

07 January 2020

# Information to the Unitholders of Credit Suisse (Lux) USA Value Equity Fund

# **CREDIT SUISSE FUND** MANAGEMENT S.A.

Registered office: 5, rue Jean Monnet, L-2180 Luxembourg R.C.S. Luxembourg B 72.925

(the "Management Company")

acting in its own name and on behalf of

#### **CS Investment Funds 11**

Fonds commun de placement R.C.S. Luxembourg K 668

(the "Fund")

Notice is hereby given to the Unitholders of CS Investment Funds 11 - Credit Suisse (Lux) USA Value Equity Fund (for the purpose of this section, the "Subfund"), that the board of directors of the Management Company (the "Board of Directors") has decided to effect a series of corporate actions leading ultimately to the liquidation of the Subfund, which can be summarised as follows:

In a first step, the Investment Objective and Investment Principles of the Subfund will be aligned with the Investment Objective and Investment Principles of the Credit Suisse (Lux) Global Value Equity Fund, a subfund of CS Investment Funds 2 (the "Target Fund"). Moreover, the investment portfolio of the Subfund will be aligned with the investment portfolio of the Target Fund.

In a second step, the Subfund will be converted into a feeder fund and will therefore invest via a subscription in kind at least 85% of its total assets in the Target Fund.

In a third and final step, immediately upon the completion of the second step, the Subfund will be liquidated in kind. As a consequence of such liquidation, the Unitholders of the Subfund will receive shares of the Target Fund and thus become shareholders of the Target Fund.

## 1. Amendment to the Investment Objective and Investment Policy of the **Subfund**

The Board of Directors has decided to amend the Investment Objective and Investment Policy of the Subfund to align them with the Investment Objective and Investment Principles of the Target Fund as follows:

#### Old Investment Objective and Investment Policy New Investment Objective and Investment

## **Investment Objective and Investment Policy**

At least two-thirds of this Subfund's assets are invested in companies which are domiciled in the there and are considered to be value stocks.

Manager on the basis of fundamental criteria such as price/book ratio, price/earnings ratio, dividend yield and operating cash flow.

The companies are selected regardless of their market capitalization (micro, small, mid, large caps) and sector within the United States of America. This may lead to a concentration in sector terms.

of its assets in other equities and equity-type securities, subject to the investment restrictions set out in Chapter 6, "Investment Restrictions".

assets in Qualifying Equity Instruments.

# Policy

# **Investment Objective**

The objective of the Subfund is to achieve the highest possible return in Euros (Reference Currency), while United States of America or which conduct the taking due account of the principle of risk overwhelming proportion of their business activities diversification, the security of the capital invested, and the liquidity of the assets. The Subfund is actively The value stocks are determined by the investment managed aiming to outperform the return of the MSCI World (NR) benchmark.

#### Investment Principles

At least two-thirds of the Subfund's net assets are invested worldwide (including emerging markets) in equities and other equity-type securities and rights (American depository receipts [ADRs], global Furthermore, the Subfund may invest up to one-third depository receipts, profit-sharing certificates, participation certificates, dividend rights certificates, etc.) of companies which are considered to be value stocks. The value stocks are determined by the The Subfund will invest at least 51% of its total net investment manager on the basis of fundamental criteria such as price/book ratio, price/earnings ratio, dividend yield and operating cash flow.

#### Old Investment Objective and Investment Policy New Investment Objective and Investment

#### New Investment Objective and Investmen Policy

Securities are selected irrespective of their market capitalization, sector or geographical location. This may lead to a concentration in geographical or sector terms.

For hedging purposes, and in the interest of the efficient management of the portfolio as well as for the implementation of the investment strategy the aforementioned investments may also be effected by way of derivatives, provided the limits set out in Chapter 6, "Investment Restrictions" are observed. Derivatives may be linked to security baskets or indices and shall be chosen in accordance with Art. 9 of the Grand-Ducal Decree of February 8, 2008.

The Subfund may invest up to one third of its net assets in equities and equity-type securities of companies not fulfilling the above requirements, cash, sight and time deposits, money market instruments, fixed income securities, which may include, but not limited to, bonds, notes, and similar fixed and variable interest rate securities, discounted securities issued by public, private and semi-private issuers worldwide (including emerging markets).

The Subfund may – subject to the investment principles set out above – invest up to 10% of its net assets in structured products (certificates, notes) on equities, equity-type securities, equity baskets and equity indices that are sufficiently liquid and are issued by first-class banks (or by issuers that offer investor protection comparable to that provided by first-class banks). These structured products must qualify as securities pursuant to Art. 41 of the Law of December 17, 2010. Moreover, these structured products must be valued regularly and transparently on the basis of independent sources. Structured products must not entail any leverage effect. As well as satisfying the regulations on risk spreading, the equity baskets and equity indices must be sufficiently diversified.

Furthermore, to hedge currency risks and to gear its assets to one or more other currencies, the Subfund may enter into forward foreign exchange and other currency derivatives in accordance with section 3 of Chapter 6, "Investment Restrictions".

The Subfund will invest at least 51% of its total net assets in Qualifying Equity Instruments.

Sections "Risk Information" and "Profile of the Typical Investor" of the Subfund's supplement in the prospectus of the Fund (the "**Prospectus**") have also been amended to reflect the above-mentioned changes.

As a result of these amendments, a major part of the portfolio of the Subfund will be traded in order to align the Subfund's portfolio to the one of the Target Fund, reflected above. Investors in the Subfund should note that transaction costs related to such sale and purchase of securities will be borne by the Subfund.

In addition, the valuation frequency of the Subfund will change from a daily to bi-monthly frequency. With effect as of 07 February 2020, the net asset value of the Subfund will only be calculated on the 16th and last day of each month (each such day a "Valuation Day"). Subscription, redemption and conversion orders submitted after 06 February 2020, 3.00 p.m. CET, will only be processed on the next Valuation Day. Investor should note that, in view of the various corporate actions contemplated in this notice, leading ultimately to the liquidation of the Subfund, there may not be any further Valuation Day after 07 February 2020. The amendments made to the valuation frequency will become effective for orders submitted as of 07 February 2020.

These amendments made to the Prospectus will enter into force as of 07 February 2020.

# 2. Conversion into feeder fund

The Board of Directors has further decided to amend the Investment Objective and Investment Policy of the Subfund to convert it into a feeder fund. Pursuant to these changes,

the Subfund will pursue a master-feeder strategy by investing at least 85% of its total assets in the Target Fund.

The Target Fund is a subfund of CS Investment Funds 2, an undertaking for collective investment in transferable securities in the legal form of an investment company with variable capital (société d'investissement à capital variable, SICAV), subject to Part I of the Law of December 17, 2010.

The Fund and CS Investment Funds 2 are both managed by Credit Suisse Fund Management S.A. and have appointed Credit Suisse (Luxembourg) S.A. as their depositary and Credit Suisse Fund Services (Luxembourg) S.A. as their central administration.

The amended Investment Objective and Principles of the Subfund and the Investment Objective and Principles of the Target Fund read as follows:

#### Investment Objective of the Subfund and of the Target Fund

The objective of the Subfund and of the Target Fund is to achieve the highest possible return in Euros (Reference Currency), while taking due account of the principle of risk diversification, the security of the capital invested, and the liquidity of the assets. The Subfund is actively managed aiming to outperform the return of the MSCI World (NR) benchmark.

# **Investment Principles of the Subfund**

In order to realize its investment objective, the Subfund pursues a master-feeder strategy. At least 85% of the Subfund's total assets shall be invested in Credit Suisse (Lux) Global Value Equity Fund, a subfund of CS Investment Funds 2 (the "Target Fund").

CS Investment Funds 2 is an undertaking for collective investment in transferable securities in the legal form of an investment company with variable capital (société d'investissement à capital variable, SICAV), subject to Part I of the Law of December 17, 2010. It has appointed Credit Suisse Fund Management S.A. as its management company.

The Subfund may hold up to 15% of its total net assets in liquid assets in the form of sight and time deposits with first-class financial institutions and money-market instruments which do not qualify as transferable securities and have a term to maturity not exceeding 12 months, in any convertible currency.

#### **Investment Principles of the Target Fund**

At least two-thirds of the Target Fund's net assets are invested worldwide (including emerging markets) in equities and other equity-type securities and rights (American depository receipts [ADRs], global depository receipts, profit-sharing certificates, participation certificates, dividend rights certificates, etc.) of companies which are considered to be value stocks. The value stocks are determined by the investment manager of the Target Fund on the basis of fundamental criteria such as price/book ratio, price/earnings ratio, dividend yield and operating cash flow.

Securities are selected irrespective of their market capitalization, sector or geographical location. This may lead to a concentration in geographical or sector terms.

For hedging purposes, and in the interest of the efficient management of the portfolio as well as for the implementation of the investment strategy the aforementioned investments may also be effected by way of derivatives, provided the limits set out in Chapter 6, "Investment Restrictions" of the prospectus of the Target Fund are observed. Derivatives may be linked to security baskets or indices and shall be chosen in accordance with Art. 9 of the Grand-Ducal Decree of February 8, 2008.

The Target Fund may – subject to the investment principles set out above – invest up to one third of its net assets in equities and equity-type securities of companies not fulfilling the above requirements, cash, sight and time deposits, money market instruments, fixed income securities, which may include, but not limited to, bonds, notes, and similar fixed and variable interest rate securities, discounted securities issued by public, private and semi-private issuers worldwide (including emerging markets).

The Target Fund may – subject to the investment principles set out above – invest up to 10% of its net assets in structured products (certificates, notes) on equities, equity-type securities, equity baskets and equity indices that are sufficiently liquid and are issued by first-class banks (or by issuers that offer investor protection comparable to that provided by first-class banks). These structured products must qualify as securities pursuant to Art. 41 of the Law of December 17, 2010. Moreover, these structured products must be valued regularly and transparently on the basis of independent sources. Structured products must not entail any leverage effect. As well as satisfying the regulations on risk spreading, the equity baskets and equity indices must be sufficiently diversified.

Furthermore, to hedge currency risks and to gear its assets to one or more other currencies, the Target Fund may enter into forward foreign exchange and other currency derivatives in accordance with section 3 of Chapter 6, "Investment Restrictions" of the prospectus of the Target Fund.

The Target Fund will invest at least 51% of its total net assets in Qualifying Equity Instruments.

#### **Unit Classes**

The Units of the Subfund will be invested in the following share classes of the Target Fund:

#### Subfund

#### **CS Investment Funds 11**

Credit Suisse (Lux) USA Value Equity Fund

Orcali Suisse (Lax) SSA Value Equity I und									
Class	ISIN	Maximum	Ongoing	Synthetic Risk Performance					
(Currency)		Management	charge (as per	and Reward	Fee				
-		<b>Fee</b> (p.a.)	the KIID)	Indicator					
B USD	LU0187731129	1.92%	1.92%	6	n/a				
BH EUR	LU0187731558	1.92%	1.93%	6	n/a				
IB USD	LU0187731806	0.90%	1.23%	6	n/a				
UB USD	LU1144402721	1.50%	1.32%	6	n/a				

#### **Target Fund**

#### **CS Investment Funds 2**

Credit Suisse (Lux) Global Value Equity Fund

Class	ISIN	Maximum	Ongoing	Synthetic Risk	Performance
(Currency)		Management	<b>charge*</b> (as	and Reward	Fee
		<b>Fee</b> (p.a.)	per the KIID)	Indicator	
BH USD	LU2066957148	1.92%	1.87%	5	n/a
B EUR	LU2066957221	1.92%	1.87%	5	n/a
IBH USD	LU2066956504	0.90%	1.24%	5	n/a
UBH USD	LU2066956413	1.50%	1.26%	5	n/a

<sup>\*</sup>Figures are based on estimated ongoing charges.

Unitholders should note that the indicated management fee and ongoing charges of the Subfund reflect the situation prior to the subscription in kind. For the duration of the master-feeder structure, no management fee will be charged at the level of the Subfund in addition to the management fee charged at the level of the Target Fund. Furthermore, neither the Subfund nor the Target Fund charges a performance fee.

#### **Investor Profile**

The Subfund and the Target Fund are suitable for investors with high risk tolerance and a long-term view who wish to invest in a broadly diversified portfolio of equity securities globally.

PricewaterhouseCoopers, Société coopérative, 2, rue Gerhard Mercator, L-2182 Luxembourg has been appointed by the Board of Directors as the independent auditor in charge of issuing an opinion on the subscription in kind and the number of shares issued in counterpart of this subscription.

The Luxembourg supervisory commission for the financial sector, the *Commission de Surveillance du Secteur Financier* or *CSSF* has approved the investment of the Subfund in the Target Fund.

The amendments made to the Prospectus will enter into force as of 13 February 2020. As of this date, the Subfund will invest almost exclusively in shares of the Target Fund.

#### Liquidation in Kind of CS Investment Funds 11 – Credit Suisse (Lux) USA Value Equity Fund

The liquidation process of the Subfund will start on 14 February 2020.

No further subscriptions of Units will be accepted in the Subfund after 3.00 p.m. CET as from the date of this notice, being 07 January 2020. However, Units may be redeemed free of charge until 06 February 2020, at 3.00 p.m. CET. A provision of all outstanding debits and any debits that will occur in relation to the liquidation will be made in the Subfund.

PricewaterhouseCoopers, Société coopérative, 2, rue Gerhard Mercator, L-2182 Luxembourg has been appointed by the Board of Directors as independent auditor in charge of issuing an opinion on the Units of the Subfund that will be cancelled as a result of the liquidation of the Subfund.

The net liquidation proceeds of the Subfund will be distributed in kind to the Unitholders on 14 February 2020.

After closure of the liquidation, the accounts and the books of the Subfund shall be filed with Credit Suisse Fund Services (Luxembourg) S.A. during a period of five years.

Any legal, advisory or administrative costs associated with the preparation and the completion of the changes under points (1), (2) and (3) above will be borne by Credit Suisse Fund Management S.A., except the auditor fees which will be charged to the Subfund. Transaction costs related to the sale and purchase of securities will be borne by the Subfund.

As a result of the changes under points (1), (2) and (3) above, the Unitholders of the Subfund will be allocated shares in the Target Fund and become shareholders of the Target Fund as of 14 February 2020, and consequently obtain voting rights in the Target Fund. More generally, Unitholders should be aware of the different legal form of the Target Fund and note the resulting differences in terms of governance structure and ongoing charges (as indicated in the above table).

Unitholders who do not agree with the changes under points (1), (2) and (3) above may redeem their Units in the Subfund free of charge until 06 February 2020 at 3.00 p.m. CET.

Unitholders should inform themselves as to the possible tax implications of the aforementioned changes in their respective country of citizenship, residence or domicile.

Unitholders should moreover note that the number of shares in the Target Fund they will receive further to the liquidation in kind will not necessarily correspond to the number of Units they held in the Subfund, but will depend on the number of shares in the Target Fund held by the Subfund at the time of its liquidation. Further to the liquidation, the Units in the Subfund will no longer entitle the Unitholders to any rights in the Subfund or the Fund.

Following the above mentioned liquidation in kind, the Subfund "CS Investment Funds 11 – Credit Suisse (Lux) USA Value Equity Fund" will cease to exist.

Unitholders should note that, once the above changes enter into effect, the new prospectus of the Fund, the relevant Key Investor Information Document (KIIDs), the latest annual and semi-annual reports as well as the management regulations may be obtained at the registered office of the Management Company in accordance with the provisions of the prospectus. The documents are also available on <a href="https://www.credit-suisse.com">www.credit-suisse.com</a>.

In addition, the prospectus of the Target Fund, its relevant Key Investor Information Document (KIIDs), the latest annual and semi-annual reports as well as the articles of incorporation may also be obtained from the Management Company in accordance with the provisions of the prospectus. The documents are also available on <a href="https://www.credit-suisse.com">www.credit-suisse.com</a>.

Luxembourg, 07 January 2020

The Board of Directors of the Management Company,

on behalf of the Fund