

CARMIGNAC PORTFOLIO PATRIMOINE INCOME E USD HDG

LUXEMBOURG SICAV SUB-FUND



Recommended
minimum investment
horizon:

3 YEARS



LU0992628692

Monthly Factsheet - 31/12/2024

INVESTMENT OBJECTIVE

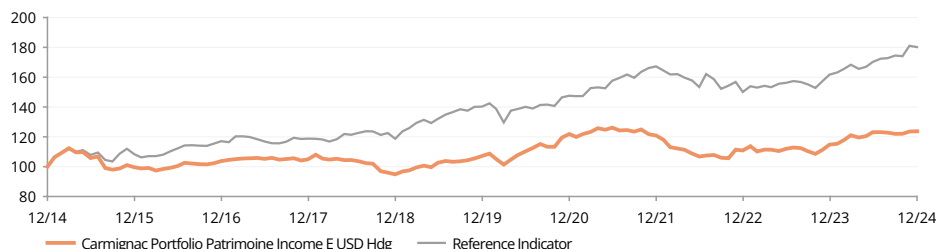
A mixed fund tapping into three performance drivers: international bonds, international equities and currencies. At least 40% of its assets are invested in fixed income products and money market instruments at all times. Its flexible allocation aims to mitigate capital fluctuation while seeking sources of return. The Fund aims to outperform its reference indicator over 3 years.

Fund management analysis can be found on P.3

PERFORMANCE

Past performance is not necessarily indicative of future performance. Performances are net of fees (excluding possible entrance fees charged by the distributor).

FUND PERFORMANCE VS. REFERENCE INDICATOR OVER 10 YEARS (Basis 100 - Net of fees)



CUMULATIVE AND ANNUALIZED PERFORMANCE (as of 31/12/2024 - Net of fees)

	Cumulative Performance (%)					Annualised Performance (%)		
	1 Month	1 Year	3 Years	5 Years	10 Years	3 Years	5 Years	10 Years
Income E USD Hdg	0.16	7.86	2.39	15.48	23.76	0.79	2.92	2.15
Reference Indicator	-0.48	11.44	7.73	28.43	80.17	2.51	5.13	6.06
Category Average	-1.75	7.29	1.71	16.96	41.24	0.57	3.18	3.51
Ranking (Quartile)	1	2	2	3	4	2	3	4

Source: Morningstar for the category average and quartiles.

ANNUAL PERFORMANCE (%) (Net of fees)

	2024	2023	2022	2021	2020	2019	2018	2017	2016	2015
Income E USD Hdg	7.86	3.52	-8.30	-0.81	13.71	13.00	-9.57	1.09	4.16	-0.39
Reference Indicator	11.44	7.73	-10.26	13.34	5.18	18.18	-0.07	1.47	8.05	8.35

STATISTICS (%)

	3 Years	5 Years	10 Years
Fund Volatility	6.7	8.0	7.6
Indicator Volatility	6.5	7.8	7.9
Sharpe Ratio	-0.2	0.2	0.2
Beta	0.7	0.6	0.7
Alpha	-0.0	-0.1	-0.1

Calculation : Weekly basis

VAR

Fund VaR	3.9%
Indicator VaR	3.3%

PERFORMANCE CONTRIBUTION

Equity Portfolio	-0.1%
Bond Portfolio	0.3%
Equity Derivatives	0.1%
Bond Derivatives	0.3%
Currency Derivatives	-0.4%
Cash and Others	-0.0%
Total	0.2%

Gross monthly performance



G. Rigeade, K. Barrett, E. Ben Zimra, C. Moulin, J. Hirsch

KEY FIGURES

Equity Investment Rate	44.0%
Net Equity Exposure	38.9%
Modified Duration	0.4
Yield to Maturity ⁽¹⁾	5.1%
Average Rating	BBB
Number of Equity Issuers	47
Average Coupon	3.9%
Number of Bond Issuers	120
Active Share	84.5%

(1) Calculated at the fixed income bucket level.

FUND

SFDR Fund Classification: Article 8
Domicile: Luxembourg
Fund Type: UCITS
Legal Form: SICAV
SICAV Name: Carmignac Portfolio
Fiscal Year End: 31/12
Subscription/Redemption: Daily
Order Placement Cut-Off Time: Before 15:00 (CET/CEST)
Fund Inception Date: 15/11/2013
Fund AUM: 1404M€ / 1454M\$⁽²⁾
Fund Currency: EUR

SHARE

Dividend Policy: Distribution
Date of 1st NAV: 15/11/2013
Base Currency: USD
Share class AUM: 1.6M\$
NAV (share): 80.92\$
Morningstar Category™: USD Moderate Allocation

FUND MANAGER(S)

Guillaume Rigeade since 20/09/2023
 Kristofer Barrett since 08/04/2024
 Eliezer Ben Zimra since 20/09/2023
 Christophe Moulin since 20/09/2023
 Jacques Hirsch since 20/09/2023

REFERENCE INDICATOR⁽³⁾

40% MSCI AC WORLD (USD, Reinvested Net Dividends) + 40% ICE BofA Global Government Index (USD, Coupons reinvested) + 20% ESTER capitalized. Quarterly Rebalanced.

OTHER ESG CHARACTERISTICS

Minimum % Taxonomy Alignment 0%
 Minimum % Sustainable Investments 10%
 Principal Adverse Impact Indicators Yes

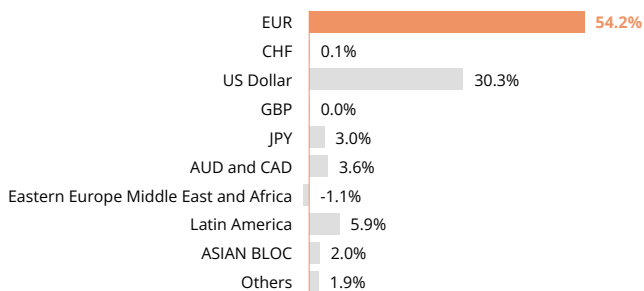
ASSET ALLOCATION

Equities	44.0%
Developed Countries	34.3%
North America	28.1%
Asia-Pacific	0.7%
Europe	5.6%
Emerging Markets	9.7%
Latin America	2.1%
Asia	7.6%
Bonds	44.1%
Developed Countries Government Bonds	12.6%
Emerging Markets Government Bonds	2.7%
Developed Countries Corporate Bonds	16.4%
Emerging Markets Corporate Bonds	8.5%
Collateralized Loan Obligation (CLO)	3.9%
Money Market	3.9%
Cash, Cash Equivalents and Derivatives Operations	8.0%

TOP TEN HOLDINGS (EQUITY & BONDS)

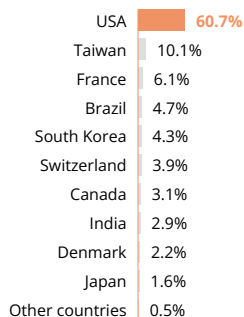
Name	Country	Sector / Rating	%
TAIWAN SEMICONDUCTOR MANUFACTURING CO LTD	Taiwan	Information Technology	4.5%
ITALY 3.50% 15/01/2026	Italy	Investment Grade	4.3%
AMAZON.COM INC	USA	Consumer Discretionary	2.9%
UNITED STATES 0.12% 15/04/2026	USA	Investment Grade	2.3%
NVIDIA CORP	USA	Information Technology	1.8%
UBS GROUP AG	Switzerland	Financials	1.7%
SCHLUMBERGER NV	USA	Energy	1.7%
HERMES INTERNATIONAL SCA	France	Consumer Discretionary	1.6%
MICROSOFT CORP	USA	Information Technology	1.6%
MCKESSON CORP	USA	Healthcare	1.5%
Total			23.9%

NET CURRENCY EXPOSURE OF THE FUND



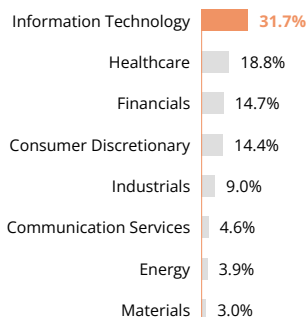
EQUITY COMPONENT

GEOGRAPHIC BREAKDOWN



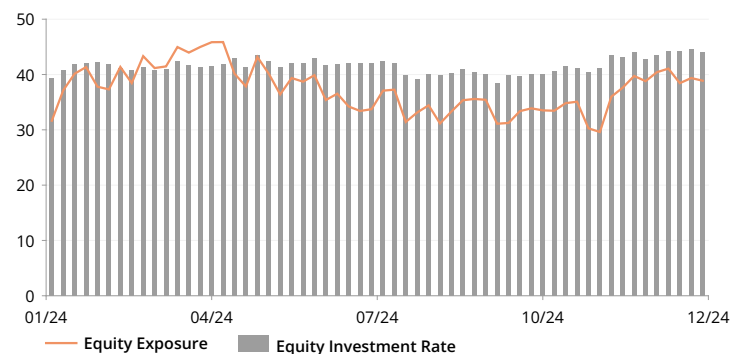
Rebased weights

SECTOR BREAKDOWN



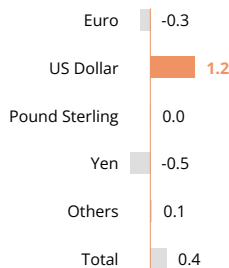
Rebased weights

EQUITY EXPOSURE - 1 YEAR HORIZON (% AUM) ⁽¹⁾

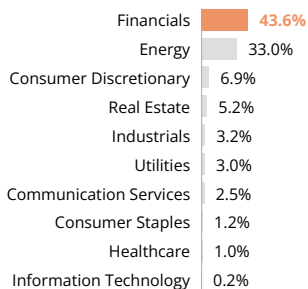


BOND COMPONENT

MODIFIED DURATION BY YIELD CURVE (IN BPS)

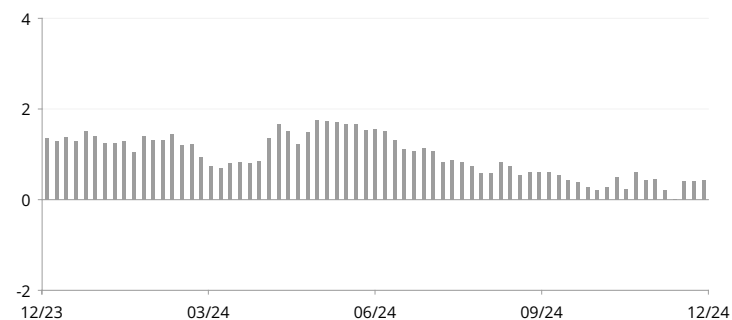


SECTOR BREAKDOWN



Rebased weights

MODIFIED DURATION - 1 YEAR PERIOD



(1) Equity Exposure Rate = Equity Investment Rate + Equity Derivatives Exposure.

MARKETING COMMUNICATION

Please refer to the KID/prospectus of the fund before making any final investment decisions. For more information please visit www.carmignac.ch

FUND MANAGEMENT ANALYSIS



MARKET ENVIRONMENT

- The month was characterized by a cautious market environment, with investors balancing optimism about economic growth against concerns about inflation and monetary policy. Nevertheless, the year proved to be extremely favorable for risky assets, particularly in the United States.
- In December, although the Fed and the ECB cut their key rates, they indicated that they would remain vigilant, albeit for different reasons. The Fed was cautious due to persistent uncertainty about inflation in the United States, while the ECB was concerned about growth in Europe.
- In response to the Fed's cautious stance on inflation, interest rates rose again, with a steepening of the yield curve reflecting the fears of central bankers.
- In equities, US markets fell, while European and Asian markets recovered. However, cyclical sectors were particularly hard hit, while growth sectors performed well.



PERFORMANCE COMMENTARY

- The Fund's performance was slightly positive this month, outperforming its benchmark, which experienced a decline.
- In a bear market for equities, our stock selection and option strategies helped to mitigate some of the losses.
- We observed an increase in our major technology holdings, particularly TSMC, Amazon, and Alphabet, along with a significant surge in Broadcom following the announcement of its AI-boosted results.
- In the fixed income sector, our cautious approach to sovereign rates, characterized by zero sensitivity and steepening strategies, as well as our exposure to nominal rates, proved to be advantageous.
- Similarly, our exposure to credit was beneficial.
- Regarding currencies, the outperformance of the dollar slightly impacted the fund's relative performance, but this was offset by our exposure to US rates.



OUTLOOK AND INVESTMENT STRATEGY

- As we move into 2025, we are adopting a more selective approach to US exceptionalism. With US growth expectations potentially reaching their peak, we are shifting our focus from highly valued US equities to diversifying our investments into European and emerging markets.
- In the bond market, we are transitioning from a negative stance on US duration to a more neutral position, while still anticipating a steepening of the yield curve. The market currently expects fewer than two rate cuts over the course of the year. Consequently, US Treasuries can serve as an effective hedge against risky assets in the event of an unexpected macroeconomic downturn.
- We are also maintaining our strategies involving inflation-linked and break-even securities, as we believe the market remains overly optimistic about the long-term trajectory of inflation.
- Additionally, we continue to maintain exposure to credit due to its attractive yield and the visibility of its performance.
- To enhance the overall structure of our portfolio, we have implemented several decorrelation strategies, including exposure to emerging local rates, gold companies, South American currencies, and the yen.

MARKETING COMMUNICATION

Please refer to the KID/prospectus of the fund before making any final investment decisions. For more information please visit www.carmignac.ch

PORTFOLIO ESG SUMMARY

This financial product is classified as an Article 8 fund under the EU's Sustainable Financial Disclosures Regulation ("SFDR"). The binding elements of the investment strategy used to select the investments to attain each of the environmental or social characteristics promoted by this financial product are :

- A minimum of 10% of the Sub-Fund's net assets are invested in sustainable investments aligned positively with the United Nations Sustainable Development Goals;
- The minimum levels of sustainable investments with environmental and social objectives are respectively 1% and 3% of the Sub-Fund's net assets;
- The equity and corporate bond investment universe is actively reduced by at least 20%;
- ESG analysis applied to at least 90% of issuers.

PORTFOLIO ESG COVERAGE

Number of issuers in the portfolio	139
Number of issuers rated	139
Coverage Rate	100.0%

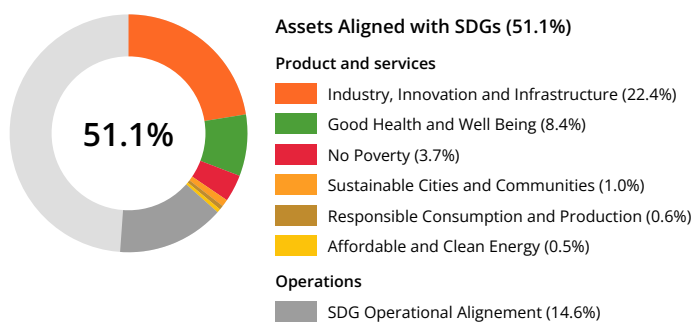
Source: Carmignac

ESG SCORE

Carmignac Portfolio Patrimoine Income E USD Hdg	AA
Reference Indicator*	A

Source: MSCI ESG

ALIGNMENT WITH THE UN SUSTAINABLE DEVELOPMENT GOALS (NET ASSETS)



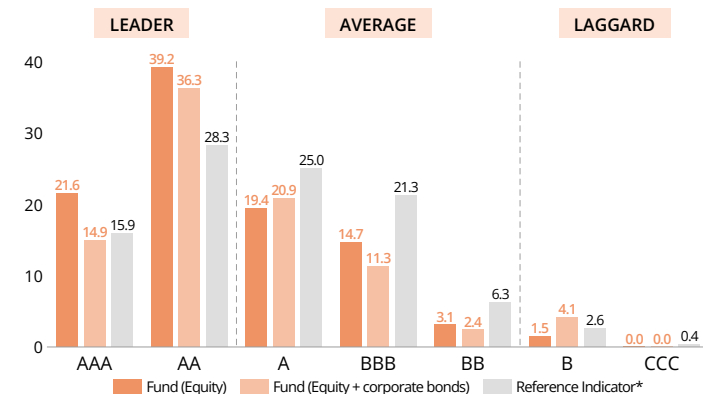
United Nations Sustainable Development Goals (SDGs)

SDG alignment is defined for each investment by meeting at least one of the following three thresholds.

1. Company derives at least 50% of its revenue from goods and services that are related to one of the following nine SDGs: (1) No Poverty, (2) No Hunger, (3) Good Health and Well Being, (4) Quality Education, (6) Clean Water, (7) Affordable and Clean Energy, (9) Industry, Innovation and Infrastructure, (11) Sustainable Cities and Communities, (12) Responsible Consumption and Production.
2. Company invests at least 30% of its capital expenditure in business activities that are related to one of the aforementioned nine SDGs.
3. Company achieves aligned status for operational alignment for at least three out of all seventeen of the SDGs and does not achieve misalignment for any SDG. Evidence is provided by the investee company's policies, practices and targets addressing such SDGs.

To find out more about the United Nations Sustainable Development Goals, please visit <https://sdgs.un.org/goals>.

MSCI ESG SCORE PORTFOLIO VS REFERENCE INDICATOR (%)



Source: MSCI ESG Score. ESG Leaders represent companies rated AAA and AA by MSCI. ESG Average represent companies rated A, BBB, and BB by MSCI. ESG Laggards represent companies rated B and CCC by MSCI. Portfolio ESG Coverage: 85.0%

TOP 5 ESG RATED PORTFOLIO HOLDINGS

Company	Weight	ESG Rating
ELEVANCE HEALTH INC	1.0%	AAA
NOVO NORDISK AS	1.0%	AAA
DAIICHI SANKYO CO LTD	0.7%	AAA
JCDECAUX SE	0.2%	AAA
APA INFRASTRUCTURE LTD	0.1%	AAA

Source: MSCI ESG

TOP 5 ACTIVE WEIGHTS AND ESG SCORES

Company	Weight	ESG Score
TAIWAN SEMICONDUCTOR MANUFACTURING CO LTD	4.0%	AAA
AMAZONCOM INC	1.9%	BBB
UBS GROUP AG	1.8%	AA
SCHLUMBERGER LTD	1.6%	AA
HERMS INTERNATIONAL SCA	1.6%	AA

Source: MSCI ESG

* Reference Indicator: 40% MSCI AC WORLD (USD, Reinvested Net Dividends) + 40% ICE BofA Global Government Index (USD, Coupons reinvested) + 20% ESTER capitalized. Quarterly Rebalanced. Equity and corporate bond components of the fund portfolio are used for this analysis. For more information regarding product disclosure, please refer to the Sustainability-related Disclosures in accordance with Article 10 available on the Fund's webpage.

MARKETING COMMUNICATION

Please refer to the KID/prospectus of the fund before making any final investment decisions. For more information please visit www.carmignac.ch

GLOSSARY

Alpha: Alpha measures the performance of a portfolio compared to its reference indicator. Negative alpha means the fund performed less well than its reference indicator (e.g. if the indicator increased by 10% in one year and the fund increased by only 6%, its alpha is -4). Positive alpha means the fund performed better than its reference indicator (e.g. if the indicator increased by 6% in one year and the fund increased by 10%, its alpha is 4).

Beta: Beta measures the relationship between the fluctuations of the net asset values of the fund and the fluctuations of the levels of its reference indicator. Beta of less than 1 indicates that the fund “cushions” the fluctuations of its index (beta = 0.6 means that the fund increases by 6% if the index increases by 10% and decreases by 6% if the index falls by 10%). Beta higher than 1 indicates that the fund “magnifies” the fluctuations of its reference indicator (beta = 1.4 means that the fund increases by 14% when the index increases by 10% but also decreases by 14% when the index decreases by 10%). Beta of less than 0 indicates that the fund reacts inversely to the fluctuations of its reference indicator (beta = -0.6 means that the fund falls by 6% when the index increases by 10% and vice versa).

Capitalisation: A company's stock market value at any given moment. It is obtained by multiplying the number of shares of a company by its stock exchange price.

Duration: A bond's duration is the period beyond which interest rate variations will no longer affect its return. The duration is like a discounted average lifetime of all flows (interest and capital).

High yield: A loan or bond rated below investment grade because of its higher default risk. The return on these securities is generally higher.

Investment grade: A loan or bond that rating agencies have rated AAA to BBB-, generally indicating relatively low default risk.

Investment/net exposure rate: The investment rate constitutes the volume of assets invested expressed as a percentage of the portfolio. Adding the impact of the derivatives to this investment rate results in the net exposure rate, which corresponds to the real percentage of asset exposure to a certain risk. Derivatives can be used to increase the underlying asset's exposure (stimulation) or reduce it (hedging).

Modified duration: A bond's modified duration measures the risk attached to a given change in the interest rate. Modified duration of +2 means that for an instantaneous 1% rate increase, the portfolio's value would drop by 2%.

Net asset value: Price of all units (in an FCP) or shares (in a SICAV).

Rating: The rating measures the creditworthiness of a borrower (bond issuer).

Sharpe ratio: The Sharpe ratio measures the excess return over the risk-free rate divided by the standard deviation of this return. It thus shows the marginal return per unit of risk. When it is positive, the higher the Sharpe ratio, the more risk-taking is rewarded. A negative Sharpe ratio does not necessarily mean that the portfolio posted a negative performance, but rather that it performed worse than a risk-free investment.

SICAV: Société d'Investissement à Capital Variable (Open-ended investment company with variable capital)

VaR: Value at Risk (VaR) represents an investor's maximum potential loss on the value of a financial asset portfolio, based on a holding period (20 days) and confidence interval (99%). This potential loss is expressed as a percentage of the portfolio's total assets. It is calculated on the basis of a sample of historical data (over a two-year period).

Volatility: Range of price variation of a security, fund, market or index, which enables the measurement of risk over a given period. It is determined using the standard deviation obtained by calculating the square root of the variance. The variance is obtained by calculating the average deviation from the mean, which is then squared. The greater the volatility, the greater the risk.

Yield to Maturity: Yield to Maturity (YTM) is the estimated annual rate of return expected on a bond if held until maturity and assuming all payments made as scheduled and reinvested at this rate. For perpetual bonds, the next call date is used for computation. Note that the yield shown does not take into account the FX carry and fees and expenses of the portfolio. The portfolio's YTM is the weighted average individual bonds holdings' YTM's within the portfolio.

ESG DEFINITIONS & METHODOLOGY

ESG: E for Environment, S for Social, G for Governance

ESG score Calculation: Only the Equity and Corporate Bond holdings of the fund considered. Overall Fund Rating calculated using MSCI Fund ESG Quality Score methodology: excluding cash and non ESG-rated holdings, performing a weighted average of the normalized weights of the holdings and the Industry-Adjusted Score of the holdings, multiplied by (1+Adjustment%) which consists of the weight of positively trending ESG ratings minus the weight of ESG Laggards minus the weight of negatively trending ESG ratings. For a detailed explanation see “MSCI ESG Fund Ratings Methodology”, Section 2.3. Updated June 2023. <https://www.msci.com/documents/1296102/34424357/MSCI+ESG+Fund+Ratings+Methodology.pdf>

Principal Adverse Impacts (PAI): Negative, material, or potentially material effects on sustainability factors that result from, worsen, or are directly related to investment choices or advice performed by a legal entity. Examples include GHG emissions and carbon footprint.

SFDR Articles - Fund Classification: Sustainable Finance Disclosure Regulation, an EU Act that requires asset managers to classify funds into categories: “Article 8” funds promote environmental and social characteristics, “Article 9” funds have sustainable investments as a measurable objective.

Sustainable Investments: The SFDR defines sustainable investment as an investment in an economic activity that contributes to an environmental or social objective, provided that the investment does not significantly harm any environmental or social objective and that the investee companies follow good governance practices.

Taxonomy Alignment: In the context of an individual company, taxonomy alignment is defined as the proportion of a company's revenue that comes from activities that meet certain environmental criteria. In the context of an individual fund or portfolio, alignment is defined as the portfolio-weight weighted average taxonomy alignment of included companies. For more information, please follow this link: https://ec.europa.eu/info/sites/default/files/business_economy_euro/banking_and_finance/documents/sustainable-finance-taxonomy-faq_en.pdf

CHARACTERISTICS

Share Class	Date of 1st NAV	Bloomberg	ISIN	Management Fee	Entry costs ⁽¹⁾	Exit costs ⁽²⁾	Management fees and other administrative or operating costs ⁽³⁾	Transaction costs ⁽⁴⁾	Performance fees ⁽⁵⁾	Minimum Initial Subscription ⁽⁶⁾
A EUR Acc	19/11/2015	CPPAAEC LX	LU1299305190	Max. 1.5%	Max. 4%	—	1.8%	0.28%	20%	—
A EUR Ydis	20/11/2015	CPPAAED LX	LU1299305356	Max. 1.5%	Max. 4%	—	1.8%	0.28%	20%	—
A CHF Acc Hdg	20/11/2015	CPPAAEC LX	LU1299305513	Max. 1.5%	Max. 4%	—	1.8%	0.4%	20%	—
A USD Acc Hdg	20/11/2015	CPPAAUC LX	LU1299305786	Max. 1.5%	Max. 4%	—	1.8%	0.41%	20%	—
E EUR Acc	19/11/2015	CPPAECC LX	LU1299305943	Max. 2%	—	—	2.3%	0.28%	20%	—
E USD Acc Hdg	15/11/2013	CARPEUS LX	LU0992628429	Max. 2%	—	—	2.3%	0.41%	20%	—
F EUR Acc	15/11/2013	CARPFEA LX	LU0992627611	Max. 0.85%	—	—	1.15%	0.28%	20%	—
F CHF Acc Hdg	15/11/2013	CARPFCH LX	LU0992627702	Max. 0.85%	—	—	1.15%	0.41%	20%	—
F USD Acc Hdg	15/11/2013	CARPFUH LX	LU0992628346	Max. 0.85%	—	—	1.15%	0.41%	20%	—
F GBP Acc Hdg	15/11/2013	CARPFUH LX	LU0992627967	Max. 0.85%	—	—	1.15%	0.41%	20%	—
Income A EUR	31/12/2014	CPPAAEM LX	LU1163533422	Max. 1.5%	Max. 4%	—	1.8%	0.28%	20%	—
Income E EUR	31/12/2014	CPPAEEM LX	LU1163533349	Max. 2%	—	—	2.3%	0.28%	20%	—
Income E USD Hdg	15/11/2013	CARPEUQ LX	LU0992628692	Max. 2%	—	—	2.3%	0.41%	20%	—
Income F EUR	31/12/2014	CPPAFEM LX	LU1163533778	Max. 0.85%	—	—	1.15%	0.28%	20%	—

(1) of the amount you pay in when entering this investment. This is the most you will be charged. Carmignac Gestion doesn't charge any entry fee. The person selling you the product will inform you of the actual charge.

(2) We do not charge an exit fee for this product.

(3) of the value of your investment per year. This estimate is based on actual costs over the past year.

(4) of the value of your investment per year. This is an estimate of the costs incurred when we buy and sell the investments underlying the product. The actual amount varies depending on the quantity we buy and sell.

(5) when the share class overperforms the Reference indicator during the performance period. It will be payable also in case the share class has overperformed the reference indicator but had a negative performance. Underperformance is clawed back for 5 years. The actual amount will vary depending on how well your investment performs. The aggregated cost estimation above includes the average over the last 5 years, or since the product creation if it is less than 5 years.

(6) Please refer to the prospectus for the minimum subsequent subscription amounts. The prospectus is available on the website: www.carmignac.com.

MAIN RISKS OF THE FUND

EQUITY: The Fund may be affected by stock price variations, the scale of which is dependent on external factors, stock trading volumes or market capitalization.

INTEREST RATE: Interest rate risk results in a decline in the net asset value in the event of changes in interest rates. **CREDIT:** Credit risk is the risk that the issuer may default. **CURRENCY:** Currency risk is linked to exposure to a currency other than the Fund's valuation currency, either through direct investment or the use of forward financial instruments.

The Fund presents a risk of loss of capital.

IMPORTANT LEGAL INFORMATION

Source: Carmignac at 31/12/2024. **This document is intended for professional clients.** Copyright: The data published in this presentation are the exclusive property of their owners, as mentioned on each page. From 01/01/2013 the equity index reference indicators are calculated net dividends reinvested. This document may not be reproduced, in whole or in part, without prior authorisation from the management company. This document does not constitute a subscription offer, nor does it constitute investment advice. Access to the Fund may be subject to restrictions with regard to certain persons or countries. The Fund is not registered in North America, in South America, in Asia nor is it registered in Japan. The Funds are registered in Singapore as restricted foreign scheme (for professional clients only). The Fund has not been registered under the US Securities Act of 1933. The Fund may not be offered or sold, directly or indirectly, for the benefit or on behalf of a U.S. person, according to the definition of the US Regulation S and/or FATCA. The Fund presents a risk of loss of capital. The risks and fees are described in the KID (Key Information Document). The Fund's prospectus, KIDs and annual reports are available at www.carmignac.com, or upon request to the Management Company. The KID must be made available to the subscriber prior to subscription. The Management Company can cease promotion in your country anytime. Investors have access to a summary of their rights in English on the following link at section 6: https://www.carmignac.com/en_US/article-page/regulatory-information-1788 - In Switzerland, the Fund's respective prospectuses, KIDs and annual reports are available at www.carmignac.ch, or through our representative in Switzerland, CACEIS (Switzerland) S.A., Route de Signy 35, CH-1260 Nyon. The paying agent is CACEIS Bank, Montrouge, Nyon Branch / Switzerland, Route de Signy 35, 1260 Nyon. - In the United Kingdom, the Funds' respective prospectuses, KIDs and annual reports are available at www.carmignac.co.uk, or upon request to the Management Company, or for the French Funds, at the offices of the Facilities Agent at BNP PARIBAS SECURITIES SERVICES, operating through its branch in London: 55 Moorgate, London EC2R. This material was prepared by Carmignac Gestion, Carmignac Gestion Luxembourg or Carmignac UK Ltd and is being distributed in the UK by Carmignac Gestion Luxembourg. Reference to certain securities and financial instruments is for illustrative purposes to highlight stocks that are or have been included in the portfolios of funds in the Carmignac range. This is not intended to promote direct investment in those instruments, nor does it constitute investment advice. The Management Company is not subject to prohibition on trading in these instruments prior to issuing any communication. The portfolios of Carmignac funds may change without previous notice. The decision to invest in the promoted fund should take into account all its characteristics or objectives as described in its prospectus.