

PROSPECTUS

for the fund

ESPA STOCK AMERICA mutual fund pursuant to InvFG 2011 as amended

ISIN code (USD):

AT0000858584 (dividend shares)
AT0000812862 (non-dividend shares)
AT0000673371 (KESt-exempt non-dividend shares [foreign investors])

ISIN code (CZK):

AT0000639463 (KESt-exempt non-dividend shares [foreign investors])

ISIN code (HUF):

AT0000627476 (KESt-exempt non-dividend shares [foreign investors])

ISIN code (EUR):

AT0000822812 (dividend shares)
AT0000822655 (non-dividend shares)
AT0000822788 (savings plan non-dividend shares)
AT0000A0A1P0 (KESt-exempt non-dividend shares [foreign investors])

issued by
ERSTE-SPARINVEST Kapitalanlagegesellschaft m.b.H.
Habsburgergasse 1a
A-1010 Vienna

This prospectus was prepared on the basis of the fund terms and conditions amended in accordance with the 2008 amendment of the 1993 Austrian Investment Fund Act, is compliant with InvFG 2011 and was published on 5 October 2012.

This fund prospectus becomes effective on 8 October 2012.

The publication of the last prior versions of this prospectus took place on 26 February 1999, 19 April 2000, 19 January 2001, 7 May 2001, 21 June 2002, 31 July 2002, 12 February 2004, 30 September 2004, 20 May 2006, 9 September 2008, 26 June 2009, 3 October 2009, 10 November 2009, 31 August 2011 and 19 April 2012.

In the case of the electronic distribution of this prospectus, the formatting of the text may deviate from that of the original copy of the prospectus submitted to the Austrian Control Bank (OeKB).

The prospectus, the fund terms and conditions, key investor information, and the semi-annual and annual reports can be accessed on the web site of ERSTE-SPARINVEST Kapitalanlagegesellschaft m.b.H., www.sparinvest.com.

DISCLAIMER FOR THE SALE of non-US funds to US investors

Limitations on Sale

The shares issued for this Investment Fund may only be publicly offered or sold in countries in which such a public offer or sale is permitted. Therefore, unless the Management Company or representatives of the Management Company have filed an application with the local supervisory authorities and permission has been granted by the local supervisory authorities, and as long as no such application has been filed or no such permission granted by the supervisory authorities, this prospectus does not represent an offer to buy investment shares.

The shares have not been and will not be registered pursuant to the 1933 United States Securities Act as amended (hereinafter the "Securities Act of 1933") or pursuant to the securities regulations of a state or other public entity of the United States of America or its territories, possessions or other areas subject to its sovereignty, including the Commonwealth of Puerto Rico (hereinafter collectively designated as the "United States").

The shares may not be publicly offered, sold, or otherwise transferred in the United States. The shares are being offered and sold on the basis of an exemption from registration pursuant to Regulation S of the Securities Act of 1933. The Management Company and the Investment Fund have not been and will not be registered pursuant to the 1940 United States Investment Company Act as amended, or pursuant to any other US federal laws. Therefore, the shares will not be publicly offered or sold in the United States or to or for the account of US citizens (in the sense of the definition for the purposes of US federal laws governing securities, goods, and taxes, including Regulation S of the United States Securities Act of 1933 – hereinafter collectively referred to as "US citizens"). Subsequent transfers of shares to the United States or to US citizens are prohibited.

The shares have not been admitted for sale or public offering by the US Securities and Exchange Commission (hereinafter designated as the "SEC") or any other supervisory authority in the United States, and no application for admittance for sale or public offering has been rejected by the SEC or any other supervisory authority in the United States; furthermore, neither the SEC nor any other supervisory authority in the United States has released an opinion on the correctness and appropriateness of this prospectus or the advantages of the fund shares. The United States Commodity Futures Trading Commission has neither examined nor approved this document or any other sales documents for the Management Company or the Investment Fund.

No party is authorised to provide information or make assurances that are not contained in the prospectus or in the documents referred to in the prospectus. These documents are available to the public at the domicile of the Management Company.

This prospectus may not be circulated in the United States.

Investors who are Restricted Persons pursuant to US Regulation No. 2790 of the National Association of Securities Dealers (NASD 2790) must immediately report any investments in funds from the Management Company.

SECTION I INFORMATION ABOUT THE MANAGEMENT COMPANY

1. Company and domicile; legal form; establishment; information about the court of registration and register entry; valid law

The Management Company offering the Investment Fund described in this prospectus is ERSTE-SPARINVEST Kapitalanlagegesellschaft m.b.H., domiciled at Habsburgergasse 1a, A-1010 Vienna.

Effective 1 January 1998, the company Sparinvest Kapitalanlagegesellschaft m.b.H., which was established on 29 March 1965, was registered with the commercial court under the name SparInvest Austria Kapitalanlagegesellschaft m.b.H. on 13 June 1996 after a number of legal changes and was merged into DIE ERSTE-Kapitalanlagegesellschaft m.b.H., which was established on 7 November 1985, to form ERSTE-SPARINVEST Kapitalanlagegesellschaft m.b.H.

ERSTE-SPARINVEST Kapitalanlagegesellschaft m.b.H. is a management company in the sense of the Austrian Investment Fund Act (InvFG). It has the form of a limited liability company under Austrian commercial law (Gesellschaft mit beschränkter Haftung, GmbH), is subject to Austrian law, and is registered with the Commercial Court of Vienna under registry number FN 81876 g.

2. List of all investment funds administered by the firm

A complete list of the funds currently administered by ERSTE-SPARINVEST Kapitalanlagegesellschaft m.b.H. can be found in Annex 1.

3. Information about the management

Franz Gschiegl (managing director of Erste Asset Management GmbH and ERSTE Immobilien Kapitalanlagegesellschaft m.b.H.)

Heinz Bednar (managing director of Erste Asset Management GmbH)

Günther Mandl

4. Supervisory Board

Wolfgang Traindl, Chairman (head of private banking and asset management, Erste Bank der oesterreichischen Sparkassen AG)

Gerhard Fabisch, Deputy Chairman (managing board member, Steiermärkische Bank und Sparkassen Aktiengesellschaft)

Wilhelm Schultze, Deputy Chairman (participation management, Erste Group Bank AG)

Gabriele Semmelrock-Werzer (managing board member, Kärntner Sparkasse Aktiengesellschaft)

Christian Aichinger (chairman of the managing board, Wiener Neustädter Sparkasse Aktiengesellschaft)

Birte Quitt (director of the Austrian branch network, Erste Bank der oesterreichischen Sparkassen AG)

Franz Ratz (social banking, Erste Bank der oesterreichischen Sparkassen AG)

Reinhard Waltl (managing board member, Sparkasse Kufstein)

Regina Haberhauer (Works Council member, ERSTE-SPARINVEST Kapitalanlagegesellschaft m.b.H.)

Dieter Kerschbaum (Works Council member, ERSTE-SPARINVEST Kapitalanlagegesellschaft m.b.H.)

Gerhard Ramberger (Works Council member, ERSTE-SPARINVEST Kapitalanlagegesellschaft m.b.H.)

Herbert Steindorfer (Works Council member, ERSTE-SPARINVEST Kapitalanlagegesellschaft m.b.H.)

5. Nominal capital

EUR 4,500,000, fully paid up.

6. Financial year

The Management Company's financial year is identical to the calendar year.

7. Information about the shareholders

Erste Asset Management GmbH, NÖ-Sparkassen Beteiligungsgesellschaft m.b.H., Kärntner Sparkasse AG, Salzburger Sparkasse Bank AG, Sieben-Tiroler-Sparkassen Beteiligungsgesellschaft m.b.H., Steiermärkische Bank und Sparkassen AG, DekaBank Deutsche Girozentrale.

8. Information about the shareholders who indirectly exercise a dominant influence

Erste Bank Beteiligungen GmbH, Erste Group Bank AG, Erste Bank der oesterreichischen Sparkassen AG

9. The management company has delegated the following activities to third parties:

Compliance: Erste Group Bank AG

Payroll accounting: Erste Bank der oesterreichischen Sparkassen AG

Accounting: Erste Bank Beteiligungsservice GmbH

Internal control system (§ 15 InvFG 2011): RINGTURM Kapitalanlagegesellschaft m.b.H.

SECTION II INFORMATION ABOUT ESPA STOCK AMERICA

1. Fund designation

The fund's designation is ESPA STOCK AMERICA, mutual fund pursuant to InvFG 2011 as amended (the "Investment Fund" in the following).

The Investment Fund is compliant with Directive 2009/65/EC.

2. Establishment of the fund

ESPA STOCK AMERICA (formerly STOCK-AMERICA) was issued on 1 March 1990 for an indefinite period of time.

3. Information about where the fund terms and conditions and the periodic reports required by the InvFG can be obtained

The information referenced in this prospectus such as the fund terms and conditions, key investor document, annual reports and semi-annual reports can be obtained from the management company and from the custodian bank (further information on the custodian bank and its responsibilities can be found in section III) and its branches. These will be delivered to the investors upon request free of charge. These fund documents can also be obtained from the additional payment and sales offices specified in section II, item 17. These documents are also available on the web site of ERSTE-SPARINVEST Kapitalanlagegesellschaft m.b.H., www.sparinvest.com, in German (the key investor document may also be provided in other languages on this site).

4. Information about the tax regulations that apply to the investment fund, when these are of interest to the shareholder. Information about whether taxes are withheld from the returns earned by holders of shares in the investment fund

Tax treatment

(Legal) note:

The tax descriptions are based on the currently known legal conditions. No guarantee can be made that tax assessment will not change as a result of legislation, court decisions or other legal acts by the fiscal administration. If necessary, you are advised to consult a tax expert.

The German-language annual reports contain detailed information about the tax treatment of dividend-equivalent earnings and similar payments.

The following explanations refer mainly to domestic deposits.

a) Private investors

Full tax withholding (final taxation), no declaration requirement for the investor.

Capital gains tax in the legally required amount will be withheld by the domestic bank making the coupon payments from all dividends (interim dividend payments) paid to a holder of shares in the Investment Fund provided that these dividends are from capital gains, and provided that the recipient of the dividend payment is subject to capital gains tax. "Payments" made on non-dividend shares are also subject to the withholding of the capital gains tax amounts assessed against the dividend-equivalent earnings (except for KEST-exempt non-dividend funds) generated by the shares under the same conditions.

Private investors generally do not need to make any tax declarations in connection with an investment in the fund. The withholding of the capital gains tax fulfils all of the investor's tax obligations. The withholding of capital gains tax covers all final taxation requirements regarding income tax.

Ex ce p t i o n s from final taxation

Final taxation is precluded:

- a) for KEST II-exempt debt instruments in the fund portfolio provided that no option declaration has been submitted. Such income must be reported to the tax authorities;
- b) for securities in the fund portfolio that are not subject to taxation by the Austrian tax authorities, provided that entitlement to benefits under totalisation agreements is not waived. Such income must be reported on the Austrian income tax return under "Neben den angeführten Einkünften wurden Einkünfte bezogen, für die das Besteuerungsrecht aufgrund von Doppelbesteuerungsabkommen einem anderen Staat zusteht" (In addition to the indicated income, income that is subject to taxation by a different state due to totalisation agreements was also received).

In this case, however, a tax credit can be claimed for the capital gains tax that was withheld for this, or a refund of the capital gains tax can be claimed under § 240 of the Austrian Federal Duties Act (Bundesabgabengesetz, BAO).

The Investment Fund's ordinary income (interest, dividends) is subject to 25% capital gains tax after the deduction of expenses. 20% of the Investment Fund's extraordinary income (realised capital gains from the sale of equities and stock derivatives) is also subject to 25% capital gains tax.

For fund financial years that start after 30 June 2011, the tax assessment base for extraordinary income (equities, stock derivatives) will increase from 20% to 30%.

For financial years that start after 31 December 2011, the tax assessment base for extraordinary income (equities, stock derivatives) will increase from 30% to 40%.

For financial years that start after 31 December 2012, the tax assessment base for extraordinary income from bonds and bond derivatives will increase, and 50% of all realised extraordinary income will be subject to 25% capital gains tax.

For financial years that start after 31 December 2013, 60% of all realised extraordinary income will be subject to 25% capital gains tax.

Speculation period for the sale of share certificates:

For share certificates purchased before 1 January 2011, the one-year speculation period still applies (§ 30 EStG in the version prior to the 2011 Finance Act [BudgetbegleitG 2011]).

Share certificates purchased on or after 1 January 2011 are subject to the taxation of realised value increases upon the sale of shares. When sold on or after 1 April 2012, share certificates are taxed by the banks managing the securities accounts, which must withhold 25% capital gains tax in the form of final taxation on the difference between the tax-adjusted acquisition cost and the sale proceeds of the share certificates. For the purposes of amortised cost, earnings taxed during the holding period increase the acquisition costs for the share certificate, while dividend payments and paid capital gains tax reduce the acquisition costs. Any capital losses can be offset against positive income from capital assets (excluding interest income in the case of financial institutions) within the same calendar year in the course of the assessment of taxes. For income (including dividend-equivalent earnings) covered by final taxation earned on or after 1 April 2012, the bank that manages the securities account shall perform loss compensation for all of the securities accounts held at that bank by the taxpayer. For the period from 1 April 2012 to 31 December 2012, the loss compensation shall be performed retroactively by the bank that manages the securities account at the latest by 30 April 2013.

If share certificates purchased on or after 1 January 2011 are sold before 1 April 2012, an extended speculation period applies (in other words, tax must be assessed on taxable earnings).

b) Corporate investors

Taxation and tax liability on shares held as business assets by natural persons

For natural persons who receive income from capital assets or business activities (sole proprietors, partners), all income tax liability on income subject to capital gains tax is covered by the withholding of capital gains tax (KESt I and KESt II). Dividends (interim dividends) paid from increases in the net value of domestic funds and increases in the net value of foreign funds that are equivalent to dividend payments must be taxed at the applicable rate until 1 April 2012, after which the 25% special tax rate shall apply (tax assessment).

For financial years that start after 31 December 2012, dividend payments and all dividend-equivalent ordinary and extraordinary earnings (all realisations of capital gains at the fund level) on business assets are subject to tax (provided that they stem from taxable sources of income). The tax-exempt reinvestment of realised capital gains within the fund will be possible for the last time for financial years beginning in 2012.

Tax must be assessed on capital gains from the sale of share certificates that are sold before 1 April 2012. All previously taxed earnings reduce these capital gains. If sold after 31 March 2012, share certificates held as business assets by natural persons are already subject to the 25% special tax rate (tax assessment).

Taxation and KESt II withholding on shares held as business assets by legal entities

Dividends and dividend-equivalent ordinary earnings (interest, dividends) are subject to tax.

Dividends paid from increases in the net value of domestic funds and increases in the net value of foreign funds that are equivalent to dividend payments are subject to corporate income tax.

For financial years that start after 31 December 2012, dividend payments and all dividend-equivalent ordinary and extraordinary earnings (all realisations of capital gains at the fund level) on business assets are subject to tax (provided that they stem from taxable sources of income). The tax-exempt reinvestment of realised capital gains within the fund will be possible for the last time for financial years beginning in 2012.

Profit-sharing amounts from holdings in EU corporate bodies (current exceptions [as of 6 July 2009]: Bulgaria, Ireland and Cyprus) as well as holdings in foreign corporate bodies that are comparable to a domestic corporate body pursuant

to §7 paragraph 3 KStG and whose state of domicile has comprehensive mutual administrative assistance are exempt from corporate income tax.

Unless the shareholding entity is exempt pursuant to § 94 item 5 EStG, the banks paying the coupon must also withhold capital gains tax from dividends paid on shares held as business assets, or treat payments made on non-dividend funds as capital gains tax. Capital gains tax that is withheld and paid to the tax authorities can be credited against the assessed corporate income tax.

CORPORATE BODIES WITH INCOME FROM CAPITAL ASSETS

For corporate bodies (such as registered associations) that receive income from capital assets, all income tax liability on such income is covered by the withholding of capital gains tax on capital gains subject to KEST II. Capital gains tax on tax-exempt dividends is refundable.

Private trusts with capital gains that are subject to KEST II are generally subject to the 12.5% intermediate tax rate. Starting with the tax assessment for 2011, private trusts with capital gains that are subject to KEST II are generally subject to the 25% intermediate tax rate. Capital gains tax on tax-exempt dividends is refundable.

Profit-sharing amounts from holdings in EU corporate bodies (current exceptions [as of 6 July 2009]: Bulgaria, Ireland and Cyprus) as well as holdings in foreign corporate bodies that are comparable to a domestic corporate body pursuant to §7 paragraph 3 KStG and whose state of domicile has comprehensive mutual administrative assistance are exempt from corporate income tax.

Share certificates purchased on or after 1 January 2011 are subject to the taxation of realised value increases upon the sale of shares. The assessment base for taxation is the difference between the sales proceeds and the amortised cost of the shares. For the purposes of amortised cost, earnings taxed during the holding period increase the acquisition costs for the share certificate, while dividend payments and paid capital gains tax reduce the acquisition costs.

5. Reporting date for the annual financial statements and information on the frequency and form of dividend payment

The financial year of the Investment Fund is from 1 July to 30 June of the following calendar year.

In accordance with § 58 paragraph 2 of the InvFG*), dividend disbursement/payment takes place in accordance with the fund terms and conditions on or after 1 September of the following financial year. Interim dividend payments are possible.

The Management Company reserves the right to set an ex-date before the dividend disbursement/payment pursuant to § 58 paragraph 2 InvFG for technical reasons. On the ex-date, the valid issue price used for settlement will be reduced by the coming disbursement/payment.

*) For example for non-dividend funds (not for KEST-exempt non-dividend funds)

6. Name of the auditor in accordance with § 49 paragraph 5 InvFG

Ernst & Young Wirtschaftsprüfungsgesellschaft m.b.H., Wagramer Str. 19, A-1220 Vienna.

7. Information on the types and key characteristics of the shares, especially

- **Type of entitlement (claim in rem or other entitlement) that the share represents**
- **Original documents or certificates about these documents, entry in a register or deposit into an account**
- **Characteristics of the shares: registered or bearer shares, information about the denomination and fractional shares, if applicable**
- **Description of the shareholders' voting rights in the case these exist**
- **Conditions under which the investment fund may be liquidated and details about liquidation, in particular with regard to the entitlements of the shareholders**

Ownership in the assets held by the Investment Fund is divided into equal shares. The number of shares is unlimited.

The Investment Fund features three different share classes and the corresponding certificates: dividend shares, non-dividend shares with capital gains tax withholding and non-dividend shares without capital gains tax withholding, with certificates being issued for one share each and also for fractional shares. A fractional share can be one tenth (0.10), one hundredth (0.01) or one thousandth (0.001) of a share certificate.

Non-dividend shares without capital gains tax deduction are not sold in Austria.

The shares are depicted as global certificates (§ 24 Austrian Securities Deposit Act [Depotgesetz], Federal Law Gazette No. 424/1969 as amended). For this reason, individual share certificates cannot be issued. The share certificates are bearer shares.

Every purchaser of a fraction of a global certificate acquires proportionate ownership of all assets contained in the Investment Fund in accordance with his fractional ownership of the global certificate.

The share certificates do not provide any voting rights.

The Management Company shall be permitted to split the shares in the fund with the approval of its Supervisory Board and issue additional share certificates to the Shareholders or replace the old share certificates with new ones when the Management Company deems that such a split would be in the interests of the Shareholders on the basis of the calculated share value.

The management company may separate fund assets that unexpectedly become illiquid into a separate fund after approval for this is obtained from the Financial Market Authority and notice of this is published (§ 65 InvFG 2011). The Shareholders shall become shareholders of the resulting fund in accordance with their shareholding in the Investment Fund; the resulting fund shall be liquidated by the custodian bank. After the fund is liquidated, the proceeds shall be paid out to the shareholders.

The Management Company can terminate the administration of the fund in the following cases:

a) with the approval of the Financial Market Authority after publication of official notice and a period of notice of (at least) six months (§ 60 paragraph 2 InvFG 2011). This period of notice can be reduced to (at least) 30 days when it can be proven that all investors have been informed; publication of official notice shall not be required in this case. The Shareholders shall be entitled to return their shares in exchange for the payment of the return price during this period of notice (unless price calculation has been suspended).

b) with immediate effect when the fund assets fall below EUR 1,150,000 (§ 60 paragraph 2 InvFG)

The termination of the fund pursuant to § 60 paragraph 2 InvFG 2011 is not permitted during the period of notice for termination pursuant to § 60 paragraph 1 InvFG 2011.

If the administration of the fund is terminated by way of cancellation, the custodian bank shall assume the temporary management of the fund and must initiate the liquidation of the fund if the administration of the fund is not transferred to a different management company within six months. Once liquidation is initiated, the Shareholders' entitlement to the administration of the fund assets is replaced by the Shareholders' entitlement to proper liquidation, and the Shareholders' entitlement to the redemption of their shares against the current calculated value of the shares at any time upon demand is replaced by entitlement to the payment of the liquidation proceeds once liquidation is completed.

c) - transfer of the administration of the fund to a different management company (§ 61 InvFG 2011)
- merger of multiple funds or the transfer of the fund assets to another investment fund (§§ 114 ff InvFG 2011)

in each case with the authorisation of the Financial Market Authority, public notice and a three-month period of notice; this period of notice can be reduced to (at least) 30 days when it can be proven that all investors have been informed – publication of official notice shall not be required in this case. The Shareholders shall be entitled to return their shares in exchange for the payment of the return price during this period of notice.

In the event of a fund merger, the Shareholders are entitled to exchange their fund shares (for shares of a different fund with a similar investment policy) at the valid exchange ratio and to the payment of any applicable settlement amount.

The entitlement of the Shareholders to have the fund assets administered by a management company and for the redemption of their shares against the current calculated value of the shares at any time upon demand remains in force after the administration of the fund is terminated by the Management Company.

The right of the Management Company to manage a fund expires when the investment firm loses its license or permit in accordance with Directive 2009/65/EC, when the decision is made to liquidate the investment firm, or when its authorisation to manage a fund is rescinded (§ 60 paragraph 3 InvFG 2011).

8. Information about exchanges or markets on which the shares are listed or traded, if applicable

The shares are issued and redeemed by the custodian bank. An application for listing can be filed, but is not currently planned by the Management Company.

9. Procedure and terms for the issue and/or sale of shares

Issue of shares

There is no principal limitation on the number of shares that can be issued or on the corresponding certificates. Shares can be purchased at the custodian bank and any of its branches. The Management Company reserves the right to temporarily or permanently suspend the issue of shares.

Order deadlines:

- for orders through systems connected to the custodian bank (especially orders placed in branches of Erste Bank der oesterreichischen Sparkassen AG): 15:45 (CET, Vienna local time)
- for orders from all other customers (sales, trading, etc.): 15:00 (CET, Vienna local time)

Issue premium

The issue price shall consist of the share value plus a premium to cover the costs incurred in issuing the share. The premium for covering the issue costs is 5.0% of the value of a share.

Settlement date

The issue price shall be the share price calculated by the custodian bank on the Austrian bank business day or securities trading day following the date on which the order is received by the custodian bank (taking the order deadlines into account), i.e. the "trade date", plus the issue premium. The value date for debiting the purchase price shall be two bank business days after the execution of the order.

10. Procedures and terms for share redemption and conditions under which this can be suspended**Return of shares**

The Shareholders can demand the return of their shares by presenting their share certificates or by submitting a return order to the custodian bank. The Management Company is obligated to accept the return of the shares against payment of the return price, which is the current value of a share, for the account of the Investment Fund.

The payment of the return price and the calculation and publication of the return price as specified may be suspended temporarily when the Austrian Financial Market Authority is informed of this fact and a corresponding notice published as per § 56 InvFG and made dependent on the sale of assets in the Investment Fund and the receipt of the proceeds from the sale of assets by the Management Company under extraordinary conditions and when this is deemed necessary to protect justified Shareholder interests. Investors shall also be informed when the Management Company resumes accepting returned shares as specified in § 56 InvFG.

The most recent published prices will be used to calculate the price of the fund. If a large portion of the Investment Fund's assets is composed of shares in other investment funds, the most recent prices published for the sub-funds will be used. If the most recently published valuations for assets in the fund clearly do not correspond to their actual values as a result of political or economic conditions, and not only in individual cases, the Management Company shall be entitled to suspend the calculation of the fund price.

- Order deadlines:
- for orders through systems connected to the custodian bank (especially orders placed in branches of Erste Bank der oesterreichischen Sparkassen AG): 15:45 (CET, Vienna local time)
 - for orders from all other customers (sales, trading, etc.): 15:00 (CET, Vienna local time)

Settlement date

The return price shall be the share price calculated by the custodian bank on the Austrian bank business day or securities trading day following the date on which the order is received by the custodian bank (taking the order deadlines into account), i.e. the "trade date". The value date for crediting the return price shall be two bank business days after the execution of the order.

11. Description of the rules for calculating and using the generated earnings and description of shareholder entitlements to the fund earnings

This information can be found in the fund terms and conditions.

12. Description of the investment objectives of the fund, including the financial objectives (such as capital or earnings growth), the investment policy (such as specialisation in geographical regions or sectors of the economy), any limitations included in this investment policy, and information about any techniques and instruments or powers to take out loans that can be used in administering the investment fund

ESPA STOCK AMERICA aims to achieve long-term net asset growth and continuous returns. In order to meet this objective, the fund buys and sells assets that are permitted according to the Austrian Investment Fund Act and the fund terms and conditions (securities, money market instruments, demand deposits, shares in other investment funds and financial instruments) within the framework of its investment policy and based on the fund manager's assessment of economic conditions, the situation on the capital markets and the outlook on the stock exchanges.

The fund assets of ESPA STOCK AMERICA are invested according to the following investment policy principles:

The assets selected must predominantly be equities from

- issuers domiciled in America, and,
- issuers listed on a securities exchange in America or traded on a properly functioning securities market in America.

The fund may purchase shares in companies with small market capitalisations or mid-sized market capitalisations as well as shares in large, strong and important companies that are internationally known (blue chips). There are no limitations with regard to the economic sector in which the issuer is active.

Shares in investment funds may amount to a maximum of 10% of ESPA STOCK AMERICA's fund assets.

Bank deposits in the form of demand deposits or callable deposits with a maximum term of 12 months play a limited role. However, in the course of the restructuring of the fund portfolio or in order to reduce the influence of possible price losses experienced by securities, the Investment Fund can hold a higher proportion of demand deposits or callable deposits with a maximum term of 12 months.

ESPA STOCK AMERICA may exhibit high levels of volatility due to the composition of the portfolio, which means that the share values are subject to major upward and downward fluctuations within a short period of time.

Derivative financial instruments (including swaps and other OTC derivatives) may be used for risk hedging purposes or also held as speculative investments. Derivatives may play a major role relative to the total net value of the fund assets for hedging purposes. Derivatives held for speculative purposes generally play a minor role relative to the total net value of the fund assets.

Within the framework of the hedging concept, the Management Company reserves the right, among other things, to hedge against price losses on the fund's equities positions using appropriate strategies as dictated by the prevailing market conditions (especially through futures contracts on stock indices).

Depending on the Management Company's assessment of market conditions, derivative financial instruments may also be used as part of the investment strategy, particularly for the purposes of governing leverage, controlling earnings or substituting securities.

Because of this, the risk of loss that is associated with the assets in the fund can increase at least temporarily.

The objective of the fund is to achieve additional earnings above that of the underlying investment by means of active management. The management of the active positions can take place entirely independently of the underlying investment. In addition, instruments may be purchased that are based on or in markets that are not part of the fundamental investment universe. Such instruments can especially be derivatives on

- global interest rate markets (interest rate futures, options, interest rate swaps, total return swaps, etc.)

- global currency markets (forward exchange agreements, FX futures, FX options, etc.)

- global credit markets (CDS, CDX, i-TRAXX futures, etc.)

These instruments can be purchased directly for the fund or held indirectly through sub-funds.

Investment policy techniques and instruments

A) Demand deposits or callable deposits

Bank deposits in the form of demand deposits or callable deposits for a maximum term of 12 months may be held under the following conditions:

1. Demand deposits or callable deposits may be held at one bank with a term of no more than 12 months and in the amount of no more than 20% of the fund assets provided that the bank in question
 - is domiciled in a Member State, or
 - is domiciled in a non-Member State and is subject to supervisory regulations that in the opinion of the Austrian Financial Market Authority are equivalent to those under Community law.
2. Regardless of any deposit limits, an investment fund may invest no more than 20% of its assets in a combination of securities or money market instruments issued by, deposits held with, or OTC derivatives purchased from a single bank.

There are no minimum deposit requirements.

B) Money market instruments

Money market instruments are instruments that are customarily traded on the money market, that are liquid, whose value can be determined exactly at any time, and that meet the requirements of § 70 paragraph 1 InvFG.

Money market instruments may be acquired for the Investment Fund that

1. are admitted on one of the Austrian or foreign exchanges listed in the Annex or traded on one of the regulated markets listed in the Annex and the regulated market is recognised, open to the public and is functioning properly.
2. are not traded on a regulated market as long as they are customarily traded on the money market, can be freely transferred, are liquid and their value can be determined exactly at any time, for which sufficient information is available, including information that allows the suitably accurate assessment of the credit risks associated with an investment in the instrument, and when the instrument or the issuer itself is subject to legal deposit and investor protection regulations, provided that they
 - a) were issued or are guaranteed by a national, regional or municipal political entity or the central bank of a Member State, the European Central Bank, the European Union, or the European Investment Bank, a non-

- Member State, or, if it is a federal state, a member state of the federation, or an international organisation with public sector character and of which at least one Member State is a member, or
- b) were issued by a business entity whose securities are admitted to one of the Austrian or foreign exchanges listed in the Annex or are traded on one of the regulated markets listed in the Annex, or
 - c) were issued or are guaranteed by a bank that is subject to regulatory supervision according to the criteria laid down in Community law, or were issued or are guaranteed by a bank that is subject to and complies with supervisory regulations that in the opinion of the Austrian Financial Market Authority are equivalent to those under Community law, or
 - d) were issued by another party belonging to a category approved by the Financial Market Authority, provided that investor protection regulations apply to investments in these instruments that are equivalent to letters a) to c), and provided that the issuer is either a business entity with capital stock of at least EUR 10 million that prepares and publishes its annual financial statements in accordance with the regulations of Directive 78/660/EC, or is another legal entity that is responsible for finance management in a group of one or more listed companies, or is a legal entity that finances the collateralisation of debt in company or contractual form by using a line of credit granted by a bank; the line of credit must be guaranteed by a bank that meets the criteria listed in item 2 letter c) of these criteria.

Money market instruments that do not meet these criteria and that are also not traded on a regulated market may make up no more than 10% of the total fund assets.

C) Securities

Securities are

- a) equities and other equivalent securities,
- b) bonds and other debt that is evidenced by certificates,
- c) all other fungible financial instruments (such as stock rights) that entitle the holder to purchase financial instruments as defined by InvFG by means of subscription or exchange, with the exception of the techniques and instruments specified in § 73 InvFG.

The criteria in § 69 paragraph 1 InvFG must be met for an instrument to be considered a security.

Securities also include the following pursuant to § 69 paragraph 2 InvFG:

1. Shares in closed funds in the form of an investment company or investment fund,
2. Shares in closed funds in contractual form,
3. Financial instruments pursuant to § 69 paragraph 2 item 3 InvFG.

The Management Company purchases securities that are admitted on one of the Austrian or foreign exchanges listed in the Annex or traded on one of the regulated markets listed in the Annex and the regulated market is recognised, open to the public and is functioning properly. In addition, securities can be purchased from new issues for which the terms require that an application be filed for official listing on an exchange or in a regulated market with the requirement that admission to the desired market be obtained within one year after the issue is placed.

Unlisted securities and other rights evidenced by paper

Up to 10% of the fund assets may be invested in securities that are not admitted to one of the exchanges listed in the Annex or traded on one of the regulated markets listed in the Annex. Securities from new issues that are admitted to trading as specified above within one year after issue do not fall under this limit.

D) Shares in investment funds

1. Shares in investment funds (investment funds and open investment companies) pursuant to § 71 paragraph 1 InvFG that fulfil the requirements of Directive 2009/65/EC (UCITS) may **together with the investment funds specified in the following item 2 make up no more than 10% of the Investment Fund assets in total**, provided that the target funds themselves do not invest more than 10% of their fund assets in shares of other investment funds.
2. Shares in investment funds pursuant to § 71 paragraph 2 InvFG which do not meet the requirements of Directive 2009/65/EC (UCI) and whose sole purpose is
 - to invest money contributed by a group of investors for their joint account in securities and other liquid financial investments under the principles of risk diversification, and
 - whose shares can be redeemed or paid out directly or indirectly from the assets of the investment fund upon request by the shareholder,

may make up a maximum of 10% of the Investment Fund assets in total together with the investment funds described in the previous item 1, provided that

- a) these target funds do not invest more than 10% of their fund assets in shares in other investment funds, and
- b) these are approved under legal regulations that place them under regulatory supervision that in the opinion of the Financial Market Authority is equivalent to that proscribed by Community law and there is sufficient certainty of collaboration between the authorities, and
- c) the protection afforded to the Shareholders is equivalent to that afforded to shareholders of investment funds that meet the requirements of Directive 2009/65/EC (UCITS), and that are in particular equivalent to the requirements of Directive 2009/65/EC in terms of regulations for the separate management of special assets, the acceptance of loans, the granting of loans, and the short selling of securities and money market instruments, and
- d) semi-annual and annual reports are published on the activities of the fund, and these reports provide a clear picture of the assets, liabilities, earnings and transactions in the reporting period.

The criteria specified in the Information and Equivalency Determination Ordinance (Informationen- und Gleichwertigkeitsfestlegungsverordnung [IG-FestV]) as amended must be applied to assess the equivalency of the protection afforded to the Shareholder pursuant to c).

3. The Management Company may also purchase for the Investment Fund shares in other investment funds that are directly or indirectly administered by the Management Company or by a firm that is associated with the Management Company by way of joint administration or control or through a direct or indirect material equity interest.
4. The Investment Fund may hold shares in any single fund up to an amount of 10% of the Investment Fund assets.

E) Derivative financial instruments

I. Listed and unlisted derivative financial instruments

Derivative financial instruments, including equivalent instruments settled in cash, may be purchased for the Investment Fund when they are admitted to one of the exchanges listed in the Annex, when they are traded on one of the regulated markets listed in the Annex, or when they are not admitted to an exchange or traded on a regulated market (OTC derivatives) provided that

- a) the underlying instruments are instruments as defined in the fund terms and conditions or are financial indices, interest rates, exchange rates or currencies that the Investment Fund is permitted to invest in according to its fund terms and conditions,
- b) the counterparties in the transactions with OTC derivatives are banks subject to supervision and from a category approved by ordinances enacted by the Financial Market Authority, and
- c) the OTC derivatives are subject to reliable and transparent daily valuation and can be sold, liquidated, or settled by means of an offsetting transaction at a reasonable fair value at any time at the initiative of the Management Company.

This also includes instruments designed to transfer the credit risk of one of the above-mentioned instruments.

II. Purpose

Derivative financial instruments can be used as part of the fund's investment strategy and also for hedging purposes.

III. Risk management

The Management Company is required to employ a risk management system that enables it to monitor and measure at any time the risks associated with its investment positions and the relative share of these risks in the overall risk profile of the fund portfolio. It is also required to employ methods that enable it to precisely and independently measure the value of the OTC derivatives in the fund portfolio. On the basis of this method, the Management Company must in cooperation with the custodian bank inform the Financial Market Authority of the types of derivatives in the portfolios of each of the investment funds that it administers, the risks associated with the underlying instruments of these derivatives, the investment limits, and the methods that are used to measure the risks that are associated with the derivative instruments.

The Management Company may conduct transactions with derivative financial instruments as part of the fund's investment strategy and also for hedging purposes. Because of this, the risk of loss that is associated with the

assets in the fund can increase at least temporarily. See the item “Risk notices” for a complete description of the use of derivative financial instruments and the risks that are associated with this.

The overall risk associated with the derivative instruments may not exceed the total net value of the Investment Fund assets. In calculating the risk, the fair values of the underlying instruments, the default risk, future market fluctuations, and the time available to liquidate the positions must be taken into account. The Investment Fund may hold derivative financial instruments within the limits specified in the fund terms and conditions and by the Austrian Investment Fund Act as part of its investment strategy, provided that the overall risk of the underlying instruments does not exceed these specific investment limits.

The default risk for OTC derivative transactions by the Investment Fund may not exceed the following levels:

- a) 10% of the fund assets when the counterparty is a bank pursuant to Directive 2002/12/EC,
- b) otherwise 5% of the fund assets.

Investments in index-based derivatives are not taken into account with regards to the specific investment limits for an investment fund. If a derivative is embedded in a security or money market instrument, it must be taken into account in determining overall compliance with the requirements specified above.

IV. Overall risk

Commitment approach

The Management Company uses the commitment approach to determine the overall risk. In this approach, all positions in derivative financial instruments including embedded derivatives pursuant to § 73 (6) InvFG 2011 are converted to the market value of an equivalent position in the underlying asset of the derivative in question.

The total imputed value of the derivative financial instruments not held for hedging purposes may not exceed the total value of the fund assets.

The imputed value for

- forward financial agreements is the contract value multiplied by the last calculated daily forward price;
- option rights is the value of the securities or financial instruments that are the object of the options (underlying)

Leverage:

If the fund terms and conditions for this fund permit the use of derivative financial instruments for speculative purposes, the Management Company may increase the leverage of this Investment Fund by using derivatives within the limits permitted by the InvFG. The expected leverage is 33% (expected level based on past experience). This level may be exceeded under extraordinary market conditions.

F) Repurchase agreements

The Management Company is authorised within the investment limits laid down in the InvFG to purchase assets for the account of the Investment Fund containing an obligation on the part of the seller to purchase the assets back at a specific time in the future and at a specific price.

G) Securities lending

The Management Company is authorised within the investment limits laid down in the InvFG to sell securities up to an amount of 30% of the total Investment Fund assets to another party through a recognised securities lending system for a limited time under the condition that the third party is obligated to return the securities after an agreed period of time.

The premiums received for this are an additional source of income.

Risk notices

The key considerations in the selection of the instruments are security, growth and/or earnings. In this, it must be noted that the selected securities offer potential for price increases, but that they also entail risks.

General

The prices of the securities in the fund can rise or fall compared to the purchase price paid upon acquisition. If the investor sells shares in the Investment Fund at a point in time at which the prices of the securities in the fund have fallen compared to the point in time at which he purchased his shares, this will result in the investor not recovering the entire amount invested in the fund. If the Management Company performs a mistrade with securities traded on an exchange and/or traded over the counter which was not recorded in the fund's accounts as having an impact on the calculated value, the profits and losses from such trades will go to the Management Company.

Material risks:**a) The risk that the entire market for an asset class develops negatively and that this negatively influences the price and value of these assets (market risk)**

The development of prices for securities depends in particular on the development of the capital markets, which in turn are influenced by the general state of the global economy and the economic and political conditions in the respective countries.

One particular form of market risk is the risk of interest rate changes. This is the possibility that the general interest rate level on the market can change compared to the point in time at which a fixed-income security or money market instrument is issued. Changes in interest rate levels can result from changes in the economic conditions and subsequent reactions by the respective central bank, among other factors. When general interest rate levels rise, this typically means that the prices of fixed-income securities or money market instruments fall. In contrast, when general interest rate levels fall, this typically causes the prices of fixed-income securities and money market instruments to rise. In both cases, the changes in the price cause the return on the security to be roughly the same as the average market interest rate. However, these price fluctuations vary depending on the term of the fixed-income security. Fixed-income securities with shorter terms are subject to lower interest rate risk than longer term securities. Fixed-income securities with shorter terms also tend to have lower yields than fixed-income securities with longer terms, however.

b) The risk that the issuer or counterparty will be unable to meet its contractual obligations (credit risk)

In addition to the general trends on the capital markets, the individual development of the respective issuer of the security also has an effect on the price of the security. Even when securities are selected carefully, there is no way to preclude losses when the issuer incurs significant losses in its business operations, for example.

c) The risk that a transaction is not handled as expected within a transfer system because a counterparty fails to pay or deliver by the deadline or as expected (settlement risk)

This category covers the risk that settlement does not take place as expected in the transfer system because a counterparty does not pay or deliver as expected or later than agreed. Settlement risk is the risk that the agreed consideration is not received upon execution of a transaction.

d) The risk that a position cannot be liquidated at a fair price at the desired time (liquidity risk)

Taking into account the opportunities and risks associated with investments in equities and bonds, the Management Company especially purchases securities for the Investment Fund that are admitted for trading on Austrian or foreign exchanges or that are traded on organised markets that are recognised and open to the public and that are functioning properly.

In spite of this, the problem may arise for individual securities at certain times or in certain exchange segments that a security cannot be sold at the desired time. In addition, there is the risk that instruments that are traded in a rather narrow market segment can be subject to significant price volatility.

In addition, securities can be purchased from new issues for which the terms require that an application be filed for official listing on an exchange or in an organised market with the requirement that admission to the desired market be obtained within one year after the issue is placed.

The Management Company is authorised to purchase securities that are traded on an exchange or regulated market in the EEA, or on one of the exchanges or regulated markets listed in the Annex.

e) The risk that the value of an investment will be influenced by changes in an exchange rate (exchange rate or currency risk)

Another variant of market risk is currency risk. Unless specified otherwise, assets in an investment fund can be denominated in a different currency from that of the fund. The fund receives its income, repayments and sale proceeds from such investments in the currencies in which the respective instrument is denominated. The value of these currencies can fall relative to the currency of the fund. This means that there is the risk that the value of the shares will be negatively impacted when the fund invests in currencies different from that in which it is denominated.

f) The risk of the loss of assets held by the fund as a result of the insolvency of, negligence by, or fraudulent action on the part of the custodian bank or the sub-custodian bank (custody risk)

The safekeeping of the fund assets is associated with the risk of loss caused by the insolvency of the custodial agent, violations of the custodial agent's duties, or fraudulent action on the part of the custodial agent or one of its subagents. Especially when a prime broker is employed as a custodial agent, the same degree of security as afforded when a bank is employed as a custodial agent cannot be guaranteed under all circumstances.

g) The risks arising from concentration on specific investments or markets (concentration risk)

Risks can also arise from a concentration of the investments in certain assets or markets.

h) The performance risk and information about whether guarantees from third parties are in place and if limitations apply to such guarantees (performance risk)

The value of assets acquired for the Investment Fund can develop differently than expected at the time of purchase. This means that no guarantee can be provided that the value will develop positively, unless a third party provides a guarantee to this effect.

i) Information about the financial capacity of any guarantor

The risk of an investment is higher or lower depending on the financial capacity of a guarantor that has issued a guarantee on the instrument.

j) The risk of inflexibility caused by the product itself or by restrictions imposed when switching to other investment funds (inflexibility risk)

The risk of inflexibility can be caused by the product itself or by restrictions imposed when switching to other investment funds.

k) Inflation risk

The earnings generated by an investment can be negatively impacted by the development of inflation. The invested capital itself can suffer from a general deterioration in the purchasing power of a monetary unit, and the development of inflation can also have a direct (negative) influence on the price of assets in the fund.

l) The risk affecting the capital in the investment fund (capital risk)

The risk affecting the capital in the Investment Fund can arise above all from the sale of the fund assets at a lower price than was paid for their acquisition. This also covers the risk of capital depletion in the event of the return of shares and excessive payout of investment yields as dividends to the Shareholders.

m) The risk of changes in other framework conditions, including tax regulations

The value of the assets in the Investment Fund can be negatively influenced by developments in countries in which investments are held, for example because of international political developments, changes in government policy, taxation, restrictions on foreign investments, currency fluctuations, and other changes in the legal system or in the regulatory framework. Trading may also take place on exchanges that are not as strictly regulated as those in the USA or the EU.

n) The risk that the values of certain securities can deviate from their actual selling prices because of illiquid market conditions (valuation risk)

Especially in times when market participants are faced with problems obtaining liquidity because of financial crises and a general lack of confidence, the values of certain securities and other financial instruments as determined by market forces may decline, and this can make it difficult to determine the value of the asset in the fund. If investors in a fund simultaneously return large numbers of shares under such conditions, the fund management may be forced to sell securities at prices different from their actual valuation rates in order to maintain the necessary level of liquidity in the fund.

o) Country or transfer risk

Country risk is the risk that a foreign debtor, despite being solvent, will be unable to complete a transaction by the deadline or at all because of the inability or unwillingness of the country in which the debtor is domiciled to execute transfers. As a result, payments to which the fund is entitled may not occur or may occur in a currency that can no longer be converted due to foreign exchange restrictions.

p) Risk of suspension of redemption

Generally, Shareholders can demand the redemption of their shares at any time. However, the Management Company may temporarily suspend the redemption of shares under extraordinary circumstances, and the share price may be lower than it was before redemption was suspended.

q) Operational risk

The risk of loss for the Fund that can result from inadequate internal processes, human error or system failure at the Management Company; or from external events, legal and documentation risks, and risks that can result from the Fund's trading, settlement and valuation procedures.

r) Risks in connection with shares in investment funds (sub-funds)

The risks of sub-funds purchased for the Fund are closely related to the risks of the assets held in these sub-funds and the investment strategies pursued by these sub-funds.

As the managers of the individual sub-funds act independently of each other, multiple sub-funds may pursue identical or contradictory investment strategies. This can cause a cumulation of existing risks, or can cause advantages of different strategies to offset each other.

It is expressly noted that specific risks may be associated with derivative products, including:

- a) The time-limited rights that are acquired may lapse or may decrease in value.**
- b) The risk of loss cannot be determined, and may exceed collateral provided under the transaction.**
- c) Transactions intended to preclude or limit the risks may be impossible to execute, or may only be possible at a price that results in a loss.**
- d) The risk of loss may rise when the obligations from such transactions or the consideration to be provided under the transaction is denominated in a foreign currency.**

The following additional risks may be encountered in transactions with OTC derivatives:

- a) Problems with the sale of OTC financial instruments to third parties, as there is no organised market for them; settling the obligations that have been entered into can be difficult or may entail significant costs because of the individual agreement (liquidity risk);
- b) The economic success of the OTC transaction can be put at risk by the default of the counterparty (counterparty risk).

The development of global stock markets in recent years has shown that corrections of 30% to 50% or even more are possible after massive price gains, **especially for funds that invest in equities**. Such **price developments** are also possible in the future. This means that **significant price fluctuations** can be expected for ESPA STOCK AMERICA because choosing the optimal time to buy and sell securities is extremely important in such a volatile segment. It is impossible to predict the development of the capital markets or the development of the individual issuers. The Management Company strives to minimise the risk inherent to investing in securities while at the same time to maximise earnings potential. However, no guarantee can be given for the anticipated success of an investment. **Express note is made of the increased risk associated with an investment in ESPA STOCK TECHNO. Because of this, a longer investment period (five years or longer) is recommended.**

In this, special attention is paid to risk diversification. The exact investment limits are governed by §§ 73 ff InvFG.

This description does not take into account the individual risk profile of the investor; we would recommend calling on a competent investment consultant for personal consulting, if necessary.

Loans

Short-term loans of up to 10% of the fund assets may be taken out. This can cause the risk of the Fund to rise to the same extent.

Delegation of tasks

The Management Company notes that it has delegated tasks to a firm with which it is closely associated, an associated company pursuant to § 2 item 28 of the Austrian Banking Act (Bankwesengesetz).

Processing of transactions

The Management Company expressly states that it can have transactions for the Investment Fund completed through a firm with which it is closely associated, an associated company pursuant to § 2 item 28 of the Austrian Banking Act (Bankwesengesetz).

13. Valuation principles

The value of a share shall be determined by dividing the total value of the Investment Fund including earnings by the number of shares. The custodian bank shall determine the total value of the Investment Fund on the basis of the prices of the securities, money market instruments, and subscription rights contained in the Investment Fund plus the value of the financial investments, cash and cash equivalents, account balances, claims and other rights held by the Investment Fund, less any liabilities.

The net assets are calculated according to the following principles:

- a) The value of assets that are listed or traded on an exchange or other regulated market is generally determined on the basis of the latest published prices.
- b) If an asset is not listed or traded on an exchange or other regulated market or if the price reported for an asset that is listed or traded on an exchange or other regulated market does not adequately reflect its actual fair value,

prices from reliable data providers, market prices for securities of the same type, or other recognised valuation methods will be used.

- c) If no fair values are available or only inadequate fair values are available, the value of the assets is determined with the help of finance models by the Valuation Committee, which is made up of representatives from Erste Group Bank AG and Erste Asset Management Group.

Investors should note that contingent claims, such as claims in connection with a securities class action, will only be reflected in the calculated value of the Investment Fund following their actual settlement due to the uncertainty associated with such claims. After it becomes known that bankruptcy proceedings have been initiated, a discount will be applied to the values of the affected securities based on the assessment of the Valuation Committee, which is made up of representatives of the custodian bank and the Management Company. This discount reflects the assessment of the Valuation Committee regarding the anticipated payment from the bankruptcy proceedings. This discount will be taken into account in the calculated value of the Investment Fund. However, claims from bankruptcy proceedings will only be reflected in the calculated value of the Investment Fund following their actual (partial) settlement due to the uncertainty associated with such payments. In the event of such a retroactive payment, the historical calculated value will be corrected. If such payments or other payments are made after the liquidation of the Investment Fund, these sums will be donated to reputable charity organisations.

14. Calculation of the selling or issue price and the payout or redemption price of the share, especially:

- **Method and frequency of the calculation of these prices**
- **Information on the costs associated with sale, issue, return, or payout**
- **Information on the method, place, and frequency of the publication of these prices**

The most recent published prices will be used to calculate the price of the fund. If a large portion of the Investment Fund's assets is composed of shares in other investment funds, the most recent prices published for the sub-funds will be used.

Issue premium

An issue premium will be included in the calculation of the issue price to cover the costs incurred in share issue. The premium for covering the issue costs is 5.0% of the value of a share. When the shares are only held for a short period, this issue premium can reduce or even negate the fund's performance. For this reason, it is recommended that the shares be held for a longer period.

Publication of the issue and return prices

The value of a share, the issue price and the return price will be calculated by the custodian bank on every exchange trading day and published in a business or daily newspaper that is published within Austria and has sufficient circulation and/or in electronic form on the web site of the issuing management company.

Costs for share issue and return

Shares will be issued and accepted for return by the custodian bank at no additional charge except for the calculation of the issue premium for the issue of share certificates. Shares shall be redeemed at the current share value at no additional charge.

The extent to which individual investors are charged additional fees for the purchase and return of share certificates depends on the individual agreements between the investor and the bank managing his security deposit account, and is therefore not under the influence of the Management Company.

15. Information about the method, amount, and calculation of the fees to be paid by the investment fund to the management company, custodian bank, or third parties and the compensation to be paid to the management company, custodian bank, or third parties by the investment fund to cover costs incurred

Administrative costs

The Management Company shall receive a **monthly** fee for its management activities amounting to up to **0.15%** of the fund assets as calculated using the month-end values.

The Management Company shall also be entitled to compensation for all expenses incurred in the administration of the Investment Fund, especially costs for mandatory publications, custodial fees, fees charged by the custodian bank, auditing and consulting costs, and costs for the preparation of period-end financial statements.

If the Management Company exercises its right pursuant to § 28 InvFG, monthly remuneration for the services of an external fund manager or advisor may also be deducted from the fund assets, but this remuneration together with the monthly remuneration to which the Management Company is entitled may not exceed 0.18% of the fund assets at the end of the respective month.

Other costs

In addition to the fees to which the Management Company is entitled, the following costs and expenses must be covered by the Investment Fund:

a) Transaction costs

This includes the costs incurred in the purchase and sale of assets in the fund portfolio if they are not taken into account by way of transaction cost inclusion in the price of the asset.

b) Costs for the financial auditor

The fee paid to the financial auditor depends on the volume of the fund and also on its investment principles.

c) Publication costs (including supervisory costs)

This includes the costs incurred in the publication of information that must be made available by law to Shareholders in Austria and abroad. In addition, all costs charged by supervisory authorities, costs resulting from compliance with legal sales requirements in countries in which the Investment Fund is sold and costs for foreign tax representation for the Investment Fund may be charged to the Investment Fund as permitted by the applicable legal regulations. This includes the costs incurred for the authorisation of the fund by foreign authorities (especially translation costs, registration fees, costs for document notarisation, etc.).

The costs for the creation and use of a permanent data medium (except in cases where this is prohibited by law) are also included.

d) Costs for accounts and securities accounts for the investment fund (securities portfolio fees)

The custodian bank will charge the Investment Fund customary securities account fees, costs for coupon collection, and customary fees for the administration of foreign securities in other countries, if applicable.

e) Custodian bank fee

The custodian bank will be paid a monthly fee for maintaining the fund accounts, for the daily calculation of the fund value, and for price publication.

f) Costs for external consulting

If external consultants are employed for the Investment Fund, all costs incurred in this connection will be reported under this item and charged to the Investment Fund.

g) Licensing costs

If it is necessary to purchase licences for the investment (e.g. licensing costs for financial indices, benchmarks, derivative-free benchmark portfolios for calculating VaR) or for the Investment Fund's designation, the costs associated with this will be reported under this item and charged to the Investment Fund.

h) Costs for the exercise of voting rights

In the case of an investment in equities, the exercise of voting rights on these equities can be delegated, which can result in additional costs.

The current annual report contains a section titled Income Statement and Changes in Fund Assets; the item "Other management costs" in the subsection "Fund result" consists of items g to h above.

Benefits

The Management Company notes that it only accepts in-kind benefits (such as for broker research, financial analyses, market and price information systems) in connection with its administration of the Investment Fund when they are employed in the interests of all Shareholders.

The Management Company is permitted to make reimbursements (in the sense of commissions) from the administration fees that it receives. The payment of such reimbursements does not entail additional costs for the fund.

Reimbursements (in the sense of commissions) paid by third parties are forwarded to the Investment Fund after deduction of any associated costs and stated in the annual report.

16. Information about external consulting firms or investment consultants if their services are made use of on a contractual basis and the fees for this are paid from the assets of the investment fund

The investment company engages no external consulting firms or investment consultants whose fees are covered by the fund assets.

17. Information about the measures taken for making payments to shareholders, buying back or redeeming shares, and distributing information about the investment fund

Dividends are disbursed and shares are redeemed by the custodian bank (see Section III). Dividends are forwarded to the Shareholders via the respective banks managing the Shareholders' securities accounts.

Additional payment and sales offices:

Slovakia: Slovenska Spořitelna a.s., Suche Myto 4, SK-816 07 Bratislava 1

Czech Republic: Česká Spořitelna a.s., Olbrachtova 1929/62, CZ-14000 Prague 4

Hungary: Erste Bank Investment Hungary Ltd., Madach Imre ut 13–15, HU-1075 Budapest

All notices regarding share certificates are subject to § 136 InvFG. The notices may be published

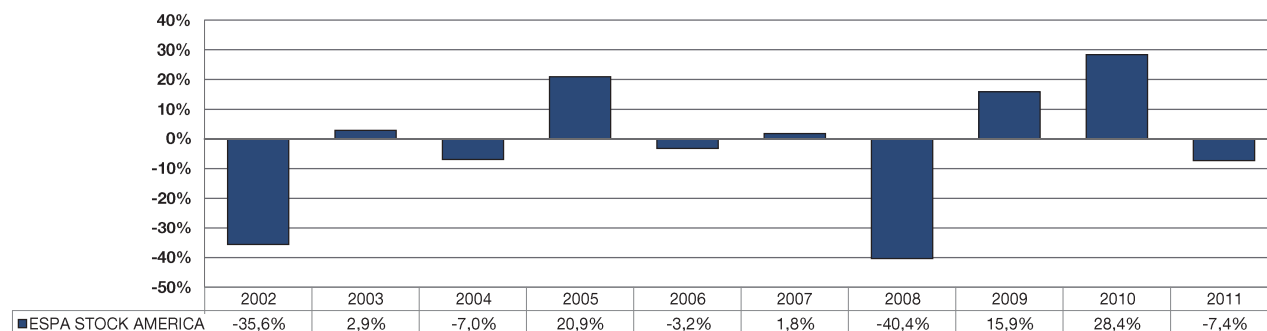
- by full printing in *Amtsblatt zur Wiener Zeitung*, or
- by making a sufficient number of copies of the notice available at the Management Company and the payment offices free of charge and printing the date of publication and the locations where the notice can be obtained in *Amtsblatt zur Wiener Zeitung*, or
- in electronic form on the web site of the issuing management company.

If § 133 InvFG requires that Shareholders are informed about certain facts or activities, the Management Company will provide the information to the banks managing the Shareholders' securities accounts via the custodian bank, and they must forward this information to the Shareholders.

18. Past performance of the investment fund, if applicable

Reference date: 30.06.2012

Fund issue: 01.03.1990



The past performance shown here is not a reliable indication of future performance.

The performance is calculated by the Management Company according to the OeKB method, based on data provided by the custodian bank (using any available indicative values when the payment of the redemption price is suspended). The calculation of the performance does not include individual costs such as the issue premium, the return fee, other fees, commissions and other expenses. These would reduce the performance if they were included.

Notice for investors with a different functional currency than the fund currency: The yield can rise or fall as a result of currency fluctuations

For information on the current value, please see the key investor document or the most recent product information sheet for the Investment Fund. These documents can be obtained in German at the web site www.sparinvest.com. If shares are sold outside of Austria, the key investor document will also be provided on this site in further languages, if applicable.

19. Profile of the typical investor for whom the investment fund is designed

The Investment Fund is only suitable for experienced investors who are capable of assessing the risks and the value of the investment.

The investor must be willing and able to accept value fluctuations for the shares and in some cases capital losses. The indicator that reflects the fluctuations of the fund share price based on past development can be found in the "Key Investor Information" under "Risk and Return Profile".

The recommended holding period for shares in this fund can be found in the "Key Investor Information" under "Objectives and Investment Policy" and is determined based on the aforementioned indicator.

20. Voting rights policy

The Management Company exercises the membership and creditor rights associated with the assets of the managed investment funds independently and exclusively in the best interest of the investors and the integrity of the market.

In all matters that could have a long-term impact on the interests of the investors, the Management Company as a responsible shareholder must exercise voting rights independently and exclusively in the best interest of the Shareholders or must delegate this to a third party with explicit instructions for how to exercise these rights.

To this end, it may rely on information that it receives from the custodian bank, the portfolio manager, the company or third parties, or that it learns from the press.

The Management Company is always prepared to provide information about the exercise of its membership and creditor rights.

The Management Company must apply particular diligence and prudence when exercising voting rights in relation to associated companies. This applies in particular in relation to the custodian bank, to companies belonging to the same group and to companies that can exercise a material influence over companies in the group.

The exercise of voting rights is an integral part of the management process. Quantitative and economic aspects are taken into account when exercising voting rights associated with securities from listed companies that are held by this Investment Fund. The decision about whether it makes sense to cast a vote is made on the basis of the relative amount of the investment, the agenda items and economic considerations.

21. Principles for the best possible execution of trade decisions

See Annex 3.

22. Procedure for handling investor complaints

More detailed information can be found on the web site of the Management Company www.sparinvest.com.

23. Any costs or fees aside from those listed under item 15, broken down according to costs to be paid by the shareholder and those to be paid from the special assets of the investment fund

There are no costs beyond those specified in items 14 and 15.

The fees for the safekeeping of the share certificates are based on the agreement made between the Shareholder and the bank managing his securities account.

24. Legal notice

This prospectus was prepared in accordance with the currently valid fund terms and conditions, which were approved by the Austrian Financial Market Authority (FMA). According to § 53 InvFG 2011, the Management Company is entitled to amend the fund terms and conditions with the approval of the FMA and applying the legal period of notice, and to amend the prospectus accordingly with binding effect for all Shareholders. The Management Company is also entitled to elaborate on the fund terms and conditions with further information in this fund prospectus within the scope permitted by law.

SECTION III

INFORMATION ABOUT THE CUSTODIAN BANK

1. Company, legal form; domicile and location of headquarters if this is not the same as the domicile

The custodian bank is Erste Group Bank AG (formerly Erste Bank der oesterreichischen Sparkassen AG), Graben 21, A-1010 Vienna. Trade register number: FN 286283f, Court of registry: Commercial Court of Vienna.

2. Main business activity of the custodian bank

Erste Group Bank AG (formerly Erste Bank der oesterreichischen Sparkassen AG) assumed the function of the custodian bank for the Investment Fund pursuant to the decision of the Financial Market Authority dated 16 January 2006 and bearing the identifier GZ FMA-IF25 6823/0001-INV/2006, modified by the decision dated 27 January 2006 and bearing the identifier GZ FMA-IF25 6823/0002-INV/2006. The appointment of the custodian bank and a change of custodian bank require the approval of the Financial Market Authority. This approval may only be granted when it can be assumed that the bank can guarantee the proper execution of the functions of the custodian bank. Notice of the appointment or change of the custodian bank must be published; the official decision documenting approval must be published with the notice.

The custodian bank is a bank under Austrian law. Its main business activity is the provision of current and savings accounts, the extension of loans, and securities brokerage.

It is responsible for the safekeeping of the Investment Fund assets and the management of the accounts and securities accounts of the Investment Fund; in particular, it must ensure that in transactions involving the Investment Fund assets, the equivalent amount is transferred to the custodian bank immediately and that the earnings of the Investment Fund are used in accordance with the legal regulations and the fund terms and conditions.

In addition, the custodian bank performs the following tasks:

- Valuation and pricing
- Dividend disbursement based on the decisions of the Management Company
- Issue and return of shares
- Settlement of contracts (including the sending of certificates)

The fees to be paid to the Management Company for its administration of the fund and the compensation to be paid to the Management Company for the costs it incurs in the management of the fund must be paid by the custodian bank according to the fund terms and conditions from the accounts that it manages for the Investment Fund. The custodian bank is authorised to charge to the Investment Fund the fees to which it is entitled for the safekeeping of the Investment Fund's securities and for the management of the Investment Fund's accounts. In this, the custodian bank is only permitted to act on the basis of instructions from the Management Company.

ERSTE-SPARINVEST Kapitalanlagegesellschaft m.b.H.
Electronically signed

| | |
|-------------------------|--|
| Inspection information: | The electronic signatures in this document can be inspected at www.signaturpruefung.gv.at . |
| Note: | This document was signed with two qualified electronic signatures. A qualified electronic signature fulfils the legal requirements of a hand-written signature, and in particular the requirements of the written form as defined in § 886 ABGB (§ 4 (1) Austrian Signature Act [Signaturgesetz]). |

Annex 1 to the Prospectus

All investment funds administered by ERSTE-SPARINVEST Kapitalanlagegesellschaft m.b.H.

A & P-FONDS
Advisory One
ADG Absolute Return – Emerging Markets
Alpha Diversified 1
Alpha Diversified 2
Alpha Diversified 3
CASH ABS MEZZANINE
ČS dluhopisový fond perspektivních trhů
DB PWM Global
DELPHIN INVEST
DELPHIN TREND GLOBAL
DONAU STAR-FONDS
DWS (Austria) Vermögensbildungsfonds
E 4
E 7
ECM-Renten International
EDGAR
EKA-KOMMERZ 14
ERSTE-INTERBOND G1
ES 1
ERSTE RESPONSIBLE BALANCED
ESPA ALTERNATIVE GLOBAL-MARKETS
ESPA ALTERNATIVE MULTISTRATEGIE
ESPA BEST OF AMERICA
ESPA BEST OF EUROPE
ESPA BEST OF HEALTHCARE
ESPA BEST OF WORLD
ESPA BOND COMBIRENT
ESPA BOND CONVERTIBLE
ESPA BOND CORPORATE BB
ESPA BOND DANUBIA
ESPA BOND DOLLAR
ESPA BOND DOLLAR-CORPORATE
ESPA BOND DURATION SHIELD
ESPA BOND EMERGING-MARKETS
ESPA BOND EMERGING MARKETS CORPORATE IG
ESPA BOND EMERGING MARKETS CORPORATE IG (EUR)
ESPA BOND EMERGING MARKETS CORPORATE
ESPA BOND EURO-ALPHA
ESPA BOND EURO-CORPORATE
ESPA BOND EURO-MIDTERM
ESPA BOND EURO-MÜNDELRENT
ESPA BOND EUROPE
ESPA BOND EUROPE-HIGH YIELD
ESPA BOND EURO-RENT
ESPA BOND EURO-RESERVA
ESPA BOND EURO-TREND
ESPA BOND FINANCIALS
ESPA BOND GLOBAL-ALPHA
ESPA BOND INFLATION-LINKED
ESPA BOND INTERNATIONAL
ESPA BOND LOCAL EMERGING
ESPA BOND MORTGAGE
ESPA BOND RISING MARKETS
ESPA BOND USA-CORPORATE
ESPA BOND USA-HIGH YIELD
ESPA BOND YEN
ESPA CASH ASSET-BACKED
ESPA CASH CORPORATE-PLUS
ESPA CASH EURO
ESPA CASH EURO-MÜNDEL
ESPA CASH EURO-PLUS
ESPA CASH SYSTEM-PLUS
ESPA ČESKÝ FOND FIREMNÍCH DLUHOPIŠŮ
ESPA CESKY FOND STATNICH DLUHOPIŠŮ
ESPA CORPORATE BASKET 2013
ESPA CORPORATE BASKET 2013 II
ESPA CORPORATE EMERGING BASKET 2016
ESPA CORPORATE EMERGING BASKET 2016 CZK
ESPA CORPORATE PLUS BASKET 2016
ESPA CORPORATE PLUS BASKET 2017
ESPA CORPORATE PLUS BASKET 2017 II
ESPA-CS zajištěný fond 30
ESPA-CS zajištěný fond 31
ESPA-CS zajištěný fond 32
ESPA-CS zajištěný fond 33
ESPA-CS zajištěný fond 34
ESPA-CS zajištěný fond 35
ESPA-CS zajištěný fond 36
ESPA-CS zajištěný fond 37
ESPA-CS zajištěný fond 39
ESPA D-A-CH Fonds
ESPA FIDUCIA
ESPA GARANT ASIA
ESPA GARANT BEST CHOICE
ESPA GARANT BRIC
ESPA GARANT COMMODITIES
ESPA HIGH COUPON BASKET 2015
ESPA HIGH COUPON BASKET 2015 II
ESPA INFLATION-PROTECT 2014
ESPA LIQUID DOLLAR
ESPA NEW EUROPE BASKET 2014
ESPA NEW EUROPE BASKET 2014 II
ESPA NEW EUROPE BASKET 2015
ESPA PORTFOLIO BALANCED 30
ESPA PORTFOLIO BALANCED 50
ESPA PORTFOLIO BOND
ESPA PORTFOLIO CREATIVE
ESPA PORTFOLIO EQUITY
ESPA PORTFOLIO LIFE CYCLE/19
ESPA PORTFOLIO MOMENTUM
ESPA PORTFOLIO TARGET
ESPA PORTFOLIO TARGET 4
ESPA PORTFOLIO TARGET 7
ESPA RETURN SYSTEM
ESPA RETURN SYSTEM-EXTRA
ESPA RISING CORPORATE BOND BASKET 2017
ESPA PROTECT NEW EUROPE
ESPA SELECT BOND
ESPA SELECT BOND DYNAMIC
ESPA SELECT CASH
ESPA SELECT INVEST
ESPA SELECT MED
ESPA SELECT STOCK
ESPA SHORT TERM EMERGING MARKETS
ESPA STOCK ADRIATIC
ESPA STOCK AGRICULTURE
ESPA STOCK AMERICA
ESPA STOCK ASIA INFRASTRUCTURE
ESPA STOCK ASIA-PACIFIC PROPERTY
ESPA STOCK BIOTEC
ESPA STOCK BRIC
ESPA STOCK COMMODITIES
ESPA STOCK EUROPE-ACTIVE
ESPA STOCK EUROPE-DIVIDEND
ESPA STOCK EUROPE-EMERGING
ESPA STOCK EUROPE-PROPERTY
ESPA STOCK EUROPE-VALUE
ESPA STOCK FINANCE
ESPA STOCK GLOBAL
ESPA STOCK GLOBAL-EMERGING MARKETS
ESPA STOCK ISTANBUL
ESPA STOCK JAPAN
ESPA STOCK MIDDLE EAST AND AFRICAN MARKETS
ESPA STOCK NEW CONSUMER
ESPA STOCK NEW-EUROPE ACTIVE
ESPA STOCK NTX
ESPA STOCK PHARMA
ESPA STOCK RISING MARKETS
ESPA STOCK RUSSIA
ESPA STOCK TECHNO
ESPA STOCK VIENNA
ESPA VINIS Bond
ESPA VINIS Bond Euro-Corporate
ESPA VINIS Cash
ESPA VINIS MICROFINANCE
ESPA VINIS Stock Austria
ESPA VINIS Stock Europe
ESPA VINIS Stock Europe Emerging
ESPA VINIS Stock Global
ESPA VORSORGE CLASSIC/03
ESPA VORSORGE CLASSIC/04
ESPA VORSORGE CLASSIC/05
ESPA VORSORGE CLASSIC/06-07
ESPA VORSORGE CLASSIC/08-09
ESPA VORSORGE GOLD/03

ESPA VORSORGE GOLD/03/02
 ESPA WWF STOCK CLIMATE CHANGE
 ESPA WWF STOCK UMWELT
 EUROBOND G1
 EURO MS-FONDS
 Flashtrader absolut
 FTC Gideon I
 FX Global
 INTERNATIONALE AKTIENFONDSAUWAHL
 INVESTMENT GLOBAL DYNAMISCH
 K 350
 K 354
 K 355
 K 1000
 K 1941
 K 2000
 K 3000
 KOMMERZ 11
 KOMMERZ 13
 KOMMERZ 17
 KOMMERZ 22
 Merito Dynamic Real Return
 Multi-Selector-Hedgefonds
 PIZ BUIN GLOBAL
 PRB-VM
 PRIVATE BANKING MANAGEMENT PROGRAM-BOND
 PRIVATE BANKING MANAGEMENT PROGRAM-EQUITY
 PRIVATE BANKING MANAGEMENT PROGRAM-EQUITY 2
 PRIVATE BANKING MANAGEMENT PROGRAM-REAL ESTATE
 PRO INVEST AKTIV
 PRO INVEST PLUS
 QIMCO BALKAN EQUITY
 Salus Alpha Commodity Arbitrage
 Salus Alpha Directional Markets
 Salus Alpha Equity Hedged
 Salus Alpha Managed Futures
 Salus Alpha Multi Style
 Salus Alpha RN Special Situations
 SALZBURGER SPARKASSE BOND EUROLAND
 SALZBURGER SPARKASSE BOND GERMANY
 SALZBURGER SPARKASSE SELECT INVEST
 SALZBURGER SPARKASSE SELECT TREND
 SAM-PF1
 SAM-PF2

SAM-PF3
 SELECT AKTIEN-DACHFONDS
 SELECT ANLEIHEN-DACHFONDS
 Solitaire-Total-Return Fonds
 SPARENT
 STRATEGIEPORTFOLIO BONDPLUS
 STRATEGIEPORTFOLIO LONGTERMPPLUS
 STRATEGIEPORTFOLIO MIDTERMPPLUS
 sWaldviertel Bond
 T 1750
 T 1751
 T 1851
 T 1852
 TOP-Fonds I „Der Stabile“ der Steiermärkischen Sparkasse
 TOP-Fonds II „Der Flexible“ der Steiermärkischen Sparkasse
 TOP-Fonds III „Der Aktive“ der Steiermärkischen Sparkasse
 TOP-Fonds IV „Der Planende“ der Steiermärkischen Sparkasse
 TOP-Fonds V „Der Offensive“ der Steiermärkischen Sparkasse
 TOP STRATEGIE alternative
 TOP STRATEGIE bond
 TOP STRATEGIE classic
 TOP STRATEGIE dynamic
 True Rock
 UL Dynamický
 UL Konzervativní
 UNIQA Corporate Bond
 UNIQA Total Return
 VKB-Anlage-Mix Classic
 WE TOP DYNAMIC
 WILDER KAISER
 WSTV ESPA dynamisch
 WSTV ESPA Garantie
 WSTV ESPA Garantie II
 WSTV ESPA progressiv
 WSTV ESPA traditionell
 XT Bond EUR
 XT EUROPA
 XT USA
 Ziel Netto
 Ziel Valet

SPECIAL PURPOSE FUNDS

A 92
 APS INVEST 2009
 APK Renten
 AS 1
 DWS (Austria) 24
 DWS (Austria) 42
 DWS (Austria) 48
 DWS (Austria) VIOLA08
 E 5
 E 30
 E 55
 E 77
 E 100
 EKA-KOMMERZ 16
 F 2011 Global Invest
 FRESE Privatstiftung
 GUTENBERG CUD
 GUTENBERG RIH
 Juventus
 K 20
 K 114
 K 1351
 K 200
 K 401
 K 402
 K 404
 K 405
 K 406
 K 407
 K 408
 K 411
 K 412
 K 1851
 K 2009
 K 2011
 K 9000
 K 12000
 KA1

KA2
 KOMMERZ 15
 KV 2007
 L3M
 LongtermPLUS-Spezial
 M 1997
 M2000
 MidtermPLUS-Spezial
 Pensions Portfolio Fonds 2
 RESPONSIBLE CORPORATE BASKET 2017
 RKF 2006
 SA 100
 SAFE
 s Europe
 S-High Fix 16
 S-High Fix 20
 S-High Fix 24
 S-High Fix 29
 S-High Fix 35
 s Kapital-Fix 08/2019
 s Kapital-Fix 12/2019
 s Kapital-Fix 04/2020
 s Lebens-Aktienfonds
 Sigma optimal
 SOLIDUS ETHIK
 SPARKASSEN 2
 SPARKASSEN 4
 SPARKASSEN 5
 SPARKASSEN 8
 SPARKASSEN 9
 SPARKASSEN 17
 SPARKASSEN 19
 SPARKASSEN 21
 SPARKASSEN 26
 SPARKASSEN 27
 s-Sozialkapitalfonds
 S-ZukunftAktien 1
 S-ZukunftRenten 1

TIWAG-Vorsorge-Fonds
TIWAG-Vorsorge-Fonds II
VBV Aktien Dachfonds I
VBV Aktiendachfonds 2
VBV Emerging Markets Equities
VBV HTM FONDS
VBV HTM FONDS 2
VBV HTM FONDS 3
VBV Passive World Equities
VBV TA Konzepte Dachfonds
VBV VK Aktiendachfonds

VBV VK Aktien Global ESG Fund
VBV VK HTM Fonds 1
VBV VK HTM Fonds 2
VBV VK HTM Fonds plus
VBV VK Sustainability Bonds
VLV 3
VORSORGE HTM PORTFOLIO 2
VORSORGE HTM PORTFOLIO 3
WFF Masterfonds
WSTW II
WSTW III

NOTE:

KESSt-exempt non-dividend shares in funds registered for sale in foreign countries:

Certificates for KESSt-exempt non-dividend shares in funds registered for sale in foreign countries will only be issued to persons who have submitted verification of the fact that they are not subject to unlimited tax liability in Austria and who undertake before purchasing the shares to return the shares at any point in time at which they become subject to unlimited tax liability in Austria.

Annex 2 to the Prospectus

List of exchanges with official trading and organised markets (As of July 2008)

1. Exchanges with official trading and organised markets in the Member States of the EEA

According to Article 16 of Directive 93/22/EC (Investment Services Directive), every Member State must maintain a current list of the authorised markets within its territory. This list must be submitted to the other Member States and the Commission.

According to this provision, the Commission is required to publish a list of the regulated markets registered with it by the Member States once per year.

Because of lower entry barriers and specialisation in different trading segments, the list of "regulated markets" is subject to significant changes. For this reason, the Commission will publish an up-to-date version of the list on its official web site in addition to the annual publication of a list in the Official Journal of the European Union.

1.1. The currently valid list of regulated markets can be found at

http://www.fma.gv.at/cms/site//attachments/0/9/6/CH0236/CMS1230557514954/27072009-liste_geregelte_maerkte.pdf*)

under "Verzeichnis der Geregelten Märkte (pdf)" (List of Regulated Markets).

1.2. The following exchanges are included in the list of *regulated markets*:

- | | | |
|-------|------------|----------------------------------|
| 1.2.1 | Finland | OMX Nordic Exchange Helsinki |
| 1.2.2 | Sweden | OMX Nordic Exchange Stockholm AB |
| 1.2.3 | Luxembourg | Euro MTF Luxembourg |

1.3. *Recognised markets* in the EU according to § 67 paragraph 2 line 2 InvFG:

- | | | |
|-------|----------------|---|
| 1.3.1 | Great Britain: | London Stock Exchange Alternative Investment Market (AIM) |
|-------|----------------|---|

2. Exchanges in European countries outside of the EEA

- | | | |
|------|-------------------------|---|
| 2.1. | Bosnia and Herzegovina: | Sarajevo, Banja Luka |
| 2.2. | Croatia: | Zagreb Stock Exchange |
| 2.3. | Montenegro: | Podgorica |
| 2.4. | Russia: | Moscow (RTS Stock Exchange) |
| 2.5. | Switzerland: | SWX Swiss Exchange |
| 2.6. | Serbia: | Belgrade |
| 2.7 | Turkey: | Istanbul (only "National Market" on the stock market) |

3. Exchanges in non-European countries

- | | | |
|------|------------|---|
| 3.1 | Australia: | Sydney, Hobart, Melbourne, Perth |
| 3.2 | Argentina: | Buenos Aires |
| 3.3 | Brazil: | Rio de Janeiro, Sao Paulo |
| 3.4 | Chile: | Santiago |
| 3.5 | China: | Shanghai Stock Exchange, Shenzhen Stock Exchange |
| 3.6 | Hong Kong: | Hong Kong Stock Exchange |
| 3.7 | India: | Bombay |
| 3.8 | Indonesia: | Jakarta |
| 3.9. | Israel: | Tel Aviv |
| 3.10 | Japan: | Tokyo, Osaka, Nagoya, Kyoto, Fukuoka, Niigata, Sapporo, Hiroshima |
| 3.11 | Canada: | Toronto, Vancouver, Montreal |
| 3.12 | Korea: | Seoul |

*) The link can be changed by the Austrian Financial Market Authority (FMA) at any time. You can find the current link on the web site of the FMA: www.fma.gv.at, Anbieter, "Informationen zu Anbietern am österreichischen Finanzmarkt", Börse, Übersicht, Downloads, Verzeichnis der Geregelten Märkte.

| | | |
|------|-----------------------|---|
| 3.13 | Malaysia: | Kuala Lumpur |
| 3.14 | Mexico: | Mexico City |
| 3.15 | New Zealand: | Wellington, Christchurch/Invercargill, Auckland |
| 3.16 | Philippines: | Manila |
| 3.17 | Singapore: | Singapore Stock Exchange |
| 3.18 | South Africa: | Johannesburg |
| 3.19 | Taiwan: | Taipei |
| 3.20 | Thailand: | Bangkok |
| 3.21 | USA: | New York, American Stock Exchange (AMEX), New York Stock Exchange (NYSE), Los Angeles/Pacific Stock Exchange, San Francisco/Pacific Stock Exchange, Philadelphia, Chicago, Boston, Cincinnati |
| 3.22 | Venezuela: | Caracas |
| 3.23 | United Arab Emirates: | Abu Dhabi Securities Exchange (ADX) |

4. Organised markets in countries outside of the European Community

| | | |
|-----|--------------|--|
| 4.1 | Japan: | over the counter market |
| 4.2 | Canada: | over the counter market |
| 4.3 | Korea: | over the counter market |
| 4.4 | Switzerland: | SWX Swiss Exchange, BX Berne eXchange; over the counter market of the members of the International Securities Market Association (ISMA), Zurich |
| 4.5 | USA: | over the counter market in the NASDAQ system, over the counter market (markets organised by NASD such as the over the counter equity market, the municipal bond market, the government securities market, corporate bonds and public direct participation programs), the over the counter market for agency mortgage-backed securities |

5. Exchanges with futures and options markets

| | | |
|------|---------------|--|
| 5.1 | Argentina: | Bolsa de Comercio de Buenos Aires |
| 5.2 | Australia: | Australian Options Market, Australian Securities Exchange (ASX) |
| 5.3 | Brazil: | Bolsa Brasileira de Futuros, Bolsa de Mercadorias & Futuros, Rio de Janeiro Stock Exchange, Sao Paulo Stock Exchange |
| 5.4 | Hong Kong: | Hong Kong Futures Exchange Ltd. |
| 5.5 | Japan: | Osaka Securities Exchange, Tokyo International Financial Futures Exchange, Tokyo Stock Exchange |
| 5.6 | Canada: | Montreal Exchange, Toronto Futures Exchange |
| 5.7 | Korea: | Korea Futures Exchange |
| 5.8 | Mexico: | Mercado Mexicano de Derivados |
| 5.9 | New Zealand: | New Zealand Futures & Options Exchange |
| 5.10 | Philippines: | Manila International Futures Exchange |
| 5.11 | Singapore: | Singapore International Monetary Exchange |
| 5.12 | Slovakia: | RM System Slovakia |
| 5.13 | South Africa: | Johannesburg Stock Exchange (JSE), South African Futures Exchange (SAFEX) |
| 5.14 | Switzerland: | EUREX |
| 5.15 | Turkey: | TurkDEX |
| 5.16 | USA: | American Stock Exchange, Chicago Board Options Exchange, Chicago Board of Trade, Chicago Mercantile Exchange, Comex, FINEX, Mid America Commodity Exchange, New York Futures Exchange, Pacific Stock Exchange, Philadelphia Stock Exchange, New York Stock Exchange, Boston Options Exchange (BOX) |

Annex 3 to the Prospectus
Principles for the best possible execution of trade decisions

ERSTE-SPARINVEST Kapitalanlagegesellschaft m.b.H. is a member of Erste Group and is therefore subject to the Best Execution Policy in force for the member companies of Erste Group.

1. Introduction

These execution principles apply to the purchase and sale of financial instruments as part of the management of a fund. Buy and sell transactions may be executed on regulated markets or through multilateral trading facilities (MTFs), as well as outside of such platforms.

2. Best possible execution

The Management Company has enacted regulations and developed processes for the execution of financial instrument buy and sell transactions that generally deliver the best possible results in consideration of the material circumstances at the time of execution. Despite these measures, the Management Company cannot guarantee the best possible execution of each individual order.

3. Review of the fundamental parameters

The markets selected according to these principles are reviewed by Erste Group once per year. A review is also completed when there is reason to believe that material criteria that made a specific market suitable according to these principles no longer apply.

4. Special purpose funds

If the customer expressly instructs that an order be completed on a specific market or platform, we will comply with these instructions. In such cases, the Management Company's execution principles cannot be applied.

5. Execution criteria

a. Price and costs (total compensation)

The price and costs of execution are a key criterion in selecting the exchange of execution. Of these two factors, the price is more important, as this is the main component of the total compensation.

b. Speed and probability of execution

When equally attractive conditions are offered on multiple exchanges, the speed and probability of execution are an additional factor considered by the Management Company. The more liquid an exchange, the higher the probability that the order will be executed.

6. Reasons for deviation from the criteria listed under item 5

The following parameters may also be considered for the execution of the order, and may have an effect on the selection of the exchange of execution:

a. Time criteria

- Time zones and exchange closing times
- Speed of execution as determined by technical connections
- Different order validities

b. Volume criteria

- Denomination
- Small and large orders

c. System failures and other events

In the case of unforeseen events (such as system failures), the Management Company may be forced to select a different type of execution than stipulated by the execution principles. The Management Company will strive to achieve the best possible execution in such cases as well.

7. Description of execution by financial instrument group

a. Stocks

- i. When a share is only listed on one regulated market or MTF, the order will be executed there.

- ii. When a share is listed on multiple regulated markets or MTFs, the Management Company will principally choose the most liquid market. If the Management Company is not a member of the selected market, the order will be executed by brokers of its choosing according to the brokers' execution principles.
- iii. The Management Company will execute buy and sell orders for shares whose primary listing is abroad but that are also listed on a German exchange on one of the German exchanges. This does not apply to North American stocks, which are handled as described under 7.a.i. and 7.a.ii.

b. Bonds

Despite the fact that most bonds are listed on an exchange, the best possible execution will probably not be possible on an exchange. For this reason, the Management Company will execute buy and sell orders for its own account. The price will vary depending on the market situation of the instrument in question.

- i. Government bonds are traded almost exclusively via Bloomberg Bond Trader. For this, the responsible fund managers send price enquiries to five different brokers for each order. The broker with the best price is then chosen, taking the criteria in items 5 and 6 into account. In addition to Bloomberg Bond Trader, providers operating similar systems are also used to determine prices using the same guidelines.
- ii. If there are multiple providers but no automated trading (e.g. for high-yield bonds), we submit our price enquiries to our trading partners via Bloomberg Mail. The quotes received through this system are then evaluated according to the criteria in items 5 and 6, and the best offer chosen.
- iii. Citigroup, JP Morgan and Merrill Lynch can principally also be used as price sources. The indices calculated by these providers are currently considered to be the most liquid benchmarks on the market.

c. Other listed financial instruments such as warrants, certificates and exchange traded funds (ETFs)
The Management Company generally executes these orders on the most liquid exchange in each case.

d. OTC financial instruments

OTC transactions are principally only executed with Erste Group. This applies to all financial instruments that are not listed on a regulated market (swaps, currency and interest futures, structured options, etc.). Erste Group will execute the buy and sell orders by way of trades for its own account. In these transactions, the price will vary depending on the market situation of the instrument in question.

e. Partial list of the most important places of execution for securities purchases

| Financial instrument group | Place of execution |
|---|--|
| Domestic stocks | Vienna Stock Exchange |
| German stocks | XETRA Frankfurt or Frankfurt trading floor |
| European stocks with foreign listing | The respective primary exchange |
| Russian stocks | Various German exchanges |
| North American stocks | NYSE, Nasdaq, Toronto |
| Overseas stocks (Asia, Australia, Africa) | Various German exchanges |
| Options and certificates | (e.g. EUWAX) |
| Forward financial agreements and options | The most liquid exchange (e.g. EUREX or LIFFE) |

ESPA STOCK AMERICA
General Terms and Conditions

governing the contractual relationship between the Shareholders and ERSTE-SPARINVEST KAG (hereinafter the "Investment Firm") for the mutual funds administered by the Investment Firm, which are only valid in combination with the Special Fund Terms and Conditions issued for each individual fund:

§ 1 Basic Terms

The Investment Firm is subject to the provisions of the 1993 Austrian Investment Fund Act as amended (hereinafter "InvFG").

§ 2 Fund Shares

1. Ownership in the assets held by the Investment Fund is divided into equal shares.

The number of shares is unlimited.

2. The partial ownership of the fund assets is evidenced by certificates having the characteristics of a security.

Fund shares may be issued as different classes of shares in accordance with the Special Fund Terms and Conditions.

The shares are depicted as global certificates (§ 24 Austrian Securities Deposit Act [Depotgesetz] as amended) and/or as effective individual shares.

3. Every purchaser of a share acquires proportionate ownership of all assets contained in the Investment Fund in accordance with the share of ownership assigned to the share. Every purchaser of a fraction of a global certificate acquires proportionate ownership of all assets contained in the Investment Fund in accordance with his fractional ownership of the global certificate.
4. The Investment Firm shall be permitted to split the shares in the fund with the approval of its Supervisory Board and issue additional share certificates to the Shareholders or replace the old share certificates with new ones when the Investment Firm deems that such a split would be in the interests of the Shareholders on the basis of the calculated share value (§ 6).

§ 3 Share Certificates and Global Certificates

1. The share certificates are bearer shares.
2. The global certificates bear the original signature of a managing director or a duly authorised employee of the custodian bank and the original or facsimile signature of two managing directors of the Investment Firm.
3. The individual share certificates bear the original signature of a managing director or a duly authorised employee of the custodian bank and the original or facsimile signature of two managing directors of the Investment Firm.

§ 4 Administration of the Investment Fund

1. The Investment Firm shall be authorised to dispose of the assets in the Investment Fund and to exercise the rights associated with ownership of these assets. In this, it shall act in its own name for the account of the Shareholders. It shall protect the interests of the Shareholders and the integrity of the market, shall exercise the prudence of an ordinary and conscientious businessman as defined by § 84 paragraph 1 Austrian Stock Corporation Act (Aktengesetz), and shall comply with the provisions of the InvFG and the fund terms and conditions.

The Investment Firm shall be authorised to employ third parties in the administration of the Investment Fund and shall be authorised to permit such third parties to dispose of the fund assets in the name of the Investment Firm or in their own name for the account of the Shareholders.

2. The Investment Firm shall not be permitted to grant loans or enter into guarantee commitments of any kind for the account of the Investment Fund.
3. Assets in the Investment Fund may not be pledged or subject to liens of any kind, provided as collateral or transferred to another party except in those cases explicitly permitted in the Special Fund Terms and Conditions.
4. The Investment Firm shall not be permitted to sell securities, money market instruments or other financial investments pursuant to § 20 InvFG that are not fund assets at the time of sale for the account of the Investment Fund.

§ 5 Custodian Bank

The custodian bank (§ 13) appointed pursuant to § 23 InvFG shall manage the deposit and other accounts of the Investment Fund and shall exercise all other functions specified for it in the InvFG and in the fund terms and conditions.

§ 6 Issue and Share Value

1. The custodian bank shall calculate the value (share value) of a single share for every class of share certificate and publish the issue and return price (§ 7) every time that a share is issued or returned, but in any case at least twice per month.

The value of a share shall be determined by dividing the total value of the Investment Fund including earnings by the number of shares. The custodian bank shall determine the total value of the Investment Fund on the basis of the prices of the securities and subscription rights contained in the Investment Fund plus the value of the money market instruments and financial investments, cash and cash equivalents, account balances, claims and other rights held by the Investment Fund, less any liabilities.

The prices of the securities shall be based on the last-known exchange or other set prices as per § 7 paragraph 1 InvFG.

2. The issue price shall be made up of the share value plus a premium per share to cover the costs incurred by the Investment Firm in issuing the share. The resulting price shall be rounded up. The amount of this premium and the rules for rounding are specified in the Special Fund Terms and Conditions (§ 23).
3. In accordance with § 18 InvFG in connection with § 10 paragraph 3 Austrian Capital Market Act (Kapitalmarktgesetz, KMG), the issue and return prices for every class of share certificate will be published in a business or daily newspaper that is published within Austria and has sufficient circulation and/or in electronic form on the web site of the issuing Investment Firm.

§ 7 Return

1. Upon request by the Shareholder, his shares shall be redeemed at the current return price. In this event, the share certificate, outstanding coupons and the renewal certificate shall also be collected if necessary.
2. The return price shall be the value of one share less a discount and/or rounded down as specified in the Special Fund Terms and Conditions (§ 23). The payment of the return price and the calculation and publication of the return price as specified in § 6 may be suspended temporarily when the Austrian Financial Market Authority is informed of this fact and a corresponding notice published as per § 10 and made dependent on the sale of assets in the Investment Fund and the receipt of the proceeds from the sale of assets by the Investment Firm under extraordinary conditions and when this is deemed necessary to protect justified Shareholder interests. Investors shall also be informed when the Investment Firm resumes accepting returned shares as specified in § 10.

This shall especially apply when the Investment Fund has invested 5% or more of its total value in assets whose valuations clearly do not correspond to their actual values as a result of political or economic conditions, and not only in individual cases.

§ 8 Accounting

1. The Investment Firm shall publish an annual report pursuant to § 12 InvFG within four months after the end of the Investment Fund's financial year.
2. The Investment Firm shall publish a semi-annual report pursuant to § 12 InvFG within two months after the end of the first six months of the Investment Fund's financial year.
3. The annual report and the semi-annual report shall be made available for viewing at the offices of the Investment Firm and at the custodian bank.

§ 9 Forfeiture of Earnings

Shareholder entitlements to the payment of their proportionate earnings shall expire after five years. After the lapse of this period, the earnings shall be treated as earnings generated by the Investment Fund.

§ 10 Publication

All notices pertaining to the share certificates, except for the notices pertaining to the calculated share values under § 6, are governed by § 10 paragraph 3 and paragraph 4 of the Austrian Capital Market Act (Kapitalmarktgesetz, KMG). The notices may be published

- by full printing in *Amtsblatt zur Wiener Zeitung*, or

- by making a sufficient number of copies of the notice available at the Investment Firm and the payment offices free of charge and printing the date of publication and the locations where the notice can be obtained in *Amtsblatt zur Wiener Zeitung*, or
- in electronic form on the web site of the issuing Investment Firm pursuant to § 10 paragraph 3 item 3 KMG.

The notice pursuant to § 10 paragraph 4 KMG shall be published in *Amtsblatt zur Wiener Zeitung* or in another newspaper that is distributed throughout Austria.

For changes to the prospectus pursuant to § 6 paragraph 2 InvFG, notice according to § 10 paragraph 4 KMG may also be made in electronic form only on the web site of the issuing Investment Firm.

§ 11 Amendment of the Fund Terms and Conditions

The Investment Firm shall be authorised to amend the fund terms and conditions with the approval of the Supervisory Board and the approval of the custodian bank. The amendments must also be approved by the Austrian Financial Market Authority. The amendments must be published. Such amendments shall take effect on the date indicated in the published notice, but in any case no earlier than three months after publication.

§ 12 Termination and Liquidation

1. The Investment Firm shall be authorised to terminate the administration of the Investment Fund after obtaining approval from the Financial Market Authority with a period of notice of at least six months (§ 14 paragraph 1 InvFG), or immediately upon publication of a corresponding public notice (§ 10) if the fund assets fall below EUR 1,150,000 (§ 14 paragraph 2 InvFG). The termination of the fund pursuant to § 14 paragraph 2 InvFG is not permitted during the period of notice for termination pursuant to § 14 paragraph 1 InvFG.
2. If the Investment Firm loses its right to administer the Investment Fund, the administration or liquidation of the fund shall be handled in accordance with the provisions of the InvFG.

§ 12a Merger or Transfer of Fund Assets

The Investment Firm shall, in compliance with § 3 paragraph 2 and § 14 paragraph 4 InvFG, be authorised to merge the assets of the Investment Fund with the assets of other investment funds, to transfer the assets of the Investment Fund to another investment fund, or to incorporate assets from other investment funds into the portfolio of the Investment Fund.

Special Fund Terms and Conditions

for **ESPA STOCK AMERICA**, mutual fund pursuant to § 20 InvFG (the "Investment Fund" in the following).

The Investment Fund is compliant with Directive 85/611/EEC.

§ 13 Custodian Bank

The custodian bank is Erste Group Bank AG, Vienna.

§ 14 Payment and Submission Offices, Share Certificates

1. The payment and submission office for the share certificates and coupons is all Österreichische Sparkasse offices and branches as well as Erste Bank der oesterreichischen Sparkassen Aktiengesellschaft, Vienna, and its branches.
2. The Investment Fund features three different share classes and the corresponding certificates: **dividend shares**, **non-dividend shares with capital gains tax withholding** and **non-dividend shares without capital gains tax withholding**, with certificates being issued for one share each and also for fractional shares. A fractional share can be one tenth (0.10), one hundredth (0.01) or one thousandth (0.001) of a share certificate.

Non-dividend shares without capital gains tax deduction are not sold in Austria.

The share certificates are depicted in global certificates. For this reason, individual share certificates cannot be issued.

3. As the share certificates are depicted in global certificates, the dividend payments according to § 26 and the payouts according to § 27 are made by the bank managing the Shareholder's securities account.

§ 15 Investment Instruments and Principles

1. The Investment Firm shall be authorised as defined by §§ 4, 20 and 21 InvFG and §§ 16ff of the fund terms and conditions to purchase all types of securities, money market instruments and other liquid financial investments for the Investment Fund, provided that the principle of risk diversification is maintained and no justified Shareholder interests are violated.

2. ESPA STOCK AMERICA is an equity fund. The fund assets are invested according to the following investment policy principles:

- a) The assets selected must predominantly be equities from
 - issuers domiciled in America, and,
 - issuers listed on a securities exchange in America or traded on a properly functioning securities market in America.

The fund may purchase shares in companies with small market capitalisations or mid-sized market capitalisations as well as shares in large, strong and important companies that are internationally known (blue chips). There are no limitations with regard to the economic sector in which the issuer is active.

- b) in order to demarcate the investment universe (in part), shares in investment funds according to § 17 of these fund terms and conditions, regardless of the country in which the respective management company is domiciled, may make up no more than 10% of the fund assets of ESPA STOCK AMERICA.
- c) investments in assets according to § 18 of these fund terms and conditions play a minor role. However, in the course of the restructuring of the fund portfolio or in order to reduce the influence of possible price losses experienced by securities, the Investment Fund can hold a higher proportion of demand deposits or callable deposits with a maximum term of 12 months.
- d) the Investment Firm reserves the right to invest in other assets as per item 1 to a limited extent in addition to those specified in letters a) through c).
- e) derivative instruments in accordance with § 19 and § 19a of these fund terms and conditions (including swaps and OTC derivatives) may be purchased for risk mitigation (hedging) purposes and also for speculative purposes. Derivatives may play a major role relative to the total net value of the fund assets for hedging purposes. Derivatives held for speculative purposes generally play a minor role relative to the total net value of the fund assets.

Within the framework of the hedging concept, the Investment Firm reserves the right, among other things, to hedge against price losses on the fund's equities positions using appropriate strategies as dictated by the prevailing market conditions (especially through futures contracts on stock indices).

Depending on the Investment Firm's assessment of market conditions, derivative financial instruments may also be used as part of the investment strategy, particularly for the purposes of governing leverage, controlling earnings or substituting securities.

3. If securities and money market instruments containing an embedded derivative are purchased for the Investment Fund, the Investment Firm must take this into account in compliance with §§ 19 and 19a. Investments in index-based derivatives are not taken into account in the investment limits in § 20 paragraph 3 items 5, 6, 7 and 8d InvFG.
4. The Investment Fund may purchase equities and money market instruments that are not fully paid up as well as subscription rights for these types of instruments and other financial instruments that are not fully paid up amounting to a maximum of 10% of the Investment Fund assets.

§ 15a Securities and Money Market Instruments

Securities are

- a) equities and other equivalent securities,
- b) bonds and other debt that is evidenced by certificates,
- c) all other fungible financial instruments (such as stock rights) that entitle the holder to purchase financial instruments as defined by InvFG by means of subscription or exchange, with the exception of the techniques and instruments specified in § 21 InvFG.

The criteria in § 1a paragraph 3 InvFG must be met for an instrument to be considered a security.

Securities also include the following pursuant to § 1a paragraph 4 InvFG:

1. Shares in closed funds in the form of an investment company or investment fund,
2. Shares in closed funds in contractual form,
3. Financial instruments pursuant to § 1a paragraph 4 item 3 InvFG.

Money market instruments are instruments that are customarily traded on the money market, that are liquid, whose value can be determined exactly at any time, and that meet the requirements of § 1a paragraph 5 to 7 InvFG.

§ 16 Exchanges and Organised Markets

1. Securities and money market instruments may only be purchased for the Investment Fund when they
 - are listed or traded on a regulated market pursuant to § 2 item 37 of the Austrian Banking Act (BWG), or
 - are traded on another recognised, regulated securities market in a Member State that is open to the public and that is functioning properly, or
 - are officially listed on one of the non-Member State exchanges listed in the Annex, or
 - are traded on another recognised, regulated securities market in a non-Member State as listed in the Annex that is open to the public and that is functioning properly, or
 - when the issue terms include the obligation to apply for public listing or admission for trading on one of the above-named exchanges or admission for trading on one of the above-mentioned other markets, and approval is granted by no later than one year after the issue of the security.
2. Freely transferable money market instruments that are not traded on a regulated market and that are customarily traded on the money market, that are liquid and whose value can be determined exactly at any time, for which sufficient information is available, including information that allows the suitably accurate assessment of the credit risks associated with an investment in the instrument, may be purchased for the Investment Fund if the instrument or the issuer itself is subject to the legal deposit and investor protection regulations and the instrument
 - was issued or is guaranteed by a national, regional or municipal political entity or the central bank of a Member State, the European Central Bank, the European Union, or the European Investment Bank, a non-Member State, or, if it is a federal state, a member state of the federation, or an international organisation with public sector character and of which at least one Member State is a member, or
 - was issued by a company whose securities are traded on one of the regulated markets listed under item 1, with the exception of new issues, or
 - was issued or is guaranteed by an institution that is subject to supervisory regulations according to the criteria set forth in Community law, or was issued or is guaranteed by an institution that is subject to and complies with supervisory regulations that in the opinion of the Financial Market Authority are at least as strict as those laid down in Community law, or
 - was issued by another party belonging to a category approved by the Financial Market Authority, provided that equivalent investor protection regulations apply to investments in these instruments, and provided that the issuer is either a business entity with capital stock of at least EUR 10 million that prepares and publishes its annual financial statements in accordance with the regulations of Directive 78/660/EEC, or is another legal entity that is responsible for finance management in a group of one or more listed companies, or is a legal entity that finances the collateralisation of debt in company or contractual form by using a line of credit granted by a bank that meets the criteria listed in item 2, sub-item 3.
3. A total of 10% of the fund assets may be invested in securities and money market instruments not meeting the requirements of items 1 and 2.

§ 17 Shares in Investment Funds

1. Shares in investment funds (investment funds and open investment companies) pursuant to § 20 paragraph 3 item 8b InvFG that fulfil the requirements of Directive 85/611/EEC (UCITS) may **together with the investment funds specified in the following item 2 make up no more than 10% of the Investment Fund assets in total**, provided that the target funds themselves do not invest more than 10% of their fund assets in shares of other investment funds.
2. Shares in investment funds pursuant to § 20 paragraph 3 item 8c InvFG which do not meet the requirements of Directive 85/611/EEC (UCITS) and whose sole purpose is
 - to invest money contributed by a group of investors for their joint account in securities and other liquid financial investments under the principles of risk diversification, and
 - whose shares can be redeemed or paid out directly or indirectly from the assets of the investment fund upon request by the shareholder,

may **make up a maximum of 10% of the Investment Fund assets in total together with the investment funds described in the previous item 1**, provided that

- a) these target funds do not invest more than 10% of their fund assets in shares in other investment funds, and
- b) these are approved under legal regulations that place them under regulatory supervision that in the opinion of the Financial Market Authority is equivalent to that proscribed by Community law and there is sufficient certainty of collaboration between the authorities, and
- c) the protection afforded to the Shareholders is equivalent to that afforded to shareholders of investment funds that meet the requirements of Directive 85/611/EEC (UCITS), and that are in particular equivalent to the requirements of Directive 85/611/EEC in terms of regulations for the separate management of special assets, the acceptance of loans, the granting of loans, and the short selling of securities and money market instruments, and
- d) semi-annual and annual reports are published on the activities of the fund, and these reports provide a clear picture of the assets, liabilities, earnings and transactions in the reporting period.

The criteria specified in § 3 of the Information and Equivalency Determination Ordinance (Informationen- und Gleichwertigkeitsfestlegungsverordnung [IG-FestV]) as amended must be applied to assess the equivalency of the protection afforded to the Shareholder.

3. The Investment Firm may also purchase for the Investment Fund shares in other investment funds that are directly or indirectly administered by the Investment Firm or by a firm that is associated with the Investment Firm by way of joint administration or control or through a direct or indirect material equity interest.
4. The Investment Fund may hold shares in any single fund up to an amount of 10% of the Investment Fund assets.

§ 18 Demand Deposits or Callable Deposits

1. The Investment Fund may hold bank deposits in the form of demand deposits or callable deposits for a maximum term of 12 months. No minimum or maximum limits apply to bank deposits. However, in the course of the restructuring of the fund portfolio or in order to reduce the influence of possible price losses experienced by securities, the Investment Fund can hold a higher proportion of demand deposits or callable deposits with a maximum term of 12 months.
- 2) The provisions in item 1 are general in nature. The Investment Fund may purchase assets outlined in item 1 in accordance with the investment principles in § 15.

§ 19 Derivative Financial Instruments

1. Derivative financial instruments, including equivalent instruments settled in cash, may be purchased for the Investment Fund when they are traded on one of the regulated markets specified in § 16, and when the underlying instruments are instruments as defined in § 15a or financial indices, interest rates, exchange rates or currencies in which the Investment Fund is permitted to invest according to its investment principles (§ 15). This also includes instruments designed to transfer the credit risk of one of the above-mentioned instruments.
2. The overall risk associated with the derivative instruments may not exceed the total net value of the Investment Fund assets. In calculating the risk, the fair values of the underlying instruments, the default risk, future market fluctuations, and the time available to liquidate the positions must be taken into account.
3. The Investment Fund may hold derivative financial instruments within the limits specified by § 20 paragraph 3 items 5, 6, 7, 8a and 8d InvFG as part of its investment strategy, provided that the overall risk of the underlying instruments does not exceed these investment limits.
4. The provisions in items 1 to 3 are general in nature. The Investment Fund may purchase financial instruments outlined in item 1 in accordance with the investment principles in § 15.

§ 19a OTC Derivatives

1. The Investment Fund may purchase derivative financial instruments that are not traded on an exchange (OTC derivatives) provided that
 - a) the underlying instruments are among those described in § 19 item 1,
 - b) the counterparties are banks subject to supervision and from a category approved by ordinances enacted by the Financial Market Authority,
 - c) the OTC derivatives are subject to reliable and transparent daily valuation and can be sold, liquidated, or settled by means of an offsetting transaction at a reasonable fair value at any time at the initiative of the Investment Fund,
 - d) they are held within the limits specified in § 20 paragraph 3 items 5, 6, 7, 8a and 8d InvFG and the overall risk of the underlying instruments does not exceed these investment limits.

2. The default risk for OTC derivative transactions by the Investment Fund may not exceed the following levels:
 - a) 10% of the Investment Fund assets when the counterparty is a bank,
 - b) otherwise 5% of the fund assets.
3. The provisions in items 1 to 2 are general in nature. The Investment Fund may purchase financial instruments outlined in item 1 in accordance with the investment principles in § 15.

§ 19b Value at Risk

Does not apply.

§ 20 Loans

The Investment Firm may accept short-term loans for the account of the Investment Fund up to an amount of 10% of the total Investment Fund assets.

§ 21 Repurchase Agreements

The Investment Firm is authorised within the investment limits laid down in the InvFG to purchase assets for the account of the Investment Fund containing an obligation on the part of the seller to purchase the assets back at a specific time in the future and at a specific price.

§ 22 Securities Lending

The Investment Firm is authorised within the investment limits laid down in the InvFG to sell securities up to an amount of 30% of the total Investment Fund assets to another party through a recognised securities lending system for a limited time under the condition that the third party is obligated to return the securities after an agreed period of time.

§ 23 Issue and Return Procedure

The share value shall be calculated in USD in accordance with § 6.

The issue premium to cover the costs incurred by the Investment Firm in issuing the share shall be 5.0%; the resulting amount will be rounded up to the next cent to determine the final issue price. The return price is the share value.

There is no limit on the issue of shares in principle. However, the Investment Firm reserves the right to temporarily or permanently suspend the issue of share certificates.

§ 24 Financial Year

The financial year of the Investment Fund is from 1 July to 30 June of the following calendar year.

§ 25 Administration Fee, Compensation for Expenses

The Investment Firm shall receive a **monthly** fee for its management activities amounting to up to **0.15%** of the fund assets as calculated using the month-end values.

The Investment Firm shall also be entitled to compensation for all expenses incurred in the administration of the Investment Fund, especially costs for mandatory publications, custodial fees, fees charged by the custodian bank, auditing and consulting costs, and costs for the preparation of period-end financial statements.

If the Investment Firm exercises its right pursuant to § 3 (3) InvFG, monthly remuneration for the services of an external fund manager or advisor may also be deducted from the fund assets, but this remuneration together with the monthly remuneration to which the Investment Firm is entitled may not exceed 0.18% of the fund assets at the end of the respective month.

§ 26 Use of Earnings for Dividend Shares

The earnings generated during the financial year (interest and dividends) less all costs can be distributed as deemed appropriate by the Investment Firm. Dividends may also be paid at the discretion of the Investment Firm from earnings generated by the sale of Investment Fund assets, including subscription rights. Fund assets may be paid out. The fund assets may not fall below EUR 1,150,000 after dividend payments in any case. The amounts shall be paid to the holders of dividend shares **on or after 1 September** of the following financial year, against collection of a coupon if necessary. The remaining amount shall be carried forward.

An amount calculated in accordance with § 13 sentence 3 InvFG must also be paid out on or after **1 September** to cover the capital gains tax assessed by the tax authorities on the dividend-equivalent earnings from the Investment Fund shares.

§ 27 Use of Earnings for Non-Dividend Shares with Capital Gains Tax Withholding *(non-dividend tranche)*

The earnings generated by the Investment Fund during the financial year less all costs will not be paid out. **Unless the pre-conditions specified in § 13 InvFG for the exemption of payment apply to all Shareholders**, an amount calculated in accordance with § 13 sentence 3 InvFG must also be paid out **on or after 1 September** of the following financial year to cover the capital gains tax assessed by the tax authorities on the dividend-equivalent earnings from the Investment Fund shares.

§ 27a Use of Earnings for Non-Dividend Shares without Capital Gains Tax Withholding *(KESt-exempt non-dividend foreign tranche)*

The earnings generated by the Investment Fund during the financial year less all costs will not be paid out. No payment pursuant to § 13 sentence 3 InvFG will be made.

The Investment Firm shall provide suitable proof to the banks managing the corresponding securities accounts that the share certificates can only be held by Shareholders who are not subject to Austrian personal or corporate income tax or who met the conditions for exemption from capital gains tax according to § 94 of the Austrian Income Tax Act (Einkommensteuergesetz) at the time of payment.

§ 28 Liquidation

The custodian bank shall receive a fee in the amount of 0.5% of the fund assets upon liquidation.

Annex to the Special Fund Terms and Conditions

List of exchanges with official trading and organised markets

(As of July 2008)

1. Exchanges with official trading and organised markets in the Member States of the EEA

According to Article 16 of Directive 93/22/EEC (Investment Services Directive), every Member State must maintain a current list of the authorised markets within its territory. This list must be submitted to the other Member States and the Commission.

According to this provision, the Commission is required to publish a list of the regulated markets registered with it by the Member States once per year.

Because of lower entry barriers and specialisation in different trading segments, the list of "regulated markets" is subject to significant changes. For this reason, the Commission will publish an up-to-date version of the list on its official web site in addition to the annual publication of a list in the Official Journal of the European Union.

1.1. The currently valid list of regulated markets can be found at

<http://www.fma.gv.at/cms/site/attachments/2/0/2/CH0230/CMS1140105592256/listegeregmaerkte.pdf> *)

under "Verzeichnis der Geregelten Märkte (pdf)" (List of Regulated Markets).

1.2. The following exchanges are included in the list of *regulated markets*:

- | | | |
|-------|-------------|----------------------------------|
| 1.2.1 | Finland: | OMX Nordic Exchange Helsinki |
| 1.2.2 | Sweden: | OMX Nordic Exchange Stockholm AB |
| 1.2.3 | Luxembourg: | Euro MTF Luxembourg |

1.3. *Recognised markets* in the EU according to § 20 paragraph 3 item 1 lit. b InvFG:

- | | | |
|-------|----------------|---|
| 1.3.1 | Great Britain: | London Stock Exchange Alternative Investment Market (AIM) |
|-------|----------------|---|

2. Exchanges in European countries outside of the EEA

- | | | |
|-----|-------------------------|---|
| 2.1 | Bosnia and Herzegovina: | Sarajevo, Banja Luka |
| 2.2 | Croatia: | Zagreb Stock Exchange |
| 2.3 | Switzerland: | SWX Swiss Exchange |
| 2.4 | Serbia and Montenegro: | Belgrade |
| 2.5 | Turkey: | Istanbul (only "National Market" on the stock market) |
| 2.6 | Russia: | Moscow (RTS Stock Exchange) |

3. Exchanges in non-European countries

- | | | |
|------|------------|---|
| 3.1 | Australia: | Sydney, Hobart, Melbourne, Perth |
| 3.2 | Argentina: | Buenos Aires |
| 3.3 | Brazil: | Rio de Janeiro, Sao Paulo |
| 3.4 | Chile: | Santiago |
| 3.5 | China: | Shanghai Stock Exchange, Shenzhen Stock Exchange |
| 3.6 | Hong Kong: | Hong Kong Stock Exchange |
| 3.7 | India: | Bombay |
| 3.8 | Indonesia: | Jakarta |
| 3.9. | Israel: | Tel Aviv |
| 3.10 | Japan: | Tokyo, Osaka, Nagoya, Kyoto, Fukuoka, Niigata, Sapporo, Hiroshima |
| 3.11 | Canada: | Toronto, Vancouver, Montreal |
| 3.12 | Korea: | Seoul |

*) The link can be changed by the Austrian Financial Market Authority (FMA) at any time. You can find the current link on the web site of the FMA: www.fma.gv.at, Anbieter, "Informationen zu Anbietern am österreichischen Finanzmarkt", Börse, Übersicht, Downloads, Verzeichnis der Geregelten Märkte.

| | | |
|------|-----------------------|---|
| 3.13 | Malaysia: | Kuala Lumpur |
| 3.14 | Mexico: | Mexico City |
| 3.15 | New Zealand: | Wellington, Christchurch/Invercargill, Auckland |
| 3.16 | Philippines: | Manila |
| 3.17 | Singapore: | Singapore Stock Exchange |
| 3.18 | South Africa: | Johannesburg |
| 3.19 | Taiwan: | Taipei |
| 3.20 | Thailand: | Bangkok |
| 3.21 | USA: | New York, American Stock Exchange (AMEX), New York Stock Exchange (NYSE), Los Angeles/Pacific Stock Exchange, San Francisco/Pacific Stock Exchange, Philadelphia, Chicago, Boston, Cincinnati |
| 3.22 | Venezuela: | Caracas |
| 3.23 | United Arab Emirates: | Abu Dhabi Securities Exchange (ADX) |

4. Organised markets in countries outside of the European Community

| | | |
|-----|--------------|--|
| 4.1 | Japan: | over the counter market |
| 4.2 | Canada: | over the counter market |
| 4.3 | Korea: | over the counter market |
| 4.4 | Switzerland: | SWX Swiss Exchange, BX Berne eXchange; over the counter market of the members of the International Securities Market Association (ISMA), Zurich |
| 4.5 | USA: | over the counter market in the NASDAQ system, over the counter market (markets organised by NASD such as the over the counter equity market, municipal bond market, government securities market, corporate bonds and public direct participation programs), over the counter market for agency mortgage-backed securities |

5. Exchanges with futures and options markets

| | | |
|------|---------------|--|
| 5.1 | Argentina: | Bolsa de Comercio de Buenos Aires |
| 5.2 | Australia: | Australian Options Market, Australian Securities Exchange (ASX) |
| 5.3 | Brazil: | Bolsa Brasileira de Futuros, Bolsa de Mercadorias & Futuros, Rio de Janeiro Stock Exchange, Sao Paulo Stock Exchange |
| 5.4 | Hong Kong: | Hong Kong Futures Exchange Ltd. |
| 5.5 | Japan: | Osaka Securities Exchange, Tokyo International Financial Futures Exchange, Tokyo Stock Exchange |
| 5.6 | Canada: | Montreal Exchange, Toronto Futures Exchange |
| 5.7 | Korea: | Korea Futures Exchange |
| 5.8 | Mexico: | Mercado Mexicano de Derivados |
| 5.9 | New Zealand: | New Zealand Futures & Options Exchange |
| 5.10 | Philippines: | Manila International Futures Exchange |
| 5.11 | Singapore: | Singapore International Monetary Exchange |
| 5.12 | Slovakia: | RM System Slovakia |
| 5.13 | South Africa: | Johannesburg Stock Exchange (JSE), South African Futures Exchange (SAFEX) |
| 5.14 | Switzerland: | EUREX |
| 5.15 | Turkey: | TurkDEX |
| 5.16 | USA: | American Stock Exchange, Chicago Board Options Exchange, Chicago Board of Trade, Chicago Mercantile Exchange, Comex, FINEX, Mid America Commodity Exchange, New York Futures Exchange, Pacific Stock Exchange, Philadelphia Stock Exchange, New York Stock Exchange, Boston Options Exchange (BOX) |