflation risk
- Capital risk
- Risk of changes to other framework conditions such as tax regulations
- Valuation risk
- Country or transfer risk
- Risk of suspension of redemption
- Key personnel risk
- Operational risk
- Risks associated with units of investment funds (subfunds)
- Risk in case of derivative instruments
- Securities lending risk
- Risk associated with assets deposited by way of collateral (collateral risk)

#### **➤ Market risk**

The price performance of securities is particularly dependent on the performance of the capital markets, which, for their part, are shaped by the general situation of the world economy and by the economic and political framework in the different countries.

#### **➤ Interest rate risk**

Interest rate risk is a specific form of market risk. This refers to the possibility of a change in the market interest rate level applicable upon issuance of a fixed-income security or a money market instrument. Changes to the market interest rate level may result from factors such as changes in the economic climate and policy responses on the part of the relevant central bank. If market interest rates rise, this will normally cause prices of fixed-income securities or money market instruments to fall. On

the other hand, when the market interest rate level falls, this has an inverse effect on fixed-income securities and money market instruments.

In either case, the price trend leads to the yield on the security roughly reflecting the market interest rate. However, price fluctuations vary in accordance with the time to maturity of the fixed-income security. Fixed-income securities with shorter maturities are subject to lower price risk than those having longer maturities. However, fixed-income securities with shorter maturities generally offer lower yields than fixed-income securities with longer maturities.

For market-related reasons, interest rate risk may also be realized for demand deposits and callable deposits in the form of negative credit interest or other unfavorable terms. The latter may be subject to an increased frequency of change, both positively and negatively.

➤ **Credit risk or issuer risk**

Along with general patterns on the capital markets, the price of a security is also affected by the performance of the specific issuer. Even when securities are selected with the utmost care it is not possible to exclude, for example, losses due to the disintegration of issuers' assets.

➤ **Fulfilment or counterparty risk (counterparty's risk of default)**

This category includes the risk of a settlement in a transfer system not being performed as expected when a counterparty does not pay or deliver as anticipated or does so subject to a delay. Settlement risk is the risk of not receiving consideration upon discharge of an obligation in the fulfillment of a transaction.

Especially when purchasing non-quoted financial products or settling them via a transfer agent, the risk exists that a completed transaction may not be fulfilled as expected due to a counterparty's failure to make payment or delivery, or that losses may result from operational errors during settlement of a transaction.

➤ **Liquidity risk**

Subject to due consideration of the risks and opportunities associated with investments in equities and bonds, the Management Company will purchase for the Fund in particular securities which are officially admitted to trading on Austrian and foreign stock exchanges or are dealt in on organized markets which operate regularly and are recognized and open to the public.

Despite this, it may not always be possible to sell specific securities during certain phases or in certain stock exchange segments at the desired moment in time. There is also the risk that stocks traded in a somewhat tight market segment may be subject to considerable price volatility.

Moreover, recently issued securities are purchased whose terms of issue include an obligation to apply for admission to official listing on a stock exchange or organized market, subject to their admission within one year of their issuance.

The Management Company may purchase securities that are dealt in on a stock exchange or on a regulated market within the EEA or on one of the stock exchanges or regulated markets listed in the Annex to the Fund Regulations.

➤ **Exchange rate or currency risk**

Currency risk is another form of market risk. Unless stipulated otherwise, the assets of a fund may be invested in currencies other than that of the fund in question. The fund receives income, repayments and proceeds from such investments in the currencies in which it invests. The value of these currencies may fall relative to the fund's currency. Such currency risk may therefore adversely affect the value of the units when the fund invests in currencies other than the fund's currency.

➤ **Custody risk**

Keeping the assets of the Fund in custody entails a risk of loss resulting from insolvency, breaches of duties of care or abusive conduct on the part of the depositary or a sub-depositary.

➤ **Cluster risk or concentration risk**

Further risks may arise if the investment is concentrated in certain assets or markets.

➤ **Performance risk**

The performance of assets purchased for the Fund may deviate from projections at the time of purchase. A positive performance cannot therefore be guaranteed, except in case of a third-party guarantee.

➤ **Information on the solvency of any guarantors**

The risk associated with the investment will rise or fall in line with the solvency of any guarantors.

➤ **Inflexibility risk**

The risk of inflexibility may result due to the product itself as well as restrictions in case of a transfer to other funds.

➤ **Inflation risk**

The return on an investment may be negatively influenced by the inflation trend. Money invested may decline in purchasing power due to inflation, or the inflation trend may have a direct (negative) impact on the performance of assets.

➤ **Capital risk**

Risk relating to the Fund's capital may apply, in particular, if the assets are sold more cheaply than they were purchased. This also covers the risk of erosion in the event of redemption and excessive distributions of investment yields.

➤ **Risk of changes to other framework conditions such as tax regulations**

The value of the assets in the Fund may be negatively affected by uncertain factors in countries in which investments are made; these include international political trends, changes in government policies, taxation, restrictions on foreign investment, currency fluctuations and other developments relating to legislation or regulation. In addition, the Fund may trade on stock exchanges that are not as strictly regulated as those in the USA and in the EU countries.

➤ **Valuation risk**

Particularly at times where market participants experience liquidity shortages due to financial crises or a general loss of confidence, price determination for certain securities and other financial instruments on capital markets may only be possible to a limited extent, thus hampering their valuation within the scope of the Fund. At such times, if investors redeem large quantities of units simultaneously the Fund's management may be forced to sell securities at prices that deviate from the actual valuation prices in order to maintain the Fund's overall liquidity.

➤ **Country or transfer risk**

Country risk applies where a foreign debtor is unable to make timely payments or is unable to make any payments at all, despite being solvent, because its country of domicile is not prepared or not able to make transfers. For instance, payments to which the Fund is entitled may not be made or else may be made in a currency which is no longer convertible due to foreign exchange restrictions.

➤ **Risk of suspension of redemption**

In principle, unitholders may request the redemption of their units at any time. However, the Management Company may temporarily suspend the redemption of units in extraordinary circumstances. The unit price may be lower than prior to suspension of redemption.

➤ **Key personnel risk**

Funds which perform extremely well during a specific investment period will also owe this success to the aptitude of the persons acting on their behalf and thus to the correct decisions of their management teams. However, the makeup of the fund's management may change. New decision-makers may be less successful.

➤ **Operational risk**

The loss risk for the Fund that results from inadequate internal processes, human error or system failure at the Management Company or due to external events including legal and documentation risks and risks that result from the Fund's trading, settlement and valuation procedures.

➤ **Risks associated with units of investment funds (subfunds)**

The risks for the subfunds which are purchased for the Fund are closely associated with the risks for the assets held in these subfunds and with the investment strategies pursued by these subfunds.

Since the fund managers of the individual subfunds operate independently of one another, multiple subfunds may pursue the same investment strategies or opposite investment strategies. This may result in an accumulation of existing risks, and any opportunities may cancel one another out.

➤ **Risk in case of derivative instruments**

Within the scope of its orderly management, the Management Company may purchase derivative instruments for a fund subject to certain conditions and restrictions.

Derivative instruments may entail risks such as the following:

- a) The time-limited options purchased may expire or suffer a loss of value.
- b) The loss risk may not be calculable and may exceed any collateral provided.
- c) Transactions which exclude or are intended to limit risks may not be possible, or may only be possible at a market price that will result in a loss.
- d) The loss risk may increase if the obligation associated with such transactions or the resulting consideration is denominated in a foreign currency.

The following additional risks may apply to transactions involving OTC derivatives:

- a) Problems concerning the sale to third parties of financial instruments purchased on the OTC market, as these lack an organized market; settlement of obligations entered into may be difficult due to individual agreements or may entail considerable expenses (liquidity risk);
- b) the economic success of the OTC transaction may be jeopardized in case of the counterparty's default (counterparty risk).

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➤ **Securities lending risk**

In the event of the Investment Fund lending securities, these will be subject to the risk of default or failure to provide return delivery. In particular due to financial losses on the part of the borrower of the securities, the borrower may not be able to fulfill its obligations to the Investment Fund in this respect.

Insofar as the borrower of the securities provides the Investment Fund with collateral in connection with the securities lending transaction, this will be subject to collateral risk.

➤ **Risk associated with assets deposited by way of collateral (collateral risk)**

In the event of third parties providing the Investment Fund with collateral, this collateral will be subject to the investment risks typically associated with it.

**17. Details of the method, level and calculation of the remuneration payable to the Management Company, the custodian bank or third parties and charged to the Fund, and reimbursement of costs to the Management Company, the custodian bank or third parties by the Fund**

**17.1. Management fees**

1. Retail tranches: AT0000A0KML1 (R)(A), AT0000A0KLE8 (R )(T)

For its management activity, the Management Company receives annual remuneration of up to 1.8 per cent of the assets of the Fund. This remuneration will be calculated on the basis of the month-end values and settled up monthly.

2. Institutional tranches: AT0000A1Z486 (I)(A), AT0000A1Z494 (I)(T))

For its management activity, the Management Company receives annual remuneration of up to 1.2 per cent of the assets of the Fund. This remuneration will be calculated on the basis of the month-end values and settled up monthly.

The minimum investment for the institutional tranche is EUR 100,000.

For units of other investment funds in which the Fund invests ("subfunds"), a management fee of up to 4 per cent of the assets of the Fund invested in these subfunds may be charged. A performance fee may also apply.

**17.2. Other expenses**

Besides the remuneration for Semper Constantia Invest GmbH/the Management Company, the following expenses will be deducted from the Fund:

Transaction costs

This refers to those costs associated with the purchase and sale of assets of the Fund that have not already been included in the price as part of the transaction cost settlement. (At the present time, this refers to explicit costs.)

The transaction costs also include the costs for a central counterparty for OTC derivatives (in accordance with Regulation (EU) No 648/2012 (EMIR)).

Settlement of transactions:

The Management Company hereby provides notice that it may execute transactions for the Fund through a closely linked undertaking, i.e. a linked undertaking within the meaning of Article 4 (1) Item 38 of Regulation (EU) No 575/2013.

Costs of auditing and tax advice

The remuneration paid to the auditor is based on the Fund's volume and the investment principles. Costs of tax advice include the calculation of the tax details per unit, also for unitholders who do not have unlimited tax liability in Austria (and will be charged as applicable).



#### Publication costs

These costs include expenses associated with the production and publication of information for unitholders in Austria and elsewhere that is required by law. This also includes the costs for the creation and use of a durable medium (with the exception of those cases prohibited by law).

#### Supervisory costs

As permitted by law, the Fund may be subject to any costs charged by the supervisory authorities and costs resulting from the fulfillment of statutory distribution requirements in any countries of distribution. Costs resulting from notification obligations in compliance with supervisory requirements may also be charged to the Fund.

#### Costs for the custodian bank/depositary

The Fund will be charged normal bank custody fees and coupon collection costs, where applicable including the normal bank charges for custody of foreign securities and financial instruments outside Austria (custody fees).

The Fund will also be charged a monthly fee (custodian bank fee) for the other services provided by the custodian bank/depositary.

#### Winding-up fee

At the winding-up of the Investment Fund, the custodian bank/depositary shall receive remuneration amounting to 0.5 per cent of the assets of the Fund.

#### Costs associated with external consulting firms, investment advisers/fund managers

If the Fund makes use of the services of external advisers, investment advisers/fund managers, these costs will be charged to the Investment Fund unless these costs are already covered by the management fee.

#### Research costs for fund management

The Fund will bear the costs of external providers which have been commissioned to provide financial analyses or market and price information ("research") – in order to improve the quality of the Fund's management – where these providers separately charge the Fund for these services.

You will find the above items in the "Expenses" sub-item of the "Fund earnings" section of the current annual fund report.

#### Benefits:

The Management Company provides notice that it will only receive (other) benefits (in monetary value) resulting from its management activity (e.g. for broker research, financial analyses, market and price information systems) for the Fund where these benefits are used in the interests of the unitholders.

The Management Company may issue reimbursements (by way of commission) out of the collected management fee. The issuance of such reimbursements will not result in any additional costs charged to the Fund.

Reimbursements issued by third parties (by way of commission) will be passed on to the Fund after deduction of appropriate expense allowances and will be reported in the annual fund report.

### **18. Details of external consultants or investment advisers whose services are obtained on the basis of a contract and whose remuneration is charged to the assets of the Fund:**

The external fund manager is Matejka & Partner Asset Management GmbH, 1010 Vienna.

The investor will not incur any additional costs for this.

**19. Details of measures implemented for payments to the unitholders, repurchasing or redemption of units and distribution of information concerning the Fund. This information must be provided for the Member State in which the Fund has been authorized. The above information is also required for any further Member State in which the Fund's units are distributed and must be included in the Prospectus distributed there.**

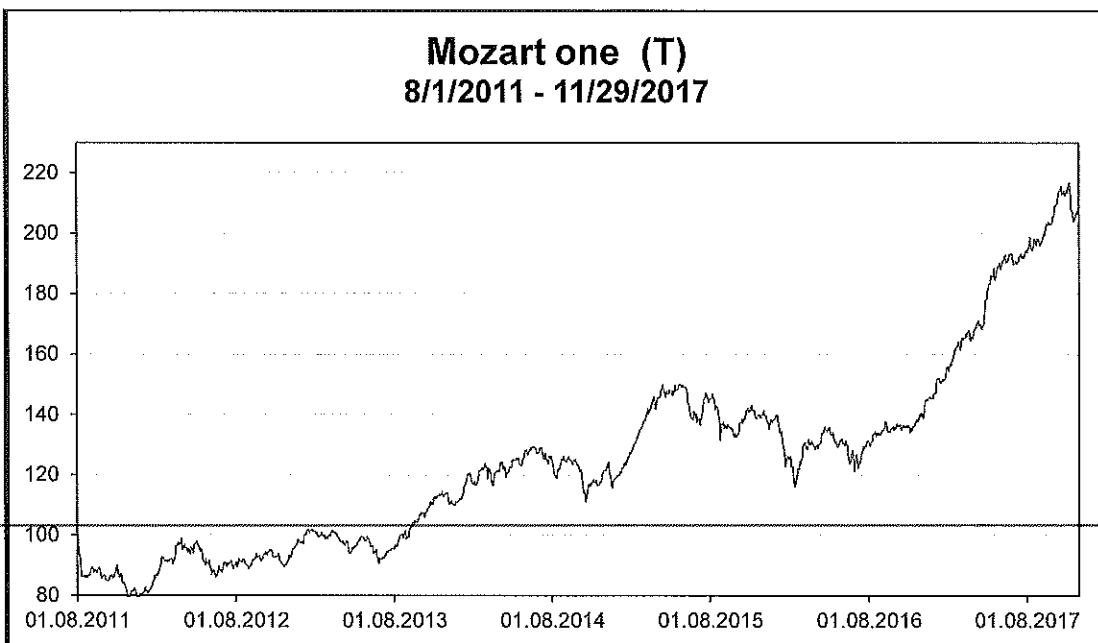
- Insofar as the unit certificates are represented by global certificates, the distributions and payments shall be credited by the unitholder's custodian bank.
- Paying agent and information office:  
SEMPER CONSTANTIA PRIVATBANK AG, Hessgasse 1, 1010 Vienna (see Part III)
- The Fund is also licensed for distribution in Germany, Slovakia, Czech Republic and Hungary:
- Paying agent in Hungary: ERSTE Bank Hungary Ltd., headquartered in Nefpürdő u. 24-26., 1038 Budapest, Hungary

**20. Further investment information**

Principles governing the best execution of trading decisions and strategies for the exercise of voting rights:

Details of the principles governing the best execution of trading decisions and strategies for the exercise of voting rights are available on the website of the Management Company, [www.sc-invest.at](http://www.sc-invest.at) / Rechtliche Hinweise (in German) or may be obtained directly from the Management Company.

**20.1. Results to date for the Fund**



Past performance figures do not permit any inferences regarding future performance.

## **20.2. Profile of the typical investor for whom the Fund is designed**

This Investment Fund is particularly appropriate for an investment made by an experienced investor who must be capable of assessing the risks associated with investing in this Investment Fund and the value of doing so, while being able to bear fluctuations in value and even the possible loss of his capital as a result of investing in this Investment Fund. Please refer to the "Key investor information" for precise details of the "Risk and reward profile" as well as the "Objectives and investment policy".

## **21. Financial information**

### **21.1. Any other costs or fees – excluding the costs listed under Items 9 and 10 (and Item 17) – broken down into those to be paid by the unitholder and those to be paid out of the portfolio of assets of the Fund.**

The fees for custody of the unit certificates are based on the agreement concluded between the unitholder and the custodian institution.

Costs may be incurred at the redemption of unit certificates if they are surrendered through third parties.

No further costs other than those indicated in Items 9, 10 and 17 will apply. The costs indicated in Items 9 and 10 will be borne by the unitholder, while the costs indicated in Item 17 will be settled up through the portfolio of assets (i.e. through the Fund).

## PART III

### DETAILS OF THE CUSTODIAN BANK/DEPOSITARY

#### **1. Identity of the UCITS depositary and description of its obligations as well as any conflicts of interest which may arise**

The custodian bank/depositary is SEMPER CONSTANTIA PRIVATBANK AKTIENGESELLSCHAFT, Hessgasse 1, 1010 Vienna.

The custodian bank/depositary was appointed the custodian bank/depositary on the basis of the notice issued by the Austrian Financial Market Authority on July 12, 2010, ref. no. FMA-IF25 7217/0001-INV/2010. The Austrian Financial Market Authority must approve any appointment or replacement of the custodian bank/depositary. This approval may only be granted if it can be expected that the relevant credit institution will perform the tasks required of a custodian bank/depositary. The appointment or replacement of the custodian bank/depositary must be publicly announced, with this public announcement including a reference to the official notice of approval.

The custodian bank/depositary is a credit institution under Austrian law. Its principal areas of business are current accounts, deposits, lending and securities.

Under InvFG, the custodian bank/depositary is responsible for custody of the assets of the Fund and for maintenance of the accounts and securities accounts of the Fund (§ 40 (1) InvFG 2011). It is also responsible for custody of the unit certificates for the funds managed by the Management Company (§ 39 (2) InvFG 2011). It must ensure, in particular, that it receives without delay the proceeds of transactions relating to the Fund's assets and that the Investment Fund's income is applied pursuant to the provisions of this Austrian federal act and the Fund Regulations.

The custodian bank/depositary is also responsible for operational fulfillment ("technical settlement") of the unit certificate transaction (issuance and redemption of units).

The Management Company hereby provides notice that it has transferred tasks to the custodian bank/depositary as a closely linked undertaking, i.e. a linked undertaking within the meaning of Article 4 (1) Item 38 of Regulation (EU) No 575/2013 (see the conflict of interest policy of Semper Constantia Invest GmbH at [www.sc-invest.at](http://www.sc-invest.at) / Rechtliche Hinweise (in German)).

#### **Possible conflicts of interest**

Out of the accounts which it holds for the Fund, the custodian bank will pay the Management Company any remuneration to which it is entitled under the Fund Regulations for its management of the Fund and reimburse any expenses associated with the Fund's management. The custodian bank may charge the Fund the fees payable to it for its custody of the Fund's securities and for its keeping of the accounts. In doing so, the custodian bank may only act on the basis of instructions from the Management Company.

#### **2. Description of any custody functions transferred by the depositary, list of delegates and sub-delegates and details of any conflicts of interest which may result from the transfer of tasks**

##### Sub-transfers:

The custodian bank/depositary makes use of the services of sub-depositaries for custody of eligible assets. A list of these sub-depositaries may be found on the website of the Management Company, [www.semperconstantia.at](http://www.semperconstantia.at) / Expertise / Depotbank Services (in German).

Notice of the sub-depositaries used for the specific Fund will be provided at the request of the unitholder.

**3. Declaration that the investors will be provided with an up-to-date version of the above information upon request**

Upon request, the custodian bank/depositary will provide the investors in the Fund with an up-to-date version of the above information.

  
**SEMPER CONSTANTIA**  
INVEST GMBH  
1010 Wien, Heßgasse 1  
.....  
Semper Constantia Invest GmbH

## **ANNEX**

- **Managing Directors of Semper Constantia Invest GmbH**

Mag. Peter Reisenhofer (Management Board Spokesman | CEO)  
MMag. Silvia Wagner (Deputy Management Board Spokesman | CFO)  
Mag. Guido Graninger (Managing Director | CIO)  
Dr. Stefan Klocker (Managing Director | CIO)

- **Supervisory Board of Semper Constantia Invest GmbH**

Dr. Mathias Bauer (Chairman)  
(Adviser to the Board, Raiffeisen Zentralbank Österreich AG)

Mag. Dieter Rom (Deputy Chairman)  
(Member of the Management Board of Security Kapitalanlage AG)

Mag. Claudia Badstöber  
(Chief Financial Officer, SEMPER CONSTANTIA PRIVATBANK AKTIENGESELLSCHAFT)

DI Alexander Budasch  
(Managing Director of Semper Constantia Immo Invest GmbH)

- **Nominal capital**

EUR 2,300,000, fully paid in.

- **Distributors**

Apart from the custodian bank, there are no other distributors in Austria. For details of the distributor in Germany, please see the "INFORMATION FOR INVESTORS IN THE FEDERAL REPUBLIC OF GERMANY" at the end of this Prospectus.

- **Fund regulations of the funds for which this Prospectus is valid**

See the attached Fund Regulations.

## Managed funds:

### Funds open to the general public:

A17 Mündelportfolio; Accumulus One; acumo; Active Bond Select; Active Equity Select; Advanced Properties Alpha; Advisory One; Advisory Vorsorge Dachfonds; Albatros; Alpin Global Basic; Alpin Global Trend; Alternative Beta – Absolute Return Fund; Alternative OTS; arcus alpha double income fund; ARIQON Konservativ; ARIQON Multi Asset Ausgewogen; ARIQON Alternative Strategies (to 6/11/2017: ARIQON Terra); ARIQON Wachstum; Ascensio II Absolute Return Bond Fund; BOHLER USD EUROPEAN INCOME FUND; C-QUADRAT Gold & Resources Fund; Capital Bank Opportunities; Calypso Fund; CENSEO VARIABEL; Concorde First Global Macro Fund; Condor Fund; Constantia Multi Invest 5; Constantia Multi Invest 92; Constantia Multi Invest 39; Constantia Short-Term Strategy; Dollar Bond Five (to 4/2/2017: Valartis Dollar Bond Fund); D U K Multi Asset Fund; Dr. Peterreins Global Strategy Fonds; Dr. Peterreins Total Return I Fonds; Dr. Peterreins Total Return II Fonds; E+S Erfolgs-Invest; Ecofin Global Fund (to 11/19/2017: Ecofin Index Aktien Global); Euro Bond One (to 3/7/2017 Valartis Euro Bond Fund); Euro Solid; European Dividend Plus (to 1/8/2017: Aktienfonds Deutschland Spezial); Fair Invest Balanced; FRS Dynamik; FRS Substanz; FWU TOP - dynamisch (to 6/20/2017: Skandia-TOP-dynamisch); FWU TOP - konservativ (to 6/20/2017: Skandia-TOP-konservativ); FWU TOP - offensiv (to 6/20/2017: Skandia-TOP-offensiv); FWU TOP - spekulativ (to 6/20/2017: Skandia-TOP-spekulativ); FWU TOP - Trends (to 6/20/2017: Skandia-TOP-Trends); Global Advantage Advanced Alpha Fund; Global Alpha Plus; Global Return Fund; IHAG Global Equity Fund (to 8/27/2017: Helvetia Growth Fund); HYPO Dynamic Equity; INVESCO Emerging Markets Bond Fund II; INVESCO Extra Income Bond; Invest in the Best; Leader-Fund Total Return Bond; Legenden; Leonor Fund; Low-Correlation World Fund; mahi546; Market Timing Portfolio (MTP); Metis Bond Euro Corporate ESG; Mozart one; Multi Asset Portfolio Select – Ertrag; natura semper nx-25 Fund; NOAH F22 Multi Asset Fonds; OMIKRON 7; Portfolio Aktien Spezial ZKB Oe; Portfolio Anleihen; Portfolio Next Generation ZKB Oe; Portfolio Rendite ZKB Oe; Portfolio Selektion ZKB Oe; Portfolio Wachstum ZKB Oe; Portfolio Wachstum (Euro) Alternative ZKB Oe; Portfolio Wachstum Protect ZKB Oe; PP Global Balanced; Q1 EURO Special; Seilern Global Trust; SemperBond Austria; SemperBond Euro 2; SemperBond Global; SemperBond Special; SEMPERCONSERVATIVE PORTFOLIO; SEMPERMONEY PLUS; SEMPERPREMIUM PLUS; SemperOwners Portfolio Classic; SemperPension Benefit; SemperOwners Portfolio Balanced; SemperPortfolio Classic; SemperOwners Portfolio Income; SemperProperty Europe; SemperProperty Global; SemperShare Austria; SemperShare World; Seven Reasons Base 1; SFC Global Balanced; SFC Global Opportunities; SFC Global Select; SIGMA ALFA European Opportunities; Supernova Vermögensverwaltungs-fonds; System Substanz; Tury Global Opportunities Equity; Tury Global Bond Flexible Duration EUR; Tury Global Bond Flexible Duration USD; Tury Global Equity; Tury Vermögensverwaltung; US Value Fund; Vintage 14; Wealth Generation Fund; Wealth Preservation Fund; Weltstrategie PLUS; Wiener Privatbank European Equity; Wiener Privatbank European Property; Wiener Privatbank Premium Ausgewogen; Wiener Privatbank Premium Dynamisch; Wiener Privatbank Premium Konservativ; Wiener Privatbank Vorsorge (to 3/7/2017 Valartis Vorsorge); World Wide Index Fonds; WSS Wertpapier- und Optionsstrategie (to 8/6/2017: WSS Aktien- Optionenstrategie); WSS-Europa; WSS-International; ZZ1; ZZ3; ZZ TREND

### Funds for institutional investors:

Active Global Balanced; Constantia Multi Invest 6; Constantia Multi Invest 8; Constantia Multi Invest 9; Constantia Multi Invest 10; Constantia Multi Invest 26; Constantia Multi Invest 53; Constantia Spezial 3; F&C; Figurella Global Invest; Lakeview Fund; SF13; SOP 2006; SOP 3000; SOP2003; SOP 5000; Sportiva; S-Prima; Tender Global; Wolfgangsee2017; Zeus 100

### Special funds:

A 54; A90; Adamsfonds; Apollo Diversified Fund; AUPA; C 20; CENSEO FACULTATIV II; CHARGING BULL ASSET MANAGEMENT (to 2/27/2017: SF51); Constantia FFÖ; Constantia Multi Invest 1; Constantia Multi Invest 7; Constantia Multi Invest 16; Constantia Multi Invest 28; Constantia Multi Invest 70; Constantia Multi Invest 75; Constantia Multi Invest 78; Constantia Multi Invest 85; Constantia Multi Invest 99; Constantia Multi Invest 105; Constantia Multi Invest 113; Constantia Multi Invest 121; Constantia Multi Invest 122; Constantia Multi Invest 123; Constantia Multi Invest 124; Constantia Multi Invest 125; Constantia Multi Invest 126; Constantia Multi Invest 130; Constantia Multi Invest 131; Constantia Multi Invest 137; Constantia Multi Invest 142; Constantia Multi Invest 143; Constantia Multi Invest 144; Constantia Multi Invest 145; Constantia Multi Invest 146; Constantia Multi Invest 147; Constantia Multi Invest 148; Constantia Multi Invest 149; Constantia Multi Invest 150; Constantia Multi Invest 2014; DEA DIA Spezialfonds; EMP Global Macro Fund; Energie Ried Pensionsfonds; Equity Billion Invest; Ertragfonds A; Europäischer KMU Fonds; European Corporate Bond Fund; FLIRT 14; fair-finance global equity strategy; HB 9-1; HB 9-2; Hill Trust; INVESCO Mix; K 29; K 1944; KF Spezialfonds; K SF15; Kathrein SF19; Kathrein SF31; Kathrein SF54; Kathrein SF55; Kathrein SF58; Kathrein SF59; LD Fonds; Medium Sized Enterprises Refinancing Fund; Medreal; Merkur Vario Top; Nawert; OBK 23; Rückversicherungsinvestment Fonds; SemperSpecial Strategy; SF12; SF15; SF16; SF56 (to 3/2/2017: Kathrein SF56); SOP 200; SOP9000; Spezial 100; Spezialfonds Q 2015; Unternehmensanleihenfonds I; Untersberg16; ZKB – JR7X7-INVEST; ZKB – JR7X7-REAL.

## Fund Regulations

### Mozart one

(a co-ownership fund pursuant to § 20 InvFG)

#### General Fund Regulations

Governing the legal relationship between the unitholders and Semper Constantia Invest GmbH (hereinafter: the "Investment Company") for the investment funds managed by the Investment Company, which only apply in conjunction with the Specific Fund Regulations issued for the Investment Fund in question:

#### § 1 Statutory framework

The Investment Company is subject to the provisions of the Austrian Investment Act Fund 1993, as amended (hereinafter: "InvFG").

#### § 2 Co-ownership interests

1. Co-ownership of the Investment Fund's assets is divided up into co-ownership interests of equal value. There is no limit to the number of co-ownership interests.
2. The co-ownership interests are embodied in unit certificates that are negotiable instruments. In accordance with the Specific Fund Regulations, the unit certificates may be issued in multiple unit certificate classes. The unit certificates are represented by means of global certificates (§ 24 DepotG, as amended) and/or by means of physical securities certificates.
3. Each purchaser of a unit certificate shall acquire co-ownership of all of the assets of the Investment Fund in the amount of the co-ownership interests documented in this certificate. Each purchaser of a share in a global certificate shall acquire co-ownership of all of the assets of the Investment Fund in the amount of his share of the co-ownership interests documented in this global certificate.
4. With the consent of its Supervisory Board, the Investment Company may divide up (split) the co-ownership interests and issue additional unit certificates to the unitholders or convert the old unit certificates into new ones if it deems a division of the co-ownership interests to be in the interests of the co-owners on account of the calculated unit value (§ 6).

#### § 3 Unit certificates and global certificates

1. The unit certificates are bearer certificates.
2. The custodian bank must sign the global certificates and the physical securities certificates. § 13 of the Austrian Stock Corporation Act (*Aktiengesetz*, AktG) applies mutatis mutandis. The unit certificates must bear the handwritten signatures of a manager and of one further manager or duly authorized officer (*Prokurist*) of the Investment Company.

#### § 4 Management of the Investment Fund

1. The Investment Company is entitled to dispose of the assets of the Investment Fund and to exercise the rights deriving from these assets. It will thereby act on its own behalf, for account of the unitholders. It must preserve the interests of the unitholders and the integrity of the market, apply the level of care required of an orderly and reliable manager within the meaning of § 84 (1) AktG and comply with the provisions of InvFG as well as the Fund Regulations. In its management of the Investment Fund, the Investment Company may make use of the services of third parties and grant them the right to dispose of the assets on behalf of the Investment Company or on their own behalf, for account of the unitholders.
2. The Investment Company may not for account of an investment fund provide money loans or enter into obligations under a suretyship or guarantee agreement.
3. Other than in the cases stipulated (in the Specific Fund Regulations), assets of the Investment Fund may not be pledged or otherwise encumbered, transferred by way of collateral or assigned. § 4 (2) InvFG does not preclude the Investment Fund's grant of collateral in connection with derivative products pursuant to § 21 InvFG 1993, irrespective of whether this collateral is granted in the form of demand deposits, money market instruments or securities.
4. The Investment Company may not for account of an investment fund sell any securities, money market instruments or other financial investments listed in § 20 InvFG which do not belong to the assets of the Fund as of the time of the transaction. § 21 InvFG remains unaffected.



#### **§ 5 Custodian bank**

The custodian bank (§ 13) appointed within the meaning of § 23 InvFG shall keep the accounts and securities accounts of the Investment Fund and perform all of the other functions transferred to it under InvFG as well as the Fund Regulations.

#### **§ 6 Issuance and unit value**

1. The custodian bank must calculate the value of a unit (unit value) for each unit certificate class and provide notification of the issue price and the redemption price (§ 7) whenever units are issued or redeemed, but at least twice a month.

The value of a unit is calculated by dividing the entire value of the Investment Fund inclusive of its income by the number of units. The total value of the Investment Fund is calculated on the basis of the current market prices of the securities and subscription rights in the Investment Fund plus the value of the Investment Fund's money market instruments and financial investments, cash holdings, credit balances, receivables and other rights, less its liabilities. That value will be calculated by the custodian bank.

The market prices will be determined pursuant to § 7 (1) InvFG on the basis of the last known stock exchange prices or price fixings.

2. The issue price is the unit value plus a fee per unit to cover the company's issuing costs. The resulting price will be rounded up. The value of this fee and of this rounding is indicated in the Specific Fund Regulations (§ 23).
3. Pursuant to § 18 InvFG in conjunction with § 10 (3) of the Austrian Capital Market Act (*Kapitalmarktgesetz*, KMG), the issue price and the redemption price will be announced for each unit certificate class in a business paper or daily newspaper which is published in Austria and has an adequate circulation and/or in electronic form, on the website of the issuing Investment Company.

#### **§ 7 Redemption**

1. At the request of a unitholder, his unit shall be redeemed out of the Investment Fund at the applicable redemption price, where applicable against surrender of the unit certificate, the coupons not yet due and the renewal coupon.
2. The redemption price corresponds to the value of a unit less a markdown and/or rounding-off, where stipulated in the Specific Fund Regulations (§ 23). Under extraordinary circumstances, payment of the redemption price as well as calculation and publication of the redemption price pursuant to § 6 may be temporarily suspended, subject to simultaneous notice being given to the Austrian Financial Market Authority and public announcement pursuant to § 10, and may be made dependent on the sale of assets of the Investment Fund and receipt of the sale proceeds, if this appears necessary in the circumstances, while considering the legitimate interests of the unitholders. The investor shall also be informed pursuant to § 10 of the recommencement of redemption of unit certificates.

This will apply, in particular, if the Investment Fund has invested 5 per cent or more of its fund assets in assets whose valuation prices manifestly – and not just in individual cases – do not match their actual values on account of the prevailing political or economic situation.

#### **§ 8 Financial reporting**

1. The Investment Company shall publish an annual fund report prepared pursuant to § 12 InvFG within four months of the expiry of the accounting year of the Investment Fund.
2. The Investment Company shall publish a semi-annual fund report prepared pursuant to § 12 InvFG within two months of the expiry of the first six months of the accounting year of the Investment Fund.
3. The annual fund report and the semi-annual fund report will be made available for inspection at the Investment Company and the custodian bank and will also be provided on the website of the Investment Company.

#### **§ 9 Withdrawal period for income shares**

The unitholders' entitlement for the handover of income shares will become statute-barred upon expiry of a period of five years. Upon expiry of this time limit, such income shares will be treated as income of the Investment Fund.

#### **§ 10 Public announcement**

§ 10 (3) and (4) KMG apply in relation to any notifications relating to the unit certificates, with the exception of the announcement of the values determined pursuant to § 6.

Such notifications may be provided either

- through their printing in full in the official gazette supplement (*Amtsblatt*) to the Wiener Zeitung newspaper or
- by making them available on the premises of the Investment Company and the paying agents a sufficient number of copies of such notification, free of charge, and announcing the date of publication and the places of collection in the official gazette supplement to the Wiener Zeitung newspaper or
- pursuant to § 10 (3) Item 3 KMG in electronic form on the website of the issuing Investment Company.

The notice pursuant to § 10 (4) KMG shall be provided in the official gazette supplement to the Wiener Zeitung newspaper or in a newspaper with a circulation throughout Austria.

For amendments of prospectuses pursuant to § 6 (2) InvFG, the notice pursuant to § 10 (4) KMG may also be provided in electronic form only, on the website of the issuing Investment Company.

#### **§ 11 Amendment of the Fund Regulations**

The Investment Company may amend the Fund Regulations with the consent of the Supervisory Board and the custodian bank. Such amendment shall also require the approval of the Austrian Financial Market Authority. This amendment must be publicly announced. It shall come into effect as of the date indicated in the public announcement, but three months following this public announcement at the earliest.

#### **§ 12 Termination and winding-up**

1. The Investment Company may terminate its management of the Investment Fund by means of a public announcement (§ 10), subject to the approval of the Austrian Financial Market Authority and a notice period of not less than six months (§ 14 (1) InvFG) or, if the assets of the Fund fall below EUR 1,150,000, without complying with a notice period (§ 14 (2) InvFG). Termination pursuant to § 14 (2) InvFG is not permissible concurrently with termination pursuant to § 14 (1) InvFG.
2. In case of the expiry of the right of the Investment Company to manage the Investment Fund, it will be managed or wound up in accordance with the relevant provisions of InvFG.

#### **§ 12a Combination or transfer of assets of the Fund**

While complying with § 3 (2) and § 14 (4) InvFG, the Investment Company may combine the assets of the Investment Fund with assets of other investment funds or transfer the assets of the Investment Fund to assets of other investment funds or incorporate the assets of other investment funds in the assets of the Investment Fund.

#### **Specific Fund Regulations**

for **Mozart one**, a co-ownership fund pursuant to § 20 InvFG (hereinafter: the "Investment Fund").

The Investment Fund complies with Directive 85/611/EEC.

#### **§ 13 Custodian bank**

The custodian bank is SEMPER CONSTANTIA PRIVATBANK AKTIENGESELLSCHAFT, Vienna.

#### **§ 14 Paying agents and filing agents, unit certificates**

1. SEMPER CONSTANTIA PRIVATBANK AKTIENGESELLSCHAFT, Vienna, is the paying agent and filing agent for the unit certificates and coupons.
2. Distribution unit certificates and accumulation unit certificates with investment income tax deducted are issued for the Investment Fund, with each certificate documenting one unit or fractions thereof.  
The Investment Company reserves the right to issue accumulation unit certificates without deduction of investment income tax, with each certificate documenting one unit or fractions thereof.  
The unit certificates are represented by means of global certificates and, at the discretion of the Investment Company, by means of physical securities certificates.
3. Insofar as the unit certificates are represented by global certificates, the distributions pursuant to § 26 and payments pursuant to § 27 and § 27a shall be credited by the unitholder's custodian bank.

## § 15 Investment instruments and principles

1. In accordance with §§ 4, 20 and 21 InvFG and §§ 16ff of the Fund Regulations, any types of securities, money market instruments and other liquid financial instruments may be purchased for the Investment Fund, subject to compliance with the principle of risk spreading and while not violating the legitimate interests of the unitholders.

2. The various assets will be selected for the Investment Fund according to the following investment principles:

- **Securities** (including securities featuring embedded derivative instruments)

Equities and equity-equivalent securities (mainly issued by Austrian companies) will be purchased for the Investment Fund, either directly or indirectly through other investment funds or derivative instruments, for up to 100 per cent of the assets of the Fund. Furthermore, bonds or other securitized debt securities may be purchased directly or indirectly through other investment funds or derivative instruments, together with the money market instruments, for up to 80 per cent of the assets of the Fund.

Structured financial instruments including ABS in which no derivative is embedded may be purchased, even if their underlying instruments differ from the instruments listed in Item 1, but without physical delivery or the grant of a right to such services.

- **Money market instruments**

Money market instruments may also be purchased for the Investment Fund, subject to the restrictions indicated above in the "Securities" section.

- **Units of investment funds**

Units of other investment funds pursuant to § 17 of these Fund Regulations which themselves mainly invest in equities and equity-equivalent securities issued by Austrian and foreign companies, money market instruments and bonds or bond-equivalent securities may be purchased for the Investment Fund for up to 10 per cent of the assets of the Fund, subject to the restrictions indicated above in the "Securities" and "Money market instruments" sections.

- **Demand deposits and callable deposits**

In case of restructuring of the Fund's portfolio or to reduce the influence of potential declines in prices of securities, the Investment Fund may hold a higher volume of demand deposits or callable deposits with a term not exceeding 12 months.

- **Derivative instruments** (including swaps and other OTC derivatives)

Derivative instruments will be used as follows for investment purposes:

- a) to safeguard income and/or
- b) as a replacement for securities, subject to the provisions stipulated above in the "Securities" and "Money market instruments" sections and/or
- c) for income growth.

3. Where securities and money market instruments are purchased for the Investment Fund in which a derivative is embedded, the Investment Company must take this into consideration with regard to compliance with §§ 19 and 19a. Investments made by an investment fund in index-based derivatives will not be counted towards the investment limits laid down in § 20 (3) Items 5, 6, 7 and 8d InvFG.

4. Not fully paid-in equities or money market instruments and subscription rights for such instruments or other not fully paid-in financial instruments may be purchased for up to 10 per cent of the assets of the Fund.

5. Securities or money market instruments issued or guaranteed by a Member State including its local authorities, by a third country or by international public-law organizations to which one or more Member States belong may be purchased for more than 35 per cent of the assets of the Fund, provided that the assets of the Fund are invested in at least six different issues. An investment in a given issue may not exceed 30 per cent of the assets of the Fund.

6. The Investment Company is not subject to any further restrictions regarding its investment decisions. In particular, no restrictions apply in relation to the sectors, regions, currencies, issuers or the instruments permitted within the scope of these Fund Regulations.

## § 15a Securities and money market instruments

### **Securities** are

- a) equities and other equity-equivalent securities,
- b) bonds and other securitized debt securities,
- c) all other marketable financial instruments (e.g. subscription rights) that grant the right to purchase financial instruments within the meaning of InvFG by subscription or exchange, with the exception of the techniques and instruments specified in § 21 InvFG.

To qualify as securities, instruments must fulfill the criteria stipulated in § 1a (3) InvFG.

Pursuant to § 1a (4) InvFG, securities also include

1. units of closed-end funds in the form of an investment company or an investment fund,
2. units of closed-end funds constituted under the law of contract,
3. financial instruments in accordance with § 1a (4) Item 3 InvFG.

**Money market instruments** are instruments normally dealt in on the money market that are liquid, whose value may be accurately determined at any time and which fulfill the requirements pursuant to § 1a (5) to (7) InvFG.

#### **§ 16 Stock exchanges and organized markets**

1. Securities and money market instruments may be purchased if
  - they are quoted or dealt in on a regulated market pursuant to § 2 Item 37 of the Austrian Banking Act (*Bankwesengesetz*, BWG) or
  - they are dealt in on another recognized, regulated securities market of a Member State which operates regularly and is open to the public or
  - they are officially quoted on a third-country stock exchange listed in the Annex or
  - they are dealt in on another recognized, regulated third-country securities market which is listed in the Annex, operates regularly and is open to the public or
  - their terms of issue include the obligation to apply for admission to official listing or for trading on one of the above-mentioned stock exchanges or for trading on one of the above-mentioned other markets, subject to admission within one year of the start of issuance of the securities.
2. Money market instruments which are not dealt in on a regulated market and are freely transferable, which are normally dealt in on the money market, are liquid and whose value can be accurately determined at any time and for which appropriate information is available – including information enabling an appropriate evaluation of the credit risks associated with investment in such instruments – may be purchased for the Investment Fund provided that the issue or issuer is itself regulated for the purpose of protecting investors and savings and is either
  - issued or guaranteed by a central, regional or local authority, a central bank of a Member State, the European Central Bank, the European Union or the European Investment Bank, a non-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 Member States belong or
  - issued by an undertaking whose securities are dealt in on one of the regulated markets listed in Item 1, with the exception of new issues, or
  - issued or guaranteed by an establishment subject to prudential supervision in accordance with the criteria defined by Community law or by an establishment that is subject to and complies with prudential rules considered by the Austrian Financial Market Authority to be at least as stringent as those laid down by Community law or
  - issued by other issuers belonging to the categories approved by the Austrian Financial Market Authority, provided that the investments in such instruments are subject to equivalent investor protection and provided that the issuer is a company whose capital and reserves amount to at least EUR 10 million and which prepares and publishes its annual financial statements in accordance with Directive 78/660/EEC, or is an entity that, within a group of companies including one or more stock exchange-listed companies, is responsible for the financing of the group or is an entity that, in the form of an undertaking, company or contract, is dedicated to the financing of securitization vehicles that benefit from a banking liquidity line; the banking liquidity line must be secured by a financial institution that itself fulfills the criteria specified in Item 2 (3).
3. In aggregate, up to 10 per cent of the assets of the Fund may be invested in securities and money market instruments which do not fulfill the preconditions laid down in Items 1 and 2.

#### **§ 17 Units of investment funds**

1. Units of investment funds (= open-ended investment funds and investment companies) which fulfill the provisions of Directive 85/611/EEC (UCITS) may be purchased insofar as these investment funds do not for their part invest more than 10 per cent of their fund assets in units of other investment funds.
2. Units of investment funds which do not fulfill the provisions of Directive 85/611/EEC (UCIs) and whose sole purpose is
  - to invest publicly procured monies in securities and other liquid financial instruments for joint account and in accordance with the principle of risk spreading and

- whose units will, at the request of the unitholders, be redeemed or repurchased, directly or indirectly, out of the assets of the investment funds,
- may be purchased, provided that
- a) they do not for their part invest more than 10 per cent of their fund assets in units of other investment funds and
  - b) they are authorized under laws stipulating that they are subject to supervision considered by the Austrian Financial Market Authority to be equivalent to that laid down in Community law, and cooperation between the authorities is sufficiently ensured and
  - c) the level of protection afforded the unitholders is equivalent to that afforded the unitholders of investment funds that fulfill the provisions of Directive 85/611/EEC (UCITS) and, in particular, the rules on asset segregation, borrowing, lending and uncovered sales of securities and money market instruments are equivalent to the requirements set out in Directive 85/611/EEC and
  - d) their business is reported in semi-annual and annual reports that enable an assessment to be made of the assets and liabilities, income and operations over the reporting period.

The criteria specified in § 3 of the FMA Regulation on Information and Determination of Equivalence (*Informationen- und Gleichwertigkeitsfestlegungsverordnung*, IG-FestV), as amended, should be consulted in order to determine the equivalence of protection afforded to unitholders within the meaning of Letter c).

3. The Investment Fund may also purchase units of investment funds that are managed, directly or indirectly, by the same Investment Company or by a company with which the Investment Company is linked by common management or control or by a substantial direct or indirect holding.
4. Units of investment funds in accordance with § 17 Item 1 in conjunction with § 17 Item 2 of the Fund Regulations may be purchased for up to 10 per cent of the assets of the Fund in aggregate.

#### **§ 18 Demand deposits and callable deposits**

Bank balances in the form of demand deposits or callable deposits with a term not exceeding 12 months may be held for the Investment Fund. No minimum bank balance need be maintained, and the value of the bank balance is not limited.

#### **§ 19 Derivatives**

1. Derivative financial instruments (derivatives) -- including equivalent instruments settled in cash -- which are dealt in on one of the regulated markets listed in § 16 may be purchased for the Investment Fund if the underlying instruments are instruments within the meaning of § 15a or in case of financial indexes, interest rates, exchange rates or currencies in which the Investment Fund may invest in accordance with its investment principles (§ 15). This also includes instruments for the transfer of the credit risk for the above-mentioned assets.
2. The overall level of risk which is associated with derivatives may not exceed the overall net value of the assets of the Fund. The market value of the underlying instruments, the default risk, future market fluctuations and the time available to liquidate the positions will be taken into consideration in calculating the level of risk.
3. Within the scope of its investment strategy, the Investment Fund may purchase derivatives within the limits laid down in § 20 (3) Items 5, 6, 7, 8a and 8d InvFG insofar as the overall level of risk for the underlying instruments does not exceed these investment limits.

#### **§ 19a OTC derivatives**

1. Derivative financial instruments which are not dealt in on a stock exchange (OTC derivatives) may be purchased for the Investment Fund if
  - a) the underlying instruments are underlying instruments pursuant to § 19 Item 1,
  - b) the counterparties are institutions subject to supervision of a category that the Austrian Financial Market Authority has authorized through a regulation,
  - c) the OTC derivatives are subject to a reliable and verifiable valuation on a daily basis and can be sold, liquidated or closed out by a counter-transaction at fair value at any time, at the initiative of the Investment Fund and
  - d) they are invested within the limits laid down in § 20 (3) Items 5, 6, 7, 8a and 8d InvFG and the overall level of risk for the underlying instruments does not exceed these investment limits.
2. The risk of default in case of transactions of an investment fund involving OTC derivatives may not exceed:
  - a) 10 per cent of the assets of the Fund if the counterparty is a credit institution,
  - b) otherwise 5 per cent of the assets of the Fund.

#### **§ 19b Value at risk**

Not applicable.

## **§ 20 Borrowing**

The Investment Company may take up short-term loans of up to 10 per cent of the assets of the Fund for account of the Investment Fund.

## **§ 21 Repurchase agreements**

The Investment Company is entitled for account of the Investment Fund, within the investment limits defined by InvFG, to purchase assets for the assets of the Fund, subject to an obligation for the seller to repurchase these assets at a predetermined time and for a predetermined price.

## **§ 22 Securities lending**

Within the investment limits laid down by InvFG, the Investment Company is entitled to temporarily transfer securities to third parties – for up to 30 per cent of the assets of the Fund – within the framework of a recognized securities lending system, while obliging the third party in question to return these securities upon expiry of a predetermined lending period.

## **§ 23 Issuance and redemption procedures**

The unit value pursuant to § 6 will be calculated in EUR.

The subscription fee to cover the company's issuing costs may not exceed 5 per cent. For the calculation of the issue price, the resulting amount will be rounded up to the nearest 10 cents.

The redemption price is the unit value, rounded down to the nearest 10 cents. Issuance of the units shall not be limited in principle; however, the Investment Company reserves the right to cease issuing unit certificates either temporarily or permanently.

## **§ 24 Accounting year**

The Investment Fund's accounting year is the period from July 1 to June 30 of the following calendar year.

## **§ 25 Management fee, reimbursement of expenses**

For its management activity, the Investment Company receives annual remuneration of up to 2 per cent of the assets of the Fund. This remuneration will be calculated on the basis of the month-end values.

In addition, the Investment Company is entitled to reimbursement of all expenses associated with its management activities such as, in particular, costs for mandatory public announcements, custody fees, audit, consulting and period-end costs.

## **§ 26 Application of income for distribution unit certificates**

The income received during the past accounting year (interest and dividends), net of expenses, will be distributed at the discretion of the Investment Company. In addition, the distribution of income from the sale of assets of the Investment Fund, including subscription rights, is at the discretion of the Investment Company, subject to due consideration of the legitimate interests of the unitholders. A distribution from the assets of the Fund is permissible. Distributions may not in any case cause the assets of the Fund to fall below a level of EUR 1,150,000. These amounts will be distributed to holders of distribution unit certificates from August 15 of the following accounting year, where applicable upon surrender of a coupon. The remainder will be carried forward to new account.

In any case, from August 15 an amount calculated pursuant to § 13 (3) InvFG shall be paid out, to be used where applicable to meet any investment income tax liability on the dividend-equivalent income for those unit certificates. Interim distributions are possible.

## **§ 27 Application of income for accumulation unit certificates with deduction of investment income tax (income accumulation)**

The income received during the accounting year that remains, net of expenses, will not be distributed. From August 15 of the following accounting year, an amount calculated pursuant to § 13 (3) InvFG shall be paid out on accumulation unit certificates to be used, where applicable, to meet any investment income tax liability on the dividend-equivalent income for those unit certificates.

## **§ 27a Application of income for accumulation unit certificates without deduction of investment income tax**

(full income accumulation, Austrian and foreign tranches)

The income received during the accounting year that remains, net of expenses, will not be distributed. No payment pursuant to § 13 (3) InvFG will be made. The key date pursuant to § 13 (3) InvFG in case of non-payment of investment income tax on the Fund's annual income is 4 months after the end of the accounting year.

The Investment Company must ensure by furnishing proof from the custodian institutions that, at the time of payment, the unit certificates are only held by unitholders who are either not subject to Austrian income tax or corporate income tax or who fulfill the requirements for exemption pursuant to § 94 EStG.  
If these preconditions have not been met as of the payment date, the amount calculated pursuant to § 13 (3) InvFG shall be paid out by the custodian bank in the form of credit.

**§ 27b Application of income for accumulation unit certificates without deduction of investment income tax**

(full income accumulation, foreign tranche)

The income received during the accounting year that remains, net of expenses, will not be distributed. No payment pursuant to § 13 (3) InvFG will be made.

The Investment Company must ensure, by furnishing proof from the custodian institutions, that at the time of payment, the unit certificates are only held by unitholders who are either not subject to Austrian income tax or corporate income tax or who fulfill the requirements for exemption pursuant to § 94 EStG or for an investment income tax exemption.

**§ 28 Winding-up**

Out of the net proceeds of winding up, the custodian bank shall receive remuneration amounting to 0.5 per cent of the assets of the Fund.

## Annex to § 16

List of stock exchanges with official trading and organized markets

### 1. Stock exchanges with official trading and organized markets in the Member States of the EEA

According to Article 16 of Directive 93/22/EEC (Investment Services Directive), each Member State must maintain an updated list of markets authorized by it. Such list is to be made available to the other Member States and to the European Commission. Pursuant to the Directive, the European Commission is obliged to publish once per year a list of the regulated markets of which it has received notice.

Due to increasing deregulation and to trading segment specialization, the list of "regulated markets" is undergoing great changes. Consequently, the European Commission will, in addition to yearly publication of a list in the Official Journal of the European Communities, maintain an updated version of this list on its official website.

#### 1.1 The current list of regulated markets is available at:

[http://www.fma.gv.at/cms/site/attachments/0/9/6/CH0236/CMS1230557514954/27072009-liste\\_geregelte\\_maerkte.pdf](http://www.fma.gv.at/cms/site/attachments/0/9/6/CH0236/CMS1230557514954/27072009-liste_geregelte_maerkte.pdf)<sup>1</sup>

in the "List of regulated markets (pdf)".

#### 1.2 The following stock exchanges are included in the list of regulated markets:

1.2.1 Luxembourg Euro MTF Luxembourg

#### 1.3 Recognized markets in the EU pursuant to § 20 (3) Item 1 (b) InvFG:

1.3.1 United Kingdom London Stock Exchange Alternative Investment Market (AIM)

### 2. Stock exchanges in European countries that are not Member States of the EEA

2.1	Bosnia & Herzegovina:	Sarajevo, Banja Luka
2.2	Croatia:	Zagreb Stock Exchange
2.3	Russia:	Moscow (RTS Stock Exchange); Moscow Interbank Currency Exchange (MICEX)
2.4	Switzerland:	SWX Swiss-Exchange
2.5	Serbia and Montenegro:	Belgrade
2.6	Turkey:	Istanbul (for Stock Market, "National Market" only)

### 3. Stock exchanges in non-European countries

3.1	Australia:	Sydney, Hobart, Melbourne, Perth
3.2	Argentina:	Buenos Aires
3.3	Brazil:	Rio de Janeiro, Sao Paulo
3.4	Chile:	Santiago
3.5	China:	Shanghai Stock Exchange, Shenzhen Stock Exchange
3.6	Hong Kong:	Hong Kong Stock Exchange
3.7	India:	Mumbai
3.8	Indonesia:	Jakarta
3.9	Israel:	Tel Aviv
3.10	Japan:	Tokyo, Osaka, Nagoya, Kyoto, Fukuoka, Niigata, Sapporo, Hiroshima
3.11	Canada:	Toronto, Vancouver, Montreal
3.12	Korea:	Korea Exchange (Seoul, Busan)
3.13	Malaysia:	Kuala Lumpur, Bursa Malaysia Berhad
3.14	Mexico:	Mexico City
3.15	New Zealand:	Wellington, Christchurch/Invercargill, Auckland
3.16	Philippines:	Manila
3.17	Singapore:	Singapore Stock Exchange
3.18	South Africa:	Johannesburg
3.19	Taiwan:	Taipei
3.20	Thailand:	Bangkok
3.21	USA:	New York, American Stock Exchange (AMEX), New York Stock Exchange (NYSE), Los Angeles/Pacific Stock Exchange, San Francisco/Pacific Stock Exchange, Philadelphia, Chicago, Boston, Cincinnati
3.22	Venezuela:	Caracas
3.23	United Arab Emirates:	Abu Dhabi Securities Exchange (ADX)

<sup>1</sup> The Austrian Financial Market Authority (FMA) may change this link. For the current link, please consult the website of the FMA: [www.fma.gv.at](http://www.fma.gv.at), Anbieter, "Informationen zu Anbietern am österreichischen Finanzmarkt", Börse, Übersicht, Downloads, Verzeichnis der Regelmärkte (in German).



#### 4. Organized markets in countries that are not Member States of the European Community

- 4.1 Japan: Over the Counter Market
- 4.2 Korea: Over the Counter Market
- 4.3 Korea: Over the Counter Market
- 4.4 Switzerland: SWX-Swiss Exchange, BX Berne eXchange; Over the Counter Market of the members of the International Capital Market Association (ICMA), Zurich
- 4.5 USA: Over the Counter Market in the NASDAQ system, Over the Counter Market (markets organized by NASD such as Over-the-Counter Equity Market, Municipal Bond Market, Government Securities Market, Corporate Bonds and Public Direct Participation Programs) Over-the-Counter-Market for Agency Mortgage-Backed Securities

#### 5. Stock exchanges with futures and options markets

- 5.1 Argentina: Bolsa de Comercio de Buenos Aires
- 5.2 Australia: Australian Options Market, Australian Securities Exchange (ASX)
- 5.3 Brazil: Bolsa Brasileira de Futuros, Bolsa de Mercadorias & Futuros, Rio de Janeiro Stock Exchange, Sao Paulo Stock Exchange
- 5.4 Hong Kong: Hong Kong Futures Exchange Ltd.
- 5.5 Japan: Osaka Securities Exchange, Tokyo International Financial Futures Exchange, Tokyo Stock Exchange
- 5.6 Canada: Montreal Exchange, Toronto Futures Exchange
- 5.7 Korea: Korea Exchange (KRX)
- 5.8 Mexico: Mercado Mexicano de Derivados
- 5.9 New Zealand: New Zealand Futures & Options Exchange
- 5.10 Philippines: Manila International Futures Exchange
- 5.11 Singapore: The Singapore Exchange Limited (SGX)
- 5.12 Slovakia: RM-System Slovakia
- 5.13 South Africa: Johannesburg Stock Exchange (JSE), South African Futures Exchange (SAFEX)
- 5.14 Switzerland: EUREX
- 5.15 Turkey: TurkDEX
- 5.16 USA: American Stock Exchange, Chicago Board Options Exchange, Chicago Board of Trade, Chicago Mercantile Exchange, Comex, FINEX, Mid America Commodity Exchange, ICE Future US Inc. New York, Pacific Stock Exchange, Philadelphia Stock Exchange, New York Stock Exchange, Boston Options Exchange (BOX)

## ADDENDUM TO THE PROSPECTUS FOR INVESTORS IN HUNGARY

Unit certificates of the Fund ("Fund") are issued to bearer. The Fund shall be represented by global certificates (§ 24 of the Austrian Safe Custody of Securities Act). Since the Fund is represented by global certificates, no actual/ physical securities are issued.

The Central Bank of Hungary has been notified of the distribution of the Fund in Hungary pursuant to § 98 of Act No. CXCVIII of 2011 on Asset Management Companies and Undertakings for Collective Investment.

The following information of the Fund is available free-of-charge at the paying agent ERSTE Bank Hungary Ltd., Népfürdő u. 24-26., 1038 Budapest, that also is able to repurchase (redeem) the Fund in Hungary:

- fund regulations;
- prospectus and key investor information (KID, KIID);
- annual and semi-annual report;
- issue and redemption prices (net asset value of the Fund) and
- regular and irregular information for Hungarian investors.

The information for Hungarian investors is provided at <http://www.erstebank.hu>

**Tax:** Depending on the investor's domicile, address, place of residence, nationality and other factors, the income for Hungarian investors resulting from the Fund may be subject to taxation in Hungary and other countries. In respect of the Hungarian taxes applicable in connection with the investor's income resulting from the Fund, we refer to § 65 of Act No. CXVII of 1995 on Private Income Tax, to § 7 of Act No. LXXXI of 1996 on Corporate Income Tax and Dividends Tax and to assessments Nos. 2002/80 and 2004/96 issued by the Hungarian Tax Office, with the recommendation that investors consult a lawyer or tax adviser registered in Hungary regarding their tax liability.

**Applicable legislation:** The establishment and management of the Fund and the issuance of the Fund are subject to Austrian law. The distribution of the Fund in Hungary is subject to individual prescriptions of Act No. CXCVIII of 2011 on Asset Management Companies and Undertakings for Collective Investment, particularly § 98.