

Bellevue Funds (Lux)

Société d'Investissement à Capital Variable

Registered office of the company: L-1528 Luxembourg, 11/13, Boulevard de la Foire

R.C.S.: B145566

Notice to shareholders of the sub-funds Bellevue Funds (Lux) – BB Entrepreneur Asia and Bellevue Funds (Lux) – BB Entrepreneur Europe

Shareholders are hereby informed that the Board of Directors of Bellevue Funds (Lux) SICAV has decided, in consultation with the Custodian Bank and the Central Administration of the Company, and in agreement with the provisions under Article 23 of the company's statutes, to merge the sub-fund Bellevue Funds (Lux) – BB Entrepreneur Asia ("the merging sub-fund/share classes") with the sub-fund Bellevue Funds (Lux) – BB Entrepreneur Europe (the "target sub-fund/share classes") with effect from **18th May 2015** (the "merger date").

The reason for the merger is the fall of the sub-fund BB Entrepreneur Asia below a minimum volume of sub-fund assets, which means it is no longer economically viable to operate the merging sub-fund.

The merger of the affected share classes will take place as follows:

merging sub-funds/share classes		target sub-funds/share classes	
Bellevue Funds (Lux) – BB Entrepreneur Asia		Bellevue Funds (Lux) – BB Entrepreneur Europe	
Shares	ISIN code	Shares	ISIN code
I USD	LU0605289189	I EUR	LU0415391944
B USD	LU0605289262	B EUR	LU0415391860
I CHF	LU0605289346	I CHF	LU0415392165
B CHF	LU0605289429	B CHF	LU0415392082
I EUR	LU0605289692	I EUR	LU0415391944
B EUR	LU0605289775	B EUR	LU0415391860

The merger of the sub-funds/share classes involves both contributions in kind and cash contributions to the target sub-fund/share classes.

Characteristics of the merging sub-fund Bellevue Funds (Lux) – BB Entrepreneur Asia and its share classes:

Shares	ISIN code	Minimum initial investment	Currency of the shares	Management fee	Performance Fee	Initial issue date
I USD	LU0605289189	100,000	USD	0.9% p.a.	10% p.a. (where applicable)	29/04/2011
B USD	LU0605289262	--	USD	1.6% p.a.	10% p.a. (where applicable)	29/04/2011
I CHF	LU0605289346	100,000	CHF	0.9% p.a.	10% p.a. (where applicable)	29/04/2011
B CHF	LU0605289429	--	CHF	1.6% p.a.	10% p.a. (where applicable)	29/04/2011
I EUR	LU0605289692	100,000	EUR	0.9% p.a.	10% p.a. (where applicable)	29/04/2011
B EUR	LU0605289775	--	EUR	1.6% p.a.	10% p.a. (where applicable)	29/04/2011

Investment objective and policy of the sub-fund Bellevue Fund (Lux) – BB Entrepreneur Asia:

The investment objective of BB Entrepreneur Asia is to achieve long-term capital growth by investing at least two-thirds of the net assets of the fund in a portfolio of carefully chosen shares and other equity securities of companies that have their registered office or carry out the majority of their economic activity in particular in the emerging countries of Asia (ex Japan) and which are primarily owner-managed. The universe for owner-managed companies is determined cumulatively as follows:

- The shares are mainly owned by private investors or one or several private investors hold significant share packages and have a decisive influence on the corporate policy of such companies.
- Listing on an established exchange or, for new issues, a listing on the relevant exchange has been applied for.
- In relation to Chinese owner-managed companies, the definition is adjusted as follows: A majority of the shares may also be held by the state.

Bellevue Funds (Lux)

Société d'Investissement à Capital Variable

Registered office of the company: L-1528 Luxembourg, 11/13, Boulevard de la Foire

R.C.S.: B145566

In addition, the company may invest no more than one-third of the net assets of BB Entrepreneur Asia in fixed-income or floating-rate securities and convertible bonds and bonds with warrants from issuers from recognised countries.

No more than 15% of the net assets of the sub-fund may be invested in warrants on shares or other equity securities.

The purchase of warrants is associated with elevated risks resulting from the increased volatility of these investments.

In addition, the Company may hold an adequate level of liquid assets for the sub-fund.

BB Entrepreneur Asia is denominated in USD.

Characteristics of the target sub-fund Bellevue Funds (Lux) – BB Entrepreneur Europe and its share classes:

Shares	ISIN code	Minimum initial investment	Currency of the shares	Management fee	Performance Fee	Initial issue date
I EUR	LU0415391944	100,000*	EUR	0.9% p.a.	--	30/04/2009
B EUR	LU0415391860	--	EUR	1.6% p.a.	--	30/04/2009
I CHF	LU0415392165	100,000*	CHF	0.9% p.a.	--	30/04/2009
B CHF	LU0415392082	--	CHF	1.6% p.a.	--	30/04/2009

Investment objective and policy of the sub-fund Bellevue Fund (Lux) – BB Entrepreneur Europe:

The investment objective of BB Entrepreneur Europe is to achieve long-term capital growth by investing at least two-thirds of the net assets of BB Entrepreneur Europe in a portfolio of carefully chosen shares and other equity securities of companies that have their registered office or carry out the majority of their economic activity in recognised European countries and are mainly managed by owners. The universe for owner-managed companies is determined as follows:

- One or more shareholders have significant shareholdings (at least 20%) and have a decisive influence on the corporate policy.
- Listing on an established exchange or, for new issues, a listing on the relevant exchange has been applied for.

In addition, the company may invest no more than one-third of the net assets of BB Entrepreneur Europe in fixed-income or floating-rate securities and convertible bonds and bonds with warrants from issuers from recognised countries.

No more than 15% of the net assets of BB Entrepreneur Europe may be invested in warrants on shares or other equity securities.

The purchase of warrants is associated with elevated risks resulting from the increased volatility of these investments.

The company may in addition hold an adequate level of liquid assets for BB Entrepreneur Europe .

The sub-fund BB Entrepreneur Europe may invest in accordance with the rules for cross-shareholdings, as described in the General Section of the Prospectus, in shares of BB Entrepreneur Europe Small.

BB Entrepreneur Europe is denominated in EUR.

Special investment risks of the sub-fund BB Entrepreneur Asia

The investments may be denominated in US dollars or other currencies. Foreign currency risks may be fully or partially hedged. A drop in value due to currency fluctuations cannot be ruled out.

The attention of potential investors is drawn to the fact that investments in BB Entrepreneur Asia are associated with higher risk. Equity markets and the economies of emerging markets are generally volatile. Specifically, the following risks exist:

- a) There may be a low or non-existent trading volume of securities on the relevant securities market, which can lead to liquidity problems and relatively large price fluctuations;
- b) the uncertainty of the political, economic and social conditions and the associated dangers of expropriation or seizure, of unusually high inflation rates, prohibitive tax measures and other negative developments;
- c) potentially serious fluctuations in the foreign exchange rate, different legal frameworks, existing or potential foreign exchange export restrictions, customs or other restrictions and any laws or other restrictions applicable to investments;
- d) political or other circumstances which restrict the investment opportunities of BB Entrepreneur Asia such as limitations in issuers or industries which are regarded as sensitive with respect to national interests; and
- e) the absence of sufficiently developed legal structures for private or foreign investments and the risk of potentially inadequate safeguards of private property.

Moreover, the sub-fund's investments in certain countries may be negatively affected by political developments and/or changes in legislation, fiscal and currency controls of the particular countries. There are further risks in relation to the settlement of securities transactions, namely the risk that in spite of a payment by the sub-fund, the corresponding securities are delivered late or cannot be delivered. In addition, the risk of securities counterfeiting or securities theft cannot be excluded.

With regard to investments in certain of these emerging market countries, certain risks relating to the ownership and custody of securities must be pointed out.

In some countries in the region, the ownership of securities is established through entry in the books of the company issuing the securities or of its registrar (which is neither an agent of the custodian bank nor accountable to it). The supervisory obligations of the custodian bank are limited to the best efforts it can reasonably be expected to make.

Share certificates representing stakes in companies in certain countries in the region are not kept by the custodian bank or sub-custodian or an effective central depository system. As a consequence of this system and due to the lack of effective government regulation and enforcement, the Company could lose its registration and ownership of securities in certain countries of the region through fraud, negligence or simply through an oversight. It is also pointed out that such share certificates are generally available only in photocopied form, and their legal value is open to challenge as a result.

While remaining in compliance with the conditions and limits established by law and those laid down by the CSSF, the sub-fund is permitted to use techniques and instruments with a view to the efficient management of the investment portfolio, particularly for hedging purposes.

Bellevue Funds (Lux)

Société d'Investissement à Capital Variable

Registered office of the company: L-1528 Luxembourg, 11/13, Boulevard de la Foire

R.C.S.: B145566

The sub-fund may also invest up to 10% of its net assets in units of UCITS and other UCIs.

The sub-fund may invest up to 10% of its net assets in securities in accordance with Article 41 (2) a) of the Law of 2010 and/or other unlisted securities.

The assets of BB Entrepreneur Asia are subject to daily price fluctuations. The value of the sub-fund depends on the daily market value and may therefore rise or fall. Consequently, there is a risk that an investor may not get back the amount originally invested. The value of the assets largely depends on general economic developments as well as company-specific factors. It also depends on the supply and demand situation in the stock market, which in turn is heavily influenced by the expectations of market participants.

Special investment risks of the sub-fund BB Entrepreneur Europe

The investments may be denominated in euro or other currencies. Foreign currency risks may be fully or partially hedged. A drop in value due to currency fluctuations cannot be ruled out.

BB Entrepreneur Europe may acquire investments which are issued by issuers from European emerging markets and/or denominated in currencies of European emerging markets or are economically linked to currencies of emerging markets.

Emerging markets generally refers to the markets of countries that are developing into modern industrialised countries and therefore have a high growth potential, but also entail higher risks. These include in particular the countries included in the International Finance Corporation Global Composite Index or in the MSCI Emerging Markets Index.

While remaining in compliance with the conditions and limits established by law and those laid down by the CSSF, the sub-fund is permitted to use techniques and instruments with a view to the efficient management of the investment portfolio, particularly for hedging purposes.

The sub-fund may also invest up to 10% of its net assets in units of UCITS and other UCIs.

The sub-fund may invest up to 10% of its net assets in securities in accordance with Article 41 (2) a) of the Law of 2010 and/or other unlisted securities.

The assets of BB Entrepreneur Europe are subject to daily price fluctuations. The value of the sub-fund depends on the daily market value and may therefore rise or fall. Consequently, there is a risk that an investor may not get back the amount originally invested. The value of the assets largely depends on general economic developments as well as company-specific factors. It also depends on the supply and demand situation in the stock market, which in turn is heavily influenced by the expectations of market participants.

Synthetic risk and reward indicators

The synthetic risk and reward indicator is 6 for the sub-fund BB Entrepreneur Asia, and 7 for sub-fund BB Entrepreneur Europe. Please refer to the Key Investor Information Document for more information.

Special settlement procedures

- In the week from 7th May 2015 to 15th May 2015, the Central Administration will not accept subscription requests for the **merging sub-fund** or conversion requests associated with the acquisition of shares by investors.
- In the week from 7th May 2015 to 15th May 2015, the Central Administration will also no longer accept redemption requests for the **merging sub-fund** or conversion requests associated with the redemption of shares by investors.
- In the week from 7th May 2015 to 15th May 2015, no trades for the **merging sub-fund** on the part of the investment manager will be permitted.
- With regard to the **target sub-fund**, on 15th May 2015, no subscription, conversion or redemption requests will be executed.
- All subscription, conversion and redemption requests received for the **target sub-fund** on 15th May 2015 will be executed on 18th May 2015.

Shareholders of the merging and target sub-funds may redeem their shares free of charge (only the costs to cover the divestiture) from 7th April 2015 until 7th May 2015 15:00 CET at the net asset value per share or exchange them without incurring any redemption or conversion fees.

Shareholders of the merging sub-fund who do not exercise their conversion or redemption right within this period may exercise their rights as shareholders of BB Entrepreneur Europe as of the merger date.

Conversion rules:

On 15th May 2015, the last net asset value will be calculated for the merging share classes of BB Entrepreneur Asia and BB Entrepreneur Europe.

The calculation of the net asset value of the merging share classes of BB Entrepreneur Asia and BB Entrepreneur Europe follows the general principles for the calculation of the net asset value which are also applied in the current calculation of the net asset value of these sub-funds.

The exchange ratio of the merging of the share classes of BB Entrepreneur Asia is set by establishing the ratio of the net asset value per share class to the net asset value of the share classes of the target sub-fund. Shareholders of the merging sub-fund receive an overall number of shares in the target sub-fund which is calculated as follows: Exchange ratio * number of shares held (rounded to three decimal places).

Allocation of the costs of the mergers

Bellevue Asset Management AG shall bear the costs of the merger; shareholders will not be charged for any merger costs.

Effects of the merger:

The merger does not result in any taxes on the “merging sub-fund/share classes” and the absorbing “target sub-fund/share classes” in Luxembourg.

Bellevue Funds (Lux)

Société d'Investissement à Capital Variable

Registered office of the company: L-1528 Luxembourg, 11/13, Boulevard de la Foire

R.C.S.: B145566

However, shareholders may be subject to taxes in their domiciles or in other countries in which they pay taxes. As the legal situation varies significantly in different countries, shareholders are strongly encouraged to seek the advice of their tax advisor regarding the tax consequences of the merger in their specific case. In certain circumstances, shareholders may be subject to income tax upon the merger of certain sub-funds in Luxembourg.

There are no plans to restructure the portfolio of the sub-fund Bellevue Funds (Lux) – BB Entrepreneur Asia before the merger takes effect.

It is not anticipated that the merger will have significant effects on the portfolio of the sub-fund Bellevue Funds (Lux) – BB Entrepreneur Europe. Nor are there any plans to restructure the portfolio of the sub-fund Bellevue Funds (Lux) – BB Entrepreneur Europe before or after the merger.

If shareholders have any questions about the merger, they should consult with their current contact at their broker.

The Prospectus and the annual and semi-annual reports of the company are available free of charge at the Central Administration, Principal Paying Agent, Domiciliary Agent and Registrar: RBC Investor Services Bank S.A., 14, Porte de France, L-4360 Esch-sur-Alzette, as well as on the websites of the company www.bellevue.ch and the management company www.mdo-manco.com. The auditor's report on the merger is available free of charge at RBC Investor Services Bank S.A. Shareholders will receive a copy of this report upon request.

Shareholders are encouraged in particular to read the Key Investor Information for the different share classes of the sub-fund BB Entrepreneur Europe. The Key Investor Information Document is attached to this notice and is also available free of charge on the websites of the company www.bellevue.ch and the management company <http://www.mdo-manco.com/our-clients>.

Luxembourg, 7th April 2015

The Board of Directors of the Bellevue SICAV