CANDRIAM
A NEW YORK LIFE INVESTMENTS COMPANY

PROSPECTUS

Candriam Risk Arbitrage

1 July 2022

I. GENERAL CHARACTERISTICS

Name: Candriam Risk Arbitrage

Legal form of the UCITS: Fonds Commun de Placement (FCP) under French law.

Creation date and anticipated term: Formed on 29/03/1996 for a term of 99 years. The management company was changed from Candriam France to Candriam on 1 July 2022.

Unit	ISIN code	Allocation of distributable income	Currency	Minimum amount of subscription		Original net asset value	Type of subscriber	Foreign exchange risk hedging
				initial *(*)*	subscriptions			
C	FR0000438707	Capitalisation	EUR	None	None	EUR 15,244.90	All subscribers	Cf. risk profile
N	FR0010988055	Capitalisation	EUR	None	None	EUR 1,000.00	Distributors approved by Candriam	Cf. risk profile
U	FR0013251766	Capitalisation	EUR	None	None	150.00 EUR	Life assurance products marketed in Italy	Cf. risk profile
R	FR0013312345	Capitalisation	EUR	None	None	150.00 EUR	Financial intermediaries (including distributors and platforms) which: (i) have different arrangements with their clients for the provision of investment services in connection with the fund, and (ii) as a result of their applicable laws and regulations, are not entitled to receive duties, fees and other monetary benefits from the Management Company in connection with the provision of the above-mentioned investment services.	Cf. risk profile
R2	FR0013251782	Capitalisation	EUR	None	None	150.00 EUR	Management mandates between a client and Belfius Banque in which financial management is delegated to Candriam and for which Belfius Banque does not receive any form of remuneration from a Candriam Group entity	Cf. risk profile
RS	FR0013480332	Capitalisation	EUR	EUR 50,000,000.00	None	1,500.00 EUR	Distributors and intermediaries appointed by the Management Company who will not receive any compensation from the Management Company	Cf. risk profile
Z	FR0013251790	Capitalisation	EUR	None	None	EUR 1,500.00	UCIs approved by the Management Company and managed by a Candriam Group entity.	Cf. risk profile
O	FR0013334554	Capitalisation	EUR	None	None	1,500.00 EUR	Feeder funds managed by OFI Asset Management	Cf. risk profile

I	FR0013353570	Capitalisation	EUR	EUR 250,000.00	None	1,500.00 EUR	All subscribers	Cf. risk profile
I2	FR0013353786	Capitalisation	EUR	EUR 250,000.00	None	1,500.00 EUR	All subscribers	Cf. risk profile
I in USD	FR0013446366	Capitalisation	USD	EUR 250,000.00 or equivalent in USD	None	1,500.00 USD	All subscribers	Full and systematic against the euro

(*)The minimum initial subscription amount will not apply to the Management Company, to Candriam Group entities, and to funds managed by Group entities.

Place where the latest annual and interim reports can be obtained
The latest annual and interim reports will be sent to the unitholder within one week of a request to:

CANDRIAM
SERENITY – Bloc B
19-21 route d'Arlon
L-8009 Strassen (Grand Duchy of Luxembourg)

Candriam – Succursale Française
40, rue Washington
75408 Paris Cedex 08
Tel: 01.53.93.40.00
www.candriam.com
contact: https://www.candriam.fr/contact/

For further clarification, please contact the management company at the address shown above.

Place where latest voting policy can be obtained
The "voting policy" document and the report on the conditions under which the voting rights were exercised can be consulted at the registered office of the management company or sent out to any holder who so requests from:

CANDRIAM
SERENITY – Bloc B
19-21 route d'Arlon
L-8009 Strassen (Grand Duchy of Luxembourg)

Candriam - Succursale Française
40, rue Washington
75408 Paris Cedex 08
Tel: 01.53.93.40.00
Website: www.candriam.com

In order to meet regulatory requirements, the Management Company may, over and above the legal publications, communicate the fund's portfolio composition to certain professional investors

In accordance with the provisions of the French law on the protection of persons with regard to the processing of personal data, and all applicable local laws and regulations, in each case, as amended, revised or replaced (including by operation of EU Regulation 2016/679, "GDPR"), the Management Company collects, stores and processes, by electronic or other means, the personal data of investors for the purpose of providing the services requested by the investors and complying with its legal and regulatory obligations. The personal data processed by the Management Company includes, in particular, the name, contact details (including postal or email address), the tax identification number (TIN), banking details, invested amount and holdings in the fund ("Personal Data"). The investor may at his/her discretion refuse to communicate Personal Data to the Management Company. In this case, however, the Management Company may reject a subscription application for units. Investors are entitled: (i) to consult their Personal Data (including, in certain cases, in a format in widespread use which is machine readable); (ii) to have their Personal Data corrected (if it is incorrect or incomplete); (iii) to have their Personal Data deleted if the Management Company or the fund no longer has a legitimate reason to process it; (iv) to impose a limit on the processing of their Personal Data; (v) to prevent their Personal Data being processed by the Management Company under certain circumstances; and (vi) to file a complaint with the relevant regulator by writing to the Management Company at the address of its registered office. Personal Data is processed, in particular, for the following purposes: processing subscriptions, redemptions and conversions of units and payments of dividends to investors; account administration; client relationship management; performing controls on excessive trading and market timing practices; tax identification as may be required under French or foreign laws and regulations (including laws and regulations relating to FATCA or CRS. CRS is the Common Reporting Standard, an information standard for the automatic exchange of information regarding bank accounts between tax authorities, developed by the OECD and implemented by Directive 2014/107/EU); and compliance with applicable anti-money laundering rules. Personal Data supplied by investors is also processed for the purpose of maintaining the register of unitholders of the fund. In addition, Personal Data may be processed for prospecting purposes. Investors have the right to object to the use of their Personal Data for prospecting purposes by writing to the fund. The Management Company may ask investors for their consent to collect or process their Personal Data on certain occasions, for example, for the purposes of marketing. The investors can withdraw this consent at any time. The Management Company also processes investors' Personal Data where necessary to fulfil its contract with the investors in question, or when required by law, such as if the fund receives a request from law enforcement or other government officials. The Management

Company also processes investors' Personal Data when this is in its legitimate interests to do this and when these interests are not overridden by investors' data protection rights. For example, there is a legitimate interest in ensuring the effective operation of the fund.

Personal Data may be transferred to affiliates and third-party entities supporting the activities of the fund which include, in particular, the Management Company, administrator, depositary, transfer agent and distributors that are located in the European Union. Personal Data may also be transferred to entities which are located in countries outside the European Union and whose data protection laws do not necessarily guarantee an adequate level of protection. When subscribing for units, all investors expressly agree to the transfer and processing of their Personal Data to and by such entities, including those located outside the European Union, and in particular in those countries which do not necessarily guarantee an adequate level of protection. The Management Company or the fund may also transfer Personal Data to third parties such as governmental or regulatory bodies, including tax authorities, in or outside the European Union, in accordance with applicable laws and regulations. In particular, such Personal Data may be disclosed to the French tax authorities, which may in turn, acting as the data controller, disclose it to foreign tax authorities. Investors can obtain more detailed information about how the fund ensures that transfers of Personal Data comply with the GDPR by contacting the fund at the registered office of the Management Company. Personal Data will not be retained for a period longer than necessary for the purpose of the data processing, subject to applicable legal minimum retention periods.

Management Company:
CANDRIAM
Approved by the CSSF on 1 April 2004 as a UCITS management company under the number S00000626 and registered since 3 July 2014 as an AIFM under the number A00000634
SERENITY – Bloc B
19-21 route d'Arlon
L-8009 Strassen (Grand Duchy of Luxembourg)

Financial management is performed directly by CANDRIAM and/or by one or more of its branches, namely:

Candriam – Succursale Française
40, rue Washington
75408 Paris Cedex 08

Candriam – Belgian Branch
Avenue des Arts 58
1000 Brussels (Belgium)

Depositary – custodian:
CACEIS BANK
Société Anonyme (Public Limited Company)

Registered office:	89-91 rue Gabriel Péri 92120 Montrouge
Postal address:	12, Place de Etats-Unis CS 40083 – 92549 Montrouge CEDEX

Principal activity: Bank and investment services provider authorised by CECEI on 1 April 2005.

The duties of the depositary, as defined in the applicable regulations, include the safekeeping of assets, compliance oversight of the Management Company's decisions, and liquidity monitoring of the FCP.

The depositary is independent of the Management Company.

A description of delegated safekeeping functions, the list of delegates and sub-delegates of CACEIS Bank, and information about potential conflicts of interest arising from these delegations are available on the CACEIS website – www.caceis.com

Up-to-date information is available to investors on request.

Auditors:
PRICEWATERHOUSECOOPERS Audit

Registered office and postal address:	63, rue de Villiers 92200 Neuilly Sur Seine
Signatory:	Amaury Couplez

Delegates:
Fund administration and accounting:
CACEIS Fund Administration

Registered office:	89-91 rue Gabriel Péri 92120 Montrouge
Postal address:	12, Place de Etats-Unis CS 40083 – 92549 Montrouge CEDEX

The fund's liabilities are managed by**:**
CACEIS BANK
Société Anonyme (Public Limited Company)

Registered office:	89-91 rue Gabriel Péri 92120 Montrouge
Postal address:	12, Place de Etats-Unis CS 40083 – 92549 Montrouge CEDEX

The Management Company CACEIS Bank is responsible, by delegation of the Management Company, for managing the liabilities of the FCP, including the centralisation and processing of subscription and redemption orders for units of the FCP.

Up-to-date information is available to investors on request.

Marketing agents:
CANDRIAM
SERENITY – Bloc B
19-21 route d'Arlon
L-8009 Strassen (Grand Duchy of Luxembourg)

and/or by the branches of CANDRIAM.

As the fund is admitted to Euroclear France, its units may be purchased or redeemed from financial intermediaries that are not known to the Management Company.

Advisers:
None.

Conflicts of interest policy:
The Management Company has and maintains effective organisational and administrative procedures to identify, manage and monitor conflicts of interest.
The Management Company also has a delegate selection and monitoring procedure and a contractual policy designed to prevent all potential conflicts of interest.

1. GENERAL CHARACTERISTICS

Rights attached to the units:
Each unitholder has a right of co-ownership of the fund's assets that is proportional to the number of units held.

Entry in a register or note on liabilities holding arrangements:
The depositary is responsible for liability accounting. Euroclear France is responsible for the administration of the units.

Voting rights:
As the units of an FCP do not carry any voting rights, the decisions are made by the Management Company.

Form of the units:
Bearer shares.

Decimalisation:
Yes, each unit is divided into thousandths.

Closing date:
Last net asset value in December.

Information on the tax regime:
The fund is not subject to corporate income tax. In accordance with the transparency principle, the tax authorities take the view that the holder is the direct holder of a fraction of the financial instruments and cash sums held by the fund. The tax regime applicable to the sums distributed by the fund or to the unrealised or realised capital gains or losses of the fund depends on the taxation provisions applicable to the investor and/or the fund jurisdiction. Investors are recommended to consult an adviser on this matter.

2. SPECIFIC PROVISIONS

Management objective:
In connection with its totally discretionary management, the fund's objective is to seek to outperform the capitalised €STR index for units denominated in EUR and the capitalised Effective Federal Funds Rate for USD units over the minimum recommended investment period.

Benchmark index:
The index used does not explicitly take sustainability criteria into account.
The fund is actively managed and the investment approach implies a reference to an index.

Index name	**Capitalised €STR**. **Capitalised Effective Federal Funds Rate – EFFR or Fed Fund**
Index definition	**€STR**: represents the short-term rate in euros that reflects unsecured overnight borrowing costs in euros for banks in the euro zone. Effective Federal Funds Rate (Interest Rate) - EFFR: the interest rate at which depository institutions lend reserve balances (USD amounts held at Federal Reserve Banks) to each other overnight.
Use of the index	- to compare performance, - to calculate the outperformance fee for some categories of units
Index provider	The €STR index is provided by European Money Markets Institute, which is an entity registered with ESMA in accordance with Article 34 of Regulation (EU) 2016/1011 of the European Parliament and of the Council of 8 June 2016 on indices used as benchmarks in financial instruments and financial contracts or to measure the performance of investment funds and amending Directives 2008/48/EC and 2014/17/EU and Regulation (EU) No 596/2014. It is available from https://www.emmi-benchmarks.eu. The EFFR index is provided by the Federal Reserve Bank of New York (New York Fed) It is available from: https://apps.newyorkfed.org/markets/autorates/fed%20funds
	The Management Company has adopted robust written plans to cover the cases where the publication of the benchmark index has been stopped or where major changes in that benchmark have occurred. The Management Company, based on these plans, may choose another benchmark, if appropriate. Any such change of benchmark will be reflected in an updated prospectus. Such plans are available free of charge, upon request, at the registered office of the Management Company.

Investment strategy:

- **Strategies used:**

The fund's management strategy aims to outperform the EONIA for units denominated in EUR and the FED FUND for USD units over the recommended investment period, mainly through the use of arbitrage strategies in so-called "special situations", mostly involving European and North American equities. The fund's risk management approach aims to limit volatility (to less than 5%).

The portfolio is managed based on two focal points:
- Dynamic strategy,
- Portfolio fund management strategy.

This fund does not particularly take into account an analysis of ESG aspects, and more precisely it does not have sustainable investment as its objective and does not specifically promote environmental and/or social characteristics, as described in the SFDR Regulation.

The fund does not systematically take into account the principal adverse impacts on sustainability for one or more of the following reasons:
- All or some of the issuing companies do not provide sufficient PAI data,
- The PAI element is not considered to be a predominant element in the fund's investment process,
- The fund uses derivative products for which the processing of PAI elements has not yet been defined and standardised".
- The underlying funds might not take account of the principal adverse impacts on sustainability factors as defined by the Management Company.

The investment strategy excludes companies that are significantly exposed to controversial activities (notably tobacco, thermal coal and weapons, etc.). The strategy does not invest in companies that produce, use or hold anti-personnel landmines, cluster bombs, depleted uranium, chemical, biological or white phosphorus weapons.
These exclusions are applicable to direct line investments of which Candriam is the Management Company.

Under certain conditions, the analysis and selection process may also be accompanied by a dialogue with the companies.
Details of Candriam's exclusions policy and company engagement policy are available on the Management Company's website at:
https://www.candriam.com/4b0e56/siteassets/medias/publications/brochure/corporate-brochures-and-reports/engagement-policy/candriam_engagement_policy.pdf
https://www.candriam.com/siteassets/medias/publications/sri-publications---candriam-policies/exclusion-policy.pdf

Alignment with the Taxonomy
For the funds which do not have sustainable investment as their objective and which do not specifically promote environmental and/or social characteristics, the investments underlying this financial product do not take into account the EU criteria for environmentally sustainable economic activities.
For more details please see the transparency code on the Management Company's website:
https://www.candriam.com/en/private/market-insights/sri-publications/#transparency

1. Dynamic strategy

The investment strategy is an alternative management strategy referred to as "special situations". According to this methodology, the main investment parameter is whether or not any event occurs that is likely to create a discontinuity in the price of a given asset.
The fund invests in all geographical areas, focusing on Europe and North America.

The assets considered are mainly equities, convertible bonds and/or derivatives.

Each special situation is analysed so as to identify the investment opportunity offering the optimum risk/return ratio in relation to that special situation in the portfolio, irrespective of the sector.
These special situations consist of any type of event that may create discontinuity in the price of an asset.

The fund is invested mainly in the declared cash or share tender offers segment: the strategy for this segment consists in buying or selling the selected assets of companies involved in a cash or share tender offer transaction in order to benefit from the transaction.
The main risk here is whether or not the transaction will be completed. This strategy may be implemented, for example, by buying or selling shares in the companies involved in a merger or acquisition. Mergers and acquisitions impact on all asset classes, making it possible for the management team to benefit from the transaction via products other than equities.

To a lesser extent, other special situations may be included such as demergers, changes in share ownership, changes in capital structure, management and strategy changes etc. Regulatory events are also considered, as are any developments within a sector which would result in a new strategic positioning of the players in that sector.

There is no exhaustive list of special situations: any type of event that may create a discontinuity in the price of an asset is a special situation.

This strategy consists in buying or selling a security in order to benefit from an event, while hedging systemic market risk in the most appropriate way (for example, if the situation from which the management team wishes to benefit consists in buying a security, the market risk could be hedged by selling another equity in the same sector, or by using derivatives).

Exposure to any given event may be achieved by means of either securities or forward financial instruments.

Investment opportunities may be identified at two levels:
(i) By monitoring all equity financing operations announced or under consideration,
(ii) By monitoring sectors and companies using a theme-based approach (regulatory changes, changes in share ownership, balance sheet restructuring, etc.) in order to identify opportunities ahead of announcements

The selection of positions is discretionary. It is based on an analysis in order to determine the yield/risk pairing for each situation. The positions offering the best yield/risk pairing in line with the fund's objective and which meet the total risk criteria of the portfolio are then added to the portfolio.

The quantification of the risk/return ratio requires a detailed examination of the probability of success of the special situation under consideration.
Lastly, before adding a position to the portfolio, the management team endeavours to identify all the risks associated with that position, the extent to which these risks are compatible with the portfolio and the risks to be hedged where necessary.

2. Portfolio fund strategy

The strategy consists of constructing a diversified portfolio invested in securities issued by private issuers (corporate debt and securities issued by financial institutions), government bonds and other French and foreign money market instruments with a short-term rating of at least A-2, when acquired, (or equivalent) from at least one recognised ratings agency or considered to be of equivalent quality by the Management Company (in particular if there is no rating).
The fund may also make use of efficient portfolio management techniques as described below.
This part of the portfolio represents between 0 and 100% of the fund's net assets.

- **Instruments used:**

1. Equities

These are mainly equities traded on a regulated market in all geographical areas, focusing on European and/or North American regulated markets. Investments will essentially be in large and mid-cap securities. Nevertheless, the asset manager reserves the right to invest up to 30% in companies with a market capitalisation of EUR 250 million or lower.

This part of the portfolio represents between 0 and 100% of the fund's net assets.

2. Debt securities and money market instruments

These are mainly bonds and negotiable debt securities, including *commercial paper*, of all types of issuers with a short-term rating of at least A-2, when acquired, (or equivalent) from at least one recognised ratings agency or considered to be of equivalent quality by the Management Company.
Debt instruments are selected on the basis of an internal analysis of the credit risk. The sale or purchase of a line is therefore not solely based on the rating by the ratings agencies, but in the best conditions compatible with the interests of the holders.

This part of the portfolio represents between 0 and 100% of the fund's net assets.

3. Shares or units in UCITS

In accordance with the applicable laws, the fund may invest up to 10% of its assets in:
- Units or shares in European UCITS which do not hold more than 10% of UCI units,
- Units or shares of European AIFs or foreign investment funds which do not hold more than 10% of UCI units or of foreign investment funds and which meet the three other criteria of the Code Monétaire et Financier.

Within this limit, the fund may invest in ETFs (Exchange Traded Funds) traded on regulated markets.

The UCIs will be managed by Candriam or by an external Management Company.
Investment is for the purpose of diversifying the portfolio and optimising performance.

4. Other assets

The fund may invest up to 10% of its assets in eligible financial securities or money market instruments not traded on a regulated market - that is, subscription warrants and contingent value right (CVR) certificates.

5. Derivative financial instruments**:** Limited by the fund's VaR

Type of derivative instruments

For the purpose of efficiently managing the portfolio, the fund may make use of derivative products such as swaps, futures, options and CDS, warrants etc. arising notably from equity, interest rate and foreign exchange risk.

The fund may also make use of total return swaps or other derivative financial instruments which have the same characteristics, for example contracts for difference, for the purpose of (long or short) exposure, hedging or arbitrage.
The underlying instruments to these operations may be either individual securities, financial indices (equities, indices, volatility etc.) in which the fund may invest in accordance with its investment objectives.
Such transactions may relate to a maximum of 200% of the net assets.
These derivatives may be traded on regulated or over-the-counter markets.

Authorised counterparties.

In over-the-counter operations, counterparties to these transactions are approved by the Management Company's risk management department and, when the transactions are initiated, have a minimum rating of BBB-/Baa3 from at least one

recognised ratings agency or considered to be of equivalent quality by the Management Company (in particular if there is no rating). The counterparties are located in an OECD member country.
Additional information on the one or more counterparties to the transactions is contained in the fund's annual report.

Financial collateral:
Cf. section 10. Management of financial collateral for OTC derivative products and efficient portfolio management techniques.

6. Instruments with embedded derivatives:

As part of its strategy, the portfolio may be invested in convertible bonds up to a limit of 50% of the assets.
It may hold callable and/or puttable bonds, and more generally any financial instrument containing a financial contract.

7. Deposits

The asset manager may make use of cash deposits representing up to 100% of the assets for cash management purposes.

8. Cash borrowing: between 0 and 10%

The fund may temporarily register a debit balance as a result of transactions related to cash flow (investments and divestments in progress, subscription/redemption and purchase/sale transactions, etc.), within a limit of 10% of the assets.

9. Efficient portfolio management technique:

In order to increase its yield and/or reduce its risks, the fund is authorised to make use of the following efficient portfolio management techniques covering transferable securities and money market instruments:

Securities borrowing
For cash management purposes, the fund may use securities borrowing transactions corresponding to up to 100% of the net assets.
The proportion is normally expected to vary between 0 % and 75 %.

Securities lending transactions
The fund may lend the securities in its portfolio to a borrower directly or through a standardised lending system organised by a recognised securities settlement service or a lending system organised by a financial institution that is subject to prudential supervision rules and that specialises in this type of transaction.

The proportion is normally expected to vary between 0 % and 75 %.

Reverse repurchase transactions
The fund may enter into reverse repurchase transactions for which on maturity the seller (counterparty) is required to take back the asset contained in the repurchase agreement and the fund is required to return the asset contained in the reverse repurchase agreement.

Such transactions may relate to a maximum of 100% of the net assets. The proportion is normally expected to vary between 25 % and 75 %.

For the term of the reverse repurchase agreement, the fund may not sell or use the securities which are contained in this agreement as a pledge/collateral unless the fund has other means of coverage.

Repurchase transactions
The fund may enter into repurchase transactions for which on maturity the fund is required to reacquire the asset contained in the repurchase agreement and the seller (counterparty) is required to return the asset contained in the reverse repurchase agreement.

To meet temporary liquidity needs, such transactions may relate to a maximum of 10% of the net assets. The proportion is normally expected to vary between 0 % and 10 %.

The fund must, on expiration of the term of the repurchase agreement, have the necessary assets to pay the agreed return price to the fund.

The use of these transactions must not result in a change in its investment objectives or result in additional risks being taken which exceed its risk profile as defined in the Prospectus.

Associated risks and measures to restrict them.
The risks associated with efficient portfolio management techniques (including collateral management) are identified, managed and restricted by the risk management process. The principal risks are counterparty risk, delivery risk, operational risk, legal risk, custody risk and conflict of interest risk (as defined in the section entitled Risk profile), and such risks are mitigated by the organisation and the procedures defined by the Management Company as follows:

Selection of counterparties and legal framework
Counterparties to these transactions are approved by the Management Company's risk management department and, when the transactions are initiated, have a minimum rating of BBB-/Baa3 from at least one recognised ratings agency or are considered to be of equivalent quality by the Management Company. These counterparties are entities which are subject to prudential supervision. The counterparties are located in an OECD member country. Each counterparty is bound by a contract the clauses of which have been validated by the legal department/risk management department.

Financial collateral
See point 10 entitled *Management of financial collateral for OTC derivative products and efficient portfolio management techniques* below

Restrictions on reinvestment of financial collateral received
See point 10 entitled *Management of financial collateral for OTC derivative products and efficient portfolio management techniques* below

Measures taken to reduce the risk of conflicts of interest
To limit the risk of a conflict of interest, the Management Company has established a process for selecting and monitoring counterparties through committees (reviews) organised by the Risk Management department. In addition, the remuneration of these transactions is in line with market practices in order to avoid any conflict of interest.

Remuneration policy for securities lending activities
Income from securities lending is returned in full to the fund after deduction of costs and direct and indirect operational expenses. The costs and fees paid to the Management Company amount to a maximum of 40% of this income.
During the course of this activity, the Management Company is responsible for concluding securities lending operations and the resulting administrative follow-up, the supervision of activity risks, legal and fiscal monitoring of the activity as well as the hedging of the operational risks stemming from this activity.
The periodic reports contain detailed information on the income from securities lending activities and on the operational costs and fees engendered.

The annual report contains detailed information on the income from securities lending activities and on the operational costs and charges engendered. It also specifies the identity of the entities to which these costs and charges are paid and specifies if they are related to the Management Company and/or the depositary.

Remuneration policy for repurchase agreements
Income from repurchase agreements is paid in full to the fund.

Remuneration policy for securities borrowing activities
Income from securities borrowing activities is paid in full to the fund.

Periodic investor information
Further information on the conditions of application of these efficient portfolio management techniques is contained in the annual and semi-annual reports.

10. Management of financial collateral for OTC derivative products and efficient portfolio management techniques.

Some over-the-counter transactions in financial instruments are covered by a collateralisation policy that has been validated by the risk management department.

General criteria
All collateral to reduce exposure to counterparty risk satisfies the following criteria:
- Liquidity: any collateral received in a form other than cash must have a strong level of liquidity and be traded on a regulated market or within the framework of a multilateral trading system making use of transparent price setting methods such that it can be quickly sold at a price close to the valuation prior to the sale.
- Valuation: the collateral received will be valued on a daily basis and assets with highly volatile prices will only be accepted as collateral if sufficiently prudent safety margins are in place.
- Credit quality of issuers: see point b below.
- Correlation: the financial collateral received must be issued by an entity which is independent of the counterparty and does not have a strong correlation with the counterparty's performance.
- Diversification: the financial collateral must be sufficiently diversified in terms of the countries, markets and issuers (for the net assets). As regards issuer diversity, the maximum exposure to an issuer through the collateral received must not exceed 20% of the net assets of the respective fund. However, this limit is raised to 100% for securities issued or guaranteed by a member state of the European Economic Area (EEA), by its local authorities or by public international bodies to which one or more member states of the EEA belong. These issuers must be highly rated (in other words rated at least BBB-/Baa3 by a recognised ratings agency or regarded as such by the Management Company). If the fund exercises this latter option, it must hold securities belonging to at least six different issues, with securities belonging to the same issue not exceeding 30% of the total amount of the net assets.

The management risks connected with collateral, such as operational and legal risks, must be identified, managed and restricted by the risk management process.

The collateral received may be fully mobilised at any time without reference thereto to the counterparty or the need to obtain its agreement.

Types of authorised collateral
The permitted types of financial collateral are as follows:
- Cash denominated in the reference currency of the fund,
- Highly rated debt securities (rated at least BBB-/Baa3 or equivalent by one of the ratings agencies) issued by public sector issuers from an OECD country (governments, supranational bodies, etc.) and of a minimum issue size of EUR 250 million, and a maximum residual maturity of 25 years,
- Highly rated debt securities (rated at least BBB-/Baa3 or equivalent by one of the ratings agencies) issued by private sector issuers from an OECD country and of a minimum issue size of EUR 250 million, and a maximum residual maturity of 10 years,

• Equities listed or traded on a regulated market of a member state of the European Union or on a stock exchange of a state which is a member of the OECD provided the equities are included in a significant index,
• Shares or units in undertakings for collective investment offering adequate liquidity and investing in money market instruments, highly rated bonds or shares that meet the conditions stated above.

The risk management department of the Management Company may impose stricter criteria in terms of the collateral received and thereby exclude certain types of instruments, certain countries, certain issuers or certain securities.

In the event of materialisation of the counterparty risk, the fund could end up owning the financial collateral received. If the fund may dispose of such collateral at a value corresponding to the value of the loan/assets transferred, it would not bear negative financial consequences. Otherwise (if the value of assets received as collateral fell below the value of the assets loaned/transferred before they could be sold), it would incur a loss equal to the difference between the value of the assets loaned/transferred and the value of the collateral once it is liquidated.

Level of financial collateral received
The level of collateral required for over-the-counter financial instruments and efficient portfolio management techniques is determined by the agreements reached with each of the counterparties taking account, as applicable, of factors such as the nature and the characteristics of the transactions, the quality of credit and of the counterparties, as well as market conditions at the time. The counterparty's exposure which is not covered by collateral will at all times remain below the counterparty risk limits fixed by the regulations.

Discounting policy
The Management Company has put in place a discounting policy suited to each category of assets (depending on the credit quality in particular) received as financial collateral. This policy can be obtained by investors free of charge from the Management Company's registered office.

Restrictions on reinvestment of financial collateral received
Non-cash financial collateral may not be sold or reinvested or pledged.
Financial collateral received in cash can only be deposited with counterparties meeting the above eligibility criteria, invested in highly rated government loans, used for the purpose of reverse repurchase transactions that can be recalled at any time and/or invested in short-term monetary funds, in accordance with the applicable diversification criteria.
Although invested in assets with a low degree of risk, the investments may, nevertheless, contain some limited financial risk.

Safekeeping of collateral
In the event of transfer of ownership, the collateral received will be held by the Depositary or a sub-custodian. In other types of collateral agreement, the collateral may be held by an external depositary subject to prudential supervision which is not connected to the supplier of the financial collateral.
The collateral received may be fully mobilised at any time without reference thereto to the counterparty or the need to obtain its agreement.

Financial collateral in favour of the counterparty
Certain derivatives may initially require collateral to be lodged in favour of the counterparty (cash and/or securities).

Periodic investor information
Further information on the conditions of application of these efficient portfolio management techniques is contained in the annual and semi-annual reports.

11. Valuation

The various transaction types set out in the section entitled Efficient portfolio management technique are valued on a daily basis at cost plus interest. For contracts exceeding three months, the credit spread of the counterparty may be revalued.

Collateral
Collateral received is valued daily by the Management Company and/or the collateral agent. This valuation follows the valuation principles defined in this prospectus, applying the discounts applicable to the instrument type.
Collateral provided is valued daily by the Management Company and/or the collateral agent.

Agreements constituting financial collateral:

Cash overdraft: By way of security against the cash overdraft facility granted by the depositary bank or institution, the fund grants the latter financial collateral in the simplified form laid down in the provisions of articles L.413-7 and thereafter of the Code Monétaire et Financier.

TABLE OF DERIVATIVE INSTRUMENTS

	TYPE OF MARKET		TYPE OF RISK					TYPE OF USE	
	Regulated and/or organised markets	OTC markets	Equity	Interest rates	Foreign exchange	Credit	Other risk(s)	Hedging	Exposure
Futures in									
Equities	x	x	x		x			x	x
Interest rates	x	x		x				x	
Foreign exchange	x	x			x			x	
Indices	x	x	x					x	x
Volatility	x	x					x	x	x
Options in									
Equities	x	x	x		x		x	x	x
Indices	x	x	x		x		x	x	x
Swaps									
Equities		x	x		x			x	x
Interest rates		x		x				x	
Foreign exchange		x			x			x	
Indices		x	x					x	x
Volatility		x					x	x	x
Forward exchange									
Currency(-ies)		x			x			x	
Credit derivatives									
Credit default swaps (CDS)		x				x		x	
i-traxx		x				x		x	

Risk profile:
Your money will be mainly invested in financial instruments selected by the Management Company. These instruments will be subject to market trends and uncertainties.

The fund may be exposed to the following principal types of risk:

Risk of loss of capital**:**
There is no guarantee for investors relating to the capital invested, and investors may not receive back the full amount invested.

Equity risk:
The fund may be exposed to equity market risk through direct investment (through transferable securities and/or derivative products). These investments, which generate long or short exposure, may entail a risk of substantial losses. A variation in the equity market in the reverse direction to the positions can lead to the risk of losses and may cause the net asset value of the fund to fall.
Since the fund may be exposed on an ancillary basis to small- and mid-cap stocks, which are generally more volatile than large-caps, its net asset value may follow the behaviour of these stocks. Since only a limited number of such securities are listed on the stock market, downward market movements tend to be quicker and more pronounced than for large-caps. This may lead to quicker and more significant falls in the net asset value of the UCITS.

Risk arising from cash and share tender offers:
The cancellation of an offer, the extension of deadlines or unfavourable changes in the offer terms may significantly increase the volatility of the companies concerned. The occurrence of these events may cause the net asset value of the UCITS to fall.

Risk arising from the arbitrage strategy:
arbitrage is a technique which consists in benefiting from the differences in prices recorded (or anticipated) between markets and/or sectors and/or securities and/or currencies and/or instruments. If such arbitrage transactions perform unfavourably (a rise in short transactions and/or fall in long transactions), the fund's net asset value may fall.

Liquidity risk:
liquidity risk is defined as that of a position in the fund's portfolio that cannot be sold, liquidated or closed at a limited cost and within a sufficiently short time, thus jeopardizing the fund's ability to comply at any time with its obligations to redeem the shares of investors at their request. On certain markets (in particular emerging and high-yield bonds, equities with low market capitalisation, etc.), the quotation spreads may widen under less favourable market conditions, which could impact on the net asset value when assets are purchased or sold. Furthermore, in the event of a crisis on these markets, the securities could also become difficult to trade.

Risk associated with derivative financial instruments:
financial derivatives are instruments whose value depends on (or is derived from) one or more underlying financial assets (equities, interest rates, bonds, currencies, etc.). The use of derivatives therefore involves the risk associated with the underlying instruments. They may be used for purposes of exposure or hedging against the underlying assets. Depending on the strategies employed, the use of derivative financial instruments can also entail leverage risks (amplifying downward market movements). In a hedging strategy, the derivative financial instruments may, under certain market conditions, not be perfectly correlated to the assets to be hedged. With options, an unfavourable fluctuation in the price of the underlying assets could cause the fund to lose all of the premiums paid. OTC financial derivatives also entail a counterparty risk (though this may be attenuated by the assets received as collateral) and may involve a valuation risk or a liquidity risk (difficulty selling or closing open positions).

Counterparty risk:
the fund may use OTC derivative products and/or efficient portfolio management techniques. These transactions may cause a counterparty risk, i.e. losses incurred in connection with commitments contracted with a defaulting counterparty.

Interest rate risk:
A change in interest rates, resulting notably from inflation, may cause a risk of losses and reduce the net asset value of the fund (particularly in the event of a rate increase if the fund has a positive rate sensitivity and in the event of a rate decline if the fund has a negative rate sensitivity). Long term bonds (and related derivatives) are more sensitive to interest rate variations.
A change in inflation, in other words a general rise or fall in the cost of living, is one of the factors potentially affecting interest rates and consequently the NAV.

Credit risk:
Risk that an issuer or a counterparty will default. This risk includes the risk of changes in credit spreads and default risk. The fund may be exposed to the credit market and/or specific issuers in particular whose prices will change based on the expectations of the market as regards their ability to repay their debt. The fund may also be exposed the risk that a selected issuer will default, i.e. will be unable to honour its debt repayment, in the form of coupons and/or principal. Depending on whether the fund is positively or negatively positioned on the credit market and/or some issuers in particular, an upward or downward movement respectively of the credit spreads, or a default, may negatively impact the net asset value.

Foreign exchange risk:
Foreign exchange risk derives from the fund's direct investments and its investments in forward financial instruments, resulting in exposure to a currency other than its valuation currency. Changes in the exchange rate of this currency in relation to that of the fund may negatively affect the value of assets in the portfolio.

Volatility risk:
The fund may be exposed (taking directional positions or using arbitrage strategies for example) to market volatility risk and could therefore, based on its exposure, suffer losses in the event of changes in the volatility level of these markets.

Emerging countries risk:
Market movements can be stronger and faster on these markets than on the developed markets, which could cause the net asset value to fall in the event of adverse movements in relation to the positions taken. Volatility may be caused by a global market risk or may be triggered by the vicissitudes of a single security. Sectoral concentration risks may also be prevalent on some emerging markets. These risks may also heighten the volatility. Emerging countries may experience serious political, social, legal and fiscal uncertainties or other events that could have a negative impact on the sub-funds investing in them. In addition, local depositary and sub-custodial services remain underdeveloped in non-OECD countries and emerging countries, and transactions carried out in these markets are subject to transaction risk and custody risk. In some cases, the fund may be unable to recover all or part of its assets or may be exposed to delays in delivery when recovering its assets.

Delivery risk:
the fund may want to liquidate assets which at that time are subject to a transaction with a counterparty. In this case, the fund would recall these assets from the counterparty. Delivery risk is the risk that the counterparty, although contractually obliged, may not be able in operational terms to return the assets quickly enough to allow the fund to honour the sale of these instruments on the market.

Operational risk:
the operational risk is the risk of direct or indirect losses associated with a number of factors (such as human error, fraud and malice, IT system failures and external events, etc.) which may have an impact upon the fund and/or the investors. The Management Company aims to reduce these risks by putting in place controls and procedures.

Custody risk:
the risk of loss of assets held by a depositary as a result of insolvency, negligence or fraudulent action by the depositary or a sub-custodian. This risk is mitigated by the regulatory requirements governing depositary services.

Legal risk:
the risk of litigation of all kinds with a counterparty or a third party. The Management Company aims to reduce these risks by putting in place controls and procedures.

Risk of conflicts of interest:
selection of a counterparty based on reasons other than the sole interest of the fund and/or unequal treatment in the management of similar portfolios could be the main sources of conflicts of interest.

Risk of changes to the benchmark index by the index provider:
Unitholders should note that the benchmark index provider has full discretion to determine and therefore alter the characteristics of the relevant benchmark index for which it acts as sponsor. Under the terms of the licence contract, an index provider may not be required to give licence holders using the relevant benchmark index sufficient notice of changes to the benchmark index. As a result, the Management Company may not be able to inform fund unitholders in advance of changes made by the index provider to the characteristics of the relevant benchmark index.

Sustainability risk:
The sustainability risk refers to any environmental, social or governance-related event or situation that might affect the performance and/or reputation of issuers in the portfolio.
Sustainability risks may be subdivided into three categories:

- Environmental: environmental events may create physical risks for the companies in the portfolio. For example, such events could arise from the consequences of climate change, loss of biodiversity, changes in ocean chemistry, etc. Apart from these physical risks, the companies could be negatively impacted by mitigation measures taken to address environmental risks (such as a carbon tax). These mitigation risks could affect companies depending on their exposure to the above risks and how well they adapt to them.
- Social: refers to the risk factors linked to human capital, the supply chain and the way companies manage their impact on society. Issues around gender equality, remuneration policies, health and safety and the risks associated with working conditions in general all fall within the social dimension. The social dimension also includes risks of violation of human rights or labour rights in the supply chain.
- Governance: these aspects are linked to governance structures, for example the independence of the board of directors, management structures, labour relations, remuneration and compliance, or tax practices. The thing that governance risks have in common is that they are due to inadequate oversight of the company and/or the lack of incentive for the company to move towards higher governance standards.

The sustainability risk may be specific to the issuer, depending on its activities and practices, but may also be due to external factors. If an unforeseen event occurs in a specific issuer such as a strike or more generally an environmental disaster, the event could have a negative impact on portfolio performance. In addition, issuers which adapt their activities and/or policies may be less exposed to the sustainability risk.

Possible mitigation measures to manage risk exposure include the following:

- exclusion of controversial activities or issuers
- exclusion of issuers based on sustainability criteria
- inclusion of sustainability risks when issuers are selected or given weightings in the portfolio
- engagement and sound management of the issuers

Where applicable, these mitigation measures are described in the section in the prospectus describing the investment policy of the fund.

ESG risk:
Our methodology is based on the definition of ESG sector models by our internal ESG analysts. Our research limitations are largely linked to the nature, extent and consistency of the currently available ESG data.

- Nature: certain ESG dimensions lend themselves more to narrative, qualitative information. Such information is subject to interpretation so it introduces a degree of uncertainty into the models.
- Extent: once the ESG dimensions considered by our analysts to be important for each sector have been defined, there is no guarantee that the data will be available for all the companies in that sector. Where possible, we will try to fill in the missing data from our own ESG analysis.
- Uniformity: the different ESG data providers have different methodologies. Even within the same provider, analogous ESG dimensions may be processed differently depending on the sector. This makes it harder to compare data from different providers.

The absence of European-level common or harmonised definitions and labels incorporating ESG and sustainability criteria may give rise to different approaches among the asset managers to fix the ESG objectives and to determine whether these objectives have been achieved by the funds they manage.
Our methodology excludes or limits exposure to the securities of certain issuers for ESG reasons. As a result, it is possible that certain market conditions will generate financial opportunities that the sub-fund is unable to benefit from.

Guarantee or protection:
None

Type of subscriber/profile of the typical investor:

C units	All subscribers with no minimum initial subscription
N units	Distributors approved beforehand by Candriam with no minimum initial subscription.
U units	Life assurance products marketed in Italy.
R units	Financial intermediaries (including distributors and platforms) which: (i) have different arrangements with their clients for the provision of investment services in connection with the fund, and (ii) as a result of their applicable laws and regulations, are not entitled to receive duties, fees and other monetary benefits from the Management Company in connection with the provision of the above-mentioned investment services.
R2 units	Management mandates between a client and Belfius Banque in which financial management is delegated to Candriam and for which Belfius Banque does not receive any form of remuneration from a Candriam Group entity.
RS units	Distributors and intermediaries appointed by the Management Company who will not receive any compensation from the Management Company
Z units	UCIs approved by the Management Company and managed by a Candriam Group entity.
O units	Feeder funds managed by OFI Asset Management
I units	All subscribers with a minimum initial subscription of EUR 250,000.00.
I2 units	All subscribers with a minimum initial subscription of EUR 250,000.00.
I in USD units	All subscribers with a minimum initial subscription of EUR 250,000.00 or equivalent in USD.

In view of the instruments and strategies used, Candriam Risk Arbitrage is aimed at investors who are aware of the risks arising from arbitrage strategies, and particularly those referred to as “special situations”, as well as investing in equity markets, and, accepting these risks, wish to achieve earnings on their invested capital over the recommended investment period.

The amount it is reasonable to invest in this UCITS depends on the investor’s personal circumstances. In order to determine this, you need to take account of your personal wealth/assets, your present requirements and in 18 months, but also whether you wish to take risks or, conversely, prefer to make a cautious investment. Investors are also strongly advised to diversify their investments sufficiently so as not to be exposed solely to the risks of this UCITS.

The minimum recommended investment period is 18 months.

The units of this fund are not and will not be registered in the United States in accordance with the U.S. Securities Act of 1933 as amended ("1933 Securities Act") and are not and will not be eligible under any law of the United States. These units may not be offered, sold or transferred to the United States (including its territories and possessions) or directly or indirectly benefit any U.S. Person (as defined in Regulation S of the 1933 Securities Act and equivalents and Rule 4.7. of the Commodity Exchange Act). Subscribers to units of the fund may be required to certify in writing that they are not U.S. Persons. Unitholders are required to notify the Management Company immediately in the event that they become U.S. Persons and will be required to dispose of their units to non-U.S. Persons. The Management Company reserves the right to redeem any unit that is or becomes the direct or indirect property of a U.S. Person or any holding of units by any person which is illegal or detrimental to the interests of the fund.
However, notwithstanding the foregoing, the FCP reserves the right to make a private placement of its shares to a limited number of U.S. Persons to the extent permitted under applicable U.S. law.
In addition, financial institutions which do not comply ("non compliant") with the FATCA programme (FATCA stands for the U.S. Foreign Account Tax Compliance Act), as included in the Hiring Incentives to Restore Employment Act (the "HIRE Act"), and its application measures, including the analogous provisions adopted by partner countries which have signed an "Intergovernmental Agreement" with the United States, must expect to be forced to have their units redeemed when the programme comes into force.

Units of the fund may not be offered, sold or transferred to a U.S. employee benefit plan subject to the U.S. Employee Retirement Income Security Act of 1974, as amended ("ERISA") or any other U.S. employee benefit plan or U.S. individual retirement account or arrangement ("IRA") and may not be offered, sold or transferred to a fiduciary or any other person or entity acting on behalf of the assets of a U.S. employee benefit plan or IRA (collectively, a "U.S. benefit plan investor"). Subscribers to units of the fund may be required to certify in writing that they are not U.S. benefit plan investors. Unitholders are required to notify the fund immediately in the event that they are or become U.S. benefit plan investors and will be required to dispose of their units to non-U.S. benefit plan investors. The fund reserves the right to redeem any units which are or become owned, directly or indirectly, by a U.S. benefit plan investor. However, notwithstanding the foregoing, the fund reserves the right to make a private placement of its units with a limited number of U.S. benefit plan investors, to the extent permitted under applicable U.S. law.

Methods for determining and allocating distributable amounts:

All the fund's distributable amounts are fully capitalised.

Share or unit currencies:

Unit	ISIN code	Allocation of distributable income	Currency	Minimum amount of subscription		Original net asset value	Type of subscriber	Foreign exchange risk hedging
				initial *(*)*	subscriptions			
C	FR0000438707	Capitalisation	EUR	None	None	EUR 15,244.90	All subscribers	Cf. risk profile
N	FR0010988055	Capitalisation	EUR	None	None	EUR 1,000.00	Distributors approved by Candriam	Cf. risk profile
U	FR0013251766	Capitalisation	EUR	None	None	150.00 EUR	Life assurance products marketed in Italy	Cf. risk profile
R	FR0013312345	Capitalisation	EUR	None	None	150.00 EUR	Financial intermediaries (including distributors and platforms) which: (i) have different arrangements with their clients for the provision of investment services in connection with the fund, and (ii) as a result of their applicable laws and regulations, are not entitled to receive duties, fees and other monetary benefits from the Management Company in connection with the provision of the above-mentioned investment services.	Cf. risk profile
R2	FR0013251782	Capitalisation	EUR	None	None	150.00 EUR	Management mandates between a client and Belfius Banque in which financial management is delegated to Candriam and for which Belfius Banque does not receive any form of remuneration from a Candriam Group entity	Cf. risk profile
RS	FR0013480332	Capitalisation	EUR	EUR 50,000,000.00	None	1,500.00 EUR	Distributors and intermediaries appointed by the Management Company who will not receive any compensation from the Management Company	Cf. risk profile
Z	FR0013251790	Capitalisation	EUR	None	None	EUR 1,500.00	UCIs approved by the Management Company and managed by a Candriam Group entity.	Cf. risk profile
O	FR0013334554	Capitalisation	EUR	None	None	1,500.00 EUR	Feeder funds managed by OFI Asset Management	Cf. risk profile
I	FR0013353570	Capitalisation	EUR	250,000.00	None	1,500.00 EUR	All subscribers	Cf. risk profile
I2	FR0013353786	Capitalisation	EUR	250,000.00	None	1,500.00 EUR	All subscribers	Cf. risk profile
I in USD	FR0013446366	Capitalisation	USD	EUR 250,000.00 or equivalent in USD	None	1,500.00 USD	All subscribers	Full and systematic against the euro

(*) The minimum initial subscription amount will not apply to the Management Company, to Candriam Group entities or funds managed by Group entities.

Subscription and redemption arrangements:

Orders are executed as shown in the table below:

¤ All units except O units

Business day D	Business day D	D NAV calculation day	Business day D+1	Business day D+1	Business day D+3	Business day D+3
Centralisation of subscription orders before midday[1]	Centralisation of redemption orders before midday[1]	Order execution on D at the latest	NAV calculation	NAV publication	Subscription settlement	Redemption settlement

[1]Unless a different period is agreed with your financial institution.

¤ O units:

Business day D	Business day D	D NAV calculation day	Business day D+1	Business day D+1	Business day D+3	Business day D+3
Centralisation of subscription orders before 1 p.m.[1]	Centralisation of redemption orders before 1 p.m.[1]	Order execution on D at the latest	NAV calculation	NAV publication	Subscription settlement	Redemption settlement

[1]Unless a different period is agreed with your financial institution.

Subscriptions and redemptions for all units may be made in amounts, in a whole number of units or a fraction of a unit, each unit being divided into thousandths.
For the O units, the first subscription can be made by transferring securities.

Subscription and redemption orders are centralised by CACEIS Bank, at the following address:
CACEIS BANK
Registered office: 89-91 rue Gabriel Péri - 92120 Montrouge
Postal address: 12, Place de Etats-Unis - CS 40083 – 92549 Montrouge CEDEX

Investors should note that orders sent to marketing agents other than the institutions set out above must take account of the fact that these marketing agents are subject to the order centralisation cut-off time imposed by CACEIS Bank. As a result, these marketing agents may impose their own cut-off time, earlier than the one stated here, in order to allow time to send the orders to CACEIS Bank.

Frequency of net asset value calculation:
Daily.
On every trading day on the Paris Stock Exchange, except for French public holidays.

Additional information
The place of publication of the net asset value is the premises of the Management Company. The prospectus of the UCI, the latest annual reports and the asset breakdown will be sent to the unitholder within eight business days of a written request addressed to:

CANDRIAM
SERENITY – Bloc B
19-21 route d'Arlon
L-8009 Strassen (Grand Duchy of Luxembourg)

Candriam, Succursale Française
40, rue Washington
75408 Paris Cedex 08
Tel: 01.53.93.40.00
www.candriam.com
contact: https://www.candriam.fr/contact/

Charges and fees:

Subscription and redemption fees:
Subscription and redemption fees are added to the subscription price paid by investors or deducted from the redemption price. The fees paid to the UCITS are used to offset the fees incurred by the UCITS in order to invest or divest the assets allocated. Fees not retained are returned to the Management Company, marketing agent, etc.

Maximum charges payable by investors and collected upon subscription or redemption*	Calculation basis	Rate incl. taxes max.
Subscription fee not paid to the UCITS	NAV x number of units	C unit: 1.00% N units: None U units: 1.00% R units: 1.00% R2 units: 1.00% RS units: 1.00% Z units: None O units: None I and I in USD units: 1.00% I2 units: 1.00%
Subscription fee paid to the UCITS	NAV x number of units	None
Redemption fee not paid to the UCITS	NAV x number of units	C unit: 1.00% N units: None U units: 1.00% R units: 1.00% R2 units: 1.00% RS units: 1.00% Z units: None O units: None I units: 1.00% I2 units: 1.00%
Redemption fee paid to the UCITS	NAV x number of units	None

** Exemption conditions: subscription preceded by redemption on the same day for the same number of units, based on the same net asset value and by the same holder.*

Operating and management charges:
These cover all the costs billed directly to the UCITS apart from the transaction fees. Transaction charges include intermediary charges (brokerage, stock exchange duties, etc.) and any turnover fees, where applicable, which may be collected in particular by the depositary and the Management Company.

In addition to the operating and management charges, there may be:

- Outperformance fees. These are paid to the Management Company if the UCITS outperforms its objectives. They are therefore billed to the UCITS,
- Transfer fees billed to the UCITS.

Charges billed to the FCP	Calculation basis	Rate/amount incl. taxes*
Financial management charges and administration charges external to the Management Company	Net assets	C units: Maximum 0.80% N units: maximum 1.20% * U units: Maximum 0.60% R units: Maximum 0.70% R2 units: Maximum 0.35% RS units: Maximum 0.40% Z units: Maximum 0.25% O units: Maximum 0.60% I and I in USD units: Maximum 0.60% I2 units: Maximum 0.80%
Maximum indirect charges (fees and management charges)	Net assets	Not significant **
Turnover fees collected by the depositary	Levied on each transaction	Maximum EUR 80/transaction***
Outperformance fee	Net assets	20% of performance above the capitalised €STR consisting of a high water mark and a hurdle (see below) for all units except O units and I2 units for which there is no outperformance fee 20% of performance above the capitalised EFFR consisting of a high water mark and a hurdle (see below) for the I in USD units

**Since the Management Company has opted out of VAT, these fees are charged excluding VAT and their amount including taxes is equal to their amount excluding taxes.*
*** The fund invests a maximum of 10% in UCIs.*
**** Maximum amount that varies according to the instruments used.*

Research costs:
The costs relating to research as described in article 314-21 of the General Regulation of the AMF may be billed to the UCITS.

Not included in the categories of charges set out above:
- contributions owed for management of the UCITS pursuant to d), 3°, II of article L. 621-5-3 of the code monétaire et financier;
- exceptional and non-recurrent taxes, duties and other government fees (relating to the UCITS),
- exceptional and non-recurrent costs in connection with debt collection (e.g. Lehman) or to proceedings in order to exercise a right (e.g. class action lawsuit).

Information about these costs is subsequently also set out in the annual report of the UCITS.

Methods of calculating and sharing remuneration from temporary acquisitions and disposals of securities (efficient portfolio management techniques):
These transactions, if carried out, must be conducted under market conditions. The proceeds of these transactions will be paid in full to the UCITS.

Outperformance fees**:**
For each unit category, the asset manager may be entitled to an outperformance fee based on the outperformance of the net asset value (NAV) in relation to the reference indicator defined below.

Unit	Cap. / Dis.	Currency	ISIN	Outperformance fee	Provisioning rate	Minimum return rate	Model applied
C	Cap.	EUR	FR0000438707	Yes	20%	Capitalised €STR, floored 0	Permanent HWM
N	Cap.	EUR	FR0010988055	Yes	20%	Capitalised €STR, floored 0	Permanent HWM
U	Cap.	EUR	FR0013251766	Yes	20%	Capitalised €STR, floored 0	Permanent HWM
R	Cap.	EUR	FR0013312345	Yes	20%	Capitalised €STR, floored 0	Permanent HWM
R2	Cap.	EUR	FR0013251782	Yes	20%	Capitalised €STR, floored 0	Permanent HWM
RS	Cap.	EUR	FR0013480332	Yes	20%	Capitalised €STR, floored 0	Permanent HWM
Z	Cap.	EUR	FR0013251790	Yes	20%	Capitalised €STR, floored 0	Permanent HWM
O	Cap.	EUR	FR0013334554	N/A	N/A	N/A	N/A
I	Cap.	EUR	FR0013353570	Yes	20%	Capitalised €STR, floored 0	Permanent HWM
I2	Cap.	EUR	FR0013353786	N/A	N/A	N/A	N/A
I in USD	Cap.	USD	FR0013446366	Yes	20%	Capitalised FED FUND, floored 0	Permanent HWM

Benchmark index

The reference indicator is made up of the two following elements:

- A high water mark (HWM) corresponding to a first reference asset based on the highest NAV achieved at the end of a financial year from 31/12/2021.

The initial HWM corresponds to the NAV of 31/12/2021. If a new unit category is activated subsequently or a pre-existing unit category is reactivated, the initial NAV of this new unit at (re)launch will be used as the initial HWM.

- A hurdle corresponding to a second reference asset based on a theoretical investment of assets at the minimum rate of return which increases the subscription totals and proportionally reduces the redemption totals. If this minimum rate of return is negative, the rate of 0% is used to determine the hurdle rate.

Using a HWM guarantees that unitholders will not be billed for an outperformance fee while the NAV remains below the highest NAV achieved at the end of a financial year from 31/12/2021.

This variable remuneration aligns the interests of the asset manager with those of the investors and is a link with the FCP's risk/return ratio.

Method for calculating the outperformance fee

As the NAV is different for each unit category, the outperformance fees are calculated independently for each unit, producing fees of different amounts.
The outperformance fee is calculated with the same frequency as the NAV calculation.

The outperformance fee is included in the NAV calculation.

If the NAV upon which fee calculation is based, in other words the NAV after the outperformance fee on redemptions but excluding the outperformance fee on units still in circulation, is greater than the two components of the reference indicator (HWM and hurdle), this constitutes an outperformance.

The smaller of these two outperformances is the basis of calculation for the provision for an outperformance fee in line with the provisioning rate of this outperformance as set out in the table below (the "Provisioning rate").

In the event of underperformance in relation to one of the two components of the reference indicator, the outperformance fee is reversed in line with the provisioning rate of this underperformance. Nevertheless, the accounting provision for the outperformance fee will never be negative.

When a dilution adjustment is applied to the NAV, it is excluded from the outperformance fee calculation.

In the case of unit categories with distribution rights, any distributions of dividends will have no effect on the outperformance fee of the unit category.
For each unit category denominated in the currency of the fund, outperformance fees are calculated in this currency, whereas for unit categories denominated in another currency, whether or not they are currency hedged, the outperformance fees will be calculated in the currency of the unit category.

Reference period

In general, the outperformance fee is calculated for each 12 month period corresponding to the financial year. This period is regarded as the reference period for calculation of the outperformance fee.
In the case of activation or reactivation of a unit category, the first crystallisation of performance fees for this unit category cannot take place (apart from redemptions) until the end of the financial year following the financial year during which the unit category was (re)activated.

Crystallisation

Any positive outperformance fee is crystallised:

- at the end of each reference period,
- at the time of each net redemption identified on each NAV calculation, in proportion to the number of units redeemed. In this case, the outperformance fee provision will be reduced by the amount crystallised in this way,
- if applicable, on the closing date of a unit category during the reference period.

In addition, and in accordance with the rules, an outperformance fee may be crystallised:

- in the event of merger/liquidation of the fund/unit category during the reference period,

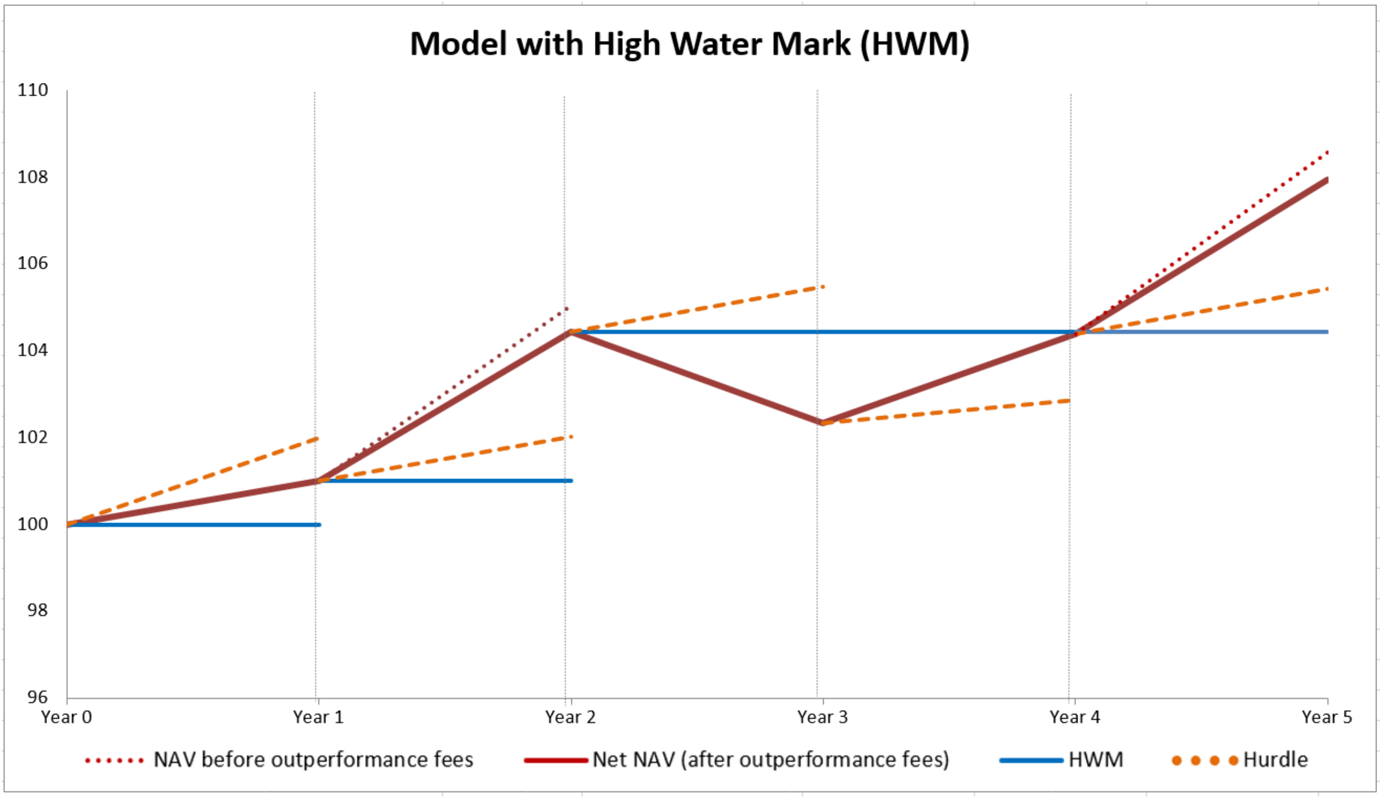
if the outperformance mechanism changes

Clawback of negative performances

In the event of negative performance during the reference period, the underperformance will be carried over to the following reference period. The HWM will in this case remain identical to that of the previous period.

As for the hurdle, it is reinitialised at the start of each period regardless of whether an outperformance fee has been crystallised or not

Examples illustrating the outperformance fee model applied



Year 1: The NAV is higher than the high water mark but lower than the hurdle. **No performance fee is paid. The HWM is adjusted.**
Year 2: The NAV at the end of the period is higher than the high water mark and the hurdle. **An outperformance fee is paid. The HWM is adjusted.**
Year 3: The NAV at the end of the period is lower than the high water mark and the hurdle. **No performance fee is paid. The HWM does not change.**
Year 4: The NAV at the end of the period is higher than the hurdle but not higher than the high water mark.
No performance fee is paid. The HWM does not change.
Year 5: The NAV at the end of the period is higher than the high water mark and the hurdle. **An outperformance fee is paid. The HWM is adjusted.**

	Year 0	Year 1	Year 2	Year 3	Year 4	Year 5
NAV - Start of period	0	100	101	104.4	102.3	104.4
Return of the share class (after charges)		1%	4%	-2%	2%	4%
NAV - End of period (before outperformance fees)	100	101	105	102.3	104.4	108.6
Hurdle - Start of period		100	101	104.4	102.3	104.4
Hurdle return (0% if negative)		2%	1%	1%	0.5%	1%
Hurdle - End of period	100	102	102	105.5	102.9	105.4
HWM - Start of period		100	101	104.4	104.4	104.4
Share class outperformance		0.0	3.03	0.0	0.0	3.1
Outperformance fee due		NO	YES	NO	NO	YES
Commission de surperformance (20%)		0.0	0.61	0.0	0.0	0.63
Net NAV - End of period (after outperformance fees)	100	101	104.4	102.3	104.4	107.9
HWM - End of period	100	101	104.4	104.4	104.4	107.9

The performance graphics and performance fee tables presented in this document are simulations and/or are based solely on assumptions. They cannot be considered to be reliable indicators of future performance. They are in no way a guarantee that the fund will achieve or will be likely to achieve performances or receive performance fee amounts similar to those presented.

Subscribers may at any time obtain details from the asset manager regarding the methods for calculating the variable management fees. The total amount of the variable management fees will appear in the FCP's annual report.

Procedure for selecting intermediaries**:**
Candriam selects intermediaries to which it sends orders for execution for the major classes of financial instruments (bonds, shares, derivative products). The selection is mainly based on the intermediary's execution policy and subject to the "Selection policy for financial intermediaries to which Candriam sends orders for execution on behalf of the UCIs it manages".
The main execution factors considered are: price, cost, speed, probability of execution and settlement, size and type of order.
In application of the broker and counterparty selection and evaluation procedure and at the request of the asset manager, Candriam's Broker Review approves or refuses any new broker application.
Therefore pursuant to this policy, a list by type of instruments (shares, interest rates, money market, derivatives) of the authorised brokers and a list of the authorised counterparties are kept.
Furthermore, on a periodic basis and as part of the Broker Review, the list of approved brokers is reviewed so as to evaluate them on the basis of various filters and make any appropriate and necessary changes.

III. MARKETING INFORMATION

Circulation of information on the UCITS

Any information about the FCP can be requested directly from:

CANDRIAM
SERENITY – Bloc B
19-21 route d'Arlon
L-8009 Strassen (Grand Duchy of Luxembourg)

Candriam - Succursale Française
40, rue Washington
75408 Paris Cedex 08
Tel: 01.53.93.40.00

Website: www.candriam.com

Past performance data in relation to the reference indicator is available in the KIID of the fund unit, which can be consulted on the Management Company's website.

Unit redemptions or repurchases

FCP subscription and redemption applications are centralised at:
Depositary – custodian:

CACEIS BANK
Société Anonyme (Public Limited Company)
Registered office: 89-91 rue Gabriel Péri
92120 Montrouge

Environmental, social and governance quality criteria (ESG)

Information on inclusion or non-inclusion of environmental, social and governance quality criteria in the investment policy is available on the website www.candriam.com and will be included in the annual report where applicable.

IV. INVESTMENT RULES

The UCITS will comply with the regulatory ratios applicable to general UCITS under French law that comply with Directive 2009/65/EC as defined by the Code Monétaire et Financier. The risk diversification rules applicable to this UCITS must be followed at all times. If these limits are exceeded independently of the Management Company or as a result of the exercise of a subscription right, the priority objective of the Management Company will be to rectify the situation as soon as possible, taking into consideration the interests of the unitholders of the UCITS.

V. TOTAL RISK

The total risk of the UCITS is calculated as the absolute VaR. The absolute VaR corresponds to the potential loss in 99% of cases over a period of 20 business days under normal market conditions. The VaR level for a 99% confidence range is below 20%.

The anticipated maximum leverage will be 2 times the net assets. This leverage will be calculated for all derivative instruments according to the nominal method. There may, however, be temporary exposure to a higher leverage.

In addition to the VaR, we calculate a stress test specific to cash or share tender offer transactions in order to quantify the risks associated with the price variations specific to this type of transaction. In most cases, where a company is the subject of a cash or share tender offer, the share price reacts to the offer; it tends to move towards the offer price if the market expects the offer to be successful, and will fall sharply if the market does not expect the offer to be successful. Other events can affect the share price throughout the offer period. For example, a competing offer could be made, the price of the first offer could be increased, the payment method could change, etc. Fluctuations in the share price caused by these types of changes will also impact on the risk associated with each strategy.

VI. REMUNERATION

The Management Company has established a general framework concerning remuneration of its staff, in particular a remuneration policy (the "Remuneration Policy") in compliance with the applicable regulations and the following principles in particular:

The Remuneration Policy is compatible with sound and effective risk management including sustainability risks. It discourages any risk-taking that is inconsistent with the risk profile and the fund regulations. Candriam has designed policies aiming to promote responsible behaviour among personnel, taking account of sustainability-related impacts.

The Remuneration Policy is compatible with the financial strategy, objectives, values and interests of the Management Company, the fund and the investors, and includes measures to avoid conflicts of interest,

Candriam's remuneration structure is linked to a risk-adjusted performance. The evaluation of performance is set in a multi-year framework appropriate to the minimum holding period recommended to unitholders of the fund, in order to ensure that the performance evaluation process is based on the long-term performance of the fund and that the effective payment of the performance-based remuneration elements is spread over the same period,

Candriam aims to ensure that the employees are not encouraged to take inappropriate and/or excessive risks (also concerning sustainability risks) which are incompatible with the risk profile of Candriam and, as applicable, of the funds managed". In addition, when sustainability-related impacts are considered by the fund, Candriam sees to it that the personnel take them fully into account.

The Remuneration Policy therefore ensures that the fixed and variable components of total remuneration are appropriately balanced; that the fixed component of total remuneration is high enough; that the policy concerning variable remuneration elements is sufficiently flexible including the possibility to pay no variable remuneration component.

The details of the updated Remuneration Policy, including the composition of the remuneration committee, a description of how remuneration and benefits are calculated, and how this policy is consistent with the consideration of sustainability risks and impacts, are available from the Management Company's website via this link:
https://www.candriam.com/siteassets/legal-and-disclaimer/external_disclosure_remuneration_policy.pdf

A printed copy is available free of charge on request.

Valuation rules:

Equities, warrants and rights
Equities are valued at the closing price on the various stock exchanges on the reference date.

ETFs and UCIs
ETFs and UCIs are valued at the net asset value representative of the markets on the reference date or in the absence thereof the preceding date.

Bonds
Bonds are valued at the closing price on the basis of contributor prices on the reference date.

Negotiable debt securities and other money market instruments
Negotiable debt securities and other money market instruments are valued using prices calculated on the basis of representative market data on the reference date.

Futures and options on organised markets
These financial instruments are valued at the closing prices on the various markets on the reference date.

Cleared OTC derivatives
These financial instruments are valued at the closing prices set by the CCPs on the reference date.

Spot exchange rates
The spot exchange rates are valued from the market data available from specialised data providers.

Forward exchange
Forward exchange is valued on the basis of the market data available from specialised data providers (spot price, interest rate curve, etc.).

Credit derivatives Credit derivatives are calculated based on models validated by the Management Company, using market data such as the spread curve, interest rate curve, etc., available from specialised data providers. The prices obtained are compared with those of the counterparties.

Vanilla swaps
Uncleared vanilla swaps are calculated based on models validated by the Management Company, using market data such as the interest rate curve, etc., available from specialised data providers.

Other OTC derivatives
Uncleared OTC products are calculated based on models validated by the Management Company, using the market data available from specialised data providers (volatility, interest rate curve, etc.).
The prices obtained from the models are compared with those of the counterparties.

Repurchase and reverse repurchase agreements, lending and borrowing of securities
Repurchase agreements, reverse repurchase agreements and securities borrowing/lending are valued at cost plus interest.
For contracts exceeding three months, the credit spread of the counterparty may be revalued.

Exceptional treatment
Debt securities in which there are not significant amounts of transactions or for which the price is clearly not representative of the market, may be valued on the basis of an estimated method and under the responsibility of the Management Company. In addition, the actuarial method may be used, the rate applied being that for issues of equivalent securities, where applicable, allocated by a differential representative of the intrinsic characteristics of the issuer of the security.
Options in which there are not significant amounts of transactions and/or for which the price is clearly not representative of the market, may be valued on the basis of a method representative of the close of the market at responsibility of the Management Company.

Main sources
The principal specialised data providers for valuations are Bloomberg, IDC, CMA, WMS and Factset. The Management Company may, nevertheless, change these at its own responsibility if it deems appropriate.

Off-balance sheet:

The off-balance sheet commitment relating to interest rate swaps corresponds to the nominal contract value.
The off-balance sheet commitment on French and foreign futures markets is calculated based on the regulations in force:

- Futures: quantity by nominal amount by trading price in the contract currency,
- Options: quantity by delta by unit of trading by price of the underlying in the contract currency.

The off-balance sheet commitment in equity swaps is calculated in accordance with applicable procedures: quantity by price of the underlying in each currency plus or minus interest accrued on the interest rate component.

Accounting method:
The accounting method for recording revenues on financial instruments is the accrued coupon method.

PROSPECTUS UPDATED ON: 01/07/2022