

**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，應徵詢獨立的專業財務意見。

**致中華威力基金股東通知書**  
(「本通知書」)

2017年10月3日

致各位股東：

**1. 經修訂售股章程**

茲通知閣下有關中華威力基金及宏利環球基金（「本公司」）的重要更改。

此等更改將會在日期將訂為 2017 年 11 月 17 日的本公司經修訂售股章程（「經修訂售股章程」）獲得反映。本通知書概述各項主要更改以便閣下參照，應與載列有關此等更改的全部及完整資料的經修訂售股章程一併閱讀。除非另有指明，否則本通知書中所用詞語及字句具有與經修訂售股章程中獲賦予者相同的涵義。

本公司董事會（「董事」或「董事會」）已決定，為了優化本公司各項子基金（各稱為一項「子基金」，統稱「各子基金」）的管理，並更能滿足投資者的需要，實施下列更改是為恰當：

**A. 中華威力基金 — 更換投資管理人、調減 AA 類別股份的管理費以及取消 A 及 AA 類別股份的業績表現費**

董事會已決定，為求提高該子基金的整體管理效率起見，由宏利資產管理（香港）有限公司（「宏利資產管理香港」）取代該子基金的現有投資管理人惠理基金管理公司擔任新投資管理人，乃符合該子基金股東的最佳利益。

宏利資產管理香港擁有雄厚的在地資源及能力，並擁有經驗豐富的投資及研究專才團隊可對香港、中國內地及台灣的當地及區域股票組合進行股票研究和管理。宏利資產管理香港為 Manulife Asset Management International Holdings Limited（本公司總顧問）的全資附屬公司，並受香港證券及期貨事務監察委員會監管。宏利資產管理香港並為東協股票基金、亞洲總回報基金、亞洲股票基金、亞洲小型公司基金、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現有投資管理人。

為配合此項更改，適用於該子基金 AA 類別股份的管理費將由年率 1.75% 降至年率 1.5%。再者，該子基金的 A 及 AA 類別股份將不再需要支付業績表現費。然而，股東務請留意，該子基金的 A 及 AA 類別股份仍會繼續累計須就直至（但不包括）是項更改生效日期止每個營業日支付的任何業績表現費。

上述更改將於經修訂售股章程的刊發日期（不少於本通知書日期起計一個月）生效。

## B. 有關歐洲聯盟證券融資交易及重用的透明度規則的更新

證券融資交易的透明度及重用規則（「**SFTR**」）已於 2016 年 1 月 12 日生效。**SFTR** 旨在改進非銀行另類信貸撥備的透明度和監控。經修訂售股章程附錄二已加入新增披露，以澄清目前並不容許投資於證券融資交易（定義見 **SFTR**）。日後若任何子基金獲准進行證券融資交易，一切有關資料將會遵照 **SFTR** 而載列於售股章程內。

閣下若不同意更換中華威力基金的投資管理人，閣下可於直至 2017 年 11 月 16 日止期間申請贖回閣下於有關子基金的持股又或將之轉換為任何其他子基金同一類別或組別的股份，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（惟就轉換而言，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）收益及／或 **AA**（港元）收益股份類別（統稱「**AA**類別」）的股份須視作同一分類），並可轉換成為任何 **AA** 類別的股份，不論股份屬同一項子基金還是另一項子基金，而該子基金乃根據有關發售文件規定而在閣下的司法管轄區發售或出售，且該項轉換須受所有適用的最低初次投資額及最低持股要求的限制，並須符合投資者資格的標準。

如屬贖回，贖回款項將按照經修訂售股章程的規定向閣下支付。如屬轉換，轉換款項將會遵照經修訂售股章程規定而按適用股價用作購入閣下所指定子基金股份。轉換或贖回閣下的股份或會影響閣下的稅務狀況。因此，閣下應就本身為公民、本籍或居住地的國家／地區的任何適用稅項而徵詢獨立的專業意見。

敬請留意：除非上文另有說明，否則上述更改(i)將不會對各子基金的投資目標、策略及風險狀況有任何影響，(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；且有關上述更改的費用及／或開支並不重大，並將由本公司承擔。

## 2. 日本增長基金 - 免任投資顧問

正如根據就本公司日期為 2015 年 10 月的售股章程和日期為 2015 年 10 月 1 日的香港說明文件作出的第三份附錄（日期為 2017 年 6 月）所披露，本公司售股章程內凡提及 Manulife Asset Management (Japan) Limited 為日本增長基金投資管理人擔任投資顧問之處（包括其聯絡資料及附錄一內關於日本增長基金的有關列表內「投資顧問」一節）已予刪除，而該等更改均就此於經修訂售股章程內反映。

### 一般資料

只適用於香港股東：倘獲香港證券及期貨事務監察委員會（「**證監會**」）批准，本公司的售股章程、香港說明文件及中華威力基金的產品資料概要（連同其他子基金各自的產品資料概要，統稱「**香港提呈發售文件**」）將作出更新，以反映本公司的變動。香港提呈發售文件及（如適用）本公司最新年報及半年度報告（如有）將於一般辦公時間在香港代表的辦事處（香港特別行政區中環花園道3號冠君大廈50樓）可供免費查閱及／或索取。香港提呈發售文件並載於 [www.manulifefunds.com.hk](http://www.manulifefunds.com.hk)。敬請留意：此網站未經證監會審閱，並可能載有關於未獲證監會認可、並因而不得向香港零售投資者銷售的基金的資料。

股東如需要有關本通知書所載任何事項的進一步資料，可於當地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 14 258 或傳真號碼：(352) 45 14 14 332）或與香港分銷商宏利資產管理（香港）有限公司聯絡（地址：香港銅鑼灣希慎道33號利園一期16樓，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。本公司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**

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

**Notice to Shareholders of the China Value Fund  
("Notice")**

October 3, 2017

Dear Shareholder

**1. Revised Prospectus**

We are writing to inform you of some important changes to the China Value Fund and to Manulife Global Fund (the "**Company**").

These changes will be reflected in the revised prospectus of the Company (the "**Revised Prospectus**") to be dated November 17, 2017. This Notice, which summarizes the major changes for your easy reference, should be read in conjunction with 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 Revised 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 various sub-funds of the Company (each a "**Sub-Fund**", collectively, the "**Sub-Funds**") and to better meet the needs of investors:-

**A. China Value Fund – Change of Investment Manager, reduction in Management Fee for Class AA and removal of Performance Fee for Classes A and AA**

The Board has decided that in order to streamline the overall management of the Sub-Fund, it is in the best interest of the shareholders of the Sub-Fund to replace the existing Investment Manager of the Sub-Fund, Value Partners Limited, with Manulife Asset Management (Hong Kong) Limited ("**MAMHK**"), as the new Investment Manager.

MAMHK has extensive on-the-ground resources and capabilities, as well as a deeply experienced team of investment and research professionals, in relation to equity research and management of local and regional equity portfolios across Hong Kong, Mainland China and Taiwan. MAMHK is a wholly-owned subsidiary of Manulife Asset Management International Holdings Limited, the General Adviser of the Company, and is regulated by the Hong Kong Securities and Futures Commission. MAMHK is also the existing investment manager of the ASEAN Equity Fund, Asia Total Return Fund, Asian Equity Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Greater China Opportunities Fund, India Equity Fund, Japanese Growth Fund and Taiwan Equity Fund.

In connection with this change, the Management Fee applicable to Class AA of the Sub-Fund will be reduced from 1.75% per annum to 1.5% per annum. Further, Classes A and AA of the Sub-Fund will no longer be subject to a performance fee. However, investors should note that Classes A and AA of the Sub-Fund will continue to accrue any performance fee payable on each Business Day up to but excluding the effective date of this change.

The above changes will take effect as of the date of the Revised Prospectus, being not less than one month from the date of this Notice.

**B. Updates in relation to the European Union Regulation on Transparency of Securities Financing Transactions and of Reuse**

The Regulation on Transparency of Securities Financing Transactions and of Reuse ("**SFTR**") came into force on 12 January 2016. The SFTR is aimed at improving the transparency and monitoring of non-bank alternative credit provisions. Additional disclosure has been added to Appendix II of the Revised

Prospectus to clarify that investments into securities financing transactions (as defined under the SFTR) are currently not permitted. Should any Sub-Fund in the future be permitted to enter into securities financing transactions, all the relevant information will be included in the Prospectus, in accordance with the SFTR.

If you do not agree with the change of the Investment Manager of the China Value Fund, you may apply to redeem or to switch your holding in the relevant Sub-Fund(s) to Shares of the same Class or category in any other Sub-Fund(s) free of any switching or redemption charges until November 16, 2017.

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 and/or AA (HKD) Inc (collectively, the "AA 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 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 Revised 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 Revised 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.

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; and costs and/or expenses relating to the above changes will not be material and will be borne by the Company.

## **2. Japanese Growth Fund – Removal of Investment Advisor**

As previously disclosed pursuant to the Third Addendum to the Prospectus dated October 2015 and the Hong Kong Covering Document dated 1 October 2015 of the Company, dated June 2017, all references to Manulife Asset Management (Japan) Limited acting as the Investment Advisor to the Investment Manager of the Japanese Growth Fund (including its contact details and the section entitled "Investment Advisor" in the relevant table in Appendix I which relates to the Japanese Growth Fund) that appear in the prospectus of the Company have been removed and such changes are accordingly reflected in the Revised Prospectus.

### **General**

For Hong Kong Shareholders Only: Subject to the approval of the Hong Kong Securities and Futures Commission (the "SFC"), the Company's prospectus, the Hong Kong Covering Document and the Product Key Facts Statement of the China Value Fund (together with the Product Key Facts Statement of each other Sub-Fund, the "Hong Kong Offering Documents") will be updated to reflect changes to the Company. The Hong Kong Offering Documents and (where applicable) the latest annual and semi-annual reports of the Company (if any) are available and may be inspected and/or copies obtained, free of charge during usual business hours from the office of the Hong Kong Representative at 50th Floor, Champion Tower, 3 Garden Road, Central, Hong Kong SAR. The Hong Kong Offering Documents are also available at [www.manulifefunds.com.hk](http://www.manulifefunds.com.hk). Please note that this website has not been reviewed by the SFC and may contain information on funds which are not authorized by the SFC and are, thus, not available to retail investors in Hong Kong.

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 14 258 or fax number (352) 45 14 14 332 or the Hong Kong Distributor, Manulife Asset Management (Hong Kong) Limited, of 16<sup>th</sup> Floor, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong, 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**

