



Communication FSMA_2017_18-5 of 29/09/2017

Form D / Statement relating to a disposal or reduction of a qualifying holding

Scope:

Any natural or legal person intending to acquire, increase, reduce or dispose of qualifying holdings in the following entities (hereafter referred to collectively as “regulated entities”):

- portfolio management and investment advice companies;
- management companies of undertakings for collective investment;
- management companies of public alternative investment funds.

Date:

Name of the regulated entity in which the reduction/disposal of a qualifying holding is proposed:

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.....
.....

1. Identity of the natural or legal person who filled in the form

- ACTING AS DECLARANT¹
- ACTING AS REPRESENTATIVE¹

Natural Person

Surname:

Given names:

Place and date of birth:

Nationality:

Postal address:

.....
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.....
.....

E-mail address:

¹ If the statement is a joint statement made by a single person on behalf of a group of persons who are related or act in concert, please tick both options.

Legal person

Company name and legal form:

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.....
.....

Nationality:

Postal address:.....

.....
.....

Company number:

.....
.....

Phone number:.....

Fax number:

Name and capacity of the signatory of the form:

.....

2. Identity of the declaring shareholder²

Natural Person

Surname:

Given names:

Place and date of birth:

Nationality:

Postal address:

.....
.....

E-mail address:

Legal person

Company name and legal form:

.....
.....

Nationality:

Postal address:

.....
.....

Company number:

² To be completed only if this person is different from that mentioned in Paragraph 1.

Phone number:

Fax number:

Name and capacity of the signatory of the form:

Trust or similar legal construction

Name and precise legal form of the declarant:

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Postal address:

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Law by which the trust or legal construction is governed:

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3. Information on the disposal

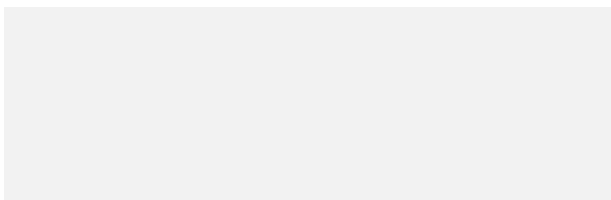
(3.1) This statement relates to the disposal or reduction of a qualifying holding which is:

- Direct
- Indirect

In this case, a diagram showing the structure of the indirect holding, and identifying the entities through which it is held and the proportions of voting rights that are held at each link of the chain, is provided in Annex no. ... enclosed with this form.

(3.2) This statement relates to the disposal or reduction of a qualifying holding by a shareholder:

- Acting alone
- Related to the other direct or indirect shareholders of the regulated entity who are named opposite:
- Acting in concert with the other direct or indirect shareholders of the regulated entity who are named opposite:



Planned consequences of the proposed disposal on the shareholding structure of the regulated entity:

Observations:

- In the case of an indirect qualifying holding, the calculations below must take account of the securities held directly by the last entity in the holding chain;
- In the case of an action in concert, the calculations below must successively take account of all securities held by the declaring shareholder, and of all securities held by all persons acting in concert.

Situation *before* the proposed disposal

(3.3.1.a) Calculation of the proportion of **voting rights** which the declaring shareholder holds individually in the regulated entity:

Number and proportion of voting rights		Denominator (a)	Numerator (b)	% (b/a)	Exercise period
1°	Securities which represent capital and to which voting rights are attached				
2°	Securities which do not represent capital and to which voting rights are attached				
3°	Certificates representing (<i>not to be included in the numerator under 1° and 2°</i>):				
	a. securities which represent capital and to which voting rights are attached				
	b. securities which do not represent capital and to which voting rights are attached				
4°	Unconditional rights and commitments to acquire <u>issued securities</u> to which voting rights are attached, expressed in number of securities, where these rights and commitments originate in:				
	– options				
	– contracts				
	– other (please detail)				
Total					
<u>As a matter of interest:</u>					
•	<u>Conditional</u> rights and commitments to acquire <u>issued securities</u> to which voting rights are attached, where these rights and commitments originate in:				
	– the conversion of bonds				
	– the conversion of loans				
	– other (please detail)				
•	Rights and commitments to subscribe for <u>securities to be issued</u> and to which voting rights are attached, where these rights and commitments originate in:				
	– the conversion of bonds				
	– the conversion of loans				
	– the exercise of warrants				
	– other (please detail)				

(3.3.1.b) Calculation of the proportion of all **voting rights** which the declaring shareholder and the other persons with whom the declaring shareholder acts in concert hold collectively in the regulated entity:

Number and proportion of voting rights		Denominator (a)	Numerator (b)	% (b/a)	Exercise period
1°	Securities which represent capital and to which voting rights are attached				
2°	Securities which do not represent capital and to which voting rights are attached				
3°	Certificates representing (<i>not to be included in the numerator under 1° and 2°</i>):				
	c. securities which represent capital and to which voting rights are attached				
	d. securities which do not represent capital and to which voting rights are attached				
4°	<u>Unconditional</u> rights and commitments to acquire <u>issued securities</u> to which voting rights are attached, expressed in number of securities, where these rights and commitments originate in:				
	– options				
	– contracts				
	– other (please detail)				
Total					
As a matter of interest:					
•	<u>Conditional</u> rights and commitments to acquire <u>issued securities</u> to which voting rights are attached, where these rights and commitments originate in:				
	– the conversion of bonds				
	– the conversion of loans				
	– other (please detail)				
•	Rights and commitments to subscribe for <u>securities to be issued</u> and to which voting rights are attached, where these rights and commitments originate in:				
	– the conversion of bonds				
	– the conversion of loans				
	– the exercise of warrants				
	– other (please detail)				

(3.3.2.a) Calculation of the **proportion of capital** which the declaring shareholder holds individually in the regulated entity:

Number of securities representing capital and proportion of capital held		Denominator (a)	Numerator (b)	% (b/a)	Exercise period
1°	Securities which represent capital and to which voting rights are attached				
2°	Securities which represent capital, without voting rights				
3°	Certificates representing (<i>not to be included in the numerator under 1° and 2°</i>):				
	e. securities which represent capital and to which voting rights are attached				
	f. securities which represent capital, without voting rights				
4°	<u>Unconditional</u> rights and commitments, expressed in number of securities, to acquire <u>issued securities</u> which represent capital, with or without voting rights, where these rights and commitments originate in:				
	– options				
	– contracts				
	– other (please detail)				
Total					
As a matter of interest:					
•	<u>Conditional</u> rights and commitments to acquire <u>issued securities</u> which represent capital, with or without voting rights, where these rights and commitments originate in:				
	– the conversion of bonds				
	– the conversion of loans				
	– other (please detail)				
•	Rights and commitments to subscribe for <u>securities to be issued</u> and which represent capital, with or without voting rights, where these rights and commitments originate in:				
	– the conversion of bonds				
	– the conversion of loans				
	– the exercise of warrants				
	– other (please detail)				

(3.3.2.b) Calculation of the **overall proportion of capital** which the declaring shareholder and the other persons with whom the declaring shareholder acts in concert hold collectively in the regulated entity:

Number of securities representing capital and proportion of capital held		Denominator (a)	Numerator (b)	% (b/a)	Exercise period
1°	Securities which represent capital and to which voting rights are attached				
2°	Securities which represent capital, without voting rights				
3°	Certificates representing (<i>not to be included in the numerator under 1° and 2°</i>):				
	g. securities which represent capital and to which voting rights are attached				
	h. securities which represent capital, without voting rights				
4°	<u>Unconditional</u> rights and commitments, expressed in number of securities, to acquire <u>issued securities</u> which represent capital, with or without voting rights, where these rights and commitments originate in:				
	– options				
	– contracts				
	– other (please detail)				
Total					
As a matter of interest:					
	• <u>Conditional</u> rights and commitments to acquire <u>issued securities</u> which represent capital, with or without voting rights, where these rights and commitments originate in:				
	– the conversion of bonds				
	– the conversion of loans				
	– other (please detail)				
	• Rights and commitments to subscribe for <u>securities to be issued</u> and which represent capital, with or without voting rights, where these rights and commitments originate in:				
	– the conversion of bonds				
	– the conversion of loans				
	– the exercise of warrants				
	– other (please detail)				

Aim of the proposed disposal

(3.3.3.a) Number and type of shares in the regulated entity (ordinary, other) to be disposed of:

	Number of shares	Type of shares	Transaction price
by the declaring shareholder			
by the declaring shareholder and all persons with whom the declaring shareholder acts in concert			

(3.3.3.b) Name of the natural or legal person who announced the intention to acquire the shares to be disposed of:

.....

(3.3.3.c) Proposed date for the transfer of ownership:

(3.3.3.d) Grounds for the decision to reduce or dispose of the qualifying holding

.....

(3.3.3.e) Is the disposal conditional upon lack of objection on the part of the FSMA to the proposed acquisition by the proposed acquirer?

- Yes
- No

Situation <i>after</i> the proposed disposal

(3.3.4.a) Calculation of the proportion of voting rights which the declaring shareholder would hold individually in the regulated entity *after* the proposed disposal:

Number and proportion of voting rights		Denominator (a)	Numerator (b)	% (b/a)	Exercise period
1°	Securities which represent capital and to which voting rights are attached				
2°	Securities which do not represent capital and to which voting rights are attached				
3°	Certificates representing (<i>not to be included in the numerator under 1° and 2°</i>):				
	i. securities which represent capital and to which voting rights are attached				
	j. securities which do not represent capital and to which voting rights are attached				
4°	Unconditional rights and commitments to acquire <u>issued securities</u> to which voting rights are attached, expressed in number of securities, where these rights and commitments originate in:				
	– options				
	– contracts				
	– other (please detail)				
Total					
As a matter of interest:					
	• <u>Conditional</u> rights and commitments to acquire <u>issued securities</u> to which voting rights are attached, where these rights and commitments originate in:				
	– the conversion of bonds				
	– the conversion of loans				
	– other (please detail)				
	• Rights and commitments to subscribe for <u>securities to be issued</u> and to which voting rights are attached, where these rights and commitments originate in:				
	– the conversion of bonds				
	– the conversion of loans				
	– the exercise of warrants				
	– other (please detail)				

(3.3.4.b) Calculation of the proportion of all voting rights which the declaring shareholder and the other persons with whom the declaring shareholder acts in concert would hold collectively in the regulated entity *after* the proposed disposal:

Number and proportion of voting rights		Denominator (a)	Numerator (b)	% (b/a)	Exercise period
1°	Securities which represent capital and to which voting rights are attached				
2°	Securities which do not represent capital and to which voting rights are attached				
3°	Certificates representing (<i>not to be included in the numerator under 1° and 2°</i>):				
	k. securities which represent capital and to which voting rights are attached				
	l. securities which do not represent capital and to which voting rights are attached				
4°	Unconditional rights and commitments to acquire <u>issued securities</u> to which voting rights are attached, expressed in number of securities, where these rights and commitments originate in:				
	– options				
	– contracts				
	– other (please detail)				
Total					
As a matter of interest:					
	• <u>Conditional</u> rights and commitments to acquire <u>issued securities</u> to which voting rights are attached, where these rights and commitments originate in:				
	– the conversion of bonds				
	– the conversion of loans				
	– other (please detail)				
	• Rights and commitments to subscribe for <u>securities to be issued</u> and to which voting rights are attached, where these rights and commitments originate in:				
	– the conversion of bonds				
	– the conversion of loans				
	– the exercise of warrants				
	– other (please detail)				

(3.3.5.a) Calculation of the proportion of capital which the declaring shareholder would hold individually in the regulated entity *after* the proposed disposal:

Number of securities representing capital and proportion of capital held		Denominator (a)	Numerator (b)	% (b/a)	Exercise period
1°	Securities which represent capital and to which voting rights are attached				
2°	Securities which represent capital, without voting rights				
3°	Certificates representing (<i>not to be included in the numerator under 1° and 2°</i>):				
	m. securities which represent capital and to which voting rights are attached				
	n. securities which represent capital, without voting rights				
4°	<u>Unconditional</u> rights and commitments, expressed in number of securities, to acquire <u>issued securities</u> which represent capital, with or without voting rights, where these rights and commitments originate in:				
	– options				
	– contracts				
	– other (please detail)				
Total					
As a matter of interest:					
	• <u>Conditional</u> rights and commitments to acquire <u>issued securities</u> which represent capital, with or without voting rights, where these rights and commitments originate in:				
	– the conversion of bonds				
	– the conversion of loans				
	– other (please detail)				
	• Rights and commitments to subscribe for <u>securities to be issued</u> and which represent capital, with or without voting rights, where these rights and commitments originate in:				
	– the conversion of bonds				
	– the conversion of loans				
	– the exercise of warrants				
	– other (please detail)				

(3.3.5.b) Calculation of the total proportion of capital which the declaring shareholder and the other persons with whom the declaring shareholder acts in concert would hold collectively in the regulated entity *after* the proposed disposal:

Number of securities representing capital and proportion of capital held		Denominator (a)	Numerator (b)	% (b/a)	Exercise period
1°	Securities which represent capital and to which voting rights are attached				
2°	Securities which represent capital, without voting rights				
3°	Certificates representing (<i>not to be included in the numerator under 1° and 2°</i>):				
	o. securities which represent capital and to which voting rights are attached				
	p. securities which represent capital, without voting rights				
4°	<u>Unconditional</u> rights and commitments, expressed in number of securities, to acquire <u>issued securities</u> which represent capital, with or without voting rights, where these rights and commitments originate in:				
	– options				
	– contracts				
	– other (please detail)				
Total					
As a matter of interest:					
	• <u>Conditional</u> rights and commitments to acquire <u>issued securities</u> which represent capital, with or without voting rights, where these rights and commitments originate in:				
	– the conversion of bonds				
	– the conversion of loans				
	– other (please detail)				
	• Rights and commitments to subscribe for <u>securities to be issued</u> and which represent capital, with or without voting rights, where these rights and commitments originate in:				
	– the conversion of bonds				
	– the conversion of loans				
	– the exercise of warrants				
	– other (please detail)				

(Read and approved, date, place and signature)