

宏利環球基金
Société d'investissement à capital variable
註冊辦事處：31, Z.A. Bourmicht, L-8070 Bertrange
Grand Duchy of Luxembourg
R.C.S. Luxembourg B.26141

此乃重要文件，務須閣下即時垂注。閣下如有任何疑問，應徵詢獨立的專業意見。

致宏利環球基金 – 新興東歐基金股東通知書
(「本通知書」)

2019年10月28日

親愛的股東：

宏利環球基金（「本公司」）董事會（「董事」）謹致函通知閣下，本公司現擬將宏利環球基金 – 俄羅斯股票基金（「俄羅斯股票基金」）及宏利環球基金 – 土耳其股票基金（「土耳其股票基金」）併入宏利環球基金 – 新興東歐基金（「新興東歐基金」）（「合併」）。除非具體指明，否則本通知書所載之所有更改將於2019年12月20日（「生效日期」）生效，而本函構成對有關事項的股東通知。

除非另有指明，否則本通知書中所用詞語及字句具有與本公司售股章程中獲賦予者相同的涵義。

1. 合併的背景／理由

透過將俄羅斯股票基金、土耳其股票基金與新興東歐基金的投資組合和管理資產結合成為單一子基金，預料合併可達到規模經濟效益而可能令營運及行政開支下降。

因此，根據本公司組織章程第21條規定，董事認為，於生效日期將俄羅斯股票基金與土耳其股票基金併入新興東歐基金乃符合股東的最佳利益。

2. 合併

於生效日期營業時間結束時，俄羅斯股票基金與土耳其股票基金的資產及負債（包括證券及現金/等同現金）將會併入新興東歐基金的資產及負債。於生效日期營業時間結束時，俄羅斯股票基金與土耳其股票基金的股東若仍未行使其贖回或轉換股份的權利，將會成為新興東歐基金的股東，而俄羅斯股票基金與土耳其股票基金將不再存在。

俄羅斯股票基金與土耳其股票基金股東將會收取新興東歐基金相應類別某個數目的股份，該股份總數釐定辦法，是將所持俄羅斯股票基金與土耳其股票基金有關類別股份的數目乘以換股比率。每一項基金的各自類別換股比率的計算辦法，則是將俄羅斯股票基金與土耳其股票基金有關類別股份於生效日期計算的每股資產淨值，除以新興東歐基金相應類別於生效日期同一時間計算的每股資產淨值。

3. 對新興東歐基金的影響

遵照本公司組織章程第22條規定，並為方便進行合併，董事已決定，由生效日期前的交易日起至生效日期完結為止暫停新興東歐基金股份的認購、贖回及轉換。凡本公司於該暫停期收到有關認購、贖回及轉換新興東歐基金股份的指示將會留待生效日期後恢復辦理認購、贖回及轉換的下一個交易日處理。本公司已向存管處查詢，而存管處並無對上述所提出的暫停及恢復股份認購、贖回及轉換有任何異議。

合併完成時，新興東歐基金的股東將一如以往繼續持有相同的新興東歐基金股份。

除了管理資產增加可令每股份投資組合應佔的交易費用輕微下降之外，本公司預料不會對新興東歐基金的股東構成任何影響。新興東歐基金投資組合將不會因應合併而重新調整，而新興東歐基金將會在合併生效時繼續奉行其現有投資目標及策略。

合併不會對新興東歐基金的投資目標、策略及風險取向構成影響，亦不會導致新興東歐基金的營運及／或管理方式出現任何改變，不會導致新興東歐基金或其股東所承擔的費用有所增加，亦不會對新興東歐基金現有股東的任何權利或權益構成重大損害。

4. 合併開支

新興東歐基金或其股東將毋須承擔籌備及完成合併的相關開支。

5. 股東權利

贖回及轉換股份

閣下如不欲參與合併，則可遵照售股章程（及如屬香港股東，則香港說明文件）規定申請贖回閣下的股份，又或將之轉換為本公司另外一項或多項子基金股份（及如屬香港股東，該等子基金須獲香港證券及期貨事務監察委員會（「證監會」）獲准向香港公眾人士銷售¹），而毋須支付任何轉換或贖回費。

若閣下選擇贖回閣下的股份，贖回款項將按照售股章程（及如屬香港股東，則香港說明文件）的規定向閣下支付。若閣下選擇將閣下的股份轉換為本公司另一項子基金的持股，轉換款項將會遵照售股章程（及如屬香港股東，則香港說明文件）的規定而按適用於該子基金的認購價用作購入閣下所指定子基金的股份。

任何有關閣下的股份之轉換或贖回可能會影響閣下的稅務狀況。因此，閣下應向閣下的專業顧問尋求指引，了解各註冊成立公司、營業所、國籍、居留權或居藉所屬國家的司法管轄區的任何適用稅項。

索取進一步資料的權利

應閣下要求，閣下可索取核數師就合併而編列的報告以及合併一般條款的副本。兩者均可於本公司註冊辦事處索取。

只適用於香港股東：本公司的售股章程、香港說明文件及有關各子基金的产品資料概要（「香港提呈發售文件」）於香港代表的辦事處可供索取，並載於 www.manulifefunds.com.hk²。反映合併的經更新香港提呈發售文件將於適當時候編備。

6. 一般資料

股東若需要有關本通知書所載任何事項的進一步資料，可於一般辦公時間內隨時與本公司執行人 Citibank Europe plc, Luxembourg Branch 聯絡（電話號碼：(352) 45 14 14 316 或傳真號碼：(352) 45 14 14 850），或與香港分銷商宏利投資管理（香港）有限公司（前稱宏利資產管理（香港）有限公司）聯絡（電話號碼：(852) 2108 1110 或傳真號碼：(852) 2810 9510）。

¹ 證監會認可不等於對本公司或其子基金作出推介或認許，亦不是對本公司或其子基金或商業優點利弊或表現作出保證，更不代表本公司或其子基金適合所有投資者，或認許本公司或其子基金適合任何個別投資者或任何類別的投資者。

² 此網站未經證監會審閱。

就董事深知及確信（彼等已採取一切合理審慎措施以確保事實如此），本通知書所載資料均與事實相符，且無遺漏任何有可能影響該等資料於本通知書日期的含義的事實。董事願就本通知書內容的準確性承擔全部責任。

代表
宏利環球基金

董事會
謹啟

Manulife Global Fund
Société d'investissement à capital variable
Registered office: 31, Z.A. Bourmicht, L-8070 Bertrange
Grand Duchy of Luxembourg
R.C.S. Luxembourg B.26141

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.
IF IN DOUBT, PLEASE SEEK PROFESSIONAL ADVICE.**

**Notice to Shareholders of the Manulife Global Fund – Emerging Eastern Europe Fund
("Notice")**

28 October 2019

Dear Shareholder

The board of directors (the "**Directors**") of Manulife Global Fund (the "**Company**") is writing to you to advise you of the proposed merger of Manulife Global Fund – Russia Equity Fund (the "**Russia Equity Fund**") and Manulife Global Fund – Turkey Equity Fund (the "**Turkey Equity Fund**") into Manulife Global Fund – Emerging Eastern Europe Fund (the "**Emerging Eastern Europe Fund**") (the "**Merger**"). All changes set out in this letter take effect on 20 December 2019 (the "**Effective Date**"), unless specifically stated and this letter forms notice to Shareholders of that fact.

Words and phrases used in this Notice shall, unless otherwise provided, have the same meanings as are ascribed to them in the Prospectus.

1. Background / Rationale for the Merger

By combining the portfolios and assets under management of the Russia Equity Fund, the Turkey Equity Fund and the Emerging Eastern Europe Fund into a single Sub-Fund, the Merger is expected to bring about economies of scale that may result from lower operating and administrative expenses.

Therefore, in accordance with Article 21 of the Company's Articles of Incorporation, the Directors believe that it is in the best interest of Shareholders to merge the Russia Equity Fund and the Turkey Equity Fund into the Emerging Eastern Europe Fund on the Effective Date.

2. The Merger

At the close of business on the Effective Date, the assets and liabilities of the Russia Equity Fund and the Turkey Equity Fund, including securities and cash/cash equivalents, will be merged into the assets and liabilities of the Emerging Eastern Europe Fund. At the close of business on the Effective Date, Shareholders of the Russia Equity Fund and the Turkey Equity Fund who have not exercised their right to redeem or switch their Shares will become Shareholders of the Emerging Eastern Europe Fund and both the Russia Equity Fund and the Turkey Equity Fund will cease to exist.

The Shareholders of the Russia Equity Fund and the Turkey Equity Fund will receive a number of Shares of the corresponding Class in the Emerging Eastern Europe Fund, the total number of which will be determined by multiplying the number of Shares in such Class in the Russia Equity Fund and the Turkey Equity Fund by the exchange ratio. The exchange ratio will be calculated for each Class of each Sub-Fund by dividing the Net Asset Value per Share of such Class in the Russia Equity Fund and the Turkey Equity

Fund calculated on the Effective Date by the Net Asset Value per Share in the corresponding Share Class in the Emerging Eastern Europe Fund calculated at the same time on the Effective Date.

3. Impact on the Shareholders of the Emerging Eastern Europe Fund

In accordance with Article 22 of the Company's Articles of Incorporation and in order to facilitate the Merger, the Directors have decided to suspend subscriptions, redemptions and switches of Shares of the Emerging Eastern Europe Fund commencing on the Dealing Day prior to the Effective Date and ending at the end of the Effective Date. All instructions in respect of subscription, redemption and switching of Shares of the Emerging Eastern Europe Fund received by the Company during such suspension period will be processed after resumption of subscriptions, redemptions and switches of Shares on the Dealing Day following the Effective Date. The Depositary has been consulted, and does not have any objection to the proposed suspension and resumption of subscriptions, redemptions and switches of Shares as set out in this paragraph.

Upon the Merger, Shareholders of the Emerging Eastern Europe Fund will continue to hold the same Shares in the Emerging Eastern Europe Fund as before.

Save for an increase in assets under management, which may marginally decrease the trading costs of the portfolio attributable to each Share, it is not expected that there will be any impact on the Shareholders of the Emerging Eastern Europe Fund. There will be no re-positioning in respect of the Emerging Eastern Europe Fund portfolio to accommodate the Merger. The Emerging Eastern Europe Fund will continue to adhere to its existing investment objective and policy upon the Merger taking effect.

The Merger will have no effect on the investment objective, strategy and risk profile of the Emerging Eastern Europe Fund, will not result in any change in the operations and/or manner in which the Emerging Eastern Europe Fund are being managed, will not lead to an increase in the fees to be borne by any of the Emerging Eastern Europe Fund or its Shareholders, and will not materially prejudice any of the rights or interests of the existing shareholders of the Emerging Eastern Europe Fund.

4. Costs of the Merger

There will be no costs associated with the preparation and the completion of the Merger charged to the Emerging Eastern Europe Fund or the Shareholders of the Emerging Eastern Europe Fund.

5. Shareholders Rights

Redemption and Switch of Shares

If you do not wish to participate in the Merger, you may apply to redeem your Shares or switch them into Shares of one or more of the other Sub-Funds of the Company (in the case of Hong Kong Shareholders, which are authorised by the Securities and Futures Commission of Hong Kong ("**SFC**") for sale to the public in Hong Kong¹) in accordance with the provisions of the Prospectus (and in the case of Hong Kong Shareholders, the Hong Kong Covering Document), free of any switching or redemption charges.

If you choose to redeem your Shares, the redemption proceeds will be paid to you in accordance with the provisions of the Prospectus (and in the case of Hong Kong Shareholders, the Hong Kong Covering Document). If you choose to switch your Shares to a holding in a different Sub-Fund of the Company, the

¹ The SFC's authorisation is not a recommendation or endorsement of the Company or its Sub-Funds nor does it guarantee the commercial merits of the Company or its Sub-Funds or their performance. It does not mean the Company or its Sub-Funds are suitable for all investors nor is it an endorsement of their suitability for any particular investor or class of investors.

proceeds will be utilised to purchase Shares in the Sub-Fund(s) specified by you at the Subscription Price applicable to that Sub-Fund in accordance with the provisions of the Prospectus (and in the case of Hong Kong Shareholders, the Hong Kong Covering Document).

Any switching or redemption of your Shares may affect your tax position. You should therefore seek guidance from your professional advisers on any applicable taxes in the jurisdiction of your respective incorporation, establishment, citizenship, domicile or residence.

Right to obtain further information

You may obtain, upon request, a copy of the report of the auditor on the Merger as well as a copy of the common terms of merger. Both are available at the registered office of the Company.

For Hong Kong Shareholders only: The Company's Prospectus, the Hong Kong Covering Document and the Product Key Facts Statement of the Sub-Funds (the "**Hong Kong Offering Documents**") will be available from the office of the Hong Kong Representative and at www.manulifefunds.com.hk². The updated version of the Hong Kong Offering Documents reflecting the Merger will be made available in due course.

6. General Information

Shareholders requiring further information about any of the matters set out in this Notice may contact the Administrator of the Company, Citibank Europe plc, Luxembourg Branch, at telephone number (352) 45 14 14 316 or fax number (352) 45 14 14 850 or the Hong Kong Distributor, Manulife Investment Management (Hong Kong) Limited (previously known as Manulife Asset Management (Hong Kong) Limited, at telephone number (852) 2108 1110 or fax number (852) 2810 9510 at any time during normal business hours.

To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case), the information contained in this Notice is in accordance with the facts and does not omit anything likely to affect the import of such information as at the date of this Notice. The Directors accept responsibility for the accuracy of the contents of this Notice accordingly.

Yours faithfully

Board of Directors

For and on behalf of Manulife Global Fund

² This website has not been reviewed by the SFC.