

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

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。

致股東通知書
(「本通知書」)

2019年10月28日

親愛的股東：

本函旨在通知閣下有關於宏利環球基金(「本公司」)的某些更改。

此等更改將於日期將訂為2019年12月20日(「生效日期」)的本公司經修訂售股章程(及經修訂香港說明文件(如適用且僅適用於香港股東))(「經修訂售股章程」)獲得反映。本通知書概述各項更改以便閣下參照，應與本公司當前售股章程(「售股章程」)版本及(若已刊發)經修訂售股章程(載列有關此等更改的全部及完整資料)全文一併閱讀。

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

為優化本公司及其子基金(各稱為「一項子基金」，統稱「各子基金」)的管理，並更能迎合投資者的需要，本公司董事會(「董事」或「董事會」)已決定，本公司宜實施下列更改：

1. 環球多元資產入息基金 – 委任分投資管理人

為優化該子基金亞洲固定收入投資的管理，由生效日期起，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)將獲委任為環球多元資產入息基金的分投資管理人。

宏利投資管理(香港)有限公司對亞洲固定收入投資的管理具備雄厚資源及能力(包括龐大兼且經驗豐富的投資組合管理及研究團隊)，亦就多種亞洲策略及投資組合擁有長期過往投資往績。該公司現為東協股票基金、亞洲總回報基金、亞太房地產投資信託產業基金、亞洲股票基金、亞洲小型公司基金、中國總回報債券基金、中華威力基金、巨龍增長基金、大中華機會基金、印度股票基金、日本增長基金及台灣股票基金的投資管理人。

2. 子基金更改名稱

為了更清晰表示每項子基金的投資機會，並更清楚反映該子基金的管理方式，由生效日期起，下列子基金的名稱將更改如下：

子基金過往名稱	子基金新名稱
美洲增長基金	美國股票基金
日本增長基金	日本股票基金

3. 新興東歐基金 – 取消業績表現費

由本通知書日期起，新興東歐基金將不再向其任何股份類別收取任何業績表現費。

4. 修訂營業日的定義

現時營業日定義為「就任何子基金的股份而言，是指盧森堡的銀行(以及僅就土耳其股票基金和台灣股票基金的股份而言，是分別指土耳其及台灣的銀行)開門從事正常銀行業務的任何一日(星期六及星期日除外)」。

根據該項「營業日」的現行定義，不論該子基金絕大部分投資所進行買賣的市場或交易所是否開市，本公司會就各子基金於盧森堡的銀行開門營業的每一天計算資產淨值，(唯就土耳其股票基金和台灣股票基金而言，土耳其及台灣的銀行亦須分別開門營業，方構成該等子基金的營業日)。

這偶爾導致本公司在每年內某些日子按預設情況需要為該子基金計算資產淨值，儘管某些子基金絕大部分資產所投資買賣的市場或交易所(基於銀行假期或其他原因)並無開市。再者，根據「交易日」的定義，該等子基金亦按預設情況需要於該等日子進行股份認購、贖回或轉換。在該等情況下，本公司過往須考慮替代措施(例如引用公平值定價或更通常地暫停就該等子基金計算資產淨值)。

為求提升子基金的定值過程，並進而提升交易程序，本公司已決定更新「營業日」的定義，以反映子基金絕大部分投資進行買賣的市場及交易所休市以及配合現行市場慣例。由生效日期起，「營業日」的定義將修訂為「就每項子基金而言，指盧森堡的銀行開門營業的一整日，但營業日不包含(i)根據有關子基金投資目標及策略，該子基金絕大部分投資進行買賣的任何交易所或市場休市的日子，及/或(ii)董事指定的其他日子。」

簡言之，營業日的定義將不再包含有關子基金重大部分投資而進行買賣的任何交易所或市場休市的日子。因此，本公司不再需要在該等日子就該等子基金計算資產淨值，同樣(基於交易日必須為營業日)，該等子基金將不再於該等日子進行認購、贖回及轉換。

5. 修訂交易日的定義

由生效日期起，交易日的定義將予提升以加強透明度，並修訂為「就每項子基金而言，指屬該子基金營業日(及該子基金透過分銷商以外的經銷商可接受投資認購申請的司法管轄區當地的營業日)的任何一日，但交易日不包含(i)子基金暫停定值期間的任何一日，及/或(ii)董事可不時指定的任何其他日子。就某些子基金不時被視作非交易日的營業日列表，可於本公司網站 www.manulifeglobalfund.com 取得。」

6. 僅適用於香港股東 — 修訂香港營業日

由生效日期起，為加強清晰度，香港說明文件內所界定「香港營業日」一詞將由「交易日」一詞取代。該定義將予提升，以澄清「交易日」一詞用於香港說明文件時的定義將與售股章程內「交易日」一詞具有相同含義，前提是該日需同時為香港銀行開門經營一般銀行業務的任何一日(除非董事另有決定，香港營業日並不包括星期六、星期日以及因惡劣天氣以致銀行營業時間縮短之日)。

7. 僅適用於香港股東 — 修訂認購、轉換及贖回的截止時間

目前就香港投資者而言，接收認購、轉換或贖回股份的指示的截止時間為香港時間下午四時。由本通知書日期起，該截止時間將改為香港時間下午五時。

8. 更改支付認購款項的截止時間

目前以港元、美元或與有關股份類別相同的貨幣所作出的股份認購申請，本公司需於申請提交後五(5)個交易日內收到已結算款項。由生效日期起，該截止時間將予更改，港元、美元或有關股份類別相同的貨幣所作出的股份認購申請將由需於申請提交後五(5)個交易日內收到已結算款項改為需於申請提交後三(3)個交易日內收到已結算款項。

9. 更改就贖回支付結算款項的時限

目前贖回結算款項一般於本公司或分銷商收到所有規定贖回文件後五(5)個交易日(無論如何不超過三十(30)日)內支付)。由生效日期起，該贖回結算款項將一般於本公司或分銷商收到所有規定贖回文件後三(3)個交易日(無論如何不超過三十(30)日)內支付)。

10. 一般及行政更新

售股章程及香港說明文件亦將予更新，以反映包括以下各項的一般及行政更新：

- (a) 本公司某些董事更改地址；
- (b) 宏利集團公司更改名稱；
- (c) 遵照香港監管規定而對環球多元資產入息基金的投資目標及策略作出編輯及澄清性質更改。
- (d) 遵照最新監管規定而提升各子基金的投資策略，以澄清任何有參照基準進行的管理。
- (e) 格式更改及簡化售股章程內有關股份類別的披露(為免產生疑問，各股份類別現有的任何特色均不會有改變)；及
- (f) 其他雜項格式、行政及／或澄清性質的更新。

敬請留意，除上文另有說明，否則上述各項更改(i)將不會對各子基金的投資目標、策略及風險取向構成任何影響，(ii)不會導致本公司及各子基金的運作及／或管理方式有任何改變，(iii)不會導致任何子基金或其投資者所須承擔的費用有所增加，及(iv)不會嚴重影響各子基金現有投資者的任何權利或權益。

有關上述更改及更新的費用及開支估計約為 200,000 港元，將由本公司承擔。該等費用及開支將由各子基金按各自的資產淨值分攤。

閣下若不同意上文第(1)及第(4)段所述的更改，則可在由即日起直至 2019 年 12 月 16 日期間申請贖回閣下所持有關子基金的股份，又或將之轉換為任何其他子基金同一類別或分類的股份，而毋須支付任何轉換或贖回費。

閣下只可將本身的持股轉換為同一類別或分類的股份(唯就轉換而言，任何子基金的 AA、AA(澳元對沖)、AA(加元對沖)、AA(加元)、AA(港元)、AA 收益、AA(澳元對沖)收益、AA(加元對沖)收益、AA(港元)收益、AA(新加坡元對沖)收益、AA(美元)每月派息(G)、AA(澳元對沖)每月派息(G)、AA(加元對沖)每月派息(G)、AA(港元)每月派息(G)及／或 AA(新加坡元對沖)每月派息(G)股份類別(統稱「AA 類別」)及 P(美元)收益、P(港元)收益、P(澳元對沖)收益、P(新加坡元對沖)收益、P(新加坡元)收益、P(新加坡元)每月派息(G)、P(新加坡元對沖)每月派息(G)、P(美元)每月派息(G)、P(港元)每月派息(G)及 P(澳元對沖)每月派息(G)股份類別(統稱「P 類別」)的股份須被視為屬於同一分類)，並可分別轉換成為同一子基金或另一子基金任何 AA 類別及 P 類別的股份，而該子基金須按有關發售文件規定在閣下所在司法管轄區發售或銷售，且該轉換須受所有適用的最低初次投資額及最低持股要求的規限，並須符合投資者資格的標準。

如須贖回股份，贖回款項將按照售股章程的規定向閣下支付。如須轉換股份，轉換款項將會按照售股章程規定而按適用於閣下所指定子基金的股份的股價用作購入該子基金的股份。轉換或贖回閣下的股份或會影響閣下的稅務狀況。因此，閣下應就本身作為公民身份、本籍或居住的國家／地區的任何適用稅項而徵詢獨立專業意見。

一般資料

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產品資料概要於香港代表的辦事處可供索取，並載於www.manulifefunds.com.hk¹。

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）有限公司聯絡（電話號碼：(852) 2108 1110 或傳真號碼：(852) 2810 9510）。

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

董事會

謹啟

¹ 此網站未經證監會審閱。

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

This document is important and requires your immediate attention. If in doubt, you should seek independent professional advice.

Notice to Shareholders
("Notice")

28 October 2019

Dear Shareholder

We are writing to inform you of certain changes to Manulife Global Fund (the "**Company**").

These changes will be reflected in the revised prospectus (and where applicable and for Hong Kong shareholders only, the revised Hong Kong Covering Document) of the Company (the "**Revised Prospectus**") to be dated 20 December 2019 (the "**Effective Date**"). This Notice, which summarizes the changes for your ease of reference, should be read in conjunction with the current Prospectus of the Company (the "**Prospectus**") and, when available, the full text of the Revised Prospectus (which contains full and complete information about these changes).

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

The board of directors of the Company (the "**Directors**" or the "**Board**") has decided that it is appropriate to implement the following changes in order to optimize the management of the Company and its sub-funds (each a "**Sub-Fund**", collectively, the "**Sub-Funds**") and to better meet the needs of investors:-

1. Global Multi-Asset Diversified Income Fund – Appointment of Sub-Investment Manager

In order to optimize the management of the Asian fixed income investments of the Sub-Fund, with effect as of the Effective Date, Manulife Investment Management (Hong Kong) Limited (previously known as Manulife Asset Management (Hong Kong) Limited), will be appointed as the Sub-Investment Manager of Global Multi-Asset Diversified Income Fund.

Manulife Investment Management (Hong Kong) Limited has considerable resources and capabilities, including a substantial and experienced portfolio management and research team, in relation to the management of Asian fixed income investments, and possesses a proven long-term performance track record across multiple Asian strategies and portfolios. It is currently the Investment Manager of ASEAN Equity Fund, Asia Total Return Fund, Asia Pacific REIT Fund, Asian Equity Fund, Asian Small Cap Equity Fund, China Total Return Bond Fund, China Value Fund, Dragon Growth Fund, Greater China Opportunities Fund, India Equity Fund, Japanese Growth Fund and Taiwan Equity Fund.

2. Change of name of Sub-Funds

To provide a more encompassing representation of each Sub-Fund's investment opportunity set and a clearer reflection of the way in which such Sub-Fund is managed, with effect as of the Effective Date, the name of the following Sub-Funds shall be changed as follows:

Previous name of Sub-Fund	New name of Sub-Fund
American Growth Fund	U.S. Equity Fund
Japanese Growth Fund	Japan Equity Fund

3. Emerging Eastern Europe Fund – Removal of Performance Fees

With effect as of the date of this Notice, Emerging Eastern Europe Fund will no longer charge any performance fees to any Class of Shares of the Sub-Fund.

4. Amendment of the definition of Business Day

Currently, a Business Day is defined in the Prospectus as *'in relation to the Shares of the Sub-Fund, any day (other than a Saturday or Sunday) on which banks in Luxembourg and, solely in relation to the Shares of the Turkey Equity Fund and of the Taiwan Equity Fund, also in Turkey and in Taiwan, respectively, are open for normal banking business'*.

Under such definition, the Company would calculate the Net Asset Value on each day that banks are open in Luxembourg in respect of each Sub-Fund regardless of whether the markets and exchanges on which such Sub-Fund predominantly trades are open or not (except in respect of Turkey Equity Fund and Taiwan Equity Fund, wherein the banks in Turkey and Taiwan, respectively, will also need to be open in order to constitute a Business Day for such Sub-Funds).

This occasionally leads to certain days of the year during which the Company would by default need to calculate the Net Asset Value in respect of certain Sub-Funds for which the markets and exchanges on which such Sub-Funds predominantly invest are not open (either due to bank holidays or other reasons). Furthermore, under the definition of 'Dealing Day' in the Prospectus, such Sub-Funds would also by default carry out subscriptions, redemptions and switching of Shares on such days. In such instances, the Company has historically been required to consider alternative measures such as applying fair value pricing or more typically, suspending the calculation of the Net Asset Value in respect of such Sub-Funds.

In order to enhance the valuation process for the Sub-Funds, and by extension, the dealing procedures, to reflect closures of the markets and exchanges on which they predominantly trade and to align with prevailing market practice, with effect as of the Effective Date, the definition of 'Business Day' will be amended to mean *'in respect of each Sub-Fund, a full day on which banks in Luxembourg are open for business, except that (i) any day on which any exchange or market on which a substantial portion of the relevant Sub-Fund's investments is traded in accordance with the Sub-Fund's investment objective and policy is closed, and/or (ii) such other day(s) as the Directors may determine shall not be a Business Day.'*

In short, a Business Day will no longer include any days on which any exchange or market on which a substantial portion of the relevant Sub-Fund's investments is traded is closed. As a result, the calculation of Net Asset Value will no longer be required on such days in respect of such Sub-Fund, and by extension (given a Dealing Day must also be a Business Day), such Sub-Fund will not carry out subscriptions, redemptions and switching of Shares on such days.

5. Amendment of the definition of Dealing Day

With effect as of the Effective Date, the definition of 'Dealing Day' in the Prospectus shall be enhanced for better transparency and shall be amended to mean *'in respect of each Sub-Fund, any day which is a Business Day of the Sub-Fund (and a business day in the local jurisdiction in which the Sub-Fund is available for investment through distributor(s) other than the Distributor), except that (i) any day during a period of suspension of valuation of a Sub-Fund and/or (ii) such other day(s) as the Directors may from time to time determine, shall not be a Dealing Day. A list of the Business Days which will be excluded as Dealing Days for certain Sub-Funds from time to time can be obtained from the Company's website at www.manulifeglobalfund.com.'*

6. Hong Kong Shareholders Only – Amendment of Hong Kong Business Day

With effect as of the Effective Date, the term 'Hong Kong Business Day' as defined in the Hong Kong Covering Document shall be replaced by term 'Dealing Day' for better clarity. The definition shall be enhanced to clarify that the term 'Dealing Day' when used in the Hong Kong Covering Document shall have the same meaning as 'Dealing Day' in the Prospectus, save that such day must also be a day (other than a Saturday or a Sunday) on which banks in Hong Kong are open for normal banking business provided that where, as a result of adverse weather conditions, the period during which banks are open on any day is reduced, such day shall not be a Dealing Day unless the Directors otherwise determine.

7. Hong Kong Shareholders Only - Amendment of Deadline for Subscription, Switching and Redemptions

Currently, in respect of Hong Kong investors, the deadline for receiving instructions for subscriptions, switching or redemptions of Shares is 4:00p.m. Hong Kong time. With effect as of the date of this Notice, such deadline shall be changed to 5:00p.m. Hong Kong time.

8. Change of Deadline for Payment of Subscriptions

Currently, cleared funds will need to be received by the Company within five (5) Dealing Days of an application for subscription of Shares made in Hong Kong Dollars, U.S. Dollars or in the same currency in which Shares of the relevant Class are denominated. With effect as of the Effective Date, such deadline shall be changed from within five (5) Dealing Days to within three (3) Dealing Days of an application for subscription of Shares made in Hong Kong Dollars, U.S. Dollars or in the same currency in which Shares of the relevant Class are denominated.

9. Change of Timeframe for Payment of Settlement Proceeds in respect of Redemptions

Currently, payment of settlement proceeds will normally be made within five (5) Dealing Days, and in any event not more than thirty (30) days, of receipt by the Company or the Distributor of all required redemption documentation. With effect as of the Effective Date, payment of such settlement proceeds will normally be made within three (3) Dealing Days, and in any event not more than thirty (30) days, of receipt by the Company or the Distributor of all required redemption documentation.

10. General and Administrative Updates

The Prospectus and the Hong Kong Covering Document will also be updated to reflect general and administrative updates including the following:

- (a) Change of address of certain directors of the Company;
- (b) Change of name of Manulife group companies;
- (c) Editorial and clarificatory changes to the Investment Objective and Policy of Global Multi Asset Diversified Income Fund, in accordance with Hong Kong regulatory requirements.
- (d) Enhancements to the Investment Policy of each Sub-Fund to clarify any management in reference to a benchmark, in accordance with latest regulatory requirements.
- (e) Reformatting and simplification of Class disclosures in the Prospectus (for the avoidance of doubt, there will be no change to any existing features of the Classes); and
- (f) Other miscellaneous formatting, administrative and/or clarificatory updates.

Please note that, except as otherwise described above, the above changes (i) will have no effect on the investment objective, strategy and risk profiles of the Sub-Funds, (ii) will not result in any change in the operations and/or manner in which the Company and the Sub-Funds are being managed, (iii) will not lead to an increase in the fees to be borne by any of the Sub-Funds or their investors, and (iv) will not materially prejudice any of the rights or interests of the existing investors of the Sub-Funds.

The costs and expenses relating to the above changes are estimated to be approximately HK\$200,000 and will be borne by the Company. Such costs and expenses will be allocated to the Sub-Funds by reference to their Net Asset Values.

If you do not agree with the changes indicated in paragraphs (1) and (4) above, you may apply to redeem or to switch your holding in the relevant Sub-Fund to Shares of the same Class or category in any other Sub-Fund(s) free of any switching or redemption charges until 16 December 2019.

You can only switch your holding into Shares of the same Class or category (provided that Shares of Classes AA, AA (AUD Hedged), AA (CAD Hedged), AA (CAD), AA (HKD), AA Inc, AA (AUD Hedged) Inc, AA (CAD Hedged) Inc, AA (HKD) Inc, AA (SGD Hedged) Inc, AA (USD) MDIST (G), AA (AUD Hedged) MDIST (G), AA (CAD Hedged) MDIST (G), AA (HKD) MDIST (G) and/or AA (SGD Hedged) MDIST (G) (collectively, the "**AA Classes**") and Shares of Classes P (USD) Inc, P (HKD) Inc, P (AUD Hedged) Inc, P (SGD Hedged) Inc, P (SGD) Inc, P(SGD) MDIST (G), P(SGD Hedged) MDIST (G), P (USD) MDIST (G), P(HKD) MDIST (G) and P (AUD Hedged) MDIST (G) (collectively, the "**P Classes**") in any Sub-Fund shall, for the purposes of switching, be deemed to be within the same category) and may be switched to Shares of any of the AA Classes and P Classes, respectively, whether in the same Sub-Fund or another Sub-Fund, which is offered or sold in your jurisdiction

pursuant to the provisions of the relevant offering documents, and such a conversion is subject to all applicable minimum initial investment amount and minimum holding requirements as well as investor eligibility criteria being complied with.

In the case of redemption, the redemption proceeds will be paid to you in accordance with the provisions of the Prospectus. In the case of a switch, the conversion proceeds will be utilised to purchase Shares of Sub-Fund(s) specified by you at the share price(s) applicable in accordance with the provisions of the Prospectus. A switch or redemption of your Shares may affect your tax position. You should therefore seek independent professional advice on any applicable tax in the country of your respective citizenship, domicile or residence.

General

For Hong Kong Shareholders Only: The Company's Prospectus, the Hong Kong Covering Document and the Product Key Facts Statement of each Sub-Fund are available from the office of the Hong Kong Representative and are also available at www.manulifefunds.com.hk¹.

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, 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.

For and on behalf of the Board

¹ This website has not been reviewed by the SFC.