

CRESUD INC
Form SC 13D
June 08, 2018

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13 D/A
(Rule 13d-101)
INFORMATION TO BE INCLUDED IN

STATEMENTS FILED PURSUANT TO RULE 13d-1(a) AND

AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a)

Under the Securities Exchange Act of 1934

(Amendment No.22)*

CRESUD SOCIEDAD ANÓNIMA COMERCIAL INMOBILIARIA FINANCIERA y AGROPECUARIA
(Name of Issuer)

Common Stock, Par Value 1.00 Peso per Share
(Title of Class of Securities)

226406106
(CUSIP Number)

Saúl Zang
Juan Manuel Quintana
Carolina Zang

Estudio Zang, Bergel y Viñes

Florida 537, 18th Floor

Buenos Aires, Argentina

+54(11) 4322-0033

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

May 30, 2018
(Date of Event which Requires Filing of this Statement)

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If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box. G

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No. 226406106 Page 2 of 19 Pages

1. NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
(ENTITIES ONLY)
Eduardo S. Elsztain
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)
3. SEC USE ONLY
4. SOURCE OF FUNDS
WC – OO
5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)
6. CITIZENSHIP OR PLACE OF ORGANIZATION
Republic of Argentina
7. NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH SOLE VOTING POWER
93,726
8. SHARED VOTING POWER
174,267,696
9. SOLE DISPOSITIVE POWER
93,726
10. SHARED DISPOSITIVE POWER
174,267,696
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
174,267,696
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
34.74%
14. TYPE OF REPORTING PERSON
IN

SCHEDULE 13D

CUSIP No. 226406106 Page 3 of 19 Pages

1. NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
(ENTITIES ONLY)
Agroinvestment S.A.
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
2. (b)
3. SEC USE ONLY
4. SOURCE OF FUNDS
OO
5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)
6. CITIZENSHIP OR PLACE OF ORGANIZATION
Republic of Uruguay
7. NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
7. SOLE VOTING POWER
0
8. SHARED VOTING POWER
174,267,696
9. SOLE DISPOSITIVE POWER
0
10. SHARED DISPOSITIVE POWER
174,267,696
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
174,267,696
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
34.74%
14. TYPE OF REPORTING PERSON
CO

SCHEDULE 13D

CUSIP No. 226406106 Page 4 of 19 Pages

1. NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
(ENTITIES ONLY)
IFIS Limited
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
2. (b)
3. SEC USE ONLY
4. SOURCE OF FUNDS
WC – OO
5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)
6. CITIZENSHIP OR PLACE OF ORGANIZATION
Bermuda
- | | | |
|--------------|-----|--------------------------|
| NUMBER OF | 7. | SOLE VOTING POWER |
| SHARES | | 0 |
| BENEFICIALLY | 8. | SHARED VOTING POWER |
| OWNED BY | | 174,267,696 |
| EACH | 9. | SOLE DISPOSITIVE POWER |
| REPORTING | | 0 |
| PERSON WITH | 10. | SHARED DISPOSITIVE POWER |
| | | 174,267,696 |
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON
174,267,696
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
SHARES
13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
34.74%
14. TYPE OF REPORTING PERSON
CO

SCHEDULE 13D

CUSIP No. 226406106 Page 5 of 19 Pages

1. NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
(ENTITIES ONLY)
Inversiones Financieras del Sur S.A.
CHECK THE APPROPRIATE BOX IF A MEMBER OF A
GROUP (a)
2. (b)
3. SEC USE ONLY
4. SOURCE OF FUNDS
WC - OO
5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)
6. CITIZENSHIP OR PLACE OF ORGANIZATION
Republic of Uruguay
7. NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
7. SOLE VOTING POWER
0
8. SHARED VOTING POWER
174,267,696
9. SOLE DISPOSITIVE POWER
0
10. SHARED DISPOSITIVE POWER
174,267,696
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
174,267,696
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
34.74%
14. TYPE OF REPORTING PERSON
CO

SCHEDULE 13D

CUSIP No. 226406106 Page 6 of 19 Pages

1. NAME OF REPORTING PERSON (ENTITIES ONLY)
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Consultores Assets Management S.A.
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
2. (b)
3. SEC USE ONLY
4. SOURCE OF FUNDS
 WC – OO
5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
 PURSUANT TO ITEMS 2(d) or 2(e)
6. CITIZENSHIP OR PLACE OF ORGANIZATION
 Republic of Argentina
- | | | |
|-------------------------------------------------------------------------------------|-----|-----------------------------------------|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 7. | SOLE VOTING POWER 0 |
| | 8. | SHARED VOTING POWER 174,267,696 |
| | 9. | SOLE DISPOSITIVE POWER 0 |
| | 10. | SHARED DISPOSITIVE POWER 174,267,696 |
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 174,267,696
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
 34.74%
14. TYPE OF REPORTING PERSON
 CO

SCHEDULE 13D

CUSIP No. 226406106 Page 7 of 19 Pages

1. NAME OF REPORTING PERSON (ENTITIES ONLY)
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Consultores Venture Capital Uruguay S.A.
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
2. (b)
3. SEC USE ONLY
4. SOURCE OF FUNDS
 WC – OO
5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
 PURSUANT TO ITEMS 2(d) or 2(e)
6. CITIZENSHIP OR PLACE OF ORGANIZATION
 Republic of Uruguay
7. NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
 7. SOLE VOTING POWER
 0
8. SHARED VOTING POWER
 174,267,696
9. SOLE DISPOSITIVE POWER
 0
10. SHARED DISPOSITIVE POWER
 174,267,696
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 174,267,696
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
 34.74%
14. TYPE OF REPORTING PERSON
 CO

SCHEDULE 13D

CUSIP No. 226406106 Page 8 of 19 Pages

1. NAME OF REPORTING PERSON (ENTITIES ONLY)
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Consultores Venture Capital Limited
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
2. (b)
3. SEC USE ONLY
4. SOURCE OF FUNDS
 WC – OO
5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
 PURSUANT TO ITEMS 2(d) or 2(e)
6. CITIZENSHIP OR PLACE OF ORGANIZATION
 Cayman Islands
- | | | | |
|-------------------------------------------------------------------------------------|-----|--------------------------|-------------|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 7. | SOLE VOTING POWER | 0 |
| | 8. | SHARED VOTING POWER | 174,267,696 |
| | 9. | SOLE DISPOSITIVE POWER | 0 |
| | 10. | SHARED DISPOSITIVE POWER | 174,267,696 |
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 174,267,696
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
 34.74%
14. TYPE OF REPORTING PERSON
 CO

SCHEDULE 13D

CUSIP No. 226406106 Page 9 of 19 Pages

STATEMENT PURSUANT TO RULE 13d-1 OF THE
GENERAL RULES AND REGULATIONS UNDER THE
SECURITIES AND EXCHANGE ACT OF 1934, AS AMENDED

AMENDMENT No.22 TO SCHEDULE 13D

This Amendment No.22 Schedule 13D (“Amendment No.22”) amends and restates Items 2, 4, 5, and 6 of the Schedule 13D filed by the Reporting Persons with the SEC (the “Schedule 13D”). Capitalized terms used in this Amendment No.22 but not defined herein have the meaning given to such terms in Schedule 13D, as amended and restated from time to time.

Item 2. Identity and Background

(a)-(c), (f) This statement is being filed by Eduardo S. Elsztain (“Elsztain”) a citizen of the Republic of Argentina who serves as Chairman of the board of directors or Director of each of the following companies:

- (i)
IFIS Limited, a limited liability company organized under the laws of Bermuda (“IFIS”);
- (ii)
Inversiones Financieras del Sur S.A., a stock corporation organized under the laws of the Republic of Uruguay (“IFISA”);
- (iii)
Consultores Assets Management S.A., a stock corporation organized under the laws of Republic of Argentina (“CAM”);
- (iv)
Consultores Venture Capital Limited, a limited liability company organized under the laws of Cayman Island (“CVC Cayman”);
- (v)
Consultores Venture Capital Uruguay S.A., a stock corporation organized under the laws of the Republic of Uruguay (“CVC Uruguay”);

(vi)

Agroinvestment S.A., a stock corporation organized under the laws of the Republic of Uruguay (“Agroinvestment” and together with Elsztain, IFIS, IFISA, CAM, CVC Cayman and CVC Uruguay, being collectively referred to as the “Reporting Persons”).

Elsztain’s principal offices are located at Bol’var 108, 1st floor, (C1066AAD), Ciudad Autónoma de Buenos Aires, Argentina; IFIS’ principal offices are located at Clarendon House, 2 Church Street, Hamilton HM 08, Bermuda; IFISA’s principal offices are located at Ruta 8 KM 17.500 Edificio@1 Local 106, 91600 Montevideo, Republic of Uruguay; CAM’s principal offices are located at Bol’var 108, 1st floor, (C1066AAD) Ciudad Autónoma de Buenos Aires, Argentina; CVC Cayman’s principal offices are located at 89 Nexus Way, Camana Bay, P.O. Box 31106, Grand Cayman, KY1-1205, Cayman Islands; CVC Uruguay’s principal offices are located at Ruta 8 KM 17.500 Edificio@1 Local 106, 91600 Montevideo, Republic of Uruguay; and Agroinvestment’s principal offices are located at Cambará 1620, Floor 2, office 202, Carrasco, 11000 Montevideo, Republic of Uruguay.

Because Mr. Elsztain controls each of the other Reporting Persons, the Reporting Persons report their direct and indirect ownership of common shares as “shared” voting and dispositive power other than common shares held directly by Mr. Elsztain (and not through any other Reporting Person).

SCHEDULE 13D

CUSIP No. 226406106 Page 10 of 19 Pages

(d) None of the Reporting Persons nor, to their knowledge, any person named in Schedule A hereto, has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) within the last five years.

(e) During the last five years, none of the Reporting Persons nor, to their knowledge, any person named in Schedule A hereto, has been a party to any civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which any such person was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation of such laws.

Item 4. Purpose of Transaction

Since October 30, 2017, the Reporting Persons have decreased their beneficial ownership of Cresud's common shares in a 0.0001% of Cresud's outstanding share capital. Such decrease was the result of a donation of 563 common shares realized on November 1st by Eduardo Elsztain to his son.

Except as described above, neither the Reporting Persons nor, to their knowledge, any person named in Schedule A attached hereto, has any present plans or proposals that relate to or would result in any of the actions described in subparagraphs (a) through (j) of Item 4 of Schedule 13D.

The variations reported in this Amendment No. 22 were effected in the period from October 30, 2017 through May 30, 2018 (the "Transaction Period").

Item 5. Interests in Securities of the Issuer

(a)
 (a) As of May 30, 2018, the Reporting Persons beneficially owned the equivalent of 174,267,696 common shares of Cresud, representing 34.74% of Cresud's outstanding equity as of that date.

The following is a description of the Reporting Persons' beneficial ownership of Cresud common shares as of May 30, 2018:

| Shareholder | Number of Shares Currently Owned | % of Outstanding Shares |
|--------------------------------|----------------------------------|-------------------------|
| Reporting Persons (as a group) | 174,267,696 | 34.74% |
| Total | 501,642,804 | 100% |

SCHEDULE 13D

CUSIP No. 226406106 Page 11 of 19 Pages

(i)
Elsztain is the Chairman of the Board of Directors of IFIS, IFISA, Cresud, CAM, CVC Uruguay and Agroinvestment, and Director of CVC Cayman. As of May 30, 2018, Elsztain holds (through companies controlled by him and proxies) a majority of the voting power in IFIS Ltd. As of May 30, 2018, Elsztain owns 85.0% of the outstanding equity capital of CAM which owns 100% of CVC Uruguay which in turn owns 100% of CVC Cayman. As of that same date, Elsztain directly owns the equivalent of 93,726 common shares of the outstanding equity capital of Cresud, representing approximately 0.02% of Cresud's issued and outstanding common shares;

(ii)
IFIS is the direct owner of 100% of the common shares of IFISA;

(iii)
IFISA directly owns the equivalent of 121,173,090 common shares of Cresud representing approximately 24.16% of Cresud's issued and outstanding common shares;

(iv)
CVC Cayman serves as the Investment Manager of IFIS and does not own Cresud's common shares;

(v)
CAM is the direct owner of 100% of the common shares of CVC Uruguay, but does not directly own Cresud's common shares;

(vi)
Agroinvestment directly owns the equivalent of 53,000,000 common shares of Cresud representing approximately 10.57% of Cresud's issued and outstanding common shares; and

(vii)
CVC Uruguay directly owns 880 common shares of Cresud representing approximately 0.0002% of Cresud's issued and outstanding common shares.

Set forth below is a diagram of the Reporting Persons' beneficial ownership of Cresud as of May 30, 2018:

SCHEDULE 13D

CUSIP No. 226406106 Page 12 of 19 Pages

Given the foregoing, the Reporting Persons may be deemed to be the beneficial owners of 174,267,696 common shares, representing 34.74% of the issued and outstanding common shares of Cresud, as of May 30, 2018.

(b)

Item 5(a) is incorporated herein by reference.

(c)

Transactions by the Reporting Persons or other persons named in Schedule A, attached hereto, in Cresud common shares that were effected during the last sixty days of the Transaction Period are listed on Annex I.

(d)-(e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

SCHEDULE 13D

CUSIP No. 226406106 Page 13 of 19 Pages

Loan Agreements. On November 26, 2015, as amended from time to time, IFISA executed a Loan Agreement, for which the lender holds as collateral 735,633 ADRs of Cresud, each ADR representing 10 common shares. Notwithstanding the aforementioned, IFISA maintains the voting and economic rights related to the ADRs.

On June 07, 2017, IFISA executed another Loan Agreement, for which the lender holds as collateral 1,055,000 ADRs of Cresud, each ADR representing 10 common shares. Furthermore, IFISA maintains the voting and economic rights related to the ADRs.

On November 1, 2017, IFISA executed another Loan Agreement, for which the company agreed to deliver 726,476 ADRs of Cresud as collateral and analogously maintains the voting and economic rights related to the ADRs.

On October 23, 2017, as amended from time to time, on May 14, 2018, and on May 30, 2018, three Loan Agreements were executed between IFISA as lender and IFIS as borrower, pursuant to which IFISA loaned 3,667,127 ADRs of Cresud to IFIS until November 23, 2019. Concurrently, another Loan Agreements were executed between IFIS as lender and Agroinvestment as borrower, pursuant to which IFIS loaned 3,667,127 ADRs of Cresud to Agroinvestment until November 23, 2019.

On October 30, 2017, Agroinvestment executed a Credit Agreement for which the lender holds as collateral 5,300,000 ADRs of Cresud, each ADR representing 10 common shares. Notwithstanding the aforementioned the Reporting Persons maintain the voting and economic rights related to the ADRs.

Other than as set forth above or otherwise described in this Schedule 13D, there are no contracts, arrangements, understandings or relationships with respect to any securities of Cresud to which the Reporting Persons are a party.

SCHEDULE 13D

CUSIP No. 226406106 Page 14 of 19 Pages

Schedule A

Eduardo S. Elsztain
 Bol'var 108, 1st Floor
 (C1066AAD), Ciudad Autónoma de Buenos Aires
 Republic of Argentina
 Citizen of Argentina

Directors of IFIS Limited

| | |
|--------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. Eduardo S. Elsztain Chairman Clarendon House, 2 Church Street, Hamilton HM 08, Bermuda, Bermuda. Citizen of Argentina | 3. Mariana Renata Carmona de Elsztain Director Clarendon House, 2 Church Street, Hamilton HM 08, Bermuda, Bermuda. Citizen of Argentina |
|--------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------|

| | |
|----------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------|
| 2. Saúl Zang Director Clarendon House, 2 Church Street, Hamilton HM 08, Bermuda, Bermuda. Citizen of Argentina | 4. Alejandro Gustavo Elsztain Director Clarendon House, 2 Church Street, Hamilton HM 08, Bermuda, Bermuda. Citizen of Argentina |
|----------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------|

Directors of Consultores Venture Capital Uruguay

| | |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------|
| 1. Eduardo S. Elsztain (Chairman) Director Ruta 8 KM 17.500 Edificio@1 Local 160, 91600, Montevideo Republic of Uruguay Citizen of Argentina | 3. Olga Stirling Director Ruta 8 KM 17.500 Edificio@1 Local 160, 91600, Montevideo Republic of Uruguay Citizen of Uruguay |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------|

| | |
|---------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 2. Eduardo Simon Bartfeld Director Ruta 8 KM 17.500 Edificio@1 Local 160, 91600, Montevideo Republic of Uruguay Citizen of Uruguay | 4. Saul Zang (Vice First Chairman) Director Ruta 8 KM 17.500 Edificio@1 Local 160, 91600, Montevideo Republic of Uruguay Citizen of Argentina |
|---------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------|

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Directors of Consultores Assets Management S.A.

- | | |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Eduardo S. Elsztain (Chairman) Director Bol'var 108, 1st Floor 1. (C1066AAD) Ciudad Autónoma de Buenos Aires Republic of Argentina Citizen of Argentina | Mariana Renata Carmona de Elsztain Director Bol'var 108, 1st Floor 3. (C1066AAD) Ciudad Autónoma de Buenos Republic of Argentina Citizen of Argentina |
| Saúl Zang (Second Vice Chairman) Director Bol'var 108, 1st Floor 2. (C1066AAD) Ciudad Autónoma de Buenos Aires Republic of Argentina Citizen of Argentina | Ilan Ariel Elsztain Alternate Director Bol'var 108, 1st Floor 4. (C1066AAD) Ciudad Autónoma de Buenos Aires Republic of Argentina Citizen of Argentina |

SCHEDULE 13D

CUSIP No. 226406106 Page 15 of 19 Pages

Directors of Consultores Venture Capital Limited

| | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>Eduardo S. Elsztain (Chairman) Director 89 Nexus Way, Camana Bay, 1. Grand Cayman, KY1-1205, Cayman Islands Citizen of Argentina</p> | <p>Saúl Zang Director 89 Nexus Way, Camana Bay, 2. Grand Cayman, KY1-1205, Cayman Islands Citizen of Argentina</p> |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

Directors of Inversiones Financieras del Sur S.A.

| | |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>Eduardo S. Elsztain Chairman of the Board 1. Ruta 8 KM 17.500 Edificio@1 Local 003, 91600, Montevideo Republic of Uruguay Citizen of Argentina</p> | <p>Eduardo Simon Bartfeld Director 3. Ruta 8 KM 17.500 Edificio@1 Local 003, 91600, Montevideo Republic of Uruguay Citizen of Uruguay</p> |
| <p>Saúl Zang Vice Chairmane 2. Ruta 8 KM 17.500 Edificio@1 Local 003, 91600, Montevideo Republic of Uruguay Citizen of Argentina</p> | <p>Olga Stirling Director 4. Ruta 8 KM 17.500 Edificio@1 Local 003, 91600, Montevideo Republic of Uruguay Citizen of Uruguay</p> |

Directors of Agroinvestment S.A.

| | |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>Eduardo S. Elsztain Chairman 1. Zabala 1422, 2 nd Floor 11500, Montevideo Republic of Uruguay Citizen of Argentina</p> | <p>Eduardo Simon Bartfeld Second Vice Chairman 3. Zabala 1422, 2 nd Floor 11500, Montevideo Republic of Uruguay Citizen of Argentina</p> |
| <p>2. Mariana Renata Carmona de Elsztain First Vice Chairman Zabala 1422, 2nd Floor 11500, Montevideo Republic of Uruguay Citizen of Argentina</p> | |

SCHEDULE 13D

CUSIP No. 226406106 Page 16 of 19 Pages

Directors and Executive Officers of Cresud Sociedad Anónima Comercial, Inmobiliaria, Financiera y Agropecuaria

Directors

- | | |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>Eduardo Sergio Elsztain Chairman Moreno 877, 23rd floor 1. (C1091AAQ) Ciudad Autónoma de Buenos Aires Republic of Argentina Citizen of Argentina</p> | <p>Pedro Damaso Labaqui Palácio Director Moreno 877, 23rd Floor 7. (C1091AAQ) Ciudad Autónoma de Buenos Aires Republic of Argentina Citizen of Argentina</p> |
| <p>Saúl Zang Vice Chairman Moreno 877, 23rd floor 2. (C1091AAQ) Ciudad Autónoma de Buenos Aires Republic of Argentina Citizen of Argentina</p> | <p>Daniel E. Mellicovsky Director Moreno 877, 23rd floor 8. (C1091AAQ) Ciudad Autónoma de Buenos Aires Republic of Argentina Citizen of Argentina</p> |
| <p>Alejandro Gustavo Elsztain Second Vice Chairman Moreno 877, 23rd Floor 3. (C1091AAQ) Ciudad Autónoma de Buenos Aires Republic of Argentina Citizen of Argentina</p> | <p>Alejandro Gustavo Casaretto Director Moreno 877, 23rd Floor 9. (C1091AAQ) Ciudad Autónoma de Buenos Aires Republic of Argentina Citizen of Argentina</p> |
| <p>Gabriel Adolfo Gregorio Reznik Director Moreno 877, 23rd Floor 4. (C1091AAQ) Ciudad Autónoma de Buenos Aires Republic of Argentina Citizen of Argentina</p> | <p>Gastón Armando Lernoud Alternate Director Moreno 877, 23rd Floor 10. (C1091AAQ) Ciudad Autónoma de Buenos Aires Republic of Argentina Citizen of Argentina</p> |
| <p>Jorge Oscar Fernández Director Moreno 877, 23rd Floor 5. (C1091AAQ) Ciudad Autónoma de Buenos Aires Republic of Argentina Citizen of Argentina</p> | <p>Enrique Antonini Alternate Director Moreno 877, 23rd Floor 11. (C1091AAQ) Ciudad Autónoma de Buenos Aires Republic of Argentina Citizen of Argentina</p> |
| <p>Fernando Adrián Elsztain Director Moreno 877, 23rd Floor (C1091AAQ) Ciudad Autónoma de Buenos Aires Republic of Argentina</p> | <p>12. Eduardo Kalpakian Alternate Director Moreno 877, 23rd Floor (C1091AAQ) Ciudad Autónoma de Buenos Aires Republic of Argentina</p> |

Citizen of Argentina

Citizen of Argentina

SCHEDULE 13D

CUSIP No. 226406106 Page 17 of 19 Pages

Executive Officers

Alejandro Gustavo Elsztain
Chief Executive Officer
Moreno 877, 23rd floor
1. (C1091AAQ) Ciudad Autónoma de Buenos Aires
Republic of Argentina
Citizen of Argentina

Matías Iván Gaivironsky
Chief Financial Officer and Chief Administrative
Officer
2. Moreno 877, 23rd floor
(C1091AAQ) Ciudad Autónoma de Buenos Aires
Republic of Argentina
Citizen of Argentina

Walter Vallini
Compliance Officer
Moreno 877, 23rd floor
3. (C1091AAQ) Ciudad Autónoma de Buenos Aires
Republic of Argentina
Citizen of Argentina

Alejandro Gustavo Casaretto
Regional Manager of Agricultural
Moreno 877, 23rd floor
4. (C1091AAQ) Ciudad Autónoma de Buenos Aires
Republic of Argentina
Citizen of Argentina

Carlos Blousson
Chief Executive Officer of the Bolivian and Argentinean
Operations
Moreno 877, 23rd floor
5. (C1091AAQ) Ciudad Autónoma de Buenos Aires
Republic of Argentina
Citizen of Argentina

SCHEDULE 13D

CUSIP No. 226406106 Page 18 of 19 Pages

Annex 1

Transactions by the Reporting Persons or persons named in Schedule A that were effected during the last 60 days of the Transaction Period.

Ilan Ariel Elsztain's transaction in CRESUD's shares

SCHEDULE 13D

CUSIP No. 226406106 Page 19 of 19 Pages

SIGNATURES

After reasonable inquiry and to the best of his knowledge and belief, the undersigned certifies that the information set forth in this Statement on Schedule 13D is true, complete and correct.

DATED: May 30, 2018

Eduardo S. Elsztain Consultores Venture Capital Uruguay

By: /S/ Eduardo S. Elsztain By: /S/ Eduardo S. Elsztain
Name: Eduardo S. Elsztain Name: Eduardo S. Elsztain
Title: Chairman of the Board Title: Chairman of the Board

IFIS Limited Consultores Assets Management S.A.

By: /S/ Eduardo S. Elsztain By: /S/ Eduardo S. Elsztain
Name: Eduardo S. Elsztain Name: Eduardo S. Elsztain
Title: Chairman of the Board Title: Chairman of the Board

Inversiones Financieras del Sur S.A. Consultores Venture Capital Limited

By: /S/ Eduardo S. Elsztain By: /S/ Eduardo S. Elsztain
Name: Eduardo S. Elsztain Name: Eduardo S. Elsztain
Title: Chairman of the Board Title: Chairman of the Board

Agroinvestment S.A.

By: /S/ Eduardo S. Elsztain
Name: Eduardo S. Elsztain
Title: Chairman of the Board