# July 2018

## FUND OVERVIEW

## About GAMCO

GAMCO Investors, Inc. (NYSE-GBL) provides, through its affiliates, investment advisory services to mutual funds, institutional and private wealth management investors, and investment partnerships. Since 1977, Gabelli has been identified with and has enhanced the "value" style approach to investing.

## **Fund Description**

GAMCO Merger Arbitrage, which launched in October 2011, is an open-end fund incorporated in Luxembourg and compliant with UCITS regulation.

## **Fund Details**

Fund Launch Date	October 2011	
Base Currency	USD	
Total Fund AUM	\$520 mn	
Total Strategy AUM	\$1,467 mn <sup>1</sup>	
Initial Issue Price	\$10.00	
Minimum Investment	\$1mm (I); \$1,000 (A)	
Annual Management Fee	1.00% (I); 1.50% (A)	
Annual Incentive Fee	15% with HWM & Hurdle <sup>2</sup>	
ISIN Class I (EUR)	LU0687944396	
Bloomberg Ticker	GAMMAIE LX	
Investment Information		
	-	
Management Company	MDO Management Co. S.A.	
Management Company	MDO Management Co. S.A.	
Management Company Custodian & Administrator	MDO Management Co. S.A. JP Morgan Bank Lux. S.A.	
Management Company Custodian & Administrator Investment Manager	MDO Management Co. S.A. JP Morgan Bank Lux. S.A. Gabelli Funds, LLC	
Management Company Custodian & Administrator Investment Manager Hedged Currencies Offered	MDO Management Co. S.A. JP Morgan Bank Lux. S.A. Gabelli Funds, LLC EUR, CHF, GBP, SEK	
Management Company Custodian & Administrator Investment Manager Hedged Currencies Offered Liquidity	MDO Management Co. S.A. JP Morgan Bank Lux. S.A. Gabelli Funds, LLC EUR, CHF, GBP, SEK Daily	
Management Company Custodian & Administrator Investment Manager Hedged Currencies Offered Liquidity NAV Calc./Dealing Cutoff	MDO Management Co. S.A. JP Morgan Bank Lux. S.A. Gabelli Funds, LLC EUR, CHF, GBP, SEK Daily 4.00 PM CET	
Management Company Custodian & Administrator Investment Manager Hedged Currencies Offered Liquidity NAV Calc./Dealing Cutoff Settlement Period	MDO Management Co. S.A. JP Morgan Bank Lux. S.A. Gabelli Funds, LLC EUR, CHF, GBP, SEK Daily 4.00 PM CET D + 3	

#### **Manager Commentary**

July was impacted when China stalled to clear Qualcomm's acquisition of NXP Semiconductors. NXP Semiconductors did not receive clearance from Chinese antitrust authorities before its agreement to be acquired by Qualcomm expired on July 25. This was partially offset by the bidding war for Sky plc. Sky plc, the European telecommunications provider and broadcaster, continued to be the subject of a bidding war between Disney and Comcast. On July 11, Disney boosted its bid for Sky to £14.00 cash per share, and hours later Comcast increased its bid to £14.75 cash per share, which values Sky at £33 billion.

Stahel, Henry Van der Eb,

Anthonie van Ekris

#### Portfolio Exposure [%]

Long	98	
Short	20	
Gross	118	
Net	78	
Noteworthy Holdin	ngs	
Aetna, Inc.		[AET]
Cavium, Inc.		[CAVM]
Gemalto NV		[GTO]
NXP Semiconductors		[NXPI]
Orbotech Ltd.		[ORBK]
Rockwell Collins, Inc.		[COL]
Sky plc		[SKY]
Tribune Media Co.		[TRCO]
Validus Holdings Ltd.		[VR]
XL Group Ltd.		[XL]

# EUR I Shares

GABELLI

FUNDS

## PERFORMANCE TABLE [% NET OF FEES]

EUR	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Total
2018	0.69	-0.41	-1.28	-0.91	1.36	0.85	-0.84						-0.56
2017	-1.46	0.40	-0.06	0.99	0.20	0.79	0.01	-0.63	0.32	0.21	-0.92	0.37	0.21
2016	-0.09	0.23	1.34	-0.59	0.86	-0.14	0.11	0.70	0.65	-1.06	1.67	0.51	4.24
2015	-0.57	1.94	0.33	0.46	0.61	-0.39	-0.51	-0.96	-1.12	2.10	0.33	0.71	2.92
2014	2.26	0.34	-0.42	-0.28	1.08	0.91	-0.28	-0.01	-0.79	-0.51	1.26	0.27	3.85
2013	-3.39	4.56	2.26	-2.64	2.17	-0.16	-1.46	0.61	-1.82	-0.36	0.53	-1.60	-1.60
2012	-0.16	-1.67	0.32	0.33	6.27	-2.09	3.03	-2.19	-2.12	-2.77	0.53	0.40	-0.48
2011										-2.48	3.80	3.82	5.09

Share class hedging vs USD was implemented in March 2014, prior performance is unhedged and reflects currency fluctuations

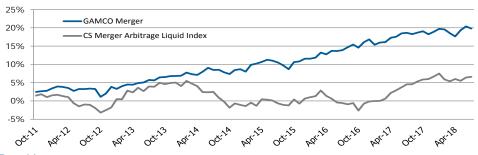
#### **INVESTMENT OBJECTIVE**

- The objective of the GAMCO Merger Arbitrage Fund is to achieve long-term capital growth by investing primarily in announced equity
  merger and acquisition transactions while maintaining a diversified portfolio.
- The Fund utilizes a highly specialized investment approach designed principally to profit from the successful completion of
  proposed mergers, takeovers, tender offers, leveraged buyouts and other types of corporate reorganizations.
- Analyzes and continuously monitors each pending transaction for potential risk, including: regulatory, terms, financing, and shareholder approval.
- Generally will increase position size as our team gains clarity on the outcome of the various deal "hurdles." We believe that cash transactions, when announced by well financed, strategic acquirers, in industries where we have a core competency, provide the best risk/return profiles for client portfolios.
- Research-driven, bottom-up approach that cross utilizes the global resources of GAMCO Investors' 35+ value focused industry analysts.
- Average holding period for investments of 45 to 90 days to completion depending on deal type.
- Typically 50-60 deals in the portfolio; highly liquid.

## **CUMULATIVE PERFORMANCE**

[SINCE SHARE CLASS HEDGING IMPLEMENTAITON - MAR-2014]

GAMCO MERGER ARBITRAGE CS MERGER ARBITRAGE LIQUID INDEX<sup>2</sup>



## **RISK MANAGEMENT**

When we make an investment, our primary risk is related to the consummation of that transaction, as opposed to market risk. The variables that compose deal risk are measurable and quantifiable. Additionally the portfolio is well-diversified. Portfolio risk is reviewed internally on a weekly basis by a risk committee comprised of officers and managers of the firm.

Active risk management policies, procedures, and monitoring of investment limits are in place. Extensive compliance measures monitored daily. Engaged J.P. Morgan Bank Luxembourg as custodian, administrator, and registrar agent. Dechert, LLP has been retained as legal advisor.

STATISTICS [SINCE SHARE CLASS HEDGING IMPLEMENTAITON - MAR-2014]

Return	GMA	CSLABMA <sup>3</sup>
Cumulative Return [%]	8.19	1.07
Best Month [%]	2.10	1.93
Worst Month [%]	-1.46	-2.05
% Positive Months [%]	57	53
Risk		
Standard Deviation [%]	2.85	3.29
Sharpe Ratio [risk free = 3 Month Treasury Bill]	0.46	-0.07
Max Drawdown [%]	-2.95	-7.67
Comparison to S&P 500		
Beta	0.17	
R Squared	0.31	

For professional investors only

All performance figures are net of fees & expenses

GAMCO Asset Management (UK) Ltd. | 64 St. James's St., 1st Floor, London SW1A 1NF | Tel.: +44 (0)20 3206 2100 | NY Tel.: +1 914 921 5135 | www.gabelli.com | e-mail: SICAVInfo@gabelli.com

# GAMCO INTERNATIONAL SICAV GAMCO Merger Arbitrage | UCITS

GABELLI FUNDS

EUR I Shares

# July 2018

# NOTEWORTHY ANNOUNCED DEALS IN THE MONTH OF JULY

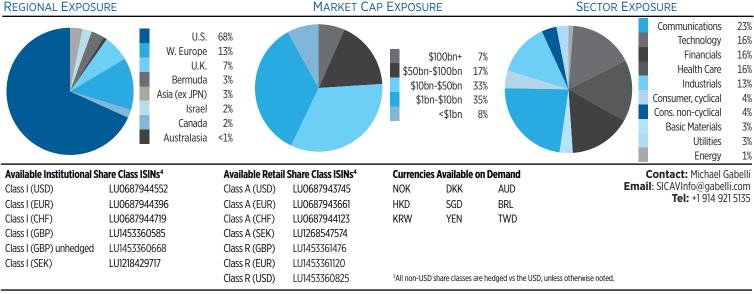
CA, Inc. (CA-\$44.21-NASDAQ) agreed to be acquired by Broadcom Inc. (AVGO-\$221.77-NASDAQ). CA develops software solutions that help customers manage applications across various enterprise platforms, including cloud, mobile and mainframe. Under terms of the agreement CA shareholders will receive \$44.50 cash per share, valuing the transaction at approximately \$19 billion. The transaction is subject to shareholder, as well as regulatory approvals and is expected to close in the fourth quarter of 2018.

Forest City Realty Trust, Inc. (FCE/A-\$24.97-NYSE) agreed to be acquired by Brookfield Asset Management, Inc. (BAM-\$42.16-NYSE). Forest City Realty owns, develops and manages office, apartment, and retail real estate and land throughout the U.S. Under terms of the agreement Forest City shareholders will receive \$25.35 cash per share, valuing the transaction at approximately \$11 billion. The transaction is subject to shareholder, as well as regulatory approvals and is expected to close in the fourth quarter of 2018.

# NOTEWORTHY COMPLETED DEALS IN THE MONTH OF JULY

Cavium, Inc. (CAVM–NASDAQ) – Marvell Technology Group Ltd. (MRVL-\$21.31-NASDAQ) completed its acquisition of Cavium in July. Cavium designs and develops semiconductors used in networking applications. On November 17, 2017, Marvell announced it would acquire Cavium with a premium at announcement of approximately 11%. The terms of the transaction entitled Cavium shareholders to receive \$40.00 cash per share and 2.1757 shares of Marvell common stock per share, valuing the transaction at approximately \$6 billion. The nature of the transaction was friendly.

Validus Holdings, Ltd. (VR–NYSE) – American International Group, Inc. (AIG-\$55.21-NYSE) completed its acquisition of Validus in July. Validus provides reinsurance, insurance, and asset management services. On January 19, 2018, AIG announced it would acquire Validus with a premium at announcement of approximately 45.5%. The terms of the transaction entitled Validus shareholders to receive \$68.00 per share, valuing the transaction at approximately \$5.6 billion. The nature of the transaction was friendly.



#### DISCLAIMER

GAMCO Merger Arbitrage unless otherwise stated (Performance is shown net of fees and expenses, on a NAV to NAV basis). For professional investors only.

This material is confidential and is intended solely for the use of the person or persons to whom it is given or sent and may not be reproduced, copied or given, in whole or in part, to any other person. It is not an invitation to subscribe and is by way of information only. Nothing contained herein constitutes investment, legal, tax or other advice nor is it to be solely relied on in making an investment or other decision. The fund is a sub-fund of GAMCO International SICAV. GAMCO International SICAV is generally for on-U.S. investors. This document does not constitute an offer to anyone, or a solicitation by anyone, to subscribe for shares of GAMCO International SICAV is a Luxembourg-registered UCITS. The document to subscribe and investment and investment and or the relevant Simplified Prospectus. All transactions should be based on the latest available prospectus and local offering document (as applicable) which contain more information regarding charges, entry fees and minimum investment amount. A copy of the Prospectus, local offering document, semi-annual report, semi-annual report and the articles of incorporation are available free of charge upon request from J.P. Morgan Bank Luxembourg S.A., European Bank & Business Center, 6C, route de Trèves, L-2633, Senningerberg, Grand-Duchy of Luxembourg Tel: +352 46 26 85 82 5, the Swiss Representative ACOLIN Fund Services AG, Affolternstrasse 56, CH 8050 Zurich , your financial adviser or your regional contact. More information is available at www.gabellicom.

Additional Disclosures for Persons or Entities in the UK : This presentation is a marketing communication and has been issued for the purposes of United Kingdom Regulations by GAMCO Asset Management (UK) Limited ("GAMCO UK"). It is directed only at persons to whom it may be lawfully be communicated under Section 19 (Investment Professionals) of the Financial Services and Markets Act (Financial Promotions Order (2005) ("FPO") and is not to be distributed to retail investors. This communication relates to the GAMCO Merger Arbitrage UCITS Fund (the "Fund") and is for information purposes only. Full details of the Fund's objectives, investment policies and risks are located in the Prospectus which is available with the Key Investor Information Document ("KIID") in English. Potential investors should refer to the Prospectus and related documents prior to making a decision to invest. GAMCO UK is incorporated in England & Wales No: 197343 with a registered office and place of business at 64, St. James's Street, London, SWIA INF, United Kingdom. GAMCO Asset Management (UK) Limited is authorised and regulated by the Financial Conduct Authority ("FCA").

The information and any opinions have been obtained from or are based on sources believed to be reliable but accuracy cannot be guaranteed. No responsibility can be accepted for any consequential loss arising from the use of this information. The information is expressed at its date and is issued only to and directed only at those individuals who are permitted to receive such information in accordance with the applicable statutes. In some countries the distribution of this publication may be restricted. It is your responsibility to find out what those restrictions are and observe them. Past performance is not necessarily a guide to the future. Investments in Unregulated Collective Investment SCMMCO Asset Management (UK) Limited is authorised and regulated by the Financial Conduct Authority. CHF and EUR share classes were not subject to the hedging of currency exposure between the respective share classes base currency denomination or portfolio holdings during the period commencing from the respective share classes inception date through January 30, 2014. From January 31, 2014 through the most current reported month-end, these share classes were subject to such currency hedging gent. Currency hedging gent. Currency hedging techniques applied to hedged Share Classes may not entirely eliminate the effects of changes in exchange rates, therefore it cannot be guaranteed that the hedging objective will be achieved. Non-USD share classes may not entirely eliminate the effects of changes applied to hedged Share Classes may not entirely eliminate the effects of CAMCO Investors, Inc and its affiliated companies.

Gabelli Funds, LLC is the investment manager for the U.S. open end and closed end funds business of GAMCO Investors, Inc and its affiliated companies. GAMCO Asset Management (UK) Limited is a private limited company registered in England and Wales, registration number 197343. Registered office: 64 St. James Street, London SW1A INF. The Swiss Paying Agent is Banque Cantonale de Genève, 17, quai de l'Ile, CH-1204 Geneva © 2018 Gabelli Funds, Inc. All rights reserved.

<sup>1</sup> The figure for total hedged arbitrage strategy AUM consists of the estimated assets of the Fund, its affiliated merger arbitrage hedge funds, and separately managed accounts (as of July 31, 2018). Strategy AUM is updated on a monthly basis. <sup>2</sup> 20% incentive fee for base currency share classes and 15% for all non-base currency classes, subject to a high watermark and a hurdle rate of the 13 week Treasury Bills rate published by the US Treasury over the performance period.

<sup>2</sup> 20% incentive fee for base currency share classes and 15% for all non-base currency classes, subject to a high watermark and a hurdle rate of the 13 week Treasury Bills rate published by the US Treasury over the performance period. <sup>3</sup> The Credit Susse Merger Arbitrage Liquid Index seeks to gain broad exposure to the Merger Arbitrage strategy by using a pre-defined quantitative methodology in order to invest in a liquid, diversified and broadly representative set of announced merger deals. The index does not reflect the fundamental qualitative research into individual announced deals which the composition of the Fund's control in the performance divergence from the Fund

deals. The index does not reflect the fundamental qualitative research into individual announced deals which the composition of the Fund's portfolio reflects. That difference in methodology may result in the performance divergence from the Fund. <sup>4</sup>While not currently active, the following currency classes are listed in the prospectus and can be launched at the discretion of the manager: NOK, DKK, KRW, TWD, SGD, YEN, AUD, HKD, and BRL. Individual share class launches other than the USD, CHF, EUR, GBP, and SEK classes are subject to investor demand. Currently Available Classes: 1 – Institutional class, A – Retail class, X – Investment Manager & Institutional class are currently available. Classes available subject to investor demand: C – U.S. Intermediary, N – U.S. Intermediary, For more detailed descriptions of the unique nature of each share class, please see the Fund's prospectus.

Some of the statements in this presentation may contain or be based on forward looking statements, forecasts, estimates, projections, targets, or prognosis ("forward looking statements"), which reflect the manager's current view of future events, economic developments and financial performance. Such forward looking statements are typically indicated by the use of words which express an estimate, expectation, belief, target or forecast. Such forward looking statements are based on an assessment of historical economic data, on the experience and current plans of the investment manager and/or certain advisors of the manager, and on the indicated sources. These forward looking statements contain on representation or warranty of whatever kind that such future events will occur or that they will occur as described herein, or that such results will be chieved by the fund or the investments. The manager and its affiliates will not undertake to update or review the forward looking statements. The manager and its affiliates will not undertake to update or review the forward looking statements contained in this presentation, whether as result of new information or any future event or otherwise. Past performance is no guarentee of future results.

GAMCO Asset Management (UK) Ltd. | 64 St. James's St., 1st Floor, London SW1A 1NF | Tel.: +44 (0)20 3206 2100 | NY Tel.: +1 914 921 5135 | www.gabelli.com | e-mail: SICAVInfo@gabelli.com