

Prospectus for SKAGEN Avkastning Verdipapirfond, org.nr. 979 876 084 (established 16 September 1994)

1. SKAGEN AS

1.1 Legal matters

SKAGEN AS (SKAGEN) was founded on 15.09.1993 and is registered in the Register of Business Enterprises with org. no. 867 462 732. On 19.11.1993 the company was authorised by the Financial Supervisory Authority of Norway to manage securities funds. The company manages the following different fund categories; equity funds, fixed income funds and balanced funds. The funds are managed according to different mandates within their respective categories. For more information about which funds are managed by the company, please refer to our homepage www.skagenfunds.com or contact the company directly. The company's share capital is NOK 6.329.200. The company's registered office address is P.O. Box 160, 4001 Stavanger. The company is authorised to market SKAGEN Avkastning in Norway, Sweden, Denmark, Luxembourg, the Netherlands and the Faroe Islands.

Changes in the marketing of the Fund or the termination of the marketing of the fund in the above mentioned markets may not be carried out until SKAGEN has provided written notification to the financial authorities in the relevant host countries. Unit holders will be informed via our web pages.

1.2 Ownership

The company is 100 percent owned by Storebrand Asset Management AS.

1.3 Board of Directors

Elected by the shareholders:
Jan Erik Saugestad, Chairperson
Viveka Ekberg
Kristian Falnes
Kathinka Koch Sommerseth

Elected by the unit holders:
Per Gustav Blom
Martin Petersson

Deputy members elected by the shareholders:
Leiv Askvig
Tove Selnes

Deputy member elected by the unit holders:
Aina Haug

Observer elected by the employees:
Sølvi M. Tonning

Deputy member elected by the employees:
Leif Håvard Seljeflot

Total fees to directors were NOK 1.816.666 in 2017.

1.4 Managing director

Timothy C Warrington

The Managing director receives a fixed salary of NOK 2.300.000 and in addition, a performance based bonus.

1.5 Remuneration scheme

The company has a remuneration scheme which is established in accordance with the management company's and the funds' strategies, overall objectives, risk tolerance and long-term interests. Central to the company's remuneration scheme is a profit sharing with employees. More information about the remuneration scheme can be found on the company's web site. The information can be sent free of charge on request.

2. Articles of Association for the fund SKAGEN Avkastning § 1 Name of the securities fund and of the management company

The securities fund SKAGEN Avkastning is managed by the management company SKAGEN AS (hereinafter referred to as 'SKAGEN'). The Fund is authorised in Norway and is regulated by the Norwegian Financial Services Authority (Finanstilsynet).

The Fund is regulated by the Norwegian Act No 44 of 25 November 2011 on securities funds (hereinafter referred to as 'the Norwegian Securities Funds Act').

§ 2 UCITS fund

The Fund is a UCITS fund and, under Section 6(7)(3) of the Norwegian Securities Funds Act, it has permission from the Financial Supervisory Authority of Norway to invest up to 100% of its assets in transferable securities or money market instruments issued or guaranteed by a Member State, by its local authorities, by a third country or by a public international body to which one or more Member States belong. The Fund shall comply with the provisions governing subscription and redemption of the Norwegian Securities Funds Act § 4-9 (1) and § 4-12 (1).

§ 3 Rules for the investment of the Fund's assets

3.1 The Fund's investment area and risk profile

The Fund is a bond fund which primarily invests in interest-bearing transferable securities and/or money market instruments issued or guaranteed by governments and/or issued by financial institutions. Details of the Fund's investment mandate are given in the prospectus. The Fund is normally characterised by a relatively low fluctuation risk (volatility). The risk profile is set out in detail in the Fund's Key Investor Information Document.

3.2 General information about the investment area

The Fund's assets may be invested in the following financial instruments and/or deposits with credit institutions:

transferable securities	<input checked="" type="checkbox"/>	yes	<input type="checkbox"/>	no
securities fund units	<input checked="" type="checkbox"/>	yes	<input type="checkbox"/>	no
money market instruments	<input checked="" type="checkbox"/>	yes	<input type="checkbox"/>	no
derivatives	<input checked="" type="checkbox"/>	yes	<input type="checkbox"/>	no
deposits with credit institutions	<input checked="" type="checkbox"/>	yes	<input type="checkbox"/>	no

Regardless of the investment options in this section, the Fund may hold liquid assets.

The Fund's investments in securities fund units shall, together with its other investments, shall be in accordance with these Articles of Association.

Investment in other securities funds constitutes not more than 10% of the Fund's assets:

yes no

Investment in non-UCITS securities funds meets the conditions of the Norwegian Securities Funds Act § 6-2 (2) and does not, overall, constitute more than 10% of the Fund's assets:

yes no

Securities funds in which investment is placed may themselves invest a maximum of 10% of the Fund's assets in securities fund units:

yes no

The Fund's assets may be invested in money market instruments normally traded on the monetary market, which are liquid and can be valued at any time:

yes no

The Fund may use the following derivative instruments: options, futures and swaps. The basis for the derivatives shall be financial instruments as mentioned above in Section 3.2 first paragraph, indices with financial instruments as defined in Section 3.2, first paragraph or interest rates, currencies or exchange rates.

Expected risk and expected return of the Fund's underlying securities portfolio shall be reduced as a result of the derivative investments.

3.3 Liquidity requirement

The Fund's assets may be invested in financial instruments which:

- are admitted to official exchange listing or traded on a regulated market in an EEA Member State, including a Norwegian regulated market as defined in Article 4(1)(14) of Directive 2004/39/EC and § 3.1 of the Norwegian Stock Exchange Act.
 yes no
- are traded on another regulated market which operates regularly and is open to the public in a state which is party to the EEA Agreement.
 yes no

3. are admitted to official listing on a stock exchange in a country outside the EEA or which are traded in such a country on another regulated market which operates regularly and is open to the public.
x yes " no

Any stock exchange and regulated market in the world is eligible. Investments are in well-developed markets and emerging markets.

4. are newly issued, if the issue is conditional upon an application being made for admission to trading on a stock exchange or market as ticked in items 1 to 3 above. Admission to trading shall take place within one year of the expiry of the subscription period.
x yes " no

The Fund's assets may be invested in money market instruments traded on a market other than those indicated in items 1 to 3 above, if the issue or the issuer of the instruments is regulated for the purpose of protecting investors and savings and if the instrument is covered by the Norwegian Securities Funds Act § 6-5 (2).

Up to 10% of the Fund's assets may be invested in financial instruments other than those mentioned in this section.

3.4 Investment restrictions – the Fund's assets

The Fund's portfolio of financial instruments shall be of a composition which provides a suitable spread of the risk of loss.

The Fund may invest up to 100% of its assets in transferable securities or money market instruments as referred to in the Norwegian Securities Funds Act §6-6 (2) (3). Assets shall be invested at least 6 different issues and the investment in any such issue may not exceed 30% of the Fund's total assets.

3.5 Investment restrictions – ownership interest with issuer

The Fund's investments shall at all times comply with investment restrictions of Section 6(9) of the Norwegian Securities Funds Act.

3.6 Lending

The Fund may not lend financial instruments in accordance the Norwegian Securities Funds Act § 6-11.

§ 4 The Fund's management of capital gains and dividends

Capital gains shall be reinvested in the Fund.

Dividends shall not be distributed to unit holders.

The management company's Board of Directors may provide that capital gains of the Fund's bonds and certificates shall be distributed to unit holders.

The management company's Board of Directors may provide that the net return of the Fund's investments in the form of interest income shall be distributed to unit holders.

§ 5 Costs

The management fee is the management company's remuneration for the management of the Fund. The basis for the calculation of the management fee is the Fund's current value. When calculating the Fund's value (total net assets), the basis shall be the market value of the portfolio of financial instruments and deposits with credit institutions, the value of the Fund's liquid assets and other receivables, the value of accrued income not yet due less liabilities and accrued expenses not yet due, including deferred tax liabilities.

Apart from the management fee, the following costs may also be covered by the Fund:

1. transaction costs of the Fund's investments,
2. payment of any taxes imposed on the Fund,
3. interest on borrowings as referred to in Section 6(10) of the Norwegian Securities Funds Act Section, and
4. extraordinary costs which are necessary to protect unit holders' interests, cf. Section 4(6)(2) of the Norwegian Securities Funds Act.

The management company may charge the Fund a fixed management fee. The fixed management fee shall be calculated daily and charged quarterly.

The management fee is allocated equally to each unit in the Fund. The fixed management fee is 0.5% per annum.

The management company SKAGEN may invest the Fund's assets in other funds that charge a maximum management fee of 1.5% per annum. The management fee charged to other funds shall be in addition to SKAGEN's management fee stated above.

Any retrocession which SKAGEN receives from a management company or equivalent of another fund shall accrue to the Fund in its entirety.

§ 6 Subscription and redemption of units

The Fund is normally open for subscription 5 times a week.

The Fund is normally open for redemption 5 times a week.

A subscription fee of up to 0% of the subscription amount may be charged for the subscription of units.

The Board of SKAGEN may decide that the costs shall increase by up to 10% of the subscription amount. The difference between 0% and the adopted increased subscription fee of up to 10% shall accrue to the Fund. The Board may set an increased subscription fee for a certain period with the possibility of extension or shortening by board resolution.

A redemption fee of up to 0% of the redemption amount shall be incurred for the redemption of units.

SKAGEN may use swing pricing. Please refer to the prospectus for further details.

§ 7 Unit classes

The Fund has no unit classes.

3. Taxation

The information given below is not intended as tax advice, but merely provides information on the basic tax rules for the Fund. Please contact your local tax consultant for further information.

The Fund:

The Fund is subject to a 23 % tax on the taxable income. Taxable income consists of net capital gains on the interest bearing securities, as well as the accrued capital gain and foreign exchange gains, minus deductible cost such as management fee, interest costs and foreign exchange losses. In practical terms, the Fund distributes taxable income to unit holders so that the Fund will not be subject to taxation. On distribution to unit holders, the Fund has a right of deduction for the distribution of interest income. The Fund is exempt from wealth tax.

All investors:

The Fund's taxable income is annually separated from the Fund and distributed to the unit holders in the form of the issue of new units. The price of the unit will thus be adjusted down by an amount exactly equal to the value of the taxable income per unit. The taxable income per unit is charged to the unit holder in the year it accrued.

The Fund does not distribute dividends.

4. Classification according to the industry standard set by the Norwegian Mutual Fund Association

The Fund is classified as an "other fixed income fund" in accordance with the industry standard set by the Norwegian Mutual Fund Association regarding information about and classification of fixed income funds. However, the Fund has the following limitations:

- Maximum term for binding of fixed interest rate on individual securities in the Fund's portfolio: No limitation
- The Fund's maximum interest rate sensitivity: < 3
- Expected maximum interest rate sensitivity: 0–3
- The Fund's maximum weighted average duration: No limitation
- The Fund may invest in floaters (FRN) with remaining time to maturity > 3 years
- The Fund may invest in securities denominated in other currencies than NOK.
- The Fund may not invest in Tier 1 Capital
- The Fund may not invest in subordinated loans
- At least 80% of the Fund's securities must have an investment grade credit rating, i.e. BBB- or higher
- The 20% maximum share of the Fund that may be invested in government securities rated lower than investment grade must, on the investment date, have the minimum credit rating of BB-, and be limited to a maximum of 5% per issuer.
- A maximum of 10% of the Fund may be invested in mutual fund units

5. Derivatives

In accordance with § 3 3.2 of the Articles of Association, the Fund shall have the possibility of using derivatives, the purpose of which shall be the reduction of risk.

6. Benchmark index

The Fund's benchmark is ST4X.

7. Objectives and investment strategy

The objective of the management of the Fund is to maximise absolute returns relative to the risk taken by the Fund.

The Fund's assets shall be invested in financial instruments and/or deposits with credit institutions in accordance with the Fund's Articles of Association. The Fund shall be invested in interest-bearing transferable securities and/or money market instruments issued or guaranteed by governments and/or financial institutions.

The Fund shall normally be invested in a number of markets/countries specified in the Articles of Association. This means that the Fund shall not necessarily be invested in all the specified markets/countries at all times. This also means that the Fund shall not necessarily invest in all the specified markets/countries.

8. Nature and character of the unit

All units represent one ownership share in the securities fund SKAGEN Avkastning.

A unit holder is not entitled to demand that the Fund be split up or dissolved. All unit holders or their appointed proxies have the right to vote at the election meeting for the securities funds managed by SKAGEN. Beyond their unit investment, unit holders are not liable for the Fund's obligations. If the Financial Supervisory Authority of Norway decides that the Fund shall be liquidated or transferred to another management company, unit holders will be informed in accordance with the Norwegian Securities Funds Act §4-13.

The end of the Fund's financial year is 31.12.

9. Auditor

The external/financial auditor is PricewaterhouseCoopers DA, P.O. Box 8017, 4068 Stavanger, Norway (org. no. 987 009 713).

The internal auditor is Ernst & Young AS, Dronning Eufemias Gate 6, 0191 Oslo, Norway (org.no. 976 389 387).

10. Custodian

The Fund's Custodian is Handelsbanken (org. no. 971 171 324), P.O. Box 1342 Vika, 0113 Oslo, Norway. The bank is a foreign enterprise registered in Norway.

11. Historical returns and risk

Please refer to the fund's Key Investor Information Document for up-to-date bar graphs showing the Fund's historical returns and the fund's position on the SKAGEN risk scale. You may order the Key Investor Information Document free of charge from SKAGEN, or download it from www.skagenfondene.com.

There are risks associated with investment in the Fund as a result of fluctuating exchange rates, interest levels, general economic conditions, specific corporate conditions and the quality of issuers' credit. The distribution of investments in the interest portfolio is the result of SKAGEN's investment philosophy and the evaluation of each issuer's credit rating and the general economic conditions in the markets where the issuers operate. In addition to the statutory requirements, SKAGEN has internal requirements for the spread of investments and the liquidity of the financial instruments the fund invests in. SKAGEN has drawn up internal procedures for reducing the probability of operating errors which can affect the Fund.

The Fund's modified duration shall be between 0 and 3 years.

Historical returns are no guarantee for future returns. Future returns will depend, inter alia, on market developments, the fund manager's skill, the Fund's risk profile and subscription and management fees. The return may become negative as a result of negative price developments. The Fund's performance may vary considerably over the course of a year. Gains or losses for individual unit holders will therefore depend on the exact timing of the subscription and redemption of units.

12. Calculation and publication of Net Asset Value per unit

Each unit of the Fund shall be denominated in NOK 100.

When calculating the Fund's net asset value (NAV), the basis shall be the market value of the portfolio of financial instruments and deposits with credit institutions, the value of the Fund's liquid assets and other receivables, the value of accrued income not yet due and the value of any tax loss carry forwards, less liabilities and accrued costs, including deferred tax liabilities.

A discretionary valuation, called "fair value pricing" is used in case of events that may affect the value of a relevant security, or when the market on which the security is traded is closed, or if the security is illiquid. The SKAGEN practice for "fair value pricing" is in accordance with the recommendation to the industry by The Norwegian Mutual Fund Association: Valuation of illiquid equity capital instruments; www.vff.no.

Furthermore, SKAGEN has established procedures for swing pricing in order to prevent losses for existing unit holders due to subscriptions and redemptions made by other unit holders of the fund. The NAV is adjusted by a swing factor on days when the fund has had net subscriptions or redemptions in excess of a

predetermined proportion of the fund's total assets. The threshold for adjustment of the NAV is set at the level at which net subscriptions or redemptions are expected to result in the fund having to make adjustments to the portfolio leading to transaction cost, spread cost (the difference between the purchase and sales price of the underlying securities) and currency exchange cost. If the fund has had net subscriptions above this threshold, NAV is adjusted up, and vice versa if the fund has had net redemptions above this threshold. The swing factor is based on average historical costs, and is evaluated every quarter.

The procedures are set up according to the industry standard set by The Norwegian Mutual Fund Association for subscription and redemption. Read more about the industry standard for subscription and redemption of fund units on www.vff.no.

The net asset value per unit is calculated every Norwegian banking day. Prices will therefore not be calculated the following days: 1 January (New Year's Day), Maundy Thursday, Good Friday, Easter Monday, 1 May (Labour Day), Ascension Day, 17 May (Norwegian Constitution Day), Whit Monday, 24 December (Christmas Eve), 25 December (Christmas Day), 26 December (Boxing Day).

The net asset value per unit is normally published 5 times a week. Publication is made through Oslo Børs ASA.

13. Unit holder register

The unit holder register of SKAGEN Avkastning is maintained by Storebrand Asset Management AS. Unit holders will receive notifications of changes to holdings, annual statements and realisation statements through SKAGEN's web portal, My Page. Upon request, unit holders/nominees may arrange to receive annual statements and realisation statements by post.

14. Costs

The cost of subscription and redemption shall currently be 0.0% of the subscription amount and 0.0% of the redemption amount.

15. Information

SKAGEN will publish the Fund's annual report and half year report on the management company's web site. The annual report will be published no later than four months after the end of the financial year. The half year report will be published no later than two months after the end of the reporting period. Unit holders who have provided an e-mail address will receive the report electronically. Unit holders may request to receive a copy of the reports by post free of charge.

Unit holders will receive first half and second half year reports informing them of the number of units they hold in the fund, the value of their holding and the return for the period and the year. This information will be distributed via SKAGEN's internet portal My Page.

16. Subscriptions and redemptions

Units shall be subscribed for and redeemed in accordance with the Norwegian Fund and Asset Management Association's industry standard for subscription and redemption.

Minimum subscription amount is specified in the fund's Key Investor Information Document.

For subscription and redemption in a currency other than NOK, the subscription/redemption price shall be calculated from the Fund's NAV in Norwegian kroner using the exchange rate for the relevant Fund on the valuation day. For information about the currencies that can be used for subscription/redemption, please visit www.skagenfondene.no.

Requests for subscription and redemption shall be made in writing and shall be signed, unless otherwise regulated by a prior written agreement between SKAGEN and the unit holder. New units shall be subscribed for at the net asset value per unit as of the first valuation following the subscription date (that is, when the application has been received by the management company, the funds connected with the subscription have been received and any checks have been completed). Redemption shall take place at the net asset value per unit as of the first valuation following receipt by the management company of the redemption request. The redemption request must reach the management company by 3 pm CET, adjusted for summer time, or by another point in time set with reference to public holidays (the cut-off deadline) in order for the first valuation following receipt of the redemption request to be used as the basis.

In the event of stock exchange closure, or other extraordinary circumstances, including in special instances the protection of unit holders' interests, the management company may, with the consent of the Financial Supervisory Authority, either wholly or partially suspend the value assessment and payment of redemption claims.

In Sweden, subscription and redemption may be effected through:

- SKAGEN Fonder, Drottninggatan 86, 111 36 Stockholm (org. no. 516403-4984)
- Svenska Handelsbanken, Kungsträdgårdsgatan 2, 10670 Stockholm (org. no. 502007-7862)

In Denmark (incl. the Faroe Islands), subscription and redemption may be effected through:

- SKAGEN Fondene, Bredgade 25A, 1260 Copenhagen K (CVR no. 29 93 48 51)
- Handelsbanken, Filial af Svenska Handelsbanken AB (Publ), Amaliegade 3 P.O. Box 1032, 1007 Copenhagen K (CVR no. 242 46 361)

In Luxembourg, subscription and redemption may be effected through:

- Svenska Handelsbanken AB (publ), Luxembourg Branch, 15, Rue Bender, L-1229 Luxembourg (org.no. B0039099)

In the Netherlands, subscription and redemption may be effected through:

- SKAGEN Funds, Gustav Mahlerplein 2, 1082 MA Amsterdam, The Netherlands, Branch Registration Number with Chamber of Commerce in Amsterdam: 52328686

The prospectus, Key Investor Information Document and the most recent monthly report, annual report and the net asset value of the Fund are available upon request from the afore mentioned institutions.

More information adapted to unit holders in Sweden, Denmark, the Netherlands, and the countries in which SKAGEN is authorised to market its funds, is available on our Swedish, Danish, Dutch and international websites: www.skagenfondene.se, www.skagenfondene.dk, www.skagenfunds.nl and www.skagenfunds.com.

17. Trading via a regulated market

The Fund's units will be traded on the NASDAQ Copenhagen.

18. Dispute settlement body

The management company shall be affiliated with the Norwegian Financial Services Complaints Board.

19. Other matters

This prospectus is only directed to investors in jurisdictions where the relevant funds are authorised for distribution. The Fund cannot be distributed to American citizens, residents in or taxable to the USA.

SKAGEN is part of the Storebrand Group and has outsourced tasks to Storebrand Asset Management AS. The outsourcing covers securities settlement, accounting, calculation of net asset value, unit holder settlement and unit holder register for SKAGEN's funds, service towards professional clients in Norway and Sweden, reporting and management of SKAGEN's fixed income funds.

20. The Board

The unit holders of the funds which the management company manages shall select at least one third of the members of the management company's Board of Directors and at least half of this number as deputies. Deputies shall be entitled to attend, but they may not vote, at Board meetings.

The management company shall appoint an election committee. The Election Committee shall nominate unit holder representatives to the election meeting.

The Board members and deputies elected by the unit holders shall be elected at the election meeting. The election meeting shall be convened by public notice or by written notice to unit holders, with at least two weeks' notice. The election meeting shall be held each year by the end of June.

21. Board of Directors' responsibility

The Board of Directors of the Management Company is responsible for ensuring that the prospectus meets the requirements of the regulations laid down by the Norwegian Ministry of Finance on 21 December 2011 no. 1467 in pursuance of the Norwegian Securities Funds Act of 25 November 2011 no. 44.

The Board of Directors of SKAGEN hereby declares that, to the best of its knowledge, the prospectus reflects the actual facts and does not contain omissions of a nature liable to alter the meaning of the prospectus.

22. Amendment of the Articles of Association

The Fund's Articles of Association may only be amended if the majority of the unit holder-elected directors of the management company have voted for the amendments. A decision concerning any amendments shall be obtained from the unit holder meeting and the Financial Supervisory Authority of Norway (FSA). The FSA shall approve the amendments if legal requirements concerning the contents of the Articles of Association and procedures for their amendment are met.

Approved by the Board of SKAGEN AS 18 April 2018

Updated 22 October 2018

The original Articles of Association and prospectuses were prepared in Norwegian. This is a translated version, which is published with reservations regarding possible errors and omissions as well as erroneous translation. The original prospectus is available in Norwegian at www.skagenfondene.no or by contacting the Customer Service department on +47 51 80 39 00.