Danske Invest SICAV

Société d'Investissement à Capital Variable
13, rue Edward Steichen, L-2540 Luxembourg
R.C.S. Luxembourg: B 161867

NOTICE TO SHAREHOLDERS

Luxembourg, on 15 June 2015

Dear Shareholder,

The board of directors of Danske Invest SICAV (the "Company") has notably decided the following:

1) to amend the investment objective of the sub-fund Danske Invest SICAV – Euro High Yield Bond as follows:

<u>Until 15 July 2015, the investment objective of the sub-fund was the following:</u>

"Within the general investment policy of the Fund and with an objective of obtaining an over-performance to the relevant market, this Sub-Fund will invest in transferable securities, mainly bonds, Contingency Convertible Bonds, Convertible Bonds and other debt instruments which are admitted to or dealt in on a Regulated Market and issued by companies located in any member state of the European Union or the OECD, or any other country of Western or Eastern Europe, Asia, Oceania, the American continents or Africa.

The bonds and other dept instruments shall be mainly denominated in Euro. Maximum one third of the Sub-Fund's net assets may be invested in bonds and other dept instruments denominated in CAD, CHF, GBP, ISK, JPY, NOK, SEK and USD.

The Sub-Fund's net assets will generally be invested in bonds with credit ratings lower than Baa3/BBB- at Moody's, Fitch or Standard & Poor's, or a corresponding rating at another recognised first class rating institute. The Sub-Fund's investments in "investment grade" bonds, i.e. bonds with a rating of Baa3/BBB or higher shall not exceed 50% of the Sub-Fund's net assets.

If a given bond is rated by all three major rating agencies, Moody's, Standard & Poor's and Fitch, the rating that is determined for a given bond is the second lowest rating. If the bond is only rated by one or two of the agencies mentioned above, then the lowest rating will apply. If the bond has no credit rating from any of the three major rating agencies, the issuer's overall, long term credit rating for liabilities in that currency on the same principles as described above is used.

At least 90% of the Sub-Fund's investments must be denominated in or hedged to EUR.

The total duration of the Sub-Fund, including cash holdings, will be the benchmark duration plus/minus 2 years.

The Sub-Fund seeks to obtain its investment objective through active investment management. Barclays Capital Euro High Yield Index, 3% issuer capped in Euro is used for the purpose of performance comparison of the Sub-Fund.

There are no geographical restrictions on the location of the Regulated Market where the transferable securities are admitted in or dealt on.

The Sub-Fund may invest up to 10% of its assets in transferable securities other than those referred to in section 3.1 to 3.3 of this Prospectus.

The Sub-Fund may invest up to 10% of its net assets in shares / units of other investment funds which comply with the rules set out in Section “Investment Policy and Restrictions – Risk factors – Risk Management” of the Prospectus.

The value of the portfolio of the Sub-Fund is calculated daily on the basis of the market prices/value of the individual bonds and other debt instruments as well as derivatives held by the Sub-Fund, which are issued by issuers as characterised above. This market value is influenced by changes in interest rates as well as by the general economic development. In addition to the interest risk and general market risk the Sub-Fund is subject to credit risk which may be higher than in a fund investing in bonds with a higher credit rating.

In general, bonds are subject to the risk of an issuer’s inability to meet principal and interest payments on the obligation (credit risk) and may also be subject to general market liquidity (market risk). Lower rated bonds are more likely to react to developments affecting the market and credit risk than more highly rated securities. The Sub-Fund's investments involves a high credit risk as there may be invested in bonds, the issuer and / or issue as "speculative grade" or "high yield", i.e. have a rating lower than BBB-(Standard & Poor's) or Baa3 (Moody's). Lower rated bonds are considered predominantly speculative by traditional investment standards and of lower credit quality.

Furthermore, the Sub-Fund may invest in securities of developing countries, including Eastern Europe, with new or developing capital markets. These countries may have relatively unstable governments, economies based on only a few industries and securities markets that trade a limited number of securities. Securities of issuers located in these countries tend to have volatile prices and offer the potential for substantial losses as well as gains. Undertakings for collective investment, which invest their assets in these countries, are subject to the same risks. In addition, these securities may be less liquid than investments in more established markets as a result of inadequate trading volume or restrictions on trading imposed by the governments of such countries. In addition, developing markets may have increased risks associated with clearance and settlement. Delays in settlement could result in periods of uninvested assets, missed investment opportunities or losses to the Sub-Fund.

Before investing in the Sub-Fund, investors should familiarize themselves with the risk factors as described in section (D) “Investment Policy – Risk Factors – Risk Management” of this Prospectus.

For the purpose of hedging and/or efficient portfolio management, the Sub-Fund may use financial derivative instruments including but not limited to FX forward contracts and interest rate futures contracts as mentioned in section (C) “Investment Policy and Restrictions – Risk factors – Risk Management” of this Prospectus.
The global exposure relating to financial derivative instruments will be calculated using the commitment approach.

The Sub-Fund may invest up to 10% of its net assets in shares/units of other investment funds which comply with the rules set out in the section named

“Investment Policy and Restrictions – Risk factors – Risk Management” of this Prospectus.

For the purpose of efficient portfolio management, the Sub-Fund may use pooling and co-management techniques as described in the paragraph of the Prospectus entitled “Pooling and Co-Management.”

<u>As from 15 July 2015, the investment objective of the sub-fund will be replaced by the following:</u>

“Within the general investment policy of the Fund and with an objective of obtaining an over-performance to the relevant market, this Sub-Fund will invest in transferable securities, mainly bonds, Contingency Convertible Bonds, Convertible Bonds and other debt instruments which are admitted to or dealt in on a Regulated Market and issued by companies located in any member state of the European Union or the OECD, or any other country of Western or Eastern Europe, Asia, Oceania, the American continents or Africa.

The bonds and other dept instruments shall be mainly denominated in Euro. Maximum one third of the Sub-Fund’s net assets may be invested in bonds and other dept instruments denominated in CAD, CHF, GBP, ISK, JPY, NOK, SEK and USD.

The Sub-Fund’s net assets will generally be invested in bonds with credit ratings lower than Baa3/BBB- at Moody’s, Fitch or Standard & Poor's, or a corresponding rating at another recognised first class rating institute. The Sub-Fund’s investments in "investment grade" bonds, i.e. bonds with a rating of Baa3/BBB or higher shall not exceed 50% of the Sub-Fund’s net assets.

If a given bond is rated by all three major rating agencies, Moody’s, Standard & Poor’s and Fitch, the rating that is determined for a given bond is the second lowest rating. If the bond is only rated by one or two of the agencies mentioned above, then the lowest rating will apply. **The Sub-Fund can invest in unrated bonds.** If the bond has no credit rating from any of the three major rating agencies, but the issuer **has an** overall, long term credit rating for liabilities in that currency, **then that credit rating will be used** on the same principles as described above is used.

At least 90% of the Sub-Fund’s investments must be denominated in or hedged to EUR.

The total duration of the Sub-Fund, including cash holdings, will be the benchmark duration plus/minus 2 years.

The Sub-Fund seeks to obtain its investment objective through active investment management. Barclays Capital Euro High Yield Index, 3% issuer capped in Euro is used for the purpose of performance comparison of the Sub-Fund.

There are no geographical restrictions on the location of the Regulated Market where the transferable securities are admitted in or dealt on.

The Sub-Fund may invest up to 10% of its assets in transferable securities other than those referred to in section 3.1 and 3.5 of this Prospectus.

The value of the portfolio of the Sub-Fund is calculated daily on the basis of the market prices/value of the individual bonds and other debt instruments as well as derivatives held by the Sub-Fund, which are issued by issuers as characterised above. This market value is influenced by changes in interest rates as well as by the general economic development. In addition to the interest risk and general market risk the Sub-Fund is subject to credit risk which may be higher than in a fund investing in bonds with a higher credit rating.

In general, bonds are subject to the risk of an issuer's inability to meet principal and interest payments on the obligation (credit risk) and may also be subject to general market liquidity (market risk). Lower rated bonds are more likely to react to developments affecting the market and credit risk than more highly rated securities. The Sub-Fund's investments involves a high credit risk as there may be **investments** in bonds, the issuer and / or issue **of which are rated** as "speculative grade" or "high yield", i.e. have a rating lower than BBB-(Standard & Poor's) or Baa3 (Moody's). Lower rated bonds are considered predominantly speculative by traditional investment standards and of lower credit quality.

The Sub-Fund may invest in securities of developing countries, including Eastern Europe, with new or developing capital markets. These countries may have relatively unstable governments, economies based on only a few industries and securities markets that trade a limited number of securities. Securities of issuers located in these countries tend to have volatile prices and offer the potential for substantial losses as well as gains. Undertakings for collective investment, which invest their assets in these countries, are subject to the same risks. In addition, these securities may be less liquid than investments in more established markets as a result of inadequate trading volume or restrictions on trading imposed by the governments of such countries. In addition, developing markets may have increased risks associated with clearance and settlement. Delays in settlement could result in periods of uninvested assets, missed investment opportunities or losses to the Sub-Fund.

Before investing in the Sub-Fund, investors should familiarize themselves with the risk factors as described in part 3 "Investment Policy and Restrictions – Risk Factors – Risk Management" under (D) "Risk Factors" of this Prospectus.

For the purpose of hedging and/or efficient portfolio management, the Sub-Fund may use financial derivative instruments including but not limited to FX forward contracts, interest rate futures contracts **and CDS** as mentioned in part 3 "Investment Policy and Restrictions – Risk Factors – Risk Management" under (C) "Rules and restrictions with regard to financial derivative instruments and efficient portfolio management techniques" of this Prospectus. **CDS can also be used without holding the underlying assets.**

For the purpose of maximising the risk adjusted return relative to benchmark, the Sub-Fund may establish short positions in single names, i.e. single issuers of debt, by buying protection in names not represented in the bond portfolio or buying more protection than needed to hedge any long position. In order to accomplish the objective of the Sub-Fund, certain names may be overweighed relative to benchmark and others underweighted without any preference for long positions over short positions relative to benchmark. If cash bonds were the only available instruments, establishing long positions relative to benchmark is unproblematic and the same goes for short positions in names represented with a meaningful weight in the benchmark. But when it comes to names only represented with small weights in the benchmark, establishing short positions using cash bonds can be complicated as repurchase arrangements in corporate bonds are costly, administratively cumbersome and associated with operational risk. In this case, creating a short position by using CDS to buy protection is a better alternative.

For risk management purposes the Sub-Fund will use the relative VaR approach to monitor the portfolio's global exposure in particular relating to derivative instruments. On a daily basis, the relative VaR over a monthly time horizon on all positions in the Sub-Fund's portfolio cannot exceed 2 times the VaR of the benchmark index. The benchmark used for determining relative VaR is Barclays Capital Euro High Yield Index, 3% issuer capped in Euro. The use of derivatives generates a possibility of leverage in the Sub-Fund. Leverage is measured by using the sum of the notionals approach and is not expected to exceed 200%. Usually the expected level of leverage is 120%. The level of leverage may vary over time. The Sub-Fund is using Forward Exchange Transactions (FETs) for unit class hedging purpose. FETs do not add any incremental exposure, leverage and/ or other market risks.

The Sub-Fund may invest up to 10% of its net assets in shares/units of other investment funds which comply with the rules set out in section 3 "Investment Policy and Restrictions – Risk Factors – Risk Management" of this Prospectus.

For the purpose of efficient portfolio management, the Sub-Fund may use pooling and co-management techniques as described in the section named "Pooling and Co-Management" of this Prospectus."

The shareholders of Danske Invest SICAV – Euro High Yield Bond who do not approve the amendments to the investment objective of this sub-fund shall have the right, from the date of this notice until 15 July 2015 included to request the redemption or conversion of their shares free of charges.

The updated prospectus and Key Investor Information Document (KIID) will be available free of charge at the registered office of the Company and on www.danskeinvest.lu website.

Yours faithfully

The Board of Directors of
Danske Invest SICAV