

**AVIS DE SOCIÉTÉ**

**Eurobank Fund Management Company (Luxembourg) S.A.**

Société anonyme  
5, rue Jean Monnet, L-2180 Luxembourg  
(the "Management Company")

**NOTICE TO UNIT HOLDERS OF (LF) SPECIAL PURPOSE 4.5% EQUITY FORMULA \$ FUND (THE "MERGING SUB-FUND") AND (LF) INCOME PLUS \$ FUND (THE "RECEIVING SUB-FUND")**

Sub-Funds of (LF),  
a mutual investment fund organized under the laws  
of the Grand-Duchy of Luxembourg

The investment objective and policy of (LF) Special Purpose 4.5% Equity Formula \$ Fund, as defined in the relevant Appendix of the Prospectus of (LF), arrived at maturity on October 27, 2014 and the swaps agreements were terminated on November 03, 2014. The unit holders of (LF) Special Purpose 4.5% Equity Formula \$ Fund are informed that the outcome of the Sub-Fund's investment objective and policy from the start date on November 01, 2013 to the termination date on November 03, 2014 is as follows:

Active Class	Performance
Eurobank (LF) Special Purpose 4.5% Equity Formula \$ Fund	4,5095%
Postbank (LF) Special Purpose 4.5% Equity Formula \$ Fund	4,5025%

In accordance with the investment policy of the mentioned Sub-Fund and the provisions of Article 20 of the Management Regulations, the Board of Directors of the Management Company has decided by Resolution dated November 5, 2014 to merge (LF) Special Purpose 4.5% Equity Formula \$ Fund, by contribution of all of its assets and liabilities, as per Article 1(20)(a) and Article 69(1)(a) of the Luxembourg law of 17 December 2010, into (LF) Income Plus \$ Fund.

The merger will be effective as from 29 January 2015 (the "Effective Date").

The following table presents the differences between the Merging Sub-Fund and the Receiving Sub-Fund as of the date of the Merger:

Sub-Fund	Merging Sub-Fund (LF) Special Purpose 4.5% Equity Formula \$ Fund	Receiving Sub-Fund (LF) Income Plus \$ Fund
	<p><b>Investment objective</b></p> <p>The Sub-Fund aims to provide high income in line with a systematic strategy on selected equity indices as described below (the "Derivative Investment Strategy"), bank deposits, money market instruments and an actively managed portfolio of transferable debt securities, including fixed and variable interest rate securities and government bonds admitted to an Official Listing or dealt in on a Regulated Market, traded worldwide.</p> <p>The Derivative Investment Strategy commences on November 01, 2013 and matures on October 27, 2014 ("Investment Period").</p> <p>The Derivative Investment Strategy's performance at the end of the Investment Period is based on a performance valuation mechanism according to points a), b), c), d) and e) below:</p> <p>a) The Equity Index EURO STOXX 50 ("Index A", Bloomberg ticker: SX5E Index), Equity Index S&amp;P 500 ("Index B", Bloomberg ticker: SPX Index) and Equity Index FTSE 100 ("Index C", Bloomberg ticker: UKX Index) are selected.</p> <p>The EURO STOXX 50 index tracks the 50 largest in terms of market capitalization and most liquid Super sector leaders in the Euro-zone. The weightings of Index are reviewed quarterly. Source: <a href="http://www.stoxx.com/download/indices/rulebooks/stoxx_indexguide.pdf">http://www.stoxx.com/download/indices/rulebooks/stoxx_indexguide.pdf</a> (page 45)</p> <p>All index constituents and weights are freely available on the official website of the respective provider.</p> <p>The S&amp;P 500 Index includes the 500 leading companies in leading industries of the US economy. The composition and weightings of Index are generally reviewed on an as-needed basis, as well as quarterly in March, June, September and December. Source: <a href="http://www.djindexes.com/mdsidx/downloads/client_services/methodology-sp-corporate-actions-policies-practices.pdf">http://www.djindexes.com/mdsidx/downloads/client_services/methodology-sp-corporate-actions-policies-practices.pdf</a> (page 31)</p> <p>All index constituents and weights are freely available on the official website of the respective provider.</p> <p>The FTSE 100 Index is a market capitalization weighted index of the 100 highly capitalized listed UK companies. The weightings of Index are reviewed quarterly. Source: <a href="http://www.ftse.com/Indices/UK_Indices/Downloads/FTSE_UK_Index_Series_Index_Rules.pdf">http://www.ftse.com/Indices/UK_Indices/Downloads/FTSE_UK_Index_Series_Index_Rules.pdf</a> (page 12)</p> <p>All index constituents and weights are freely available on the official website of the respective provider.</p> <p>b) November 01, 2013 is defined as "Strike Date" and November 03, 2014 is defined as "Swaps' Termination Date".</p> <p>c) If at the end of the Investment Period, Index A, Index B and Index C are all three above or equal to 70% of their level on Strike Date, then on the Swaps' Termination Date the investor does not have capital losses, for investments made until November 01, 2013.</p> <p>d) If at the end of the Investment Period, the worst performing index among Index A, Index B and Index C has fallen below 70% of its level on Strike Date, then on the Swaps' Termination Date, the investor loses a percentage amount of the capital invested, which will correspond to the performance of the worst performing Index, for investments made until November 01, 2013.</p> <p>e) The Board of Directors will decide if a coupon of 4.5% calculated on the unit price on Strike Date, is paid on the Swaps' Termination Date by the Derivative Investment Strategy, or if the respective amount will be reinvested in the Sub-Fund.</p> <p><b>Investment policy</b></p> <p>The Sub-Fund seeks to achieve its investment objective as follows:</p> <ul style="list-style-type: none"> <li>primarily, investing mainly in a portfolio composed of bank deposits, money market instruments, debt securities, mortgage-backed securities and asset-backed securities. The Sub-Fund may not invest more than 20% of its assets in mortgage-backed securities and asset-backed securities</li> <li>secondarily, entering into, one or several, over-the-counter derivative transactions called Equity linked swap agreements under ISDA (the "Swaps") with the aim of meeting the Investment Objective. The effect of this transaction is that the Sub-Fund exchanges part of the returns on its portfolio for returns specifically tailored to the Investment Objective of the Sub-Fund.</li> </ul> <p>The swap counterparty/ies will be selected from the following credit institutions: Barclays Bank PLC; BNP Paribas S.A.; Deutsche Bank A.G.; JPMorgan Chase Bank N.A.; Royal Bank of Scotland PLC; Société Générale S.A.; Eurobank Ergasias S.A.; Credit Agricole S.A.; HSBC Bank PLC; Credit Suisse; UBS AG; Bank of America Merrill Lynch; Citigroup Global Markets Ltd; Morgan Stanley &amp; Co International PLC; Leonteq Securities AG.</p> <p>The name(s) of the swap counterparty/ies and the signed Swaps will be made available for inspection, upon investor(s) request, during normal business hours at the registered office of the Management Company.</p> <p>The swap counterparty/ies pay to or receive from the Sub-Fund during the Investment Period amounts described in the Swaps; payment flows will contribute to realization of the Derivative Investment Strategy.</p> <p>The Net Asset Value of the Sub-Fund, and therefore the value of the Sub-Fund's Units will increase (or decrease) in line with the valuation of both the portfolio of securities and the Swaps. The Swaps' aggregate notional amount will on Strike Date correspond to the Sub-Fund's Net Asset Value and will be adjusted on an ongoing basis based on the applicable valuation of the Swaps provided on a daily basis by the swap counterparties to take into account subscription and redemption requests in the Sub-Fund.</p>	<p><b>Investment objective and policy</b></p> <p>The investment objective of the Sub-Fund is to invest its assets primarily in bank deposits and money market instruments (principally denominated in U.S. Dollar or other currencies linked to the U.S. Dollar).</p> <p>Secondarily the Sub-Fund invests in investment and non investment grade transferable debt securities (incl. fixed and variable interest rate securities) such as government bonds and corporate bonds, admitted to an Official Listing or dealt in on a Regulated Market and denominated in U.S. Dollar or other currencies hedged against the U.S. Dollar, as well as in structured financial instruments and financial derivative instruments for the purposes of efficient portfolio management or hedging.</p> <p>The Sub-Fund is not allowed to invest in equity securities.</p> <p>Liquidities, undertakings for collective investments, financial derivative instruments, structured financial instruments, securities lending and repurchase agreements may be used within the limits described in sections 3.1. and 4. of this Prospectus.</p>
<b>Investment objective and policy</b>		
<b>Risk factors</b>		<p>The main risk factors specific to this Sub-Fund are market and credit risks. These are explicitly described in the Investment Objective and are related to the fact the investor could potentially lose part of the capital invested. Other risk factors specific to this Sub-Fund are counterparty risks, reduced by signing Credit Support Annexes with the swap counterparty/ies and the risks associated to investment in equity securities, fixed income securities, mortgage-backed securities and asset-backed securities i.e. market risk, interest rate, liquidity and credit risks and, when relevant, risks associated with the use of financial derivatives. These risks are further described in points (i), (ii), (iii), (iv) and (vii) in "Risk factors" section of the Prospectus.</p> <p>The ability of the Sub-Fund to meet its Investment Objective is dependent on the ability of the swap counterparty/ies to meet their obligations under the Swap Agreements. Also, the aforementioned ability of the Sub-Fund to meet its Investment Objective is dependent on the performance of the investment portfolio. In case of default of the swap counterparty/ies, the Sub-Fund might attempt to replace the defaulting counterparty with a new counterparty at prevailing market conditions and bearing any replacement cost associated with the default of the initial swap counterparty. The same principle is followed in cases of defaults in the investment portfolio.</p> <p>There is no guarantee that the investment-return objective will be achieved.</p> <p>The calculation methodology for the global exposure is the relative VaR.</p> <p>The level of leverage is not expected to exceed 300%. The method selected for leverage computation is based on the sum of the notionals.</p> <p>The reference portfolio used for relative VaR computation is the following: 33% FTSE 100 + 33% Eurostoxx50 + 33% S&amp;P500.</p>
<b>Investor profile</b>		<p>The Sub-Fund is suitable for investors with short &amp; medium term horizon who seek to combine returns above money market rates, low volatility and immediate liquidity.</p>
<b>Classes of Units</b>		<p>There are currently 5 Classes of Units available in the Sub-Fund: Eurobank, Eurobank I, Postbank, Bancpost and Private Banking Class.</p> <p>The Classes have similar characteristics, with the exception that:</p> <ul style="list-style-type: none"> <li>Classes with the term "I" in their denomination are reserved to institutional investors and consequently benefit from a reduced "taxe d'abonnement";</li> <li>All above-mentioned Classes are denominated in U.S. Dollar (USD);</li> <li>The applicable maximum Management Fees and redemption charges differ from one Class to another.</li> </ul> <p>All Units within each Class shall have equal rights as to redemption and proceeds in liquidation.</p>
<b>Distribution/accumulation</b>	Distributing	Non-distributing
<b>Sales charge</b>	Up to 4%	Up to 2%
<b>Redemption charge</b>	Eurobank: 2% Postbank: 2%	Eurobank: 1% Eurobank I: 0% Postbank: 2% Bancpost: 2% Private Banking Class: 0%
<b>Max. Management fee</b>	Eurobank: 4% Postbank: 4%	Eurobank: 2% Eurobank I: 1% Postbank: 3% Bancpost: 3% Private Banking Class: 2%

<b>Investment objective and policy</b>	<p>The ability of the Sub-Fund to meet its Investment Objective is dependent on the ability of the swap counterparty/ies to meet their obligations under the Swaps. Also, the aforementioned ability of the Sub-Fund to meet its Investment Objective is dependent on the performance of the investment portfolio (i.e. the investors could materialize a loss on their capital not only in the case (d) of the Derivative Investment Strategy, but in the case of issuers' defaults in the investment portfolio).</p> <p>Liquidities, securities lending and repurchase agreements may be used within the limits described in sections 3.1. and 4. of this Prospectus.</p> <p>The Directors will decide before maturity of the Derivative Investment Strategy, whether the Sub-Fund will be liquidated, prolonged for a new term with a new investment objective and policy (in which case the prospectus will be amended accordingly) or contributed to another Sub-Fund of the Fund. Unit holders will be informed accordingly in due course. Should the Directors decide that the Sub-Fund will be prolonged for a new term or contributed to another Sub-Fund of the Fund, unit holders will be offered a one month period during which they will have the possibility to redeem their Units free of charge before such changes become effective.</p>	
<b>Risk factors</b>		<p>The risk factors specific to this Sub-Fund are mostly interest rate, credit and currency risks and, when relevant, risks associated with the use of financial derivatives. These risks are further described in points (ii), (iii), (iv) and (vii) in "Risk factors" section of the Prospectus.</p> <p>There is no guarantee that the investment-return objective will be achieved.</p> <p>The calculation methodology for the global exposure is the absolute VaR.</p> <p>The level of leverage is not expected to exceed 100%. The method selected for leverage computation is based on the sum of the notionals.</p>
<b>Investor profile</b>		<p>The Sub-Fund is suitable for investors with short &amp; medium term horizon who seek to combine returns above money market rates, low volatility and immediate liquidity.</p>
<b>Classes of Units</b>		<p>There are currently 5 Classes of Units available in the Sub-Fund: Eurobank and Postbank. Both Classes of Units are denominated in U.S. Dollar (USD).</p> <p>The Classes have similar characteristics, with the exception that the applicable maximum Management Fees and redemption charges differ from one Class to another.</p> <p>All Units within each Class shall have equal rights as to redemption and proceeds in liquidation.</p>
<b>Distribution/accumulation</b>	Distributing	Non-distributing
<b>Sales charge</b>	Up to 4%	Up to 2%
<b>Redemption charge</b>	Eurobank: 2% Postbank: 2%	Eurobank: 1% Eurobank I: 0% Postbank: 2% Bancpost: 2% Private Banking Class: 0%
<b>Max. Management fee</b>	Eurobank: 4% Postbank: 4%	Eurobank: 2% Eurobank I: 1% Postbank: 3% Bancpost: 3% Private Banking Class: 2%

Furthermore, the following features are identical in both the Merging and the Receiving Sub-Fund: (1) Investment Manager (Eurobank Asset Management Mutual Fund Management Company S.A.); (2) currency (USD); (3) conversion charge; (4) depositary fee; and (5) no performance fee. All features of the Receiving Sub-Fund will remain identical after the Effective Date and there is no material impact of this Merger on the unit holders of the Receiving Sub-Fund. In particular:

- Following the maturity of the Derivative Investment Strategy, the Merging Sub-Fund is invested in cash only, which upon the merger will be used to invest in assets which comply with the investment objective and policy of the Receiving Sub-Fund;
- The Merger should not affect the management of the Receiving Sub-Fund's portfolio.

All costs related to the above Merger will be borne by the Management Company.

Unit holders are recommended to seek full information in their country of origin, place or residence or domicile on the possible tax consequences associated with this merger operation.

On 29 January 2015, the Receiving Sub-Fund will allocate to each unit holder in the Merging Sub-Fund a total number of units of the same class, rounded to the nearest thousandth of a unit. This total number of units shall be calculated by multiplying the number of units each unit holder holds in the Merging Sub-Fund by the exchange ratio, as described hereafter.

The exchange ratio will be calculated on 28 January 2015 by dividing the net asset value per unit of the relevant class in the Merging Sub-Fund calculated on 28 January 2015 by the net asset value per unit of the same class in the Receiving Sub-Fund calculated on the same day.

Subscriptions in and/or conversions into the Merging Sub-Fund will not be accepted as from the publication of the present Notice to Unit holders.

**Rights of the unit holders**

As from the publication of the present Notice, unit holders of the Receiving Sub-Fund and of the Merging Sub-Fund who do not approve of the above merger will have the possibility to redeem or convert their units free of charge until 20 January 2015.

Redemption or conversion requests shall be addressed to the distributor in accordance with the provisions of the prospectus of (LF). The following documents are made available free of charge to the unit holders at the registered office of the Management Company and at the local distributor branches:

- the Common Terms of Merger;
- the latest version of the Prospectus of (LF);
- the latest versions of the Key Investor Information Documents of (LF);
- the latest version of the Management Regulations;
- the latest audited financial statements of (LF);
- the report prepared by the independent auditor appointed by the Company to validate the conditions foreseen in Article 71 (1), items (a) to (c) of the Luxembourg law of 17 December 2010;
- the certificate related to the merger issued by the depositary of (LF) in compliance with Article 70 of the Luxembourg law of 17 December 2010.

Luxembourg, November 18, 2014