

Lucembursko, 10. prosince 2018

Pozvánka na Mimořádnou valnou hromadu akcionářů
WORLD INVESTMENT OPPORTUNITIES FUNDS

Doporučeně

Vážený Akcionář,

vzhledem ke skutečnosti, že na mimořádné valné hromadě, která se konala 3. prosince 2018 od 10:00 hod. (dále jen „První mimořádná VH“), nebyly splněny podmínky dosažení kvóra a většiny stanovené článkem 450-3 Zákona z 10. srpna 1915 ve znění pozdějších předpisů, dovoluujeme si Vás pozvat na druhou mimořádnou valnou hromadu Akcionářů (dále jen „Druhá mimořádná VH“), která se uskuteční dne 20. prosince 2018 od 10:00 hod. (Lucemburského času) na adrese 101, rue Cents, L-1319 Luxembourg, Lucemburské velkovévodství, s následujícím programem:

1. Nové znění „ČLÁNEK ČTYŘI: SÍDLO“, který bude znít následovně:

“ARTICLE FOUR: REGISTERED OFFICE

“The registered office of the Corporation is established in Luxembourg, Grand Duchy of Luxembourg.

The Board of Directors may decide as its discretion to transfer the registered office of the Corporation within the same municipality, or from a municipality to another municipality within the Grand-Duchy of Luxembourg and to amend these Articles of Incorporation accordingly.

Branches, subsidiaries or other offices may be established either in the Grand Duchy of Luxembourg or abroad by resolution of the Board of Directors.

In the event that the Board of Directors determines that extraordinary political, economic, military or social events have occurred or are imminent that would interfere with the normal activities of the Corporation at its registered office or with the ease of communication between such office and persons abroad, the registered office may be temporarily transferred abroad until the complete cessation of these abnormal circumstances; such temporary measures shall have no effect on the nationality of the Corporation which, notwithstanding the temporary transfer of its registered office, shall remain a Luxembourg Corporation.”

2. Nové znění „ČLÁNEK JEDENÁCT: VALNÁ HROMADA AKCIONÁŘŮ SPOLEČNOSTI“, který bude znít následovně:

“ARTICLE ELEVEN: GENERAL MEETINGS OF SHAREHOLDERS OF THE CORPORATION

(1) The general meeting of Shareholders of the Corporation shall represent the entire body of Shareholders of the Corporation. Its resolutions shall be binding upon all the Shareholders regardless of the Class of Shares held by them. It shall have the broadest powers to order, carry out or ratify acts relating to the operations of the Corporation.

(2) The general meeting of Shareholders shall meet upon call by the Board of Directors.

(3) It may also be called upon the request of Shareholders representing at least one tenth of the share capital of the Corporation in the form and conditions set forth by the 1915 Law.

(4) The annual general meeting shall be held within four months following the financial year end, in accordance with any applicable Luxembourg law, at the time and place specified in the convening notice.

(5) Other meetings of Shareholders may be held at such places and times as may be specified in the respective notices of meeting.

(6) Shareholders shall meet upon call by the Board of Directors in the form and conditions set forth in the applicable Luxembourg law and as stipulated in the Prospectus.

(7) The agenda shall be prepared by the Board of Directors except in the instance where the meeting is called on the written demand of the Shareholders in which instance the Board of Directors may prepare a supplementary agenda.

(8) Shareholders representing at least one tenth of the share capital may request the adjunction of one or several items to the agenda of any general meeting of Shareholders. Such a request must be sent to the registered office of the Corporation by registered mail five days at the latest before the relevant meeting.

(9) If all Shareholders are present or represented and consider themselves as being duly convened and informed of the agenda, the general meeting may take place without notice of meeting.

(10) The Board of Directors may determine all other conditions that must be fulfilled by Shareholders in order to attend any meeting of Shareholders.

(11) The business transacted at any meeting of the Shareholders shall be limited to the matters contained in the agenda (which shall include all matters required by law) and business incidental to such matters.

(12) Each Share of whatever Class is entitled to one vote, in compliance with Luxembourg law and these Articles of Incorporation. A Shareholder may act at any meeting of Shareholders by appointing another person as his proxy in writing, by mail or by facsimile transmission, who need not be a Shareholder and who may be a Director.

(13) Besides, where the meeting is held with shareholders who are not physically present, the meeting shall be deemed to be held at the registered office of the Corporation.

(14) In accordance with the Luxembourg law, an attendance list shall be drawn up at each general meeting.

(15) Unless otherwise provided by law or herein, resolutions of the general meeting of Shareholders are passed by a simple majority vote of the Shareholders validly cast, regardless of the portion of capital represented. Abstentions and nihil vote shall not be taken into account.

(16) Each Shareholder may vote at a general meeting through a signed voting form sent by post, electronic mail, facsimile or any other means of communication to the Corporation's registered office or to the address specified in the convening notice. The Shareholders may only use voting forms provided by the Corporation which contain at least the place, date and time of the meeting, the agenda of the meeting, the proposal submitted to the decision of the meeting, as well as for each proposal three boxes allowing the Shareholder to vote in favour of, against, or abstain from voting on each proposed resolution by ticking the appropriate box.

(17) Voting forms which, for a proposed resolution, do not show only (i) a vote in favour or (ii) a vote against the proposed resolution or (iii) an abstention are void with respect to such resolution. The Corporation shall only take into account voting forms received prior to the general meeting which they relate to."

3. Nové znění „ČLÁNEK DVANÁCT: VÁLNÁ HROMADA AKCIONÁŘŮ POD-FONDŮ NEBO TŘÍD AKCIÍ“, který bude znít následovně:

“ARTICLE TWELVE: GENERAL MEETINGS OF SHAREHOLDERS OF SUB-FUNDS OR SHARE CLASSES

The Shareholders of the Class or Share Classes issued in respect of any Sub-Fund may hold, at any time, general meetings to decide on any matters which relate exclusively to such Sub-Fund.

In addition, the Shareholders of any Share Class may hold, at any time, general meetings to decide on any matters which relate exclusively to such Class.

The provisions of Article 11, paragraphs 2, 3, 6, 7, 8, 9, 10, 11, and 14 shall apply to such general meetings of Shareholders.

Each Share is entitled to one vote in compliance with Luxembourg law and these Articles of Incorporation. Shareholders may act either in person or by giving a proxy in writing, by mail or by facsimile transmission to another person who need not be a Shareholder and may be a Director.

Unless otherwise provided for by law or herein, resolutions of the general meeting of Shareholders of a Sub-Fund or of a Class are passed by a simple majority of the validly cast votes."

4. Nové znění „ČLÁNKU TŘICETJEDNA: INVESTICE DO JEDNOHO NEBO VÍCE POD-FONDŮ SPOLEČNOSTI“ týkající se cross-investments v souladu s článkem 181 odst. 8 Zákona z roku 2010, který bude znít následovně:

"Pursuant to Article 181 (8) of the 2010 Law, any Sub-Fund of the Corporation may subscribe, acquire and/or hold securities to be issued or issued by one or more Sub-Funds of the Corporation, without the Corporation being subject to the requirements of the law of 10 August 1915 on commercial companies, as amended, with respect to the subscription, acquisition and/or the holding by a company of its own shares, under the conditions however that:

- the target Sub-Fund does not, in turn, invest in the Sub-Fund invested in this target Sub-Fund; and

- no more than 10% of the assets that the target Sub-Funds whose acquisition is contemplated may be invested in shares of other target Sub-Funds of the Corporation; and

- voting rights, if any, attaching to the relevant securities are suspended for as long as they are held by the Sub-Fund concerned and without prejudice to the appropriate processing in the accounts and the periodic reports; and

- in any event, for as long as these securities are held by the Corporation, their value will not be taken into consideration for the calculation of the net assets of the Corporation for the purposes of verifying the minimum threshold of the net assets imposed by the 2010 Law; and

- there is no duplication of management, subscription or repurchase fees between those at the level of the Sub-Fund of the Corporation having invested in the target Sub-Fund, and this target Sub-Fund."

5. Přidání nového článku „ČLÁNEK TŘICETDVA: MASTER - FEEDER STRUKTURA“, který se týká master-feeder struktur v souladu s kapitolou 9 Zákona z roku 2010, který bude znít následovně:

“A. – Scope and approval

A Feeder UCITS is a UCITS, or an investment compartment thereof, which has been approved to invest, by way of derogation from Article 2(2), first indent, Articles 41, 43 and 46, and Article 48(2), third indent of the 2010 Law, at least 85% of its assets in units of another UCITS or investment compartment thereof (the “Master UCITS”).

A Feeder UCITS may hold up to 15% of its assets in one or more of the following:

- a) ancillary liquid assets in accordance with Article 41(2), second subparagraph of the 2010 Law;
- b) financial derivative instruments, which may be used only for hedging purposes, in accordance with Article 41(1)(g) and Article 42(2) and (3) of the 2010 Law;
- c) movable and immovable property which is essential for the direct pursuit of its business, if the Feeder UCITS is an investment company.

For the purposes of compliance with Article 42(3) of the 2010 Law, the Feeder UCITS shall calculate its global exposure related to financial derivative instruments by combining its own direct exposure under point b) above with either:

- a) the Master UCITS actual exposure to financial derivative instruments in proportion to the Feeder UCITS investment into the Master UCITS; or
- b) the Master UCITS potential maximum global exposure to financial derivative instruments provided for in the Master UCITS management regulations or instruments of incorporation in proportion to the Feeder UCITS investment into the Master UCITS.

A Master UCITS is a UCITS, or an investment compartment thereof, which:

- a) has, among its unitholders, at least one Feeder UCITS;
- b) is not itself a Feeder UCITS; and
- c) does not hold units of a Feeder UCITS.

The following derogations for a Master UCITS shall apply:

- a) if a Master UCITS has at least two Feeder UCITS as unitholders, Article 2(2), first indent and Article 3, second indent of the 2010 Law shall not apply, giving the Master UCITS the choice whether or not to raise capital from other investors;
- b) if a Master UCITS does not raise capital from the public in a Member State other than that in which it is established, but only has one or more Feeder UCITS in that Member State, Chapter XI and Article 108(1), second subparagraph of Directive 2009/65/EC shall not apply. The investment of a Feeder UCITS which is established in Luxembourg into a given Master UCITS which exceeds the limit applicable under Article 46(1) of the 2010 Law for investments in other UCITS shall be subject to the prior approval of the CSSF.

The Feeder UCITS shall be informed within fifteen working days following the submission of a complete file, whether or not the CSSF has approved the Feeder UCITS investment into the Master UCITS.

The CSSF shall grant approval if the Feeder UCITS, its depositary and its réviseur d'entreprises agréé (approved statutory auditor), as well as the Master UCITS, comply with all the requirements set out in the Chapter 9 of the 2010 Law.

For such purposes, the Feeder UCITS shall provide the CSSF with the following documents:

- a) the management regulations or instruments of incorporation of the Feeder UCITS and the Master UCITS;
- b) the prospectus and the key investor information referred to in Article 159 of the 2010 Law of the Feeder and the Master UCITS;
- c) the agreement between the Feeder and the Master UCITS or the internal conduct of business rules referred to in Article 79(1) of the 2010 Law;
- d) where applicable, the information to be provided to unitholders referred to in Article 83(1) of the 2010 Law;
- e) if the Master UCITS and the Feeder UCITS have different depositaries, the information-sharing agreement referred to in Article 80(1) of the 2010 Law between their respective depositaries; and
- f) if the Master UCITS and the Feeder UCITS have different réviseurs d'entreprises agréés (approved statutory auditors), the information-sharing agreement referred to in Article 81(1) of the 2010 Law between their respective auditors.

Items (a), (b), (c) shall not apply in the case where the Feeder UCITS and the Master UCITS are both established in Luxembourg.

Where the Feeder UCITS is established in Luxembourg and the Master UCITS is established in another Member State, the Feeder UCITS shall also provide the CSSF with an attestation by the competent authorities of the Master UCITS home Member State that the Master UCITS is a UCITS, or an investment compartment thereof, which fulfils the conditions set out in Article 58(3)(b) and (c) of Directive 2009/65/EC. Documents shall be provided by the Feeder UCITS either in Luxembourgish, French, German or English.

B. – Common provisions for Feeder and Master UCITS

The Master UCITS shall provide the Feeder UCITS with all documents and information necessary for the latter to meet the requirements laid down in the 2010 Law. For this purpose, the Feeder UCITS shall enter into an agreement with the Master UCITS.

The Feeder UCITS shall not invest in excess of the limit applicable under Article 46(1) of the 2010 Law, in units of that Master UCITS until the agreement referred to above has become effective. That agreement shall be made available, on request and free of charge, to all unitholders. In the event that both Master and Feeder UCITS are managed by the same management company, the agreement may be replaced by internal conduct of business rules ensuring compliance with the requirements set out in this paragraph.

The Master and the Feeder UCITS shall take appropriate measures to coordinate the timing of their net asset value calculation and publication, in order to avoid market timing in their units, preventing arbitrage opportunities.

Without prejudice to Article 11(2) and Article 28(1)(b) of the 2010 Law, if a Master UCITS temporarily suspends the repurchase, redemption or subscription of its units, whether at its own initiative or at the request of its competent authorities, each of its Feeder UCITS is entitled to suspend the repurchase, redemption or subscription of its units, notwithstanding the conditions laid down in Article 12(1), and Article 28(5) of the 2010 Law, within the same period of time as the Master UCITS.

If a Master UCITS is liquidated, the Feeder UCITS shall also be liquidated, unless the CSSF approves:

a) the investment of at least 85 % of the assets of the Feeder UCITS in units of another Master UCITS; or

b) the amendment of the management regulations or the instruments of incorporation of the Feeder UCITS in order to enable it to convert into a UCITS which is not a Feeder UCITS.

Without prejudice to specific provisions regarding compulsory liquidation, the liquidation of a Master UCITS shall take place no sooner than three months after the Master UCITS has informed all of its unitholders and the CSSF of the binding decision to liquidate.

If a Master UCITS merges with another UCITS or is divided into two or more UCITS, the Feeder UCITS shall be liquidated, unless the CSSF grants approval to the Feeder UCITS to:

a) continue to be a Feeder UCITS of the Master UCITS or another UCITS

resulting from the merger or division of the Master UCITS;

b) invest at least 85 % of its assets in units of another Master UCITS not resulting from the merger or the division; or

c) amend its management regulations or its instruments of incorporation in

order to convert into a UCITS which is not a Feeder UCITS.

No merger or division of a Master UCITS shall become effective, unless the Master UCITS has provided all of its unitholders and the competent authorities of the home Member State of its Feeder UCITS with the information referred to, or comparable with that referred to, in Article 72 of the 2010 Law, at least sixty days before the proposed effective date.

Unless the CSSF has granted approval pursuant to the point a) above, the Master UCITS shall enable the Feeder UCITS to repurchase or redeem all units in the Master UCITS before the merger or division of the Master UCITS becomes effective.

C. – Depositaries and réviseur d'entreprises agréé (approved statutory auditor)

If the Master and the Feeder UCITS have different depositaries, those depositaries shall enter into an information-sharing agreement in order to ensure the fulfilment of the duties of both depositaries.

The Feeder UCITS shall not invest in units of the Master UCITS until such agreement has become effective.

Where they comply with the requirements laid down in the Chapter 9 of the 2010 Law, neither the depositary of the Master UCITS nor that of the Feeder UCITS shall be found to be in breach of any rules that restrict the disclosure of information or relate to data protection, where such rules are provided for in a contract or in a law, regulation or administrative provision. Such compliance shall not give rise to any liability, on the part of such depositary or any person acting on its behalf.

The Feeder UCITS or, when applicable, the management company of the Feeder UCITS, shall be in charge of communicating to the depositary of the Feeder UCITS any information about the Master UCITS which is required for the completion of the duties of the depositary of the Feeder UCITS.

The depositary of the Master UCITS shall immediately inform the competent authorities of the Master UCITS home Member State, the Feeder UCITS or, where applicable, the management company and the depositary of the Feeder UCITS, about any irregularities it detects with regard to the Master UCITS, which are deemed to have a negative impact on the Feeder UCITS.

If the Master and the Feeder UCITS have different réviseur d'entreprises agréés (approved statutory auditors), those réviseurs d'entreprises agréés (approved statutory auditors) shall enter into an information sharing agreement, in order to ensure the fulfilment of the duties of both réviseurs d'entreprises agréés (approved statutory auditors), including the arrangements taken to comply with the requirements set out above.

The Feeder UCITS shall not invest in units of the Master UCITS until such agreement has become effective.

In its audit report, the réviseur d'entreprises agréé (approved statutory auditor) of the Feeder UCITS shall take into account the audit report of the Master UCITS. If the Feeder and the Master UCITS have different accounting years, the réviseur d'entreprises agréé (approved statutory auditor) of the Master UCITS shall make an ad hoc report on the closing date of the Feeder UCITS.

The réviseur d'entreprises agréé (approved statutory auditor) of the Feeder UCITS shall, in particular, report on any irregularities revealed in the audit report of the Master UCITS and on their impact on the Feeder UCITS.

Where they comply with the requirements laid down in the Chapter 9 of the 2010 Law, neither the réviseur d'entreprises agréé (approved statutory auditor) of the Master UCITS nor that of the Feeder UCITS shall be found to be in breach of any rules that restrict the disclosure of information or relate to data protection, where such rules are provided for in a contract or in a law, regulation or administrative provision. Such compliance shall not give rise to any liability, on the part of such réviseur d'entreprises agréé (approved statutory auditor) or any person acting on its behalf.

D. – Compulsory information and marketing communications by the Feeder UCITS

In addition to the information provided for in Schedule A of Annex I of the 2010 Law, the prospectus of the Feeder UCITS shall contain the following information:

a) a declaration that the Feeder UCITS is a Feeder of a particular Master UCITS and as such permanently invests 85% or more of its assets in units of that Master UCITS;

b) the investment objective and policy, including the risk profile and whether the performance of the Feeder and the Master UCITS are identical, or to what extent and for which reasons they differ, including a description of investment made in accordance with Article 77(2) of the 2010 Law;

c) a brief description of the Master UCITS, its organisation, its investment objective and policy, including the risk profile, and an indication of how the prospectus of the Master UCITS may be obtained;

d) a summary of the agreement entered into between the Feeder UCITS and the Master UCITS or of the internal conduct of business rules pursuant to Article 79(1) of the 2010 Law;

e) how the unitholders may obtain further information on the Master UCITS and the agreement entered into between the Feeder UCITS and the Master UCITS pursuant to Article 79(1) of the 2010 Law;

f) a description of all remuneration and reimbursement of costs payable by the Feeder UCITS by virtue of its investment in units of the Master UCITS, as well as of the aggregate charges of the Feeder UCITS and the Master UCITS; and

g) a description of the tax implications of the investment into the Master UCITS for the Feeder UCITS.

In addition to the information provided for in Schedule B of Annex I of the 2010 Law, the annual report of the Feeder UCITS shall include a statement on the aggregate charges of the Feeder UCITS and the Master UCITS.

The annual and the half-yearly reports of the Feeder UCITS shall indicate how the annual and the half-yearly report of the Master UCITS can be obtained.

In addition to the requirements laid down in Articles 155(1) and 163(1) of the 2010 Law, the Feeder UCITS shall send the prospectus, the key investor information referred to in Article 159 of the 2010 Law and any amendment thereto, as well as the annual and half-yearly reports of the Master UCITS, to the CSSF.

A Feeder UCITS shall disclose in any relevant marketing communications that it permanently invests 85% or more of its assets in units of such Master UCITS.

A paper copy of the prospectus, and the annual and half-yearly reports of the Master UCITS shall be delivered by the Feeder UCITS to investors on request and free of charge.

E. – Conversion of existing UCITS into Feeder UCITS and change of Master UCITS

A Feeder UCITS, which already pursues activities as a UCITS, including those of a Feeder UCITS of a different Master UCITS, shall provide the following information to its unitholders:

a) a statement that the CSSF approved the investment of the Feeder UCITS in units of such Master UCITS;

b) the key investor information referred to in Article 159 of the 2010 Law concerning the Feeder and the Master UCITS;

c) the date when the Feeder UCITS is to start to invest in the Master UCITS or, if it has already invested therein, the date when its investment will exceed the limit applicable under Article 46(1) of the 2010 Law; and

d) a statement that the unitholders have the right to request, within thirty days, the repurchase or redemption of their units without any charges other than those retained by the UCITS to cover disinvestment costs; that right shall become effective from the moment the Feeder UCITS has provided the information above indicated.

That information shall be provided at least thirty days before the date referred to in point c) of this paragraph.

In the event that the Feeder UCITS has been notified in accordance with Chapter 7 of the 2010 Law the information above indicated shall be provided in Luxembourgish, French, German or English. The Feeder UCITS shall be responsible for producing the translation. That translation shall faithfully reflect the content of the original.

The Feeder UCITS is not authorised to invest into the units of the given Master UCITS in excess of the limit applicable under Article 46(1) of the 2010 Law before the period of thirty days has elapsed.

F. – Obligations and competent authorities

The Feeder UCITS shall monitor effectively the activity of the Master UCITS. In performing that obligation, the Feeder UCITS may rely on information and documents received from the Master UCITS or, where applicable, its management company, depositary and réviseur d'entreprises agréé (approved statutory auditor), unless there is reason to doubt their accuracy.

Where, in connection with an investment in the units of the Master UCITS, a distribution fee, commission or other monetary benefit, is received by the Feeder UCITS, its management company, or any person acting on behalf of either the Feeder UCITS or the management company of the Feeder UCITS, the fee, commission or other monetary benefit shall be paid into the assets of the Feeder UCITS.

Any Master UCITS established in Luxembourg shall immediately inform the CSSF of the identity of each Feeder UCITS, which invests in its units. If the Feeder UCITS is established in another Member State, the CSSF shall immediately inform the competent authorities of the Feeder UCITS home Member State of such investment.

The Master UCITS shall not charge subscription or redemption fees for the investment of the Feeder UCITS into its units or the divestment thereof. The Master UCITS shall ensure the timely availability of all information that is required in accordance with this Law, and any other laws, regulations and administrative provisions applicable in Luxembourg, EU provisions, as well as the management regulations or the instruments of incorporation of the UCITS to the Feeder UCITS or, where applicable, its management company, and to the competent authorities, the depositary and the réviseur d'entreprises agréé (approved statutory auditor) of the Feeder UCITS.

If the Master UCITS and the Feeder UCITS are both established in Luxembourg, the CSSF shall immediately inform the Feeder UCITS of any decision, measure, observation of non-compliance with the conditions of the Chapter 9 of the 2010 Law or of any information reported pursuant to Article 154(3) of the 2010 Law, with regard to the Master UCITS or, where applicable, its management company, depositary or réviseur d'entreprises agréé (approved statutory auditor).

If the Master UCITS is established in Luxembourg and the Feeder UCITS is established in another Member State, the CSSF shall immediately communicate any decision, measure, observation of non-compliance with the conditions of the Chapter 9 of the 2010 Law or information reported pursuant to Article 154(3) of the 2010 Law, with regard to the Master UCITS or, where applicable, its management company, depositary or réviseur d'entreprises agréé (approved statutory auditor), to the competent authorities of the Feeder UCITS home Member State.

If the Master UCITS is established in another Member State and the Feeder UCITS is established in Luxembourg, the CSSF shall transmit any decision, measure, observation referred to in Article 67(2) of Directive 2009/65/EC and which have been communicated to the CSSF by the competent authorities of the Master UCITS home Member State."

6. Různé.

Dovolujeme si Vás upozornit, že Druhá mimořádná VH je oprávněná rokovat bez ohledu na zastoupený podíl kapitálu. Pro přijetí usnesení jsou potřebné alespoň dvě třetiny odevzdaných hlasů. Odevzdané hlasy nezahrnují hlasy spojené s akciemi v souvislosti, se kterými se akcionář nezúčastnil hlasování, nebo se zdržel hlasování nebo odevzdal prázdný nebo neplatný hlas.

Akcionáři mohou hlasovat osobně nebo prostřednictvím zmocnění. Akcionáři, kteří si přejí zúčastnit se valné hromady, musí oznámit Společnosti svoji účast nejpozději do 18. prosince 2018. Pokud se nebudete moci zúčastnit valné hromady, prosím vyplňte, podepište a pošlete zpět přiložené zmocnění nejprve faxem a e-mailem (legal@casa4funds.com) a následně originál poštou nejpozději do 18. prosince 2018, na adresu Legal Department, Casa4Funds SA, 44, rue de la Vallée, L2661 Luxembourg, Lucemburské velkovévodství, Tel. +352 27 726 113, Fax +352 27 726 184.

Zplnomocnění přijaté pro První mimořádnou VH zůstává v platnosti i pro Druhou mimořádnou VH, pokud není výslovně zrušeno.

S úctou,

World Investment Opportunities Funds
Představenstvo

Příloha: Zplnomocnění
