

Units in the investment fund **B.A.U.M.** Fair Future Fonds may be purchased and sold on the basis of the current Sales Prospectus, the Key Information Document and the applicable General Terms and Conditions of Investment in conjunction with the Special Terms and Conditions of Investment. The General Terms and Conditions of Investment and the Special Terms and Conditions of Investment can be found in Parts F and G at the end of this Sales Prospectus.

The Sales Prospectus is made available to all investors interested in acquiring a unit in the B.A.U.M. Fair Future Fonds investment fund free of charge on request along with the latest published annual report and any semi-annual report published after the annual report. In addition, the Key Information Document shall be made available free of charge and in good time prior to contract signature.

No information or statements deviating from this Sales Prospectus may be issued. Any purchase or sale of units based on information or statements not contained in this Sales Prospectus shall be undertaken at the exclusive risk of the investor. The Sales Prospectus is supplemented by the most recent annual report and any subsequently published semi-annual report.

#### INVESTMENT RESTRICTIONS FOR U.S. PERSONS

Universal-Investment-Gesellschaft mbH and/or B.A.U.M. Fair Future Fonds have not been and will not be registered pursuant to the latest version of the U.S. Investment Company Act of 1940. The units of the investment fund have not been and will not be registered under the latest version of the United States Securities Act of 1933 or under the securities legislation of any federal state of the United States of America. Units in B.A.U.M. Fair Future Fonds may not be offered or sold within the USA or to a U.S. person or on their behalf. Applicants must, where appropriate, demonstrate that they are not U.S. persons and that they are neither acquiring units on behalf of U.S. persons nor intending to transfer them to U.S. persons. U.S. persons are those who are U.S. nationals or who are resident and/or subject to taxation in the USA. U.S. persons may also be partnerships or companies established in accordance with the laws of the USA or a federal state, territory or possession of the USA.

## IMPORTANT LEGAL IMPLICATIONS OF THE CONTRACTUAL RELATION-SHIP

By acquiring units, the investor become a co-owner of the assets held by the investment fund, in proportion to the number of their units. He/she is not able to dispose of the assets. There are no voting rights associated with the units.

All publications and publicity materials shall be written in German or shall be provided with a German translation. Moreover, Universal-Investment-Gesellschaft mbH shall communicate with its investors exclusively in German.

The legal relationship between Universal-Investment-Gesellschaft mbH and the investor as well as the pre-contractual relations are governed by German law. The registered office of Universal-Investment-Gesellschaft mbH shall be the place of jurisdiction for any legal action by the investor against Universal-Investment-Gesellschaft mbH arising from the contractual relationship. Investors who are consumers (see the following definition) and live in another EU Member State may also take legal action before a competent court in their place of residence. The enforcement of judicial decisions is governed by the

Code of Civil Procedure, the Act on foreclosure sale and administrative receivership, where applicable, or the Insolvency Code. As Universal-Investment-Gesellschaft mbH is subject to domestic law, domestic judgments do not require recognition prior to enforcement.

To enforce their rights, investors may take legal action before the ordinary courts or, where one is available, launch an alternative dispute resolution procedure.

Universal-Investment-Gesellschaft mbH has undertaken to participate in dispute settlement proceedings before a consumer arbitration board.

In the event of disputes, consumers may call upon the Investment Funds Ombudsman of BVI Bundesverband Investment und Asset Management e.V. as the responsible consumer arbitration body. Universal-Investment-Gesellschaft mbH will take part in dispute resolution proceedings before this arbitration board.

The contact details for the Investment Fund Ombudsman are:

Office of the BVI Ombudsman Bundesverband Investment und Asset Management e.V.

Unter den Linden 42 10117 Berlin

Telephone: +49 (0) 30 6449046 - 0 Fax: +49 (0) 30 6449046 - 29

Email: info@ombudsstelle-investmentfonds.de www.ombudsstelle-investmentfonds.de

Consumers are natural persons who invest in the investment fund for a purpose that may neither mainly be attributed to its commercial nor its independent professional activities and who therefore do business for private purposes.

The European Commission has set up a European online dispute resolution platform at www.ec.europa.eu/consumers/odr. Consumers can use it for the out-of-court settlement of disputes arising from online sales contracts or online service contracts. The Company's email address is: Beschwerdemanagement@universal-investment.com. The platform is not a dispute settlement body itself, but is solely responsible for helping the parties to establish contact with a competent national arbitration body.

The right to seek redress in court shall remain unaffected by dispute settlement proceedings.

#### Securities ID No. / ISIN:

B.A.U.M. Fair Future Fonds A: A2JF70 / DE000A2JF709
B.A.U.M. Fair Future Fonds B: A2JF71 / DE000A2JF717
B.A.U.M. Fair Future Fonds E: A2QCXT / DE000A2QCXT8
B.A.U.M. Fair Future Fonds T: A3DEAH / DE000A3DEAH3

### Launch date:

 B.A.U.M. Fair Future Fonds A:
 01/10/2018

 B.A.U.M. Fair Future Fonds B:
 01/10/2018

 B.A.U.M. Fair Future Fonds E:
 01/12/2020

 B.A.U.M. Fair Future Fonds T:
 01/06/2022

As at: **22/02/2023** 

NB: The Sales Prospectus will be updated if there are any significant changes.

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# A. Brief overview of the partners of B.A.U.M. Fair Future Fonds

# 1. Capital management company

Name	Universal-Investment-Gesellschaft mbH
Street address	Theodor-Heuss-Allee 70 60486 Frankfurt/Main
Postal address	Postfach 17 05 48 60079 Frankfurt/Main Telephone: +49 (0) 69 7 10 43-0 Fax: +49 (0) 69 7 10 43-700 https://www.universal-investment.com
Foundation	1968
Legal form	Limited liability company
Commercial register	Frankfurt/Main (HRB 9937)
Subscribed and paid-up capital	EUR 10,400,000.00 (as at: October 2022)
Equity capital	EUR 71,352,000.00 (as at: September 2022)
Managing Directors	Frank Eggloff Mathias Heiß Katja Müller Markus Neubauer Michael Reinhard <sup>1</sup> Axel Vespermann
Supervisory Board	Prof. Dr. Harald Wiedmann, Chairman Lawyer, Berlin Dr Axel Eckhardt Senior Advisor Montagu, Frankfurt/Main Ellen Engelhardt Daniel Fischer Director Montagu, Frankfurt/Main Daniel F. Just Chairman of the Management Board at Bayerische Versorgungskammer, Munich Janet Zirlewagen

<sup>1</sup> Also Chairman of the Supervisory Board of Universal-Investment-Luxembourg S.A.

# 2. Custodian

Name	DZ BANK AG, Deutsche Zentral-Genossenschaftsbank, Frankfurt am Main
Postal address	Platz der Republik 60325 Frankfurt am Main
Telephone	(069) 74 47-01
Fax	(069) 74 47-16 85
Website	https://www.dzbank.de
Legal form	joint-stock company
Commercial register	Frankfurt am Main (HRB 45651)
Liable equity	Mio. € 10.616 (as at: 31 December 2021)
Management Board	Uwe Fröhlich Dr. Cornelius Riese Souâd Benkredda Uwe Berghaus Dr. Christian Brauckmann Ulrike Brouzi Wolfgang Köhler Michael Speth Thomas Ullrich

# 3. Investment Advisor

Name	GLS Investment Management GmbH
Street address	Christstraße 9 44789 Bochum
Telephone	+49 234 6220 2000
Email:	kontakt@gls-investments.de
Website	https://www.gls-investments.de/
Commercial register	Bochum district court (HRB 18891)
Managing Directors	Karsten Kührlings Marvin Mechelse

## 4. Consultant

Name	BAUM e.V.
Postal address	Osterstrasse 58 20259 Hamburg
Telephone	+49 (0) 40 49 07 11 00
Fax	+49 (0) 40 49 07 11 99
Website	www.baumev.de
Commercial register	Hamburg district court (VR11468)
Managing Directors	Yvonne Zwick (Chairwoman) Dieter Brübach (Deputy Chairman) Martin Oldeland (Deputy Chairman)

## 5. Auditor

KPMG AG Wirtschaftsprüfungsgesellschaft The Squaire Am Flughafen 60549 Frankfurt/Main

## 6. Investment Committee

Karsten Kührlings, GLS Investment Management GmbH, Bochum

Pascal Latrouite, GLS Investment Management GmbH, Bochum

Martin Feige GLS Investment Management GmbH, Bochum

## B. General provisions

## 1. The investment fund (the Fund)

The investment fund B.A.U.M. Fair Future Fonds (hereinafter referred to as the "Fund") is an undertaking for collective investment which collects capital from a number of investors in order to invest it according to a stipulated investment strategy for the benefit of those investors (hereinafter referred to as the "investment fund"). The Fund is an investment fund within the meaning of Directive 2009/65/EC of the European Parliament and of the Council of 13 July 2009 on the coordination of laws, regulations and administrative provisions relating to undertakings for collective investment in transferable securities (hereinafter referred to as "UCITS") within the meaning of the German Capital Investment Code (KAGB). It is managed by the capital management company Universal-Investment-Gesellschaft mbH (hereinafter referred to as the "Company"). The Fund was launched on 01/10/2018 for an indefinite period.

The Company invests the capital deposited with it in its own name and for the joint account of investors, but separately from its own assets in the form of an investment fund. Said capital is invested pursuant to the principle of risk diversification in assets permitted under the KAGB. The purpose of the Fund is limited to investing in accordance with a specified investment strategy within the framework of collective asset management, using the funds deposited with it; the UCITS investment fund does not have an operating function or active business management of the assets held. The assets in which the Company may invest investors' funds, and the rules it must follow in doing so, are stated in the KAGB and its associated regulations as well as the Investment Tax Act (hereinafter referred to as "InvStG") and the Terms and Conditions of Investment that govern the legal relationship between the investors and the Company. The Terms and Conditions of Investment include a general and a special part (the "General Terms and Conditions of Investment" and the "Special Terms and Conditions of Investment"). Prior to their application, terms and conditions of investment for a public investment fund must be approved by the Federal Financial Supervisory Authority (referred to hereinafter as "BaFin"). The Fund does not form part of the Company's insolvency assets.

#### 2. Sales documentation and disclosure of information

The Sales Prospectus, the Key Information Document, the Terms and Conditions of Investment and the current annual and semi-annual reports may be obtained free of charge from the Company, the Custodian, the Distributor, and on the Company's website (http://www.universal-investment.com).

Additional information regarding the investment limits of the risk management policy for this Fund, the risk management methods and the most recent developments regarding risks and returns for the most important asset classes may be obtained from the Company in electronic or written form.

#### 3. Terms and Conditions of Investment and amendments thereto

The Terms and Conditions of Investment can be found after the end of this Sales Prospectus. The Terms and Conditions of Investment may be amended by the Company. Amendments to the Terms and Conditions of Investment must be approved by BaFin. Amendments to the Fund's investment principles are permitted only upon the condition that the Company offers investors either the redemption of their units free of charge, or the exchange of their units free of charge for units of other investment funds with comparable investment principles, provided that the Company or one of its group companies manages such investment funds.

The proposed amendments will be published in the German Federal Gazette and on the Company's website (http://www.universal-investment.com). If the amendments relate to fees and reimbursements of expenses to be deducted from the Fund, to the Fund's investment principles or to essential investor rights, the investors will also be informed by the institution maintaining their securities account via a medium on which information can be stored, viewed and passed on without any changes for a duration which is appropriate for providing the information, e.g. in paper or electronic form (i.e. a "durable medium"). This information shall include the key content of the planned amendments, the reasons for their implementation, the rights of investors in connection therewith and a reference to where and how further information can be obtained.

The amendments shall become effective no sooner than on the day following their publication. Amendments to regulations applicable to remunerations and the reimbursement of expenses will take effect at the earliest four weeks after notice is given, unless an earlier date is agreed with BaFin approval. Amendments to the Fund's current investment principles shall also take effect at the earliest four weeks after notice is given.

## 4. Management Company

## Company name, legal form and registered office

The Fund is managed by the capital management company Universal-Investment-Gesellschaft mbH, founded on 4 November 1968 and with its registered office in Frankfurt/Main, Germany. It is a joint venture of German banks and bankers. Its shareholders are Universal-Beteiligungs- und Servicegesell-schaft mbH, Frankfurt am Main, the Universal Securitisation Solutions S.A., Luxemburg, the Universal Securitisation Solutions II S.A., Luxemburg, the Berenberg Beteiligungsholding GmbH, Hamburg, and the LUI Beteiligungs GmbH, Bielefeld.

Universal-Investment-Gesellschaft mbH is a capital management company within the meaning of the KAGB in the legal form of a limited liability company (GmbH).

The Company has been authorised to manage securities investment funds since 1968. The Company has also been authorised to manage money market investment funds since 30 August 1994 and unit investment funds, mixed securities and property investment funds and pension investment funds since 19 October 1998. Following the entry into force of the German Investment Act (*Investmentgesetz*), the Company has been authorised to: manage directive-compliant investment funds, pension investment funds and special investment funds since 1 January 2004; manage mixed investment funds and funds of funds with additional risks since 9 August 2005; manage other investment funds and carry out the third-party management of external investment corporations and special investment corporations since 29 April 2008; and manage real-estate investment funds, infrastructure investment funds, employee-participation investment funds, investment funds with additional risks and EU investment funds since 18 August 2011. Following the entry into force of the KAGB, the Company has been authorised to manage investment funds in accordance with the UCITS Directive since 21 July 2013. The Company is authorised to act as a UCITS and AIF capital management company.

#### **Management and Supervisory Board**

More detailed information regarding the Management Board, the composition of the Supervisory Board, the subscribed and paid-up capital, and equity capital can be found in Part A "1. Capital management company" of this Sales Prospectus.

#### Capital and additional equity

The Company has covered the professional liability risks arising from the management of funds that do not comply with the UCITS Directive, known as alternative investment funds (hereinafter referred to as "AIF") and that are due to the professional negligence of its bodies or employees by the following: equity amounting to at least 0.01% of the value of the portfolio of all the AIFs under management. This amount will be reviewed and adjusted on an annual basis. This equity forms part of the liable capital stated above.

#### 5. Custodian

The KAGB provides for a separation between the management and custody of assets. The custodian holds the assets in blocked custodian accounts and blocked accounts. In the case of assets that cannot be held in custody, the custodian assesses whether the Company has acquired ownership of these assets. It monitors whether the Company disposes of the assets in accordance with the provisions of the KAGB and the Terms and Conditions of Investment. Investments in bank deposits with another credit institution and disposals of these bank deposits are permitted only with the approval of the Custodian. The Custodian must grant its approval if such investment or disposition complies with the Terms and Conditions of Investment and the provisions of the KAGB.

The Custodian, furthermore, has the following specific responsibilities:

- Issuing and redeeming Fund units;
- Ensuring that the issue and redemption of units, as well as the calculation of the unit value, are carried out in accordance with the provisions of the KAGB and the Terms and Conditions of Investment;
- Ensuring that, with regard to transactions for the joint account of investors, the equivalent value is received into its custody within the customary deadlines;
- Ensuring that the income of the Fund is used in accordance with the provisions of the KAGB and the Terms and Conditions of Investment;
- Monitor credit borrowing by the Company on behalf of the Fund and, where appropriate, approve credit borrowing.

### Company name, legal form and registered office of the Custodian

The Company has appointed DZ Bank AG, with registered office in Frankfurt, as the Custodian. This is a credit institution under German law. Its main activity is the deposit and loan business as well as the securities business.

#### Sub-custodian

The Custodian has delegated the following custodian tasks to another company (sub-custodian):

• The safekeeping of assets held on behalf of the Fund may be carried out by the sub-custodians specified in Section D of this Sales Prospectus.

The following conflicts of interest may arise from this transfer:

- The company dwpbank, Deutsche WertpapierService Bank AG in Frankfurt am Main is a affiliated company of DZ BANK AG, Deutsche Zentral-Genossenschaftsbank in Frankfurt am Main.
- DZ BANK AG, Deutsche Zentral-Genossenschaftsbank in Frankfurt am Main, holds a significant interest in dwpbank, Deutsche WertpapierService Bank AG in Frankfurt am Main and provides members of the supervisory board.

According to its own statements, the Custodian deals with the above-mentioned conflict of interest as follows:

- Confidentiality areas have been set up, which are taken into account in the compliance function's monitoring plan.
- There are regulations in the conflict of interest principles for customer business.
- Obligation of the employees of the custodian to observe the regulatory requirements for the regularity of the securities and custodial business.
- Careful selection, training, qualification and further education of the Depositary's employees.

The Company has received the above information from the Custodian. The Company has checked this information for plausibility. However, it has to rely on the information provided by the Custodian and cannot verify its accuracy and completeness in detail. The sub-custodians listed in Part D may change at any time. In principle, not all of these sub-custodians are used for the Fund.

#### **Liability of the Custodian**

As a rule, the Custodian is responsible for all assets placed either in its custody or, with its consent, in the custody of a third party. If such an asset is lost, the Custodian shall be liable to the Fund and its investors, unless this loss is attributable to events outside the Custodian's control. For damages other than the loss of an asset, the Custodian shall (in principle) only be liable if it has failed to fulfil its obligations under the provisions of the KAGB through negligence, as a minimum.

#### Additional information

On request, the Company will provide investors with the latest information on the Custodian and its duties, the sub-custodians and on potential conflicts of interest in relation to the activity of the Custodian or the sub-custodian.

#### 6. Investment Advisor

In implementing its investment strategy, the Company uses the services of an investment advisor. The Company has appointed GLS Investment Management GmbH, Bochum (hereinafter the "Investment Advisor") for this task.

The Investment Advisor has the legal form of a limited liability company under German law and is a securities institution which has been licensed since 07.04.2021. It is subject to supervision by the Federal Financial Supervisory Authority. GLS Investment Management GmbH, GLS Investments for

short, is a wholly owned subsidiary of GLS Bank and combines the expertise to manage social-ecological investment funds. It is one of the most rigorous players in the market and is responsible for the GLS investment universe, which is created through its own social-ecological research, an investment committee and its own economic analyses.

Details regarding the investment advisor can be found in the overview in Part A of this Sales Prospectus. Taking into consideration the general conditions that are applicable to the Fund and the applicable legal rules, the investment advisor provides the Company with non-binding investment recommendations with respect to investing in assets and the concluding of corresponding transactions. To this end, the investment advisor is required to monitor and analyse all the markets and investments that are relevant in this regard.

The investment advisor shall be liable to the Company for the fulfilment of these obligations. However, this does not affect the Company's prudential obligations or its civil liability to investors in the Fund. Appointing the investment advisor does not establish legal relationships between the Investment Advisor and investors in the Fund.

The investment advisor acts on behalf of the Fund on the basis of a contract concluded with the Company regarding investment advice. The investment advisor may terminate the contract at any time by giving two weeks' notice. The Company also has ordinary and extraordinary termination rights.

If the investment advisor is no longer available to provide investment advice for the Fund and if no other investment investment advisor that can ensure a continuation of the investment strategy puts itself forward, the Company shall terminate management of the Fund subject to a statutory notice period of six months. As a result, the Fund can be wound up after this period and the proceeds can be paid out to investors (regarding this procedure see Section 20 "Liquidation, transfer and merger of the Fund"). The Company shall not continue to pursue the investment policy described in Section 11 "Investment objective, investment principles and investment policy" until the end of the notice period. Instead – provided that this is permitted by the investment guidelines – it shall invest the Fund's assets exclusively in bank deposits and money market instruments.

#### 7. Risk information

Prior to any decision regarding the purchase of Fund units, investors should carefully read the following risk information, together with the other information contained in this Sales Prospectus, and take this into account in their investment decision. The incidence of one or more of these risks may, individually or together with other circumstances, negatively affect the performance of the Fund or of the assets held in the Fund, and thereby also negatively affect the unit value.

If investors sell units of the Fund at a time when the value of assets in the Fund has decreased compared to when the units were purchased, they will not get back the capital they invested in the Fund, either in whole or in part. The investor may lose some or even all of the capital that it has invested in the Fund. Capital growth cannot be guaranteed. The investor's risk is limited to the amount invested. Investors are not obliged to provide any supplementary funding in addition to the money invested.

In addition to the risks and uncertainties described below or elsewhere in the Sales Prospectus, the Fund's performance may also be affected by various other risks and uncertainties

that are currently unknown. The order in which the following risks are listed does not imply the probability of their occurrence, nor the extent or significance of occurrence of individual risks.

### **Fund investment risks**

The risks typically associated with investing in a UCITS are described below. These risks may have a negative effect on the unit value, the capital invested by the investor or the duration of investment in the Fund as planned by the investor.

#### Fluctuation of the Fund unit value

The unit value of the Fund is calculated by dividing the Fund's value by the number of units in circulation. In this way, the Fund's value is the sum of the market values of all the Fund's assets, less the sum of the market values of all the Fund's liabilities. The unit value of the Fund therefore depends on the value of the assets held in the Fund and the amount of liabilities of the Fund. If the value of these assets drops, or the value of the liabilities increases, the Fund unit value will fall accordingly.

#### Impact of taxation issues on individual performance

The fiscal treatment of investment income depends on the investor's specific circumstances and may be subject to change in future. Investors should contact their personal tax advisor in relation to specific issues – especially taking into account their specific fiscal situation.

#### Taxation risks due to hedging transactions on behalf of key investors

The possibility cannot be ruled out that it will not be possible to fully or partially offset/reimburse capital gains tax on German dividends and on income from domestic equity-equivalent profit participation rights which the investor acquires on underlying investments. The capital gains tax is fully offset/reimbursed if (i) the investor holds German shares and German equity-like profit participation rights for 45 days continuously during a period of 45 days prior to and after the due date of the capital gains (a total of 91 days), and (ii) if during these 45 days they continuously bear at least 70% of the risk of these holdings or participation rights falling in value (i.e. "45-day rule"). In addition, for the purposes of offsetting capital gains tax there must not be any obligation to pay the capital gains to another person, whether directly or indirectly (e.g. by means of swaps, securities lending transactions or repurchase transactions). Rate-hedging transactions or forward transactions which directly or indirectly hedge against risks associated with German shares or German equity-equivalent profit participation rights may therefore be detrimental. Rate-hedging transactions via value and price indices are deemed to be indirect hedging in this context. If the Fund is deemed to be an entity which is closely associated with the investor and if it undertakes hedging transactions, this may lead to those transactions being attributed to the investor with the result that the investor therefore does not comply with the 45-day rule.

If capital gains tax is not withheld on corresponding income earned by the investor on underlying investments, hedging transactions by the Fund may lead to such income being attributed to the investor and to the investor having to pay the capital gains tax to the tax office.

#### Amendment(s) to the investment policy or Terms and Conditions of Investment

The Company may amend the Terms and Conditions of Investment subject to BaFin approval. Any such amendment may also affect the rights of investors. For instance, the Company may amend the Fund's

investment policy or increase the costs to be charged to the Fund by changing the Terms and Conditions of Investment. The Company may also change the investment policy within the legally and contractually permitted range of investments without changing the Terms and Conditions of Investment or having them approved by BaFin. As a result, the risks associated with the Fund may change.

#### Restriction on the redemption of units

The Company may restrict the redemption of units for up to 15 consecutive business days if the investors' return requests on a settlement date exceed a predefined threshold above which the return requests can no longer be executed in the interest of all investors due to the Fund's liquidity situation. If the threshold is reached or exceeded, the Company will decide at its reasonable discretion whether to limit redemptions on that settlement date. If it decides to restrict redemptions, it may continue to do so for up to 14 consecutive working days on a daily discretionary basis. If the Company has decided to limit redemptions, it will only redeem units on a pro rata basis at the redemption price applicable on the settlement date. Furthermore, the redemption obligation does not apply. This means that each redemption request will only be executed on a pro rata basis based on a quota determined by the Company. The unexecuted part of the order will also not be executed at a later date, but will expire. There is therefore the risk for the investor that his order for the redemption of units will only be executed on a pro rata basis and that he will have to place the remaining order again.

#### Suspension of unit redemption

The Company may temporarily suspend the redemption of units in the event of extraordinary circumstances which appear to make such suspension necessary in the interests of the investors. Extraordinary circumstances in this case may be, for example, economic or political crises, an exceptional number of redemption requests as well as the closure of stock exchanges or markets, trade restrictions or other factors which impact the calculation of the unit value. Moreover, BaFin may instruct the Company to suspend the redemption of units if this is deemed necessary in the interests of the investors or the public. During such periods, investors are not allowed to redeem their units. During periods when the redemption of units is suspended, the unit value may also fall – e.g. if the Company is forced to sell assets at less than their market value during this time. The unit value after the resumption of unit redemption may be lower than before the suspension. The suspension of unit redemption may be immediately followed by the liquidation of the Fund, without the resumption of unit redemption, if, for example, the Company terminates the management of the Fund in order for it to be liquidated. Investors may then be subject to the risks of not being able to achieve their planned holding period and not having access to substantial portions of the invested capital for an indefinite period or losing the invested capital entirely.

#### Liquidation of the Fund

The Company is entitled to cease managing the Fund. The Company may fully liquidate the Fund once management has been discontinued. After a notice period of six months, the right of disposal over the Fund will pass to the Custodian. This means that the investors incur the risk of being unable to complete their planned holding period. Upon transfer of the Fund to the Custodian, the Fund may become subject to taxes other than German income tax. If the Fund units are removed from the securities account of the investor after termination of the liquidation procedure, the investor may become subject to income tax.

#### Transfer of all of the Fund's assets to another open-end public investment fund (merger)

The Company may transfer all of the Fund's assets to another UCITS. In this case, investors may either (i) redeem their units, (ii) retain them, meaning that they become investors in the absorbing UCITS, or (iii) exchange them for units in an open-end public investment fund with comparable investment principles if the Company or an associated undertaking manages such a fund. This also applies if the Company transfers all of the assets of another open-end public investment fund to the Fund. Investors must therefore make a new investment decision prior to any such transfer. Redeeming units may give rise to income taxes. Upon exchanging units for units in a fund with comparable investment principles, the investor may be subject to taxes if, for example, the value of the units obtained exceeds the value of the old ones at the time of acquisition.

#### Transfer of the Fund to another capital management company

The Company may transfer the management of the Fund to another capital management company. The Fund may remain unchanged along with the position of the investor. However, the investor must decide as part of the transfer whether it considers the new capital management company to be just as suitable as the previous one. If he does not want to remain invested in the Fund under the new management, he must redeem his units. Income tax may be incurred.

#### Profitability and achievement of the investment objectives of the investor

There can be no guarantee that investors will achieve their desired investment objectives. The unit value of the Fund may fall and lead to losses for the investor. No guarantees are given by the Company or third parties as to any particular minimum payment commitment upon redemption or any particular investment performance of the Fund. Investors may get back less than they originally invested. In addition, any issuing surcharge paid upon the acquisition of units may reduce or even wholly offset the performance of an investment, particularly if the investment is only held for a short duration.

#### Inclusion of sustainability risks in the investment process

As part of the investment process, the relevant financial risks are included in the investment decision and assessed on an ongoing basis. This also takes into account relevant sustainability risks as defined in Regulation (EU) 2019/2088 of the European Parliament and of the Council of 27 November 2019 on sustainability-related disclosure requirements in the financial services sector (hereinafter the "Disclosure Regulation"), which may have a material adverse effect on the return of an investment.

Sustainability risk is defined as an environmental, social or governance event or condition that could have a material adverse effect on the value of the investment. Sustainability risks can therefore lead to a material deterioration in the financial profile, liquidity, profitability or reputation of the underlying investment. If sustainability risks are not already taken into account in the investment valuation process, they may have a material adverse effect on the expected/estimated market price and/or liquidity of the investment and therefore on the return of the Fund. Sustainability risks can have a significant impact on all known risk types and are a contributing factor to the materiality of these risk types.

When selecting assets for the investment fund, in addition to the objectives and investment strategies, the influence of the risk indicators, including sustainability risks, is also assessed.

The assessment of risk quantification includes aspects of sustainability risks and relates these to other factors (in particular price and expected return) in the investment decision.

In general, risks (including sustainability risks) are already taken into account in the investment valuation process (price indication) on the basis of the potential material impact of risks on the investment fund's return. Nevertheless, depending on the asset and due to external factors, negative effects on the investment fund's return may materialise.

## Risks of negative Fund performance (market risk)

The risks that are associated with investments in individual assets by the Fund are shown below. These risks may affect the performance of the Fund or the assets held therein and thereby have an adverse effect on the unit value and the investor's capital invested.

#### Risks of changes in value

The assets in which the Company invests on behalf of the Fund are subject to risks. Losses may thus occur if the market value of the assets decreases in comparison to the cost price, or if spot and futures prices evolve differently.

#### Capital market risk

The development of the market values of financial products particularly depends on the performance of the capital markets, which is in turn influenced by the general situation of the global economy, as well as the economic and political conditions in individual countries. General price trends, particularly on stock markets, can also be affected by irrational factors such as mood swings, opinions and rumours. Fluctuations in prices and market values may also be caused by changes in interest rates, exchange rates or issuer credit ratings.

#### Price change risk of equities

Experience shows that equities are subject to strong price fluctuations and thus also to the risk of price decreases. These price fluctuations are particularly affected by the profit performance of issuing companies and developments within the industry, as well as overall macroeconomic developments. Market confidence in the company concerned may also affect price development. This is particularly true of companies whose shares have only recently been admitted for trading on a stock exchange or other organised market, where even minor changes in forecasts can trigger dramatic price movements. If, for a particular share, the volume of freely tradable shares held by a large number of shareholders ("free float") is low, even smaller buy or sell orders of this share may have a substantial effect on the market price and lead to significant price fluctuations.

#### Interest rate risk

When investing in fixed-income transferable securities, there is the possibility that the market interest rate at the time a transferable security is issued might change. If the current interest rate increases as against the interest at the time of issue, fixed rate securities will generally decrease in value. Conversely, if the market interest rate falls, the price of fixed-income transferable securities will increase. These developments mean that the current yield of fixed rate securities roughly corresponds to the current interest rate. However, such fluctuations can vary significantly, depending on the (residual) maturity of fixed-rate transferable securities. Fixed-rate securities with short maturities bear lower price risks than those with long maturities. On the other hand, fixed-rate transferable securities with shorter maturities generally have smaller yields than those with longer maturities. Money market instruments tend to involve lower price risks due to their short maturity of up to a maximum of 397 days. In addition, the

interest rates of different, interest-related financial instruments denominated in the same currency and with a similar residual maturity, may undergo different developments.

#### Risk of negative credit interest

The Company invests the Fund's liquid funds with the custodian or other banks on behalf of the Fund. For these bank deposits, an interest rate is partly agreed that corresponds to the European Interbank Offered Rate (Euribor) less a specific margin. If the Euribor falls below the agreed margin, this will lead to negative interest rates on the corresponding account. Depending on the development of the European Central Bank's interest-rate policy, short, medium and long-term bank deposits may have a negative interest rate.

#### Risk of changes in the price of convertible bonds and warrant bonds

Convertible bonds and warrant bonds securitise the right to exchange bonds for shares or to acquire shares. The performance of convertible bonds and warrant bonds therefore depends on the performance of the underlying shares. The risks associated with the performance of the underlying shares may therefore also affect the performance of the convertible bond or warrant bond. Warrant bonds granting the issuer the right to pay the investor a pre-defined number of shares instead of repaying a nominal sum (reverse convertibles) are even more strongly dependent on the relevant share price.

#### Risks associated with derivative transactions

The Company may enter into derivative transactions for the Fund. The purchase and sale of options, as well as the conclusion of futures or forward contracts or swaps, entail the following risks:

- The use of derivatives can result in losses that cannot be predicted and may even exceed the amounts used for the derivative transaction.
- Changes to the value of the underlying instruments can diminish the value of an option right or futures or forward contract. If the value is reduced to nil and the derivative becomes worthless, the Company may be forced to relinquish the acquired rights. The Fund could also suffer losses through changes in the value of an asset forming the basis of a swap.
- The leverage effect of options can result in a greater impact on the value of the Fund assets than would be the case with the direct use of underlying assets. The risk of loss may be impossible to determine at the time of concluding the transaction.
- There may not be a liquid secondary market for a particular instrument at any particular time. A position in derivatives may then, under certain circumstances, be impossible to close profitably.
- The purchase of options carries the risk that the option will not be exercised because the prices of base values do not progress as expected, so that the option premium paid by the Fund is forfeited. The sale of options carries the risk that the Fund is required to purchase assets at a higher market price than the current one or to deliver them at a lower market price than the current one. The Fund then suffers a loss amounting to the difference in price minus the option premium.
- Futures and forward contracts are associated with the risk that the Company is obliged, for the
  account of the Fund, to bear the difference between the price at the time of concluding the transaction and the market price at the time of settlement or maturity. This would cause the Fund to
  suffer losses. The risk of loss is impossible to determine at the time of concluding the futures or
  forward contract.

- If it is necessary to conduct an offsetting transaction (close-out), this is associated with costs.
- Forecasts made by the Company regarding the future performance of underlying assets, interest rates, prices and currency markets may subsequently prove to be incorrect.
- It may not be possible for the assets underlying the derivatives to be bought or sold at an opportune time or it may be necessary for them to be bought or sold at an inopportune time.

In the case of over-the-counter (OTC) transactions, the following risks may arise:

- There may be no organised market, such that the Company cannot or can only with difficulty sell the financial instruments acquired on the OTC market for the account of the Fund.
- As a result of the individual agreement, the conclusion of an offsetting transaction (close-out) may be difficult, not possible or associated with significant costs.

#### Risks associated with receiving collateral

The Company receives collateral for derivative transactions. Derivatives may increase in value. In that case, the collateral provided may become insufficient to cover the Company's full delivery and return claims to the counterparty.

The Company may invest cash collateral in blocked accounts, high-quality government bonds, or money market funds with a short maturity structure. However, the credit institution where the bank deposits are held may default. Government bonds or money market funds may decrease in value. At the end of the agreement, the invested collateral could no longer be fully available, despite the Company's obligation to return it in the original amount on behalf of the Fund. In this case, the Fund will have to bear the losses sustained on the collateral.

#### Risk associated with securitisation positions without a deductible

The Fund may only purchase transferable securities that securitise loans (loan securitisation positions) and were issued after 1 January 2011 if the debtor retains at least 5% of the securitisation volume as a deductible and meets other requirements. The Company is obliged therefore to take remedial action in the interests of the investors if Fund assets include securitisations that do not meet this EU standard. Under this remedial action, the Company may be compelled to dispose of these securitisation positions. As a result of the legal regulations for banks, fund companies and insurance companies, there is the risk that the Company will not be able to sell the securitisation positions or will only be able to do so at significant price discounts or after a considerable delay. This may result in losses for the Fund.

#### Inflation risk

Inflation carries a risk of depreciation for all assets. This also applies to the assets held in the Fund. The inflation rate may be higher than the capital growth of the Fund.

#### **Currency risk**

The Fund's assets may be invested in currencies other than the Fund currency. The Fund will receive the income, repayments and proceeds from such investments in the relevant currency. If this currency decreases in value relative to the Fund's currency, the value of such investments will also fall, resulting in a drop in the value of the Fund's assets.

#### **Concentration risk**

If the investment is concentrated in certain assets or markets, the Fund is heavily dependent on the development of these assets or markets.

#### Risks in conjunction with the investment in investment units

The risks for investment funds whose units are acquired for the Fund ("target funds") are closely connected with the risks associated with the assets held in those target funds and/or the investment strategies pursued by the target funds. Since the managers of the individual target funds act independently of one another, the various target funds may pursue the same or opposing investment strategies. This may result in existing risks accumulating and possible opportunities cancelling each other out. The Company is not normally in a position to control the management of target funds. Their investment decisions do not necessarily have to conform to the assumptions or expectations of the Company. Often, the Company may not be completely up-to-date on the current composition of the target funds. In case the allocation does not meet the Company's assessments or expectations, it might only be able to react with a considerable delay, i. e. by redeeming units of the target funds.

Open-end investment funds, units of which are acquired for the Fund, may also temporarily restrict or suspend the redemption of units. The Company would then be prevented from disposing of the units in the target fund by returning them to the Management Company or Custodian of the target fund against payment of the redemption price.

#### Risks resulting from the investment spectrum

In observance of the investment principles and restrictions laid down by law and in the Terms and Conditions of Investment, which provide for a broad framework for the Fund, the actual investment policy can also be geared towards acquiring assets by, for example, focusing on only a few sectors, markets or regions/countries. This concentration on a few specific investment sectors may entail risks (e.g. narrow markets, high volatility within specific economic cycles). The annual report provides information on the content of the investment policy over the relevant reporting period.

# Risks of reduced or increased Fund liquidity associated with increased subscriptions or redemptions (liquidity risk)

Below is an outline of the risks that may restrict the liquidity of the Fund. These may cause the Fund to be temporarily or permanently unable to fulfil its payment obligations, or cause the Company to be temporarily or permanently unable to comply with redemption requests from investors. Investors may then be unable to realise their intended investment duration, and be unable to use their invested capital or parts thereof for an indefinite period of time. The materialisation of liquidity risks may also cause a decrease in the value of the Fund and thereby a decrease in the unit value, for example, if the Company were forced to sell assets on behalf of the Fund at less than their market value, subject to legal restraints. If the Company is not in a position to meet investors' redemption requests, this could also lead to redemptions being restricted or suspended and, in extreme cases, to the subsequent liquidation of the Fund.

#### Risk associated with investing in assets

The Fund may also acquire assets that are neither admitted to a stock exchange nor admitted to or included in another organised market. In some situations it might be impossible to sell such assets

except subject to considerable discounts or delays, if at all. In some cases, even the sale of assets admitted to a stock exchange may only be possible with sizeable discounts, or not at all, depending on market conditions, volumes, time frames and planned costs. Although it is only possible to acquire assets for the Fund that can, in principle, be liquidated at any time, it cannot be ruled out that, temporarily or permanently, these assets can only be sold at a loss.

#### Risk associated with borrowing

The Company may take out loans on behalf of the Fund. Variable-interest loans may have a negative impact on the Fund's assets in the event of rising interest rates. If the Company must pay back a loan and cannot meet this obligation through follow-up financing or using the liquidity available in the Fund, it may be compelled to dispose of assets prematurely or at less favourable conditions than envisaged.

#### Risks through numerous redemptions or subscriptions

Investors' buying and selling orders add liquidity to or remove liquidity from the Fund's assets. These inflows and outflows may result in a net inflow or outflow from the Fund's liquid assets after netting. This net inflow or outflow may prompt the Fund manager to buy or sell assets which will result in transaction costs. This applies, in particular, if a quota for liquid assets stipulated for the Fund is exceeded or fallen below as a result of the in and outflows. The resulting transaction costs are charged to the Fund's assets and may affect the performance of the Fund. In the case of inflows, increased Fund liquidity may adversely affect the Fund's performance if the Company cannot invest the funds under adequate conditions.

## Counterparty risk including credit risk and receivables risk

The risks that may affect the Fund as the result of a business relationship with another party ("counterparty") are outlined below. There is a risk that the counterparty may no longer be able to fulfil its agreed obligations. This may be detrimental to the performance of the Fund and thereby have an adverse effect on the unit value and the capital invested by the investor.

#### Default risk / counterparty risks (other than central counterparties)

The default of an issuer or a contracting partner ("counterparty") before which the Fund has claims may result in losses for the Fund. Issuer risk refers to the impact of particular developments concerning a given issuer that, in addition to the influence exerted by general trends in capital markets, affect the price of a transferable security. Even when the utmost care is exercised in selecting the transferable securities, it cannot be ruled out that losses may be incurred due to the financial collapse of issuers. The party of a contract entered into on behalf of the Fund may default, either in whole or in part (counterparty risk). This applies to all contracts entered into on behalf of the Fund.

#### Risk associated with central counterparties

A central counterparty (CCP) acts as an intermediary on behalf of the Fund in particular transactions, particularly those involving financial derivatives. In this case, it acts as the buyer in dealings with the seller and vice versa. A CCP hedges against the risk that its business partners will not be able to fulfil their contractual commitments through a range of protective mechanisms that enable it at all times to offset losses from transactions concluded (e.g. using collateral). Despite such protective mechanisms, it is still possible for a CCP to be overindebted and to default, which could also affect claims of the Company on behalf of the Fund. This could result in losses for the Fund.

## Operational and other risks to the Fund

The risks that may occur in the Company or with external third parties as a result of human or system error are outlined below. These risks may have an impact on the performance of the Fund and therefore also have a negative effect on the unit value and the capital invested by the investor.

#### Risks associated with criminal activities, grievances or natural disasters

The Fund may fall victim to fraud or other criminal activities. It may suffer losses due to mistakes by employees of the Company or external third parties or be damaged by external events such as natural disasters or pandemics.

#### **Country or transfer risk**

There is the risk that, despite being able to pay, a foreign debtor may not be able to provide payment in good time or at all or only in a different currency as a result of the inability or unwillingness of its country of domicile to transfer the currency or for other reasons. Thus, for example, payments to which the Company is entitled on behalf of the Fund may fail to be made or may be made in a currency that is not (or is no longer) convertible or must take place in another currency due to foreign exchange restrictions. If the debtor pays in another currency, this position will be subject to the currency risk described above.

#### Legal and political risks

Investments may be made for the Fund in jurisdictions where German law does not apply, or where the competent court for disputes is outside Germany. The resulting rights and obligations of the Company on behalf of the Fund may be less advantageous to the Fund and/or investors than those in Germany. Political or legal developments, including changes to the legal framework in these jurisdictions, might be identified by the Company either too late or not at all, or result in restrictions on the admissible assets for acquisition, or on assets already acquired. Such situations may also be brought about by changes in the legal framework relating to the Company and/or the management of the Fund prevalent in Germany.

#### Changes to the fiscal framework, tax risk

The tax information in this Sales Prospectus is based on the currently known legal position. The brief information on tax regulations is intended for persons subject to unlimited income or corporate tax in Germany. However, no assurance can be given that this tax treatment will not change as a result of legislation, case law or decrees issued by the tax authorities.

#### Key person risk

A very positive investment performance of the Fund during a particular period may also depend on the suitability of the acting persons and therefore on the right management decisions. The members of the fund management may, however, change. New decision-makers may not be as successful.

#### **Custody risk**

A risk of loss that may result from insolvency, due diligence violations or the Custodian and force majeure is associated with assets being held in custody, especially abroad.

#### Risks associated with trading and clearing mechanisms (settlement risk)

Securities transactions carry the risk that one of the contracting parties may not act promptly, does not pay as agreed or does not deliver the transferable securities in good time. This settlement risk also exists when trading in other assets for the Fund.

## 8. Explanation of the Fund's risk profile

The factors listed below, which give rise to both opportunities and risks, have a particular influence on the Fund's performance:

- Developments on the international stock markets.
- Developments on the international futures markets.
- Developments on the international foreign exchange markets.
- Company-specific developments.
- The Fund may temporarily concentrate its investments to a greater or lesser extent on certain sectors, countries or market segments. This may also give rise to opportunities and risks.

Further information regarding the risk profile of the Fund can be found in its Key Information Document, which can be downloaded from the Company's website (https://www.fondsfinder.universal-investment.com).

# 9. Increased volatility

Due to its composition and investment policy, the Fund is subject to increased volatility, i.e. unit prices may be subject to considerable fluctuations even within a short space of time.

# 10. Profile of the typical investor

The Fund is designed for investors who are able to assess the risks and the value of the investment. The investor must be prepared and able to deal with significant fluctuations in the value of the units, and potentially a considerable capital loss. The Fund is suitable for investors with a long-term investment horizon. The Company's opinion should not be construed as investment advice; it is given to provide investors with an initial indication as to whether the Fund is in line with their investment experience, risk appetite and investment horizon.

## 11. Investment objective, investment principles and investment policy

# **Investment objective**

The Fund's investment objective is the highest possible value increase in consideration of sustainability criteria.

## Investment principles and investment policy

The Company may acquire the following assets for the Fund:

- Transferable securities pursuant to § 5 of the General Terms and Conditions of Investment,
- Money market instruments pursuant to § 6 of the General Terms and Conditions of Investment,
- Bank deposits pursuant to § 7 of the General Terms and Conditions of Investment,
- Investment units pursuant to § 8 of the General Terms and Conditions of Investment,
- Derivatives pursuant to § 9 of the General Terms and Conditions of Investment,
- Other investment instruments pursuant to § 10 of the General Terms and Conditions of Investment.

The investment policy described below is the one being pursued at the time of this Sales Prospectus being prepared. However, it may change at any time, within the framework defined by the Terms and Conditions of Investment.

The Company acquires and sells the eligible assets based on its assessment of the economic and capital market situation and other stock market prospects.

At least 51% of the Fund is made up of shares in domestic and foreign companies that can demonstrate performance both in financial terms and environmental, social and cultural perspectives.

The Fund does not track an index. It is actively managed through discretionary stock-picking.

This Fund promotes environmental and social characteristics within the meaning of Article 8 of the Disclosure Regulation.

Principal adverse impacts (hereinafter "PAIs") on sustainability factors are taken into account in the investment process at company level. It is binding for PAIs to be taken into account at fund level and they are therefore considered.

Further pre-contractual information on the environmental and/or social characteristics and on taking the principal adverse impacts on sustainability factors into account is provided in the Annex "Pre-contractual information on the financial products referred to in Art. 8(1), (2) and (2a) of Regulation (EU) 2019/2088 and Art. 6(1) of Regulation (EU) 2020/852".

Due to the planned investment strategy, the turnover rate in the Fund may vary greatly; for this reason it may result in variable transaction costs being charged to the Fund over time.

The Fund currency is the euro.

No assurance can be given that the investment policy's objectives will be fulfilled. In particular, no guarantee can be given that the investor will receive back the full amount of the assets invested in the Fund (see also Section 7 "Risk information").

#### 12. Investment instruments in detail

The Company may purchase the assets specified in the "Investment principles and investment policy" section within the investment limits shown in the "Investment limits for transferable securities and

money market instruments, including the use of derivatives and bank deposits" as well as "Investment units" below. Details of these assets and the applicable investment limits are set out below.

#### Transferable securities

The Fund may consist entirely of transferable securities pursuant to § 5 of the General Terms and Conditions of Investment.

The Company may acquire transferable securities of domestic and foreign issuers on behalf of the Fund if they

- 1. are admitted to trading on a stock exchange or admitted to or included in another organised market in a Member State of the European Union ("EU") or another State party to the Agreement on the European Economic Area ("EEA");
- 2. are exclusively admitted to trading on a stock exchange in a state outside the EU or the EEA, or are admitted to trading or included in another organised market in one of these states, provided that BaFin has approved the choice of this stock exchange or organised market.

Recently issued transferable securities may be acquired if, in accordance with their terms of issue, an application must be made for admission to or inclusion in one of the stock exchanges or organised markets indicated in points 1 and 2 above, and the admission or inclusion is made within one year of issue.

The following shall also be considered to be "transferable securities" in this sense:

- Units in closed-end investment funds in a contractual or corporate form that are subject to control
  by the unitholder (corporate control); in other words, the unitholder must have voting rights relating to important decisions and the right to monitor the investment policy using appropriate mechanisms. The investment fund must also be managed by a legal entity that is subject to the regulations concerning investor protection, unless the investment fund is launched in the form of a company and the activity of the asset manager is not undertaken by another legal entity.
- Financial instruments collateralised by other assets or linked to the performance of other assets. If derivative components are embedded in such financial instruments, other requirements apply so that the Company may acquire these as transferable securities.

Transferable securities may only be acquired under the following conditions:

- The potential loss which may be suffered by the Fund may not exceed the purchase price of the transferable security. There must not be any obligation to provide additional funding.
- A lack of liquidity of the transferable security acquired by the Fund must not lead to the Fund becoming unable to fulfil the statutory requirements for the redemption of units. This applies in consideration of the statutory option to restrict or suspend the redemption of units in specific cases (see the sections entitled "Issue and redemption of units" and "Restriction on unit redemption or suspension of unit redemption").
- A reliable valuation of the transferable security using exact, reliable and regular prices must be available; these must either be market prices or have been made available by a valuation system independent from the transferable security's issuer.

- Adequate information concerning the transferable security must be available, either in the form of regular, accurate and comprehensive information on the transferable security's market or in the form of any associated securitised portfolio.
- The transferable security is tradable.
- The acquisition of the transferable security must be in accordance with the Fund's investment objectives and investment strategy.
- The risks of the transferable security are adequately addressed by the Fund's risk management.

In addition, transferable securities may be acquired in the following forms:

- Shares to which the Fund is entitled in the event of a capital increase from Company funds.
- Transferable securities purchased through the exercise of subscription rights held by the Fund.

Subscription rights may also be acquired for the Fund as transferable securities within this sense, provided that the transferable securities attributable to these subscription rights are included in the Fund.

## Money market instruments

Up to 49% of the Fund's value may be invested in money market instruments, subject to the provisions in § 6 of the General Terms and Conditions of Investment.

On behalf of the Fund, the Company may invest in money market instruments that are normally traded on the money market, as well as in interest-bearing transferable securities, which have

- a maturity or residual maturity not exceeding 397 days at the time of acquisition for the Fund;
- a maturity or residual maturity exceeding 397 days at the time of acquisition for the Fund, provided that pursuant to their terms of issue, their interest is regularly adjusted to market conditions at least once every 397 days; or
- a risk profile that corresponds to the one of transferable securities that fulfil the criterion for residual maturity or interest adjustment.

Money market instruments may be acquired for the Fund if they are

- 1. admitted to trading on a stock exchange or admitted to or included in another organised market in an EU Member State or another State party to the EEA Agreement;
- 2. exclusively admitted to trading on a stock exchange in a third country or another State party to the EEA Agreement, or are admitted or included in another organised market in one of these states, provided that the choice of stock exchange or organised market has been approved by BaFin.
- 3. issued or guaranteed by the EU, the Federal Republic of Germany, a German federal government fund, a German federal state, another EU Member State or another national, regional or local authority or the central bank of an EU Member State, the European Central Bank or the European Investment Bank, a third country or, if the country is a Federal State, by one of the members making up the Federal State, or a public international body to which one or more EU Member States belong;
- 4. issued by an undertaking whose transferable securities are traded on the markets stated in points 1 and 2 above;

- 5. issued or guaranteed by a credit institution subject to prudential supervision, in accordance with criteria defined by EU law, or a credit institution that is subject to and complies with prudential rules considered by BaFin to be equal to those of EU law;
- 6. issued by other issuers, and the issuer in question is
  - (a) a company with equity capital amounting to at least EUR 10 million and which presents and publishes its annual accounts in accordance with the European Directive on annual accounts of companies with limited liability; or
  - (b) an entity which, within a group of companies which includes one or more listed companies, is dedicated to the financing of the group; or
  - (c) an entity which issues money market instruments which are backed by liabilities through the use of a banking line of credit. These are products where credit claims of banks are securitised (asset-backed securities).

All the aforementioned money market instruments may only be acquired if they are liquid and their value can be precisely determined at any time. Money market instruments are considered if they can be sold within a sufficiently short period of time at limited cost. It is important to note that the Company is obliged to redeem units in the Fund at the request of investors and dispose of such money market instruments at short notice accordingly. There must also be a precise and reliable valuation system that can determine the net asset value of money market instruments or is based on market data or valuation models (including systems based on amortised acquisition costs). The criterion of liquidity is deemed to be fulfilled by money market instruments, if these have been admitted for trade on an organised market within the EEA or are included in such a market, or if these have been admitted for trade on an organised market outside the EEA or are included in such a market, provided that this choice of market has been approved by BaFin. However, this does not apply if the Company is aware of circumstances indicating that the money market instrument may not be sufficiently liquid.

For money market instruments which are not listed on a stock exchange or admitted to trading on a regulated market (see points 3-6 above), the issue or issuer of those instruments must also be subject to regulations concerning deposit and investor protection. For instance, for these money market instruments there must be appropriate information available to enable an appropriate assessment of the credit risks associated with the instruments; the money market instruments must also be freely transferable. The credit risks may be assessed, for example, by means of an analysis of a credit assessment conducted by a rating agency.

These money market instruments are also subject to the following requirements, unless they have been issued or guaranteed by the European Central Bank or the central bank of an EU Member State:

- If they are issued or guaranteed by the following bodies (stated above in point 3):
  - o the EU,
  - o the German federal government,
  - o a German federal government fund,
  - a German federal state,
  - another EU Member State,
  - another national body,

- o the European Investment Bank,
- o a third country or, in the case of a federal state, by one of the members thereof,
- o a public international body to which one or more Member States belong,

then adequate information must be available about the issue or issue programme or about the legal and financial situation of the issuer prior to the issue of the money market instrument.

• If they are issued or guaranteed by a credit institution subject to supervision in the EEA (see point 5 above), appropriate information must be available with regard to the issue or issuance programme or the issuer's legal and financial situation before the money market instrument is issued; such information must be updated on a regular

basis and whenever a significant event occurs. In addition, data (e.g. statistics) related to the issue or issuance programme must be available so that the credit risks associated with the investment can be properly assessed.

- If they are issued by a credit institution that is subject to prudential rules outside the EEA, which are considered by BaFin to be equivalent to those for a credit institution within the EEA, one of the following requirements must be met:
  - The credit institution maintains a registered office in a member state of the Organisation for Economic Co-operation and Development (hereinafter the "OECD") that is also part of the Group of Ten (G10, group of leading industrialised countries).
  - As a minimum, the credit institution has a rating that is deemed "investment grade". "Investment grade" refers to a rating of "BBB" or "BAA" or higher as part of the creditworthiness check by a rating agency.
  - A comprehensive analysis of the issuer may be used to demonstrate that the prudential rules applicable to the credit institution are at least as stringent as those under EU law.
- For other money market instruments not listed on a stock exchange or admitted to trading on a regulated market (see points 4 and 6 above as well as the others listed under point 3), appropriate information with regard to the issue or issuance programme, as well as the issuer's legal and financial situation, must be made available before the money market instrument is issued; a qualified third party that is independent of the issuer must update such information on a regular basis and whenever a significant event occurs. In addition, data (e.g. statistics) related to the issue or issuance programme must be available so that the credit risks associated with the investment can be properly assessed.

# **Bank deposits**

Up to 49% of the value of Fund may be invested in bank deposits.

The Company may only hold bank deposits with a maximum term of 12 months on behalf of the Fund.

These deposits are to be held in blocked accounts with credit institutions that have their registered office in an EU Member State or another State party to the EEA Agreement. They can also be held with credit institutions that have their registered office in a third country where the prudential rules are considered by BaFin to be equivalent to EU law.

# Investment limits for transferable securities and money market instruments, including the use of derivatives and bank deposits

#### **General investment limits**

The Company may invest up to 5% of the Fund's value in transferable securities and money market instruments of the same issuer (debtor).

The Company may invest up to 10% of the Fund's value in transferable securities and money market instruments of the same issuer (debtor). The total value of the transferable securities and money market instruments from such issuers (debtors) must not exceed 40% of the Fund. In addition, the Company may invest a maximum of 5% of the Fund's value in transferable securities and money market instruments of the same issuer. The issuers of transferable securities and money market instruments must also be taken into account within the limits specified if the transferable securities and money market instruments issued by them are acquired indirectly through other transferable securities included in the Fund that are linked to their performance.

The Company may not invest more than 20% of the Fund's value in bank deposits held by a single credit institution.

#### Investment limit for bonds with special cover funds

The Company may invest up to 25% of the Fund's value in mortgage bonds, public-sector bonds or bonds issued by a credit institution which has its registered office in an EU Member State or in another State that is party to the EEA Agreement. This is subject to the condition that the funds received with the bonds are invested so as to cover the liabilities of the bonds over their entire term and that they are primarily allocated to the payment of principal and interest in case of default of the bond issuer. If the Fund invests more than 5% of its value in such bonds from a single issuer, the total value of such bonds must not exceed 80% of the Fund's value.

#### **Investment limits for public issuers**

The Company may invest up to 35% of the Fund's value in bonds, borrower's note loans and money market instruments that are issued by specific national and supranational public issuers. These public issuers include the German federal government, German states, EU Member States and their local authorities, third countries, and supranational public bodies to which one or more Member States belong.

#### **Combination of investment limits**

The Company may invest a maximum of 20% of the Fund's assets in a combination of the following:

- transferable securities or money market instruments issued by a single body;
- deposits with such a body, i.e. bank balances;
- attributable amounts for the counterparty risk of transactions entered into with that body in derivatives.

The relevant individual upper limits remain unaffected by this.

#### Investment limits from the use of derivatives

The amounts of transferable securities and money market instruments of any individual issuer taken into account for the limits specified above may be reduced by the use of counter-market derivatives with transferable securities or money market instruments of this same issuer as their underlying asset. As a result, transferable securities or money market instruments of a single issuer may be purchased for the Fund in excess of said limits, provided the increased issuer risk is reduced by appropriate hedging transactions.

#### Other investment instruments and their investment limits

The Company may invest up to 10% of the Fund's value in the following other investment instruments:

- Transferable securities that are not admitted to trading on a stock exchange or admitted to or included in another organised market, but meet the criteria for transferable securities. In derogation to traded or admitted transferable securities, a reliable assessment must be available for these transferable securities in the form of an assessment undertaken at regular intervals, which is derived from information from the issuer or from an expert financial analysis. Appropriate information on the unauthorised or non-included security must be available in the form of regular and precise information from the Fund or the associated portfolio must be available, if applicable.
- Money market instruments of issuers that do not meet the aforementioned requirements may be acquired only if they are liquid and their value can be exactly determined at all times. Money market instruments are considered liquid if they can be sold within a sufficiently short time at limited cost. It is important to note that the Company is obliged to redeem units in the Fund at the request of investors and dispose of such money market instruments at short notice accordingly. There must also be a precise and reliable valuation system that can determine the net asset value of money market instruments or is based on market data or valuation models, such as systems that amortise costs. The criterion of liquidity is deemed to be fulfilled by money market instruments, if these have been admitted for trade on an organised market within the EEA or are included in such a market, or if these have been admitted for trade on an organised market outside the EEA or are included in such a market, provided that this choice of market has been approved by BaFin.
- Recently issued shares, provided that according to their terms of issue:
  - their admission to listing on a stock exchange in an EU Member State or other EEA signatory state, or their admission to or inclusion on an organised market of an EU Member State or other EEA signatory state, is to be applied for in accordance with their terms of issue, or
  - o their admission to listing on a stock exchange or admission to or inclusion on an organised market outside the EU or signatory states of the EEA Agreement is to be applied for in accordance with their terms of issue, provided that this choice of stock exchange or organised market has been approved by BaFin,

provided that the admission or inclusion takes place within one year of issue.

- Borrower's note loans which can be assigned at least twice after being purchased for the Fund and have been granted by one of the following bodies:
  - a) the German federal government, a German federal government investment fund, a German federal state, the EU or an OECD member country;

- another domestic authority or regional government or local authority of another EU Member State or other State party to the EEA Agreement, provided that the claim may be treated as equivalent to a claim against the central state on whose territory the regional government or authority resides, pursuant to the Regulation on prudential requirements for credit institutions and investment firms;
- c) other bodies or public law institutions established in Germany or another EU Member State or State party to the EEA Agreement;
- d) companies, which have issued transferable securities that are admitted for trade on an organised market within the EEA, or that are admitted for trade on another regulated market that fulfils the material requirements for regulated markets as defined in the Markets in Financial Instruments Directive, as amended; or
- e) other debtors, provided that one of the bodies referred to in (a)-(c) above has guaranteed the payment of interest and repayment of principal.

### Investment thresholds due to tax reasons

More than 50% of the value of the Fund's actual assets (the amount of the actual assets is determined by the value of the investment fund's assets within the meaning of § 1(2) of the Investment Tax Act (InvStG), excluding liabilities) is invested in equity interests within the meaning of § 2(8), points 1, 3 and 4 InvStG that can be acquired for the Fund according to these terms and conditions of investment (equity fund within the meaning of § 2(6) InvStG). The actual equity participation ratios of target investment funds within the meaning of § 2(5), sentence 1 of the InvStG that may be acquired for the Fund in accordance with these Terms and Conditions of Investment may be taken into account.

#### **Investment units**

The Company may invest up to 10% of the value of the Fund in units of target funds, provided that they are open-end domestic and foreign investment funds.

The Company selects the target funds to be acquired based on either the terms of contract or investment focus of the target funds, or their most recent annual or semi-annual report. It may acquire all permitted types of units in domestic investment funds and investment corporations with variable capital and units in EU UCITS and open-end investment funds (which are not EU UCITS) managed by EU management companies or foreign management companies. The Company is not restricted in its selection with regard to the target fund's origin or location.

The target funds may invest a maximum of up to 10% in units of other open-end investment funds in accordance with their terms and conditions of investment. For AIF units, the following requirements must also be met:

- The target fund must have been approved in accordance with statutory rules subjecting it to effective prudential supervision for the protection of investors, and there must be adequate provision for ensuring cooperation between the supervisory authorities.
- The level of protection provided to investors must be equivalent to that enjoyed by an investor in a domestic UCITS, in particular with regard to the separation of the management and custody of assets, lending and borrowing, as well as the short-selling of transferable securities and money market instruments.

- The business operations of the target fund must be the subject of annual and semi-annual reports that permit investors to form an assessment of the assets and liabilities, as well as the income and operations, over the reporting period.
- The target fund must be a public fund for which there is no limit as to the number of units and the investors have a right to redeem said units.

The Company may not acquire, for the Fund, more than 25% of the total units issued by any one target fund.

Target funds may temporarily restrict or suspend the redemption of units within the legal framework. In this case, the Company may not return the units in the target fund to the management company or custodian of a target fund against payment of the redemption price (see also the section entitled "Risk information — Risks associated with investing in investment units"). The Company's website (http://www.universal-investment.com) provides information as to whether and to what extent the Fund holds units of target funds that have currently suspended the redemption of units.

#### **Derivatives**

#### The Company may only enter into derivatives transactions for the Fund for hedging purposes.

Derivatives are instruments whose prices depend on the price fluctuations/expectations of other assets (underlying instrument). The information below applies both to derivatives and to financial instruments with derivative components (hereinafter collectively referred to as 'derivatives').

Using derivatives must not more than double the Fund's market risk (market-risk limit). 'Market risk' is the risk of loss arising from fluctuations in the market value of assets held in the Fund; these are due to changes in variable market prices and/or rates such as interest rates, exchange rates, equity and commodity prices or changes in an issuer's credit rating. The Company must adhere to its market-risk limit at all times. The Company must determine the extent to which the market-risk limit has been reached on a daily basis, in accordance with legal requirements deriving from the Regulation on risk management and assessment when using derivatives, securities lending and repurchase agreements in investment funds under the Capital Investment Code (hereinafter referred to as 'the Derivatives Regulation').

In order to determine the extent to which the market-risk limit has been reached, the Company uses the simple approach as defined in the Derivatives Regulation. It aggregates the attributable amounts of all derivatives as well as securities lending and repurchase agreements that lead to an increased investment rate. The market value of the underlying asset is used as the attributable amount for derivatives and financial instruments with derivative components. When using derivatives and financial instruments with derivative components, the sum total of attributable amounts for market risk may not exceed the value of fund assets.

The Company may acquire derivatives on a regular basis only if it is permitted to acquire the underlying assets of such derivatives on behalf of the Fund or if the risks that these underlying assets represent could also have arisen through assets in investment funds that the Company may acquire on behalf of the Fund. The Company may, on behalf of the Fund, acquire:

Basic forms of derivatives

- Combinations of such derivatives
- Combinations of these derivatives with other assets that may be purchased for the Fund.

The Company can assess and measure with sufficient accuracy all of the Fund's market risks arising from the use of derivatives.

The Company may, on behalf of the Fund, acquire the following types of derivatives:

- a) Futures contracts on transferable securities, money market instruments, interest rates, exchange rates or currencies and financial indices that are sufficiently diversified to provide an adequate reference basis for the market to which they relate and are published appropriately ("qualified financial indices");
- b) Options or warrants on transferable securities, money market instruments, interest rates, exchange rates or currencies and on futures contracts in accordance with (a) above, as well as qualified financial indices if the options or warrants have the following characteristics:
  - exercise is possible either during the entire term or at the end thereof; and
  - the value of the option on the exercise date is linearly dependent on the positive or negative difference between the strike price and the market price of the underlying asset, and it becomes zero if the difference has the opposite (positive/negative) sign;
- c) interest rate swaps, currency swaps or interest rate-currency swaps,
- d) options on swaps in accordance with (c), provided that they bear the characteristics described (b) (swaptions),
- e) single name credit default swaps.

A negligible share of the investment strategy may also be based on what is known as a complex strategy. The Company may also invest a negligible share in complex derivatives. A share can be considered to be negligible if this, on the basis of the maximum loss, does not exceed 1% of the value of the Fund.

#### **Futures contracts**

Futures contracts are unconditionally binding on both contracting parties, requiring them to buy or sell a specific quantity of a certain underlying asset at an agreed price on a specific date (due date) or within a determined time frame. Within the scope of the investment principles, the Company may enter into futures contracts on behalf of the Fund on all assets that the Fund may acquire and that may serve as underlying instruments for derivatives in accordance with the Terms and Conditions of Investment.

# **Option transactions**

Option transactions grant a third party the right against payment (option premium) to request delivery or purchase of assets or the payment of a differential amount or to also acquire the corresponding option rights at a predetermined price (exercise price) during or at the end of a certain period of time. The Company may trade in options on behalf of the Fund within the scope of the investment principles.

## **Swaps**

Swaps are agreements exchanging the underlying payment flows or risks between the contracting parties. The Company may, on behalf of the Fund and in accordance with the investment principles, enter into

- interest rate swaps
- currency swaps
- interest and currency swaps
- variance swaps
- equity swaps
- credit default swaps.

## **Swaptions**

Swaptions are options on swaps. A swaption is the right, but not the obligation, to enter into a swap, the conditions of which are clearly specified, at a given time or within a given period. The principles listed in connection with option contracts also apply. On behalf of the Fund, the Company may only conclude swaptions that are composed of the options and swaps described above.

## **Credit default swaps**

Credit default swaps are credit derivatives which enable a potential credit default volume to be passed on to third parties. The seller of the risk pays a premium to its counterparty in return for taking on the credit default risk. In other respects, the information regarding swaps applies mutatis mutandis.

# **Total return swaps**

The Company may invest in total return swaps on behalf of the Fund. Total return swaps are derivatives in which all income and fluctuations in value of an underlying asset are exchanged for an agreed fixed interest payment. One contracting party, the collateral buyer, transfers the entire credit and market risk from the underlying asset to the other contracting party, the collateral provider. In exchange, the collateral buyer pays a premium to the collateral provider.

Total return swaps can be used for the Fund in order to hedge against price losses and risks from the underlying asset. All Fund assets deemed permissible under § 197 KAGB can be the object of a total return swap. The Company does not, however, currently intend to invest in total return swaps for the Fund.

#### Securitised financial instruments

The Company may also buy the financial instruments described above if they have been securitised. However, transactions with underlying financial instruments may be only partially included in securities (e.g. warrant bonds). The statements concerning risks and opportunities apply to such securitised financial instruments accordingly, provided the risk of loss of such securitised financial instruments is limited to the value of the transferable security.

# **Collateral strategy**

The Company accepts collateral for the account of the Fund within the scope of derivative transactions. The collateral serves to wholly or partly eliminate the risk of the counterparty defaulting in these transactions.

#### Permitted types of collateral

The Company accepts the following assets as collateral for derivative transactions:

- Bank deposits
- Transferable securities
- Money market instruments

#### Scope of collateral provided

Derivative transactions must be sufficiently collateralised to ensure that the attributable amount of the relevant counterparty's default risk does not exceed 5% of the Fund's value. If the counterparty is a credit institution which has its registered office in an EU Member State or in another State that is party to the EEA Agreement or in a third country in which equivalent prudential rules apply, the attributable value of the default risk may be up to 10% of the Fund's value.

#### Valuation discount strategy (haircut strategy)

In order to use certain valuation discounts, the Company pursues a haircut strategy on assets accepted as collateral. This covers all assets that are permitted as collateral.

#### Investment of cash collateral

Cash collateral in the form of bank deposits may be held in blocked accounts with the Fund's Custodian or, with its consent, with another credit institution. It may only be reinvested in high-quality government bonds or in money market funds with short maturity structures.

#### Custody of securities as collateral

The Company may accept securities as collateral for the account of the Fund within the scope of derivative transactions. If these securities have been transferred as collateral, they must be held in custody by the Custodian. The securities may not be reused.

# **Borrowing**

Taking out short-term loans for the joint account of investors is permitted for up to 10% of the Fund's value, provided that the terms of the loan are in line with the market and the Custodian agrees to the loan.

# Leverage

Leverage denotes any method used by the Company to increase the investment rate of the Fund. Such methods include borrowing and the acquisition of derivatives with embedded leveraged financing. The Company may use these methods for the Fund to the extent described in this Sales Prospectus. For the rules on using derivatives, see "Derivatives" under the section entitled "Investment instruments in detail". The borrowing option is explained in the preceding paragraph.

The Company may use the aforementioned methods to double (maximum) the Fund's market risk ("market risk threshold", see Section 12 "Investment instruments in detail", sub-section on derivatives). Short-term borrowing is not taken into account for calculating this threshold. It restricts the use of leverage in the Fund.

Leverage is calculated by dividing the Fund's total exposure by its net asset value. To calculate the total exposure, the net asset value of the Fund is added up to all nominal amounts of the derivative transactions used in the Fund. However, depending on market conditions, the leverage may fluctuate; as a result, the targeted level may be exceeded, despite ongoing monitoring by the Company. The Company may use derivatives for various purposes, such as hedging or optimising returns. However, the calculation of the total exposure does not distinguish between the different objectives of the use of derivatives. For this reason, the total nominal values do not indicate the potential risks involved for the Fund.

# Exception: Investment in the case of the discontinuation of the Investment Advisor

If the investment advisor is no longer available to provide investment advice for the Fund's portfolio (see rights of termination and their consequences in Section 6 "Investment Advisor"), the Company may terminate the management of the Fund, subject to providing the legally required notice period of six months. The Company shall not continue to pursue the investment policy described in Section 11 "Investment objective, investment principles and investment policy" until the end of the notice period. Instead, it shall invest the Fund's assets exclusively in bank deposits and money market instruments, provided this is permitted by the terms and conditions of investment.

#### 13. Valuation

#### General rules for the valuation of assets

#### Assets admitted to a stock exchange or traded on an organised market

Assets that are admitted to trading on a stock exchange or admitted to or included in another organised market, as well as subscription rights for the Fund, are valued at their most recently available tradable price which provides a reliable valuation, unless the "Specific rules for the valuation of individual assets" below specify otherwise.

# Assets not listed on a stock exchange or traded on organised markets, or those with no tradable price

Assets that are neither admitted to trading on stock exchanges nor admitted to or included in another organised market or for which no tradable price is available, are valued at the current market value

that is deemed appropriate on the basis of a careful assessment using suitable valuation models and taking current market conditions into account, unless the "Specific rules for the valuation of individual assets" below specify otherwise.

# Specific rules for the valuation of individual assets

#### Non-listed debt obligations and loan notes

Bonds neither admitted to trading on a stock exchange nor admitted to or included in another organised market (e.g. unlisted bonds, commercial papers and certificates of deposit) and borrower's note loans are valued on the basis of prices agreed for comparable bonds and borrower's note loans and, if applicable, the market value of bonds issued by comparable issuers with similar terms and interest rates, at a discount (if necessary) to offset the reduced saleability.

#### **Option rights and futures contracts**

Option rights of the Fund and the liabilities resulting from option rights granted to a third party, which are admitted to trading on a stock exchange or admitted to trading or included in another organised market, are valued at their last available trading price that provides a reliable valuation.

This also applies to claims and liabilities from futures contracts sold on behalf of the Fund. Margins charged to the Fund are added to the value of the Fund, taking into consideration the valuation gains and losses determined on the trading day.

#### Bank deposits, fixed-term deposits and units in investment funds

Bank deposits are, in principle, valued at their par value plus accrued interest.

Fixed-term deposits are valued at the market value, provided they can be terminated at any time and are not refunded at par value plus interest when terminated.

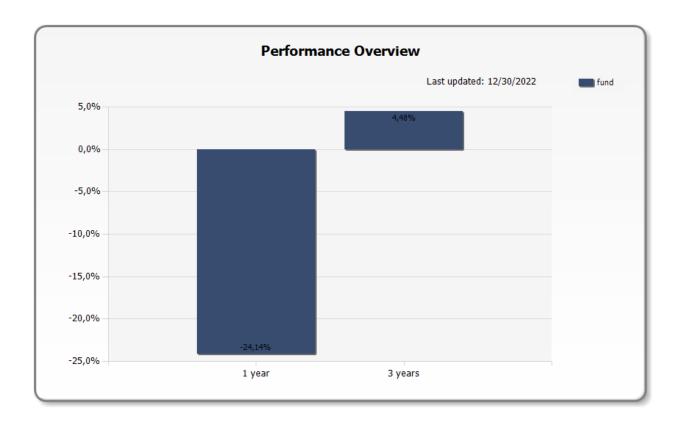
Units in investment funds (target funds) are valued, in principle, at their most recently determined redemption price or the latest available tradable price that ensures a reliable valuation. Should these values be unavailable, units in investment funds are valued at their current market value deemed appropriate on the basis of a careful assessment using suitable valuation models and taking current market conditions into account.

#### Assets denominated in foreign currencies

Assets denominated in foreign currencies shall be converted (on the same day) into euro at their exchange rate determined on the basis of The WM Company fixing at 17:00 (CET).

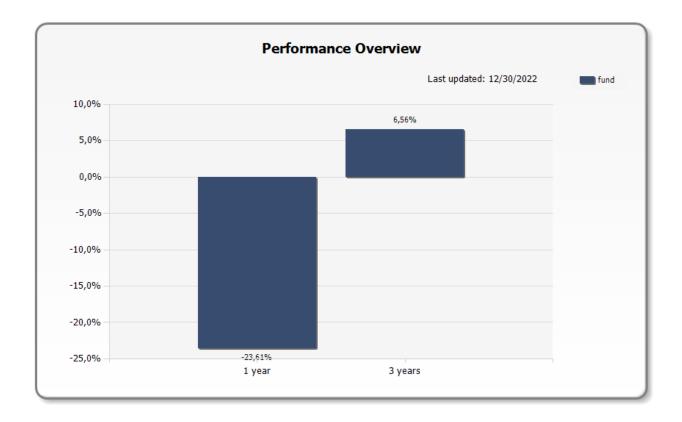
## 14. Performance

Unit class A



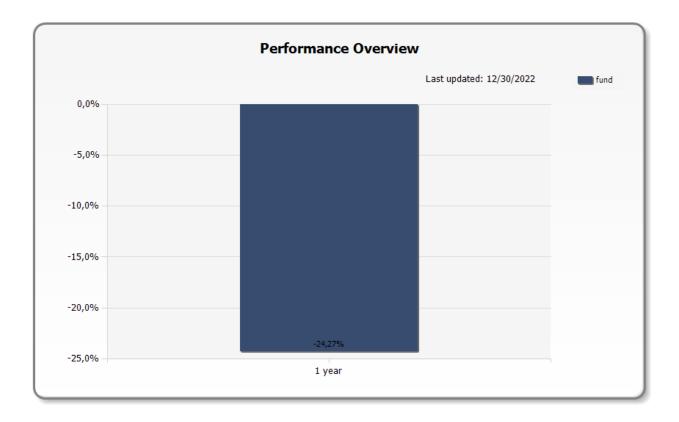
Performance using the BVI method (excluding issuing surcharges). Past performance is no guarantee of similar results in the future. These are not possible to predict. Current performance details are published in the annual and semi-annual reports and on the Company's website (http://www.universal-investment.com).

#### Unit class B



Performance using the BVI method (excluding issuing surcharges). Past performance is no guarantee of similar results in the future. These are not possible to predict. Current performance details are published in the annual and semi-annual reports and on the Company's website (http://www.universal-investment.com).

#### Unit class E



Performance using the BVI method (excluding issuing surcharges). Past performance is no guarantee of similar results in the future. These are not possible to predict. Current performance details are published in the annual and semi-annual reports and on the Company's website (http://www.universal-investment.com).

#### Unit class T

This unit class has not been in existence for an amount of time sufficient to provide meaningful information as to its historical performance. Current performance details are published in the annual and semi-annual reports and on the Company's website (http://www.universal-investment.com).

As always, historic performance is not indicative of future results.

#### 15. Sub-investment funds

The Fund is not a sub-investment fund under an umbrella structure.

#### 16. Units

The rights of the investors are securitised in unit certificates or issued as electronic unit certificates. Securitised unit certificates are securitised exclusively in global certificates. These global certificates are held in custody by a central securities depositary. Investors are not entitled to the physical delivery of unit certificates. Units may only be purchased if they are held in custody. The unit certificates are made out to the bearer.

### Issue and redemption of units

#### Issue of units

In principle, there is no limit to the number of units that may be issued. The units can be acquired from the Custodian. They are issued by the Custodian at the issue price, which corresponds to the net asset value per unit ("unit value"), plus an issuing surcharge. Units may also be acquired via third parties, which may incur additional costs. The Company reserves the right to temporarily suspend or permanently discontinue the issue of units.

If minimum investment amounts are specified for individual unit classes, these can be found in Part C "Overview of the unit classes".

#### **Redemption of units**

Investors may request the redemption of their units on each valuation day, irrespective of the minimum investment amount, provided that the Company has not restricted (see "Redemption restriction" section below) or temporarily suspended such (see "Redemption suspension" section below). Redemption orders must be placed with the Custodian or the Company. The Company is required to redeem units at the redemption price valid on the settlement date, which is equal to the unit value calculated on that date, less a redemption fee, if applicable. The redemption may also be carried out via third parties (e.g. the custodian institution), which may involve additional costs.

#### Restriction on the redemption of units

The Company may restrict the redemption of units for up to 15 consecutive business days if investors' redemption requests reach at least 10% of the net asset value on a settlement date (threshold). If the threshold is reached or exceeded, the Company will decide at its reasonable discretion whether to limit redemptions on that settlement date. If it decides to restrict redemptions, it may continue to do so for up to 14 consecutive working days on a daily discretionary basis. The decision to limit redemptions may be taken if the redemption requests can no longer be executed in the interest of all investors due to the liquidity situation of the Fund. This may be the case, for example, if the liquidity of the Fund's assets deteriorates as a result of political, economic or other events on the markets and is therefore no longer sufficient to meet redemption requests in full on the settlement date. In this case, limiting redemptions is to be regarded as a less severe means than suspending them completely.

If the Company has decided to limit redemptions, it will only redeem units on a pro rata basis at the redemption price applicable on the settlement date. Furthermore, the redemption obligation does not apply. This means that each redemption order will only be executed on a pro rata basis based on a quota to be determined by the Company. The Company determines the quota in the interest of the investors on the basis of the available liquidity and the total order volume for the settlement date concerned. The amount of liquidity available largely depends on the current market environment. The quota determines the percentage share at which the redemption requests are paid out on the settlement date. The unexecuted portion of the order (residual order) will also not be executed by the Company subsequently, but will expire (pro rata approach with expiry of the residual order).

The Company decides on each trading day whether and on the basis of which quota it will limit redemptions. The Company may restrict redemptions for a maximum of 15 consecutive business days. The possibility to suspend the redemption remains unaffected.

The Company shall publish information on the restriction on the redemption of units, and the lifting thereof, on its website http://www.universal-investment.com immediately.

The redemption price corresponds to the unit value determined on this day – less a redemption discount, if applicable. The redemption may also be carried out via third parties (e.g. the custodian institution), which may involve additional costs for the investor.

#### Settlement of unit issue and redemption

The Company complies with the principle of equal treatment of investors by ensuring that no investor can gain advantages by buying or selling units at unit values that are already known. A daily order acceptance deadline has therefore been set. The settlement of issue and redemption orders received by the custodian or the Company by the order acceptance deadline is carried out at the latest on the valuation day following receipt of the order (=settlement day) at the unit value then determined. Orders received by the Custodian or Company after the cut-off time will not be settled until the valuation date plus one (= settlement date) at their unit value then determined. The order acceptance deadline for this Fund can be obtained from the Custodian. It is subject to change at any time.

In addition, third parties – e.g. the custodian bank – may act as intermediaries for the issue or redemption of units. This may result in longer settlement periods. The Company has no influence on the different settlement procedures of custodian banks.

### Suspension of unit redemption

The Company may temporarily suspend the redemption of units in the event of extraordinary circumstances which appear to require such suspension in the interests of the investors. Such extraordinary circumstances could include instances in which a stock exchange, on which a significant part of the Fund's transferable securities are traded, is closed unexpectedly, or circumstances in which assets cannot be disposed of or the Fund's assets cannot be valued. Moreover, BaFin may instruct the Company to suspend the redemption of units if this is deemed necessary in the interests of the investors or the public.

The Company reserves the right to redeem or exchange units at the redemption price that is valid at the time only after promptly disposing of assets held by the Fund, provided that the interests of all investors are safeguarded. A temporary suspension may be followed directly by a liquidation of the investment fund without the redemption of units being resumed (see the "Liquidation, transfer and merger of the Fund" section).

The Company shall notify investors that it is suspending and resuming the redemption of units by publishing notices in the German Federal Gazette and also on the Company's website (http://www.universal-investment.com). Investors will also be informed by the agent maintaining their securities account via a durable medium, i.e. in hard copy or in electronic form.

The Company does not allow market timing or other trading strategies aimed at making short-term profits. Should the Company have reason to believe that such short-term strategies are being used for speculative purposes, it reserves the right to reject applications to subscribe/redeem units in the Fund.

#### **Exchange of units**

It is not possible to exchange units between the individual unit classes. Should the Company liquidate a unit class, it is not obliged to offer investors units in another unit class (details concerning the liquidation of a unit class can be found under in the section entitled "Liquidation, transfer and merger of the Fund").

## Liquidity management

The Company has established written policies and procedures for the Fund that enable it to monitor the Fund's liquidity risks and to ensure that the liquidity profile of the Fund's investments covers the underlying liabilities of the Fund.

Subject to the investment strategy described in Section 11 "Investment objective, investment principles and investment policy", the Fund's liquidity profile is as follows:

- The Fund aims to invest in assets, which can, in the opinion of the investment advisor at the time of this Sales Prospectus going into print, be nearly fully liquidated within a week.
- The Company shall monitor liquidity risks that may arise at Fund level, at asset level or as a result of increased redemption orders from investors, in the manner described below:
  - The Company must implement a liquidity management system during the course of its business activities for each fund and ensure that investment strategies, liquidity profiles and redemption principles are consistent.
  - The Company's liquidity management system is available in a reasonably documented form, revised at least once a year and updated if necessary.
  - o The implemented liquidity management system ensures, as a general rule, that the liquidity level of a given fund covers its underlying liabilities, with the relative liquidity of its assets being valued, inter alia, on the basis of the duration and price at which assets are disposed of.
  - The liquidity level of each fund is also monitored in terms of its key obligations and liabilities as well as the marginal contribution of each individual asset. To this end, the Company considers (inter alia) the profile of the Fund's investor base, the type of investors, the relative size of investments in the Fund and their redemption terms and conditions. If the Fund's assets are invested in other undertakings for collective investment, the approach to liquidity management followed by the asset managers of said other undertakings for collective investment is monitored and checks are regularly made to see if the redemption terms and conditions have been changed.
  - The Company employs reasonable liquidity measurement precautions and procedures in order to determine the quantitative and qualitative risks of the Fund's individual assets. It does so based on reasonable knowledge and experience with regard to the liquidity of individual assets as well as with regard to the related trading volume, price sensitivity and spreads under normal and extraordinary liquidity conditions.
  - As part of its liquidity management, the Company ensures that the processes and instruments necessary for managing liquidity risks are implemented. It does so by identifying the normal and extraordinary circumstances under which these instruments and precautionary measures may be used, with all investors being treated equally. The Company has appropriate escalation

processes in place to manage current and potential liquidity problems or other emergency situations within the Fund.

- The Company sets individual liquidity limits, taking into account the nature, scope and complexity of each individual managed fund. These limits, which are continuously monitored, reflect the underlying liabilities and redemption principles; reasonable steps are taken to improve the liquidity situation if they are or may be exceeded. When setting these limits, the Company considers the liquidity management guidelines, the appropriateness of the liquidity profile of the Fund's assets, and the impact of atypical redemption requests. Periodic fluctuations are possible.
- The Company conducts regular stress tests with which it can assess the Fund's liquidity risks. The Company conducts stress tests based on current reliable quantitative or, if this is inadequate, qualitative information available. These may include investment strategies, redemption periods, payment obligations and deadlines within which assets may be disposed of, as well as information regarding general investor behaviour and market developments. The stress tests simulate a situation of a lack of liquidity of assets in the Fund, as well as atypical redemption requests. These are performed with a frequency appropriate for the Fund (at least once a year) and take into consideration the Fund's investment strategy, liquidity profile, investor structure and redemption rules.

Redemption rights under normal and extraordinary circumstances and the restriction or suspension of redemption are set out under "Issue and redemption of units" and "Restriction of unit redemption" or "Suspension of unit redemption" in the "Units" section. The risks involved are explained in the "Risk information" section, subsections "Fund investment risks" ("Restriction of unit redemption" or "Suspension of unit redemption" and "Risks of limited or increased liquidity of the Fund (liquidity risk)").

# **Stock exchanges and markets**

It is possible that Fund units may also be traded on other markets.

Fund units are not admitted to (official) trading on stock exchanges. However, it cannot be ruled out that the units may be traded on stock exchanges or other markets without the consent of the Company.

The market price forming the basis for stock market dealings or trading on other markets is not determined exclusively by the value of the assets kept in the fund but also by supply and demand. That market price can therefore differ from the unit price.

#### Fair treatment of investors and unit classes

The Fund consists of different unit classes. Units with different characteristics are issued. Units with the same characteristics form a unit class.

The unit classes may differ in terms of the investors allowed to acquire and hold units, the appropriation of income, the issuing surcharge, the redemption fee, the currency of the unit value, including use of currency hedging transactions, the management fee, the custodial fee, the fee for the advisory or asset management companies, the performance fee, remuneration for the administration of derivatives transactions and securities for derivatives transactions, the Distributor, the minimum investment amount or a combination of these characteristics. Unit classes shall be listed individually in the Sales Prospectus and in the annual and semi-annual reports. The characteristics of the unit classes are

described in detail in the Sales Prospectus and the annual and semi-annual reports. For details of the ways in which the unit classes of the Fund may differ, see Section 16 "Units", subsections "Issue and redemption of units" and "Issue and redemption prices", Section 17 "Management fees and other costs" and Section 19 "Calculation and use of income; financial year".

An overview of the unit classes and their individual issue dates can be found in Part C "Overview of the unit classes".

Due to the different characteristics, the financial results achieved by investors by investing in the Fund may vary depending on the unit class of the units acquired. This applies to both pre-tax and post-tax returns achieved by the investor.

The unit value is calculated separately for each unit class by attributing the costs and fees (including any taxes to be paid out of the Fund's assets) that apply to a given unit class, including any income equalisation, exclusively to that unit class.

Assets may only be acquired for the Fund as a whole, not for individual unit classes or groups of unit classes.

Pursuant to § 4(1) of the Special Terms and Conditions of Investment, other unit classes may be created. The Company may, at its discretion, launch new unit classes in the future. However, the rights of investors who have acquired units in existing unit classes shall not be affected. The costs associated with launching a new unit class may only be charged to the investors of the new unit class.

The Company must treat investors in the Fund in a fair manner. When managing liquidity risks and the redemption of units, it may not put the interests of any particular investor or group of investors ahead of those of any other investor or group of investors.

For details on how the Company ensures the fair treatment of investors, see "Settlement of unit issue and redemption" and "Liquidity management" above.

# Issue and redemption prices

To calculate the issue and redemption prices for the units, the Company shall on each valuation date – under the supervision of the Custodian – calculate the value of the assets held by the Fund less its liabilities ("net asset value"). The value of each unit ("unit value") is calculated by dividing the net asset value thus obtained by the number of units issued.

The value of the Fund units will be calculated on all trading days. The Company and Custodian are not required to determine the value on statutory public holidays which are trading days within the scope of the KAGB or on 24 or 31 December of each year. At present, unit prices are not calculated on New Year's Day, Good Friday, Easter Sunday, Easter Monday, May Day, Ascension Day, Whit Sunday, Whit Monday, Corpus Christi, the Day of German Unity, Christmas Eve, Christmas Day, 26 December and New Year holidays.

The value of a unit class shall be calculated when the units are first issued on the basis of the value determined for the entire Fund, pursuant to § 168(1)(1) KAGB.

The value of a unit class is derived from the total change in the Fund's net value proportionally attributable for that unit class compared with the preceding valuation date and the value of that unit class on the preceding valuation date. The value of a unit class shall be determined every trading day, except on the days stated above. The value of a unit in a unit class is equal to the value of the unit class divided by the number of units issued for said unit class.

The income equalisation shall be calculated for each unit class.

#### Suspension of the calculation of the issue and redemption price

The Company may temporarily suspend the calculation of the issue and redemption prices under the same conditions as the redemption of units. These are explained in more detail under "Suspension of unit redemption" in Section 16 "Units".

#### **Issuing surcharge**

When setting the issue price, an issuing surcharge is added to the unit value. The issuing surcharge equals 3% of the unit value. The Company may charge a reduced issuing surcharge, or not charge one at all, for the Fund or one or more unit classes. This issuing surcharge can reduce or even completely erode performance gains, particularly in the case of short-term investments. It is essentially payment for distributing the Fund's units. The Company can pass the issue surcharge on in consideration for distribution charges to any intermediaries.

The current issuing surcharge for the individual unit classes is detailed in Part C "Overview of the unit classes".

#### **Redemption fee**

No redemption fee is charged.

For details of the redemption fee for individual unit classes, see Part C "Overview of the unit classes".

### Publication of the issue and redemption prices

The issue and redemption prices are published on each trading day on the Company's website (http://www.universal-investment.com).

#### 17. Costs

# Costs relating to the issue and redemption of units

Units may be issued and redeemed via the Company and the Custodian at the issue price (unit value plus issuing surcharge) or the redemption price (unit value) without any additional costs.

If units are redeemed via third parties, costs may be incurred. If units are sold via third parties, costs higher than the issuing price may also be charged.

### Management fees and other costs

Fees to which the Company is entitled from the UCITS investment fund:

In return for managing the Fund, the Company receives a fee (payable monthly) of up to a twelfth of 1,90% p.a. of the average net asset value of the Fund during the accounting period, which is calculated by taking the values on each valuation date. The Company may charge a reduced fee, or not charge one at all, for the Fund or one or more unit classes. The Company shall specify the management fee for each unit class in the Sales Prospectus and the annual and semi-annual reports.

The fees to be paid out of the Fund to third parties:

The Company may call upon the services of an investment advisor or an asset management company when implementing its investment strategy. The remuneration of the investment advisor or asset management company will be covered by the management fee stated in Paragraph 1.

The Company may call upon the services of third parties for the purposes of or when managing derivative transactions and collateral for said transactions. In this case, these third parties jointly receive a fee (payable quarterly) amounting to up to a quarter of 0.15% p.a. of the Fund's average net asset value during the accounting period, which is calculated by taking the values on each valuation date. The Company may charge a reduced fee, or not charge one at all, for the Fund or one or more unit classes. These fees are not covered by the management fee; as a result, the Company charges them to the Fund. The Company shall specify the fees paid to third parties for each unit class in the Sales Prospectus and the annual and semi-annual reports.

In return for its duties, the Custodian receives a fee (payable quarterly) of up to a quarter of 0.20% p.a. of the Fund's average net asset value during the accounting period, which is calculated by taking the values on each valuation date. The Custodian may charge a reduced fee, or not charge one at all, for the Fund or one or more unit classes. The Company shall specify the custodian fee for each unit class in the Sales Prospectus and the annual and semi-annual reports.

The amount which is taken out of the Fund each year in the form of fees according to the above paragraphs may in total be up to 2.25% p.a. of the average net asset value of the Fund during the accounting period, as calculated on the basis of the values on each valuation date.

In addition, the Company may receive a performance fee from the UCITS investment fund of up to 15% of the amount by which the unit value at the end of an accounting period exceeds the maximum unit value at the end of the five preceding accounting periods ("high-water mark"), but only if the unit value at the end of the accounting period also exceeds the unit value at the beginning of the accounting period by 6% ("hurdle rate"), subject to a maximum of 10% of the average net asset value of the UCITS investment fund during the accounting period, which is calculated by taking the values on each valuation date. If unit classes are created, sentence 1 applies accordingly to each unit class. If there are fewer than five previous accounting periods for the UCITS investment fund or unit class, all previous accounting periods will be taken into account when calculating the fee. In the first accounting period following the launch of the UCITS investment fund or unit class, the high-water mark will be replaced by the unit value at the beginning of the first accounting period.

The accounting period begins on 1 January and ends on 31 December of each calendar year. The first accounting period begins with the launch of the UCITS investment fund or unit class and ends on the second 31 December thereafter.

The unit value performance is to be calculated using the BVI method<sup>2</sup>. Based on the outcome of a daily calculation, any calculated performance fee incurred is set aside within the UCITS investment fund per unit issued, or any provision that has already been posted is reversed accordingly. Dissolved provisions are allocated to the UCITS investment fund. A performance fee may be paid out only if appropriate provisions have been made.

The Company may charge a reduced performance fee, or not charge one at all, for the UCITS investment fund or for one or more unit classes. The Company specifies the performance fee charged for each unit class in the Sales Prospectus and in the annual and semi-annual report.

# An overview of the fees currently charged for each unit class can be found in Part C "Overview of the unit classes".

In addition to the fees due to the Company, the Custodian and the advisory or asset management company, the following expenses shall be charged to the Fund:

- standard custodian and account fees, including any standard bank charges for the custody of foreign assets abroad;
- costs of printing and dispatching statutory sales documentation intended for investors (annual and semi-annual reports, Sales Prospectus, Key Information Document);
- costs of publishing the annual and semi-annual reports, the issue and redemption prices and, if applicable, the distributions or reinvestments and the liquidation report;
- costs of setting up and using a durable medium, except in the case of information concerning fund mergers and measures in connection with investment limit infringements or calculation errors when ascertaining the unit value;
- costs of auditing the Fund by its auditor;
- costs of enforcing and implementing legal claims by the Company on behalf of the Fund, as well defending claims raised against the Company at the cost of the Fund;
- fees and costs charged by government bodies with respect to the Fund;
- costs of legal and tax advice in connection with the Fund;
- costs of appointing proxies;
- costs of analysing the Fund's investment performance by third parties;
- taxes incurred in connection with the fees payable to the Company, Custodian and third parties, as well as the aforementioned expenses, including taxes arising in connection with management and custody activities.

In addition to the above-mentioned fees and expenses, costs arising in connection with the acquisition and disposal of assets will be charged to the Fund.

<sup>&</sup>lt;sup>2</sup> An explanation of the BVI method is published on the website of BVI Bundesverband Investment und Asset Management e.V. (www.bvi.de).

The following explanations in terms of the amounts to be charged to the Fund can be made for the aforementioned expenses:

- The statutory auditor's remuneration for auditing the fund consists of a basic fee and other surcharges, which depend in particular on the number of segments and unit classes of the Fund and its fund volume; the maximum amount of this fee is EUR 20,000 plus VAT. The actual costs may be lower or higher. The amount specified is therefore an estimate.
- BaFin may charge fees or costs (which are borne by the Fund) for approving the Fund's Terms and Conditions of Investment, approving the Custodian, amending the Terms and Conditions of Investment as well as for other administrative acts related to the Fund. The amounts of these fees or costs can be found in the Regulation governing the apportionment of costs pursuant to the Financial Services Supervision Act [FinDAGKostV], as amended. The applicable version of this regulation is available on BaFin's website (www.bafin.de).
- The fee for appointing a proxy for the holding of General Meetings amounts to EUR 130 per General Meeting. If the General Meeting is held for several investment funds, a pro rata calculation for the Fund is carried out. The number of general meetings to be held by the proxy for the Fund depends on the latest composition of the portfolio in each case. No maximum amount is established or estimated beforehand.
- The amount of the costs incurred in the context of the acquisition and disposal of assets depends on the number of transactions actually conducted. The Company assumes a maximum amount of 2% of the average volume of the Fund for the period of one financial year of the Fund. The transaction costs during this period may actually be lower or higher. The aforementioned percentage is therefore an estimate.
- With regard to the other expenses mentioned above, only those that were actually incurred are charged to the Fund. Since the amount of these expenses depends, inter alia, on the size of the Fund, the portfolio composition and the number of investors in the Fund, no maximum amount for these expenses is established or estimated in advance.

The Company normally passes some of its management fee on to intermediaries in consideration for distribution services. This may also involve significant portions. The Custodian and Investment Advisor use some of the fees that they receive to support the distribution activities of intermediaries; said fees are usually based on the level of mediation involved.

At their sole discretion, the Company, Custodian and Investment Advisor may agree with individual investors to partially return the fee already received to such investors. In particular, this may apply if institutional investors invest large amounts directly and on a long-term basis.

The Company may use non-cash benefits in connection with transactions conducted on behalf of the Fund (broker research, financial analyses, market and price information systems), which are used when making investment decisions in the interests of the unitholders. The Company does not receive any refunds from fees and expenses paid from the Fund to the Custodian and third parties. For further information, please refer to the relevant annual reports.

#### Details and costs with regard to the acquisition of investment units

In addition to its fee for managing the Fund, the Company also charges a management fee for units in investment funds (target funds) held in the Fund.

If the Fund invests a considerable proportion of its value in investment units, all management fees are taken into account when calculating the total expense ratio (see below).

Investors should also bear in mind that the Fund may be charged issuing surcharges or redemption fees on the purchase of other investment units, which will be charged to the Fund. In addition to these costs, the fees, costs, taxes, commissions and other expenses incurred by the respective target fund in relation to investment units in which the Fund invests are to be borne indirectly by the Fund's investors. The Fund may also invest in investment units that have a different fee structure (e.g. flat fee, performance fee) or for which additional types of fees may be charged.

If a target fund is directly or indirectly managed by the Company or another company with which the Company is affiliated through a significant direct or indirect shareholding, the Company or the other company may not charge the Fund any issuing surcharges or redemption fees for the purchase or redemption of investment units in the target funds.

The issuing surcharges and redemption fees charged to the Fund for the acquisition and redemption of units in other investment funds shall be stated in the annual and semi-annual reports. In addition, the fee that has been charged to the Fund (in the form of a management fee for the units held therein) by a domestic or foreign capital management company or a capital management company associated with the Company by way of a unitholding will be published.

#### **Total expense ratio**

Management costs charged to the Fund shall be published in the annual report and shown as a proportion of the Fund's average volume ("total expense ratio"). This comprises the fee for managing the Fund, the custodian fee and expenses which may be additionally charged to the Fund (see above). Incidental costs and costs arising from the purchase and sale of assets (transaction costs) are excluded. The total expense ratio is published in the Key Information Document as "current costs".

#### Differing cost reporting by distributors

If a third party advises the investor on the purchase of units or arranges the purchase, this third party may disclose costs or expense ratios that do not correspond with the cost information in this Sales Prospectus and in the Key Information Document and that may exceed the total expense ratio described here. In particular, this may occur if the third party adds costs for its own services (such as brokering, consulting or securities account management). In addition, the third party may add, as applicable, one-off costs for issuing surcharges and will usually use different calculation methods or different estimates for costs applicable at fund level, which in particular include the Fund's transaction costs.

Deviations may occur in the identification of costs both in information before contract closure and in regular cost information on the existing fund investment as part of a long-term customer relationship.

# 18. Remuneration policy

The Company is subject to the prudential requirements that are applicable to capital management companies as regards the structuring of its remuneration system. The Company has detailed the

characteristics in a remuneration policy that aims to ensure a sustainable remuneration system that avoids misplaced incentives to take excessive risks.

The Company's remuneration system is examined at least once a year by the Company's remuneration committee for its suitability and compliance with all statutory provisions. It includes fixed and variable remuneration elements. Setting ranges for overall remuneration ensures that there is no significant dependence on variable remuneration and that the ratio between variable and fixed remuneration is reasonable.

Specific rules apply to Company executives and employees whose activities have a significant influence on the Company's overall risk profile and on the investment funds managed by it ("risk takers"). For these employees, at least 40% of the variable remuneration must be deferred for a minimum three-year period. During this period, the deferred portion of the remuneration is risk-dependent, i.e. it may be reduced if the employee or the Company makes negative profit contributions. At the end of each year of the waiting period, the deferred remuneration portion becomes proportionally non-forfeitable and is paid out on the respective payment deadline.

Further details concerning the Company's current remuneration policy are published on the website http://www.universal-investment.com/de/Verguetungspolitik-D. This includes a description of the calculation methods for remuneration and benefits to certain employee groups as well as the details of the persons responsible for the allocation including the members of the remunerations committee. A hard copy of the information will be made available by the Company on request.

### 19. Calculation and use of income; financial year

The Fund may generate income from interest, dividends and income on investment units accrued during the financial year and not used to cover costs. Other income may result from the disposal of assets held for the account of the Fund.

# Income equalisation procedure

The Company applies an "income equalisation procedure" for the Fund. This means that pro rata returns incurred during the financial year, which the buyer of units must pay via the issue price and which the seller of units receives via the redemption price, are continuously offset. The expenses incurred are included when income equalisation is calculated.

The income equalisation procedure is applied to balance fluctuations in the relationship between returns and other assets which have arisen due to net inflows or outflows following the sale or the redemption of units. Otherwise, every net inflow of liquid assets would reduce the return portion of the asset value of the Fund while every outflow would increase it.

The result of the income equalisation procedure is that, in the case of accumulating unit classes, the income per unit reported in the annual report is not affected by the number of units in circulation and, in the case of distributing unit classes, the distribution amount per unit is not affected by the unpredictable performance of the Fund or the number of units in circulation. It is thus accepted that investors who, for example, acquire units shortly before the distribution date will get back the part of the issue price relating to income in the form of a distribution, even though their paid-in capital did not contribute to generating the income.

# **Appropriation of income**

In the case of distributing unit classes, the Company generally distributes to investors within four months of the end of the financial year the interest, dividends and income from investment units (insofar as they are attributable to these unit classes) which are accrued during the financial year for the account of the Fund and are not used to cover costs – taking into account the associated income equalisation. Realised capital gains – taking the relevant income equalisation into account – may also be distributed on a pro rata basis.

Interim distributions are permissible.

If the units are held by the Custodian in a securities account, its offices will credit distributions free of charge. Additional costs may be incurred if the securities account is maintained with another bank or savings bank.

For accumulating unit classes, the income attributable to such unit classes is not distributed. Instead, it is reinvested in the Fund.

Information concerning the appropriation of income for each unit class can be found in Part C "Overview of unit classes".

# Financial year

The Fund's financial year begins on 1 September and ends on 31 August of the following year.

# 20. Liquidation, transfer and merger of the Fund

#### Conditions for the liquidation of the Fund

Investors are not entitled to demand that the Fund be liquidated. The Company may terminate its right to manage the Fund subject to at least six months' notice via publication in the German Federal Gazette, as well as in the annual or semi-annual report. Investors shall also be informed of this termination by the agent maintaining their securities account via a durable medium, i.e. a hard copy or in electronic form. On the date when the termination takes effect, the right of the Company to manage the Fund shall expire.

Moreover, the right of the Company to manage the Fund ceases if insolvency proceedings are opened against the Company's assets or following a court order rejecting the opening of insolvency proceedings due to insufficiency of assets.

When the Company loses its authority to manage, the right to dispose of the Fund shall pass to the Custodian, who shall liquidate the Fund and distribute the proceeds to investors or – subject to BaFin approval – transfer the management to another capital management company.

#### Procedure for liquidation of the Fund

With the transfer of the right of disposal over the Fund to the Custodian, the issue and redemption of units will cease and the Fund will be liquidated.

The proceeds from the sale of the Fund's assets, less any costs that are still to be borne by the Fund and the costs resulting from the liquidation procedure, shall be distributed to investors, who shall be entitled to receive payment of the liquidation proceeds in proportion to their number of units held in the Fund.

The Company shall issue a liquidation report on the day on which its right of management expires, which shall comply with the requirements applicable to the annual report. The liquidation report shall be published in the German Federal Gazette no later than three months after the relevant date of liquidation of the Investment Fund. While the Custodian is liquidating the Fund, it shall draw up reports annually, as well as on the day the liquidation has been completed, which meet the requirements for an annual report. These reports shall likewise be published in the German Federal Gazette no later than three months after the relevant date.

#### **Transfer of the Fund**

The Company may transfer the right to manage and dispose of the Fund to another management company. The transfer is subject to prior approval by BaFin. The approved transfer will be published in the Bundesanzeiger (Federal Gazette) and also in the Fund's annual report or semi-annual report and on the website http://www.universal-investment.com. The date on which the transfer becomes effective is determined by the contractual agreements between the Company and the absorbing capital management company. Transfers shall become effective at the earliest three months after they are published in the German Federal Gazette. Other rights and obligations of the Company with respect to the Fund are then transferred to the absorbing capital management company.

#### Conditions for the merger of the Fund

All the assets of this Fund may – subject to BaFin approval – be transferred to another investment fund, be it existing or newly created by the merger, that must meet the requirements for a UCITS that was established in Germany or another EU or EEA member state. All of the Fund's assets may be transferred to a domestic investment corporation with variable capital, be it existing or newly created by the merger.

Such transfer shall take effect from the end of the financial year of the Fund (transfer date), unless another transfer date is determined.

#### Rights of investors upon merger of the Fund

Investors have up to five working days before the planned transfer date to either redeem their units without further costs (except for the costs deducted to cover the liquidation costs) or to exchange their units for those in another open-end public investment fund that is also managed by the Company or a company in the same group and which has a similar investment policy to the Fund.

Prior to the planned transfer date, the Company must inform the investors in the Fund of the reasons for the merger, the potential effects for the investors, their rights in relation to the merger and key procedural aspects via a durable medium such as in hard copy or electronic form. Investors shall also receive the Key Information Document for the investment fund to which the Fund's assets will be transferred. Investors must receive the above information at least 30 days before the deadline for redemption or conversion of their units.

On the transfer date, the net asset values of the Fund and the absorbing investment fund shall be calculated, the exchange ratio determined and the entire exchange process audited by the statutory auditor. The conversion ratio will be based on the ratio of the net asset values of each unit in the Fund and in the absorbing investment fund at the time of transfer. Investors shall receive a number of units in the absorbing investment fund which corresponds to the value of their units in the Fund.

Investors who do not exercise their right of redemption or conversion will become investors of the absorbing investment fund with effect from the date of transfer. Where appropriate, the Company may also agree with the management company of the absorbing investment fund that the investors of the Fund will receive payment in cash for up to 10% of the value of their units. The Fund will cease to exist upon transfer of all of its assets. If the transfer is made during the current financial year of the Fund, the Company must draw up a report on the transfer date that meets the requirements for an annual report.

The Company shall give notice in the German Federal Gazette and on the website http://www.univer-sal-investment.com if the Fund has been merged with another investment fund also managed by the Company and the merger has taken effect. If the Fund is to be merged with another investment fund that is not managed by the Company, the company managing the absorbing or newly established investment fund will be responsible for announcing that the merger has taken effect.

# 21. Summary of tax regulations

These statements concerning tax regulations apply only to investors who are subject to unlimited tax liability in Germany. Investors who have unlimited tax liability are hereinafter referred to as "German tax residents". We recommend that foreign investors consult their tax advisors prior to acquiring units in the Fund described in the Sales Prospectus in order to discuss any possible tax implications in their country of residence arising from the acquisition of units. Foreign investors are investors who do not have unlimited tax liability. They are hereinafter referred to as "non-residents for tax purposes".

As a special-purpose fund, the Fund is generally exempt from corporation and trade tax. However, it is partially liable to corporation tax with its domestic investment income and other domestic income in accordance with the limited income tax liability, with the exception of gains from the sale of shares in corporations. The tax rate is 15%. If the taxable income is paid as part of the capital gains tax deduction, the 15% tax rate already comprises the solidarity surcharge.

However, for private investors the investment returns are subject to income tax as income from capital assets insofar as they, together with other capital gains, exceed the currently applicable saver's flat-rate annual allowance<sup>3</sup>.

Income from capital assets is generally subject to a tax deduction of 25% (plus the solidarity surcharge and, as applicable, church tax). Income from capital assets also includes income from investment funds (investment income), i.e. the Fund's distributions, advance lump sums and gains from the sale of units. Under certain circumstances, investors may receive a flat-rate share of these investment returns on a tax-free basis ("partial exemption").

<sup>&</sup>lt;sup>3</sup> Since 2023, the savings allowance has been EUR 1,000 for individual assessment, and EUR 2,000 for joint assessment.

In principle, for private investors, the tax deduction acts as a final payment ("flat-rate withholding tax") so, as a rule, income from capital assets does not need to be declared in the income tax return. When deducting the tax, the institution maintaining the securities account will generally already have offset losses as well as foreign withholding taxes resulting from the direct investment.

However, the tax deduction may have no settlement effect if the personal tax rate is below the settlement rate of 25%. In this case, income from capital assets may be declared in the income tax return. The tax authorities then apply the lower personal rate of tax and offset the aforementioned tax deduction against the personal tax liability (favourable tax treatment).

If income from capital assets was not subject to tax deduction (e.g. gains from the disposal of fund units were generated in a foreign securities account), said income must be declared in the tax return. As part of the assessment, income from capital assets is also subject to the withholding tax rate of 25% or the personal tax rate, whichever is lower.

If units are held as business assets, the income is considered taxable as operating income.

# Units held as personal assets (German tax residents)

#### Distributions

Distributions of the Fund are generally taxable.

However, the Fund meets the taxation-related requirements for an equity fund, so 30% of distributions are tax-free.

The taxable distributions are generally subject to the tax deduction of 25% (plus the solidarity surcharge and church tax if applicable).

The tax deduction need not be applied if the investor is a resident for tax purposes and presents an exemption order, provided that the taxable income elements does not exceed the<sup>4</sup> currently applicable saver's flat-rate annual allowance.

This also applies when providing a certificate for persons that are not expected to be subject to income tax (non-assessment certificate).

If a domestic investor keeps units in a domestic securities account, the institution maintaining the securities account (as the paying agent) will not deduct tax if, before the date set for distribution, it receives an exemption order for a sufficient amount and issued in accordance with the official template or a non-assessment certificate issued by the tax authorities for a maximum period of three years. In this case, the investor will be credited for the full amount of the distribution.

### **Advance lump sums**

The advance lump sum is the amount by which the Fund's distributions in a calendar year fall short of the basic income for that calendar year. The basic income is calculated by multiplying the redemption

<sup>&</sup>lt;sup>4</sup> Since 2023, the saver's flat-rate annual allowance has been EUR 1,000 for single persons or for spouses assessed separately, and EUR 2,000 for spouses assessed jointly.

price of the unit at the beginning of a calendar year by 70% of the basic interest rate, which is derived from the potential long-term return from public bonds. The basic income is limited to the additional amount arising between the first and the last redemption price fixed in the calendar year plus the distributions within the calendar year. The advance lump sum is reduced by one twelfth for each full month that precedes the month of the acquisition in the year that the units are acquired. The advance lump sum is deemed to have been accrued on the first working day of the following calendar year.

Advance lump sums are generally taxable.

However, the Fund meets the tax requirements for an equity fund, which means that 30% of the advance lump sums are tax-free.

The taxable advance lump sums are generally subject to the tax deduction of 25% (plus the solidarity surcharge and church tax if applicable).

The tax deduction need not be applied if the investor is a resident for tax purposes and presents an exemption order, provided that the taxable income elements do not exceed the<sup>5</sup> currently applicable saver's flat-rate annual allowance.

This also applies when providing a certificate for persons that are not expected to be subject to income tax (non-assessment certificate).

If a domestic investor keeps units in a domestic securities account, the institution maintaining the securities account (as the paying agent) will not deduct tax if, before the time of accrual, it receives an exemption order for a sufficient amount and issued in accordance with the official template or a non-assessment certificate issued by the tax authorities for a maximum period of three years. No tax is levied in this case. Otherwise, the investor must make the amount of tax to be paid available to the domestic institution maintaining the securities account may recover the amount of tax payable from an account that is held with it and registered in the name of the investor, without the investor's consent. Provided that the investor does not object to this prior to receipt of the advance lump sum, the institution maintaining the securities account may also recover the amount of the tax that has to be deducted from an account held in the name of the investor to the extent that an overdraft facility agreed with the investor for this account has not been used. If the investor does not meet its obligation to provide the amount of tax to be paid to the domestic institution maintaining the securities account, said institution must notify the competent tax office of such. In this case, the advance lump sum must be declared to this extent in the investor's income tax return.

#### Capital gains at investor level

If units are sold in the Fund, the capital gain will be subject to the withholding tax rate of 25%.

However, the Fund meets the taxation-related requirements for an equity fund, so 30% of capital gains are tax-free.

Since 2009, the saver's flat-rate annual allowance has been EUR 1,000 for single persons or for spouses assessed separately, and EUR 2,000 for spouses assessed jointly.

If the units are held in a domestic securities account, the institution maintaining the securities account shall apply the tax deduction taking into account any partial exemptions. The 25% tax deduction (plus solidarity surcharge and church tax, if applicable) can be avoided by presenting a sufficient exemption order or non-assessment certificate. If such units are sold by a private investor at a loss, the loss – reduced due to a partial exemption, as applicable – may be offset against other positive income from capital assets. If the units are held in a domestic securities account, and positive income has been obtained from capital assets with the same agent maintaining the securities account over the same calendar year, then the agent maintaining the securities account will offset the losses.

In determining the capital gain, the profit must be reduced by the advance lump sums recognised during the period of ownership.

### Units held as business assets (German tax residents)

#### Refund of the Fund's corporation tax

Any corporation tax incurred at fund level may be refunded to the Fund for forwarding to an investor if the investor is a domestic corporation or association of individuals or assets which is solely and directly used for charitable, benevolent or religious purposes according to the Articles of Association or the foundation business or other constitution and according to its actual form of management, or if it is a foundation under public law which is used solely and directly for charitable purposes or benevolent purposes, or if it is a legal person under public law which is solely and directly used for religious purposes; this does not apply if the units are held in a commercial business. The same applies to similar foreign investors with their registered office and management in a foreign country that provides administrative and recovery assistance.

The prerequisite for this is that such an investor submit a corresponding application and the corporation tax incurred be allocated pro rata to the investor's period of ownership. Furthermore, the investor must have been a legal and beneficial owner of the units for at least three months before the inflow of the Fund's income subject to corporation tax without there being an obligation to transfer the units to another person. In terms of the corporation tax incurred by the Fund on German dividends and income from German equity-like participation rights, the refund also essentially requires German shares and German equity-like participation rights to have been continuously held by the Fund as a beneficial owner for 45 days within a period of 45 days before and after the date on which the capital gains are due, and for there to have continuously been minimum value change risks of 70% during those 45 days (i.e. "45-day rule").

Proof of tax exemption and proof of the investment unit inventory issued by the institution maintaining the securities account must be enclosed with the application. The proof of the investment unit inventory is an official certificate of the scope of units held by the investor throughout the calendar year and the date and scope of the purchase and sale of units during the calendar year.

Corporation tax which has been incurred at Fund level may likewise be reimbursed to the Fund for transfer to an investor, provided that the units in the Fund are held on the basis of retirement or basic pension plans certified under the Altersvorsorgeverträge-Zertifizierungsgesetz (Pension Policies Certification Act). This presupposes that the provider of a retirement or pension plan advises the Fund within one month after its financial year-end of the dates on which units were acquired or sold, and the respective amounts involved. The aforementioned 45-day rule must also be taken into account.

The Fund or Company is not obliged to have the relevant corporation tax reimbursed to it for onward transfer to the investor.

It would be wise to get advice from a tax advisor due to the significant complexity of the regulation.

#### **Distributions**

Distributions of the Fund are generally subject to income tax, corporation tax and trade tax.

However, the Fund meets the tax requirements for an equity fund, which means that 60% of the distributions are tax-free for income tax purposes and 30% for trade tax purposes if the units are held by natural persons as business assets. For taxable corporations, 80% of the distributions are generally tax-free for corporation tax purposes and 40% for trade tax purposes. For corporations which are life or health insurance companies or pension funds and for which the units are to be allocated to investments or which are credit institutions and for which the units are to be allocated to the trading portfolio within the meaning of § 340e(3) of the German Commercial Code [Handelsgesetzbuch – HGB] or are to be reported as current assets at the time of addition to operating assets, 30% of the distributions are tax-free for the purposes of corporation tax and 15% for the purposes of trade tax.

The distributions are generally subject to the tax deduction of 25% (plus the solidarity surcharge).

Since the Fund meets the tax requirements for an equity fund, the partial exemption of 30% is taken into account for tax deduction purposes.

#### **Advance lump sums**

The advance lump sum is the amount by which the Fund's distributions in a calendar year fall short of the basic income for that calendar year. The basic income is calculated by multiplying the redemption price of the unit at the beginning of a calendar year by 70% of the basic interest rate, which is derived from the potential long-term return from public bonds. The basic income is limited to the additional amount arising between the first and the last redemption price fixed in the calendar year plus the distributions within the calendar year. The advance lump sum is reduced by one twelfth for each full month that precedes the month of the acquisition in the year that the units are acquired. The advance lump sum is deemed to have been accrued on the first working day of the following calendar year.

Advance lump sums are generally subject to income tax, corporation tax and trade tax.

However, the Fund meets the tax requirements for an equity fund, which means that 60% of the advance lump sums are tax-free for income tax purposes and 30% for trade tax purposes if the units are held by natural persons as business assets. For taxable corporations, 80% of the advance lump sums are generally tax-free for corporation tax purposes and 40% for trade tax purposes. For corporations which are life or health insurance companies or pension funds and for which the units are to be allocated to investments or which are credit institutions and for which the units are to be allocated to the trading portfolio within the meaning of § 340e(3) of the German Commercial Code [Handelsgesetzbuch – HGB] or are to be reported as current assets at the time of addition to operating assets, or were acquired with the aim of generating proprietary trading income in the short term, 30% of the advance lump sums are tax-free for the purposes of corporation tax and 15% for the purposes of trade tax.

The advance lump sums are generally subject to the tax deduction of 25% (plus the solidarity surcharge).

Since the Fund meets the tax requirements for an equity fund, the partial exemption of 30% is taken into account for tax deduction purposes.

#### Capital gains at investor level

Profits from the sale of units are generally subject to income or corporation tax and trade tax. In determining the capital gain, the profit must be reduced by the advance lump sums recognised during the period of ownership.

However, the Fund meets the tax requirements for an equity fund, which means that 60% of the capital gains are tax-free for income tax purposes and 30% for trade tax purposes, if the units are held by natural persons as business assets. For taxable corporations, 80% of the capital gains are generally tax-free for corporation tax purposes and 40% for trade tax purposes. For corporations which are life or health insurance companies or pension funds and for which the units are to be allocated to investments or which are credit institutions and for which the units are to be allocated to the trading portfolio within the meaning of § 340e(3) of the German Commercial Code [Handelsgesetzbuch – HGB] or are to be reported as current assets at the time of addition to operating assets, or were acquired with the aim of generating proprietary trading income in the short term, 30% of the disposal gains are tax-free for the purposes of corporation tax and 15% for the purposes of trade tax. If there is a loss on the sale, the loss in the amount of the partial exemption to be applied at investor level cannot be deducted.

The profit from the deemed disposal must be determined separately for units that are attributable to the business assets of an investor.

As a rule, gains from the sale of the units are not subject to capital gains tax.

#### **Negative taxable income**

It is not possible to attribute the Fund's negative taxable income to the investor.

#### Settlement taxation

During the liquidation of the Fund, distributions of a calendar year shall be deemed to be a tax-free repayment of capital to the extent that the last redemption price fixed in that calendar year is lower than the amortised cost.

#### Summary overview for the taxation of common corporate investor groups

	Distributions	Advance lump sums	Capital gains
Domestic investors			
Sole trader			<u>Capital gains tax:</u> Not applicable
	Material taxation: Income tax and trade tax, taking partial exemptions into account where applicable (equity fund 60% for income tax / 30% for trade tax; mixed fund 30% for income tax / 15% for trade tax)		
Regulatory taxed corporations (typically industrial companies; banks if units are not held in the trading portfolio; property insurer)	Capital gains tax:  Not applicable for banks, otherwise 25% (the partial exemption of 30% for equity funds or 15% for balanced funds 15% for balanced funds is taken into account)  Capital gains tax:  Not applicable		
	Material taxation: Corporation tax and trade tax taking into account any partial exemptions (equity funds 80% for corporation tax / 40% for trade tax; mixed funds 40% for corporation tax / 20% for trade tax)		
Life and health insurance companies and pension funds in which the fund units are attributable to the capital investments	Capital gains tax: Not applicable		
	Material taxation: Corporation tax and trade tax, provided that a provision for contribution refunds is not established in terms of the commercial balance sheet that must also be recognised for tax purposes taking into account partial exemptions (equity funds 30% for corporation tax / 15% for trade tax; mixed funds 15% for corporation tax / 7.5% for trade tax)		
Banks which hold fund units in the trading portfolio	Capital gains tax: Not applicable		
	Material taxation: Corporation tax and trade tax taking into account any partial exemptions (equity funds 30% for corporation tax / 15% for trade tax; mixed funds 15% for corporation tax / 7.5% for trade tax)		
Tax-exempt charitable, benevolent or church investors (in particular, churches and charitable foundations)	Capital gains tax: Not applicable		
	Material taxation: Tax-free – in addition, the corporation tax incurred at Fund level can be reimbursed upon request		
Other tax-exempt investors (in particular pension funds, death benefit funds and provident funds, provided that they meet the conditions set out in the Körperschaftsteuerges etz (German Corporation Tax Law))	<u>Capital gains tax:</u> Not applicable		
	Material taxation: Tax-free		

A domestic form of custody is assumed here. A solidarity surcharge will be levied against the capital gains tax, income tax and corporation tax as an additional levy. It may be necessary to submit certificates to the institution maintaining the securities account on time in order to avoid the deduction of capital gains tax.

#### Non-residents for tax purposes

If a non-resident for tax purposes holds Fund units in a securities account with a domestic institution that maintains securities accounts, no withholding tax will be deducted from distributions, advance lump sums and profits from the sale of units if they provide proof of their non-resident status. Should the institution maintaining the securities account not be informed about of the investor's status as a non-resident or if such evidence is not provided in a timely manner, the foreign investor must apply for

reimbursement of the deducted tax pursuant to the German Fiscal Code<sup>6</sup> [Abgabenordnung — AO]. The competent tax authority is responsible for the institution maintaining the securities account.

#### **Solidarity surcharge**

A solidarity surcharge of 5.5% shall be levied on the tax deduction that is to be paid on distributions, advance lump sums and profits from the sale of units.

#### Church tax

If income tax is already levied via the tax withheld by a domestic securities agent (withholding agent), the church tax payable on this is regularly levied as a surcharge to the tax withheld in accordance with the church tax rate for the religious community to which the person subject to church tax belongs. The deductibility of church tax as a special expense is recognised as reducing the tax to be withheld.

#### Foreign withholding tax

Withholding tax on the Fund's foreign income is, in some cases, levied in the country of origin. This withholding tax may not be used to reduce taxes for the investors.

#### Implications of the merger of investment funds

The merger of a German investment fund with another German investment fund subject to the same partial exemption rate does not result in the disclosure of hidden reserves either at investor level or at the level of the investment funds concerned; in other words, this process is tax-neutral. If the investors in the absorbed investment fund receive a cash payment as envisaged by the merger plan,<sup>7</sup> this will be treated in the same manner as a distribution.

If the applicable partial exemption rate of the absorbed investment fund differs from that of the absorbing investment fund, investment units in the absorbed investment fund are deemed to have been sold and investment units in the absorbing investment fund are deemed to have been purchased. The profit resulting from the notional sale is only deemed to have accrued once investment units in the absorbing investment fund are actually sold.

#### Automatic exchange of information on tax matters

The importance of the automatic exchange of information in relation to combating cross-border tax fraud and cross-border tax evasion has increased significantly at international level over the last few years. Accordingly, the OECD has, among other things, published a global standard for the automatic exchange of information relating to financial accounts with regard to tax matters (Common Reporting Standard, hereinafter: "CRS"). At the end of 2014 the CRS was incorporated, together with Council Directive 2014/107/EU of 9 December 2014, into Directive 2011/16/EU as regards mandatory automatic exchange of information in the field of taxation. The participating countries (all EU Member States and a number of third countries) now utilise the CRS. Germany transposed the CRS into German

<sup>6 § 37(2)</sup> AO

<sup>7</sup> Sec. 190(2), point 2 KAGB.

law by means of the Finanzkonten-Informationsaustauschgesetz (Financial Accounts Information Exchange Act) of 21 December 2015.

The CRS obliges reporting financial institutions (essentially banks) to obtain specific information concerning their customers. If the customers (natural persons or legal entities) are reportable persons resident in other participating countries (this does not include, e.g., listed stock corporations or financial institutions), their accounts and securities accounts will be classified as reportable accounts. The reporting financial institutions will then send specific information for each reportable account to their home tax authority. This authority then sends the information to the Client's home tax authority.

The information to be conveyed is essentially the personal details of the reportable client (name; address; tax identification number; date of birth and place of birth (for natural persons); country of residence) and information on the accounts and securities accounts (e.g. account number, account balance or account value; total gross amount of income such as interest, dividends or distributions from investment funds); total gross proceeds from the sale or redemption of financial assets (including fund units)).

Reportable investors who hold an account and/or securities account with a credit institution that is resident in a participating country are specifically affected as a result. German credit institutions will therefore report information on investors who are resident in other participating countries to the Federal Central Tax Office who forward the information to the relevant tax authorities of the investors' countries of residence. Credit institutions in other participating countries will report information on investors to their home tax authority who forward the information to the Federal Central Tax Office. It is ultimately conceivable that credit institutions resident in other participating countries will report information on investors that are in turn resident in other participating countries to their home tax authority who forward the information to the tax authorities of the investors' countries of residence.

#### **General notice**

The tax-related information is based on the current understanding of the legal situation. It is intended for persons in Germany who are subject to unrestricted income or corporation tax. However, no assurance can be given that this tax treatment will not change as a result of legislation, case law or decrees issued by the tax authorities.

# 22. Outsourcing

The Company has assigned the following tasks to other companies:

- Part of the operation of the IT systems (information technology and EDP) was outsourced to Universal-IT Services-GmbH, Frankfurt/Main.
- Part of the operation of IT systems (information technology and EDP) was outsourced to Fujitsu Technology Solutions GmbH, München.
- The provision of IT licences was outsourced to Universal-Beteiligungs- und Servicegesellschaft mbH, Frankfurt/Main.
- Parts of the internal audit function were outsourced to PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Frankfurt/Main.

#### 23. Conflicts of interest

The following conflicts of interest may arise in the management of the Fund.

The interests of investors could conflict with the following interests:

• the interests of the Company, other companies in the same group as the Company, the Company's management and/or staff, external companies and persons to whom the Company is contractually bound, and other third parties

and

• the interests of the investment funds managed by the Company, and insourcing mandates, investors and clients of the Company

or

the interests of other investors and clients of the Company

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the interests of investors and the investment funds managed by the Company

or

• the interests of the various investment funds managed by the Company.

Circumstances or relationships that could give rise to conflicts of interest include in particular the following:

- Incentive schemes for directors or employees of the Company, other companies within the Company's group or external companies contractually entrusted with services to facilitate collective portfolio management
- Personal transactions involving assets held in the fund managed by the Company by directors or employees of the Company or directors or employees of companies that have been contractually entrusted by the Company with services to facilitate collective portfolio management
- Transactions between the Company and the investment funds or individual portfolios managed by the Company or transactions between investment funds and/or individual portfolios managed by the Company
- Aggregation of orders (block trades).
- "Frequent trading"
- Setting the cut-off time
- IPO allocations
- Transfer of one or more functions to another company
- Exercise of voting rights in respect of the shares held in the Fund
- Duties of the custodian
- The interests of investors who wish to redeem their investments and investors who wish to maintain their investments in the Fund

• The objective of the investment management to invest in illiquid assets and the redemption principles of the Fund.

The Company may receive non-cash benefits in connection with transactions conducted on behalf of the Fund (broker research, financial analyses, market and price information systems), which are used when making investment decisions in the interests of investors.

The Company does not receive any refunds from fees and expenses paid from the Fund to the Custodian and third parties.

The Company pays intermediaries, such as credit institutions, recurring – generally annual – brokerage fees ("trail commissions").

If investment funds brokered by the Company, which may be investment funds managed by the Company in particular, are acquired in the Fund, the Company may receive a fee for its brokerage services.

The Company takes the following organisational measures to address, detect, prevent, control, monitor and disclose conflicts of interest:

- Setting up a remuneration system that does not provide any incentive to place personal interests above those of the investment funds managed by the Company or of investors and clients
- The contractually affiliated investment advisory and asset management companies are contractually obligated to establish internal principles to avoid conflicts of interest and, if a conflict of interest cannot be avoided in an organisation, to disclose it to the Company
- Rules on personal transactions, which are continuously monitored by the Compliance department, and a blacklist which prohibits personal transactions involving certain assets in order to counter potential conflicts of interest
- Rules on disclosing and dealing with accepting and granting donations
- Continuous monitoring of the transaction frequency within investment funds managed by the Company, in order to prevent said investment funds from being redeployed to the detriment of investors
- Implementing measures to prevent boosting fund performance near cut-off dates (window dressing) in investment funds managed by the Company
- Not engaging in transactions on its own account with investment funds managed by the Company
  or individual portfolios, and conducting transactions between different investment funds managed
  by the Company merely to achieve better trading results, without adversely affecting any of the
  investment funds involved
- Multiple orders (block trades) are combined on the basis of a uniform allocation principle
- Investors shall be notified when closely affiliated companies or persons (particularly shareholders) are appointed to act as, for example, asset managers, advisors, brokers or the Custodian
- Taking internal measures to monitor the adverse market impact on the Fund as a result of major individual investments
- Prohibiting managing directors and employees of the Company from engaging in frequent trading by establishing rules on personal transactions and monitoring the investment funds managed by the Company

- Agreeing cut-off times with custodians to counteract speculation against the investment funds managed by the Company
- Standardised internal allocation principles for IPO allocations
- Delegating one or more functions to other companies so as to broaden the range of services provided by the Company
- Voting rights within the Fund's portfolio are exercised on the basis of recommendations by an external, neutral investment advisor in accordance with the analysis guidelines of BVI Bundesverband Investment und Asset Management e.V.
- The Fund's Custodian acts independently of the Company and is contractually bound to act exclusively in the interests of investors
- The interests of investors who wish to recover their investments and those who wish to keep investing in the Fund are taken into account during internal liquidity management
- The same applies with regard to conflicts between defining objectives when managing investments, investing in illiquid assets and the redemption principles of the Fund.

# 24. Annual/semi-annual reports, auditor, service providers

The annual and semi-annual reports are available from the Company, the Custodian and the Distributor.

The task of auditing the Fund and the annual reports has been entrusted to KPMG AG Wirtschaftsprüfungsgesellschaft, Frankfurt/Main. The auditor audits the annual reports of the Fund. When conducting its audits, the auditor shall also verify whether the Fund has complied with the provisions under the KAGB and the Terms and Conditions of Investment. The auditor shall summarise its findings in a special note, the full text of which shall be included in the annual report. The auditor is required to submit the audit report of the Fund to BaFin on request.

Undertakings to which the Company has outsourced duties are listed under Section 22 "Outsourcing". The Company has also appointed the following service providers:

- Investment advisor: GLS Investment Management GmbH, Bochum.
- Distributors: GLS Investment Management GmbH, Bochum has also been instructed to handle the
  distribution of the Fund. Appointing the Distributor does not establish a legal relationship between
  the Distributor and investors in the Fund. However, legal relationships may arise between the Distributor and the investor if the investor uses the services of the Distributor when purchasing units
  in the Fund.
- Other service providers: Consultant: B.A.U.M. e.V. Osterstraße 58, 20259 Hamburg
- Legal advisors: The Company engages the following law firms to provide legal advice with regard
  to class actions and private litigation: Diaz Reus Rolff & Targ LLP, DRRT Limited, Motley Rice LLC
  and Sturman LLC. These firms are involved primarily in representing the Company and/or Fund in
  class actions in the USA and in private suits. Appointing law firms does not establish a legal relationship between these firms and investors in the Fund.
- Exercise of voting rights: From 1 October 2020, the Company will be supported by external service providers when exercising voting rights from shares belonging to the Fund. The Company has

appointed IVOX Glass Lewis GmbH, Karlsruhe and Glass, Lewis & Co., LLC, San Francisco to perform this task. IVOX Glass Lewis GmbH provides the Company with voting recommendations based on analyses of the documents for the General Meeting, taking into account the Company's voting guidelines. It exercises the voting rights and is obliged to report on voting behaviour. The functions of Viewpoint platform operated by Glass, Lewis & Co. LLC are used for voting management and reporting. The Company's regulatory obligations and its civil liability towards the Fund's investors remain unaffected. Appointing the two service providers does not establish legal relationships between these two providers and investors in the Fund.

Appointing the relevant service providers does not establish legal relationships between them and the investors in the Fund.

### 25. Payments to investors; circulation of reports and other information

The appointment of the Custodian ensures that investors receive distributions and that units can be redeemed. The information for investors mentioned in this Sales Prospectus is available from the Company. These documents can also be obtained from the Custodian and the Distributor. They are also available on the Company's website (http://www.universal-investment.com).

# 26. Other investment funds managed by the Company

The Company also manages the following public investment funds, which are not covered by this Sales Prospectus:

#### Investment funds in accordance with the UCITS Directive<sup>8</sup>

7orca Vega Income 7orca Vega Return Absolute Return Multi Premium Fonds AF Value Invest UI AG Ostalb Global Fonds AHF Global Select Aktien Europa - UI Aktien Global - UI Aktien Opportunity UI Aktien Südeuropa Nachhaltigkeit UI Aktien USA - UI All Stars 10x10 **ALL-IN-ONE** Alturis Volatility AM Fortune Fund Defensive AM Fortune Fund Offensive Ametrin Strategiefonds Analect Bond Fund UI ansa - global Q equity market neutral Antecedo Defensive Growth Antecedo Enhanced Yield Antecedo Independent Invest Antecedo Low Duration Plus Apo Dänische Pfandbriefe UI apo VV Defensiv - Privat

<sup>8</sup> As at: 09/01/2022

apo VV Renten - Privat

Aquantum Active Range

Aquarius Next Generation Fund

ART AI EURO Balanced

ART AI Europe - Market Neutral

ART AI US Balanced

ART Alpha Opportunities UI

ART Global Macro

ART Metzler FX Protected Carry

ART Top 50 Convertibles UI

ART Top 50 Smart ESG Convertibles UI

**ART Transformer Equities** 

**ASSETS Special Opportunities UI** 

ATHENA UI

AURETAS strategy balanced (D)

AURETAS strategy defensive (D)

AURETAS strategy growth (D)

AvH Emerging Markets Fonds UI

B.A.U.M. Fair Future Fonds

Bachelier UI

Bankhaus Seeliger VV Ausgewogen

Bankhaus Seeliger VV Dynamisch

Bellevue Option Premium

Belvoir Global Allocation II Universal

Berenberg Aktien Global Plus

Berenberg Aktien Mittelstand

Berenberg EM Bonds

Berenberg Euro Bonds

Berenberg Euro Enhanced Liquidity

Berenberg Global Bonds

Berenberg Multi Asset Balanced

Berenberg Multi Asset Defensive

Berenberg Sentiment Fund

Bethmann Aktien Nachhaltigkeit

Bethmann Megatrends

Bethmann Nachhaltigkeit Ausgewogen

Bethmann Nachhaltigkeit Defensiv Ausgewogen

Bethmann Rentenfonds

Bethmann SGB Nachhaltigkeit

Bethmann Stiftungsfonds

Bethmann Stiftungsfonds 2

BFS Nachhaltigkeitsfonds Aktien I

BFS Nachhaltigkeitsfonds Aktien II

BfS Nachhaltigkeitsfonds Ertrag

BfS Nachhaltigkeitsfonds Green Bonds

**BKC Aktienfonds** 

**BKC Emerging Markets Renten** 

**BKC Treuhand Portfolio** 

**BKP Classic Fonds** 

**BKP** Dachfonds

Böhke & Compagnie Vermögensverwaltungsfonds

Börsebius Bosses Follower Fund

Börsebius TopMix

Börsebius TopSelect

**BW-RENTA-UNIVERSAL-FONDS** 

Capitulum Rentenstrategie optimiert Universal

Capitulum Sustainable Local Currency Bond Fonds UI

Capitulum Weltzins-Invest Universal

Castell Concept P-22

**Castell Digital Opportunities** 

Castell Global Equity Select

Castell Global ESG Growth Opportunities

Castell Global ESG Income Opportunities

Castell Global ESG Opportunities

Castell Global Fixed Income Select

Castell Global Industries Select

China Digital Leaders

CHOM CAPITAL Active Return Europe UI

CHOM CAPITAL PURE Sustainability - Small Cap Europe UI

CoIQ Collective Intelligence Fund

COLLEGIUM Portfolio I

Commerzbank Flexible Allocation Euroland

Commerzbank Flexible Allocation USA

Commerzbank Market Neutral Europe

Commerzbank Market Neutral Short-Bias Europe

**CONCEPT Aurelia Global** 

CONVERTIBLE GLOBAL DIVERSIFIED UI

**CONVEX Conservative Sustainable Convertibles** 

**CONVEX Unlimited** 

Debeka-Aktien-Asien-ESG

Debeka-Aktien-Europa-ESG

Debeka-Aktien-Global-ESG

Debeka-Aktien-Nordamerika-ESG

Debeka-Renten-EUR-Corporates

Debeka-Renten-Global-SD-ESG

Degussa Aktien Universal-Fonds

Degussa Bank Nachhaltigkeitsfonds Akzentuiert

DEGUSSA BANK-UNIVERSAL-RENTENFONDS

Degussa Renten Universal-Fonds

Deutsche Postbank Europafonds Aktien

Deutsche Postbank Europafonds Plus

Deutsche Postbank Europafonds Renten

Deutsche Postbank Global Player

di exclusive Linus global

DigiTrends Aktienfonds

Discountstrategie

Diversified Ideas Fund

Dividendenkonzept Plus UI

**DUI** Wertefinder

Earth Exploration Fund UI

Earth Gold Fund UI

Earth Sustainable Resources Fund

EB - Dividendenstrategie Klima Global

EB - Sustainable Balanced Defensive Invest

EB - Sustainable Emerging Markets Corporate Bond Fund

EB - Sustainable Euro Bond Fund

EB - Sustainable Global Corporate Bond Fund

EB - Sustainable Large Cap Equities Euroland Fund

EB - Sustainable Multi Asset Invest

EB - Sustainable Small/Mid Cap Equities Euroland Fund

EECM - The Wealth Fund

**EM Digital Leaders** 

**EMCORE COP** 

EMCORE COPO

Ethius Global Impact

Europalnvest Dynamic Plus

Evergreen PDI Yang

Evergreen PDI Yin

Evergreen Sustainable World Bonds

Evergreen Sustainable World Stocks

f3x euroflex

FairZinsGlobal

FIAG-UNIVERSAL-DACHFONDS

FIDUKA Dynamic UI

FIDUKA-UNIVERSAL-FONDS I

FIMAX Aktien Global UI

FIMAX Vermögensverwaltungsfonds UI

finccam Roll Premium

finccam Volatility Premium

Finiens Futura 1 UI

**FINLIUM Ambition** 

Finreon SGKB Carbon Focus

Finreon SGKB Tail Risk Control (World) ESG

FIVV-MIC-Mandat-China

FIVV-MIC-Mandat-Defensiv

FIVV-MIC-Mandat-Offensiv

FIVV-MIC-Mandat-Rendite

FIVV-MIC-Mandat-Rohstoffe

FIVV-MIC-Mandat-Wachstum

FO Vermögensverwalterfonds

Fonds für Stiftungen Invesco

Fondspicker Global UI

FSI Accuminvest Mandat VV

FSI Solid Invest Mandat VV

**Fundatis Diversified Selection** 

FV Global Bonds

**FVM Classic** 

**FVM Offensiv** 

**FVM Stiftungsfonds** 

Galilei Global Bond Opportunities UI

GANÉ Global Equity Fund

GAP Portfolio UI

**GENEON Nachhaltige Aktien** 

GF Global UI

Global Absolute Return

Global Ethical Values Select Fund

**GLS Bank Aktienfonds** 

GLS Bank Klimafonds

Goyer & Göppel Smart Select Universal

Goyer & Göppel Zins-Invest alpha Universal

GR Dynamik

GR Noah

Gridl Global Macro UI

GSP Aktiv Portfolio UI

H&H Stiftungsfonds

HannoverscheBasisInvest

HannoverscheMaxInvest

HannoverscheMediumInvest

HanseMerkur Strategie ausgewogen

HanseMerkur Strategie ausgewogen Nachhaltigkeit

HanseMerkur Strategie chancenreich

HanseMerkur Strategie sicherheitsbewusst

Hansen & Heinrich Universal Fonds

HaRa-Invest UI

Heidelberger Vermögen - Ausgewogen

Heidelberger Vermögen – Konservativ

Heiligenfeld Vermögen

HeLa UI

HMT Aktien Bessere Welt

HMT Aktien Value Protect ESG

HMT Euro Aktien Protect 90

HMT Euro Aktien Protect 95

HMT Euro Aktien Protect ESG

HMT Euro Aktien Seasonal

**HMT Euro Aktien Solvency** 

HMT Euro Aktien VolControl

HMT Euro Seasonal LongShort

HMT Global Aktien Infrastruktur

HMT Global Antizyklik

HMT Global Multi Asset Income

**HMT Global Optimal Dynamics** 

HMT Global Wertsicherung 90

HMT HanseMerkur Aktien Invest

HMT Wertsicherung 94 ESG

HP&P Euro Select UI Fonds

HP&P Global Equity

HP&P Stiftungsfonds

**HQT** Megatrends

**HVB** Select Alpha

**HWG-FONDS** 

JRS-INTERNATIONAL-UNIVERSAL-FONDS

Julius Baer Germany - Focus Fund Balanced

Julius Baer Germany - Focus Fund Growth

Julius Baer Germany - Focus Fund Income

Kahler & Kurz Aktienfonds

KANON Globale Zukunftsthemen

KirAC Stiftungsfonds Omega

Kirchröder Vermögensbildungsfonds 1 UI

L&H Multi Strategie UI

LAIC - Digital Institutional Europe

LAIC - Dynamic Digital Selection

LBBW Pro-Fund Credit I

Leonardo UI

LF - Al Balanced Multi Asset

LF - AI Defensive Multi Asset

LF - Al Dynamic Multi Asset

LIGA Globale Aktien Nachhaltig

LIGA Stiftungsfonds

Lloyd Fonds - ASSETS Defensive Opportunities

Lloyd Fonds - European Emerging Champions

Lloyd Fonds - European Hidden Champions

Lloyd Fonds - Global Multi Asset Sustainable

Lloyd Fonds - Green Dividend World

Lloyd Fonds - Sustainable Yield Opportunities

Lloyd Fonds - WHC Global Discovery

Maneris Select UI

Markus Alt Rentenstrategie Nr. 1

MC 1 Universal

Mehrwertphasen Balance Plus UI

Meisterwert Perspektive

MellowFund Bond Select

MellowFund Global Equity

Merck Finck Stiftungsfonds Balanced UI

Merck Finck Stiftungsfonds Dynamic UI

Merck Finck Stiftungsfonds UI

MFC Opportunities One

MFI Rendite Plus UI

morgen Aktien Global UI

Multi Asset Global Vision

Multi Asset Value Invest

MYRA European Equity Fund

nordIX Basis

nordIX Treasury plus

nx-25 Indexfonds

Oberbanscheidt Dividendenfonds

Oberbanscheidt Global Flexibel UI

**OLB Invest Balance** 

**OLB Invest Dynamik** 

Opportunistic Deep Value Fund UI

OVID Asia Pacific Infrastructure Equity UI

OVID Infrastructure HY Income UI

P & S Renditefonds

Pardus Global UI

Pax ESG Mover Aktien

Pax ESG Multi Asset

Pax Nachhaltig Ertrag Fonds

Platform Fund

Prisma Aktiv UI

Prisma Asianavigator UI

ProfitlichSchmidlin Fonds UI

PSM Growth UI

PSM Investmentgrade Bond

PSM Value Strategy UI

**PVV Premium Invest 100** 

**PVV Premium Invest 30** 

PVV Premium Invest 60

quantumX Global UI

R + P UNIVERSAL-FONDS

R+P Rendite Plus UI

RB-L UI

RBV - VV UI

Renten Global Opportunities

RSI International UI

RW Portfolio Strategie UI

S4A EU Pure Equity

S4A Multi Asset Defensive

S4A Pure Equity Germany

S4A Systematic Absolute Return

S4A US Long

Sarasin-FairInvest-Bond-Universal-Fonds

Sarasin-FairInvest-Universal-Fonds

SCS Aktien Welt

SDG Evolution Bonds

SDG Evolution Flexibel

SEB Aktienfonds

**SEB EuroCompanies** 

**SEB Europafonds** 

SEB Total Return Bond Fund

SEB Zinsglobal

Selection Rendite Plus

Selection Value Partnership

sentix Fonds Aktien Deutschland

sentix Risk Return -A-

sentix Risk Return -M-

Serafin Multi-Asset Risk Focus

SIGAVEST Vermögensverwaltungsfonds UI

SK Selektion

SK Spezial

SGKB Aktien Trend

SGKB Renten Trend

Smart & Fair-Fonds

SOS-Kinderdörfer Perspektivenfonds

Spiekermann & CO Strategie I

Stadtsparkasse Düsseldorf EuroRenten Plus

Stadtsparkasse Düsseldorf Megatrends

Stadtsparkasse Düsseldorf NRW-Fonds

Stadtsparkasse Düsseldorf TOP-Chance

Stadtsparkasse Düsseldorf TOP-Return

Stadtsparkasse Düsseldorf TOP-Substanz

StarCapital Premium Bonds plus UI

Stiftungsfonds ESG Global

Stiftungsfonds Spiekermann & CO

Strategie H&H

SWuK Renten Flexibel UI

Sydbank Vermögensverwaltung Ausgewogen

Sydbank Vermögensverwaltung Dynamisch

Sydbank Vermögensverwaltung Klassisch

Systematic Dispersion Fund

TAM Fortune Rendite

TAMAC Green Champions

The Digital Leaders Fund

TimmInvest Europa Plus Fonds

Tinzenhorn Fonds

TOGA UI

**Tomorrow Better Future Stocks** 

Trend Kairos Global

Tungsten Multi Premium

Tungsten PARITON UI

Tungsten ZENTURIO UI

UI Alsterstrategie I

**UI-BEDA** Defensiv

**UI-BEDA Offensiv** 

**UM Strategy Fund** 

**UNIKAT Premium Select Fonds** 

Universal-Strategiefonds

Veermaster Flexible Navigation Fund UI

Velten Strategie Deutschland

Vermögensmanagement - Fonds Universal

Vermögensmandat Strategie Ertrag

Vermögensmandat Strategie Stabil

Vermögensmandat Strategie Wachstum

VM BC Shareconcept Regional

Voba Pforzheim Premium A Fonds UI

VR Bank Kitzingen eG Euro Control nachhaltig

Wachstum Defensiv

WACHSTUM GLOBAL

Währungsfonds UI

WAVE Total Return ESG

WM AKTIEN GLOBAL UI-FONDS

World Market Fund

WoWiVermögen

WWK-Rent

Zindstein Werte-Sammler

ZSBalance

ZSDefensiv

ZSDynamic

#### Alternative investment funds (AIF)

#### • Mixed investment funds

AktivBalance

AktivBasis

AktivChance

Berenberg Sustainable Stiftung

BERIAN-UNIVERSAL-FONDS

D&J Alpha UI

D&J Beta UI

Deutsche Postbank Best Invest Wachstum

MasterFonds-VV Ausgewogen

MasterFonds-VV Ertrag

MasterFonds-VV Wachstum Multi Asset Comfort NILUS-UNIVERSAL-FONDS Pfau-StrategieDepot UI Stiftungsfonds Westfalen Thesi-Universal-Fonds Voba Pforzheim Premium R Fonds UI ZinsPlus Fonds UI

# • Other investment funds

Conveo Capital-UI Dynamic Opportunities-UI HaRa UI Optomoni-UI Pollux I-UI pro aurum ValueFlex

# • Pension investment fund

SEB GenerationPlus

There are also currently 504 special AIFs.

# C. Overview of unit classes

#### Initial issue date

Unit class A	01/10/2018
Unit class B	01/10/2018
Unit class E	01/12/2020
Unit class T	01/06/2022

# **Initial issue prices**

Unit class A	EUR 100.00 plus issuing surcharge
Unit class B	EUR 1,000.00 plus issuing surcharge
Unit class E	EUR 100.00 plus issuing surcharge
Unit class T	EUR 100.00 plus issuing surcharge

# **Issuing surcharge**

Unit class A	3%
Unit class B	1%
Unit class E	3%
Unit class T	none

# **Redemption fee**

Unit class A	none
Unit class B	none
Unit class E	none
Unit class T	none

# Minimum investment amount

Unit class A	none
Unit class B	EUR 200,000 <sup>9</sup>
Unit class E	none
Unit class T	EUR 200,000 <sup>10</sup>

<sup>&</sup>lt;sup>9</sup> For the initial investment. There is no minimum investment amount for subsequent investments by existing investors.

<sup>&</sup>lt;sup>10</sup> For the initial investment. There is no minimum investment amount for subsequent investments by existing investors.

# Management fee<sup>11</sup>

Unit class A	currently 1.325% p.a.
Unit class B	currently 0.575% p.a.
Unit class E	currently 1.575% p.a.
Unit class T	currently 0.675 % p.a.

# Custodian fee<sup>12</sup>

Unit class A	currently 0.025% p.a.
Unit class B	currently 0.025% p.a.
Unit class E	currently 0.025% p.a.
Unit class T	currently 0.025 % p.a.

#### Performance fee

Unit class A 15% of the amount by which the unit value at the end of the accounting

period exceeds the previous high-water mark, provided that the unit value is 6% higher than at the beginning of the accounting period, subject to a maximum of 10% of the Fund's average net asset value during the ac-

counting period.

Unit class B 15% of the amount by which the unit value at the end of the accounting

period exceeds the previous high-water mark, provided that the unit value is 6% higher than at the beginning of the accounting period, subject to a maximum of 10% of the Fund's average net asset value during the ac-

counting period.

Unit class E none

Unit class T none

# Currency

Unit class A EUR
Unit class B EUR
Unit class E EUR
Unit class T EUR

<sup>&</sup>lt;sup>11</sup> The management fee is subject to a graduation.

<sup>&</sup>lt;sup>12</sup> Min. EUR 20,000 p.a.

# **Appropriation of income**

Unit class A Distributing
Unit class B Distributing
Unit class E Accumulating
Unit class T Accumulating

# Securities ID No. / ISIN

 Unit class A
 A2JF70 / DE000A2JF709

 Unit class B
 A2JF71 / DE000A2JF717

 Unit class E
 A2QCXT / DE000A2QCXT8

 Uni class T
 A2QCXT / DE000A2QCXT8

# D. List of sub-custodians

Of the statutory duties of the custodian, only the safekeeping of the fund assets themselves may be outsourced to sub-custodians. With the consent of the custodian, they may in turn use other sub-custodians. In particular, the custodian has commissioned Deutsche WertpapierService Bank AG, Frankfurt am Main, (dwpbank) with sub-custodial tasks. There is a close connection between the custodian and dwpbank in the form of 50 percent of the voting rights and the capital.

With regard to the selection of further sub-custodians, the custodian has reserved suitable rights of control, approval and objection vis-à-vis its immediate sub-custodian.

The list below shows sub-custodians that can be used directly by the custodian or by dwpbank:

- attrax S.A., Luxemburg
- BNP Paribas Securities Services S.C.A., Frankfurt
- BNP Paribas Securities Services S.C.A., Zweigniederlassung Athen
- BNP Paribas Securities Services S.C.A., Zweigniederlassung Madrid
- BNP Paribas Securities Services S.C.A., Frankreich
- Citibank Europe plc., Budapest
- Citibank N.A. (Bank Handlowy)
- · Citibank N.A., Prag
- Clearstream Banking AG, Frankfurt
- Clearstream Banking S.A., Luxemburg
- Euroclear S.A./ N.V., Brüssel
- HSBC Bank plc, London
- HSBC Corp. Ltd., Hong Kong
- · Raiffeisen Bank International AG, Wien
- The Bank of New York Mellon , New York

# E. Purchaser's right of revocation

# **Right of revocation**

If the purchase of units in open-end investment funds is based on verbal negotiations outside the permanent business premises of the party that sold the units or brokered the sale, the purchaser may revoke his intention to buy in writing (e.g. letter, fax, email) within two weeks without having to give a reason. The right of revocation also applies if the party selling the units or arranging the sale does not have a permanent business premises.

The revocation period shall only begin when the carbon copy of the application to conclude the contract has been handed over to the buyer or if the buyer has been sent a purchase invoice (containing instructions regarding the right of revocation) that meets the requirements of Article 246(3), sentences 2 and 3 of the Introductory Act to the BGB [Einführungsgesetz zum Bürgerlichen Gesetzbuch]. The timely dispatch of the revocation shall be deemed sufficient for compliance with the deadline. Should there be any dispute as to when the revocation period began, the seller bears the burden of proof. Notice of revocation must be given in writing, stating the name of the person making the declaration as well as their signature; no justification is required.

Notice of revocation must be sent to

Universal-Investment-Gesellschaft mbH Theodor-Heuss-Allee 70 60486 Frankfurt/Main

Fax: +49 (0) 69 7 10 43-700

Email: info@universal-investment.com

The right of revocation shall not apply if the seller can prove either that the buyer is not a consumer within the meaning of § 13 BGB or that the former contacted the latter for the purpose of negotiations which led to the purchase of the units on the basis of a previous order under § 55(1) of the German Trade Regulations [Gewerbeordnung].

#### **Revocation implications**

If the offer has been effectively revoked and the buyer has already made payments, the Company shall reimburse said party, against a retransfer of the units acquired, the costs paid plus an amount equal to the value of the units paid for on the day after the notice of revocation was received. If need be, the reimbursement shall be made in instalments. The right of revocation cannot be waived.

The above statements apply accordingly if the units are sold by the investor.

# F. General Terms and Conditions of Investment

#### GENERAL TERMS AND CONDITIONS OF INVESTMENT

governing the legal relationship between the investors

and

#### UNIVERSAL-INVESTMENT-GESELLSCHAFT MBH,

Frankfurt/Main,

(hereinafter, the "Company")

for the investment funds managed by the Company
pursuant to the UCITS Directive, valid only in conjunction
with the Special Terms and Conditions of Investment
drawn up for the specific UCITS investment fund.

# § 1 General provisions

- (1) The Company is a UCITS capital management company and is subject to the provisions of the KAGB.
- (2) The Company invests the capital deposited with it in its own name and for the collective account of the investors, but separately from its own assets in the form of a UCITS investment fund. It invests this capital, pursuant to the principle of risk diversification, in assets permitted under the KAGB. It issues global certificates in respect of the rights of the investors resulting therefrom.
- (3) The purpose of the UCITS investment fund is limited to investing in accordance with a specified investment strategy within the framework of collective asset management, using the funds deposited with it; the UCITS investment fund does not have an operating function or active business management of the assets held.
- (4) The legal relationship between the Company and the investor is governed by the General Terms and Conditions of Investment and Special Terms and Conditions of Investment of the UCITS investment fund and the KAGB.

# § 2 Custodian

- (1) The Company shall appoint a credit institution as the Custodian of the UCITS investment fund; it shall act independently of the Company and exclusively in the interest of investors.
- (2) The duties and obligations of the Custodian are governed by the Custodian Agreement entered into with the Company, the KAGB, and the Terms and Conditions of Investment.
- (3) The Custodian may outsource custodian duties to another company ("sub-custodian") in accordance with § 73 KAGB. Further information can be found in the Sales Prospectus.
- (4) The Custodian shall be liable to the UCITS investment fund or to the investors for the loss of a financial instrument as defined in § 72(1)(1) KAGB held by the Custodian or a sub-

custodian to whom custody of financial instruments was outsourced pursuant to § 73(1) KAGB. The Custodian shall not be liable if it can prove that the loss is attributable to external events, the consequences of which were unavoidable despite all appropriate countermeasures. Further claims resulting from the provisions of civil law on the basis of agreements or tort remain unaffected. The Custodian is also liable to the UCITS or the investors for all other losses suffered by them as a result of the Custodian's negligent or intentional failure to properly fulfil its obligations pursuant to the provisions of the KAGB. The liability of the Custodian shall not be affected by any transfer of custodian duties referred to in the first sentence of (3) above.

# § 3 Fund management

- (1) The Company shall acquire and manage the assets in its own name for the joint account of the investors with the due skill, honesty, care and diligence. It shall act independently of the Custodian and solely in the interests of investors when carrying out its duties.
- (2) The Company is authorised to acquire and resell assets with the money deposited by investors, and to invest the proceeds elsewhere; it is also authorised to perform all other legal acts resulting from the management of the assets.
- (3) The Company may neither lend money nor enter into obligations resulting from a contract of surety or a guarantee agreement for the joint account of investors; it may not sell assets referred to in §§ 193, 194 and 196 KAGB that do not belong to the UCITS investment fund at the time of the transaction. § 197 KAGB remains unaffected.

# § 4 Investment principles

The UCITS investment fund shall directly or indirectly invest in accordance with the principle of risk diversification. The Company shall only acquire assets for the UCITS investment fund that are expected to generate income and/or growth. It stipulates the assets that can be acquired on behalf of the UCITS investment fund in the Special Terms and Conditions of Investment.

#### § 5 Transferable securities

Provided the Special Terms and Conditions of Investment do not contain any additional restrictions, the Company may – subject to § 198 KAGB – only acquire any transferable securities on behalf of the UCITS investment fund if:

- 1. they are admitted to trading on a stock exchange or admitted to or included in another organised market in a Member State of the European Union or another State party to the Agreement on the European Economic Area;
- 2. they are exclusively admitted to trading on a stock exchange in a state outside the EU or EEA, or are admitted to or included in another organised market in one of these states, provided this choice of stock exchange or organised market has been approved by BaFin<sup>13</sup>;
- 3. their admission to trading on a stock exchange in an EU Member State or in another State that is party to the EEA Agreement, or their admission to or inclusion on an organised market in an EU Member State or in another State that is party to the EEA Agreement, must be applied for in accordance with their terms of issue, provided that these transferable securities are admitted or included within one year of being issued;
- 4. their admission to trading on a stock exchange or their admission or inclusion on an organised market that is not in an EU Member State or in a State party to the EEA Agreement

The "List of Admitted Stock Exchanges and Other Organised Markets pursuant to § 193(1), (2) and (4) KAGB" is published on the website of the Federal Financial Supervisory Authority (http://www.bafin.de).

- must be applied for in accordance with their terms of issue, provided these transferable securities are admitted or included within one year of being issued;
- 5. they are shares to which the UCITS investment fund is entitled in the event of a capital increase from company funds;
- 6. they are acquired by exercising subscription rights held by the UCITS investment fund;
- 7. they are units in closed-end funds that meet the criteria specified in § 193(1)(7) KAGB,
- 8. they are financial instruments that meet the criteria specified in § 193(1)(8) KAGB.

The purchase of transferable securities pursuant to the first sentence (1 to 4) above shall only be allowed if the conditions of § 193(1) second sentence KAGB have also been met. Subscription rights arising from underlying securities that can be acquired according to this § 5 may also be acquired.

# § 6 Money market instruments

(1) Unless additional restrictions are imposed by the Special Terms and Conditions of Investment, the Company may – subject to § 198 KAGB – acquire, on behalf of the UCITS investment fund, instruments which are normally traded on the money market, as well as interest-bearing transferable securities, which at the time of acquisition for the UCITS investment fund, have a residual maturity not exceeding 397 days, the interest rate of which is, according to the terms of issue, regularly adjusted to market conditions over their entire term (or at least once every 397 days) or the risk profile of which is similar to the risk profile of such transferable securities (money market instruments).

Money market instruments may only be acquired for the UCITS investment fund if they are

- 1. admitted to trading on a stock exchange in an EU Member State or another State party to the EEA Agreement or are admitted to or included in another organised market in any of these states;
- 2. exclusively admitted to trading on a stock exchange in a state outside the EU or EEA, or are admitted to or included in another organised market in one of these states, provided this choice of stock exchange or organised market has been approved by BaFin<sup>14</sup>;
- 3. issued or guaranteed by the EU, the German federal government, a German federal government fund, a German federal state, another EU Member State or another central, regional or local authority or central bank of an EU Member State, the European Central Bank or European Investment Bank, a third country or, if this country is a federation, by one of the members making up the federation, or by a public international body to which one or more EU Member States belong;
- 4. issued by an undertaking whose transferable securities are traded on the markets stated in points 1 and 2 above;
- 5. issued or guaranteed by a credit institution that is subject to prudential supervision in accordance with the criteria defined by EU law, or by a credit institution which is subject to and complies with prudential rules that are considered by BaFin to be at least as stringent as those laid down by EU law; or
- 6. issued by other issuers which meet the requirements of § 194(1)(6) KAGB.
- (2) Money market instruments within the meaning of (1) may only be acquired if they meet the relevant requirements of § 194(2) and (3) KAGB.

<sup>&</sup>lt;sup>14</sup> The "List of Admitted Stock Exchanges and Other Organised Markets pursuant to § 193(1), (2) and (4) KAGB" is published on the website of the Federal Financial Supervisory Authority (http://www.bafin.de).

#### § 7 Bank deposits

The Company may, on behalf of the UCITS investment fund, hold bank deposits with a maximum term of 12 months. The deposits to be kept in blocked accounts may be held with a credit institution with its registered office in an EU Member State or a State party to the EEA Agreement; deposits may also be held by a credit institution with its registered office in a third country, whose prudential rules considered by BaFin to be at least as stringent as those laid down by EU law. Unless otherwise specified in the Special Terms and Conditions of Investment, bank deposits may also be denominated in a foreign currency.

#### § 8 Investment units

- (1) Unless otherwise specified in the Special Terms and Conditions of Investment, the Company may acquire units in investment funds pursuant to Directive 2009/65/EC on behalf of the UCITS investment fund. Units in other domestic investment funds and investment corporations with variable capital and units in open-end EU AIFs and foreign open-end AIFs may be acquired if they meet the requirements of § 196(1)(2) KAGB.
- (2) The Company may only acquire units in domestic investment funds and investment corporations with variable capital, in EU UCITS, or in EU and foreign open-end AIFs, if the Terms and Conditions of Investment or the Articles of Association of the capital management company, the investment corporation with variable capital, the EU investment fund, the EU management company, the foreign AIF or the foreign AIF management company stipulate that no more than 10% in total of the value of their assets may be invested in units in other domestic investment funds, investment corporations with variable capital, open-end EU investment funds or foreign open-end AIFs.

#### § 9 Derivatives

- (1) In managing the UCITS investment fund, the Company may use derivatives as per § 197(1)(1) KAGB and financial instruments with derivative components as per § 197(1)(2) KAGB, unless the Special Terms and Conditions of Investment stipulate otherwise. In order to ascertain the degree of market risk, the limit of which is established in accordance with § 197(2) KAGB, for the use of derivatives and financial instruments with derivative components, the Company may depending on the type and scope of the derivatives and financial instruments with derivative components used use either the simple or qualified approach within the meaning of the Regulation on risk management and risk measurement in the use of derivatives, securities lending and repurchase agreements in investment funds pursuant to the Capital Investment Code (DerivateV), enacted in accordance with § 197(3) KAGB; for further details, please refer to the Sales Prospectus.
- (2) If the Company uses the simple approach, it may regularly use only basic forms of derivatives, financial instruments with derivative components, or combinations of such derivatives, financial instruments with derivative components and underlying instruments that are permissible according to § 197(1)(1) KAGB. Only a negligible share of complex derivatives comprising underlying instruments which are permissible according to § 197(1)(1) KAGB may be used. The attributable amount to be calculated for the UCITS investment fund in accordance with the provisions of § 16 DerivateV may not exceed the investment fund's value at any time.

Basic forms of derivatives are:

1. futures contracts on underlying instruments as per § 197(1) KAGB, except investment units as per § 196 KAGB;

- 2. options or warrants on underlying instruments as defined in § 197(1) KAGB, except investment units as defined in § 196 KAGB, and on futures contracts according to point 1. if they have the following characteristics:
  - a) exercise is possible either throughout the entire term or at the end of the term; and
  - the value of the option on the exercise date is linearly dependent on the positive or negative difference between the strike price and the market price of the underlying asset, and it becomes zero if the difference has the opposite (positive/negative) sign;
- 3. interest rate swaps, currency swaps or interest rate-currency swaps;
- 4. options on swaps in accordance with point 3., provided that they have the characteristics described in point 2. under a) and b) (swaptions);
- 5. single name credit default swaps.
- (3) If the Company uses the qualified approach, it may invest in any financial instruments with derivative components or in derivatives that are derived from an underlying instrument that is permissible according to § 197(1)(1) KAGB, provided that it maintains an appropriate risk management system. The potential VaR for the market risk attributable to the UCITS investment fund may never exceed double the potential VaR of the relevant benchmark assets pursuant to § 9 DerivateV. Alternatively, the VaR may never exceed 20% of the value of the UCITS investment fund.
- (4) Under no circumstances may the Company deviate from the investment principles and limits that are specified in the Terms and Conditions of Investment or in the Sales Prospectus in relation to such transactions.
- (5) The Company will use derivatives and financial instruments with derivative components for hedging purposes, efficient portfolio management and in order to generate additional income, if and to the extent it considers this to be in the interests of investors.
- (6) When calculating the market-risk limit for the use of derivatives and financial instruments with derivative components, the Company may at any time switch from the simple to the qualified approach pursuant to § 6 (3) DerivateV. Switching does not require BaFin approval; however, the Company must promptly notify BaFin of the switch and publish it in the subsequent semi-annual or annual report.
- (7) When using derivatives and financial instruments with derivative components, the Company shall comply with the DerivateV.

# § 10 Other investment instruments

Unless specified otherwise in the Special Terms and Conditions of Investment, the Company may invest, on behalf of the UCITS investment fund, up to 10% of that fund's assets in "Other Investment Instruments" pursuant to § 198 KAGB.

#### § 11 Issuer limits and investment limits

- (1) In its management activities, the Company shall comply with the investment limits and restrictions specified in the KAGB, DerivateV and the Terms and Conditions of Investment.
- (2) Up to 5% of the UCITS investment fund's assets may be invested in transferable securities and money market instruments (including transferable securities and money market instruments of a single issuer that are purchased under agreements to resell). However, up to

10% of the UCITS investment fund's assets may be invested in these transferable securities and money market instruments if this is stipulated in the Special Terms and Conditions of Investment and if the total value of the transferable securities and money market instruments of these issuers does not exceed 40% of the value of the UCITS investment fund. The issuers of transferable securities and money market instruments must also be taken into account within the limits specified in sentence 1 if the transferable securities and money market instruments issued by them are acquired indirectly through other transferable securities included in the UCITS fund that are linked to their performance.

- (3) The Company may invest up to 35 % of the value of the UCITS investment fund in bonds, borrower's note loans and money market instruments which have been issued or guaranteed by the Federal Republic of Germany, a German state, the EU, an EU Member State or its local authorities, another State which is party to the EEA Agreement, a third country, or an international organisation to which at least one EU Member State belongs.
- (4) The Company may in each case invest up to 25% of the UCITS investment fund's assets in mortgage bonds, public-sector bonds and bonds issued by credit institutions which have their registered office in an EU Member State or another State that is party to the EEA Agreement. This is subject to the following: said credit institutions are subject by law to special public supervision designed to protect the holders of such bonds; funds acquired through the issue of the bonds are invested (in accordance with the law) in assets that sufficiently cover the liabilities arising from these bonds throughout their term, and said assets are primarily to be used to repay the principal and pay interest should the issuer default. If the Company invests more than 5% of the value of the UCITS investment fund in bonds of a single issuer in accordance with the previous sentence, the total value of those bonds must not exceed 80% of the UCITS investment fund's value.
- (5) The limit in (3) above may be exceeded for transferable securities and money market instruments of a single issuer in accordance with § 206(2) KAGB, if permitted by the Special Terms and Conditions of Investment with regard to the issuers named therein. In such cases, the transferable securities and money market instruments held on behalf of the UCITS investment fund must originate from at least six different issues, and no single issue may exceed 30% of the UCITS investment fund's assets.
- (6) The Company may not invest more than 20% of the UCITS investment fund's value in bank deposits as per § 195 KAGB at a single credit institution.
- (7) The Company must ensure that a combination of
  - 1. transferable securities or money market instruments issued by a single institution,
  - 2. deposits made with that institution and
  - 3. amounts to be applied for the counterparty risk for transactions entered into with this institution

does not exceed 20% of the value of the UCITS investment fund. The previous sentence applies to those issuers and guarantors stated in (3) and (4) above, with the stipulation that the Company must ensure that a combination of the assets and attributable amounts stated in the first sentence does not exceed 35% of the value of the UCITS investment fund. In both cases, the respective individual maximum limits remain unaffected.

- (8) The bonds, borrower's note loans and money market instruments referred to in (3) and (4) above are not taken into account when applying the 40% limit referred to in (2) above. Notwithstanding the provisions of (7), the limits referred to in (2)–(4) and (6)–(7) of this section may not be accumulated.
- (9) The Company may only invest up to 20% of the value of the UCITS investment fund in units of any one investment fund as per § 196(1) KAGB. The Company may only invest up to 30%

of the value of the UCITS investment fund in units of investment funds in accordance with § 196(1)(2) KAGB. The Company may, on behalf of the UCITS investment fund, not acquire more than 25% of the units issued by another open-end domestic, EU or foreign investment fund that are invested (in accordance with the principle of risk diversification) in assets within the meaning of §§ 192–198 KAGB.

#### § 12 Mergers

- (1) Pursuant to §§ 181–191 KAGB, the Company may
  - 1. transfer all assets and liabilities of this UCITS investment fund to another existing or newly formed investment fund, or to an EU UCITS or a UCITS investment corporation with variable capital;
  - 2. absorb all assets and liabilities of another open-end retail fund into this UCITS investment fund.
- (2) Any merger is subject to approval by the relevant competent supervisory authority. Details of the procedure can be found in §§ 182–191 KAGB.
- (3) The UCITS investment fund may only be merged with a retail fund that is not a UCITS if the absorbing or newly formed investment fund will continue to be a UCITS. EU UCITS may also be merged with the UCITS investment fund in accordance with Article 2(1)(p)(iii) of Directive 2009/65/EC.

# § 13 Transferable securities lending

- (1) The Company may, on behalf of the UCITS investment fund, grant a transferable securities loan, which can be called at any time, to a securities borrower in return for market-rate compensation after the transfer of sufficient collateral in accordance with § 200(2) KAGB. The market value of the securities to be transferred, together with the market value of the securities already transferred as a securities loan on behalf of the UCITS investment fund to the same securities borrower, including companies in the same group within the meaning of § 290 of the German Commercial Code [Handelsgesetzbuch HGB], may not exceed 10% of the value of the UCITS investment fund.
- (2) Should the securities borrower's collateral for the transferred securities be provided in the form of credit, said credit must be kept in blocked accounts pursuant to § 200(2)(3)(1) KAGB. Alternatively, the Company may exercise the option to invest this credit (in its currency) in the following assets:
  - in high-quality bonds issued by the Federal Republic of Germany, a German state, the EU, an EU Member State or its local authorities, a State party to the EEA Agreement or a third country,
  - 2. in money market funds with a short maturity structure corresponding to the guidelines issued by BaFin on the basis of § 4(2) KAGB, or
  - 3. by way of a reverse repurchase agreement with a credit institution that guarantees the repayment of the accrued credit at any time.

The UCITS investment fund shall be entitled to the income from investing the collateral.

(3) The Company may also use a system organised by a central securities depository for the brokerage and settlement of transferable securities loans that deviates from the requirements pursuant to § 200(1)(3) of the KAGB if the right of termination at any time pursuant to paragraph (1) is not deviated from.

(4) Unless otherwise specified in the Special Terms and Conditions of Investment, the Company may also provide transferable securities loans in connection with money market instruments and investment units, provided that the UCITS investment fund is permitted to acquire such assets. The provisions of (1)–(3) shall apply mutatis mutandis.

# § 14 Repurchase agreements

- (1) The Company may, on behalf of the UCITS investment fund and in return for a fee, enter into callable securities repurchase agreements, within the meaning of § 340b(2) HGB, with credit institutions or financial services institutions on the basis of standardised framework agreements.
- (2) The repurchase agreements must involve transferable securities that may be acquired for the UCITS investment fund in accordance with the Terms and Conditions of Investment.
- (3) Repurchase agreements shall be limited to a term of 12 months.
- (4) Unless otherwise specified in the Special Terms and Conditions of Investment, the Company may also enter into repurchase agreements in connection with money market instruments and investment units, provided that the UCITS investment fund is permitted to acquire such assets. The provisions of (1)–(3) shall apply mutatis mutandis.

#### § 15 Borrowing

The Company may take out short-term loans amounting to up to 10% of the UCITS investment fund's assets for the joint account of the investors, provided that the terms of the loan are in line with the market and the Custodian agrees to the loan.

# § 16 Units

- (1) The units in the UCITS investment fund are bearer instruments and are represented by unit certificates or issued in the form of electronic unit certificates.
- (2) Securitised unit certificates are securitised in a global certificate; the issue of individual certificates is excluded. With the acquisition of a unit in the UCITS investment fund, the investor acquires a co-ownership share in the global certificate. This is transferable unless otherwise stated in the Special Terms and Conditions of Investment.
- (3) Units may have different characteristics, particularly with regard to the appropriation of income, the issue surcharge, redemption fees, the currency of the unit value, the management fee, the minimum investment amount, or a combination of these characteristics (unit classes). For details, please refer to the Special Terms and Conditions of Investment.

#### § 17 Issue and redemption of units, restriction and suspension of redemption

- (1) In principle, there is no limit to the number of units that may be issued. The Company reserves the right to suspend or permanently discontinue the issue of units.
- (2) Units may be acquired from the Company or Custodian or via a third party. The Special Terms and Conditions of Investment may stipulate that units can only be acquired and held by specific investors.
- (3) The investors may require the Company to redeem the units. The Special Terms and Conditions of Investment may stipulate periods for the return of units. The Company shall be

- obliged to redeem the units at the relevant applicable redemption price on behalf of the UCITS investment fund. The place of redemption is the Custodian.
- (4) Unless otherwise stipulated in the Special Terms and Conditions of Investment, the Company reserves the right, however, to restrict the redemption of units for up to 15 business days if the investors' redemption requests reach at least 10% of the net asset value of the UCITS investment fund (threshold value), as from which point the redemption requests can no longer be executed in the interest of all investors due to the liquidity situation of the assets of the UCITS investment fund. In this case, the Company will only comply with the return request for each investor on a pro rata basis; otherwise, the redemption obligation does not apply. This means that each redemption order will only be executed on a pro rata basis. The unexecuted portion of the order (residual order) will also not be executed by the Company subsequently, but will expire (pro rata approach with expiry of the residual order). Further details on the redemption restriction procedure can be found in the Sales Prospectus. The Company must publish the restriction on the redemption of units, and the lifting thereof, on its website immediately.
- (5) The Company may, however, suspend the redemption of units pursuant to § 98(2) KAGB if extraordinary circumstances arise which make such a suspension appear necessary in the interests of investors.
- (6) The Company shall inform the investors of any suspension pursuant to (5) above and the resumption of redemption via publication of a notice in the German Federal Gazette, as well as a financial or daily newspaper with sufficient circulation or in the electronic media stated in the Sales Prospectus. Following the publication of a notice in the German Federal Gazette, investors must be immediately informed by means of a durable medium of the suspension and resumption of unit redemption.

# § 18 Issue and redemption prices

- (1) Unless otherwise stipulated in the Special Terms and Conditions of Investment, the market values of the assets held by the UCITS investment fund less loans and other liabilities (net asset value) shall be determined and divided by the number of units in circulation (unit value) for the purpose of calculating the issue and redemption prices of units. Should different unit classes be introduced for the UCITS investment fund pursuant to § 16(2), the unit value and issue and redemption price shall be calculated separately for each unit class. Assets shall be valued pursuant to §§ 168 and 169 KAGB and the Capital Investment Accounting and Valuation Ordinance [Kapitalanlage-Rechnungslegungs- und Bewertungsverordnung KARBV].
- (2) The issue price equals the value of a unit in the UCITS investment fund, plus (if applicable) an issuing surcharge to be specified in the Special Terms and Conditions of Investment pursuant to § 165(2)(8) KAGB. The redemption price will be equal to the value of a unit in the UCITS investment fund, minus (if applicable) a redemption fee to be specified in the Special Terms and Conditions of Investment pursuant to § 165(2)(8) KAGB.
- (3) The settlement date for unit purchases and redemption orders shall be no later than the valuation date following receipt of the purchase/redemption order, unless otherwise specified in the Special Terms and Conditions of Investment.
- (4) The issue and redemption prices shall be determined on each trading day. Unless otherwise stipulated in the Special Terms and Conditions of Investment, the Company and Custodian may refrain from calculating the value on statutory public holidays which are stock exchange trading days as well as on 24 and 31 December of each year; this is explained in more detail in the Sales Prospectus.

#### § 19 Costs

The expenses and fees due to the Company, the Custodian and third parties which may be charged to the UCITS investment fund are stated in the Special Terms and Conditions of Investment. In the case of fees within the meaning of the previous sentence, the Special Terms and Conditions of Investment shall also specify how and in what amount they are to be paid, and how they are to be calculated.

#### § 20 Accounting

- (1) No later than four months after the end of the UCITS investment fund's financial year, the Company shall issue an annual report, including a profit and loss account pursuant to § 101(1), (2) and (4) KAGB.
- (2) No later than two months after the middle of the financial year, the Company shall issue a semi-annual report pursuant to § 103 KAGB.
- (3) If, during the financial year, the right to manage the UCITS investment fund is transferred to another capital management company or if the UCITS investment fund is merged with another UCITS investment fund, a UCITS investment corporation with variable capital or an EU UCITS investment fund, the Company shall draw up, on the transfer date, an interim report that meets the requirements of an annual report as per (1) above.
- (4) Should the UCITS investment fund be liquidated, the Custodian shall draw up a liquidation report both annually and on the date on which the liquidation is completed; this report must meet the requirements of an annual report as stated in (1) above.
- (5) These reports shall be available from the Company, the Custodian and other agents stated in the Sales Prospectus and the Key Information Document; they shall also be published in the German Federal Gazette.

# § 21 Termination and liquidation of the UCITS investment fund

- (1) The Company may cease managing the UCITS investment fund subject with at least six months' notice via publication of a notice in the German Federal Gazette, as well as in the annual or semi-annual report. Investors shall be immediately notified via durable medium of any termination notified pursuant to sentence 1.
- (2) The right of the Company to manage the UCITS investment fund shall expire on the date on which termination takes effect. In this case, the UCITS investment fund and/or the right to dispose of it shall be transferred to the Custodian, which shall liquidate it and distribute the proceeds to investors. In return for the performance of its liquidation duties, the Custodian shall be entitled to a fee as well as to the reimbursement of its expenses incurred as a necessary part of the liquidation. With BaFin approval, the Custodian may refrain from the liquidation and distribution, and appoint another capital management company to manage the UCITS investment fund in accordance with the current Terms and Conditions of Investment.
- (3) On the day its management right expires pursuant to § 99 KAGB, the Company shall draw up a liquidation report that meets the requirements for an annual report pursuant to § 20(1) above.

#### § 22 Change of Capital Management Company and Custodian

- (1) The Company may transfer the right to manage and to dispose of the UCITS investment fund to another capital management company. Transfers are subject to prior approval by BaFin.
- (2) The approved transfer will be published in the Bundesanzeiger (Federal Gazette) and also in the annual report or semi-annual report and in the electronic information media specified in the Sales Prospectus. The transfer will take effect at the earliest three months after being notified in the German Federal Gazette.
- (3) The Company may change the Custodian for the UCITS investment fund. Any such change is subject to approval by BaFin.

#### § 23 Amendments to the Terms and Conditions of Investment

- (1) The Company may amend the Terms and Conditions of Investment.
- (2) Amendments thereto are subject to prior approval by BaFin.
- (3) All planned amendments shall be published in the German Federal Gazette, as well as in a financial or daily newspaper with sufficient circulation, or in the electronic media stated in the Sales Prospectus. Any publication pursuant to the previous sentence shall state the planned amendments and their date of entry into force. In the event of changes in costs that are detrimental to investors within the meaning of § 162(2)(11) KAGB or changes to material investor rights that are detrimental to investors, as well as in the event of changes to the investment principles of the UCITS investment fund within the meaning of § 163(3) KAGB, the investors must be notified of the essential content of the planned changes to the Terms and Conditions of Investment, and of the background to them, in a comprehensible manner via a permanent data carrier in accordance with § 163(4) KAGB at the same time as the notification is provided pursuant to sentence 1. In the event of changes to the previous investment principles, investors must be additionally informed of their rights in accordance with § 163(3) KAGB.
- (4) The amendments shall come into force at the earliest on the day following their notification in the German Federal Gazette or, in the event of changes to costs or investment principles, no earlier than four weeks after the corresponding notification.

# § 24 Place of performance

The place of performance is the Company's registered office.

#### § 25 Dispute settlement proceedings

The Company has undertaken to participate in dispute settlement proceedings held before a consumer arbitration board. In the event of disputes, consumers can contact the Investment Funds Ombudsman of BVI Bundesverband Investment und Asset Management e.V., which is the responsible consumer arbitration body. The Company will take part in dispute settlement proceedings before this arbitration board.

The contact details are: Büro der Ombudsstelle des BVI Bundesverband Investment und Asset Management e.V., Unter den Linden 42, 10117 Berlin, www.ombudsstelle-investmentfonds.de.

The European Commission has set up a European online dispute resolution platform at www.ec.europa.eu/consumers/odr. Consumers can use it for the out-of-court settlement of disputes arising from online sales contracts or online service contracts. The Company's email address is: Beschwerdemanagement@universal-investment.com.

# G. Special Terms and Conditions of Investment

#### SPECIAL TERMS AND CONDITIONS OF INVESTMENT

governing the legal relationship between the investors

and

#### UNIVERSAL-INVESTMENT-GESELLSCHAFT MBH,

Frankfurt/Main,

(hereinafter, the "Company")

for the investment fund managed by the Company

pursuant to the UCITS Directive,

**B.A.U.M. Fair Future Fonds** 

which are valid only in conjunction with the

**General Terms and Conditions of Investment** 

drawn up by the Company for this investment fund.

#### **INVESTMENT PRINCIPLES AND INVESTMENT LIMITS**

#### § 1 Assets

The Company may acquire the following assets for the UCITS investment fund:

- 1. Transferable securities pursuant to § 5 of the General Terms and Conditions of Investment,
- 2. Money market instruments pursuant to § 6 of the General Terms and Conditions of Investment,
- Bank deposits pursuant to § 7 of the General Terms and Conditions of Investment,
- 4. Investment units pursuant to § 8 of the General Terms and Conditions of Investment,
- 5. Derivatives pursuant to § 9 of the General Terms and Conditions of Investment,
- 6. Other investment instruments pursuant to § 10 of the General Terms and Conditions of Investment.

# § 1a Securities lending and repurchase agreements

Securities lending and repurchase transactions pursuant to §§ 13 and 14 of the General Terms and Conditions of Investment are not permitted.

#### § 2 Investment limits

(1) The UCITS investment fund may consist entirely of transferable securities within the meaning of § 1(1).

- (2) At least 51% of the UCITS investment fund is made up of shares in domestic and foreign companies that can demonstrate performance both in financial terms and from environmental, social and cultural perspectives.
- (3) In addition to the investment limit specified in paragraph 2 above, more than 50% of the value of the actual assets of the UCITS investment fund (the amount of the actual assets is determined by the value of the investment fund's assets within the meaning of § 1(2) of the Investment Tax Act (InvStG), excluding liabilities) is invested in equity interests within the meaning of § 2(8), points 1, 3 and 4 InvStG that can be acquired for the UCITS investment fund according to these terms and conditions of investment (equity fund within the meaning of § 2(6) InvStG). The actual equity holdings in target investment funds within the meaning of the first sentence of § 2(5) InvStG that may be acquired for the UCITS investment fund according to these investment conditions can be taken into account in this context.
- (3) Up to 49% of the value of the UCITS investment fund may be invested in money market instruments, subject to § 6 of the General Terms and Conditions of Investment.
- (4) Transferable securities and money market instruments of a single issuer may be acquired up to an amount of between 5% and 10% of the value of the UCITS investment fund if the total value of the transferable securities and money market instruments held from this issuer does not exceed 40% of the value of the UCITS investment fund.
- (5) Up to 49% of the value of the UCITS investment fund may be held in bank deposits as specified in § 7(1) of the General Terms and Conditions of Investment.
- (6) Up to 10% of the value of the UCITS investment fund may be held in investment fund units as specified in § 8 of the General Terms and Conditions of Investment. The Company shall select the investment units to be acquired either in accordance with the Terms and Conditions of Investment or the investment focus of said units, or the units' most recent annual or semi-annual report. It may acquire all permitted types of units in domestic investment funds and investment corporations with variable capital and units in EU UCITS and openend investment funds (which are not EU UCITS) managed by EU management companies or foreign management companies. The share of the UCITS investment fund that may be held in units of the relevant type may not be more than the investment limit stated in the first sentence of this paragraph. The limits stated in § 11(9) of the General Terms and Conditions of Investment remain unaffected.

#### § 3 Investment Committee

The Company can be advised by an investment committee in respect of the UCITS investment fund.

# **UNIT CLASSES**

# § 4 Unit classes

(1) For the UCITS investment fund, unit classes may be formed in accordance with § 16(2) of the General Terms and Conditions of Investment. These unit classes differ in terms of the appropriation of income, the issuing surcharge, the unit value currency (including use of currency hedging transactions), the management fee, the custodial fee, the performance fee, the fee for managing derivatives transactions and collateral for derivatives transactions, the Distributor, the minimum investment amount or a combination of these characteristics. Unit classes may be created at any time at the Company's discretion.

- (2) Existing unit classes shall be listed individually in the Sales Prospectus and in the annual and semi-annual reports. The characteristics of the unit classes (appropriation of income, issuing surcharge, unit value currency, management fee, custodian fee, performance fee, the fee for managing derivatives transactions and collateral for derivatives transactions, the Distributor, minimum investment amount or a combination of these characteristics) are described in detail in the Sales Prospectus and the annual and semi-annual reports.
- (3) Currency hedging transactions may be concluded exclusively in favour of an individual currency unit class. For foreign currency unit classes that are currency hedged in favour of the currency in which those unit classes are denominated (reference currency), the Company may also notwithstanding the provisions of § 9 of the General Terms and Conditions of Investment use derivatives (within the meaning of § 197(1) KAGB) on exchange rates or currencies so as to avoid losses in unit value resulting from foreign exchange losses relating to assets of the UCITS investment fund that are not denominated in the reference currency for that unit class.
- (4) Unit values are calculated for each unit class separately by taking the costs of creating new unit classes, distributions (including any taxes payable from the Fund's assets), the fees stated in (1) above and the results of currency hedging transactions related to a certain class of units, including any income equalisation, attributed exclusively to that unit class.

# UNITS, ISSUE PRICE, REDEMPTION PRICE, UNIT REDEMPTION AND COSTS

#### § 5 Units

Investors are fractional co-owners of the UCITS investment fund's respective assets in proportion to their number of units.

#### § 6 Issue and redemption prices

- (1) The issuing surcharge equals 3.00% of the unit value. The Company may charge a reduced issuing surcharge, or not charge one at all, for the UCITS investment fund or one or more unit classes. The Company shall specify the issuing surcharge for each unit class in the Sales Prospectus and the annual and semi-annual reports.
- (2) The redemption shall be performed at the unit value. No redemption fee is charged.

#### § 7 Costs

- (1) Fees to which the Company is entitled from the UCITS investment fund:
  - In return for managing the Fund, the Company receives a fee (payable monthly) of up to a twelfth of 1,90% p.a. of the average net asset value of the Fund during the accounting period, which is calculated by taking the values on each valuation date. The Company may charge a reduced fee, or not charge one at all, for the UCITS investment fund or one or more unit classes. The Company shall specify the management fee for each unit class in the Sales Prospectus and the annual and semi-annual reports.
- (2) The fees to be paid out of the UCITS investment fund to third parties are as follows:
  - a) The Company may call upon the services of an investment advisor or an asset management company when implementing its investment strategy. The remuneration of the

- investment advisor or asset management company will be covered by the management fee stated in Paragraph 1.
- b) The Company may call upon the services of third parties for the purposes of or when managing derivative transactions and collateral for said transactions. In this case, these third parties jointly receive a fee (payable quarterly) amounting to up to a quarter of 0.15% p.a. of the UCITS investment fund's average net asset value during the accounting period, which is calculated by taking the values on each valuation date. The Company may charge a reduced fee, or not charge one at all, for the UCITS investment fund or one or more unit classes. These fees are not covered by the management fee; as a result, the Company charges them to the UCITS investment fund. The Company shall specify the fees paid to third parties for each unit class in the Sales Prospectus and the annual and semi-annual reports.
- (3) In return for its duties, the Custodian receives a fee (payable quarterly) of up to a quarter of 0.20% p.a. of the UCITS investment fund's average net asset value during the accounting period, which is calculated by taking the values on each valuation date. The Custodian may charge a reduced fee, or not charge one at all, for the UCITS investment fund or one or more unit classes. The Company shall specify the custodian fee for each unit class in the Sales Prospectus and the annual and semi-annual reports.
- (4) The total amount taken out of the UCITS investment fund per year in the form of fees, pursuant to paragraphs 1, 2(b) and 3 above, can be up to 2.25% p.a. of the UCITS investment fund's average net asset value during the accounting period, which is calculated by taking the values on each valuation date.
- (5) In addition, the Company may receive a performance fee from the UCITS investment fund of up to 15% of the amount by which the unit value at the end of an accounting period exceeds the maximum unit value at the end of the five preceding accounting periods ("highwater mark"), but only if the unit value at the end of the accounting period also exceeds the unit value at the beginning of the accounting period by 6% ("hurdle rate"), subject to a maximum of 10% of the average net asset value of the UCITS investment fund during the accounting period, which is calculated by taking the values on each valuation date. If unit classes are created, sentence 1 applies accordingly to each unit class. If there are fewer than five previous accounting periods for the UCITS investment fund or unit class, all previous accounting periods will be taken into account when calculating the fee. In the first accounting period following the launch of the UCITS investment fund or unit class, the high-water mark will be replaced by the unit value at the beginning of the first accounting period.

The accounting period begins on 1 January and ends on 31 December of each calendar year. The first accounting period begins with the launch of the UCITS investment fund or unit class and ends on the second 31 December thereafter.

The unit value performance is to be calculated using the BVI method<sup>15</sup>. Based on the outcome of a daily calculation, any calculated performance fee incurred is set aside within the UCITS investment fund per unit issued, or any provision that has already been posted is reversed accordingly. Dissolved provisions are allocated to the UCITS investment fund. A performance fee may be paid out only if appropriate provisions have been made.

The Company may charge a reduced performance fee, or not charge one at all, for the UCITS investment fund or for one or more unit classes. The Company specifies the performance fee charged for each unit class in the Sales Prospectus and in the annual and semi-annual report.

<sup>&</sup>lt;sup>15</sup> An explanation of the BVI method is published on the website of BVI Bundesverband Investment und Asset Management e.V. (www.bvi.de).

- (6) In addition to the aforementioned fees, the following expenses are charged to the UCITS investment fund:
  - a) standard custodian and account fees, including any standard bank costs for the custody of foreign assets abroad;
  - b) costs of printing and dispatching statutory sales documentation intended for investors (annual and semi-annual reports, Sales Prospectus, Key Information Document);
  - c) costs of publishing the annual and semi-annual reports, the issue and redemption prices and, if applicable, the distributions or reinvestments and the liquidation report;
  - d) costs of setting up and using a durable medium, except in the case of information concerning fund mergers and measures in connection with investment limit infringements or calculation errors when ascertaining the unit value;
  - e) costs of the auditing of the UCITS investment fund by the statutory auditor;
  - f) costs incurred by the Company for asserting and enforcing legal claims on behalf of the UCITS investment fund, as well as for defending claims raised against the Company at the cost of the UCITS investment fund;
  - g) fees and costs charged by public authorities in relation to the UCITS investment fund;
  - h) costs of legal and tax advice with regard to the UCITS investment fund;
  - i) costs of appointing proxies;
  - j) costs of third parties analysing the performance of the UCITS investment fund;
  - k) taxes arising in connection with fees payable to the Company, custodian and third parties, as well the above-mentioned expenses (including taxes incurred in connection with the management and custody of assets).
- (7) In addition to the above-mentioned fees and expenses, costs incurred in connection with the acquisition and disposal of assets shall be charged to the UCITS investment fund.
- (8) The Company must specify in the annual and semi-annual reports the amount of issuing surcharges and redemption fees charged to the UCITS investment fund during the reporting period for the acquisition and redemption of units and shares within the meaning of § 196 KAGB. Concerning the acquisition of units that are managed directly or indirectly by the Company itself or by another company with which the Company is affiliated through a significant direct or indirect shareholding, the Company or the other company may not charge any issuing surcharge or redemption fee for the acquisition or redemption of units. The Company must specify in the annual and semi-annual reports the fee charged to the UCITS investment fund by the Company itself, another management company, an investment corporation or other company with which the Company is affiliated through a significant direct or indirect shareholding, in return for managing the units or shares held in the UCITS investment fund.

#### APPROPRIATION OF INCOME AND FINANCIAL YEAR

#### § 8 Income reinvestment

For accumulating unit classes, the Company shall reinvest on a pro rata basis the interest, dividends and other income that, during the financial year, have accrued on behalf of the UCITS investment fund and have not been used to cover costs – taking the relevant income equalisation into account – as well as the realised capital gains in the UCITS investment fund.

#### § 9 Distribution

- (1) For distributing unit classes, the Company shall while taking the relevant income equalisation into account distribute the pro rata interest, dividends and other income which, during the financial year, are allocated to the relevant unit class and have accrued on behalf of the UCITS investment fund and have not been used to cover costs. Realised capital gains taking the relevant income equalisation into account may also be distributed on a pro rata basis.
- (2) Distributable pro rata income pursuant to (1) above may be carried over for distribution in subsequent financial years, unless the total income carried over exceeds 15% of the relevant value of the UCITS investment fund as at the financial year-end. Income from short financial years may be carried over in full.
- (3) Income may be reinvested in the UCITS investment fund on a pro rata basis, either in whole or in part, in the interest of preserving assets.
- (4) Distributions are made annually, within four months after the end of the financial year. Interim distributions may be provided for individual unit classes.

# § 10 Financial year

The financial year of the UCITS investment fund begins on 1 September and ends on 31 August of the following year.

# H. Annex Pre-contractual information on the financial products referred to in Art. 8(1), (2) and (2a) of Regulation (EU) 2019/2088 and Art. 6(1) of Regulation (EU) 2020/852

Pre-contractual disclosure for the financial products referred to in Article 8, paragraphs 1, 2 and 2a, of Regulation (EU) 2019/2088 and Article 6, first paragraph, of Regulation (EU) 2020/852

Sustainable investment means an investment in an economic activity contributes to an environmental or social objective, provided that the investment does significantly not harm any environmental or social objective and that the investee companies follow good governance practices.

The **EU Taxonomy** is a classification syslaid down tem Regulation (EU) 2020/852 establishing а environmentally sustainable nomic activities. That Regulation not lay down a list of socially sustainable economic activities. Sustainable investments with environmental objective might be aligned with the Taxonomy or not.

Product name: B.A.U.M. Fair Future Fonds	Legal entity identifier (LEI code): 529900VMU48306MNIW38	
Environmental and/or social characteristics		
Does this financial product have a sustainab	ole investment objective?	
• • □ Yes	● ○ ⊠ No	
<ul> <li>□ It will make a minimum of sustainable investments with an environmental objective:%</li> <li>□ in economic activities that qualify as environmentally sustainable under the EU Taxonomy</li> <li>□ in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy</li> </ul>	<ul> <li>□ It promotes Environmental/Social (E/S) characteristics and while it does not have as its objective a sustainable investment, it will have a minimum proportion of _% of sustainable investments</li> <li>□ with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy</li> <li>□ with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy</li> <li>□ with a social objective</li> </ul>	
☐ It will make a minimum of sustainable investments with a social objective:%	☑ It promotes E/S characteristics, but will not make any sustainable investments.	

What environmental and/or social characteristics are promoted by this financial product?

This Fund promotes environmental and social characteristics within the meaning of Article 8 of the Disclosure Regulation.

At least 51% of the Fund is composed of equities issued by domestic and foreign companies that can demonstrate economically as well as environmentally, socially or culturally sustainable development.

Stocks are selected in a multi-dimensional, integrated selection process based on social and environmental investment criteria. First, the companies are checked for violations of exclusion criteria in the areas of environment, animals and natural resources as well as human dignity, social and ethical aspects. Companies with a reason for exclusion are noted on a negative list and excluded from the fund's investment universe from the outset. If a company does not violate any exclusion criteria, a sustainability rating is carried out.

It is also determined whether the companies meet one or more positive criteria. The positive criteria are based on the 17 sustainable development goals of the United Nations. Companies that have successfully passed the review process are submitted to the Sustainability Advisory Board, which is made up of external sustainability experts, for a vote. Only securities that can demonstrate economically as well as environmentally, socially or culturally sustainable development can be included in the fund's investment universe. A team of financial specialists then examines and evaluates the economic sustainability of the companies. This is to ensure that the Fund only invests in stocks that meet the fund management's requirements in terms of sustainability criteria. The Fund's main focus is on long-term investments in companies selected according to these criteria.

# Sustainability indicators

measure how the environmental or social characteristics promoted by the financial product are attained.

 What sustainability indicators are used to measure the attainment of each of the environmental or social characteristics promoted by this financial product?

The Fund applies activity-based exclusions. Companies with the following activities are excluded:

- Pornography/adult entertainment (production, downstream activities)
- > 5% of turnover
- Alcohol (production, downstream activities) > 5% of turnover
- Animal testing (production) > 5% of turnover

- Conventional arms (production, downstream activities) > 10% of turnover
- Coal (upstream activities, production, downstream activities) > **30**% of turnover

Any connection to the redevelopment of coal projects.

- Factory farming (production) > 5% of turnover
- Furs (production) > **0**% of turnover
- Gambling (production) > **0%** of turnover
- Gas (upstream activities, production) > 50% of turnover
- Genetically modified organisms (production) > 0% of turnover
- Companies active in uranium mining (exclusion if the 5% turnover threshold is exceeded at issuer level)
- Companies involved in electricity generation based on nuclear energy (exclusion if the 5% turnover threshold is exceeded at issuer level)
- Companies involved in the operation of nuclear power plants and/or the manufacture of essential components for nuclear power plants (exclusion if the 5% turnover threshold is exceeded at issuer level)
- Nuclear weapons (production, downstream activities) > 10% of turnover
- Oil (production) > 10% of turnover
- Other fossil fuels (production) > 10% of turnover
- Pesticides (production) > 0% of turnover
- Research on human embryos
- Tobacco (production) > 5% of turnover
- Unconventional arms (upstream activities, production, downstream activities)
- > 0% of turnover

The Fund applies norm-based screening in relation to UN Global Compact, inclusion of OECD Guidelines, inclusion of ILO (International Labour Organisation).

Analysts create a profile for each company and assign a percentage sustainability score, which must be at least 50 percent. The profile with the sustainability value is submitted to a Sustainability Advisory Board. All invested stocks are continuously checked for social and environmental controversies. Serious controversies are also presented to the Sustainability Advisory Board. The latter decides whether stocks should be included in the investment universe and whether controversial stocks should be removed from the investment universe.

The EU Taxonomy sets out a "do no significant harm" principle by which Taxonomy-aligned investments should not significantly harm EU Taxonomy objectives and is accompanied by specific EU criteria.

The "do no significant harm" principle applies only to those investments underlying the financial product that take into account the EU criteria for environmentally sustainable economic activities. The investments underlying the remaining portion of this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

Any other sustainable investments must also not significantly harm any environmental or social objectives.



X Yes,

the following PAIs are taken into account:

- CO2 footprint (CO2 footprint of Scope 1 and 2)
- Exposure to fossil fuel companies (share of investments in fossil fuel companies)
- Share of energy consumption from non-renewable energy sources (share of energy production of the investee companies from non-renewable energy sources compared

to renewable energy sources, expressed as a percentage of total energy sources)

- Violations of the UNGC Principles and the Organisation for Economic Co-operation and Development (OECD) Guidelines for Multinational Enterprises (share of investments in investee companies that have been involved in violations of the UNGC Principles or the OECD Guidelines for Multinational Enterprises)
- Lack of processes and compliance mechanisms to monitor compliance with the UNGC Principles and the OECD Guidelines for Multinational Enterprises (share of investments in companies that do not have guidelines in place to monitor compliance with the UNGC Principles and the OECD Guidelines for Multinational Enterprises or do not have procedures in place to address complaints of violations of the UNGC Principles and the OECD Guidelines for Multinational Enterprises)
- Unadjusted gender pay gap (average unadjusted pay gap for investee companies)
- Gender diversity in the management and control bodies (average ratio of women to men in the management and control bodies of the investee companies, expressed as a percentage of all members of the management and control bodies)
- Exposure to controversial arms (anti-personnel mines, cluster munitions, chemical and biological weapons) (share of investments in companies involved in the production or sale of controversial weapons)
- Countries invested in that violate social provisions (number of countries invested in that violate social provisions according to international treaties and conventions, United Nations principles or, if applicable, national legislation)
- Countries invested in that violate social provisions (percentage of countries invested in that violate social provisions according to international treaties and conventions, United Nations principles or, if applicable, national legislation)

Principal adverse impacts are the most significant negative impacts of investment decisions on sustainability factors relating to environmental, social and employee matters, respect

for human rights,

anti-bribery

anti-corruption

and a matters.

- Cases of serious human rights violations and other incidents (number of reported cases

of serious human rights violations and other incidents in the investee companies, expressed as a weighted average)

Within the framework of the exclusion criteria, all requirements resulting from the minimum exclusions according to the German association concept are met in full. The requirements in detail are:

Exclusion of companies with the following turnover shares:

- Arms >10% (outlawed weapons >0%)
- Tobacco production >5%
- Coal >30%

Exclusion of companies with serious violations of the UN Global Compact (without positive perspective):

- Protection of international human rights
- No complicity in human rights violations
- Upholding the freedom of association and the right to collective bargaining
- Elimination of forced labour
- Abolition of child labour
- Elimination of discrimination in employment and occupation
- Precautionary principle in dealing with environmental problems
- Promoting greater environmental awareness
- Development and dissemination of environmentally friendly technologies
- Advocacy against all forms of corruption

Exclusion of state issuers that show serious violations of democracy and human rights.

Information on PAIs is available in the Fund's annual report (annual reports as of 1.1.2023).

	N	0

The investment strategy guides investment decisions based on factors such as investment objectives and risk tolerance.

# What investment strategy does this financial product follow?

The Fund invests primarily in equities of small and medium-sized companies worldwide that pursue sustainable social development and operate business models that are particularly social or environmental.

The basis for this is the understanding of sustainability of B.A.U.M. e.V. In order to do justice to this, both exclusion criteria and positive criteria are taken into account in the defined investment criteria for the fund.

These include exclusion criteria for both controversial business segments and business practices (including the promotion of fossil fuels and the operation of fossil power plants; nuclear energy; agrochemicals; the production, research and sale of genetically modified organisms; controversial environmental behaviour; the production and sale of armaments or weapons of war; the manufacture of addictive substances; computer games and gambling; pornography and prostitution; embryo research; labour and human rights violations; industrial animal husbandry; controversial business behaviour).

Companies must also meet at least one positive criterion. The positive criteria address the following topics, which in principle can make a contribution to sustainable growth: health, well-being & sustainable food; sustainable construction and housing, sustainable mobility and infrastructure; protection of water, soil and biodiversity; climate protection, renewable and non-fossil energies & resource and energy efficiency; equality, education & social commitment; digitisation; transparency, compliance & sustainable corporate policy.

• What are the binding elements of the investment strategy used to select investments to attain each of the environmental or social characteristics promoted by this financial product?

The sustainability indicators described above for measuring the achievement of the Fund's environmental and/or social characteristics are the binding elements of the Fund's investment strategy.

**Good governance** practices include sound management structures, employee relations, remuneration of staff and tax compliance.

What is the policy to assess good governance practices of the investee companies?

The investment criteria include criteria that take into account sustainable corporate governance. Companies that qualify for the investment universe must, for example, meet high standards in the fields of transparency, compliance and sustainable corporate policy. They should take measures to promote sustainable development through effective, responsible and transparent institutional policies. This can be done, for example, by establishing a sustainability management system with the adoption of strict compliance regulations. Entrepreneurial activities to reduce social and economic inequality within and between different countries in order to strengthen sustainable economic growth as well as the social cohesion of society can also be viewed positively. This involves, for example, promoting the cooperation and transfer of knowledge by the company with different participants from industries, institutions, NGOs, politics and associations.



What is the asset allocation planned for this financial product?

The **asset allocation** describes the share of investments in specific assets.

The asset allocation of the Fund and the extent to which the Fund may take direct

or indirect risk positions with companies is set out in the Terms and Conditions of Investment.

Taxonomy-aligned activities expressed as a share of:

- turnover reflecting the share of revenue from green activities of investee companies
- capital expenditure
  (CapEx) showing the
  green investments
  made by the investee
  companies, e.g. for
  a transition to a
  green economy
- operational expenditure (OpEx) reflecting green operational activities



**#1 Aligned with E/S characteristics** includes the investments of the financial product used to attain the environmental or social characteristics promoted by the financial product.

**#2** Other includes the remaining investments of the financial product which are neither aligned with the environmental or social characteristics, nor are qualified as sustainable investments.

• To what extent are the environmental or social characteristics promoted with the financial product achieved through the use of derivatives?

Derivatives shall be used in accordance with the provisions of the Terms and Conditions of Investment. Derivatives are neutral positions of the portfolio in terms of the sustainability strategy and do not explicitly serve to achieve the environmental and/or social characteristics of the Fund.



To what minimum extent are sustainable investments with an environmental objective aligned with the EU Taxonomy?

The Fund does not contribute to any environmental objective in the sense of the Taxonomy.

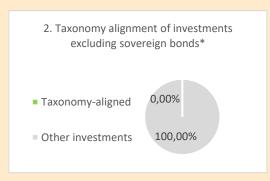
The minimum level of sustainable investment with an environmental objective as defined by the EU Taxonomy is 0%.

 Does the financial product invest in fossil gas and/or nuclear energy related activities that comply with the EU Taxonomy16?

☐ Yes:
☐ In fossil gas ☐ In nuclear energy
☐ No

The two graphs below show in green the minimum percentage of investments that are aligned with the EU Taxonomy. As there is no appropriate methodology to determine the Taxonomy alignment of sovereign bonds\*, the first graph shows the Taxonomy alignment in relation to all the investments of the financial product including sovereign bonds, while the second graph shows the Taxonomy alignment only in relation to the investments of the financial product other than sovereign bonds.





<sup>\*</sup> For the purposes of these graphs, 'sovereign bonds' consist of all sovereign exposures.



What investments are included under "#2 Other", what is their purpose and are there any minimum environmental or social safeguards?

Hedging instruments, cash for liquidity management.

For other investments not covered by the Fund's sustainability strategy, there are no binding criteria to take into account minimum environmental and/or social safeguards. This is either due to the nature of the assets, for which at the time of the preparation of these contractual documents there are no legal requirements or standard market procedures on how to implement minimum environmental and/or social safeguards for these assets or investments are specifically excluded from the sustainability strategy, which are then also not subject to the examination of minimum environmental and/or social safeguards.

<sup>&</sup>lt;sup>16</sup> Fossil gas and/or nuclear related activities will only comply with the EU Taxonomy where they contribute to limiting climate change ("climate change mitigation") and do not significantly harm any EU Taxonomy objective. The full criteria for fossil gas and nuclear energy economic activities that comply with the EU Taxonomy are laid down in Commission Delegated Regulation (EU) 2022/1214.





More product-specific information can be found on the website:

https://fondsfinder.universal-investment.com/api/v1/DE/DE000A2JF709/document/SRD/de https://fondsfinder.universal-investment.com/api/v1/DE/DE000A2JF717/document/SRD/de https://fondsfinder.universal-investment.com/api/v1/DE/DE000A2QCXT8/document/SRD/de https://fondsfinder.universal-investment.com/api/v1/DE/DE000A3DEAH3/document/SRD/de