## **ANNUAL REPORT**

Financial year ended on 28 September 2018



# OFI RS EUROPEAN CONVERTIBLE BOND

Sicav

#### Marketer

OFI ASSET MANAGEMENT - 22 rue Vernier - 75017 Paris

#### **Management Company**

OFI ASSET MANAGEMENT - 22 rue Vernier - 75017 Paris

#### **Depositary and Custodian**

CACEIS BANK FRANCE - 1-3 place Valhubert - 75206 Paris CEDEX 13

#### Administrative and accounts management:

CACEIS FUND ADMINISTRATION - 1-3 place Valhubert - 75206 Paris CEDEX 13

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as at 28 September 2018

## Board of Directors of the SICAV OFI RS EUROPEAN CONVERTIBLE BOND

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**Director** Ms Nancy Scribot Blanchet

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Represented by Mr Bruno Dechance

## DRAFT MANAGEMENT REPORT OF THE BOARD OF DIRECTORS OF THE SICAV OFI RS EUROPEAN CONVERTIBLE BOND

Ladies and gentlemen,

We have called this General Meeting, in accordance with the law and the Articles of Association, to report on your company's activity during the financial year ended on 28 September 2018 and to submit the results for your approval.

#### MANAGEMENT DIRECTION

#### Management objective

The objective of the UCITS is to achieve performance above that of its benchmark, by investing the portfolio in European convertible bonds.

#### **Benchmark**

The benchmark is the Thomson Reuters Europe Focus Hedged Convertible Bond Index (EUR), calculated with coupons reinvested. This index is calculated by MACE Advisers, a company in the Thomson Reuters group. It brings together European convertibles satisfying minimum liquidity and balanced (share/bond) risk profile criteria. It is available at <a href="http://thomsonreuters.com/">http://thomsonreuters.com/</a> and via Bloomberg: Code UCBIFX21 Index.

However, the objective of the SICAV is not to reproduce, in one way or another, the performance of this index.

#### Management strategy

As a minimum, 60% of the net assets of the SICAV are invested in European convertible bonds. It will be exposed continuously on one or more European interest rate markets. In addition, the portfolio shall be invested, on a secondary basis, in shares which originate solely from the conversion of bond issues into equity.

Construction and management of the portfolio use three sources of value added: economic and monetary analysis, financial analysis of companies (stock picking and credit picking) and technical analysis (issue prospectuses, volatility) of products. The investment strategy does not envisage any allocation by small / medium / large capitalisations.

The sector-based and geographic allocations of the portfolio stem from a comparative analysis between those on the European share market and those of convertible bond indices. However, it evolves on a discretionary basis, depending on the manager's expectations.

The fundamental analysis of shares and fundamental analysis of credit, along with the analysis of the technical particularities of the products (volatility/convexity, special situations, primary market, issue prospectuses) result in a selection of the underlying assets and subsequently of the products making up the portfolio.

Global exposure to the share and interest rate market is adjusted with futures contracts and share and interest rate index options.

The range of sensitivity to interest rates, within which the UCITS is managed, is between 0 and 5.

The manager complements his study by analysis of extra-financial criteria in order to favour a "Socially Responsible Investment" (SRI) selection of companies in the portfolio.

This study is carried out taking into account Environmental, Social and Governance elements, namely:

- The Environmental dimension: direct or indirect impact of the issuer's activity on the environment: climate change, natural resources, project financing, toxic waste, green products;
- The Social dimension: direct or indirect impact of the issuer's activity on stakeholders: employees, customers, suppliers and civil society, by reference to universal values (notably: human rights, international work standards, environmental impact, prevention of corruption, etc.);
- The Governance dimension: processes as a whole, regulations, laws and institutions influencing the way the company is directed, administered and controlled.

Based on the sector-based reference for key issues, an ESG Score is calculated per issuer, which includes, first, the key issue scores (with a weighting of 70% for Environmental and Social issues and 30% for Governance), any penalties associated with controversies not yet integrated in the scores for key issues and any bonuses associated with analysis of the key issues. This ESG score is calculated out of 1.

The eligible investment universe is defined by the limitation of companies presenting the lowest SRI Scores (established by our SRI Division) of all issuers covered by an ESG analysis (international private issuers, i.e. approximately 2,600 currently):

Maximum weighting of issuers by SRI category: Under supervision: 10% - Uncertain + Under supervision: 25% - Followers + Uncertain + Under supervision: 50%.

The mutual fund adheres to the AFG Eurosif Transparency Code for SRI funds open to the public, available at www.ofi-am.fr.

No particular limit in terms of rating or in terms of duration has been introduced.

The UCITS may use financial contracts, traded on French and foreign regulated and organised and/or OTC markets, in order to cover or expose the portfolio, notably to share and interest rate risks, through the use of instruments such as futures contracts or options.

The manager may take positions with a view to hedging against the credit risk associated with the bonds held in the portfolio. The manager is also authorised to carry out transactions hedging against the foreign exchange risk associated with holding securities denominated in currencies other than the euro (maximum currency exposure of 5%).

#### Risk profile

Investors are mainly exposed to the risks below, this list not being exhaustive.

#### Capital loss risk

The investor is advised that the performance of the UCITS might not conform to their objectives and that their capital might not be returned in full, the UCITS not benefiting from any guarantee or protection of capital invested.

#### Risk associated with the holding of convertible bonds

The UCITS is exposed to convertible bonds; these may show a residual share sensitivity and experience marked fluctuations linked to changes in the prices of the underlying shares. The investor's attention is drawn to the fact that the net asset value of the UCITS will drop in the case of an unfavourable change.

#### Share risk

The UCITS is invested or exposed on one or more share markets which may experience marked variations. The investor's attention is drawn to the fact that variations in the price of the portfolio assets might result in a significant reduction in the net asset value of the UCITS.

#### Interest rate risk

Because of its composition, the UCITS may be subject to an interest rate risk. This risk results from the fact that, in general, the price of debt securities and bonds falls when rates rise. The net asset value may therefore drop if interest rates rise.

#### Credit risk

In the case of downgrading of private or public issuers, or their defaulting, the value of bonds may fall. The occurrence of this risk may result in a drop in the net asset value of the SICAV.

#### Counterparty risk

This is the risk associated with use by the UCITS of futures, OTC instruments and/or resorting to acquisitions and temporary purchase and sale of securities. These transactions concluded with one or more eligible counterparties potentially expose the UCITS to a risk of defaulting of one of these counterparties possibly resulting in failure to pay.

#### High Yield risk

This is the credit risk applied to what are known as "speculative" securities which present probabilities of default higher than those of Investment Grade securities. In return, they offer higher levels of return, but can significantly reduce the net asset value of the UCITS.

#### Foreign exchange risk

This is the risk of foreign currency variation affecting the value of the stocks held by the UCITS. The investor's attention is drawn to the fact that the net asset value of the UCITS will drop in the case of an unfavourable change in the foreign currency rate other than the euro.

#### Risk associated with holding small capitalisations

On account of its management direction, the SICAV may be exposed to small and medium capitalisations which, taking account of their specific characteristics, may present a liquidity risk. On account of the limited size of the market, the evolution of these stocks is more marked in an upward direction than a downward direction and may generate marked fluctuations in the net asset value.

Consequently, the investor may also be exposed to the following risk:

#### Risk associated with investment in certain UCITS

The UCITS may invest in a certain number of UCITS or investment funds (FCPR, FCIMT, FCPI, alternative management UCITS) for which there is a risk associated with alternative management (that is, management decorrelated from any market index). The UCITS is exposed to a liquidity risk or a risk of fluctuation in its net asset value by investing in this type of UCITS or investment.

#### METHOD CHOSEN BY THE MANAGEMENT COMPANY TO ASSESS THE GLOBAL RISK OF THE UCI

The method applied for calculation of the global risk is the probability method.

The commitment is calculated according to the probability method with a VaR at a horizon of one week with a probability of 95%.

This VaR must not exceed 5% of the net assets.

The maximum leverage of the UCITS, given for information only, calculated as the sum of the nominal values of the positions on financial futures instruments used, is 100%. However, the UCITS reserves the option of seeking a higher leverage level, depending on the situation of the markets.

#### INFORMATION RELATIVE TO THE VAR

OFI RS EUROPEAN CONVERTIBLE BOND	VaR Hist 95 1w
Minimum level of VaR	1.17%
Maximum level of VaR	2.67%
Average level of VaR	1.81%

#### CHANGE(S) MADE DURING THE FINANCIAL YEAR

Since the Diversified classification was being removed on 31 December 2017, it no longer features in the prospectus as of 7 December 2017. There was no change regarding the strategy and management rules for the SICAV.

Following that, RC shares were launched on 26 December 2017.

And finally, RF shares were abandoned on 9 March 2018.

#### **FUTURE CHANGE(S)**

Nil.

#### PROCEDURE FOR CHOOSING BROKERS

The OFI Group has introduced a procedure for selection and assessment of market brokers, which makes it possible to select, for each category of financial instruments, the best market brokers and to ensure the quality of execution of orders placed on behalf of our UCIs under management.

The management teams can send their orders directly to the market brokers selected or go through the OFI Group trading desk, OIS.

This service provider handles the receipt and transmission of orders, followed by execution or not, to the market brokers on the following financial instruments: Debt securities, Capital securities, UCI units or shares, Financial contracts.

This service provider's expertise makes it possible to separate the selection of financial instruments (which remains the responsibility of the Management Company) from their trading, whilst ensuring the best execution of orders.

A multi-criteria valuation is carried out on a six-monthly basis by the OFI Group's management teams. Depending on the circumstances, it takes into consideration several or all of the following criteria:

- Monitoring volumes of transactions per market broker;
- analysis of the counterparty risk and how this develops (a distinction is made between "brokers" and "counterparties");
- the nature of the financial instrument, the execution price, where applicable the total cost, the speed of execution and the size of the order;
- Feedback of operational incidents detected by the managers or the Middle Office.

At the end of this valuation, the OFI Group can reduce the volumes of orders entrusted to a market broker or withdraw it temporarily or permanently from its list of authorised service providers.

This valuation can be based on an analysis report provided by an independent service provider.

For the execution of certain financial instruments, the Management Company resorts to commission sharing agreements (CCP or CSA), according to which a limited number of investment service providers:

- provide the order execution service
- collect brokerage costs relating to services of assistance with investment decisions
- pay these costs back to a third party provider of these services

The objective sought is to use, as far as possible, the best service providers in each speciality (execution of orders and assistance with investment/disinvestment decisions).

#### **BROKERAGE FEE**

On the website of the OFI Group, at <a href="https://www.ofi-am.fr/corporate/pdf/info-reglementaire">https://www.ofi-am.fr/corporate/pdf/info-reglementaire</a> politique-selection-execution.pdf you will find all the measures to get to grips with the new regulatory provisions linked to MiFID.

The following address features in particular, the report on brokers' fees in accordance with Article 314-82 of the AMF's General Regulation: https://www.ofi-am.fr/corporate/pdf/info-reglementaire-CR-frais-intermediation.pdf

#### INFORMATION RELATING TO REMUNERATIONS OF THE UCITS

In the context of application of Directive 2014/91/EU of 23 July 2014 (known as UCITS V), the Company has introduced a remuneration policy with the following characteristics:

#### 1) Qualitative elements

The Company's remuneration policy has been drawn up by the OFI Group's Strategic Committee.

The Strategic Committee is made up of representatives of the Company's shareholders. It fixes the remuneration policy and ensures its implementation.

The Company's remuneration policy promotes sound effective risk management in line with, at the same time, the interests of investors, of the Company and of UCI managers, and seeks to reduce potential conflicts of interest between sales personnel and investors. It conforms to the Company's economic strategy, objectives and values.

The fixed remuneration corresponds to the employee's normal pay for the expected work corresponding to his qualification. The variable remuneration takes into account, in particular, the Company's result, its equity requirements and the quality of management and of the service offered to investors.

<u>Staff affected by the remuneration policy</u>: all persons involved in risk-taking in terms of the funds or the Company: directors, managers, CIO, control function managers, personnel who are comparable due to their level of variable remuneration sales personnel.

Assessment of performance and risks: this is carried out depending on the personnel concerned.

The performance of managers and those responsible for management is based on quantitative criteria (classification of each fund in a test universe) and qualitative criteria (achievement of objectives, observation of the risk management policy, compliance with internal regulations or external regulations, management process monitoring, contribution of risk-takers to operational risks).

Regarding directors, the criteria applied relate to the company's global performance (growth in operating profit, achievement of strategic objectives, image, reputation, etc.).

For the control functions, the criteria applied relate to the operational, regulatory and reputational risks.

And lastly, the performance of sales personnel is assessed based on traditional criteria, provided that they do not generate any conflicts of interest with the unitholders: collection, growth in turnover, rate of penetration, campaign successes, new customers, etc.

<u>Variable remuneration budget</u>: based on a global budget, a proportion is allocated to risk-takers, the remainder being allocated to the other personnel concerned. Allocation is then handled by the managers, taking into account the assessment factors described above.

#### Payment procedures and measures for adjusting remuneration:

For those persons whose variable remuneration is less than EUR 200,000 or 30% of the fixed salary, this is paid immediately, and in its entirety in cash.

For other persons, the proportion which is not paid in cash is paid in the form of part payments, thus making it possible to adjust risks between the various parties (UCI, managers and risk-takers): part payments indexed on a specified basket or a global basket.

A proportion (60%) is paid immediately, of which 50% in cash and 10% in indexed part payments, the remaining 40% being paid in the form of part payments, released in equal tranches during the following three years, without any retention period.

This allocation may be revised downwards, depending on changes to the quantitative and qualitative criteria during the following years, according to a notion of malus.

The update of the remuneration policy under Directive 2014/91/EU of 23 July 2014 (known as UCITS V) was validated by the Autorité des Marchés Financiers on 20 June 2017.

#### 2) Quantitative elements

#### Total remunerations allocated by the manager to its staff:

During the 2017 financial year, the total amount of remunerations (including fixed and variable remunerations, deferred and non-deferred) allocated by OFI ASSET MANAGEMENT to all its personnel, i.e. **226 beneficiaries** on 31 December 2017 (\*) amounted to EUR **25,229,708**. This amount is broken down as follows:

- Total fixed remunerations allocated by OFI ASSET MANAGEMENT over the 2017 financial year: **EUR 18,629,708**, **or 73.84%** of the total remunerations allocated by the manager to all its personnel, were allocated in the form of fixed remuneration;
- Total differed and non-differed variable remunerations allocated by OFI ASSET MANAGEMENT over the 2017 financial year:
   EUR 6,600,000, or 26.16% of the total remunerations allocated by the manager to all its personnel, were allocated in this form. All personnel are eligible for the variable remuneration scheme.

Furthermore, no carried interest was paid for the 2017 financial year.

Out of the total remunerations (fixed and variable, deferred and non-deferred) allocated over the course of the 2017 financial year, EUR 2,920,117 related to "Directors and Executives" (16 people on 31 December 2017), EUR 8,081,973 related to "Managers and Administrators" whose activities had a significant impact on the risk profile of the managed funds (80 people on 31 December 2017).

(\*) Average over the year calculated on a prorata temporis basis).

#### MANAGEMENT COMMENTS

Economic and financial context for year September 2017 / September 2018

#### **Economy**

In economic terms, the period has been marked by a global economy which has been sustained overall, with acceleration during the last quarter of 2017, followed by a slight fall-off in momentum in the first part of 2018. However, we note greater disparity in the dynamics, with activity accelerating the US, whilst growth in the eurozone decelerated slightly. Emerging countries proved disappointing.

In the US in fact, growth remained healthy and impressive, the country experiencing already one of the longest growth cycles in history with nearly nine consecutive positive years. Measures to reduce taxes and investment plan measures provided a new boost. In the eurozone, activity remained evenly distributed between countries. It should be noted however, that at the end of the period, intensification of the trade war, initiated by the US, raises doubts about international trade and could ultimately have an impact on prospects for growth. For the time being, growth in the US is expected to reach almost 2.9% and growth in the eurozone, 2%.

In the rest of the world, several emerging countries were penalised by a series of specific factors (elections, inflation, sensitivity or otherwise to commodities and so on), or by more general factors. First, the rise in the dollar raised doubts concerning capacity to repay debts in strong currencies, and resulted in withdrawals of capital. Marked falls were therefore seen in some currencies (Turkish lira, Brazilian real, etc.) and growth prospects were revised slightly upwards. As for China, the potential impact of a more intense trade war also cast gloom over growth prospects. But more globally, the country has engaged in a financial restructuring process and therefore in a process of widespread reduction in leverage, which will impact growth. Growth then, should gradually fall, nearing the 5% mark. It will be lower, but of better quality.

#### Interest rates

In these circumstances, the Central Banks have continued their standardisation strategies, either by taking action (the Fed) or by providing information on the exit plan. In the United States, Jerome Powell took office in February 2018 and has seen some success in his communication with the markets regarding the directions of monetary policy. He is therefore following the course of action set by Janet Yellen. The level of the Fed Funds was raised by 0.25% on four occasions during the period, falling within the range of 2%/2.25% at the end of the financial year. In the eurozone, there has been no change in interest rates, which remain at between -0.2% and 0%. Moreover, the US Federal Reserve (the Fed) has already ceased its securities buying policy, while the European Central Bank (ECB) programme will be reduced from September, ending in 2019.

Given the macro context of progressive tightening of monetary policies, rates logically rose over the period in the US and remained stable overall, unexpectedly, in the core countries of the eurozone.

The German 10-year bond yield fell from a rate of 0.46% to 0.33% at the end of the period. The yield on US 10-year Treasury notes rose from 2.33% to 2.86%.

Peripheral spreads stabilised overall, with the exception of Italian government rates as a result of the ascendancy to power of an anti-European populist coalition which presented a budget distancing itself from the austerity advocated by Brussels: the Spanish 10-year bond yield thus fell from a rate of 1.6% to 1.47%, while the Italian 10-year bond yield went from 2.11% to 3.24%. The French 10-year Government bond yield fell from 0.74% to 0.68%, demonstrating that the country is still considered a core country.

And lastly, the performance of the global euro MTS was stable at -0.08%.

Corporate spreads remained tight and stable over the period. High Yield bonds also experienced growth, of 3% in the United States and 0.8% in Europe.

Emerging market bonds were penalised by the fall in several currencies and saw significant exit movements from 2018 onwards. Over the period, they fell by 7.4% of local debt and by 1.9% on high-level debt (performances in USD).

Monetary rates did not change in the eurozone, although the EONIA remained in negative territory: its performance over the financial year is -0.36%.

Convertible bonds achieved positive performances, in conjunction with the performance of equities: 6% for the US index (in dollars), +1.2% for the Exane Europe index.

On currencies, the dollar remained stable over the period against the euro, falling from 1.18 to 1.16, but having reached the 1.25 mark early in 2018. The most noteworthy point is the fall in major emerging country currencies: the Brazilian real thus fell by 35%, the South African rand by 5%, the Turkish lira by 70%, etc.

We also note the sudden fall in the RMB, the Chinese currency, against the dollar: over the financial year, it fell by 3%, but 8% in the last few months of the financial year as a result of intensification of the trade war. In Europe, the pound stabilised, losing only 1% against the euro over the period. And lastly, the yen remained stable against the euro.

The share markets initially benefited from the economic improvement and from the profit forecasts of companies. Indices, and American indices in particular, rose before entering a much more volatile phase from February 2018 onwards, with falls of nearly 10% in the main equity indices worldwide and, notably, significant reductions in US technology stocks, including the famous GAFA.

This volatility seen at the end of the period therefore somewhat tarnishes the overview of equity performances over the period, including dividends: +18% for the S&P 500 index, +0.4% for eurozone equities (+6.4% for the CAC 40), +1% for emerging market equities (in euros).

In the United States, indices were once again stimulated by the technology sector, which saw a rise of nearly 30%, with the result that the growth trend continued to outperform: +25% compared to +10% for the value style (in USD).

Also to be noted: the performance of Chinese equities, listed locally, which saw a fall of nearly 14% in local currencies.

And finally, regarding commodities, gold posted a fall of nearly 6% (in dollars) over the period, and oil climbed by more than 40%, rising from nearly USD 51 per barrel to the USD 73 mark on the WTI.

#### Mgt

#### Convertible Bond market

In a market environment which has become increasingly volatile, the 2017-2018 financial year proved negative, with equities markets having seen a downturn over the period, -2.9% for the EuroStoxx50 and -23% for the banking sector, and this, despite the more positive first four months (+0.7% for the EuroStoxx50 and +1.8% for Banks). Credit spreads remained tight, with slight contraction of 36 basis points (bp) for the 5-year Itraxx-Crossover at 274bp, related to the return of political stress in Europe, whilst German 10-year interest rates finally moved into positive territory, to 0.47%. In this environment, the asset class of European convertible bonds achieved a negative performance of -1.7% for the Thomson Reuters Europe Hedged index (-0.75% for the non-hedged version of the foreign exchange risk). With share sensitivity fluctuating between 36 and 43%, the European field continues to present a profile which is particularly well-adapted to volatile markets, convexity being minimal in this zone. However, the sector-based bias generated by the asset class (positioning of field in favour of defensive sectors) can explain a contribution to the performance of underlying equities differing from the simple variation of the global Delta. Regarding the next financial year, the performance of equities will, as in recent years, remain the primary driver with credit spreads and interest rates contributing, at this level, very little to growth.

Outgoing flows on the asset class continued, despite a slight lull during the summer of 2017, and totalled EUR 1 billion from the beginning of the year, impacting implied volatility, which remained at low levels of 28%. We were therefore of the opinion that, at these levels, convertible bonds were technically attractive.

The primary market in Europe saw a slight downturn compared to 2017, at the end of September, taking into account a policy of long-term low rates, not favouring the asset class, with an amount issued of EUR 9.5 billion (compared to EUR 13.2 billion in 2017). The average size on issue was slightly up, at EUR 355 million; 50% of issuers are new entrants on the asset class and exchangeable structures represent 23% of issues. The most represented sectors are Construction & Materials (15%), Technology (10%), Automobiles & Parts (10%) and Industrial Goods & Services (9%), Switzerland (32%), France (25%) and Germany (16%) being the main issuer countries.

#### Management comment

During the financial year, the SICAV OFI RS EUROPEAN CONVERTIBLE BOND kept a cash part fluctuating between 3% and 9% (temporarily) depending on the investments, reimbursements and redemption offers on convertible bonds, the average weight over the period being 6%. Regarding liabilities, over the financial year, we have seen net subscriptions in the region of EUR 10M, the total going from EUR 196M in September 2017 to EUR 207M a year later, integrating the performance effect.

Over the period, the share sensitivity of the SICAV was maintained at an average level of 46%, this fluctuating between 40% and 53%, with in particular, a long position in EuroStoxx 50 futures (between 2 and 7%) for exposure to the equities markets, in accordance with our positive view resulting from the various asset allocation committees. However, following the downgrading to neutral of our view of the equities market in April 2018, the over-sensitivity of the SICAV was markedly reduced, by the sale of directly held equities, of convertibles with marked share sensitivity and of a significant proportion of the long position in EuroStoxx50 Futures.

From the assets point of view, our participation on the primary market was very selective, since out of the 40 issues occurring during the financial year, the SICAV only subscribed to 8; Genfit 3.5% 2022, Figeac Aero 1.125% 2022, Fugro 4.5% 2024, BE Semiconductors 0.5% 2024, Maisons du Monde 0.125% 2023, Pierre & Vacances 2% 2023 in 2017, and Ence Energia y Celulosa 1.25% 2023, SGL Carbon 3% 2023 in 2018.

Regarding other movements, they were mainly motivated by an intention to gradually shift from "defensive" securities to "cyclical" stocks, in order to participate in the sector-based rotation which seems to have been implemented during the summer of 2017. We have therefore sold Telecoms and Utilities, such as Véolia 0% 2021, VimpelCom / Telenor 0.25% 2019 and also Suez Environnement 0% 2020, and bought more industrial securities in the Chemicals sector, such as, for example, Covestro / Bayer 0.05% 2020, Siemens 1.65% 2019 and SGL Carbon 3% 2023. We have also reinforced our option strategies positioned on the Insurance, Banking and Automobile sectors, by the purchase of Call Axa 12/2018 and 12/2019, Call Société Générale 12/2018 and 12/2019 and Call Renault 12/2018 and 12/2019. We have also converted into shares our ST Microelectronics 1% 2021 and Swiss Life 0% 2020 positions, and have participated in the redemption offers (before maturity) of the companies Buwog 0% 2021, following its acquisition by Vonovia, Aroundtown 1.5% 2021, the issuer forcing conversion into shares, and Rocket Internet 3% 2022. During the financial year, we were faced with the problem of Steinhoff which, in December 2017, decided not to publish its audited 2017 annual accounts, demonstrating accounting malfeasance. Prices of the company's bonds fell rapidly, reaching a low point of around 50% of the nominal. According to announcements and committee meetings with legal advisers, we withdrew our convertible bonds alongside the rise in prices. We finalised sales in June 2018, at an average price of 86%. In July 2018, Greenyard saw its price drop as a result of listeria contamination at its plant in Hungary, resulting in a recall of its frozen products at a cost of EUR 30 million. We remained positioned on convertible bonds, our Credit analysis team assisting us on the matter, and we are having monthly discussions with the company to review the progress of resolution of the problem.

And lastly, some sales were made taking into account our SRI analysis. Therefore, we sold Orpéa following the publication of an article by Mediapart on "end of life", considering the reputation risk very high, Fresenius 0% 2024, reaching the end of the SRI commitment process, the company not wanting to discuss our main queries with us, Severstal 0% 2022, its SRI rating being very poor, reflecting, among other things, staff safety issues (fatal accidents). And lastly, we reduced Iberdrola / ACS 1.625% 2019 on the governance risk associated with the potential conviction of ACS managers for corruption.

During the financial year, the main positive contributions came from Ence Energia y Celulosa 2023 (+54bp), MTU 2023 (+43bp), LVMH 2021 (+37bp), Ubisoft 2021 (+36bp), Safran 2020 (+34bp), STM 2021 (+30bp), Kering 2023 (+28bp), EuroStoxx50 futures (+25bp), Marine Harvest 2020 (+23bp), Qiagen (+20bp). Among the negative contributions, we should mention Econocom (-81bp), Steinhoff 2021 and 2022 (-58bp), Greenyard 2021 (-44bp), Valeo 2021 (-38bp), BE Semiconductor 2024 (-28bp), Call Renault 12/2018 (-24bp), Bekaert 2021 (-24bp), Call Société Générale 12/2018 (-23bp).

At the end of September 2018, the SICAV posts share sensitivity of 44.5%, a return on maturity of -2.7%, an ordinary return of 1.1% for an average life of 3.3 years and a cash holding of 4%. It is made up of 36% in bond type convertibles, 41% in mixed type convertibles and 15% in share type convertibles. The cash holding represents 3% (Aroundtown, Econocom, STM and Swiss Life). In terms of allocation by market capitalisations, Large Caps represent 62% of investments, Mid Caps and Small Caps, respectively, representing 22% and 12%. Most of the portfolio is invested in euros (79%), currencies being fully hedged against the foreign exchange risk (15% in USD, 3.4% in CHF and 3.3% in GBP), and the best two SRI categories, namely "Leader" and "Involved", represent respectively, 34% and 32% of investments.

#### Performances

On 28 September 2018, the net asset value of the C unit was EUR 78.75. On 29 September 2017, it was EUR 80.96, i.e. a drop of -2.73% over the financial year compared with -3.14% for its benchmark.

On 28 September 2018, the net asset value of the D unit was EUR 74.61. On 29 September 2017, it was EUR 76.71, i.e. a negative performance of -2.74% over the financial year compared with -3.14% for its benchmark.

On 28 September 2018, the net asset value of the GI unit was EUR 99.48. On 29 September 2017, it was EUR 101.5, i.e. a negative performance of -1.99% over the financial year compared with -3.14% for its benchmark.

On 28 September 2018, the net asset value of the GR unit was EUR 99.43. On 29 September 2017, it was EUR 101.5, i.e. a negative performance of -2.04% over the financial year compared with -3.14% for its benchmark.

On 28 September 2018, the net asset value of the RC unit was EUR 97.63. This unit was created on 3 May 2018 at EUR 100, i.e. a negative performance of -2.37% since its creation compared with -1.27% for its benchmark.

On 28 September 2018, the net asset value of the RF unit was EUR 98.33. This unit was created on 9 March 2018 at EUR 100, i.e. a negative performance of -1.67% since its creation compared with -0.67% for its benchmark.

Over the same period, the SICAV's benchmark, Thomson Reuters Europe Focus Hedged, posted a drop of 3.14%, the EuroStoxx50 losing 2.92% (including dividends). This convertible bond index enables us to analyse the behaviour and performance of the universe of mixed European bonds and is not in any way a management benchmark. For comparison, the indexes Exane Europe (without foreign exchange risk hedging) and TR Europe Hedged posted performances of +1.65% and -2.16%, respectively, over the same period. The SICAV OFI RS EUROPEAN CONVERTIBLE BOND outperforms its benchmark, notably thanks to its different sector-based positioning and investment choices.

During the financial year, the SICAV did not resort to credit derivative instruments.

However, OFI RS EUROPEAN CONVERTIBLE BOND used instruments on the futures markets (EUREX, MATIF, MONEP) for the purposes of exposure and hedging of the portfolio to and against the share markets and currency hedging.

#### **SRI COMMENTS**

Information relating to social, environmental and governance quality issues (Art. 173 of Law 2015-992 on the energy transition and Decree no. 2015-1850 of 29 December 2015)

Information relating to the entity

#### General approach

OFI AM's SRI policy, available at (<a href="http://www.ofi-am.fr/isr\_la\_recherche\_ISR.php">http://www.ofi-am.fr/isr\_la\_recherche\_ISR.php</a>), [in French], is part of the global procedure for integration of Sustainable Development principles, which it translates in terms of management of investments.

#### <u>Aims</u>

This approach is based on the conviction that issuers who integrate Environmental, Social and Governance (ESG) issues into their strategy offer better long-term prospects. Consideration of ESG impacts associated with their activities allows them to identify zones of risk, but also development opportunities (for example, in "green" technologies).

The aim of the introduction of this SRI policy is to better grasp the risks associated with non-financial issues, in order to improve the quality of the investments without diminishing performance.

Information relating to consideration of social, environmental and governance quality issues in the investment policy

#### Scope

Scope of portfolio covered by ESG analyses at the end of September 2018

	% OUTSTANDING	% VALUED/UCI	% VALUED / ASSET CLASS
PRIVATE ISSUERS	95%	95%	100%
UCI and cash	5%	3%	60%
TOTAL	100%	98%	

Private issuers

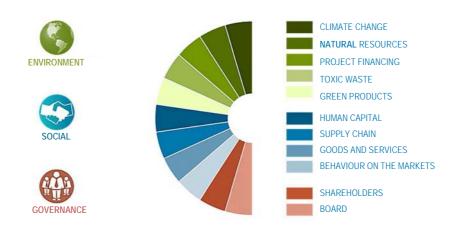
#### **ESG** analysis

The ESG analysis is carried out by OFI Asset Management's SRI Analysis Division.

#### Nature of ESG criteria taken into account

Based on an exhaustive study of founding international texts on Sustainable Development, in particular the Global Compact, international regulations (OECD, WTO) and national codes of European countries, a list of "generic" issues has been drawn up by the SRI analysis team.

These issues are categorised in 11 main subject areas



#### Reasons for choice of ESG criteria applied

On the list of all "generic" ESG issues,

- For each sector of activity, the Environmental and Social issues having a significant impact for this sector are selected. This selection is the result of an analysis of risks likely to impact the issuer's stakeholders and the issuer itself.
- The Governance issues are identical for all sectors of activity. In fact, the good practices expected in this sector are independent from the nature of the activities, both in the functioning of the Board as well as in relations with minority shareholders.



#### Environmental criteria associated with climate change

#### Criteria concerning physical risks

The main risks are:

- The risks associated with rising waters and the increase in the number of natural disasters
- The risks of drought
- Health risks (upsurge in diseases)

The issues analysed, depending on the sectors of activity, are:

- The impact of the activity on water
  - o For example: for drinks producers, geographic location in zones subject to water stress, measures deployed to limit water consumption, results obtained, etc.
- The impact of the activity on commodities (for example, agricultural products).
- Integration of this subject into insurance products.

#### Criteria concerning risks associated with the low carbon transition plan

The issues analysed, depending on the sectors of activity, are:

Carbon emissions from the production process

- Exposure of the company depending on the portfolio of activities and the carbon regulation in force, according to geographic locations
- Efforts to reduce these emissions: reduction targets, adaptation / technological developments, introduction of carbon-capture processes, use of energies producing fewer emissions, etc.
- Efforts to improve the energy efficiency of production processes, but also of the supply chain, transportation of products and on use of products
- Results observed

Upstream carbon emissions (raw materials, etc.) and downstream carbon emissions (on use of products and their recycling)

- Exposure of the company depending on the energy intensity of its activities
- Efforts to reduce emissions linked to raw materials, logistics and product distribution
- Results observed

Development opportunities in "green" technologies

- Renewable energies
- Eco-design buildings
- Technologies improving energy efficiency
- Recycling solutions
- Green chemistry, etc.

#### Information used for the analysis

The ESG analysis is based on several sources of information

- Analyses originating from specialist agencies: MSCI, VIGÉO, PROXINVEST, REPRISK.
- Analyses and data originating from various media and specialist brokers
- Analyses carried out by OFI AM's analysis team, concerning ESG controversies, governance, CSR management tools, etc.
- Analyses originating from civil society (NGO, unions etc.)
- Company's official communication (Annual Report, SD Report, direct contact, etc.)

#### Methodology and results of analysis

The ESG analysis methodology is based on a sector-based approach which emphasises issues which are significant for issuers in the light of their activities. Issues are selected by comparison with a risk matrix which makes it possible to keep those which may have an immediate or deferred impact on the issuer's security.

This analysis is translated by a rating of each issuer. The results obtained are then ranked within each ICB supersector (known as the Best in Class approach). Depending on their ESG performance levels, an SRI category (Socially Responsible Investment) is then allocated to each issuer:

Under supervision: issuers lagging behind in consideration of ESG issues, representing a minimum of 15% of issuers in the
universe.

The other issuers are divided up into 4 categories, each representing 21% of the number of issuers

- Uncertain: issuers whose ESG issues are poorly managed
- Followers: issuers whose ESG issues are averagely managed
- **Involved**: issuers active in the consideration of ESG issues
- Leaders: issuers most advanced in consideration of ESG issues

#### Portfolio construction process

Beyond the preliminary quantitative SRI filter, which determines the eligible universe, ESG analyses of companies are taken into account when constructing portfolios.

Taking account of the SICAV management strategy when the underlying asset is different from the issuer, the SRI rating of the underlying asset is used.

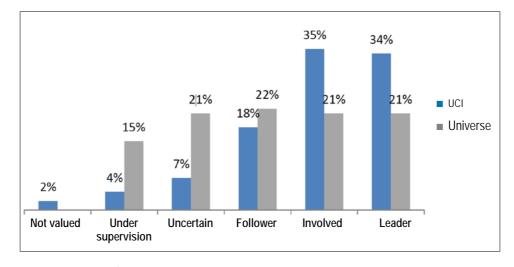
Unrated issuers may not exceed 10% of the portfolio. The limits below are applied to the portfolio

#### MAXIMUM WEIGHTING OF ISSUERS BY SRI CATEGORY

- Under supervision: 10%
- Uncertain + Under supervision: 25%
- Followers + Uncertain + Under supervision: 50%

#### Results of the analysis as at 28 September 2018

The distribution by SRI categories of the securities held in the portfolio was the following



Source: OFI AM

The universe analysed is made up of 2,700 issuers (MSCI World and Stoxx Europe 600 companies, along with issuers of unlisted private and European government bonds)

Assessment of the contribution to respect of the international target on limiting global warming and to achievement of the energy transition objectives

Analysis of consideration by issuers of matters linked to climate change is integrated into the issues covered by the ESG analysis, for the sectors of activity where this is a key issue.

A carbon footprint evaluation is carried out:

Carbon footprint evaluation: Emissions financed

Calculation method: *Total number held x <u>Company's total carbon emissions</u> Company's total liabilities* 

Estimate of emissions financed (as at 28/09/2018): 103.5 tonnes of CO2 equivalent

Availability of information: 97% of the total number of corporate issuers in the portfolio

Carbon emissions or GHG (Greenhouse Gas) emissions, expressed in tonnes of CO2 equivalent, are data which originate either from the companies - directly or via declarations made to the Carbon Disclosure Project - or from data estimated by a service-provider (MSCI).

There are three categories of these emissions (source: ADEME):

- Direct GHG emissions (or SCOPE 1): Direct emissions originating from fixed or mobile installations situated within the organisational scope, that is, emissions originating from sources owned or controlled by the organisation, such as for example: combustion of fixed and mobile sources, industrial processes excluding combustion, emissions from ruminant livestock, biogas from industrial landfill sites, leaks of refrigerants, nitrogen fertilisation, biomasses, etc.
- Indirect energy emissions (or SCOPE 2): Indirect emissions associated with the production of electricity, heat or steam imported for the organisation's activities.
- Other indirect emissions (or SCOPE 3): Other emissions indirectly produced by the organisation's activities which are not included under 2 but
  which are linked to the whole value chain, such as, for example: the purchase of raw materials, services or other products, employee travel,
  upstream and downstream transportation of goods, management of waste generated by the entity's activities, use and end of life of products
  and services sold, immobilisation of production assets and equipment, etc.,

Although it would be desirable to use the three Scopes to calculate intensities, the level of standardisation of Scope 3 is currently insufficient to allow relevant use in the comparison between several companies

#### INVESTMENT ESG INFORMATION

Information relating to consideration of social, environmental and governance guality issues in the investment policy

Changes made following the analysis

Integration of ESG analysis into investment policy

This SICAV integrates the ESG analysis into its investment process.

A detailed presentation of this process is available in the Transparency Code for the Fund, which can be found online at <a href="www.ofi-am.fr">www.ofi-am.fr</a>, by selecting the Fund, then the "Documents" tab.

#### **EXERCISE OF VOTING RIGHTS AT GENERAL MEETINGS**

During the financial year, we exercised our voting rights at three General Meetings for which the Fund was holder of shares: Econocom, STMicroelectronics and Swiss Life.

#### Policy of commitment associated with the portfolio

The policy of commitment applicable to the SICAV consists of asking issuers for certain improvements, according to a schedule, and of selling stock if improvements are not established at the end of the period considered necessary for their achievement. This period may not exceed 18 months.

The Fund systematically adopts an approach of specific commitment vis-à-vis issuers (or underlyings if different) in the portfolio with an SRI category of "Under supervision" and with stocks held at a maturity of less than two years;

Issuers belonging to the "Under supervision" category may not be acquired by the SICAV. They can however survive either because they were acquired before the conversion of the SICAV into an SRI SICAV, or because their SRI category was downgraded during the stock holding period, or because they did not have a score at the time of acquisition.

For these issuers, the SRI analysis team:

- contacts the issuer and identifies the ESG questions requiring particular follow-up. It communicates with credit analysis and management in order to coordinate contacts.
- carries out an in-depth analysis of the areas of improvement of the ESG performances and/or of the transparency of the issuer. A plan for improvements and a schedule, based on the questions, is outlined.

#### Follow-up of results of commitment actions

Follow-up is carried out quarterly. It is organised in conjunction with regular follow-up of credit analysis and management.

If, after 18 months at the most, the updating of ESG analyses does not show any significant progress in issuers' practices, the manager proceeds with assignment of portfolio stocks within approximately 3 months, depending on market liquidity.

#### Dialogues initiated in the context of the 2017-2018 policy of commitment

We have identified a certain number of ESG insufficiencies among certain issuers with which we have wanted to initiate a dialogue.

#### Econocom

We had initiated a dialogue with the company in November 2017 and this continued throughout the last financial year. A lack of communication by the company explains, in part, its low non-financial rating. A structured CSR initiative is being developed, which indicates improvements in the future. We will watch carefully as these happen.

#### Fresenius SE

A dialogue was initiated in June 2016 with Fresenius SE, which then belonged to the "Under supervision" category. We attempted to ascertain whether this poor performance was due to a lack of communication. It is apparent from our exchanges that the group had made little progress in implementing a CSR initiative, and that it would not be able to demonstrate robust performances for many months. In accordance with our commitment policy, since the group's ESG rating had not improved after an 18-month period, the decision was taken to sell the portfolio position.

#### Genfit

Dialogue was initiated in the last quarter of the 2017-2018 financial year, which we will report on in the next annual report.

#### Rocket Internet

In July 2018, stock was removed from the portfolio in the context of its buyback by the company according to a Dutch Auction procedure. We initiated a dialogue during the past financial year in the light of a very low ESG score. This proved very positive, leading us to revalue the stock score. The issues of personal data protection and talent management seem clearly identified and the measures in place seem satisfactory.

#### Sacyr

Following the downgrading of the stock's CSR category in October 2017 and its placement in the "Under supervision" category, we initiated dialogue which proved very constructive. The group's environment and social performances are in line with those of its peers. However, we have identified a certain number of insufficiencies in terms of governance, particularly in terms of independence and diversity of manager profiles. An intention to rebalance the composition of the Board by 2020 has been expressed. We will carefully watch the company's progress in this area, in the context of continuation of the dialogue initiated during this financial year. It should be noted finally, that Sacyr's ESG rating has improved over this period.

#### INFORMATION RELATIVE TO THE ESMA

#### 1) Temporary purchase and sale or acquisitions transactions on securities (repurchase agreements, loans and borrowing)

As at 28 September 2018, we did not hold any position in temporary purchase and sale or acquisitions on securities (repurchase agreements, loans and borrowing).

#### 2) Financial contracts (derivatives)

Foreign exchange: Positions as at 28/09/2018

Portfolios	Quantity	Currency	Counterparty
CHF versus EUR 2018/10/09	7,982,822	CHF	NATIXIS CAPITAL MARKET PARIS
GBP versus EUR 2018/10/09	6,177,717	GBP	NATIXIS CAPITAL MARKET PARIS
USD versus EUR 2018/10/09	- 34,608,461	USD	NATIXIS CAPITAL MARKET PARIS

Rates: No position on 28/09/2018

Credit: No position on 28/09/2018

Equities - CFD: No position on 28/09/2018

Commodities: No position on 28/09/2018

#### INFORMATION RELATING TO TRANSPARENCY OF SECURITIES FINANCING TRANSACTIONS AND RE-USE

As of the end-of-year at 28 September 2018, the SICAV had performed neither securities financing transactions nor total return swaps.

## Balance sheet as at 28 September 2018 (in euros)

#### BALANCE SHEET ASSETS

	28/09/2018	29/09/2017
Net fixed assets		-
Deposits	-	-
Financial instruments	203,704,508.42	200,670,773.13
Shares and similar securities	5,848,197.80	5,927,194.18
Traded on a regulated or similar market	5,848,197.80	5,927,194.18
Not traded on a regulated or similar market	-	-
Bonds and similar securities	190,226,380.01	184,728,777.41
Traded on a regulated or similar market	190,226,380.01	184,728,777.41
Not traded on a regulated or similar market	-	-
Debt securities	-	-
Traded on a regulated market or similar	-	-
Transferable debt securities	-	-
Other debt securities	-	-
Not traded on a regulated or similar market		-
Mutual funds	6,039,980.61	7,411,701.54
General purpose UCITS and AIFs aimed at non-professionals and equivalents in other countries	6,039,980.61	7,411,701.54
Other Funds aimed at non-professionals and equivalents in other Member States of the European Union		-
General purpose professional funds and equivalents in other Member States of the European Union and listed securitisation vehicles		-
Other professional investment funds and equivalents in other Member States of the European Union and unlisted securitisation vehicles		-
Other non-European vehicles	-	-
Temporary transactions on securities	-	-
Receivables representative of securities under repurchase agreements	-	-
Receivables representative of securities lent	-	-
Securities borrowed	-	-
Securities given under a repurchase agreement	-	-
Other temporary transactions	-	-
Financial contracts	1,589,950.00	2,603,100.00
Transactions on a regulated or similar market	1,589,950.00	2,603,100.00
Other transactions	-	-
Other financial instruments	-	-
Receivables	47,088,059.81	59,719,281.74
Foreign exchange forward transactions	43,717,261.26	55,989,782.54
Others	3,370,798.55	3,729,499.20
Financial accounts	74,671.82	131,882.69
Liquid assets	74,671.82	131,882.69
Total assets	250,867,240.05	260,521,937.56

## Balance sheet as at 28 September 2018 (in euros)

#### **BALANCE SHEET LIABILITIES**

	28/09/2018	29/09/2017
Equity		
Capital	189,157,925.31	182,726,721.43
Previous net capital gains and losses not distributed (a)	16,448,954.28	-
Carry forward (a)		2,251.78
Net capital gains and losses for the financial year (a, b)	1,816,841.76	15,179,400.62
Result for the financial year (a, b)	-646,995.68	-2,022,920.09
Equity total	206,776,725.67	195,885,453.74
(= Amount representative of net assets)		
Financial instruments	91,800.00	238,700.00
Purchase and sale transactions on financial instruments	-	-
Temporary transactions on securities	-	-
Payables representative of securities given under a repurchase agreement		-
Payables representative of securities borrowed		-
Other temporary transactions		-
Financial contracts	91,800.00	238,700.00
Transactions on a regulated or similar market	91,800.00	238,700.00
Other transactions	-	-
Payables	43,893,008.92	64,397,783.82
Foreign exchange forward transactions	43,743,674.93	55,647,500.21
Others	149,333.99	8,750,283.61
Financial accounts	105,705.46	-
Current bank credit facilities	105,705.46	-
Borrowing		-
Total liabilities	250,867,240.05	260,521,937.56

<sup>(</sup>a) Including accrual accounts(b) Minus advances paid in respect of financial year

## Off-balance sheet (in euros)

	28/09/2018	29/09/2017
HEDGING TRANSACTIONS		
Commitments on regulated or similar markets		-
OTC commitments		-
Other commitments		-
OTHER TRANSACTIONS		
Commitments on regulated or similar markets	16,321,895.60	19,990,447.27
EQUITIES	16,321,895.60	19,990,447.27
PURCHASE - FUTURE - EURO STOXX 50	5,757,900.00	11,085,600.00
PURCHASE - OPTION - AXA - CALL 20.00 - 2017-12	-	3,347,555.85
PURCHASE - OPTION - AXA - CALL 22.00 - 2019-12	3,098,720.10	-
PURCHASE - OPTION - AXA - CALL 26.00 - 2018-12	766,936.35	-
PURCHASE - OPTION - RENAULT - CALL 72.00 - 2017-12	-	2,824,742.68
PURCHASE - OPTION - RENAULT - CALL 72.00 - 2019-12	2,641,770.00	-
PURCHASE - OPTION - RENAULT - CALL 88.00 - 2018-12	804,004.00	-
PURCHASE - OPTION - SOCIETE GENERALE - CALL 32.00 - 2017-12	-	2,732,548.74
PURCHASE - OPTION - SOCIETE GENERALE - CALL 36.00 - 2019-12	2,777,925.80	-
PURCHASE - OPTION - SOCIETE GENERALE - CALL 44.00 - 2018-12	474,639.35	-
OTC commitments		-
Other commitments		-

## Profit and loss account (in euros)

	28/09/2018	29/09/2017
Income on financial transactions		
Income on deposits and financial accounts	1,348.19	83.63
Income on shares and similar securities	326,100.22	92,273.69
Income on bonds and similar securities	1,861,769.73	1,403,469.50
Income on debt securities	-	-
Income on acquisitions and temporary purchase and sale of securities	-	-
Income on financial contracts	-	-
Other financial income	-	-
Total (I)	2,189,218.14	1,495,826.82
Expenses on financial transactions		
Expenses on acquisitions and temporary purchase and sale of securities	291.50	194.50
Expenses on financial contracts	-	-
Expenses on financial receivables	5,601.78	2,558.29
Other financial expenses	-	-
Total (II)	5,893.28	2,752.79
Result on financial transactions (I-II)	2,183,324.86	1,493,074.03
Other income (III)	-	-
Management fees and allocations to amortisation (IV)	2,847,471.26	3,321,610.10
Net result for financial year (L. 214-17-1) (I - II + III - IV)	-664,146.40	-1,828,536.07
Adjustment of income for financial year (V)	17,150.72	-194,384.02
Advances on result paid in respect of financial year (VI)	-	-
Result (I - II + III - IV +/- V - VI)	-646,995.68	-2,022,920.09

#### **APPENDIX**

#### **ACCOUNTING RULES AND METHODS**

The Fund has complied with the accounting rules established by the Accounting Standards Authority regulation no. 2014-01 of 14 January 2014 on the accounting plan of SICAVs.

The rules for valuation are fixed, under its responsibility, by the SICAV's Board of Directors.

The accounting currency of the SICAV is the euro.

The net asset value is calculated every non-holiday trading day worked, and is dated the day before the following non-holiday trading day.

The accounts relating to the securities portfolio are kept by reference to the historic cost: entries (purchases or subscriptions) and exits (sales or redemptions) are posted based on the acquisition price, excluding costs.

Any exit generates a capital gain or capital loss from sale or redemption and potentially, a redemption bonus.

Accrued coupons on negotiable debt securities are considered on the day of the net asset value date.

The UCI values its securities at the actual value, the value resulting from the market value or in the absence of the existence of any market, from financial methods. The entry value-actual value difference generates a capital gain or loss which shall be posted as "difference in estimate of portfolio".

Description of methods of valuation of balance sheet entries and forward and options transactions

#### Financial instruments

#### Equity securities

Equity securities admitted for trading on a regulated or similar market are valued based on closing prices.

#### Debt securities

Debt securities admitted for trading on a regulated or similar market are valued, under the responsibility of the management company, by comparing the prices of these assets with various sources.

#### Money market instruments

- Negotiable debt securities (NDS) with a duration on issue, acquisition or residual duration which is less than three months are valued using a linear method up to maturity at the issue or acquisition price or at the last price applied for their valuation at the market price.
- Negotiable debt securities (NDS) with a residual duration of more than three months are valued at the market price at the time of publication of inter-bank market prices.

#### Unlisted transferable securities

Unlisted transferable securities are valued under the responsibility of the management company using methods based on the asset value and the return, taking into consideration the prices applied at the time of recent significant transactions.

UCI

Units or shares of UCIs are valued at the last known net asset value on the actual day of calculation of the net asset value.

Financial contracts (otherwise known as "futures instruments") within the meaning of Article L.211-1, III of the Monetary and Financial Code.

#### Financial contracts traded on a regulated or similar market

Futures or options, traded on European regulated or similar markets, are valued at the settlement price, or failing this, based on the closing price.

#### Financial contracts not traded on a regulated or similar market (i.e. traded over-the-counter)

- Financial contracts not traded on a regulated or similar market and settled

  Financial contracts not traded on a regulated or similar market and forming the subject of settlement are valued at the settlement price
- Financial contracts not traded on a regulated or similar market and not settled
   Financial contracts not traded on a regulated or similar market and forming the subject of settlement are valued using mark-to-model or mark-to-market pricing using prices provided by the counterparties.

Acquisitions and temporary purchase and sale of securities

Not Applicable

Deposits

Deposits are valued at their book value.

#### Foreign currencies

Foreign currencies in cash are valued with the prices published daily on the financial databases used by the management company.

#### Net asset value adjustment method associated with swing pricing with release limit

The SICAV may experience a drop in its net asset value (NAV) on account of subscription/redemption orders carried out by investors, at a price which does not reflect the readjustment costs associated with the portfolio's investment or disinvestment transactions. To reduce the impact of this dilution and to protect the interests of existing shareholders, the SICAV introduces a swing pricing mechanism with an activation limit. This mechanism, supported by a swing pricing policy, enables the management company to ensure payment of readjustment costs by those investors requesting subscription or redemption of shares in the SICAV, thus making savings for shareholders wishing to remain in the fund

If, on a day of calculation of the NAV, the total of net subscription/redemption orders of investors on all unit categories of the SICAV exceeds a predefined limit, determined on the basis of objective criteria by the management company as a percentage of the SICAV's net assets, the NAV may be adjusted in an upward or downward direction, to take into account the readjustment costs chargeable respectively, to the net subscription/redemption orders. The NAV of each unit class is calculated separately but any adjustment has, as a percentage, an identical impact on all NAV of the unit classes of the SICAV. The parameters for costs and the release limit are determined by the management company. These costs are estimated by the management company based on transactions costs, offer-bid spreads and also potential taxes applicable to the SICAV.

Since this adjustment is linked to the net balance of subscriptions/redemptions within the SICAV, it is not possible to accurately predict whether swing pricing will be applied at a given moment in the future. Therefore, it is no longer possible either to accurately predict how often the management company will have to make such adjustments. Investors are advised that the volatility of the SICAV's NAV may not reflect exclusively the volatility of the securities held in the portfolio due to the application of swing pricing. The policy for determining swing pricing mechanisms is available on request from the management company. Application of swing pricing is at the management company's discretion in accordance with the OFI pricing policy.

In accordance with the regulations, the configuration for this mechanism is known only to those persons responsible for its implementation.

#### Description of off-balance sheet commitments

Futures contracts feature off-balance sheet for their market value, a value equal to the price (or the estimate if the transaction is OTC) multiplied by the number of contracts multiplied by the nominal and possibly converted to the SICAV's accounting currency.

Options transactions are translated as an underlying equivalent of the option (quantity x quota x price of underlying x delta potentially translated to fund posting currency).

Commitments on interest rate or currency swaps are posted off-balance sheet at the nominal value or, in the absence of a nominal value, for an equivalent amount, at the time of the initial transaction.

#### Description of method followed for posting income from securities with fixed income

Result is calculated based on coupons cashed. Coupons accrued on the day of the valuations constitute an element of the valuation difference

#### Description of the method for calculating fixed management fees

Management fees are directly charged to the profit and loss account of the UCI, on calculation of each net asset value. The maximum rate applied on the basis of net assets may not be more than:

- 1.10% incl. tax; all UCI included for IC and ID type shares
- 1.40% incl. tax; all UCI included for IC and ID type shares
- 1.80% incl. tax; all UCI included for GR type shares

These fees cover all costs charged directly to the UCI, with the exception of transactions costs. Transaction costs include brokerage fees (brokerage, stock market taxes, etc.) and turnover commission.

The following may be added to the operating and management fees:

- outperformance commission. This remunerates the management company once the UCI has exceeded its objectives. They are therefore invoiced in the OPC:
- turnover commission invoiced to the UCI;

#### Description of the method for calculating variable management fees

The variable management fees apply to both unit types: IC, ID, RC and RF.

#### Variable fees correspond to an outperformance fee.

The period of calculation of outperformance commission runs from 1st May to 30 April each year. Each time the net asset value is established, the outperformance of the UCITS is defined as the positive difference between the net assets of the UCITS before consideration of any provision for outperformance commission, and the net assets of a notional UCITS achieving exactly the same performance as the benchmark and registering the same pattern of subscriptions and redemptions as the actual UCITS.

By exception, the calculation period for the outperformance commission for RC units will extend from their date of creation to 30 April 2019. By exception, the calculation period for the outperformance commission for RF units will extend from their date of creation to 30 April 2019.

Each time the net asset value is established, the outperformance commission, then defined equal to 15% of the performance exceeding that of the benchmark (the Thomson Reuters Europe Focus Hedged Convertible Bond Index), forms the subject of a provision, or a provision reversal limited to the existing allocation. In the case of negative absolute performance, when the relative performance of the Fund is positive, this same outperformance commission shall also be collected but limited to 1.5% of the Net Assets.

In the case of redemptions, the share of the outperformance fee corresponding to the redeemed units is collected by the management company.

Apart from redemptions, the outperformance commission is collected by the management company at the end of each calculation period.

A description of the method used for calculation of the outperformance fee is made available to subscribers by the management company.

#### Allocation of distributable sums

#### Distributable amounts relating to the net result:

IC shares: Capitalisation
ID shares: Distribution
GI shares: Capitalisation
GR shares: Capitalisation
RC shares: Capitalisation
RF shares: Capitalisation

#### Distributable sums relating to capital gains made:

IC shares: Allocation according to general meeting decision. The Board of Directors may decide on the payment of exceptional part

payments.

ID shares: Allocation according to general meeting decision. The Board of Directors may decide on the payment of exceptional part

payments.

GI shares: Allocation according to general meeting decision. The Board of Directors may decide on the payment of exceptional part

payments.

GR shares: Allocation according to general meeting decision. The Board of Directors may decide on the payment of exceptional part

payments.

RC shares: Allocation according to general meeting decision. The Board of Directors may decide on the payment of exceptional part

payments.

RF shares: Allocation according to general meeting decision. The Board of Directors may decide on the payment of exceptional part

payments.

## Evolution of net assets of the UCI (in euros)

		28/09/2018	29/09/2017
Net assets at the beginning of the financial year		195,885,453.74	148,562,295.36
Subscriptions (including subscription fees retained by the	ne UCI)	58,512,196.42	39,060,143.69
Redemptions (after deduction of redemption fees retain	ed by the UCI)	-41,709,318.24	-5,229,251.80
Capital gains made on deposits and financial instrumen	nts	7,279,551.56	12,968,575.29
Capital losses made on deposits and financial instrume	nts	-4,274,898.68	-1,670,810.61
Capital gains made on financial contracts		2,021,200.00	7,784,820.38
Capital losses made on financial contracts		-456,100.00	-3,930,778.36
Transaction costs	-90,622.08	-73,606.31	
Exchange differences	-846,545.03	-3,002,615.44	
Change in difference in estimate of deposits and financ	-5,959,195.62	1,822,467.61	
Difference of estimate financial year N	3,762,357.87		
Difference of estimate financial year N - 1	9,721,553.49		
Change in difference in estimate of financial contracts		-2,920,850.00	1,422,750.00
Difference of estimate financial year N	-1,498,100.00		
Difference of estimate financial year N - 1	1,422,750.00		
Distribution for the previous financial year on net capita	gains and losses	-	-
Distribution for the previous financial year on result		-	-
Net result of the financial year before accruals account		-664,146.40	-1,828,536.07
Advance(s) paid during financial year on net capital gain	ns and losses	-	-
Advance(s) paid during financial year on result		-	
Other elements		-	-
Net assets at the end of the financial year		206,776,725.67	195,885,453.74

## Allocation by legal or economic nature

Designation of securities	Nominal	%
Assets		
Bonds and similar securities	190,226,380.01	92.00
Indexed bonds	-	-
Convertible Bonds	190,226,380.01	92.00
Equity securities	-	-
Other bonds	-	-
Debt securities	-	-
Short-term negotiable securities	-	-
Medium-term negotiable securities		-
Liabilities		
Purchase and sale transactions on financial instruments Shares and similar securities		
Bonds and similar securities		
Debt securities	_	_
Others		
Off-balance sheet		
Rate	-	-
Shares	16,321,895.60	7.89
Credit		
Others	-	

## Allocation by nature of rate

	Fixed rate	%	Variable rate	%	Revisable rate	%	Others	%
Assets								
Deposits	-	-	-	-	-	-	-	-
Bonds and similar securities	190,226,380.01	92.00	-	-	-	-	-	-
Debt securities	-	-	-	-	-	-	-	-
Temporary transactions on securities	-	-	-	-		-		-
Financial accounts	-	-	-	-	-	-	74,671.82	0.04
Liabilities								
Temporary transactions on securities		-		-		-		-
Financial accounts	-	-	-	-		-	105,705.46	0.05

## Allocation by nature of rate (continued)

	Fixed rate	%	Variable rate	%	Revisable rate	%	Others	%
Off-balance sheet Hedging transactions Other transactions			-	-				-

## Allocation by residual maturity

	< 3 months	%	[3 months – 1 year]	%	[1 - 3 years]	%	[3 – 5 years]	%	> 5 years	%
Assets										
Deposits	-	-	-	-	-	-	-	-	-	-
Bonds and similar securities	1,479,350.02	0.72	20,063,693.55	9.70	68,494,400.11	33.12	59,125,719.3 2	28.59	41,063,217.01	19.86
Debt securities	-	-	-	-	-	-	-	-	-	-
Temporary transactions on securities	-	-	-	-	-	-	-	-	-	-
Financial accounts	74,671.82	0.04	-	-	-	-	-	-	-	-
Liabilities										
Temporary transactions on securities			-	-	-	-	-	-		-
Financial accounts	105,705.46	0.05	-	-	-	-	-	-	-	-
Off-balance sheet										
Hedging transactions		-	-	-	-	-	-	-	-	-
Other transactions			-	-	-	-		-	-	-

### Allocation by currency

	USD	%	CHF	%	GBP	%		%
Assets								
Deposits	-	-	-	-	-	-	-	-
Shares and similar securities	-	-	2,168,948.04	1.05	-	-	-	-
Bonds and similar securities Debt securities	29,925,141.70	14.47	4,979,415.48	2.41	6,902,167.18	3.34		-
UCI	-	-	-	-	-	-	-	-
Temporary transactions on securities	-	-		-		-		-
Receivables	-	-	-	-	-	-	-	-
Financial accounts	48,144.95	0.02	0.56	0.00	26,526.31	0.01	-	-

## Allocation by currency (continued)

	USD	%	CHF	%	GBP	%		%
Liabilities  Purchase and sale  transactions on financial	-	-		-	-	-	-	-
Temporary transactions on securities	-	-	-	-	-	3.35	-	-
Payables Financial accounts	29,772,981.79	14.40	7,036,877.36	3.40	6,933,815.78	-		-
Off-balance sheet  Hedging transactions  Other transactions		-		-		-		-

## Sundry debtors and creditors

	28/09/2018
Receivables	
Currency forward sale counterparty	43,717,261.26
Guarantee deposit on futures contracts	209,198.55
Subscriptions receivable	3,161,600.00
Total receivables	47,088,059.81
Payables	
Currency forward sale	-43,743,674.93
Provision for fixed management fees payable	-136,973.29
Provision for variable management fees payable	-6,695.36
Redemptions payable	-1,501.76
Other	-4,163.58 <sup>(1)</sup>
Total payables	-43,893,008.92
Total	3,195,050.89

## Subscriptions-redemptions

Category of IC shares	
Units issued	690,651.5687
Units redeemed	445,814.4633
Category of ID shares	
Units issued	31,800.0000
Units redeemed	75,510.0000
Category of RC units	
Units issued	2,948.2492(2)
Units redeemed	715.9715
Category of RF shares	
Units issued	1.0000(3)
Units redeemed	-

<sup>(2)</sup> The category of RC shares was created on 03 May 2018.

### Commissions

Category of IC shares	
Amount of subscription fees retained	0.00
Amount of redemption fees retained	0.00
Category of ID shares	
Amount of subscription fees retained	0.00
Amount of redemption fees retained	0.00
Category of RC units	
Amount of subscription fees retained	0.00
Amount of redemption fees retained	0.00
Category of RF shares	
Amount of subscription fees retained	0.00
Amount of redemption fees retained	0.00

<sup>(3)</sup> The category of RF shares was created on 09 March 2018.

### Management fees

Category of IC shares	
Percentage of fixed management fees	1.05
Performance commission (variable costs)	318,443.53
Retrocession of management fees	
Category of ID shares	
Percentage of fixed management fees	1.05
Performance commission (variable costs)	278,080.21
Retrocession of management fees	-
Category of GI shares	
Percentage of fixed management fees	0.59
Performance commission (variable costs)	0.00
Retrocession of management fees	-
Category of GR shares	
Percentage of fixed management fees	0.61
Performance commission (variable costs)	0.00
Retrocession of management fees	-
Category of RC units	
Percentage of fixed management fees	1.50(4)
Performance commission (variable costs)	0.00
Retrocession of management fees	-
Category of RF shares	
Percentage of fixed management fees	0.62(5)
Performance commission (variable costs)	0.01
Retrocession of management fees	-

<sup>(4)</sup> The category of RC shares was created on 3 May 2018 - the rate presented has been annualised.

## Commitments received and given

Description of guarantees received by the UCI with notably, mention of capital guarantees

Nil

Other commitments received and/or given

Nil

<sup>(5)</sup> The category of RF shares was created on 9 March 2018 - the rate presented has been annualised.

#### Other information

Code Name Quantity Price Current value (in euros)

Current value of financial instruments forming the subject of temporary acquisition

Nil

Current value of financial instruments constituting guarantee deposits

Financial instruments received as guarantee and not posted on the balance sheet

Nil

Financial instruments given as guarantee and kept in their original entry

Ni

Financial instruments held in the portfolio issued by entities associated with the management company (fund) or with the financial manager(s) (SICAV) and variable capital UCI managed by these entities

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1,383.34

4,366.23

6,039,980.61

#### Advances on result paid in respect of financial year

	Date	Total amount	Unit amount	Total tax credits	Unit tax credit
Total advances		-	-	-	-

### Advances on net capital gains and losses paid in respect of financial year

	Date	Total amount	Unit amount
Total advances		-	

### Table showing allocation of distributable amounts relating to the result (in euros)

	28/09/2018	29/09/2017
Category of IC shares		
Sums yet to be allocated		
Carry forward	-	-
Profit/loss	-343,698.59	-970,569.31
Total	-343,698.59	-970,569.31
Allocation		
Distribution	-	-
Carry forward for the financial year	-	-
Capitalisation	-343,698.59	-970,569.31
Total	-343,698.59	-970,569.31
Information relating to shares or units conferring entitlement to distribution  Number of shares or units	-	-

## Table showing allocation of distributable amounts relating to the result (in euros) (continued)

	28/09/2018	29/09/2017
Unit distribution		-
Tax credits attached to distribution of result	-	-
Category of ID shares		
Sums yet to be allocated		0.054.70
Carry forward	202 122 02	2,251.78
Profit/loss Total	-303,122.82 - <b>303,122.82</b>	-1,052,350.82 <b>-1,050,099.04</b>
	333,12132	.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
Allocation		
Distribution  Corru forward for the financial year	-	-
Carry forward for the financial year  Capitalisation	-303,122.82	-1,050,099.04
Total	-303,122.82	-1,050,099.04
Information relating to charge or units conforming entitlement to distribution		
Information relating to shares or units conferring entitlement to distribution  Number of shares or units	1,288,419.8506	1,332,129.8506
Unit distribution	-	-
Tax credits attached to distribution of result	-	-
Category of GI shares		
Sums yet to be allocated		
Carry forward	-	-
Profit/loss	0.43	0.02(6)
Total	0.43	0.02
Allocation		
Distribution	-	-
Carry forward for the financial year	-	-
Capitalisation	0.43	0.02
Total	0.43	0.02
Information relating to shares or units conferring entitlement to distribution  Number of shares or units		_
Unit distribution		-
Tax credits attached to distribution of result	-	-
Category of GR shares		
Sums yet to be allocated		
Carry forward	-	-
Profit/loss	0.41	0.02(7)
Total	0.41	0.02
Allocation		
Distribution		-
Carry forward for the financial year		-
Capitalisation	0.41	0.02

## Table showing allocation of distributable amounts relating to the result (in euros) (continued)

	28/09/2018	29/09/2017
Total	0.41	0.02
Information relating to shares or units conferring entitlement to distribution		
Number of shares or units	-	-
Unit distribution	-	-
Tax credits attached to distribution of result	-	-
Category of RC units		
Sums yet to be allocated		
Carry forward	-	-
Profit/loss	-175.38(8)	-
Total	-175.38	-
Allocation		
Distribution		-
Carry forward for the financial year		-
Capitalisation	-175.38	-
Total	-175.38	-
Information relating to shares or units conferring entitlement to distribution		
Number of shares or units	-	-
Unit distribution	-	-
Tax credits attached to distribution of result	-	-
Category of RF shares		
Sums yet to be allocated		
Carry forward		-
Profit/loss	0.27 <sup>(9)</sup>	-
Total	0.27	-
Allocation		
Distribution	-	-
Carry forward for the financial year	-	-
Capitalisation	0.27	-
Total	0.27	-
Information relating to shares or units conferring entitlement to distribution		
Number of shares or units	-	-
Unit distribution		-
Tax credits attached to distribution of result	-	-

<sup>(6)</sup> The category of OFI RS EUROPEAN CONVERTIBLE BOND GI shares was created on 08/09/2017.

<sup>(7)</sup> The category of OFI RS EUROPEAN CONVERTIBLE BOND GR shares was created on 08/09/2017.

<sup>(8)</sup> The category of RC shares was created on 03 May 2018.

<sup>(9)</sup> The category of RF shares was created on 09 March 2018.

## Table showing allocation of distributable sums relating to net capital gains and losses (in euros)

	28/09/2018	29/09/2017
Category of IC shares	2010/12010	2710712017
Sums yet to be allocated		
Previous net capital gains and losses not distributed	8,797,054.17	_
Net capital gains and losses for the financial year	971,725.14	7,260,780.92
Advances paid on net capital gains and losses for the financial year	771,723.14	1,200,100.72
Total	9,768,779.31	7,260,780.92
Allocation		
Distribution	-	-
Net capital gains and losses not distributed	9,768,779.31	7,260,780.92
Capitalisation		_
Total	9,768,779.31	7,260,780.92
Information relating to shares or units conferring entitlement to distribution		
Number of shares or units	1,402,071.1208	1,157,234.0154
Unit distribution	-	-
Category of ID shares		
Sums yet to be allocated	7 / 54 000 00	
Previous net capital gains and losses not distributed	7,651,899.99	7 040 /40 50
Net capital gains and losses for the financial year	846,009.53	7,918,619.58
Advances paid on net capital gains and losses for the financial year		
Total	8,497,909.52	7,918,619.58
Allocation		
Distribution	-	-
Net capital gains and losses not distributed	8,497,909.52	7,918,619.58
Capitalisation	-	-
Total	8,497,909.52	7,918,619.58
Information relating to shares or units conferring entitlement to distribution		
Number of shares or units	1,288,419.8506	1,332,129.8506
Unit distribution	-	-
Category of GI shares		
Sums yet to be allocated		
Previous net capital gains and losses not distributed	0.06	-
Net capital gains and losses for the financial year	0.94	0.06 <sup>(10)</sup>
Advances paid on net capital gains and losses for the financial year		_
Total	1.00	0.06
Allocation		
Distribution		
Net capital gains and losses not distributed	1.00	0.06
Capitalisation		_
Total	1.00	0.06

## Table showing allocation of distributable sums relating to net capital gains and losses (in euros) (continued)

	28/09/2018	29/09/2017	
Information relating to shares or units conferring entitlement to distribution			
Number of shares or units	1.0000	1.0000	
Unit distribution	-	-	
Catagory of CD abores			
Category of GR shares			
Sums yet to be allocated  Previous net capital gains and losses not distributed	0.06	_	
Net capital gains and losses for the financial year	0.95	0.06 <sup>(11)</sup>	
Advances paid on net capital gains and losses for the financial year	0.73	0.00	
Total	1.01	0.06	
Allocation			
Distribution		_	
Net capital gains and losses not distributed	1.01	0.06	
Capitalisation	-	_	
Total	1.01	0.06	
Information relating to shares or units conferring entitlement to distribution			
Number of shares or units	1.0000	1.0000	
Unit distribution	-	-	
Category of RC units			
Sums yet to be allocated			
Previous net capital gains and losses not distributed		_	
Net capital gains and losses for the financial year	-894.21(12)	_	
Advances paid on net capital gains and losses for the financial year	-		
Total	-894.21	-	
Allocation			
Distribution	-	-	
Net capital gains and losses not distributed	-	-	
Capitalisation	-894.21	-	
Total	-894.21	-	
Information relating to shares or units conferring entitlement to distribution			
Number of shares or units	2,232.2777	-	
Unit distribution	-	-	
Category of RF shares			
Sums yet to be allocated			
Previous net capital gains and losses not distributed	-	-	
Net capital gains and losses for the financial year	-0.59(13)	-	
Advances paid on net capital gains and losses for the financial year	-	-	
Total	-0.59	-	

## Table showing allocation of distributable sums relating to net capital gains and losses (in euros) (continued)

	28/09/2018	29/09/2017	
Allocation			
Distribution		-	
Net capital gains and losses not distributed		-	
Capitalisation	-0.59	-	
Total	-0.59	-	
Information relating to shares or units conferring entitlement to distribution			
Number of shares or units	1.0000	-	
Unit distribution		-	

<sup>(10)</sup> The category of OFI RS EUROPEAN CONVERTIBLE BOND GI shares was created on 08/09/2017.

## Table showing results and other characteristic elements of the UCI during the last five financial years (in euros)

	28/09/2018	29/09/2017	30/09/2016	30/09/2015	30/09/2014
Net assets					
in EUR	206,776,725.67	195,885,453.74	148,562,295.36	169,307,791.35	232,936,709.24
Number of securities					
Category of IC shares	1,402,071.1208	1,157,234.0154	991,075.6889	1,100,370.0817	1,627,441.2452
Category of ID shares	1,288,419.8506	1,332,129.8506	1,054,309.0000	1,326,909.0000	1,777,909.0000
Category of GI shares	1.0000	1.0000	-	-	-
Category of GR shares	1.0000	1.0000	-	-	-
Category of RC units	2,232.2777	-	-	-	-
Category of RF shares	1.0000	-	-	-	-
Unit net asset value					
Category of IC EUR shares	78.75	80.96	74.65	71.59	69.82
Category of ID EUR shares	74.61	76.71	70.72	68.22	67.10
Category of GI EUR shares	99.48	101.50(15)	-	-	-
Category of GR EUR shares	99.43	101.50(16)	-	-	-
Category of RC EUR shares	97.63(17)	-	-	-	-
Category of RF EUR shares	98.33(18)	-	-	-	-
Unit distribution on net capital gains and losses (including advances)					
Category of IC EUR shares	-	-	-	-	-
Category of ID EUR shares	-	-	-	-	-
Category of GI EUR shares	-	-	-	-	-
Category of GR EUR shares	-	-	-	-	-

<sup>(11)</sup> The category of OFI RS EUROPEAN CONVERTIBLE BOND GR shares was created on 08/09/2017.

<sup>(12)</sup> The category of RC shares was created on 03 May 2018.

<sup>(13)</sup> The category of RF shares was created on 09 March 2018.

# Table showing results and other characteristic elements of the UCI during the last five financial years (in euros) (continued)

	28/09/2018	29/09/2017	30/09/2016	30/09/2015	30/09/2014
Category of RC EUR shares				<u>-</u>	-
Category of RF EUR shares	-			-	-
Unit distribution on result (including advances)					
Category of IC EUR shares	-			-	-
Category of ID EUR shares	-			0.38	0.59
Category of GI EUR shares	-			-	-
Category of GR EUR shares	-			-	-
Category of RC EUR shares	-			-	-
Category of RF EUR shares	-			-	-
Unit tax credit transferred to bearer (individuals)					
Category of IC EUR shares	-			-	-
Category of ID EUR shares	-			-	-
Category of GI EUR shares	-			-	-
Category of GR EUR shares	-			-	-
Category of RC EUR shares	-			-	-
Category of RF EUR shares	-			-	-
Unit capitalisation					
Category of IC EUR shares	-0.24	-0.83	3 4.54	3.57	2.68(14)
Category of ID EUR shares	-0.23	-0.78	3 4.31	3.04	2.00
Category of GI EUR shares	0.43	0.02	2 .	-	-
Category of GR EUR shares	0.41	0.02	2 .	-	-
Category of RC EUR shares	-0.47			-	-
Category of RF EUR shares	-0.32			-	-

<sup>(14)</sup> The unit capitalisation from 30/09/2014 is that of the result and the net capital gains or losses. For previous financial years, the unit capitalisation is only that of the result.

<sup>(15)</sup> The category of OFI RS EUROPEAN CONVERTIBLE BOND GI shares was created on 08/09/2017 with a nominal value of EUR 100.00.

<sup>(16)</sup> The category of OFI RS EUROPEAN CONVERTIBLE BOND GR shares was created on 08/09/2017 with a nominal value of EUR 100.00.

<sup>(17)</sup> The category of RC shares was created on 3 May 2018 with a nominal value of EUR 100.00.

<sup>(18)</sup> The category of RF shares was created on 9 March 2018 with a nominal value of EUR 100.00.

## Portfolio inventory as at 28 September 2018

Designation of securities	Curren cy	Oty No. or nominal value	Market value	% Net Assets
Deposits				-
Financial instruments				
Shares and similar securities			5,848,197.80	2.83
Traded on a regulated or similar market			5,848,197.80	2.83
AROUNDTOWN SA	EUR	217,596.00	1,666,785.36	0.81
ECONOCOM GROUP	EUR	466,898.00	1,307,314.40	0.63
STMICROELECTRONICS NV	EUR	45,000.00	705,150.00	0.34
SWISS LIFE HOLDING	CHF	6,615.00	2,168,948.04	1.05
Not traded on a regulated or similar market			-	-
Bonds and similar securities			190,226,380.01	92.00
Traded on a regulated or similar market			190,226,380.01	92.00
ACS ACTI F 1.625% 27/03/2019 CV	EUR	1,500,000.00	1,648,534.82	0.80
ADIDAS AG 0.25% 14/06/2019 CV	EUR	800,000.00	2,097,802.74	1.01
AIRBUS GRO ZCP 14/06/2021 EMTN	EUR	3,400,000.00	4,224,840.00	2.04
AMERICA MOVIL SAB DE ZCP 28/05/2020	EUR	2,600,000.00	2,562,820.00	1.24
ARCHER OBLIGATIONS ZCP 31/03/2023	EUR	3,000,000.00	3,804,600.00	1.84
BASI PHAR AG 2.75% 23/12/2022	CHF	2,600,000.00	2,234,509.28	1.08
BAYER 0.05% 15/06/2020	EUR	4,000,000.00	4,346,597.26	2.10
BE SEMICONDUCTOR INDUSTRIES NV 0.5% 06/12/2024	EUR	3,300,000.00	2,826,156.67	1.37
BEKAERT ZCP 09/06/2021	EUR	2,700,000.00	2,399,220.00	1.16
BREN FINA BV 1.875% 02/12/2022	USD	3,500,000.00	3,027,959.54	1.46
BRITISH LAND 0% 09/06/2020	GBP	1,800,000.00	1,946,219.05	0.94
CA ZCP 03/10/2019	EUR	59,056.00	4,548,493.12	2.20
CO ECONIMICA DELTA SA 1.0% 01/12/2023	EUR	2,500,000.00	2,504,401.64	1.21
COFINIMMO SA 0.1875% 15/09/2021	EUR	15,000.00	2,155,950.00	1.04
CONVIVIO 0.875% 01/04/2019ORA	EUR	15,000.00	1,535,250.00	0.74
DERWENT LONDON CAPITAL NO 2 JERSEY LTD 1.125% 24/07/2019	GBP	1,000,000.00	1,149,991.52	0.56
DEUTSCHE POST AG 0.05% 30/06/2025	EUR	4,000,000.00	3,965,205.48	1.92
DEUTSCHE WOHNEN AG 0.6% 05/01/2026	EUR	3,400,000.00	3,629,970.41	1.76
ELIS EX HOLDELIS ZCP 06/10/2023	EUR	110,000.00	3,616,800.00	1.75
FIELDUNK NV 3.75% 22/12/2021 CV	EUR	2,700,000.00	2,478,737.21	1.20
FIGEAC AERO 1.125% 18/10/2022	EUR	97,200.00	2,376,540.00	1.15
FRES MEDI 1.125% 31/01/2020 CV	EUR	2,500,000.00	3,176,314.88	1.54
FUGRO NV 4.0% 26/10/2021	EUR	4,000,000.00	3,914,308.20	1.89
FUGRO NV 4.5% 02/11/2024 CV	EUR	1,800,000.00	1,901,790.00	0.92
GENFIT 3.5% 16/10/2022	EUR	132,000.00	3,544,200.00	1.71
GLAN CO OP 1.375% 09/06/2021 CV	EUR	2,800,000.00	2,841,216.99	1.37
GRUPO EMPRERIAL ENCE 1.25% 05/03/2023	EUR	3,600,000.00	4,735,196.35	2.29
HANI FINA DEUT ZCP 12/05/2020 CV	EUR	3,000,000.00	2,973,000.00	1.44
HUSTHO 3 3/8 04/02/2019CV	EUR	2,300,000.00	2,366,886.64	1.14
IMPLENIA 0.5% 30/06/2022	CHF	3,000,000.00	2,744,906.20	1.33
INDR SIST 1.25% 07/10/2023	EUR	3,400,000.00	3,426,449.40	1.66
INGENICO ZCP 26/06/2022CV	EUR	21,870.00	3,554,531.10	1.72

## Portfolio inventory as at 28 September 2018 (continued)

Designation of securities	Currenc y	Qty No. or nominal value	Market value	% Net Assets
INMARSAT 3.875% 09/09/2023	USD	2,000,000.00	1,920,922.42	0.93
KORIAN SA 2.5% PERP CV	EUR	70,000.00	2,889,600.00	1.40
LOYALTOUCH 4.2% 22/06/2012CV - EN LIQUIDATION	EUR	35.00	0.35	0.00
LVMH MOET HENN ZCP 16/02/2021 CV	USD	17,000.00	5,383,796.81	2.60
MAISON DU MONDE SAS 0.125% 06/12/2023	EUR	68,000.00	3,157,240.00	1.53
MARI HARV A 0.125% 05/11/2020	EUR	2,000,000.00	3,009,819.02	1.46
MTU AERO ENGI 0.125% 17/05/2023	EUR	2,600,000.00	4,197,368.77	2.03
NEOP FRAN S 3.375% PERP CV	EUR	50,000.00	2,802,500.00	1.36
NEX 0.125% 01/01/2023 CV	EUR	31,200.00	2,096,328.00	1.01
ORPAR ZCP 20/06/2024 CV	EUR	24.00	2,519,760.00	1.22
PIERRE ET VACANCES 2.0% 01/04/2023	EUR	43,259.00	2,411,256.66	1.17
PROXIMANIA 4.2% 07-12 CV	EUR	35.00	0.35	0.00
QGEN 0 7/8 03/19/2021	USD	3,400,000.00	3,975,251.24	1.92
RAG STIFTUNG ZCP 16/03/2023	EUR	2,600,000.00	2,767,960.00	1.34
RAG STIFTUNG ZCP 18/02/2021 CV EMTN	EUR	2,000,000.00	2,176,400.00	1.05
RALLYE 1% 02/10/2020	EUR	23,000.00	2,450,420.00	1.19
REMG JERS 2.625% 22/03/2021 CV	GBP	1,800,000.00	1,967,288.22	0.95
SACYR VALLEHERMOSO 4.0% 08/05/2019CV	EUR	3,900,000.00	3,931,895.22	1.90
SAFRAN ZCP 31/12/2020 CV	EUR	35,000.00	4,234,650.00	2.05
SAGERPAR 0.375% 10/2018 CV	EUR	1,400,000.00	1,479,349.32	0.72
SEB ZCP 17/11/2021	EUR	14,519.00	2,838,754.88	1.37
SGL CARBON AG 3.0% 20/09/2023 CV	EUR	2,500,000.00	2,482,000.00	1.20
SIEM FINA 1.65% 16/08/2019	USD	5,500,000.00	5,253,332.61	2.54
SOGEFI SPA 2.0% 21/05/2021CV	EUR	2,500,000.00	2,380,956.52	1.15
STMICROELECTRONICS NV 0.25% 03/07/2024	USD	4,000,000.00	3,744,874.92	1.8
SYMRISE AG 0.2375% 20/06/2024	EUR	3,500,000.00	4,078,468.49	1.9
TELECOM ITALIA SPA EX OLIVETTI 1.125% 26/03/2022	EUR	3,300,000.00	3,177,525.33	1.54
TULL OIL J 6.625% 12/07/2021 CV	USD	2,400,000.00	2,742,637.39	1.33
UBISOFT ZCP 27/09/2021	EUR	34,285.00	3,283,474.45	1.59
VALE ELEC ET ZCP 16/06/2021 EMTN	USD	4,800,000.00	3,876,366.77	1.8
VALLOUREC 4.125% 04/10/2022 CV	EUR	650,218.00	4,818,115.38	2.33
VOD 0 11/26/2020	GBP	1,700,000.00	1,838,668.39	0.89
WEND ZCP 31/07/2019 EMTN	EUR	40,000.00	2,080,000.00	1.0
Not traded on a regulated or similar market	20.1	.5/555.55	-	
Debt securities				
Traded on a regulated market or similar			-	
Transferable debt securities			-	
Other debt securities				
Not traded on a regulated or similar market				
Mutual funds			6,039,980.61	2.92
General purpose UCITS and AIFs aimed at non-professionals and equivalents in other countries			6,039,980.61	2.92
OFI RS LIQUIDITES	EUR	1,383.34	6,039,980.61	2.92

## Portfolio inventory as at 28 September 2018 (continued)

Designation of securities	Curren cy	Qty No. or nominal value	Market value	% Net Assets
Other Funds aimed at non-professionals and equivalents in other Member States of the European Union			-	-
General purpose professional funds and equivalents in other Member States of the European Union and listed securitisation vehicles				-
Other professional investment funds and equivalents in other Member States of the European Union and unlisted securitisation vehicles			-	-
Other non-European vehicles				-
Temporary transactions on securities			-	-
Receivables representative of securities under repurchase agreements			-	-
Receivables representative of securities lent			-	-
Securities borrowed			-	-
Securities given under a repurchase agreement				-
Payables representative of securities given under a repurchase				-
Payables representative of securities borrowed				-
Other temporary transactions			-	-
Purchase and sale transactions on financial instruments			-	-
Financial contracts			1,498,150.00	0.72
Transactions on a regulated or similar market			1,498,150.00	0.72
C.A.I. margin calls	EUR	-91,800.00	-91,800.00	-0.04
EAXA/1218/CALL/26.	EUR	2,700.00	35,100.00	0.02
EAXA/1219/CALL/22.	EUR	2,100.00	430,500.00	0.21
ERNL/1218/CALL/88.	EUR	800.00	50,400.00	0.02
ERNL/1219/CALL/72.	EUR	600.00	501,600.00	0.24
ESGE/1218/C44.0	EUR	1,350.00	22,950.00	0.01
ESGE/1219/CALL/36.	EUR	1,300.00	457,600.00	0.22
EUR XEUR FESX D 1218	EUR	170.00	91,800.00	0.04
Other transactions			-	-
Other financial instruments				-
Receivables			47,088,059.81	22.77
Payables			-43,893,008.92	-21.23
Financial accounts			-31,033.64	-0.02
NET ASSETS			206,776,725.67	100.00



Firm of accountants Paris regional professional association Firm of auditors Paris regional professional association

### OFI RS EUROPEAN CONVERTIBLE BOND

AUDITOR'S REPORT ON THE ANNUAL ACCOUNTS
FINANCIAL YEAR ENDED ON 28 SEPTEMBER 2018







Firm of accountants
Paris regional professional association
Firm of auditors
Paris regional professional association

#### OFI RS EUROPEAN CONVERTIBLE BOND

Société d'Investissement à Capital Variable Registered Office: 20-22, rue Vernier 75017 Paris

AUDITOR'S REPORT ON THE ANNUAL ACCOUNTS

FINANCIAL YEAR ENDED ON 28 SEPTEMBER 2018

To the shareholders,

#### **OPINION**

In execution of the task entrusted to us by your Board of Directors, we have carried out an audit of the annual accounts of the mutual fund OFI RS EUROPEAN CONVERTIBLE BOND relating to the financial year ended on 28 September 2018, as they are attached to this report.

We certify that the annual accounts are, in the light of French accounting rules and principles, due and proper and sincere, and give a faithful image of the result of the operations in the past financial year, and of the financial situation and assets of the SICAV at the end of that financial year.

#### **BASIS OF THE OPINION**

#### **A**UDIT REFERENCE SYSTEM

We have carried out our audit in accordance with the rules of professional practice applicable in France. We consider that the elements which we have gathered are sufficient and appropriate in order to form our opinion.

The responsibilities incumbent upon us under these standards are set out in the section of this report entitled "Responsibilities of the statutory auditor relating to the audit of the annual accounts".





#### INDEPENDENCE

We carried out our audit mission in compliance with the rules of independence applicable to us, over the period from 1st October 2017 to the date of issue of our report; in particular, we did not provide any of the services prohibited by the code of ethics of the statutory auditors' profession.

#### JUSTIFICATION OF ASSESSMENTS

In application of the provisions of Article L. 823-9 and R. 823-7 of the French Commercial Code relating to the explanation for our assessments, we would like to bring to your attention the following assessments which, according to our professional judgement, were the most significant for the audit of the annual accounts for the financial year.

The valuation of the portfolio was carried out according to the methods described in the appendix. We have reviewed the appropriate nature of these methods, and their correct application.

The assessments provided come within the context of the audit of annual accounts considered overall and the formation of our opinion set out above. We are not expressing any opinion on elements of these annual accounts taken in isolation.

## VERIFICATION OF THE MANAGEMENT REPORT AND OF THE OTHER DOCUMENTS SENT TO THE UNITHOLDERS

In accordance with the rules of professional practice applicable in France, we also carried out the specific checks provided for by law.

We do not have any qualifications to make as to the accuracy and consistency with the annual accounts of the information given in the management report and the other documents sent to unit holders regarding the financial situation and annual accounts.

# RESPONSIBILITIES OF MANAGEMENT AND OF THE INDIVIDUALS COMPRISING CORPORATE GOVERNANCE RELATING TO THE ANNUAL ACCOUNTS

It is for management to draw up annual accounts preparing an honest image in accordance with the French accounting rules and principles, and to set in place the internal control which it deems necessary for the preparation of annual accounts not containing any significant anomalies, whether these originate from fraud or error.

On drawing up annual accounts, it is for the management company to assess the capacity of the mutual fund to continue operation, present in these accounts, where applicable, the necessary information relating to continuity of operation and apply the accounts agreement on continuity of operation, except where it is envisaged liquidating the mutual fund or ceasing its activity.

The annual accounts were drawn up by the Board of Directors of the SICAV.

#### Financial year ended on 28 September 2018

# RESPONSIBILITIES OF THE AUDITOR RELATING TO THE AUDIT OF THE ANNUAL ACCOUNTS

It is our responsibility to prepare a report on the annual accounts. Our objective is to obtain reasonable assurance that the annual accounts, taken as a whole, do not contain any significant anomalies. Reasonable assurance corresponds to a high level of assurance, without however guaranteeing that an audit carried out in accordance with professional standards systematically makes it possible to detect any significant anomaly. Anomalies may originate from fraud or error and are deemed significant when it can be reasonably expected that they might, taken individually or jointly, influence the economic decisions which the users of the accounts take, based on said anomalies.

As specified in Article L.823-10-1 of the French Commercial Code, our mission of certification of accounts does not consist of guaranteeing the viability or quality of the management of your SICAV.

In the context of an audit carried out in accordance with the professional standards applicable in France, the statutory auditor exercises professional judgement throughout this audit.

#### Moreover:

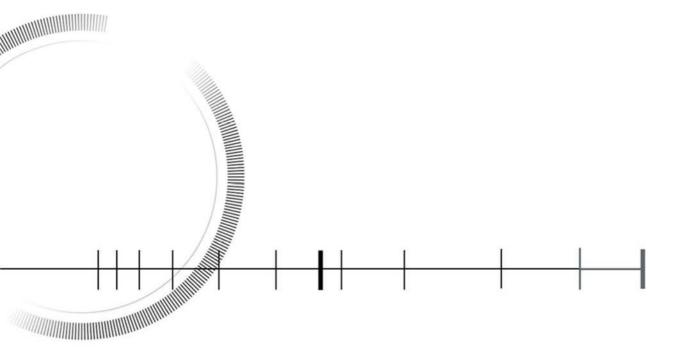
- they identify and assess the risks that the annual accounts contain significant anomalies, whether
  they originate from fraud or error, defines and implements audit procedures to deal with these
  risks, and gathers the information they deem sufficient and appropriate in order to support their
  opinion. The risk of non-detection of a significant anomaly resulting from fraud is higher than the
  risk of a significant anomaly resulting from an error, as fraud can entail collusion, falsification,
  deliberate omissions, false declarations or diversion of internal control;
- they take note of the relevant internal control for the audit, so as to define appropriate audit
  procedures in the circumstances, and not with a view to expressing an opinion on the
  effectiveness of the internal control;
- they assess the appropriate nature of the accounts methods applied and the reasonable nature of the accounts estimates made by the managers of the management company, along with the information concerning them provided in the annual accounts;
- they assess the appropriate nature of the application by management of the accounting agreement on continuity of operation and, depending on the information gathered, the existence or not of significant uncertainty relating to events or circumstances likely to call into question the capacity of the mutual fund to continue operation. This assessment is based on the information gathered up to the day of their report, it being reiterated, however, that subsequent circumstances or events might call continuity of operation into question. If they conclude the existence of a significant uncertainty, they draw the attention of the readers of their report to the information provided in the annual accounts on the subject of this uncertainty or, if this information is not provided or is not relevant, they prepare certification with reservations, or a refusal to certify;

they assess the overall presentation of the annual accounts and assess whether the annual
accounts reflect the operations and underlying events in such a way as to provide a faithful
image.

Done in Paris, on 20 November 2018 The Auditor **APLITEC**, represented by

[Signature]
Bruno DECHANCÉ

# Text of resolutions proposed to the Ordinary General Meeting



#### FOR THE ORDINARY PART OF THE MEETING

#### FIRST RESOLUTION

After having heard the management report of the Board of Directors and the Auditor's reports on the financial year ended on 28 September 2018, the General Meeting approves, as they have been presented, the accounts for this financial year, balanced with a result of **EUR (646,995.68)**.

It also approves the transactions translated by these accounts or summarised in these reports.

This resolution is adopted unanimously.

#### SECOND RESOLUTION

The General Meeting approves the accounts for the financial year ended on 28 September 2018, balanced with a negative result of **EUR (646,995.68)**.

#### Regarding appropriation of result

Under Article 27 of the Articles of Association, the net result is allocated between the two share categories:

→ "pure capitalisation" C type shares	EUR (343,698.59)
→ "pure distribution" ID type shares	EUR (303,122.82)
→ "pure capitalisation" GI type shares	EUR 0.43
→ "pure capitalisation" GR type shares	EUR 0.41
→ "pure capitalisation" RC type shares	EUR (175.38)
→ "pure capitalisation" RF type shares	EUR 0.27
7 7	

forming overall a result of EUR (646,995.68)

This resolution is adopted unanimously.

#### THIRD RESOLUTION

The General Meeting approves the accounts for the financial year ended on 28 September 2018, balanced with a capital gain net of costs of EUR 18,265,796.04

#### Regarding appropriation of net capital gains or losses

Under Article 27 of the Articles of Association, net capital gains are allocated between the following share categories:

→ IC type shares	EUR 9,768,779.31
→ ID type shares	EUR 8,497,909.52
→ GI type shares	EUR 1.00
→ GR type shares	EUR 1.01
→ RC type shares	EUR (894.21)
→ RF type shares	EUR (0.59)

forming overall capital gains net of costs not distributed of EUR 18,265,796.04

These capital gains net of costs will be allocated as capital gains or losses not distributed.

This resolution is adopted unanimously.

#### **FOURTH RESOLUTION**

The General Meeting acknowledges that no authorised agreements and commitments covered by Articles 225-38 and 225-39 of the French Commercial Code were entered into during the financial year ended on 28 September 2018.

This resolution is adopted unanimously

#### FIFTH RESOLUTION

In accordance with the voting right policy in force within the OFI Group, the Board of Directors has not itself requested discharge from the shareholders.

This resolution is adopted unanimously.

#### SIXTH RESOLUTION

The General Meeting, having discussed this, decides to approve the co-opting of **Mr René Valladon**, and this, for the outstanding term of the mandate of Mr Jacky Dintinger who has resigned, i.e. up to the General Meeting to be called to rule on the accounts for the financial year ended on 30 September 2019.

This resolution is adopted unanimously.

#### SEVENTH RESOLUTION

The General Meeting fixes at **EUR 5,000** as a maximum, the global amount of directors' fees allocated to the Board of Directors for the 2018/2019 financial year.

This resolution is adopted unanimously.

#### **EIGHTH RESOLUTION**

The General Meeting confers all powers on the bearer of an original, a copy or an excerpt of these minutes in order to complete all formalities relating to filing and registration and other due formalities.

This resolution is adopted unanimously.

#### ADDITIONAL INFORMATION FOR INVESTORS IN GERMANY

OFI Asset Management has notified the Federal Financial Supervisory Authority (Bundesanstalt für Finanzdienstleistungsaufsicht, BaFin) of its intention to distribute the units of the Fund **OFI RS EUROPEAN CONVERTIBLE BOND** in the Federal Republic of Germany and has been authorized to distribute the units in the Federal Republic of Germany upon completion of the notification procedure.

#### **Paying and Information Agent**

OLDENBURGISCHE LANDESBANK AG, a bank established under the laws of Germany, having its registered office at Stau 15/17, 26122 Oldenburg, registered with the Oldenburg Trade Registry, number HRB 3003, has undertaken the function of Paying and Information Agent for the Fund in the Federal Republic of Germany (the "German Paying and Information Agent")

#### Information and Documents

For unit-holders resident in Germany, the following documents are available for inspection in hard copy, free of charge and upon request at the German Paying and Information Agent:

- Prospectus
- Key Investor Information Documents
- Articles of Incorporation
- The latest annual report, and the most recent semi-annual report, if published thereafter
- Custody and Administration Agreements
- Paying Agency Agreement

Any other information to the Shareholders will be sent to the Shareholders by post. The issue, redemption and conversion prices of shares will be published on the website: <a href="www.ofi-am.fr">www.ofi-am.fr</a>. Additionally, communications to investors in Germany will be published in a durable medium, further to the requirements of Article 167 of the German Investment Code in the following cases: suspension of the redemption of the shares, termination of the management of the fund or its liquidation, any amendments to the Articles of Incorporation which are inconstant with the previous investment principles, which affect material investor rights or which relate to remuneration and reimbursement of expenses that may be paid or made out of the asset pool, merger of the fund with one or more other funds and the change of the fund into a feeder fund or the modification of a master fund.

Applications for the redemption and conversion of shares may be sent to the German Paying and Information Agent. All payments to investors, including redemption proceeds and potential distributions, may, upon request, be paid through the German Paying and Information Agent.