

**PRIVATE AND CONFIDENTIAL – FOR EXISTING INVESTORS AND PROFESSIONAL INVESTORS IN HONG KONG ONLY**

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12 October 2018

Dear Investor,

**Merger of JPMorgan Funds - Singapore Fund into JPMorgan Funds - ASEAN Equity Fund**

We enclose a letter issued by the Board of Directors of JPMorgan Funds (the “Fund”) to you regarding the merger of JPMorgan Funds - Singapore Fund<sup>1</sup> (the “Merging Sub-Fund”), a sub-fund in which you own shares, into JPMorgan Funds - ASEAN Equity Fund<sup>1</sup> (the “Receiving Sub-Fund”), on 14 December 2018 (the “Merger Date”). The decision was taken as the Merging Sub-Fund has not attracted sufficient assets and the Board of Directors of the Fund believes it has limited prospects for growth.

This document and its enclosure provide important information that you should know about. This includes the reason for and details of the merger (which will be carried out in accordance with applicable Luxembourg law(s)), the date of the merger, how it will affect you, the options you have and the relevant information of the Merging Sub-Fund and the Receiving Sub-Fund.

Your holdings in JPM Singapore A (acc) - USD or JPM Singapore A (dist) - USD share classes of the Merging Sub-Fund will be exchanged automatically for shares in JPM ASEAN Equity A (acc) - USD or JPM ASEAN Equity A (dist) - USD share classes of the Receiving Sub-Fund respectively in accordance with the arrangement as described in the enclosed letter. A contract note will be issued to you after the Merger Date informing you of the number of shares you hold in the Receiving Sub-Fund. You may refer to the prospectus of the Fund for more background information on the Receiving Sub-Fund.

<sup>1</sup> JPMorgan Funds - Singapore Fund and JPMorgan Funds - ASEAN Equity Fund are not authorised by the SFC for sale to the public in Hong Kong and are not offered for sale to Hong Kong retail investors.

As a shareholder of the Merging Sub-Fund, you are entitled to redeem your shares in the Merging Sub-Fund at any time in accordance with the terms of the prospectus of the Fund from 12 October 2018 until 5:00 p.m. (Hong Kong time) on 11 December 2018. Any charges for redemption during such period will be waived<sup>2</sup>. Alternatively, if you prefer, you may switch your holdings in the Merging Sub-Fund into any funds which are managed by JPMorgan Funds (Asia) Limited or for which it acts as Hong Kong representative<sup>3</sup> and which are authorised by the Securities and Futures Commission (the “SFC”) for sale to the public in Hong Kong in accordance with the terms of the prospectus of the Fund from 12 October 2018 until 5:00 p.m. (Hong Kong time) on 11 December 2018. Any charges for switching during such period will be waived<sup>2</sup>. Details of such funds (including the relevant offering documents) can be found on our website [www.jpmorganam.com.hk](http://www.jpmorganam.com.hk)<sup>4</sup>. SFC authorisation is not a recommendation or endorsement of a fund nor does it guarantee the commercial merits of a fund or its performance. It does not mean the fund is suitable for all investors nor is it an endorsement of its suitability for any particular investor or class of investors.

We recommend that you read this document and its enclosure carefully. If you wish to switch or redeem your investment, we recommend that you seek tax and investment advice as appropriate before making a final decision.

The Management Company of the Fund accepts responsibility for the accuracy of the content of this document.

If you have any questions with regard to the content of this document and its enclosure or any other aspect of the Fund, please do not hesitate to contact:

- your bank or financial adviser;
- your designated client adviser, account manager, pension scheme trustee or administrator;
- our Intermediary Hotline on (852) 2978 7788;
- our Intermediary Clients’ Hotline on (852) 2265 1000; or
- if you normally deal directly with us, our J.P. Morgan Funds InvestorLine on (852) 2265 1188.

Yours faithfully,  
For and on behalf of  
JPMorgan Funds (Asia) Limited  
as Hong Kong Representative of the Fund



Edwin TK Chan  
Director

Encl.

<sup>2</sup> Please note that although we will not impose any charges in respect of your redemption/switching instructions, your bank, distributor, financial adviser or pension scheme trustee or administrator may charge you redemption/switching and/or transaction fees and may impose different dealing arrangements. You are advised to contact your bank, distributor, financial adviser or pension scheme trustee or administrator should you have any questions.

<sup>3</sup> Please note that, as provided in the relevant offering documents of the funds, the manager or the Hong Kong representative (as applicable) of each such fund has the discretion to accept or reject in whole or in part any application for units or shares (as the case may be) in the fund.

<sup>4</sup> The website has not been reviewed by the SFC.

# A Message from Your Fund's Board

Dear Shareholder,

This is to notify you that the JPMorgan Funds - Singapore Fund in which you own shares will be merged into the JPMorgan Funds - ASEAN Equity Fund. **The reason for the merger and your three options are explained below.**

Please take a moment to review the important information below. If you still have questions, please contact us at the registered office or your local representative.



Jacques Elvinger *For and on behalf of the Board*

## Sub-fund merger – option to take action ends 11<sup>th</sup> December 2018 at 14.30 CET

**Reason for merger** Your sub-fund has not attracted sufficient assets and the Board believes it has limited prospects for growth.

### YOUR OPTIONS

- 1 Take no action. Your shares will automatically be exchanged for shares of the receiving sub-fund.** Any shares of your sub-fund that you still own after the deadline will be exchanged for shares of the receiving sub-fund.
- 2 Switch your investment to another sub-fund.** We must receive your dealing instructions by the deadline shown in the right-hand column. Be sure to read the Key Investor Information Document (KIID) for any sub-fund you are considering switching into, and for further information, the prospectus.
- 3 Redeem your investment.** We must receive your dealing instructions by the deadline shown in the right-hand column.

**You may want to review these options with your tax adviser and your financial adviser.** All options could have tax consequences.

**Regardless of which option you choose, you will not be charged any redemption or switch fees.**

### THE MERGER

**Merger date** 14<sup>th</sup> December 2018

**Deadline for receipt of switch/redemption orders** 11<sup>th</sup> December 2018 at 14.30 CET

**Your sub-fund** JPMorgan Funds - Singapore Fund

**Receiving sub-fund (sub-fund into which your sub-fund will be merging)** JPMorgan Funds - ASEAN Equity Fund

### THE FUND

**Name** JPMorgan Funds

**Legal form** SICAV

**Fund type** UCITS

**Registered office**  
6 route de Trèves  
L-2633 Senningerberg, Luxembourg

**Phone** +352 34 10 1

**Fax** +352 2452 9755

**Registration number (RCS Luxembourg)**  
B 8478

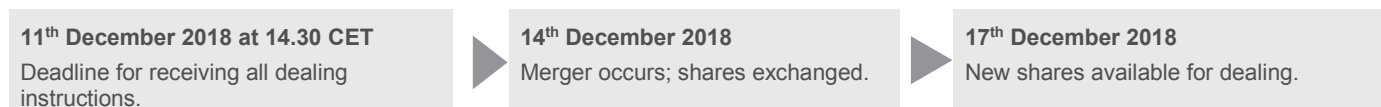
**Management company** JPMorgan Asset Management (Europe) S.à r.l.

*A merger statement will be mailed to you within 10 days of the merger date. Additional information, including the Fund auditor's merger report, KIID, prospectus and most recent financial reports of both sub-funds are available at [www.jpmorganassetmanagement.lu](http://www.jpmorganassetmanagement.lu) or from the registered office. An electronic copy of this notice is available on the website: [www.jpmorganassetmanagement.lu](http://www.jpmorganassetmanagement.lu).*

## Merger timeline and impact

This section outlines key information relating to the merger. Further information is contained in the detailed sub-fund comparison that follows as well as in the relevant prospectus and KIIDs.

### Key Dates



When the merger transaction occurs, all assets, liabilities and any income in your sub-fund will be transferred to the receiving sub-fund, and your sub-fund will cease to exist.

All shares remaining in your sub-fund at the merger date are exchanged free of charge for shares in the equivalent share class of the receiving sub-fund. The exchange ratio is rounded to 7 decimal places and is based on the net asset value per share, exceptionally rounded for the purposes of the merger to 6 decimal places, in effect that day for both sub-funds. The calculation of the exchange ratio will be validated and documented in the merger report prepared by the company auditors that will be available to you upon request.

The total value of the shares you own in your sub-fund and the new shares you receive in the receiving sub-fund will be the same, subject to rounding adjustments, but you may receive a different number of shares.

## Impact

<b>Key differences in investment policy between your sub-fund and the receiving sub-fund</b>	<ul style="list-style-type: none"><li>• While your sub-fund invests primarily in Singaporean companies, the receiving sub-fund invests primarily in companies of countries which are members of the Association of South East Asian Nations (ASEAN) (that includes Singapore).</li><li>• Unlike your sub-fund, the receiving sub-fund may be exposed to emerging markets that may be subject to increased political, regulatory and economic instability, less developed custody and settlement practices, poor transparency and greater financial risks. Emerging market currencies may be subject to volatile price movements. Emerging market securities may also be subject to higher volatility and lower liquidity than non-emerging market securities.</li></ul>
<b>Potential benefits</b>	<ul style="list-style-type: none"><li>• The merger will give you the benefit of investing in a larger sub-fund that has the prospect of stronger growth in assets in the future and may potentially benefit from economies of scale which may result in lower operating and administrative expenses.</li><li>• The receiving sub-fund has a broader investment universe therefore offers the benefits of increased diversification.</li></ul>
<b>Potential drawbacks</b>	<ul style="list-style-type: none"><li>• One-time expenses associated with transaction costs will be borne by your sub-fund.</li><li>• On the merger date, and during the two business days before that, you will not be able to subscribe for, switch or redeem shares in your sub-fund.</li></ul>
<b>Other considerations</b>	<ul style="list-style-type: none"><li>• Your sub-fund will not bear any additional legal, advisory or administrative costs associated with the merger.</li><li>• The portfolio of your sub-fund resembles that of the receiving sub-fund, however, some rebalancing of the assets will be required in preparation for the merger.</li><li>• Performance information for your sub-fund and the receiving sub-fund can be found in the relevant KIID or factsheet which is available from the document library at <a href="http://jpmorganassetmanagement.lu">jpmorganassetmanagement.lu</a>.</li></ul>

## Sub-fund comparison

This table compares the relevant information for your sub-fund with that of the receiving sub-fund. Unless stated otherwise, terms in this table have the same meaning as in the relevant prospectus.

- **Information that appears in a box** is information that is particular to the sub-fund named at the top of that column.
- **Information that crosses both columns** is information that is the same for both sub-funds.

	JPMorgan Funds – Singapore Fund	JPMorgan Funds – ASEAN Equity Fund
<b>Investments and Risks</b>		
<b>Objectives and investment policies</b>	<p>To provide long-term capital growth by investing primarily in Singaporean companies.</p> <p>At least 67% of the Sub-Fund's assets (excluding cash and cash equivalents) will be invested in equity securities of companies (including smaller capitalisation companies) that are listed on the Singaporean stock exchange or are domiciled in, or carrying out the main part of their economic activity in, Singapore.</p>	<p>To provide long-term capital growth by investing primarily in companies of countries which are members of the Association of South East Asian Nations (ASEAN).</p> <p>At least 67% of the Sub-Fund's assets (excluding cash and cash equivalents) will be invested in equity securities of companies (including smaller capitalisation companies) that are domiciled in, or carrying out the main part of their economic activity in, an ASEAN country.</p> <p>Certain ASEAN countries may be considered emerging market countries.</p> <p>The Sub-Fund may also invest in companies listed in ASEAN countries which may have exposure to other countries, in particular China.</p>
	<p>Debt securities, cash and cash equivalents may be held on an ancillary basis.</p> <p>The Sub-Fund may also invest in UCITS and other UCIs.</p> <p>The Sub-Fund may invest in assets denominated in any currency and currency exposure may be hedged.</p> <p>The Sub-Fund may use financial derivative instruments for the purposes of hedging and efficient portfolio management.</p> <p>All of the above investments will be made in accordance with the limits set out in "Appendix II – Investment Restrictions and Powers".</p>	
<b>Risk and reward category</b>	<p>JPM ASEAN Equity A (acc) - EUR: category 6  JPM ASEAN Equity C (acc) - EUR: category 6  JPM ASEAN Equity D (acc) - EUR: category 6  JPM ASEAN Equity A (acc) - EUR: category 6  JPM ASEAN Equity T (acc) - EUR: category 6</p> <p>All other classes: category 5</p> <p><i>Note: risk is measured on a 7-point scale, where Category 1 indicates lower risk (but is not risk-free) and lower potential reward and Category 7 indicates higher risk and higher potential reward.</i></p>	
<b>Risk factors</b>	<ul style="list-style-type: none"> <li>• The single market in which the Sub-Fund invests may be subject to particular political and economic risks, and as a result, the Sub-Fund may be more volatile than more broadly diversified funds.</li> <li>• Emerging markets may be subject to increased political, regulatory and economic instability, less developed custody and settlement practices, poor transparency and greater financial risks. Emerging market currencies may be subject to volatile price movements. Emerging market securities may also be subject to higher volatility and lower liquidity than non emerging market securities.</li> <li>• The value of your investment may fall as well as rise and you may get back less than you originally invested.</li> <li>• Because the Sub-Fund is aggressively managed, volatility may be high as the Sub-Fund may take larger position sizes, may have high turnover of holdings and at times may have a significant exposure to certain areas of the market.</li> <li>• The value of equity securities may go down as well as up in response to the performance of individual companies and general market conditions.</li> <li>• The Sub-Fund may be concentrated in industry sectors and/or countries and as a result, may be more volatile than more broadly diversified funds.</li> <li>• The Sub-Fund may invest in securities of smaller companies which may be less liquid, more volatile and tend to carry greater financial risk than securities of larger companies.</li> <li>• Movements in currency exchange rates can adversely affect the return of your investment. The currency hedging that may be used to minimise the effect of currency fluctuations may not always be successful.</li> <li>• Further information about risks can be found in "Appendix IV – Risk Factors".</li> </ul>	
<b>Benchmark</b>	FTSE ST All Share Index (Total Return Net)	MSCI AC ASEAN Index (Total Return Net)
<b>Base currency</b>	US Dollar (USD)	

Charges		
Maximum entry charge*		T: 3.00%
	A: 5.00%	
	C: Nil	
	D: 5.00%	
	I: Nil	
	X: Nil	
Maximum exit charge		T: Nil
	A: 0.50%	
	C: Nil	
	D: 0.50%	
	I: Nil	
	X: Nil	
Annual Management and Administration Fee		T: 1.50%
	A: 1.50%	
	C: 0.75%	
	D: 1.50%	
	I: 0.75%	
	X: Nil	
Distribution Fee	D: 1.00%	T: 0.75%
	A: Nil	
	C: Nil	
	I: Nil	
	X: Nil	
Operating and Administrative Expenses		T: 0.30% Max
	A: 0.30% Max	
	C: 0.20% Max	
	D: 0.30% Max	
	I: 0.16% Max	
	X: 0.15% Max	
Performance charge	All classes: none	

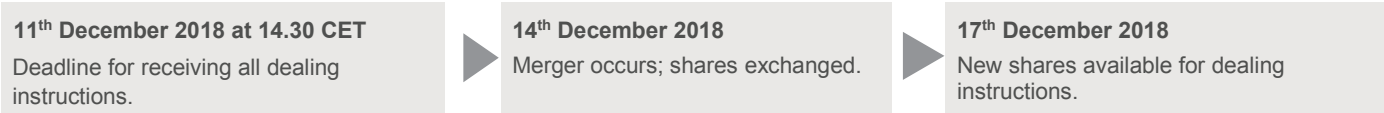
\* The entry charge for the T Share Class will be levied in the form of a contingent deferred sales charge if shares are redeemed within the first three years.

Structure		
End of financial year	30th June	
Investment company	JPMorgan Funds	
Investment Managers	JF Asset Management Limited	JPMorgan Asset Management Singapore Limited
Date of annual general meeting of shareholders	Third Wednesday of November at 3.00 p.m. (or, if such day is not a business day in Luxembourg, on the next following business day).	

NEXT STEPS

<b>To exchange your shares for shares of the receiving sub-fund:</b> no action is necessary. All shares that you hold in your sub-fund at the merger date will automatically be exchanged.	<b>To switch or redeem some or all of your shares:</b> send dealing instructions as you normally do, or directly to the registered office (contact details at page 1).  Note that all other switch and redemption conditions and restrictions in the prospectus still apply, even during the period when switch and redemption fees are waived.	<b>For more information:</b> you can request free copies of the common draft terms of merger, auditor's merger report, the prospectus, the latest financial reports and KIIDs by emailing a request to <a href="mailto:requests@jpmorganfundssicav.com">requests@jpmorganfundssicav.com</a> or by writing to the registered office (contact details on page 1).
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Key Dates



**Owners of T shares:** *The redemption and switch charge and contingent deferred sales charge (“CDSC”) that may be applicable will be waived. If you are invested in a T share class and decide to switch into a T share class of another sub-fund, the remaining CDSC will be carried forward to the new T share class.*