

UBS (Lux) Emerging Economies Fund

Investment fund under Luxembourg law
("fonds commun de placement")

September 2012

Sales prospectus

Fund units may be acquired on the basis of this sales prospectus, the Key Investor Information (the "KII") - and the latest annual report and, if already published, the subsequent semi-annual report.

Only the information contained in the sales prospectus and in one of the documents referred to in the sales prospectus shall be deemed to be valid.

Information on whether a Subfund of UBS (Lux) Emerging Economies Fund (hereinafter the "Fund") is listed on the Luxembourg Stock Exchange can be obtained from the Administrative Agent or the Luxembourg Stock Exchange website (www.bourse.lu). The issue and redemption of units in the Fund are subject to the regulations prevailing in the country concerned. The Fund keeps all investor information confidential, unless otherwise required by statutory or regulatory provisions.

Units of this Fund may not be offered, sold or delivered within the US.

Units of this Fund may not be offered, sold or delivered to citizens and/or residents of the United States of America and/or other persons or entities whose income and/or revenue is subject to US income tax, irrespective of its origin, including those deemed to be US persons under Regulation S of the US Securities Act of 1933 and/or the US Commodity Exchange Act, as amended.

Management and administration

Management Company

UBS Fund Management (Luxembourg) S.A., R.C.S. Luxembourg B154.210 (the "Management Company").

The Management Company was established as a public-limited company in Luxembourg for an unlimited duration on 1 July 2010. Its registered office is located at 33A avenue J.F. Kennedy, L-1855 Luxembourg.

The statutes of the Management Company were published on 16. August 2010 in the "Mémorial, Recueil des Sociétés et Associations" (hereinafter referred to as "Mémorial") and is held by the Commercial and Company Register (Registre de Commerce et des Sociétés) for inspection.

One of the purposes of the Management Company is to manage undertakings for collective investment under Luxembourg law and to issue/redeem units in these products. In addition to the Fund, the Management Company currently manages other undertakings for collective investments as well.

The Management Company has fully paid-up equity capital of EUR 10,000,000.

Board of Directors

Chairman	Andreas Schlatter, Group Managing Director, UBS AG, Basel and Zurich
Members	Robert Lay, Managing Director, UBS Global Asset Management (UK) Ltd, London Mario Cueni, Group Managing Director, UBS AG, Basel and Zurich Martin Thommen, Managing Director, UBS AG, Basel and Zurich Gilbert Schintgen, Managing Director, UBS Fund Management (Luxembourg) S.A., Luxembourg Christian Eibel, Executive Director, UBS AG, Basel and Zurich

Executive Board of the Management Company

Members	Gilbert Schintgen, Managing Director, UBS Fund Management (Luxembourg) S.A., Luxembourg Christel Müller, Executive Director, UBS Fund Management (Luxembourg) S.A., Luxembourg
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Portfolio Manager

UBS Global Asset Management (Americas) Inc., Chicago

The Portfolio Manager is commissioned to manage the securities portfolio under the supervision and responsibility of the Management Company, and carries out all relevant transactions while adhering to the prescribed investment restrictions.

The Portfolio Management units of UBS Global Asset Management may transfer their mandates, fully or partially, to associated Portfolio Managers within UBS Global Asset Management. Responsibility in each case remains with the aforementioned Portfolio Manager assigned by the Management Company.

Merging assets

The Board of Directors may permit internal merging and/or joint management of assets from particular Subfunds in the interests of efficiency. In this case, assets from different Subfunds will be managed together. The assets under joint management are referred to as a "pool"; pools are used exclusively for internal management purposes. Pools are not separate units and cannot be accessed directly by unitholders.

Pooling

The Management Company may invest and manage all or part of the portfolio assets of two or more Subfunds (for this purpose called "participating Subfunds") in the form of a pool. Such an asset pool is created by transferring cash and other assets (if these assets are in line with the investment policy of the pool concerned) from each participating Subfund to the asset pool. The Management Company can then make further transfers to the individual asset pools. Equally, assets up to the amount of its participation can also be transferred back to a participating Subfund. The share of a participating Subfund in the respective asset pool is evaluated by reference to notional units of the same value. When an asset pool is created, the Board of Directors shall specify the initial value of the notional units (in a currency that the Board of Directors considers appropriate) and allot to each participating Subfund notional units in the total value of the cash (or other assets) it has contributed. The value of the notional units will then be determined by dividing the net assets of the asset pool by the number of existing notional units.

If additional cash or assets are contributed to or withdrawn from an asset pool, the notional units assigned to the participating Subfund concerned increase or diminish by a number, which is determined by dividing the contributed or withdrawn cash amount or assets by the current value of the holding of the participating Subfund in the pool. If cash is contributed to the asset pool, for calculation purposes it is reduced by an amount that the Board of Directors considers appropriate in order to take account of any tax expenses as well as the closing charges and acquisition costs relating to the investment of the cash concerned. If cash is withdrawn, a corresponding deduction may be made in order to take account of any costs related to the disposal of securities or other assets of the asset pool.

Dividends, interest and other income-like distributions, which are obtained from the assets of an asset pool, are allocated to the asset pool concerned and thus lead to an increase in the respective net assets. If the Fund is liquidated, the assets of an asset pool are allocated to the participating Subfund in proportion to their respective share in the asset pool.

Joint management

To reduce operating and management costs and at the same time to permit broader diversification of investments, the Board of Directors may decide to manage part or all of the assets of one or more Subfunds in combination with assets that belong to other Subfunds or to other undertakings for collective investment. In the following paragraphs, the term "**jointly managed entities**" refers to the Fund and each of its Subfunds and all entities with or between which a joint management agreement would exist; the term "**jointly managed assets**" refers to the entire assets of these jointly managed entities which are managed according to the aforementioned agreement.

As part of the joint management agreement, the respective Portfolio Manager is entitled to make decisions on investments and sales of assets on a consolidated basis for the relevant jointly managed entities which have an influence on the composition of the portfolio of the Fund and of its Subfunds. Each jointly managed entity holds a share in the jointly managed assets which is oriented to the share of its net assets in the aggregate value of the jointly managed assets. This proportionate holding (for this purpose referred to as "**participation arrangement**") applies to all investment categories which are held or acquired in the context of joint management. Decisions regarding investments and/or sales of investments have no effect on this participation arrangement, and further investments are allotted to the jointly managed entities in the same proportions. In the event of a sale of assets, these will be subtracted proportionately from the jointly managed assets held by the individual jointly managed entities.

In the case of new subscriptions for one of the jointly managed entities, the subscription proceeds are to be allocated to the jointly managed entities in accordance with the changed participation arrangement resulting from the increase in net assets of the jointly managed entity having benefited from the subscriptions. The level of the investments will be modified by the transfer of assets from the one jointly managed entity to the other, and thus adapted to suit the altered participation arrangement. Similarly, in the case of redemptions for one of the jointly managed entities, the necessary liquid funds shall be taken from the liquid funds of the jointly managed entities in accordance with the altered participation arrangement resulting from the reduction in net assets of the jointly managed entity which has been the subject of the redemptions, and in this case the particular level of all investments will be adjusted to suit the altered participation arrangement.

Unitholders are alerted to the fact that the joint management agreement may result in the composition of the assets of the particular Subfund being affected by events which concern other jointly managed entities, e.g. subscriptions and redemptions, unless the members of the Board of Directors or one of the entities commissioned by the Management Company resort to special measures. If all other aspects remain unchanged, subscriptions received by an entity under joint management with the Subfund will therefore result in an increase in the cash reserve of this Subfund. Conversely, redemptions of an entity under joint management with the Subfund will result in a reduction of the cash reserves of the Subfund. However, subscriptions and redemptions can be executed on the special account that is opened for each jointly managed entity outside the agreement and through which subscriptions and redemptions must pass. Because of the possibility of posting extensive subscriptions and redemptions to these special accounts, and the possibility that the Board of Directors or the entities commissioned by it may decide at any time to terminate the participation of the Subfund in the joint management agreement, the Subfund concerned may avoid having to rearrange its portfolio if this could adversely affect the interests of the Fund and its unitholders.

If a change in the portfolio composition of the particular Subfund as a result of redemptions or payments of fees and expenses referring to another jointly managed entity (i.e. which cannot be counted as belonging to the Subfund in question) might result in a violation of the investment restrictions applying to the particular Subfund,

the relevant assets before implementing the change will be excluded from the agreement so that they are not affected by the resulting adjustments.

Jointly managed assets of Subfunds will only be managed jointly with assets which are to be invested according to the same investment aims that apply to the jointly managed assets in order to ensure that investment decisions are reconcilable in all respects with the investment policy of the particular Subfund. Jointly managed assets may only be managed in common with assets for which the same Portfolio Manager is authorised to make decisions in investments and the sale of investments, and for which the Custodian Bank also acts as a depository so as to ensure that the Custodian Bank is capable of performing its functions and responsibilities assumed in accordance with the Law of 2010 and the additional statutory requirements in all respects for the Fund and its Subfunds. The Custodian Bank must always keep the assets of the Fund separate from those of the other jointly managed entities; this allows it to determine the assets of each individual Subfund accurately at any time. Since the investment policy of the jointly managed entities does not have to correspond exactly with that of a Subfund, it is possible that their joint investment policy may be more restrictive than that of the Subfunds.

The Board of Directors may decide to terminate the joint management agreement at any time without giving prior notice.

Unitholders may enquire at any time at the Management Company's registered office as to the percentage of jointly managed assets and entities with which there is a joint management agreement at the time of their enquiry.

The composition and percentages of jointly managed assets must be stated in the annual reports.

Joint management agreements with non-Luxembourg entities are permissible if

(1) the agreement in which the non-Luxembourg entity is involved is governed by Luxembourg law and Luxembourg jurisdiction or

(2) each jointly managed entity is equipped with such rights that no creditor and no insolvency or bankruptcy administrator of the non-Luxembourg entity has access to the assets or is authorised to freeze them.

Custodian Bank and main paying agent

UBS (Luxembourg) S.A., 33A avenue J.F. Kennedy, L-1855 Luxembourg (B.P. 2, L-2010 Luxembourg)

Pursuant to the custodian bank and paying agent agreement entered into with UBS (Luxembourg) S.A., a joint-stock company (société anonyme) with registered office at 33A, avenue J.F. Kennedy, L-1855 Luxembourg (the "Custodian Bank"), the Management Company has appointed the Custodian Bank as Custodian Bank and main Paying Agent of the Fund.

The Custodian Bank fulfils its obligations and assumes the responsibilities arising from the Law of 2010 on undertakings for collective investment (the "Law") and the custodian bank agreement (the "Custodian Bank Agreement"), as amended. Pursuant to the Law and the custodian bank agreement, the Custodian Bank is responsible for (i) general supervision of all Fund assets and (ii) the safekeeping of the assets of the Fund entrusted to the Custodian Bank and held by the Custodian Bank or in its name and (iii) administrative activities in connection with the corresponding obligations.

Administrative Agent

UBS Fund Services (Luxembourg) S.A., 33A avenue J.F. Kennedy, L-1855 Luxembourg, (B.P. 91, L-2010 Luxembourg)

UBS Fund Services (Luxembourg) S.A. as the Administrative Agent is responsible for the general administrative duties involved in managing the Fund and prescribed by Luxembourg law. These administrative services mainly include domiciliation, calculation of the net asset value per unit and the keeping of the Fund's accounts as well as reporting.

Auditor of the Fund

PricewaterhouseCoopers S.à.r.l., B.P. 1443, L-1014 Luxembourg

Auditor of the Management Company

Ernst & Young S.A., 7, rue Gabriel Lippmann – Parc d'Activité Syrdall 2, L-5365 Munsbach

Paying agents

UBS (Luxembourg) S.A., 33A avenue J.F. Kennedy, L-1855 Luxembourg (B.P. 2, L-2010 Luxembourg) and other paying agents in the various distribution countries.

Sales agencies and Distributors, sales agencies listed in the sales prospectus

UBS AG, Basel and Zürich, Switzerland and other paying agents in the various distribution countries.

Profile of the typical investor

UBS (Lux) Emerging Economies Fund – Latin American Bonds (USD)

The Subfund is suitable for risk-tolerant investors who wish to invest in a broadly diversified portfolio of Latin American bonds and who are prepared to accept increased risk over top-rated investments.

UBS (Lux) Emerging Economies Fund – Global Bonds (USD)

The Subfund is suitable for risk-tolerant investors who wish to invest in a globally diversified portfolio of emerging markets bonds and who are prepared to accept increased risk over top-rated investments.

UBS (Lux) Emerging Economies Fund – Global Short Term (USD)

The Fund is suitable for investors who wish to invest in a portfolio of emerging markets money market instruments and who are prepared to accept increased risk over top-rated investments.

Historical performance

The historical performance of the individual Subfunds is outlined in the KII of the corresponding unit class or in the corresponding document for the Fund's sales countries relating to each Subfund.

Risk profile

Subfund investments may be subject to substantial fluctuations and no guarantee can be given that the value of a Fund unit will not fall below its value at the time of acquisition.

Factors that can trigger such fluctuations or influence their scale include but are not limited to:

- company-specific changes
- changes in interest rates
- changes in exchange rates
- changes affecting economic factors such as employment, public expenditure and indebtedness, inflation
- changes in the legal environment
- changes in investor confidence in certain asset classes (e.g. equities), markets, countries, industries and sectors
- changes in the prices of raw materials
- changes that affect the use of renewable energy sources. These include wind, water and solar power, as well as biomass.

By diversifying investments, the Portfolio Manager seeks to partially reduce the negative impact of these risks on the value of the Subfunds.

The Portfolio Manager may use special techniques and financial instruments whose underlying assets are securities, money market instruments and other financial instruments. These instruments may be of crucial importance for certain Subfunds. The risks connected with the use of these techniques are described in this sales prospectus under "Risks connected with the use of derivatives" and "Use of futures and options".

In the case of Subfunds that are exposed to a specific risk through the nature of their investments, relevant risk information is given in the investment policy of the relevant Subfund in question.

The Fund

Fund structure

The Fund offers investors various Subfunds ("umbrella structure") which invest in accordance with the investment policy described in this sales prospectus. The specific details on each Subfund are defined in this sales prospectus, which will be updated on the inception of each new Subfund.

Unit classes

Not all the types of unit class described below have to be offered at all times. Information on which unit classes are available for which Subfund can be obtained from the Administrative Agent or at www.ubs.com/funds

"P" Units in classes with "P" in their name are available to all investors. Their smallest tradable unit is 0.001. Unless the Management Company decides otherwise, the initial issue price of these units amounts to AUD 100, CAD 100, CHF 100, CZK 2,000, EUR 100, GBP 100, HKD 1,000, JPY 10,000, PLN 500, RMB 1,000, RUB 3,500, SEK 700, SGD 100 or USD 100. Only bearer units are issued.*

"N" Units in classes with "N" in their name (units with restrictions on the distribution partners or countries) are issued exclusively through Distributors domiciled in Spain, Italy, Portugal and Germany authorised by UBS AG, as well as, where appropriate, through Distributors in further distribution countries, provided this has been decided by the Management Company. Their smallest tradable unit is 0.001. Unless the Management Company decides otherwise, the initial issue price of these units amounts to AUD 100, CAD 100, CHF 100, CZK 2,000, EUR 100, GBP 100, HKD 1,000, JPY 10,000, PLN 500, RMB 1,000, RUB 3,500, SEK 700, SGD 100 or USD 100. Only bearer units are issued.*

"K-1" Units in classes with "K-1" in their name are available to all investors. Their smallest tradable unit is 0.1. Unless the Management Company decides otherwise, the initial issue price of these units amounts to AUD 5 million, CAD 5 million, CHF 5 million, CZK 100 million, EUR 3 million, GBP 2.5 million, HKD 40 million, JPY 500 million, PLN 25 million, RMB 35 million, RUB 175 million, SEK 35 million, SGD 5 million or USD 5 million. Only bearer units are issued.*

"Q" Units in classes with "Q" in their name are available:
1) for distribution from an eligible country as defined by 'List A'
2) to investors domiciled in other countries, if they are professionals of the financial sector and a written agreement exists with UBS AG; and who make the following investments in their own name and:
(a) on their own behalf;
(b) on behalf of their clients within a discretionary mandate; or
(c) on behalf of a collective investment managed by a professional of the financial sector.

In cases (b) and (c), said professional has been duly authorised by the supervisory authority to which he/she is subject to carry out such transactions and is domiciled in an eligible country as defined by 'List B' and/or is operating on behalf of another professional of the financial sector who has been authorised in writing by UBS AG and is domiciled in one of the countries covered by 'List B'.

Admission of investors in further distribution countries (lists A and B) shall be decided by the Management Company at its sole discretion and are disclosed on www.ubs.com/funds.

Their smallest tradable unit is 0.001. Unless the Management Company decides otherwise, the initial issue price of these units amounts to AUD 100, CAD 100, CHF 100, CZK 2,000, EUR 100, GBP 100, HKD 1,000, JPY 10,000, PLN 500, RMB 1,000, RUB 3,500, SEK 700, SGD 100 or USD 100. Only bearer units are issued.*

"I-A1" Units in classes with "I-A1" in their name are exclusively reserved for institutional investors within the meaning of Article 174(2)(c) of the Law of 2010. Their smallest tradable unit is 0.001. Unless the Management Company decides otherwise, the initial issue price of these units amounts to AUD 100, CAD 100, CHF 100, CZK 2,000, EUR 100, GBP 100, HKD 1,000, JPY 10,000, PLN 500, RMB 1,000, RUB 3,500, SEK 700, SGD 100 or USD 100. Only bearer units are issued.*

"I-A2" Units in classes with "I-A2" in their name are exclusively reserved for institutional investors within the meaning of Article 174(2)(c) of the Law of 2010. Their smallest tradable unit is 0.001. Unless the Management

Company decides otherwise, the initial issue price of these units amounts to AUD 100, CAD 100, CHF 100, CZK 2,000, EUR 100, GBP 100, HKD 1,000, JPY 10,000, PLN 500, RMB 1,000, RUB 3,500, SEK 700, SGD 100 or USD 100. The minimum subscription amount for these shares amounts to AUD 10 million, CAD 10 million, CHF 10 million, CZK 200 million, EUR 5 million, GBP 5 million, HKD 80 million, JPY 1 billion, PLN 50 million, RMB 70 million, RUB 350 million, SEK 70 million, SGD 10 million or USD 10 million.

Upon subscription

- (i) a minimum subscription must be made pursuant to the list above or
- (ii) be based on a written agreement of the institutional investor with UBS AG - or with one its authorised counterparties - for total assets managed by UBS or its portfolio in collective capital investments of UBS must be more than CHF 30 million (or the corresponding currency equivalent).

Only bearer units are issued.*

"I-A3" Units in classes with "I-A3" in their name are exclusively reserved for institutional investors within the meaning of Article 174(2)c) of the Law of 2010. Their smallest tradable unit is 0.001. Unless the Management Company decides otherwise, the initial issue price of these units amounts to AUD 100, CAD 100, CHF 100, CZK 2,000, EUR 100, GBP 100, HKD 1,000, JPY 10,000, PLN 500, RMB 1,000, RUB 3,500, SEK 700, SGD 100 or USD 100. The minimum subscription amount for these shares amounts to AUD 30 million, CAD 30 million, CHF 30 million, CZK 600 million, EUR 20 million, GBP 20 million, HKD 240 million, JPY 3 billion, PLN 150 million, RMB 210 million, RUB 1.05 billion, SEK 210 million, SGD 30 million or USD 30 million.

Upon subscription

- (i) a minimum subscription must be made pursuant to the list above or
- (ii) be based on a written agreement of the institutional investor with UBS AG - or with one its authorised counterparties - for total assets managed by UBS or its portfolio in collective capital investments of UBS must be more than CHF 100,000,000 (or the corresponding currency equivalent).

Only bearer units are issued.*

"I-B" Units in classes with "I-B" in their name are exclusively reserved for institutional investors within the meaning of Article 174(2)c) of the Law of 2010 who have signed a written agreement on investing in one or more Subfunds of this umbrella fund with UBS AG or one of its authorised counterparties. A fee covering the costs for Fund administration (comprising the costs of the Management Company, administration and Custodian Bank) is charged directly to the Subfund. The costs for asset management and distribution are charged to investors under the aforementioned agreements. Their smallest tradable unit is 0.001. Unless the Management Company decides otherwise, the initial issue price of these units amounts to AUD 100, CAD 100, CHF 100, CZK 2,000, EUR 100, GBP 100, HKD 1,000, JPY 10,000, PLN 500, RMB 1,000, RUB 3,500, SEK 700, SGD 100 or USD 100. Only registered units are issued.

"I-X" Units in classes with "I-X" in their name are exclusively reserved for institutional investors within the meaning of Article 174(2)c) of the Law of 2010 who have signed a written agreement on investing in one or more Subfunds of this umbrella fund with UBS AG or one of its authorised counterparties. The costs for asset management, Fund administration (comprising the costs of the Management Company, administration and Custodian Bank) and distribution are charged to investors under the aforementioned agreements. Their smallest tradable unit is 0.001. Unless the Management Company decides otherwise, the initial issue price of these units amounts to AUD 100, CAD 100, CHF 100, CZK 2,000, EUR 100, GBP 100, HKD 1,000, JPY 10,000, PLN 500, RMB 1,000, RUB 3,500, SEK 700, SGD 100 or USD 100. Only registered units are issued.

"U-X" Units in classes with "U-X" in their name are exclusively reserved for institutional investors within the meaning of Article 174(2)c) of the Law of 2010 who have signed a written agreement on investing in one or more Subfunds of this umbrella fund with UBS AG or one of its authorised counterparties. The costs for asset management, Fund administration (comprising the costs of the Management Company, administration and Custodian Bank) and distribution are charged to investors under the aforementioned agreements. This unit class is exclusively geared towards financial products (i.e. fund of funds or other pooled structures in accordance with different legislation). Their smallest tradable unit is 0.001. Unless the Management Company decides otherwise, the initial issue price of these units amounts to AUD 10'000, CAD 10'000, CHF 10'000, CZK 200,000, EUR 10'000, GBP 10'000, HKD 100'000, JPY 1 billion, PLN 50,000, RMB 100,000, RUB 350,000, SEK 70,000, SGD 10'000 or USD 10'000. Only registered units are issued.

Additional characteristics:

"UKdist" The aforementioned unit classes can be issued as those with "UKdist" in their name. In these cases, the Management Company intends to distribute a sum which corresponds to 100% of the reportable income within the meaning of the UK reporting fund rules when the unit classes are subject to the reporting fund rules. The Management Company does not intend to make available taxable values in other countries for this unit class, as these unit classes are intended for investors whose investment in the unit class is liable to tax in the UK.

Currency The unit classes may be denominated in AUD, CAD, CHF, CZK, EUR, GBP, HKD, JPY, PLN, RMB, RUB, SEK, SGD or USD. For unit classes issued in the currency of account of the respective Subfund, the respective currency will not be included in the unit class name. The currency of account features in the name of the relevant Subfund.

"hedged" For unit classes with "hedged" in their name and denominated in a currency other than the Subfund's currency of account, foreign exchange transactions and currency forwards are conducted in order to hedge the net asset value of the Subfund, calculated in the currency of account, against the net asset values of the unit classes denominated in other currencies. Although it will not be possible to fully hedge the total net asset value of a unit class against currency fluctuations of the currency of

account, the aim is to secure a currency hedge for the currency of account against the corresponding currency of the unit classes equivalent to between 90% and 110% of the net asset value. Changes in the value of the hedged sections of the portfolio and the volume of subscription and redemption requests for units not denominated in the currency of account may, however, result in the level of currency hedging temporarily surpassing the stated limits. The Management Company and Portfolio Manager will take all the necessary steps to bring the hedging to the aforementioned limits.

"acc" For unit classes with "-acc" in their name, income is not distributed unless the Management Company decides otherwise.

"dist" For unit classes with "-dist" in their name, income is distributed unless the Management Company decides otherwise.

"qdist" Units in classes with "-qdist" in their name are distribution units with quarterly distributions.

"mdist" Units in classes with "-mdist" in their name are distribution units with monthly distributions.

* Beginning from September 2012, the Board of Directors of the Management Company reserves the right to issue registered units only. This means that the unitholder status of the investor in the Fund with all associated rights and obligations will be based on the respective investor's entry in the Fund's register. Bearer units shall be converted into registered units. Any certificates in circulation at that time certifying the investor's ownership of the bearer units shall become certificates certifying the right of the relevant investor to convert his bearer units into registered units and will be withdrawn by the Fund upon redemption by the investor. The Board of Directors of the Management Company shall decide on the precise date of conversion and inform the unitholders in due course. If the Board of Directors of the Management Company determines that units will be issued in the form of registered units only, unitholders may not request the conversion of registered units into bearer units. The unitholders should bear in mind that the registered units may be also cleared via recognised external clearing houses like Clearstream and Euroclear.

Legal aspects

UBS (Lux) Emerging Economies Fund was established as an open-ended investment fund without legally independent status in the form of a collective investment fund ("fonds commun de placement", FCP) pursuant to Part I of the Luxembourg Law on undertakings for collective investment of 30 March 1988 and adapted in February 2004 to conform to Part I of the Luxembourg Law of 20 December 2002 on undertakings for collective investment. It was originally established under the title SBC Emerging Economies Portfolio in compliance with the Management Regulations approved by the board of directors of UBS Emerging Economies Fund Management Company S.A. (formerly SBC Emerging Economies Portfolio Management Company S.A.) on 20 January 1995. Since 1 July 2011, the Fund has been subject to Part I of the Law of 2010.

UBS Emerging Economies Fund Management Company S.A. ended its activities as Management Company of the UBS (Lux) Emerging Economies Fund ended on 14 November 2010. On 15 November 2010, UBS Fund Management Company (Luxembourg) S.A. took over as Management Company.

The Management Regulations were published on 11 March 1995, and amendments were published on 12 August 1995, 29 June 1996, 16 August 1996, 3 March 1993, 30 September 1998, 9 April 1999, 1 July 2000, 27 November 2002, 23 February 2004, 28 December 2005, 15 November 2010, on 1 July 2011 and most recently on 20 August 2012 by way of a notice of deposit in the Luxembourg "Mémorial". The Fund's Management Regulations may be amended in observance of the provisions of the law. Each amendment deposited is announced in the "Mémorial". The new Management Regulations come into force on the date they are signed by the Management Company and the Custodian Bank. The consolidated version is held by the Commercial and Company Register (Registre de Commerce et des Sociétés) for inspection.

The Fund has no legal personality as an investment fund. The entire net assets of each Subfund are the undivided property of all unitholders who have equal rights in proportion to the number of units they hold. These assets are separate from the assets of the Management Company. The securities and other assets of the Fund are managed by UBS Fund Management (Luxembourg) S.A. as separate trust assets in the interests and for the account of the unitholders.

The Management Regulations give the Management Company the authority to establish different Subfunds for the Fund as well as different unit classes with specific characteristics within these Subfunds. This sales prospectus will be updated each time a new Subfund or an additional unit class is launched.

There is no limit on the size of the net assets, the number of units, number of Subfunds and unit classes or the duration of the Fund and its Subfunds.

The Fund forms an indivisible legal entity. With respect to the unitholders, each Subfund is regarded as being separate from the others. The assets of a Subfund can be used to offset only the liabilities which the Subfund concerned has assumed.

The acquisition of Fund units implies acceptance of the Management Regulations by the unitholder.

The Management Regulations do not provide for a general meeting of the unitholders. The Management Company asks investors to note that they will only benefit from unitholders rights when they have been entered in their own name in the register of unitholders following their investment in the Management Company. However, if the investor invests in the Management Company indirectly via an intermediary body which makes the investment in its own name on behalf of the investor, and as a result, said intermediary is entered into the register of unitholders instead of the investor, the aforementioned rights may be granted to the intermediary and not the investor. Investors are therefore advised to seek advice on their investor rights before making an investment decision.

The Fund's financial year ends on the last day of August.

Investment objective and investment policy

General Investment objective

The investment objective of the Subfunds is to seek the highest possible income through investments in interest-rate and currency instruments.

General investment policy

In accordance with the principle of risk diversification, the Subfunds invest globally in debt securities, debt claims and money market instruments, issued or guaranteed by borrowers from emerging markets or borrowers which carry out the majority of their economic activities in emerging markets or issue instruments that involve credit exposure in respect of emerging markets.

The term "emerging markets" is used to describe markets included in the International Finance Corporation Composite Index and/or the MSCI Emerging Markets Index and other countries which are at a comparable level of economic development, or in which there are new capital markets.

Debt securities and debt claims includes bonds, convertible bonds, convertible notes, warrant bonds and notes.

Money market instruments are instruments which are normally traded on the money market, are liquid and whose value can be accurately determined at any time. In particular they can be certificates of deposit, commercial paper and other fixed- or variable-rate money market instruments. Fund assets may also be invested in treasury bills, other debt securities and instruments as well as in sight, term and time deposits of banks.

Debt securities and claims as well as money-market instruments are securities as defined in Article 41 of the Law of 2010 where this is required under the terms of the investment restrictions detailed below.

With the Subfunds, care is taken to ensure that investments are broadly diversified in terms of markets, sectors, borrowers, ratings and companies. For this purpose, the Subfunds may invest up to 10% of their net assets in existing UCITS and UCI, unless otherwise defined in the individual Subfund's investment policy.

The Subfunds may also invest in credit default notes (CDNs). CDNs are fixed-income securities into which is embedded a derivative that is handled in a similar way to credit default swaps (see "Investment principles" number 4.5). Investments in CDN are subject to the provisions in point 4 of the "General investment principles".

As stipulated in points 1.1 g) and 4 of the investment principles, special techniques and financial instruments whose underlying assets are securities, money market instruments and other financial instruments may be used, within the statutory limits, as a main element in achieving the investment policy for each Subfund. The type and scope of use of these techniques and instruments are described in more detail in the sales prospectus - unless it has been replaced by the KII - of the Subfunds.

The markets in warrants, options, futures and swaps are volatile; both the opportunity to achieve gains as well as the risk of suffering losses are higher than with investments in securities. These techniques and instruments will be employed only if they are compatible with the investment policies of the individual Subfunds and do not adversely affect their quality. Each Subfund may hold liquid funds on an ancillary basis. All of the Subfunds are prohibited from acquiring equities and equity-like securities as well as warrants on such securities.

The Subfunds and their special investment policies

UBS (Lux) Emerging Economies Fund – Latin American Bonds (USD)

The general investment policy of the Subfund **Latin American Bonds (USD)** allows it to invest at least two-thirds of its net assets in bonds, notes and similar fixed- and variable-rate securities, convertible bonds, convertible notes, warrant bonds and, on an ancillary basis, warrants on securities, issued or guaranteed by Latin American borrowers or borrowers which carry out the majority of their economic activities in Latin America or issue instruments that include credit exposure in respect of Latin America.

Currency of account: (USD)

Fees	Maximum flat fee (maximum management fee) p.a.
Unit classes with "P" in their name	1.80% (1.44%)
Unit classes with "N" in their name	1.90% (1.52%)
Unit classes with "K-1" in their name	1.02% (0.82%)
Unit classes with "Q" in their name	0.98% (0.78%)
Unit classes with "I-A1" in their name	0.72% (0.58%)
Unit classes with "I-A2" in their name	0.68% (0.54%)
Unit classes with "I-A3" in their name	0.64% (0.51%)
Unit classes with "I-B" in their name	0.115% (0.00%)
Unit classes with "I-X" in their name	(0.00%) (0.00%)
Unit classes with "U-X" in their name	(0.00%) (0.00%)

UBS (Lux) Emerging Economies Fund – Global Bonds (USD)

Within the scope of the general investment policy, the Subfund **Global Bonds (USD)** invests at least two-thirds of its assets in bonds, notes and similar fixed- and floating-rate securities, convertible bonds, convertible notes, warrant bonds and, on an ancillary basis, warrants issued on bonds, issued or guaranteed by borrowers from emerging markets or which carry out the majority of their economic activities in emerging markets or issue instruments that involve credit exposure in respect of emerging markets.

Currency of account: (USD)

Fees	Maximum flat fee (maximum management fee) p.a.
Unit classes with "P" in their name	1.80% (1.44%)
Unit classes with "N" in their name	1.90% (1.52%)
Unit classes with "K-1" in their name	1.02% (0.82%)
Unit classes with "Q" in their name	0.98% (0.78%)

Fees	Maximum flat fee (maximum management fee) p.a.
Unit classes with "I-A1" in their name	0.72% (0.58%)
Unit classes with "I-A2" in their name	0.68% (0.54%)
Unit classes with "I-A3" in their name	0.64% (0.51%)
Unit classes with "I-B" in their name	0.065% (0.00%)
Unit classes with "I-X" in their name	(0.00%) (0.00%)
Unit classes with "U-X" in their name	(0.00%) (0.00%)

UBS (Lux) Emerging Economies Fund – Global Short Term (USD)

Within the framework of the general investment policy, the Subfund **Global Short Term (USD)** primarily invests its assets in bonds, notes or similar fixed-income or floating-rate securities, in treasury notes, in local currency liquid assets and in money market instruments and currency derivatives denominated in local currencies which are issued by issuers from emerging markets or issuers carrying out the majority of their economic activities worldwide in emerging markets or issuing instruments containing a credit exposure to emerging markets.

An important component of the strategy is investments in emerging markets currencies (local currencies), which may be achieved through direct investment in the above-named instruments or through currency forwards, namely non-deliverable forwards, using a currency overlay.

Currency positions that are built up through currency forwards and non-deliverable forwards may have cash, cash-equivalents or Treasury bills as their underlying and may total more than 50%. The allocation of the risk and exposure consideration is crucial to the total currency exposure in local currencies.

The Subfund is prohibited from investing in convertible bonds, convertible notes, warrant bonds, equities, equity stocks and equity rights.

Allowing for the inclusion of special derivative financial instruments in accordance with the investment principles, the entire portfolio may have an average residual term of 12 months maximum.

The aim of the investment policy is to generate an above-average return for the Subfund in the reference currency. This is primarily to be achieved by a diversified exposure in local currencies. These exposures offer opportunities but also substantial risks. The markets and currencies of the emerging markets are subject to significant fluctuations.

Currency of account: (USD)

Fees	Maximum flat fee (maximum management fee) p.a.
Unit classes with "P" in their name	1.20% (0.96%)
Unit classes with "N" in their name	1.30% (1.04%)
Unit classes with "K-1" in their name	0.60% (0.48%)
Unit classes with "Q" in their name	0.65% (0.52%)
Unit classes with "I-A1" in their name	0.36% (0.29%)
Unit classes with "I-A2" in their name	0.33% (0.26%)
Unit classes with "I-A3" in their name	0.30% (0.24%)
Unit classes with "I-B" in their name	0.115% (0.00%)
Unit classes with "I-X" in their name	0.00% (0.00%)
Unit classes with "U-X" in their name	0.00% (0.00%)

Risk notes

Emerging markets are at an early stage of development and suffer from increased risk of expropriation, nationalisation and social, political and economic insecurity.

There follows an overview of the general risks entailed by involvement in the emerging markets:

- **Counterfeit securities** - due to the weakness in supervisory structures, securities purchased by the Subfund may be counterfeit. Hence it is possible to suffer losses.
- **Liquidity difficulties** - the buying and selling of securities can be costlier, lengthier and in general more difficult than is the case in more developed markets. Difficulties with liquidity can also increase price volatility. Many emerging markets are small, have low trading volumes and suffer from low liquidity and high price volatility.
- **Currency fluctuations** - the currencies of countries in which the Subfund invests, compared with the currency of account of the Subfund, can undergo substantial fluctuations once the Subfund has invested in these currencies. Such fluctuations may have a significant effect on the Subfund's income. It is not possible to apply currency risk hedging techniques to all currencies in emerging market countries.
- **Currency export restrictions** - it cannot be excluded that emerging markets limit or temporarily suspend the export of currencies. Consequently, it may not be possible for the Subfund to draw any sales proceeds without delays. To minimise the possible impact on redemption applications, the Subfund will invest in a large number of markets.
- **Settlement and custody risks** - the settlement and custody systems in emerging market countries are not as well developed as those in developed markets. Standards are not as high and the supervisory authorities not as experienced. Consequently, settlement may be delayed, thereby posing disadvantages for liquidity and securities.

- **Restrictions on buying and selling - in some cases, emerging markets can place restrictions on the buying of securities by foreign investors. Some equities are thus not available to the Subfund because the maximum number allowed to be held by foreign unitholders has been exceeded. In addition, the participation of foreign investors in the net income, capital and distributions may be subject to restrictions or government approval. Emerging markets may also limit the sale of securities by foreign investors. Should the Subfund be barred due to such a restriction from selling its securities in an emerging market, it will try to obtain an exceptional approval from the authorities responsible or to counter the negative impact of this restriction through its investments in other markets. The Subfund will only invest in markets in which the restrictions are acceptable. However, it is not possible to prevent additional restrictions from being imposed.**
- **Accounting - the accounting, auditing and reporting standards, methods, practices and disclosures required by companies in emerging markets differ from those in developed markets in respect of content, quality and the deadlines for providing information to investors. It may thus be difficult to correctly evaluate the investment options.**

For these reasons, these Subfunds are especially suitable for risk-conscious investors.

Investments in UCI and UCITS

Subfunds that have invested at least half of their assets in existing UCI and UCITS in accordance with their particular investment policies have the structure of a fund of funds.

The general advantage of a fund of funds compared with direct investment in specific funds is the broader diversification or spread of risk. In a fund of funds, portfolio diversification extends not only to its own investments because the investment objects (target funds) themselves are also governed by the stringent principles of risk diversification. A fund of funds enables the investor to invest in a product which spreads its risks on two levels and thereby minimises the risks inherent in the individual investment objects, the investment policy of the UCITS and UCI in which most investments are made being required to accord as far as possible with the Fund's investment policy. The Fund additionally permits investment in a single product, by which means the investor gains an indirect investment in numerous securities.

Certain commission payments and expenses may occur more than once when investing in existing funds (for example, commission for the Custodian Bank and the central Administrative Agency, management/advisory fees and issuing/redemption commission of the UCI and/or UCITS in which an investment is made). Such commission payments and expenses are charged at the level of the target fund as well as of the fund of funds.

The Subfunds may also invest in UCI and/or UCITS managed by UBS AG or by a company with which it is associated through common management or control or through a substantial direct or indirect stake. In this case, no issuing or redemption commission will be charged on subscription to or redemption of these units. The twofold charging of commission and expenses referred to above does however remain. The section "Expenses paid by the Fund" presents the general costs and the expenses of investing in existing funds.

Use of futures and options

While observing the restrictions stipulated in this section "Special techniques and instruments that have securities and money market instruments as underlying assets", the Management Company may, in relation to each Subfund, use techniques and instruments involving securities and money market instruments to ensure the orderly management of the assets of each respective Subfund. At no time may the liabilities resulting from such transactions exceed the value of the net assets of the Subfund concerned.

By buying and/or selling futures on indices, the Portfolio Manager can manage the flows of funds generated by subscriptions/redemptions as well as increase or decrease market exposure.

By buying and/or selling call and put options on securities and indices, the Portfolio Manager can increase and/or decrease the exposure for a corresponding security or in the corresponding market.

By buying or selling warrants on securities, the Portfolio Manager can increase or reduce the exposure for a corresponding security.

If specified as part of the Subfund's investment policy, the Portfolio Manager may buy or sell futures, swaps and options on currencies for the purpose of building up or hedging foreign-exchange positions for the Subfund. However, the liabilities arising from such transactions should never exceed the value of the net assets of the Subfund concerned.

Risks connected with the use of derivatives

Derivative financial instruments are not in themselves investment instruments but rights whose valuation mainly derives from the price and the price fluctuations and expectations of an underlying instrument. Investments in derivatives are subject to general market risk, management risk, credit risk and liquidity risk.

However, the nature of these risks may be altered as a result of the so-called leverage effect and of the special features of the derivative financial instruments, and may in some cases be higher than the risks associated with an investment in the underlying instrument. The leverage effect arises because derivative financial instruments only require a fraction of the capital employed to be paid in, although the Subfund concerned participates fully in any changes in the stock price of the underlying instrument. This leads to a multiplication of any particular price movement in relation to the capital employed and may bring about disproportionately large gains or losses. The risk of loss may be hedged by the use of offsetting transactions.

For this reason, the use of derivatives requires not only an understanding of the underlying instrument, but also in-depth knowledge of the derivatives themselves. The credit risk for derivatives traded on a stock exchange is, generally speaking, lower than that of derivatives traded over-the-counter on the open market, because the clearing agent that acts as issuer or counterparty of every market-traded derivative accepts a settlement guarantee. To reduce the overall risk of default, the guarantee is supported by a daily payment system maintained by the clearing agent, in which the assets required for cover are calculated. In the case of derivatives traded over-the-counter on the open market, there is no comparable clearing agent guarantee and in assessing the potential credit risk, the Management Company must take account of the creditworthiness of each counterparty.

There are also liquidity risks, as it may be difficult to buy or sell certain instruments. When derivative transactions are particularly large, or the corresponding market is illiquid (as may be the case with derivatives traded over-the-counter on the open market), it may in some cases not always be possible to fully execute a transaction, or else it may only be possible to liquidate a position subject to high costs.

Other risks associated with the use of derivatives include the risk of incorrectly valuing or determining the price of derivatives. There is also the possibility that derivatives do not completely correlate with their underlying assets, interest rates or indices. Many derivatives are complex and are frequently subjectively valued. Inappropriate valuations can result in higher cash payment requirements in relation to counterparties or in a loss of value for the respective Subfund. Derivatives are not always in direct or parallel proportion to the value of the assets, interest rates or indices from which they are derived. Therefore, the use of derivatives by the Management Company is not always an effective means of attaining the investment objective of each Fund and can at times even have the opposite effect.

Risk management

Risk management in accordance with the commitment approach and the value-at-risk approach is applied pursuant to the applicable laws and regulatory provisions.

Leverage

Leverage is defined pursuant to the applicable ESMA guidelines and CSSF circular 11/512 as the total of the nominal values of the derivatives used by the respective Subfund. According to this definition, leverage may result in artificially increased leverage amounts, as some derivatives that can be used for hedging purposes may be included in the calculation. Consequently, this information does not necessarily reflect the precise actual leverage risk that the investor is exposed to.

If applicable, the expected leverage is expressed in the table below as a ratio between the total of the nominal value and the net asset value of the respective Subfund and is based on historical data. For Subfunds which have not yet been launched, the expected leverage value will be calculated on the basis of a model portfolio or on the investments of a comparable Subfund. Greater leverage amounts may be attained for all Subfunds, under certain circumstances.

Subfunds	Global risk calculation method	Expected leverage value (as an absolute value)	Reference portfolio
UBS (Lux) Emerging Economies Fund – Global Bonds (USD)	Commitment approach	n.a.	n.a.
UBS (Lux) Emerging Economies Fund – Global Short Term (USD)	Commitment approach	n.a.	n.a.
UBS (Lux) Emerging Economies Fund – Latin American Bonds (USD)	Commitment approach	n.a.	n.a.

Collateral Management

If the Fund enters into OTC transactions, it may be exposed to risks related to the creditworthiness of the OTC counterparties: when the Fund enters into futures contracts, options and swap transactions or uses other derivative techniques it is subject to the risk that an OTC counterparty may not meet (or can not meet) its obligations under a specific or multiple contracts. Counterparty risk can be reduced by depositing a security. If the Fund is owed a security pursuant to an applicable agreement, such security shall be held in custody by the Custodian Bank/Custodian in favour of the Fund. Bankruptcy and insolvency events or other credit events with the Custodian Bank or within their subcustodian/correspondent bank network may result in the rights of the Fund in connection with the security to be delayed or restricted in other ways. If the Fund is owed a security pursuant to an applicable agreement, then any such security is to be transferred to the OTC counterparty as agreed between the Fund and the OTC counterparty. Bankruptcy and insolvency events or other credit events with the OTC counterparty, the Custodian Bank or within their subcustodian/correspondent bank network may result in the rights or recognition of the Fund in connection with the security to be delayed, restricted or even eliminated, which would force the Fund to fulfil its obligations in the framework of the OTC transaction, in spite of any security that had previously been made available to cover any such obligation.

Investing in UBS (Lux) Emerging Economies Fund

Conditions for the issue and redemption of units

Subfund units are issued and redeemed on every business day. In this context, "business day" refers to normal bank business days in Luxembourg (i.e. each day on which the banks are open during normal business hours) except individual, non-statutory rest days and days on which stock exchanges in the main countries in which the respective Subfund invests are closed, or on which 50% or more Subfund investments cannot be adequately valued. "Non-statutory rest days" are days on which banks and financial institutions are closed.

No issue or redemption will take place on days on which the Management Company has decided not to calculate net asset value as described in the section "Suspension of the net asset value calculation and of the issue, redemption and conversion of units". In addition, the Management Company is empowered to reject subscription applications at its discretion.

The Management Company does not permit any transactions which it considers could jeopardise the interests of unitholders, for instance "market timing" and "late trading". It is entitled to refuse any application for subscription or conversion that it considers to be allied to such practices. The Management Company is further entitled to take any actions it deems necessary in order to protect the unitholders from such practices.

Subscription and redemption applications registered with the Administrative Agent or the central settling agent of UBS Investment Bank in Switzerland – a unit of UBS AG – no later than 16.00 CET (cut-off time) on a business day (order date) will be processed on the following business day (valuation date) on the basis of the net asset value calculated for that day. To secure punctual forwarding to the Administrative Agent or the central settling agent of UBS Investment Bank in Switzerland, earlier cut-off times may apply for submission of applications placed with Distributors in Luxembourg or abroad. Information may be obtained from the Distributor concerned. For

subscription or redemption applications registered with the Administrative Agent or the central settling agent of UBS Investment Bank in Switzerland – a unit of UBS AG – after 16.00 (Central European Time) on a business day, the order date is considered to be the following business day.

The same applies to the conversion of units of a Subfund into units of another Subfund of the Fund performed on the basis of the net asset values of the Subfunds concerned.

This means that the net asset value for settlement purposes is not known when the order is placed (forward pricing). It will be calculated on the valuation date on the basis of the latest market prices (i.e. closing prices, or if they do not reflect a reasonable market value in the opinion of the Management Company, at the most recent prices available at the time of valuation). The individual valuation principles applied are described below.

Net asset value, issue, redemption and conversion price

The net asset value and the issue, redemption and conversion price per unit of each Subfund or unit class are expressed in the currency of account of the Subfund or unit class concerned and are calculated every business day by dividing the overall net assets of the Subfund attributable to each unit class by the number of issued units in this unit class of the Subfund.

The percentage of the net asset value attributable to each unit class of a Subfund changes each time units are issued or redeemed. It is determined by the ratio of the units in circulation in each unit class to the total number of Subfund issued units, taking into account the fees charged to that unit class. If the total subscriptions or redemptions of all the unit classes of a Subfund on a single trading day come to a net capital inflow or outflow, the respective Subfund's net asset value may be increased or reduced accordingly (so-called single swing pricing). The maximum adjustment amounts to 2% of the net asset value. Estimated transaction costs and tax charges that may be incurred by the Subfund as well as the estimated bid/offer spread of the assets in which the Subfund in question invests may be taken into account. The adjustment leads to an increase in net asset value if the net movements result in a net cash inflow of the Subfund concerned. It results in a reduction of net asset value if the net movements bring about a net cash outflow in the Subfund in question. The Board of Directors can set a threshold value for each Subfund. This may consist in the net movement on a trading day in relation to the net Fund assets or to an absolute amount in the currency of the Subfund concerned. The net asset value would be adjusted only if this threshold were to be exceeded on a trading day. The value of the assets held by each Subfund is calculated as follows:

- a) Liquid funds - whether in the form of cash, bank deposits, bills of exchange and sight securities and receivables, prepaid expenses, cash dividends and declared or accrued interest that has not yet been received - are valued at their full value unless it is unlikely that this value will be fully paid or received, in which case their value is determined by taking into consideration a deduction that seems appropriate in order to portray their true value.
- b) Securities, derivatives and other investments listed on a stock exchange are valued at the last known market prices. If these securities, derivatives or other investments are listed on several stock exchanges, the latest available price on the stock exchange that represents the major market for these investments will apply. In the case of securities, derivatives and other investments infrequently traded on a stock exchange and for which a secondary market among securities traders exists with pricing in line with the market, the Management Company may value these securities, derivatives and other investments based on these prices. Securities, derivatives and other investments not listed on a stock exchange but which are traded on another regulated market which operates regularly and is recognised and open to the public are valued at the last available price on this market.
- c) Securities and other investments that are not listed on a stock exchange or traded on another regulated market, and for which no appropriate price can be obtained, are valued by the Management Company according to other principles chosen by it in good faith on the basis of the likely sales prices.
- d) Derivatives not listed at a stock exchange (OTC derivatives) are valued on the basis of independent pricing sources. In case only one independent pricing source of a derivative is available, the plausibility of the valuation obtained will be verified by means of calculation methods recognised by the Management Company and the Fund's auditors, based on the market value of the underlying instrument from which the derivative originates.
- e) Units of other undertakings for collective investment in transferable securities (UCITS) and/or undertakings for collective investment (UCI) are valued at their last-known net asset value.
- f) (i) If the Subfund is a money market fund,
 - money market instruments not traded on a stock exchange or on another regulated market open to the public will be valued on the basis of the relevant curves. The valuation based on the curve is with reference to the two components of interest rate and credit spread. The following principles are applied in this process: for each money market instrument, the interest rates nearest the residual maturity are interpolated. The interest rate calculated in this way is converted into a market price by adding a credit spread that reflects the underlying borrower. This credit spread is adjusted if there is a significant change in the credit rating of the borrower.
 - interest income earned by Subfunds between the order date concerned and the valuation date concerned is included in the valuation of the assets of the Subfund concerned. The asset value per unit on a given valuation date therefore includes projected interest earnings.

(ii) For the other Subfunds that do not fall under the regulation in subsection f) (i), the following regulation shall apply:

For money market instruments, the valuation price will be gradually adjusted to the redemption price, based on the net acquisition price and retaining the ensuing yield. The valuation price, calculated as such, may therefore deviate from the actual market price.

In the event of a significant change in market conditions, the basis for the valuation of the individual investments is brought into line with the new market yields.

For Subfunds that predominantly invest in money market instruments, securities with a residual maturity of less than 12 months are also valued in accordance with the guidelines for money market instruments.

- g) Securities, money-market instruments, derivatives and other investments denominated in a currency other than the reference currency of the relevant Subfund and not hedged by foreign-exchange transactions, are valued at the middle-market

rate of exchange (midway between the bid and offer rate) known in Luxembourg or, if not available, on the most representative market for this currency.

- h) Fixed-term deposits and fiduciary investments are valued at their nominal value plus accumulated interest.
- i) The value of swaps is calculated by an external service provider and a second independent valuation is provided by another external service provider. The calculation is based on the net present value of all cash flows, both inflows and outflows. In some specific cases, internal calculations (based on models and market data made available from Bloomberg), and/or broker statement valuations may be used. The valuation methods depend on the respective security and are determined pursuant to the UBS Global Valuation Policy.

The Management Company is authorised to apply other generally recognised and auditable valuation criteria in good faith in order to achieve an appropriate valuation of the net assets if, due to extraordinary circumstances, a valuation in accordance with the aforementioned regulations proves to be unfeasible or inaccurate.

In extraordinary circumstances, additional valuations can be carried out over the course of the day. These new valuations will then be authoritative for subsequent issues and redemptions of units.

Issue of units

The issue price of units in the Subfunds is calculated according to the provisions in the section "Net asset value, issue, redemption and conversion price".

After the initial issue, the issue price is based on the net asset value per unit plus a maximum issuing commission of 6% of the net asset value in favour of the sales agencies. Any taxes, commissions and other fees incurred in the respective distribution countries will also be charged.

The local Paying Agent will undertake the corresponding transaction on behalf of the final investor or on a nominee basis. Costs incurred for the services of the Paying Agent may be charged to the investor.

In addition, the investor may be charged fees (brokerage fees, stock exchange fees, etc.), on the basis of the net asset value, which usually accrue to the Fund through the investment of the amount deposited.

Subscriptions for Fund units are accepted at their issue price at the Management Company, the Administrative Agent or the Custodian Bank as well as any other sales agency.

The units may also be subscribed through savings plans, payment plans or conversion plans, in accordance with the locally prevailing market standards. Further information on this subject can be requested from local sales agencies.

For subscriptions registered with the Administrative Agent or the central settling agent of UBS Investment Bank in Switzerland – a unit of UBS AG – after 16.00 (Central European Time) on a business day, the order date is considered to be the following business day.

The issue price of Subfund units is paid no later than on the third business day following the order date (valuation date) into the Custodian Bank account in favour of the Subfund.

If the unitholders so request, the Management Company may accept full or partial subscriptions in kind at its own discretion. In this case, the capital subscribed in kind must correspond with the investment policy and restrictions of the relevant Subfund. These investments will also be audited by the auditor assigned by the Management Company. The associated expenses will be charged to the investor.

Beginning from September 2012, the Board of Directors of the Management Company reserves the right to issue registered units only. This means that the unitholder status of the investor in the Fund with all associated rights and obligations will be based on the respective investor's entry in the Fund's register. Bearer units shall be converted into registered units. Any certificates in circulation at that time certifying the investor's ownership of the bearer units shall become certificates certifying the right of the relevant investor to convert his bearer units into registered units and will be withdrawn by the Fund upon redemption by the investor. The Board of Directors of the Management Company shall decide on the precise date of conversion and inform the unitholders in due course. If the Board of Directors of the Management Company determines that units will be issued in the form of registered units only, unitholders may not request the conversion of registered units into bearer units. The unitholders should bear in mind that the registered units may be also cleared via recognised external clearing houses like Clearstream and Euroclear.

If issued, certificates will be delivered upon request as quickly as possible after the issue price has been fixed. The normal bank delivery charges will be made.

Only bearer- certificates in denominations of one or more whole units may be issued for each Subfund.

All units issued and still outstanding have the same rights. The Management Regulations nonetheless provide for the possibility of issuing various unit classes with specific features within a particular Subfund.

Furthermore, fractional units can be issued for all Subfunds/unit classes. However, no physical certificates will be issued for these fractions; they shall instead be booked to the securities custody account of the unitholder's choice. Fractions of units will be rounded to a maximum of three decimal places and will grant entitlement to a distribution or a proportionate distribution of the liquidation proceeds should the Subfund/unit class concerned be liquidated.

Redemption of units

Redemption applications, accompanied by any certificates that may have been issued, are accepted by the Management Company, the Administrative Agent, the Custodian Bank or another suitably authorised sales agency or paying agent.

For all redemption applications registered with the Administrative Agent or the central settling agent of UBS Investment Bank in Switzerland – a unit of UBS AG – after 16.00 (Central European Time) on a business day, the order date is considered to be the following business day.

The countervalue for redeemed Subfund units is paid on the third business day after the order date (valuation date) unless legal provisions, such as foreign exchange controls or restrictions on capital movements, or other circumstances beyond the control of the Custodian Bank, make it impossible to transfer the redemption amount to the country in which the redemption application was submitted.

For Subfunds with several unit classes denominated in different currencies, unitholders may receive the equivalent value of their redemption in the currency of the respective unit class or in the currency of account of the corresponding Subfund only.

Any taxes, commissions and other fees incurred in the respective distribution countries will also be charged.

The local Paying Agent will undertake the corresponding transaction on behalf of the final investor on a nominee basis. Costs incurred for the services of the Paying Agent may be charged to the investor.

For the Subfunds "Latin American Bonds" and "Global Bonds", a redemption commission of up to 2% (calculated on the net asset value) may be levied in favour of the sales agencies.

No redemption fee is charged for the Subfund "Global Short Term".

The development of the net asset value determines whether the redemption price is higher or lower than the issue price paid by the investor.

In the event of an excessively large volume of redemption applications, the Custodian Bank and Management Company may decide to delay execution of redemption applications until the corresponding assets of the Fund have been sold without unnecessary delay. Should such a measure be necessary, all redemption applications received on the same day will be calculated at the same price.

If the unitholders so request, the Management Company may offer investors full or partial redemptions in kind at its own discretion. In this case, the capital redeemed must correspond with the investment policy and restrictions of the relevant Subfund. These payments will also be audited by the auditor assigned by the Management Company and must not have any negative impact on unitholders remaining with the Fund. The associated costs will be charged to the investor.

Conversion of units

Unitholders may convert from one Subfund into another or from one unit class into another unit class within the same Subfund at any time. The same procedures apply to the submission of conversion applications as to the issue and redemption of units. The number of units into which the unitholder would like to convert his/her units is calculated according to the following formula:

$$\alpha = \frac{\beta * \chi * \delta}{\varepsilon}$$

where:

α = number of units of the new Subfund or unit class into which conversion is required

β = number of units of the Subfund or unit class from which conversion is required

χ = net asset value of the units presented for conversion

δ = foreign-exchange rate between the Subfunds or unit classes concerned. If both Subfunds or unit classes are valued in the same currency of account, this coefficient equals 1

ε = net asset value of the units in the Subfund or unit class into which the conversion is to be performed plus any taxes, commissions or other fees

For the conversion, a conversion commission of 3% maximum (calculated on the net asset value of the units of the Subfund or unit class into which the conversion is performed) may be charged in favour of the sales agencies.

Any fees, taxes and stamp duties incurred in the individual countries for a Subfund conversion are charged to the unitholders.

In the event of a conversion, the new certificates, if any such are issued, will be delivered on request and without undue delay. The usual bank delivery fees will be charged.

Prevention of money laundering and terrorist financing

The Fund's sales agencies must observe the provisions of the Luxembourg law of 12 November 2004 on the prevention of money laundering, as amended, as well as the statutory instruments and the applicable circulars of the Luxembourg supervisory authority "Commission de Surveillance du Secteur Financier" (hereinafter the "CSSF").

Accordingly, the investor must provide proof of his or her identity to the sales agency or Distributor that accepts his or her subscription. The sales agency or Distributor is to request, at a minimum, the following identification documents from subscribers: for individuals – a certified copy of the passport/identity card (certified by the sales agency or Distributor or by the local administrative authority); for companies or other legal entities – a certified copy of the articles of incorporation, a certified copy of the extract from the Commercial Register, a copy of the most recently published annual accounts and the full name of the beneficial owner. The sales agency or Distributor must request, depending on the subject, further documents and/or information as the case may be from subscribers or redeemers of units:

The sales agency must ensure that the Distributors adhere strictly to the aforementioned identification procedures. UBS Fund Services (Luxembourg) S.A. and the Management Company may, at any time, demand assurance from the sales agency that the procedures are being adhered to. UBS Fund Services (Luxembourg) S.A. will monitor compliance with the aforementioned provisions for all subscription and redemption applications they receive from sales agencies or Distributors in countries in which such sales agencies or Distributors are not subject to requirements equivalent to Luxembourg or EU law on fighting money laundering and terrorist financing.

Furthermore, the sales agency and its Distributors must obey all regulations to prevent money laundering and terrorist financing which are in force in the respective countries.

Suspension of the net asset value calculation and of the issue, redemption and conversion of units

The Management Company may temporarily suspend calculation of the net asset value and hence the issue and redemption of units for one or more Subfunds and the conversion between the individual Subfunds when:

- one or more stock exchanges or other markets which provide the basis for valuing a substantial portion of the net assets, or foreign exchange markets in whose currency the net asset value or a major part of the net assets of the Fund is denominated, are closed other than for normal holidays or if dealings therein are suspended, or if these stock exchanges or markets are subject to restrictions or to major price fluctuations in the short term;
- events beyond the control, liability or influence of the Management Company make it impossible to access the net assets under normal conditions or such access would be detrimental to the interests of the unitholders;
- disruptions in the communications network or any other reason make it impossible to calculate the value of a considerable part of the net assets;
- if it is not possible for the Management Company to repatriate the funds to pay redemption applications in the Subfund in question, or if the transfer of funds from the sale or for the acquisition of investments or for payments resulting from redemptions of units cannot be carried out, in the view of the Management Company, at normal exchange rates;

- if political, economic, military or other circumstances outside the control of the Management Company makes the disposal of the assets of the Fund impossible under normal conditions without seriously harming the interests of the unitholders;
- when for any other reason the prices of investments of a Subfund cannot be promptly or accurately determined;
- when a decision by the Management Company for the purpose of the liquidation of the Fund has been published;
- to the extent that such a suspension is justified for the protection of the unitholders, after a report to the unitholders on a decision by the Board of Directors of the Company to merge one or more Subfunds was published; and
- the Fund can no longer transact its business due to restrictions on foreign exchange and capital movements.

Suspension of the calculation of the net asset value, of the issue or redemption of units and of conversion between Subfunds will be notified without delay to all the responsible authorities in the countries in which units of the Fund are approved for sale to the public in addition to being published in a Luxembourg daily newspaper and, if necessary, in the official publications specified for the respective countries in which the units are sold.

If investors no longer meet the requirements of a unit class, the Management Company is further obliged to request that the investors concerned:

- a) return their units within 30 calendar days in accordance with the provisions on redemption of units;
- b) transfer their units to a person who meets the aforementioned requirements for acquisition in the unit class; or
- c) convert their units into units in another unit class of the relevant Subfund whose acquisition requirements they are able to fulfil.

In addition, the Management Company is empowered:

- a) to refuse purchase applications for units at its own discretion;
- b) to redeem at any time units which were purchased in defiance of an exclusion order.

Distribution of income

In accordance with Article 10 of the Management Regulations, once the annual accounts are closed, the Management Company will decide whether and to what extent distributions are to be paid out by each Subfund and unit class. The payment of distributions must not result in the net assets of the Fund falling below the minimum amount for fund assets laid down by law. If distributions are made, payment will be effected within four months of the end of the financial year.

The Management Company is entitled to determine whether interim dividends are paid and whether distribution payments are suspended.

Entitlements to distributions and allocations not claimed within five years of falling due will lapse and be paid back into the relevant Subfund or its unit class. If the Subfund in question has already been liquidated, the distributions and allocations will accrue to the remaining Subfunds of the Fund or the remaining unit classes of the Subfund in question in proportion to their respective net assets. The Management Company may decide, in connection with the appropriation of net investment income and capital gains, to issue bonus units. An income equalisation amount will be calculated so that the distribution corresponds to the actual income entitlement.

Where the units are denominated in physical certificates, distributions will be made upon submission of the relevant coupons. The Management Company will determine the method of payment.

Taxes and expenses

Taxation

The Fund is subject to Luxembourg legislation. In accordance with current legislation in the Grand Duchy of Luxembourg, the Fund is not subject to any Luxembourg withholding, income, capital-gains or wealth taxes. From the total net assets of each Subfund, however, a tax of 0.05% p.a. ("taxe d'abonnement") payable to the Grand Duchy of Luxembourg is due at the end of every quarter (reduced tax d'abonnement amounting to 0.01% p.a. for the unit classes I-A1, I-A2, I-A3, I-B, I-X, U-X). This tax is calculated on the total net assets of each Subfund at the end of every quarter. The "taxe d'abonnement" of the Subfund UBS (Lux) Emerging Economies Fund – Global Short Term is 0.01% p.a.

Unitholders should be aware that the Luxembourg Law of 21 June 2005 has transposed into Luxembourg law Council Directive 2003/48/EC of 3 June 2003 on the taxation of interest. Since 1 July 2005, this Law has provided for the imposition of a withholding tax on cross-border interest payments to individuals domiciled in the EU or for an automatic information exchange. This applies, inter alia, to distributions and dividends payable by investment funds which invest more than 15%, and earnings from the assignment or repayment of shares in investment funds which invest more than 25% in debt instruments and claims as defined by the EU taxation of interest. Where necessary, the sales agency or Distributor may, upon subscription, ask investors to give their tax identification number provided by the state in which they are domiciled for tax purposes.

The taxable values shown are based on the most recently available data at the time they were calculated.

Provided the Subfund in question is not subject to EU taxation of interest or the unitholders are not affected thereby, unitholders are not required, under current tax law, to pay any income, gift, inheritance or other tax in Luxembourg unless they are domiciled in Luxembourg, have a residence in Luxembourg or maintain a permanent establishment there, or were previously domiciled in Luxembourg and hold more than 10% of the units in the Fund.

On 13 November 2008, the European Commission accepted a proposal for the amendment of the Savings Directive. If the amendment proposal is implemented, among other things, (i) the scope of the EU Savings Directive would be expanded to include payments distributed by certain intermediary structures (regardless of whether their registered office is in an EU Member State or not) and whose final beneficiary is a private person resident in the EU and (ii) the definition of interest that falls within the scope of the EU Savings Directive would be further established. As at the date this prospectus was being drawn up, it is unknown whether and if or when the proposed amendment will enter into force.

The aforementioned represents a summary of the fiscal effects and makes no claim to be exhaustive. It is the responsibility of purchasers of units to seek information on the laws and regulations governing the purchase, possession and sale of units in connection with their place of residence and their nationality.

Investors in the United Kingdom

The Fund is an offshore fund for tax purposes within the meaning of the UK Offshore Funds (Tax) Regulations which were introduced with effect from 1 December 2009 and which amended the previous tax regulations which applied to investments in offshore funds.

Under the regulations, UK investors will be subject to capital gains tax (or corporation tax on chargeable gains) and not income tax, on profits arising on a sale (e.g. by transfer or redemption) of units in a qualifying offshore fund.

UK investors may be liable to income tax (rather than tax on capital gains) on profits arising on a sale (e.g. by transfer or redemption) of units in a non qualifying offshore fund.

Since 1 December 2009, and for a transitional period only, offshore funds can apply to HM Revenue & Customs (the UK tax authorities) for approval as a qualifying offshore fund with either "distributor" status or with "reporting fund" status.

The application can be made for one or more Subfunds within the umbrella or for one or more specified unit classes issued by a Subfund. For UK tax purposes, an investment in a unit class which has distributor or reporting fund status will be treated as an investment in a qualifying offshore fund.

After the transitional period, only an investment in a Subfund, or a unit class of a specific Subfund which has reporting fund status will be treated as an investment in a qualifying offshore fund.

The members of the Board of Directors may, at their discretion, apply for qualifying offshore fund status for specified Subfunds, or unit classes issued by the Subfunds.

Where such an application has been made, the Board of Directors intends to manage the Fund so that an investment in the specified unit classes will be treated as investment in a qualifying offshore fund for each accounting period and to satisfy HM Revenue & Customs that the relevant requirements have been or will be met.

However, the members of the Board of Directors do not guarantee that these requirements will be met or that HM Revenue & Customs will confirm that they have been met.

The attention of persons ordinarily resident in the United Kingdom is drawn to the provisions of Part 13 Chapter 2 of the Income Tax Act 2007 ("Transfer of Assets Abroad") which provide that under certain circumstances they may be subject to income tax in relation to income and profits arising within a Subfund(s) which is not received or receivable in the United Kingdom by those persons.

In addition, it is important to note the provisions of Section 13 of the Taxation of Chargeable Gains Act 1992, which govern the distribution of chargeable gains of companies which are not resident in the United Kingdom and which would be "close companies" if they were resident in the UK. These gains are distributed to unitholders who are domiciled or have their ordinary place of abode or residence in the UK. Profits distributed in this manner are taxable for all unitholders who hold a share of more than 10% of the distributed profit either individually or together with associated persons. The members of the Board of Directors intend to make all reasonable efforts to ensure that the subfund(s) would not be classed as a "closed company" within the meaning of Section 13 of the Taxation of Chargeable Gains Act if they were domiciled in the United Kingdom. Moreover, when examining the effects of Section 13 of the Taxation of Chargeable Gains Act 1992, it is important to ensure that the regulations of the double taxation agreement between the United Kingdom and Luxembourg are taken into account.

Expenses paid by the Fund

The Fund pays a maximum flat fee for unit classes with "P", "N", "K-1", "Q", "I-A1", "I-A2" and "I-A3" in their name, calculated on the average net asset value of the Subfunds.

This will be used for Fund administration (comprising the costs of the Management Company, administration and Custodian Bank), asset management and distribution of the Subfunds, as well as for covering the costs incurred. The relevant maximum flat fee will not be charged until the corresponding unit classes have been launched. An overview of the maximum flat fees can be seen in "The Subfunds and their special investment policies".

Out of the aforementioned flat fee, the Fund will bear all costs incurred in connection with the administration, portfolio management and safekeeping of the Fund's assets as well as distribution, such as:

- annual fees and expenses for approving and supervising the Fund in Luxembourg and abroad;
- other fees charged by the supervisory authorities;
- printing of the regulations, prospectuses and annual and semi-annual reports;
- Production of the KII or the corresponding documents for the Fund's sales countries;
- price publications and publication of notices to investors;
- fees incurred in connection with the listing of the Fund and sales within Luxembourg and abroad;
- commission and expenses of the Custodian Bank for the safekeeping of the Fund's assets, dealing with payments and other duties, as required under the Law of 2010;
- fees and other expenses for the payment of dividends to investors; and
- auditor's fees.

The Custodian Bank, Administrative Agent and Management Company are nevertheless entitled to be reimbursed the costs of non-routine arrangements made by them in the interests of the investors; otherwise such expenses will be charged directly to the Fund. For purposes of general comparability with fee rules of different fund providers that do not have a flat fee, the term "maximum management fee" is set at 80% of the flat fee.

The Fund will also bear all transaction expenses arising in connection with the administration of the Fund assets (brokerage commission in line with the market, fees, fiscal charges, etc.).

All taxes levied on the income and assets of the Fund, particularly the payment of the *taxe d'abonnement*, will also be borne by the Fund.

For unit class "I-B", a fee will be charged to cover the costs of Fund administration (comprising the costs of the Management Company, administration and Custodian Bank). The costs for asset management and distribution are charged directly outside of the Fund under a separate contract between the investor and UBS Global Asset Management or one of its authorised representatives.

Costs in connection with the services to be performed for unit classes "I-X" and "U-X" pertaining to asset management, Fund administration (comprising the costs of the Management Company, administration and Custodian Bank) and distribution will be settled via the compensation to which UBS AG is entitled under a separate contract with the investor.

All costs which can be allocated to individual Subfunds will be charged to these Subfunds. Costs which can be allocated to the individual unit classes will be charged to these unit classes.

If costs pertain to several or all Subfunds/unit classes, however, these costs will be charged to the Subfunds/unit classes concerned in proportion to their relative net asset values.

In the Subfunds that may invest in other UCI or UCITS under the terms of their investment policies, fees may be incurred both at the level of the relevant target fund and at that of the Subfund. The upper limit for management fees of target funds in which the assets of the Subfunds are invested amounts to a maximum of 3%, taking into account any trail fees.

In the case of investments in units of funds managed directly or indirectly by the Management Company itself or another company related to it by common management or control, or by a substantial direct or indirect holding by the Management Company, or by a substantial direct or indirect holding, the Subfund making the investment may not be charged with any of the target fund's issue or redemption commissions.

Details on the running costs of the Fund can be found in the KII.

Information to unitholders

Regular reports and publications

An annual report is published for each Subfund and the Fund as at 31 August and a semi-annual report as at 28 (or 29) February.

The two reports mentioned above contain a breakdown of each Subfund/unit class in the relevant currency of account. The consolidated breakdown of assets for the Fund as a whole is given in USD.

The annual report, which is published within four months of the end of the financial year, contains the annual accounts audited by the independent auditors.

These reports are available to unitholders at the registered office of the Management Company and the Custodian Bank.

The issue and redemption price of the units of each Subfund is announced in Luxembourg at the registered office of the Management Company and the Custodian Bank.

Notices to the unitholders will be published in a Luxembourg daily newspaper and, if necessary, in foreign daily newspapers.

Depositing of documents

The following documents are available from the registered office of the Management Company:

- 1) the Management Regulations
- 2) the latest annual and semi-annual reports for the Fund

The following documents are lodged at the registered office of the Management Company, where they are available for inspection:

- 1) the articles of association of the Management Company
- 2) the agreements concluded between the Custodian Bank and the Management Company.

The above-mentioned agreements may be amended by common consent of the parties involved.

Liquidation and merging of the Fund and its Subfunds

Liquidation of the Fund and its Subfunds or unit classes

Unitholders, their heirs or other beneficiaries may not demand the division or liquidation of either the Fund or an individual Subfund or unit class. The Management Company is empowered, however, to liquidate the Fund or the Subfunds and unit classes provided that, taking into account the interests of the unitholders, such liquidation is considered reasonable or necessary for the protection of the Management Company and the Fund or for reasons of investment policy.

If the total net asset value of a Subfund or of a unit class within a Subfund has fallen below a value or has not reached that value, which is required for the economically efficient management of that Subfund or that unit class, or in the event of a substantial change in the political, economic and monetary environment, or as part of a rationalisation, the Management Company may decide to redeem and cancel all units of the corresponding unit class(es) at the net asset value (taking into account the actual realisation prices and realisation cost of the investment) as at the valuation day or date on which the decision takes effect.

The decision to liquidate a Subfund or a unit class will be published in a Luxembourg daily newspaper and, if necessary, in the official publications specified for the respective countries in which Fund units are sold as listed in this sales prospectus. No units may be issued after the date of such a decision and each conversion into the Subfunds concerned or into the unit class concerned will be suspended. The redemption of units or conversion from the Subfund/unit class concerned will still be possible even after this decision has been implemented. This ensures that the Subfund or unit class will take any liquidation costs into account. Those holding units in the Subfund/unit class at the time the decision to liquidate is taken will consequently bear such costs. In the event of liquidation, the Management Company will realise the Fund's assets in the best interests of the unitholders and instruct the Custodian Bank to distribute the net proceeds from the liquidation of the Subfund/unit class to the unitholders of said Subfund/unit class in proportion to their respective holdings. Any liquidation proceeds which cannot be distributed to the unitholders at the end of the liquidation procedure (which can last up to nine months) will be deposited with the "Caisse de Consignation" in Luxembourg until expiry of the period of limitation. Liquidation of the Fund is mandatory in the cases prescribed by law and in the event of the Management Company being liquidated. Any such liquidation will be published in the "Mémorial", a Luxembourg daily newspaper and, if necessary, in the official publications of the individual distribution countries.

Merger of the Fund or of Subfunds with another undertaking for collective investment ("UCI") or with its subfunds; merger of Subfunds

"Mergers" are transactions in which

- a) one or more UCITS or Subfunds of such UCITS, the "absorbed UCITS", upon whose winding up without liquidation transfers all assets and liabilities to another existing UCITS or a Subfund of that UCITS, the "absorbing UCITS", and whose unitholders receive in return units in the absorbing UCITS and, if applicable, a cash payment not exceeding 10% of the net asset value of such units;

- b) two or more UCITS or Subfunds of such UCITS, the “**absorbed UCITS**”, upon whose winding up without liquidation transfers all assets and liabilities to another UCITS or a Subfund of that UCITS formed by it, the “**absorbing UCITS**”, and whose unitholders receive in return units in the absorbing UCITS and, if applicable, a cash payment not exceeding 10% of the net asset value of such units;
- c) one or more UCITS or Subfunds of such UCITS, the “**absorbed UCITS**”, that continue to exist until liabilities have been paid off, transfers its net assets to another Subfund of the same UCITS, to another UCITS formed by it or to another existing UCITS or a Subfund of that UCITS, the “**absorbing UCITS**”.

Mergers are permissible under the conditions provided for in the Law of 2010. The legal consequences of a merger are based on the Law of 2010.

Under the conditions described in the section “Liquidation of the Fund and its Subfunds/unit classes”, the Management Company may decide to allocate the assets of a Subfund or of a unit class to another existing Subfund or unit class of the Fund or to another Luxembourg UCI pursuant to Part I of the Law of 2010 or to a foreign UCITS pursuant to the provisions of the Law of 2010 and the redesignation of the units of the Subfund(s) or unit class in question as units of another Subfund or of another unit class (as a result of the scission, if necessary, and through the payment of an amount that corresponds to the pro rata entitlement of the unitholders).

The unitholders will be informed of the decision by the Management Company to merge in the same way as described above in the section “Liquidation of the Fund and its Subfunds or unit classes” for the redemption and cancellation of units.

Should the Management Company take such a decision, the merger shall be binding for all unitholders of the Subfund concerned after expiry of a 30-day period commencing on the date on which the decision is published. During this period, unitholders may submit their units for redemption without having to pay any redemption fee or administration costs. Units not presented for redemption will be exchanged on the basis of the net asset value of the units of the Subfund concerned, calculated for the day on which the merger takes effect.

Applicable law, place of performance and authoritative language

The District Court of Luxembourg is the place of performance for all legal disputes between the unitholders, the Management Company and the Custodian Bank. Luxembourg law applies. However, in matters concerning the claims of investors from the other countries, the Management Company and/or the Custodian Bank may elect to make themselves and the Fund subject to the jurisdiction of the countries in which the units were bought and sold.

The German version of this sales prospectus is the authoritative version. However, in matters concerning units sold to investors in the countries in which Fund units may be bought and sold, the Management Company and the Custodian Bank may recognise translations which they have approved into the languages concerned as binding upon themselves and the Fund.

Investment principles

The following conditions also apply to the investments made by each Subfund:

1 Investment instruments

1.1. The Subfunds’ investments must consist exclusively of:

- a) securities and money market instruments which are listed or traded on a regulated market, as defined in the European Parliament and Council Directive 2004/39/EC of 21 April 2004 on markets for financial instruments;
- b) Securities and money market instruments which are traded in a Member State on another market which operates regularly and is recognised and open to the public. The term “Member State” designates a Member State of the European Union; states that are parties to the agreement on the European Economic Area but are not Member States of the European Union are considered the same as Member States of the European Union, within the limits of that agreement and its related agreements;
- c) securities and money-market instruments admitted to official listing on a stock exchange in a non-Member State or traded there on another market of a European, American, Asian, African or Australasian country (hereinafter “approved country”) which operates regularly and is recognised and open to the public;
- d) newly issued securities and money market instruments provided that the terms of issue contain a clause that an application has been made for an official listing on one of the securities exchanges or a licence to trade on one of the regulated markets mentioned under 1.1 a) to 1.1 c), and that this listing/licence is to be granted within one year of the issue of the securities.
- e) Units of UCITS admitted pursuant to Directive 2009/65/EC and/or other UCI within the meaning of Article 1(2) a) and b) of Directive 2009/65/EC with registered office in a Member State as defined in the Law of 2010 or a non-Member State, provided that:
 - such other UCI have been approved in accordance with statutory rules subjecting them to supervision that, in the opinion of the Commission de Surveillance du Secteur Financier (hereinafter “CSSF”), is equivalent to that which applies under Community law, and that adequate provision exists for ensuring cooperation between authorities.
 - the level of protection afforded to unitholders in the other UCI is equivalent to that afforded to unitholders in the Fund and, in particular, rules apply to the separate holding of assets, borrowing, lending and the short-selling of securities and money market instruments that are equivalent to the requirements set forth in Directive 2009/65/EC;
 - the business operations of the other UCI are the subject of annual and semi-annual reports that permit an assessment to be made of the assets and liabilities, income and transactions arising during the reporting period,
 - the UCITS or such other UCI the units of which are to be acquired, may invest, pursuant to its Management Regulations or its founding documents, a maximum of 10% of its assets in units of another UCITS or UCI.

The Subfund invests a maximum of 10% of its assets in other UCITS or UCI, unless stipulated to the contrary in the investment policy of the relevant Subfund.

- f) sight deposits or deposits at notice at credit institutions with a term of up to 12 months, provided the institution concerned has its head office in an EU Member State, or – if the institution’s head office is located in a non-EU state – it is subject to supervisory regulations which the CSSF deems equivalent to those under Community law;

- g) derivative financial instruments (“derivatives”), including equivalent cash instruments, which are traded on one of the stock exchanges listed in a), b) and c) above, and/or derivatives which are not traded on a stock exchange (“OTC derivatives”), provided that:
 - the underlying securities constitute instruments as defined by Article 41(1) of the Law of 2010 or are financial indices, such as macroeconomic indices, interest rates, exchange rates or currencies in which investments may be made in line with the investment policy of the Subfund directly or indirectly via other existing UCI/UCITS;
 - the counterparties in transactions involving OTC derivatives are institutions subject to official supervision belonging to the categories admitted by the CSSF; and
 - the OTC derivatives are valued in a reliable and verifiable manner on a daily basis and may be sold, at any time, upon the Fund’s initiative at the appropriate market value, liquidated or settled by means of a back-to-back transaction.

- h) money market instruments as defined under Art. 1 of the Law of 2010, which are not traded on a regulated market, provided that the issuer or issuer of these instruments is governed by rules providing protection for investors and investments and on condition that such instruments are:
 - issued or guaranteed by a central, regional or local authority or the central bank of a Member State, the European Central Bank, the European Union or European Investment Bank, by a non-Member State, or, in the case of a federal state, a Member State of the federation or by a public international body of which at least one Member State is a member; or
 - issued by an undertaking whose securities are traded on the regulated markets mentioned in points 1.1 a), b) and c);
 - issued or guaranteed by an institution that is subject to official supervision in accordance with the criteria laid down by Community law or by an institution that is subject to supervision that, in the opinion of the CSSF, is at least as stringent as that provided for by Community law and complies with it, or
 - are issued by other issuers belonging to a category approved by the CSSF, provided that investor protection rules apply to investments in such instruments, which are equivalent to those of the first, second or third listed point above and provided the issuers constitute either a company with equity capital amounting to at least 10 million euros (EUR 10,000,000), which prepares its annual accounts under the provisions of the Fourth Council Directive 78/660/EEC, or an entity within a group encompassing one or more listed companies and responsible for its financing, or an entity which is to fund the underlying securities for obligations by the use of a credit line made available by a bank.

- 1.2 Contrary to the investment restrictions set out in point 1.1, each Subfund may invest up to 10% of its net assets in securities and money market instruments other than those named in 1.1;

- 1.3 The Management Company ensures that the overall risk associated with derivatives does not exceed the overall net value of the Fund portfolio. As part of its investment strategy, each Subfund may make investments in derivatives within the limits laid down in points 2.2 and 2.3, provided the overall risk of the underlying instruments does not exceed the investment limits stipulated in point 2.

- 1.4 Each Subfund may hold liquid funds on an ancillary basis.

2 Risk diversification

- 2.1 In accordance with the principle of risk diversification, the Management Company is not permitted to invest more than 10% of the net assets of a Subfund in securities or money market instruments from a single institution. The Management Company may not invest more than 20% of the net assets of a Subfund in deposits with a single institution. In transactions by a Subfund in OTC derivatives, the risk of loss must not exceed 10% of the assets of the Subfund concerned if the counterparty is a credit institution as defined in 1.1 f); the maximum allowable risk of loss is reduced to 5% in transactions with other counterparties. The total value of all positions in the securities and money market instruments of those institutions accounting for more than 5% of the net assets of a Subfund may not exceed 40% of the net assets of the respective Subfund. Such limitation shall not apply to deposits and transactions in OTC derivatives with financial institutions which are subject to supervision.

- 2.2 Regardless of the maximum limits set out in 2.1, each Subfund may not invest more than 20% of its net assets in a single institution in a combination of:
 - securities and money market instruments issued by such institution
 - deposits with such establishment and/or
 - OTC derivatives traded with such an institution

- 2.3 Contrary to the above, the following applies:
 - a) The limit of 10% mentioned in 2.1 may be raised to 25% for various debt instruments issued by credit institutions domiciled in an EU Member State and subject, in that particular country, to special legislative supervision of public authorities that would ensure the protection of investors. In particular, funds originating from the issue of such bonds must, in accordance with the law, be invested in assets which provide sufficient cover for the obligations arising from them during the entire term of the bonds and, in the event of insolvency of the issuer, provide a preference right in respect of the payment of capital and interest. If a Subfund invests more than 5% of its net assets in bonds of a single issuer, then the total value of these investments may not exceed 80% of the value of the net assets of the Subfund.

- b) This limit of 10% can be raised to 35% for securities or money market instruments issued or guaranteed by an EU Member State or its central, regional and local authorities, by another approved state, or by international organisations with public-law character of which one or more EU States are members. Securities and money-market instruments that come under the special ruling given in 2.3 a) and b) are not counted when calculating the abovementioned 40% risk-diversification ceiling.

- c) The limits set out in 2.1, 2.2, 2.3 a) and b) may not be accumulated; therefore the investments listed in the said paragraphs made in securities or money market instruments of a single issuer or in deposits with the said institution or in its derivatives may not exceed 35% of the net assets of a given Subfund.

- d) Companies that belong to the same group of companies in that they prepare their consolidated accounts under the rules of Council Directive 83/349/EEC or according to recognised international accounting principles must be treated as a single issuer for the calculation of the investment limits set out in this Article.
However, investments by a Subfund in securities and money market instruments of a single group of companies may together make up to 20% of the assets of the Subfund concerned.
- e) In the interests of risk diversification, the Management Company is authorised to invest up to 100% of a Subfund's net assets in securities and money market instruments from various issues that are guaranteed or issued by an EU Member State or its local authorities, an OECD Member State, Russia, Brazil, Indonesia or Singapore, or by international organisations under public law to which one or more EU Member States belong. These securities or money market instruments must be divided into at least six different issues, with securities or money market instruments from a single issue not exceeding 30% of the total net assets of a Subfund.
- 2.4 The following provisions apply with regard to investments in other UCITS or UCI:
- a) The Management Company may invest up to 20% of the net assets of a Subfund in units in a single UCITS or other UCI. In implementing this investment limit, each Subfund of a UCI consisting of a number of Subfunds is treated as an independent issuer if it can be guaranteed that said Subfunds are individually liable in respect of third parties.
- b) Investments in units of UCI other than UCITS may not exceed 30% of the Subfund's net assets. The assets invested in the UCITS or other UCI are not included in the calculation of the maximum limits set out in 2.1, 2.2 and 2.3.
- c) For Subfunds which, in line with their investment policy, invest a significant portion of their assets in units of other UCITS and/or other UCI, the maximum flat fees chargeable by the Subfund itself and by the other UCITS and/or other UCI in which it invests are described in the section "Expenses paid by the Fund".
- 2.5 The Subfunds may subscribe, acquire and/or hold units that are to be issued by or have been issued by one or more other subfunds, provided that:
- the target subfund does not itself invest in the Subfund that is investing in that target subfund; and
 - the total share of the assets which the target subfunds to be acquired may invest in units of other target subfunds of the same UCI may not, in accordance with their sales prospectuses or articles of incorporation, exceed 10%; and
 - any voting rights associated with the securities in question is suspended for the period they are held by the Subfund in question, regardless of their appropriate evaluation in the financial statements and periodic reports; and
 - in any case, as long as these securities are held by the Subfund, that their value is not taken into consideration in the calculation of net asset value under the Law of 2010 for purposes of verifying the minimum net assets under the Law of 2010; and
 - there is no multiple charging of fees for management/subscription or redemption either at the level of the Subfund that has invested in the target subfund or at the level of the target subfund.
- 2.6 The Fund may invest a maximum of 20% of the investments of a Subfund in equities and/or debt securities of a single issuer if the investment policy of the Subfund in questions provides for the Subfund objective of replicating a specific equity or debt security index recognised by the CSSF, provided that:
- the composition of the index is sufficiently diversified;
 - the index represents an appropriate benchmark for the market to which it refers;
 - the index is published appropriately.
- The limit is 35% provided this is justified based on exceptional market conditions, and in particular on regulated markets on which certain securities or money market instruments are in a strongly dominant position. Investment up to this upper limit is only permitted in the case of a single issuer.

If the limits mentioned in points 1 and 2 are exceeded unintentionally or due to the exercise of subscription rights, the Management Company must attach top priority in its sales of securities to normalising the situation while, at the same time, considering the best interests of the unitholders.

Provided that they continue to observe the principle of risk diversification, newly launched Subfunds may deviate from the specific restrictions mentioned under point 2.1 to 2.4 and 2.6 for a period of six months after being approved by the authorities.

3 Investment restrictions

The Fund is prohibited from:

- 3.1 acquiring securities, the subsequent sale of which is subject to any restrictions arising from contractual agreements;
- 3.2 acquiring equities with voting rights that would enable the Management Company, possibly in collaboration with other investment funds under its supervision, to exert a significant influence on the management of the issuer in question;
- 3.3 acquiring more than the below:
- 10% of the non-voting units of a single issuer,
 - 10% of the debt instruments of a single issuer,
 - 25% of the units of a single UCITS or UCI;
 - 10% of the money market instruments of a single issuer.

In the latter three cases, the restrictions on acquiring securities need not be observed if the gross amount of the debt instruments or the money market instruments and the net amounts of the issued units cannot be determined at the time of acquisition.

Exempt from the provisions of 3.2 and 3.3 are:

- Securities and money market instruments issued or guaranteed by a Member State of the EU or its local authorities or by another approved state;
- Securities and money market instruments issued or guaranteed by a non-Member State of the European Union;
- securities and money market instruments issued by public international bodies to which one or more Member States of the European Union belong;

- shares held in the capital of a company incorporated in a non-member State investing its assets mainly in the securities of issuing bodies having their registered offices in that non-member State, where under the legislation of that non-member State such a holding represents the only way in which investments may be made in the securities of issuing bodies of that non-Member State. In doing so, the provisions of the Law of 2010 must be complied with; and
- Shares held in the capital of subsidiary companies carrying on only the business of management, advice or marketing in the country where the subsidiary is located, in regard to the repurchase of units at unitholders' request exclusively on behalf of the Company.

- 3.4 short-selling securities, money market instruments or other instruments listed in 1.1 e), g) and h);
- 3.5 acquiring precious metals or related certificates;
- 3.6 investing in real estate and purchasing or selling commodities or commodities contracts;
- 3.7 taking out loans, unless
- it is in the form of a back-to-back loan for the purchase of foreign currency;
 - it is only temporary and does not exceed 10% of the net assets of the Subfund in question;
- 3.8 granting loans or acting as guarantor for third parties. This restriction does not prevent the acquisition of securities, money market instruments or the other instruments listed in 1.1 e), g) and h) if these are not fully paid up; The Management Company is authorised to introduce further investment restrictions at any time in the interests of the unitholders provided these are necessary to ensure compliance with the laws and regulations of those countries in which Fund units are offered and sold.

4 Special techniques and instruments that have securities and money market instruments as underlying assets

As set out in 1.1 g), the Management Company may, as a main element in achieving the investment policy for each Subfund, within the statutory conditions and limits defined, use special techniques and financial instruments whose underlying assets are securities, money market instruments and other financial instruments.

The Management Company must use a risk-management process that enables it, at any time, to monitor and measure the risk associated with its investment positions and its share in the overall risk profile of the investment portfolio; furthermore, it must use a process that allows it to determine the value of the OTC derivatives in a precise and impartial manner. It must regularly notify the CSSF in accordance with the rules set by it (les règles détaillées) of the types of derivatives contained in the portfolio, the risks associated with the underlying securities, the investment limits and the methods used for measuring the risks associated with derivatives transactions.

The Management Company is also entitled to employ techniques and instruments which feature securities and money market instruments, provided such techniques and instruments are used in the interests of efficient portfolio management subject to the conditions and limits defined by the CSSF. If such transactions relate to the use of derivatives, the terms and limits must comply with the provisions of the Luxembourg Law of 2010.

The Subfunds may under no circumstances deviate from their investment objectives for these transactions.

The Management Company ensures that the overall risk associated with derivatives does not exceed the overall net value of its portfolio.

The following are taken into account in computing risk: the market value of the underlying instruments, the risk of default, future foreseeable market developments and the period within which the positions are to be liquidated.

Within the limits set out in 1.1 g), the Management Company may invest in derivatives as part of its investment strategy, provided the overall risk of the underlying assets does not exceed the investment limits cited in section 2 "Risk diversification". Investments made by a UCITS in index-based derivatives need not be taken into account in the case of the investment limits in section 2 "Risk diversification".

If a derivative is embedded in a security or money market instrument, it has to be taken into account with regard to compliance with the rules in section 2 "Risk diversification" of this Article.

The Fund may also lend portions of its securities portfolio to third parties ("securities lending"). In general, securities lending may be effected only via recognised clearing houses such as Clearstream International or Euroclear, or using first-class financial institutions that specialise in such activities and following the procedure specified by them. In the case of securities lending transactions, the Fund must, in principle, receive collateral, the value of which must at least correspond to the total value of the securities lent out and any accrued interest thereon. This collateral must be issued in a form of financial collateral as permitted by the provisions of Luxembourg law. Such collateral is not required if the transaction is effected via Clearstream International or Euroclear, or another organisation which guarantees the Fund that the value of the securities lent will be refunded.

The Management Company may, for any Subfund, engage on an ancillary basis in **repurchase transactions** ("repurchase agreements" or "reverse repurchase agreements") involving the purchase and sale of securities where the seller has the right or obligation to repurchase the securities sold from the buyer at a fixed price and within a certain period stipulated by both parties upon conclusion of the agreement.

Repurchase transactions may either be effected as a buyer or a seller. However, any transactions of this kind are subject to the following guidelines:

- securities may only be purchased or sold under a repurchase agreement if the counterparty is a first-class financial institution specialising in this kind of transaction.
- for as long as the repurchase agreement is valid, the securities bought cannot be sold before the right to repurchase the securities has been exercised or the repurchase period has expired.
- in addition, it must be ensured that the volume of the liabilities of repurchase agreements of each Subfund is structured in such a way that the Subfund can meet its redemption obligations towards its unitholders at any time.
- Securities that are related to derivative financial instruments as underlyings, are lent or that have been taken under terms of reverse repurchase agreements may not be sold under the terms of repurchase agreements.