

# Information to the shareholders of Credit Suisse Nova (Lux) Fixed Maturity US Loan Fund 2021 and Credit Suisse Nova (Lux) Global Senior Loan Fund

## **Credit Suisse Nova (Lux)**

Investment Company with Variable Capital under Luxembourg Law

5, rue Jean Monnet,  
L-2180 Luxembourg  
R.C.S. Luxembourg B 111925

(“**CS Nova**”)

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## **Notice to the shareholders of Credit Suisse Nova (Lux) Fixed Maturity US Loan Fund 2021 and Credit Suisse Nova (Lux) Global Senior Loan Fund**

Notice is hereby given to the shareholders of Credit Suisse Nova (Lux) Fixed Maturity US Loan Fund 2021 (the “**Merging Subfund**”) and to the shareholders of Credit Suisse Nova (Lux) Global Senior Loan Fund (the “**Receiving Subfund**”), two subfunds of CS Nova, that the board of directors of CS Nova has decided to merge the Merging Subfund into the Receiving Subfund in accordance with the provisions of the prospectus and articles of incorporation of CS Nova (the “**Merger**”).

### **I. Merger type**

In accordance with article 28.2 of the articles of incorporation and the provisions of Chapter 12 of the prospectus of CS Nova, the board of directors of CS Nova has resolved to proceed with the Merger.

Accordingly, in exchange for the transfer of the assets and liabilities of the Merging Subfund to the Receiving Subfund, the Receiving Subfund will issue shares without charge and the shareholders currently holding shares in the Merging Subfund will receive shares in the Receiving Subfund. As a result, the Merging Subfund will be dissolved without going into liquidation.

The assets and liabilities of the Merging Subfund will be contributed to the Receiving Subfund as of 9 October 2020 (the “**Effective Date**”).

### **II. Merger Rationale**

The decision of the board of directors of CS Nova to proceed with the Merger was passed in the shareholders' interest to streamline the existing product range of Credit Suisse and to increase the asset base of the Receiving Subfund ensuring that the assets in the Merging Subfund are managed more efficiently.

### **III. Impact on the shareholders of the Merging Subfund and the shareholders of the Receiving Subfund**

For each share held in the Merging Subfund, shareholders of the Merging Subfund will receive a given number or fraction of corresponding shares in the Receiving Subfund (the calculation method of the exchange ratio is set forth in section V below). Shares of the Merging Subfund will then be cancelled.

As a result, the shareholders of the Merging Subfund will, in exchange for their shares in the Merging Subfund, become shareholders of the Receiving Subfund.

The Merging Subfund will cease to exist on the Effective Date.

A non-exhaustive overview of similarities and differences between the Merging and the Receiving Subfunds are indicated in Appendix 1 which apply as at 17 August 2020. **For a full description of the terms of the Merging Subfund and the Receiving Subfund and their share classes, the shareholders are asked to refer to the prospectus and key information documents of CS Nova which are attached to this document or available at [www.credit-suisse.com](http://www.credit-suisse.com) in accordance with the provisions of the prospectus of CS Nova.**

The investment objectives and principles / strategies of each of the Merging Subfund and the Receiving Subfund described in Appendix 1 are comparable. Both invest primarily in floating rate senior loans and other senior floating rate debt instruments. Nevertheless, as part of the Merger, a part of the portfolio of the Merging Subfund may be rebalanced in order to align the Merging Subfund's portfolio to the one of the Receiving Subfund, reflected further below. Investors in the Merging Subfund should note that transaction costs related to such rebalancing will be borne by the Merging Subfund. To the extent such a rebalancing does take place, it will occur between the date on which the Merging Subfund is closed for redemptions, as specified below, and the Effective Date.

Shares in the Receiving Subfund may differ from the respective shares of the Merging Subfund in terms of total expense ratio or risk indicators, as further detailed in the correspondence table below. Furthermore, the issuance of shares following the Merger may result in a dilution of the participation of the current shareholders of the Receiving Subfund.

Merging Subfund Credit Suisse Nova (Lux) Fixed Maturity US Loan Fund 2021									Receiving Subfund Credit Suisse Nova (Lux) Global Senior Loan Fund								
Share Class (Currency)	ISIN	Type of Share*	Minimum Holding	Max. Sales Charge	Performance fee	Max. Mgt. Fee (p.a.)	Total Expense Ratio	Risk Indicator	Share Class (Currency)	ISIN	Type of Share*	Minimum Holding	Max. Sales Charge	Performance fee	Max. Mgt. Fee (p.a.)	Total Expense Ratio	Risk Indicator
A USD	LU1527165754	D	n/a	5.00%	n/a	1.50%	1.59%	n/a	A USD	LU0635705832	D	n/a	5.00%	n/a	1.50%	1.64%	2
AH CHF	LU1527165911	D	n/a	5.00%	n/a	1.50%	1.59%	n/a	AH CHF	LU0635710246	D	n/a	5.00%	n/a	1.50%	1.64%	2
AH SGD	LU1527166216	D	n/a	5.00%	n/a	1.50%	1.59%	n/a	AH SGD	LU0635710592	D	n/a	5.00%	n/a	1.50%	1.63%	2
EA USD	LU1527167966	D	n/a	3.00%	n/a	0.65%	0.76%	n/a	EA USD	LU0996462098	D	n/a	3.00%	n/a	0.65%	0.65%	2
IA USD	LU1527169749	D	1'000'000	3.00%	n/a	0.65%	0.89%	n/a	IA USD	LU0635706566	D	500'000	3.00%	n/a	0.65%	0.79%	2
IAH AUD	LU1527170598	D	1'000'000	3.00%	n/a	0.65%	0.89%	n/a	IAH AUD	LU2213016095	D	500'000	3.00%	n/a	0.65%	0.79%	2
IAH SGD	LU1527170242	D	1'000'000	3.00%	n/a	0.65%	0.89%	n/a	IAH SGD	LU2213016178	D	500'000	3.00%	n/a	0.65%	0.79%	2
IB USD	LU1527170754	ACC	1'000'000	3.00%	n/a	0.65%	0.89%	n/a	IB USD	LU0635707614	ACC	500'000	3.00%	n/a	0.65%	0.79%	2
UA USD	LU1527175126	D	n/a	5.00%	n/a	1.15%	1.04%	n/a	UA USD	LU1144410583	D	n/a	5.00%	n/a	1.15%	1.04%	2

\* ACC = accumulating share classes / D = distributing share classes

No further subscriptions in the Merging Subfund will be accepted as from 17 September 2020 at 3:00 p.m. (CET).

No subscriptions in the Receiving Subfund will be accepted from 7 October 2020 at 3.00 p.m. (CET) to 8 October 2020 at 3.00 p.m. (CET).

The shareholders of the Merging Subfund and the Receiving Subfund who do not agree with the proposed Merger can apply for redemption of all or part of their shares free of any charges other than those retained for disinvestment costs. Such redemptions shall be free of charge during a one-month period starting on the date of this publication, being 17 August 2020, and ending on 17 September 2020 at 3:00 p.m. (CET).

Any redemption applications in the Merging Subfund received after 3 p.m. (CET) on 17 September 2020 will not be processed. Any such redemption requests should be submitted in the Receiving Subfund to its central administration, Credit Suisse Fund Services (Luxembourg) S.A., 5 rue Jean Monnet, L-2180 Luxembourg, on or after 10 October 2020 in accordance with the provisions applicable to the Receiving Subfund.

The shareholders of the Merging Subfund and the Receiving Subfund are also informed that:

- (i) the redemption orders placed before 18 August 2020, 3 p.m. (CET), will be taken into account with valuation day 1 September 2020;
- (ii) the redemption orders placed between 18 August 2020, 3 p.m. (CET), and 1 September 2020, 3 p.m. (CET), will be taking into account with valuation day 15 September 2020; and
- (iii) the redemption orders placed between 1 September 2020, 3 p.m. (CET) and 17 September 2020, 3 p.m. (CET), will be taking into account with the valuation day 1 October 2020.

Alternatively, the shareholders of the Merging and Receiving Subfunds may apply for the conversion of their shares into shares of another subfund of CS Nova in accordance with the provisions of the section on the conversion of shares of the prospectus of CS Nova. Conversion applications will be accepted up to 3.00 p.m. (CET) on 17 September 2020.

**Subscriptions and redemptions in the Merging Subfund will be suspended from 17 September 2020 to 9 October 2020, inclusive. In the event that the suspension is required on another date and/or needs to be extended due to unforeseen circumstances, shareholders will be informed accordingly.**

**The last net asset value of the Merging will be calculated on 9 October 2020.**

As of the Effective Date, the shareholders of the Merging Subfund who have not applied for redemption will receive a number of new shares (as applicable) of the relevant share class of the Receiving Subfund on the basis of the exchange ratio mentioned below. They will be informed of the number of new shares issued to them by means of a merger confirmation shortly after the Effective Date. There will be no initial sales charge applied to their new shares.

If the shareholders of the Merging Subfund wish to receive shares in the Receiving Subfund due to the Merger, they do not need to take any further action. The shareholders of the Merging Subfund shall automatically be registered in the shareholders' register of the Receiving Subfund.

Any legal, advisory or administrative costs associated with the preparation and the completion of the Merger (with the exception of any dealing costs, audit costs, other miscellaneous costs and transfer taxes on the assets associated with the transfer of assets and liabilities and the custody transfer costs) will be borne by the alternative investment fund manager of CS Nova.

The Merger will not subject the shareholders of the Merging Subfund to taxation in Luxembourg. However, the planned Merger may result in a tax liability for a shareholder depending on the tax regime applicable in the shareholder's country of residence, citizenship or domicile. Shareholders should inform themselves as to the possible tax implications of the aforementioned changes in their respective country of citizenship, residence or domicile.

#### **IV. Criteria adopted for the valuation of assets and liabilities on the date of calculating the exchange ratio**

The criteria and principles adopted for the valuation of the assets and liabilities of the Merging Subfund and of the Receiving Subfund are described in the articles of incorporation and the current prospectus of CS Nova.

#### **V. Calculation method of the exchange ratio**

The number of shares to be allocated to the shareholders of the Merging Subfund will be determined on the basis of the exchange ratio corresponding to the respective net asset value of the relevant share classes of the Merging Subfund and the Receiving Subfund, calculated in accordance with the prospectus of CS Nova, calculated on 9 October 2020, and based on closing prices as at 8 October 2020.

PricewaterhouseCoopers, *Société Coopérative*, with registered office at 2, rue Gerhard Mercator, L-2182 Luxembourg, Grand Duchy of Luxembourg (the "**Auditor**"), has been appointed by CS Nova as the independent auditor in charge of preparing a report validating the calculation method of the exchange ratio as well as the actual exchange ratio determined on the Effective Date.

No cash payment will be made to the shareholders of the Merging Subfund as a result of the Merger.

#### **VI. Additional information for shareholders**

Shareholders may receive additional information in respect of the Merger at the registered office of CS Nova, at 5 rue Jean Monnet, L-2180 Luxembourg.

Once available, a copy of the certificates issued by the depositary of CS Nova in relation to the Merger and the Auditor's statement on the terms and conditions of the Merger will be made available, free of charge, at the registered office of CS Nova.

The latest versions of the prospectus, the articles of incorporation and the latest annual report of CS Nova may be obtained in accordance with the provisions of the prospectus at the registered office of CS Nova.

Luxembourg, 17 August 2020

The Board of Directors

**Appendix 1**  
**Comparison of some features of the Merging Subfund and of the Receiving Subfund**

	<b>Merging Subfund</b>	<b>Receiving Subfund</b>
<b>Investment Objective and Policy</b>	<p><b>Investment Objective and Investment Policy</b></p> <p>The Subfund seeks to achieve an attractive yield by investing primarily in USD denominated debt instruments with a final maturity of up to December 2022.</p> <p>The Subfund will run until December 15, 2021 (the "Maturity Date") or any other date as defined by the AIFM prior to the launch date of the Subfund. In case the decision is taken to deviate from the aforementioned Maturity Date, the Prospectus will be updated accordingly. The intention is to discontinue the Subfund at the Maturity Date. If, at the Maturity Date, exceptional market conditions make it unacceptable in the interests of the Shareholders to sell the Subfund's assets, the AIFM may defer the Maturity Date by up to four (4) months. The Subfund seeks to achieve its investment objective by investing primarily in USD denominated floating rate senior loans ("Senior Loans") and other senior floating rate debt instruments including unsecured loans (collectively "Senior Loans" and "Other Debt Instruments") of issuers domiciled in or carry out the bulk of their business activities in the United States of America and/or Canada.</p> <p>Senior Loans are debt instruments that provide the lender a senior claim to the borrower's assets which take priority over other unsecured loans or debt instruments. In case of bankruptcy of the borrower Senior Loans will supersede the claims of other creditors. In addition, the Subfund may invest in debt instruments, bonds, notes, and similar fixed interest or floating-rate securities of issuers worldwide (including emerging markets).</p> <p>The Subfund will not invest in securities with a facility rating below CCC+ by S&amp;P or Caa1 by Moody's or which exhibit similar credit quality in the view of the AIFM. If a current holding is downgraded below these ratings, the position will have to be sold within 90 calendar days.</p> <p>The Subfund may – as of 18 months before the Maturity Date – hold 100% of its total net assets in debt instruments with a maturity less than 18 months and money market instruments,</p>	<p><b>Investment Objective and Investment Policy</b></p> <p>The investment objective of this Subfund is to achieve a high level of risk-adjusted income in the Reference Currency by investing primarily (directly and/or indirectly through the below mentioned instruments) in higher yielding, floating rate senior loans ("Senior Loans") and other senior floating rate debt instruments (collectively "Senior Loans" and "Other Debt Instruments") of issuers worldwide and in any currencies. The Subfund may invest in addition in other debt instruments.</p> <p>Senior Loans are debt instruments that provide the lender a senior claim to the borrower's assets which take priority over other unsecured loans or debt instruments. In case of bankruptcy of the borrower Senior Loans will supersede the claims of other creditors.</p> <p>The investments of the Subfund are not limited in terms of credit rating, geographical or sectorial criteria. This may lead to a concentration in geographical or sector terms. The average credit quality of the Subfund is expected to be below investment grade.</p> <p>Any investments made in other currencies than the Reference Currency will in principle be hedged against the Reference Currency.</p> <p>The Subfund qualifies as Liquid AIF, as defined in Chapter 5, "Risk and Liquidity Management".</p>

	such as commercial papers and cash (including sight and time deposits) with first-class financial institutions. The Subfund qualifies as Liquid AIF, as defined in Chapter 5, "Risk and Liquidity Management".	
<b>Reference Currency</b>	USD	USD
<b>Leverage</b>	The maximum level of leverage which the AIFM is entitled to employ on behalf of the Subfund is 125% in accordance with the commitment method and 225% in accordance with the gross method of the total net assets.	The maximum level of leverage which the AIFM is entitled to employ on behalf of the Subfund is 125% in accordance with the commitment method and 225% in accordance with the gross method of the total net assets.
<b>Investment Manager</b>	Credit Suisse Asset Management, LLC, New York	Credit Suisse Asset Management, LLC, New York
<b>Subfund Term</b>	Maturity date is December 15, 2021	Unlimited duration
<b>Subscription and Redemption frequency</b>	Daily	Daily
<b>Central Administration Fee</b>	0.25% p.a.	0.35% p.a.