

# Information to the Unitholders of Credit Suisse (Lux) Italy Equity Fund Merger notice

## **Credit Suisse Fund Management S.A.**

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

(the "**Management Company**")

acting in its own name and on behalf of

## **CS Investment Funds 11**

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

(the "**Fund**")

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## **Notice is hereby given to the Unitholders of CS Investment Funds 11 – Credit Suisse (Lux) Italy Equity Fund**

Notice is hereby given to the unitholders of **Credit Suisse (Lux) Italy Equity Fund** (the "**Merging Subfund**"), a subfund of the Fund, that the board of directors of the Management Company decided to merge the Merging Subfund into **Credit Suisse (Lux) Copernicus Italy Equity Fund** (the "**Receiving Subfund**"), a subfund of **CS Investment Funds 2**, an undertaking for collective investment in transferable securities in the legal form of an investment company with variable capital, having its registered office at 5, rue Jean Monnet, L-2180 Luxembourg, and registered with R.C.S. Luxembourg under number B 124.019 (the "**Company**") (the "**Merger**").

### **I. Merger Type**

The boards of directors of the Management Company and of the Company have resolved to proceed with the Merger in accordance with article 1(20)(a) and the provisions of Chapter 8 of the Luxembourg law of 17 December 2010 relating to undertakings for collective investment, as amended (the "**2010 Law**"), article 18 of the management regulations of the Fund and article 25 of the articles of incorporation of the Company, by transferring all the assets and liabilities of the Merging Subfund to the Receiving Subfund.

The assets and liabilities of the Merging Subfund will be contributed to the Receiving Subfund as of 17 July 2020 (the "**Effective Date**").

The Merging Subfund will be the sole remaining subfund of the Fund on the Effective Date. Consequently, the Fund will cease to exist as a result of the Merger.

### **II. Merger Rationale**

The board of directors of the Management Company considers that the Merger is in the best interest of the unitholders of the Merging Subfund, the intention being to profit from a combined investment expertise of the co-investment managers of the Receiving Subfund being Credit Suisse (Italy) S.p.A. (the current investment manager of the Merging Subfund) and Copernicus Asset Management S.A..

### **III. Impact of the Merger**

#### *Impact of the Merger on shareholders of the Receiving Subfund*

Since the Receiving Subfund has been created in view of the Merger, there will be no shareholders invested in the Receiving Subfund prior to the Merger that would be impacted by the Merger.

#### *Impact of the Merger on unitholders of the Merging Subfund*

The Merger will ensure that the assets of the Merging Subfund can be managed more efficiently. The impact on the unitholders as a result of the Merger will be limited given the relative similarities between the Merging Subfund and the Receiving Subfund.

In exchange for the transfer of the assets and liabilities of the Merging Subfund, the Receiving Subfund shall issue shares without charge, and the unitholders currently holding units in the Merging Subfund will receive shares in the Receiving Subfund, as indicated in the table further below.

Merging Subfund CS Investment Funds 11 – Credit Suisse (Lux) Italy Equity Fund								Receiving Subfund CS Investment Funds 2 – Credit Suisse (Lux) Copernicus Italy Equity Fund							
Unit Class (Currency)	Type of Unit*	Minimum Holding	Maximum Sales Charge	Maximum Adjustment of the Net Asset Value	Maximum Management Fee (p.a.)	Ongoing Charges	Synthetic Risk and Reward Indicator	Share Class (Currency)	Type of Share*	Minimum Holding	Maximum Sales Charge	Maximum Adjustment of the Net Asset Value	Maximum Management Fee (p.a.)	Ongoing Charges**	Synthetic Risk and Reward Indicator
<b>B</b> (EUR)	ACC	n/a	5.00%	2.00%	1.92%	2.23%	6	<b>B</b> (EUR)	ACC	n/a	5.00%	2.00%	1.92%	1.91%	6
<b>DB</b> (EUR)	ACC	n/a	n/a	2.00%	n/a	0.11%	6	<b>DBP</b> (EUR)	ACC	n/a	n/a	2.00%	n/a	0.11%	6
<b>EB</b> (EUR)	ACC	n/a	3.00%	2.00%	0.70%	0.97%	6	<b>EBP</b> (EUR)	ACC	n/a	3.00%	2.00%	0.50%	0.77%	6
<b>IB</b> (EUR)	ACC	500,000	3.00%	2.00%	0.70%	1.01%	6	<b>IBP</b> (EUR)	ACC	500,000	3.00%	2.00%	0.50%	0.81%	6
<b>UB</b> (EUR)	ACC	n/a	5.00%	2.00%	1.50%	1.46%	6	<b>UBP</b> (EUR)	ACC	n/a	5.00%	2.00%	1.20%	1.01%	6

\*ACC=accumulating

\*\*Based on estimated ongoing charges

The following table illustrates the similarities and the differences between the investment objectives and principles of the Merging Subfund and the Receiving Subfund:

Legal form, investment objectives, principles and investor profiles	
Merging Subfund CS Investment Funds 11 – Credit Suisse (Lux) Italy Equity Fund	Receiving Subfund CS Investment Funds 2 – Credit Suisse (Lux) Copernicus Italy Equity Fund
<p><b>Legal form</b> The Merging Subfund is a subfund of CS Investment Funds 11, a common fund (<i>fond commun de placement</i>) represented by its management company, Credit Suisse Fund Management S.A.</p>	<p><b>Legal form</b> The Receiving Subfund is a subfund of CS Investment Funds 2, an investment company with variable capital (<i>société d'investissement à capital variable</i>). CS Investment Funds 2 has appointed Credit Suisse Fund Management S.A. as its management company.</p>
<p><b>Investment Objective and Investment Policy</b> At least two-thirds of this Subfund's assets are invested in companies which are domiciled in Italy or which conduct the overwhelming proportion of their business activities there and are characterized by high profitability, a solid financial structure and successful management. Furthermore, this Subfund may invest up to one-third of its assets in other equities and equity-type securities, subject to the investment restrictions set out in Chapter 6, "Investment Restrictions". The Subfund will invest at least 51 % of its total net assets in Qualifying Equity Instruments.</p>	<p><b>Investment Objective</b> The objective of the Subfund is to achieve the highest possible return in Euros (Reference Currency), while taking due account of the principle of risk diversification, the security of the capital invested, and the liquidity of the assets. This Subfund aims to outperform the return of the MSCI Italy 10/40 (NR) benchmark. The Subfund is actively managed. The benchmark is used as a reference point for portfolio construction. The majority of the Subfund's equity securities will be components of, and have weightings derived from, the benchmark. The Investment Manager will use its discretion to overweight or underweight certain components of the benchmark and may invest in companies or sectors not included in the benchmark in order to take advantage of specific investment opportunities. It is thus expected that the performance of the Subfund will to a limited extent deviate from the benchmark.</p>

	<p><b>Investment Principles</b></p> <p>At least two-thirds of the Subfund's net assets are invested in equities and other equity-type securities and rights (American depository receipts [ADRs], global depository receipts, profit-sharing certificates, participation certificates, dividend rights certificates, etc.) of companies which are domiciled in or carry out the bulk of their business activities in Italy and are characterized by high profitability, a solid financial structure and successful management. Securities are selected irrespective of their market capitalization.</p> <p>For hedging purposes, and in the interest of the efficient management of the portfolio as well as for the implementation of the investment strategy the aforementioned investments may also be effected by way of derivatives, provided the limits set out in Chapter 6, "Investment Restrictions" are observed. Derivatives may include futures and options on equities, be linked to security baskets or indices and shall be chosen in accordance with Art. 9 of the Grand-Ducal Decree of February 8, 2008.</p> <p>The Subfund may invest up to one third of its net assets in equities and equity-type securities of companies not fulfilling the above requirements, cash, sight and time deposits, money market instruments, fixed income securities, which may include, but not limited to, bonds, convertible bonds, notes, and similar fixed and variable interest rate securities, discounted securities issued by public, private and semi-private issuers worldwide.</p> <p>The Subfund may – subject to the investment principles set out above – invest up to 10% of its net assets in structured products (certificates, notes) on equities, equity-type securities, equity baskets and equity indices that are sufficiently liquid and are issued by first-class banks (or by issuers that offer investor protection comparable to that provided by first-class banks). These structured products must qualify as securities pursuant to Art. 41 of the Law of December 17, 2010. Moreover, these structured products must be valued regularly and transparently on the basis of independent sources. Structured products must not entail any leverage effect. As well as satisfying the regulations on risk spreading, the equity baskets and equity indices must be sufficiently diversified.</p> <p>Furthermore, to hedge currency risks and to gear its assets to one or more other currencies, the Subfund may enter into forward foreign exchange and other currency derivatives in accordance with section 3 of Chapter 6, "Investment Restrictions".</p> <p>The Subfund will invest more than 50% of the value of its total assets in Qualifying Equity Instruments.</p>
<p><b>Profile of the Typical Investor</b></p> <p>This Subfund is suitable for investors with high risk tolerance and a long-term view who wish to invest in a broadly diversified portfolio of equity securities of companies domiciled in Italy.</p>	<p><b>Investor Profile</b></p> <p>The Subfund is suitable for investors with high risk tolerance and a long-term view who wish to invest in a broadly diversified portfolio of securities of companies domiciled in Italy.</p>

The Merging and Receiving Subfunds have the same service providers, including the Management Company, depositary, administrator and auditor.

As from the Effective Date, the Receiving Subfund will be co-managed by Credit Suisse (Italy) S.p.A., the current investment manager of the Merging Subfund, and Copernicus Asset Management S.A.. The co-investment managers will be jointly responsible for taking investment decisions pertaining to the Receiving Subfund's investment portfolio. Unitholders of the Merging Subfund will benefit after the Merger from the expertise of both investment managers.

The respective share classes in the Receiving Subfund sometimes differ from the corresponding unit classes of the Merging Subfund in terms of (i) applicable fees, costs and charges and (ii) hedging policy.

Also, the unitholders of the Merging Subfund should note that as a result of the Merger they will become shareholders of the Company and consequently obtain voting rights in the Company. More generally, unitholders should be aware of the different legal form of the Fund and the Company and note the resulting differences in terms of governance structure.

Unitholders of the Merging Subfund should also note that the subfund "**White Fleet III – Globes Italy Equity Star**" ("**White Fleet Subfund**"), a subfund of another fund of Credit Suisse group named "White Fleet III" will also merge into the Receiving Subfund. Therefore, the portfolio of the Merging Subfund and the portfolio of the White Fleet Subfund will be combined and unitholders of the Merging Subfund should be aware that, as a consequence of this portfolio combination, it cannot be guaranteed that the performance of the Receiving Subfund will remain the same as the performance of the Merging Subfund.

No further subscriptions in the Merging Subfund will be accepted as from 9 July 2020 at 3:00 p.m. (CET).

However, the unitholders of the Merging Subfund who do not agree with the Merger can apply for redemption of all or part of their units free of charge, other than those retained for disinvestment costs, during a period starting on the date of this publication, being 9 June 2020, and ending on 9 July 2020 at 3:00 p.m. (CET). Any redemption applications in the Merging Subfund received after 3:00 p.m. (CET) on 9 July 2020 will not be processed. Any such redemption requests should be submitted in the Receiving Subfund to its central administration, Credit Suisse Fund Services (Luxembourg) S.A., 5, rue Jean Monnet, L-2180 Luxembourg, on or after the Effective Date.

PricewaterhouseCoopers, *Société Coopérative*, with registered office at 2, rue Gerhard Mercator, L-2182 Luxembourg, Grand Duchy of Luxembourg, has been appointed by the Management Company on behalf of the Fund as the independent auditor in charge of preparing a report validating the conditions foreseen in the 2010 Law for the purpose of the Merger.

#### **The last net asset value of the Merging Subfund will be calculated on 17 July 2020.**

As of the Effective Date, the unitholders of the Merging Subfund who have not applied for redemption will receive a number of new shares (as applicable) of the relevant share class of the Receiving Subfund on the basis of the exchange ratio mentioned below (the "**New Shares**") and no subscription charge will be applied in this respect. Investors may deal in their New Shares before receiving the confirmation of the allocation of the New Shares.

All costs of the Merger (with the exception of any dealing costs, audit costs, other miscellaneous costs and transfer taxes on the assets associated with the transfer of assets and liabilities and the custody transfer costs) will be borne by the Management Company, including legal, accounting and other administrative expenses.

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

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

The assets and liabilities of the Merging Subfund and the Receiving Subfund will be valued in accordance with the valuation principles laid down in Chapter 8 of the current prospectuses of the Fund and of the Company, article 11 of the management regulations of the Fund and article 20 of the articles of incorporation of the Company.

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

The exchange ratio will be calculated on 17 July 2020, based on the closing prices of 16 July 2020 and be published as soon as practicable. Unitholders of the Merging Subfund will be informed accordingly. Unitholders of the Merging Subfund should note that the Merger will be effected at the exchange ratio of **1:1**, i.e. the issue price of the shares in the Receiving Subfund will be the same as the last calculated net asset value per unit of the corresponding unit class in the Merging Subfund.

#### **VI. Additional information for unitholders**

Unitholders may receive additional information in respect of the Merger at the registered office of the Management Company at 5 rue Jean Monnet, L-2180 Luxembourg.

Once available, a copy of the common terms of merger adopted by the boards of directors of the Management Company and of the Company in relation to the Merger, a copy of the certificate issued by the depositary of the Fund and the Company in relation to the Merger and the auditor's statement on the terms and conditions of the Merger will be made available, free of charge, at the registered office of the Management Company.

Unitholders of the Merging Subfund should note that, once the above change enters into effect, the new prospectus, the key investor information documents, the articles of incorporation and the last annual and semi-annual reports of the Company may be obtained, free of charge, at the registered office of the Management Company or on the internet at **[www.credit-suisse.com](http://www.credit-suisse.com)**.

The board of directors of the Management Company,  
on behalf of the Fund

Luxembourg, 9 June 2020