The Fund declares that it undertakes to comply with the "governance charter for SICAVs under French law" drawn up by the Association Française de la Gestion Financière (French Asset Management Association).

More details are given under the heading "Actors" in this prospectus.

FULL PROSPECTUS as at 12/03/2020
SICAV with Sub-Funds OFI FINANCIAL INVESTMENT

- OFI FINANCIAL INVESTMENT – RS EURO EQUITY
- OFI FINANCIAL INVESTMENT – RS EURO EQUITY SMART BETA
- OFI FINANCIAL INVESTMENT – RS EURO CREDIT SHORT TERM
- OFI FINANCIAL INVESTMENT – RS EURO INVESTMENT GRADE CLIMATE CHANGE
- OFI FINANCIAL INVESTMENT – RS EUROPEAN CONVERTIBLE BOND
- OFI FINANCIAL INVESTMENT – PRECIOUS METALS

OFI ASSET MANAGEMENT - Limited Liability Company with an Executive Board with capital of EUR 42,000,000
Paris Trade & Companies Register B 384 940 342 - Principal Activity Code 6630 Z
Intra-Community VAT no.: FR 51384940342

Registered Office: 22 rue Vernier – 75017 PARIS
I. General Characteristics

1/ Operating and management procedure: general characteristics

Name:
OFI FINANCIAL INVESTMENT ("the SICAV")
Registered office: 22 rue Vernier – 75017 PARIS

Legal structure and Member State in which the UCITS was constituted:
SICAV (Société d'Investissement à Capital Variable/investment fund with variable capital) under French law.

Date of creation and envisaged duration:
This SICAV was approved on 18 June 2019 and initially created on 16 September 2019 for a term of 99 years.
The SICAV OFI FINANCIAL INVESTMENT was registered with the Companies Register for PARIS on 17 October 2019 under number 878 216 001.

Summary of the management offer (hereinafter individually "Sub-Fund" or collectively "Sub-Funds")
## Sub-Fund no. 1 – OFI FINANCIAL INVESTMENT – RS EURO EQUITY

<table>
<thead>
<tr>
<th>Shares</th>
<th>ISIN code</th>
<th>Allocation of distributable amounts relating to the result</th>
<th>Currency</th>
<th>Subscribers concerned</th>
<th>Minimum amount of initial subscriptions</th>
</tr>
</thead>
<tbody>
<tr>
<td>C</td>
<td>FR0000971160</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>EUR 1,000</td>
</tr>
<tr>
<td>D</td>
<td>FR0000971178</td>
<td>Distribution</td>
<td>EUR</td>
<td>All subscribers</td>
<td>EUR 1,000</td>
</tr>
<tr>
<td>R</td>
<td>FR0013275112</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
</tbody>
</table>
| RF     | FR0013308947 | Capitalisation                                            | EUR      | Shares reserved for investors who subscribe via distributors or intermediaries:  
- that are subject to national legislation prohibiting all retrocessions to distributors  
- providing an independent advisory service within the meaning of EU Regulation MIF2  
- providing a service of individual portfolio management under mandate | 1 share (**) |
| N-D    | FR0011653435 | Distribution                                              | EUR      | Reserved for OFI Group’s Feeder UCIs | 1 share |

<table>
<thead>
<tr>
<th>ISIN code</th>
<th>Allocation of distributable amounts relating to the result</th>
<th>Currency</th>
<th>Subscribers concerned</th>
<th>Minimum amount for any subscription</th>
</tr>
</thead>
<tbody>
<tr>
<td>EI C EUR</td>
<td>FR0013253705</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Shares reserved for investors who subscribe via the EURONEXT FUND SERVICES marketing platform</td>
</tr>
</tbody>
</table>

(*) For the EI C EUR shares, it is stated that in the case of subscriptions by more than one company belonging to the same group, within the meaning of Article L.233-3 I. of the French Commercial Code, compliance with this minimum subscription shall be assessed by accumulating the subscriptions of the various companies of that group. Similarly, in the case of subscriptions by more than one UCI/Mandates managed by the same management company, compliance with this minimum subscription shall be assessed by accumulating the different subscriptions of the UCI/Mandates of the said Management Company.

(**) The RF shares may also be subscribed on the basis of one unit, by:

- The Sub-Fund portfolio management company or an entity belonging to the same group;
- The depositary or an entity belonging to the same group;
- The promoter of the Sub-Fund or an entity belonging to the same group.
### Sub-Fund no. 2 – OFI FINANCIAL INVESTMENT – RS EURO EQUITY SMART BETA

<table>
<thead>
<tr>
<th>Shares</th>
<th>ISIN code</th>
<th>Allocation of distributable amounts relating to the result</th>
<th>Currency</th>
<th>Subscribers concerned</th>
<th>Minimum amount of initial subscriptions</th>
</tr>
</thead>
<tbody>
<tr>
<td>XL shares</td>
<td>FR0010436618</td>
<td>Capitalisation and/or Distribution</td>
<td>EUR</td>
<td>To subscribers with a minimum subscription amount of EUR 10,000,000 (ten million euros)</td>
<td>EUR 10,000,000</td>
</tr>
<tr>
<td>I shares</td>
<td>FR0012046621</td>
<td>Capitalisation and/or Distribution</td>
<td>EUR</td>
<td>All subscribers (Institutional Clientele)</td>
<td>EUR 10,000</td>
</tr>
<tr>
<td>RC shares</td>
<td>FR0013267135</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers (Retail Clientele)</td>
<td>1 share</td>
</tr>
<tr>
<td>RF shares</td>
<td>FR0013308996</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Shares reserved for investors who subscribe via distributors or intermediaries: - that are subject to national legislation prohibiting all retrocessions to distributors - providing an independent advisory service within the meaning of EU Regulation MIF2 - providing a service of individual portfolio management under mandate</td>
<td>1 share (*)</td>
</tr>
<tr>
<td>GIC shares</td>
<td>FR0013303617</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Units reserved for sale in Germany and Austria</td>
<td>EUR 500,000</td>
</tr>
<tr>
<td>GRC shares</td>
<td>FR0013303625</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Units reserved for sale in Germany and Austria</td>
<td>1 share</td>
</tr>
</tbody>
</table>

(*) The RF shares may also be subscribed on the basis of one unit, by:
- The Sub-Fund portfolio management company or an entity belonging to the same group;
- The depositary or an entity belonging to the same group;
- The promoter of the Sub-Fund or an entity belonging to the same group.
### Sub-Fund no. 3 – OFI FINANCIAL INVESTMENT – RS EURO CREDIT SHORT TERM

<table>
<thead>
<tr>
<th>Shares</th>
<th>ISIN code</th>
<th>Allocation of distributable amounts relating to the result</th>
<th>Currency</th>
<th>Subscribers concerned</th>
<th>Minimum amount of initial subscriptions</th>
</tr>
</thead>
<tbody>
<tr>
<td>I</td>
<td>FR0000979866</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
<tr>
<td>R</td>
<td>FR0011799931</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
<tr>
<td>RF</td>
<td>FR0013308921</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Shares reserved for investors who subscribe via distributors or intermediaries: - that are subject to national legislation prohibiting all retrocessions to distributors - providing an independent advisory service within the meaning of EU Regulation MIF2 - providing a service of individual portfolio management under mandate</td>
<td>1 share (*)</td>
</tr>
<tr>
<td>GIC</td>
<td>FR0013487733</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Units reserved for sale in Germany and Austria</td>
<td>EUR 500,000</td>
</tr>
</tbody>
</table>

(*) The RF shares may also be subscribed on the basis of one unit, by:
- The Sub-Fund portfolio management company or an entity belonging to the same group;
- The depositary or an entity belonging to the same group;
- The promoter of the Sub-Fund or an entity belonging to the same group.

(**) The GIC shares may also be subscribed on the basis of one unit, by:
- The Sub-Fund portfolio management company or an entity belonging to the same group;
- The depositary or an entity belonging to the same group;
- The promoter of the Sub-Fund or an entity belonging to the same group.

### Sub-Fund no. 4 – OFI FINANCIAL INVESTMENT – RS EURO INVESTMENT GRADE CLIMATE CHANGE

<table>
<thead>
<tr>
<th>Shares</th>
<th>ISIN code</th>
<th>Allocation of distributable amounts relating to the result</th>
<th>Currency</th>
<th>Subscribers concerned</th>
<th>Minimum subscription amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>IC</td>
<td>FR0000945180</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
<tr>
<td>I</td>
<td>FR0011869163</td>
<td>Capi. and/or Distri.</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
<tr>
<td>N</td>
<td>FR0013229705</td>
<td>Capi. and/or Distri.</td>
<td>EUR</td>
<td>Reserved for OFI Group's Feeder UCIs</td>
<td>1 share</td>
</tr>
<tr>
<td>R</td>
<td>FR0013275120</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
</tbody>
</table>
### Shares

<table>
<thead>
<tr>
<th>Shares</th>
<th>ISIN code</th>
<th>Allocation of distributable amounts relating to the result</th>
<th>Currency</th>
<th>Subscribers concerned</th>
<th>Minimum amount of initial subscriptions</th>
</tr>
</thead>
<tbody>
<tr>
<td>IC</td>
<td>FR0000011074</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
<tr>
<td>ID</td>
<td>FR0011157973</td>
<td>Distribution</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
<tr>
<td>RC</td>
<td>FR0013303609</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
<tr>
<td>RF</td>
<td>FR0013309010</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Shares reserved for investors who subscribe via distributors or intermediaries: - that are subject to national legislation prohibiting all retrocessions to distributors - providing an independent advisory service within the meaning of EU Regulation MIF2 - providing a service of individual portfolio management under mandate</td>
<td>1 share (**))</td>
</tr>
<tr>
<td>N-D</td>
<td>FR0013488343</td>
<td>Distribution</td>
<td>EUR</td>
<td>Reserved for OFI Group’s Feeder UCIs</td>
<td>1 share</td>
</tr>
<tr>
<td>GI</td>
<td>FR0013274941</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Units reserved for sale in Germany and Austria</td>
<td>EUR 1,000,000</td>
</tr>
<tr>
<td>GR</td>
<td>FR0013275138</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Units reserved for sale in Germany and Austria</td>
<td>1 share</td>
</tr>
</tbody>
</table>

(*) Minimum initial subscription amount GI shares not applicable to the following persons who may only subscribe to one unit:

- The Sub-Fund portfolio management company or an entity belonging to the same group;
- The depositary or an entity belonging to the same group;
- The promoter of the Sub-Fund or an entity belonging to the same group.

(**) The RF shares may also be subscribed on the basis of one unit, by:

- The Sub-Fund portfolio management company or an entity belonging to the same group;
- The depositary or an entity belonging to the same group;
- The promoter of the Sub-Fund or an entity belonging to the same group.
### Sub-Fund no. 6 – OFI FINANCIAL INVESTMENT – PRECIOUS METALS

<table>
<thead>
<tr>
<th>Shares</th>
<th>ISIN code</th>
<th>Allocation of distributable amounts relating to the result</th>
<th>Currency</th>
<th>Subscribers concerned</th>
<th>Initial subscription amount</th>
<th>Subsequent subscription amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>I</td>
<td>FR0011170786</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>EUR 1,000,000 (*)</td>
<td>-</td>
</tr>
<tr>
<td>R</td>
<td>FR0011170182</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>RF</td>
<td>FR0013304441</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Shares reserved for investors who subscribe via distributors or intermediaries: - that are subject to national legislation prohibiting all retrocessions to distributors - or providing an independent advisory service within the meaning of EU Regulation MIF2 - or providing a service of individual portfolio management under mandate Or providing a non-independent advisory service once they have entered into agreements with their customers stipulating that they may not receive or retain retrocessions</td>
<td>-</td>
<td>-</td>
</tr>
</tbody>
</table>

|     |                |                                                            |          |                                                            | EUR 15,000,000 (*)          | 1 share                        |
|     |                |                                                            |          |                                                            | EUR 1,000,000 (*) or the equivalent in whole Shares (determined based on the last known net asset value) | EUR 1,000,000 (*) or the equivalent in whole Shares (determined based on the last known net asset value) |
| XL   | FR0013190287   | Capitalisation                                             | EUR      | For subscribers with a minimum subscription amount of EUR 15,000,000 (fifteen million euros)          |                            |                                 |

| EI C EUR | FR0013242385 | Capitalisation                                             | EUR      | Shares reserved for clients who subscribe via the Euronext Fund Services marketing platform | EUR 1,000,000 (*) or the equivalent in whole Shares (determined based on the last known net asset value) | EUR 1,000,000 (*) or the equivalent in whole Shares (determined based on the last known net asset value) |

(*) For the I – XL – EI C EUR shares, it is stated that in the case of subscriptions by more than one company belonging to the same group, within the meaning of Article L.233-3 I. of the French Commercial Code, compliance with this minimum subscription shall be assessed by accumulating the subscriptions of the various companies of that group. Similarly, in the case of subscriptions by more than one UCI/Mandates managed by the same management company, compliance with this minimum subscription shall be assessed by accumulating the different subscriptions of the UCI/Mandates of the said Management Company.

(**) The RF shares may also be subscribed on the basis of one unit, by:
- The Sub-Fund portfolio management company or an entity belonging to the same group,
- The depositary or an entity belonging to the same group,
- The promoter of the Sub-Fund or an entity belonging to the same group.
The latest annual report and the latest periodic statement are available from:

The latest annual and periodic documents are sent free of charge within one week, on a written request from the unit-holder to:

OFI ASSET MANAGEMENT
22 rue Vernier – 75017 PARIS
contact@ofi-am.fr

These documents are also available at www.ofi-am.fr

Further explanations are available, at any time, from the Sales Department of OFI Asset Management (Tel.: +33 (0) 1 40 68 17 17) or on request, by writing to the following e-mail address: contact@ofi-am.fr

2/ ACTORS

Management company by delegation:

OFI ASSET MANAGEMENT
Limited Liability Company with an Executive Board
22 rue Vernier – 75017 Paris

Portfolio management company registered by the Commission des Opérations de Bourse on 15 July 1992 under no. GP 92-12

Depositary and custodian:

SOCIETE GENERALE
Credit establishment created on 8 May 1864 by a decree of authorisation signed by Napoleon III
29, boulevard Haussmann - 75009 Paris.

Postal address of depositary function: 75886 Paris Cedex 18 (France)

Identity of the Depositary of the SICAV:

The depositary of the SICAV, SOCIETE GENERALE S.A., acting through its Securities Services Department (the "Depositary"). SOCIETÉ GÉNÉRALE, with its registered office at 29, boulevard Haussmann, Paris (75009), registered with the Companies Register for Paris under number 552 120 222, is an establishment authorised by the Autorité de Contrôle Prudentiel et de Résolution (ACPR) and subject to the supervision of the Autorité des Marchés Financiers (AMF).

Description of Depositary’s responsibilities and potential conflicts of interest:

The depositary has three types of responsibilities, respectively, supervising the legality of the management company’s decisions, monitoring the cash movements of the SICAV and safeguarding the assets of the SICAV.

The primary objective of the Depositary is to protect the interests of unitholders/investors in the SICAV.

Potential conflicts of interest may be identified, in particular in cases where the Management Company also has commercial relations with Société Générale, alongside its appointment as Depositary (which may be the case when Société Générale calculates, by delegation of the Management Company, the net asset value and UCITS of which Société Générale is the Depositary or when there is a group connection between the Management Company and the Depositary).
To manage these situations, the Depositary has introduced and updated a procedure for managing conflicts of interest, aiming at:

- Identification and analysis of situations of potential conflicts of interest;
- Recording, management and monitoring of situations of conflicts of interest by:
  (i) relying on the permanent measures in place in order to manage conflicts of interest, such as segregation of tasks, separation of hierarchical and functional lines, monitoring lists of insider dealing, dedicated IT environments;
  (ii) Implementing, on a case-by-case basis:
    (a) Preventive and appropriate measures such as the creation of an ad hoc monitoring list, new Chinese walls or by verifying that transactions are processed appropriately and/or with provision of information to the customers concerned;
    (b) Or by refusing to manage activities which may give rise to conflicts of interest.

Description of any safe-keeping duties delegated by the Depositary, list of delegates and sub-delegates and identification of conflicts of interest likely to result from such delegation:

The depositary is responsible for the safe-keeping of the assets (as defined in Article 22.5 of Directive 2009/65/EC amended by Directive 2014/91/EU). In order to offer the services associated with the safe-keeping of assets in a large number of countries and to allow the UCIs to achieve their investment objectives, the Depositary has appointed sub-depositaries in countries where the Depositary does not have a direct local presence. These entities are listed on the website:

In accordance with Article 22a (2) of the UCITS V Directive, the process for appointment and supervision of sub-depositaries follows the highest quality standards, including management of potential conflicts of interest which might arise on the occasion of these appointments. The Depositary has drawn up an effective policy for the identification, prevention and management of conflicts of interest in accordance with national and international regulations as well as international standards.

Delegation of the Depositary's safe-keeping functions may result in conflicts of interest. These have been identified and are controlled. The policy implemented by the Depositary consists of a mechanism which makes it possible to prevent the occurrence of any conflict of interest situation and exercise its activities in such a way that guarantees that the Depositary is always acting in the best interests of the UCIs. In particular, prevention measures consist of ensuring the confidentiality of the information exchanged, physically separating the main activities which may enter into conflicts of interest, identifying and classifying remuneration and monetary and non-monetary benefits and implementing mechanisms and policies regarding gifts and events.

Up-to-date information relating to the above points will be sent to the investor on request.
Auditor:

PRICEWATERHOUSECOOPERS AUDIT
2 rue Vatimesnil
CS 60003
92532 Levallois-Perret CEDEX

Represented by Mr Frédéric Sellam

Marketer:

OFI ASSET MANAGEMENT
Limited Liability Company with an Executive Board
22 rue Vernier – 75017 Paris

Since the SICAV is admitted for trading on Euroclear France, the shares of its Sub-Funds may be subscribed or redeemed with financial brokers who are not known to the Management Company.

Delegates:

Accounts manager:

SOCIETE GENERALE
29 Boulevard Haussmann – 75009 Paris

In particular, the accounts management delegation agreement entrusts SOCIETE GENERALE with updating of the accounts, calculation of the net asset value, preparation and presentation of the documents necessary for the Auditors’ audit and holding of accounts documents.

Centralisation by delegation by the Management Company for units to be registered or managed bearer or registered units

SOCIETE GENERALE
Credit establishment created on 8 May 1864 by a decree of authorisation signed by Napoleon III - 29, boulevard Haussmann, 75009 Paris

Postal address of function of centralisation of subscription/redemption orders and keeping of registers:
32, rue du Champ-de-tir, 44000 Nantes (France);

Centralisation for pure registered units for the 6 sub-funds

OFI ASSET MANAGEMENT
Limited Liability Company with an Executive Board
22 rue Vernier – 75017 Paris

Portfolio management company registered by the Autorité des Marchés Financiers under no. GP 92-12.

In the context of handling the SICAV’s liabilities, subscription and redemption orders may be placed directly with the Management Company, for shares to be registered or pure registered shares, and with SOCIETE GENERALE (by delegation by the Management Company), for shares to be registered or registered bearer shares, which will process these orders in connection with Euroclear France, to which the SICAV is admitted for trading.

The process for placing subscription or redemption orders for shares to be registered or pure registered shares is available from the Management Company.

After collection of these orders, OFI ASSET MANAGEMENT will send them to SOCIETE GENERALE in its capacity as affiliate of Euroclear France.

Please note that EI C EUR shares of OFI FINANCIAL INVESTMENT – RS EURO EQUITY and EI C EUR shares of OFI FINANCIAL INVESTMENT – PRECIOUS METALS are directly marketed through the EURONEXT platform).
Organs of administration, management and supervision of the SICAV:

Information relating to the identity of the managers of the SICAV and their external duties is reproduced in detail in the annual report on the SICAV. This information is available on request from the marketer.

"The Fund declares that it undertakes to comply with the "governance charter for SICAVs under French law" drawn up by the Association Française de la Gestion Financière (French Asset Management Association). This charter defines the concept of independence of Board members and sets out the minimum number of directors who must meet these independence criteria. It imposes obligations on directors to declare their other offices held in other entities.

Compliance with this charter is the result of a commitment by the SICAV.

The content of this charter can be viewed at the following Internet address: https://www.ofi-am.fr/pdf/charte-administrateur-sicav-ofi-financial-investment.pdf. The charter is also available on the AFG’s website at the following address: http://www.afg.asso.fr/wp-content/uploads/2017/03/RV-CGdesSICAV-170317web_.pdf".
II. Operating and management procedure

1/ GENERAL CHARACTERISTICS

▪ Nature of the right attached to the share category:

Each unit confers entitlement, in ownership of the company assets and in the division of profits, to a unit proportional to the fraction of the capital that it represents.

▪ Arrangements for holding liabilities:

Registration in the custodian's register for shares registered as administered. The SICAV is admitted for trading on Euroclear France.

▪ Voting right:

Any unitholder, whatever the number of units he owns, may attend or be represented at meetings.
However, information about changes to operation of the SICAV is given to unitholders, either individually or via the press, or by any other means in accordance with instruction 2011-19 of 21 December 2011.

▪ Form of the Shares:

Bearer and pure registered and administered registered.

Please note that on all OFI FINANCIAL INVESTMENT sub-funds, shareholders may submit their subscription/redemption request via OFI ASSET MANAGEMENT for pure registered shares and via SOCIETE GENERALE for bearer and administered registered shares.

Please note: EI C EUR shares of OFI FINANCIAL INVESTMENT – RS EURO EQUITY and EI C EUR shares of OFI FINANCIAL INVESTMENT – PRECIOUS METALS are directly marketed through the Euronext platform)

▪ Fractional Shares:

☑ YES ☐ NO

Number of decimal places:

☐ Tenths ☐ hundredths ☐ thousandths ☑ ten thousandths

Please note, the EI C EUR shares of OFI FINANCIAL INVESTMENT - RS EURO EQUITY are not fractional.
Please note, the EI C EUR shares of OFI FINANCIAL INVESTMENT – PRECIOUS METALS are not fractional.

Closing date:

Last trading day worked in Paris in December
Information about tax arrangements:

The Sub-Funds as such are not liable to taxation. However, shareholders may bear taxation on account of the income distributed by the Sub-Funds, where applicable, or when they sell shares in the Sub-Funds.

The tax arrangements applicable to the sums distributed by the Sub-Funds, or to the deferred capital gains or losses or those realised by the Sub-Funds, depend on the tax provisions applicable to the investor's specific situation, their residence for tax purposes and/or the jurisdiction of investment of the Sub-Funds. Thus, certain income distributed in France by the Sub-Funds to non-residents may be liable, in that State, to withholding tax.

Warning: depending on your tax arrangements, potential capital gains and income associated with holding shares in the Sub-Funds may be liable to taxation. We recommend that you ask your usual tax adviser for information about this.

The following Sub-Funds are eligible for the SSP:

- Eligible for the SSP: OFI FINANCIAL INVESTMENT – RS EURO EQUITY;
- Eligible for the SSP: OFI FINANCIAL INVESTMENT – RS EURO EQUITY SMART BETA.

The American tax law, the Foreign Account Tax Compliance Act (“FATCA”):

The objective of the American law, the FATCA, signed into law on 18 March 2010, is to reinforce the prevention of tax evasion by introducing an annual declaration to the American tax administration (the IRS, Internal Revenue Service) for accounts held outside the US by American taxpayers.

Sections 1471 to 1474 of the Internal Revenue Code (“FATCA”) impose withholding tax of 30% on certain payments on a foreign financial institution (FFI) if the said FFI fails to comply with the FATCA. The Sub-Funds are FFIs and therefore governed by the FATCA.

These FATCA withholding taxes may be levied on those payments made in favour of the Sub-Funds, except if they comply with the FATCA under the provisions of that act, and with the corresponding legislation and regulations, or if the Sub-Funds are governed by an Intergovernmental Agreement (IA) so as to improve application of international tax provisions and implementation of the FATCA.

France thus signed an Intergovernmental Agreement (IA) on 14 November 2013; the Sub-Funds may take all measures necessary to monitor compliance, according to the terms of the IA and local implementing regulations.

In order to fulfil its obligations associated with the FATCA, the Sub-Funds must obtain certain information from investors, so as to establish their American tax status. If the investor is a designated US person, a non-American entity owned by an American entity, a Non-Participating Foreign Financial Institution (NPFFI), or on failure to furnish the required documents, the Sub-Funds may have to report information about the investor in question to the competent tax administration, provided this is permitted by law.

All OFI Group partners will also have to communicate their status and identification number (GIIN: Global Intermediary Identification Number) and immediately notify all changes relating to these data.

Investors are invited to consult their own tax advisers regarding the requirements of the FATCA concerning their personal situation. In particular, investors holding Shares through intermediaries must ensure compliance by the said intermediaries with the FATCA so as not to be subjected to any withholding tax on the returns from their investments.
Sub-Fund no. 1

OFI FINANCIAL INVESTMENT – RS EURO EQUITY

(KIID)
Sub-Fund no. 1

OFI FINANCIAL INVESTMENT – RS EURO EQUITY

Summary of management offer:

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<th>Shares</th>
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<th>Minimum amount of initial subscriptions</th>
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<tr>
<td>C</td>
<td>FR0000971160</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>EUR 1,000</td>
</tr>
<tr>
<td>D</td>
<td>FR0000971178</td>
<td>Distribution</td>
<td>EUR</td>
<td>All subscribers</td>
<td>EUR 1,000</td>
</tr>
<tr>
<td>R</td>
<td>FR0013275112</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
<tr>
<td>RF</td>
<td>FR0013308947</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Shares reserved for investors who subscribe via distributors or intermediaries: - that are subject to national legislation prohibiting all retrocessions to distributors - providing an independent advisory service within the meaning of EU Regulation MIF2 - providing a service of individual portfolio management under mandate</td>
<td>1 shares (**)</td>
</tr>
<tr>
<td>N-D</td>
<td>FR0011653435</td>
<td>Distribution</td>
<td>EUR</td>
<td>Reserved for OFI Group's Feeder UCIs</td>
<td>1 share</td>
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<td>EI C EUR</td>
<td>FR0013253705</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Shares reserved for investors who subscribe via the EURONEXT FUND SERVICES marketing platform</td>
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(*) For the EI C EUR shares, it is stated that in the case of subscriptions by more than one company belonging to the same group, within the meaning of Article L.233-3 I. of the French Commercial Code, compliance with this minimum subscription shall be assessed by accumulating the subscriptions of the various companies of that group. Similarly, in the case of subscriptions by more than one UCI/Mandates managed by the same management company, compliance with this minimum subscription shall be assessed by accumulating the different subscriptions of the UCI/Mandates of the said Management Company.

(**) The RF shares may also be subscribed on the basis of one unit, by:

- The Sub-Fund portfolio management company or an entity belonging to the same group;
- The depositary or an entity belonging to the same group;
- The promoter of the Sub-Fund or an entity belonging to the same group.
Operating and management procedure of the Sub-Fund

1/ FORM OF THE SUB-FUND

Name:

OFI FINANCIAL INVESTMENT - RS EURO EQUITY (the "Sub-Fund").

Legal structure and Member State in which the Sub-Fund was constituted:

Sub-Fund under French law of the SICAV OFI FINANCIAL INVESTMENT.

Date of creation and envisaged duration:

The Sub-Fund was created on 16 September 2019 for a term of 99 years. It is the result of the merger-absorption of the mutual fund OFI RS EURO EQUITY itself created on 2 February 2001.

2/ GENERAL CHARACTERISTICS

Characteristics of the Shares:

- ISIN code C Shares: FR0000971160
- ISIN code D Shares: FR0000971178
- ISIN code R Shares: FR0013275112
- ISIN code RF Shares: FR0013308947
- ISIN code N-D Shares: FR0011653435
- ISIN code EI C EUR Shares: FR0013253705

- Nature of the right attached to the share category:

Every shareholder has a right of joint ownership on the assets of the Sub-Fund proportional to the number of shares owned.

- Arrangements for holding liabilities:

The shares will be admitted for trading with Euroclear France and will be categorised as bearer securities on their admission. Liability accounting is handled by the depositary.

- Voting right:

Any unitholder, whatever the number of units he owns, may attend or be represented at meetings. However, information about changes to operation of the Sub-Fund is given to unitholders, either individually or via the press, or by any other means in accordance with instruction 2011-20 of 21 December 2011.

- Form of the shares:

Bearer.

- Fractional C – D – N/D – R – RF shares:

☐ YES ☐ NO

Number of decimal places:

☐ Tenths ☐ hundredths ☐ thousandths ☑ ten thousandths

Note, only the EI C EUR units are not fractional.
Closing date:
Last trading day worked in Paris in December

3/ SPECIFIC PROVISIONS

Characteristics of the Shares:
- ISIN code C Shares: FR0000971160
- ISIN code D Shares: FR0000971178
- ISIN code R Shares: FR0013275112
- ISIN code RF Shares: FR0013308947
- ISIN code N-D Shares: FR0011653435
- ISIN code E1 C EUR Shares: FR0013253705

Classification: Shares of eurozone countries.

FOF:
Yes ☐ No ☒

Management objective:
In the long term, the objective of the Sub-Fund is to achieve outperformance in relation to the Euro Stoxx 50, using non-financial criteria and adopting an SRI approach. However, the Sub-Fund's objective is not to reproduce, in one way or another, the performance of this index. It makes investments based on criteria which can result in significant discrepancies in relation to the behaviour of this index. Investments in companies are made according to weightings which do not depend on the relative weight of each company in the index.

Benchmark:
The performance of the Sub-Fund may be compared to the performance of the Euro Stoxx 50 share index. It is calculated on the basis of reinvested dividends.

The Euro Stoxx 50 index is made up of the 50 largest and most liquid capitalisations in the eurozone. It was created with a base of 1000 on 31 December 1991.

A certain number of details (description, prices, historical data, charts, etc.) about this index are available in the (financial) press and on certain specialist websites (www.stoxx.com). Bloomberg ticker: SX5T Index.

Investment strategy:
- Strategies used:

The Sub-Fund uses an approach based notably on a non-financial analysis of the companies making up its benchmark, which makes it possible to determine the weightings of the securities in the portfolio. This approach enables the manager to project values and their expected yields over the long term.

On account of its eligibility to the Share Savings Plan and Article 209OA of the General Tax Code, a minimum of 90% of the net assets of the Sub-Fund are invested at all times in shares of companies with their registered office in a Member State of the European Union.

In accordance with the management strategy, a minimum of 60% of the portfolio will however, be exposed to eurozone shares.

Concomitantly with the financial analysis, the manager complements his study with the analysis of non-financial criteria in order to favour a "Socially Responsible Investment" (SRI) selection of companies in the portfolio.
The SRI research team carries out a detailed analysis of the environmental and social issues specific to each sector of activity, and of governance issues.

This study is carried out taking into account Environmental, Social and Governance elements, namely:

- The Environmental dimension: direct or indirect impact of the issuer's activity on the environment: climate change, natural resources, project financing, toxic waste, green products;
- The Social dimension: direct or indirect impact of the issuer's activity on stakeholders: employees, customers, suppliers and civil society, by reference to universal values (notably: human rights, international work standards, environmental impact, prevention of corruption, etc.);
- The Governance dimension: processes as a whole, regulations, laws and institutions influencing the way the company is directed, administered and controlled.

Depending on the management company's analysis, the Environmental, Social and Governance issues (ESG) constitute areas of risk which may have significant financial impacts on the issuers and therefore on their sustainability. Furthermore, issuers who include sustainable development issues in their growth strategy create opportunities which contribute to their economic development. To this end, the ESG analysis complements and enriches the traditional financial analysis.

The SRI analysis team defines a sector-based reference of the key issues (Environmental, Social, Governance listed above), selecting for each sector of activity the most important ESG issues for this sector. An ESG score is calculated per issuer using the sector-based reference for key issues which includes the key issue scores for Environment and Social (E and S) and scores for Governance (G) key issues.

Governance issues include a fixed weighting of 30% for corporate governance and a variable weighting of 10% to 40% reflecting the level of risk incurred by the conduct of directors and the company. This level varies depending on the sectors of activity.

The overall weighting of the E and S issues is then determined. The weighting of environmental, social and governance issues is specific to each sector of activity.

This ESG score is calculated out of 10.

These scores can be the subject of:

1. Penalties relating to controversies not yet included in the key issue scores.

This penalty system allows the most significant controversies to be taken into account quickly, pending their integration into the analysis of key issues. The evaluation scale is as follows:

- Very serious and/or structural controversy, repetition of serious controversies: 0.75 penalty;
- Serious controversy or repeated significant controversy: 0.5 penalty;
- Significant controversy: 0.25 penalty.

The total controversy penalty is capped at 0.75. Once the controversy is included in the analysis of the key issues – and therefore into the issue score – this penalty is deleted.

2. Any bonuses or penalties awarded by the analyst responsible for the sector in the event of divergence on the assessment of an issue by the rating agency.

Companies' ESG scores are used to establish an SRI score corresponding to the ranking of the issuer's ESG score compared to other actors in its ICB supersector (level 2). The SRI score is established on a scale of 0 to 5, 5 corresponding to the best ESG score in the sector.

For OFI FINANCIAL INVESTMENT - RS EURO EQUITY, the eligible investment universe is defined by the limitation of companies presenting the lowest SRI Scores (Best In Class Scores calculated by our SRI Division) of the Euro Stoxx index, known hereinafter as the "investment universe".
**Description of universe analysed (300 companies):**

In the Best In Class approach, within each sector, companies are ranked according to their SRI Score.

Each SRI category covers 20% of companies in the ICB2 sector (that is, its main sector according to the Industry Classification Benchmark, the ICB); these categories are the following:

- Issuers Under supervision: companies lagging behind in consideration of ESG issues;
- Uncertain: companies whose ESG issues are poorly managed;
- Followers: companies whose ESG issues are averagely managed;
- Involved: companies active in consideration of ESG issues;
- Leaders: companies most advanced in the consideration of ESG issues.

The eligible investment universe is defined by the exclusion from the investment universe of companies presenting the SRI "Under Supervision" category.

In the event of the company's ESG evaluation being downgraded, causing it to move to the "Under supervision" category, this company may be kept in the portfolio temporarily, on a joint decision of managers and analysts. Disinvestment will be realised within three months.

The Sub-Fund adheres to the AFG Eurosif Transparency Code for SRI funds open to the public, available at www.ofi-am.fr. This Code describes in detail the non-financial analysis method, along with the SRI selection process applied.

➢ **Assets (excluding embedded derivatives):**

**Equities:**

A minimum of 60% of the assets of OFI FINANCIAL INVESTMENT - RS EURO EQUITY are exposed in eurozone shares or similar (among securities making up the Euro Stoxx 50) but also up to a maximum of 40% on securities making up the Euro Stoxx, whilst having 90% of the net assets permanently invested in shares of companies with their registered offices in a Member State of the European Union.

**Debt securities and money market instruments:**

In the context of cash management for the Sub-Fund, the manager may use bonds, debt securities, deposits and instruments on the European money market, within the limit of 10% of the net assets.

The private/public debt allocation is not determined in advance; it shall be determined according to market opportunities. Debt securities and money market instruments held in the portfolio will be issued in euros or other European currencies. Issuers of portfolio securities must be rated Investment Grade at the time of acquisition, according to the rating policy implemented by the management company.

This debt securities rating policy provides for a single rule in terms of allocation of a long-term rating on bond securities. Under this policy, a rating is determined according to ratings allocated by one or more recognised agencies, and that resulting from the analyses of the management company's Credit Analysis team.

Consequently, investment decisions or credit instrument transfer decisions are not mechanically and exclusively based on the criterion of their rating and are based, among other things, on an internal analysis of the credit or market risk. The decision to buy or to assign an asset is also based on other criteria at the manager's discretion.

**Shares or shares in other UCITS or investment funds:**

In order to manage the cash or access specific markets (sector-based or geographic), the Sub-Fund may invest up to 10% of its assets in shares and shares in French or foreign UCITS under Directive 2009/65/EC themselves investing a maximum of 10% of their assets in shares or shares in other UCITS or investment funds, or in shares and shares of other French or foreign UCIs or investment funds under foreign law which satisfy the conditions provided for in Article R. 214-13 (1) to (4) of the Monetary and Financial Code. These funds may be UCITS managed or promoted by companies in the OFI Group.

**Other categories within the limit of 10% of the assets:**

Any money market instrument, debt security or capital stock not traded on a regulated market.
➢ Derivative instruments:

The Sub-Fund can operate on futures contracts (traded on regulated and organised markets, French, foreign and/or over-the-counter).

In this context, the manager may take positions with a view to hedging the portfolio against and or exposing it to shares, securities and similar securities and indices, to take advantage of market variations or to attain the management objective.

The Sub-Fund may in particular, operate on futures contracts and options (sale, purchase, in or out of the currency) concerning the Euro Stoxx 50 index.

Moreover, the manager may take positions with a view to hedging the portfolio against a potential foreign exchange risk.

Total exposure of the portfolio is not intended to be above 100%.

Share derivatives:
For exposure to and as a hedge against the general share market risk, the Sub-Fund uses futures contracts listed on the main international indices for shares, individual shares or any other type of share type medium. The Sub-Fund will manage this exposure through options on these indices or futures.

Currency derivatives:

The Sub-Fund may operate on the currency market through cash or futures contracts on currencies on organised and regulated markets, French or foreign (futures, options, etc.) or over-the-counter futures currencies contracts (swaps, etc.). Futures transactions shall be used to cover any foreign currency exposure of the Sub-Fund.

Commitment of the Sub-Fund on financial contracts:

The method for calculation of the global risk is the commitment method.

Counterparties to transactions on financial contracts traded over-the-counter:

The manager may process over-the-counter transactions with the following counterparties: CACIB, Natixis, Société Générale, UBS and BNP. In addition, the Management Company maintains relations with the following counterparties with whom the manager may have to deal: Banque Fédérative du Crédit Mutuel, CIC, Barclays, ABN AMRO, BBVA, Banco Santander, Dresdner Bank, JPMorgan, Nomura, Deutsche Bank, RBC, Crédit Suisse, Goldman Sachs, Morgan Stanley, HSBC and Bank of America Merrill Lynch.

The Sub-Fund Management Company selects its counterparties for their expertise in each category of derivatives and each type of underlying asset, for their jurisdiction of incorporation and for the Management Company's assessment of their default risk.

None of these counterparties has discretionary decision-making power on the composition or management of the portfolio of the Sub-Fund or on the underlying assets of the financial contracts acquired by the Sub-Fund, or has to give its approval for any transaction relating to the portfolio.

By means of the transactions realised with these counterparties, the Sub-Fund bears the risk of their defaulting (insolvency, bankruptcy, etc.). In such a situation, the net asset value of the Sub-Fund may fall (see definition of this risk in the "Risk profile" section below).
Financial guarantees:

In line with the Management Company’s internal policy and with the aim of limiting the risks, it has put in place financial guarantee contracts, commonly known as “collateral agreements”, with its counterparties.

The financial guarantees authorised by these agreements are sums of money in euros or in currencies and, for some of them, transferable securities.

If the Management Company does not receive guaranteed financial securities, it has neither a policy for discount of securities received, nor a way to evaluate the guarantees in the security.

In the case of receipt of the financial guarantee in cash, this may be:
- Invested in Short-Term Monetary Mutual Funds (UCI), or
- Not invested and placed in a cash account held by the Sub-Fund Depositary.

The management of financial guarantees may carry operational, regulatory and safekeeping risks. The risks associated with reinvestments of assets received depend on the type of assets or the type of transactions and may consist of liquidity risks or counterparty risks.

The Management Company possesses the human and technical resources needed to manage these risks.

The financial guarantees received from the counterparties are not subject to restrictions with regard to their reuse.

The Sub-Fund does not place any restrictions on its counterparties with regard to reuse of the financial guarantees supplied by the Sub-Fund.

Safe-keeping:

The derivative instruments and the guarantees received are kept by the Sub-Fund depositary.

Remuneration:

The Sub-Fund is a direct counterparty to transactions on derivative instruments and receives all revenue generated by these transactions. Neither the Management Company nor any third party receives any remuneration in respect of transactions on derivative instruments.
➢ **Securities with embedded derivatives:**

(Warrants, credit link note, EMTN, subscription warrants, etc.)

**Risks on which the manager wishes to intervene:**

- Share: yes
- Rates: no
- Foreign exchange: yes
- Credit: no
- Other risk (to be specified): no

**Nature of interventions:**

All transactions having to be limited to achievement of the management objective:

- Hedging: yes
- Exposure: yes
- Arbitrage: yes
- Other nature (to be specified): no

**Nature of instruments used:**

Warrants, subscription warrants, etc.

**Strategy of use of embedded derivatives in order to achieve the management objective:**

The Sub-Fund may resort, secondarily, to securities with embedded derivatives traded on regulated markets organised with a view to general hedging of the portfolio or categories of securities fully identified, or reconstitution of a synthetic exposure to share risks.

They can also be used as an increase in exposure to the share markets and/or as foreign exchange risk hedging.

➢ **Deposits:**

The Sub-Fund is not intended to make deposits.

➢ **Cash borrowing:**

Within the regulatory limit of 10% and in the case of cash hedging of significant redemptions of shares.

➢ **Acquisition transactions and temporary purchase and sale of securities:**

The Sub-Fund is not designed to carry out acquisitions transactions or temporary purchase or sale of securities.
Risk profile:

Through the Sub-Fund OFI FINANCIAL INVESTMENT - RS EURO EQUITY, the holder is mainly exposed to the following risks:

Equity and market risk:
A minimum of 60% of the Sub-Fund is exposed to equities. If the markets fall, the net asset value of the Sub-Fund will fall.

Discretionary risk:
The discretionary management style applied to the Sub-Fund is based on the selection of securities. There is a risk that the Sub-Fund will not be invested at all times on the best performing markets. The performance of the Sub-Fund may therefore be below the management objective. In addition, the Sub-Fund may have a negative performance.

Capital loss risk:
The investor is advised that his capital is not guaranteed and may therefore not be returned to him.

Counterparty risk:
This is risk linked to the use by the Sub-Fund of future financial instruments, over the counter. These transactions concluded with one or more eligible counterparties potentially expose the Sub-Fund to a risk of one of these counterparties defaulting and possibly resulting in failure to pay.

Secondary risks:

Interest rate risk:
Part of the portfolio may be invested in interest rates. If interest rates rise, the value of the products invested in fixed rates may fall and cause the net asset value of the Sub-Fund to fall.

Foreign exchange risk:
This is the risk of foreign currency variation affecting the value of the stocks held by the Sub-Fund. The investor's attention is drawn to the fact that the net asset value of the Sub-Fund will drop in the event of an unfavourable change to the rate of currencies other than the euro.

Subscribers concerned and standard investor profile:

The C - D – R shares are all subscribers.

The N-D shares are reserved for feeder UCIs of the OFI group.

The RF shares are reserved for investors who subscribe via distributors or intermediaries:
- subject to national legislation prohibiting any retrocession to distributors;
- providing an independent advisory service within the meaning of EU Regulation MiFID II;
- Providing a service of individual portfolio management under mandate.

The EI C EUR shares are reserved for investors who subscribe via the EURONEXT FUND SERVICES marketing platform.

The minimum amount for each subscription will be EUR 150,000 or the equivalent in whole shares (determined based on the last known net asset value).

This Sub-Fund is a share Sub--Fund and is therefore aimed at an investor wanting to invest on share markets in the eurozone.

The recommended minimum investment term is greater than 5 years on account of the long-term performance objective of the Sub-Fund. In fact, the potential creation of value is the result of a non-financial evaluation of companies based on social and environmental criteria which are assessed over the long term.

The amount which it is reasonable to invest in this Sub-Fund depends on the personal situation of the investor. To determine this, investors should take into account their assets/personal wealth, their current requirements and the recommended minimum investment term but also their willingness to take risks or, on the contrary, to favour prudent investment. They are also strongly recommended to sufficiently diversify their investments, so as not to expose them exclusively to the risks of this Sub-Fund.
Procedure for determination and allocation of income:

C - R and RF capitalisation shares;
EI C EUR capitalisation shares;
D distribution shares;
N-D distribution shares.

The sums distributable by an UCITS are made up of:

1 The net result plus the carry forward, plus or minus the balance of the income adjustment account;
2 The capital gains made, net of costs, minus capital losses made, net of costs, established during the financial year, plus net capital gains of the same nature established during previous financial years not having formed the subject of distribution or capitalisation, and minus or plus the balance of the capital gains adjustment account.

The sums mentioned in points 1 and 2 may be distributed, in full or in part, irrespective of each other.

The Board of Directors decides on the allocation of results.

Distributable sums are paid out within a maximum of five months following the end of the financial year.

The Sub-Fund has opted for the following option for the C – R – RF – EI C EUR shares:

**Distributable amounts relating to the net result:**

- Pure capitalisation: the distributable sums are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;
- Pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.
- The General Meeting decides, each year, on allocation of the results. The Board of Directors may decide on the payment of exceptional part payments.

**Distributable sums relating to capital gains made:**

- Pure capitalisation: distributable sums relating to capital gains made are capitalised in full;
- Pure distribution: the distributable sums relating to capital gains made are distributed in full, rounded to the nearest whole number. The Board of Directors may decide on the payment of exceptional part payments;
- The General Meeting decides, each year, on allocation of the realised capital gains. The Board of Directors may decide on the payment of exceptional part payments.
The Sub-Fund has opted for the following option for the D and N-D shares:

**Distributable amounts relating to the net result:**

- Pure capitalisation: the distributable sums are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;
- Pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.

- The General Meeting decides, each year, on allocation of the results. The Board of Directors may decide on the payment of exceptional part payments.

**Distributable sums relating to capital gains made:**

- Pure capitalisation: distributable sums relating to capital gains made are capitalised in full;
- Pure distribution: the distributable sums relating to capital gains made are distributed in full, rounded to the nearest whole number. The Board of Directors may decide on the payment of exceptional part payments;
- The General Meeting decides, each year, on allocation of the realised capital gains. The Board of Directors may decide on the payment of exceptional part payments.

**Characteristics of the shares:**

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<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>EUR 1,000</td>
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<td>D</td>
<td>FR0000971178</td>
<td>Distribution</td>
<td>EUR</td>
<td>All subscribers</td>
<td>EUR 1,000</td>
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<td>R</td>
<td>FR0013275112</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
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<td>RF</td>
<td>FR0013308947</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Shares reserved for investors who subscribe via distributors or intermediaries: - that are subject to national legislation prohibiting all retrocessions to distributors - providing an independent advisory service within the meaning of EU Regulation MIF2 - providing a service of individual portfolio management under mandate</td>
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<td>FR0011653435</td>
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<td>Shares reserved for investors who subscribe via the Euronext Fund Services marketing platform</td>
<td>EUR 150,000 (*) or the equivalent in whole shares (determined based on the last known net asset value)</td>
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(*) For the EI C EUR shares, it is stated that in the case of subscriptions by more than one company belonging to the same group, within the meaning of Article L.233-3 I. of the French Commercial Code, compliance with this minimum subscription shall be assessed by accumulating the subscriptions of the various companies of that group. Similarly, in the case of subscriptions by more than one UCI/Mandates managed by the same management company, compliance with this minimum subscription shall be assessed by accumulating the different subscriptions of the UCI/Mandates of the said Management Company.

(**) the RF shares may also be subscribed on the basis of one unit, by:
- The Sub-Fund portfolio management company or an entity belonging to the same group;
- The depositary or an entity belonging to the same group;
- The promoter of the Sub-Fund or an entity belonging to the same group.

Subscription procedure:

Two options: via OFI ASSET MANAGEMENT (for pure registered shares) or via SOCIETE GENERALE (for bearer shares or administered registered shares) - Please note that EI C EUR shares are marketed via the EURONEXT FUND SERVICES platform.

Subscription requests are centralised on each valuation day up to 12:00 pm and executed on the basis of the next net asset value. The corresponding payments are made on the first non-holiday trading day following the date of calculation of the net asset value.

Options provided for to limit or stop subscriptions:
Under Article L. 214-30 of the Monetary and Financial Code, the redemption by the Sub-Fund of its shares, like the issue of new shares, may be suspended, temporarily, by the management company, when exceptional circumstances require this and if the interest of the holders demands this.

Where the functioning of the Paris Euronext securities market is prevented, the management company may defer calculation of the net asset value and refer to calculation according to the requests for subscription and/or redemption.

Option of subscribing in amount and/or in fractions of shares (ten thousandths).

Date and frequency of calculation of the net asset value: daily.
The net asset value is calculated every non-holiday trading day of the week, and is dated that same day. The net asset value of the Sub-Fund is calculated on the basis of the closing price of the trading session on day D and is dated that same day. Subscription and redemption orders are centralised at an unknown net asset value.

For C and D shares:
The original net asset value is: EUR 100.
The minimum initial subscription amount is EUR 1,000.

For R and RF shares:
The original net asset value is: EUR 100.
The minimum initial subscription amount is 1 unit

For N-D shares:
The original net asset value is: EUR 100.
The minimum initial subscription amount is 1 unit

For EI C EUR shares: as the shares are not fractional, the minimum amount for each subscription will be EUR 150,000 or the equivalent in whole shares (determined based on the last known net asset value).
At the time of the first subscription, the net asset value for EI C EUR shares will be EUR 100.

Body designated for centralising subscriptions and redemptions:

For pure registered units:

**OFI ASSET MANAGEMENT**
22 Rue Vernier – 75017 PARIS
In the context of handling the SICAV's liabilities, subscription and redemption orders may be placed directly with the Management Company, for shares to be registered or pure registered shares, and with SOCIETE GENERALE (by delegation by the Management Company), for shares to be registered or registered bearer shares, which will process these orders in connection with Euroclear France, to which the SICAV is admitted for trading.

The process for placing subscription or redemption orders for shares to be registered or pure registered shares is available from the Management Company.

After collection of these orders, OFI ASSET MANAGEMENT will send them to SOCIETE GENERALE in its capacity as affiliate of Euroclear France.

For bearer and administered registered shares:

SOCIETE GENERALE
32, rue du Champ-de-tir, 44000 Nantes (France).

Investors intending to subscribe to shares and shareholders wishing to redeem shares are invited to make inquiries directly with OFI ASSET MANAGEMENT (for pure registered shares) or SOCIETE GENERALE (by delegation by the Management Company for bearer shares and administered registered shares) regarding the deadline for consideration of their subscription or redemption request, this deadline possibly being prior to the centralisation time mentioned above.

The net asset value of the Sub-Fund is available on request from:

OFI ASSET MANAGEMENT
22 rue Vernier – 75017 PARIS
At the following e-mail address: contact@ofi-am.fr

Redemption procedure:

Two options: via OFI ASSET MANAGEMENT (for pure registered shares) or via SOCIETE GENERALE (for bearer shares or administered registered shares) - Please note that EI C EUR shares are marketed via the EURONEXT FUND SERVICES platform.

Redemption requests are centralised on each valuation day up to 12:00 pm and executed on the basis of the next net asset value. The corresponding payments are made on the first non-holiday trading day following the date of calculation of the net asset value.

Options provided for to limit or stop redemptions:

Under Article L. 214-30 of the Monetary and Financial Code, the redemption by the Sub-Fund of its shares, like the issue of new shares, may be suspended, temporarily, by the Management Company, when exceptional circumstances require this and if the interest of the holders demands this.

Where the functioning of the Paris Euronext securities market is prevented, the management company may defer calculation of the net asset value and refer to calculation according to the requests for subscription and/or redemption.

Redemptions are carried out only in quantity of shares (ten thousandths).

Date and frequency of calculation of the net asset value: daily.

The net asset value is calculated every non-holiday trading day of the week, and is dated that same day. The net asset value of the Sub-Fund is calculated on the basis of the closing price of the trading session on day D and is dated that same day. Subscription and redemption orders are centralised at an unknown net asset value.

The original net asset value is: EUR 100.

Body designated for centralising subscriptions and redemptions:

For pure registered units:

OFI ASSET MANAGEMENT
22 Rue Vernier – 75017 PARIS
In the context of handling the SICAV’s liabilities, subscription and redemption orders may be placed directly with the Management Company, for shares to be registered or pure registered shares, and with SOCIETE GENERALE (by delegation by the Management Company), for shares to be registered or registered bearer shares, which will process these orders in connection with Euroclear France, to which the SICAV is admitted for trading.

The process for placing subscription or redemption orders for shares to be registered or pure registered shares is available from the Management Company.

After collection of these orders, OFI ASSET MANAGEMENT will send them to SOCIETE GENERALE in its capacity as affiliate of Euroclear France.

For managed bearer and registered units:

SOCIETE GENERALE
32, rue du Champ-de-tir, 44000 Nantes (France).

Investors intending to subscribe to shares and shareholders wishing to redeem shares are invited to make inquiries directly with OFI ASSET MANAGEMENT (for pure registered shares) or SOCIETE GENERALE (by delegation by the Management Company for bearer shares and administered registered shares) regarding the deadline for consideration of their subscription or redemption request, this deadline possibly being prior to the centralisation time mentioned above.

The net asset value of the Sub-Fund is available on request from:
OFI ASSET MANAGEMENT
22 rue Vernier – 75017 PARIS
At the following e-mail address: contact@ofi-am.fr

Procedure for moving to another share category and tax consequences:

Any holder may carry out, at any time, an exchange of his C shares and his D shares and vice versa, according to parity P. Holders who do not receive, taking account of the exchange parity, a whole number of shares may, if they wish, pay the additional amount in cash necessary to the allocation of one additional unit.

In this scenario, the Sub-Fund waives deducting the subscription and redemption fees due.

No arbitrage possible for N-D shares and EI C EUR shares.

The RF shares are reserved for investors who subscribe via distributors or intermediaries:
- subject to national legislation prohibiting any retrocession to distributors;
- providing an independent advisory service within the meaning of EU Regulation MiFID II;
- Providing a service of individual portfolio management under mandate.
Fees and expenses:

➢ **Subscription and redemption fees:**

Subscription and redemption fees are added to the subscription price paid by investors, or deducted from the redemption price.

Commission retained by the Sub-Fund serves to offset the costs borne by the Sub-Fund to invest or divest the assets entrusted.

Commission not retained is paid to the Management Company or to the marketers.

<table>
<thead>
<tr>
<th>Fees payable by investors, collected at the time of subscriptions and redemptions</th>
<th>Base</th>
<th>Rate / scale C – D and El C EUR shares</th>
<th>Rate / scale R and RF shares</th>
<th>Rate / scale N-D shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Subscription fee not retained by the Sub-Fund</td>
<td>Net asset value X number of shares</td>
<td>2% Maximum</td>
<td>1% Maximum</td>
<td>Nil</td>
</tr>
<tr>
<td>Subscription fee retained by the Sub-Fund</td>
<td>Net asset value X number of shares</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
</tr>
<tr>
<td>Redemption fee not retained by the Sub-Fund</td>
<td>Net asset value X number of shares</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
</tr>
<tr>
<td>Redemption fee retained by the Sub-Fund</td>
<td>Net asset value X number of shares</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
</tr>
</tbody>
</table>

**Exemptions:**

The Management Company may decide to not deduct all or part of the subscription or redemption fee.
**Management fees:**

Fees cover all costs invoiced directly to the Sub-Fund, with the exception of transactions costs.

For more detail about the fees actually charged to the Sub-Fund, please refer to the Key Investor Information Document.

<table>
<thead>
<tr>
<th>Costs charged to the Sub-Fund</th>
<th>Base</th>
<th>Rate/scale C – D and EI C EUR</th>
<th>Rate/scale R</th>
<th>Rate/scale RF</th>
<th>Rate/scale N-D</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Management company's external management fees and administrative costs</td>
<td>Net assets</td>
<td>1.08% incl. tax</td>
<td>1.80% incl. tax</td>
<td>1.40% incl. tax</td>
<td>0.10% incl. tax</td>
</tr>
<tr>
<td>2 Maximum turnover fee per transaction.</td>
<td>Fixed fee per transaction</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td>Transferable securities and monetary products</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td>Eurozone and Mature Countries</td>
<td>EUR 0 to 50 (excluding tax)</td>
<td>EUR 0 to 50 (excluding tax)</td>
<td>EUR 0 to 50 (excluding tax)</td>
<td>EUR 0 to 50 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td>Emerging Countries</td>
<td>EUR 0 to 450 (excluding tax)</td>
<td>EUR 0 to 450 (excluding tax)</td>
<td>EUR 0 to 450 (excluding tax)</td>
<td>EUR 0 to 450 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td>&quot;Ordinary&quot; OTC products</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>&quot;Complex&quot; OTC products</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Compensated derivatives</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 Outperformance fee</td>
<td>-</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
</tr>
</tbody>
</table>

Operating and management fees are directly charged to the profit and loss account of the Sub-Fund on calculation of each net asset value.

Only the fees mentioned below may sit outside of the 3 groups of fees referenced above and, in this case, must be mentioned hereafter:

- The contributions owed for management of the Sub-Fund, applying d) of the 3rd clause of part II of Article L.621-5-3 of the Monetary and Financial Code;
- Exceptional and non-recurring taxes, fees and governmental rights (in relation to the UCITS);
- Exceptional and non-recurrent costs with a view to recovery of receivables (ex Lehman) or, in the context of a lawsuit, to assert a right (ex class action lawsuits).

The information relating to these fees is also set out ex post in the Sub-Fund’s annual report.

**Procedures for calculation and allocation of the remuneration on acquisitions and temporary purchase or sale of securities:**

The Sub-Fund is not designed to carry out acquisitions transactions or temporary purchase or sale of securities.
➢ **Brief description of the procedure for choosing brokers:**

The OFI Group has introduced a procedure for selection and assessment of market brokers, which makes it possible to select, for each category of financial instruments, the best market brokers and to ensure the quality of execution of orders placed on behalf of our UCITS under management.

The management teams can send their orders directly to the market brokers selected or go through the OFI Group trading desk, OIS.

This service provider handles the receipt and transmission of orders, followed by execution or not, to the market brokers on the following financial instruments: Debt securities, Capital securities, Shares or UCI Shares, Financial contracts.

This service provider's expertise makes it possible to separate the selection of financial instruments (which remains the responsibility of the Management Company) from their trading, whilst ensuring the best execution of orders.

A multi-criteria valuation is carried out on a six-monthly basis by the OFI Group's management teams. Depending on the circumstances, it takes into consideration several or all of the following criteria:

- Monitoring volumes of transactions per market broker;
- Analysis of the counterparty risk and how this develops (a distinction is made between "brokers" and "counterparties");
- the nature of the financial instrument, the execution price, where applicable the total cost, the speed of execution and the size of the order;
- Feedback of operational incidents detected by the managers or the Middle Office.

At the end of this valuation, the OFI Group can reduce the volumes of orders entrusted to a market broker or withdraw it temporarily or permanently from its list of authorised service providers.

This valuation can be based on an analysis report provided by an independent service provider.

The selection of UCIs relies on a threefold analysis:

- A quantitative analysis of the media selected;
- An additional qualitative analysis;
- Due diligence, which aims to validate the option of intervening on a given fund and of fixing the investment limits on the fund in question and on the corresponding management company.

A post-investment committee which meets every six months to review all authorisations given and limits consumed.

For the execution of certain financial instruments, the Management Company resorts to commission sharing agreements (CCP or CSA), according to which a limited number of investment service providers:

- provide the order execution service;
- collect brokerage costs relating to services of assistance with investment decisions;
- pay these costs back to a third party provider of these services.

The objective sought is to use, as far as possible, the best service providers in each speciality (execution of orders and assistance with investment/disinvestment decisions).
Commercial information

1/ Distribution

Distributable sums are paid out, where applicable, within five months at the most of the end of the financial year.

2/ Redemption or reimbursement of Shares

Subscriptions and redemptions of shares of the Sub-Fund can be sent to:

For pure registered shares

OFI ASSET MANAGEMENT
22 Rue Vernier, 75017 Paris (holder of Register of pure registered units)

For managed bearer and registered shares

SOCIÉTÉ GÉNÉRALE.
Postal address of function of centralisation of subscription/redemption orders and keeping of registers (by delegation by the Management Company): 32, rue du Champ-de-Tir — 44000 Nantes (France).

Shareholders are informed of changes affecting the Sub-Fund according to the terms defined by the Autorité des Marchés Financiers: specific provision of information or any other means (financial notices, periodic documents, etc.).

3 / Distribution of information about the Sub-Fund

The Sub-Fund prospectus, the net asset value of the Sub-Fund and the latest annual reports and periodic documents are available, on request, from:

OFI ASSET MANAGEMENT
Limited Liability Company with an Executive Board
22 rue Vernier – 75017 Paris

At the following e-mail address: contact@ofi-am.fr

4/ Information on ESG criteria

The Management Company makes available to the investor information about the procedure for consideration in his investment policy of criteria relating to compliance with environmental, social and governance quality objectives on its website www.ofi-am.fr and in the annual report for the Sub-Fund (from financial years starting from 1st January 2012).

5/ Transfer of portfolio composition

The Management Company may transfer, directly or indirectly, the composition of the assets of the Sub-Fund to the Sub-Fund holders who have professional investor status, solely for purposes related to regulatory obligations in the context of calculation of equity. This transfer occurs, where applicable, within a period of no more than 48 hours after publication of the net asset value of the Sub-Fund.
**Investment rules**

**THE SUB-FUND IS SUBJECT TO THE INVESTMENT RULES AND REGULATORY RATIOS APPLICABLE TO "AUTHORISED UCITS IN ACCORDANCE WITH DIRECTIVE 2009/65/EC" IN ARTICLE L.214-2 OF THE MONETARY AND FINANCIAL CODE.**

The Sub-Fund is subject to the investment rules and regulatory ratios applicable to authorised UCITS in accordance with Directive 2009/65/EC coming under Article L.214-2 of the Monetary and Financial Code, governed by Sub-section 1 of Section 1 of Chapter IV of Title I of Book II of the Monetary and Financial Code.

The main financial instruments and management techniques used by the Sub-Fund are mentioned in Part II, "Operating and management procedures", of the Prospectus.

**Global risk**

The method applied for calculation of the global risk is the commitment method.

**Rules for valuation and posting of assets**

The rules for valuation of the assets are based, first, on valuation methods and second, on practical terms which are specified in the appendix to the annual accounts and in the prospectus. The rules for valuation are fixed, under its responsibility, by the Management Company.

The net asset value is calculated every non-holiday trading day of the week, and is dated that same day.

**I/ RULES FOR VALUATION OF ASSETS:**

The Sub-Fund has complied with the accounting rules established by the amended Accounting Standards Authority regulation no. 2014-01 on the accounting plan of open-ended UCIs.

Any exit generates a capital gain or capital loss from sale or redemption and potentially, a redemption bonus.

The Sub-Fund values its securities at the actual value, the value resulting from the market value or in the absence of any existing market, by using financial methods.

The entry value-actual value difference generates a capital gain or loss which shall be posted as "difference in estimate of portfolio".

**Description of methods of valuation of balance sheet entries and futures and options transactions:**

**Transferable securities:**

Transferable securities admitted for trading on a securities market are valued at the closing price.

**Futures and options transactions:**

Positions on futures and options markets are valued at the price corresponding to the trading time taken into account for valuation of the underlying assets.

**UCIs:**

Shares or shares of UCIs are valued at the last known net asset value.
Negotiable debt securities:

Negotiable debt securities (NDS) with a residual duration of more than three months are valued at the market price recorded by the managers at the time of publication of inter-bank market prices by the A.F.B. The rate applied, in the absence of significant transactions, is the Euribor for securities at less than one year, the rate of BTAN (published by the leading primary dealers (SVT)) for securities at more than one year, plus, where applicable, a discrepancy representative of the intrinsic characteristics of the issuer of the security.

NDS with a duration on issue, acquisition or residual duration which is less than three months are valued using a linear method up to maturity at the issue or acquisition price or at the last price applied for their valuation at the market price.

The valuation method applied, which is maintained throughout the period of holding of the security, is:

- For instruments with long-term coupons and for which the annual coupon is determined according to an actuarial calculation (bond type): evaluation using the actuarial method;
- For instruments of a term less than one year issued in the form of discounted interest or in fine: evaluation using the discount method on the global redemption value over the outstanding term.

Acquisitions and temporary purchase and sale of securities:

The Sub-Fund is not designed to carry out acquisitions transactions or temporary purchase or sale of securities.

Transactions with deferred settlement:

Securities purchased on the deferred settlement market are valued at their market value. They are registered in the portfolio on their date of trading. Securities sold on the deferred settlement market leave the portfolio on the day of trading.

Description of off-balance sheet commitments:

Securities assigned with option of repurchase are registered off-balance sheet at their contractual value.

Futures contracts feature off-balance sheet for their market value, a value equal to the price (or the estimate if the transaction is OTC) multiplied by the number of contracts.

Options transactions are translated as an underlying equivalent of the option.

Description of the method for calculating fixed management fees:

Management fees are directly charged to the profit and loss account of the Sub-Fund, when each net asset value is calculated. Financial instruments of which the price has not been established on the day of the valuation, or of which the price has been corrected, are valued at their probable trading value, under the responsibility of the Management Company. These valuations and their justification are communicated to the auditor during its audits.

II / METHOD OF POSTING:

The accounts relating to the securities portfolio are kept by reference to the historic cost: entries (purchases or subscriptions) and exits (sales or redemptions) are posted based on the acquisition price, excluding costs.

Description of method followed for posting income from securities with fixed income:

Result is calculated based on coupons cashed. Coupons accrued on the day of the valuations constitute an element of the valuation difference.
Remuneration

In accordance with Directive 2009/65/EC, management has introduced a remuneration policy adapted to its organisation and its activities.

The aim of this policy is to define the practices concerning the various remunerations of employees with authority relating to decision-making, control or risk-taking within the company.

This remuneration policy has been defined in the light of the objectives, values and interests of the OFI Group, the UCITS managed by the Management Company and their holders.

The objective of this policy is to not encourage excessive risk-taking in contradiction with the risk profile of the UCITS managed.

The remuneration policy is adopted and supervised by the OFI Group's Strategic Committee.

The remuneration policy is available on the website www.ofi-am.fr or free of charge upon written request.
Sub-Fund no. 2

OFI FINANCIAL INVESTMENT – RS EURO EQUITY SMART BETA

(KIID)
Sub-Fund no. 2

OFI FINANCIAL INVESTMENT – RS EURO EQUITY SMART BETA

Summary of management offer:

<table>
<thead>
<tr>
<th>Shares</th>
<th>ISIN code</th>
<th>Allocation of distributable amounts relating to the result</th>
<th>Currency</th>
<th>Subscribers concerned</th>
<th>Minimum amount of initial subscriptions</th>
</tr>
</thead>
<tbody>
<tr>
<td>XL</td>
<td>FR0010436618</td>
<td>Capitalisation and/or Distribution</td>
<td>EUR</td>
<td>For subscribers with a minimum subscription amount of EUR 10,000,000 (ten million euros)</td>
<td>EUR 10,000,000</td>
</tr>
<tr>
<td>I</td>
<td>FR0012046621</td>
<td>Capitalisation and/or Distribution</td>
<td>EUR</td>
<td>All subscribers (Institutional Clientele)</td>
<td>EUR 10,000</td>
</tr>
<tr>
<td>RC</td>
<td>FR0013267135</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers (Retail Clientele)</td>
<td>1 share</td>
</tr>
<tr>
<td>RF</td>
<td>FR0013308996</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Shares reserved for investors who subscribe via distributors or intermediaries: - that are subject to national legislation prohibiting all retrocessions to distributors - providing an independent advisory service within the meaning of EU Regulation MiF2 - providing a service of individual portfolio management under mandate</td>
<td>1 share (*)</td>
</tr>
<tr>
<td>GIC</td>
<td>FR0013303617</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Units reserved for sale in Germany and Austria</td>
<td>EUR 500,000</td>
</tr>
<tr>
<td>GRC</td>
<td>FR0013303625</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Units reserved for sale in Germany and Austria</td>
<td>1 share</td>
</tr>
</tbody>
</table>

(*) the RF shares may also be subscribed on the basis of one unit, by:
- The Sub-Fund portfolio management company or an entity belonging to the same group;
- The depositary or an entity belonging to the same group;
- The promoter of the Sub-Fund or an entity belonging to the same group.
Operating and management procedure of the sub-fund

1/ STRUCTURE OF THE UCITS

Name:

OFI FINANCIAL INVESTMENT - RS EURO EQUITY SMART BETA (the "Sub-Fund").

Legal structure and Member State in which the UCITS was constituted:

Sub-Fund under French law of the SICAV OFI FINANCIAL INVESTMENT.

Date of creation and envisaged duration:

The Sub-Fund was created on 16 September 2019 for a term of 99 years. It is the result of the merger-absorption of the mutual fund OFI RS EURO EQUITY SMART BETA itself created on 9 March 2007.

2/ GENERAL CHARACTERISTICS

Characteristics of the shares:

▪ ISIN code XL Shares: FR0010436618
▪ ISIN code I Shares: FR0012046621
▪ ISIN code RC Shares: FR0013267135
▪ ISIN code RF Shares: FR0013308996
▪ ISIN code GIC Shares: FR0013303617
▪ ISIN code GRC Shares: FR0013303625

▪ Nature of the right attached to the unit category:
Every shareholder has a right of joint ownership on the assets of the Sub-Fund proportional to the number of shares owned.

▪ Arrangements for holding liabilities:
Registration in the custodian's register for shares registered as administered. The Sub-Fund is admitted for trading on Euroclear France.

▪ Voting right:
No voting right is attached to the shares, decisions being made by the Management Company. However, information about changes to how the Sub-Fund is operated is given to holders, either individually or via the press, or by any other means in accordance with instruction 2011-19 of 21 December 2011, which was amended on 26 October 2012 and 21 February 2014.

▪ Form of the shares:
Bearer.

▪ Fractional shares:
  ☒ YES ☐ NO

Number of decimal places:

☐ Tenths ☐ hundredths ☐ thousandths ☒ ten thousandths
Closing date:
Last trading day worked in Paris in December

3/ SPECIFIC PROVISIONS

Characteristics of the shares:

- ISIN code XL Shares: FR0010436618
- ISIN code I Shares: FR0012046621
- ISIN code RC Shares: FR0013267135
- ISIN code RF Shares: FR0013308996
- ISIN code GIC Shares: FR0013303617
- ISIN code GRC Shares: FR0013303625

Classification: Shares of eurozone countries.

FOF:
Yes ☐ No ☒

Management objective:
The object of the Sub-Fund is to achieve a performance above that of the Euro Stoxx Reinvested Net Dividends index over the recommended investment period by adopting an SRI approach.

Benchmark:
Investors can compare the Sub-Fund's performances with those of the calculated EURO STOXX Reinvested Net Dividends index (SXXT Ticker).

The EURO STOXX index is the subgroup made up of the most liquid names in the STOXX Europe 600 index. The index has a variable number of components (around 300) and represents large, medium-sized and small capitalisations in eurozone countries: Austria, Belgium, Finland, France, Germany, Greece, Ireland, Italy, Luxembourg, the Netherlands, Portugal and Spain.

It is calculated daily. (For more information about this index, go to: www.stoxx.com).

However, the Sub-Fund's objective is not to reproduce, in one way or another, the performance of this index. It makes investments based on criteria which can result in significant differences in relation to the behaviour of the index.
Investment strategy:

- **Strategies used:**

  The Sub-Fund's investment universe is defined by all of the components of the EURO STOXX index. Based on dynamic allocation, the manager invests in the securities that make up the index for their universe without seeking to apply the same weighting to each security in their index, however. The Sub-Fund will mainly invest in the eurozone (90% of its net assets).

  The eligible investment universe is defined using a 'best in class' approach, by selecting 2/3 of the best SRI Scores in each sector within the investment universe for the Sub-Fund (Euro Stoxx Index).

  The investment processes apply both financial and extra-financial criteria in order to favour a "Socially Responsible Investment" (SRI) selection of companies in the portfolio.

  1) Based on their investment universe, every three months or when required, depending on market conditions, the manager makes a sector allocation based on the volatility of each composite sector and their joint correlations, in order to offset their contributions to the overall risk (financial criterion);

  2) The manager applies an SRI filter to the components in each sector in order to keep 2/3 of the companies with the best SRI scores for their sector, as established by the SRI team for the OFI group, that are kept (extra-financial criterion).

  3) Finally, each security is allocated sector by sector on a discretionary basis. However, this is constrained by the initial sector allocation (financial criterion).

  The SRI research team carries out a detailed analysis of the environmental and social issues specific to each sector of activity, and of governance issues.

  This study is carried out taking into account Environmental, Social and Governance elements, namely:

  - The Environmental dimension: direct or indirect impact of the issuer's activity on the environment: climate change, natural resources, project financing, toxic waste, green products;

  - The Social dimension: direct or indirect impact of the issuer's activity on stakeholders: employees, customers, suppliers and civil society, by reference to universal values (notably: human rights, international work standards, environmental impact, prevention of corruption, etc.);

  - The Governance dimension: processes as a whole, regulations, laws and institutions influencing the way the company is directed, administered and controlled.

  Depending on the management company's analysis, the Environmental, Social and Governance issues (ESG) constitute areas of risk which may have significant financial impacts on the issuers and therefore on their sustainability. Furthermore, issuers who include sustainable development issues in their growth strategy create opportunities which contribute to their economic development. To this end, the ESG analysis complements and enriches the traditional financial analysis.

  The SRI analysis team defines a sector-based reference of the key issues (Environmental, Social, Governance listed above), selecting for each sector of activity the most important ESG issues for this sector. An ESG score is calculated per issuer using the sector-based reference for key issues which includes the key issue scores for Environment and Social (E and S) and scores for Governance (G) key issues.

  Governance issues include a fixed weighting of 30% for corporate governance and a variable weighting of 10% to 40% reflecting the level of risk incurred by the conduct of directors and the company. This level varies depending on the sectors of activity.

  The overall weighting of the E and S issues is then determined. The weighting of environmental, social and governance issues is specific to each sector of activity.

  This ESG score is calculated out of 10.
These scores can be the subject of:

1. Penalties relating to controversies not yet included in the key issue scores.

This penalty system allows the most significant controversies to be taken into account quickly, pending their integration into the analysis of key issues. The evaluation scale is as follows:

- Very serious and/or structural controversy, repetition of serious controversies: 0.75 penalty;
- Serious controversy or repeated significant controversy: 0.5 penalty;
- Significant controversy: 0.25 penalty.

The total controversy penalty is capped at 0.75. Once the controversy is included in the analysis of the key issues – and therefore into the issue score – this penalty is deleted.

2. Any bonuses or penalties awarded by the analyst responsible for the sector in the event of divergence on the assessment of an issue by the rating agency.

Companies’ ESG scores are used to establish an SRI score corresponding to the ranking of the issuer’s ESG score compared to other actors in its ICB supersector (level 2). The SRI score is established on a scale of 0 to 5, 5 corresponding to the best ESG score in the sector.

For OFI FINANCIAL INVESTMENT - RS EURO EQUITY SMART BETA, the eligible investment universe is defined by selecting 2/3 of the best SRI Scores in each sector within the investment universe for the Sub-Fund (Euro Stoxx Index).

**Categorising the investment universe:**

In the 'best in class' approach, the eligible investment universe is defined by selecting 2/3 of the best SRI Scores in each sector within the investment universe for the Sub-Fund (Euro Stoxx Index).

For your information, within each sector, companies are ranked according to their SRI Score.

Each SRI category covers 20% of companies in the ICB2 sector, and these categories are as follows:

- Under supervision: companies lagging behind in consideration of ESG issues;
- Uncertain: companies whose ESG issues are poorly managed;
- Followers: companies whose ESG issues are averagely managed;
- Involved: companies active in consideration of ESG issues;
- Leaders: companies most advanced in the consideration of ESG issues.

**Please note:**

ICB classification is an international sector-based classification facilitating a comparison of companies based on four levels of classification. ICB classification divides firms into 10 industries (ICB1), and then within these industries, there are 19 super-sectors (ICB2), 41 sectors (ICB3) and 114 sub-sectors (ICB4). Each security is classified exclusively within one of these 114 sub-sectors, based on its main source of income.


This Code describes in detail the non-financial analysis method, along with the SRI selection process applied.
➢ **Assets (excluding embedded derivatives):**

**Equities:**

A minimum of 90% of the Sub-Fund’s Net Assets are constantly exposed on eurozone share markets. The Sub-Fund will be invested in equities and there will be no sector-based constraints when allocating them. Owing to its eligibility for the SSP taxation system and its classification as “Shares of Eurozone Countries”, at least 75% of its assets are invested in shares of companies whose registered office is located in a Member State of the European Union or in another State within the European Economic Area which has signed a tax convention with France which includes an administrative assistance clause aimed at combating fraud and tax evasion, and which are subject to corporate taxation or equivalent in their country of origin.

**Debt securities and money market instruments:**

In order to achieve the management objective, or as part of the cash management process for the Sub-Fund, the manager may use bonds, debt securities and instruments on the money market, within the limit of 10% of the Net Assets.

**Share or UCI shares:**

The Sub-Fund may invest up to a maximum of 10% of its Net Assets:

- In shares and/or shares of UCITS governed by French or foreign law (in accordance with Directive 2009/65/EC), which themselves invest up to a maximum of 10% of their assets in shares or shares of other UCITS, AIFs or investment funds;

- In shares or shares of UCIs and investment funds other than those stated above and which meet the conditions set out in paragraphs 1 to 4 of article R. 214-13 of the Monetary and Financial Code.

The Sub-Fund reserves the right to invest in UCIs promoted or managed by companies in the OFI group.

**Other eligible assets:**

The Sub-Fund may hold up to 10% of its Net Assets in an accumulation of money market instruments, debt securities or capital securities not traded on a regulated market, in compliance with Article R. 214.12 of the Monetary and Financial Code.

➢ **Derivative instruments:**

The Sub-Fund can operate on fixed-term or conditional financial instruments traded on regulated and organised markets (French, foreign and/or over-the-counter).

In this context, the manager may take positions with a view to hedging the portfolio against or exposing the portfolio, on a discretionary basis, to equity risks by using instruments such as Futures and Forwards on equity and equity indices, Options on equity and equity indices, and Swaps on equity and equity indices.

Total exposure of the portfolio is not intended to be above 100%.

**Share derivatives:**

For exposure to and as a hedge against the general share market risk, the Sub-Fund may use futures contracts listed on the main international indices for shares, individual shares or any other type of share type medium. The Sub-Fund can manage this exposure through options on these indices or futures.
**Commitment of the Sub-Fund on financial contracts:**

The method for calculation of the global risk is the commitment method.

**Counterparties to transactions on financial contracts traded over-the-counter:**

The manager may process over-the-counter transactions with the following counterparties: Morgan Stanley, Société Générale, BNP and UBS. In addition, the Management Company maintains relations with the following counterparties with whom the manager may have to deal: HSBC, Bank of America Merrill Lynch, Barclays, Crédit Suisse, Goldman Sachs, JPMorgan, Nomura, Banque Fédérative du Crédit Mutuel, CIC, Natixis, ABN AMRO, BBVA, Banco Santander, Dresdner Bank, Deutsche Bank, CACIB and RBC.

The Sub-Fund Management Company selects its counterparties for their expertise in each category of derivatives and each type of underlying asset, for their jurisdiction of incorporation and for the Management Company's assessment of their default risk.

None of these counterparties has discretionary decision-making power on the composition or management of the portfolio of the Sub-Fund or on the underlying assets of the financial contracts acquired by the Sub-Fund, or has to give its approval for any transaction relating to the portfolio.

By means of the transactions realised with these counterparties, the Sub-Fund bears the risk of their defaulting (insolvency, bankruptcy, etc.). In such a situation, the net asset value of the Sub-Fund may fall (see definition of this risk in the "Risk profile" section below).

**Financial guarantees:**

In line with the Management Company's internal policy and with the aim of limiting the risks, it has put in place financial guarantee contracts, commonly known as "collateral agreements", with its counterparties.

The financial guarantees authorised by these agreements are sums of money in euros or in currencies and, for some of them, transferable securities.

If the Management Company does not receive guaranteed financial securities, it has neither a policy for discount of securities received, nor a way to evaluate the guarantees in the security.

In the case of receipt of the financial guarantee in cash, this may be:

- Invested in Short-Term Monetary Mutual Funds (UCI), or
- Not invested and placed in a cash account held by the Sub-Fund Depositary.

The management of financial guarantees may carry operational, regulatory and safekeeping risks. The risks associated with reinvestments of assets received depend on the type of assets or the type of transactions and may consist of liquidity risks or counterparty risks.

The Management Company possesses the human and technical resources needed to manage these risks.

The financial guarantees received from the counterparties are not subject to restrictions with regard to their reuse.

The Sub-Fund does not place any restrictions on its counterparties with regard to reuse of the financial guarantees supplied by the Sub-Fund.

**Safe-keeping:**

The derivative instruments and the guarantees received are kept by the Sub-Fund depositary.

**Remuneration:**

The Sub-Fund is a direct counterparty to transactions on derivative instruments and receives all revenue generated by these transactions. Neither the Management Company nor any third party receives any remuneration in respect of transactions on derivative instruments.
Securities with embedded derivatives: (within a limit of 20% of the net assets):

Nature of instruments used:

Essentially, Warrants, Subscription Warrants and any type of bond medium to which a right of conversion or subscription are attached.

The strategy of use of embedded derivatives in order to achieve the management objective:

Interventions on securities with embedded derivatives shall be of the same nature as those realised on derivative instruments. Recourse to securities with embedded derivatives is subordinate on their potential advantage in terms of costs/efficiency or liquidity.

Deposits: (within a limit of 10% of the net assets):

The Sub-Fund may make deposits of a maximum term of 12 months, with one or more credit establishments. The aim of these deposits is to contribute to the remuneration of the cash position.

Cash borrowing:

In the context of normal operation, the Sub-Fund may occasionally find itself in a debtor position and have recourse, in this case, to cash borrowing, within the limit of 10% of its net assets.

Acquisition transactions and temporary purchase and sale of securities:

The Sub-Fund is not designed to carry out acquisitions transactions or temporary purchase or sale of securities.

Risk profile:

The Sub-Fund will be invested in financial instruments selected by the Management Company. These instruments will experience market developments and fluctuations.

The Sub-Fund is classified as "Shares of eurozone countries". Investors are therefore mainly exposed to the risks below, this list not being exhaustive.

Capital risk and performance risk:

The investor is advised that the performance of the Sub-Fund might not conform to his objectives and that his capital might not be returned in full, the Sub-Fund not benefiting from any guarantee or protection of capital invested.

Equity risk:

The Sub-Fund is invested in or exposed to one or more equity markets which may experience large fluctuations, and to small and medium capitalisations which, taking their specific characteristics into account, may present a liquidity risk. Investors' attention is drawn to the fact that fluctuations in the price of the portfolio assets and/or the market risk will result in a significant reduction in the net asset value of the Sub-Fund.

Interest rate risk:

Because of its composition, the Sub-Fund may be subject to an interest rate risk. This risk results from the fact that, in general, the price of debt securities and fixed-rate bonds falls when rates rise. The net asset value will fall if interest rates rise.

Model risk:

The management process for the Sub-Fund is based in part on using two proprietary models. One of these is used to determine the risk level of an asset compared to other assets in the portfolio, while the other is a non-financial scoring model (including some ESG criteria). There is a risk that these models are not efficient. The performance of the Sub-Fund may therefore be below the management objective.

Counterparty risk:

This is risk linked to the Sub-Fund using futures contracts. These transactions concluded with one or more eligible counterparties potentially expose the Sub-Fund to a risk of one of these counterparties defaulting and possibly resulting in failure to pay.
Subscribers concerned and standard investor profile:

XL shares: All subscribers with a minimum initial subscription amount of EUR 10,000,000.
I shares: All subscribers with a minimum initial subscription amount of EUR 10,000.
RC shares: All subscribers (Retail clientele).

The RF shares are reserved for investors who subscribe via distributors or intermediaries:
- subject to national legislation prohibiting any retrocession to distributors;
- providing an independent advisory service within the meaning of EU Regulation MiFID II;
- Providing a service of individual portfolio management under mandate.

GIC shares: The GRI shares are reserved for sale in Germany and Austria with a minimum initial subscription amount of EUR 500,000.
GRC shares: The GRC shares are reserved for sale in Germany and Austria with a minimum initial subscription amount of 1 unit.

Recommended term of investment: more than 5 years.

The amount which it is reasonable to invest in this Sub-Fund depends on the personal situation of the investor. To determine this, investors should take into account their assets/personal wealth, their current requirements and the recommended minimum investment term but also their willingness to take risks or, on the contrary, to favour prudent investment. They are also strongly recommended to sufficiently diversify their investments, so as not to expose them exclusively to the risks of this Sub-Fund.

Procedure for determination and allocation of distributable amounts:

XL shares: Capitalisation and/or distribution shares.
I shares: Capitalisation and/or distribution shares.

Entry into the accounts according to the cashed coupon method.

The sums distributable by an UCITS are made up of:

1 The net result plus the carry forward, plus or minus the balance of the income adjustment account;
2 The capital gains made, net of costs, minus capital losses made, net of costs, established during the financial year, plus net capital gains of the same nature established during previous financial years not having formed the subject of distribution or capitalisation, and minus or plus the balance of the capital gains adjustment account.

The sums mentioned in points 1 and 2 may be distributed, in full or in part, irrespective of each other.

The Board of Directors decides on the allocation of results.

Distributable sums are paid out within a maximum of five months following the end of the financial year.

The Sub-Fund has opted for the following option for the XL and I shares:

Distributable amounts relating to the net result:

☐ Pure capitalisation: the distributable sums relating to the net result are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

☐ Pure distribution: the distributable sums relating to the net result are distributed in full, rounded to the nearest whole number. The Board of Directors may decide on the payment of exceptional part payments;

☒ The General Meeting decides, each year, on allocation of the net result. The Board of Directors may decide on the payment of exceptional part payments.

Distributable sums relating to capital gains made:
Pure capitalisation: distributable sums relating to capital gains made are capitalised in full;

Pure distribution: the distributable sums relating to capital gains made are distributed in full, rounded to the nearest whole number. The Board of Directors may decide on the payment of exceptional part payments;

The General Meeting decides, each year, on allocation of the realised capital gains. The Board of Directors may decide on the payment of exceptional part payments.

The Sub-Fund has opted for the following option for the RC – RF – GIC – GRC shares:

Distributable amounts relating to the net result:

Pure capitalisation: the distributable sums relating to the net result are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

Pure distribution: the distributable sums relating to the net result are distributed in full, rounded to the nearest whole number. The Board of Directors may decide on the payment of exceptional part payments;

The General Meeting decides, each year, on allocation of the net result. The Board of Directors may decide on the payment of exceptional part payments.

Distributable sums relating to capital gains made:

Pure capitalisation: distributable sums relating to capital gains made are capitalised in full;

Pure distribution: the distributable sums relating to capital gains made are distributed in full, rounded to the nearest whole number. The Board of Directors may decide on the payment of exceptional part payments;

The General Meeting decides, each year, on allocation of the realised capital gains. The Board of Directors may decide on the payment of exceptional part payments.
## Characteristics of the shares:

<table>
<thead>
<tr>
<th>Shares</th>
<th>ISIN code</th>
<th>Allocation of distributable amounts relating to the result</th>
<th>Currency</th>
<th>Subscribers concerned</th>
<th>Minimum amount of initial subscriptions</th>
</tr>
</thead>
<tbody>
<tr>
<td>XL</td>
<td>FR0010436618</td>
<td>Capitalisation and/or Distribution</td>
<td>EUR</td>
<td>For subscribers with a minimum subscription amount of EUR 10,000,000 (ten million euros)</td>
<td>EUR 10,000,000</td>
</tr>
<tr>
<td>I</td>
<td>FR0012046621</td>
<td>Capitalisation and/or Distribution</td>
<td>EUR</td>
<td>All subscribers (Institutional Clientele)</td>
<td>EUR 10,000</td>
</tr>
<tr>
<td>RC</td>
<td>FR0013267135</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers (Retail Clientele)</td>
<td>1 share</td>
</tr>
<tr>
<td>RF</td>
<td>FR0013308996</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Shares reserved for investors who subscribe via distributors or intermediaries:</td>
<td>1 share (*)</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>- that are subject to national legislation prohibiting all retrocessions to distributors</td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>- providing an independent advisory service within the meaning of EU Regulation MIF2</td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>- providing a service of individual portfolio management under mandate</td>
<td></td>
</tr>
<tr>
<td>GIC</td>
<td>FR0013303617</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Units reserved for sale in Germany and Austria</td>
<td>EUR 500,000</td>
</tr>
<tr>
<td>GRC</td>
<td>FR0013303625</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Units reserved for sale in Germany and Austria</td>
<td>1 share</td>
</tr>
</tbody>
</table>

(*) The RF shares may also be subscribed on the basis of one unit, by:
- The Sub-Fund portfolio management company or an entity belonging to the same group;
- The depositary or an entity belonging to the same group;
- The promoter of the Sub-Fund or an entity belonging to the same group.
Subscription and redemption procedure:

Two options: via OFI ASSET MANAGEMENT (for pure registered shares) or via SOCIETE GENERALE (for bearer and administered registered shares)

Subscription and redemption requests are centralised every valuation day up to 12:00 with the Depositary and are matched based on the next net asset value, at an unknown rate.

The corresponding payments are made on the second non-holiday trading day worked following the net asset value date applied.

Option of subscribing in amount and/or in fractions of shares: redemptions are carried out only in quantity of shares (ten thousandths)

Date and frequency of calculation of the net asset value: daily.

The net asset value is calculated every non-holiday trading day worked in Paris and Frankfurt, and is dated that same day. However, on the final day of the year, if the Paris or Frankfurt stock exchange is closed, a net asset value will be calculated based on the latest known prices. However, this will not be used for Subscriptions/Redemptions.

The original net asset value of XL shares is EUR 100.
The original net asset value of I shares is EUR 100.
The original net asset value of GI and GR shares is EUR 100.
The original net asset value of GIC and GRC shares is EUR 100.

Body designated for centralising subscriptions and redemptions:

For pure registered shares:

OFI ASSET MANAGEMENT
22 Rue Vernier – 75017 PARIS

In the context of handling the SICAV's liabilities, subscription and redemption orders may be placed directly with the Management Company, for shares to be registered or pure registered shares, and with SOCIETE GENERALE (by delegation by the Management Company), for shares to be registered or registered bearer shares, which will process these orders in connection with Euroclear France, to which the SICAV is admitted for trading.

The process for placing subscription or redemption orders for shares to be registered or pure registered shares is available from the Management Company.

After collection of these orders, OFI ASSET MANAGEMENT will send them to SOCIETE GENERALE in its capacity as affiliate of Euroclear France.

For bearer and administered registered shares:

SOCIETE GENERALE
32, rue du Champ-de-tir, 44000 Nantes (France).

Investors intending to subscribe to shares and shareholders wishing to redeem shares are invited to make inquiries directly with OFI ASSET MANAGEMENT (for pure registered shares) or SOCIETE GENERALE (by delegation by the Management Company for bearer shares and administered registered shares) regarding the deadline for consideration of their subscription or redemption request, this deadline possibly being prior to the centralisation time mentioned above.

The net asset value of the Sub-Fund is available on request from:

OFI ASSET MANAGEMENT
22 rue Vernier – 75017 PARIS
At the following e-mail address: contact@ofi-am.fr
Fees and expenses:

➢ **Subscription and redemption fees:**

Subscription and redemption fees are added to the subscription price paid by investors, or deducted from the redemption price.

Commission retained by the Sub-Fund serves to offset the costs borne by the Sub-Fund to invest or divest the assets entrusted.

Commission not retained is paid to the Management Company or to the marketers.

<table>
<thead>
<tr>
<th>Fees payable by investors, collected at the time of subscriptions and redemptions</th>
<th>Base</th>
<th>Rate / scale XL - I - RC - RF shares</th>
<th>Rate / scale GIC - GRC shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Subscription fee not retained by the Sub-Fund</td>
<td>Net asset value X number of units</td>
<td>Nil</td>
<td>2%</td>
</tr>
<tr>
<td>Subscription fee retained by the Sub-Fund</td>
<td>Net asset value X number of units</td>
<td>Nil</td>
<td>Nil</td>
</tr>
<tr>
<td>Redemption fee not retained by the Sub-Fund</td>
<td>Net asset value X number of units</td>
<td>1% maximum</td>
<td>Nil</td>
</tr>
<tr>
<td>Redemption fee retained by the Sub-Fund</td>
<td>Net asset value X number of units</td>
<td>Nil</td>
<td>Nil</td>
</tr>
</tbody>
</table>
### Management fees:

Fees cover all costs invoiced directly to the Sub-Fund, with the exception of transactions costs.

For more detail about the fees actually charged to the Sub-Fund, please refer to the Key Investor Information Document.

<table>
<thead>
<tr>
<th>Costs charged to the Sub-Fund</th>
<th>Base</th>
<th>Rate/scale, XL Shares</th>
<th>Rate/scale, I Shares</th>
<th>Rate/scale, RC Shares</th>
<th>Rate/scale, RF Shares</th>
<th>Rate/scale, GIC Shares</th>
<th>Rate/scale, GRC Shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Management company's external management fees and administrative costs</td>
<td>Net assets</td>
<td>0.35% (including tax)</td>
<td>0.65% (including tax)</td>
<td>1.50% (including tax)</td>
<td>0.95% incl. tax</td>
<td>0.95% incl. tax</td>
<td>1.65% (including tax)</td>
</tr>
<tr>
<td>2 Maximum turnover fee per transaction (1)</td>
<td>Fixed fee per transaction</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td>Eurozone and Mature Countries</td>
<td>EUR 0 to 200 (excluding tax)</td>
<td>EUR 0 to 200 (excluding tax)</td>
<td>EUR 0 to 200 (excluding tax)</td>
<td>EUR 0 to 200 (excluding tax)</td>
<td>EUR 0 to 200 (excluding tax)</td>
<td>EUR 0 to 200 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td>Emerging Countries</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td>UCI</td>
<td>EUR 0 to 50 (excluding tax)</td>
<td>EUR 0 to 50 (excluding tax)</td>
<td>EUR 0 to 50 (excluding tax)</td>
<td>EUR 0 to 50 (excluding tax)</td>
<td>EUR 0 to 50 (excluding tax)</td>
<td>EUR 0 to 50 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td>&quot;Ordinary&quot; OTC products</td>
<td>EUR 0 to 150 (excluding tax)</td>
<td>EUR 0 to 150 (excluding tax)</td>
<td>EUR 0 to 150 (excluding tax)</td>
<td>EUR 0 to 150 (excluding tax)</td>
<td>EUR 0 to 150 (excluding tax)</td>
<td>EUR 0 to 150 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td>&quot;Complex&quot; OTC products</td>
<td>EUR 0 to 450 (excluding tax)</td>
<td>EUR 0 to 450 (excluding tax)</td>
<td>EUR 0 to 450 (excluding tax)</td>
<td>EUR 0 to 450 (excluding tax)</td>
<td>EUR 0 to 450 (excluding tax)</td>
<td>EUR 0 to 450 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td>Compensated derivatives</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 Outperformance fee</td>
<td></td>
<td>20% (including tax) of the performance exceeding the Euro Stoxx Reinvested Net Dividends index</td>
<td>20% (including tax) of the performance exceeding the Euro Stoxx Reinvested Net Dividends index</td>
<td>20% (including tax) of the performance exceeding the Euro Stoxx Reinvested Net Dividends index</td>
<td>20% (including tax) of the performance exceeding the Euro Stoxx Reinvested Net Dividends index</td>
<td>Nil</td>
<td>Nil</td>
</tr>
</tbody>
</table>

Operating and management fees are directly charged to the profit and loss account of the Sub-Fund on calculation of each net asset value.

Only the fees mentioned below may sit outside of the 3 groups of fees referenced above and, in this case, must be mentioned hereafter:

- The contributions owed for management of the Sub-Fund, applying d) of the 3rd clause of part II of Article L.621-5-3 of the Monetary and Financial Code;
- Exceptional and non-recurring taxes, fees and governmental rights (in relation to the UCITS);
- Exceptional and non-recurrent costs with a view to recovery of receivables (ex Lehman) or, in the context of a lawsuit, to assert a right (ex class action lawsuits).

The information relating to these fees is also set out ex post in the Sub-Fund’s annual report.
➢ Outperformance fee:

Variable fees correspond to an outperformance fee. The calculation period for the outperformance fee runs between 1 August and 31 July each year. Each time the net asset value is established, the outperformance of the Sub-Fund is defined as the positive difference between the net assets of the Sub-Fund before consideration of any provision for outperformance fee, and the net assets of a notional Sub-Fund achieving a performance corresponding to that of the Sub-Fund's benchmark (calculated on the basis of reinvested net dividends) and registering the same pattern of subscriptions and redemptions as the actual Sub-Fund.

Each time the net asset value is established, the outperformance fee, then defined equal to 20% (including tax) of the performance above the Euro Stoxx Reinvested Net Dividends index, forms the subject of a provision, or a provision reversal limited to the existing allocation. Such a provision can only be posted on the condition that the net asset value, after consideration after any provision for outperformance fee, is higher than the net asset value at the start of the financial year. In the case of negative absolute performance, when the relative performance of the Sub-Fund is positive, this same outperformance fee shall also be collected, but this shall be limited to 1.5% of the Net Assets.

By way of exception for RF shares, the initial calculation period for the outperformance fee will run between 09/03/2018 and 31 July 2019.

In the case of redemptions, the share of the outperformance fee corresponding to the redeemed shares is collected by the Management Company. Apart from redemptions, the outperformance fee is collected by the Management Company after each calculation period.

A description of the method used for calculation of the outperformance fee is made available to subscribers by the Management Company.

➢ Procedures for calculation and allocation of the remuneration on acquisitions and temporary purchase or sale of securities:

Not applicable.
Brief description of the procedure for choosing brokers:

The OFI Group has introduced a procedure for selection and assessment of market brokers, which makes it possible to select, for each category of financial instruments, the best market brokers and to ensure the quality of execution of orders placed on behalf of our UCITS under management.

The management teams can send their orders directly to the market brokers selected or go through the OFI Group trading desk, OIS.

This service provider handles the receipt and transmission of orders, followed by execution or not, to the market brokers on the following financial instruments: Debt securities, Capital securities, Shares or UCI Shares, Financial contracts.

This service provider's expertise makes it possible to separate the selection of financial instruments (which remains the responsibility of the Management Company) from their trading, whilst ensuring the best execution of orders.

A multi-criteria valuation is carried out on a six-monthly basis by the OFI Group's management teams. Depending on the circumstances, it takes into consideration several or all of the following criteria:

- Monitoring volumes of transactions per market broker;
- Analysis of the counterparty risk and how this develops (a distinction is made between "brokers" and "counterparties");
- the nature of the financial instrument, the execution price, where applicable the total cost, the speed of execution and the size of the order;
- Feedback of operational incidents detected by the managers or the Middle Office.

At the end of this valuation, the OFI Group can reduce the volumes of orders entrusted to a market broker or withdraw it temporarily or permanently from its list of authorised service providers.

This valuation can be based on an analysis report provided by an independent service provider.

The selection of UCIs relies on a threefold analysis:

- A quantitative analysis of the media selected;
- An additional qualitative analysis;
- Due diligence, which aims to validate the option of intervening on a given fund and of fixing the investment limits on the fund in question and on the corresponding management company.

A post-investment committee which meets every six months to review all authorisations given and limits consumed.

For the execution of certain financial instruments, the Management Company resorts to commission sharing agreements (CCP or CSA), according to which a limited number of investment service providers:

- provide the order execution service;
- collect brokerage costs relating to services of assistance with investment decisions;
- pay these costs back to a third party provider of these services.

The objective sought is to use, as far as possible, the best service providers in each speciality (execution of orders and assistance with investment/disinvestment decisions).
Commercial information

1/ Distribution

Distributable sums are paid out, where applicable, within five months at the most of the end of the financial year.

2/ Redemption or reimbursement of Shares

Subscriptions and redemptions of shares of the Sub-Fund can be sent to:

For pure registered shares

OFI ASSET MANAGEMENT
22 Rue Vernier, 75017 Paris (holder of Register of pure registered units)

For managed bearer and registered shares

SOCIÉTÉ GÉNÉRALE.
Postal address of function of centralisation of subscription/redemption orders and keeping of registers (by delegation by the Management Company): 32, rue du Champ-de-tir — 44000 Nantes (France).

Shareholders are informed of changes affecting the Sub-Fund according to the terms defined by the Autorité des Marchés Financiers: specific provision of information or any other means (financial notices, periodic documents, etc.).

3 / Distribution of information about the Sub-Fund

Shareholders are informed of changes affecting the Sub-Fund according to the terms defined by the Autorité des Marchés Financiers: specific provision of information or any other means (financial notices, periodic documents, etc.).

The document about the voting policy for management companies in the OFI group and the report on the terms for exercising these voting rights are available on the management company’s website or at its registered office.

The Sub-Fund prospectus, the net asset value of the Sub-Fund and the latest annual reports and periodic documents are available, on request, from:

OFI ASSET MANAGEMENT
Limited Liability Company with an Executive Board
22 rue Vernier – 75017 PARIS

At the following e-mail address: contact@ofi-am.fr

4/ Information on ESG criteria

The Management Company makes available to the investor information about the procedure for consideration, in its investment policy, of criteria relating to compliance with environmental, social and governance quality objectives on its website www.ofi-am.fr and in the annual report for the Sub-Fund (from financial years starting from 1st January 2012).

5/ Transfer of portfolio composition

The Management Company may transfer, directly or indirectly, the composition of the assets of the Sub-Fund to the Sub-Fund holders who have professional investor status, solely for purposes related to regulatory obligations in the context of calculation of equity. This transfer occurs, where applicable, within a period of no more than 48 hours after publication of the net asset value of the Sub-Fund.
Investment rules

THE SUB-FUND IS SUBJECT TO THE INVESTMENT RULES AND REGULATORY RATIOS APPLICABLE TO "AUTHORISED UCITS IN ACCORDANCE WITH DIRECTIVE 2009/65/EC" IN ARTICLE L.214-2 OF THE MONETARY AND FINANCIAL CODE.

The Sub-Fund is subject to the investment rules and regulatory ratios applicable to authorised UCITS in accordance with Directive 2009/65/EC coming under Article L.214-2 of the Monetary and Financial Code, governed by Sub-section 1 of Section 1 of Chapter IV of Title I of Book II of the Monetary and Financial Code.

The main financial instruments and management techniques used by the Sub-Fund are mentioned in Part II, "Specific provisions", of the Prospectus.

Global risk

The method applied for calculation of the global risk is the commitment method.

Rules for valuation and posting of assets

The rules for valuation of the assets are based, first, on valuation methods and second, on practical terms which are specified in the appendix to the annual accounts and in the prospectus. The rules for valuation are fixed, under its responsibility, by the Management Company.

The net asset value is calculated every non-holiday trading day and is dated that same day.

I RULUES FOR VALUATION OF ASSETS:

The Sub-Fund has complied with the accounting rules established by the amended Accounting Standards Authority regulation no. 2014-01 on the accounting plan of open-ended UCIs.

The accounts relating to the securities portfolio are kept by reference to the historic cost: entries (purchases or subscriptions) and exits (sales or redemptions) are posted based on the acquisition price, excluding costs.

Any exit generates a capital gain or capital loss from sale or redemption and potentially, a redemption bonus. Accrued coupons on negotiable debt securities are considered on the day of the net asset value date.

The Sub-Fund values its securities at the actual value, the value resulting from the market value or in the absence of any existing market, by using financial methods. The entry value-actual value difference generates a capital gain or loss which shall be posted as “difference in estimate of portfolio”.
Description of methods of valuation of balance sheet entries and fixed-term and conditional transactions:

- **Financial instruments:**
  - **Equity securities:** Equity securities admitted for trading on a regulated or similar market are valued based on closing prices.
  - **Debt securities:** Debt securities admitted for trading on a regulated or similar market are valued, under the responsibility of the management company, by comparing the prices of these assets with various sources.
  - **Money market instruments:**
    - Negotiable debt securities (NDS) with a duration on issue, acquisition or residual duration which is less than three months are valued using a linear method up to maturity at the issue or acquisition price or at the last price applied for their valuation at the market price.
    - Negotiable debt securities (NDS) with a residual duration of more than three months are valued at the market price at the time of publication of inter-bank market prices.
  - **Unlisted transferable securities:** unlisted transferable securities are valued under the responsibility of the Management Company using methods based on the asset value and the return, taking into consideration the prices applied at the time of recent significant transactions.
  - **UCIs:**
    Shares or shares of UCIs are valued at the last known net asset value on the actual day of calculation of the net asset value.

- **Financial contracts (otherwise known as “futures instruments”) within the meaning of Article L.211-1, III of the Monetary and Financial Code:**
  - **Financial contracts traded on a regulated or similar market:** fixed or conditional futures instruments, traded on European regulated or similar markets are valued at the settlement price, or failing this, based on the closing price.
  - **Financial contracts not traded on a regulated or similar market (i.e. traded over-the-counter):**
    - Financial contracts not traded on a regulated or similar market and settled: financial contracts not traded on a regulated or similar market and forming the subject of settlement are valued at the settlement price.
    - Financial contracts not traded on a regulated or similar market and not settled: financial contracts not traded on a regulated or similar market and forming the subject of settlement are valued at the settlement price.

- **Acquisitions and temporary purchase and sale of securities:**
  Not Applicable

- **Deposits:**
  Deposits are valued at their book value.

- **Currencies:**
  Foreign currencies in cash are valued with the prices published daily on the financial databases used by the Management Company.
II/ METHOD OF POSTING:

Description of method followed for posting income from securities with fixed income:

Result is calculated based on coupons cashed. Coupons accrued on the day of the valuations constitute an element of the valuation difference.

Description of the method for calculating fixed management fees:

Management fees are directly charged to the profit and loss account of the UCITS, when each net asset value is calculated. The maximum rate applied on the basis of net assets may not be more than 0.35% (including tax) for XL shares, 0.65% (including tax) for I shares, 1.50% (including tax) for RC shares, 0.95% (including tax) for RF shares, 0.95% (including tax) for GIC shares and 1.65% (including tax) for GRC shares; all UCI included.

Description of the method for calculating variable management fees on XL - I - RC and RF shares:

The variable management fees correspond to 20% (including tax) of the performance exceeding the Euro Stoxx Reinvested Net Dividends index. These will be provisioned on each net asset value.

By way of exception for RF shares, the initial calculation period for the outperformance fee will run between 09/03/2018 and 31 July 2019.

Allocation of profits:

Under the regulations set out in the Prospectus, which has been approved by the Financial Markets Authority, each year, the Management Company makes a decision about allocating profits and may decide to capitalise them or distribute them completely or partially.

Remuneration

In accordance with Directive 2009/65/EC, management has introduced a remuneration policy adapted to its organisation and its activities.

The aim of this policy is to define the practices concerning the various remunerations of employees with authority relating to decision-making, control or risk-taking within the company.

This remuneration policy has been defined in the light of the objectives, values and interests of the OFI Group, the UCITS managed by the Management Company and their holders.

The objective of this policy is to not encourage excessive risk-taking in contradiction with the risk profile of the UCITS managed.

The remuneration policy is adopted and supervised by the OFI Group's Strategic Committee.

The remuneration policy is available on the website www.ofi-am.fr or free of charge upon written request.
Sub-Fund no. 3

OFI FINANCIAL INVESTMENT – RS EURO CREDIT SHORT TERM

(KIID)
1/ STRUCTURE OF THE UCITS

Name:

OFI FINANCIAL INVESTMENT - RS EURO CREDIT SHORT TERM (the "Sub-Fund")

Legal structure and Member State in which the UCITS was constituted:

Sub-Fund under French law of the SICAV OFI FINANCIAL INVESTMENT.

Date of creation and envisaged duration:

The Sub-Fund was created on 16 September 2019 for a term of 99 years.
It is the result of the merger-absorption of the mutual fund OFI RS EURO CREDIT SHORT TERM itself created on 30 October 2001.

2/ GENERAL CHARACTERISTICS

Characteristics of the shares:

- ISIN code I Shares: FR0000979866
- ISIN code R Shares: FR0011799931
- ISIN code RF Shares: FR0013308921
- ISIN code GIC Shares: FR0013487733

Nature of the right attached to the unit category:

Every shareholder has a right of joint ownership on the assets of the Sub-Fund proportional to the number of shares owned.

Arrangements for holding liabilities:

The shares issued by the Sub-Fund are admitted for trading on Euroclear France (bearer and administered registered shares) and to the Management Company's register (pure registered shares).

Voting right:

No voting right is attached to the shares, decisions being made by the Management Company.
However, information about changes to operation of the Sub-Fund is given to unitholders, either individually or via the press, or by any other means in accordance with instruction 2011-20 of 21 December 2011.

Form of the shares:

pure registered shares: for subscription and redemption orders placed with OFI ASSET MANAGEMENT.
Bearer and administered registered shares: for subscription and redemption orders placed with SOCIETE GENERALE.

Fractional shares:

☐ YES ☐ NO

Number of decimal places:

☐ Tenths ☐ hundredths ☐ thousandths ☒ ten thousandths
Closing date:
Last trading day worked in Paris in December.

2/ SPECIFIC PROVISIONS

Classification: Bonds and other debt securities denominated in euros.

Management objective:
The management objective of the Sub-Fund is to achieve a performance greater than that of the EONIA index capitalised daily over the recommended investment period, through exposure to interest rate products, implementing an SRI approach.

Benchmark:
The benchmark against which the investor can compare performance of the Sub-Fund is the EONIA capitalised daily.

The EONIA (Euro OverNight Index Average) corresponds to the average overnight rate in the eurozone; it is calculated by the European Central Bank and represents the European risk-free rate.

The EONIA Capitalised expresses the daily capitalisation of EONIAs.

In accordance with the European Benchmark Regulation, EMMI the supplier of the benchmark is not registered on the ESMA register. For further information on the capitalised EONIA index, please refer to the supplier’s website: https://www.emmi-benchmarks.eu/euribor-eonia-org/about-eonia.html.

The Management Company is able to replace the benchmark if it is substantially modified or ceases to be provided.

Investment strategy:
➢ Strategies used:
The portfolio is built and managed based on a quantitative and qualitative investment universe, in order to integrate securities into the Sub-Fund that are deemed to suit the management objectives and constraints.

The aim of the Sub-Fund is to take advantage of:

- Developments in short-term rates over the monetary cycle change period; It will be the responsibility of the managers to actively guide the sensitivity of the Sub-Fund. So in the event that the managers favour a rise in rates, the sensitivity of the Sub-Fund will be reduced in order to lessen the impact of the expected rise on the net asset value. Conversely, when a dip in key rates occurs, the sensitivity will be increased in order to benefit from the appreciation in fixed-rate securities.

  The sensitivity of the Sub-Fund will change within a range of 0 to 2

- Active management of issuers coming into the composition of the portfolio. The development of credit spreads (credit margins existing between securities issued by private entities and those issued by States) will have a significant impact on the development of the net asset value. The choice of issuers in which the Sub-Fund invests is an important part of building up the expected performance. The selection of individual issuers calls on the combined expertise of OFI AM credit analysts (fundamental analysis) and credit managers (market analysis), as well as a quantitative analysis in order to select issuers who suit the management constraints and offer the best potential for appreciation. Please note that there is no investment in sovereign issuers.

In the context of his management, the manager will select securities whose maturity is at most three years.
The Sub-Fund may invest up to 5% of its net assets in contingent convertible bonds, called "CoCos". CoCos are hybrid securities issued by financial institutions (banks, insurance companies, etc.) that allow losses to be absorbed when their regulatory capital falls below a certain predefined threshold (or trigger). They are used to improve the portfolio's return, but with an additional risk related to their subordination to other types of debt, and to the automatic activation (or at the discretion of the issuer's regulator) of clauses that may result in a total loss of the investment.

Concomitantly with the financial analysis, the manager complements his study with the analysis of non-financial criteria in order to favour a "Socially Responsible Investment" (SRI) selection of companies in the portfolio.

The SRI research team carries out a detailed analysis of the environmental and social issues specific to each sector of activity, and of governance issues.

This study is carried out taking into account Environmental, Social and Governance elements, namely:

- The Environmental dimension: direct or indirect impact of the issuer's activity on the environment: climate change, natural resources, project financing, toxic waste, green products;
- The Social dimension: direct or indirect impact of the issuer's activity on stakeholders: employees, customers, suppliers and civil society, by reference to universal values (notably: human rights, international work standards, environmental impact, prevention of corruption, etc.);
- The Governance dimension: processes as a whole, regulations, laws and institutions influencing the way the company is directed, administered and controlled.

Depending on the management company's analysis, the Environmental, Social and Governance issues (ESG) constitute areas of risk which may have significant financial impacts on the issuers and therefore on their sustainability. Furthermore, issuers who include sustainable development issues in their growth strategy create opportunities which contribute to their economic development. To this end, the ESG analysis complements and enriches the traditional financial analysis.

The SRI analysis team defines a sector-based reference of the key issues (Environmental, Social, Governance listed above), selecting for each sector of activity the most important ESG issues for this sector. An ESG score is calculated per issuer using the sector-based reference for key issues which includes the key issue scores for Environment and Social (E and S) and scores for Governance (G) key issues.

Governance issues include a fixed weighting of 30% for corporate governance and a variable weighting of 10% to 40% reflecting the level of risk incurred by the conduct of directors and the company. This level varies depending on the sectors of activity.

The overall weighting of the E and S issues is then determined. The weighting of environmental, social and governance issues is specific to each sector of activity.

This ESG score is calculated out of 10.

These scores can be the subject of:

3. Penalties relating to controversies not yet included in the key issue scores.

This penalty system allows the most significant controversies to be taken into account quickly, pending their integration into the analysis of key issues. The evaluation scale is as follows:

- Very serious and/or structural controversy, repetition of serious controversies: 0.75 penalty;
- Serious controversy or repeated significant controversy: 0.5 penalty;
- Significant controversy: 0.25 penalty.

The total controversy penalty is capped at 0.75. Once the controversy is included in the analysis of the key issues – and therefore into the issue score – this penalty is deleted.

4. Any bonuses or penalties awarded by the analyst responsible for the sector in the event of divergence on the assessment of an issue by the rating agency.

Companies' ESG scores are used to establish an SRI score corresponding to the ranking of the issuer's ESG score compared to other actors in its ICB supersector (level 2). The SRI score is established on a scale of 0 to 5, 5 corresponding to the best ESG score in the sector.

On OFI FINANCIAL INVESTMENT - RS EURO CREDIT SHORT TERM, the analysed universe is defined through limiting companies with poorer SRI scores (Best In Class scores as established by our SRI section) out of all issuers covered by an ESG analysis (private international issuers - who number approximately 2,700 at the moment - referred to hereinafter by the term "analysed universe").
Qualification of the analysed universe (2,700 private international issuers)

- Issuers Under supervision: companies lagging behind in consideration of ESG issues. These companies represent 15% of the least highly rated companies in the analysed universe.

The other companies in the analysed universe are distributed around four categories, representing (85%/4) of the number of companies:
- Uncertain: companies whose ESG issues are poorly managed;
- Followers: companies whose ESG issues are averagely managed;
- Involved: companies active in consideration of ESG issues;
- Leaders: companies most advanced in the consideration of ESG issues.

The eligible investment universe is defined by the limitation of the percentage of the least advanced issuers in the portfolio.

The portfolio will be made up of at least the following:
- 60% of the two best SRI categories (Leader and Involved);
- And 75% of the three best SRI categories (Leader, Involved and Followers).

For information, the "uncertain" issuers show better SRI performances than "under monitoring" ones, as they fall in a category with an SRI score greater than the lowest 15%.

The Sub-Fund adheres to the AFG Eurosif Transparency Code for SRI funds open to the public, available at www.ofi-am.fr. This Code describes in detail the non-financial analysis method, along with the SRI selection process applied.

➢ Assets (excluding embedded derivatives):

The Sub-Fund portfolio is made up of the following categories of assets and financial instruments:

Debt securities and money market instruments:

Up to a maximum of 110% of the Sub-Fund's assets. These will mainly be negotiable bonds and debt securities, including convertible bonds (within a limit of 10% of the Sub-Fund assets), listed on a regulated market in an OECD country (the largest area for investing being the eurozone), denominated in euros and issued by private or public companies.

Portfolio securities, or failing that their issuers, must be rated Investment Grade, according to the rating policy implemented by the management company. This debt securities rating policy provides for a single rule in terms of allocation of a long-term rating on bond securities. Under this policy, a rating is determined according to ratings allocated by one or more recognised agencies, and that resulting from the analyses of the management company's Credit Analysis team.

Consequently, investment decisions or credit instrument transfer decisions are not mechanically and exclusively based on the criterion of their rating and are based, among other things, on an internal analysis of the credit or market risk. The decision to buy or to assign an asset is also based on other criteria at the manager's discretion.

In the event of any downgrading into the "non-Investment Grade" category for the rating of a security allocated in accordance with the chosen ratings policy, the manager shall have the option of maintaining the portfolio as it is, subject to a credit analysis or risk management, otherwise he should take any corrective action necessary to once again comply with the composition of the portfolio within a maximum period of three months.

The Sub-Fund may hold "non investment grade" securities (according to the agency rating or an internal analysis by the Management Company, or which hold no rating) up to an overall limit of 10% of its net assets.

In the event that this limit of 10% is exceeded (through a market effect or the downgrading of a rating for a security allocated based on the chosen rating policy), the manager shall take any corrective action he deems necessary to fulfil his commitments to the composition of the portfolio within a maximum period of three months.

The maturity of the securities in the portfolio shall be at most three years.
In money market instruments (including a maximum of 10% of the assets in euro commercial paper) as part of its cash investment.

The sensitivity of the Sub-Fund may vary between 0 and 2.

Credit sensitivity constraint: the weighting of each instrument is defined based on the overall sensitivity of the portfolio and the results of the analysis carried out on each one.

<table>
<thead>
<tr>
<th>Range of sensitivity to interest rates within which the Sub-Fund is managed</th>
<th>Between 0 and 2</th>
</tr>
</thead>
<tbody>
<tr>
<td>Currency denominations for securities in which the Sub-Fund invests</td>
<td>Euro: from 0 to 100% of net assets (*)</td>
</tr>
<tr>
<td>Currencies: from 0 to 10% of the net assets (*)</td>
<td></td>
</tr>
<tr>
<td>Level of currency risk borne by the Sub-Fund</td>
<td>10% max. of the net assets</td>
</tr>
<tr>
<td>Geographical area of issuers of securities to which the Sub-Fund is exposed</td>
<td>Euro: from 0 to 100% of net assets (*)</td>
</tr>
<tr>
<td>Other: from 0 to 10% of the net assets</td>
<td></td>
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</tbody>
</table>

Shares or shares of other UCIs or investment funds:

In order to manage the cash or access specific markets (sector-based or geographic), the Fund may invest up to 10% of its assets in shares and shares in French or foreign UCITS under Directive 2009/65/EC themselves investing a maximum of 10% of their assets in shares or shares in other UCITS or investment funds, or in shares and shares of other French or foreign UCIs or investment funds under foreign law which satisfy the conditions provided for in Article R. 214-13 (1) to (4) of the Monetary and Financial Code.

These funds may be UCIs managed or promoted by companies in the OFI Group.

Other assets eligible within the limit of 10% of the assets:

The Sub-Fund may hold up to 10% in an accumulation of money market instruments, debt securities or capital securities not traded on a regulated market, in compliance with Article R. 214.12 of the Monetary and Financial Code.

- **Derivative instruments:**

  The Sub-Fund may act on regulated French and foreign financial futures markets (futures contracts and options) and carry out over-the-counter transactions (swaps, caps and floors, options and forwards) as part of its management objective.

  For interest rates, managers can use futures financial instruments negotiated OTC or on a regulated market for the purposes of hedging and exposure.

  For foreign exchange, the managers may use derivative instruments (swaps, forwards, options or agreements) for the purposes of hedging currency risk.

  The managers may also use the purchase or sale of futures financial instruments which meet the specifications of credit derivatives (credit default swap) as defined by the framework agreements for French investment (FBF) or international investment (ISDA).

  These credit derivatives will be used:

  (i) Either to take a credit position on an issuer or a basket of issuers. In this case the Sub-Fund may use both put and call options;

  (ii) Or as an instrument to hedge credit exposure present in the portfolio (physical securities or derivative credits in a protective put position).

  Protective puts are performed in compliance with the ratings criteria detailed above (maximum 10% of positions in unrated or speculative securities - this limit is used in line with cash and derivative positions). However, in the event of protective calls, this 10% limit does not apply.

  The Sub-Fund may also turn to credit indexes such as the ITRAXX. The management may use these exposed indexes and therefore take a position on risks of default and variation of spreads of issuers making up the index.
The exposure of the Sub-Fund to credit derivatives may not exceed 100% of the net assets.

The Sub-Fund may use financial futures instruments where this respects its global limit calculated using the probabilistic method (see "Global Risk").

**Interest rate derivatives:**

As part of this management, the manager will perform hedging or exposure operations on interest rate risks linked to the bonds held in the portfolio. The derivative instruments used to this end are, in particular interest rate swaps, futures and options.

**Currency derivatives:**

The Sub-Fund may operate on the currency market through cash or futures contracts on currencies on organised and regulated markets, French or foreign (futures, options, etc.) or over-the-counter futures currencies contracts (swaps, forwards, etc.).

Futures transactions shall be used to cover any foreign currency exposure of the Sub-Fund.

**Credit derivatives:**

The manager may use financial agreements in order to expose/sensitize the Sub-Fund to credit risk through protective put options or, conversely, to cover portfolio credit exposure through protective call options.

Use by the manager of credit derivatives will, in particular, make it possible to manage the global credit exposure of the portfolio, the taking or hedging against individual credit risks or a basket of issuers, and realisation of relative value strategies (namely, to hedge and/or expose the portfolio regarding the risk of discrepancy in remuneration on one or more issuers).

The derivative instruments used to this end include CDS, CDS indices and options on CDS indices.

CDS (Credit Default Swaps) are futures contracts, the underlying asset of which is an obligation by which the buyer pays an annual premium, fixed at the start of the contract (fixed swap flow) and the seller, compensation in the case of a credit event affecting the issuer of the underlying bond (variable flow, otherwise known as conditional flow).

**Commitment of the Sub-Fund on financial contracts:**

The commitment is calculated according to the probability method with a VaR at a horizon of one week with a probability of 95%. This VaR must not exceed 5% of net assets.

The maximum leverage of the Sub-Fund, given for information only, calculated as the sum of the nominal values of the positions on financial futures instruments used, is 200%. However, the Sub-Fund reserves the option of seeking a higher leverage level, depending on the situation of the markets.

**Counterparties to transactions on financial contracts traded over-the-counter:**

The manager may process over-the-counter transactions with the following counterparties: JPMorgan, Deutsche Bank, BNP, SG, Barclays, HSBC.

In addition, the Management Company maintains relations with the following counterparties with whom the manager may have to deal: Banque Fédérative du Crédit Mutuel, Banco Santander, CIC, ABN AMRO, BBVA, Dresdner Bank, RBC, Crédit Suisse, Morgan Stanley, Bank of America Merrill Lynch, UBS, CACIB, Nomura, Goldman Sachs and Natixis.

The Sub-Fund Management Company selects its counterparties for their expertise in each category of transactions and each type of underlying asset, for their jurisdiction of incorporation and for the Management Company's assessment of their default risk.

None of these counterparties has discretionary decision-making power on the composition or management of the portfolio of the Sub-Fund or on the underlying assets of the financial contracts acquired by the Sub-Fund, or has to give its approval for any transaction relating to the portfolio.

By means of the transactions realised with these counterparties, the Sub-Fund bears the risk of their defaulting (insolvency, bankruptcy, etc.). In such a situation, the net asset value of the Sub-Fund may fall (see definition of this risk in the "Risk profile" section below).
Financial guarantees:

In line with the Management Company's internal policy and with the aim of limiting the risks, it has put in place financial guarantee contracts, commonly known as "collateral agreements", with its counterparties. The financial guarantees authorised by these agreements are sums of money in euros or in currencies and, for some of them, transferable securities.

If the Management Company does not receive guaranteed financial securities, it has neither a policy for discount of securities received, nor a way to evaluate the guarantees in securities.

In the case of receipt of financial guarantees in cash, this may be:

- Invested in Short-Term Monetary Mutual Funds (UCI), or
- Not invested and placed in a cash account held by the Sub-Fund Depositary.

Management of financial guarantees may carry operational, regulatory and safekeeping risks. The risks associated with reinvestments of assets received depend on the type of assets or the type of transactions and may consist of liquidity risks or counterparty risks.

The Management Company possesses the human and technical means necessary to manage these risks.

The financial guarantees received from the counterparties are not subject to restrictions with regard to their reuse.

The Sub-Fund does not place any restrictions on its counterparties with regard to reuse of the financial guarantees supplied by the Sub-Fund.

Safe-keeping:

The derivative instruments and the guarantees received are kept by the Sub-Fund depositary.

Remuneration:

The Sub-Fund is a direct counterparty to transactions on derivative instruments and receives all revenue generated by these transactions. Neither the Management Company nor any third party receives any remuneration in respect of these transactions.

➢ Securities with embedded derivatives:

The Sub-Fund may be exposed, in minority proportions, to convertible bonds when the latter offer more attractive opportunities than the aforementioned bonds. Generally, share sensitivity, at the time of acquisition of these convertible bonds, is negligible but evolution of the markets may show residual share sensitivity.

➢ Deposits:

The Sub-Fund does not carry out deposit transactions and may also hold liquid assets, including foreign currencies.

➢ Cash borrowing:

In the context of normal operation, the Sub-Fund may occasionally find itself in a debtor position and have recourse, in this case, to cash borrowing, within the limit of 10% of its net assets.

➢ Acquisition transactions and temporary purchase and sale of securities:

The Sub-Fund is not designed to carry out acquisitions transactions or temporary purchase or sale of securities.
Risk profile:

The Sub-Fund will be invested in financial instruments selected by the Management Company. These instruments will experience market developments and fluctuations.

The Sub-Fund is a UCITS classified as "Bonds and other debt securities denominated in euros" and consequently investors are mainly exposed to the following risks:

**Capital loss risk:**
The investor is advised that the performance of the Sub-Fund might not conform to his objectives and that his capital might not be returned in full, the Sub-Fund not benefiting from any guarantee or protection of capital invested.

**Interest rate risk:**
The interest rate risk corresponds to the risk linked to a rise in the rate of bond markets, which causes a drop in bond prices and therefore a drop in the net asset value of the Sub-Fund. The sensitivity of the Sub-Fund may vary between 0 and 2.

**Credit risk:**
this represents the possible risk of downgrading the issuer's credit rating, which would have a negative impact on the rate of the security and therefore on the net asset value of the Sub-Fund. The use of credit derivatives may increase this risk.

**Commitment risk:**
The Sub-Fund may use derivative products in addition to the securities in the portfolio, with a maximum overall commitment of 200% of the assets. In the event of any unfavourable developments in the markets, the net asset value of the Sub-Fund may undergo a more significant drop.

**Risk linked to investment in convertible bonds:**
The value of convertible bonds depends on a number of factors: level of interest rates, changes in the price of underlying shares, changes in the price of derivatives embedded in the convertible bond. These various elements may lead to a drop in the net asset value of the Sub-Fund. If the underlying shares for convertible and similar bonds, and shares held directly in the portfolio or in the indices to which the portfolio is exposed fall, the net asset value may drop. Share risk remains ancillary in this Sub-Fund.

**Counterparty risk:**
This is risk linked to the use by the Sub-Fund of future financial instruments, over the counter. These transactions concluded with one or more eligible counterparties potentially expose the Sub-Fund to a risk of one of these counterparties defaulting and possibly resulting in failure to pay.

And secondarily:

**Foreign exchange risk:**
Exchange risk is due to investments in currencies other than the euro – it is a secondary consideration for this Sub-Fund.

**Share risk:**
This is the risk of variation in the share prices to which the portfolio is exposed. A minority portion of the Sub-Fund may be exposed to convertible bonds, where such bonds present more attractive opportunities than the above-mentioned bonds. Generally speaking, the share sensitivity at the time of purchasing these convertible bonds is negligible, but the development of the markets may bring forth a residual share sensitivity.

**High Yield risk ("Speculative High Yield"):**
This is the credit risk applied to what are known as "speculative" securities which present probabilities of default higher than those of Investment Grade securities. In exchange, they offer higher levels of return. In the case of downgrading of the rating, the net asset value of the Sub-Fund will fall.
Risk associated with contingent bonds:
CoCos are hybrid securities issued by financial institutions (such as banks and insurance companies) that allow losses to be absorbed when their regulatory capital falls below a certain predefined threshold (or trigger) or is deemed insufficient by the regulator of these financial institutions. The first case is referred to as a mechanical trigger and the second case is referred to a discretionary trigger of the absorption mechanism by the regulator. The trigger, specified in the prospectus at issue, corresponds to the level of capital from which the absorption of losses is mechanically triggered. This absorption of losses is achieved either by conversion into shares or by a reduction in the nominal value (partial or total).

The main specific risks associated with the use of Cocos are the risks of:

- Triggering the loss absorption mechanism: This involves either the conversion of the CoCos into shares ("equity conversion") or the partial or total reduction of the nominal value ("write down");
- Non-payment of coupons: Payment of coupons is at the discretion of the issuer (but with the systematic prior consent of the regulator) and non-payment of coupons does not constitute a default on the part of the issuer;
- Non-repayment on call date: AT1 CoCos are perpetual bonds but redeemable on certain dates (call dates) at the discretion of the issuer (with the agreement of its regulator). Non-repayment on the call date increases the maturity of the bond and therefore has a negative effect on the price of the bond. It also exposes the investor to the risk of never being repaid;
- Capital structure: In the event of bankruptcy of the issuer, the CoCo holder will be repaid only after full repayment of non-subordinated bond holders. In some cases (e.g. CoCo with permanent write-down), the holder of the CoCo may suffer a greater loss than the shareholders.
- Valuation: Given the complexity of these instruments, their valuation for investment or later requires specific expertise. The absence of regularly observable data on the issuer and the possibility of discretionary intervention by the issuer's regulatory authority may call into question the valuation of these instruments;
- Liquidity: Trading ranges can be high in stress situations. And in some scenarios, it may not be possible to find any trading counterparties.

Subscribers concerned and standard investor profile:

The I and R shares are all subscribers.

The RF shares are reserved for investors who subscribe via distributors or intermediaries:
- subject to national legislation prohibiting any retrocession to distributors;
- providing an independent advisory service within the meaning of EU Regulation MiFID II;
- Providing a service of individual portfolio management under mandate.

The GIC shares are reserved for sale in Germany and Austria.

The Sub-Fund is intended for investors seeking a higher appreciation of their capital than the EONIA capitalised daily and featuring diverse investments geared towards the credit markets.

The amount which it is reasonable to invest in this Sub-Fund depends on the personal situation of the investor. To determine this, investors should take into account their personal wealth, their current and future needs, their investment horizon and also their wish to take risks or, on the contrary, to favour prudent investment. They are also strongly recommended to sufficiently diversify their investments, so as not to expose them exclusively to the risk of this Sub-Fund.

Recommended term of investment: 18 months.
Procedure for determination and allocation of income:

For I - R and RF – GIC shares: capitalisation.

Income is entered into the accounts using the accrued coupons method.

The sums distributable by an UCITS are made up of:

1. The net result plus the carry forward, plus or minus the balance of the income adjustment account;
2. The capital gains made, net of costs, minus capital losses made, net of costs, established during the financial year, plus net capital gains of the same nature established during previous financial years not having formed the subject of distribution or capitalisation, and minus or plus the balance of the capital gains adjustment account.

The sums mentioned in points 1 and 2 may be distributed, in full or in part, irrespective of each other.

The Management Company decides on the allocation of results.

Distributable sums are paid out within a maximum of five months following the end of the financial year.

The Sub-Fund has opted for the following option for the I - R – RF and GIC shares:

Distributable amounts relating to the net result:

- Pure capitalisation: the distributable sums relating to the net result are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;
- Pure distribution: the distributable sums relating to the net result are distributed in full, rounded to the nearest whole number. The Board of Directors may decide on the payment of exceptional part payments;
- The General Meeting decides, each year, on allocation of the net result. The Board of Directors may decide on the payment of exceptional part payments.

Distributable sums relating to capital gains made:

- Pure capitalisation: distributable sums relating to capital gains made are capitalised in full;
- Pure distribution: the distributable sums relating to capital gains made are distributed in full, rounded to the nearest whole number. The Board of Directors may decide on the payment of exceptional part payments;
- The General Meeting decides, each year, on allocation of the realised capital gains. The Board of Directors may decide on the payment of exceptional part payments.
### Characteristics of the Shares:

<table>
<thead>
<tr>
<th>Shares</th>
<th>ISIN code</th>
<th>Allocation of distributable amounts relating to the result</th>
<th>Currency</th>
<th>Subscribers concerned</th>
<th>Minimum amount of initial subscriptions</th>
</tr>
</thead>
<tbody>
<tr>
<td>I</td>
<td>FR0000979866</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 unit</td>
</tr>
<tr>
<td>R</td>
<td>FR0011799931</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 unit</td>
</tr>
<tr>
<td>RF</td>
<td>FR0013308921</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Shares reserved for investors who subscribe via distributors or intermediaries: - that are subject to national legislation prohibiting all retrocessions to distributors - providing an independent advisory service within the meaning of EU Regulation MIF2 - providing a service of individual portfolio management under mandate</td>
<td>1 unit (*)</td>
</tr>
<tr>
<td>GIC</td>
<td>FR0013487733</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Units reserved for sale in Germany and Austria</td>
<td>EUR 500,000</td>
</tr>
</tbody>
</table>

(*) The RF shares may also be subscribed on the basis of one unit, by:
- The Sub-Fund portfolio management company or an entity belonging to the same group;
- The depositary or an entity belonging to the same group;
- The promoter of the Sub-Fund or an entity belonging to the same group.

(**) The GIC shares may also be subscribed on the basis of one unit, by:
- The Sub-Fund portfolio management company or an entity belonging to the same group;
- The depositary or an entity belonging to the same group;
- The promoter of the Sub-Fund or an entity belonging to the same group.
Subscription and redemption procedure:

Two options: via OFI ASSET MANAGEMENT (for pure registered shares) or via Société Générale (for bearer and administered registered shares):

Subscription and redemption requests are centralised every valuation day up to 12:00 pm with the Depositary and are matched based on the next net asset value, at an unknown rate.

The corresponding payments are made on the second non-holiday trading day following the net asset value date applied.

Option of subscribing in amount and/or in fractions of shares (ten thousandths); Redemptions are carried out only in quantity of shares.

Date and frequency of calculation of the net asset value: daily.
The net asset value is calculated every non-holiday trading day, and is dated that same day.

The original net asset value of I – R – RF – GIC is: EUR 100

Body designated for centralising subscriptions and redemptions:

For pure registered shares:

OFI ASSET MANAGEMENT
22 rue Vernier – 75017 PARIS

In the context of handling the SICAV's liabilities, subscription and redemption orders may be placed directly with the Management Company, for shares to be registered or pure registered shares, and with SOCIETE GENERALE (by delegation by the Management Company), for shares to be registered or registered bearer shares, which will process these orders in connection with Euroclear France, to which the SICAV is admitted for trading.

The process for placing subscription or redemption orders for shares to be registered or pure registered shares is available from the Management Company.
After collection of these orders, OFI ASSET MANAGEMENT will send them to SOCIETE GENERALE in its capacity as affiliate of Euroclear France.

For bearer and administered registered shares:

SOCIETE GENERALE
32, rue du Champ-de-tir — 44000 Nantes (France).

Investors intending to subscribe to shares and shareholders wishing to redeem shares are invited to make inquiries directly with OFI ASSET MANAGEMENT (for pure registered shares) or SOCIETE GENERALE (by delegation by the Management Company for bearer shares and administered registered shares) regarding the deadline for consideration of their subscription or redemption request, this deadline possibly being prior to the centralisation time mentioned above.

The net asset value of the Sub-Fund is available on request from:

OFI ASSET MANAGEMENT
22 rue Vernier – 75017 PARIS

At the following e-mail address: contact@ofi-am.fr
Fees and expenses:

➢ Subscription and redemption fees:

Subscription and redemption fees are added to the subscription price paid by investors, or deducted from the redemption price.

Commission retained by the Sub-Fund serves to offset the costs borne by the Sub-Fund to invest or divest the assets entrusted.

Commission not retained is paid to the Management Company or to the marketers.

<table>
<thead>
<tr>
<th>Fees payable by investors, collected at the time of subscriptions and redemptions</th>
<th>Base</th>
<th>Rate / scale</th>
</tr>
</thead>
<tbody>
<tr>
<td>Subscription fee not retained by the Sub-Fund</td>
<td>Net asset value $\times$ number of shares</td>
<td>2% incl. tax Maximum</td>
</tr>
<tr>
<td>Subscription fee retained by the Sub-Fund</td>
<td>Net asset value $\times$ number of shares</td>
<td>Nil</td>
</tr>
<tr>
<td>Redemption fee not retained by the Sub-Fund</td>
<td>Net asset value $\times$ number of shares</td>
<td>1% incl. tax Maximum</td>
</tr>
<tr>
<td>Redemption fee retained by the Sub-Fund</td>
<td>Net asset value $\times$ number of shares</td>
<td>Nil</td>
</tr>
</tbody>
</table>
Fees cover all costs invoiced directly to the Sub-Fund, with the exception of transactions costs.

For more detail about the fees actually charged to the Sub-Fund, please refer to the Key Investor Information Document.

### Costs charged to the Sub-Fund

<table>
<thead>
<tr>
<th>Costs charged to the Sub-Fund</th>
<th>Base</th>
<th>Rate/scale, I Shares</th>
<th>Rate/scale, R Shares</th>
<th>Rate/scale, RF Shares</th>
<th>Rate/scale, GIC Shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Management company’s external management fees and administrative costs</td>
<td>Net assets</td>
<td>0.55% incl. tax</td>
<td>0.60% incl. tax</td>
<td>0.50% incl. tax</td>
<td>0.30% incl. tax</td>
</tr>
<tr>
<td>2 Maximum turnover fee per transaction. (1) Service provider collecting turnover fee: 100% depositary/custodian</td>
<td>Fixed fee per transaction</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
</tr>
<tr>
<td>Transferable securities and monetary products</td>
<td></td>
<td>EUR 0 to 200 (excluding tax)</td>
<td>EUR 0 to 200 (excluding tax)</td>
<td>EUR 0 to 200 (excluding tax)</td>
<td>EUR 0 to 200 (excluding tax)</td>
</tr>
<tr>
<td>Eurozone and Mature Countries</td>
<td></td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
</tr>
<tr>
<td>Emerging Countries</td>
<td></td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
</tr>
<tr>
<td>UCI</td>
<td></td>
<td>EUR 0 to 50 (excluding tax)</td>
<td>EUR 0 to 50 (excluding tax)</td>
<td>EUR 0 to 50 (excluding tax)</td>
<td>EUR 0 to 50 (excluding tax)</td>
</tr>
<tr>
<td>&quot;Ordinary&quot; OTC products</td>
<td></td>
<td>EUR 0 to 150 (excluding tax)</td>
<td>EUR 0 to 150 (excluding tax)</td>
<td>EUR 0 to 150 (excluding tax)</td>
<td>EUR 0 to 150 (excluding tax)</td>
</tr>
<tr>
<td>&quot;Complex&quot; OTC products</td>
<td></td>
<td>EUR 0 to 450 (excluding tax)</td>
<td>EUR 0 to 450 (excluding tax)</td>
<td>EUR 0 to 450 (excluding tax)</td>
<td>EUR 0 to 450 (excluding tax)</td>
</tr>
<tr>
<td>Compensated derivatives</td>
<td></td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
</tr>
<tr>
<td>3 Outperformance fee</td>
<td>Net assets</td>
<td>20% incl. tax of the performance in relation to the best performance between the EONIA index capitalised daily +25 bps and zero (0)%</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
</tbody>
</table>

Operating and management fees are directly charged to the profit and loss account of the Sub-Fund on calculation of each net asset value.

Only the fees mentioned below may sit outside of the 3 groups of fees referenced above and, in this case, must be mentioned hereafter:

- The contributions owed for management of the Sub-Fund, applying d) of the 3rd clause of part II of Article L.621-5-3 of the Monetary and Financial Code;
- Exceptional and non-recurring taxes, fees and governmental rights (in relation to the UCITS);
- Exceptional and non-recurrent costs with a view to recovery of receivables (ex Lehman) or, in the context of a lawsuit, to assert a right (ex class action lawsuits).

The information relating to these fees is also set out ex post in the Sub-Fund’s annual report.
➢ **Outperformance fee exclusively for I shares:**

Variable fees correspond to an outperformance fee. The period of calculation of the outperformance fee runs from 1 April to 31 March each year. Each time the net asset value is established, the outperformance of the Sub-Fund is defined as the positive difference between the net assets of the Sub-Fund before consideration of any provision for outperformance fee, and the net assets of a notional Sub-Fund achieving a performance corresponding to the EONIA capitalised daily +25 bps and zero (0)% registering the same pattern of subscriptions and redemptions as the actual Fund.

Each time the net asset value is established, the outperformance fee, then defined equal to 20% incl. tax of the performance compared to the EONIA capitalised daily +25 bps and zero (0)%, forms the subject of a provision, or a provision reversal limited to the existing allocation. Such a provision can only be posted on the condition that the net asset value, after consideration after any provision for outperformance fee, is higher than the net asset value at the start of the financial year. In the case of redemptions, the share of the outperformance fee corresponding to the redeemed shares is collected by the Management Company. Apart from redemptions, the outperformance fee is collected by the Management Company on the end date of each calculation period.

A description of the method used for calculation of the outperformance fee is made available to subscribers by the Management Company.

➢ **Procedures for calculation and allocation of the remuneration on acquisitions and temporary purchase or sale of securities:**

Not Applicable
Brief description of the procedure for choosing brokers:

The OFI Group has introduced a procedure for selection and assessment of market brokers, which makes it possible to select, for each category of financial instruments, the best market brokers and to ensure the quality of execution of orders placed on behalf of our UCIs under management.

The management teams can send their orders directly to the market brokers selected or go through the OFI Group trading desk, OIS.

This service provider handles the receipt and transmission of orders, followed by execution or not, to the market brokers on the following financial instruments: Debt securities, Capital securities, Shares or UCI Shares, Financial contracts.

This service provider's expertise makes it possible to separate the selection of financial instruments (which remains the responsibility of the Management Company) from their trading, whilst ensuring the best execution of orders.

A multi-criteria valuation is carried out on a six-monthly basis by the OFI Group's management teams. Depending on the circumstances, it takes into consideration several or all of the following criteria:

- Monitoring volumes of transactions per market broker;
- Analysis of the counterparty risk and how this develops (a distinction is made between "brokers" and "counterparties");
- The nature of the financial instrument, the execution price, where applicable the total cost, the speed of execution and the size of the order;
- Feedback of operational incidents detected by the managers or the Middle Office.

At the end of this valuation, the OFI Group can reduce the volumes of orders entrusted to a market broker or withdraw it temporarily or permanently from its list of authorised service providers.

This valuation can be based on an analysis report provided by an independent service provider.

The selection of UCIs relies on a threefold analysis:

- A quantitative analysis of the media selected
- An additional qualitative analysis
- Due diligence, which aims to validate the option of intervening on a given fund and of fixing the investment limits on the fund in question and on the corresponding management company.

A post-investment committee which meets every six months to review all authorisations given and limits consumed.

For the execution of certain financial instruments, the Management Company resorts to commission sharing agreements (CCP or CSA), according to which a limited number of investment service providers:

- Provide the order execution service;
- Collect brokerage costs relating to services of assistance with investment decisions;
- Pay these costs back to a third party provider of these services.

The objective sought is to use, as far as possible, the best service providers in each speciality (execution of orders and assistance with investment/disinvestment decisions).
Commercial information

1/ Distribution

Distributable sums are paid out, where applicable, within five months at the most of the end of the financial year.

2/ Redemption or reimbursement of Shares

Subscriptions and redemptions of shares of the Sub-Fund can be sent to:

For pure registered shares:

OFI ASSET MANAGEMENT
22 Rue Vernier, 75017 Paris (holder of Register of pure registered shares)

For bearer and administered registered shares:

SOCIETE GENERALE
Postal address of function of centralisation of subscription/redemption order (by delegation by the Management Company):
32, rue du Champ-de-tir — 44000 Nantes (France).

Shareholders are informed of changes affecting the Sub-Fund according to the terms defined by the Autorité des Marchés Financiers: specific provision of information or any other means (financial notices, periodic documents, etc.).

3 / Distribution of information about the Sub-Fund

The Sub-Fund prospectus, the net asset value of the Sub-Fund and the latest annual reports and periodic documents are available, on request, from:

OFI ASSET MANAGEMENT
Limited Liability Company with an Executive Board
22 rue Vernier – 75017 PARIS

At the following e-mail address: contact@ofi-am.fr

4/ Information on ESG criteria

The Management Company makes available to the investor information about the procedure for consideration in his investment policy of criteria relating to compliance with environmental, social and governance quality objectives on its website www.ofi-am.fr and in the annual report for the Sub-Fund.

5/ Transfer of portfolio composition

The Management Company may transfer, directly or indirectly, the composition of the assets of the Sub-Fund to the Sub-Fund holders who have professional investor status, solely for purposes related to regulatory obligations in the context of calculation of equity. This transfer occurs, where applicable, within a period of no more than 48 hours after publication of the net asset value of the Sub-Fund.
**Investment rules**

THE SUB-FUND IS SUBJECT TO THE INVESTMENT RULES AND REGULATORY RATIOS APPLICABLE TO "AUTHORISED UCITS IN ACCORDANCE WITH DIRECTIVE 2009/65/EC" IN ARTICLE L.214-2 OF THE MONETARY AND FINANCIAL CODE.

The Sub-Fund is subject to the investment rules and regulatory ratios applicable to authorised UCITS in accordance with Directive 2009/65/EC coming under Article L.214-2 of the Monetary and Financial Code, governed by Sub-section 1 of Section 1 of Chapter IV of Title I of Book II of the Monetary and Financial Code.

The main financial instruments and management techniques used by the Sub-Fund are mentioned in Part II, "Specific provisions", of the Prospectus.

**Global risk**

The commitment is calculated according to the probability method with a VaR at a horizon of one week with a probability of 95%. This VaR must not exceed 5% of net assets.

The maximum leverage of the Sub-Fund, given for information only, calculated as the sum of the nominal values of the positions on financial futures instruments used, is 200%. However, the Sub-Fund reserves the option of seeking a higher leverage level, depending on the situation of the markets.

**Rules for valuation and posting of assets**

The rules for valuation of the assets are based, first, on valuation methods and second, on practical terms which are specified in the appendix to the annual accounts and in the prospectus. The rules for valuation are fixed, under its responsibility, by the Management Company.

The net asset value is calculated every non-holiday trading day and is dated that same day.

I/ RULES FOR VALUATION OF ASSETS:

The Sub-Fund has complied with Accounting Standards Authority regulation no. 2014-01 of 14 January 2014 on the accounting plan of open-end collective investment undertakings.

The accounts relating to the securities portfolio are kept by reference to the historic cost: entries (purchases or subscriptions) and exits (sales or redemptions) are posted based on the acquisition price, excluding costs.

Any exit generates a capital gain or capital loss from sale or redemption and potentially, a redemption bonus.

Accrued coupons on negotiable debt securities are considered on the day of the net asset value date.

The Sub-Fund values its securities at the actual value, the value resulting from the market value or in the absence of any existing market, by using financial methods. The entry value-actual value difference generates a capital gain or loss which shall be posted as “difference in estimate of portfolio”.


Description of methods of valuation of balance sheet entries and fixed-term and conditional transactions:

- **Financial instruments:**
  - **Equity securities:** Equity securities admitted for trading on a regulated or similar market are valued based on closing prices.
  - **Debt securities:** Debt securities admitted for trading on a regulated or similar market are valued, under the responsibility of the management company, by comparing the prices of these assets with various sources.
  - **Money market instruments:**
    - **Negotiable debt securities (NDS) with a duration on issue, acquisition or residual duration which is less than three months:** are valued using a linear method up to maturity at the issue or acquisition price or at the last price applied for their valuation at the market price.
    - **Negotiable debt securities (NDS) with a residual duration of more than three months:** are valued at the market price at the time of publication of inter-bank market prices.
  - **Unlisted transferable securities:** unlisted transferable securities are valued under the responsibility of the Management Company using methods based on the asset value and the return, taking into consideration the prices applied at the time of recent significant transactions.
  - **UCIs:**
    Shares or shares of UCIs are valued at the last known net asset value on the actual day of calculation of the net asset value.
  - **Financial contracts (otherwise known as "futures instruments") within the meaning of Article L.211-1, III of the Monetary and Financial Code:**
    - **Financial contracts traded on a regulated or similar market:** fixed or conditional futures instruments, traded on European regulated or similar markets are valued at the settlement price, or failing this, based on the closing price.
    - **Financial contracts not traded on a regulated or similar market (i.e. traded over-the-counter):**
      - **Financial contracts not traded on a regulated or similar market and settled:** financial contracts not traded on a regulated or similar market and forming the subject of settlement are valued at the settlement price.
      - **Financial contracts not traded on a regulated or similar market and not settled:** financial contracts not traded on a regulated or similar market and forming the subject of settlement are valued at the settlement price.
  - **Acquisitions and temporary purchase and sale of securities:**
    Not applicable.
  - **Deposits:**
    Deposits are valued at their book value.
  - **Currencies:**
    Foreign currencies in cash are valued with the prices published daily on the financial databases used by the Management Company.
II/ METHOD OF POSTING:

Description of method followed for posting income from securities with fixed income:

The result is calculated based on accrued coupons

Description of the method for calculating fixed management fees:

Management fees are directly charged to the profit and loss account of the Sub-Fund, when each net asset value is calculated. The maximum rate applied on the basis of the net assets may not be more than 0.55% incl. tax, all UCIs inclusive for the I shares; 0.60% incl. tax, all UCIs inclusive for the R shares; 0.50% for the RF shares, all UCIs inclusive and 0.30% incl. tax for the GIC shares, all UCIs inclusive.

Description of the method for calculating variable management fees for I shares:

They correspond to 20% incl. tax of the performance in relation to the best performance between the EONIA index capitalised daily +25 bps and zero (0)% Variable costs will be provisioned at each net asset value and collected at the end of each financial year. However, only an increase in the difference established at the end of a financial year compared to one of the previous year-ends will give rise to the collection of variable costs. In the case of underperformance during the financial year, there will be a reversal of the provision capped at the level of allocations.

Remuneration

In accordance with Directive 2009/65/EC, management has introduced a remuneration policy adapted to its organisation and its activities.

The aim of this policy is to define the practices concerning the various remunerations of employees with authority relating to decision-making, control or risk-taking within the company.

This remuneration policy has been defined in the light of the objectives, values and interests of the OFI Group, the UCITS managed by the Management Company and their holders.

The objective of this policy is to not encourage excessive risk-taking in contradiction with the risk profile of the UCITS managed.

The remuneration policy is adopted and supervised by the OFI Group’s Strategic Committee.

The remuneration policy is available on the website www.ofi-am.fr or free of charge upon written request.
Sub-Fund no. 4

OFI FINANCIAL INVESTMENT – RS EURO INVESTMENT GRADE CLIMATE CHANGE

(KIID)
Sub-Fund no. 4

OFI FINANCIAL INVESTMENT – RS EURO INVESTMENT GRADE CLIMATE CHANGE

Summary of management offer:

<table>
<thead>
<tr>
<th>Shares</th>
<th>ISIN code</th>
<th>Allocation of distributable amounts relating to the result</th>
<th>Currency</th>
<th>Subscribers concerned</th>
<th>Minimum subscription amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>IC</td>
<td>FR0000945180</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
<tr>
<td>I</td>
<td>FR0011869163</td>
<td>Capi. and/or Distri.</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
<tr>
<td>N</td>
<td>FR0013229705</td>
<td>Capi. and/or Distri.</td>
<td>EUR</td>
<td>Reserved for OFI Group's Feeder UCIs</td>
<td>1 share</td>
</tr>
<tr>
<td>R</td>
<td>FR0013275120</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
</tbody>
</table>
Operating and management procedure of the sub-fund

1/ STRUCTURE OF THE UCITS

Name:

OFI FINANCIAL INVESTMENT - RS EURO INVESTMENT GRADE CLIMATE CHANGE (the “Sub-Fund”).
Registered office: 22 rue Vernier – 75017 PARIS

Legal structure and Member State in which the UCITS was constituted:

Sub-Fund under French law.

Date of creation and envisaged duration:

Sub-Fund under French law of the SICAV OFI FINANCIAL INVESTMENT.

Date of creation and envisaged duration:

The Sub-Fund was created on 16 September 2019 for a term of 99 years. It is the result of the merger-absorption of the SICAV OFI RS EURO INVESTMENT GRADE CLIMATE CHANGE itself created on 11 June 1986.

2/ GENERAL CHARACTERISTICS

▪ Nature of the right attached to the share category:

Each unit confers entitlement, in ownership of the company assets and in the division of profits, to a unit proportional to the fraction of the capital that it represents.

▪ Arrangements for holding liabilities:

Registration in the custodian's register for shares registered as administered. The Sub-Fund is admitted for trading on Euroclear France.

▪ Voting right:

Any unitholder, whatever the number of units he owns, may attend or be represented at meetings. However, information about changes to operation of the Sub-Fund is given to shareholders, either individually or via the press, or by any other means in accordance with instruction 2011-19 of 21 December 2011.

▪ Form of the Shares:

Bearer.

▪ Fractional Shares:

☑ YES ☐ NO

Number of decimal places for all Shares:

☐ Tenths ☐ hundredths ☐ thousandths ☑ ten thousandths
Closing date:

Last trading day worked in Paris in December

3/ SPECIFIC PROVISIONS

Characteristics of the shares:

- ISIN code IC Shares: FR0000945180
- ISIN code I Shares: FR0011869163
- ISIN code N Shares: FR0013229705
- ISIN code R Shares: FR0013275120

Classification: Bonds and other debt securities denominated in euros.

FOF:

Yes ☐ No ☒

Management objective:

The objective of the Sub-Fund is to achieve performance above that of its benchmark: the Bank of America Merrill Lynch Euro Corporate Index, by implementing an SRI approach. In addition, the Sub-Fund will also implement a low carbon approach in the context of the energy transition by constructing a portfolio whose greenhouse gas ("GHG") emissions produced by the underlying companies are lower than those generated by the issuers comprising the benchmark index, namely the Bank of America Merrill Lynch Euro Corporate Index.

Benchmark:

The Bank of America Merrill Lynch Euro Corporate Index is an index published by Merrill Lynch consisting of bonds rated in the investment grade category denominated in euros and issued by financial and non-financial corporations. The index is published on the website www.mlindex.ml.com under the code ER00 or on Bloomberg using the ticker "ER00 Index". This index is calculated with coupons reinvested.

Investment strategy:

The investment strategy aims to construct a portfolio of bonds composed of bonds issued in euros by companies whose registered offices are mainly based in an OECD Member State. Issuers whose registered office is located outside the OECD area may not exceed 10% of the net assets.

- Strategies used:

The initial universe is wholly composed of investment grade bonds (according to OFI AM's rating policy) issued in euros by companies. Issuers whose registered office is located outside the OECD area may not exceed 10% of the net assets.

In the event of a downgrade in the rating of the securities, or that of their issuer, the Sub-Fund may hold a maximum of 10% of the net assets of securities with a "Speculative High Yield" rating if the risk of default is not deemed "high" by the credit analysis. Otherwise the securities must be sold within 3 months.

However, the manager may invest in "unrated" bonds, provided that the credit analysis gives a favourable opinion for a future investment grade rating through a "summary" sheet.

Each issuer with a BBB- rating may not represent an overexposure of more than 1.50% in relation to the benchmark.

Each issuer with a rating greater than BBB- may not represent an overexposure of more than 3.00% in relation to the benchmark.
This debt securities rating policy provides for a single rule in terms of allocation of a long-term rating on bond securities. Under this policy, a rating is determined according to ratings allocated by one or more recognised agencies, and that resulting from the analyses of the management company’s Credit Analysis team.

Consequently, investment decisions or credit instrument transfer decisions are not mechanically and exclusively based on the criterion of their rating and are based, among other things, on an internal analysis of the credit or market risk. The decision to buy or to assign an asset is also based on other criteria at the manager's discretion.

In the event that the above limits are exceeded (through a market effect or the downgrading of a rating for a security allocated based on the chosen rating policy), the manager shall take any corrective action he deems necessary to fulfill his commitments to the composition of the portfolio within a maximum period of three months.

The Sub-Fund may invest up to 5% of its net assets in contingent convertible bonds, called “CoCos”.

CoCos are hybrid securities issued by financial institutions (banks, insurance companies, etc.) that allow losses to be absorbed when their regulatory capital falls below a certain predefined threshold (or trigger). They are used to improve the portfolio’s return, but with an additional risk related to their subordination to other types of debt, and to the automatic activation (or at the discretion of the issuer's regulator) of clauses that may result in a total loss of the investment.

The Sub-Fund jointly applies two parallel selection processes to the financial analysis: one relating to the overall consideration of the ESG performance of issuers, the other relating to the consideration of carbon performance for issuers in carbon-intensive sectors. It is specified that the application of these two selection processes concerns only the main eligible assets of the Sub-Fund, namely bonds and other debt securities as well as credit derivatives (issuer CDS), representing between 80% and 100% of the Sub-Fund’s net assets.


Management of the Sub-Fund is based on a horizon of more than 2 years.

A/ Analysis of ESG criteria

The ESG methodology is carried out taking into account Environmental, Social and Governance aspects, namely:

- The Environmental dimension: direct or indirect impact of the issuer's activity on the environment: climate change, natural resources, project financing, toxic waste, green products;
- The Social dimension: direct or indirect impact of the issuer's activity on stakeholders: employees, customers, suppliers and civil society, by reference to universal values (notably: human rights, international work standards, environmental impact, prevention of corruption, etc.);
- The Governance dimension: processes as a whole, regulations, laws and institutions influencing the way the company is directed, administered and controlled.

The SRI research team carries out a detailed analysis of the environmental and social issues specific to each sector of activity, and of governance issues.

Depending on the management company's analysis, the Environmental, Social and Governance issues (ESG) constitute areas of risk which may have significant financial impacts on the issuers and therefore on their sustainability. Furthermore, issuers who include sustainable development issues in their growth strategy create opportunities which contribute to their economic development. To this end, the ESG analysis complements and enriches the traditional financial analysis.

The SRI analysis team defines a sector-based reference of the key issues (Environmental, Social, Governance listed above), selecting for each sector of activity the most important ESG issues for this sector. An ESG score is calculated per issuer using the sector-based reference for key issues which includes the key issue scores for Environment and Social (E and S) and scores for Governance (G) key issues.
Governance issues include a fixed weighting of 30% for corporate governance and a variable weighting of 10% to 40% reflecting the level of risk incurred by the conduct of directors and the company. This level varies depending on the sectors of activity.

The overall weighting of the E and S issues is then determined. The weighting of environmental, social and governance issues is specific to each sector of activity.

This ESG score is calculated out of 10.

These scores can be the subject of:

1. Penalties relating to controversies not yet included in the key issue scores.

This penalty system allows the most significant controversies to be taken into account quickly, pending their integration into the analysis of key issues. The evaluation scale is as follows:

- Very serious and/or structural controversy, repetition of serious controversies: 0.75 penalty;
- Serious controversy or repeated significant controversy: 0.5 penalty;
- Significant controversy: 0.25 penalty.

The total controversy penalty is capped at 0.75. Once the controversy is included in the analysis of the key issues – and therefore into the issue score – this penalty is deleted.

2. Any bonuses or penalties awarded by the analyst responsible for the sector in the event of divergence on the assessment of an issue by the rating agency.

Companies’ ESG scores are used to establish an SRI score corresponding to the ranking of the issuer's ESG score compared to other actors in its ICB supersector (i.e. its main sector according to the international Industrial Classification Benchmark (ICB)). The SRI score is established on a scale of 0 to 5, with 5 corresponding to the best ESG score in the sector.

The eligible universe analysed is defined by the limitation of companies presenting the lowest SRI Scores (Scores Best in Class established by our SRI Division) for all issuers covered by an ESG analysis (international private issuers, i.e. approximately 2700 currently, known hereinafter as "the universe analysed").

Issuers are classified into categories according to their SRI Score. Each SRI category covers 20% of the issuers in the universe analysed.

These categories are as follows:

- Under supervision: issuers with a delay in taking ESG issues into account;
- Uncertain: issuers whose ESG issues are poorly managed;
- Followers: issuers whose ESG issues are averagely managed;
- Involved: issuers active in the consideration of ESG issues;
- Leaders: issuers most advanced in consideration of ESG issues.

The eligible investment universe is defined by the exclusion from the investment universe of companies presenting the SRI "Under Supervision" category.
The Sub-Fund may hold securities in the SRI category "Under supervision", in the event of a downgrade in an issuer's ESG rating, or the score of an unrated issuer at the time of its acquisition. In this case, as in the case where one of the holding limits for "Uncertain" or "Followers" securities is exceeded, divestment of these securities will be completed within three months.

When divestments occur in connection with a downgrade in an issuer's ESG rating, they are mentioned in the management commentary in the Sub-Fund's monthly report.

**B/ Carbon analysis**

The Sub-Fund also follows a low carbon strategy, i.e. a strategy to promote the most active private issuers in terms of the energy transition and carbon emission performance.

The scope of the companies studied in the carbon analysis will be that of the sectors with the most intensive greenhouse gas (GHG) emissions activity, which are most likely to act to significantly reduce global GHG emissions. The analysis will focus on the following sectors: Automobile, Basic Resources, Chemicals, Construction & Materials, Oil & Gas, Utilities, "Intense" Industrial Goods & Services, corresponding to the subsectors (ICB4): Aerospace, Commercial Vehicles & Trucks, Containers & Packaging, Defence, Delivery Services, Diversified Industrials, Marine Transportation and "Intense" Trucking, Travel & Leisure, corresponding to the subsectors (ICB4): Airlines, Hotels and Travel & Tourism.

The SRI analysis team will therefore assess the behaviour of private issuers with regard to the topic of climate change and will have at hand the relevant selection criteria with regard to the challenges associated with the energy transition. The analysis will be carried out along two main lines of focus: the carbon intensity of the company's activities and the level of the company's involvement in the energy transition.

**The carbon intensity of the company's activities:**

Three types of measures are used to assess this intensity:

- **Financed emissions**, calculated by dividing the total of its GHG emissions (*) by the amount of the company's balance sheet total. This intensity is expressed in equivalent tonnes of CO2/million EUR invested. It makes it possible to estimate an investor's indirect emissions when he invests EUR 1 million in the company in question.

- **The company's carbon intensity**, calculated by dividing its total GHG emissions by its revenue. This intensity is expressed in equivalent tonnes of CO2/million EUR of revenue.

  While this intensity has the advantage of being readily available, it quickly shows its limitations when you want to use it to compare the performance of two companies.

  For example, if we want to compare two cement producers: if the first has a production process that emits more GHGs than the second, but sells its cement at a significantly higher price, the carbon intensity of the first may be lower than that of the second. In this scenario, using the carbon intensity to select best practices would not be effective.

- For this reason, whenever information is available, we prefer to use the physical units of products or services provided by the company as the denominator. Thus for the cement producers we use the number of tonnes of CO2 per tonne of cement produced. Other activities for which this type of information is available are:

<table>
<thead>
<tr>
<th>Industry</th>
<th>Unit</th>
</tr>
</thead>
<tbody>
<tr>
<td>Electricity</td>
<td>kilograms of CO2 / Mwh</td>
</tr>
<tr>
<td>Car manufacturers</td>
<td>grams of CO2 per km driven</td>
</tr>
<tr>
<td>Steel producers</td>
<td>tonnes of CO2 / tonnes of steel</td>
</tr>
<tr>
<td>Airlines</td>
<td>grams of CO2 / passenger-km</td>
</tr>
</tbody>
</table>

(*) Emissions of GHG (Greenhouse Gas), expressed in equivalent weight of CO2, are data which originate either from the companies – directly or via declarations made to the Carbon Disclosure Project – or from data estimated by a service-provider (MSCI).

Some data are reported but not subject to mandatory verification.
There are three categories of these emissions (source: ADEME):

- **Direct GHG emissions (or SCOPE 1):** Direct emissions originating from fixed or mobile installations situated within the organisational scope, that is, emissions originating from sources owned or controlled by the organisation, such as for example: combustion of fixed and mobile sources, industrial processes excluding combustion, emissions from ruminant livestock, biogas from industrial landfill sites, leaks of refrigerants, nitrogen fertilisation, biomasses, etc.

- **Indirect energy emissions (or SCOPE 2):** Indirect emissions associated with the production of electricity, heat or steam imported for the organisation's activities.

- **Other indirect emissions (or SCOPE 3):** Other emissions indirectly produced by the organisation's activities which are not included under 2 but which are linked to the whole value chain, such as, for example: the purchase of raw materials, services or other products, employee travel, upstream and downstream transportation of goods, management of waste generated by the entity's activities, use and end of life of products and services sold, immobilisation of production assets and equipment, etc.

Although it would be desirable to use the three Scopes to calculate intensities, according to the analysis by the portfolio's Management Company, the level of standardisation of Scope 3 is currently insufficient to allow relevant use in the comparison between several companies.

The level of the company's involvement in the energy transition:

The company's involvement in the energy transition is calculated on the basis of an analysis of how the company takes into account the following environmental issues:

- Carbon emissions from the production process;
- Upstream and downstream carbon emissions;
- Energy efficiency;
- Opportunities in "green" technologies.

Unlike the carbon intensity of companies, which corresponds only to digital data, the analysis of these issues consists of a qualitative analysis of how the company manages these issues, in particular: company policy, announced targets, means implemented, observed results, etc.

Depending on the sector of activity, one or more of these issues may be affected. A score out of 10 is calculated for the management of these issues. Results are ranked within the relevant sectors of activity, giving a level ranging from -2 (for the least good quintile) to +2 (for the best).

The SRI analysis team will award companies a bonus based on the level of their revenue in "green" technologies, according to the following scale:

<table>
<thead>
<tr>
<th>% of revenue in &quot;green&quot; technologies</th>
<th>Bonus</th>
</tr>
</thead>
<tbody>
<tr>
<td>≥ 75%</td>
<td>+4</td>
</tr>
<tr>
<td>≥ 50%</td>
<td>+3</td>
</tr>
<tr>
<td>≥ 25%</td>
<td>+2</td>
</tr>
<tr>
<td>≥ 10%</td>
<td>+1</td>
</tr>
</tbody>
</table>

This bonus, if any, will be awarded at the company's "Energy Transition" level.

A penalty of -4 will be awarded to companies that directly or indirectly own, in a majority way, "thermal" coal mines.

This penalty, if any, will be awarded to the company's "Carbon intensity of activities" and "Energy transition" levels.
Taking into account the carbon analysis:

A selection matrix is obtained for each carbon-intensive sector, by placing the level of carbon intensity of the activities on the vertical axis and the state of progress in the energy transition on the horizontal axis.

Companies in these carbon-intensive sectors that are either high or moderate risk are excluded from the Sub-Fund's investment universe. As a result, the Sub-Fund may hold in its portfolio companies that emit large amounts of Greenhouse Gases, provided that they are heavily involved in the Energy and Environmental Transition. These companies are best positioned to generate the greatest improvement.

Issuers of debt securities that do not have an ESG analysis or a carbon rating (for carbon-intensive sectors) may not exceed 10% of the net assets of the portfolio.

As an indication, at the level of the benchmark (mention name), at the end of December 2015, these sectors of activity represented 93% of GHG emissions (Scopes 1 & 2), for 33% of the companies in the index.

➢ **Assets (excluding embedded derivatives):**

**Debt securities – Bonds:**

The portfolio is mainly (at least 60% of the net assets) invested in bonds and other debt securities denominated in euros: fixed and/or floating rate bonds, and/or indexed, and/or bond-style convertibles.

The portfolio may also include convertible bonds (resulting in indirect exposure to equity markets) and subordinated securities.

These securities are issued or guaranteed by corporate or financial companies incorporated mainly in an OECD Member State and secondarily outside the OECD area. The portfolio will not be invested in government securities.

The portfolio may also invest in convertible bonds denominated in euros and/or foreign currencies, up to a maximum of 10% of the net assets. The latter will have a bond profile at the time of acquisition (share delta < 20%).

It is specified that the portfolio will not include government bonds.
The initial universe is wholly composed of investment grade bonds (according to OFI AM's rating policy) issued in euros by companies. Issuers whose registered office is located outside the OECD area may not exceed 10% of the net assets.

In the event of a downgrade in the rating of the securities, or that of their issuer, the Sub-Fund may hold a maximum of 10% of the net assets of securities with a "Speculative High Yield" rating if the risk of default is not deemed "high" by the credit analysis. Otherwise the securities must be sold within 3 months.

However, the manager may invest in "unrated" bonds, provided that the credit analysis gives a favourable opinion for a future investment grade rating through a "summary" sheet.

Each issuer with a BBB- rating may not represent an overexposure of more than 1.50% in relation to the benchmark.

Each issuer with a rating greater than BBB- may not represent an overexposure of more than 3.00% in relation to the benchmark.

This debt securities rating policy provides for a single rule in terms of allocation of a long-term rating on bond securities. Under this policy, a rating is determined according to ratings allocated by one or more recognised agencies, and that resulting from the analyses of the management company’s Credit Analysis team.

Consequently, investment decisions or credit instrument transfer decisions are not mechanically and exclusively based on the criterion of their rating and are based, among other things, on an internal analysis of the credit or market risk. The decision to buy or to assign an asset is also based on other criteria at the manager's discretion.

In the event that the above limits are exceeded (through a market effect or the downgrading of a rating for a security allocated based on the chosen rating policy), the manager shall take any corrective action he deems necessary to fulfill his commitments to the composition of the portfolio within a maximum period of three months.

<table>
<thead>
<tr>
<th>Range of sensitivity to interest rates within which the Sub-Fund is managed</th>
<th>+/- 150 basis points compared to the sensitivity of its benchmark: the Bank of America Merrill Lynch Euro Corporate Index</th>
</tr>
</thead>
</table>
| Currency denominations for securities in which the Sub-Fund invests | Euro: up to 100% of the net assets  
OECD (excluding euro): from 0 to 10% of the net assets |
| Geographical area of issuers of securities to which the Sub-Fund is exposed | Up to 10% of the net assets  
OECD: up to 100% of the net assets  
Outside OECD: from 0 to 10% of the net assets |

In the context of its cash management, the manager will use money market instruments and monetary UCIs. These funds may be UCIs managed or promoted by companies in the OFI Group.

**Equities:**

The Sub-Fund will not invest in securities held directly, but may be exposed to equities on an ancillary basis via derivatives (see the next section on Derivatives).

**Shares or shares in other UCITS or investment funds:**

In order to manage the cash or access specific markets (sector-based or geographic), the Sub-Fund may invest up to 10% of its net assets in shares and shares in French or foreign UCITS under Directive 2009/65/EC themselves investing a maximum of 10% of their assets in shares or shares in other UCITS or investment funds, or in shares and shares of other French or foreign UCIs or investment funds under foreign law which satisfy the conditions provided for in Article R. 214-13 (1) to (4) of the Monetary and Financial Code. These funds may be UCITS managed or promoted by companies in the OFI Group.

**Other eligible assets:**

The Sub-Fund may hold up to 10% of its net assets in an accumulation of money market instruments, debt securities or capital securities not traded on a regulated market, in compliance with Article R. 214.12 of the Monetary and Financial Code.
Derivative instruments:

Within the limits provided for by regulations, the Sub-Fund can operate on financial contracts (traded on French and foreign regulated and organised markets and/or over-the-counter).

Possible transactions on credit derivatives (for the purposes of hedging or credit risk exposure), governed by French or international framework agreements (FBF, ISDA), are carried out within the scope of the Management Company's specific programme of activity (credit default swaps on a single hedging issuer, indices on hedging credit default swaps and total return swaps on a single hedging issuer).

The manager may take positions with a view to:
- hedging against the interest risk associated with the bonds held in the portfolio;
- exposing the Sub-Fund to an interest rate risk;
- hedging and/or exposing the portfolio against and to the risk of distortion of the yield curve;
- hedging against any subscriptions or redemptions;
- hedging and/or exposing the portfolio to the credit risk of an issuer.

The overall sensitivity of the portfolio will fluctuate between the limits of +/- 150 basis points compared to the sensitivity of its benchmark: the Bank of America Merrill Lynch Euro Corporate Index. The Sub-Fund does not have a range of sensitivity but is subject to a constraint wherein the sensitivity of the portfolio must not deviate by more than +/- 150 basis points from that of the benchmark. As an indication, over the last two years (between 30 September 2014 and 30 September 2016), the sensitivity of the benchmark has fluctuated between 4.60 and 5.35. It is recalled that past sensitivity is no indication of future sensitivity. It is specified that the Sub-Fund's shareholders are periodically informed of the overall sensitivity of the portfolio as well as the sensitivity of the benchmark, which are included in the monthly report of the Sub-Fund.

The manager is also authorised to carry out transactions which hedge against the foreign exchange risk associated with holding securities denominated in currencies other than the euro.

The Sub-Fund may use financial futures instruments where this respects its global limit calculated using the probabilistic method (see "Global Risk").

Interest rate derivatives:

In the context of the Sub-Fund strategy and in order to manage the sensitivity of the portfolio rates, the manager shall carry out hedging transactions or transactions relating to exposure to the interest rate risk associated with the bonds held in the portfolio.

The derivative instruments used to this end are, in particular, interest rate derivatives: interest rate swaps, futures, options.

Interest rate swaps ("IRS") are interest rate exchange contracts by means of which the manager exchanges the flows of a fixed or variable rate debt security for a fixed or variable rate flow. These transactions sometimes give rise to a balancing payment at the start of the contract.

Credit derivatives:

The manager may use financial contracts to hedge or expose the portfolio to credit risk by selling or buying protection.

The manager's use of credit derivatives will make it possible to manage the overall credit exposure of the portfolio, the taking or hedging of individual credit risks or a basket of issuers.

The derivative instruments used to this end include CDS, CDS indices and options on CDS indices. CDS (Credit Default Swaps) are futures contracts, the underlying asset of which is an obligation by which the buyer pays an annual premium, fixed at the start of the contract (fixed swap flow) and the seller, compensation in the case of a credit event affecting the issuer of the underlying bond (variable flow, otherwise known as conditional flow).
Currency derivatives:

The Sub-Fund may operate on the currency market through cash or futures contracts on currencies on organised and regulated markets, French or foreign (futures, options, etc.) or over-the-counter futures currencies contracts (swaps, etc.). Futures transactions shall be used to cover any foreign currency exposure of the Sub-Fund.

Share derivatives:

The manager may use (future) financial contracts to hedge the portfolio against its equity risk due to the holding of convertible bonds or shares resulting from the conversion of bonds.

Commitment of the Sub-Fund on financial contracts:

The calculation method applied for the fund’s commitment is the probability method.

The Sub-Fund uses the absolute VaR probability method without exemption from the 5% upper limit for calculation of its commitment.

The Value at Risk is a statistical approach which allows global monitoring of the risk.

The maximum leverage of the Sub-Fund, given for information only, calculated as the sum of the nominal values of the positions on financial futures instruments used, is 100%. However, the Sub-Fund reserves the option of seeking a higher leverage level, depending on the situation of the markets.

Counterparties to transactions on financial contracts traded over-the-counter:

The manager does not currently process any over-the-counter transactions.

Nevertheless, the Management Company maintains relations with the following counterparties with whom the manager may have to deal: Banque Fédérative du Crédit Mutuel, BNP, CACIB, CIC, ABN AMRO, BBVA, Banco Santander, Dresdner Bank, Deutsche Bank, RBC, Crédit Suisse, Barclays, JPMorgan, Morgan Stanley, HSBC, Bank of America Merrill Lynch, UBS, Société Générale, Nomura, Goldman Sachs and Natixis.

The Sub-Fund Management Company selects its counterparties for their expertise in each category of derivatives and each type of underlying asset, for their jurisdiction of incorporation and for the Management Company’s assessment of their default risk.

None of these counterparties has discretionary decision-making power on the composition or management of the portfolio of the Sub-Fund or on the underlying assets of the financial contracts acquired by the Sub-Fund, or has to give its approval for any transaction relating to the portfolio.

By means of the transactions realised with these counterparties, the Sub-Fund bears the risk of their defaulting (insolvency, bankruptcy, etc.). In such a situation, the net asset value of the Sub-Fund may fall (see definition of this risk in the "Risk profile" section below).

Financial guarantees:

In line with the Management Company’s internal policy and with the aim of limiting the risks, it has put in place financial guarantee contracts, commonly known as "collateral agreements", with its counterparties.

The financial guarantees authorised by these agreements are sums of money in euros or in currencies and, for some of them, transferable securities.

If the Management Company does not receive guaranteed financial securities, it has neither a policy for discount of securities received, nor a way to evaluate the guarantees in the security.

In the case of receipt of the financial guarantee in cash, this may be:

- Invested in Short-Term Monetary Mutual Funds (UCI), or
- Not invested and placed in a cash account held by the Sub-Fund Depositary
The management of financial guarantees may carry operational, regulatory and safekeeping risks. The risks associated with reinvestments of assets received depend on the type of assets or the type of transactions and may consist of liquidity risks or counterparty risks.

The Management Company possesses the human and technical resources needed to manage these risks.

The financial guarantees received from the counterparties are not subject to restrictions with regard to their reuse.

The Sub-Fund does not place any restrictions on its counterparties with regard to reuse of the financial guarantees supplied by the Sub-Fund.

**Safe-keeping:**

The derivative instruments and the guarantees received are kept by the Sub-Fund depositary.

**Remuneration:**

The Sub-Fund is a direct counterparty to transactions on derivative instruments and receives all revenue generated by these transactions. Neither the Management Company nor any third party receives any remuneration in respect of transactions on derivative instruments.

- **Securities with embedded derivatives:**

  A minority portion of the Sub-Fund (up to 10% of the net assets) may be exposed to convertible bonds, where such bonds present more attractive opportunities than the above-mentioned bonds. Generally, share sensitivity, at the time of acquisition of these convertible bonds, is negligible but evolution of the markets may show residual share sensitivity.

  The Sub-Fund is not intended to directly acquire other securities with embedded derivatives It may however, need to temporarily hold such securities, as the result of allocation transactions. The Sub-Fund is not intended to keep such securities.

- **Deposits:**

  The Sub-Fund may make deposits of a maximum term of 12 months, with one or more credit establishments and within the limit of 10% of net assets. The aim of these deposits is to contribute to the remuneration of the cash position.

- **Cash borrowing:**

  In the context of normal operation, the Sub-Fund may occasionally find itself in a debtor position and have recourse, in this case, to cash borrowing, within the limit of 10% of its net assets.

- **Acquisition transactions and temporary purchase and sale of securities:**

  The Sub-Fund is not designed to carry out acquisitions transactions or temporary purchase or sale of securities.
Risk profile:

The Sub-Fund will be invested primarily in financial instruments selected by the Management Company. These instruments will experience market developments and fluctuations.

The Sub-Fund is classified as "bonds and other debt securities denominated in euros". The investor is therefore exposed to the risks below, this list not being exhaustive.

**Capital loss risk:**
The investor is advised that the performance of the Sub-Fund might not conform to his objectives and that his capital might not be returned in full, the Sub-Fund not benefiting from any guarantee or protection of capital invested.

**Counterparty risk:**
This is risk linked to the use by the Sub-Fund of future and/or over the counter financial instruments. These transactions concluded with one or more eligible counterparties potentially expose the Sub-Fund to a risk of defaulting of one of these counterparties possibly resulting in failure to pay which may reduce the net asset value of the Sub-Fund.

**Risk inherent in discretionary management:**
Discretionary management is based on expectations of developments on the various markets and of the selected UCITS. There is a risk that the Sub-Fund will not be invested at all times on the best performing markets. Similarly, there is a risk that the selected UCIs will not be the best performing, and/or that they will achieve a performance below their benchmark. The net asset value of the Sub-Fund would then be affected by this drop.

**Interest rate risk:**
Because of its composition, the Sub-Fund may be subject to an interest rate risk. This risk results from the fact that, in general, the price of debt securities and bonds falls when rates rise. The investor in bonds or other fixed-income securities may record negative performances as a result of fluctuations in interest rates. The occurrence of this risk may result in a drop in the net asset value of the Sub-Fund.

**Credit risk:**
This represents the possible risk of downgrading the issuer's credit rating, which would have a negative impact on the rate of the security and therefore on the net asset value of the Sub-Fund. The use of credit derivatives may increase this risk.

**Liquidity risk:**
The liquidity risk of the portfolio depends on the liquidity of the investment media used: this liquidity risk present in the Sub-Fund essentially exists on account of OTC positions and, in the case of events which may interrupt the trading of shares on the markets on which they are traded. A stock's lack of liquidity may increase the cost of liquidation of a position and hence cause a drop in the net asset value of the Sub-Fund.

**Risk associated with the impact of techniques such as derivatives:**
The use of derivatives may result in significant changes in the net asset value over short periods of time in the event of exposure in a direction contrary to market developments.

And secondarily:

**Risk arising from holding Convertible Bonds:**
The Sub-Fund may be exposed to convertible bonds; these may show a residual share sensitivity and experience marked fluctuations linked to changes in the prices of the underlying shares. The investor's attention is drawn to the fact that the net asset value of the Sub-Fund will drop in the case of an unfavourable change.

**Share risk:**
This is the risk of variation in the share prices to which the portfolio is exposed.

A minority portion of the Sub-Fund may be exposed to convertible bonds, where such bonds present more attractive opportunities than the above-mentioned bonds. Generally speaking, the share sensitivity at the time of purchasing these convertible bonds is negligible, but the development of the markets may bring forth a residual share sensitivity. The occurrence of this risk may result in a drop in the net asset value of the Sub-Fund.
Foreign exchange risk:
This is the risk of foreign currency fluctuation affecting the value of the stocks held by the Sub-Fund. The exchange risk of investments denominated in currencies other than the euro is left to the discretion of the manager, who may, depending on the circumstances, hedge this risk. The investor's attention is drawn to the fact that the performance of the net asset value of the Sub-Fund might be affected by the development of the rate of currencies other than the euro. The occurrence of this risk may result in a drop in the net asset value of the Sub-Fund.

Emerging markets risk:
The conditions of functioning and supervision of the emerging markets may deviate from standards prevailing on major international markets: information about certain securities may be incomplete and their liquidity more reduced. The performance of these securities can therefore be volatile. The occurrence of this risk may result in a drop in the net asset value of the Sub-Fund.

High Yield risk ("Speculative High Yield"):
This is the credit risk applied to what are known as "speculative" securities which present probabilities of default higher than those of Investment Grade securities. In exchange, they offer higher levels of return. In the case of downgrading of the rating, the net asset value of the Sub-Fund will fall.

Risk associated with contingent bonds:
CoCos are hybrid securities issued by financial institutions (such as banks and insurance companies) that allow losses to be absorbed when their regulatory capital falls below a certain predefined threshold (or trigger) or is deemed insufficient by the regulator of these financial institutions. The first case is referred to as a mechanical trigger and the second case is referred to a discretionary trigger of the absorption mechanism by the regulator. The trigger, specified in the prospectus at issue, corresponds to the level of capital from which the absorption of losses is mechanically triggered. This absorption of losses is achieved either by conversion into shares or by a reduction in the nominal value (partial or total).

The main specific risks associated with the use of CoCos are the risks of:
- Triggering the loss absorption mechanism: This involves either the conversion of the CoCos into shares ("equity conversion") or the partial or total reduction of the nominal value ("write down");
- Non-payment of coupons: Payment of coupons is at the discretion of the issuer (but with the systematic prior consent of the regulator) and non-payment of coupons does not constitute a default on the part of the issuer;
- Non-repayment on call date: AT1 CoCos are perpetual bonds but redeemable on certain dates (call dates) at the discretion of the issuer (with the agreement of its regulator). Non-repayment on the call date increases the maturity of the bond and therefore has a negative effect on the price of the bond. It also exposes the investor to the risk of never being repaid;
- Capital structure: In the event of bankruptcy of the issuer, the CoCo holder will be repaid only after full repayment of non-subordinated bond holders. In some cases (e.g. CoCo with permanent write-down), the holder of the CoCo may suffer a greater loss than the shareholders.
- Valuation: Given the complexity of these instruments, their valuation for investment or later requires specific expertise. The absence of regularly observable data on the issuer and the possibility of discretionary intervention by the issuer's regulatory authority may call into question the valuation of these instruments;
- Liquidity: Trading ranges can be high in stress situations. And in some scenarios, it may not be possible to find any trading counterparties.
Subscribers concerned and standard investor profile:

IC and I shares: all subscribers.
N shares: shares reserved for OFI Group's Feeder UCIs.

OFI FINANCIAL INVESTMENT - RS EURO INVESTMENT GRADE CLIMATE CHANGE is aimed at investors seeking a bond yield over the recommended investment term, obtained from a bond portfolio composed of bonds issued in euros, by companies whose registered offices are mainly based in an OECD Member State.

The amount which it is reasonable to invest in this Sub-Fund depends on the personal situation of the investor. To determine this, investors should take into account their personal wealth, their current and future needs, their investment horizon and also their wish to take risks or, on the contrary, to favour prudent investment. They are also strongly recommended to sufficiently diversify their investments, so as not to expose them exclusively to the risk of this Sub-Fund.

Recommended term of investment: more than 2 years.

Procedure for determination and allocation of income:

IC and R shares: Capitalisation shares.
I and N shares: Capitalisation and/or distribution shares.

Entry into the accounts according to the cashed coupon method.

The sums distributable by an UCITS are made up of:

1. The net result plus the carry forward, plus or minus the balance of the income adjustment account;
2. The capital gains made, net of costs, minus capital losses made, net of costs, established during the financial year, plus net capital gains of the same nature established during previous financial years not having formed the subject of distribution or capitalisation, and minus or plus the balance of the capital gains adjustment account.

The sums mentioned in points 1 and 2 may be distributed, in full or in part, irrespective of each other.

The Board of Directors decides on the allocation of results.

Distributable sums are paid out within a maximum of five months following the end of the financial year.

For the IC and R shares, the Sub-Fund has opted for the following option:

Distributable amounts relating to the net result:

☑ Pure capitalisation: the distributable sums relating to the net result are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;
☐ Pure distribution: the distributable sums relating to the net result are distributed in full, rounded to the nearest whole number. The Board of Directors may decide on the payment of exceptional part payments;
☐ The General Meeting decides, each year, on allocation of the net result. The Board of Directors may decide on the payment of exceptional part payments.

Distributable sums relating to capital gains made:

☐ Pure capitalisation: distributable sums relating to capital gains made are capitalised in full;
☐ Pure distribution: the distributable sums relating to capital gains made are distributed in full, rounded to the nearest whole number. The Board of Directors may decide on the payment of exceptional part payments;
☑ The General Meeting decides, each year, on allocation of the realised capital gains. The Board of Directors may decide on the payment of exceptional part payments.
For the I and N shares, the Sub-Fund has opted for the following option:

Distributable amounts relating to the net result:

☑️ Pure capitalisation; the distributable sums relating to the net result are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

☐ Pure distribution: the distributable sums relating to the net result are distributed in full, rounded to the nearest whole number. The Board of Directors may decide on the payment of exceptional part payments;

☑️ The General Meeting decides, each year, on allocation of the net result. The Board of Directors may decide on the payment of exceptional part payments.

Distributable sums relating to capital gains made:

☐ Pure capitalisation: distributable sums relating to capital gains made are capitalised in full;

☐ Pure distribution: the distributable sums relating to capital gains made are distributed in full, rounded to the nearest whole number. The Board of Directors may decide on the payment of exceptional part payments;

☑️ The General Meeting decides, each year, on allocation of the realised capital gains. The Board of Directors may decide on the payment of exceptional part payments.

Characteristics of the shares:

<table>
<thead>
<tr>
<th>Shares</th>
<th>ISIN code</th>
<th>Allocation of distributable amounts relating to the result</th>
<th>Currency</th>
<th>Subscribers concerned</th>
<th>Minimum subscription amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>IC</td>
<td>FR0000945180</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
<tr>
<td>I</td>
<td>FR0011869163</td>
<td>Capi. and/or Distri.</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
<tr>
<td>N</td>
<td>FR0013229705</td>
<td>Capi. and/or Distri.</td>
<td>EUR</td>
<td>Reserved for OFI Group’s Feeder UCIs</td>
<td>1 share</td>
</tr>
<tr>
<td>R</td>
<td>FR0013275120</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
</tbody>
</table>
Subscription and redemption procedure:

Two options: via OFI ASSET MANAGEMENT (for pure registered shares) or via SOCIETE GENERALE (for bearer and administered registered shares)

Subscription/redemption requests are centralised each valuation day up to 12:00/noon and answered on the basis of the next net asset value, i.e. at an unknown price.

The corresponding payments are made on the second non-holiday trading day following the Net Asset Value date applied.

Option of subscribing in amount and/or in fractions of shares; redemptions are carried out only in quantity of shares (ten thousandths).

Date and frequency of calculation of the net asset value: daily.
The net asset value is calculated every non-holiday trading day.

The original net asset value of IC Shares is EUR 1,524.49.
The original net asset value of I Shares is EUR 10,000.
The original net asset value of N Shares is EUR 100.
The original net asset value of R Shares is EUR 100.

Body designated for centralising subscriptions and redemptions:

For pure registered units:

OFI ASSET MANAGEMENT
22 Rue Vernier – 75017 PARIS

In the context of handling the SICAV’s liabilities, subscription and redemption orders may be placed directly with the Management Company, for shares to be registered or pure registered shares, and with SOCIETE GENERALE (by delegation by the Management Company), for shares to be registered or registered bearer shares, which will process these orders in connection with Euroclear France, to which the SICAV is admitted for trading.
The process for placing subscription or redemption orders for shares to be registered or pure registered shares is available from the Management Company.

For managed bearer and registered units:

SOCIETE GENERALE
32, rue du Champ-de-tir, 44000 Nantes (France).

Investors intending to subscribe to shares and shareholders wishing to redeem shares are invited to make inquiries directly with OFI ASSET MANAGEMENT (for pure registered shares) or SOCIETE GENERALE (by delegation by the Management Company for bearer shares and administered registered shares) regarding the deadline for consideration of their subscription or redemption request, this deadline possibly being prior to the centralisation time mentioned above.

The net asset value of the Sub-Fund is available on request from:

OFI ASSET MANAGEMENT
22 rue Vernier – 75017 PARIS

At the following e-mail address: contact@ofi-am.fr
Fees and expenses:

➢ **Subscription and redemption fees:**

Subscription and redemption fees are added to the subscription price paid by investors, or deducted from the redemption price.

Commission retained by the Sub-Fund serves to offset the costs borne by the Sub-Fund to invest or divest the assets entrusted.

Commission not retained is paid to the Management Company or to the marketers.

<table>
<thead>
<tr>
<th>Fees payable by investors, collected at the time of subscriptions and redemptions</th>
<th>Base</th>
<th>Rate / scale IC – I·R shares</th>
<th>Rate / scale N shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Subscription fee not retained by the Sub-Fund</td>
<td>Net asset value X number of units</td>
<td>1% incl. tax Maximum</td>
<td>Nil</td>
</tr>
<tr>
<td>Subscription fee retained by the Sub-Fund</td>
<td>Net asset value X number of units</td>
<td>Nil</td>
<td>Nil</td>
</tr>
<tr>
<td>Redemption fee not retained by the Sub-Fund</td>
<td>Net asset value X number of units</td>
<td>1% incl. tax Maximum</td>
<td>Nil</td>
</tr>
<tr>
<td>Redemption fee retained by the Sub-Fund</td>
<td>Net asset value X number of units</td>
<td>Nil</td>
<td>Nil</td>
</tr>
</tbody>
</table>
Management fees:

Fees cover all costs invoiced directly to the Sub-Fund, with the exception of transactions costs.

For more detail about the fees actually charged to the Sub-Fund, please refer to the Key Investor Information Document.

<table>
<thead>
<tr>
<th>Costs charged to the Sub-Fund</th>
<th>Base</th>
<th>Rate/scale IC and I shares</th>
<th>Rate/scale R shares</th>
<th>Rate/scale N shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Management Company’s external management fees and administrative costs</td>
<td>Net assets</td>
<td>0.55% incl. tax Maximum rate</td>
<td>1.10% incl. tax Maximum rate</td>
<td>0.20% incl. tax Maximum rate</td>
</tr>
<tr>
<td>Maximum turnover fee per transaction (1)</td>
<td>Fixed fee per transaction</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
</tr>
<tr>
<td>Service provider collecting turnover fee: 100% depositary/custodian</td>
<td>Transferable securities and monetary products</td>
<td>EUR 0 to 200 (excluding tax)</td>
<td>EUR 0 to 200 (excluding tax)</td>
<td>EUR 0 to 200 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td>Eurozone and Mature Countries</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td>Emerging Countries</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td>UCI</td>
<td>EUR 0 to 50 (excluding tax)</td>
<td>EUR 0 to 50 (excluding tax)</td>
<td>EUR 0 to 50 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td>“Ordinary” OTC products</td>
<td>EUR 0 to 150 (excluding tax)</td>
<td>EUR 0 to 150 (excluding tax)</td>
<td>EUR 0 to 150 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td>“Complex” OTC products</td>
<td>EUR 0 to 450 (excluding tax)</td>
<td>EUR 0 to 450 (excluding tax)</td>
<td>EUR 0 to 450 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td>Compensated derivatives</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
</tr>
<tr>
<td>Outperformance fee</td>
<td>Net assets</td>
<td>20% of the performance above the Bank of America Merrill Lynch Euro Corporate Index</td>
<td>20% of the performance above the Bank of America Merrill Lynch Euro Corporate Index</td>
<td>-</td>
</tr>
</tbody>
</table>

Operating and management fees are directly charged to the profit and loss account of the Sub-Fund on calculation of each net asset value.

Only the fees mentioned below may sit outside of the 3 groups of fees referenced above and, in this case, must be mentioned hereafter:

- The contributions owed for management of the Sub-Fund, applying d) of the 3rd clause of part II of Article L.621-5-3 of the Monetary and Financial Code;
- Exceptional and non-recurring taxes, fees and governmental rights (in relation to the UCITS);
- Exceptional and non-recurrent costs with a view to recovery of receivables (ex Lehman) or, in the context of a lawsuit, to assert a right (ex class action lawsuits).

The information relating to these fees is also set out ex post in the Sub-Fund’s annual report.
➢ Outperformance fee for IC and I shares:

Variable fees correspond to an outperformance fee. The period of calculation of the outperformance fee runs from 1 December to 30 November each year. Each time the net asset value is established, the outperformance of the Sub-Fund is defined as the positive difference between the net assets of the Sub-Fund before consideration of any provision for outperformance fee, and the net assets of a notional Sub-Fund achieving exactly the same performance as the benchmark and registering the same pattern of subscriptions and redemptions as the actual Sub-Fund.

Each time the net asset value is established, the outperformance fee, then defined equal to 20% of the performance above the Bank of America Merrill Lynch Euro Corporate index, forms the subject of a provision, or a provision reversal limited to the existing allocation.

In the case of negative absolute performance, when the relative performance of the Sub-Fund is positive, this same outperformance fee shall also be collected, but this shall be limited to 1.5% of the net assets.

In the case of redemptions, the share of the outperformance fee corresponding to the redeemed shares is collected by the Management Company. Apart from redemptions, the outperformance fee is collected by the Management Company on the end date of each outperformance fee calculation period. Since 28 November 2016, the calculation period has been from 1 December to 30 November of each year.

A description of the method used for calculation of the outperformance fee is made available to subscribers by the Management Company.

➢ Procedures for calculation and allocation of the remuneration on acquisitions and temporary purchase or sale of securities:

Not applicable.
Brief description of the procedure for choosing brokers:

The OFI Group has introduced a procedure for selection and assessment of market brokers, which makes it possible to select, for each category of financial instruments, the best market brokers and to ensure the quality of execution of orders placed on behalf of our UCIs under management.

The management teams can send their orders directly to the market brokers selected or go through the OFI Group trading desk, OIS.

This service provider handles the receipt and transmission of orders, followed by execution or not, to the market brokers on the following financial instruments: Debt securities, Capital securities, Shares or UCI Shares, Financial contracts.

This service provider's expertise makes it possible to separate the selection of financial instruments (which remains the responsibility of the Management Company) from their trading, whilst ensuring the best execution of orders.

A multi-criteria valuation is carried out on a six-monthly basis by the OFI Group's management teams. Depending on the circumstances, it takes into consideration several or all of the following criteria:

- Monitoring volumes of transactions per market broker;
- Analysis of the counterparty risk and how this develops (a distinction is made between "brokers" and "counterparties");
- The nature of the financial instrument, the execution price, where applicable the total cost, the speed of execution and the size of the order;
- Feedback of operational incidents detected by the managers or the Middle Office.

At the end of this valuation, the OFI Group can reduce the volumes of orders entrusted to a market broker or withdraw it temporarily or permanently from its list of authorised service providers.

This valuation can be based on an analysis report provided by an independent service provider.

The selection of UCIs relies on a threefold analysis:

- A quantitative analysis of the media selected;
- An additional qualitative analysis;
- Due diligence, which aims to validate the option of intervening on a given fund and of fixing the investment limits on the fund in question and on the corresponding management company.

A post-investment committee which meets every six months to review all authorisations given and limits consumed.

For the execution of certain financial instruments, the Management Company resorts to commission sharing agreements (CCP or CSA), according to which a limited number of investment service providers:

- Provide the order execution service;
- Collect brokerage costs relating to services of assistance with investment decisions;
- Pay these costs back to a third-party provider of these services.

The objective sought is to use, as far as possible, the best service providers in each speciality (execution of orders and assistance with investment/disinvestment decisions).
Commercial information

1/ Distribution
Distributable sums are paid out, where applicable, within five months at the most of the end of the financial year.

2/ Redemption or reimbursement of shares
Subscriptions and redemptions of shares of the Sub-Fund can be sent to:

For pure registered shares

OFI ASSET MANAGEMENT
22 Rue Vernier, 75017 Paris (holder of Register of pure registered units)

For managed bearer and registered shares

SOCIÉTÉ GÉNÉRALE.
Postal address of function of centralisation of subscription/redemption orders and keeping of registers (by delegation by the Management Company): 32, rue du Champ-de-tir — 44000 Nantes (France).

Shareholders are informed of changes affecting the Sub-Fund according to the terms defined by the Autorité des Marchés Financiers: specific provision of information or any other means (financial notices, periodic documents, etc.).

3 / Distribution of information about the Sub-Fund
The Sub-Fund prospectus, its net asset value and the latest annual reports and periodic documents are available, on request, from:

OFI ASSET MANAGEMENT
Limited Liability Company with an Executive Board
22 rue Vernier – 75017 Paris

At the following e-mail address: contact@ofi-am.fr

4/ Information on ESG criteria
The Management Company makes available to the investor information about the procedure for consideration in his investment policy of criteria relating to compliance with environmental, social and governance quality objectives on its website www.ofi-am.fr and in the annual report for the Sub-Fund (from financial years starting from 1st January 2012).

5/ Transfer of portfolio composition
The Management Company may transfer, directly or indirectly, the composition of the assets of the Sub-Fund to the Sub-Fund shareholders who have professional investor status, solely for purposes related to regulatory obligations in the context of calculation of equity. This transfer occurs, where applicable, within a period of no more than 48 hours after publication of the net asset value of the Sub-Fund.
Investment rules

THE SUB-FUND IS SUBJECT TO THE INVESTMENT RULES AND REGULATORY RATIOS APPLICABLE TO "AUTHORISED UCITS IN ACCORDANCE WITH DIRECTIVE 2009/65/EC" IN ARTICLE L.214-2 OF THE MONETARY AND FINANCIAL CODE.

The Sub-Fund is subject to the investment rules and regulatory ratios applicable to authorised UCITS in accordance with Directive 2009/65/EC coming under Article L.214-2 of the Monetary and Financial Code, governed by Sub-section 1 of Section 1 of Chapter IV of Title I of Book II of the Monetary and Financial Code.

The main financial instruments and management techniques used by the Sub-Fund are mentioned in Part II, "Operating and management procedures", of the Prospectus.

Global risk

The calculation method used to calculate the overall risk is the absolute VaR without exemption from the 5% upper limit.

The maximum leverage of the Sub-Fund, given for information only, calculated as the sum of the nominal values of the positions on financial futures instruments used, is 100%. However, the Sub-Fund reserves the option of seeking a higher leverage level, depending on the situation of the markets.

Rules for valuation and posting of assets

The rules for valuation of the assets are based, first, on valuation methods and second, on practical terms which are specified in the appendix to the annual accounts and in the prospectus. The rules for valuation are fixed, under its responsibility, by the Management Company.

The net asset value is calculated every non-holiday trading day worked in Paris, and is dated that same day.

I/ RULES FOR VALUATION OF ASSETS:

The Sub-Fund has complied with the accounting rules established by the amended Accounting Standards Authority regulation no. 2014-01 on the accounting plan of open-ended UCIs.

The accounts relating to the securities portfolio are kept by reference to the historic cost: entries (purchases or subscriptions) and exits (sales or redemptions) are posted based on the acquisition price, excluding costs.

Any exit generates a capital gain or capital loss from sale or redemption and potentially, a redemption bonus.

Accrued coupons on negotiable debt securities are considered on the day of the net asset value date.

The Sub-Fund values its securities at the actual value, the value resulting from the market value or in the absence of any existing market, by using financial methods. The entry value-actual value difference generates a capital gain or loss which shall be posted as "difference in estimate of portfolio".

Global risk
Description of methods of valuation of balance sheet entries and fixed-term and conditional transactions:

- **Financial instruments:**
  - **Equity securities:** Equity securities admitted for trading on a regulated or similar market are valued based on closing prices.
  - **Debt securities:** Debt securities admitted for trading on a regulated or similar market are valued, under the responsibility of the Management Company, by comparing the prices of these assets with various sources.
  - **Money market instruments:**
    - **Negotiable debt securities (NDS) with a duration on issue, acquisition or residual duration which is less than three months:** are valued using a linear method up to maturity at the issue or acquisition price or at the last price applied for their valuation at the market price.
    - **Negotiable debt securities (NDS) with a residual duration of more than three months:** are valued at the market price at the time of publication of inter-bank market prices.
  - **Unlisted transferable securities:** Unlisted transferable securities are valued under the responsibility of the Management Company using methods based on the asset value and the return, taking into consideration the prices applied at the time of recent significant transactions.
  - **UCIs:**
    Shares or shares of UCITS are valued at the last known net asset value on the actual day of calculation of the net asset value.

- **Financial contracts (otherwise known as "futures instruments")** within the meaning of Article L.211-1, III of the Monetary and Financial Code:
  - **Financial contracts traded on a regulated or similar market:** fixed or conditional futures instruments, traded on European regulated or similar markets are valued at the settlement price, or failing this, based on the closing price.
  - **Financial contracts not traded on a regulated or similar market (i.e. traded over-the-counter):**
    - **Financial contracts not traded on a regulated or similar market and settled:** financial contracts not traded on a regulated or similar market and forming the subject of settlement are valued at the settlement price.
    - **Financial contracts not traded on a regulated or similar market and not settled:** financial contracts not traded on a regulated or similar market and forming the subject of settlement are valued at the settlement price.

- **Acquisitions and temporary purchase and sale of securities:**
  Not applicable.

- **Deposits:**
  Deposits are valued at their book value.

- **Currencies:**
  Foreign currencies in cash are valued with the prices published daily on the financial databases used by the Management Company.
II/ METHOD OF POSTING:

Description of method followed for posting income from securities with fixed income:

Result is calculated based on coupons cashed. Coupons accrued on the day of the valuations constitute an element of the valuation difference.

Description of the method for calculating fixed management fees for IC and I shares:

Management fees are directly charged to the profit and loss account of the Sub-Fund, when each net asset value is calculated. The maximum rate applied on the basis of net assets may not be more than 0.55% incl. tax, including any UCI.

Description of the method for calculating fixed management fees for R shares:

Management fees are directly charged to the profit and loss account of the Sub-Fund, when each net asset value is calculated. The maximum rate applied on the basis of net assets may not be more than 1.10% incl. tax, including any UCI.

Description of the method for calculating variable management fees for IC and I and R shares:

For IC and I shares: equal to 20% of the performance above the Bank of America Merrill Lynch Euro Corporate Index. They will be provisioned at each net asset value and deducted at the closing date of each outperformance fee calculation period. Since 28 November 2016, the calculation period has been from 1 December to 30 November of each year. Such a provision can only be posted on the condition that the net asset value, after consideration after any provision for outperformance fee, is higher than the net asset value at the start of the calculation period.

Description of the method for calculating fixed management fees for N shares:

Management fees are directly charged to the profit and loss account of the Sub-Fund, when each net asset value is calculated. The maximum rate applied on the basis of net assets may not be more than 0.18% incl. tax, including any UCI.

Remuneration

In accordance with Directive 2009/65/EC, management has introduced a remuneration policy adapted to its organisation and its activities.

The aim of this policy is to define the practices concerning the various remunerations of employees with authority relating to decision-making, control or risk-taking within the company.

This remuneration policy has been defined in the light of the objectives, values and interests of the OFI Group, the UCITS managed by the Management Company and their holders.

The objective of this policy is to not encourage excessive risk-taking in contradiction with the risk profile of the UCITS managed.

The remuneration policy is adopted and supervised by the OFI Group’s Strategic Committee.

The remuneration policy is available on the website www.ofi-am.fr or free of charge upon written request.
Sub-Fund no. 5

OFI FINANCIAL INVESTMENT – RS EUROPEAN CONVERTIBLE BOND

(KIID)
## Sub-Fund no. 5

### OFI RS EUROPEAN CONVERTIBLE BOND

**Summary of management offer:**

<table>
<thead>
<tr>
<th>Shares</th>
<th>ISIN code</th>
<th>Allocation of distributable amounts relating to the result</th>
<th>Currency</th>
<th>Subscribers concerned</th>
<th>Minimum amount of initial subscriptions</th>
</tr>
</thead>
<tbody>
<tr>
<td>IC</td>
<td>FR0000011074</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
<tr>
<td>ID</td>
<td>FR0011157973</td>
<td>Distribution</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
<tr>
<td>RC</td>
<td>FR0013303609</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
</tbody>
</table>

**RF**

- ISIN code: FR0013309010
- Allocation of distributable amounts relating to the result: Capitalisation
- Currency: EUR
- Subscribers concerned: Shares reserved for investors who subscribe via distributors or intermediaries:
  - that are subject to national legislation prohibiting all retrocessions to distributors
  - providing an independent advisory service within the meaning of EU Regulation MIF2
  - providing a service of individual portfolio management under mandate
- Minimum amount of initial subscriptions: 1 share (**)

**N-D**

- ISIN code: FR0013488343
- Allocation of distributable amounts relating to the result: Distribution
- Currency: EUR
- Subscribers concerned: Reserved for OFI Group's Feeder UCIs
- Minimum amount of initial subscriptions: 1 share

**GI**

- ISIN code: FR0013274941
- Allocation of distributable amounts relating to the result: Capitalisation
- Currency: EUR
- Subscribers concerned: Units reserved for sale in Germany and Austria
- Minimum amount of initial subscriptions: EUR 1,000,000

**GR**

- ISIN code: FR0013275138
- Allocation of distributable amounts relating to the result: Capitalisation
- Currency: EUR
- Subscribers concerned: Units reserved for sale in Germany and Austria
- Minimum amount of initial subscriptions: 1 share

(*) Minimum initial subscription amount GI shares not applicable to the following persons who may only subscribe to one unit:
- The Fund portfolio management company or an entity belonging to the same group;
- The depositary or an entity belonging to the same group;
- The promoter of the Fund or an entity belonging to the same group.

(**) The RF shares may also be subscribed on the basis of one unit, by:
- The Sub-Fund portfolio management company or an entity belonging to the same group;
- The depositary or an entity belonging to the same group;
- The promoter of the Sub-Fund or an entity belonging to the same group.
**1/ STRUCTURE OF THE UCITS**

**Name:**

OFI FINANCIAL INVESTMENT - RS EUROPEAN CONVERTIBLE BOND ("the Sub-Fund").
Registered office: 22 rue Vernier – 75017 PARIS.

**Legal structure and Member State in which the Sub-Fund was constituted:**

Sub-Fund under French law of the SICAV OFI FINANCIAL INVESTMENT.

**Date of creation and envisaged duration:**

The Sub-Fund was created on 16 September 2019 for a term of 99 years.
It is the result of the merger-absorption of the SICAV OFI RS EUROPEAN CONVERTIBLE BOND itself created on 10 October 1984.

**2/ GENERAL CHARACTERISTICS**

**Characteristics of the shares:**

- ISIN code IC Shares: FR0000011074
- ISIN code ID Shares: FR0011157973
- ISIN code RC Shares: FR0013303609
- ISIN code RF Shares: FR0013309010
- ISIN code GI Shares: FR0013274941
- ISIN code GR Shares: FR0013275138
- ISIN code N-D Shares: FR0013488343

- Nature of the right attached to the share category:

Each unit confers entitlement, in ownership of the company assets and in the division of profits, to a unit proportional to the fraction of the capital that it represents.

- Arrangements for holding liabilities:

Registration in the custodian's register for shares registered as administered. The Sub-Fund is admitted for trading on Euroclear France.

- Voting right:

Any unitholder, whatever the number of units he owns, may attend or be represented at meetings. However, information about changes to operation of the Sub-Fund is given to shareholders, either individually or via the press, or by any other means in accordance with instruction 2011-19 of 21 December 2011.

- Form of the Shares:

pure registered shares: for subscription and redemption orders placed with OFI ASSET MANAGEMENT.
Managed bearer and registered shares: for subscription and redemption orders placed with SOCIETE GENERALE.

- Fractional Shares:

  ☑ YES ☐ NO

Number of decimal places:

☐ Tenths ☐ hundredths ☐ thousandths ☑ ten thousandths
2/ SPECIFIC PROVISIONS

Characteristics of the shares:

- ISIN code IC Shares: FR0000011074
- ISIN code ID Shares: FR0011157973
- ISIN code RC Shares: FR0013303609
- ISIN code RF Shares: FR0013309010
- ISIN code GI Shares: FR0013274941
- ISIN code GR Shares: FR0013275138
- ISIN code N-D Shares: FR0013488343

FOF:

Yes ☐ No ☒

Management objective:

The objective of the Sub-Fund is to achieve performance above that of its benchmark, by investing the portfolio in European convertible bonds and by implementing an SRI approach.

Benchmark:

The benchmark is the Thomson Reuters Europe Focus Hedged Convertible Bond Index (EUR), calculated with coupons reinvested.

This index is calculated by MACE Advisers, a company in the Thomson Reuters group. It brings together European convertibles satisfying minimum liquidity and balanced risk profile (share/bond) criteria. It is available at http://thomsonreuters.com/ and via Bloomberg: Code UCBIFX21 Index

However, the Sub-Fund's objective is not to reproduce, in one way or another, the performance of this index. It makes investments based on criteria which can result in significant discrepancies in relation to the behaviour of this index.

Investment strategy:

- Strategies used:

As a minimum, 60% of the net assets of the Sub-Fund are invested in European convertible bonds. It will be exposed continuously on one or more European interest rate markets. In addition, the portfolio shall be invested, on a secondary basis, in shares which originate solely from the conversion of bond issues into equity.

Construction and management of the portfolio use three sources of value added: economic and monetary analysis, financial analysis of companies (stock picking and credit picking) and technical analysis (issue prospectuses, volatility) of products. The investment strategy does not envisage any allocation by small / medium / large capitalisations.

The sector-based and geographic distributions are based on the choice of stocks, although they may change at the manager's discretion according to his or her expectations.

The fundamental analysis of shares and fundamental analysis of credit, along with the analysis of the technical particularities of the products (volatility/convexity, special situations, primary market, issue prospectuses) result in a selection of the underlying assets and subsequently of the products making up the portfolio.
Global exposure to the share and interest rate market is adjusted with futures contracts and share and interest rate index options.

The range of sensitivity to interest rates, within which the Sub-Fund is managed, is between 0 and 5.

**ESG analysis**

The manager complements his study by analysis of extra-financial criteria in order to favour a "Socially Responsible Investment" (SRI) selection of companies in the portfolio.

The extra-financial analysis or rating carried out shall cover at least 90% of the fund's net assets.

The SRI research team carries out a detailed analysis of the environmental and social issues specific to each sector of activity, and of governance issues.

This study is carried out taking into account Environmental, Social and Governance elements, namely:

- The Environmental dimension: direct or indirect impact of the issuer's activity on the environment: climate change, natural resources, project financing, toxic waste, green products;
- The Social dimension: direct or indirect impact of the issuer's activity on stakeholders: employees, customers, suppliers and civil society, by reference to universal values (notably: human rights, international work standards, environmental impact, prevention of corruption, etc.);
- The Governance dimension: processes as a whole, regulations, laws and institutions influencing the way the company is directed, administered and controlled.

Depending on the management company's analysis, the Environmental, Social and Governance issues (ESG) constitute areas of risk which may have significant financial impacts on the issuers and therefore on their sustainability. Furthermore, issuers who include sustainable development issues in their growth strategy create opportunities which contribute to their economic development. To this end, the ESG analysis complements and enriches the traditional financial analysis.

The SRI analysis team defines a sector-based reference of the key issues (Environmental, Social, Governance listed above), selecting for each sector of activity the most important ESG issues for this sector. An ESG score is calculated per issuer using the sector-based reference for key issues which includes the key issue scores for Environment and Social (E and S) and scores for Governance (G) key issues.

Governance issues include a fixed weighting of 30% for corporate governance and a variable weighting of 10% to 40% reflecting the level of risk incurred by the conduct of directors and the company. This level varies depending on the sectors of activity.

The overall weighting of the E and S issues is then determined. The weighting of environmental, social and governance issues is specific to each sector of activity.

This ESG score is calculated out of 10.

These scores can be the subject of:

5. Penalties relating to controversies not yet included in the key issue scores.

This penalty system allows the most significant controversies to be taken into account quickly, pending their integration into the analysis of key issues. The evaluation scale is as follows:

- Very serious and/or structural controversy, repetition of serious controversies: 0.75 penalty;
- Serious controversy or repeated significant controversy: 0.5 penalty;
- Significant controversy: 0.25 penalty.

The total controversy penalty is capped at 0.75. Once the controversy is included in the analysis of the key issues – and therefore into the issue score – this penalty is deleted.

6. Any bonuses or penalties awarded by the analyst responsible for the sector in the event of divergence on the assessment of an issue by the rating agency.
Companies’ ESG scores are used to establish an SRI score corresponding to the ranking of the issuer's ESG score compared to other actors in its ICB supersector (level 2). The SRI score is established on a scale of 0 to 5, 5 corresponding to the best ESG score in the sector. Each SRI category covers 20% of stocks in the investment universe, and these categories are as follows:

- Issuers Under supervision: companies lagging behind in consideration of ESG issues.
- Uncertain: companies whose ESG issues are poorly managed.
- Followers: companies whose ESG issues are averagely managed.
- Involved: companies active in consideration of ESG issues.
- Leaders: companies most advanced in the consideration of ESG issues.

The eligible analysed universe is defined by limiting companies presenting the lowest SRI Scores ("Under supervision" SRI category) of all European securities that are the subject of issues of convertible bonds, exchangeable bonds, bonds redeemable in shares, and any other similar securities including an equity component.

In the event of the company's ESG evaluation being downgraded, causing it to move to the "Under supervision" category, this company may be kept in the portfolio temporarily up to a limit of 10%, on a joint decision of managers and analysts. The issuers concerned will be subject to commitment actions and in-depth dialogue.

The Sub-Fund adheres to the AFG Eurosif Transparency Code for SRI funds open to the public, available at www.ofi-am.fr. This Code describes in detail the non-financial analysis method, along with the SRI selection process applied.

➢ **Assets (excluding embedded derivatives):**

**Debt securities and money market instruments: up to 100%:**

A minimum of 60% of the portfolio's net assets are made up of European convertible bonds (geographic Europe), the issuers or underlying assets of which have either their registered office or their place of rating in (geographic) Europe.

The portfolio may also invest in European bonds and debt securities denominated in euros or currencies. The private/public debt allocation is not determined in advance; it shall be determined according to market opportunities.

Apart from European securities, which make up the core of the portfolio, the manager may invest in convertible bonds, bonds and other debt securities outside geographic Europe within the limit of 10% of the net assets.

In the context of its cash management, the manager may need to use money market instruments.

No particular limit in terms of rating or in terms of duration has been introduced.

The debt securities rating policy provides for a single rule in terms of allocation of a rating on bond securities. Under this policy, a rating is determined according to ratings allocated by one or more recognised agencies, and that resulting from the analyses of the management company's Credit Analysis team.

Consequently, investment decisions or credit instrument transfer decisions are not mechanically and exclusively based on the criterion of their rating and are based, among other things, on an internal analysis of the credit or market risk. The decision to buy or to assign an asset is also based on other criteria at the manager's discretion.

**Equities: from 0 to 10%:**

The Sub-Fund may hold shares resulting from a conversion, the corresponding percentage of which will in any case be less than 10% of the assets. There will be no geographic or predefined sector-based allocation.
Shares or shares in other UCITS or investment funds:

In order to manage the cash or access specific markets (sector-based or geographic), the SICAV may invest up to 10% of its net assets in shares and shares in French or foreign UCITS under Directive 2009/65/EC themselves investing a maximum of 10% net of their assets in shares or shares in other UCITS or investment funds, or in shares and shares of other French or foreign UCIs or investment funds under foreign law which satisfy the conditions provided for in Article R. 214-13 (1) to (4) of the Monetary and Financial Code. These Funds may be UCITS managed or promoted by companies in the OFI Group.

Other eligible assets:

The Sub-Fund may hold up to 10% in an accumulation of money market instruments, debt securities or capital securities not traded on a regulated market, in compliance with Article R. 214.12 of the Monetary and Financial Code.

- **Derivative instruments:**

  The Sub-Fund may use financial contracts, traded on French and foreign regulated and organised and/or OTC markets, in order to hedge or expose the portfolio, notably to share and interest rate risks, through the use of instruments such as futures contracts or options.

  The derivative instruments used are mainly futures and share and interest rate options. Futures are essentially used to calibrate the global exposure of the Sub-Fund to the two main sensitivities: shares and interest rates; options are essentially used to protect the portfolio against a drop in the global share and interest rate markets (purchase of puts on share and interest rate indices) or to protect the Sub-Fund against a risk of under-performance in relation to its benchmark when the Sub-Fund does not have the same share and interest rate sensitivities as its benchmark.

  In this context, the manager may occasionally take intraday positions, i.e. taken and settled on the same day to take advantage of opportunities.

  The manager may take positions with a view to hedging against the credit risk associated with the bonds held in the portfolio.

  The manager is also authorised to carry out transactions which hedge against the foreign exchange risk associated with holding securities denominated in currencies other than the euro.

  The Sub-Fund may use financial futures instruments where this respects its global limit calculated using the probabilistic method (see "Global Risk").

- **Interest rate derivatives:**

  In the context of the Sub-Fund strategy and in order to manage the sensitivity of the portfolio rates, the manager shall carry out hedging transactions or transactions relating to exposure to the rates risk associated with the bonds held in the portfolio.

  The derivative instruments used to this end are, in particular, interest rate swaps and futures.

  Interest rate swaps ("IRS") are interest rate exchange contracts by means of which the manager exchanges the flows of a fixed or variable rate debt security for a fixed or variable rate flow. These transactions sometimes give rise to a balancing payment at the start of the contract.

- **Share derivatives:**

  For exposure to and as a hedge against the general share market risk or the risk of a specific stock, the Sub-Fund uses futures contracts listed on the main international indices for shares, individual shares or any other type of share type medium. The Sub-Fund may manage this exposure or this hedging through options or futures contracts.

- **Currency derivatives:**

  The Sub-Fund may operate on the currency market through cash or futures contracts on currencies on organised and regulated markets, French or foreign (futures, options, etc.) or over-the-counter futures currencies contracts (swaps, etc.).

  Futures transactions shall be used to cover any foreign currency exposure of the Sub-Fund. However, the resulting exchange rate risk will not exceed 5%.

- **Credit derivatives:**

  The manager may resort to financial contracts with a view to hedging against the portfolio's credit exposure through call options.

  The derivative instruments used to this end are, in particular, single-issuer CDS and/or CDS Indices and or CDS Indices Options. CDS (Credit Default Swaps) are futures contracts, the underlying asset of which is an obligation by which the buyer pays an annual premium, fixed at the start of the contract (fixed swap flow) and the seller, compensation in the case of a credit event affecting the issuer of the underlying bond (variable flow, otherwise known as conditional flow).

**Commitment of the Sub-Fund on financial contracts:**

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OFI ASSET MANAGEMENT

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The method applied for calculation of the global risk is the probability method.

The commitment is calculated according to the probability method with a VaR at a horizon of one week with a probability of 95%. This VaR must not exceed 5% of net assets.

The maximum leverage of the Sub-Fund, given for information only, calculated as the sum of the nominal values of the positions on financial futures instruments used, is 100%. However, the Sub-Fund reserves the option of seeking a higher leverage level, depending on the situation of the markets.

**Counterparties to transactions on financial contracts traded over-the-counter:**

The manager may process over-the-counter transactions with the following counterparties: BNP, UBS, CACIB, SG and Natixis.

In addition, the Management Company maintains relations with the following counterparties with whom the manager may have to deal: Banque Fédérative du Crédit Mutuel, JPMorgan, CIC, ABN AMRO, BBVA, Banco Santander, Dresdner Bank, Deutsche Bank, RBC, Crédit Suisse, Barclays, Morgan Stanley, HSBC, Bank of America Merril Lynch, Nomura and Goldman Sachs.

The Sub-Fund Management Company selects its counterparties for their expertise in each category of derivatives and each type of underlying asset, for their jurisdiction of incorporation and for the Management Company’s assessment of their default risk.

None of these counterparties has discretionary decision-making power on the composition or management of the portfolio of the Sub-Fund or on the underlying assets of the financial contracts acquired by the Sub-Fund, or has to give its approval for any transaction relating to the portfolio.

By means of the transactions realised with these counterparties, the Sub-Fund bears the risk of their defaulting (insolvency, bankruptcy, etc.). In such a situation, the net asset value of the Sub-Fund may fall (see definition of this risk in the “Risk profile” section below).

**Financial guarantees:**

In line with the Management Company's internal policy and with the aim of limiting the risks, it has put in place financial guarantee contracts, commonly known as "collateral agreements", with its counterparties.

The financial guarantees authorised by these agreements are sums of money in euros or in currencies and, for some of them, transferable securities.

If the Management Company does not receive guaranteed financial securities, it has neither a policy for discount of securities received, nor a way to evaluate the guarantees in the security.

In the case of receipt of the financial guarantee in cash, this may be:

- Invested in Short-Term Monetary Mutual Funds (UCI), or
- Not invested and placed in a cash account held by the Sub-Fund Depositary.

The management of financial guarantees may carry operational, regulatory and safekeeping risks. The risks associated with reinvestments of assets received depend on the type of assets or the type of transactions and may consist of liquidity risks or counterparty risks.

The Management Company possesses the human and technical resources needed to manage these risks.

The financial guarantees received from the counterparties are not subject to restrictions with regard to their reuse.

The Sub-Fund does not place any restrictions on its counterparties with regard to reuse of the financial guarantees supplied by the Sub-Fund.

**Safe-keeping:**

The derivative instruments and the guarantees received are kept by the Sub-Fund depositary.
Remuneration:

The Sub-Fund is a direct counterparty to transactions on derivative instruments and receives all revenue generated by these transactions. Neither the Management Company nor any third party receives any remuneration in respect of transactions on derivative instruments.

➢ Securities with embedded derivatives:

Nature of instruments used:

Warrants, Subscription Warrants and any type of bond medium to which a right of conversion or subscription are attached.

The strategy of use of embedded derivatives in order to achieve the management objective:

Interventions on securities with embedded derivatives shall be of the same nature as those realised on derivative instruments. Recourse to securities with embedded derivatives is subordinate on their potential advantage in terms of costs/efficiency or liquidity.

The Sub-Fund may use securities with embedded derivatives within the limit of 100% of net assets.

➢ Deposits:

The Sub-Fund may make deposits of a maximum term of 12 months, with one or more credit establishments and within the limit of 10% of net assets.

➢ Cash borrowing:

In the context of normal operation, the Sub-Fund may occasionally find itself in a debtor position and have recourse, in this case, to cash borrowing, within the limit of 10% of its net assets.

➢ Acquisition transactions and temporary purchase and sale of securities:

The Sub-Fund is not designed to carry out acquisitions transactions or temporary purchase or sale of securities.

Risk profile:

Investors are therefore mainly exposed to the risks below, this list not being exhaustive.

Capital loss risk:

The investor is advised that the performance of the Sub-Fund might not conform to his objectives and that his capital might not be returned in full, the Sub-Fund not benefiting from any guarantee or protection of capital invested.

Risk associated with the holding of convertible bonds:

The Sub-Fund is exposed to convertible bonds; these may show a residual share sensitivity and experience marked fluctuations linked to changes in the prices of the underlying shares. The investor’s attention is drawn to the fact that the net asset value of the Sub-Fund will drop in the case of an unfavourable change.

Equity risk:

The Sub-Fund is invested or exposed on one or more share markets which may experience marked fluctuations. Investors’ attention is drawn to the fact that fluctuations in the price of the portfolio assets and/or the market risk may result in a significant reduction in the net asset value of the Sub-Fund.

Interest rate risk:

Because of its composition, the Sub-Fund may be subject to an interest rate risk. This risk results from the fact that, in general, the price of debt securities and bonds falls when rates rise. The net asset value may therefore drop if interest rates rise.

Credit risk:

In the case of downgrading of private or public issuers, or their defaulting, the value of bonds may fall. The occurrence of this risk may result in a drop in the net asset value of the Sub-Fund.
Counterparty risk:
This is the risk associated with use by the Sub-Fund of futures, OTC instruments and/or resorting to temporary purchases and sales of securities. These transactions concluded with one or more eligible counterparties potentially expose the Sub-Fund to a risk of one of these counterparties defaulting and possibly resulting in failure to pay.

High Yield risk:
This is the credit risk applied to what are known as "speculative" securities which present probabilities of default higher than those of Investment Grade securities. In return, they offer higher levels of return, but can significantly reduce the net asset value of the Sub-Fund.

Foreign exchange risk:
This is the risk of foreign currency variation affecting the value of the stocks held by the Sub-Fund. Investors' attention is drawn to the fact that the net asset value of the Sub-Fund may drop in the case of an unfavourable change in the foreign currency rate other than the euro.

Risk associated with holding small securities:
On account of its management direction, the Sub-Fund may be exposed to small and medium capitalisations which, taking account of their specific characteristics, may present a liquidity risk. On account of the limited size of the market, the evolution of these stocks is more marked in an upward direction than a downward direction and may generate marked fluctuations in the net asset value.

And, secondarily, to the following risk:

Risk associated with investment in certain UCITS:
The Sub-Fund may invest in a certain number of UCITS or investment funds (FCPR, FCIMT, FCPI, alternative management UCITS) for which there is a risk associated with alternative management (that is, management decorrelated from any market index). The Sub-Fund is exposed to a liquidity risk or a risk of fluctuation in its net asset value by investing in this type of UCITS or investment.

Subscribers concerned and standard investor profile:

IC – ID and RC shares: all subscribers.

The RF shares are reserved for investors who subscribe via distributors or intermediaries:
- That are subject to national legislation prohibiting all retrocessions to distributors
- Providing an independent advisory service within the meaning of EU Regulation MiFID II;
- Providing a service of individual portfolio management under mandate

GI and GR shares: Shares reserved for sale in Germany and Austria

The N-D shares are reserved for feeder UCIs of the OFI group.

This Sub-Fund is more specifically aimed at investors wishing to invest on the European convertible bonds market.

The amount which it is reasonable to invest in this Sub-Fund depends on the personal situation of the investor. To determine this, investors should take into account their personal wealth, their current and future needs, their investment horizon and also their wish to take risks or, on the contrary, to favour prudent investment.

They are also strongly recommended to sufficiently diversify their investments, so as not to expose them exclusively to the risk of this Sub-Fund.

Recommended term of investment: more than 3 years.
Procedure for determination and allocation of income:

IC - RC - RF - GI and GR capitalisation shares
ID and N-D distribution shares

Entry into the accounts according to the cashed coupon method.

The sums distributable by an UCITS are made up of:

1. The net result plus the carry forward, plus or minus the balance of the income adjustment account;
2. The capital gains made, net of costs, minus capital losses made, net of costs, established during the financial year, plus net capital gains of the same nature established during previous financial years not having formed the subject of distribution or capitalisation, and minus or plus the balance of the capital gains adjustment account.

The sums mentioned in points 1 and 2 may be distributed, in full or in part, irrespective of each other.

The Board of Directors decides on the allocation of results.

Distributable sums are paid out within a maximum of five months following the end of the financial year.

The Sub-Fund has opted for the following option for the IC – RC – RF – GI and GR shares:

Distributable amounts relating to the net result:

- Pure capitalisation: the distributable sums relating to the net result are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;
- Pure distribution: the distributable sums relating to the net result are distributed in full, rounded to the nearest whole number. The Board of Directors may decide on the payment of exceptional part payments;
- The General Meeting decides, each year, on allocation of the net result. The Board of Directors may decide on the payment of exceptional part payments.

Distributable sums relating to capital gains made:

- Pure capitalisation: distributable sums relating to capital gains made are capitalised in full;
- Pure distribution: the distributable sums relating to capital gains made are distributed in full, rounded to the nearest whole number. The Board of Directors may decide on the payment of exceptional part payments;
- The General Meeting decides, each year, on allocation of the realised capital gains. The Board of Directors may decide on the payment of exceptional part payments.

The Sub-Fund has opted for the following option for the ID and N-D shares:

Distributable amounts relating to the net result:

- Pure capitalisation: the distributable sums relating to the net result are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;
- Pure distribution: the distributable sums relating to the net result are distributed in full, rounded to the nearest whole number. The Board of Directors may decide on the payment of exceptional part payments;
- The General Meeting decides, each year, on allocation of the net result. The Board of Directors may decide on the payment of exceptional part payments.
Distributable sums relating to capital gains made:

- Pure capitalisation: distributable sums relating to capital gains made are capitalised in full;
- Pure distribution: the distributable sums relating to capital gains made are distributed in full, rounded to the nearest whole number. The Board of Directors may decide on the payment of exceptional part payments;
- The General Meeting decides, each year, on allocation of the realised capital gains. The Board of Directors may decide on the payment of exceptional part payments.

Characteristics of the shares:

<table>
<thead>
<tr>
<th>Shares</th>
<th>ISIN code</th>
<th>Allocation of distributable amounts relating to the result</th>
<th>Currency</th>
<th>Subscribers concerned</th>
<th>Minimum amount of initial subscriptions</th>
</tr>
</thead>
<tbody>
<tr>
<td>IC</td>
<td>FR0000011074</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
<tr>
<td>ID</td>
<td>FR0011157973</td>
<td>Distribution</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
<tr>
<td>RC</td>
<td>FR0013303609</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>1 share</td>
</tr>
<tr>
<td>RF</td>
<td>FR0013309010</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Shares reserved for investors who subscribe via distributors or intermediaries: - that are subject to national legislation prohibiting all retrocessions to distributors - providing an independent advisory service within the meaning of EU Regulation MIF2 - providing a service of individual portfolio management under mandate</td>
<td>1 share (**))</td>
</tr>
<tr>
<td>N-D</td>
<td>FR0013488343</td>
<td>Distribution</td>
<td>EUR</td>
<td>Reserved for OFI Group's Feeder UCIs</td>
<td>1 share</td>
</tr>
<tr>
<td>GI</td>
<td>FR0013274941</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Units reserved for sale in Germany and Austria</td>
<td>EUR 1,000,000</td>
</tr>
<tr>
<td>GR</td>
<td>FR0013275138</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Units reserved for sale in Germany and Austria</td>
<td>1 share</td>
</tr>
</tbody>
</table>

(*) Minimum initial subscription amount GI shares not applicable to the following persons who may only subscribe to one unit:
- The Sub-Fund portfolio management company or an entity belonging to the same group;
- The depositary or an entity belonging to the same group;
- The promoter of the Sub-Fund or an entity belonging to the same group.

(**) The RF shares may also be subscribed on the basis of one unit, by:
- The Sub-Fund portfolio management company or an entity belonging to the same group;
- The depositary or an entity belonging to the same group;
- The promoter of the Sub-Fund or an entity belonging to the same group.
Subscription and redemption procedure:

Two options: via OFI ASSET MANAGEMENT (for pure registered shares) or via SOCIETE GENERALE (for bearer and administered registered shares):

Subscription/redemption requests are centralised each valuation day up to 12:00/noon and answered on the basis of the next net asset value, i.e. at an unknown price.

The corresponding payments are made on the second non-holiday trading day following the Net Asset Value date applied.

Option of subscribing in amount and/or in fractions of shares; redemptions are carried out only in quantity of shares (ten thousandths).

Date and frequency of calculation of the net asset value: daily.
The net asset value is calculated every non-holiday trading day worked, and is dated the day before the following non-holiday trading day.

A swing pricing mechanism has been introduced by the Management Company, in the context of its valuation.

The original net asset value of IC shares is EUR 1,524.49.
The net asset value of the share was divided by 100 from 8 August 2008 onwards.
The original net asset value of ID shares (as at 7 December 2011) is EUR 58.29.
The original net asset value of GI and GR shares is EUR 100.
The original net asset value of RG shares is EUR 100.
The original net asset value of N-D shares is EUR 100.

For pure registered units:

OFI ASSET MANAGEMENT
22 Rue Vernier – 75017 PARIS

In the context of handling the SICAV's liabilities, subscription and redemption orders may be placed directly with the Management Company, for shares to be registered or pure registered shares, and with SOCIETE GENERALE (by delegation by the Management Company), for shares to be registered or registered bearer shares, which will process these orders in connection with Euroclear France, to which the SICAV is admitted for trading.
The process for placing subscription or redemption orders for shares to be registered or pure registered shares is available from the Management Company.
After collection of these orders, OFI ASSET MANAGEMENT will send them to SOCIETE GENERALE in its capacity as affiliate of Euroclear France.

For managed bearer and registered units:

SOCIETE GENERALE
32, rue du Champ-de-tir, 44000 Nantes (France).

Investors intending to subscribe to shares and shareholders wishing to redeem shares are invited to make inquiries directly with OFI ASSET MANAGEMENT (for pure registered shares) or SOCIETE GENERALE (by delegation by the Management Company for bearer shares and administered registered shares) regarding the deadline for consideration of their subscription or redemption request, this deadline possibly being prior to the centralisation time mentioned above.

The net asset value of the Sub-Fund is available on request from:

OFI ASSET MANAGEMENT
22 rue Vernier – 75017 PARIS

At the following e-mail address: contact@ofi-am.fr
Fees and expenses:

➢ **Subscription and redemption fees:**

Subscription and redemption fees are added to the subscription price paid by investors, or deducted from the redemption price.

Commission retained by the Sub-Fund serves to offset the costs borne by the Sub-Fund to invest or divest the assets entrusted.

Commission not retained is paid to the Management Company or to the marketers.

<table>
<thead>
<tr>
<th>Fees payable by investors, collected at the time of subscriptions and redemptions</th>
<th>Base</th>
<th>Rate / scale IC / ID / RC / RF</th>
<th>Rate / scale GI / GR</th>
<th>Rate / scale N-D</th>
</tr>
</thead>
<tbody>
<tr>
<td>Subscription fee not retained by the Sub-Fund</td>
<td>Net asset value X number of units</td>
<td>4% incl. tax Maximum</td>
<td>2% incl. tax Maximum</td>
<td>2% incl. tax Maximum</td>
</tr>
<tr>
<td>Subscription fee retained by the Sub-Fund</td>
<td>Net asset value X number of units</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
</tr>
<tr>
<td>Redemption fee not retained by the Sub-Fund</td>
<td>Net asset value X number of units</td>
<td>1% incl. tax Maximum</td>
<td>Nil</td>
<td>Nil</td>
</tr>
<tr>
<td>Redemption fee retained by the Sub-Fund</td>
<td>Net asset value X number of units</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
</tr>
</tbody>
</table>
Fees cover all costs invoiced directly to the Sub-Fund, with the exception of transactions costs.

For more detail about the fees actually charged to the Sub-Fund, please refer to the Key Investor Information Document.

<table>
<thead>
<tr>
<th>Fees charged to the SICAV</th>
<th>Base</th>
<th>Rate/scale IC - ID</th>
<th>Rate/scale RC</th>
<th>Rate/scale RF</th>
<th>Rate/scale GI</th>
<th>Rate/scale GR</th>
<th>Rate/scale N-D</th>
</tr>
</thead>
<tbody>
<tr>
<td>Management company's internal and external management fees</td>
<td>Net assets</td>
<td>1.10% incl. tax Maximum</td>
<td>1.80% incl. tax Maximum</td>
<td>1.40% incl. tax Maximum</td>
<td>1.40% incl. tax Maximum</td>
<td>1.80% incl. tax Maximum</td>
<td>0.10% incl. tax Maximum</td>
</tr>
<tr>
<td>Maximum turnover fee per transaction. (1)</td>
<td>Fixed fee per transaction</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
</tr>
<tr>
<td>Service provider collecting turnover fee: 100% depositary/custodian</td>
<td>Transferable securities and monetary products</td>
<td>Eurozone and Mature Countries</td>
<td>EUR 0 to 0 to 200 (excluding tax)</td>
<td>EUR 0 to 200 (excluding tax)</td>
<td>EUR 0 to 200 (excluding tax)</td>
<td>EUR 0 to 200 (excluding tax)</td>
<td>EUR 0 to 200 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td>Emerging Countries</td>
<td>UCI</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td>&quot;Ordinary&quot; OTC products</td>
<td>Compensated derivatives</td>
<td>EUR 0 to 0 to 50 (excluding tax)</td>
<td>EUR 0 to 50 (excluding tax)</td>
<td>EUR 0 to 50 (excluding tax)</td>
<td>EUR 0 to 50 (excluding tax)</td>
<td>EUR 0 to 50 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td>&quot;Complex&quot; OTC products</td>
<td></td>
<td>EUR 0 to 150 (excluding tax)</td>
<td>EUR 0 to 150 (excluding tax)</td>
<td>EUR 0 to 150 (excluding tax)</td>
<td>EUR 0 to 150 (excluding tax)</td>
<td>EUR 0 to 150 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>EUR 0 to 450 (excluding tax)</td>
<td>EUR 0 to 450 (excluding tax)</td>
<td>EUR 0 to 450 (excluding tax)</td>
<td>EUR 0 to 450 (excluding tax)</td>
<td>EUR 0 to 450 (excluding tax)</td>
</tr>
<tr>
<td>Outperformance fee</td>
<td>Net assets</td>
<td>15% above the benchmark, the Thomson Reuters Europe Focus Hedged Convertible Bond Index</td>
<td>15% above the benchmark, the Thomson Reuters Europe Focus Hedged Convertible Bond Index</td>
<td>15% above the benchmark, the Thomson Reuters Europe Focus Hedged Convertible Bond Index</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
</tbody>
</table>

Operating and management fees are directly charged to the profit and loss account of the Sub-Fund on calculation of each net asset value.

Only the fees mentioned below may sit outside of the 3 groups of fees referenced above and, in this case, must be mentioned hereafter:

- The contributions owed for management of the Sub-Fund, applying d) of the 3rd clause of part II of Article L.621-5-3 of the Monetary and Financial Code;
- Exceptional and non-recurring taxes, fees and governmental rights (in relation to the UCITS);
- Exceptional and non-recurrent costs with a view to recovery of receivables (ex Lehman) or, in the context of a lawsuit, to assert a right (ex class action lawsuits).

The information relating to these fees is also set out ex post in the Sub-Fund's annual report.
➢ **Outperformance fee:**

For IC - ID - RC and RF shares:

Variable fees correspond to an outperformance fee. The period of calculation of outperformance fee runs from 1 May to 30 April each year. Each time the net asset value is established, the outperformance of the Sub-Fund is defined as the positive difference between the net assets of the Sub-Fund before consideration of any provision for outperformance fee, and the net assets of a notional Sub-Fund achieving exactly the same performance as the benchmark and registering the same pattern of subscriptions and redemptions as the actual Sub-Fund.

By exception, the calculation period for the outperformance fee for RC shares will extend from their date of creation to 30 April 2019.

By exception, the calculation period for the outperformance fee for RF shares will extend from their date of creation to 30 April 2019.

Each time the net asset value is established, the outperformance fee, then defined equal to 15% of the performance exceeding that of the benchmark (the Thomson Reuters Europe Focus Hedged Convertible Bond Index), forms the subject of a provision, or a provision reversal limited to the existing allocation. In the case of negative absolute performance, when the relative performance of the Sub-Fund is positive, this same outperformance fee shall also be collected, but this shall be limited to 1.5% of the Net Assets.

In the case of redemptions, the share of the outperformance fee corresponding to the redeemed shares is collected by the Management Company. Apart from redemptions, the outperformance fee is collected by the Management Company at the end of each calculation period.

A description of the method used for calculation of the outperformance fee is made available to subscribers by the Management Company.

➢ **Procedures for calculation and allocation of the remuneration on acquisitions and temporary purchase or sale of securities:**

Not applicable.
Brief description of the procedure for choosing brokers:

The OFI Group has introduced a procedure for selection and assessment of market brokers, which makes it possible to select, for each category of financial instruments, the best market brokers and to ensure the quality of execution of orders placed on behalf of our UCIs under management.

The management teams can send their orders directly to the market brokers selected or go through the OFI Group trading desk, OIS.

This service provider handles the receipt and transmission of orders, followed by execution or not, to the market brokers on the following financial instruments: Debt securities, Capital securities, Shares or UCI Shares, Financial contracts.

This service provider's expertise makes it possible to separate the selection of financial instruments (which remains the responsibility of the Management Company) from their trading, whilst ensuring the best execution of orders.

A multi-criteria valuation is carried out on a six-monthly basis by the OFI Group's management teams. Depending on the circumstances, it takes into consideration several or all of the following criteria:

- Monitoring volumes of transactions per market broker;
- Analysis of the counterparty risk and how this develops (a distinction is made between "brokers" and "counterparties");
- The nature of the financial instrument, the execution price, where applicable the total cost, the speed of execution and the size of the order;
- Feedback of operational incidents detected by the managers or the Middle Office.

At the end of this valuation, the OFI Group can reduce the volumes of orders entrusted to a market broker or withdraw it temporarily or permanently from its list of authorised service providers.

This valuation can be based on an analysis report provided by an independent service provider.

The selection of UCIs relies on a threefold analysis:

- A quantitative analysis of the media selected;
- An additional qualitative analysis;
- Due diligence, which aims to validate the option of intervening on a given fund and of fixing the investment limits on the fund in question and on the corresponding management company.

A post-investment committee which meets every six months to review all authorisations given and limits consumed.

For the execution of certain financial instruments, the Management Company resorts to commission sharing agreements (CCP or CSA), according to which a limited number of investment service providers:

- Provide the order execution service;
- Collect brokerage costs relating to services of assistance with investment decisions;
- Pay these costs back to a third party provider of these services.

The objective sought is to use, as far as possible, the best service providers in each speciality (execution of orders and assistance with investment/disinvestment decisions).
Commercial information

1/ Distribution

Distributable sums are paid out, where applicable, within five months at the most of the end of the financial year.

2/ Redemption or reimbursement of shares

Subscriptions and redemptions of shares of the Sub-Fund can be sent to:

For pure registered shares:

OFI ASSET MANAGEMENT
22 Rue Vernier, 75017 Paris (holder of Register of pure registered shares).

For bearer and administered registered shares:

SOCIETE GENERALE
Postal address of the function of centralisation of subscription/redemption orders and keeping of registers (by delegation by the Management Company) 32, rue du Champ-de-lir, 44000 Nantes, France

Shareholders are informed of changes affecting the Sub-Fund according to the terms defined by the Autorité des Marchés Financiers: specific provision of information or any other means (financial notices, periodic documents, etc.).

3/ Distribution of information about the Sub-Fund

The Sub-Fund prospectus, the net asset value of the Sub-Fund and the latest annual reports and periodic documents are available, on request, from:

OFI ASSET MANAGEMENT
Limited Liability Company with an Executive Board
22 rue Vernier – 75017 PARIS

At the following e-mail address: contact@ofi-am.fr

4/ Information on ESG criteria

The Management Company makes available to the investor information about the procedure for consideration in his investment policy of criteria relating to compliance with environmental, social and governance quality objectives on its website www.ofi-am.fr and in the annual report for the SICAV.

5/ Transfer of portfolio composition

The Management Company may transfer, directly or indirectly, the composition of the assets of the Sub-Fund to the Sub-Fund holders who have professional investor status, solely for purposes related to regulatory obligations in the context of calculation of equity. This transfer occurs, where applicable, within a period of no more than 48 hours after publication of the net asset value of the Sub-Fund.
Investment rules

THE SUB-FUND IS SUBJECT TO THE INVESTMENT RULES AND REGULATORY RATIOS APPLICABLE TO "AUTHORISED UCITS IN ACCORDANCE WITH DIRECTIVE 2009/65/EC" IN ARTICLE L.214-2 OF THE MONETARY AND FINANCIAL CODE.

The Sub-Fund is subject to the investment rules and regulatory ratios applicable to authorised UCITS in accordance with Directive 2009/65/EC coming under Article L.214-2 of the Monetary and Financial Code, governed by Sub-section 1 of Section 1 of Chapter IV of Title I of Book II of the Monetary and Financial Code.

The main financial instruments and management techniques used by the Sub-Fund are mentioned in Part II, "Operating and management procedures", of the Prospectus.

Global risk

The method applied for calculation of the global risk is the probability method.

The commitment is calculated according to the probability method with a VaR at a horizon of one week with a probability of 95%. This VaR must not exceed 5% of net assets.

The maximum leverage of the Sub-Fund, given for information only, calculated as the sum of the nominal values of the positions on financial futures instruments used, is 100%. However, the Sub-Fund reserves the option of seeking a higher leverage level, depending on the situation of the markets.

Rules for valuation and posting of assets

The rules for valuation of the assets are based, first, on valuation methods and second, on practical terms which are specified in the appendix to the annual accounts and in the prospectus. The rules for valuation are fixed, under its responsibility, by the Management Company.

The net asset value is calculated every non-holiday trading day worked in Paris, and is dated that same day.

I/ RULES FOR VALUATION OF ASSETS:

The Sub-Fund has complied with Accounting Standards Authority regulation no. 2014-01 of 14 January 2014 on the accounting plan of open-end collective investment undertakings.

The accounts relating to the securities portfolio are kept by reference to the historic cost: entries (purchases or subscriptions) and exits (sales or redemptions) are posted based on the acquisition price, excluding costs.

Any exit generates a capital gain or capital loss from sale or redemption and potentially, a redemption bonus.

Accrued coupons on negotiable debt securities are considered on the day of the net asset value date.

The Sub-Fund values its securities at the actual value, the value resulting from the market value or in the absence of any existing market, by using financial methods. The entry value-actual value difference generates a capital gain or loss which shall be posted as "difference in estimate of portfolio".

OFI FINANCIAL INVESTMENT – RS EUROPEAN CONVERTIBLE BOND
OFI ASSET MANAGEMENT
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Description of methods of valuation of balance sheet entries and fixed-term and conditional transactions:

- Financial instruments:
  - **Equity securities:** Equity securities admitted for trading on a regulated or similar market are valued based on closing prices.
  - **Debt securities:** Debt securities admitted for trading on a regulated or similar market are valued, under the responsibility of the management company, by comparing the prices of these assets with various sources.
  - **Money market instruments:**
    - Negotiable debt securities (NDS) with a duration on issue, acquisition or residual duration which is less than three months are valued using a linear method up to maturity at the issue or acquisition price or at the last price applied for their valuation at the market price.
    - Negotiable debt securities (NDS) with a residual duration of more than three months are valued at the market price at the time of publication of inter-bank market prices.
  - **Unlisted transferable securities:** unlisted transferable securities are valued under the responsibility of the Management Company using methods based on the asset value and the return, taking into consideration the prices applied at the time of recent significant transactions.

- UCIs: Shares or shares of UCIs are valued at the last known net asset value on the actual day of calculation of the net asset value.

- Financial contracts (otherwise known as "futures instruments") within the meaning of Article L.211-1, III of the Monetary and Financial Code:
  - Financial contracts traded on a regulated or similar market: fixed or conditional futures instruments, traded on European regulated or similar markets are valued at the settlement price, or failing this, based on the closing price.
  - Financial contracts not traded on a regulated or similar market (i.e. traded over-the-counter):
    - Financial contracts not traded on a regulated or similar market and settled: financial contracts not traded on a regulated or similar market and forming the subject of settlement are valued at the settlement price.
    - Financial contracts not traded on a regulated or similar market and not settled: financial contracts not traded on a regulated or similar market and forming the subject of settlement are valued at the settlement price.

- Acquisitions and temporary purchase and sale of securities:
  Not applicable.

- **Deposits:**
  Deposits are valued at their book value.

- **Currencies:**
  Foreign currencies in cash are valued with the prices published daily on the financial databases used by the Management Company.
Net asset value adjustment method associated with swing pricing with release limit:

The Sub-Fund may experience a drop in its net asset value (NAV) on account of subscription/redemption orders carried out by investors, at a price which does not reflect the readjustment costs associated with the portfolio's investment or disinvestment transactions. To reduce the impact of this dilution and to protect the interests of existing unit-holders, the Sub-Fund introduces a swing pricing mechanism with an activation limit. This mechanism, supported by a swing pricing policy, enables the management company to ensure payment of readjustment costs by those investors requesting subscription or redemption of shares in the Sub-Fund, thus making savings for shareholders wishing to remain in the Sub-Fund.

If, on a day of calculation of the NAV, the total of net subscription/redemption orders of investors on all share categories of the Sub-Fund exceeds a predefined limit, determined on the basis of objective criteria by the Management Company as a percentage of the Sub-Fund's net assets, the NAV may be adjusted in an upward or downward direction, to take into account the readjustment costs chargeable respectively, to the net subscription/redemption orders. The NAV of each share class is calculated separately but any adjustment has, as a percentage, an identical impact on all NAV of the share classes of the Sub-Fund. The parameters for costs and the release limit are determined by the Management Company. These costs are estimated by the Management Company based on transactions costs, offer-bid spreads and also potential taxes applicable to the Sub-Fund.

To the extent that this adjustment is related to the net balance of subscriptions / redemptions in the Sub-Fund, it is not possible to accurately predict whether such swing pricing will apply at some point in the future. Therefore, it is no longer possible either to accurately predict how often the Management Company will have to make such adjustments. Investors are advised that the volatility of the Sub-Fund's NAVs may not reflect exclusively the volatility of the securities held in the portfolio due to the application of swing pricing.

The policy for the determination of the Swing Pricing mechanisms is available on request from the Management Company. Application of swing pricing is at the Management Company's discretion in accordance with the OFI pricing policy.

In accordance with the regulations, the configuration for this mechanism is known only to those persons responsible for its implementation

II/ METHOD OF POSTING:

Description of off-balance sheet commitments:

Fixed-term contracts feature off-balance sheet for their market value, a value equal to the price (or the estimate if the transaction is OTC) multiplied by the number of contracts.

At the end of September, the Sub-Fund opted for the probability method, as an absolute VAR without exemption of the limit of 5%, which was applied from 1 January 2007 onwards.

The former method was the method of calculating the commitment by linear approximation. The new method corresponds to the probability method.

By application of the probability method, the commitment chosen is the highest amount between the portfolio loss (the risk value or VaR) and the leverage capacity (LC).

The VaR is calculated with a confidence level of 95% over a horizon of 7 calendar days.

\[
\text{VaR (95%, 7 days) } \leq 5\% \text{ net assets}
\]

The leverage capacity is the result of the leverage effect (+1) which the financial instruments procure at par value of the asset limited to VaR (100*5% = 20), i.e., in this particular case, twenty (1*20 = 20). In other words, the leverage capacity of a UCITS III is equal to twenty times the VaR of its net assets.

For the:

\[
\text{LC = LC } \text{Shares} + \text{LC Interest rates} + \text{LC acq/purchase and sale } \leq 1 \text{ times net assets}
\]

Generally, securities of which the price has not been established on the day of the valuation are valued at the last officially published price, or at the probable trading value, under the responsibility of the Management Company. Regarding conditional products, and when the settlement price on the listed market is not representative of the position's trading value, the price used will be calculated using a valuation model, based on the opening price of the underlying asset.
Description of method followed for posting income from securities with fixed income:

Result is calculated based on coupons cashed. Coupons accrued on the day of the valuations constitute an element of the valuation difference.

Description of the method for calculating fixed management fees:

Management fees are directly charged to the profit and loss account of the Sub-Fund, when each net asset value is calculated. The maximum rate applied on the basis of net assets may not be more than 1.10% incl. tax for IC – ID shares, than 1.40% incl. tax for GI shares, than 1.80% incl. tax for RC and GR shares, and 1.40% incl. tax for RF shares, all UCIs included, and 0.10% incl. tax for N-D shares, all UCIs included.

Description of the method for calculating variable management fees:

For IC - ID - RC and RF shares:

These correspond to 15% incl. tax of the outperformance above the benchmark: Thomson Reuters Europe Focus Hedged Convertible Bond Index. In the case of negative absolute performance, when the relative performance of the SICAV is positive, this same outperformance fee shall also be collected but limited to 1.5% of the Net Assets.

The period of calculation of outperformance fee runs from 1 May to 30 April each year.
The calculation period for the outperformance fee for RC units extends from their date of creation to 30 April 2019.
The calculation period for the outperformance fee for RF units extends from their date of creation to 30 April 2019.

Remuneration

In accordance with Directive 2009/65/EC, management has introduced a remuneration policy adapted to its organisation and its activities.

The aim of this policy is to define the practices concerning the various remunerations of employees with authority relating to decision-taking, control or risk-taking within the company.

This remuneration policy has been defined in the light of the objectives, values and interests of the OFI Group, the UCITS managed by the Management Company and their holders.

The objective of this policy is to not encourage excessive risk-taking in contradiction with the risk profile of the UCITS managed.

The remuneration policy is adopted and supervised by the OFI Group's Strategic Committee.

The remuneration policy is available on the website www.ofi-am.fr or free of charge upon written request.
Sub-Fund no. 6

OFI FINANCIAL INVESTMENT – PRECIOUS METALS

(KIID)
## Sub-Fund no. 6

**OFI FINANCIAL INVESTMENT – PRECIOUS METALS**

Summary of management offer:

<table>
<thead>
<tr>
<th>Shares</th>
<th>ISIN code</th>
<th>Allocation of distributable amounts (relating to the result)</th>
<th>Currency</th>
<th>Subscribers concerned</th>
<th>Initial subscription amount</th>
<th>Subsequent subscription amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>I</td>
<td>FR0011170786</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>EUR 1,000,000 (*)</td>
<td>-</td>
</tr>
<tr>
<td>R</td>
<td>FR0011170182</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>RF</td>
<td>FR0013304441</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Shares reserved for investors who subscribe via distributors or intermediaries: - that are subject to national legislation prohibiting all retrocessions to distributors - or providing an independent advisory service within the meaning of EU Regulation MIF2 - or providing a service of individual portfolio management under mandate Or providing a non-independent advisory service once they have entered into agreements with their customers stipulating that they may not receive or retain retrocessions</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>XL</td>
<td>FR0013190287</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>For subscribers with a minimum subscription amount of EUR 15,000,000 (fifteen million euros)</td>
<td>EUR 15,000,000 (*)</td>
<td>1 unit</td>
</tr>
<tr>
<td>EI C EUR</td>
<td>FR0013242385</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Shares reserved for clients who subscribe via the EURONEXT FUND SERVICES marketing platform</td>
<td>EUR 1,000,000 (*) or the equivalent in whole Shares (determined based on the last known net asset value)</td>
<td>EUR 1,000,000 (*) or the equivalent in whole Shares (determined based on the last known net asset value)</td>
</tr>
</tbody>
</table>
1/ FORM OF THE SUB-FUND

**Name:**

OFI FINANCIAL INVESTMENT – PRECIOUS METALS (the "Sub-Fund").

**Legal structure and Member State in which the Sub-Fund was constituted:**

Sub-Fund under French law of the SICAV OFI FINANCIAL INVESTMENT.

**Date of creation and envisaged duration:**

The Sub-Fund was created on 16 September 2019 for a term of 99 years. It is the result of the merger-absorption of the mutual fund OFI PRECIOUS METALS itself created on 8 March 2012.

2/ GENERAL CHARACTERISTICS

**Characteristics of the shares:**

- ISIN code I Shares: FR0011170786
- ISIN code R Shares: FR0011170182
- ISIN code RF Shares: FR0013304441
- ISIN code XL Shares: FR0013190287
- ISIN code EIC EUR Shares: FR0013242385

- Nature of the right attached to the unit category:
  
  Every shareholder has a right of joint ownership on the assets of the Sub-Fund proportional to the number of shares owned.

- Arrangements for holding liabilities:

  Registration in the custodian's register for shares registered as administered. The Sub-Fund is admitted for trading on Euroclear France.

- Voting right:

  Any unitholder, whatever the number of units he owns, may attend or be represented at meetings. However, information about changes to operation of the Sub-Fund is given to unitholders, either individually or via the press, or by any other means in accordance with instruction 2011-20 of 21 December 2011.

- Form of the shares:

  Bearer.
Fractional shares:

- YES ☐ NO

Number of decimal places for I - R - RF - XL shares:

☐ Tenths ☐ hundredths ☐ thousandths ☒ ten thousandths

Note, the EL C EUR units are not fractional.

Closing date:

Last trading day worked in Paris in December

3/ SPECIFIC PROVISIONS

Characteristics of the shares:

- ISIN code I Shares: FR0011170786
- ISIN code R Shares: FR0011170182
- ISIN code RF Shares: FR0013304441
- ISIN code XL Shares: FR0013190287
- ISIN code EIC EUR Shares: FR0013242385

FOF:

- Yes ☐ No ☒

Management objective:

The management objective is to offer unitholders synthetic exposure to the "Basket Precious Metals Strategy" index (Bloomberg code: SOOFBPMS Index) or an index having the same composition. This index is representative of a basket made up of precious metals futures contracts and interest rates futures contracts. The Sub-Fund shall replicate both upward and downward fluctuations in this index.

Benchmark:

There is no benchmark; however, for information, the investor may consult the GSCI Precious Metals TR, which is representative of a universe of investment in precious metals, limited to exposure to gold and silver.

The S&P GSCI underlying indices are commodities futures indices, published by S&P. Their performance reflects fluctuations in futures contracts on physical commodities composing these indices. These fluctuations are calculated based on prices recorded in USD. These indices are total return indices.

It should be reiterated that the comparison index, the GSCI Precious Metals TR index, does not have the same composition as the Basket Precious Metals Strategy index to which the Sub-Fund is permanently exposed, which may lead to differences in terms of performance achieved. More information about the underlying indices can be found at: http://www.spindices.com/search/
Investment strategy:

- Strategies used:

  The investment strategy consists of managing exposure to the performance of the Basket Precious Metals Strategy index.

Strategy used to achieve the management objective:

A basic long position is set up, based on swaps on the Basket Precious Metals Strategy index. This index is made up of futures contracts on the main precious metals and on interest rates with the following allocation:

- 35% Gold
- 20% Silver
- 20% Platinum
- 20% Palladium
- 5% 3-month Eurodollar

The 3-month Eurodollar futures contract reflects the LIBOR interest rate (interbank lending rate) for an investment of 1 million dollars. Its rating is based on 100 minus the interest rate.

The list of markets is not exhaustive. For more information about the index used, the investor is invited to contact OFI ASSET MANAGEMENT.

Futures contracts on commodities and on interest rates may be quoted in various currencies, since, in order to hedge the index against the foreign exchange risk, a strategy of neutralisation of the foreign exchange effect is systematically implemented once a day.

The Basket Precious Metals Strategy index must follow the following diversification rules:

- 35% maximum of assets for an underlying product or a group of correlated underlying products;
- 20% maximum of assets for other products or group of correlated underlying products.

The underlying assets, which may make up the indices, have been chosen for their nature as representative of all precious metals. Use of the ratio of 35% was chosen for the gold market, as this is the most representative and largest of the precious metals sector (over 50% of exchanges). The list of markets is not exhaustive.

For more information about the composition of the indices used, the investor is invited to contact OFI ASSET MANAGEMENT.

The Sub-Fund exposure target is approximately 105%.

However, in the exceptional case where the index is nil, the Sub-Fund would have a return close to the money market minus actual management costs.

- Assets (excluding embedded derivatives):

  The Sub-Fund portfolio is made up of the following categories of assets and financial instruments:

  **Equities:**

  Nil.

  **Debt securities and money market instruments:**

  In the context of management of its cash, the Sub-Fund may invest up to 100% of its assets in fixed-term deposits, in money market instruments and short-term negotiable transferable securities (maturity at less than 1 year) issued by public entities or with their registered office or main place of business in a Member Country of the OECD. These securities are either State borrowing, or private sector issues without predefined allocation between public debt and private debt.

  More specifically, the money market instruments chosen are essentially BTF or Fixed-Rate Government Bonds with a term of 13 weeks.
However, the Sub-Fund may also use deposit certificates, Euro Commercial Paper (ECP), short-term bonds, negotiable transferable securities (NTS), US T-Bills and interest rate instruments issued by public entities in the OECD zone with maturity at less than 1 year.

Issuers of portfolio securities must be rated Investment Grade, according to the rating policy implemented by the Management Company. This debt securities rating policy provides for a single rule in terms of allocation of a long-term rating on bond securities. Under this policy, a rating is determined according to ratings allocated by one or more recognised agencies, and that resulting from the analyses of the management company’s Credit Analysis team. Consequently, investment decisions or credit instrument transfer decisions are not mechanically and exclusively based on the criterion of their rating and are based, among other things, on an internal analysis of the credit or market risk. The decision to buy or to assign an asset is also based on other criteria at the manager’s discretion.

UCI units:

In order to manage the cash or access specific markets (sector-based or geographic), the Sub-Fund may invest up to 10% of its assets in units and shares in French or foreign UCITS in accordance with Directive 2009/65/EC or French or foreign AIFs or foreign investment funds of any classification. The AIFs and investment funds selected shall satisfy the 4 criteria defined in Article R214-13 of the Monetary and Financial Code. These funds may be UCIs managed or promoted by companies in the OFI Group.

Other eligible assets:

The Sub-Fund may hold up to 10% in an accumulation of money market instruments, debt securities or capital securities not traded on a regulated market, in compliance with Article R. 214.12 of the Monetary and Financial Code.

➢ Derivative instruments:

The Sub-Fund can operate on fixed-term or conditional financial contracts (traded on regulated and organised markets, French, foreign and/or over-the-counter).

The Sub-Fund uses derivative instruments to constitute its exposure to the Basket Precious Metals Strategy index: the portfolio of the Sub-Fund is invested through swaps traded OTC.

Transactions on these instruments are carried out within the limit of 1.05 times the assets.

The Sub-Fund may also use futures instruments in order to hedge the portfolio against the interest rate and/or foreign exchange risks.

The financial futures instruments referred to come under the following categories:

- Interest rate swaps, foreign exchange swaps;
- Futures on interest rates, on foreign currencies.

Swaps:

Swaps allowing the Sub-Fund to achieve the performance of indices are concluded in the context of a contract in accordance with the national and international standards required by the French Banking Federation (FBF) or the International Swaps and Derivatives Association (ISDA). This contract is entered into between the Sub-Fund and counterparties selected by the Management Company from among leading international financial institutions.

Currency derivatives:

The Sub-Fund may operate on the currency market through cash or futures contracts on currencies on organised and regulated markets, French or foreign (futures, options, etc.) or over-the-counter futures currencies contracts (swaps, etc.)

Futures transactions shall be used to cover any foreign currency exposure of the Sub-Fund.
Interest rate derivatives:

In the context of the Sub-Fund strategy and in order to manage the sensitivity of the portfolio rates, the manager shall carry out hedging transactions against the rates risk associated with the bonds held in the portfolio.

The derivative instruments used to this end are, in particular, options, futures and interest rate swaps.

Commitment of the Sub-Fund on financial contracts:

The Sub-Fund calculates its commitment ratio according to the commitment method (see Part IV of the Prospectus, "Investment Rules").

Counterparties to transactions on financial contracts traded over-the-counter:

The manager may process over-the-counter transactions with the following counterparties: UBS Limited and Société Générale.

In addition, the Management Company maintains relations with the following counterparties with whom the manager may have to deal: Banque Fédérative du Crédit Mutuel, JPMorgan, BNP, CIC, ABN AMRO, BBVA, Banco Santander, Dresdner Bank, Deutsche Bank, RBC, Crédit Suisse, Barclays, Morgan Stanley, HSBC, Bank of America Merrill Lynch, CACIB, Nomura, Goldman Sachs and Natixis.

The Sub-Fund Management Company selects its counterparties for their expertise in each category of transactions and each type of underlying asset, for their jurisdiction of incorporation and for the Management Company's assessment of their default risk.

None of these counterparties has discretionary decision-making power on the composition or management of the portfolio of the Sub-Fund or on the underlying assets of the financial contracts acquired by the Sub-Fund, or has to give its approval for any transaction relating to the portfolio.

By means of the transactions realised with these counterparties, the Sub-Fund bears the risk of their defaulting (insolvency, bankruptcy, etc.). In such a situation, the net asset value of the Sub-Fund may fall (see definition of this risk in the "Risk profile" section below).

Financial guarantees:

In line with the Management Company's internal policy and with the aim of limiting the risks, it has put in place financial guarantee contracts, commonly known as "collateral agreements", with its counterparties. The financial guarantees authorised by these agreements are sums of money in euros or in currencies and, for some of them, transferable securities.

If the Management Company does not receive guaranteed financial securities, it has neither a policy for discount of securities received, nor a way to evaluate the guarantees in securities.

In the case of receipt of financial guarantees in cash, this may be:

- Invested in Short-Term Monetary Mutual Funds (UCI), or
- Not invested and placed in a cash account held by the Sub-Fund Depositary

The management of financial guarantees may carry operational, regulatory and safekeeping risks. The risks associated with reinvestments of assets received depend on the type of assets or the type of transactions and may consist of liquidity risks or counterparty risks.

The Management Company possesses the human and technical means necessary to manage these risks.

The financial guarantees received from the counterparties are not subject to restrictions with regard to their reuse.

The Sub-Fund does not place any restrictions on its counterparties with regard to reuse of the financial guarantees supplied by the Sub-Fund.

Safe-keeping:

The derivative instruments and the guarantees received are kept by the Sub-Fund Depositary.

Remuneration

The Sub-Fund is a direct counterparty to transactions on derivative instruments and receives all revenue generated by these transactions. Neither the Management Company nor any third party receives any remuneration in respect of these transactions.
Description of the Basket Precious Metals Strategy Index:

The Basket Precious Metals Strategy Index is a financial index which is constructed and managed transparently in order to reproduce exposure and performance (positive or negative) of investments in a basket made up of various futures contracts on precious metals, complemented by interest rates futures contracts.

The index is made up of 5 eligible underlying assets, listed on the largest and most liquid futures markets: 35% Gold, 20% Silver, 20% Platinum, 20% Palladium, 5% 3-month Eurodollar

The technical rebalancing of the index between these various components is carried out every day. The value of the Index is calculated daily, using calculation and valuation methods similar to the Sub-Fund's valuation rules. The Basket Precious Metals Strategy Index is published daily on Bloomberg.

This index is constructed to comply with the requirements of the ESMA (European Securities and Markets Authority) guidelines.

SOLACTIVE AG is the calculation agent for the Basket Precious Metals Strategy Index.

The Sub-Fund may also resort to other indices with a more or less identical composition, issued or not by OFI ASSET MANAGEMENT. These indices must make it possible to achieve the management objective and satisfy the criteria of eligibility to UCITS, in particular the independence of calculation and respect of diversification.

- Securities with embedded derivatives:

The Sub-Fund is not intended to use securities with embedded derivatives.

- Deposits:

To achieve its management objective and optimise cash management, the Sub-Fund may make deposits of a maximum term of 12 months, with one or more credit establishments and within the limit of 100% of the net assets.

- Cash borrowing:

In the context of normal operation, the Sub-Fund may occasionally find itself in a debtor position and have recourse, in this case, to cash borrowing, within the limit of 10% of its assets.

- Acquisition transactions and temporary purchase and sale of securities:

The Sub-Fund is not designed to carry out acquisitions transactions or temporary purchase or sale of securities.
**Risk profile:**

The Sub-Fund will mainly be invested in financial instruments which will experience market developments and fluctuations. The investor is therefore exposed to the risks below, this list not being exhaustive.

The main risks to which the investor is exposed are:

**Capital risk:**
The risk that the capital invested is not returned in full is inherent in this type of management, since it does not include any capital guarantee.

**Risk associated with the investment in Futures Instruments on commodities:**
The Sub-Fund is exposed to the price of commodities through commodities index swaps. It should be noted that a drop in the commodities markets and in exogenous conditions (storage conditions, weather conditions, etc.) may result in a drop in the net asset value of the Sub-Fund. In fact, the evolution in the price of a futures contract on commodities is closely associated with the level of current and future production of the underlying product, even the level of estimated natural reserves in the case of energy sector products. Climate and geopolitical factors can also alter the levels of supply and demand of the underlying product in question, and therefore modify the expected rarity of that product on the market.

**Counterparty risk:**
The counterparty risk is associated with swaps and other derivative instruments contracted by the Sub-Fund. The Sub-Fund is exposed to the risk that credit establishments are unable to honour their commitments in respect of these instruments. This risk may take concrete form in a drop in the net asset value of the Sub-Fund.

**Overexposure risk:**
The Sub-Fund may resort to a maximum leverage effect of 1.05. In this case, during market fluctuations, the Sub-Fund realises 1.05 times the market fluctuation. Therefore, a position initiated against the direction of the market will produce a loss equal to 1.05 times the market fluctuation.

**Interest rate risk:**
The Sub-Fund, through the index, directly or through monetary UCIs selected in order to remunerate the cash position, may be invested in futures contracts on interest rates and/or on fixed-rate debt securities. In general, the price of these instruments falls when rates rise.

The accessory risks are the following:

**Foreign exchange risk:**
Swaps are denominated in euros and covered against the foreign exchange risk. The Sub-Fund is however, exposed to a residual foreign exchange risk, since the currency hedging transaction in the index is completed just once a day.
Subscribers concerned and standard investor profile:

R shares: all subscribers.

The RF shares are reserved for investors who subscribe via distributors or intermediaries:
- subject to national legislation prohibiting any retrocession to distributors;
- providing an independent advisory service within the meaning of EU Regulation MiFID II;
- Providing a service of individual portfolio management under mandate;
- Providing a non-independent advisory service once they have entered into agreements with their customers stipulating that they may not receive or retain retrocessions.

I shares: all subscribers with a minimum initial subscription amount of EUR 1,000,000, with the exception of the following individuals who may only subscribe to one unit:
- The Sub-Fund portfolio management company or an entity belonging to the same group;
- The depositary or an entity belonging to the same group;
- The promoter of the Sub-Fund or an entity belonging to the same group;

(*) For I shares, it is stated that in the case of subscriptions by more than one company belonging to the same group, within the meaning of Article L.233-31. l. of the Commercial Code, compliance with this minimum subscription shall be assessed by accumulating the subscriptions of the various companies of that group. Similarly, in the case of subscriptions by more than one UCI/Mandates managed by the same management company, compliance with this minimum subscription shall be assessed by accumulating the different subscriptions of the UCI/Mandates of the said Management Company.

XL shares: subscribers with a minimum subscription amount of EUR 15,000,000.

(*) For XL shares, it is stated that in the case of subscriptions by more than one company belonging to the same group, within the meaning of Article L.233-31. l. of the Commercial Code, compliance with this minimum subscription shall be assessed by accumulating the subscriptions of the various companies of that group. Similarly, in the case of subscriptions by more than one UCI/Mandates managed by the same management company, compliance with this minimum subscription shall be assessed by accumulating the different subscriptions of the UCI/Mandates of the said Management Company.

The EI C EUR Shares are reserved for institutional clients subscribing via the Euronext Fund Services marketing platform, for which the minimum initial subscription amount is EUR 1,000,000 or the equivalent in whole Shares (determined based on the last known net asset value), and the minimum subsequent subscription amount is EUR 1,000,000 or the equivalent in whole Shares (determined based on the last known net asset value).

The Sub-Fund OFI FINANCIAL INVESTMENT - PRECIOUS METALS may serve as account unit support for life insurance contracts.

The result of investment in commodities is an aggressive profile for the investor portfolio. The investor is thus exposed to the risks listed in the paragraph "Risk profile".

Proportion of investment in the Sub-Fund:

Any investment in a Sub-Fund exposed to commodities may be subject to significant fluctuations. The amount it is reasonable to invest in the Sub-Fund OFI FINANCIAL INVESTMENT - PRECIOUS METALS depends on the investor's personal situation, his medium and long-term objectives and the level of risk he is prepared to take.

In the context of prudent management, it is recommended that you diversify investments in several assets or asset categories, so as not to be exposed only to the risks of one product and/or of just one investment sector.

Risk is a subjective criterion which everyone assesses differently, depending on his situation. Performance cannot be achieved without taking risks. The two factors are proportional.

Recommended term of investment: more than 5 years
Procedure for determination and allocation of income:

Capitalisation Sub-Fund

Entry into accounts using income received method.

The sums distributable by an UCITS are made up of:

1. The net result plus the carry forward, plus or minus the balance of the income adjustment account;
2. The capital gains made, net of costs, minus capital losses made, net of costs, established during the financial year, plus net capital gains of the same nature established during previous financial years not having formed the subject of distribution or capitalisation, and minus or plus the balance of the capital gains adjustment account.

The sums mentioned in points 1 and 2 may be distributed, in full or in part, irrespective of each other.

The Board of Directors decides on the allocation of results.

Distributable sums are paid out within a maximum of five months following the end of the financial year.

The Sub-Fund has opted for the following option for the I – R – RF – XL – EI C EUR shares:

**Distributable amounts relating to the net result:**

- Pure capitalisation; the distributable sums relating to the net result are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;
- Pure distribution: the distributable sums relating to the net result are distributed in full, rounded to the nearest whole number. The Board of Directors may decide on the payment of exceptional part payments;
- The General Meeting decides, each year, on allocation of the net result. The Board of Directors may decide on the payment of exceptional part payments.

**Distributable sums relating to capital gains made:**

- Pure capitalisation: distributable sums relating to capital gains made are capitalised in full;
- Pure distribution: the distributable sums relating to capital gains made are distributed in full, rounded to the nearest whole number. The Board of Directors may decide on the payment of exceptional part payments;
- The General Meeting decides, each year, on allocation of the realised capital gains. The Board of Directors may decide on the payment of exceptional part payments.
## Characteristics of the shares:

<table>
<thead>
<tr>
<th>Shares</th>
<th>ISIN code</th>
<th>Allocation of distributable amounts (relating to the result)</th>
<th>Currency</th>
<th>Subscribers concerned</th>
<th>Initial subscription amount</th>
<th>Subsequent subscription amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>I</td>
<td>FR0011170786</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>EUR 1,000,000 (*)</td>
<td>-</td>
</tr>
<tr>
<td>R</td>
<td>FR0011170182</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>All subscribers</td>
<td>-unit</td>
<td>-</td>
</tr>
<tr>
<td>RF</td>
<td>FR0013304441</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Shares reserved for investors who subscribe via distributors or intermediaries: - that are subject to national legislation prohibiting all retrocessions to distributors - or providing an independent advisory service within the meaning of EU Regulation MIF2 - or providing a service of individual portfolio management under mandate or providing a non-independent advisory service once they have entered into agreements with their customers stipulating that they may not receive or retain retrocessions</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>XL</td>
<td>FR0013190287</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>For subscribers with a minimum subscription amount of EUR 15,000,000 (fifteen million euros)</td>
<td>EUR 15,000,000 (*)</td>
<td>1 unit</td>
</tr>
<tr>
<td>EI C EUR</td>
<td>FR0013242385</td>
<td>Capitalisation</td>
<td>EUR</td>
<td>Shares reserved for clients who subscribe via the EURONEXT FUND SERVICES marketing platform</td>
<td>EUR 1,000,000 (*) or the equivalent in whole Shares (determined based on the last known net asset value)</td>
<td>EUR 1,000,000 (*) or the equivalent in whole Shares (determined based on the last known net asset value)</td>
</tr>
</tbody>
</table>

(*) For the I – XL – EI C EUR shares, it is stated that in the case of subscriptions by more than one company belonging to the same group, within the meaning of Article L.233-3 I. of the French Commercial Code, compliance with this minimum subscription shall be assessed by accumulating the subscriptions of the various companies of that group. Similarly, in the case of subscriptions by more than one UCIs/Mandates managed by the same management company, compliance with this minimum subscription shall be assessed by accumulating the different subscriptions of the UCIs/Mandates of the said Management Company.

(**) The RF shares may also be subscribed on the basis of one unit, by:
- The Sub-Fund portfolio management company or an entity belonging to the same group;
- The depositary or an entity belonging to the same group;
- The promoter of the Sub-Fund or an entity belonging to the same group.

Subscription and redemption procedure:

Two options: via OFI ASSET MANAGEMENT (for pure registered shares) or via SOCIETE GENERALE (for bearer shares or administered registered shares) - Please note that El C EUR shares are marketed via the EURONEXT FUND SERVICES platform.

Subscription and redemption requests are centralised every day up to 12:00 pm and are executed based on the next net asset value. The corresponding payments are made on the second non-holiday trading day following the net asset value date applied.

Option of subscribing in amount and/or in fractions of shares; redemptions are executed only as quantities of shares (ten thousandths) The original net asset value of R shares and RF shares is EUR 1,000.

The original net asset value of I shares and XL shares is EUR 50,000.
The original net asset value of El C EUR shares is EUR 100.

For El C EUR shares: as the units are not fractional, the minimum initial subscription amount will be EUR 1,000,000 or the equivalent in whole shares (determined based on the last known net asset value), and the minimum subsequent subscription amount will be EUR 1,000,000 or the equivalent in whole shares (determined based on the last known net asset value).

(At the time of the first subscription, the net asset value for El C EUR shares will be EUR 100).

Body designated for centralising subscriptions and redemptions:

For pure registered units:

OFI ASSET MANAGEMENT
22 Rue Vernier – 75017 PARIS

In the context of handling the SICAV’s liabilities, subscription and redemption orders may be placed directly with the Management Company, for shares to be registered or pure registered shares, and with SOCIETE GENERALE (by delegation by the Management Company), for shares to be registered or registered bearer shares, which will process these orders in connection with Euroclear France, to which the SICAV is admitted for trading.
The process for placing subscription or redemption orders for shares to be registered or pure registered shares is available from the Management Company.

After collection of these orders, OFI ASSET MANAGEMENT will send them to SOCIETE GENERALE in its capacity as affiliate of Euroclear France.

For bearer and administered registered shares:

SOCIETE GENERALE
32, rue du Champ-de-tir, 44000 Nantes (France).

Investors intending to subscribe to shares and shareholders wishing to redeem shares are invited to make inquiries directly with OFI ASSET MANAGEMENT (for pure registered shares) or SOCIETE GENERALE (by delegation by the Management Company for bearer shares and administered registered shares) regarding the deadline for consideration of their subscription or redemption request, this deadline possibly being prior to the centralisation time mentioned above.

Date and frequency of calculation of the net asset value: daily.
The net asset value is calculated every trading day worked in Paris, except for public holidays in France, Great Britain and the USA, and is dated that same day.

The net asset value of the Sub-Fund is available on request from:

OFI ASSET MANAGEMENT
22 rue Vernier – 75017 PARIS
At the following e-mail address: contact@ofi-am.fr
Investors intending to subscribe to shares and shareholders wishing to proceed with redemption of shares are invited to make inquiries with the company holding their account regarding the deadline for consideration of their subscription or redemption request, this deadline possibly being prior to the centralisation time mentioned above.

Fees and expenses:

➢ **Subscription and redemption fees:**

Subscription and redemption fees are added to the subscription price paid by investors, or deducted from the redemption price.

Commission retained by the Sub-Fund serves to offset the costs borne by the Sub-Fund to invest or divest the assets entrusted.

Commission not retained is paid to the Management Company or to the marketers.

<table>
<thead>
<tr>
<th>Fees payable by investors, collected at the time of subscriptions and redemptions</th>
<th>Base</th>
<th>Rate / scale I - R – RF – XL – EI C EUR shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Subscription fee not retained by the Sub-Fund</td>
<td>Net asset value x number of units</td>
<td>2% Maximum</td>
</tr>
<tr>
<td>Subscription fee retained by the Sub-Fund</td>
<td>Net asset value x number of units</td>
<td>Nil</td>
</tr>
<tr>
<td>Redemption fee not retained by the Sub-Fund</td>
<td>Net asset value x number of units</td>
<td>Nil</td>
</tr>
<tr>
<td>Redemption fee retained by the Sub-Fund</td>
<td>Net asset value x number of units</td>
<td>Nil</td>
</tr>
</tbody>
</table>
Management fees:

Fees cover all costs invoiced directly to the Sub-Fund, with the exception of transactions costs.

For more detail about the fees actually charged to the Sub-Fund, please refer to the Key Investor Information Document.

<table>
<thead>
<tr>
<th>Costs charged to the Sub-Fund</th>
<th>Base</th>
<th>Rate/scale I shares and EL C EUR</th>
<th>Rate/scale R shares</th>
<th>Rate/scale RF shares</th>
<th>Rate/scale XL shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Management company’s external management fees and administrative costs</td>
<td>Net assets</td>
<td>0.75% incl. tax (maximum rate)</td>
<td>1.50% (including tax) (maximum rate)</td>
<td>0.95% (maximum rate)</td>
<td>0.47% (maximum rate)</td>
</tr>
<tr>
<td>Maximum turnover fee per transaction</td>
<td>Fixed fee per transaction</td>
<td>Transferable securities and monetary</td>
<td>Eurozone and Mature Countries</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Emerging Countries</td>
<td>EUR 0 to 200 (excluding tax)</td>
<td>EUR 0 to 200 (excluding tax)</td>
<td>EUR 0 to 200 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td>Service provider collecting fees</td>
<td>UCI</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
<td>EUR 0 to 120 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td>100% depositary/custodian</td>
<td>&quot;Ordinary&quot; OTC products</td>
<td>EUR 0 to 50 (excluding tax)</td>
<td>EUR 0 to 50 (excluding tax)</td>
<td>EUR 0 to 50 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td></td>
<td>&quot;Complex&quot; OTC products</td>
<td>EUR 0 to 150 (excluding tax)</td>
<td>EUR 0 to 150 (excluding tax)</td>
<td>EUR 0 to 150 (excluding tax)</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Compensated derivatives</td>
<td>EUR 0 to 450 (excluding tax)</td>
<td>EUR 0 to 450 (excluding tax)</td>
<td>EUR 0 to 450 (excluding tax)</td>
</tr>
<tr>
<td>Outperformance fee</td>
<td>Net assets</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
</tr>
</tbody>
</table>

Operating and management fees are directly charged to the profit and loss account of the Sub-Fund on calculation of each net asset value.

Only the fees mentioned below may sit outside of the 3 groups of fees referenced above and, in this case, must be mentioned hereafter:

- The contributions owed for management of the Sub-Fund, applying d) of the 3rd clause of part II of Article L.621-5-3 of the Monetary and Financial Code;
- Exceptional and non-recurring taxes, fees and governmental rights (in relation to the UCITS);
- Exceptional and non-recurring costs with a view to recovery of receivables (ex Lehman) or, in the context of a lawsuit, to assert a right (ex class action lawsuits).

The information relating to these fees is also set out ex post in the Sub-Fund's annual report.

> Procedures for calculation and allocation of the remuneration on acquisitions and temporary purchase or sale of securities:

Not applicable.
Brief description of the procedure for choosing brokers:

The OFI Group has introduced a procedure for selection and assessment of market brokers, which makes it possible to select, for each category of financial instruments, the best market brokers and to ensure the quality of execution of orders placed on behalf of our UCIs under management.

The management teams can send their orders directly to the market brokers selected or go through the OFI Group trading desk, OIS.

This service provider handles the receipt and transmission of orders, followed by execution or not, to the market brokers on the following financial instruments: Debt securities, Capital securities, UCI units or shares, Financial contracts.

This service provider's expertise makes it possible to separate the selection of financial instruments (which remains the responsibility of the Management Company) from their trading, whilst ensuring the best execution of orders.

A multi-criteria valuation is carried out on a six-monthly basis by the OFI Group's management teams. Depending on the circumstances, it takes into consideration several or all of the following criteria:

- Monitoring volumes of transactions per market broker;
- Analysis of the counterparty risk and how this develops (a distinction is made between "brokers" and "counterparties");
- The nature of the financial instrument, the execution price, where applicable the total cost, the speed of execution and the size of the order;
- Feedback of operational incidents detected by the managers or the Middle Office.

At the end of this valuation, the OFI Group can reduce the volumes of orders entrusted to a market broker or withdraw it temporarily or permanently from its list of authorised service providers.

This valuation can be based on an analysis report provided by an independent service provider.

The selection of UCIs relies on a threefold analysis:

- A quantitative analysis of the media selected;
- An additional qualitative analysis;
- Due diligence, which aims to validate the option of intervening on a given fund and of fixing the investment limits on the fund in question and on the corresponding management company.

A post-investment committee which meets every six months to review all authorisations given and limits consumed.

For the execution of certain financial instruments, the Management Company resorts to commission sharing agreements (CCP or CSA), according to which a limited number of investment service providers:

- Provide the order execution service;
- Collect brokerage costs relating to services of assistance with investment decisions;
- Pay these costs back to a third party provider of these services.

The objective sought is to use, as far as possible, the best service providers in each speciality (execution of orders and assistance with investment/disinvestment decisions).
1/ Distribution

Distributable sums are paid out, where applicable, within five months at the most of the end of the financial year.

2/ Redemption or reimbursement of shares

Subscriptions and redemptions of shares of the Sub-Fund can be sent to:

For pure registered shares

OFI ASSET MANAGEMENT
22 Rue Vernier, 75017 Paris (holder of Register of pure registered units)

For managed bearer and registered shares

SOCIÉTÉ GÉNÉRALE.
Postal address of function of centralisation of subscription/redemption orders and keeping of registers (by delegation by the Management Company): 32, rue du Champ-de-Mars — 44000 Nantes (France).

Shareholders are informed of changes affecting the Sub-Fund according to the terms defined by the Autorité des Marchés Financiers: specific provision of information or any other means (financial notices, periodic documents, etc.).

3 / Distribution of information about the Sub-Fund

The Sub-Fund prospectus, the net asset value of the Sub-Fund and the latest annual reports and periodic documents are available, on request, from:

OFI ASSET MANAGEMENT
Limited Liability Company with an Executive Board
22 rue Vernier – 75017 Paris

At the following e-mail address: contact@ofi-am.fr

4/ Information on ESG criteria

The Management Company makes available to the investor information about the procedure for consideration in his investment policy of criteria relating to compliance with environmental, social and governance quality objectives on its website www.ofi-am.fr and in the annual report for the Sub-Fund (from financial years starting from 1st January 2012).

5/ Transfer of portfolio composition

The Management Company may transfer, directly or indirectly, the composition of the assets of the Sub-Fund to the Sub-Fund holders who have professional investor status, solely for purposes related to regulatory obligations in the context of calculation of equity. This transfer occurs, where applicable, within a period of no more than 48 hours after publication of the net asset value of the Sub-Fund.
**Investment rules**

THE SUB-FUND IS SUBJECT TO THE INVESTMENT RULES AND REGULATORY RATIOS APPLICABLE TO "AUTHORISED UCITS IN ACCORDANCE WITH DIRECTIVE 2009/65/EC" IN ARTICLE L.214-2 OF THE MONETARY AND FINANCIAL CODE.

The Sub-Fund is subject to the investment rules and regulatory ratios applicable to authorised UCITS in accordance with Directive 2009/65/EC coming under Article L.214-2 of the Monetary and Financial Code, governed by Sub-section 1 of Section 1 of Chapter IV of Title I of Book II of the Monetary and Financial Code.

The main financial instruments and management techniques used by the Sub-Fund are mentioned in Part II, "Operating and management procedures", of the Prospectus.

**Global risk**

The method applied for calculation of the global risk is the commitment method.

**Rules for valuation and posting of assets**

The rules for valuation of the assets are based, first, on valuation methods and second, on practical terms which are specified in the appendix to the annual accounts and in the prospectus. The rules for valuation are fixed, under its responsibility, by the Management Company.

The net asset value is calculated every non-holiday trading day worked in Paris, and is dated that same day.

I/ RULES FOR VALUATION OF ASSETS:

The Sub-Fund has complied with the accounting rules established by the amended Accounting Standards Authority regulation no. 2014-01 on the accounting plan of open-ended UCIs.

The accounts relating to the securities portfolio are kept by reference to the historic cost: entries (purchases or subscriptions) and exits (sales or redemptions) are posted based on the acquisition price, excluding costs.

Any exit generates a capital gain or capital loss from sale or redemption and potentially, a redemption bonus. Accrued coupons on negotiable debt securities are considered on the day of the net asset value date.

The Sub-Fund values its securities at the actual value, the value resulting from the market value or in the absence of any existing market, by using financial methods. The entry value-actual value difference generates a capital gain or loss which shall be posted as "difference in estimate of portfolio".
Description of methods of valuation of balance sheet entries and fixed-term and conditional transactions:

- **Financial instruments:**
  - **Equity securities:** nil.
  - **Debt securities:** Debt securities admitted for trading on a regulated or similar market are valued, under the responsibility of the Management Company, by comparing the prices of these assets with various sources.
  - **Money market instruments:**
    - Negotiable debt securities (NDS) with a duration on issue, acquisition or residual duration which is less than three months are valued using a linear method up to maturity at the issue or acquisition price or at the last price applied for their valuation at the market price.
    - Negotiable debt securities (NDS) with a residual duration of more than three months are valued at the market price at the time of publication of inter-bank market prices.
  - **Unlisted transferable securities:** unlisted transferable securities are valued under the responsibility of the Management Company using methods based on the asset value and the return, taking into consideration the prices applied at the time of recent significant transactions.
  - **UCIs:**
    - Units or shares of UCIs are valued at the last known net asset value on the actual day of calculation of the net asset value.

- **Financial contracts (otherwise known as "futures instruments") within the meaning of Article L.211-1, III of the Monetary and Financial Code:**
  - Financial contracts traded on a regulated or similar market: fixed or conditional futures instruments, traded on European regulated or similar markets are valued at the settlement price, or failing this, based on the closing price.
  - Financial contracts not traded on a regulated or similar market (i.e. traded over-the-counter):
    - Financial contracts not traded on a regulated or similar market and settled: financial contracts not traded on a regulated or similar market and forming the subject of settlement are valued at the settlement price.
    - Financial contracts not traded on a regulated or similar market and not settled: financial contracts not traded on a regulated or similar market and forming the subject of settlement are valued at the settlement price.

- **Acquisitions and temporary purchase and sale of securities:**
  - Not applicable.

- **Deposits:**
  - Deposits are valued at their book value.

- **Currencies:**
  - Foreign currencies in cash are valued with the prices published daily on the financial databases used by the Management Company.
II/ METHOD OF POSTING:

Description of method followed for posting income from securities with fixed income:

Result is calculated based on coupons cashed. Coupons accrued on the day of the valuations constitute an element of the valuation difference.

Description of the method for calculating fixed management fees:

Management fees are directly charged to the profit and loss account of the Sub-Fund, when each net asset value is calculated. The maximum rate applied on the basis of net assets may not be more than 0.75% incl. tax for the I shares and El C EUR shares; 1.50% for the R shares - 0.47% for the XL shares, 1% for the EP C EUR shares and 0.95% for the RF shares; all UCI included.

Remuneration

In accordance with Directive 2009/65/EC, management has introduced a remuneration policy adapted to its organisation and its activities.

The aim of this policy is to define the practices concerning the various remunerations of employees with authority relating to decision-making, control or risk-taking within the company.

This remuneration policy has been defined in the light of the objectives, values and interests of the OFI Group, the UCITS managed by the Management Company and their holders.

The objective of this policy is to not encourage excessive risk-taking in contradiction with the risk profile of the UCITS managed.

The remuneration policy is adopted and supervised by the OFI Group's Strategic Committee.

The remuneration policy is available on the website www.ofi-am.fr or free of charge upon written request.
ARTICLES OF ASSOCIATION OF THE SICAV
OFI FINANCIAL INVESTMENT

OFI FINANCIAL INVESTMENT

SICAV (Société d’Investissement à Capital Variable/investment fund with variable capital) under French law.

Limited Liability Company

Registered office: 22 rue Vernier – 75017 PARIS

SICAV registered with the Companies Register for PARIS on 17 October 2019 under number 878 216 001.

I. Structure, Purpose, Name, Registered Office, Company Term

Article 1 - Structure
There is formed between the unitholders created hereinafter and those to be created subsequently, a SICAV governed in particular by the provisions of the French Commercial Code relating to limited liability companies (Book II - Title II - Chapter V), of the Monetary Code (Book II - Title I - Chapter IV - Section 1 - Sub-section I), their implementing legislation, subsequent legislation and by these Articles of Association.

The Company comprises several sub-funds. Each sub-fund gives rise to the issue of one or more categories of shares representing the Company’s assets allocated to that sub-fund.

These Articles of Association provide for a possibility, on a decision of the Board of Directors, of creating sub-funds.

Article 2 - Purpose
The purpose of this company is the constitution and management of a portfolio of financial and deposit instruments.

Article 3 - Name
The Company’s name is: “OFI FINANCIAL INVESTMENT”
(Société d’Investissement à Capital Variable/investment fund with variable capital).

Article 4 - Registered office
The registered office is at 22 rue Vernier, Paris 17ème.
It may be transferred to any other place by simple decision of the Board of Directors, subject this decision being ratified by the next Ordinary General Meeting.
In the event of a transfer decided by the Board of Directors, the Board is authorised to amend the Articles of Association accordingly.

Article 5 - Term
The term of the company is 99 years from its registration in the Companies Register, except in the event of early winding-up or of extension, provided for in these Articles of Association.
II. Capital, Variations to capital, Characteristics of Units

Article 6 - Share capital

The SICAV OFI FINANCIAL INVESTMENT was created by contributing the assets and liabilities of the UCIs OFI RS EURO EQUITY – OFI RS EURO EQUITY SMART BETA – OFI RS EURO CREDIT SHORT TERM – OFI RS EUROPEAN CONVERTIBLE BOND – OFI RS EURO INVESTMENT GRADE CLIMATE CHANGE and OFI PRECIOUS METALS.

The minimum initial capital of the SICAV is EUR 300,000.

On the date of incorporation, 16 September 2019, it was 1,693,965,277.51 euros divided into 13,204,667.2663 fully paid-up shares broken down as follows:

The sub-fund OFI FINANCIAL INVESTMENT - RS EURO EQUITY is constituted by the merger-absorption of the mutual fund OFI RS EURO EQUITY.

A total of 3,349,690.8823 fully paid-up shares were issued as described in the table below representing the initial assets of the Sub-Fund, which amount to 374,455,930.66 euros. It was constituted by contributions of securities, as attested by the certificate of the depositary drawn up by SOCIETE GENERALE.

<table>
<thead>
<tr>
<th>Type</th>
<th>Amount (euros)</th>
<th>Number of shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Contribution</td>
<td>EUR 374,455,930.66</td>
<td>C shares: 484,345.1607</td>
</tr>
<tr>
<td></td>
<td></td>
<td>D shares: 1,745,329.4109</td>
</tr>
<tr>
<td></td>
<td></td>
<td>EI C EUR shares: 500.0000</td>
</tr>
<tr>
<td></td>
<td></td>
<td>N-D shares: 1,067,039.6721</td>
</tr>
<tr>
<td></td>
<td></td>
<td>R shares: 52,475.6386</td>
</tr>
<tr>
<td></td>
<td></td>
<td>RF shares: 1.0000</td>
</tr>
</tbody>
</table>

The sub-fund OFI FINANCIAL INVESTMENT - RS EURO EQUITY SMART BETA is constituted by the merger-absorption of the mutual fund OFI RS EURO EQUITY SMART BETA.

A total of 3,089,413.4267 fully paid-up shares were issued as described in the table below representing the initial assets of the Sub-Fund, which amount to 286,410,221.62 euros. It was constituted by contributions of securities, as attested by the certificate of the depositary drawn up by SOCIETE GENERALE.

<table>
<thead>
<tr>
<th>Type</th>
<th>Amount (euros)</th>
<th>Number of shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Contribution</td>
<td>EUR 286,410,221.62</td>
<td>GIC shares: 1.0000</td>
</tr>
<tr>
<td></td>
<td></td>
<td>GRC shares: 1.0000</td>
</tr>
<tr>
<td></td>
<td></td>
<td>I shares: 322,977.4733</td>
</tr>
<tr>
<td></td>
<td></td>
<td>RC shares: 2,516.3477</td>
</tr>
<tr>
<td></td>
<td></td>
<td>RF shares: 101.0000</td>
</tr>
<tr>
<td></td>
<td></td>
<td>XL shares: 2,763,816.6057</td>
</tr>
</tbody>
</table>

The sub-fund OFI FINANCIAL INVESTMENT - RS EURO CREDIT SHORT TERM is constituted by the merger-absorption of the mutual fund OFI RS EURO CREDIT SHORT TERM.

A total of 3,699,580.8474 fully paid-up shares were issued as described in the table below representing the initial assets of the Sub-Fund, which amount to 406,482,662.72 euros. It was constituted by contributions of securities, as attested by the certificate of the depositary drawn up by SOCIETE GENERALE.

<table>
<thead>
<tr>
<th>Type</th>
<th>Amount (euros)</th>
<th>Number of shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Contribution</td>
<td>EUR 406,482,662.72</td>
<td>I shares: 3,658,493.8358</td>
</tr>
<tr>
<td></td>
<td></td>
<td>R shares: 41,086.0116</td>
</tr>
<tr>
<td></td>
<td></td>
<td>RF shares: 1.0000</td>
</tr>
</tbody>
</table>
The sub-fund OFI FINANCIAL INVESTMENT - RS EURO INVESTMENT GRADE CLIMATE CHANGE is constituted by the merger-absorption of the SICAV OFI RS EURO INVESTMENT GRADE CLIMATE CHANGE. A total of 299,979,085.4 fully paid-up shares were issued as described in the table below representing the initial assets of the Sub-Fund, which amount to 84,598,224.12 euros. It was constituted by contributions of securities, as attested by the certificate of the depositary drawn up by SOCIETE GENERALE.

<table>
<thead>
<tr>
<th>Type</th>
<th>Amount (euros)</th>
<th>Number of shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Contribution</td>
<td>EUR 84,598,224.12</td>
<td>I shares: 2,145,0000 IC shares: 4,516,3985 N shares: 295,462,6869 R shares: 2,601,0000</td>
</tr>
</tbody>
</table>

The sub-fund OFI FINANCIAL INVESTMENT - RS EUROPEAN CONVERTIBLE BOND is constituted by the merger-absorption of the SICAV OFI RS EUROPEAN CONVERTIBLE BOND. A total of 2,547,080,225.1 fully paid-up shares were issued as described in the table below representing the initial assets of the Sub-Fund, which amount to 191,942,974.98 euros. It was constituted by contributions of securities, as attested by the certificate of the depositary drawn up by SOCIETE GENERALE.

<table>
<thead>
<tr>
<th>Type</th>
<th>Amount (euros)</th>
<th>Number of shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Contribution</td>
<td>EUR 191,942,974.98</td>
<td>GI shares: 1.0000 GR shares: 1.0000 I C shares: 1,306,775.8674 ID shares: 1,238,234.8506 RC shares: 2,066.5071 RF shares: 1.0000</td>
</tr>
</tbody>
</table>

The sub-fund OFI FINANCIAL INVESTMENT – PRECIOUS METALS is constituted by the merger-absorption of the mutual fund OFI PRECIOUS METALS. A total of 218,922,799.4 fully paid-up shares were issued as described in the table below representing the initial assets of the Sub-Fund, which amount to 350,075,263.41 euros. It was constituted by contributions of securities, as attested by the certificate of the depositary drawn up by SOCIETE GENERALE.

<table>
<thead>
<tr>
<th>Type</th>
<th>Amount (euros)</th>
<th>Number of shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Contribution</td>
<td>EUR 350,075,263.41</td>
<td>I shares: 3,605,0570 R shares: 155,826,6643 RF shares: 58,741.7381 XL shares: 749,3400 EIC EUR shares: 2,500,0000</td>
</tr>
</tbody>
</table>

This operation, which was approved by the Autorité des Marchés Financiers on 18/06/2019, was completed on 16/09/2019 (on the basis of the net asset values dated 13/09/2019).

Subsequent sub-funds may be constituted by payment in cash and/or contribution of assets. The terms of creation and operation will then be specified in the prospectus.

The characteristics of the various share categories and their access conditions are set out in the SICAV’s prospectus at the level of each sub-fund.
The different share categories within the same sub-fund may:

- benefit from different income distribution procedures (distribution or capitalisation)
- be denominated in different currencies
- bear different management fees
- bear different subscription and redemption fees
- have a different nominal value
- be combined with systematic risk cover, partial or full, defined in the prospectus. This hedging is assured through financial instruments reducing to a minimum the impact of hedging transactions on other categories of hedge on other share categories of the Sub-Fund
- be reserved for one or more marketing networks

The shares may be consolidated or divided by decision of the Extraordinary General Meeting.

Fractional units: ☒ YES ☐ NO

Number of decimal places specific to each sub-fund

☐ Tenths ☐ hundredths ☐ thousandths ☒ ten thousandths

Note: the EI C EUR shares of OFI FINANCIAL INVESTMENT - RS EURO EQUITY are not fractional
Note: the EI C EUR shares of OFI FINANCIAL INVESTMENT - PRECIOUS METALS are not fractional

The provisions of the articles of association governing the issue and redemption of units are applicable to the fractions of units with a value which will always be proportional to that of the unit they represent. All other provisions of the articles of association relating to units apply to the fractions of units without it being necessary to specify this, except where stipulated otherwise.

Article 7 - Variations in capital
The amount of the capital is subject to change, resulting from the issue by the Company of new shares and from reductions following the redemption of shares by the Company to those shareholders requesting this.

Article 8 - Issues, redemptions of units
The shares are issued at any time at the request of the shareholders, based on their net asset value plus, where applicable, subscription commission.

Redemptions and subscriptions are carried out under the conditions and according to the procedures defined in the KIID and in the SICAV's prospectus.

Redemptions may be made in cash and/or in kind. If the redemption in kind corresponds to a representative proportion of the assets in the portfolio, then only the written agreement signed by the outgoing holder must be obtained by the SICAV or the management company. Where the redemption in kind does not correspond to a representative proportion of the assets in the portfolio, all holders must signify their written agreement authorising the outgoing holder to redeem his units against certain specific assets, as explicitly defined in the agreement.

By way of derogation from the foregoing, where the UCITS is an ETF, redemptions on the primary market may, with the agreement of the portfolio management company and with due regard for the interests of unitholders, be carried out in kind under the conditions defined in the prospectus or the fund rules. The assets are then delivered by the issuer account holder under the conditions defined in the fund's prospectus. Generally, the redeemed assets are valued according to the rules fixed in Article 9 and redemption in kind is carried out based on the first net asset value following acceptance of the securities concerned.

Any subscription of new units must, under penalty of nullity, be fully paid-up and the units issued bear the same enjoyment as units existing on the day of the issue.
Under Article L. 214-7-4 of the Monetary and Financial Code, the redemption by the company of its shares, like the issue of new shares, may be suspended, temporarily, by the Board of Directors or the management board, when exceptional circumstances require this and if the interest of the shareholders demands this.

When the net assets of the SICAV (or where applicable, of a sub-fund) are less than the amount fixed by the regulation, no redemption of units may be carried out (on the sub-fund concerned where applicable).

Under Articles L. 214-7-4 of the Monetary and Financial Code and 411-20-1 of the AMF General Regulation, the management company may decide to cap redemptions when exceptional circumstances so require and if the interests of shareholders or the public so require. The operating procedures of the cap mechanism and information to the shareholders must be precisely described.

The Board of Directors of the SICAV may decide on a minimum subscription in accordance with the terms specified in the prospectus.

The SICAV may cease to issue shares pursuant to the third paragraph of Article L. 214-7-4 of the Monetary and Financial Code, on a provisional or definitive basis, in whole or in part, in objective situations leading to the closure of subscriptions such as a maximum number of shares issued, a maximum amount of assets reached or the expiry of a specified subscription period. If this tool is triggered, information will be provided by any means available to existing shareholders concerning its triggering, as well as the threshold and objective situation that led to the decision to partially or totally close issues. In the event of a partial closure, such information by any means shall explicitly specify the terms under which existing shareholders may continue to subscribe during the period of such partial closure. Shareholders are also informed by any means of the SICAV's or the management company's decision either to terminate the total or partial closure of subscriptions (when the trigger threshold is reached) or not to terminate it (in the event of a change in the threshold or a change in the objective situation that led to application of this tool). A change in the objective situation invoked or in the trigger threshold of the tool must always be made in the interest of shareholders. Information by any means shall specify the exact reasons for such changes.

**Article 9 - Calculation of the net asset value**

The net asset value of the unit is calculated by taking into account the valuation rules featuring in the prospectus.

In addition, the temporary net asset value for information purposes will be calculated by the market operator in the event of admission for listing.

**Article 10 - Form of the units**

The units may be bearer or registered, as subscribers may choose.

Under Article L. 211-4 of the Monetary and Financial Code, the securities will be compulsorily registered in accounts, kept depending on the circumstances, by the issuer or an authorised broker.

The rights of the unitholders will be represented by registration in an account in their name:

- held with the broker of their choice, for bearer securities,
- held with the issuer and, if they wish, with the broker of their choice, for registered securities.

The company may request, against remuneration payable thereby, the name, nationality and address of the shareholders of the SICAV, along with the quantity of securities held by each of them in accordance with Article L.211-5 of the Monetary and Financial Code.

**Article 11 - Admission for trading on a regulated market.**

Shares may be admitted to trading on a regulated market and/or a multilateral trading facility in accordance with applicable regulations. In the event that the SICAV, whose shares are admitted to trading on a regulated market has an index-based management objective, it must have put in place a system to ensure that its share price does not deviate significantly from its net asset value.

**Article 12 - Rights and obligations attached to the units**

Each unit confers entitlement, in ownership of the company assets and in the division of profits, to a unit proportional to the fraction of the capital that it represents.

The rights and obligations attached to the unit follow the share, whoever the owner may be.

Whenever it is necessary to own more than one unit to exercise any right whatsoever and notably, in the event of exchange or grouping, holders of single units, or units in a number below that required, may only exercise these rights on the condition that they personally handle the grouping.
and potentially, the purchase or sale of the necessary units.

Article 13 - Indivisibility of units
All joint holders of a unit or the legal beneficiaries are required to be represented vis-à-vis the Company by one and the same person appointed from amongst them by mutual agreement or failing this, by the Presiding Judge of the Commercial Court for the location of the registered office.

Owners of split units may group together. In this case, they must be represented, under the terms provided for in the previous paragraph, by one and the same person who shall exercise, for each group, the rights attached to ownership of a whole unit.

In the case of usufruct and bare ownership, the distribution of voting rights at meetings, between beneficial owner and bare owner is their responsibility; they must notify the company of this, jointly and in writing, within ten calendar days before any meeting is held.

III. Administration and Management of the Company

Article 14 - Administration
The Company is administered by a Board of Directors comprising a minimum of three members and a maximum of eighteen members, appointed by the General Meeting.

The first directors are appointed by the Articles of Association in accordance with the provisions of Article L-225-16 of the French Commercial Code.
During the life of the company, directors are appointed or have their mandate renewed by the Ordinary General Meeting of shareholders.

Directors may be individuals or legal entities. The latter must, on their appointment, appoint a permanent representative who is subject to the same conditions and obligations and who incurs the same civil and criminal liabilities as if he was a member of the Board of Directors in his own name, without prejudice to the liability of the legal entity that he represents.

This permanent representative's mandate is conferred upon him for the term of the mandate of the legal entity that he represents. If the legal entity revokes its representative's mandate, it is required to notify the SICAV, immediately, by registered post, of this revocation and also of the identity of its new permanent representative. The same applies in the event of the death, resignation or extended impediment of the permanent representative.

Article 15 - Term of directors' duties - Renewal of board
Subject to the provisions of the final paragraph of this article, the term of the directors' mandates is three years for the first directors and six years for following directors, each year being understood as the interval between two consecutive Annual General Meetings.

If one or more directors' positions fall vacant between two general meetings following death or resignation, the Board of Directors may proceed with temporary appointments.

The director appointed by the Board on a temporary basis as a replacement for another director remains in office only for the outstanding term of his predecessor's mandate. His appointment is subject to approval at the next general meeting.

Any outgoing director may be re-elected. They may be dismissed at any time by the Ordinary General Meeting.

The mandate of each member of the Board of Directors ends after the Ordinary General Meeting of shareholders having ruled on the accounts for the past financial year and held in the year during which his mandate expires, it being understood that, if the Meeting is not held during that year, the said mandate of the member in question ends on 31 December in that same year, all subject to the exceptions below.

Any director may be appointed for a term of less than six years when this is necessary to ensure that renewal of the Board remains as regular as possible and duly completed within each six-year period. The same will apply if the number of directors rises or falls and the regularity of renewal is affected.

When the number of members of the Board of Directors falls below the statutory minimum, the remaining member or members must immediately convene the Ordinary General Meeting of shareholders with a view to complementing the Board members.
The Board of Directors may be renewed partially.

In the case of a director's resignation or death and when the number of directors still in office is greater than or equal to the minimum set out in the articles of association, the Board may, provisionally and for the outstanding term of the mandate, consider his replacement.

Age limit for directors:

1) No-one may be appointed or co-opted as director if he is more than 80 years old.
2) Any director reaching the age of 80 will remain in office until the end of the next annual General Meeting.
3) In addition, the annual General Meeting may, on a proposal from the Board of Directors, renew the mandate of directors who have reached the age limit referred to in paragraph 2 above. This renewal will only be valid for a single financial year. Thus, the same director may not form the subject of five successive and consecutive renewals.
4) The number of directors who are over 70 years of age may not exceed one third of the total of Board members. If this proportion were to be exceeded, the director(s) over the age of 70 would remain in office until the end of the next annual General Meeting. The oldest director(s) is (are) deemed to be resigning at the end of this Meeting, so that the provisions of the previous paragraph are respected.
5) The above provisions also apply to the permanent representatives of directors which are legal entities.

In the case of a director's resignation or death and when the number of directors still in office is greater than or equal to the minimum set out in the articles of association, the Board may, provisionally and for the outstanding term of the mandate, consider his replacement.

Article 16 - Board members
From among its members, the Board elects, for a term it determines but without this exceeding the term of the director's mandate, a Chairman who must compulsorily be an individual.

The Chairman of the Board of Directors represents the Board of Directors. He organises and manages its work, on which he reports to the General Meeting. He monitors the correct functioning of the Company's organs and in particular, ensures that the directors are able to carry out their remit.

If he deems this fitting, he also appoints a Vice-Chairman and may also choose a secretary, even from outside the Board.

In the event of the temporary incapacity, resignation or death of the Chairman, the Board of Directors is chaired by the Chief Executive Officer. Failing this, the Board of Directors may delegate a director to act as Chairman.

If the incapacity is temporary, this delegation is granted for a limited period of time; it is renewable. In the event of death, it shall apply until the election of the new Chairman.

The Chairman's mandate ends at the end of the annual General Meeting ruling on the accounts for the financial year during which he reached 80 years of age. However, the Board may extend his mandate as long as he remains a director, in accordance with the stipulations of Article 15.

Article 17 - Board meetings and minutes
The Board of Directors meets on convocation by the Chairman at least twice a year and as often as required by the Company's interests, either at the registered office or anywhere else specified in the notice of convocation.

When it has not been held for two months, at least one third of its members may ask the Chairman to convene the meeting, with a specified agenda. The Managing Director may also ask the Chairman to convene the meeting of the Board of Directors, with a specified agenda. The Chairman is bound by these requests.

Internal regulations may determine, under the statutory and regulatory provisions, the procedures for organisation of meetings of the Board of Directors which may occur using videoconferencing, to the exclusion of adopting decisions expressly precluded by the French Commercial Code.

Convocations may be issued by any means, even verbally.

The presence of at least one half of members is necessary for the validity of deliberations. Decisions are taken on a majority of votes of members present or represented.

Each director has one vote. If the votes are split, the Chairman has the casting vote.

If videoconferencing is allowed, the internal regulations may, in accordance with the regulations in force, stipulate that directors taking part at the Board meeting using videoconferencing are deemed to be present for calculation of the quorum and the majority.
Article 18 - Minutes
Minutes are drawn up and copies or excerpts of resolutions are issued and certified in accordance with the law.

Article 19 - Powers of the Board of Directors
The Board of Directors determines the directions of the Company's activity and ensures that these are implemented. Within the limit of the company purpose and subject to the powers expressly attributed by law to shareholders' meetings, any matter concerning the correct operation of the Company is referred to the Board, and it rules by its resolutions on those matters concerning it.

The Board of Directors carries out the audits and checks that it deems relevant.

The Chairman or the Managing Director of the company is required to communicate to each director all the documents and information necessary to the execution of its mission.

Article 20 - Management - Observers
Management of the Company is handled, under its responsibility, either by the Chairman of the Board of Directors, or by another individual appointed by the Board of Directors and holding the title of Managing Director.

The choice between the two procedures for carrying on management is made, under the conditions fixed by these Articles of Association, by the Board of Directors for a term ending on expiry of the mandate of the Chairman of the Board of Directors in office. Shareholders and third parties are informed of this choice under the conditions defined by the legislative and regulatory provisions currently in force.

Depending on the choice made by the Board of Directors according to the provisions defined above, management is handled either by the Chairman or by a Managing Director.

When the Board of Directors chooses separation of the mandates of Chairman and Managing Director, it proceeds with appointment of the Managing Director and fixes the term of his mandate.

When management of the Company is handled by the Chairman of the Board of Directors, the following provisions relating to the Managing Director are applicable to him.

Subject to the powers expressly attributed by law to shareholders' meetings and also the powers reserved by law specifically for the Board of Directors, and within the limit of the company business, the Managing Director is invested with the most extensive powers to act, in all circumstances, on behalf of the Company. He exercises these powers within the limit of the company business and subject to those expressly attributed by law to shareholders' meetings and to the Board of Directors. He represents the Company in its relations with third parties.

The Managing Director may grant all partial delegations of his powers to another person of his choice.

The Managing Director may be dismissed at any time by the Board of Directors.

On a proposal from the Managing Director, the Board of Directors may appoint up to five individuals given responsibility to assist the Managing Director, with the title of deputy Managing Director.

Deputy Managing Directors may be dismissed at any time by the Board on a proposal from the Managing Director.

In agreement with the Managing Director, the Board of Directors determines the extent and term of the powers conferred on the deputy Managing Directors.

These powers may include an option of partial delegation. In the event of cessation of the mandate or impediment of the Managing Director, they keep, barring a Board decision otherwise, their mandates and their powers up until appointment of the new Managing Director.

Deputy Managing Directors have, vis-à-vis third parties, the same powers as the Managing Director.

The Managing Director's mandate ends at the end of the year during which the Managing Director reaches 75 years of age. However, the Board may extend his mandate for a year, and this one-year extension can be renewed twice. The same age limit applies to the Deputy Chief Executive Officers.

The General Meeting may, if it deems this fitting, appoint for a term of six years, observers, individuals or legal entities, chosen or not from among
the shareholders, the powers and terms of remuneration of which it fixes.

No-one may be appointed observer if he is more than 80 years old. The mandate of an observer reaching the age of 80 will end at the end of the next annual General Meeting.

Observers may be convened to all meetings of the Board of Directors and take part in deliberations, but in an advisory capacity only.

**Article 21 - Allocations and Remunerations of the Board or Observers**
The Board of Directors and the observers may be allocated an annual fixed remuneration, in respect of directors' fees, the amount of which is determined by the Ordinary General Meeting, and which are distributed by the Board of Directors among its members.

**Article 22 - Depositary**
The depositary establishment, appointed by the Board of Directors from among establishments mentioned by decree, is the following:

**SOCIÉTÉ GÉNÉRALE**
Registered Office: 29, Boulevard Haussmann, 75009 Paris

The depositary handles the missions incumbent upon it in accordance with the laws and regulations in force and those which are contractually entrusted to it by the SICAV or the management company. In particular, it must ensure the regularity of the decisions of the portfolio management company. Where applicable, it must take all precautionary measures it deems useful. In the case of a dispute with the management company, it informs the Autorité des Marchés Financiers.

**Article 23 – The Prospectus**
The Board of Directors, or the Management Company when the SICAV has globally delegated its management, has all powers to make, potentially, all changes specific to ensuring correct management of the company, all in the context of the legislative and regulatory provisions relating specifically to SICAV.

**IV. Auditor**

**Article 24 - Appointment - Powers - Remuneration**
The Auditor is appointed for six financial years by the Board of Directors, after approval by the Autorité des Marchés Financiers, from among the persons authorised to carry out these duties in Trading Companies.

The first Statutory Auditor is appointed by the Articles of Association in accordance with the provisions of Article L-225-16 of the French Commercial Code.

It certifies the regularity and truthfulness of the accounts.

Its mandate may be renewed.

The auditor is required to report, as promptly as possible, to the Autorité des Marchés Financiers, any fact or decision concerning the UCITS of which it becomes aware in exercise of its mission, which may:

1° Constitute an infringement of the legislative or regulatory provisions applicable to that body and likely to have significant effects on the financial situation, result or assets;
2° Prejudice the conditions or the continuity of its operation;
3° Result in the issue of reserves or refusal of certification of the accounts.

Valuations of assets and determination of foreign exchange parities in transactions of transformation, merger or demerger are carried out under the supervision of the auditor.

It assesses any contribution under its own responsibility.

It checks the composition of the assets and of the other elements before publication.
The auditor's fees are fixed by mutual agreement between the auditor and the SICAV's Board of Directors in the light of a work programme specifying the diligences deemed necessary.

The auditor certifies the situations used as the basis of distribution of part payments.

### V. General Meetings

**Article 25 - General Meetings**

General Meetings are convened and deliberate under the conditions provided for in law.

The annual General Meeting, which must approve the Company accounts, must meet within four months of the end of the financial year.

Meetings are held either at the registered office or anywhere else specified in the notice of convocation.

Any shareholder may take part, in person or through a proxy, at Meetings, on provision of proof of his identity and of ownership of his shares, in the form either of registration by name or the filing of his bearer shares or of the certificate of deposit, at the places mentioned in the notice of the meeting; the deadline during which these formalities must be completed expires five days before the date of the meeting.

A shareholder may be represented, in accordance with the provisions of Article L. 225-106 of the French Commercial Code.

A shareholder may also vote by post under the conditions provided for by the regulations currently in force.

Meetings are chaired by the Chairman of the Board of Directors or, in his absence, by a Deputy Chairman or by a Director delegated to this end by the Board. Failing this, the Meeting itself elects its Chairman.

Meeting minutes are drawn up and their copies certified and issued in accordance with the law.

It is understood that the procedures for participation and voting by shareholders using videoconferencing shall be specified in the internal regulations of the SICAV's management company, and these regulations shall be approved by the latter.

### VI. Annual accounts

**Article 26 - Financial year**

The financial year starts on the day after the last trading day in Paris in December, and ends on the last trading day in Paris of the same month in the following year. By way of exception, the first financial year will end on the last trading day in Paris in December 2019.

However, by exception, the first financial year will include all transactions from the inception date to the last trading day of December.

**Article 27 - Procedure for allocation of distributable sums**

The Board of Directors draws up the net result for the financial year which, under the provisions of the law, is equal to the amount of interest, arrears, bonuses and prizes, dividends, directors' fees and all other income relating to the securities making up the SICAV, plus the income from sums temporarily available and minus the amount of management fees and the cost of borrowing and any allocations to amortisation.

The sums distributable by an UCITS are made up of:

1. The net result plus the carry forward, plus or minus the balance of the income adjustment account;
2. The capital gains made, net of costs, minus capital losses made, net of costs, established during the financial year, plus net capital gains of the same nature established during previous financial years not having formed the subject of distribution or capitalisation, and minus or plus the balance of the capital gains adjustment account.

The sums mentioned in points 1 and 2 may be distributed, in full or in part, irrespective of each other.

Distributable sums are paid out within five months at the most of the end of the financial year.

For the sub-fund OFI FINANCIAL INVESTMENT – RS EURO EQUITY
The Sub-Fund has opted for the following option for the shares: C – R –RF - EI C EUR

Distributable amounts relating to the result

☒ pure capitalisation: the distributable sums are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

☐ pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.

☐ the general meeting rules on the allocation of sums which can be distributed each year. The Board of Directors may decide on the payment of exceptional part payments.

Distributable sums relating to capital gains made

☐ pure capitalisation: the distributable sums are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

☒ pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.

☒ the general meeting rules on the allocation of sums which can be distributed each year. The Board of Directors may decide on the payment of exceptional part payments.

The Sub-Fund has opted for the following option for the shares: D and N-D

Distributable amounts relating to the result

☐ pure capitalisation: the distributable sums are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

☒ pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.

☐ the general meeting rules on the allocation of sums which can be distributed each year. The Board of Directors may decide on the payment of exceptional part payments.

Distributable sums relating to capital gains made

☐ pure capitalisation: the distributable sums are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

☐ pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.

☒ the general meeting rules on the allocation of sums which can be distributed each year. The Board of Directors may decide on the payment of exceptional part payments.
For the sub-fund OFI FINANCIAL INVESTMENT – RS EURO EQUITY SMART BETA

The Sub-Fund has opted for the following option for the shares: I and XL

Distributable amounts relating to the result

☐ pure capitalisation: the distributable sums are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

☐ pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.

☒ the general meeting rules on the allocation of sums which can be distributed each year. The Board of Directors may decide on the payment of exceptional part payments.

Distributable sums relating to capital gains made

☐ pure capitalisation: the distributable sums are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

☐ pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.

☒ the general meeting rules on the allocation of sums which can be distributed each year. The Board of Directors may decide on the payment of exceptional part payments.

The Sub-Fund has opted for the following option for the shares: RC – RF - GIC – GRC

Distributable amounts relating to the result

☒ pure capitalisation: the distributable sums are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

☐ pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.

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☐ pure capitalisation: the distributable sums are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

☐ pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.

☒ the general meeting rules on the allocation of sums which can be distributed each year. The Board of Directors may decide on the payment of exceptional part payments.

For the sub-fund OFI FINANCIAL INVESTMENT – RS EURO CREDIT SHORT TERM

The Sub-Fund has opted for the following option for the shares: I - R - RF and (GIC to be ratified by the 2020 EGM)
Distributable amounts relating to the result

☒ pure capitalisation: the distributable sums are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

☐ pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.

☐ the general meeting rules on the allocation of sums which can be distributed each year. The Board of Directors may decide on the payment of exceptional part payments.

Distributable sums relating to capital gains made

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☐ pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.

☒ the general meeting rules on the allocation of sums which can be distributed each year. The Board of Directors may decide on the payment of exceptional part payments.

For the sub-fund OFI FINANCIAL INVESTMENT – RS EURO INVESTMENT GRADE CLIMATE CHANGE

The Sub-Fund has opted for the following option for the shares: IC - R

Distributable amounts relating to the result

☒ pure capitalisation: the distributable sums are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

☐ pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.

☐ the general meeting rules on the allocation of sums which can be distributed each year. The Board of Directors may decide on the payment of exceptional part payments.

Distributable sums relating to capital gains made

☐ pure capitalisation: the distributable sums are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

☐ pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.

☒ the general meeting rules on the allocation of sums which can be distributed each year. The Board of Directors may decide on the payment of exceptional part payments.
The Sub-Fund has opted for the following option for the shares: I and N

Distributable amounts relating to the result

☐ pure capitalisation: the distributable sums are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

☐ pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.

☒ the general meeting rules on the allocation of sums which can be distributed each year. The Board of Directors may decide on the payment of exceptional part payments.

Distributable sums relating to capital gains made

☐ pure capitalisation: the distributable sums are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

☐ pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.

☒ the general meeting rules on the allocation of sums which can be distributed each year. The Board of Directors may decide on the payment of exceptional part payments.
For the sub-fund OFI FINANCIAL INVESTMENT – RS EUROPEAN CONVERTIBLE BOND

The Sub-Fund has opted for the following option for the shares: IC – RC – RF – GI and GR

Distributable amounts relating to the result

☑ pure capitalisation: the distributable sums are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

☐ pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.

☐ the general meeting rules on the allocation of sums which can be distributed each year. The Board of Directors may decide on the payment of exceptional part payments.

Distributable sums relating to capital gains made

☐ pure capitalisation: the distributable sums are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

☐ pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.

☑ the general meeting rules on the allocation of sums which can be distributed each year. The Board of Directors may decide on the payment of exceptional part payments.

The Sub-Fund has opted for the following option for the shares: ID and (N-D to be ratified by the 2020 EGM).

Distributable amounts relating to the result

☐ pure capitalisation: the distributable sums are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

☑ pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.

☐ the general meeting rules on the allocation of sums which can be distributed each year. The Board of Directors may decide on the payment of exceptional part payments.

Distributable sums relating to capital gains made

☐ pure capitalisation: the distributable sums are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

☐ pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.

☑ the general meeting rules on the allocation of sums which can be distributed each year. The Board of Directors may decide on the payment of exceptional part payments.
For the sub-fund OFI FINANCIAL INVESTMENT – PRECIOUS METALS

The Sub-Fund has opted for the following option for the shares: I – R –RF – XL - EI C EUR

Distributable amounts relating to the result

☒ pure capitalisation: the distributable sums are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

☐ pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.

☐ the general meeting rules on the allocation of sums which can be distributed each year. The Board of Directors may decide on the payment of exceptional part payments.

Distributable sums relating to capital gains made

☐ pure capitalisation: the distributable sums are capitalised in full, except those forming the subject of mandatory distribution by virtue of the law;

☐ pure distribution: the sums are distributed in full, rounded to the nearest whole number; the Board of Directors may decide on the payment of exceptional part payments.

☒ the general meeting rules on the allocation of sums which can be distributed each year. The Board of Directors may decide on the payment of exceptional part payments.
VII. Extension - Winding-up - Liquidation

Article 28 - Extension or early winding-up
The Board of Directors may, at any time and for any reason whatsoever, propose at an Extraordinary Meeting, the extension or early winding-up or liquidation of the SICAV.

The issue of new shares and the purchase by the SICAV of shares from shareholders making this request, cease on the day of publication of the notice of the General Meeting at which the early winding-up and liquidation of the Company are proposed, or on expiry of the life of the Company.

Article 29 – Liquidation
The liquidation procedure is established according to the provisions of Article L.214-12 of the Monetary and Financial Code.

On expiry of the term fixed by the articles of association or in the case of a resolution deciding on early winding-up, the General Meeting rules, on a proposal from the Board of Directors, on the liquidation procedure and appoints one or more liquidators. The liquidator represents the Company. He is authorised to pay creditors and distribute the available balance. His appointment brings an end to the directors' powers but not the powers of the Auditor.

By virtue of a resolution of the Extraordinary General Meeting, the liquidator may contribute to another Company all of part of the assets, rights and obligations of the Company wound up, or decide on assignment to a Company or to any other person of its assets, rights and obligations.

The net income from liquidation, after settlement of liabilities, is distributed in cash or securities among the shareholders.

The duly constituted General Meeting keeps, during the liquidation, the same powers as during the life of the Company; in particular, it has the power to approve the liquidation accounts and give discharge to the liquidation.

In the case of liquidation of one or more sub-funds, the liquidator will be responsible for the operations relating to liquidation of each sub-fund. It shall be invested with the most extensive powers to realise the assets, pay any creditors and distribute the available balance among the unitholders, in cash or in securities.

VIII. Disputes

Article 30 - Jurisdiction - Address for service
All disputes which may arise during the life of the Company or its liquidation, either between the shareholders and the Company, or between the shareholders themselves, concerning company business, are settled in accordance with the law and subject to the jurisdiction of the competent courts.

IX. Amendment to the Articles of Association

Article 31 - Amendments to the Articles of Association
Amendments to the Company's Articles of Association fall within the competence of the Extraordinary General Meeting. By way of exception to the foregoing, the appendices to these Articles of Association relating to the constitution of the Company and in particular to the appointment of founders, first directors and first auditors, shall be automatically deleted when the Articles are next updated.

Article 32 - Enjoyment of legal personality
The SICAV will have legal personality from the date of its registration in the Trade and Companies Register.
X. Appendices

Article 33 – Appointment of the first shareholders and amount of the contributions

It is recalled that the SICAV, constitute in the form of a SICAV with sub-funds, is created by contribution of the assets and liabilities of the UCIs OFI RS EURO EQUITY – OFI RS EURO EQUITY SMART BETA – OFI RS EURO CREDIT SHORT TERM – OFI RS EUROPEAN CONVERTIBLE BOND – OFI RS EURO INVESTMENT GRADE CLIMATE CHANGE – OFI PRECIOUS METALS of which the holders, who cannot be listed, shall de facto become shareholders of the SICAV OFI FINANCIAL INVESTMENT upon completion of the operation.

These UCIs will have been absorbed beforehand respectively by the sub-funds OFI FINANCIAL INVESTMENT – RS EURO EQUITY, OFI FINANCIAL INVESTMENT – RS EURO EQUITY SMART BETA, OFI FINANCIAL INVESTMENT – RS EURO CREDIT SHORT TERM, OFI FINANCIAL INVESTMENT – RS EURO INVESTMENT GRADE CLIMATE CHANGE, OFI FINANCIAL INVESTMENT – PRECIOUS METALS.

These subscribed shares are fully paid up under the conditions set out below by:

1. **The first shareholders of the Sub-Fund OFI FINANCIAL INVESTMENT – RS EURO EQUITY are the following:**

<table>
<thead>
<tr>
<th>Shareholders of the Sub-Fund OFI FINANCIAL INVESTMENT – RS EURO EQUITY represented by: OFI ASSET MANAGEMENT 20-22 Rue Vernier – 75017 Paris Represented by Mr Jean-Pierre Grimaud</th>
<th>Type</th>
<th>Amount (euros)</th>
<th>Number of shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Contribution</td>
<td>EUR 374,455,930.66</td>
<td>C shares: 484,345.1607</td>
<td>D shares: 1,745,329.4109</td>
</tr>
<tr>
<td></td>
<td></td>
<td>E E C EUR shares: 500.0000</td>
<td>N-D shares: 1,067,039.6721</td>
</tr>
<tr>
<td></td>
<td></td>
<td>R shares: 52,475.6386</td>
<td>RF shares: 1.0000</td>
</tr>
</tbody>
</table>

2. **The first shareholders of the Sub-Fund OFI FINANCIAL INVESTMENT – RS EURO EQUITY SMART BETA are the following:**

<table>
<thead>
<tr>
<th>Shareholders of the Sub-Fund OFI FINANCIAL INVESTMENT – RS EURO EQUITY SMART BETA represented by: OFI ASSET MANAGEMENT 20-22 Rue Vernier – 75017 Paris Represented by Mr Jean-Pierre Grimaud</th>
<th>Type</th>
<th>Amount (euros)</th>
<th>Number of shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Contribution</td>
<td>EUR 286,410,221.62</td>
<td>GIC shares: 1.0000</td>
<td>GRC shares: 1.0000</td>
</tr>
<tr>
<td></td>
<td></td>
<td>I shares: 322,977.4733</td>
<td>RC shares: 2,516.3477</td>
</tr>
<tr>
<td></td>
<td></td>
<td>RF shares: 101.0000</td>
<td>XL shares: 2,763,816.6057</td>
</tr>
</tbody>
</table>

3. **The first shareholders of the Sub-Fund OFI FINANCIAL INVESTMENT – RS EURO CREDIT SHORT TERM are the following:**

<table>
<thead>
<tr>
<th>Shareholders of the Sub-Fund OFI FINANCIAL INVESTMENT – RS EURO CREDIT SHORT TERM represented by: OFI ASSET MANAGEMENT 20-22 Rue Vernier – 75017 Paris Represented by Mr Jean-Pierre Grimaud</th>
<th>Type</th>
<th>Amount (euros)</th>
<th>Number of shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Contribution</td>
<td>EUR 406,482,662.72</td>
<td>I shares: 3,658,493.8358</td>
<td>R shares: 41,086.0116</td>
</tr>
<tr>
<td></td>
<td></td>
<td>RF shares: 1.0000</td>
<td></td>
</tr>
</tbody>
</table>
4. The first shareholders of the Sub-Fund OFI FINANCIAL INVESTMENT – RS EURO INVESTMENT GRADE CLIMATE CHANGE are the following:

<table>
<thead>
<tr>
<th>Shareholders of the Sub-Fund OFI FINANCIAL INVESTMENT – RS EURO INVESTMENT GRADE CLIMATE CHANGE represented by:</th>
<th>Type</th>
<th>Amount (euros)</th>
<th>Number of shares</th>
</tr>
</thead>
</table>

5. The first shareholders of the Sub-Fund OFI FINANCIAL INVESTMENT – RS EUROPEAN CONVERTIBLE BOND are the following:

<table>
<thead>
<tr>
<th>Shareholders of the Sub-Fund OFI INVESTMENT – RS EUROPEAN CONVERTIBLE BOND represented by:</th>
<th>Type</th>
<th>Amount (euros)</th>
<th>Number of shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>OFI ASSET MANAGEMENT 20-22 Rue Vernier – 75017 Paris Represented by Mr Jean-Pierre Grimaud</td>
<td>Contribution</td>
<td>EUR 191,942,974.98</td>
<td>GI shares: 1.0000 GR shares: 1.0000 IC shares: 1,306,775,8674 ID shares: 1,238,234,8506 RC shares: 2,066,5071 RF shares: 1.0000</td>
</tr>
</tbody>
</table>

6. The first shareholders of the Sub-Fund OFI FINANCIAL INVESTMENT – PRECIOUS METALS are the following:

<table>
<thead>
<tr>
<th>Shareholders of the Sub-Fund OFI FINANCIAL INVESTMENT – PRECIOUS METALS represented by:</th>
<th>Type</th>
<th>Amount (euros)</th>
<th>Number of shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>OFI ASSET MANAGEMENT 20-22 Rue Vernier – 75017 Paris Represented by Mr Jean-Pierre Grimaud</td>
<td>Contribution</td>
<td>EUR 350,075,263.41</td>
<td>I shares: 3,605,0570 R shares: 155,826,6643 RF shares: 58,741,7381 XL shares: 749,3400 EIC EUR shares: 2,500,0000</td>
</tr>
</tbody>
</table>

Article 34 – Identity of the persons who have signed or on whose behalf the Articles of Association have been signed

Mr Jean-Pierre GRIMAUD representing the Company OFI ASSET MANAGEMENT in his capacity as Chief Executive Officer, whose registered office is at 20-22 Rue Vernier, 75017 PARIS, on behalf and for the account of the shareholders of the sub-funds OFI FINANCIAL INVESTMENT - RS EURO EQUITY - OFI FINANCIAL INVESTMENT - RS EURO EQUITY SMART BETA - OFI FINANCIAL INVESTMENT - RS EURO CREDIT SHORT TERM - OFI FINANCIAL INVESTMENT - RS EUROPEAN CONVERTIBLE BOND - OFI FINANCIAL INVESTMENT - RS EURO INVESTMENT GRADE CLIMATE CHANGE – OFI FINANCIAL INVESTMENT – PRECIOUS METALS.
Article 35 – Appointment of the first directors

The following are appointed as the first directors for a term of 3 years, which will end at the close of the General Meeting called to approve the financial statements for the financial year ending on the last Paris trading day in December 2021.

Ms Sabine CASTELLAN POQUET, born on 1 July 1969, residing at 263 Rue de Tournay - 79410 SAINT GELAIS

Mr Bruno PRIGENT, born on 4 January 1956, residing at 5 Résidence Castellina Parc – 30 Rue Geneviève Couturier – 92500 RUEIL MALMAISON

Mr Fabrice ZAMBONI, born on 23 March 1971, residing at 5 Villa des Entrepreneurs – 75015 PARIS

Ms Sophie ELKRIEF, born on 23 September 1972, residing at 100 Rue du Bac – 75007 PARIS

Mr Romain FITOUSSI, born on 30 October 1976, residing at 8 Rue Jean Laurent – 78110 LE VESINET

Mr Roger CANIARD, born on 18 September 1967, residing at 8 Avenue Charles de Gaulle – 92100 BOULOGNE

Mr Ferreol BAUDONNIERE, born on 31 March 1977, residing at 103 Rue de Charenton – 75012 PARIS

Mr Franck DUSSOGE, born on 17 October 1960, residing at 16 Rue des Pins – 69630 CHAPONOST

Ms Isabelle HABASQUE, born on 3 March 1961, residing at 100 Rue de Charonne – 75011 PARIS

Each of them has indicated in advance that they accept the office of Director, and declare that they meet the conditions required by law with regard to the total number of seats as Directors.

Article 36 – Appointment of the first auditor

The following entity is appointed as Statutory Auditor of the SICAV for a term of six financial years, its functions expiring at the end of the General Meeting called to approve the financial statements for the sixth financial year:

PRICEWATERHOUSECOOPERS AUDIT
63, rue de Villiers – 92 200 Neuilly-sur-Seine, France

Represented by Mr Frédéric Sellam

PRICEWATERHOUSECOOPERS AUDIT has indicated that it accepts these functions and that there is no incompatibility or prohibition as to its appointment.

Article 37 – Appointment of the Depositary of the SICAV

The Depositary of the SICAV is: SOCIETE GENERALE, whose registered office is located at 29, boulevard Haussmann in Paris (75009), and whose postal address for the centralisation of subscription/redemption orders and record keeping is located at 32 rue du Champs-de-tir, 44000 Nantes.

Article 38 – Resumption of previous commitments made on behalf of the SICAV

The signature of these Articles of Association will entail the assumption of said commitments by the SICAV, which will be deemed to have been subscribed from its inception, as soon as the SICAV has been entered in the Trade and Companies Register. This statement has also been made available to the shareholders at the future registered office of the SICAV within the time limits provided for by the Law.
Article 39 – Commitment on behalf of the legal personality

The founding shareholders give Mr Jean-Pierre GRIMAUD (as Chief Executive Officer of the Management Company OFI ASSET MANAGEMENT) a mandate on behalf of the company being formed to enter into all commitments that he deems useful and in accordance with its corporate purpose.

Mr Jean-Pierre Grimaud is expressly authorised to enter into and conclude, on behalf of the SICAV, the acts and commitments falling within his statutory and legal powers. These acts and commitments are deemed to have been made and subscribed to from the inception of the SICAV and to have been assumed as soon as it is entered in the Trade and Companies Register.

Article 40 - Powers

All powers are given:

- To Mr Jean-Pierre GRIMAUD residing at 51 Grande Rue – 78810 FEUCHEROLLES, with the option of delegation, for the purpose of signing and publishing the notice of constitution in a gazette of legal notices in the département of the registered office, to carry out all the formalities for entering the company in the trade and companies register:

- And generally, to the bearer of an original or a copy of these Articles of Association, to carry out the formalities prescribed by law.
ADDITIONAL INFORMATION FOR INVESTORS IN THE FEDERAL REPUBLIC OF GERMANY

OFI Asset Management has notified the Federal Financial Supervisory Authority (Bundesanstalt für Finanzdienstleistungsaufsicht, BaFin) of its intention to distribute the sub-funds of the fund OFI FINANCIAL INVESTMENT in the Federal Republic of Germany.

It will be ensured that the sub-funds, OFI FINANCIAL INVESTMENT – RS EURO EQUITY and OFI FINANCIAL INVESTMENT – RS EURO EQUITY SMART BETA continuously qualifies as 'equity fund', as defined in the German Investment Tax Act 2018.

No notification has been submitted for the below listed sub-funds of the SICAV “OFI FINANCIAL INVESTMENT “and as a consequence, those sub-funds may not be distributed to investors in the Federal Republic of Germany:

OFI FINANCIAL INVESTMENT – RS EURO INVESTMENT GRADE CLIMATE CHANGE

Paying and Information Agent

OLDENBURGISCHE LANDESBANK AG, a bank established under the laws of Germany, having its registered office at Stau 15/17, 26122 Oldenburg, registered with the Oldenburg Trade Registry, number HRB 3003, has undertaken the function of Paying and Information Agent for the Fund in the Federal Republic of Germany (the “German Paying and Information Agent”)

Information and Documents

For unit-holders resident in Germany, the following documents are available for inspection in hard copy, free of charge and upon request at the German Paying and Information Agent:

- Prospectus
- Key Investor Information Documents
- Articles of Incorporation
- The latest annual report, and the most recent semi-annual report, if published thereafter
- Custody and Administration Agreements
- Paying Agency Agreement

Any other information to the Shareholders will be sent to the Shareholders by post. The issue, redemption and conversion prices of shares will be published on the website: www.ofi-am.fr. Additionally, communications to investors in Germany will be published in a durable medium, further to the requirements of Article 167 of the German Investment Code in the following cases: suspension of the redemption of the shares, termination of the management of the fund or its liquidation, any amendments to the Articles of Incorporation which are inconstant with the previous investment principles, which affect material investor rights or which relate to remuneration and reimbursement of expenses that may be paid or made out of the asset pool, merger of the fund with one or more other funds and the change of the fund into a feeder fund or the modification of a master fund.

Applications for the redemption and conversion of shares may be sent to the German Paying and Information Agent. All payments to investors, including redemption proceeds and potential distributions, may, upon request, be paid through the German Paying and Information Agent.