

The capital management company Universal-Investment Gesellschaft mbH is relocating its registered office within the city of Frankfurt am Main.

From 1 February 2025, the new business address will be:

**Europa-Allee 92-96**

**D-60486 Frankfurt am Main**

## **GLS Bank Klimafonds**

**UCITS investment fund under German Law  
Sales Prospectus including the Terms and Conditions  
of Investment**

**Depository: DZ Bank AG  
Distribution: GLS Investment Management GmbH**

Units in the investment fund GLS Bank Klimafonds may be purchased and sold on the basis of the latest 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 sections F and G at the end of this Sales Prospectus.

Upon request, the Sales Prospectus shall be provided free of charge to any party interested in acquiring a unit in the investment fund, together with the most recently published annual report, as well as any semi-annual report published thereafter. 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 Berenberg Global Bonds 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 Berenberg Global Bonds 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 RELATIONSHIP**

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: (030) 6449046 - 0

Fax: (030) 6449046 - 29

Email: [info@ombudsstelle-investmentfonds.de](mailto:info@ombudsstelle-investmentfonds.de)  
[www.ombudsstelle-investmentfonds.de](http://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](http://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](mailto: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:

Unit class A	A2DTNA / DE000A2DTNA1
Unit class B	A2DTNB / DE000A2DTNB9
Unit class T	A3DEAJ / DE000A3DEAJ9
Unit class E	A2QCXS / DE000A2QCXS0

Launch date:

Unit class A	15/08/2017
Unit class B	15/08/2017
Unit class T	01/06/2022
Unit class E	01/12/2020

As at: 05.11.2024

**Note:**

The Sales Prospectus will be updated in the event of significant changes.

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## A. Brief overview of the partners of GLS Bank Klimafonds

### 1. Capital management company

Name	Universal-Investment-Gesellschaft mbH
Street address	Theodor-Heuss-Allee 70 60486 Frankfurt am Main
Postal address	Postfach 17 05 48 60079 Frankfurt am Main Telefon: (069) 7 10 43 - 0 Telefax: (069) 7 10 43 - 700 <a href="https://www.universal-investment.com">https://www.universal-investment.com</a>
Foundation	1968
Legal form	Limited liability company
Commercial register	Frankfurt am Main (HRB 9937)
Subscribed and paid-up capital	€ 10.400.000,00 (as at: Oktober 2022)
Equity capital	€ 71.352.000,00 (as at: Oktober 2022)
Managing Directors	David Blumer Mathias Heiß Dr. André Jäger Corinna Jäger Jochen Meyers Axel Vespermann
Supervisory Board	Prof. Dr. Harald Wiedmann, Vorsitzender Rechtsanwalt, Steuerberater, Berlin Dr. Axel Eckhardt Betriebswirt, Düsseldorf Daniel Fischer Betriebswirt, Bad Vilbel Dr. Thomas Paul Rechtsanwalt, Königstein Ellen Engelhardt Internationale Betriebswirtin, Friedberg Janet Zirlewagen Rechtsanwältin, Wehrheim

## 2. Depositary

Name	DZ BANK AG Deutsche Zentral-Genossenschaftsbank, Frankfurt/Main
Street address	Platz der Republik 60325 Frankfurt/Main
Postal address	60265 Frankfurt/Main
Telefon	+49 (0)69 7447-01
Fax	+49 (0)69 7447-1685
Website	<a href="https://www.dzbank.de">https://www.dzbank.de</a>
Legal form	Aktiengesellschaft
Commercial register	Frankfurt am Main district court (HRB 45651)
Equity	Mio. € 10,616 (as at: 31 December 2021)
Management Board	Dr. Cornelius Riese, Chairman of the Management Board Souâd Benkredda Uwe Berghaus Dr. Christian Brauckmann Ulrike Brouzi Johannes Koch Michael Speth Thomas Ullrich

## 3. Investment Advisor

Name	GLS Investment Management GmbH
Street address	Christstraße 9 44789 Bochum
Telefon	+49 234 6220 2000
Website	<a href="https://www.gls-investments.de/">https://www.gls-investments.de/</a>
Trade Register	Bochum district court (HRB 18891)
Managing Directors	Karsten Kührlings Marvin Mechelse

## 4. Auditor

KPMG AG Wirtschaftsprüfungsgesellschaft  
The Squaire  
Am Flughafen  
60549 Frankfurt am Main

## **5. 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 fund GLS Bank Klimafonds (hereinafter the “Fund”) is an undertaking for collective investment which pools capital from a number of investors in order to invest it on their behalf according to a specified investment strategy (hereinafter “investment funds”). 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 15 August 2017 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 Depositary or the Distributor and also from the Company's website (<https://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 shall be published in the German Federal Gazette [Bundesanzeiger] and on the Company's website (<https://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 am Main, Germany. It is a joint venture of German banks and bankers. Its shareholders are Universal-Beteiligungs- und Servicegesellschaft mbH, Frankfurt am Main, Universal Securitisation Solutions, Luxembourg and Universal Securitisation Solutions II S.A., Luxembourg.

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 is authorised to act as a UCITS and AIF capital management company. It may manage the following types of investment funds:

- Investment funds within the meaning of the UCITS Directive (§§ 192-212 KAGB),
- Mixed investment funds (§§ 218-219 KAGB),
- Other investment funds (§§ 220-224 KAGB),

- Funds of hedge funds (§§ 225-229 KAGB),
- Special real estate funds (§§ 230-260 KAGB),
- Retirement investment funds (§ 347 KAGB in conjunction with § 87 of the German Investment Act (InvG)),
- Open-ended domestic special AIFs with fixed terms of investment within the meaning of § 284 KAGB,
- General open-ended domestic special AIFs, including hedge funds (§§ 278-283 KAGB),
- EU investment funds and foreign AIFs corresponding to the aforementioned types of investment funds,
- Infrastructure investment funds (§§ 260a-260d KAGB),
- Closed-ended domestic special AIFs (§§ 285 et seq. KAGB),
- Closed-ended domestic public AIFs (§§ 261 et seq. KAGB) as well as corresponding closed-ended EU or foreign AIFs.

### **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 Section 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 portfolios of all AIFs managed, with this amount being reviewed and adjusted annually. This equity forms part of the liable capital stated above.

## **5. Depositary**

The KAGB provides for a separation between the management and custody of assets. The Depositary holds the assets in blocked custodian accounts and blocked accounts. In the case of assets that cannot be held in custody, the Depositary 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 Depositary. The Depositary must grant its approval if such investment or disposition complies with the Terms and Conditions of Investment and the provisions KAGB.

The Depositary, 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 Depositary**

The Company has appointed DZ BANK AG which has its registered office in Frankfurt/Main, as the Depositary. This is a credit institution under German law. Its principal activities are promoting the Volksbanken and Raiffeisenbanken as well as the deposit, credit, money and securities business.

### **Sub-custodian**

The Depositary 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 Depositary has not made the Company aware of any conflicts of interest that arise as a result of doing so.

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

### **Liability of the Depositary**

As a rule, the Depositary 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 Depositary shall be liable to the Fund and its investors, unless this loss is attributable to events outside the Depositary's control. For damages other than the loss of an asset, the Depositary shall (in

principle) only be liable if it has failed to fulfil its obligations under the KAGB provisions through negligence, as a minimum.

### **Additional information**

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

## **6. Investment advisor**

The Company calls upon the services of an asset management company when implementing its investment strategy, and has outsourced the portfolio management of the Fund to GLS Investment GmbH, Bochum (hereafter the "Investment Advisor").

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 firm 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 firm 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 firm does not establish legal relationships between the Investment Advisor and investors in the Fund.

The investment advisor firm 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 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 "Liquidation,

transfer and merger of the Fund"). The Company shall not continue to pursue the investment policy described in Section "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 investment guidelines.

## 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. Even during periods when the redemption of units is suspended, the unit value may fall, for example, if the Company were 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 suspension of the redemption. The suspension of unit redemption may be immediately followed by the liquidation of the Fund, without the resumption of unit redemption, for example, if the Company terminates management of the Fund in order for it to be liquidated. Investors may then be subject to the risks of not being able to keep to 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-ended 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 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. In addition, any issuing surcharge paid upon the acquisition of units may reduce or even completely erode the performance of an investment, particularly in the case of short investment periods. Investors may get back an amount lower than the one originally invested.

### **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 will also take 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 may have a significant impact on all known risk types, and they may be a factor contributing to the materiality of all those risk types.

As part of the selection of assets for the Fund, the influence of the risk indicators, including sustainability risks, is assessed alongside the objectives and investment strategies.

The risk quantification assessment process includes aspects of the sustainability risks, and it relates these to other factors (in particular price and expected return) that are considered when making 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 return of the Fund. Nevertheless, depending on the asset and due to external factors, negative effects on the return of the Fund may be realised.

### **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 price or market performance of financial products depends, in particular, on that of the capital markets, which in turn is influenced by the general state 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-income securities will generally decrease in value. Conversely, if the market interest rate falls, the price of fixed-income securities will increase. These developments mean that the current yield of fixed-income 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-income 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 Depositary 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.

With over-the-counter (OTC) transactions, the following risks may occur:

- 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 related to 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 sovereign bonds, or money market funds with a short maturity structure. However, the credit institution where the bank deposits are held may default. Sovereign bonds or money market funds may decrease in value. At the end of the transaction, 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 associated with investing 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 Depositary of the target fund against payment of the redemption price.

It must also be noted that 'transparent taxation' for investment funds under the Investment Tax Law (Investmentsteuergesetz - InvStG) only applies if the fund is covered by tax law on grandfather rules. In order to do so, the Fund must have been launched before 24 December 2013 and comply with the Terms and Conditions of Investment and lending limits under the former Investment Act. Alternatively or at the latest after expiry of the grandfather rules, the Fund must comply with the fiscal investment rules (these are the regulations to be observed by the Fund with respect to its investments in order for it to be taxed as an investment fund). If the Fund holds units in target funds, the grandfather rules only apply if the target fund is

subject to the grandfather rules or meets the fiscal investment rules. Where target funds that are not or no longer subject to the grandfather rules breach the fiscal investment rules, the Fund must dispose of these as quickly as possible within reason in order to continue to qualify as an investment fund, unless these target fund units do not exceed 10% of the Fund's value. If the Fund does not conduct the necessary disposal of target funds, it will no longer qualify as an investment fund for tax purposes and will be taxed under the rules for capital investment companies. As a result, the income at fund level is liable to corporation tax and possibly trade tax. In addition, the distributions made by capital investment companies will be treated as taxable dividends for the investors.

### **Risks resulting from the range of investments**

In observance of the investment principles and restrictions laid down by law and 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 certain economic cycles). The annual report provides information as to the content of the investment policy over the relevant reporting period.

### **Risks of the Fund's limited or increased liquidity in relation to multiple subscriptions or redemptions (liquidity risk)**

The risks that may have a negative impact on the Fund's liquidity are shown below. This may lead to the Fund not being able to meet its payment obligations temporarily or permanently and to the Company not being able to meet the redemption requests of investors temporarily or permanently. Investors may not be able to hold their investment for the length of time envisaged and the invested capital or parts thereof may not be available to the investors for an indefinite period. The materialisation of liquidity risks may also cause a decrease in the value of the Fund's assets 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, to the extent legally permitted. 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 contractual 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 counterparty of a contract concluded on behalf of the Fund may default either wholly or partly (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 acts. 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. There is no guarantee, however, that the tax assessment will not change as a result of legislation, court rulings or decrees issued by the financial 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 Depositary and force majeure is associated with assets being held in custody, especially abroad.

### **Risk arising from non-compliance with the tax regulations for investment funds**

The German Investment Tax Act [Investmentsteuergesetz – InvStG] prescribes its own investment rules that must be adhered to in order for funds to be taxed as investment funds. Compliance with the fiscal investment rules is particularly dependent on whether the Fund essentially holds only units in other funds that themselves comply with the fiscal investment rules. It cannot be ruled out that the Company may substantially infringe upon the investment rules on behalf of the Fund. In the event of any substantial infringement of the investment rules, the Fund shall be regarded as a capital investment company, with the result that it shall be subject to regular corporation and trade taxes, in addition to the distributions at investor level being subject to taxation. The overall tax charge is typically greater in the case of taxation as a capital investment company than as an investment fund. For investors, investing in a capital investment company is associated with the risk of comparatively low after-tax returns.

### **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.**
- **Exchange rate changes of non-euro currencies against the euro.**
- **Changes in yields or price developments on the bond markets.**
- **Development of yield differentials between government bonds and corporate bonds (spread development).**
- **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://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**

Units in some of the Fund's unit classes may only be acquired and held by certain investors. This is described in the section "Units – Fair treatment of investors and unit classes".

The Fund is designed for investors who already have some experience of the financial markets. Investors must be willing and able to accept fluctuations in the value of the units and the possibility of a considerable loss of capital. The Fund is suitable for investors with a medium-term or long-term investment horizon.

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

### **Investment objective**

The Fund's investment objective is to achieve the highest possible growth in value.

### **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 going to print. 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 on the basis of its assessment of the economic and capital market situation and other stock market prospects.

At least 51% of the Fund is invested in stocks and bonds of domestic and foreign companies and of countries that show high levels of climate transparency, have low CO<sub>2</sub> emissions for their sector, have set out a strong climate strategy and CO<sub>2</sub> reduction targets or are active in an industry dedicated to fighting the consequences of climate change. The only shares and bonds that may be acquired are those from companies and countries that are in keeping with GLS Gemeinschaftsbank e.G.'s concept of sustainability and the climate in accordance with its investment and financing principles.

The fund invests primarily in stocks and bonds of domestic and foreign companies and of countries that have proven to be particularly climate-friendly. This is measured according to the investment and financing principles of GLS Gemeinschaftsbank e.G.

The strict restrictions that are observed in the investment strategy of the mutual fund are not reflected in market indices or, if applicable, in sustainability indices with regard to asset allocation. An adequate benchmark index therefore cannot be defined.

This Fund promotes environmental and/or social characteristics within the meaning of Art. 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 "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.

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 the redemption of units 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 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 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 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 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 (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):
  - the EU,
  - the German federal government,
  - a German federal government fund,

- a German federal state,
  - another EU Member State,
  - another national body,
  - the European Investment Bank,
  - a third country or, in the case of a federal state, by one of the members thereof,
  - 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 better as part of the credit assessment 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 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 limits for bonds with particular coverage**

The Company may invest up to 25% of the Fund's assets in mortgage bonds, public-sector bonds or bonds issued by a credit institution with its registered office in an EU Member State or in another state 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 value of the Fund.

#### **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 Mem-

ber 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 shall not invest more than 20% of the Fund's value in a combination of the following assets:

- 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
  - 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;
  - b) 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**

At least 25% of the value of the 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) of the UCITS investment fund 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 the terms and conditions of investment (balanced fund within the meaning of § 2(7) 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 Terms of Contract can be taken into account in this context.

## Investment units

The Company may invest up to 10 % of the value of the Fund in units of target funds.

The Company chooses the target funds to be acquired either based on those target funds' terms and conditions of investment or their investment focus, or their most recent annual or semi-annual report. It may acquire all permitted types of units in domestic investment funds and investment companies 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 on behalf of the Fund more than 25% of the units issued by a 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 Depositary of a target fund against payment of the redemption price or may only return them to a limited extent (see also the section entitled "Risk information – Risks associated with investing in investment units"). The Company's website (<https://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.

## Derivates

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

A derivative is an instrument, the price of which depends on the price fluctuations or anticipated prices of other assets ("underlying asset"). The provisions below apply both to derivatives and to financial instruments with a derivative component (jointly referred to below as "derivatives").

The use of derivatives may not result in the Fund's market risk doubling ("market risk limit"). Market risk is the risk of loss resulting from fluctuations in the market value of assets held in the Fund due to changes in variable prices or rates in the market such as interest rates, exchange rates, equity prices and commodity prices or due to changes in the creditworthiness of an issuer. The Company must comply with the market risk limit at all times. It must determine the utilisation of the market risk limit on a daily basis in accordance with statutory requirements; these are derived from the regulation on risk management and risk measurement when using derivatives, securities lending transactions and repurchase agreements in connection with investment funds in accordance with the KAGB (hereinafter "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 regularly acquire only derivatives if it is permitted, on behalf of the Fund, to purchase the underlying assets of these derivatives or if the risks represented by these underlying assets could also have arisen due to assets in the investment fund which the Company may purchase 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:
  - they can be exercised either throughout the 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;
- 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.

## **Future 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. On behalf of the Fund, the Company may only conclude simple, standardised credit default swaps that are used to hedge against specific credit risks in the Fund. 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.

## OTC derivative transactions

The Company may, on behalf of the Fund, enter into derivative transactions that are admitted to trading on a stock exchange or admitted to or included in another organised market, as well as OTC transactions. The Company may enter into derivatives transactions neither admitted for trading on a stock exchange nor included in another organised market only with suitable credit institutions or financial services providers within standardised framework agreements. In the case of OTC derivatives, the counterparty risk associated with a contrac-

tual partner must not exceed 5% of the Fund's value. If the contractual partner is a credit institution with its registered office in an EU Member State, another state that is party to the Agreement on the EEA or a third country with a comparable level of supervision, the counterparty risk may be up to 10% of the value of the Fund. Derivatives traded over the counter, which are concluded with a central clearing house of a stock exchange or another organised market as party to the contract, shall not be considered in the counterparty limits, provided the derivatives are subject to daily valuation at market prices with daily margin settlement. However, any claims the Fund may have against an intermediary must be included when determining the limits, even if the derivatives involved are traded on a stock exchange or another organised market.

### **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**

For derivative transactions, the Company accepts the following assets as collateral:

- Bank deposits
- Securities
- Money market instruments

### **Scope of collateral provided**

Derivative transactions must be sufficiently collateralised to ensure that the attributable amount of the relevant contractual partner's default risk does not exceed 5% of the Fund's value. If the contractual partner 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 assets.

### **Valuation discount strategy (haircut strategy)**

The Company pursues a haircut strategy to apply certain valuation discounts to the assets accepted as collateral. It includes all assets that are eligible as collateral.

### **Investment of cash collateral**

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

## **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 Depositary 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 such methods for the Fund to the extent described in this Sales Prospectus. The rules on using derivatives are described in the section entitled "Investment instruments in detail – Derivatives". The borrowing option is explained in the preceding paragraph.

The Company can use leverage for the Fund up to a maximum of the market-risk limit (see Section "Investment instruments in detail", sub-section "Derivatives").

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 "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 re-

cently 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 investment units**

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

Fixed-term deposits are valued at the market value if the fixed-term deposit are callable at any time and that their repayment on termination is not at the nominal amount plus interest.

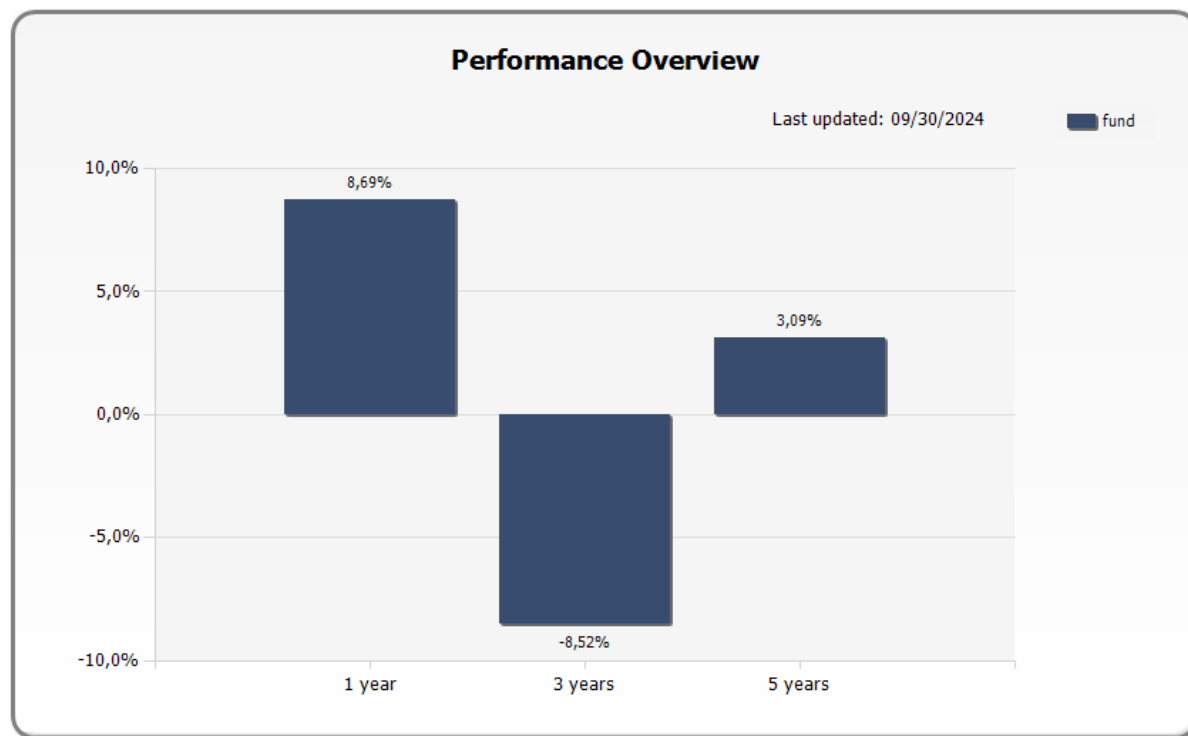
Investment units (units in target funds) are valued, in principle, at their most recently determined redemption price or at the latest available tradable price which ensures a reliable valuation. Should these values be unavailable, investment units are valued at their current market value as deemed appropriate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

### **Assets denominated in a foreign currency**

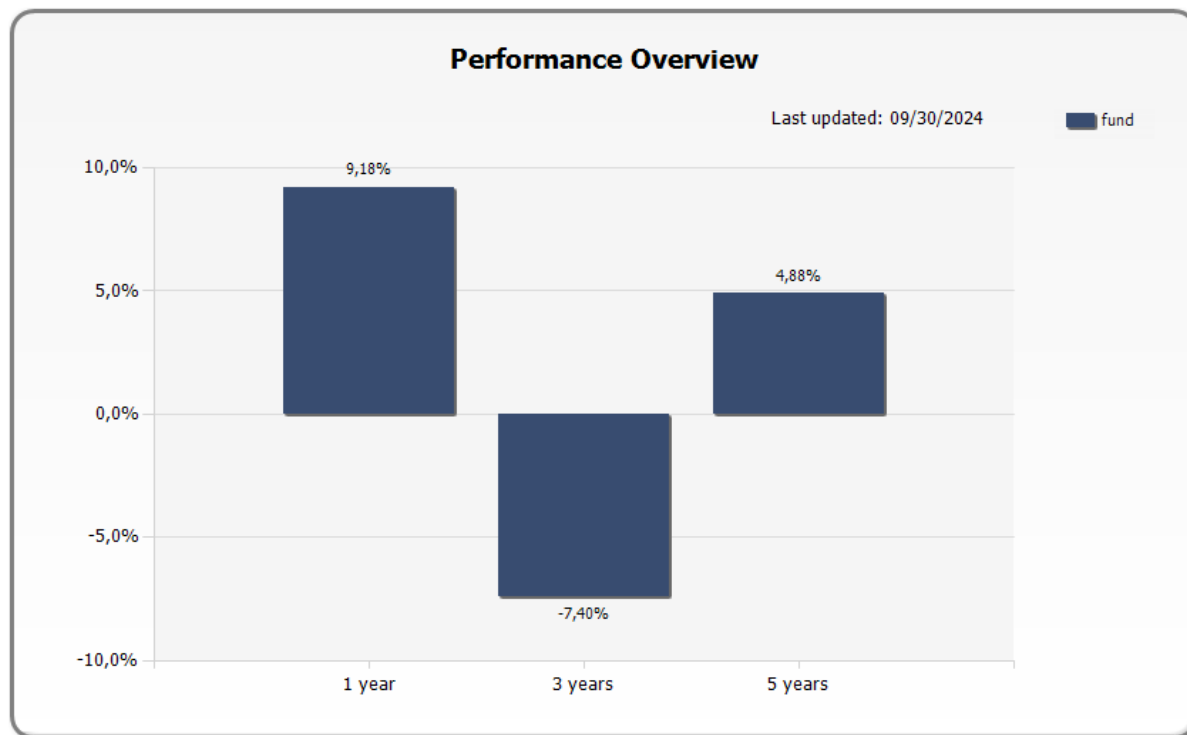
Assets denominated in foreign currency are translated into euro at the exchange rate determined on the basis of The WM Company fixing at 17:00 (CET) the same day.

## 14. Performance

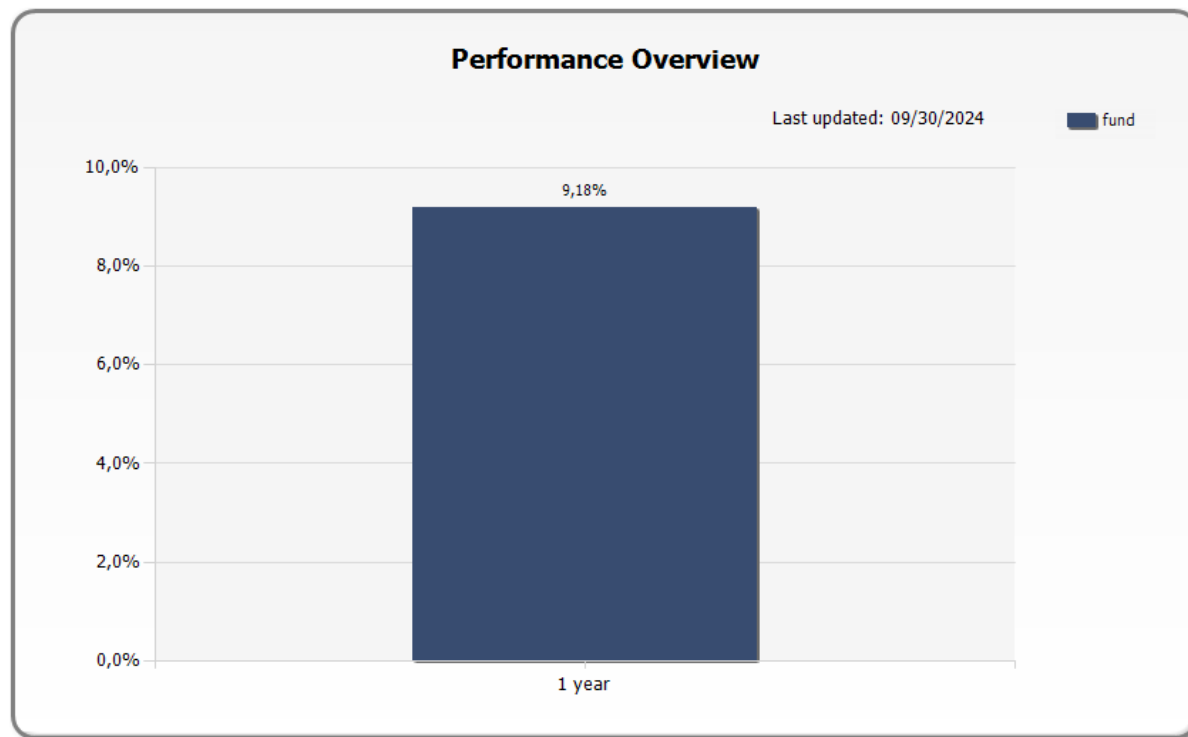
### Unit class A



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 (<https://www.universal-investment.com>).

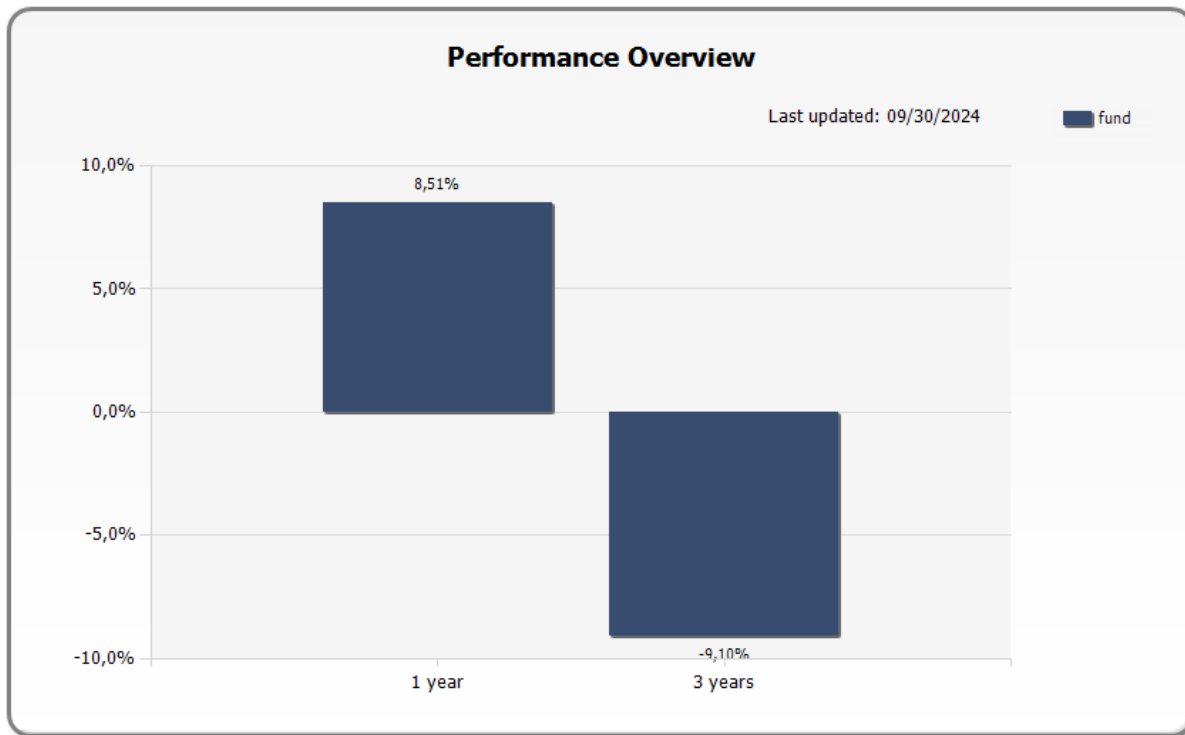
**Unit class B**

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 (<https://www.universal-investment.com>).

**Unit class T**

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 (<https://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 (<https://www.universal-investment.com>).

A fund's past performance is no indicator of its future performance.

## 15. Sub-investment funds

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

## 16. Units

The rights of 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 depository. 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 Depository. They are issued by the Depository at the issue price, which cor-

responds to the net asset value per unit ("unit value"), plus an issuing surcharge. Shares 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 Section C "Overview of the unit classes".

### **Redemption of units**

Investors may request the redemption of their units on each valuation day, 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 Depositary 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 redemptions remains unaffected.

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

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 Depositary or the Company by the order acceptance deadline is carried out at the latest on the valuation day following receipt of the order (= settlement date) at the unit value then determined. Orders received by the Depositary or Company after the cut-off time will not be settled on the valuation date plus one (= settlement date) at their unit value then determined. Details of the cut-off time for this Fund are available from the Depositary. 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 accounting periods. The Company has no influence on the different accounting 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 (<https://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 "Investment objective, investment principles and investment policy", the Fund's liquidity profile is as follows:

- The Fund aims to invest in assets, the whole of which can, in the opinion of the Asset Management Company at the time of this Sales Prospectus going to print, be almost fully liquidated within a week.
- The Company shall, in the manner described below, monitor the liquidity risks that may arise at fund level, at asset level or as a result of increased redemption orders from investors:
  - 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.
  - 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 on the redemption of units" or "Suspension of unit redemption" in the "Units" section. The associated risks are described in the "Risk information" section, sub-sections "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**

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 unit value currency (including use of currency hedging transactions), the management fee, the custodian 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 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 "Units", subsections "Issue and redemption of units" and "Issue and redemption prices", Section "Management fees and other costs" and Section "Calculation and use of income; financial year".

Units can be issued in the following unit classes, which may only be acquired and held by certain investors:

Unit class "S". These units may only be acquired and held by

- domestic corporations, associations of persons or estates which, according to their articles of association, the foundation agreement or any other constitution and according to the actual management, exclusively and directly serve non-profit, charitable or ecclesiastical purposes within the meaning of §§ 51 to 68 of the German Tax Code (Abgabeordnung, AO) and which do not keep the units in one commercial business;
- public domestic foundations that exclusively and directly serve non-profit or charitable purposes;
- public domestic legal persons that exclusively and directly serve ecclesiastical purposes; and
- foreign investors similar to the above three points with their registered office and company management in a country which provides administrative and recovery assistance.

As proof of compliance with the aforementioned requirements, the investor must provide the company with a valid certificate in accordance with § 9(1)(1) or (2) InvStG. If the aforementioned requirements no longer apply to an investor, they are obliged to notify the Company of such within one month of the change.

**The investor may not transfer units of unit class "S" to third parties. If an investor transfers units nonetheless, they are obliged to notify the company to this effect within one month of the transfer.**

**Any investor who transfers units in unit class "S" to a purchaser who does not meet the aforementioned requirements is liable for the tax that was wrongly refunded to unit class "S" or wrongly not levied on unit class "S". Liability shall be limited to the amount of tax refunded or not levied which is due to the purchaser and which the purchaser has not repaid to the Fund.**

**Any investor who does not meet or no longer meets the tax exemption requirements when the Fund receives the monies shall be liable for the tax that was wrongly refunded to unit**

class “S” or wrongly not levied on unit class “S”. Liability shall be limited to the amount of the exemption paid to the investor and not repaid to the Fund.

The tax exemption for unit class “S” according to § 10 InvStG shall not apply where investors in this unit class no longer meet the tax exemption requirements or the units of this unit class are transferred to other investors. As a result, investors who meet the tax exemption requirements will not be able to take the full amount of their personal tax exemption unless unit class “S” is repaid or compensated for the exemption amounts wrongly granted to the investors mentioned in the previous sentence.

For the tax exemption to be granted, the unit class “S” has to meet the requirements for a capital gains tax offset under § 36a of the Income Tax Act (EStG). In other words, the Fund, as the beneficial owner, must in particular hold German equities and German equity-like profit participation rights for 45 days continuously for a period of 45 days prior to and after the due date of the capital gains, and throughout these 45 days the minimum value change risks must have continuously amounted to 70%. These prerequisites may not be met if, due to unit redemptions, the Company is forced to sell German equities held by the Fund before the specified deadlines pass.

Units in unit classes “A”, “B” and “E” may be acquired by anyone.

**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 Depositary – 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.

Units in the Fund are valued 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 which is determined for the entire Fund pursuant to § 168(1), first sentence 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 “Units”.

## Front-end load

When setting the issue price, an issuing surcharge is added to the unit value. The issuing surcharge equals 5% 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, particularly in the case of shorter investment periods. The issuing surcharge is essentially a fee for distributing units of the Fund. The Company may pass on the issuing surcharge to any intermediaries as remuneration for distribution services.

**For details of the current issuing surcharge for the individual unit classes, see Part C “Overview of the unit classes”.**

## Redemption fee

No redemption fee is charged.

## Publication of issue and redemption prices

The issue and redemption prices are published each trading day on the Company's website at <https://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 Depositary at the issue price (unit value or 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 UCITS investment 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 UCITS investment 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 may call upon the services of an advisor company or asset management company when implementing its investment strategy. The remuneration of the advisor or asset management company shall be covered by the management fee.

The Company may call upon the services of third parties for the purposes of or when managing derivatives 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.

In return for its duties, the Custodian receives a fee (payable quarterly) of up to a quarter of 0.10% 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. 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 total amount taken out of the UCITS investment fund per year in the form of fees, pursuant to the paragraphs above, can be up to 2.15% 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.

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 Depositary 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 the auditing of the UCITS investment fund by the statutory auditor;
- costs of publishing the bases for taxation and certifying that the tax information has been drawn up pursuant to German tax regulations;
- 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;
- fees and costs charged by public authorities in relation to the UCITS investment fund;
- costs of legal and tax advice with regard to the UCITS investment fund;
- costs of appointing proxies;
- costs of third parties analysing the performance of the UCITS investment fund;
- taxes incurred in connection with both the fees payable to the Company, Depositary 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.

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 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.

- The costs of publishing the bases for taxation and certifying that the tax information has been drawn up pursuant to German tax regulations amount to EUR 1,500 per financial year of the Fund.
- In cases in which a court or out-of-court settlement was reached or a ruling was made by a court within the framework of class actions, the appointed law firm may receive a fee of up to 5% of the sums obtained for the Fund in this respect. Different conditions may apply or be agreed upon for active participation in a class action as a leading plaintiff, for private suits, or for other court or administrative proceedings. In these cases, the appointed law firm may receive up to 30% of the sums that are recovered.
- BaFin may charge fees or costs (which are borne by the Fund) for approving the Fund's Terms and Conditions of Investment, approving the Depositary, 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](http://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. For the period of one financial year of the Fund, the Company assumes a maximum amount of 2% of the average volume 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.

Management costs (other than transaction 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's fee and expenses which may be additionally charged to the Fund (see above). This does not include any ancillary costs and costs incurred in acquiring and disposing of assets.

The Company normally passes some of its management fee on to intermediaries in consideration for distribution services. This may account for a considerable proportion of said fee. The Depositary and investment advisor or asset management company may use some of the fees they receive to support the distribution activities of intermediaries; said fees are usually based on the level of mediation involved.

The Company, Depositary and investment advisor or asset management company may, at their discretion, make arrangements with individual investors regarding the partial repayment to these investors of fees received. This applies in particular 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 Depositary 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 with 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 depositary 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.

### **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 vested and is paid out on the respective payment deadline.

Further details concerning the Company's current remuneration policy are published on the website <https://www.universal-investment.com/de/Unternehmen/Compliance/Deutschland/>. 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.

### Use of income

For distributing unit classes, the Company shall, as a rule, distribute to investors the interest, dividends and income accrued from investment units during the financial year on behalf of the Fund and not used to cover costs (provided they are attributable to these unit classes) within four months of the financial year end. Capital gains and other income may also be distributed.

If the units are held by the Custodian in a securities account, its branches shall 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.

### Explanation of the procedure used from 1 January 2018 for tax exemption amounts for unit class "S"

The tax exemption amounts that are received by the Company in connection with the administration of the Fund and are attributable to income from unit class "S" shall be transferred directly to the Fund. These amounts are booked to the "S" unit class and only affect the value

of the units in this unit class if the requirements for a capital gains tax offset under § 36a of the Income Tax Act are met and no amounts have been reimbursed to investors. No new units will be issued upon the transfer.

**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 August and ends on 31 July 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 Depositary, 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 Depositary, 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. Whilst the Depositary is winding up the Fund, it shall issue reports annually, as well as on the day on which the winding up process is completed, which shall comply with the requirements applicable to the annual re-

port. 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 Company's website at <https://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**

The institutions maintaining the securities accounts of the investors in the Fund shall send investors information on the reasons for the merger, the potential impact on investors, their rights in relation to the merger, and key procedural aspects of it, at the latest 37<sup>1</sup> days prior to the planned transfer date in hard copy or electronically. Investors shall also receive the Key Information Document for the investment fund to which the Fund's assets will be transferred.

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

<sup>1</sup> The deadline is in accordance with § 186(2), sentence 2, KAGB in conjunction with § 187(1), sentence 2. However, § 186 KAGB refers to 30 "days" and § 187 KAGB to 5 "working days". 30 days as per § 186 KAGB plus 5 working days according to § 187 KAGB corresponds to a maximum of 37 days.

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 Company's website at <https://www.universal-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

Statements concerning tax regulations apply only to investors who are subject to unlimited tax liability in Germany. Investors with unlimited tax liability are hereinafter also referred to as "residents for tax purposes". We recommend that foreign investors consult their tax advisors prior to acquiring units in the Fund which is 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 collected by way of capital gains tax deduction, the 15% tax rate already includes the solidarity surcharge.

However, investment income is subject to income tax for private investors as income from capital assets if, together with other investment income, it exceeds the currently applicable savings allowance<sup>2</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").

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

However, the tax deduction does not act as a final payment if the personal tax rate is lower than the 25% withholding tax rate. 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 (residents for tax purposes)**

### **Distributions**

Distributions of the Fund are generally taxable.

However, the Fund meets the taxation-related requirements for a mixed fund, so 15% 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 element does not exceed the currently valid saver lump sum amount.

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

<sup>2</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.

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 which the distributions of the Fund exceed the basic income for this calendar year by within a calendar year. The basic income is determined by multiplying the redemption price of the unit at the beginning of a calendar year by 70% of the basic interest rate derived from the long-term recoverable yield of public bonds. The basic income is limited to the surplus arising between the first and 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 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 a mixed fund, which means that 15% 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, where 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>3</sup> currently applicable saver's flat-rate annual allowance.

The same applies when providing a declaration for persons who are not expected to be subject to income tax (non-assessment certificate).

If a German 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 provide the domestic institution maintaining the securities account with the amount of the tax to be paid. For this purpose, the institution maintaining the securities account may recover the amount of the tax to be paid from an account held by it and which is in the name of the investor without the investor's consent. Unless otherwise stipulated by the investor before the advance lump-sum amount accrues, the institution maintaining the securities account may also withdraw the amount of the tax to be paid from one of the accounts in the name of the investor unless an

<sup>3</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.

overdraft agreed with the investor for such an account has been used. If the investor does not fulfil their obligation to provide the amount of tax to be paid to the domestic institution maintaining the securities account, this institution must notify the competent tax office to that effect. The investor must specify the advance lump sum in this case in its 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 a mixed fund, so 15% of capital gains are tax-free.

If the units are held in a domestic securities account, the institution maintaining the securities account will apply the tax deduction taking into account any partial exemptions. The 25% tax deduction (plus solidarity surcharge and, where applicable, church tax) may be waived following submission of a sufficient exemption order or non-assessment certificate. If such units are sold at a loss by a private investor, the loss – reduced as applicable on the basis of a partial exemption – may be offset against other positive income from capital assets. If the units are held in a domestic securities account and positive income was generated from capital assets held with the same institution which maintains the securities account in the same calendar year, said institution will offset the losses.

When calculating the capital gain, the profit must be reduced by the advance lump sums employed during the ownership period.

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.

### **Units held as business assets (residents for tax purposes)**

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

Corporation tax which has been incurred at Fund level may be reimbursed to the Fund for transfer to an investor if the investor concerned is a domestic corporation or an association of individuals or a pool of assets that is solely and directly used for charitable, benevolent or religious purposes according to the Articles of Association, the foundation deed or other constitution and according to its actual form of management, or if the investor is a foundation under public law that is used solely and directly for charitable 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 comparable foreign investors with a head office and company management in a foreign country which provides administrative and recovery assistance.

The prerequisite for this is that such an investor submits a corresponding application and that the corporation tax which has accrued is attributable pro rata to their holding period. Furthermore, the investor must have been the 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 for German shares and German equity-like participation rights to have been held by the Fund as a beneficial owner continuously for 45 days within 45 days before and after the date the capital gains are due and there are continuously minimum value change risks of 70% in place continuously for these 45 days (i.e. "45-day rule").

Proof of the 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.

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 a mixed fund, which means that 30% of the distributions are tax-free for income tax purposes and 15% for trade tax purposes if the units are held by natural persons as business assets. For taxable corporations, 40% of the distributions are generally tax-free for corporation tax purposes and 20% 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, 15% of the distributions are tax-free for the purposes of corporation tax and 7,5% 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 a mixed fund, the partial exemption of 15% is taken into account for tax deduction purposes.

## **Advance lump sums**

The advance lump sum is the amount which the distributions of the Fund exceed the basic income for this calendar year by within a calendar year. The basic income is determined by multiplying the redemption price of the unit at the beginning of a calendar year by 70% of the basic interest rate derived from the long-term recoverable yield of public bonds. The basic income is limited to the surplus arising between the first and 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 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, corporation and trade tax.

However, the Fund meets the tax requirements for a mixed fund, which means that 30% of the advance lump sums are tax-free for income tax purposes and 15% for trade tax purposes if the units are held by natural persons as business assets. For taxable corporations, 40% of the advance lump sums are generally tax-free for corporation tax purposes and 20% 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, 15% of the advance lump sums are tax-free for the purposes of corporation tax and 7,5% 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 a mixed fund, the partial exemption of 15% 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. When calculating the capital gain, the profit must be reduced by the advance lump sums employed during the ownership period.

However, the Fund meets the tax requirements for a mixed fund, which means that 30% of the capital gains are tax-free for income tax purposes and 15% for trade tax purposes, if the units are held by natural persons as business assets. For taxable corporations, 40% of the capital gains are generally tax-free for corporation tax purposes and 20 % 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, 15% of the distributions are tax-free for the purposes of corporation tax and 7,5% 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.

The profits from the sale of units are generally not subject to a capital gains tax deduction.

## 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
<b>Domestic investors</b>			
Sole trader	<b>Capital gains tax:</b> 25% (the partial exemption for equity funds of 30% or 15% for balanced funds is taken into account)  <b>Material taxation:</b> 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)		<b>Capital gains tax:</b> Not applicable
Regulatory taxed corporations (typically industrial companies; banks if units are not held in the trading portfolio; property insurer)	<b>Capital gains tax:</b> Not applicable for banks, otherwise 25% (the partial exemption of 30% for equity funds 30% or 15% for balanced funds is taken into account)  <b>Material taxation:</b> 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)		<b>Capital gains tax:</b> Not applicable
Life and health insurance companies and pension funds in which the fund units are attributable to the capital investments	<b>Capital gains tax:</b> Not applicable  <b>Material taxation:</b> 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	<b>Capital gains tax:</b> Not applicable  <b>Material taxation:</b> Corporation tax and trade tax, if applicable, 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)		
Tax-exempt charitable, benevolent or church investors (in particular, churches and charitable foundations)	<b>Capital gains tax:</b> Not applicable  <b>Material taxation:</b> Tax-free – in addition, subject to certain requirements, the corporation tax incurred at fund level can be reimbursed upon request		
Other tax-exempt investors (esp. pension funds, burial funds and provident funds if the requirements regulated in the corporation tax act are fulfilled)	<b>Capital gains tax:</b> Not applicable  <b>Material taxation:</b> 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 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>4</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 being collected by means of tax withheld by a domestic institution maintaining a custody account (withholding agent), church tax applicable to this income will be collected as a regular surcharge to the tax deduction, calculated using the rate of church tax for the religious group to which the person subject to church tax belongs. The deductibility of church tax as an extraordinary expense is taken into account during the tax deduction.

## **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 stipulated in the merger plan,<sup>5</sup> this shall be treated in the same manner as a distribution.

Where the applicable partial exemption rate of the transferring investment fund differs from that of the absorbing investment fund, the investment unit of the transferring investment fund is deemed to be sold and the investment unit of the absorbing investment fund is deemed to be acquired. The profit arising from the fictitious sale is deemed to have accrued only when the investment unit in the absorbing investment fund is actually sold.

<sup>4</sup> § 37(2) AO.

<sup>5</sup> § 190(2), point 2 KAGB.

## 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 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 customer'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 information is based on the legal position at present. It is intended for persons in Germany who are subject to unrestricted income or corporation tax. There is no guarantee, however, that the tax assessment will not change as a result of legislation, court rulings or decrees issued by the financial authorities.

## 22. Outsourcing

The Company has assigned the following tasks to other companies:

- Parts of the operation of the IT systems (information technology and EDP) were outsourced to Information Technologies, Frankfurt am Main.
- Parts of the operation of the IT systems (information technology and EDP) were outsourced to Fujitsu Technology Solutions GmbH, Munich.
- The provision of IT licences was outsourced to Universal-Beteiligungs- und Servicegesellschaft mbH, Frankfurt am Main.
- Parts of the internal audit function were outsourced to PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Frankfurt am 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 customers of the Company  
or
- the interests of other investors and customers of the Company  
or
- 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
- 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 Depositary
- The interests of investors who wish to withdraw their investments and investors who wish to continue investing in the Fund
- Defining objectives when managing investments, investing 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 Depositary 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 customers
- The contractually affiliated investment advisory firms 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. If a conflict of interest is disclosed to the Company and if, for example, an investment advisor or an asset manager recommends financial instruments issued, developed or managed by it directly or indirectly for the investment fund that it advises or manages or makes purchases for the investment fund, Universal shall avoid any harm to the investors in the investment fund by the fact that these financial instruments may only be acquired on the basis of objective considerations in the interests of investors

- 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 Depositary
- 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 depositaries 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 advisory firm in accordance with the analysis guidelines of BVI Bundesverband Investment und Asset Management e.V.
- The Fund's Depositary 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 Depositary and, as applicable, the Distributor.

KPMG AG Wirtschaftsprüfungsgesellschaft in Frankfurt am Main has been appointed to audit the Fund and the annual report. 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 "Outsourcing". The Company has also appointed the following service providers:

- Investment advisor: GLS Investment Management GmbH, Bochum.
- 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 B.A.U.M. Fair Future Fonds Page 67 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.

## 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 (<https://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>6</sup>

3D Invest Top Select  
 7orca FX Return  
 7orca Vega Income  
 7orca Vega Return  
 Abaki UI  
 ABELE Global Challenger  
 ABELE Ostalb Global  
 Absolute Return Multi Premium Fonds  
 ADR Managed Futures  
 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  
 Amfileon Short Term Alpha  
 Analect Bond Fund UI  
 ansa - global Q equity market neutral  
 Antecedo Defensive Growth  
 Antecedo Enhanced Yield  
 Antecedo Growth Supreme  
 Antecedo Independent Invest  
 Antecedo Low Duration Plus  
 apo VV Defensiv - Privat  
 apo VV Renten - Privat  
 Aquantum Active Range  
 Aquarius Next Generation Fund  
 ART AI EURO Balanced  
 ART AI US Balanced  
 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)  
 avesco Sustainable Hidden Champions Equity  
 AvH Emerging Markets Fonds UI

<sup>6</sup> As at: 15.10.2024

azemos quality first  
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 Euro Target 2028  
Berenberg EM Local Bonds  
Berenberg Guardian  
Berenberg Multi Asset Balanced  
Berenberg Multi Asset Defensive  
Berenberg Sustainable Stiftung  
Berenberg Systematic Multi Asset  
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  
BKP Wachstum Global  
Böhke & Compagnie Vermögensverwaltungsfonds  
bonorum ecclesiae UI  
Börsebius Bosses Follower Fund  
Börsebius TopMix  
Börsebius TopSelect  
BTV AM Alternative Investments  
BW-RENTA-UNIVERSAL-FONDS  
Capitulum Rentenstrategie optimiert Universal  
Capitulum Sustainable Local Currency Bond Fonds UI  
Capitulum Weltzins-Invest Universal  
Caplign Global Equity  
Caplign Global Fixed Income  
Castell Aktien Global  
Castell Digital Opportunities  
Castell Global Equity Select  
Castell Global Growth Opportunities  
Castell Global Income Opportunities  
Castell Global Opportunities  
Castell Global Fixed Income Select  
China Digital Leaders  
CHOM CAPITAL Active Return Europe UI  
CHOM CAPITAL PURE Sustainability - Small Cap Europe UI

ColQ Collective Intelligence Fund  
COLLEGIUM Portfolio I  
Commerzbank Flexible Allocation Euroland  
Commerzbank Flexible Allocation USA  
Commerzbank Flexible Duration  
Commerzbank Stiftungsfonds Rendite  
Commerzbank Stiftungsfonds Stabilität  
CONCEPT Aurelia Global  
CONVERTIBLE GLOBAL DIVERSIFIED UI  
CONVEX High Quality  
CONVEX Unlimited  
Cybersecurity Leaders  
Debeka-Aktien-Asien-ESG  
Debeka-Aktien-Europa-ESG  
Debeka-Aktien-Global-ESG  
Debeka-Aktien-Nordamerika-ESG  
Debeka-Renten-EUR-Corporates  
Debeka-Renten-EUR-Defensiv  
Debeka-Renten-Global-SD-ESG  
Defensive Portfolio  
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 Income Portfolio  
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 Opportunities Fund  
EB - Sustainable Short Duration Fund  
EB - Sustainable Small/Mid Cap Equities Euroland Fund  
EM Digital Leaders  
EMCORE COP  
EMCORE COPO  
Empureon US Equity Fund  
Empureon Volatility ESG One Fund  
Empureon Volatility One Fund  
Ethius Global Impact  
Euro Rentenfonds Struktur  
EuropaInvest Dynamic Plus  
Evergreen PDI Yang  
Evergreen PDI Yin  
Evergreen Sustainable World Bonds

Evergreen Sustainable World Stocks  
EverLevy Fund E1  
FairZinsGlobal  
FIAG-UNIVERSAL-DACHFONDS  
FIDUKA Dynamic UI  
FIDUKA-UNIVERSAL-FONDS I  
FIMAX Aktien Global UI  
FIMAX Vermögensverwaltungsfonds UI  
finccam EQ Tail Protect  
finccam Roll Premium  
finccam Volatility Premium  
Finiens Futura 1 UI  
FINLIUM Ambition  
Finreon Green Income  
Finreon SGKB Carbon Focus  
Finreon SGKB Tail Risk Control (World) ESG  
FIVV-MIC-Mandat-Asien  
FIVV-MIC-Mandat-Defensiv  
FIVV-MIC-Mandat-Offensiv  
FIVV-MIC-Mandat-Rendite  
FIVV-MIC-Mandat-Rohstoffe  
FIVV-MIC-Mandat-Wachstum  
FL AlphaCap Total Return Fonds  
FO Vermögensverwalterfonds  
FOCAM Modular Solutions  
Fonds für Stiftungen Invesco  
Fondspicker Global UI  
FSI Accuminvest Mandat VV  
FSI Solid Invest Mandat VV  
Fundatis Diversified Selection  
FV Global Bonds  
FV Global Equities  
FVM Classic  
FVM Offensiv  
FVM Stiftungsfonds  
Galilei Global Bond Opportunities UI  
GANÉ Value Event Fund  
GANÉ Global Equity Fund  
GAP Portfolio UI  
GCC Nachhaltige Renten  
GENEON Nachhaltige Aktien  
GF Global UI  
Global Ethical Values Select Fund  
Global Multi Asset Strategy  
GLOBAL Strategie Aktien  
GLOBAL Strategie Zinspapiere  
GLS Bank Aktienfonds  
GLS Bank Rentenfonds  
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 Anlagefonds - Ausgewogen  
Heidelberger Anlagefonds – Konservativ  
Heiligenfeld Vermögen  
HeLa UI  
HMT Aktien Bessere Welt  
HMT Aktien Value Protect ESG  
HMT Dynamics Yield Opportunities  
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 Antizyklus  
HMT Global Multi Asset Income  
HMT Global Optimal Dynamics  
HMT Global Wertsicherung 90  
HMT HanseMerkur Aktien Invest  
HMT Opportunistic Credit  
HMT Wertsicherung 94 ESG  
HMTS Equities Value ESG Small & Mid Caps  
HP&P Europe Equity  
HP&P Global Equity  
HP&P Stiftungsfonds  
HQT Megatrends  
HVB Select Alpha  
HWG-FONDS  
Intalcon Global Opportunities  
Invesco Europa Core Aktienfonds  
Invesco Global Dynamik Fonds  
Invesco Umwelt und Nachhaltigkeits Fonds  
IQ Aktienstrategie  
IQ Rentenstrategie  
Jemila Fonds  
JRS-INTERNATIONAL-UNIVERSAL-FONDS  
Julius Baer Germany - Focus Fund Balanced  
Julius Baer Germany - Focus Fund Growth  
Julius Baer Germany - Focus Fund Income  
K&K – Wachstum & Innovation  
Kahler & Kurz Aktienfonds  
KANON Globale Zukunftsthemen  
Kinder Perspektivenfonds  
KirAC Stiftungsfonds Omega  
Kirchröder Vermögensbildungsfonds 1 UI  
L&H Aktien Global UI  
L&H Multi Strategie UI  
LBBW Pro-Fund Credit I  
LeanVal Equity Protect  
Leonardo UI  
LF - AI Balanced Multi Asset  
LF - AI Defensive Multi Asset  
LF - AI Dynamic Multi Asset

LF - AI Impact Equity EU  
LF - AI Impact Equity US  
LF - ASSETS Defensive Opportunities  
LF - Atacama Global Equity Impact Opportunities  
LF - Dynamic Yield Opportunities  
LF - European Hidden Champions  
LF - Global Multi Asset Sustainable  
LF - Green Dividend World  
LF - Sustainable Yield Opportunities  
LF - WHC Global Discovery  
LIGA Globale Aktien Nachhaltig  
LIGA Stiftungsfonds  
LWL Giannelli  
Maneris Select UI  
Markus Alt Rentenstrategie Nr. 1  
MC 1 Universal  
MehrWerte Fonds  
Mehrwertphasen Balance Plus UI  
Meisterwert Opportunities  
Meisterwert Perspektive  
Meisterwert Position  
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  
Miraculix  
morgen Aktien Global UI  
Multi Asset Global Vision  
Multi Asset Value Invest  
My Way Invest  
MYRA European Equity Fund  
neXDos US Buyout Style  
nordIX Anleihen Defensiv  
NUERNBERGER Global Systematic CA Equity  
Oberbanscheidt Dividendenfonds  
Oberbanscheidt Global Flexibel UI  
OLB Invest Balance  
OLB Invest Dynamik  
Opportunistic Deep Value Fund UI  
P & S Renditefonds  
Pardus Global UI  
Pax ESG Laufzeitfonds 2029  
Pax ESG Mover Aktien  
Pax ESG Multi Asset  
Pax Nachhaltig Ertrag Fonds  
PI Vermögensbildungsfonds  
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 Pure Equity Global  
S4A Systematic Absolute Return  
S4A US Equity ESG  
S4A US Equity Small & Mid Cap  
S4A US Long  
Sarasin-FairInvest-Bond-Universal-Fonds  
Sarasin-FairInvest-Universal-Fonds  
SCS Aktien Welt  
SEB Aktienfonds  
SEB EuroCompanies  
SEB Europafonds  
SEB Total Return Bond Fund  
SEB Zinsglobal  
Selection Rendite Plus  
Selection Value Partnership  
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 Aktien Dividenden Focus  
SGKB Aktien Schweiz Focus  
SGKB Renten Trend  
SGKB Aktien Flex  
SGKB Renten Flex  
Smart & Fair-Fonds  
Spiekermann & CO Strategie I  
Stadtsparkasse Düsseldorf Absolute Return  
Stadtsparkasse Düsseldorf EuroRenten Plus  
Stadtsparkasse Düsseldorf Megatrends  
Stadtsparkasse Düsseldorf NRW-Fonds  
Stadtsparkasse Düsseldorf TOP-Chance  
Stadtsparkasse Düsseldorf TOP-Return  
Stadtsparkasse Düsseldorf TOP-Substanz  
Stiftungsfonds ESG Global  
Stiftungsfonds Spiekermann & CO  
Stiftungsfonds Wertvoll 1825  
SWuK Renten Flexibel UI  
Sydbank Vermögensverwaltung Ausgewogen  
Sydbank Vermögensverwaltung Dynamisch  
Sydbank Vermögensverwaltung Klassisch  
Sygnel P-22  
Systematic Dispersion Fund  
TAM Fortune Rendite

TAMAC Green Champions  
 The Digital Leaders Fund  
 TimmInvest Europa Plus Fonds  
 Tinzenhorn Fonds  
 Tomorrow Better Future Stocks  
 Trautberg Income Opportunity  
 Trend Kairos Global  
 Tungsten PARITON UI  
 UBS (D) Aktienfonds-Special I Deutschland  
 UBS (D) Equity Fund - Global Opportunity  
 UBS (D) Equity Fund - Smaller German Companies  
 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  
 Velten Strategie Welt  
 Vermögensmanagement - Fonds Universal  
 Vermögensmandat Strategie Ertrag  
 Vermögensmandat Strategie Stabil  
 Vermögensmandat Strategie Wachstum  
 VM BC Shareconcept Regional  
 Voba pur Premium A Fonds UI  
 VR Bank Kitzingen eG Euro Control nachhaltig  
 Wachstum Defensiv  
 WACHSTUM GLOBAL  
 Währungsfonds UI  
 WAVE Total Return ESG  
 Wealth Advisory Systemic Income Fund  
 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  
 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 pur Premium R Fonds UI  
ZinsPlus Fonds UI

- **Pension investment fund**

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

- **Altersvorsorge-Sondervermögen**

SEB GenerationPlus

- **Infrastruktur-Sondervermögen gemäß § 260a ff KAGB**

KGAL klimaSUBSTANZ

There are also currently 578 special AIFs.

## C. Overview of unit classes

### Initial issue date

Unit class A	15 August 2017
Unit class B	15 August 2017
Unit class T	1 June 2022
Unit class E	1 December 2020

### Initial issue price

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

### Issuing surcharge

Unit class A	2.50%
Unit class B	1.00%
Unit class T	none
Unit class E	2.50%

### Minimum investment amount

Unit class A	none
Unit class B	EUR 200,000
Unit class T	EUR 200,000; For the initial investment. There is no minimum investment amount for subsequent investments by existing investors. The Management Company may permit lower minimum investment amounts at its own discretion.
Unit class E	none

### Management fee<sup>7</sup>

Unit class A	currently 1.125% p.a.
Unit class B	currently 0.675% p.a.
Unit class T	currently 0.675% p.a.
Unit class E	currently 1.275% p.a.

### Depository fee<sup>8</sup>

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

<sup>7</sup> Staggered

<sup>8</sup> Staggered

**Currency**

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

**Use of income**

Unit class A	Distribution
Unit class B	Distribution
Unit class T	Accumulation
Unit class E	Accumulation

**Securities ID No. / ISIN**

Unit class A	A2DTNA / DE000A2DTNA1
Unit class B	A2DTNB / DE000A2DTNB9
Unit class T	A3DEAJ / DE000A3DEAJ9
Unit class E	A2QCXS / DE000A2QCXS0

## D. List of sub-custodians

Out of all the Custodian's statutory duties, only the custody of the assets of the Fund itself may be outsourced to sub-custodians. With the Custodian's consent, they may in turn use further sub-custodians. Specifically, the Custodian has appointed Deutsche WertpapierService Bank AG, Frankfurt/Main, (dwpbank) as a sub-custodian. The Custodian has close ties with dwpbank in the form of 50% of the voting rights and capital.

With regard to the selection of further sub-custodians, the Custodian has reserved appropriate supervision, approval and objection rights with its direct sub-custodian.

The following list shows sub-custodians that the can be called upon either by the Custodian directly or by dwpbank:

- attrax S.A., Luxembourg
- BNP Paribas Securities Services S.C.A., Frankfurt
- BNP Paribas Securities Services S.C.A., Athens branch
- BNP Paribas Securities Services S.C.A., Madrid branch
- BNP Paribas Securities Services S.C.A., France
- Citibank Europe plc., Budapest
- Citibank N.A. (Bank Handlowy)
- Citibank N.A., Prague
- Clearstream Banking AG, Frankfurt
- Clearstream Banking S.A., Luxembourg
- Euroclear S.A./ N.V., Brussels
- HSBC Bank plc, London
- HSBC Corp. Ltd., Hong Kong
- Raiffeisen Bank International AG, Vienna
- 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 only begins if the carbon copy of the application for conclusion of the contract has been handed over to the buyer or if the buyer has been sent a purchase statement also containing instructions regarding the buyer's right of revocation in compliance with the requirements of the second and third sentences of Art. 246(3) of the Introductory Act to the German Civil Code. 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 am Main  
Fax: +49 (0) 69 7 10 43 - 700  
Email: [info@universal-investment.com](mailto: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 OF CONTRACT

**governing the legal relationship between the investors**

**and**

**UNIVERSAL-INVESTMENT-GESELLSCHAFT MBH,**

**Frankfurt/Main,**

**(hereinafter referred to as 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 by the Company**

**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 Depositary**

- (1) The Company shall appoint a credit institution as the Depositary 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 Depositary are governed by the Depositary Agreement entered into with the Company, the German Investment Code, and the Terms and Conditions of Investment.

- (3) The Depositary 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 Depositary 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 Depositary or a sub-custodian to whom custody of financial instruments was outsourced pursuant to § 73(1) KAGB. The Depositary 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 Depositary is also liable to the UCITS or the investors for all other losses suffered by them as a result of the Depositary's negligent or intentional failure to properly fulfil its obligations pursuant to the provisions of the KAGB. The liability of the Depositary 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 Depositary 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>9</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 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;

<sup>9</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 (<https://www.bafin.de>).

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>10</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.

## **§ 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 companies 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 company 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

<sup>10</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 (<https://www.bafin.de>).

companies 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) they can be exercised either throughout the term or at the end of the term; and
    - b) 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 swaps, currency swaps or interest – 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 Securities loan

- (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:
1. 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 Depositary 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 Depositary 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 redemption agent is the Depositary.
- (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 paragraph 5 and the resumption of redemption by means of 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 Depositary 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 Depositary 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 Depositary 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 Depositary 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 Depositary, which shall liquidate it and distribute the proceeds to investors. The Depositary shall be entitled to a fee for carrying out its liquidation duties during the liquidation period, as well as to the reimbursement of its expenses incurred as a necessary part of the liquidation. With BaFin approval, the Depositary 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 Depositary**

- (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 Depositary 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](http://www.ombudsstelle-investmentfonds.de).

The European Commission has set up a European online dispute resolution platform at [www.ec.europa.eu/consumers/odr](http://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](mailto: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 referred to as the "Company")**

**for the investment fund managed by the Company pursuant to the UCITS Directive,**

**EMCORE COP,**

**applicable only in conjunction with the**

**General Terms and Conditions of Investment**

**drawn up by the Company for this investment .**

### **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,
3. 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 transactions**

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

#### **§ 2 Investment limits**

- (1) The UCITS investment fund may consist entirely of transferable securities within the meaning of § 1.1.

- (2) The UCITS investment fund may be entirely invested in money market instruments in accordance with § 6 of the General Terms and Conditions of Investment.
- (3) 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 of this issuer that are held does not exceed 40% of the value of the UCITS investment fund.
- (4) The UCITS investment fund may be completely held in bank deposits as specified in § 7, sentence 1 of the General Terms and Conditions of Investment.
- (5) Up to 10 % of the UCITS investment fund's assets 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 open-ended 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. Units in feeder funds as per § 1(19), point 11 KAGB are not acquired for the UCITS investment fund.

### **§ 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. Such unit classes differ in terms of the use of income, the issuing surcharge, the currency of the unit value (including use of currency hedging transactions), the management fee, the Custodian fee, the fee for managing derivative transactions and collateral for derivative 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 (use of income, issuing surcharge currency of the unit value, management fee, Custodian fee, the fee for managing derivative transactions and collateral for derivative 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 Gen-

eral 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) Redemptions 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 quarterly) amounting to up to a quarter of 1.75 % 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. 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 advisory or asset management company when implementing its investment strategy. The remuneration of the investment advisory or asset management company shall 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 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.

- (3) In return for the performance of its duties, the Custodian receives a fee (payable quarterly) amounting to up to a quarter of 0.10% 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.
- (4) The amount taken out of the Fund per year in the form of fees, pursuant to previous paragraphs 1, 2 and 3, can be up to a total of 2.00% p.a. of the Fund's average net asset value in the accounting period, which is calculated by taking the values on each valuation date.
- (5) 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, KIID);
  - 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 auditing the UCITS investment fund by its auditor;
  - f) costs of publishing the bases for taxation and certifying that the tax information has been drawn up pursuant to German tax regulations;
  - g) 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;
  - h) fees and costs charged by public authorities in relation to the UCITS investment fund;
  - i) costs of legal and tax advice with regard to the UCITS investment fund;
  - j) costs of appointing proxies;
  - k) costs of third parties analysing the performance of the UCITS investment fund;
  - l) taxes incurred in connection with both 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.
- (6) 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.
- (7) 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 Com-

pany 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.

## **USE 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 income which, during the financial year, are allocated to the respective unit class, 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, provided that the total income carried over does not exceed 15% of the 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 01 September and ends on 31 August of the following year.

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

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

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

<b>Product name:</b> GLS Bank Klimafonds	<b>Legal entity identifier (LEI code):</b> 5299000DZAA61X3LLH13
<b>Environmental and/or social characteristics</b>	
<b>Does this financial product have a sustainable investment objective?</b>	
<div>●● <input type="checkbox"/> <b>Yes</b></div>	<div>●● <input checked="" type="checkbox"/> <b>No</b></div>
<div><input type="checkbox"/> It will make a minimum of <b>sustainable investments with an environmental objective</b>: ____%</div> <div><input type="checkbox"/> in economic activities that qualify as environmentally sustainable under the EU Taxonomy</div> <div><input type="checkbox"/> in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy</div> <div><input type="checkbox"/> It will make a minimum of <b>sustainable investments with a social objective</b>: ____%</div>	<div><input type="checkbox"/> It <b>promotes Environmental/Social (E/S) characteristics</b> and while it does not have as its objective a sustainable investment, it will have a minimum proportion of ____% of sustainable investments</div> <div><input type="checkbox"/> with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy</div> <div><input type="checkbox"/> with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy</div> <div><input type="checkbox"/> with a social objective</div> <div><input checked="" type="checkbox"/> It promotes E/S characteristics, but <b>will not make any sustainable investments.</b></div>



## 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.

Stocks are selected in a multi-dimensional, integrated selection process. Only securities that correspond to GLS Gemeinschaftsbank e.G.'s understanding of sustainability in the three dimensions – human, environmental and economic – are included in the GLS investment universe. From this assortment, the GLS Bank Klimafonds invests particularly in companies which have a high degree of climate transparency, low levels of CO<sub>2</sub> emissions for their field of business or a well-defined climate strategy and emissions reduction targets. States adopting tougher measures for preventing climate change are given particular consideration for investments.

### 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:

- Alcohol (production, downstream activities) > **5%**
- 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 turnover of **5%** is exceeded at issuer level)
- Companies involved in electricity generation based on nuclear energy (exclusion if **5%** of turnover 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 **5%** of turnover 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 > 1 %
- 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).

The Fund applies exclusions for states. The following exclusions will be applied:

- States that have not ratified the Treaty on the Non-Proliferation of Nuclear Weapons
- States exposed to corruption

- States where the death penalty is legal
- States that have not ratified the Paris Agreement.

**Positive criteria:**

Relating to the business field:

Renewable energies and resources  
Health and care  
Mobility  
Nutrition, sustainable agriculture and forestry  
Education and culture  
Housing and sustainable building  
Financial services and microfinance

Relating to corporate governance:

Sustainable corporate policy  
Social commitment  
Resource efficiency  
Development policy goals

Climate criteria:

Climate gas transparency  
Climate strategy and targets  
Product responsibility  
Savings  
Participation in climate agreements  
Government programmes to promote climate protection

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.*



**Does this financial product consider principal adverse impacts on sustainability factors?**

☒ Yes,

**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-corruption and anti-bribery matters.

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 arms)
- 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)
- 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)
- Average score for corruption

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).

☐ No

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 and bonds issued by domestic and foreign companies, supranational institutions and countries that are particularly climate-friendly. The basis for this is, on the one hand, the investment and financing principles of GLS Gemeinschaftsbank e.G. Both exclusion criteria and positive criteria are taken into account. Exclusion criteria include both controversial business segments (including nuclear energy, coal energy, armaments and weapons, biocides and pesticides, genetic engineering in agriculture, organochlorine mass products, factory farming, embryo research and addictive substances) and controversial business practices (including violations of human rights, labour rights, animal testing, controversial environmental behaviour and controversial business practices). Positive criteria include forward-looking social and environmental business segments: renewable energies, food, agriculture and forestry, housing, education and culture, social affairs and health, financial services, development and microfinance, mobility and sustainable economy. From this selection, GLS Bank Klimafonds mainly invests in companies that have a high level of climate transparency, record low CO2 emissions for their business segment or have defined a good climate strategy and savings targets. Countries that are increasingly taking measures to promote climate protection will also be given special consideration in the investments.

- **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.

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

The investment and financing principles explicitly include criteria that call for sustainable corporate governance. Companies that qualify for the investment universe must meet high standards in the fields of corporate policy, social responsibility, resource-conserving business management, development policy goals and product responsibility.

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

In the field of corporate policy, particular emphasis is placed on the separation of important corporate bodies (Management Board, Supervisory Board), independence of oversight bodies as well as transparency regarding remuneration structures at Management Board level, the existence of social and environmental standards (e.g. environmental management systems, anti-corruption systems), sustainable procurement structures, transparency and fair dealings with all stakeholders.

In the field of social responsibility, particular emphasis is placed on responsible working conditions for all employees, the provision of apprenticeships, socially responsible measures or social commitment.

In the field of resource-conserving business management, the company's environmental management is evaluated in terms of whether the company achieves a reduction in its use of resources and implements energy-efficient solutions. In the field of development policy objectives, the payment of adequate wages, tax honesty or the creation of socially acceptable alternatives to child labour are examined.

In the field of product responsibility, innovations that contribute to solving social or environmental challenges are viewed positively. These may be products that have a longer life or are repairable or that promote responsible use and consumption and products and services for disadvantaged people or for people in emerging and developing countries.



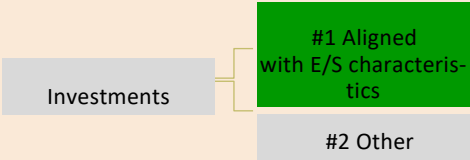
The **asset allocation** describes the share of investments

What is the asset allocation planned for this financial product?

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 of investee companies



**#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 aims to contribute to climate protection, but its investment strategy does not explicitly follow the criteria in the Taxonomy.

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

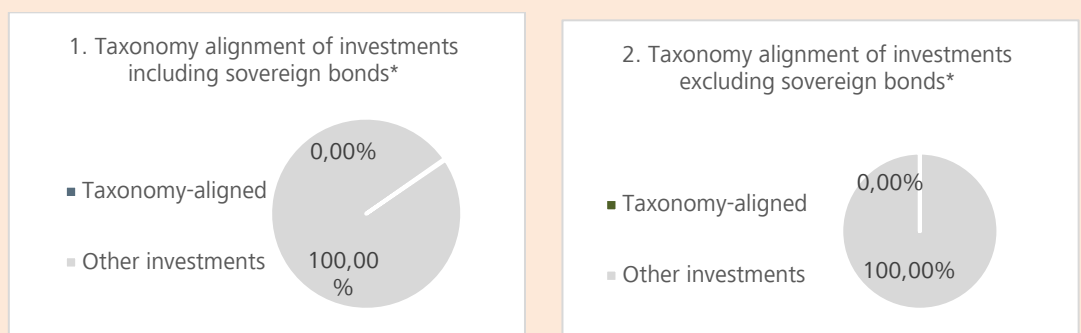
- **Does the financial product invest in fossil gas and/or nuclear energy related activities that comply with the EU Taxonomy<sup>11</sup>?**

☐ 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.*



\* 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?**

<sup>11</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.

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. They serve as hedging instruments or cash to manage liquidity.



### **Where can I find more product-specific information online?**

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

Unit class A:

<https://fondsfinder.universal-investment.com/api/v1/DE/DE000A2DTNA1/document/SRD/de>

Unit class B:

<https://fondsfinder.universal-investment.com/api/v1/DE/DE000A2DTNB9/document/SRD/de>

Unit class T:

<https://fondsfinder.universal-investment.com/api/v1/DE/DE000A3DEAJ9/document/SRD/de>

Unit class E:

<https://fondsfinder.universal-investment.com/api/v1/DE/DE000A2QCXS0/document/SRD/de>

**Improving business together**

**Kontakt**

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