

**CS INVESTMENT FUNDS 3**

Investment Company with Variable Capital  
5, rue Monnet, L-2180 Luxembourg  
RCS Luxembourg B 89.370  
(the „**Company**“)

**Notice to the Shareholders of**

**CS Investment Funds 3**

The Company's shareholders (the "**Shareholders**") are invited to an extraordinary general meeting of Shareholders (the "**Extraordinary General Meeting**") which will be held at **11.00 a.m. CET on 13 June 2017 at the Company's registered office** at 5, rue Jean Monnet, L-2180 Luxembourg, with the purpose of amending the articles of incorporation of the Company (the "**Articles of Incorporation**").

The items on the agenda of this Extraordinary General Meeting are as follows:

1. Amendment of the articles of incorporation of the Company in view of the recent modernisation of the Luxembourg law of 10 August 1915 on commercial companies, as amended from time to time (the "**1915 Law**"), as well to make certain other updates, including but not limited to:
  - a. Article 1 – Removal of references to the appointment of the management company
  - b. Article 2 – Introduction of further language regarding the dissolution of the Company
  - c. Article 4 – Introduction of the possibility for the board of directors to transfer the registered office to another municipality in Luxembourg
  - d. Article 5 – Introduction of additional language to clarify the variable capital, as well as the existence and functioning of share classes and sub-funds; Amendment so that shares are issued in registered form only; Removal of references to dematerialised shares; Specification that every shareholder must provide the Company with an address and further contact details and information as determined by the board of directors
  - e. Article 6 (old) – Removal of the language on the issuance and replacement of share certificates
  - f. Article 6 (new) – Introduction of a new article 6 on the treatment of personal data
  - g. Article 7 – Update of the language on Restrictions on Ownership in line with the most recent Credit Suisse standards
  - h. Article 8 – Update of the language on U.S. Matters in line with the most recent Credit Suisse standards
  - i. Article 10 – Introduction of the possibility to organise shareholder meetings via videoconference or other means of electronic communication. Reference to the legal obligation to maintain an attendance list
  - j. Article 11 – Introduction of the possibility to provide that the quorum and majority requirements at a general meeting be determined by reference to the shares outstanding on a "Record Date", being midnight (CET) on the fifth day prior to the general meeting; Introduction of the possibility to send notices to the shareholders either via registered mail or any other means of communication individually accepted by the shareholders; Confirmation that documentation regarding the general meeting will be made available at the registered office; Introduction of the possibility to make documentation available by means of a website or electronic storage service accessible via the internet
  - k. Article 14 – Introduction of general language confirming that the board of directors is vested with the broadest powers to perform all acts of disposition, management and administration, including all powers not expressly reserved to the shareholders; Introduction of additional language regarding the establishment of board committees; Revisions to the language regarding the appointment of officers; Introduction of a casting vote for the chairman of the board of directors; Reference to the appointment of the management company
  - l. Article 16 – Updated language on the treatment of conflicts of interests in line with the new requirements of the 1915 Law
  - m. Article 18 – Revision of the signatory powers for the Company in view of the changes in Article 14 regarding the appointment of officers
  - n. Article 21 – Introduction of additional possibilities to suspend the calculation of the net asset value in cases (a) where for any reason the value of the assets of the Subfund cannot be promptly and/or accurately ascertained, (b)

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where the Company or a sub-funds is being or may be wound-up, (c) of a merger of the Company or a sub-fund, or (d) where the net asset value of one or more investment funds in which the sub-fund invests is suspended; Update to the valuation principles of money market instruments in line with recent legal and regulatory developments

- o. Article 25 – Update in terminology ("depository" instead of "custodian") in light of the entry into force of the European Directive 2014/95/EU ("UCITS V")
  - p. Article 26 – Updated language on liquidation and mergers of share classes and sub-funds; Provision that shareholders will be informed in writing or by any other means individually accepted by the shareholders; Introduction of additional language regarding sub-fund mergers and stock splits
2. Full restatement of the articles of incorporation in the form as available on the website [www.credit-suisse.com](http://www.credit-suisse.com) and at the registered office of the Company.

3. Any other business.

The Extraordinary General Meeting may validly deliberate, regardless of the proportion of the capital represented. The items on the agenda of the Extraordinary General Meeting, require a minimum majority of two-thirds of the votes cast.

Shareholders who cannot attend personally the Extraordinary General Meeting may vote by proxy forms which are available at the registered office of the Company. In order to be taken in consideration, the proxies duly completed and signed must be received at the registered office of the Company, at least 3 calendar days prior to the meeting.

Luxembourg, 31 May 2017

The Board of Directors