

3K BALANCED FUND
*(Hellenic Capital Market Commission Executive Committee Decision No.
29/634/8.2.2006, Government Gazette 264/B/2.3.2006)*

REGULATIONS

Article 1 – MUTUAL FUND

1. The Mutual Fund with the name **3K BALANCED FUND**, hereinafter referred to as the *Mutual Fund*, was established on 17.3.2006 with initial assets of €25,298,907.40, and a unit price of €4,27, following separation of its assets from those of the mutual fund with the name ING PIRAEUS DOMESTIC BALANCED FUND (initial Hellenic Capital Market Commission authorisation contained in Hellenic Capital Market Commission Executive Committee Decision No. 72/17.11.1992, Government Gazette 1107/B/2.12.1992), which separation took place on 17.3.2006 pursuant to approval decision of the Hellenic Capital Market Commission's Executive Committee No. 29/634/8.2.2006 (Government Gazette 264/2.3.2006).
2. The Mutual Fund is open-ended, its effective term commencing from publication of the Hellenic Capital Market Commission authorisation in the Government Gazette, and is governed by the provisions of Law 4099/2012 (Government Gazette 250/A/20.12.2012) as in force from time to time (hereinafter the *Law*) and these Regulations.
3. The Mutual fund is a pool of assets comprised of transferable securities, money market instruments and cash, whose individual assets belong indivisibly to more than one unitholder. The Mutual Fund is not a legal entity and its unitholders shall be represented both in and out of court in their legal relations arising from management of the Fund and their rights to its assets by the M.F.M.C. The latter manages the Mutual Fund by complying with the provisions of the Law, performing its duties in accordance with the principle that all unitholders must be treated fairly.
4. Mutual Fund unitholders are not liable for the acts or omissions of the M.F.M.C or the Custodian when those parties are discharging their duties.

Article 2 – M.F.M.C – CUSTODIAN

1. The company with the corporate name 3K INVESTMENT PARTNERS Mutual Fund Management Co. S.A., hereinafter the M.F.M.C, whose registered offices are in Athens, has undertaken management of the Mutual Fund within the meaning of Article 12 of the Law. The M.F.M.C was lawfully incorporated by means of decision No. K2-

7642/15.10.1990 of the Ministry of Development (then the Ministry Trade & Commerce). Its original corporate name was NATIONALE – NEDERLANDEN MUTUAL FUND MANAGEMENT Co. S.A. and its registered offices are in Kallithea, Attica and its entire share capital, paid up in full, is €234,776.23. The M.F.M.C has General Commercial Register No. 1003501000 (ex Companies Reg. No. 22671/06/B/90/27). By means of Hellenic Capital Market Commission Decision No. 22/386/10.12.2002, read in conjunction with a Ministry of Development Decision published in Government Gazette No. 921/3.2.2003, the corporate name was changed to ING PIRAEUS MUTUAL FUND MANAGEMENT Co. S.A., trading as ING PIRAEUS MFMC. Decision No. K2-7973/30.6.2005 of the Deputy Minister of Development approved the merger of ING PIRAEUS MUTUAL FUND MANAGEMENT Co. S.A. and ING PIRAEUS INVESTMENT FIRM S.A. with the latter being absorbed by the former, and its share capital today stands at €1,455,198.00. By means of Hellenic Capital Market Commission Decision No. 397/21.6.2006, read in conjunction with a Ministry of Development Decision No. K2-9532/29.6.2006 the corporate name of the company was changed to ING MUTUAL FUND MANAGEMENT Co. S.A., trading as ING MFMC. By means of Hellenic Capital Market Commission Decision No. 233/9.1.2015, read in conjunction with Ministry of Development Decision No. 8165/23.1.2015 the corporate name of the company was changed to 3K INVESTMENT PARTNERS MUTUAL FUND MANAGEMENT Co. S.A., trading as 3K INVESTMENT PARTNERS.

2. The M.F.M.C may sell units in the Mutual Fund directly and/or via credit institutions, management companies, investment firms and portfolio investment firms.
3. The M.F.M.C may give up managing the Mutual Fund only if the conditions laid down in Article 21 of the Law are met.
4. The duties of Mutual Fund Custodian have been assigned to the bank with the corporate name Piraeus Bank S.A. whose registered offices are at 4 Amerikis St., Athens. The Custodian has the obligations, duties and competences specified in Articles 36 to 38 of the Law.
5. The Custodian may give up its duties provided it gives the M.F.M.C at least 3 months advance notice and the new custodian is approved by the Hellenic Capital Market Commission or it may be replaced following a request made by the M.F.M.C and approved by the Hellenic Capital Market Commission in accordance with the specific provisions of Article 36(4) of the Law. The Custodian who has resigned or been

replaced shall continue to perform its duties until the new custodian has fully taken up its duties. All assets of the Mutual Fund shall be handed over to the new custodian and a report on this matter shall be prepared. The fact that the Custodian has resigned or been replaced and the fact that a new custodian has taken up its duties shall be promptly notified by the M.F.M.C to unitholders in the Mutual Fund using a durable medium and by posting a notice to that effect on its website.

6. When discharging their duties, the M.F.M.C and Custodian are obliged to act independently of each other and to act solely in the interests of the unitholders. The Custodian shall be responsible for monitoring cash flows and managing transactions UCITS assets in accordance with the M.F.M.C's instructions, and the M.F.M.C shall be obliged to monitor whether its instructions are being properly implemented by the Custodian. The Custodian shall be liable to the M.F.M.C and unitholders of the Mutual Fund for all losses incurred due to deliberate failure to discharge its obligations or improper discharge thereof.
7. Subject to the conditions laid down in Articles 22 and 36(3) of the Law, the M.F.M.C and Custodian may assign part of their operations / functions to third parties. In particular the Custodian may assign the safekeeping of all or part of the Mutual Fund's assets to third parties.

Article 3 – INVESTMENT OBJECTIVE, INVESTMENT POLICY, PORTFOLIO MANAGEMENT METHOD, PERMITTED INVESTMENTS AND LIMITS, NON-ACQUISITION OF SIGNIFICANT INFLUENCE, DEGREE OF INVESTMENT RISK AND CHARACTERISTICS OF THE AVERAGE UNITHOLDER

1. The Mutual Fund aims to achieve the highest possible returns by managing a balanced, diversified portfolio of equities, debt securities (bonds/debentures) and money market instruments.
2. The Mutual Fund invests at least 10% of its net assets in equities and at least 10% in debt securities, but the maximum percentage that can be invested in equities or debt securities or deposits and money market instruments cannot exceed 65% of its assets. The majority of the debt securities in the portfolio shall consist of debt securities issued or guaranteed by Member States of the European Union or public international organisations in which one or more of those Member States participate. The Mutual Fund may also invest on a secondary basis in the units or shares in Undertakings for Collective Investments in Transferable Securities (UCITS).
3. The M.F.M.C shall actively manage the Mutual Fund. The choice of transferable securities shall be made after examining macroeconomic analyses relating to the

economies in which issuers operate, and after due diligence is carried out on the specific companies. When selecting equities, regard shall also be had to the fundamentals, balance sheets, key management executives, profitability and prospects of the companies. In addition, when managing the Fund, derivatives may also be used, primarily for hedging purposes.

4. The Mutual Fund may make investments in the following instruments:

(I). Transferable securities and money market instruments which:

(a) are accepted or admitted to trading on a regulated market within the meaning of Article 2(10) of Law 3606/2007 and the similar provisions of national law of the Member States which transpose Article 1(4)(14) of Directive 2004/39/EC into national law.

(b) are traded on another supervised market of a Member State which operates normally, is acknowledged and open to the public.

(c) are accepted on a securities exchange of another state or which are traded on another supervised market of another state which operates normally, is acknowledged and open to the public.

(II) Newly-issued transferable securities which are to be listed on a securities exchange or other market within 1 year from being issued at the latest.

(III) Deposits with credit institutions payable to depositors on demand or time deposits of up to 12 months duration, in accordance with the conditions laid down in Article 59(1)(f) of the Law.

(IV) money market instruments not traded on a supervised market under the conditions laid down in Article 59(1)(h).

(V). Derivative financial instruments under the conditions laid down in Article 59(1)(g) and

(VI) Units in UCITS or other equivalent collective investment undertakings within the meaning of Article 59(1)(e) of the Law.

Moreover, the Mutual Fund may invest up to 10% of its net assets in other transferable securities or money market instruments which are not listed above.

5. The Mutual Fund may not acquire transferable securities and/or money market instruments from the same issuer where they account for more than 10% of its net assets. Up to 40% of the Fund's net assets may be placed in transferable securities and/or money market instruments of issuers, in each of which a sum of more than 5% of Fund net assets have been invested. That restriction shall not apply to deposits and OTC derivative transactions. The Mutual Fund shall not be permitted to place more

than 20% of its net assets in deposits with the same credit institution while in the case of OTC derivatives the exposure to risk to a counterparty which is one and the same credit institution may not exceed 10% of its net assets, or 5% where the counterparty is not a credit institution. The investment in UCITS units may not exceed 10% in total of the Fund's total assets. Moreover, the Mutual Fund shall not be permitted to have a combined holding of over 20% of its net assets in: a) investments in transferable securities or money market instruments issued by the same organisation, b) deposits at that organisation and/or c) risks from OTC derivatives whose counterparty is that organisation. Save for the exceptions cited in Article 64 of the Law, the Mutual Fund is not permitted to acquire more than 10% securities with or without voting rights in the same issuer and 25% of all units in a UCITS or other collective investment undertaking referred to in Article 59(1)(e) of the Law. Moreover, the M.F.M.C shall not be permitted, in relation to all UCITS managed, to acquire more than 10% of the corresponding category of securities from the same issuer, with or without voting rights.

6. By way of derogation to paragraph 5 above:

(a) up to 35% of the Fund's net assets may be placed in securities and money market instruments from the same issuer, where those securities or money market instruments have been issued or are guaranteed by a Member State or by non-Member States as defined in the relevant decision of the Hellenic Capital Market Commission or by a public international organisation in which one or more Member State participate.

(b) All investments in transferable securities and money market instruments referred to in the previous paragraph may exceed 35% of the Fund's net assets where those assets come from at least 6 different issues and the securities from the same issue do not exceed 30% of the Fund's net assets.

7. Under the specific provisions of Article 61(4)(b) of the Law, the Mutual Fund may make investments of up to 25% of its net assets in bonds issued by a credit institution whose registered offices are in a Member State of the European Union which in law is subject to a special public supervision regime which affords protection to the bondholders.

8. The investment risk assumed by the Mutual Fund is considered to be high, since its portfolio primarily invests in equities where there may be significantly large price fluctuations. Its investment policy does allow the portfolio to be diversified and balanced by investing in debt securities and money market instruments.

9. The Mutual Fund is aimed at investors with a long-term investment horizon, looking to tie their investment into the performance and results of the equity and bond markets.

Article 4 – MUTUAL FUND ASSET VALUATION RULES

1. The net assets of the Mutual Fund, the number of units, the net unit price, the sale price and the redemption price of units, per class of units, are computed for each working day and posted on the M.F.M.C's website on the internet.
2.
 - a) To compute the value of the Fund's net assets one must deduct in the manner outlined in Article 6 of these Regulations, (i) the fees and commission of the M.F.M.C, the Custodian and members of regulated markets, the cost of publications mandated by law and other expenses specified in Article 6 of these Regulations, as well as (ii) profits which may be distributed to unitholders valued on 31 December each year.
 - b) To compute the net value of units in each class of units, the section of the Fund's net assets corresponding to each class of units must be divided by the number of units in that class. The sale price and redemption price for units in each class may as appropriate exceed or be less than the net price for units in that class by a figure corresponding to the sales or redemption commission applied.
3. The M.F.M.C shall value the Fund's assets using the accounting rules adopted in a decision of the Hellenic Capital Market Commission.

Article 5- UNITS – SALE AND REDEMPTION

1. The Mutual Fund's assets are divided into units. The number of units in circulation increases with the issuing and sale of new units, and reduces with the redemption of units. Units are divided into 2 classes: Institutional unit class which are only available to institutional investors and Retail unit class which are available to other investors apart from institutional investors. Units in the same class have the same value and entitle unitholders to the same rights. The classes are different in the following respects: (a) the sale and redemption commission rate payable by unitholders in each class when purchasing and redeeming units and (b) the management fee rate which is computed on their assets.
2. In both unit classes the sale and redemption commission are up to the maximum thresholds specified in these Regulations, which are set out in the detail in the Key Investor Information for each class of units. The unit price is computed separately for each class of units. The initial unit price for Epsilon class units was €4.27 on the date

the Mutual Fund was established (17.3.2006) and the initial unit price of Theta class units on the date the class was established was €5.00 (the date on which this class was established means the date which units in this class were first subscribed).

3. Membership of the Mutual Fund is demonstrated by the relevant units and the particulars of the beneficiary / beneficiaries being entered in a special electronic file held by the M.F.M.C. The M.F.M.C may assign the task of maintaining that special electronic file to a third party, subject to the provisions laid down in Article 22 of the Law as in force from time to time.

4. Where several persons subscribe to units in the Mutual Fund as joint beneficiaries of those units, the provisions of Law 5638/1932 on joint accounts shall apply. Units may be transferred *inter vivos* only between spouses and relatives to the first and second degree but may be pledged in accordance with Article 3(1)-(2) of Emergency Law 1818/1951 and Articles 1244 et seq. of the Hellenic Civil Code. In order for the pledge involving the units to be lawfully established, the transaction must be entered in the special file referred to in paragraph 2 which is held by the M.F.M.C. Where the pledgor submits an application of the M.F.M.C, its rights shall be satisfied by redeeming the units, in which case the provisions of Article 3(1)-(2) of Emergency Law 1818/1951, as in force, and Articles 1244 et seq. of the Hellenic Civil Code, shall apply.

5. The following steps must be followed to join the Mutual Fund and acquire units as specified in Articles 7(1) or (2) and 82(1) of the Law:

(a) The potential unitholder must submit an application to the M.F.M.C in the manner specified by it, which must then check the unitholder's identity.

(b) The M.F.M.C or other legal entity acting on its behalf must provide the Key Investor Information form and

(c) The value of the units must be paid in full in cash to the Custodian, and/or provided that the M.F.M.C accepts them, the value may be paid in transferable securities within the meaning of Article 3(o) of the Law, listed on a regulated market within the meaning of Article 2(10) of Law 3606/2007.

When units are being sold, the M.F.M.C or Custodian are prohibited from granting credit to the detriment of the Mutual Fund.

6. The sale price of units is set based on the value of the unit on the day the application form is submitted, in accordance with the specific provisions of Article 11 of the Law and these Regulations. The M.F.M.C shall decide on whether or not to accept applications for membership of the fund in accordance with Article 7(7) of the Law. The M.F.M.C may suspend the sale of units at its discretion.

7. The M.F.M.C shall be obliged to redeem units in the Mutual Fund following an application from unitholders, in accordance with the provisions of Article 8 of the Law. Where the unitholder wishes to redeem part of the units it holds, the application must cite the exact number of units the unitholder wishes to redeem. The proceeds from redemption shall be paid in cash in accordance with the specific provisions of Article 8(3) of the Law and the redemption price shall be the price of the date the relevant application was submitted. The proceeds from redemption shall be paid no later than 5 working days after the redemption application is submitted. Redemption of units may be suspended in exceptional cases if required under the circumstances in the interests of unitholders (this shall be done following an application filed by the M.F.M.C approved by the Hellenic Capital Market Commission), or bearing in mind the interests of unitholders and/or investors in general, it may also be done following a reasoned decision of the Hellenic Capital Market Commission, if appropriate, in accordance with the specific provisions of Article 8(4) and (5) of the Law.

Article 6 – FEES, COMMISSION AND EXPENSES

1. Unitholders are directly obliged to pay sale and redemption commission for Mutual Fund units which are set as follows:

- Retail unit class: Up to 3% for sale and up to 3% for redemption.
- Institutional unit class: Zero sale and redemption commission,

computed based on the value of units acquired or redeemed. These amounts are collected by the M.F.M.C at the time the relevant transaction is entered into.

2. The following commission and expenses are deducted from the Mutual Fund's assets:

a) All payments to the persons below, including persons to which functions have been outsourced:

- the mutual fund management company
- the custodian.

- b) The fee of statutory auditors for auditing the Mutual Fund.
- c) Payments to legal and other advisors.
- d) Any distribution expenses (for example printing and postage expenses).
- e) Prior period expenses.
- f) Expenses, taxes and commission for transactions entered into on the Mutual Fund's behalf.
- g) Expenses for publications made on the Mutual Fund's behalf which are required by law.
- h) Expenses relating to the provision of information to Mutual Fund unitholders required by the relevant legislation.
- i) Any taxes relating to the Mutual Fund imposed by the applicable legislation, levies payable to the Hellenic Capital Market Commission and related charges.

Of these expenses, distribution expenses (point d) and expenses for mandatory information provided to Mutual Fund unitholders in accordance with the relevant legislation (point h) are charged directly to the class of units held by unitholders these expenses relate to. Other expenses (points a, b, c, e, f, g and i) are payable by both classes of units pro rata with their holding in the Mutual Fund's assets.

3. The fees the M.F.M.C receives and the Custodianship fee for the 3K Balanced Fund are as follows:

a) Fees received by the M.F.M.C

⇒(i) Management Fee

- up to 1.75% per year for Retail unit class
- up to 0.40% per year for Institutional unit class

⇒(ii) A Performance Fee of up to 20% of any positive difference between the net unit price performance for each class of units and the performance of the current benchmark index. The performances must be computed on an annual basis and the reference period must be a calendar year. 2015 will be the first year for comparing the performance for units in each class against the benchmark.

Where the unit price in any class underperforms the benchmark for one or more years, the performance fee shall be calculated only where (a) any accumulated underperformance is first eliminated (i.e. the underperformance noted during a previous year/previous years has been made up) and (b) the performance on the net price for the

specific class of units exceeds the overall benchmark performance for the entire calendar year.

Net price performance for units in a class of units is computed as the quotient of the difference between the net price of the unit in the specific class on each day from the price at the end of the previous calendar year divided by the net price of a unit in the same class at the end of the previous calendar year.

b) The custodianship fee for both classes of units is up to 0.30% per year.

Article 7 – PROFIT DISTRIBUTION

1. Fund revenues from interest and dividends may be distributed each year to unitholders having first deducted all expenses for the accounting period specified in Article 6 of the Regulations.
2. The M.F.M.C may re-invest or distribute profits to unitholders from the sale of Mutual Fund assets, at its discretion, having deducted any capital losses incurred by the end of the year.
3. Where the M.F.M.C decides to distribute profits they shall be distributed within 3 months from the end of the accounting period, which is 12 months in duration, and a notice to that effect, shall be posted on the M.F.M.C's website on the internet before distribution commences. Profits shall be distributed to all persons who hold units on the last day of the accounting period during which profits were generated.
4. Unitholders may request that their profits be re-invested in the Mutual Fund. This is commission-free.
5. When profits are paid out, the corresponding taxes shall be withheld in accordance with the legislation which applies at the time the profits are paid out.

Article 8 – WINDING UP OF MUTUAL FUND AND UNITHOLDERS' MEETING

1. The Mutual Fund shall be wound up where any of the grounds cited in Article 9(1) of the Law apply.
2. Where the Mutual Fund is wound up, its net assets will be distributed by the Custodian acting on instructions from the M.F.M.C. After the Mutual Fund's assets have been distributed, a special report will be prepared and signed by the M.F.M.C, the Custodian and the Mutual Fund's certified public accountant. The report will be sent without undue delay to the Hellenic Capital Market Commission, posted on the M.F.M.C's website on the internet, and made available to unitholders in the Mutual Fund at points where the units were on sale.

3. Unitholders representing at least 1/20 of the Mutual Fund's units are entitled to ask the M.F.M.C to convene a meeting of unitholders on any issues associated directly or indirectly with management of the Mutual Fund. The M.F.M.C shall be obliged to convene the Unitholders' Meeting for the Mutual Fund no later than 30 days from the date on which it receives the request referred above.
4. Where the net value of the Mutual Fund in relation to the benchmark price, as defined in the indents below, reduces by 5/10, the Hellenic Capital Market Commission may require that the M.F.M.C convene the Unitholders' Meeting for the purpose of winding up the mutual fund. The benchmark price will be determined on the first day of each calendar quarter and will be calculated as the arithmetic average of the Mutual Fund's net value for each of the last four quarters. When each new quarter comes to an end, the Mutual Fund's total net value in that quarter shall replace the corresponding value from the oldest quarter in calculating the benchmark price. The redemption of units will be suspended when the Hellenic Capital Market Commission issues a decision requiring the meeting of unitholders in the Mutual Fund to be convened. If the meeting decides to wind up the Mutual Fund, the right to redeem its units may no longer be exercised, or in the opposite case the decision suspending redemption of its units will be revoked.

Article 9 – AMENDMENT OF THESE REGULATIONS

1. These Regulations shall be jointly amended by the M.F.M.C and the Custodian, with the approval of the Hellenic Capital Market Commission. Notice of amendments to these Regulations shall be posted without delay on the M.F.M.C's website and the Hellenic Capital Market Commission must also be notified at the same time. Notice must also be sent on a durable medium to each unitholder without delay.
2. These amendments shall be binding on unitholders. However, they shall be entitled to request within 3 months from the date of such notice that their units be redeemed based on the redemption conditions which applied before the amendment was made.

THE M.F.M.C

THE CUSTODIAN

Athens, 26 January 2015