



R VALOR

Société d'Investissement à Capital Variable

Prospectus

Version dated on September 8th 2017



R VALOR

UCITS governed by
European Directive
2009/65/EC

I. General characteristics

FORM OF THE UCITS:

Name : R VALOR
Legal form : SICAV (open-ended investment fund) – established in France
Registered Office : 29, avenue de Messine 75008 Paris
Creation date : 02 October 2012
Expected life : 99 years

Summary of the management proposal:

Share class	ISIN code	Allocation of amounts available for distribution	Currency of issue	Target subscribers	Minimum initial subscription amount ⁽¹⁾⁽²⁾
C EUR	FR0011253624	Accumulation	EUR	All subscribers	2,500 euros Initial net asset value: 1,070.61 euros
C USD	FR0012406163	Accumulation	USD	All subscribers	2,500 US dollars Initial net asset value of one share: 1,000 US dollars
C USD H	FR0012406171	Accumulation	USD*	All subscribers	2,500 US dollars Initial net asset value of one share: 1,000 US dollars
D EUR	FR0011261189	Distribution	EUR	All subscribers	2,500 euros Initial net asset value: 919.79 euros
F EUR	FR0011261197	Accumulation	EUR	All subscribers	One share Initial net asset value: 995.90 euros
M EUR	FR0011847417	Accumulation	EUR	Shares reserved for employees and officers of the Rothschild & Co Group	1,000 euros Initial net asset value: 1,000 euros
P EUR	FR0011847409	Accumulation	EUR	Shares reserved for foreign marketing networks and those acting particularly under a mandate, and subject to the Management Company's prior approval	5,000 euros Initial net asset value of a share: 1,000 euros
P CHF H	FR0012406189	Accumulation	CHF*	All subscribers	2,500 Swiss francs Initial net asset value of one share: 1,000 Swiss francs
P USD	FR0012406213	Accumulation	USD	Shares reserved for foreign marketing networks and those acting particularly under a mandate, and subject to the Management Company's prior approval	5,000 US dollars Initial net asset value of one share : 1,000 US dollars
P USD H	FR0012406262	Accumulation	USD*	Shares reserved for foreign marketing networks and those acting particularly under a mandate, and subject to the Management Company's prior approval	5,000 US dollars Initial net asset value of one share: 1,000 US dollars
PB EUR	FR0013123544	Distribution	EUR	Shares reserved for foreign marketing networks and those acting particularly under a mandate, and subject to the Management Company's prior approval	5,000 euros Initial net asset value of a share: 1,000 euros
R EUR	FR0013123551	Accumulation	EUR	All subscribers but specifically intended for foreign marketing networks	100 euros Initial net asset value of one share: 10 euros

¹The management company or any other entity belonging to the same group is exempt from the initial minimum subscription obligation.

²Subsequent subscriptions may be done in shares or fractions of shares, where applicable.



* These shares are systematically hedged against the currency risk of the SICAV's reference currency.

The SICAV has twelve share classes: C EUR, C USD, C USD H, D EUR, F EUR, P EUR, M EUR, P CHF H, P USD, P USD H, PB EUR, and R EUR. These twelve share classes differ particularly in their currency of issue, their systematic hedging against currency risk, and their par value and have a different distribution scheme, different management fees, different subscription/redemption fees, and a different distribution network for which they are intended.

These differences are explained by the fact that the C EUR, C USD, C USD H, and D EUR shares are primarily intended to be distributed directly to investors by the SICAV's management company as well as to private customers of the Rothschild & Co group, whereas the F EUR shares are primarily intended for partners of the management company or for third-party management companies. In addition, the P EUR, P CHF H, P USD, P USD H, and PB EUR shares are reserved for foreign marketing networks and those acting particularly under a mandate, and subject to the Management Company's prior approval. The M EUR shares are reserved for employees and officers of the Rothschild & Co group. Lastly, the R EUR shares are open to all subscribers but are intended especially for foreign marketing networks.

For each share class, the management company reserves the right not to activate it and therefore delay its commercial launch.

Indication of where the most recent annual report and interim statement can be obtained:

The latest annual and periodic reports will be sent to shareholders within eight business days of receipt of a written request sent to:

Rothschild Asset Management
Service commercial
29, avenue de Messine
75008 Paris

The Key Investor Information Document (KIID) is also available at www.rothschildgestion.com

Additional explanations can be obtained from the management company's commercial department (tel: 01 40 74 40 84) or by e-mail at the following address: clientserviceteam@rothschild.com

II. Parties involved

Management company:

Rothschild Asset Management, portfolio management company approved by the French financial markets authority (AMF) on 6 June 2017 under number GP-17000014.

Limited Partnership
29 avenue de Messine – 75008 Paris

Custodian, Registrar, and Institution responsible for share record maintenance:

Rothschild Martin Maurel
Limited Partnership
29, avenue de Messine
75008 PARIS

A French credit institution approved by the ACPR (French prudential supervisory and resolution authority)

Description of the custodian's duties:

Rothschild Martin Maurel performs the duties defined by the applicable Regulations, namely:

- Safekeeping of the assets of the UCITS,
- Verification of the lawfulness of the management company's decisions,
- Monitoring of cash flows of UCITS.

The custodian is also responsible for managing the UCITS's liabilities, which includes centralising the UCITS's unit subscription and redemption orders, as well as managing the issue account and unit registers of the UCITS.

Supervision and management of conflicts of interest:

Rothschild Martin Maurel and the management company Rothschild Asset Management belong to the same Group, Rothschild & Co. In accordance with the applicable Regulations, they have put in place a policy and a procedure appropriate for their size, their organisation, and the nature of their activities in order to take reasonable measures intended to prevent conflicts of interests that could arise from this relationship.



Delegate(s):

The custodian has delegated the safekeeping of foreign financial securities to The Bank of New York Mellon SA/NV (Belgium).

The list of entities used by Bank of New York Mellon SA/NV (Belgium) in the delegation of safekeeping duties and the information relating to conflicts of interest likely to result from such delegations are available at www.rothschild.com [<https://www.rothschild.com/fr/Informations-bancaires-Réclamation-Tarifs/>].

Updated information is made available to investors free of charge within eight working days on written request from the shareholder to the Custodian.

Statutory Auditor:

Ernst & Young et Autres
Tour First
TSA 14,444
92037 Paris La Défense Cedex
Signatory: Bernard Charrue

Marketer: Rothschild Asset Management

Subdelegated entity:

Rothschild Asset Management shall solely ensure the administrative and financial management of the SICAV without delegation to third parties, with the exception of the accounting function, which is fully subdelegated to:

CACEIS Fund Administration
1-3, Place Valhubert
75013 Paris

Directors:

Detailed information about the identity of the SICAV's directors as well as their external functions is provided in the SICAV's annual report.

In accordance with point I.1 above, this information is also available upon request from the marketers.

Advisers: None

Institution in charge of centralising subscription/redemption orders: Rothschild Martin Maurel

III. Management and operations

III. 1 GENERAL CHARACTERISTICS:

Characteristics of the shares:

- ISIN code:

○ C EUR share:	FR0011253624
○ C USD share:	FR0012406163
○ C USD H share:	FR0012406171
○ D EUR share:	FR0011261189
○ F EUR share:	FR0011261197
○ M EUR share:	FR0011847417
○ P EUR share:	FR0011847409
○ P CHF H share:	FR0012406189
○ P USD share:	FR0012406213
○ P USD H share:	FR0012406262
○ PB EUR share:	FR0013123544
○ R EUR share:	FR0013123551

- Type of right attached to the share class: The rights of owners are expressed in shares, each share corresponding to a fraction of the SICAV's assets. Each shareholder is entitled to ownership of the SICAV's assets in proportion to the number of shares held.
- Entry in a register or specification of methods of managing liabilities: Liabilities are managed by Rothschild Martin Maurel. Admission of the shares is ensured in Euroclear France.
- Voting rights: Each shareholder has voting rights attached to the respective shares held. The SICAV's bylaws specify how they are exercised.
- Form of units or shares: Bearer
- Fractional units: All shares of the SICAV are broken down into ten-thousandths of shares.

Closing date: Last trading day of the month of December (1st closing: December 2013)

Tax treatment:



UCITS (SICAV or FCP) are not subject to corporate tax for the income that they collect.

With regard to natural persons, shareholder income is subject to tax in the category of income from transferable securities when it is distributed by a UCITS and maintains the nature specific to it (dividends, bonds, debt interest, etc.). The shareholder may therefore be eligible for the same tax benefits as those associated with holding securities directly. During a redemption of shares by an individual, the realised capital gain is subject to the progressive income tax scale and the social security deductions for investment income. For legal entities subject to corporate tax, identical principles apply to income distributions carried out by the UCITS.

However, legal entities subject to corporate tax are taxed on the unrealised capital gains or losses of their portfolios made up of UCITS, except where the tax system under Article 209 OA of the French General Tax Code applies.

Shareholders domiciled outside France for tax purposes are subject to the tax provisions in force in their country of residence, subject to the application of international tax agreements.

III.2 SPECIAL PROVISIONS:

Classification: Diversified UCITS

Delegation of financial management: No

Management objective: The objective of R VALOR is to seek performance by investing primarily on global equity and fixed-income markets by implementing discretionary management particularly relying on the selection of financial instruments based on the financial analysis of issuers.

Benchmark: The SICAV has no benchmark indicator, as the management process is based on a selection of securities in application of fundamental criteria outside of any criterion of belonging to a market index.

In addition, considering the fact that the management team will favour the equity asset class or the fixed-income class depending on the market circumstances, reference to an indicator would not be representative.

This UCITS is not an index-linked UCITS.

Investment strategies:

1. Description of strategies used:

As part of a rigorous quantitative and qualitative selection process carried out by the management company (as described below), SICAV R VALOR is invested in fixed-income or convertible products and in fixed-income UCIs as well as in equity products and UCIs of equity products, depending on market opportunities. Up to 10% of the SICAV's assets may be invested in UCIs funds.

- **Strategic allocation:** in order to achieve the management objective, the SICAV invests, depending on changes on the markets, in fixed-income or convertible products and secondarily in UCITS of fixed-income products as well as in equities and UCITS of equity products.

The SICAV may therefore invest:

- ✓ Between 0% and 100% in government-backed fixed-income products, private, whether investment grade or not, a maximum of 20% in high-yield bonds, with investments in non-listed securities able to represent up to 10% of the SICAV's assets.
- ✓ Between 0% and 100% in equities of all market capitalisations,
- ✓ Between 0% and 10% in UCIs.

The SICAV may trade financial futures on French and foreign regulated or OTC markets (repos, interest rate, index, and currency swaps, forward exchanges, lending and borrowing of securities, futures market, and options on equity, interest rates, currencies, or indexes) in order to pursue its management objective (discretionary management). To do this, it hedges its portfolio and/or exposes it to business sectors, geographical regions, currencies, interest rates, equities, securities and equivalent instruments, and indexes.

Direct and indirect exposure to the equity market, including any off-balance sheet exposure, shall not exceed 100%. Direct and indirect exposure to the fixed-income market, including any off-balance sheet exposure, will allow the portfolio's sensitivity to remain within a range between -1 and 9.

Direct and indirect exposure to the currency market, including any off-balance sheet exposure, shall not exceed 100%.

The overall exposure to equity markets, currency markets, or fixed-income markets, including exposure resulting from the use of financial futures, shall not exceed 200% of assets.

The SICAV's direct and indirect exposure to non-OECD countries may be up to 100% of its assets, and its small-cap risk exposure may be up to 20% of its assets.

Existence of a currency risk for shareholders.

- **Selection of underlying assets:**



- **For the equity product segment, the criterion for selecting securities is as follows:**

The management process for the UCITS combines the Top-Down and Bottom-Up approaches, thus identifying two sources of added value:

The sectoral allocation results from the analysis of the macroeconomic and financial environment.

- The selection of securities is based on a fundamental approach that involves two steps:
 - A quantitative analysis to determine the attractiveness of valuation using ratios tailored to each industry (Enterprise Value/Capital Employed, Enterprise Value/Gross Operating Result, PER, etc.)
 - A qualitative analysis based on understanding the competition and how profitability is constructed (supply/demand imbalance, cost-benefit analysis, patents, brands, regulations, etc.)

- **For the fixed-income segment, the following three sources of added value are used for management:**

- 1) **Sensitivity:** The portfolio's sensitivity is increased if the manager anticipates a decline in interest rates and vice versa.

Credit risk exposure: The management process for the UCITS combines the Top-Down and Bottom-Up approaches, thus identifying two sources of added value:

- The sectoral and geographical allocation results from the analysis of the economic and financial environment. This analysis identifies the long-term risks and problems that influence the price formation. In particular, analyses of default histories and competition are examined.
- The selection of securities is based on a fundamental approach that involves two steps:
 - A quantitative analysis based on the probability of default:
 - by using a large amount of public data and statistics on each company,
 - by comparing these data to data of companies in the same economic sector,
 - by determining a theoretical valuation that compares favourably or unfavourably with the valuation given by the market.
 - A qualitative analysis based on:
 - sustainability of the sector,
 - examination of competition,
 - understanding of the balance sheet,
 - understanding of the construction of profitability (supply/demand imbalance, cost-benefit analysis, patents, brands, regulations, etc.),
 - understanding of debt schedules (balance sheet and off-balance sheet),

determination of the probability of intra-sector survival.

- 2) **Yield curve positioning:** Depending on the manager's expectations as to the flattening or steepening of the yield curve, securities with short and very long maturities shall be preferred to those with intermediate maturity or the reverse.

- **For the UCITS and AIF segment, the criterion for selecting securities is as follows:**

UCITS and AIF shall be selected according to a Top-Down approach depending on the asset classes. This selection shall be done mainly within the Rothschild range.

The management company does not exclusively or automatically use credit ratings issued by rating agencies but undertakes its own in-depth analysis to assess the credit quality of fixed-rate instruments.

2. Description of asset classes:

All asset classes included in the composition of the assets of the UCITS are:

- **Equities:** investment and/or exposure between 0-100% of net assets

Within the holding range specified in the table below, the SICAV shall invest in and/or be exposed to equity products. The sectoral and geographical distribution of issuers is not determined in advance and shall be determined according to market opportunities.

In any event, within the limit of the holding range specified below, the allocation of the equity segment (investment and/or exposure) is between 0% and 100% of the SICAV's assets in all industrial sectors and all market capitalisations (with a maximum of 20% small caps and 100% equities of non-OECD countries).

- **Debt securities, money market instruments, and Bonds:** investment and/or exposure between 0-100% of net assets

Within the limit of the holding range specified below, the SICAV shall invest in and/or be exposed to bonds, negotiable debt securities (such as short-term negotiable securities (including certificates of deposit and treasury notes issued before 31 May 2016) and Euro Commercial Paper) at fixed, variable, or adjustable rates, participating securities, indexed bonds, and convertible bonds (up to 20% maximum). The private/public debt distribution is not determined in advance and shall be determined based on market opportunities. In any event, the exposure to high-yield bonds shall not exceed 20%. Investments in unlisted securities may represent up to 10% of the SICAV's assets.

- **Holding of shares or units of other UCITS, AIFs, or investment funds governed by foreign law:** 0-10% of net assets

Within the holding range specified below, the SICAV may hold:



- units or shares of French and/or European UCITS subject to European directive 2009/65/EC that may invest no more than 10% of their assets in units or shares of other UCIs or investment funds
- units or shares of other French or foreign UCIs or investment funds, subject to European foreign law or not, and meeting the four conditions set out by Article R. 214-13 of the French monetary and financial code.
- units or shares of UCIs, as defined above, managed by the Rothschild & Co group.

○ **For each of the classes mentioned above:**

	Equities	Fixed-income products	UCI
Holding ranges	0-100%	0-100%	0-10%
Investment in small caps	0-20%	None	0-10%
Investment in financial instruments of non-OECD countries	0-100%	0-100%	0-10%
Investment restrictions imposed by the management company	None	None	None

3. Use of derivatives:

The UCITS may trade on regulated, organised, or OTC markets. The manager shall intervene on equity, interest rate, and currency risk. In order to achieve the management objective, these interventions shall be done for portfolio hedging (sale of futures) and exposure to reconstitute a synthetic exposure to assets (purchase of futures). In particular, the manager may trade on repo market, interest rate, index, and currency swaps, forward exchanges, lending and borrowing of securities, futures market, and options on equity, interest rates, currencies, or indexes.

Option strategies: depending on the manager's expectations about changes in the volatility and prices of the underlying instruments, the manager will need to sell or buy options on equity, fixed-income, and currency markets. For example, if a sharp market increase is anticipated, the manager will be able to buy calls; if it appears that the market will grow slowly and that implied volatility is high, the manager will be able to sell puts. Conversely, if a sharp market decrease is anticipated, the manager will buy puts. Lastly, if it appears that the market cannot grow any further, the manager will sell calls.

The manager may combine these various strategies.

The portfolio's direct and indirect equity market exposure, including exposure resulting from the use of financial futures, shall not exceed 100%.

The portfolio's direct and indirect fixed-income market exposure, including exposure resulting from the use of financial futures, will allow the portfolio's sensitivity to remain within a range between -1 and 9.

The portfolio's direct and indirect currency risk exposure, including exposure resulting from the use of financial futures, shall not exceed 100%.

The overall exposure to equity markets, currency markets, or fixed-income markets, including exposure resulting from the use of financial futures, shall not exceed 200% of assets.

Information related to counterparties of over-the-counter derivatives:

Counterparties, which may or may not be a credit institution, shall be selected in accordance with the procedure in force within the Rothschild & Co Group, based on the principle of selectivity as part of an ad hoc internal process. The Management Company may regularly select the Custodian as its counterparty for OTC exchange derivatives.

In particular, this involves:

- a validation of the counterparties at the end of this internal selection process, which takes into account criteria such as the nature of the activities, expertise, reputation, etc.
- a limited number of financial institutions with which the UCITS trades.

4. Securities with embedded derivatives:

The use of securities with embedded derivatives is limited to 10% of net assets (subscription warrants, EMTN, warrants, etc.) in order to achieve the management objective, particularly in managing its equity, currency, and fixed-income market exposure. The portfolio's direct and indirect equity market exposure, including exposure resulting from the use of securities with embedded derivatives, shall not exceed 100%. The portfolio's direct and indirect fixed-income market exposure, including exposure resulting from the use of securities with embedded derivatives, will allow the portfolio's sensitivity to remain within a range between -1 and 9.

The portfolio's direct and indirect currency risk exposure, including exposure resulting from the use of securities with embedded derivatives, shall not exceed 100%.

The overall exposure to equity markets, the foreign currency market, or fixed-income markets, including exposure resulting from the use of embedded derivatives, shall not exceed 200% of assets.



5. Deposits:

Within a limit of 20% of its assets, the UCITS may resort to deposits in euros with a life less than or equal to three months so as to earn returns on the UCITS's liquidity.

6. Cash loans:

Within a limit of 10% of its assets, the UCITS may resort to loans, particularly in order to compensate for deferred payment methods for asset movements.

7. Temporary purchases and sales of securities:

• General description of transactions:

○ Type of actions:

Temporary purchases and sales of securities shall be carried out in accordance with the French monetary and financial code. They shall be conducted as part of cash management and/or optimisation of the UCI's income.

○ Type of transactions used:

These transactions shall consist of securities lending and borrowing and/or repurchase and reverse repurchase agreements, fixed-income products, or credit products (debt securities and money market instruments) from issuers of OECD member countries.

• General information for each type of transaction:

○ Level of intended use:

Temporary sales of securities (securities lending, repurchase agreements) and temporary purchases of securities (securities borrowing, reverse repurchase agreements) may be carried out for up to 100% of the UCI's assets. The expected proportion of assets under management that will be the subject of such a transaction may represent 10% of the assets.

○ Remuneration:

Additional information about the remuneration is provided in the "Charges and fees" section.

• Information on the counterparties, guarantees, and risks:

○ Guarantees:

The guarantees received as part of these transactions will be the subject of a discount according to the principle described in the "Information about the UCI's financial guarantees" section. The Guarantees shall be kept by the UCI's Custodian. For more information about the guarantees, refer to the "Information about the UCI's financial guarantees" section.

○ Selection of Counterparties:

A procedure for selecting counterparties with which these transactions are entered into makes it possible to prevent the risk of a conflict of interest when these transactions are used. These counterparties shall be Credit Institutions having their registered office in a member State of the European Union and with a minimum rating of A. Additional information about the counterparty selection procedure is provided in the "Fees and commissions" section.

○ Risks: refer to the "Risk profile" section.

Information about the financial guarantees of the UCI:

As part of temporary purchases and sales of securities and transactions on OTC derivatives, the UCI may receive securities (such as bonds or securities issued or guaranteed by a State or issued by international lending agencies and bonds or securities issued by private issuers of good quality) or cash as collateral. There is no correlation policy insofar as the UCI will receive mainly government securities of the eurozone and/or cash as collateral.

Cash received as collateral is reinvested in accordance with the applicable rules.

All of these assets must be issued by high-quality, liquid, low-volatility, diversified issuers that are not an entity of the counterparty or its group.

Discounts may be applied to the collateral received; they shall take into account, in particular, the credit quality and the volatility of the prices of the securities. The valuation is performed at least on a daily basis.

The financial guarantees received must be able to give rise to a full execution by the UCI at any time and without consultation or approval of the counterparty.

Financial guarantees other than in cash must not be sold, reinvested, or pledged.

Financial guarantees received in cash must only be:

- placed in deposit accounts;
- invested in high-quality government bonds;
- used for the purposes of reverse repurchase transactions, provided that these transactions are concluded with credit institutions subject to prudential supervision and that the UCI can, at any time, recall the total amount of cash, taking into account the accrued interest;
- invested in short-term money market collective investment schemes.



Risk profile:

1. Risk associated with discretionary management: The discretionary management style is based on anticipating trends on the various markets (equity, fixed-income). There is the risk that the UCITS will not always be invested in the best-performing markets.
2. Equity market risk:
The SICAV may experience a risk:
 - a. associated with direct and indirect investments in equities;
 - b. associated with direct and indirect investments in large, mid, and small caps;
 - c. associated with direct and indirect investments on non-OECD markets; this investment is limited to 100% of assets;

Investors should note that the operating and supervision conditions of the markets on which the SICAV will trade (non-OECD markets) may differ from the standards prevailing on the major international markets.

Any decrease in the equity market may thus result in a decrease in the SICAV's net asset value.
3. Interest rate risk:
Risk associated with investments in fixed-income products. Thus, in the event of an increase in interest rates, the UCITS's net asset value may decline;
4. Credit risk: Thus, in the event of positive exposure to credit risk, an increase in credit spreads may result in a decrease in the SICAV's net asset value. Similarly, in the event of negative credit risk exposure, a decrease in credit spreads may cause a decline in the SICAV's net asset value. Nevertheless, exposure to "High Yield" rates shall not represent more than 20% of assets.
5. Currency risk: Shareholders may have a maximum currency risk exposure of 100%. Some assets are expressed in a currency other than the SICAV's accounting currency; therefore, a change in exchange rates may result in a decline in the SICAV's net asset value;
6. Counterparty risk:
The UCITS may use temporary purchases and sales of securities and/or financial futures (over-the-counter derivatives). These transactions, entered into with a counterparty, expose the UCITS to a risk of the counterparty's default, which may cause the net asset value of the UCITS to decline. Nevertheless, the counterparty risk may be limited by establishing guarantees granted to the UCITS in accordance with the regulations in force.
7. Risks associated with temporary purchases and sales of securities: In addition to the counterparty risk previously mentioned, the use of these techniques, the management of their guarantees, and their reuse involve certain specific risks such as the possibility of a lack of liquidity for any instrument, possible risks in relation with the legal documentation, the application of the contracts, and their limits, operational and custodial risks, a risk of incorrect valuation, and a counterparty risk. If use of these transactions proves to be inadequate, ineffective, or a failure due to market conditions, the UCI may suffer significant losses that will have a negative effect on the UCI's net asset value.
8. Risk that the performance of the UCITS will not be consistent with its objectives.
9. Risk of capital loss: shareholders have no capital guarantee.

Guarantee or protection: None

Target subscribers:

- C EUR share: all subscribers
- C USD share: all subscribers
- C USD H share: all subscribers
- D EUR share: all subscribers
- F EUR share: all subscribers and especially intended for partners of the management company or third-party management companies.
- M EUR share: reserved for employees and officers of the Paris Orléans Group.
- P EUR share: Shares reserved for foreign marketing networks and those acting particularly under a mandate, and subject to the Management Company's prior approval.
- P CHF H share: All subscribers
- P USD share: Shares reserved for foreign marketing networks and those acting particularly under a mandate, and subject to the Management Company's prior approval.
- P USD H share: Shares reserved for foreign marketing networks and those acting particularly under a mandate, and subject to the Management Company's prior approval.
- PB EUR share: Shares reserved for foreign marketing networks and those acting particularly under a mandate, and subject to the Management Company's prior approval.
- R EUR share: all subscribers but intended especially for foreign marketing networks.

The shares of this UCITS are not and will not be registered in the United States pursuant to the US Securities Act of 1933 as amended ("Securities Act of 1933") or admitted under any law of the United States. These units may not be offered, sold, or transferred in or to the United States (including its territories and possessions) or benefit, directly or indirectly, any US Person (within the meaning of Regulation S of the Securities Act of 1933) or equivalent (as referred to in the US "HIRE" Act of 18 March 2010 and in the FATCA framework).

Typical investor profile:

This UCITS is intended for investors who wish to have a diversified investment vehicle.



The amount that can be reasonably invested in this UCITS depends on each shareholder's personal situation. To determine this amount, unitholders must consider their personal wealth, their current needs, and their needs over the recommended investment period as well as their willingness to take risks or, otherwise, favour a cautious investment. Unitholders are also strongly advised to diversify their investments sufficiently so as not to be exposed solely to the risks of this UCITS.

Recommended investment period: More than 5 years

Determination and allocation of amounts available for distribution:

Net income for the year is equal to the amount of interest, arrears, dividends, premiums, bonuses, and directors' fees, as well as all income relating to securities that constitute the SICAV's portfolio, plus income from temporary cash holdings, less management fees and borrowing costs.

Amounts available for distribution consist of the following:

- 1) the net income for the year, plus retained earnings and plus or minus net accruals for the year;
- 2) realised capital gains, net of charges, minus realised capital losses, net of expenses recognised for the year, plus net capital gains of the same nature recognised over prior years that were not distributed or accumulated, minus or plus capital gains accruals.

The amounts indicated in points 1) and 2) above may be distributed independently of each other, in whole or in part, according to the procedures described below.

- C EUR share: accumulation shares
- C USD share: accumulation shares
- C USD H share: accumulation shares
- D EUR share: distribution shares, full distribution of the net income as defined in 1) above; concerning the capital gains or losses defined in 2) above, the General Meeting may decide to distribute them (totally or partially) and/or carry them forward (totally or partially).
- F EUR share: accumulation shares
- M EUR share: accumulation shares
- P EUR share: accumulation shares
- P CHF H share: accumulation shares
- P USD share: accumulation shares
- P USD H share: accumulation shares
- PB EUR share: distribution shares, full distribution of the net income as defined in 1) above; concerning the capital gains or losses defined in 2) above, the General Meeting may decide to distribute them (totally or partially) and/or carry them forward (totally or partially).
- R EUR share: accumulation shares

Distribution frequency:

- C EUR share: income is fully accumulated
- C USD share: income is fully accumulated
- C USD H share: income is fully accumulated
- D EUR share: Annual by decision of the General Meeting. Interim payments may be made by decision of the Board of Directors. Amounts available for distribution must be paid within a maximum period of five months from the year-end.
- F EUR share: income is fully accumulated
- M EUR share: income is fully accumulated
- P EUR share: income is fully accumulated
- P CHF H share: income is fully accumulated
- P USD share: income is fully accumulated
- P USD H share: income is fully accumulated
- PB EUR share: Annual by decision of the General Meeting. Interim payments may be made by decision of the Board of Directors. Amounts available for distribution must be paid within a maximum period of five months from the year-end.
- R EUR share: income is fully accumulated



Share characteristics:

Share class	ISIN code	Allocation of amounts available for distribution	Currency of issue	Target subscribers	Fractional units	Minimum initial subscription amount ⁽¹⁾⁽²⁾
C EUR	FR0011253624	Accumulation	EUR	All subscribers	ten-thousandths	2,500 euros Initial net asset value: 1,070.61 euros
C USD	FR0012406163	Accumulation	USD	All subscribers	ten-thousandths	2,500 US dollars Initial net asset value of one share: 1,000 US dollars
C USD H	FR0012406171	Accumulation	USD*	All subscribers	ten-thousandths	2,500 US dollars Initial net asset value of one share: 1,000 US dollars
D EUR	FR0011261189	Distribution	EUR	All subscribers	ten-thousandths	2,500 euros Initial net asset value: 919.79 euros
F EUR	FR0011261197	Accumulation	EUR	All subscribers	ten-thousandths	One share Initial net asset value: 995.90 euros
M EUR	FR0011847417	Accumulation	EUR	Shares reserved for employees and officers of the Rothschild & Co Group	ten-thousandths	1,000 euros Initial net asset value: 1,000 euros
P EUR	FR0011847409	Accumulation	EUR	Shares reserved for foreign marketing networks and those acting particularly under a mandate, and subject to the Management Company's prior approval	ten-thousandths	5,000 euros Initial net asset value of a share: 1,000 euros
P CHF H	FR0012406189	Accumulation	CHF*	All subscribers	ten-thousandths	2,500 Swiss francs Initial net asset value of one share: 1,000 Swiss francs
P USD	FR0012406213	Accumulation	USD	Shares reserved for foreign marketing networks and those acting particularly under a mandate, and subject to the Management Company's prior approval	ten-thousandths	5,000 US dollars Initial net asset value of one share : 1,000 US dollars
P USD H	FR0012406262	Accumulation	USD*	Shares reserved for foreign marketing networks and those acting particularly under a mandate, and subject to the Management Company's prior approval	ten-thousandths	5,000 US dollars Initial net asset value of one share: 1,000 US dollars
PB EUR	FR0013123544	Distribution	EUR	Shares reserved for foreign marketing networks and those acting particularly under a mandate, and subject to the Management Company's prior approval	ten-thousandths	5,000 euros Initial net asset value of a share: 1,000 euros
R EUR	FR0013123551	Accumulation	EUR	All subscribers but specifically intended for foreign marketing networks	ten-thousandths	100 euros Initial net asset value of one share: 10 euros

¹ The management company or any other entity belonging to the same group is exempt from the initial minimum subscription obligation.

² Subsequent subscriptions may be done in shares or fractions of shares, where applicable.

* These shares are systematically hedged against the currency risk of the SICAV's reference currency.

The SICAV has twelve share classes: C EUR, C USD, C USD H, D EUR, F EUR, P EUR, M EUR, P CHF H, P USD, P USD H, PB EUR, and R EUR. These twelve share classes differ particularly in their currency of issue, their systematic hedging against currency risk, and their par value and have a different distribution



scheme, different management fees, different subscription/redemption fees, and a different distribution network for which they are intended.

These differences are explained by the fact that the C EUR, C USD, C USD H, and D EUR shares are primarily intended to be distributed directly to investors by the SICAV's management company as well as to private customers of the Rothschild & Co group, whereas the F EUR shares are primarily intended for partners of the management company or for third-party management companies. In addition, the P EUR, P CHF H, P USD, P USD H, and PB EUR shares are reserved for foreign marketing networks and those acting particularly under a mandate, and subject to the Management Company's prior approval. The M EUR shares are reserved for employees and officers of the Rothschild & Co group. Lastly, the R EUR shares are open to all subscribers but are intended especially for foreign marketing networks.

Subscription and redemption:

Subscription and redemption requests are received and centralised each day at four p.m. (D-1) at Rothschild Martin Maurel and executed on the basis of the net asset value of the following business day (D). Settlements relating to subscriptions and redemptions occur on the second business day following execution (D+2).

Receipt of subscriptions and redemptions: Rothschild Asset Management 29, avenue de Messine 75008 Paris/Rothschild Martin Maurel 29, avenue de Messine, 75008 Paris

Determination of net asset value:

The net asset value is calculated each day when the Paris stock exchange is open, with the exception of French public holidays.

Location and methods of publication or communication of the net asset value:

The net asset value is published on the management company's website at the following address: www.rothschildgestion.com

Share trading condition:

Trade requests are received and centralised each valuation day and executed on the basis of the net asset value of the shares on the following business day. Any fractional units are either settled in cash or supplemented with an additional share for the subscription, exempt from any subscription fee.

Trades of share classes of the SICAV for another share class of the SICAV are considered a disposal followed by a subscription and are subject to the tax system applicable to capital gains on disposals of securities.

Charges and fees

SUBSCRIPTION AND REDEMPTION FEE:

The subscription and redemption fees shown below respectively increase the subscription price paid by the investor or decrease the redemption price received. The fees retained by the UCITS are used to offset the costs incurred by the UCITS in investing or divesting the entrusted assets. Any fees not retained by the UCITS are paid to the management company, marketer, distributor, etc.

Charges billed to the investor, deducted at the time of subscriptions and redemptions	Base	Rate Scale
Subscription fee not retained by the UCITS	Net asset value X number of shares	C EUR, C USD, C USD H, and D EUR shares: 4.5% maximum F EUR, P EUR, P CHF H, P USD, P USD H, and PB EUR shares: 3% maximum M EUR shares: 5% maximum R EUR shares: None
Subscription fee retained by the UCITS	Net asset value X number of shares	None
Redemption fee not retained by the UCITS	Net asset value X number of shares	None
Redemption fee retained by the UCITS	Net asset value X number of shares	None

Trades of M EUR shares are not subject to fees. Trades of shares other than M EUR shares may be subject to a fee. In the event of redemption followed by subscription, on the same day, on the same unit class, and for the same amount on the basis of the same net asset value, no subscription and/or redemption fees shall be charged.



OPERATING AND MANAGEMENT FEES:

These charges cover all costs billed directly to the UCITS with the exception of transaction costs. Transaction costs include intermediation charges (brokerage, etc.) and the transaction fee, where applicable, which may be collected particularly by the custodian and the management company.

The following may be added to the operating and management fees:

- performance commissions. These reward the management company for achieving performance in excess of the Fund's objective. They are therefore billed to the UCITS;
- transaction fees billed to the UCITS;
- a share of the income from temporary purchases and sales of securities.

For more information on the charges actually billed to the UCITS, refer to the Key Investor Information Document (KIID).

	Charges billed to the UCITS	Base	Rate Scale
1	Financial management fees	Net assets	C EUR, C USD, C USD H, and D EUR: 1.196% maximum F EUR shares: 1.80% maximum M EUR shares: 0.15% maximum P EUR, P CHF H, P USD, P USD H, and PB EUR: 0.90% maximum R EUR shares: 2.30% maximum
2	Administrative fees external to the management company		
3	<u>Maximum indirect fees:</u> - <u>management fees</u> - <u>other fees:</u> - subscription: - redemption:	Net assets	Not Applicable
4	<u>Service providers collecting transaction fees:</u> Custodian: between 0% and 50% Management Company: between 50% and 100%	Maximum deduction from each transaction	0.14% on French and foreign bonds 0.44% on French and foreign equities 40 EUR on options on equities and equity indexes
5	Performance commission	Net assets	None

Securities lending or borrowing is remunerated on a pro rata temporis basis according to a fixed or variable rate that depends on market conditions.

Temporary purchases and disposals of securities:

For its temporary disposals of securities, the SICAV's service provider is one or more credit institutions headquartered in a State of the European Union. The service providers shall act independently of the SICAV and shall systematically be counterparties of transactions on the market. These service providers shall belong to the Rothschild & Co Group or an entity of the group to which it belongs (hereinafter "Entity of the"). As such, the Entity's performance of the transactions may generate a potential conflict of interest.

No remuneration is retained by the custodian (as part of its custodian function) or the management company on temporary purchases and sales of securities. All income from these transactions shall be fully collected by the UCITS. These transactions generate costs borne by the UCITS; the billing by the Entity may not exceed 50% of the income generated by these transactions.

In addition, the management company does not receive any soft commission.

For any additional information, please refer to the SICAV's annual report.

Financial intermediary selection procedure:

Rothschild Asset Management takes meticulous care in choosing its intermediaries. They are selected on the basis of the quality of their research, but also their speed and reliability in the execution and processing of orders. We therefore choose those we consider to be the best following a rigorous, regular process.

IV. Commercial information

Modifications requiring a special notification to shareholders shall be disseminated to each identified shareholder or through Euroclear France for unidentified shareholders in the form of an information notice.



Modifications not requiring a special notification to shareholders shall be communicated either in the SICAV's interim documents, available from the custodian, through the press, through the Management Company's website (www.rothschildgestion.com), or by any other means in accordance with the regulations of the French financial markets authority (AMF).

The repurchase or redemption of shares is done with Rothschild Martin Maurel.

Information on how social, environmental, and governance criteria are taken into account in the investment policy is available on the management company's website at www.rothschildgestion.com and in the annual report of the UCITS.

The portfolio's composition may be sent to professional investors subject to supervision of the ACPR, the AMF, or equivalent European authorities, or to their service providers, with a confidentiality commitment, in order to meet their regulatory requirements related to Directive 2009/138/EC (Solvency 2).

Such communication shall be made in accordance with the provisions set out by the AMF, within a time frame of not less than 48 hours after publication of the net asset value.

For any additional information, shareholders may contact the management company.

VI. Investment rules

Overall risk associated with financial contracts is calculated using the commitment method.
This SICAV shall comply with the regulatory ratios applicable to UCITS funds investing less than 10% in UCIs funds.

VII. Asset valuation and accounting rules at the approval date

The UCITS has adopted the euro as the reference currency.

The prices used for the valuation of securities traded on the stock exchange are the closing prices.

The prices of the futures markets are the settlement prices.

Interest is recognised according to the accrued coupon method.

UCITS are valued at the last known price.

Treasury bills are valued at the market rate.

Negotiable debt securities with a residual life of more than three months are valued at the market rate, with the exception of variable-rate or adjustable-rate negotiable debt securities not presenting any particular market sensitivity.

A simplified "linearisation" method is applied for negotiable debt securities with a remaining life of less than three months not presenting any particular market sensitivity, on the basis of the crystallised three-month rate.

Repurchase agreements and sales with an option to repurchase are valued at the contract price.

The financial guarantees are valued at market price (mark-to-market) on a daily basis, in compliance with the valuation rules described above.

The prices used for the valuation of OATs (fungible government bonds) are an average of contributors.

Currency futures are valued at the daily fixing price, plus a variable premium/discount depending on the maturity and currencies of the contract.

Credit default swaps (CDS) are valued as follows:

- for the leg representative of the premium: pro rata temporis value of this premium
- for the leg representative of the credit risk: according to the market price

Entries into the portfolio are recognised at their acquisition price, excluding costs.

VIII. Remuneration

In compliance with Directive 2009/65/CE, Rothschild Asset Management, as the management company of the mutual fund, has drawn up and applies remuneration policies and practices compatible with healthy and efficient risk management and that do not encourage risk taking that is incompatible with the mutual fund's risk profiles and regulatory documents and that do not harm the obligation to act in the best of its interests.



The remuneration policy complies with the economic strategy, the targets, values and interests of the mutual fund and investors and includes measures aimed at avoiding conflicts of interest.

In addition, as management company for alternative investment funds and UCITS, Rothschild Asset Management also applies AIFM and UCITS directives.

The Regulated Population in terms of the AIFM and UCITS directives includes the following functions:

- General Management (excluding Partner Managers)
- Managers of AIF or UCITS
- Development and Marketing managers
- Internal Control Compliance Director
- Risk functions (operating, market, etc.)
- Administrative managers
- Any other employee that has a significant impact on the company's risk profile or the AIF/UCITS managed and whose overall remuneration is situated in the same remuneration tranche as other risk takers.

The remuneration policies and practices of Rothschild Asset Management apply to all staff members, with specific rules on deferred variable remuneration applicable to the Regulated Population, in line with the AIFM and UCITS regulations.

Details concerning the Rothschild Asset Management remuneration policy are available by clicking here: www.rothschildgestion.com.

A printed version of the Rothschild Asset Management remuneration policy can be made available free of charge to investors in the mutual fund on simple request at the head offices of the management company.



R VALOR

Société d'Investissement à Capital Variable (mutual fund)

Registered office: 29, avenue de Messine - 75008 Paris, France

789 648 409 R.C.S. PARIS, FRANCE

ARTICLES OF INCORPORATION



SECTION 1

LEGAL FORM – PURPOSE – NAME – REGISTERED OFFICE – COMPANY DURATION

ARTICLE 1 – LEGAL FORM

A *Société d'Investissement à Capital Variable (SICAV)* is hereby established between the holders of shares created below and those that will be created later, pursuant in particular to provisions of the French Commercial Code pertaining to commercial companies (Book II, Title II, Chapters V and VI) and of the French Monetary and Financial Code (Book II, Title I, Chapter IV) and their enforcement texts, later amendments, and these articles of incorporation.

ARTICLE 2 – PURPOSE

This company's purpose is to set up and manage a portfolio of financial instruments and deposits.

ARTICLE 3 – NAME

The company, a *société d'investissement à capital variable*, is named "R VALOR".

ARTICLE 4 - REGISTERED OFFICE

The registered office is located in the 8th district of Paris, France at 29, avenue de Messine.

ARTICLE 5 - DURATION

The duration of the company shall be ninety-nine years from the date on which it is placed on the Register of Trade and Companies, except in the event of early dissolution or extension as provided under these articles of incorporation.

SECTION 2

CAPITAL – CHANGES IN SHARE CAPITAL – SHARE CHARACTERISTICS

ARTICLE 6 – SHARE CAPITAL

The fund's minimum share capital shall be 300,000 euros.

The fund's initial share capital shall be 304,745.40 euros divided into 306 shares fully paid up.



The fund's share capital has been constituted by transfer of cash.

Share categories:

The share categories' characteristics and conditions of access are stated in the fund prospectus.

Different share categories may:

- Enjoy different income distribution regimes (distribution or capitalisation);
- Be denominated in different currencies;
- Be charged different management fees;
- Be charged different subscription and redemption fees;
- Have different par values;
- Be partially or totally hedged for risk, as stated in the prospectus. This is done through financial instruments that reduce to a minimum the impact of hedging transactions on the fund's other share categories;
- Be reserved for one or more marketing channels.

Option of splitting or reverse splitting share capital through a decision taken by shareholders meeting at an extraordinary meeting

The board of directors may decide to fraction shares into tenths, hundredths, thousandths, or ten-thousands. These are called fractional shares.

Provisions of the articles of incorporation governing the issue and redemption of shares shall be applicable to fractional shares, whose value will always be proportional to the value of the share that they represent. All other provisions of the articles of incorporation pertaining to shares shall also apply to fractional shares, without the need to state this explicitly, except where otherwise provided for.

ARTICLE 7 – CHANGES IN SHARE CAPITAL

The amount of share capital is subject to change. It could rise when the company's issues new shares and decline when the company redeems shares from shareholders who so request.

ARTICLE 8 – SHARE ISSUANCE AND REDEMPTION

Fund shares and units may be issued at any time upon the request of holders of shares and units on the basis of their net asset value plus subscription fees where applicable.

Shares shall be redeemed and subscribed in accordance with the terms and procedures stated in the prospectus.

Any subscription of new shares must be fully paid up or they will be considered worthless. The issued shares shall enjoy the same rights as shares existing on the issue date.

Pursuant to Article L. 214-7-4 of the French Monetary and Financial Code, the company's redemption of shares, like the issue of new shares, may be temporarily suspended by the board of directors or the management board, when dictated by exceptional circumstances and in the shareholder's interest.



When the net assets of the fund (or, where applicable, a subfund) fall below the regulatory minimum, no shares may be redeemed in the fund (or in the subfund concerned, where applicable).

Option of setting minimum subscriptions, based on procedures stated in the prospectus

The fund may cease issuing shares in accordance with the provisions of Article L.214-7-4 of the French Monetary and Financial Code in objective situations leading to the closing of subscriptions, such as a maximum number of units or shares issued, a maximum amount of assets reached, or the expiration of a pre-set subscription period. Such objective situations are defined in the fund prospectus.

ARTICLE 9 – CALCULATION OF NET ASSET VALUE

Net asset value per share is calculated on the basis of valuation rules stated in the prospectus.

Moreover, an instantaneous indicative net asset value shall be calculated by the market operator in the event of admission for trading.

In-kind contributions may only be in the form of securities or contracts allowed as part of a fund's assets; they are valued in accordance with valuation rules applicable to calculating net asset value.

ARTICLE 10 – FORM OF SHARES

Shares may be in the form of bearer or administered registered shares, as the subscriber wishes.

Pursuant to Article L. 211-4 of the French Monetary and Financial Code, securities must be kept in a register by an empowered intermediary.

Shareholder rights shall be represented by registration on an account in their name with the intermediary of their choice, both for bearer shares and administered registered shares.

The company may request, in exchange for payment, the names, nationalities and addresses of fund shareholders, as well as the number of shares held by each of them in accordance with the provisions of Article L.211-5 of the French Monetary and Financial Code.

ARTICLE 11 – ADMISSION FOR TRADING ON A REGULATED MARKET

Shares may be admitted for trading on a regulated market, depending on current regulations. In this case the fund must have set up a mechanism to ensure that its share price does not deviate significantly from its net asset value.

ARTICLE 12 - RIGHTS AND OBLIGATIONS ATTACHED TO SHARES

Each share entitles its holder to ownership of company assets and to a share of profits in a proportion equal to the fraction of the share capital that it represents.



The rights and obligations attached to the shares shall remain with the shares, regardless of to whom they are transferred.

Whenever it is necessary to possess several shares to exercise a given right, particularly in the event of share exchanges or reverse stock splits, the owners of isolated shares or of shares below the required number may exercise these rights only if they have taken the initiative of pooling shares and, where necessary, buying or selling the number of shares necessary.

ARTICLE 13 – INDIVISIBILITY OF SHARES

All undivided holders of a share, or their beneficiaries, must be represented at the company by the same person, whom they shall have agreed to appoint or, failing that, who shall be appointed by the president of the commercial court in the jurisdiction of the registered office.

In the event that shares have been fractioned (Article 6):
Owners of fractional shares may pool their shares. If so, they must be represented under the terms provided in the previous paragraph, by the same person who for each group shall exercise the rights attached to the ownership of a full share.

Option of splitting shareholder voting rights between the usufructuary and the naked owner, or of leaving this choice to those concerned. They must notify the Company of their decision.

SECTION 3

COMPANY SUPERVISION AND MANAGEMENT

ARTICLE 14 – COMPANY SUPERVISION

The company shall be supervised by a board of directors (with at least three members and at most 18 members) appointed by shareholders at their general meeting.

As a rule, directors are appointed or reappointed by shareholders at their ordinary general meeting.

Directors may be individuals or legal entities. Once appointed, legal entities must designate a permanent representative who shall be subject to the same conditions and obligations and who shall bear the same civil and criminal liabilities as if he was a board member in his own name, without prejudice to the liability of the legal entity that he represents.

This person shall serve as permanent representative for the duration of the term of the legal entity that he represents. If the legal entity dismisses its representative, it must notify the fund of this dismissal without delay by registered letter, as well as the identity of its new permanent representative. The same rule applies in the event of death, resignation or extended indisposition of the permanent representative.



ARTICLE 15 – DIRECTOR TERMS – RE-APPOINTMENT OF BOARD MEMBERS

Subject to the provisions of the last paragraph of this article, director terms are capped at three years for first directors and no more than six years for the following directors, with each year being defined as the interval between two consecutive shareholder meetings.

If one or more directorships become vacant between two shareholder meetings following a death or resignation, the board of directors may make temporary appointments.

A director appointed by the board on a temporary basis to replace another director shall remain in office only for remaining time of the term of his predecessor. His appointment is subject to approval of shareholders at their next general meeting.

All directors completing their terms are eligible for reappointment. They may be dismissed at any time by shareholders at their general meeting.

The duties of each board member cease after the ordinary meeting of shareholders held to approve the accounts of the past financial year and held during the year in which his term expires, it being understood that if no general meeting is held during said year, the role of the member concerned shall cease on 31 December of the same year, subject to the following exceptions.

Any director may be appointed for a term of less than six years when this is necessary to re-roll over the board on as regular and full basis as possible in each six-year period. This will be the case in particular if the number of directors rises or falls and this affects the regular pace of new board appointments.

When the number of board members falls below the legal minimum, the remaining member(s) must immediately call an ordinary shareholder meeting in order to appoint the necessary number of board members.

No more than one third of serving directors may be older than 95 years of age. When this limit is breached the oldest director shall be considered to have resigned automatically.

The board of directors may be partially reappointed.

In the event of a director resignation or death and when the number of directors remaining in office is equal to or above the statutory minimum, the board of directors may, on a temporary basis and for the remaining term, replace that member.

ARTICLE 16 – BOARD SECRETARIAT

The board shall elect a chairman from among its members, for a term that it will determine but without this term's exceeding that of his term as director. The chairman must be an individual person.

The chairman organises and directs the work of the board of directors and reports on that work to shareholders at their general meeting. He ensures that the company's bodies are functioning properly and ensures in particular that directors are able to carry out their duties. If it deems it useful, the board of directors shall also appoint a vice-chairman and may also choose a secretary, even from among non-board members.



To carry out his duties, the chairman must be no older than 95 years of age. A chairman who has reached this age limit shall continue to carry out his duties until the ordinary shareholder meeting held to approve the accounts of the financial year during which he has reached the age of 95.

In the event that the chairman is temporarily unable to serve or in the event of his death, the board shall appoint a session chairman from among its vice-chairmen or, failing that, from among its directors.

ARTICLE 17 – BOARD MEETINGS AND DISCUSSIONS

Meetings of the board of directors shall be called by the chairman as often as required by company matters and shall be held either at the registered office or at another location stated on the notice of the notice of meeting.

When no meeting has been held for more than two months, at least one third of its members may ask the chairman to call a meeting to discuss a pre-set agenda. The chief executive officer may also ask the chairman to call a board meeting to discuss a pre-set agenda. The chairman is bound by these requests.

Pursuant to legal and regulatory provisions, the internal rules may determine the conditions under which meetings of the board of directors may be held via videoconference, with the exception of approval of decisions expressly excluded by the French Commercial Code.

Notice of meetings at which the board approves the annual financial statements shall be mailed to each board member.

For all other board meetings, oral notice of meetings may be given.

At least half of the members must attend meetings for the board to validly deliberate. Decisions are taken on a majority of votes of members present or represented.

Each director has one vote. In the event of a split vote, the session chairman shall have the casting vote.

When videoconferencing is allowed, and pursuant to current regulatory requirements, the internal rules may provide that directors who take part in the board meeting via videoconferencing are considered to be present for purposes of calculating the quorum and a majority.

ARTICLE 18 – MEETING MINUTES

Meeting minutes are kept and copies or extracts of discussions shall be issued and certified, in accordance with legal requirements.

ARTICLE 19 – BOARD POWERS

The board of directors shall set the general outlines of the company's activities and ensure that they are implemented. Within the limits of the company's purpose and subject to powers reserved expressly for shareholders at their general meeting, the board shall review any matters affecting the proper workings of the company and shall, through its deliberations, deal



with matters concerning it. The board of directors shall undertake controls and checks that it deems appropriate. The Company's chairman or chief executive officer must send to each director all documents and information necessary for carrying out his duties.

Any director may mandate another director to represent him at a board meeting. Each director may hold only one such proxy at a given meeting. These provisions apply to the permanent representative of a legal entity director.

ARTICLE 20 – SENIOR MANAGEMENT

Senior management of the company is provided, under his responsibility, either by the chairman of the board of directors or through another individual appointed by the board of directors and bearing the title of chief executive officer.

The choice between the two options for senior management shall, under the terms of these articles of incorporation, be made by the board of directors for a duration expiring with the end of the term of the current board chairman. Shareholders and third parties shall be informed of this choice under the provisions of current legislation and regulations.

Depending on the choice made by the board, in accordance with the aforementioned provisions, senior management shall be provided by either the chairman or a chief executive officer.

When the board of directors chooses to separate the roles of chairman and chief executive officer, it shall appoint the chief executive officer and set his term of office.

When the company's senior management is assumed by the board chairman, the following provisions pertaining to the chief executive officer shall be applicable to him.

Subject to the powers expressly reserved by law to shareholders at their general meeting, as well as to the powers especially reserved by law to the board of directors, and within the limits of the company's purpose, the chief executive officer shall enjoy the broadest powers to act in any circumstances on behalf of the company. He shall exercise these powers within the limits of the company's purpose and subject to those powers expressly reserved by law to shareholders at their general meeting and to the board of directors. He shall represent the company in its relations with third parties.

The chief executive officer may delegate some of his powers to any person of his choice.

The chief executive officer may be dismissed at any time by the board of directors.

On the proposal of the chief executive officer, the board of directors may appoint up to five individuals to assist the chief executive officer with the title of deputy chief executive officer.

Deputy chief executive officers may be dismissed at any time by the board on the proposal of the chief executive officer.

With the consent of the chief executive officer, the board of directors shall set the scope and duration of powers granted to deputy chief executive officers.

These powers may include partial delegation. In the event that the chief executive officer ceases his duties or is prevented from carrying them out, and barring a board decision to the contrary, the deputy chief executive officers shall retain their duties and assignments until a new chief executive officer has been appointed.



Deputy chief executive officers enjoy the same powers as the chief executive officer vis-à-vis third parties.

To carry out his duties, the chief executive officer or deputy chief executive officer must be less than 95 years of age. The chief executive officer or deputy chief executive officer who has reached the age of 95 years shall continue to carry out his duties until the ordinary shareholder meeting held to approve the accounts of the year during which he reached said age limit.

ARTICLE 21 – BOARD ALLOCATIONS AND REMUNERATION

Remuneration of the chairman of the board of directors and of the chief executive officer(s) shall be set by the board of directors; it may be on a fixed basis or both fixed and proportional.

Board members may be paid a fixed annual remuneration in the form of directors' fees, the amount of which is determined by shareholders at their general meeting and shall remain in effect until otherwise decided by shareholders at their general meeting.

The board of directors shall split this remuneration among its members as it sees fit.

ARTICLE 22 - DEPOSITARY

The depositary is appointed by the board of directors is as follows. The depositary shall fulfil the tasks incumbent upon it pursuant to the laws and regulations in force and those contractually assigned to it by the fund or the management company.

The depositary must, in particular, ensure that decisions by the management company are in order. Where applicable, it must take the conservatory measures that it deems appropriate. In the event of litigation with the management company, it shall so inform the French Financial Markets Authority (AMF).

ARTICLE 23 – THE PROSPECTUS

The board of directors – or the management company when the fund has delegated its overall management – enjoys all powers to make any changes necessary to ensure the company's proper management, within the legislative and regulatory provisions applicable to mutual funds.

SECTION 4

STATUTORY AUDITOR

ARTICLE 24 – APPOINTMENT - POWERS - REMUNERATION

The statutory auditor shall be appointed for a term of six financial years by the board of directors, upon the consent of the French Financial Markets Authority (AMF), from among persons empowered to carry out such duties within commercial companies.



The statutory auditor shall certify that the accounts provide a true and fair view.

The statutory auditor may be reappointed.

The statutory auditor shall bring to the attention of the French Financial Markets Authority (AMF) at the earliest opportunity, any matter or decision concerning the fund arising during the course of its assignment, which may:

1. Represent a violation of the legal or regulatory provisions applicable to the fund and be likely to have a material impact on its financial situation, net income or assets;
2. Jeopardise the operating conditions of the fund or its status as a going concern;
3. Lead to a refusal to certify the accounts or the expression of reservations.

Valuations of assets and determination of exchange parities in transformations, mergers or spin-offs shall be undertaken under the supervision of the statutory auditor.

The statutory auditor shall assess all contributions under its responsibility.

The statutory auditor shall verify the accuracy of the breakdown in net assets prior to publication.

Statutory auditor fees are set by joint agreement between the statutory auditor and the fund's board of directors, based on a work schedule stating diligences deemed necessary.

The statutory auditor shall certify the situations that serve as the basis of interim distributions.

SECTION 5

SHAREHOLDER MEETINGS

ARTICLE 25 - SHAREHOLDER MEETINGS

Shareholder meetings shall be called and shall deliberate in the conditions provided by law.

Shareholders, who must approve the company's accounts at their general meeting, must meet within four months after the closing of the financial year concerned.

The meetings shall be held either at the registered office or at another location stated in the notice of meeting.

All shareholders may take part in the general meeting, personally or through proxy, upon proving their identity and ownership of the shares in the form of either company-registered shares or a certificate of deposit of bearer shares, at the places mentioned in the notice of meeting; these formalities must be accomplished within two days before the general meeting.

A shareholder may be represented under terms of Article L.225-106 of the French Commercial Code.

A shareholder may vote by mail under terms provided by current regulations.

Shareholder meetings shall be chaired by the chairman of the board of directors or by the chairman of the management board, or in his absence, by a vice-chairman or by a director delegated for this purpose by the board of directors or the management board. Failing that, shareholders shall themselves elect their chairman.



Minutes are kept of shareholder meetings and copies of those minutes are certified and issued in accordance with legal requirements.

SECTION 6

ANNUAL FINANCIAL STATEMENTS

ARTICLE 26 – FINANCIAL YEAR

The financial begins on the day after the last trading day of December in Paris, France, and ends on the last trading day in Paris, France of the same month of the following year.

However, on an exceptional basis, the first financial year will include all transactions undertaken since the date of inception and will end on the last market trading day of December 2013.

ARTICLE 27 – HOW INCOME AND DISTRIBUTABLE SUMS ARE ALLOCATED

The Fund has three share categories: C shares, D shares and F shares. C and F shares are capitalisation shares, and D shares are distribution shares, the allocation of whose distributable sums shall be decided each year by shareholders at their general meeting, with the option of paying out interim dividends.

It is the prerogative of the board of directors to decide whether to pay out an interim dividend and to set its amount and payout date.

SECTION 7

EXTENSION – DISSOLUTION – LIQUIDATION

ARTICLE 28 – EXTENSION OR EARLY DISSOLUTION

The board of directors may at any time and for whatever reason, propose the extension or early dissolution or liquidation of the fund to shareholders called to an extraordinary meeting.

The issue of new shares and redemption of shares by the Fund from shareholders who so request shall end on the day on which the notice is published for the shareholder meeting at which the early dissolution and liquidation of the company will be proposed, or upon the expiration of the company's duration.



ARTICLE 29 - LIQUIDATION

Liquidation procedures are established in the provisions of Article L. 214-12 of the French Monetary and Financial Code.

SECTION 8

LITIGATION

ARTICLE 30 – JURISDICTION – DOMICILIATION

All disputes that may arise in the course of the company's life or its liquidation, either between shareholders and the company, or between shareholders themselves, regarding company matters, shall be ruled upon as provided by law and submitted to the jurisdiction of the appropriate courts.

Articles of Incorporation up-to-date as at 26 October 2015