



LA FRANÇAISE

UCITS
under Directive 2009/65/EC

PROSPECTUS

La Française Trésorerie

Mutual Fund

1. General information

1.1 Legal form of the UCITS

Name:

La Française Trésorerie

Legal form and Member State in which the UCITS has been set up:

Fonds Commun de Placement [mutual fund] under French law

Launch date and scheduled duration:

07/02/2003 – 99 years

Date of approval by the French Financial Markets Authority:

21/01/2003

Summary of the management offer

Type of unit	ISIN code	Initial net asset value	Sub-funds	Allocation of distributable amounts	Denomination currency	Target investors	Minimum initial subscription value
E units	FR0011006360	EUR 100,000	No	Capitalisation	EUR	All investors, particularly foreign institutional investors	EUR 500,000
I units	FR0010609115	EUR 100,000	No	Capitalisation	EUR	Institutional investors	EUR 500,000
N units	FR0012990364	EUR 100,000	No	Capitalisation	EUR	All investors, particularly institutional investors and large private investors	EUR 550,000
B units	FR0011361229	EUR 100	No	Capitalisation	EUR	All investors, particularly investors from the Benelux countries and CMNE customers	EUR 100
R units	FR0000991390	EUR 70,000	No	Capitalisation	EUR	All investors	EUR 100

The minimum initial subscription value does not apply to the Management Company or the entities of the La Française Group.

Location where the latest annual report and the latest interim report may be obtained:

The latest annual reports and the breakdown of assets will be sent within eight working days, upon written request by the unitholder to:

LA FRANÇAISE ASSET MANAGEMENT

Marketing Department

128, boulevard Raspail

75006 Paris

Tel. +33 (0) 1 44 56 10 00

E-mail: contact-valeursmobilières@lafrancaise-group.com

For further information, please contact the Marketing Department of the Management Company by e-mail at: contact-valeursmobilières@lafrancaise-group.com.

1.2 Participants

Management company:

LA FRANÇAISE ASSET MANAGEMENT

Simplified joint stock company, registered in the Paris Trade and Companies Register under number 314 024 019
Management company approved by the French Financial Markets Authority on 1 July 1997, under number GP 97-76,
Registered office: 128, boulevard Raspail, 75006 PARIS

Depository and registrar:

Identity of the UCITS Depository

The UCITS Depository is BNP Paribas Securities Services SCA, a subsidiary of the BNP PARIBAS SA group located at 9, rue du Débarcadère, 93500 PANTIN (the "Depository"). BNP PARIBAS SECURITIES SERVICES, a partnership limited by shares, registered in the Trade and Companies Register under number 552 108 011, is an institution approved by the Autorité de Contrôle Prudentiel et de Résolution (ACPR) and regulated by the French Financial Markets Authority (Autorité des Marchés Financiers – AMF), whose registered office is located at 3, rue d'Antin, 75002 Paris, France.

Description of the responsibilities of the Depository and potential conflicts of interest

The Depository carries out three types of responsibilities: checking the legality of the decisions of the Management Company (as defined in Article 22(3) of the UCITS V directive), monitoring the UCITS cash flow (as defined in Article 22(4)) and holding UCITS assets (as defined in Article 22(5)).

The main objective of the Depository is to protect the interests of unitholders/investors in the UCITS. This will always take precedence over commercial interests.

Potential conflicts of interest may be identified, especially in the case where the Management Company has a commercial relationship with BNP Paribas Securities Services SCA alongside its appointment as Depository (which may be the case where BNP Paribas Securities Services, by delegation from the Management Company, calculates the net asset value of the UCITS while BNP Paribas Securities Services is the Depository or where a group connection exists between the Management Company and the Depository).

In order to manage situations such as this, the Depository has implemented and regularly updates a conflict of interest management policy, with the aim of:

- identifying and analysing potential conflicts of interest;
- recording, managing and monitoring conflicts of interest:
 - o based on the permanent measures put in place in order to manage conflicts of interest, such as the distribution of tasks, the separation of hierarchical and operational lines, the monitoring of internal lists of insiders and dedicated IT environments;
 - o on a case-by-case basis:
 - by implementing appropriate preventive measures such as the creation of an ad hoc monitoring list and new Chinese walls, or by verifying that transactions are properly processed and/or by keeping the relevant clients informed; or
 - by refusing to manage activities which could lead to conflicts of interest.

Description of any safekeeping functions delegated by the Depository, list of delegates and sub-delegates and identification of conflicts of interest likely to result in such a delegation

The UCITS Depository, BNP Paribas Securities Services SCA, is responsible for the safekeeping of assets (as defined in Article 22(5) of Directive 2009/65/EC, as amended by Directive 2014/91/EU). In order to offer services linked to the safekeeping of assets in a large number of countries, enabling the UCITS to achieve its investment objectives, BNP Paribas Securities Services SCA has appointed sub-depositaries in countries where BNP Paribas Securities Services SCA has no local presence. These entities are listed on the following website:

<http://securities.bnpparibas.com/solutions/asset-fund-services/depositary-bank-and-trustee-serv.html>

The appointment and monitoring process for sub-depositaries adheres to the highest quality standards, including the management of potential conflicts of interest which may arise as a result of these appointments.

Up-to-date information relating to the above points will be sent to investors upon request.

Statutory auditor:

DELOITTE et Associés

185, avenue Charles de Gaulle, 92524 NEUILLY SUR SEINE cedex

Represented by Mr Jean-Marc LECAT

Marketers:

LA FRANCAISE AM FINANCE SERVICES

Customer service

128, boulevard Raspail, 75006 PARIS

CMNE
4, place Richebé, 59800 LILLE

Banque Coopérative et Mutuelle Nord Europe
4, place Richebé, 59000 LILLE

Delegates:

Appointed account manager

BNP PARIBAS SECURITIES SERVICES, SCA
With its registered office at 3, rue d'Antin, 75002 PARIS
With its postal address at Grands Moulins de Pantin, 9, rue du Débarcadère, 93500 Pantin

Advisors:

None

Centralising agent:

LA FRANÇAISE ASSET MANAGEMENT
Simplified joint stock company, registered in the Paris Trade and Companies Register under number 314 024 019
Management company approved by the French Financial Markets Authority on 1 July 1997, under number GP 97-76,
Registered office: 128, boulevard Raspail, 75006 PARIS

Appointed establishment responsible for subscription and redemption orders:

LA FRANCAISE AM FINANCE SERVICES
Customer service
128, boulevard Raspail, 75006 PARIS

2. Terms of operation and management

2.1 General information

Unit features:

- Nature of right attached to each unit category: each unitholder has a right of co-ownership to Fund assets in proportion to the number of units held.
- Liabilities managed by BNP Paribas Securities Services.
- Units admitted to EUROCLEAR France.
- Voting rights: the units do not carry any voting rights; decisions are taken by the Management Company.
- Form of units: bearer units.
- Decimalisation: each unit can be divided into one hundred thousandths (R, I and N units), ten thousandths (B units) and thousandths (E units).

Closing dates:

- End of accounting period: last trading day in September
- Closing date of the 1st financial year: 30 September 2003

Tax system:

Please note: Depending on your tax system, any capital gains and income associated with holding units in the UCITS could be subject to taxation. We recommend that you consult with the marketer of the UCITS on this subject. Unitholders should contact an advisor.

2.2 Specific provisions

ISIN code:

E units	FR0011006360
I units	FR0010609115
N units	FR0012990364
B units	FR0011361229
R units	FR0000991390

Classification:

Monetary

Management objective:

La Française Trésorerie seeks to find market opportunities on short-term maturities in order to generate performance equal to the EONIA capitalised index, after deduction of management fees.

In the event of very low money market interest rates, the yield generated by the UCITS may not cover the management fees and the net asset value of the UCITS may decline on a structural basis.

Benchmark index:

The benchmark representative of the management strategy is the EONIA capitalised index.

The EONIA (Euro Over Night Interest Average) [source Fininfo: 395599] represents the overnight interbank market rate; it is calculated by the European Central Bank using the rates communicated at the end of the day by a panel of 57 banks representing the eurozone.

The mutual fund is neither an index fund nor an index benchmark but, for post-hoc comparison purposes, the unitholder can refer to the EONIA benchmark index.

Investment strategy:

Range of sensitivity: between 0 and 0.5

1- Strategy used

The portfolio consists essentially of fixed-rate or floating-rate European bonds with short term maturities, of Treasury bills, negotiable debt securities, commercial papers, certificates of deposit, and liquid assets on an ancillary basis.

The portfolio is invested in signature funds rated above or equal to A-2 or P2 (according to rating agencies Standard & Poor's, Moody's, or equivalent), or deemed equivalent according to an analysis by the Management Company. The Management Company shall not exclusively or systematically use external ratings. It shall carry out its own credit analysis to establish the creditworthiness of assets at the time of investment or in the event of a decline in the latter, in order to decide whether to sell or maintain the position.

The portfolio may hold money market instruments issued or guaranteed by a local, regional or central authority of a Member State, the Central Bank of a Member State, the European Central Bank, the European Union or the European Investment Bank rated "investment grade".

The mutual fund limits its investment in financial instruments with a maximum remaining maturity of two years or less, provided that the rate can be revised within a maximum period of 397 days. For variable-rate financial instruments, the rates must be revised based on a money market rate or index;

The portfolio's WAM (weighted average maturity of the remaining terms to maturity) is six months or less.

The portfolio's WAL (weighted average life of the remaining terms to maturity of the financial instruments, calculated in the same way as the average final maturities of the financial instruments) is 12 months or less.

Residents of France or other Eurozone countries are not exposed to exchange risk.

The mutual fund may also invest up to 10% in units or equities from UCITS governed by French or European law and/or AIF governed by French law which meet the criteria set out in Article R214-13 of the Monetary and Financial Code (meeting the definition of "short-term monetary" or "monetary").

2- Assets (excluding embedded derivatives)

In order to achieve its management objective, the mutual fund will use different types of assets:

- a. Debt securities and money market instruments
 - i. Negotiable debt securities: yes
 - ii. Bonds: yes
 - iii. Treasury bills: yes
 - iv. Commercial paper: yes
 - v. Certificates of deposit: yes

with the following characteristics:

- all sectors

- the securities selected will be invested in both the private and public sectors
- envisaged credit level: securities eligible for the portfolio should have a high credit rating, meaning that they should have a rating greater than or equal to A-2 or P2 (according to ratings agencies Standard & Poor's, Moody's or equivalent), or deemed equivalent according to an analysis by the Management Company.

b. equity: no

c. UCITS/AIF: yes, within a limit of 10% of the net assets in units or equities from UCITS/AIF meeting the definition of a "monetary" or "short-term monetary" fund.

The mutual fund may invest in UCITS/AIF of the Management Company or a related company.

3- Derivative instruments

The Fund may trade in any futures or options as long as their underlying fund has a direct or correlated financial relationship with a portfolio asset, used for both hedging and exposure of the portfolio, without seeking overexposure.

These transactions will be carried out with a maximum of 30% of the assets of the UCITS.

Nature of the markets used:

- regulated: yes
- organised: yes
- OTC: yes

The Fund will preferably use organised markets but reserves the right to enter into OTC contracts where these contracts are better suited to the management objective or offer lower trading costs.

The Fund reserves the right to trade on all European and international markets.

Risks to which the manager seeks exposure:

- equity: no
- interest rates: yes
- exchange: yes (hedging only)
- credit: no
- indexes: yes

Nature of activities:

- hedging: yes
- exposure: yes
- arbitrage: no
- other: no

The manager may, on an ad-hoc basis, need to carry out yield curve arbitrage based on expected distortions of the curve using future rates while controlling the resulting sensitivity.

Nature of the instruments used:

- futures: yes
- options: yes
- swaps: yes
- forward exchange: yes (hedging only)
- credit derivatives: no
- other: no

4- Securities with embedded derivatives

In order to achieve the management objective, the manager may take positions to hedge and/or expose the portfolio to risks:

- equity: no
- interest rates: yes
- exchange: yes (hedging only)
- credit: no

Nature of activities:

- hedging: yes, for full hedging against interest rate/exchange risk
- exposure: yes, to interest rate risk

- arbitrage: no

Nature of the instruments used:

- EMTN
- BMTN
- Subscription certificates
- Warrants
- Callable, puttable

5- Deposits: the Fund reserves the right to make deposits of up to 10% in order to manage its cash flow.

6- Cash borrowings: the Fund reserves the right to temporarily borrow cash up to a limit of 10% of its net assets.

7- Temporary securities purchase and sale transactions: the Fund may make repurchase agreements (sales up to 100% and purchases up to 10%). The purpose of these operations, limited to the achievement of the management objective, will be to manage the cash flow or get potential leverage.

Management of financial guarantees relating to transactions on over-the-counter derivative financial instruments and effective portfolio management techniques

OTC transaction counterparties will be first-class banking establishment counterparties domiciled in OECD Member States. These counterparties do not have discretionary decision-making powers over the management of the assets underlying the derivative financial instruments.

These transactions can be entered into with companies linked to the Management Company's Group.

These transactions may give rise to the guarantee deposit:

- of cash,
- of securities issued by OECD Member States,
- of other monetary UCITS/AIF units or shares.

The mutual fund shall not receive securities as collateral as part of the management of financial guarantees relating to transactions on over-the-counter derivative financial instruments and effective portfolio management techniques.

Financial guarantees received in cash must only be:

- placed in deposit with a credit institution whose registered offices are located in an OECD Member State or in another country with equivalent prudential rules,
- invested in high-quality government bonds,
- invested in short-term money market funds as defined in the guidelines on a common definition of European money market funds.

Additional information regarding these transactions is given in the "Charges and Fees" section.

Risk profile:

"Your money will mainly be invested in financial instruments selected by the Management Company. These instruments are subject to market changes and fluctuations."

The risks described below do not constitute an exhaustive list: investors should analyse the risks inherent to each investment and make their own decisions. Investors are exposed to the following risks through the mutual fund:

Discretionary risk:

The discretionary management style applied to the mutual fund is based on the selection of portfolio assets and/or market expectations. There is a risk that the mutual fund may not be invested in the best-performing assets or markets at all times. The mutual fund's performance may therefore be lower than the management objective. In addition, the net asset value of the mutual fund may have a negative performance.

Interest rate risk:

This is the risk of a decrease in interest rate instruments due to interest rate fluctuations, which may cause a decline in the net asset value of the mutual fund.

Credit risk:

Credit risk may arise from a downgrading of the credit rating of an issuer of debt securities or the default of an issuer. If an issuer's credit rating is downgraded, the value of its assets falls. Consequently, this may cause the net asset value of the mutual fund to fall.

Risk of capital loss:

Investors should be aware that their capital is not guaranteed and may therefore not be returned to them.

Counterparty risk:

Counterparty risk arises from entering into contracts in financial futures traded on over-the-counter markets, and from temporary purchases and sales of securities. This is the risk that a counterparty may default on payment. Thus, the default of a counterparty may lead to a decline in the net asset value.

Target investors:

E units	All investors, particularly foreign institutional investors
I units	Institutional investors
N units	All investors, particularly institutional investors and large private investors
B units	All investors, particularly investors from the Benelux countries and CMNE customers
R units	All investors

Investors subscribing to this mutual fund wish to gain exposure to the money market.

U.S. investors

Mutual fund units have not been and will not be registered under the U.S. Securities Act of 1933 (hereinafter the "Act of 1933") or any other law applicable in a U.S. state. Units may also not be directly or indirectly transferred, offered or sold in the United States of America (including its territories and possessions) to any U.S. Person (hereinafter "U.S. Person"), as defined in the American Regulation "Regulation S" of the Act of 1933 as adopted by the Securities and Exchange Commission ("SEC") unless (i) the units have been registered or (ii) an exemption applies (with the prior agreement of the Management Company's governing body).

The mutual fund has not been and will not be registered under the U.S. Investment Company Act of 1940. Any re-sale or transfer of units in the United States of America or to a U.S. Person may be in breach of U.S. law and requires the written agreement of the Management Company of the mutual fund. Those wishing to acquire or purchase units will have to certify in writing that they are not U.S. Persons.

The appropriate amount to invest in the mutual fund depends on your personal financial situation. In order to determine this amount, you should take into account your personal assets and current requirements, and also your willingness to take risks or your wish to favour prudent investment. You are also strongly advised to diversify your investments so that they are not exposed solely to the risks of this mutual fund.

Recommended investment period:

> 3 months and < 6 months

Methods of determining and allocating distributable amounts:

E units	Capitalisation
I units	Capitalisation
N units	Capitalisation
B units	Capitalisation
R units	Capitalisation

Accounting currency:

EUR

Subscription and redemption terms:

Subscription orders (in value or thousandths of units) and redemption orders (in thousandths of units) shall be accepted by your usual financial intermediary on any day. They are centralised by La Française AM Finance Services at 12.00 p.m. on the net asset value calculation dates (if the Stock Exchange is open in Paris or the next trading day, except for legal holidays in France) and executed on the basis of the last-known net asset value.

Payments relating thereto are made on the net asset value calculation date.

However, subscription and redemption orders centralised before 12.00 p.m. on the day after a holiday period (days when the Paris Stock Exchange is normally closed) are executed on the basis of the net asset value calculated using the stock prices of the last trading day preceding the holiday period, plus interest accrued during the holiday period on interest-bearing assets (liquid assets, bonds, treasury bills and similar assets), less expenses over said period.

Minimum initial subscription value:

E units	EUR 500,000
I units	EUR 500,000
N units	EUR 550,000
B units	EUR 100
R units	EUR 100

Minimum value for subsequent subscriptions:

E units	None
I units	None
N units	None
B units	None
R units	None

Date and frequency of the net asset value:

The net asset value is calculated on each trading day of the Paris Stock Exchange, excluding legal holidays in France.

Initial net asset value:

E units	EUR 100,000
I units	EUR 100,000
N units	EUR 100,000
B units	EUR 100
R units	EUR 70,000

Location where the net asset value is published:

premises of the Management Company and on the website: www.lafrancaise-gam.com

Charges and fees:*Subscription and redemption fees:*

Subscription fees are added to the subscription price paid by the investor and redemption fees are deducted from the redemption price. The fees received by the UCITS offset the charges it incurs in investing or divesting the assets entrusted to it. Fees that are not paid to it revert to the Management Company, marketer, etc.

Charges to be paid by the investor, deducted at the time of subscription or redemption	Base	Rate/scale	
Subscription fee not paid to the UCITS	Net asset value x number of units	E units	None
		I units	None
		N units	5.00% maximum
		B units	None
		R units	None
Subscription fee paid to the UCITS	Net asset value x number of units	E units	None
		I units	None
		N units	None
		B units	None
		R units	None
Redemption fee not paid to the UCITS	Net asset value x number of units	E units	None
		I units	None
		N units	None
		B units	None
		R units	None
Redemption fee paid to the UCITS	Net asset value x number of units	E units	None
		I units	None
		N units	None
		B units	None
		R units	None

Operating and management fees:

These fees cover all costs charged directly to the UCITS, apart from transaction costs. Transaction costs include intermediation costs (brokerage, stock exchange tax, etc.) and any turnover fees, charged notably by the Depositary and the Management Company.

In addition to operating and management fees, there may also be:

- *outperformance fees. These are paid to the Management Company when the UCITS has exceeded its objectives. They are therefore charged to the UCITS;*
- *turnover fees charged to the UCITS.*

Costs billed to the UCITS	Base	Rate/scale
Management fees paid to the Management Company and management fees not paid to the Management Company (statutory auditors, depositary, distribution, etc.)	Net assets	I units: 0.10% maximum rate (incl. taxes) N units: 0.10% maximum rate (incl. taxes) R units: 0.30% maximum rate (incl. taxes) E units: 0.12% maximum rate (incl. taxes) B units: 0.75% maximum rate (incl. taxes)
Turnover fees Service providers collecting turnover fees: - Management Company	Deducted from each transaction	Bonds: EUR 200 Swaps: EUR 300 Futures: EUR 6 contract; EUR 2.50 option UCI: EUR 15 (monetary UCI)
Outperformance fee	Net assets	I and N units: Up to 15% (incl. tax) of the difference, if positive, between the Fund's performance and that of the EONIA capitalised index (*) R, E and B units: none

(*) The outperformance is calculated by comparing the development of the Fund's assets with that of a benchmark fund with a performance identical to that of the EONIA capitalised index and registering the same subscription and redemption variations as the actual Fund.

A provision or, where applicable, a recovery of the provision in the event of underperformance is recognised for each net asset value calculation. The share of variable fees corresponding to redemptions reverts definitively to the Management Company.

An outperformance fee is calculated as soon as the mutual fund outperforms its benchmark (as long as the annual performance of the Fund, net of costs, is positive).

The closing date for variable management fees is set at the last net asset value in September.

For I units: the first reference period for the variable management fees is from 1 January 2014 to 30 September 2015.

The Management Company has resolved not to deduct variable management fees from I units between 1 October 2015 and 30 September 2016.

For N units: the first reference period for the variable management fees is from 1 January 2016 to 30 September 2017.

Following this, the reference period shall be the financial year of the Fund. The reference period may not be less than one year.

Transactions for the temporary purchase and sale of securities:

The remuneration received on the temporary purchase and sale of securities and for any equivalent transaction under foreign law shall be fully undertaken by the mutual fund.

The transaction costs/fees relating to the temporary purchase and sale of securities are not invoiced to the Fund. These costs/fees are fully undertaken by the Management Company.

Choice of financial intermediaries:

The financial intermediaries will be independently selected by the Management Company based on different criteria: the quality of the provider, research, execution, set prices, quality of the Back Office for clearing and settlement transactions. The Management Company is prohibited from placing its orders through a single intermediary.

For further information, unitholders may refer to the mutual fund's annual report.

3. Commercial information

1. The distribution of the Fund units is handled by LA FRANCAISE AM FINANCE SERVICES, CMNE, Banque Coopérative and Mutuelle Nord Europe.

2. Subscription/redemption orders are processed by LA FRANCAISE AM FINANCE SERVICES.

3. Information about the “La Française Trésorie” mutual fund is available on the premises of the Management Company or online at: www.lafrancaise-gam.com.

4. Information on the role of ESG (environmental, social and quality of governance) criteria in the investment policy is available on the Management Company’s website: www.lafrancaise-gam.com and will be given in the annual report.

5. Transmission of the composition of the portfolio: the Management Company may transmit, directly or indirectly, the breakdown of assets of the UCI to unitholders of the UCI having the status of professional investors, only for purposes associated with regulatory obligations as part of the calculation of shareholders’ equity. This transmission, where applicable, shall be carried out within a period of no less than 48 hours following the publication of the net asset value.

4. Investment rules

The Fund shall comply with the investment rules set by the French Monetary and Financial Code.

5. Total risk method

The mutual fund applies the method of calculating commitment.

6. Valuation and accounting rules for the assets

The mutual fund abides by the accounting rules laid down under the regulations in force and in particular the accounting rules applicable to UCIs.

All transferable securities in the portfolio are recorded at historic cost, excluding transaction costs.

On each net asset valuation date and balance sheet date, the portfolio is valued based on:

Transferable securities

- Listed securities: at market value – excluding accrued coupons on bonds – prices published at 11.30 a.m. Foreign prices are converted to euros using the exchange rates published at 11.30 a.m. on the valuation day. Transferable securities whose price has not been noted on the valuation day are valued at the last officially published rate or at their probable trading value, under the responsibility of the Management Company.
- UCIs: at the last known net asset value. Estimated net asset values are used for UCIs with a monthly valuation.
- Negotiable debt securities and swaps maturing in more than three months are revalued at market value. When the time to maturity becomes equal to three months, negotiable debt securities are valued at the last rate up to maturity. If they are purchased with a maturity of less than three months, interest is calculated using a linear method.
- Any temporary securities purchase and sale transactions will be valued according to the provisions of the contract. Some fixed-rate transactions with a time to maturity of more than three months may be valued at market price.

Financial futures

- French and European markets: valuation day prices published at 11.30 a.m. American market: closing market prices on the previous day. Asian market: closing market prices.
- Commitments on options markets are calculated by converting the options to the equivalent underlying securities.
- Commitments on swaps are valued at their market value.
- Forward exchange transactions are valued using the forward exchange rates on the valuation date, taking into account the premium/discount.

Accounting method for interest

Interest on bonds and debt securities is recorded using the accrued interest method.

7. Remuneration

In accordance with Directive 2009/65/EC and Article 314-85-2 of the RGAMF, the Management Company has implemented a remuneration policy for categories of staff whose professional activities have significant repercussions on the risk profile of the Management Company or of the UCITS. These categories of staff include managers, members of the Board of Directors (including the senior management), risk-takers, persons performing auditing tasks, persons in a position to influence employees, and all employees receiving a total remuneration who are in the same remuneration range as the risk takers and the senior management. The remuneration policy is compliant and encourages healthy and effective risk management, and does not encourage risk-taking which would be incompatible with the risk profiles of the Management Company, and do not hinder the obligation of the Management Company to act in the greater interests of the UCITS.

The La Française Group has established a remuneration committee at Group level. The remuneration committee is set up in accordance with the internal regulations and in accordance with the principles laid down in Directive 2009/65/EC and Directive 2011/61/EU. The remuneration policy of the Management Company is designed to promote good risk management and to discourage risk-taking which would exceed the tolerable level of risk, by taking into account the investment profiles of the funds under management and by implementing measures enabling any conflicts of interests to be avoided. The remuneration policy is reviewed annually.

The remuneration policy of the Management Company, detailing the way in which remuneration and benefits are calculated, is available free of charge from the head office of the Management Company. A summary is available on the website: <http://lfgrou.pe/MnDZx7>

MUTUAL FUND RULES

La Française Trésorerie

HEADING 1: ASSETS AND UNITS

Article 1: Co-ownership units

Co-ownership rights are expressed in units, with each unit corresponding to the same fraction of Fund assets. Each unitholder has a right of co-ownership to Fund assets in proportion to the number of units held.

The duration of the Fund shall be 99 years from its launch, except in the event of early dissolution or extension as provided for under these rules.

The units may be divided, regrouped or split into tenths, hundredths, thousandths, ten thousandths or hundred thousandths – fractional units – on the decision of the Management Company's Executive Board.

The features of the different unit categories and their access conditions are specified in the mutual fund prospectus.

The different classes of units may:

- use different income distribution procedures (distribution or capitalisation);
- be denominated in different currencies;
- have different management fees;
- have different subscription and redemption fees;
- have a different nominal value;
- be systematically hedged against risk, in part or in full, as defined in the prospectus. This hedging is provided through financial instruments, minimising the impact of hedging on the other classes of units of the mutual fund;
- be confined to one or more marketing channels.

The provisions of these rules regulating the issue and redemption of units shall also apply to fractional units, the value of which is always proportional to that of the unit they represent. Unless otherwise stipulated, all other provisions of these rules relating to units also apply to fractional units, without it being necessary to state this explicitly.

The Executive Board of the Management Company may decide unilaterally to split units by creating new units to be allocated to the unitholders in exchange for the old units.

Article 2: Minimum assets

Units may not be redeemed if the assets fall below EUR 300,000; if the assets remain below this amount for a period of thirty days, the Management Company shall make the necessary provisions to liquidate the UCITS in question, or to carry out one of the operations mentioned in Article 411-16 of the AMF General Regulation (transfer of the UCITS).

Article 3: Issue and redemption of units

Units may be issued at any time at the request of the unitholders, based on their net asset value plus any subscription fees, where applicable.

Redemptions and subscriptions are carried out according to the terms and conditions set out in the prospectus.

Units of the mutual fund may be admitted to the official listing in accordance with the regulations in force.

Subscriptions must be fully paid-up on the date of calculation of the net asset value. They may be paid for in cash and/or through the contribution of transferable securities. The Management Company is entitled to reject securities offered to it, and to this end shall have a period of seven days from the date of receipt of the securities to announce its decision. If the securities are accepted, they are valued in accordance with the rules set out in Article 4 and the subscription is carried out on the basis of the net asset value immediately following acceptance of the securities concerned.

All redemptions are made exclusively in cash, except where the Fund is liquidated and where unitholders have expressed their consent to reimbursement in the form of securities. Redemptions are settled by the bookkeeper no later than five days after unit valuation.

Under exceptional circumstances, however, where reimbursement requires the prior disposal of assets held in the Fund, this period may be extended to a maximum of 30 days.

Except in the case of inheritance or inter vivos distribution, the disposal or transfer of units from one unitholder to another or to a third party is treated as a redemption followed by a subscription. In the case of a third party, the amount of the disposal or transfer must, if necessary, be made up by the beneficiary to the minimum subscription amount specified in the prospectus.

Pursuant to Article L214-8-7 of the French Monetary and Financial Code, both the redemption by the mutual fund of its units and the issue of new units may be suspended on a temporary basis by the Management Company where required by exceptional circumstances and where this is in the interests of the unitholders.

Where the net assets of the mutual fund fall below the amount set out in the regulations, no units may be redeemed.

Minimum subscription conditions may be set out in the prospectus.

The mutual fund may suspend the issue of units pursuant to the second paragraph of Article L214-8-7 of the French Monetary and Financial Code in objective situations leading to the suspension of subscriptions, such as a maximum number of units or shares being issued, a maximum amount of assets being achieved or the expiry of a specified subscription period. These objective situations are defined in the mutual fund prospectus.

The Management Company reserves the right to restrict or deny the direct or indirect holding of Fund units by any person or entity which is prohibited from holding the Fund units (hereinafter "Ineligible Person") as described below:

An Ineligible Person is:

- a U.S. Person as defined in SEC Regulation S of the Securities and Exchange Commission (SEC) (Part 230 - 17 CFR 230.903); or

- any other person who (a) is directly or indirectly in violation of the laws and regulations of any country or government institution, or (b) may, in the opinion of the Management Company of the mutual fund, cause damage to the mutual fund, which it would have otherwise not endured or suffered.

To this end, the Management Company of the mutual fund may:

(i) refuse to issue any units as soon as it becomes evident that such issuance will or may result in the aforementioned units being directly or indirectly held by or for an Ineligible Person;

(ii) demand, at any time, that a person or entity whose name appears on the register of unitholders provide any information, accompanied with a solemn declaration, which it deems necessary in order to establish whether the actual beneficiary of the relevant units is an Ineligible Person or not;

and

(iii) when it is apparent that a person or entity is (i) an Ineligible Person and, (ii) solely or jointly, the effective beneficiary of the units, proceed with the forced redemption of all the units held by a unitholder without delay and, at the latest, within five days.

The forced redemption will take place at the last known net asset value, minus, where applicable, the relevant fees, rights and commissions, which will be charged to the Ineligible Person within five days, during which time the actual beneficiary of the units may present his observations to the competent authority.

This power also covers any person (i) who is in direct or indirect violation of the laws and regulations of any country or government institution, or (ii) may, in the opinion of the Management Company of the mutual fund, cause damage to the mutual fund, which it would have otherwise not endured or suffered.

Article 4: Calculation of net asset value

The net asset value of the units is calculated pursuant to the valuation rules provided in the prospectus.

Contributions in kind may only consist of securities, transferable securities or contracts in which UCIs are authorised to invest; such contributions shall be valued pursuant to the valuation rules used to calculate the net asset value.

HEADING 2: OPERATION OF THE FUND

Article 5: The Management Company

The Fund is managed by the Management Company in accordance with the strategy defined for the Fund.

The Management Company shall act under all circumstances in the exclusive interests of the unitholders and may alone exercise the voting rights attached to the securities in the Fund.

Article 5a: Operating rules

The instruments and deposits in which the UCI may invest and the investment rules are specified in the prospectus.

Article 6: The Depositary

The Depositary carries out the assignments incumbent upon it in application of the applicable legislation and regulations, as well as those binding on it as applied by the Management Company. It must ensure the legality of decisions taken by the portfolio Management Company. Where necessary, it must take all the precautionary measures that it deems to be necessary. In the event of any dispute with the Management Company, it shall inform the AMF.

Article 7: The statutory auditor

A statutory auditor is appointed by the Executive Board of the Management Company for a period of six financial years, subject to the approval of the AMF.

It certifies the consistency and accuracy of the accounts.

The statutory auditor's term of office may be renewed.

The statutory auditor is required to notify the AMF as quickly as possible of any fact or ruling regarding the UCITS of which it becomes aware over the course of its assignment, of a nature that:

1. constitutes a breach of the legislative or regulatory provisions applicable to this body and liable to have significant effects on the financial situation, the profits or the assets;
2. jeopardises the conditions or the continuity of its operation;
3. leads to the issuance of reserves or the refusal to certify the accounts.

The valuations of the assets and the calculation of the exchange parity in conversion, merger or demerger transactions shall be supervised by the statutory auditor.

It assesses all contributions in kind under its responsibility.

It monitors the composition of the assets and other elements prior to publication.

The statutory auditor's fees are fixed by mutual agreement between the statutory auditor and the Executive Board of the Management Company on the basis of a work schedule specifying the duties which are considered to be necessary.

It shall certify the situations on the basis of which interim distributions are made.

Its fees shall be covered by the management fees.

Article 8: Financial statements and management report

At the close of each financial year, the Management Company shall draw up summary documents and a report on the management of the Fund for the past financial year.

The Management Company shall draw up, at least semi-annually and under the supervision of the Depositary, the inventory of assets of the UCI.

The Management Company shall make these documents available to unitholders within four months of the end of the financial year, and will inform them of the income to which they are entitled: these documents shall be sent to unitholders by post at their express request or made available to them at the offices of the Management Company.

HEADING 3: PROCEDURES FOR ALLOCATING DISTRIBUTABLE AMOUNTS

Article 9: Procedures for allocating income and distributable amounts

The distributable amounts are made up of:

- 1) the net profit plus the amount carried forward, plus or minus the balance of prepayments and accrued income;
- 2) the realised capital gains, net of costs, minus the realised capital losses, net of costs, during the financial year, plus the similar net capital gains realised during the previous financial years which were not subject to distribution or capitalisation, minus or plus the balance of accrued capital gains.

The amounts stated in 1) and 2) may be distributed, in whole or in part, independently of each other.

Payment of the distributable amounts shall be carried out within five months of the end of the financial year.

The net income of the mutual fund is equal to total interest payments, arrears, premiums and bonuses, dividends, attendance fees and all earnings from securities held in the Fund's portfolio, plus earnings from amounts held as liquid assets, minus management fees and borrowing costs.

The Management Company shall decide how income will be distributed.

For each equity category, as applicable, the mutual fund may opt for one of the following formulae for each of the amounts detailed in 1) and 2):

Pure capitalisation: the distributable amounts are fully capitalised, with the exception of those that are subject to mandatory distribution by law;

Pure distribution: the amounts are fully distributed, to the nearest rounded figure.

For mutual funds seeking to maintain the freedom to capitalise and/or distribute and/or carry distributable amounts forward, the Management Company shall decide on the allocation of each of the amounts detailed in 1) and 2) each year.

As applicable, during the course of the financial year, the Management Company may decide to make one or more prepayments not exceeding the net income of each of the amounts detailed in 1) and 2); these prepayments are recorded at the date of the decision.

The exact methods for the allocation of income are detailed in the prospectus.

Article 10: Merger – Demerger

The Management Company may transfer all or part of the assets held in the Fund to another UCITS which it manages, or it may split the Fund into two or more other mutual funds which it will manage.

Unitholders must be notified before any such merger or demerger takes place. A new statement will then be issued showing the number of units held by each unitholder.

Article 11: Winding up – Extension

If the assets in the Fund remain below the amount laid down above in Article 2 for thirty days, the Management Company shall advise the AMF and dissolve the Fund, unless there is a merger operation with another mutual fund.

The Management Company may dissolve the Fund early; it shall inform the unitholders of its decision, and subscription or redemption orders will not be accepted after this date.

The Management Company shall also dissolve the Fund in the event of a redemption order for all of the units, or where the Depositary is relieved of its responsibilities and no other Depositary has been appointed, or on expiry of the term of the Fund, if not extended.

The Management Company shall inform the AMF by post of the date and of the procedure adopted for dissolution. Subsequently, the Management Company shall send the statutory auditor's report to the AMF.

The Management Company, in agreement with the Depositary, may decide to extend a Fund. Its decision must be taken at least three months prior to expiry of the Fund's term, and must be notified to the unitholders and the AMF.

Article 12: Liquidation

In the event of dissolution, the Management Company shall act as liquidator, failing which a liquidator shall be appointed by the court at the request of any interested party. To this end, they are vested with the most extensive powers for liquidating assets, paying creditors and distributing the available balance to unitholders in cash or securities.

The statutory auditor and the Depositary shall continue to carry out their duties until the liquidation operations have been completed.

Article 13: Jurisdiction – Choice of domicile

Any disputes concerning the mutual fund arising during its existence or upon its liquidation, whether between unitholders, or between unitholders and the Management Company or the Depositary, shall be subject to the jurisdiction of the competent courts.