Manulife Investments
宏利投資

# Manulife Global Fund
# 宏利環球基金

## Prospectus
## 售股章程

April 2026
二零二六年四月

*宏利環球基金*
*可變資本投資公司*
*註冊辦事處：31, Z.A. Bourmicht, L-8070 Bertrange*
*Grand Duchy of Luxembourg*

***此乃重要文件，務請閣下即時垂注。閣下如有疑問，應尋求獨立的專業意見。本公司董事就本通知書所載資料的準確性承擔全部責任，並且在作出一切合理查詢後確認，就其深知及確信，並無遺漏會使任何陳述產生誤導的任何其他事實。***

*致宏利環球基金－亞洲動力入息基金股東通知書*
*（「通知書」）*

2026年7月3日

親愛的股東：

宏利環球基金（「**本公司**」）董事會（「**董事**」或「**董事會**」）茲致函通知閣下，宏利環球基金－亞洲動力入息基金（「**該基金**」）的終止於 2026 年 9 月 15 日（「**生效日期**」）生效。

本通知書應與本公司日期為 2026 年 4 月的現有售股章程（及在適用的情況下及僅就香港股東而言，則為日期為 2026 年 4 月的現有香港說明文件）（統稱為「**售股章程**」）一併閱讀。

除非另有指明，否則本通知書所用的詞語及字句的涵義與售股章程中所賦予者相同。

**1. 該基金的終止**

截至 2026 年 6 月 1 日，該基金的基金規模為 3,485 萬美元。於 2025 年 1 月 1 日至 2025 年 12 月 31 日期間，在香港發售的已推出股份類別的經常性開支數字如下：

| 類別 | 經常性開支數字[#] |
|---|---|
| AA累積類別 | 1.94% |
| AA（美元）每月派息(G)類別 | 1.96% |
| AA（澳元對沖）每月派息(G)類別 | 1.92% |
| AA（港元）每月派息(G)類別 | 1.94% |
| AA（人民幣對沖）每月派息(G)類別 | 1.89% |
| AA（英鎊對沖）每月派息(G)類別 | 1.85% |
| R（港元）每月派息(G)類別 | 1.90% |
| R（美元）每月派息(G)類別 | 1.98% |

本公司的組織章程第 21 條及售股章程附錄三第 8 節規定，若（其中包括）董事認為此乃符合該子基金相關股東的最佳利益，本公司可向該子基金所有股東發出書面通知，於通知期屆滿後贖回該子基金的所有股份。

該基金自成立以來未能吸引實質性的新投資者，其大部分資產源自種子資本。董事認為該基金在可預見的將來無法募集大量認購。因此，董事認為繼續以此規模管理該基金將不具備經濟效益，且該基金並非商業上可行的產品。董事因而認為，終止該基金乃符合股東的最佳利益。因此，董事謹此通知閣下，根據上文所載的組織章程第 21 條及售股章程附錄三第 8 節，董事已經決議強制贖回該基金所有已發行股份，並於生效日期終止該基金。

[#] 經常性開支比率是於下文所述相應期間，以有關股份類別的開支總和佔平均資產淨值的百分比表達。此數字每年均可能有所變動。由於管理公司費用的最高水平自 2025 年 6 月 1 日起上調，此數字僅為根據由 2025 年 1 月 1 日至 2025 年 12 月 31 日期間的開支作估計，並已考慮到管理公司費用最高水平的上調。

由本通知書日期起，該基金不再獲准在香港公開銷售及不得接受新投資者的認購及轉換。

該基金終止後，管理公司將向香港證券及期貨事務監察委員會（「**證監會**」）申請撤銷該基金的認可資格。

**2. 成本**

與終止該基金及隨後向證監會撤銷該基金的認可資格相關的所有成本，包括法律、監管及行政費用，將由宏利承擔。為免產生疑問，該等成本及開支不包括與處置該基金的投資相關的買賣相關交易費用等正常營運開支，而正常營運開支將繼續由該基金承擔。

截至2026年6月1日，該基金未攤銷的成立費用為881美元，該費用將繼續由該基金承擔，並將按日攤銷至2026年7月21日（即5年攤銷期的最後一日）。因此，至生效日期，該基金將沒有未攤銷的成立費用。

**3. 需採取的行動**

自本通知書日期起，新投資者不得認購或轉換至該基金。現有股東（包括維持定期儲蓄計劃的股東（如有））進一步認購或轉換至該基金將繼續受理，直至交易截止時間（定義見下文）。

閣下可根據售股章程的規定，於 2026 年 9 月 7 日下午 1 時正（盧森堡時間）（及就香港股東而言，則為下午 5 時正（香港時間））（「**交易截止時間**」）前，申請將閣下在該基金持有的股份贖回或轉換為任何其他子基金的相同類別或分類的股份，而毋須支付任何贖回費或轉換費。然而，閣下的銀行或財務顧問可能會就該等轉換／贖回指示向閣下收取費用。倘若閣下有任何疑問，建議閣下聯絡閣下的銀行、分銷商或財務顧問。

閣下只能將所持有的股份轉換為另一子基金的相同類別或分類的股份，而該等股份乃根據售股章程的規定在閣下的司法管轄區發售或出售，以及該轉換須符合所有適用的最低初次投資額及最低持股額要求，並須符合投資者資格的準則。就轉換而言，以下各股份類別須被視為屬於同一分類：(1)任何子基金的 AA／R／F 類別的股份及 P 類別的股份；及(2)董事可不時決定的任何子基金的其他股份類別。請參閱售股章程，了解各類別的特點的進一步詳情。茲提醒閣下就任何替代投資選項的適用性自行徵詢意見。

於交易截止時間後，股東的贖回或轉換要求將不予接受。

若閣下選擇贖回閣下的股份，贖回所得款項將根據售股章程第 8.4.2 節的規定向閣下支付。若閣下選擇將閣下的股份轉換為本公司其他子基金的持股，所得款項將根據售股章程第 8.3.1 節的規定以適用於該子基金的認購價用作購買閣下指定的子基金的股份。

股東若並未於交易截止時間前行使其權利贖回或轉換其在該基金的股份，其在該基金的股份將於生效日期自動按於生效日期的估值時間計算的每股資產淨值贖回，而毋須支付任何贖回費。

應向該等股東支付的贖回所得款項預期將於生效日期後三個交易日內及無論如何不超過 30 日結算。股東在該基金清盤結束時未領取的款項將存放在盧森堡的 Caisse de Consignation，並在三十年後被沒收。

**4. 準備該基金的終止**

預期投資管理人將在生效日期前約五個營業日開始為該基金的相關投資進行清盤。由本通知書日期起至清盤過程開始為止，投資管理人擬繼續按照該基金的投資目標及政策管理該基金。清盤過程期間（特別是緊接在生效日期前的日子），該基金或未能時刻遵循其投資目標、政策及／或 UCITS 規例下的限制。

**5. 稅務**

終止該基金的稅務後果對個別股東而言可能有所不同，視乎閣下各自的註冊成立、設立、公民身份、居籍或居住的司法管轄區的稅務法律而定。閣下股份的任何轉換或贖回均可能影響閣下的稅務狀況。因此，閣下應就各自的註冊成立、設立、公民身份、居籍或居住的司法管轄區的任何適用稅項向閣下的專業顧問尋求指引。

僅就香港股東而言：在一般情況下，該基金的終止不會對香港股東構成任何稅務影響。香港股東將毋須就該基金的股息或其他收入分派或因出售、變現或處置該基金股份而產生的任何資本收益而繳納任何稅項，惟倘該等交易構成在香港從事買賣、專業或業務之一部分，則須就有關收益繳納香港利得稅。然而，建議香港股東應按其特定情況尋求特定稅務意見。

**6. 一般資料**

僅就香港股東而言：售股章程、香港說明文件、該基金的產品資料概要及本公司的組織章程可於任何工作日（星期六及公眾假期除外）之一般辦公時間內在香港代表的辦事處免費索取，亦可於 www.manulifeim.com.hk[1]查閱。

股東如需要有關本通知書所載任何事項的進一步資料，可於一般辦公時間內隨時與本公司的執行人 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）。

**代表**

**宏利環球基金**
**董事會**

**謹啟**

[1] 此網站未經證監會審閱。

***宏利環球基金***
***可變資本投資公司***
***註冊辦事處：31, Z.A. Bourmicht, L-8070 Bertrange***
***Grand Duchy of Luxembourg***

***此乃重要文件，務請閣下即時垂注。閣下如有疑問，應尋求獨立的專業意見。本公司董事就本通知書所載資料的準確性承擔全部責任，並且在作出一切合理查詢後確認，就其深知及確信，並無遺漏會使任何陳述產生誤導的任何其他事實。***

***致宏利環球基金－環球氣候行動基金股東通知書***
***（「通知書」）***

2026年7月3日

親愛的股東：

宏利環球基金（「**本公司**」）董事會（「**董事**」或「**董事會**」）茲致函通知閣下，宏利環球基金－環球氣候行動基金（「**該基金**」）的終止於 2026 年 9 月 15 日（「**生效日期**」）生效。

本通知書應與本公司日期為 2026 年 4 月的現有售股章程（及在適用的情況下及僅就香港股東而言，則為日期為 2026 年 4 月的現有香港說明文件）（統稱為「**售股章程**」）一併閱讀。

除非另有指明，否則本通知書所用的詞語及字句的涵義與售股章程中所賦予者相同。

**1. 該基金的終止**

截至 2026 年 6 月 1 日，該基金的基金規模為 1,088 萬美元。於 2025 年 1 月 1 日至 2025 年 12 月 31 日期間，在香港發售的已推出股份類別的經常性開支數字如下：

| 類別 | 經常性開支數字[#] |
|---|---|
| AA累積類別 | 2.32% |
| AA（澳元對沖）累積類別 | 2.32% |
| AA（港元）累積類別 | 2.37% |
| AA（英鎊對沖）累積類別 | 2.34% |
| AA（人民幣對沖）累積類別 | 2.27% |

本公司的組織章程第 21 條及售股章程附錄三第 8 節規定，若（其中包括）董事認為此乃符合該子基金相關股東的最佳利益，本公司可向該子基金所有股東發出書面通知，於通知期屆滿後贖回該子基金的所有股份。

該基金自成立以來未能吸引實質性的新投資者，其大部分資產源自種子資本。董事認為該基金在可預見的將來無法募集大量認購。因此，董事認為繼續以此規模管理該基金將不具備經濟效益，且該基金並非商業上可行的產品。董事因而認為，終止該基金乃符合股東的最佳利益。因此，董事謹此通知閣下，根據上文所載的組織章程第 21 條及售股章程附錄三第 8 節，董事已經決議強制贖回該基金所有已發行股份，並於生效日期終止該基金。

由本通知書日期起，該基金不再獲准在香港公開銷售及不得接受新投資者的認購及轉換。

[#] 經常性開支比率是於下文所述相應期間，以有關股份類別的開支總和佔平均資產淨值的百分比表達。此數字每年均可能有所變動。由於管理公司費用的最高水平自 2025 年 6 月 1 日起上調，此數字僅為根據由 2025 年 1 月 1 日至 2025 年 12 月 31 日期間的開支作估計，並已考慮到管理公司費用最高水平的上調。

該基金終止後，管理公司將向香港證券及期貨事務監察委員會（「**證監會**」）申請撤銷該基金的認可資格。

**2. 成本**

與終止該基金及隨後向證監會撤銷該基金的認可資格相關的所有成本，包括法律、監管及行政費用，將由宏利承擔。為免產生疑問，該等成本及開支不包括與處置該基金的投資相關的買賣相關交易費用等正常營運開支，而正常營運開支將繼續由該基金承擔。

截至2026年6月1日，該基金未攤銷的成立費用為9,074.19美元，該費用將繼續由該基金承擔，並將按日攤銷至生效日期。任何未攤銷的成立費用將由本公司根據售股章程第9.6.2節代該基金撇帳。

**3. 需採取的行動**

自本通知書日期起，新投資者不得認購或轉換至該基金。現有股東（包括維持定期儲蓄計劃的股東（如有））進一步認購或轉換至該基金將繼續受理，直至交易截止時間（定義見下文）。

閣下可根據售股章程的規定，於 2026 年 9 月 4 日下午 1 時正（盧森堡時間）（及就香港股東而言，則為下午 5 時正（香港時間））（「**交易截止時間**」）前，申請將閣下在該基金持有的股份贖回或轉換為任何其他子基金的相同類別或分類的股份，而毋須支付任何贖回費或轉換費。然而，閣下的銀行或財務顧問可能會就該等轉換／贖回指示向閣下收取費用。倘若閣下有任何疑問，建議閣下聯絡閣下的銀行、分銷商或財務顧問。

閣下只能將所持有的股份轉換為另一子基金的相同類別或分類的股份，而該等股份乃根據售股章程的規定在閣下的司法管轄區發售或出售，以及該轉換須符合所有適用的最低初次投資額及最低持股額要求，並須符合投資者資格的準則。就轉換而言，以下各股份類別須被視為屬於同一分類：(1)任何子基金的 AA／R／F 類別的股份及 P 類別的股份；及(2)董事可不時決定的任何子基金的其他股份類別。請參閱售股章程，了解各類別的特點的進一步詳情。茲提醒閣下就任何替代投資選項的適用性自行徵詢意見。

於交易截止時間後，股東的贖回或轉換要求將不予接受。

若閣下選擇贖回閣下的股份，贖回所得款項將根據售股章程第 8.4.2 節的規定向閣下支付。若閣下選擇將閣下的股份轉換為本公司其他子基金的持股，所得款項將根據售股章程第 8.3.1 節的規定以適用於該子基金的認購價用作購買閣下指定的子基金的股份。

股東若並未於交易截止時間前行使其權利贖回或轉換其在該基金的股份，其在該基金的股份將於生效日期自動按於生效日期的估值時間計算的每股資產淨值贖回，而毋須支付任何贖回費。

應向該等股東支付的贖回所得款項預期將於生效日期後三個交易日內及無論如何不超過 30 日結算。股東在該基金清盤結束時未領取的款項將存放在盧森堡的 Caisse de Consignation，並在三十年後被沒收。

**4. 準備該基金的終止**

預期投資管理人將在生效日期前約五個營業日開始為該基金的相關投資進行清盤。由本通知書日期起至清盤過程開始為止，投資管理人擬繼續按照該基金的投資目標及政策管理該基金。清盤過程期間（特別是緊接在生效日期前的日子），該基金或未能時刻遵循其投資目標、政策及／或 UCITS 規例下的限制。

**5. 稅務**

終止該基金的稅務後果對個別股東而言可能有所不同，視乎閣下各自的註冊成立、設立、公民身份、居籍或居住的司法管轄區的稅務法律而定。閣下股份的任何轉換或贖回均可能影響閣下的稅務狀況。因此，閣下應就各自的註冊成立、設立、公民身份、居籍或居住的司法管轄區的任何適用稅項向閣下的專業顧問尋求指引。

僅就香港股東而言：在一般情況下，該基金的終止不會對香港股東構成任何稅務影響。香港股東將毋須就該基金的股息或其他收入分派或因出售、變現或處置該基金股份而產生的任何資本收益而繳納任何稅項，惟倘該等交易構成在香港從事買賣、專業或業務之一部分，則須就有關收益繳納香港利得稅。然而，建議香港股東應按其特定情況尋求特定稅務意見。

**6. 一般資料**

僅就香港股東而言：售股章程、香港說明文件、該基金的產品資料概要及本公司的組織章程可於任何工作日（星期六及公眾假期除外）之一般辦公時間內在香港代表的辦事處免費索取，亦可於 www.manulifeim.com.hk[1]查閱。

股東如需要有關本通知書所載任何事項的進一步資料，可於一般辦公時間內隨時與本公司的執行人 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）。

**代表**

**宏利環球基金**
**董事會**

**謹啟**

[1] 此網站未經證監會審閱。

***宏利環球基金***
可變資本投資公司
註冊辦事處：31, Z.A. Bourmicht, L-8070 Bertrange
Grand Duchy of Luxembourg

***此乃重要文件，務請閣下即時垂注。閣下如有疑問，應尋求獨立的專業意見。本公司董事就本通知書所載資料的準確性承擔全部責任，並且在作出一切合理查詢後確認，就其深知及確信，並無遺漏會使任何陳述產生誤導的任何其他事實。***

**致股東通知書**

**（「通知書」）**

2026年5月5日

親愛的股東：

我們茲致函通知閣下宏利環球基金（「**本公司**」）作出的若干更改。

除非下文另有指明，否則此等更改將反映在本公司日期將為2026年7月的經修訂售股章程（及在適用的情況下及僅就香港股東而言，則為經修訂香港說明文件）（統稱為「**經修訂售股章程**」）。本通知書概述有關更改以便閣下參考，並且應與本公司日期為2026年4月的現有售股章程（及在適用的情況下及僅就香港股東而言，則為日期為2026年4月的現有香港說明文件）（統稱為「**售股章程**」），以及（如可提供）經修訂售股章程的完整文本（其載列有關此等更改的全面及完整資料）一併閱讀。

除非另有指明，否則本通知書所用的詞語及字句的涵義與售股章程中所賦予者相同。

本公司的董事會（「**董事**」或「**董事會**」）已決定，自2026年7月10日（「**生效日期**」）起實施以下有關本公司的更改乃屬適當（除非下文另有指明）：

**1.** ***亞洲小型公司基金重新定位***

為了向投資者提供一個以迅速增長的創新及科技行業為主題焦點的產品，以獲取更具吸引力的回報，從而吸引更多投資者的資金流入以進一步擴大子基金的規模，藉此提高子基金的基金管理效率，亞洲小型公司基金的投資目標將予更改，以致子基金將旨在透過主要投資於在亞太地區註冊成立、位於亞太地區或在亞太地區上市，或在亞太地區擁有重大業務利益的創新及／或科技公司（「**亞太創新公司**」）的股票及股票相關證券，為持作長線投資並準備接受其投資價值有顯著波幅的投資者提供長期資本增長。

投資政策亦將予修訂，以致子基金最少70%的淨資產將會投資於亞太創新公司的股票及股票相關證券。

因此，子基金可能直接及／或間接投資於從事（但不限於）人工智能價值鏈、生物科技，以及半導體及相關設備的開發及生產的公司。

此外，股東應注意，自生效日起，投資政策將作出以下主要更改：

(a) 子基金可遵照2010年法律第41(1)(e)條規定，將其最多10%的淨資產投資於UCITS（可轉讓證券集體投資計劃）及其他UCIs（集體投資計劃）；

(b) 子基金對於其淨資產投資於任何市值的發行機構的比例將不再受任何限制（儘管基於其投資組合的本質，中小型公司證券所佔子基金淨資產的比例有時可超過30%）；

(c) 子基金可不時將其超過30%的淨資產投資於以下行業的公司：資訊科技（包括硬件及軟件）、工業、通訊服務、非必需消費品及醫療保健；

(d) 子基金可分別通過滬港通及深港通，不時將其超過30%的淨資產直接投資於在上交所或深交所上市的若干中國A股；及

(e) 在市場極端波動或嚴重不利市況下，子基金將具有靈活性，可暫時將其重大部分（最多40%）的資產持有現金或現金等價物，或投資於短期貨幣市場票據，以保留子基金投資組合內資產的價值。

子基金的投資目標及政策作出更改後（「**重新定位**」），子基金將不再將其表現與任何基準指數作比較，亦不會參照任何基準指數進行管理。

基於重新定位，子基金將由生效日期起易名為「**亞洲創新股票基金**」，以反映其新的投資重點。

預期投資管理人於生效日期前約兩星期（「**重新調整期**」）開始重新調整子基金投資組合比重。鑑於子基金在重新定位之前和之後的投資目標及政策存在差異，預期需要重新調整比重的資產比例相當大。投資者應注意，在重新調整期內，子基金可能無法完全遵循其當前投資目標及政策。

上述重新定位將招致的法律及行政費用約為35,000美元，將由亞洲小型公司基金承擔。

**2.** ***其他雜項更新***

請亦注意經修訂售股章程（及在適用的情況下，則為香港說明文件）以下的雜項更新：

(a) 加強售股章程附錄二（*法定和一般資料*）中有關潛在利益衝突的披露；

(b) Manulife Investment Management (Europe) Limited的註冊辦事處更改為4th Floor, One Strand, London WC2N 5HR, United Kingdom；

(c) 管理公司董事會的變動；及

(d) 其他加強及／或簡化披露、行政、編輯及／或用於澄清的更新。

僅就亞洲小型公司基金股東而言，若閣下不同意第1節載述的更改，閣下可申請贖回或將閣下在亞洲小型公司基金中的持股轉換為任何其他子基金的相同類別或分類的股份，而無需支付任何轉換費或贖回費，直至2026年6月26日。就上文所載的其他更改而言，若閣下不同意該等更改，閣下可申請贖回或將閣下在相關子基金的持股轉換為任何其他子基金的相同類別或分類的股份，惟須根據發售文件支付轉換費，但贖回費則獲豁免。然而，閣下的銀行或財務顧問可能會就該等轉換／贖回指示向閣下收取費用。倘若閣下有任何疑問，建議閣下聯絡閣下的銀行、分銷商或財務顧問。

閣下只可將所持有的股份轉換為同一子基金或另一子基金的相同類別或分類的股份，而該等股份乃根據相關發售文件的條文在閣下的司法管轄區發售或出售，以及該轉換須符合所有適用的最低初次投資額及最低持股額要求，並須符合投資者資格的準則。請參閱售股章程，了解各類別的特點的進一步詳情。茲提醒閣下就任何替代投資選項的適用性自行徵詢意見。

如屬贖回，贖回所得款項將根據售股章程的條文向閣下支付。如屬轉換，轉換所得款項將根據售股章程（及僅就香港股東而言，則為香港說明文件）的條文用作以適用的股價購買閣下指定的子基金股份。閣下股份的轉換或贖回均可能影響閣下的稅務狀況。因此，閣下應就各自的公民身份、居籍或居住所在國家的任何適用稅項尋求獨立專業意見。

***一般資料***

僅就香港股東而言：售股章程、香港說明文件及各子基金的產品資料概要可於任何工作日（星期六及公眾假期除外）之一般辦公時間內在香港代表的辦事處免費索取， 亦可於www.manulifeim.com.hk*閱覽。

閣下若有任何疑問或需要有關本通知書所載任何事項的任何進一步資料，可於一般辦公時間內隨時與本公司的執行人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），或聯絡閣下的銀行、分銷商或財務顧問。

**代表**

**宏利環球基金**
**董事會**

**謹啟**

* 此網站未經證監會審閱。

*宏利環球基金*
*可變資本投資公司*
*註冊辦事處：31, Z.A. Bourmicht, L-8070 Bertrange*
*Grand Duchy of Luxembourg*

***此乃重要文件，務請閣下即時垂注。閣下如有疑問，應尋求獨立的專業意見。本公司董事就本通知書所載資料的準確性承擔全部責任，並且在作出一切合理查詢後確認，就其深知及確信，並無遺漏會使任何陳述產生誤導的任何其他事實。***

***致宏利環球基金－新興東歐基金股東通知書***
***（「通知書」）***

2025年9月15日

親愛的股東：

宏利環球基金（「**本公司**」）董事會（「**董事**」或「**董事會**」）茲致函通知閣下，宏利環球基金－新興東歐基金（「**該基金**」）的終止於 2025 年 12 月 16 日（「**生效日期**」）生效。

本通知書應與本公司日期為 2025 年 4 月的現有售股章程（及在適用的情況下及僅就香港股東而言，則為日期為 2025 年 4 月的現有香港說明文件）（統稱為「**售股章程**」）一併閱讀。

除非另有指明，否則本通知書所用的詞語及字句的涵義與售股章程中所賦予者相同。

**1. 終止該基金**

截至 2025 年 6 月 30 日，該基金的基金規模為 1.17 億美元（包括估值調低至零的俄羅斯證券（定義見下文））。於 2024 年 3 月 1 日至 2025 年 2 月 28 日期間，AA 類別股份（唯一在香港發售的已推出股份類別）的經常性開支數字為 1.81%[#]。

本公司的組織章程第 21 條及售股章程附錄三第 8 節規定，若董事因影響本公司或某子基金的經濟或政治形勢之變化而認為適當，或若董事認為此乃符合該子基金相關股東的最佳利益，本公司可向該子基金所有股東發出書面通知，於通知期屆滿後贖回該子基金的所有股份。

鑑於東歐當前的經濟及地緣政治狀況（尤其是俄羅斯與烏克蘭之間的持續局勢），董事認為該基金在可見的將來無法募集大量認購。因此，董事認為該基金不再是商業上可行的產品，長遠無法持續為股東提供價值。董事因而認為，終止該基金乃符合股東的最佳利益。因此，董事謹此通知閣下，根據上文所載組織章程第 21 條及售股章程附錄三第 8 節，董事已經決議強制贖回該基金所有已發行股份，並於生效日期終止該基金。

由本通知書日期起，該基金不再獲准在香港公開銷售及不得接受新投資者的認購及轉換。

**2. 俄羅斯證券**

該基金的投資組合目前持有 8 隻流動性不足的俄羅斯證券，此等證券的有序交易及估值因適用於此等證券的經濟制裁而受到不利影響（統稱為「**俄羅斯證券**」）。截至 2022 年 6 月 16 日，俄羅斯證券中有 7 隻的估值被評定為零（佔

[#] 經常性開支比率是於上列相應期間，以有關股份類別的開支總和佔平均資產淨值的百分比表達。此數字每年均可能有所變動。

該基金截至 2022 年 2 月 28 日的資產淨值約 7.55%）。其後，於 2023 年 8 月 1 日，另一隻在倫敦證券交易所上市的俄羅斯證券的估值被調整至零。

俄羅斯證券調整至零的估值乃根據組織章程第 23 條及售股章程附錄三第 3 節等規定及經諮詢存管處後作出，而董事認為其為俄羅斯證券的公平市值。

**3. 需採取的行動**

閣下可根據售股章程的規定，於 2025 年 12 月 8 日下午 1 時正（盧森堡時間）（及就香港股東而言，則為下午 5 時正（香港時間））（「**交易截止時間**」）前，申請將閣下在該基金的持有的股份贖回或轉換為任何其他子基金的相同類別或分類的股份，而毋須支付任何贖回費或轉換費。然而，閣下的銀行或財務顧問可能會就該等轉換／贖回指示向閣下收取費用。倘若閣下有任何疑問，建議閣下聯絡閣下的銀行、分銷商或財務顧問。

閣下只能將所持有的股份轉換為另一子基金的相同類別或分類的股份，而該等股份乃根據售股章程的規定在閣下的司法管轄區發售或出售，以及該轉換須符合所有適用的最低初次投資額及最低持股額要求的限制，並須符合投資者資格的準則。就轉換而言，以下股份類別須被視為屬於同一分類：(1)任何子基金的 AA／R／F 類別的股份及 P 類別的股份；及(2)董事可不時決定的任何子基金的其他股份類別。請參閱售股章程，了解各類別的特點的進一步詳情。茲提醒閣下就任何替代投資選項的適用性自行徵詢意見。

於截止交易時間後，股東的贖回或轉換要求將不予接受。

若閣下選擇贖回閣下的股份，贖回所得款項將根據售股章程第 8.4.2 節的規定向閣下支付。若閣下選擇將閣下的股份轉換為本公司其他子基金的持股，所得款項將根據售股章程第 8.3.1 節的規定以適用於該子基金的認購價用作購買閣下指定的子基金的股份。

股東若於交易截止時間前仍未行使其權利贖回或轉換其在該基金股份，其在該基金的股份將於生效日期自動按於生效日期的估值時間計算的每股資產淨值贖回，而毋須支付任何贖回費。

應向該等股東支付的贖回所得款項預期將於生效日期後三個交易日內及無論如何不超過 30 日結算。股東在該基金清盤結束時未領取的款項將存放在盧森堡的 Caisse de Consignation，並在三十年後被沒收。

另請參閱下文第 4 節，了解該基金投資組合的俄羅斯證券的處理安排。

**4. 準備終止該基金**

預期投資管理人將在生效日期前約十個營業日開始為該基金的相關投資（俄羅斯證券除外）進行清盤。清盤過程期間（特別是緊接在生效日期前的日子），該基金或未能時刻遵循其投資目標、政策及／或 UCITS 規例下的限制。

鑑於俄羅斯與烏克蘭之間的持續局勢，投資管理人預期，俄羅斯證券的有序交易及估值無法在生效日期或之前恢復。倘若俄羅斯證券的有序交易及估值在生效日期後仍然無法實行，該等俄羅斯證券將繼續由存管處根據該基金現有的託管安排以託管方式持有，直至該等俄羅斯證券能夠被估值及變現。自生效日期起，Fiera Capital (UK) Limited 將不再擔任該基金的投資管理人，而 Manulife Investment Management (Europe) Limited 將獲委任為該基金的清盤執行人，並在生效日期後繼續監察市場狀況，以在可行情況下盡快及有序地變現俄羅斯證券。

若俄羅斯證券在生效日期後以高於零的價值出售，則出售俄羅斯證券的任何淨所得款項（扣除相關交易成本、稅項等後）連同（如有）撥備（定義見下文第 5 節）的多出金額，將按在生效日期仍投資於該基金的股東於截至生效日期各自持有該基金股份的比例分派予該等股東。***因此，若閣下在交易截止時間前贖回或轉換在該基金的持股，閣下將不會獲得任何此等所得款項。***管理公司將按照有權獲得分派的股東的最佳利益，並考慮處置俄羅斯證券的時機、銷售所得款項金額及任何相關分派成本（包括存管處費用（如有））等事項，決定該分派是否以一次過付款方式或分期付款方式作出。請注意，若該等所得款項不足以支付相關成本，則不會作出分派。有關俄羅斯證券狀況的最新資訊將不會定期向股東發佈。然而，倘若俄羅斯證券的有序估值及交易恢復，而進一步分派將會作出，則有權獲得分派的股東將收到相應通知。

管理公司認為，上述處理俄羅斯證券的安排將便利該基金的終止，並將符合股東的最佳利益。存管處同意該基金的終止及上述有關俄羅斯證券的安排。存管處及執行人均已準備妥當，並將支持該基金的終止及上述有關俄羅斯證券的安排。若在生效日期之前有可能處置俄羅斯證券，管理公司將考慮是否需要顧及股東的最佳利益而修訂擬議終止的方式。

該基金終止後，管理公司將向香港證券及期貨事務監察委員會（「**證監會**」）申請撤銷該基金的認可資格。

**5. 成本**

與終止該基金及隨後向證監會撤銷該基金的認可資格相關的所有成本，包括法律、監管及行政費用，約為50,000美元，並將由該基金承擔。此等成本已於2025年9月3日至2025年9月12日期間累算並計入基金的資產淨值。為免產生疑問，該等成本及開支不包括與處置該基金的投資相關的買賣相關交易費用等正常營運開支，而正常營運開支將繼續由該基金承擔。該基金並無未攤銷的成立費用。

管理公司擬從該基金的資產中撥出350,000美元（「**撥備**」），以清償該基金終止後至俄羅斯證券清盤前的成本及開支（例如存管處費用、監管費用及與俄羅斯證券或該基金相關的審計費用）（統稱為「**終止後開支**」）。撥備已於2025年9月3日至2025年9月12日期間累算並計入該基金的資產淨值。因此，自2025年9月12日起，該基金的資產淨值將完全反映該撥備。管理公司目前預期撥備將足以支付自生效日期起約**5年**的終止後開支。倘若撥備金額不足以支付實際的終止後開支，則相關差額將以出售俄羅斯證券的所得款項（如有）抵免。若出售俄羅斯證券的所得款項仍不足夠，則餘下差額將由宏利承擔。

若撥備金額高於最終的終止後開支，管理公司會將多出的撥備分派予在生效日期仍投資於該基金的股東，上文第4節有進一步說明。

**6. 稅務**

終止該基金的稅務後果對個別股東而言可能有所不同，視乎閣下各自的註冊成立、成立、公民身份、居籍或居住的司法管轄區的稅法而定。閣下股份的任何轉換或贖回均可能影響閣下的稅務狀況。因此，閣下應就各自的註冊成立、成立、公民身份、居籍或居住的司法管轄區的任何適用稅項向閣下的專業顧問尋求指引。

僅就香港股東而言：在一般情況下，終止該基金不會對香港股東構成任何稅務影響。香港股東將毋須就該基金的股息或其他收入分派或因出售、變現或處置該基金股份而產生的任何資本收益而繳納任何稅項，惟倘該等交易構成在香港從事買賣、專業或業務之一部份，則須就有關收益繳納香港利得稅。然而，建議香港股東應按其特定情況尋求特定稅務意見。

**7. 一般資料**

僅就香港股東而言：售股章程、香港說明文件、該基金的產品資料概要及本公司的組織章程可於任何工作日（星期六及公眾假期除外）之一般辦公時間內在香港代表的辦事處免費索取，亦可於 www.manulifeim.com.hk[1]查閱。

股東如需要有關本通知書所載任何事項的進一步資料，可於一般辦公時間內隨時與本公司的執行人 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）。

**代表**

**宏利環球基金**
**董事會**

**謹啟**

[1] 此網站未經證監會審閱。

# 宏利環球基金

（一家在盧森堡註冊的開放式投資公司）

## 香港說明文件

2026年4月

**請注意：如閣下對香港發售文件（定義見下文）或所附財務報告的內容有任何疑問，應尋求獨立的專業財務意見。**

本文件含有向香港投資者提供的額外資料（「**香港說明文件**」）並構成宏利環球基金（「**本公司**」）日期為2026年4月的售股章程（「**售股章程**」）的一部分，而且，除非附有售股章程，否則不得派發，並必須與售股章程一併閱讀（合稱「**香港發售文件**」）。

列名於售股章程第2節的本公司董事，為對香港說明文件所載資料負責之人士。董事對香港說明文件所載資料之準確性承擔全部責任，並且在作出一切合理查詢後確認，就其深知及確信，並無遺漏會使任何陳述產生誤導的任何其他事實。

香港說明文件旨在列明與本公司及其各子基金（「**子基金**」）有關（尤其是與在香港向投資者發售子基金有關）的資料。

### 可供投資的子基金

本公司及其若干子基金均已獲香港證券及期貨事務監察委員會（「**證監會**」）按照不時修訂、補充及替代的證券及期貨條例（「**證券及期貨條例**」）第104條認可在香港向公眾提呈發售。縱使給予該項認可，證監會對本公司之財政穩健程度，或就此作出的任何聲明或表達的意見是否正確並不承擔任何責任。證監會的認可不是對產品的推薦或認許，亦不是對該產品的商業利弊或表現作出保證，更不代表該產品適合所有投資者，或認許該產品適合任何特定投資者或任何特定類別的投資者。證監會對香港說明文件所作出的陳述或表達的意見是否準確概不承擔責任。

**注意：**就售股章程所載述子基金而言，只有以下子基金（除非下文另有說明）獲證監會按照證券期貨條例第104條認可在香港向公眾提呈發售：

**股票基金：**

**東協股票基金**

**亞太房地產投資信託產業基金**

**亞洲小型公司基金**

**中華威力基金**

**領先動力基金**

**巨龍增長基金**

**新興東歐基金^（自2025年12月16日起終止）**

**環球氣候行動基金**

**環球股票多元入息基金**

**環球股票基金**

**環球房地產投資信託產業基金**

**環球半導體機會基金**

**康健護理基金**

**印度股票基金**

**日本股票基金**

**可持續亞洲股票基金**

**台灣股票基金**

**美國股票基金**

**債券基金：**

**亞洲總回報基金**

**亞洲高收益基金**

**亞洲短期債券基金**

**可持續亞洲債券基金**

**美元入息基金**

**美國特別機會基金**

**混合基金：**

**亞洲動力入息基金**

**多元化實質資產基金**

**環球多元資產入息基金**

**投資級優先證券收益基金**

**優先證券收益基金**

^請注意，新興東歐基金已由2025年12月16日起終止。儘管此子基金於截至本文件日期仍獲得證監會認可，但其已不再在香港向公眾提呈發售。

請留意，售股章程乃全球發售文件，因此可能亦不時包含未經證監會認可的子基金之資料。

不得就以上任何未經認可之子基金在香港向公眾提呈發售。證監會僅就在香港向公眾提呈發售經證監會認可之子基金，授權發佈香港發售文件。中介人須注意此限制。除非證券期貨條例第103條之豁免適用，否則在香港向公眾提呈發售該等未經證監會認可的子基金乃屬違法。

敬請留意，售股章程所提及的本公司網站www.manulifeglobalfund.com（「**全球網站**」）並非以香港零售投資者為對象，香港零售投資者亦不應以該網站作參考。若售股章程提及某些文件或資料可透過全球網站取得，香港零售投資者則可在網站http://www.manulifeim.com.hk（「**香港網站**」）及向香港代表索取該等文件或資料。全球網站和香港網站均未經證監會審閱，並可能載有未經證監會認可的基金的資料。此等網站所包括的資料及材料並不構成香港發售文件的一部分。

各子基金可自行發售超過一個系列的股份（各「**類別**」）。

投資者應注意，在本公司或任何子基金持續獲證監會認可期間，香港發售文件將予翻譯並提供英文及中文文本。就香港投資者而言，香港發售文件的中文文本應具有與其英文文本相等的地位。

雖然本公司按其投資權力獲准從事證券借出、回購、反向回購及類似的場外交易，但是本公司現時無意就任何證監認可的子基金作出如此的交易，惟本公司會因應當前市場情況不時檢討此項政策。如因政策改變以致有最終的計劃從事該等交易，本公司將於改變生效之前給予所有股東一個月事先通知。香港說明文件屆時亦將作出更新以按證監會要求提供有關任何該等交易的安排之詳情。

就本公司可向投資者提供服務，及／或為無論何種目的配對投資者其個人資料有關的任何目的而言，及／或就促進、改善及增進本公司、宏利金融集團其他成員公司及／或香港説明文件項下的任何服務供應商通常向投資者提供服務之目的而言，投資者在申請表上提供的個人資料及投資者與本公司之間的交易或買賣的詳情可予使用、儲存、披露及轉移至本公司認為有需要的人士（包括但不限於宏利金融集團的任何成員公司）。股東有權要求取用及改正任何個人資料或要求個人資料不得用於直接推銷。

本公司確認，只要本公司及任何子基金在香港仍獲證監會認可，而且除非獲證監會另行批准，否則本公司之意圖是按照《證監會有關單位信託及互惠基金、與投資有關的人壽保險計劃及非上市結構性投資產品的手冊》第7章的相關一般投資原則來經營證監會認可的各項子基金。

環球房地產投資信託產業基金與亞太房地產投資信託產業基金並未獲證監會根據《房地產投資信託基金守則》認可。

**申請程序**

香港投資者申請程序如下文第3 節所述，而開戶申請表連同本香港發售文件派發。若需更多香港發售文件及開戶申請表，可在下列香港分銷商及香港代表的辦事處索取：

***香港分銷商***

宏利投資管理（香港）有限公司
香港特別行政區
銅鑼灣
希慎道33 號
利園一期
10 樓

***香港代表***

花旗銀行香港分行
香港特別行政區
中環
花園道3號
冠君大廈
50樓

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## 1. 詞彙集

售股章程中定義的詞語及字句，除非香港説明文件另有定義，否則具有與用於香港説明文件的詞語及字句相同的意義。如售股章程與香港説明文件之間內容有任何歧異，應以後者所載資料為準。

**「交易日」**，按香港説明文件文義，就任何子基金的股份而言，是指交易日（定義見售股章程）兼為(i) 聯交所開門營業作證券交易的日子，除非董事會另有決定，及／或(ii)董事可不時決定的其他日子。

就香港説明文件而言，「**惡劣天氣情況**」指香港天文台懸掛八號或以上颱風訊號，或發出黑色暴雨警告，或香港政府公佈「極端情況」之情況；及任何惡劣天氣情況在當日任何時間生效，且香港銀行的正常營業時間因該等惡劣天氣情況受到影響的交易日均稱為**「惡劣天氣交易日」**。

## 2. 風險因素

本公司投資之價值及因而本公司股份的價值可升亦可跌，而且投資者未必可收回其投資的款額。

一般風險因素列載於售股章程第5節中。金融衍生工具風險因素載列於售股章程第5.17節。

各子基金有關的特定風險因素列載於售股章程附錄一。香港投資者亦應參閱下文第3.6節，以了解有關惡劣天氣交易安排的風險。

**風險管理**

管理公司風險管理程序摘要載於售股章程附錄四。流通性及波動風險的説明亦載於售股章程第5.12 段。投資者亦應留意，若子基金接獲大量贖回要求，子基金可能須要按大幅折讓價將投資變現，以滿足該等要求，而子基金或會因買賣該等投資而蒙受虧損。有關子基金及其投資者或會因而蒙受不利影響。

管理公司已制訂流通性風險管理政策，令其能夠識別、監控及管理子基金的流通性風險，並確保子基金投資的流通性狀況有助其履行有關子基金應付贖回要求的責任。該項政策結合可採用的流通性管理工具，亦尋求達到公平對待各股東。

管理公司的流通性風險管理政策已顧及子基金的投資策略、流通性狀況、贖回政策及交易頻密程度。

流通性風險管理政策涉及持續監控子基金所持投資的情況，以確保該等投資適合售股章程第8.4段所載的贖回程序，並將有助履行有關子基金應付贖回要求的責任。再者，流通性風險管理政策包含管理公司為管理子基金在正常與特殊市況下的流通性風險而定期進行壓力測試的詳情。

管理公司或會運用以下工具來管理流通性風險：

- 本公司可將某子基金於任何交易日贖回的股份限制為該子基金當時已發行股份的10%。有關進一步詳情，請參閱售股章程第8.4.3段。
- 本公司可將於任何交易日向任何單一股東支付的贖回所得款項限制為500,000美元。有關進一步詳情，請參閱售股章程第8.4.3段。
- 本公司可採用波幅定價機制並於任何營業日調整子基金的每股資產淨值。有關進一步詳情，請參閱售股章程附錄三第3(b)段。
- 子基金可暫時借取最高為其總淨資產10%的款額。有關進一步詳情，請參閱售股章程附錄二第2.12段。

本公司可於某些情況下暫停計算子基金任何類別的每股資產淨值，以及暫停發行、贖回及轉換股份。有關進一步詳情，請參閱售股章程附錄三第9 段。

## 3. 交易程序

**3.1A 可供香港大眾散戶認購的類別**

目前，以下類別向香港大眾散戶提呈發售（統稱稱為「**香港類別**」）：

**累積類別：**

- AA 累積
- AA（澳元對沖）累積
- AA（英鎊對沖）累積
- AA（港元）累積
- AA（日圓對沖）累積

**每月總額派息類別：**

- AA（澳元對沖）每月派息(G)
- AA（加元對沖）每月派息(G)
- AA（歐元對沖）每月派息(G)
- AA（英鎊對沖）每月派息(G)
- AA（港元）每月派息(G)

- AA（人民幣對沖）累積

**每年淨額派息類別：**

- AA
- AA（澳元對沖）
- AA（加元對沖）
- AA（港元）

**每月淨額派息類別：**

- AA 收益
- AA（澳元對沖）收益
- AA（加元對沖）收益
- AA（港元）收益
- AA（日圓對沖）每月派息(G)
- AA（新西蘭元對沖）每月派息(G)
- AA（人民幣對沖）每月派息(G)
- AA（美元）每月派息(G)

**特別每月派息類別：**

- R（港元）每月派息(G)
- R（美元）每月派息(G)

**固定收益每月派息類別：**

- F（澳元對沖）每月派息(G)
- F（加元對沖）每月派息(G)
- F（英鎊對沖）每月派息(G)
- F（港元）每月派息(G)
- F（日圓對沖）每月派息(G)
- F（新西蘭元對沖）每月派息(G)
- F（人民幣對沖）每月派息(G)
- F（美元）每月派息(G)

### 3.1 認購及贖回價

除初次認購股份外，各類別每股股份的認購價及贖回價將由按有關交易日有關子基金有關類別每股的資產淨值確定。

交易價格（四捨五入到小數點後四位），即香港類別股份的認購價及贖回價，將每日刊登於 http://www.manulifeim.com.hk，可向本公司註冊辦事處索取，及/ 或可致電+852 2108 1110聯絡香港分銷商索取。請注意，上述網頁可能含有與未獲證監會認可且不可向香港公眾散戶提呈發售的基金有關的資料。此網頁所含資料及材料不構成香港發售文件的一部分，而且未經證監會審閱。

不可供香港公眾散戶認購的類別的價格將不會公佈。

公佈的交易價格將不包括售股章程第9.5.1節所述應付的任何初次收費、贖回費和轉換費的款額。

### 3.2 申請

#### 3.2.1 申請程序

申請應提交予香港分銷商，而所有關於本公司的查詢亦應向其提出。投資者切勿將任何款項支付予按照證券期貨條例附第V部並非持牌或註冊從事第1類受規管活動的香港營業員或中介人。

各子基金各類別的最低初始投資額、最低隨後投資額及最低持股額列載於售股章程附錄一。

除非已與香港分銷商事先作出安排，否則，首次購買股份的投資者應填妥隨香港發售文件派發之開戶申請表，簽署妥當後交回給香港分銷商。香港分銷商可酌情決定接受以傳真提交的開戶申請表，但簽妥的開戶申請表正本須隨後即時補交。

如未收到經簽妥的開戶申請表之原件及本公司可要求的任何進一步的詳細身份證明，本公司保留取消有關股份的配售之權利。在此情況下，本公司有權向申請人追討原來的認購價超出取消當日通行的贖回價的差額（如有），連同本公司可能遭受的任何其他損失及贖回費。

對於其後的申請，股東可以傳真（風險自負）或書面作出，或以本公司及/ 或香港分銷商可不時決定的其他網上或電子方式作出。

本公司及／或香港分銷商保留拒絕全部或部分申請之權利。若申請被拒，本公司將在拒絕申請日後五個交易日之內以支票或電匯（費用由申請人承擔）方式退回申請款項或其餘額，但不會補付利息。然而，請亦參閱下文第3.2.1A節以了解初次認購香港類別的詳情及參閱下文第3.2.2節以了解有關惡劣天氣交易日的特別交易安排的詳情。

本公司、香港代表、香港分銷商或過戶處將不會就因經網上或電子方式（包括傳真）發送但香港分銷商並無收到的申請所引致的任何損失承擔任何責任。

### 3.2.1A 初次發售期內之香港類別初次認購

倘若董事已指定初次發售期而子基金任何香港類別於該初次發售期首次發售供香港投資者投資，則在初次發售期內的股份認購申請必須於初次發售期最後一個交易日下午5時（香港時間）或之前送達香港經銷商。

有關初次發售期內初次認購的詳情，請參閱售股章程第8.2.7節。另請參閱下文第3.2.2節以了解有關惡劣天氣交易日的特別交易安排的詳情。

### 3.2.2 交易截止時間及惡劣天氣交易日的特別安排

除上文第3.2.1A節就於初次發售期內的申請另有規定外，香港分銷商於香港時間下午五時之前接納以港元、美元或相關類別結算貨幣提出的有效申請將按於該日稍後之估值時間計算的認購價辦理，惟該日須為交易日。然而，投資者亦應向其可能會就投資者的要求實施不同的交易截止時間的分銷商查詢。董事會已根據章程規定按其酌情權決定，現時不在認購價的稅項和收費作撥備。

此外，申請人及股東應注意，售股章程第三部分載明的交易安排須遵循惡劣天氣交易日的特別安排如下：

(a) 除非香港分銷商全權酌情另行決定，否則在惡劣天氣交易日以實體形式（為免產生疑問，不包括傳真）提交的認購、轉換及贖回申請（視情況而定）將不會處理，直至下個並非惡劣天氣交易日的交易日。在該等情況下，該等申請在下個並非惡劣天氣交易日的交易日之前將不被視為已收到。

(b) 所有股東將可透過網上或電子方式（包括傳真）提交該等申請，而香港分銷商在惡劣天氣交易日收到的該等網上及電子申請的交易安排將不受影響。為免產生疑問，作出初次認購股份的首次申請人必須繼續遵循上文第3.2.1節所述的認購程序。

若股東選擇在惡劣天氣交易日以網上或電子方式（包括傳真）提交申請，則股東將應要求全面賠償本公司及香港分銷商，以補償本公司及/ 或香港分銷商因本公司及/ 或香港分銷商（視情況而定）按照或未能按照在惡劣天氣交易日提供的網上或電子（包括傳真）指示行事，或因傳送失敗而未能收到該等指示，而對本公司及/ 或香港分銷商提出或其招致的所有訴訟、損失及開支。

(c) 除非香港分銷商全權酌情另行決定，否則實體支票及銀行匯票於任何惡劣天氣交易日將不會處理，並將會在下個並非惡劣天氣交易日的交易日處理：

(i) 若認購股份的申請被拒絕，且申請款項（或其餘額）須按照上文第3.2.1節的規定在五個交易日內以支票形式退還，則惡劣天氣交易日將不計入該五個交易日之內；及

(ii) 若按照下文第3.2.6節，認購的結算資金須在規定的截止時間內收到（「結算資金截止時間」），就惡劣天氣交易日的特別安排而言，投資者仍須確保遵守結算資金截止時間。投資者應參閱下文第3.6節，以了解有關拖欠或逾期付款的風險的詳情。

(d) 贖回所得款項的支付通常應繼續遵循下文第3.4.4節所述適用於交易日的程序。然而，投資者應注意，過程中出現惡劣天氣交易日可能會影響該等贖回所得款項的實際退還時間。任何情況下，根據下文第3.4.4節的規定，贖回所得款項將在香港代表收到所有所需的贖回文件後不超過30日支付。

申請人及投資者如欲透過其他分銷渠道買賣股份，亦應向可能對惡劣天氣交易日實施不同的交易安排的相關分銷商查詢。申請人及投資者亦應向其可能於惡劣天氣交易日實施其本身的交收及結算安排的銀行查詢，以確保遵守適用的付款截止時間（包括結算資金截止時間）。

### 3.2.3 逾時交易及市場選時交易

逾時交易被董事會定義為接受於相關交易日適用的交易截止時間後的交易（即認購、轉讓或贖回）指示，而有關指示亦會以根據該交易截止時間前收到的指示所適用的資產淨值計算的價格執行。逾時交易是被嚴格禁止。

為防止以上行為，股份會以未知價格的方式發行，而本公司及香港分銷商亦不會接受交易截止時間後收到的交易要求。

市場選時交易被董事會定義為一種套戥方法。據此投資者利用相關子基金資產淨值釐定方法的時差及／或不完善或不足之處，於短時間內有系統地認購及贖回或轉換股份。市場選時交易行為會影響投資組合的投資管理，及因成本增加及/ 或導致利潤攤薄而對相關子基金表現構成不利影響。

本公司保留拒絕任何懷疑進行市場選時交易人士對任何子基金的認購及轉換要求的權利。

### 3.2.4 結算貨幣

申請人可以下列方式支付其認購款項：

(a) 以香港銀行開出的港元或美元支票或銀行匯票支付；或

(b) 以美元或港元或相關類別結算貨幣銀行轉帳存入開戶申請表指明之適用帳戶。

倘申請人希望以其他主要貨幣付款，請先與香港分銷商聯絡。就該等認購而言，申請將被視為在香港代表確認收到已結算妥當之資金並將所得款項轉換為相關類別的計價貨幣之日收妥。申請然後將按相關交易日的估值時間計算的認購價辦理。

股東可填妥有關的申請表格以同日自動轉帳的方式（在其首次申請之後）申請購買股份。

有關惡劣天氣交易日的特別交易安排的詳情，請亦參閱上文第3.2.2節。

### 3.2.5 支付詳情

本公司概不接受現金或第三方付款。如以支票或銀行匯票支付：

支票和銀行匯票抬頭人為「Citibank N.A., Hong Kong Branch – MGF A/C」（具有「不得流通，限入抬頭人帳」劃線）背面書明子基金名稱及申請人姓名。

有關惡劣天氣交易日的特別交易安排的詳情，請亦參閱上文第3.2.2節。

若以銀行轉帳支付，付款應按照www.manulifeim.com.hk指明的適用結算詳情進行。
以港元支付的隨後認購付款，股東可選擇以同日自動轉帳方式支付，惟同日自動轉帳銀行帳戶須已在參與服務提供的銀行開立，而且已填妥有關的申請表作出有關的自動轉帳安排。股東應確保同日自動轉帳銀行帳戶中有足夠的資金以在有關交易日香港時間下午三時之前結算，而且認購指示的款額不超過銀行帳戶所設定的支帳限額

### 3.2.6 股份之分配

除上文第3.2.1A節就於初次發售期內的申請另有規定外，對於以港元、美元或相關類別結算貨幣付款的認購申請，如申請於香港時間下午五時前獲香港分銷商接納，有關股份將於申請獲接納的同一交易日配發。港元、美元或相關類別的結算貨幣認購申請則必須於初次發售期結束後三個交易日內（就於初次發售期內的申請而言）；或於申請提交後三個交易日內（就任何其他申請而言）完成結算並提交至香港代表。如支票或匯票未能成功結算，或者電匯款項未能兌現價值，或同日自動轉帳銀行帳戶內沒有足夠的資金，本公司可對逾期款項以本公司認為合適的息率按日收取利息，直至全額收到款項為止。不論徵收利息與否，本公司均有權取消配售股份。在該情況下，本公司有權向投資者追討原有認購價加上應計利息超過取消配售當日之贖回價的差額。此外，本公司保留權利就未能在規定期限內收到或根本未有收到投資者支付完成結算的款項而直接或間接引起的損失（包括贖回費）追討賠償。

為確定將予發行之股份數目，本公司將按本公司認為適當的匯率計算認購款項之相關類別適用結算貨幣（如認購並非以該貨幣支付）等值。兌換相關結算貨幣引起之一切銀行費用和支出將從認購款項中扣除，而扣除後的相關結算貨幣餘額則作投資本公司之用。

有關惡劣天氣交易日的特別交易安排的詳情，請亦參閱上文第3.2.2節。

### 3.2.7 成交單據

各項申請將以提供個人客戶號碼的詳情的成交單據（由過戶處或香港代表代其發出）認收。如以港元、美元或相關類別結算貨幣以外的貨幣申請，成交單據將於收到已結算妥當的資金並將其兌換為相關結算貨幣後發出。

其後與本公司的所有通訊中都必須引用個人客戶號碼。

## 3.3 轉換

### 3.3.1 轉換程序

股東只可將其在一個子基金中的部分或全部股份轉換成為同一子基金或另一子基金的同一類別或分類（定義見下文）的股份。

就香港零售投資者的轉換而言，以下股份類別須被視為屬於同一分類：(1) 任何子基金中所有標示著「AA」或「R」或「F」的香港類別（統稱「**AA/R/F 類別**」）；及(2)董事根據香港發售文件可不時決定在香港發售或銷售的任何子基金的其他股份類別。例如，就同一類別的轉換而言，一個子基金的AA類別股份可轉換成為同一子基金或另一子基金的任何AA類別股份（例如AA轉換成為AA累積、AA累積轉換成為AA收益等）。

一個類別或分類的股份不可轉換成為另一類別或分類的股份（不論是在同一子基金或另一子基金）由於不同子基金的最低初次投資額不同，因此，茲提醒股東在提出任何轉換要求之前檢查其持有量。轉換股份的指示可以傳真或書面或本公司及／或香港分銷商可不時決定的其他網上或電子方式發送給香港分銷商，但必須由股東或（如為多於一名股東）所有聯名股東作出。網上及電子傳送（包括傳真）失敗的風險概由有關的股東承擔。

本公司及／或香港分銷商保留權利全部或部分拒絕任何無效或不適當的轉換股份申請（包括本公司知悉或有理由認為屬與市場擇時有關或來自其認為是過度交易人士的任何申請）。股東僅可將其所持股份轉換成為同一類別或分類的股份，而且該等股份是依照售股章程規定在香港發售或出售的，而轉換受所有適用的最低初始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。

於2007年12月29日前認購股份的股東若於上述日期之後將其全部或部分現有持股轉換至新子基金，則應注意，售股章程第3.1節列明的新的最低持股額將適用於其對新子基金的持股。

至於持有記名無憑證股份的股東，除非股東已使用開戶申請表中的轉換指示選項，否則，如其以傳真發出轉換股份指示，須隨即向香港分銷商發送經簽署的書面指示正本，當中應載明股東姓名、地址、其有關個人客戶號碼、轉換涉及的子基金名稱和股份數目等全部詳情。使用開戶申請表中的轉換指示選項的股東可自行承擔風險以傳真發出轉換指示（無需補交書面指示的正本），亦可通過電話發出轉換指示，但必須隨即以書面正本或傳真確認。

有關惡劣天氣交易日的特別交易安排的詳情，請亦參閱上文第3.2.2節。

無論本公司、香港代表、香港分銷商還是過戶處，對因以網上或電子方式（包括傳真）發送但香港分銷商沒有收到的申請而產生的任何損失，概不負任何責任。

### 3.3.2 股份轉換交易截止時間

香港分銷商於香港時間下午五時前接納的轉換指示將通常按該日稍後之估值時間計算的有關價格辦理，惟該日應為交易日。轉換股份的價格，按使用原有子基金的贖回價參照轉換日通行的新子基金的認購價購買新子基金股份之方式確定。轉換成交單據將由香港代表代過戶處發出。

投資者應注意，如本公司收到兩套指示之間的時間不足夠且先前的交易尚未完成，則就先前交易轉換的股份收到的指示將不獲處理。

有關惡劣天氣交易日的特別交易安排的詳情，請亦參閱上文第3.2.2節。

## 3.4 贖回

### 3.4.1 股份贖回程序

贖回指示應以書面或傳真方式或本公司及／或香港分銷商可不時決定的其他網上或電子方式提交予香港分銷商，並必須載明股東的姓名、地址、其有關個人客戶號碼、有關子基金及類別之名稱、贖回股份數目以及贖回所得款項應存入之有關銀行帳戶資料、貨幣、戶名、帳號等全部詳細資料。簽署必須經銀行、股票經紀或律師核實。網上及電子傳送（包括傳真）失敗的風險由有關的股東承擔。

持有記名憑證股份或不記名股份的股東如已通過傳真發出其贖回指示，應隨即將妥為背書的股票（如為聯名股東，必須由所有股東背書）交回香港分銷商。

至於持有記名無憑證股份的股東，除非其已使用開戶申請表中的贖回指示選項，否則，如其選擇以傳真發出贖回指示，須隨即向香港分銷商發出經簽署的贖回表格或等同的書面指示的正本，當中應載明上述詳細資料。使用開戶申請表中的贖回指示選項的股東可自行承擔風險以傳真發出贖回指示（無需補交書面指示的正本），亦可通過電話發出贖回指示，惟必須隨即以書面正本或傳真確認。

有關惡劣天氣交易日的特別交易安排的詳情，請亦參閱上文第3.2.2節。

本公司、香港代表、香港分銷商或過戶處將不會就因以網上或電子方式（包括傳真）發送但香港分銷商沒有收到的申請而產生的任何損失負上任何責任。

AA/R/F 類別股份免收任何贖回費。

### 3.4.2 股份贖回截止時間

香港分銷商於香港時間下午五時前接納的贖回指示將通常按該日稍後之估值時間計算的贖回價格辦理，惟該日應為交易日。

贖回價按售股章程附錄三標題為「認購價和贖回價」的分節中所述方式計算。

有關惡劣天氣交易日的特別交易安排的詳情，請亦參閱上文第3.2.2節。

### 3.4.3 贖回限制

本公司無義務於任何交易日贖回超過任何子基金當時已發行的股份10%的股份。如本公司於任何交易日收到多於有關子基金當時已發行股份總數10%的贖回要求，可將超過該10%限額的贖回順延到下一個交易日，屆時辦理上述贖回要求將優先於其後的要求。

此外，如單一股東贖回金額超過500,000美元，可延遲到有關結算日以後最多七個交易日支付。

### 3.4.4 贖回款項的結算

贖回款項通常會以電匯方式支付，但如贖回款項金額少於40,000港元（或等值之任何其他主要貨幣），則通常會以支票支付。付款貨幣通常為美元，但亦可為香港分銷商批准的任何貨幣。匯款或貨幣兌換交易產生之任何費用應由有關投資者承擔。

結算款項一般於香港代表/香港分銷商收到所有要求的贖回文件後三個交易日內支付，無論如何不超過三十日。因此，茲提醒投資者，如不遵照上文所述的贖回程序，贖回款項付款時間將會延誤。

有關惡劣天氣交易日的特別交易安排的詳情，包括過程中出現惡劣天氣交易日可能對贖回所得款項的實際支付時間產生的影響，請亦參閱上文第3.2.2節。

投資者應注意，如本公司收到兩套指示之間的時間不足夠且先前的交易尚未完成，則就先前交易產生的贖回所得款項收到的指示將不獲處理。

除非獲有關股東事先同意及香港分銷商另行酌情允許，並符合香港分銷商不時決定的所有相關程序，否則本公司概不向任何第三方支付贖回款項。

## 3.5 初次收費、贖回費及轉換費

就特定子基金應付的初次收費、贖回費及轉換費（如有），請參閱售股章程第9.6.1節及附錄一。

## 3.6 有關惡劣天氣交易安排的風險

聯交所已宣佈，自2024年9月23日起，聯交所將在惡劣天氣情況下繼續為香港證券及衍生工具市場提供交易及結算服務，因此，在惡劣天氣情況持續的交易日，香港證券及衍生工具市場的交易、結算及交收服務及運作將繼續進行，而聯交所亦將盡可能維持正常運作。

因此，若聯交所維持正常運作，在聯交所上市的子基金的相關證券將於該等日子在聯交所交易。此外，在惡劣天氣交易日，子基金以網上及電子形式（包括傳真）進行的交易擬將根據售股章程及香港說明文件規定的條款及程序繼續進行。

實施在惡劣天氣交易日進行子基金交易將取決於結算銀行、託管人或分銷商等服務供應商提供的營運支援。儘管已進行系統測試並制定應急計劃，但當發生極端事件（例如系統中斷、臨時停電或電匯渠道暫停）時，該等服務供應商可能無法運作或如常運作。這些情況可能導致交易指示無法傳送，因此在惡劣天氣交易日執行相關指示時可能出現延遲或延遲交易價格的釐定。

倘申請人及/ 或投資者以實體形式（為免產生疑問，不包括傳真）支付認購申請款項，則付款可能受惡劣天氣交易日阻礙而無法及時處理，以致結算資金將未能於指定截止時間前收到。在該等情況下，本公司仍可酌情接受該申請，並安排透過使用其現有的臨時借款融資來安排配發股份，以支付結算所需的任何未繳付款項，直至實體支付在惡劣天氣情況停止後獲得處理。然而，此做法存在實體支付最終無法清算的風險，在此情況下，配發將被取消。投資者應參閱上文第3.2.6節，以了解關於本公司取消任何股份配發，以及申索因延遲或未能付款引致的損失的權利之詳情。該等借款亦涉及更高程度的財務風險，並可能增加相關子基金對利率上升、經濟下滑或其投資的相關資產狀況惡化等因素的風險承擔。無法保證相關子基金將能夠以有利的條款借款。投資者應參閱售股章程附錄二第2.12段，以了解暫時性借款的相關詳情。

此外，雖然子基金在聯交所上市的相關證券將在惡劣天氣情況持續的交易日繼續在該證券交易所交易，但並不保證證券交易所的運作不會被惡劣天氣情況阻礙。在此情況下，該等相關證券的交易可能被阻礙，以致可能對子基金的表現及於該等日子執行交易指示產生不利影響。

雖然本公司、香港代表、香港分銷商、存管處及本公司其他服務供應商將採取適當措施，以確保盡可能維持正常運作，便利子基金在惡劣天氣交易日（如適用）進行交易，但投資者應注意，其投資及出售投資的能力亦取決於其本身的服務供應商能否提供相關服務。例如，分銷商在惡劣天氣交易日可能有不同交易安排，投資者將需向其分銷商核實在該等日子是否可經彼等獲提供交易服務。此等服務供應商獨立於與本公司、香港代表、香港分銷商或存管處。無法保證該等服務供應商的服務不會被惡劣天氣情況阻礙。

# 4. 費用及收費

## 4.1 香港分銷商

分銷商負責香港分銷商及如此委任的任何其他分銷商的收費。

**4.2 香港代表**

存管處將負責香港代表的費用和收費。

**4.3 現金佣金等**

管理公司、投資管理人、分投資管理人或投資顧問或其任何關連人士如收到由買賣本公司的投資項目而產生的現金佣金， 均會存入該投資管理人、分投資管理人或該投資顧問擔任顧問管理或提供意見的有關子基金之帳戶。但是，若有關規則，包括（但不限於）《證監會單位信託及互惠基金、與投資有關的人壽保險計劃及非上市結構性投資產品的手冊》許可，該等人士可從經紀及通過其進行投資交易的其他人士收取並可有權保留明顯地對股東有利的商品及服務及其他非金錢利益（對此，上述人士沒有作任何直接的付款）。這些商品及服務包括（但不限於）合資格的研究服務，為加強投資決策而獲得的電腦硬件及軟件，以及適當的指令執行服務。

## 5. 派息和稅項

本公司的政策是就所有派息類別按照售股章程第10節所示的各派息類別各自的股息政策，向其股東分派由本公司可按其酌情權決定的股息金額。
然而，如就各類別支付給股東的股息款額少於50.00美元，則儘管股東先前有任何收取現金股息的指示，股息卻可在該股東的帳下再投資於該類別的股份。任何該等股份將於派付股息之日發行。按照董事酌情決定，亦可就所有派息類別宣派中期股息，但以不抵觸章程的規定為限。

在香港分銷商不時決定的相關程序的規限下，任何宣派及應付股息將以港元、美元或相關類別結算貨幣支付。支付股息時所產生的任何費用（包括但不限於與電匯及貨幣兑換交易有關的費用）以及與支付股息有關的任何風險（包括但不限於外匯風險）將由相關股東承擔。

| 類別 | 股息支付類型 |
|---|---|
| AA 累積 | 該類別不會獲派發股息。 |
| AA（港元）累積 | |
| AA（澳元對沖）累積 | |
| AA（英鎊對沖）累積 | |
| AA（日圓對沖）累積 | |
| AA（人民幣對沖）累積 | |
| AA | 除非股東曾以書面向香港分銷商另外作出其他指示，否則其股息將會自動再投資於有關類別的額外股份。 |
| AA（澳元對沖） | |
| AA（加元對沖） | |
| AA（港元） | |
| AA 收益 | 除非該等股東曾以書面向香港分銷商表示要求將應付予彼等的任何股息再投資於其投資的相關類別股份的額外股份，否則有關類別的股息將以現金支付予相關股東。 |
| AA（港元）收益 | |
| AA（澳元對沖）收益 | |
| AA（加元對沖）收益 | |
| AA（美元）每月派息(G) | |
| AA（港元）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（歐元對沖）每月派息(G) | |
| AA（英鎊對沖）每月派息(G) | |
| AA（日圓對沖）每月派息(G) | |

| | |
|---|---|
| AA（新西蘭元對沖）每月派息(G) | |
| AA（人民幣對沖）每月派息(G) | |
| R（美元）每月派息(G) | |
| R（港元）每月派息(G) | |
| F（澳元對沖）每月派息(G) | |
| F（加元對沖）每月派息(G) | |
| F（英鎊對沖）每月派息(G) | |
| F（港元）每月派息(G) | |
| F（日圓對沖）每月派息(G) | |
| F（新西蘭元對沖）每月派息(G) | |
| F（人民幣對沖）每月派息(G) | |
| F（美元）每月派息(G) | |

| 派息類型 | 類別 | 股息成份 |
| --- | --- | --- |
| 累積 | AA 累積 | 該類別不會獲派發股息。 |
| | AA（澳元對沖）累積 | |
| | AA（英鎊對沖）累積 | |
| | AA（港元）累積 | |
| | AA（日圓對沖）累積 | |
| | AA（人民幣對沖）累積 | |
| 每年淨額派息 | AA | 股息將從各子基金可提供的淨投資收益（即扣除費用、收費及其他開支後）分派。 |
| | AA（澳元對沖） | |
| | AA（加元對沖） | |
| | AA（港元） | |
| 每月淨額派息 | AA 收益 | 股息將從各子基金可提供的淨投資收益（即扣除費用、收費及其他開支後）分派。股息亦可能從已變現收益及／或資本中撥付。從資本中撥付的股息等於退回或提取投資者原本投資額的一部分或該原本投資額應佔的任何資本收益。<br><br>就對沖類別而言，股息或會按股份類別對沖所產生的息差計算。該等股息或因而包括股份類別貨幣對沖收益/虧損所產生的息差，或會令派付的任何股息增加或減少。 |
| | AA（澳元對沖）收益 | |
| | AA（加元對沖）收益 | |
| | AA（港元）收益 | |
| 每月總額派息 | AA（澳元對沖）每月派息(G) | 股息將從各子基金的總收益（即扣除費用、收費及其他開支前）分派，而其所有或部分費用及開支將從資本中扣除。股息亦可能從已變現收益及/ 或資本中撥付。此舉將導致可供撥付股息的可分派收益增加。此等類別因而可從或實際上從資本撥付股息，等於退回或提取投資者原本投資額的一部分或該原本投資額應佔的任何資本收益。<br><br>就對沖類別而言，股息或會按股份類別貨幣對沖所產生的息差計算。該等股息或因而包括股份類別貨幣對沖收益/虧損所產生的息差，或會令派付的任何股息增加或減少。 |
| | AA（加元對沖）每月派息(G) | |
| | AA（歐元對沖）每月派息(G) | |
| | AA（英鎊對沖）每月派息(G) | |
| | AA（港元）每月派息(G) | |
| | AA（日圓對沖）每月派息(G) | |
| | AA（新西蘭元對沖）每月派息(G) | |
| | AA（人民幣對沖）每月派息(G) | |
| | AA（美元）每月派息(G) | |

| 派息類型 | 類別 | 股息成份 |
| --- | --- | --- |
| 特別每月派息 | R (美元)每月派息(G) | 股息將從各子基金的總收益（即扣除費用、收費及其他開支前）分派，而其所有或部分費用及開支將從資本中扣除。股息亦可能從已變現收益及/ 或資本中撥付。<br><br>此舉將導致可供撥付股息的可分派收入增加。此等類別因而可從或實際上從資本撥付股息，等於退回或提取投資者原本投資額的一部分或該原本投資額應佔的任何資本收益。<br><br>在釐定適用於該類別的派息率時，董事將考慮有關子基金投資組合所持證券及該等證券可產生的投資收益總額，以計算恰當的每股資產淨值收益率（百分比(%)）。<br><br>除該收益率外，子基金並會按每股資產淨值* 的2% 至5% 固定年率（該比率將由董事於有關子基金推出該類別當時釐定，並其後在www.manulifeim.com.hk 披露）從已變現資本收益及／或資本作額外分派，以達致高於預期總投資收益的整體派息率。<br><br>股東務請留意，若並無足夠的已變現資本收益作額外分派，任何差額將會從資本撥付<br><br>* *根據成立當年的初次認購價，以及其後每曆年首個營業日的每股資產淨值，或在極端市場波動或嚴重不利市況下，則其他營業日將由董事（或其代表）在事先通知投資者的前提下決定及在www.manulifeim.com.hk 進一步披露。* |
| | R (港元)每月派息(G) | |
| 固定收益每月派息 | F（澳元對沖）每月派息(G)<br>F（加元對沖）每月派息(G)<br>F（英鎊對沖）每月派息(G)<br>F（港元）每月派息(G)<br>F（日圓對沖）每月派息(G)<br>F（新西蘭元對沖）每月派息(G)<br>F（人民幣對沖）每月派息(G) | 股息將從各子基金的總收益（即扣除費用、收費及其他開支前）分派，而其所有或部分費用及開支將從資本中扣除。 股息亦可能從已變現收益及/ 資本中撥付。這將導致可用作支付股息的可分派收入增加。因此，此類別可能從資本中撥付或實際上從資本中撥付股息，等於退回或提取投資者原本投資額的一部分或該原本投資額應佔的任何資本收益。<br><br>該類別的分派收益率將設定為該類別每股資產淨值的年化固定百分比，因此股息金額將隨之變動。每次派息的每股股息金額的計算方法是將年化固定百分比乘以每月最後一個交易日的每股資產淨值，再除以一年的分派頻率。<br><br>在釐定該類別的年化固定百分比時，董事將結合投資管理人的意見，考慮子基金在未來一段時間產生的預期總投資收益，並由已變現資本收益及／或資本的額外分派作為補充，目標是實現高於預期總投資收益的整體分派收益率。<br><br>股東務請留意，若並無足夠的已變現資本收益作額外分派，任何差額將會從資本撥付。<br><br>年化固定百分比將由董事持續檢討，若董事在考慮各種因素（包括但不限於子基金相關類別的每股資產淨值、當時市況、董事對未來市場及經濟狀況及 |

| | | |
|---|---|---|
| | F（美元）每月派息(G) | 收益產生的預期）後，認為更改年化固定百分比乃屬適當，或若董事認為子基金無法持續支持該年化固定百分比，或在特殊情況下（例如在市場極端波動的時期或市況嚴重不利時），董事可酌情更改年化固定百分比（股東將獲得至少一個月的事先通知）。投資者應注意，正股息率並不意味著正回報。<br><br>對沖類別股份的股息或會按股份類別對沖所產生的息差計算。該等股息或因而包括股份類別貨幣對沖收益/損失所產生的息差，或會令派付的任何股息增加或減少。<br><br>香港投資者可於相關子基金的產品資料概要取得關於該類別年化固定百分比的資料，亦可向香港分銷商索取相關資料。 |

**從子基金的資本作出涉及支付或實際上支付股息的任何分派，可能導致該子基金上述相關類別的每股資產淨值即時減少。過去12 個月就相關子基金上述類別支付的股息（如有）組成（即從可分派淨收入與資本撥付的相對金額），可要求本公司提供及在www.manulifeim.com.hk 上查閱。在獲得監管機構事先批准（在適用的情況下）並向相關股東發出一個月的事先通知下，本公司董事可隨時修訂子基金的股息政策。**

本公司毋須就收取來自香港之股息扣除預扣稅或香港其他稅項。隨著本公司及相關子基金根據證券及期貨條例第104條繼續獲許可在香港從事零售投資，本公司毋須就出售投資所得收入繳納香港利得稅或其他稅項。

居住在香港之股東毋須因購買、持有或出售本公司股份繳納香港稅項，除非該等股份交易構成在香港從事的買賣、專業或業務之一部分，而因此須就有關收益繳納香港利得稅。股東亦無須就其股份繳納任何香港印花稅或遺產稅。

## 6. 香港服務供應商

### 6.1. 香港分銷商

香港分銷商為宏利投資管理（香港）有限公司，一家在香港註冊成立的公司，其註冊地址為香港特別行政區銅鑼灣希慎道33 號利園一期10 樓。香港分銷商就本公司在香港的分銷活動向其提供支援。

### 6.2. 香港代表

香港代表為花旗銀行香港分行，一家在香港註冊的海外公司，其註冊地址為香港特別行政區中環花園道3 號冠君大廈50 樓。

根據委任香港代表的協議，香港代表同意履行《證監會單位信託及互惠基金、與投資有關的人壽保險計劃及非上市結構性投資產品的手冊》第9章規定的代表的職責。

### 6.3. 香港法律的法律顧問

本公司香港法律事宜的法律顧問為的近律師行，其註冊地址為香港特別行政區中環遮打道18號歷山大廈5樓。

## 7. 報告的語言

香港投資者須注意，本公司的(i)未經審核半年度報告，以及(ii) 年報（連同本公司的帳目及投資管理報告）只會提供英文版。不會刊發任何中文版報告。

## 8. 查詢及投訴的處理

如有關於本公司的查詢，應向本公司（其註冊辦事處位於31, Z.A. Bourmicht, L - 8070 Bertrange, Grand Duchy of Luxembourg）或香港分銷商（其註冊辦事處位於香港特別行政區銅鑼灣希慎道33號利園一期10樓的）提出。

如有關於本公司的投訴，應向香港分銷商（其註冊辦事處位於香港特別行政區銅鑼灣希慎道33 號利園一期10 樓的）提出。

香港投資者如欲透過電話查詢或投訴可致電+852 2108 1110 聯絡香港分銷商。

## 9. 重要協議

與本公司有關的其他重要協議，請參閱售股章程附錄二第7段。與香港服務供應商有關的重要協議載列如下：

9.1 Manulife Investment Management International Holdings Limited與香港分銷商於2006年11月15日訂立的香港分銷協議，根據該協議，後者同意擔任本公司股份的香港分銷商（可由該兩方之間不時變更），並根據Manulife Investment Management International Holdings Limited、分銷商及香港分銷商簽訂並於2023年8月1日生效的約務更替協議，由Manulife Investment Management International Holdings Limited更替為分銷商；及

9.2 本公司、Manulife Investment Management International Holdings Limited及花旗銀行香港分行之間於2005年11月21日訂立的香港代表委任協議（可由該三方之間不時變更）。

## 10. 有關子基金的ESG準則的其他資料

根據歐盟的可持續財務披露條例（「**SFDR**」）監管技術標準，已按照SFDR第8條或第9條範圍內的子基金環境或社會特性編製了進一步訂約前披露（「**訂約前披露**」）。香港投資者如欲了解有關證監會認可子基金的ESG準則的更多資料，請參閱載有訂約前披露（僅提供英文版本）的網站https://www.manulifeim.com.hk/assets/en/sfdr/pre-contractual-disclosures.pdf。若售股章程述明有關證監會認可子基金的某些資料載於售股章程附錄五，則香港零售投資者可從上述網站獲取該等資料。訂約前披露並不構成香港發售文件的一部分，並且未經證監會審閱。

## 11. 可供查閱的文件

**可提供的文件**

下列文件於任何工作日（星期六及公眾假期除外）之一般辦公時間在31, Z.A. Bourmicht, L-8070 Bertrange, Grand Duchy of Luxembourg 的本公司註冊辦事處和香港代表的辦事處供免費查閱。

11.1 重要協議（詳述於售股章程附錄二第7段）及上述文件的副本；

11.2 本公司的組織章程（經修訂）；

11.3 管理公司的風險管理程序；

11.4 盧森堡1915年8月10日法律（經修訂）及2010年12月17日法律；及

11.5 本公司最新的半年度報告和年報。

此等文件的副本亦可於支付合理費用後向香港代表處索取。本公司無意向香港投資者派發有關各子基金的KIID的副本，惟該文件於當地一般辦公時間內在上述本公司之註冊辦事處可供免費查閱。

# 宏利環球基金

（一家在盧森堡註冊的開放式投資公司）

## 售股章程

2026年4月

**請注意：如閣下對本售股章程的內容有任何疑問，請徵詢閣下的股票經紀、銀行經理、律師、會計師或其他獨立財務顧問的意見。**

本公司已按2010年12月17日盧森堡法律（經修訂）（「**2010年法律**」）第一部份登記。無論對本售股章程之充分性或準確性，還是對本公司所持有的證券投資組合，該登記毋須任何盧森堡當局予以批准或不批准。任何與此相反的陳述均為未獲認可且屬違法。本公司具有從事可轉讓證券集體投資計劃（「**UCITS**」）的資格並按照歐洲議會和理事會指令第2009/65 EC號獲得承認。本公司已委任Manulife Investment Management (Ireland) Limited擔任其管理公司（「**管理公司**」）（以2010年法律附件二涵義為準）。

管理公司遵守多項薪酬政策、程序及慣例（統稱為「**薪酬政策**」）。薪酬政策符合2011年歐洲共同體（可轉讓證券集體投資計劃）條例，該條例後經可能不時補充或合併（包括可能不時據此就薪酬方面規定的任何條件）的2016年歐洲聯盟（可轉讓證券集體投資計劃）（修訂）條例（「**UCITS條例**」）進行修訂，目的是確保管理公司就適用規則範圍內的員工實施的薪酬慣例：(i)符合及促進健全有效的風險管理；(ii)不鼓勵冒險，並符合本公司及子基金的風險狀況、售股章程或章程；(iii)不損害管理公司為該等子基金最大利益行事而履行的義務；(iv)包括薪酬固定部分；及(v)若將可持續發展風險納入子基金的投資決策程序，則與將可持續發展風險納入其子基金的投資決策程序一致。在應用薪酬政策時，管理公司將以適合其規模、內部組織及管理公司活動的性質、範圍和複雜性相適應的方式和程度遵守UCITS條例。

若管理公司就子基金的若干投資組合管理及風險管理職能委託投資管理人，則可自行酌情決定委託投資組合管理及風險管理的程度，因此個別受委人可獲不同程度的職責和報酬。

薪酬政策的詳情（包括薪酬及福利的計算方法及負責發放薪酬及福利的人士的身份說明），可於ucits.manulifeim.com網站查閱，副本在要求時將可供免費索閱。

**申訴處理**

申訴可以書面方式向管理公司提出，地址為2/f, 5 Earlsfort Terrace, Dublin 2 D02 CK83, Ireland。接獲任何申訴後，管理公司將會處理來自投資者的任何查詢或申訴，又或將之轉介有關人士，並就此回覆投資者。

本公司乃為維持長期投資而設計及管理。短期或過度買賣本公司的子基金的交易或會破壞投資組合管理的策略並增加費用，而因此有損本公司的表現。按照CSSF 04/146通告，本公司、管理公司及分銷商承諾不准許其知悉為或其有理由認為屬與市場選時有關的交易。因此，本公司及分銷商可拒絕接受股份認購申請或轉換，尤其是若交易被視為有破壞性的，特別是申請來自市場選時交易的人，或者來自本公司及分銷商認為屬有短期或過度交易模式或其交易曾經或可能破壞子基金的投資者的情況。為此，本公司、管理公司及分銷商可考慮投資者在子基金或共同擁有或控制的其他基金及帳戶的交易歷史。

只有根據附有本公司最近期的年度報告及於年度報告後公佈的中期報告（如有）的現行完整版本的售股章程及有關各子基金的KIID作出的認購，方為有效。

列名於本售股章程第2節的本公司董事，為對本售股章程所含資料負責之人士。董事對本售股章程所載資料之準確性承擔全部責任，並且在作出一切合理查詢後確認，就其深知及確信，並無遺漏會使任何陳述產生誤導的任何其他事實。

本公司由下列子基金組成：

**股票基金：**

**東協股票基金**

**亞太房地產投資信託產業基金**

**亞洲小型公司基金**

**中華威力基金**

**巨龍增長基金**

**領先動力基金**

**環球氣候行動基金**

**環球股票多元入息基金**

**環球股票基金**

**環球房地產投資信託產業基金**

**環球半導體機會基金**

**康健護理基金**

**印度股票基金**

**日本股票基金**

**可持續亞洲股票基金**

**台灣股票基金**

**美國股票基金**

**債券基金：**

**亞洲總回報基金**

**亞洲高收益基金**

**亞洲短期債券基金**

**可持續亞洲債券基金**

**美元入息基金**

**美國特別機會基金**

**混合基金：**

**亞洲動力入息基金**

**多元化實質資產基金**

**環球多元資產入息基金**

**投資級優先證券收益基金**

**優先證券收益基金**

股份乃根據本售股章程載述的資料及陳述提呈發售。任何交易商、營業員或其他人士提供的任何其他資料或該等人士所作出的任何其他陳述均不得被視為獲本公司、其董事或執行人授權發出。除了本售股章程及本文提及之文件載明的資料和陳述外，絕無其他人士獲授權給予任何資料或作出任何陳述。股份將按本售股章程載明的資料和陳述以及所隨附的任何財務資料發行。在任何情況下，本售股章程的派發以及股份的配售或發行概不代表本公司的事務自本售股章程刊發日期以來並無變動。

本售股章程並不構成任何人士在任何未獲授權提出此類發售要約或招攬的司法管轄區提出的發售要約或招攬，或向任何人士提出發售要約或招攬而此類發售要約或招攬並不合法。本售股章程的派發及股份的提呈發售在若干國家內可能受法律限制。有意根據本售股章程申購股份的人士有責任主動留意和遵守該等限制，以及遵守在其為公民、居住、原居住或本籍的國家有關的外匯管制規例及應繳稅項規例。

股份未曾而且不會按1933年美國證券法(經修訂)(「**證券法**」)，或美國任何州或其他政治分區的證券法註冊，而不可直接或間接在美國、其領土或屬地、其任何州或哥倫比亞特區或直接或間接向任何美國人士(由美國證券法S規則所定義)或為任何美國人士的利益提呈發售、出售、轉讓或交付，但根據登記或任何適用的豁免進行上述事宜則不在此限。無論美國證券交易委員會還是美國境內的其他規管機構都未對股份或本售股章程之充分性或準確性表示贊同。本公司未曾而且不會按經修訂的1940年美國投資公司法(「**1940年法律**」)登記。

儘管有上述規定，股份將來可向有限數目或種類的美國人士提呈發售及出售，但唯有依照董事授權並按美國或其任何州的法律規定毋須登記本公司、任何子基金、或股份的方式方可提呈發售或出售。除非某人士應書面向本公司提出除其他事項外下列聲明和同意，否則除了如前一句所述者外，股份不得向其發行或轉讓：(A)聲明該人士不是美國人士亦不是為美國人士帳下購買該等股份，(B)同意如果於他們仍為任何股份的持有人或者為某美國人士的帳下或利益持有任何股份期間任何時候，該人士變成美國人士，其將迅速通知本公司，以及(C)同意就與違反上述聲明及同意有關發生的任何損失、損害、費用或支出賠償本公司。

股份現時未曾亦不會具有根據加拿大或加拿大任何省份或屬地的證券法律出售的資格，不可在加拿大亦不可向加拿大任何居民直接或間接提呈發售或出售。

**茲提請美國人士及加拿大國民或居民注意附錄三第7段關於本公司某些強制贖回權的內容。本公司保留權利，於發現身為本公司股東的加拿大國民已經不再居於加拿大境外，而再度以加拿大為居住地時，行使上述贖回權。**

茲忠告股東及有意的投資者，就其註冊、成立、為公民或居民或作為住所的國家之法律項下購買、持有、出售或以其他方式處置股份可能存在的稅務或後果徵詢其專業顧問的意見。

中華威力基金可能投資的一些證券，而該等證券是不允許中國的國民、居住在中國的個人、(如為公司或合夥業務)在中國成立之公司或合夥業務、或最終受益人為中國國民／居民之公司／合夥業務擁有的。因此，該等子基金的股份將不會向該等類別的投資者提呈發售。現有股東如屬以上任何一個類別人士，會被提供強制贖回的事先通知。

英國投資者的額外資料

本公司為英國2000年金融服務及市場法(經修訂)所界定的認可計劃。本公司根據海外基金制度在英國獲得認可，但並非英國認可基金。有關根據海外基金制度獲得認可並可在英國推廣的子基金清單，請聯絡分銷商及／或英國設施代理人及／或查閱由英國FCA維持的金融服務登記冊。

分銷商可獲得及持有股份，而且可完全由其酌情決定以向任何股東出售及／或從股東購買股份的方式以滿足出售、發行、贖回及轉換股份的任何申請或請求，惟申請的股東同意該交易，而且交易是按與股份相應的出售、發行、贖回或轉換的情況下適用的相同條款實行。分銷商有權保留來自該等交易的任何利潤。分銷商將定期將有關其實行的交易的任何資料送交本公司以更新股份登記冊並使本公司能發出任何股票(如適用)。

董事會已批准本售股章程的英文文本全文。此售股章程可翻譯成其他語言。如本售股章程被翻譯成另一語言，譯文應盡可能接近英文文本的直接翻譯，對英文文本的任何偏離應僅為遵守其他司法管轄區監管當局的要求所需。如任何譯文的任何詞語之意義有任何不一致或含糊不清，應以英文文本為準，但下列情況(及僅在下列情況)不在此限：特定司法管轄區的法律要求本售股章程的英文及當地語言的文本應具有同等效力，或者要求本公司與投資者之間在該司法管轄區的法律關係應受售股章程的當地語言文本規管。

**投資者應充分瞭解，股份之價值及股份收入(如有)可跌亦可升，因此，投資者贖回股份時實際所收可能少於原來的投資額。**

**投資者還應充分瞭解，不同貨幣之間匯率的變化亦可能導致股份的價值較股東所在國家的貨幣有所減少或增加。**

**在投資前，請小心仔細閱讀本售股章程有關產品特點及風險因素之詳情。在為投資選擇基金時，若閣下於任何時刻對任何子基金是否適合閣下有疑問，應尋求獨立專業財務意見。**

**本公司提醒投資者注意，任何投資者，只有當其本人以其本身的名字登記在股東名冊時方能直接對本公司充分行使其投資者權利，特別是參加股東大會的權利。在投資者通過中介人以其本身的名字但是代表投資者投資於本公司的情況下，投資者並不總是能夠直接對本公司行使某些股東權利。建議投資者聽取關於其權利的意見。**

**當投資者透過金融中介人認購或贖回本公司股份時，該等投資者一般不會直接記錄在股東名冊中。相反，使用一名或多名中介人認購或贖回本公司股份通常意味著任何該等認購或贖回要求均在中介人的層面上代表多名投資者匯集總計，然後該中介人出現在股東名冊中。因此，如因資產淨值計算錯誤或不遵循本文件項下適用的投資規則而出錯，該中介結構可能難以準確地追蹤最終投資者，從而令公平公正的計算及分配賠償變得複雜。**

**本公司曾遵照盧森堡有關個人資料處理的個人保障的2002年8月2日法例(經修訂)、有關個人資料處理及該等資料的自由轉移而對自然人的保障的歐洲規例(EU)2016/679(一般資料保障規例)及任何其他就實施或補充上述規定的歐盟或國家法例，就本公司及代表其收集、記錄、改編、傳輸及以其他方式處理及使用個人資料的事宜發出私隱聲明(「私隱聲明」)。該私隱聲明載列可處理的個人資料種類、個人資料所涉及的人士及如何取得個人資料，可處理或收取該等個人資料的有關人士及其目的，以及解釋為確保該等個人資料的私隱而已實施的某些政策和做法。私隱聲明進一步闡述股東有權要求：(i)查閱其個人資料、(ii)糾正或刪除其個人資料、(iii)限制處理其個人資料、及(iv)將其個人資料傳輸給第三者；以及股東就資料保障相關問題而向有關監督當局提出投訴的權利、撤回其對處理個人資料的同意的權利以及反對處理其個人資料的權利。**

**有關最新私隱聲明的詳情載於網站www.manulifeglobalfund.com內「私隱聲明」。私隱聲明可能不時更新，建議閣下定期瀏覽本公司的網站以查閱任何修訂。**

**尤須注意：一經認購股份，即代表每名股東同意本公司及／或任何股份分銷商及／或本公司正式指定的任何其他實體(各自稱為「資料收受人」)不時向歐洲經濟區、根據不時在經合組織的資訊自動交換共同匯報標準下參與司法管轄區(「CRS司法管轄區」)的任何國家或美國的任何政府或監管機構(包括稅務機構)(「監管機構」)收集、儲存、使用、處理、披露及報告該股東向任何資料收受人所提供的任何資料(「相關資料」)，以就(但不限於)分享資料及稅務報告及預扣本公司應付股東的任何款項，符合相關監管機構可能不時適用於本公司及／或子基金的規定以及其他適用法律責任(統稱「監管及法律規定」)。**

**每名股東進一步同意：(a)如向任何相關資料收受人提供的任何資料有任何更改(包括造成該股東的納稅人地位變更的任何情況)，盡快通知該資料收受人；(b)豁免該股東根據任何適用司法管轄區的任何相關法律或法規而享有的任何及一切將妨礙任何相關資料收受人符合適用監管及法律規定的權利，包括(但不限於)任何專業或銀行保密規則；及(c)如該股東未能提供獲要求的任何相關資料，或如該股東於任何時間就上文列出的豁免提出反對，則本公司可根據適用法例就該股東所持有的股份預扣應付該股東的任何款項及／或強制贖回該股東所持有的股份。**

**按有關設立實益擁有人名冊的2019年1月13日盧森堡法律(「實益擁有人名冊法律」)規定，任何自然人若直接或間接擁有本公司超過25%的股份或本公司投票權或透過其他控制方式最終擁有或控制本公司(「實益擁有人」)，該自然人必須代本公司以實益擁有人身份登記於實益擁有人名冊。一經認購股份，任何股東若為實益擁有人表示同意其遵照實益擁有人名冊法律規定而向本公司、管理公司、執行人及／或本公司正式指定的任何其他實體提供本公司所規定的進一步資料，以遵從實益擁有人名冊法律。**

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## 1. 詞彙集

本售股章程中，下列詞語應分別有下文右欄中列明的意義：

| | |
|---|---|
| **「AA 類別」** | 指所有標示著「AA」的類別。 |
| **「累積類別」** | 指不撥付股息及標示著「累積」的類別。 |
| **「ABS」** | 指資產抵押證券。 |
| **「執行人」或「過戶處」** | 指Citibank Europe plc, Luxembourg Branch及其職務繼任人或可能不時獲委任為本公司及其子基金執行人的其他實體。 |
| **「機構MBS」** | 指由吉利美、房利美及房地美等機構發行，由政府資助及擔保的抵押擔保證券。 |
| **「章程」或「組織章程」** | 指日期為2014年12月16日並可不時修訂的本公司經重列組織章程。 |
| **「澳元」、「AUD」或「A$」** | 指澳洲法定貨幣。 |
| **「董事會」或「董事」** | 指本公司的董事會，包括其任何委任的委員會。 |
| **「債券通」** | 指於2017年7月為建立香港與中國內地兩地之間債券市場互聯互通而由中國外匯交易中心、中債結算、上海清算所、港交所及債務工具中央結算系統推出的措施。 |
| **「營業日」** | 就每項子基金而言，指盧森堡的銀行開門營業的一整日，但營業日不包含(i)根據有關子基金投資目標及策略，該子基金絕大部分投資進行買賣的任何交易所或市場休市的日子，或(ii)董事指定的其他日子。 |
| **「C類別」** | 指所有標示著「C」的類別。 |
| **「加拿大元」、「CAD」或「CDN$」** | 指加拿大法定貨幣。 |
| **「碳足跡」** | 按下列公式計算：<br>$\frac{\sum_n^i \left( \frac{\text{投資現值}_i}{\text{被投資公司企業價值}_i} \times \text{被投資公司的範圍一、二及三溫室氣體排放量}_i \right)}{\text{投資組合現值（百萬歐元）}}$ |
| **「中債結算」** | 指中央國債登記結算有限責任公司及其職務繼任人。 |
| **「中國外匯交易中心」** | 指中國外匯交易中心暨全國銀行間同業拆借中心及其職務繼任人。 |
| **「中國結算」** | 指中國證券登記結算有限責任公司及其職務繼任人。 |
| **「中國銀行間債券市場」** | 指中國銀行間債券市場。 |
| **「類別」** | 指子基金內一個股份系列，其在收費結構、分派政策、對沖政策、投資政策或本售股章程所述其他具體特點方面可能與其他類別不同。 |
| **「CLO」** | 指抵押貸款證券「CMBS」指商業抵押擔保證券。 |
| **「CMOs」** | 指抵押按揭債務產品。 |
| **「債務工具中央結算系統」** | 指香港金管局債務工具中央結算系統及其職務繼任人。 |
| **「本公司」** | 指宏利環球基金。 |
| **「中國證監會」** | 指中國證券監督管理委員會及其職務繼任人。 |
| **「CSSF」** | 指盧森堡金融事務監察委員會(Commission de Sur veillance du Secteur Financier)及其職務繼任人。 |
| **「交易日」** | 就每項子基金而言，指屬該子基金營業日(及子基金可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)子基金暫停估值期間的任何一日，及／或(ii)董事會可不時指定的任何其他日子。就某些子基金不時被視作為非交易日的營業日列表，可於本公司網站www.manulifeglobalfund.com取得。 |
| **「存管處」** | 指Citibank Europe plc, Luxembourg Branch及其職務繼任人又或其他不時獲委任為本公司及其子基金存管處的實體。 |
| **「派息類別」** | 指可按照售股章程第10.1節中載列的股息政策宣派股息的類別。 |

| | |
|---|---|
| **「分銷商」** | 指Manulife Investment Management (Ireland) Limited及其職務繼任人或可能不時獲委任為本公司及其子基金分銷商的其他實體。 |
| **「歐盟」** | 指歐洲聯盟。 |
| **「歐元」或「EUR」** | 指參與經濟貨幣聯盟(定義見歐盟法律)的若干歐盟成員國採用的官方單一歐洲貨幣。 |
| **「F類別」** | 指所有標示著「F」的類別。 |
| **「房利美」** | 指聯邦國民抵押貸款協會(一家美國政府資助的企業)及其職務繼任人。 |
| **「FCA」** | 指英國金融行為監管局(Financial Conduct Authority)及其職務繼任人。 |
| **「FDIs」** | 指金融衍生工具。 |
| **「房地美」** | 指聯邦住房抵押貸款公司(一家美國政府資助的企業)及其職務繼任人。 |
| **「FSC」** | 指台灣金融監督管理委員會及其職務繼任人。 |
| **「吉利美」** | 指美國政府國民抵押貸款協會(一家美國政府機構)及其職務繼任人。 |
| **「對沖」** | 指(如類別名稱中包含「對沖」一詞)該類別將其淨資產的基礎貨幣價值與其結算貨幣進行對沖。 |
| **「港交所」** | 指香港交易及結算所有限公司及其職務繼任人。 |
| **「香港金管局」** | 指香港金融管理局及其職務繼任人。 |
| **「香港結算」** | 指香港中央結算有限公司及其職務繼任人。 |
| **「香港」或「香港特區」** | 指中華人民共和國香港特別行政區。 |
| **「港元」、「HKD」及「HK$」** | 指香港法定貨幣。 |
| **「I 類別」** | 指所有標示著「I」的類別。 |
| **「I2 類別」** | 指所有標示著「I2」的類別。 |
| **「I3 類別」** | 指所有標示著「I3」的類別。 |
| **「I4 類別」** | 指所有標示著「I4」的類別。 |
| **「I5類別」** | 指所有標示著「I5」的類別。 |
| **「I6類別」** | 指所有標示著「I6」的類別。 |
| **「I7類別」** | 指所有標示著「I7」的類別。 |
| **「收益」** | 指收益，而類別名稱中的「收益」表示收息產生類別。 |
| **「機構投資者」** | 指在2010年法律第174、175及176條意義範圍內界定的機構投資者。 |
| **「投資顧問」** | 指已獲委任就相關子基金向相關投資管理人提供非全權委託投資顧問服務。 |
| **「投資管理人」** | 指列名於本售股章程第2節的實體，各自已獲委任按其酌情權而管理相關子基金資產於任何證券或其他投資的投資及再投資。 |
| **「日圓」或「JPY」** | 指日本的法定貨幣。 |
| **「KIID」** | 指投資者資料概要文件及／或零售及保險投資產品組合的資料概要文件。 |
| **「管理公司」** | 指Manulife Investment Management (Ireland) Limited。 |
| **「宏利實體」** | 指宏利金融集團內任何實體。 |
| **「主要貨幣」** | 指美元、英鎊、瑞士法朗、歐元、日圓、港元、新加坡元、加拿大元、澳元、人民幣及新西蘭元中任何一種貨幣。 |

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| 「**MBS**」 | 指抵押擔保證券。 |
| 「**資產淨值**」或「**NAV**」 | 指按組織章程及售股章程所述規定決定的各子基金的各類別的股份的金額。 |
| 「**新西蘭元**」或「**NZD**」 | 指新西蘭的法定貨幣。 |
| 「**經合組織**」 | 指經濟合作與發展組織及其職務繼任人。 |
| 「**P 類別**」 | 指所有標示著「P」的類別。 |
| 「**支付代理人**」 | 指Citibank Europe plc, Luxembourg Branch及其職務繼任人或可能不時獲委任為本公司及其子基金支付代理人的其他實體。 |
| 「**人民銀行**」 | 指中國人民銀行及其職務繼任人。 |
| 「**英鎊**」或「**GBP**」或「£」 | 指英國法定貨幣。 |
| 「**中國**」或「**中國內地**」 | 指中華人民共和國，而且，除非文義另行規定或允許，並且僅就本售股章程而言，「中國」不包括香港、澳門或台灣。 |
| 「**QFI**」 | 指根據相關的中國法律及規則(可不時頒佈及／或修訂)之獲批准合格境外投資者(包括(如適用)合格境外機構投資者(「**QFII**」)及人民幣合格境外機構投資者(「**RQFII**」))。 |
| 「**R 類別**」 | 指所有標示著「R」的類別。 |
| 「**贖回價**」 | 是指按附錄三第4段所述規定決定的可贖回各類別的每一股份的價格。 |
| 「**受監管市場**」 | 指定期營運及經認可並對公眾開放的受監管市場。 |
| 「**REITs**」 | 指房地產投資信託基金。房地產投資信託基金是擁有、營運或為產生收入的房地產提供資金的公司。REITs可投資於廣泛系列的房地產物業種類，包括但不限於辦公室、住宅大廈、倉庫、零售中心、醫療設施、數據中心、通訊塔、基建及酒店。大部分REITs專注於特定物業種類，但部分在其投資組合中持有多種物業。REITs的法律架構、適用於REITs的投資限制及監管及稅務制度將視乎其設立所在的司法管轄區而有所不同。本售股章程中對「REITs」的所有提述均指符合可轉讓證券資格的REITs。符合可轉讓證券資格的REITs必須既是封閉式信託基金，同時具有在受監管市場上市的單位，從而使其符合UCITS投資的資格並遵守當地法律。 |
| 「**人民幣**」 | 指中國當時及不時的法定貨幣。 |
| 「**S 類別**」 | 指所有標示著「S」的類別。 |
| 「**外管局**」 | 指中國國家外匯管理局及其職務繼任人。 |
| 「**SAT**」 | 指中國國家稅務總局及其職務繼任人。 |
| 「**SEC**」 | 指美國證券交易委員會及其職務繼任人。 |
| 「**聯交所**」 | 指香港聯合交易所有限公司及其職務繼任人。 |
| 「**證監會**」 | 指香港特別行政區證券及期貨事務監察委員會及其職務繼任人。 |
| 「**滬港通**」 | 指由中國證監會及證監會聯合執行的計劃，計劃准許境外投資者透過聯交所投資上交所，並允許中國投資者透過上交所投資聯交所。 |
| 「**股份**」 | 指代表本公司資本的各個別的子基金內所含無面值完全繳足的股份。 |
| 「**股東**」 | 指本公司股東。 |
| 「**上海清算所**」 | 指上海清算所及其職務繼任人。 |
| 「**深港通**」 | 指由中國證監會及證監會聯合執行的計劃，計劃准許境外投資者透過聯交所投資深交所，並允許中國投資者透過深交所投資聯交所。 |
| 「**SICAV**」 | 指société d'investissement à capital variable。 |

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| **「新加坡元」、「SGD」及「S$」** | 指新加坡法定貨幣。 |
| **「上交所」** | 指上海證券交易所及其職務繼任人。 |
| **「互聯互通」** | 指滬港通及深港通。 |
| **「子基金」** | 指本公司的股份之類別(及其後創立的股份的任何類別),而就其中每一類別分別維持一個獨立的證券投資組合。 |
| **「分投資管理人」** | 指列名於本售股章程第2節的實體及其各自的職務繼任人或可能不時獲委任為相關子基金分投資管理人的其他實體。 |
| **「認購價」** | 指按附錄三第4段所述規定決定的可認購類別每一股份的價格。 |
| **「深交所」** | 指深圳證券交易所及其職務繼任人。 |
| **「瑞士法郎」及「CHF」** | 指瑞士法定貨幣。 |
| **「UCITS」** | 指在會不時修訂的2009年7月13日的歐洲議會和理事會指令第2009/65 EC號之意義範圍內的可轉讓證券集體投資計劃。 |
| **「UCITS 條例」** | 指2011年歐洲共同體(可轉讓證券集體投資計劃)條例,後經可能不時補充或合併(包括可能不時據此規定的任何條件)的2016年歐洲聯盟(可轉讓證券集體投資計劃)(修訂)條例所修訂。 |
| **「美國」** | 指美利堅合眾國。 |
| **「美元」、「USD」及「US$」** | 指美國法定貨幣。 |
| **「估值時間」** | 指各營業日可由董事決定釐定相關子基金每股資產淨值的時間。 |
| **「2010 年法律」** | 指2010年12月17日關於集體投資計劃的盧森堡法律或取代或修訂該法律的任何立法。 |

請注意,本售股章程所提述的信用評級未經審核,而且除非另有指明,否則均為標準普爾或惠譽之信用評級,若無標準普爾或惠譽評級,則為穆迪投資者服務公司評級。

**2. 各方名錄**

註冊辦事處
31, Z.A. Bourmicht
L - 8070 Bertrange
Grand Duchy of Luxembourg

本公司董事

- ***Paul Smith(主席)***
  宏利投資管理(香港)有限公司代收
  香港特別行政區
  銅鑼灣希慎道33號
  利園一期10樓

- ***John Li***
  19, rue de Bitbourg
  L-1273 Luxembourg
  Grand Duchy of Luxembourg

- ***Yves Wagner***
  19, rue de Bitbourg
  L-1273 Luxembourg
  Grand Duchy of Luxembourg

- ***Gianni Fiacco***
  香港特別行政區
  銅鑼灣
  希慎道33
  利園一期10樓

- ***Tricia Feng***
  8 Cross Street
  #16-01 Manulife Tower
  Singapore 048424

管理公司

- ***Manulife Investment Management (Ireland) Limited***

  註冊辦事處：
  2/F, 5 Earlsfort Terrace
  Dublin 2 D02 CK83
  Ireland

  業務辦事處：
  The Exchange, George's Dock
  International Financial Services Centre
  Dublin, D01 P2V6
  (Ireland) Limited

**分銷商**

- ***Manulife Investment Management (Ireland) Limited***

  註冊辦事處：
  2/F, 5 Earlsfort Terrace
  Dublin 2 D02 CK83
  Ireland

  業務辦事處：
  The Exchange, George's Dock
  International Financial Services Centre
  Dublin, D01 P2V6
  Ireland

存管處、執行人、過戶處及支付代理人

- ***Citibank Europe plc, Luxembourg Branch***
  31, Z.A. Bourmicht L - 8070 Bertrange
  Grand Duchy of Luxembourg

核數師

- ***PricewaterhouseCoopers Assurance, Société coopérative***
  2, rue Gerhard Mercator
  L - 2182 Luxembourg
  Grand Duchy of Luxembourg

投資管理人

- ***Manulife Investment Management (Europe) Limited***
  1 London Wall
  London EC2Y 5EA
  United Kingdom
  (亞洲總回報基金及亞洲高收益基金的聯合投資管理人)

- ***Manulife Investment Management (US) LLC***
  197 Clarendon Street Boston
  MA 02116
  United States of America

  *(領先動力基金、環球股票多元入息基金、環球股票基金、環球多元資產入息基金、環球房地產投資信託產業基金、環球半導體機會基金、康健護理基 金、投資級優先證券收益基金、優先證券收益基金、美元入息基金、美國股票基金及美國特別機會基金的投資管理人及多元化實質資產基金的聯合投資管理人)*

- ***宏利投資管理(香港)有限公司***
  **(Manulife Investment Management (Hong Kong) Limited)**
  香港特別行政區
  銅鑼灣
  希慎道33號利園
  一期10樓

  *(亞洲動力入息基金、東協股票基金、亞太房地產投資信託產業基金、亞洲短期債券基金、亞洲小型公司基金、中華威力基金、巨龍增長基金、環球氣候行動基金、印度股票基金、日本股票基金、可持續亞洲債券基金、可持續亞洲股票基金及台灣股票基金的投資管理人，以及亞洲總回報基金、亞洲高收益基金及多元化實質資產基金的聯合投資管理人)*

分投資管理人

- ***Manulife Investment Management (Europe) Limited***
  1 London Wall
  London EC2Y 5EA
  United Kingdom

  *(環球多元資產入息基金的聯合分投資管理人)*

- ***宏利投資管理(香港)有限公司***
  ***(Manulife Investment Management (Hong Kong) Limited)***
  香港特別行政區
  銅鑼灣希慎道33號
  利園一期10樓

  *(環球多元資產入息基金的聯合分投資管理人)*

- ***Manulife Investment Management (Singapore) Pte. Ltd.***
  8 Cross Street
  #16-01 Manulife Tower
  Singapore 048424

  *(亞太房地產投資信託產業基金、亞洲短期債券基金、印度股票基金及可持續亞洲債券基金的分投資管理人)*

- ***Manulife Investment Management Limited***
  200 Bloor Street East
  Toronto, Ontario M4E 1E5
  Canada

  *(多元化實質資產基金、領先動力基金、環球氣候行動基金及環球股票多元入息基金的分投資管理人)*

法律顧問

- *盧森堡*
  ***Linklaters LLP***
  Avenue J.F. Kennedy 35
  L-1855 Luxembourg
  Grand Duchy of Luxembourg

- *香港*
  ***的近律師行(Deacons)***
  香港特別行政區 中環
  遮打道18號
  歷山大廈5 樓

## 3. 結構

### 3.1 子基金及類別

本公司在保留單一公司實體的管理優勢的同時向投資者提供國際範圍的投資機會。本公司符合2010年法律第一部分項下作為SICAV的集體投資計劃的資格。本公司的股本現時由子基金組成，如附錄一所述，每一項子基金分別與一個獨立的投資組合相連繫。各子基金可發行多於一個受不同的發行條款規限的股份類別。各類別受不同的條件規限，包括(但不限於)不同的貨幣結算單位、最低認購額、最低持股額、認購、贖回或轉換股份應付的收費、應付本公司各服務供應商的費用及應付股東的股息及其他利益(如有)。

各子基金的基礎貨幣為美元。類別的結算貨幣在類別名稱中表明(例如「AA(港元)累積」表明港元是該類別的結算貨幣)。如該類別的名稱並不包含貨幣，則相關類別以美元結算(例如，「AA累積」類別的結算貨幣為美元)。如類別名稱帶有「對沖」一詞，該類別將其淨資產的基礎貨幣價值與其結算貨幣進行對沖。

可供投資的類別如下：

| **類別：** | **可供以下投資者投資：** |
|---|---|
| AA類別<br>R類別<br>F類別 | 零售投資者 |
| C類別 | 使用中央公積金投資計劃下的公積金資金及與投資有關的保險產品子基金的中央公積金成員。 |
| I類別 | 機構投資者 |
| I2類別 | 高淨值的個人、機構及符合分銷商指定的要求或獲分銷商全權酌情豁免要求的其他投資者 |
| I3類別 | (i) 由宏利實體管理的任何集體投資計劃或互惠基金；<br>(ii) 於收到認購要求時就費用事宜已與宏利實體訂立協議的機構投資者；<br>上述投資者亦須符合分銷商指定的要求或獲分銷商全權酌情豁免要求。 |
| I4類別 | 由宏利實體管理以及符合分銷商指定的要求或獲分銷商全權酌情豁免要求的任何集體投資計劃或互惠基金。 |
| I5類別 | 總部設於或營運於歐洲經濟區及由分銷商選擇並授權的其他國家的機構投資者。 |
| I6類別 | 高淨值個人、機構、中介人及在歐洲經濟區及在由分銷商選擇並授權的其他國家註冊或進行分銷的其他投資者。 |
| I7類別 | 由宏利實體及／或宏利金融集團關聯公司管理，以及符合分銷商指定的要求或獲分銷商全權酌情豁免要求的任何集體投資計劃或互惠基金。 |
| *J類別* | 日本投資信託或日本基金中基金 |
| *P類別* | 私人銀行經銷商、私人財富及其他類似的經銷商的客戶以及符合分銷商指定的要求或獲分銷商全權酌情豁免要求的其他投資者 |
| *S類別* | 新加坡零售投資者 |

| 類別 | 結算貨幣 | 最低初次投資額（或等值的任何其他主要貨幣） | 最低持股額 | 最低隨後投資額（或等值的任何其他主要貨幣） | 初次收費 | 轉換費 | 贖回費 |
|---|---|---|---|---|---|---|---|
| AA | 美元(USD) | US$1,000[1] | US$1,000[2] | US$100 | 最高為認購金額的5%[3,4] | 最高為所轉換股份價值的1% | 不適用 |
| AA 累積 | 美元(USD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(澳元對沖) | 澳元(AUD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(加元對沖) | 加元(CAD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(港元) | 港元(HKD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(港元)累積 | 港元(HKD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA 收益 | 美元(USD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(澳元對沖)累積 | 澳元(AUD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(英鎊對沖)累積 | 英鎊(GBP) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(日圓對沖)累積 | 日圓(JPY) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(人民幣對沖)累積 | 人民幣(RMB) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(新加坡元對沖)累積 | 新加坡元(SGD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(澳元對沖)收益 | 澳元(AUD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(加元對沖)收益 | 加元(CAD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(港元)收益 | 港元(HKD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(新加坡元) | 新加坡元(SGD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(新加坡元)累積 | 新加坡元(SGD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(新加坡元對沖) | 新加坡元(SGD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(新加坡元對沖)收益 | 新加坡元(SGD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(美元)每月派息(G) | 美元(USD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(澳元對沖)每月派息(G) | 澳元(AUD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(加元對沖)每月派息(G) | 加元(CAD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(歐元對沖)每月派息(G) | 歐元(EUR) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(港元)每月派息(G) | 港元(HKD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(日圓對沖)每月派息(G) | 日圓(JPY) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(新西蘭元對沖)每月派息(G) | 新西蘭元(NZD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(新加坡元)每月派息(G) | 新加坡元(SGD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(新加坡元對沖)每月派息(G) | 新加坡元(SGD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(人民幣對沖)每月派息(G) | 人民幣(RMB) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA(英鎊對沖)每月派息(G) | 英鎊(GBP) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| R(美元)每月派息(G) | 美元(USD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| R(港元)每月派息(G) | 港元(HKD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| F(澳元對沖)每月派息 (G) | 澳元(AUD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| F(加元對沖)每月派息(G) | 加元(CAD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| F(英鎊對沖)每月派息(G) | 英鎊(GBP) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| F(港元)每月派息(G) | 港元(HKD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| F(日圓對沖)每月派息(G) | 日圓(JPY) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| F(新西蘭元對沖)每月派息(G) | 新西蘭元(NZD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| F(人民幣對沖)每月派息(G) | 人民幣(RMB) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| F(新加坡元對沖)每月派息(G) | 新加坡元(SGD) | US$1,000[1] | US$1,000[2] | US$100 | | | |
| F(美元)每月派息(G) | 美元(USD) | US$1,000[1] | US$1,000[2] | US$100 | | | |

| 類別 | 結算貨幣 | 最低初次投資額（或等值的任何其他主要貨幣） | 最低持股額 | 最低隨後投資額（或等值的任何其他主要貨幣） | 初次收費 | 轉換費 | 贖回費 |
|---|---|---|---|---|---|---|---|
| C(新加坡元對沖)累積 | 新加坡元(SGD) | US$1,0001 | US$1,0002 | US$100 | 不適用 | 最高為就贖回的股份應付的總贖回價的1% | 不適用 |
| S | 新加坡元(SGD) | US$5001 | US$5002 | US$50 | 最高為認購金額的5%[3,4] | | |
| S對沖 | 新加坡元(SGD) | US$5001 | US$5002 | US$50 | | | |
| S 收益 | 新加坡元(SGD) | US$5001 | US$5002 | US$50 | | | |
| S(對沖)每月派息(G) | 新加坡元(SGD) | US$5001 | US$5002 | US$50 | | | |
| S 每月派息(G) | 新加坡元(SGD) | US$5001 | US$5002 | US$50 | | | |
| P(美元)收益 | 美元(USD) | US$50,0001 | US$50,0002 | US$5,000 | | | |
| P(澳元對沖)收益 | 澳元(AUD) | US$50,0001 | US$50,0002 | US$5,000 | | | |
| P(港元)收益 | 港元(HKD) | US$50,0001 | US$50,0002 | US$5,000 | | | |
| P(新加坡元)收益 | 新加坡元(SGD) | US$50,0001 | US$50,0002 | US$5,000 | | | |
| P(新加坡元對沖)收益 | 新加坡元(SGD) | US$50,0001 | US$50,0002 | US$5,000 | | | |
| P(美元)每月派息(G) | 美元(USD) | US$50,0001 | US$50,0002 | US$5,000 | | | |
| P(澳元對沖)每月派息(G) | 澳元(AUD) | US$50,0001 | US$50,0002 | US$5,000 | | | |
| P(港元)每月派息(G) | 港元(HKD) | US$50,0001 | US$50,0002 | US$5,000 | | | |
| P(新加坡元)每月派息(G) | 新加坡元(SGD) | US$50,0001 | US$50,0002 | US$5,000 | | | |
| P(新加坡元對沖)每月派息(G) | 新加坡元(SGD) | US$50,0001 | US$50,0002 | US$5,000 | | | |
| J | 美元(USD) | 不適用 | 不適用 | 不適用 | 不適用 | | |
| I 累積 | 美元(USD) | 不適用 | 不適用 | 不適用 | 不適用 | | |
| I(歐元對沖)累積 | 歐元(EUR) | 不適用 | 不適用 | 不適用 | 不適用 | | |
| I每月派息(G) | 美元(USD) | 不適用 | 不適用 | 不適用 | 不適用 | | |
| I2 | 美元(USD) | 不適用 | 不適用 | 不適用 | 不適用 | | |
| I2累積 | 美元(USD) | 不適用 | 不適用 | 不適用 | 不適用 | | |
| I2(新加坡元對沖) | 新加坡元(SGD) | 不適用 | 不適用 | 不適用 | 不適用 | | |
| I3 | 美元(USD) | 不適用 | 不適用 | 不適用 | 不適用 | | |
| I3累積 | 美元(USD) | 不適用 | 不適用 | 不適用 | 不適用 | | |
| I3(新加坡元)累積 | 新加坡元(SGD) | 不適用 | 不適用 | 不適用 | 不適用 | | |
| I3(新加坡元對沖)累積 | 新加坡元(SGD) | 不適用 | 不適用 | 不適用 | 不適用 | | |
| I3 收益 | 美元(USD) | 不適用 | 不適用 | 不適用 | 不適用 | | |
| I3 每月派息(G) | 美元(USD) | 不適用 | 不適用 | 不適用 | 不適用 | | |
| I4累積 | 美元(USD) | 不適用 | 不適用 | 不適用 | 不適用 | | |
| I4每月派息(G) | 美元(USD) | 不適用 | 不適用 | 不適用 | 不適用 | | |
| I4(人民幣對沖) 收益 | 人民幣(RMB) | 不適用 | 不適用 | 不適用 | 不適用 | | |
| I5累積 | 美元(USD) | US$1,000,0001 | US$1,000,0002 | 不適用 | 不適用 | | |
| I5(英鎊)累積 | 英鎊(GBP) | GBP1,000,0001 | GBP1,000,0002 | 不適用 | 不適用 | | |
| I5(歐元)累積 | 歐元(EUR) | EUR1,000,0001 | EUR1,000,0002 | 不適用 | 不適用 | | |
| I5(瑞士法郎)累積 | 瑞士法郎(CHF) | CHF1,000,0001 | CHF1,000,0002 | 不適用 | 不適用 | | |
| I5(英鎊對沖)累積 | 英鎊(GBP) | GBP1,000,0001 | GBP1,000,0002 | 不適用 | 不適用 | | |
| I5(歐元對沖)累積 | 歐元(EUR) | EUR1,000,0001 | EUR1,000,0002 | 不適用 | 不適用 | | |
| I5(瑞士法郎對沖)累積 | 瑞士法郎(CHF) | CHF1,000,0001 | CHF1,000,0002 | 不適用 | 不適用 | | |
| I6累積 | 美元(USD) | US$1,000,0001 | US$1,000,0002 | 不適用 | 不適用 | | |
| I6(英鎊)累積 | 英鎊(GBP) | GBP1,000,0001 | GBP1,000,0002 | 不適用 | 不適用 | | |
| I6(歐元)累積 | 歐元(EUR) | EUR1,000,0001 | EUR1,000,0002 | 不適用 | 不適用 | | |
| I6(瑞士法郎)累積 | 瑞士法郎(CHF) | CHF1,000,0001 | CHF1,000,0002 | 不適用 | 不適用 | | |

| 類別 | 結算貨幣 | 最低初次投資額(或等值的任何其他主要貨幣) | 最低持股額 | 最低隨後投資額(或等值的任何其他主要貨幣) | 初次收費 | 轉換費 | 贖回費 |
|---|---|---|---|---|---|---|---|
| I6(英鎊對沖)累積 | 英鎊(GBP) | GBP1,000,0001 | GBP1,000,0002 | 不適用 | 不適用 | 最高為就贖回的股份應付的總贖回價的1% | 不適用 |
| I6(歐元對沖)累積 | 歐元(EUR) | EUR1,000,0001 | EUR1,000,0002 | 不適用 | 不適用 | | |
| I6(瑞士法郎對沖)累積 | 瑞士法郎(CHF) | CHF1,000,0001 | CHF1,000,0002 | 不適用 | 不適用 | | |
| I6(澳元對沖)累積 | 澳元(AUD) | A$1,000,0001 | A$1,000,0002 | 不適用 | 不適用 | | |
| I6(新加坡元對沖)累積 | 新加坡元(SGD) | S$1,000,0001 | S$1,000,0002 | 不適用 | 不適用 | | |
| I7累積 | 美元(USD) | 不適用 | 不適用 | 不適用 | 不適用 | | |

[1] 或董事(或其代表)可(酌情)接納的較低款額
[2] 除非董事(或其代表)另行訂明則作別論
[3] 亞洲總回報基金的AA(新加坡元對沖)收益類別股份的初次收費最高為認購金額的3.5%
[4] 亞洲短期債券基金的AA累積類別、AA(新加坡元對沖)累積類別、AA(美元)每月派息(G)類別、AA(港元)每月派息(G)類別、AA(澳元對沖)每月派息(G)類別、AA(人民幣對沖)每月派息(G)類別及AA(新加坡元對沖)每月派息(G)類別的初次收費最高為認購金額的3%

董事可不時增設具有不同專門投資目標的子基金及為各子基金設立一種或多種類別。所有子基金及其可供認購的類別之完整詳情列載於本售股章程附錄一。任何子基金及／或類別只有在就提呈發售或出售予某一司法管轄區所處的適當的當地政府、監管或規管當局獲通知並於必需的通知期屆滿及／或必需的註冊、批准或認可已經實現或獲得後，而且在一切情況下均已經符合所有適用的法律和規管要求後，方會在該司法管轄區提呈發售或出售。

## 4. 投資目標及投資政策

本公司的目的是向投資者提供廣泛國際系列的多元化積極管理的子基金。透過它們各自特定的投資目標及策略，向投資者提供對所選地區作出投資參與或以便設立多元化投資組合的機會以達致其投資目標。本公司的整體策略是透過主要為對廣泛系列的股票及債務可轉讓證券的投資達致多元化的效果。

在其投資限制中所設定的任何限度的規限下，而且與各子基金的特定投資目標和政策相一致，各子基金(除非另有具體註明)出於投資、對沖及／或有效管理投資組合目的，作為其部分投資策略可投資或利用FDIs，包括證券、證券指數及貨幣的期權、關於貨幣的遠期合約、金融期貨合約及相關的期權，以及掉期合約。FDIs可以是在交易所或透過場外交易買賣，惟其須為與專門從事此類交易而且在特定市場活躍的第一流機構訂立。所有子基金均可在輔助基礎下持有流動資產。

本公司可尋求對某些股份類別的股份就有關的子基金的基礎貨幣對沖。如作出了對沖，其效果可能反映在上述子基金的資產淨值上，並因此反映在該類別的業績表現上。同樣，上述對沖交易所產生的任何開支將由產生該等開支的有關類別承擔。

請注意，不論基礎貨幣相對於其他貨幣貶值還是升值，都可作出上述對沖交易。如已作出上述對沖，則對於相對於基礎貨幣的貨幣貶值的風險，有關類別的投資者可得到重大保護，但是這亦可能妨礙投資者受惠於基礎貨幣的升值。

不能保證所採用的貨幣對沖會完全消除相關投資貨幣的貨幣風險。

各子基金的投資目標和投資政策請參閱附錄一。本公司的投資及借貸限制列載於附錄二第2段。

### 4.1 一般投資目標

#### 4.1.1 股票基金

由於各股票基金的主要目標是資本增長，預期派息金額將不重大－請參閱第10節適用於有關子基金及類別的分派政策。

#### 4.1.2 債券基金

各債券基金的主要目標是透過主要投資於固定收益證券盡量擴大現時收入及資本增值的總回報。在第10節中所述適用於有關子基金及類別的分派政策的規限下，財政年度內從相關證券收到的股息應再投資於有關的子基金。

#### 4.1.3 混合基金

各混合基金的主要目標是透過主要投資於一項含有的固定收益及股本證券的多元化投資組合，以尋求賺取收入並提供長遠資本增值潛力。請參閱第10節適用於有關子基金及類別的分派政策。

[1] ABS、MBS、CMBS、CMO 及轉手證券的基本特點及與其投資相關的風險的進一步資料，請參見下文第5.22.8 節「抵押／證券化產品風險」分題下所述。

## 4.2 一般投資政策

視乎文義而定，本節對投資管理人的所有提述均指投資管理人及／或分投資管理人。

在選擇投資時，投資管理人將着重以由上而下方法將資產分配到各個國家，按經濟和地區的總體宏觀經濟環境評估市場的價值。然後對公司進行詳盡的分析以決定所持有的投資組合。此一方式廣泛地被稱為「以價值為本之增長」，其做法是仔細考慮價格高低及入市時機以後才作出追求增長的投資。

### 4.2.1 股票基金

在任何適用規則的規限下，子基金將投資於有關國家或地區內尚未在各投資管理人批准的證券交易所掛牌的公司股票，但唯有在各投資管理人認為該等證券有合理預期將會掛牌的情況下方可如此。子基金可投資於在其所處有關國家或地區境內但在該國家或地區外上市或交易的公司的債務證券(不論是否屬於投資級別)及預託證券。可能在有些時期按各投資管理人建議，子基金持有大量現金乃合適，包括(但不限於)在下列情況下：各投資管理人認為證券價格並不有效地反映其公平價值；市場流通性令人憂慮；及／或缺乏投資機會。

### 4.2.2 債券基金

債券基金投資組合是按「由上而下」及「由下而上」的雙重策略管理。據此在進行國家／行業分配過程中，投資管理人有機制決定哪一個國家／行業將從現時及將來的經濟變化得益。同時，這也方便投資管理人經考慮發行機構的財務狀況及證券之抵押情況及其他特點後選擇被低估價值的個別證券。

為了增加總回報，在不抵觸子基金各自的投資目標及政策的範圍內，凡是看到最佳投資機會，子基金均可利用所有各種可用的債務證券。因此，子基金將投資於許多不同的發行機構的所有質量等級及期限的債務證券，可能包括(但不限於)非美國政府和公司的美元計價證券、按揭相關的證券、市政債務產品、資產抵押證券、抵押擔保證券、實物支付債券、高息債券、非美國發行機構的債務／股本證券、新興市場債務及美國國庫抗通脹證券。

為免生疑問，雖然各子基金將主要投資於政府、政府及超國家代表機構、地方及地區機構及公司發行機構發行的債券及其他定息及浮息證券之投資組合，但是各子基金可不時由投資管理人酌情決定現行市況部署其投資組合，亦投資於證券化或結構性的債務／信貸工具。此等工具可包括ABS、MBS、CMBS、CMO、RMBS、CLO及轉手證券[1]。

對任何該等工具(下一句所述類型的MBS及轉手證券除外)的投資總計不可超過有關子基金資產淨值的25%。在美國提供及由美國吉利美或房利美及房地美發行的MBS及轉手證券總計不可多於有關子基金資產淨值的50%。

各子基金可由其投資管理人酌情決定，為子基金股東的最佳利益，繼續持有在購買後其信用評級降低至低於其平均信用評級的債務證券，但是，(i)這應是與本售股章程所載有關子基金的個別投資目標和政策相一致，以及(ii)投資管理人應正在履行其受託義務，監察子基金相關投資的表現及對子基金相關投資項目有影響的重大事件，並酌情決定採取適當行動以保護子基金股東的利益。

### 4.2.3 混合基金

若子基金為混合基金，其有關投資管理人將尋求在附錄二所訂明投資限制及適用法律及法規規限下投資於一系列核准股本及債務證券(直接及／或透過其他UCITS及／或UCIs)，以達致投資目標。

此外，若子基金為混合基金，可在附錄二所訂明投資限制及適用法律及法規規限下間接尋求投資於另類資產，包括主要透過(但不限於)房地產及商品相關可轉讓證券(包括REITs)、金融指數衍生工具，以及透過投資於該等資產類別的UCITS 或UCIs(包括交易所買賣基金及封閉式基金)。每項子基金對上文所列各個資產類別的投資(如有)程度，將由有關投資管理人按照為子基金訂明的投資目標釐定。子基金可按照各自的投資目標而在此等資產類別之間作動態配置以達致各自的投資目標，以及主動管理資本虧損風險。子基金並可在若干情況(包括正物色適當投資機會或基於市場或經濟狀況普遍不利)下暫時投資於現金、現金工具或短期貨幣市場證券或於現金、現金工具或短期貨幣市場證券持有持倉。

## 5. 一般風險因素

視乎文義而定，本節對投資管理人的所有提述均指投資管理人及/ 或分投資管理人。

### 5.1 投資風險

各子基金均會涉及重大市場波動並承受所有投資所固有的風險，而投資者應明白，股份的價值可升亦可跌。投資者可能不能收回其原有的投資。對子基金的投資是為產生長期回報而設計，不適合短期投機。

對子基金的投資涉及風險。這些風險可包括或關於(其中包括)股票市場、債務證券市場、貨幣、利率、信貸、流通性及波動性的風險及政治風險，以及該等及其他風險的任何組合。亦提醒投資者，風險因素可會會同時發生及／或互相結合，導致對股份的價值產生不可預見的影響。對於風險因素的任何組合可能對股份價值產生的影響，不能提供任何保證。

投資於股票的子基金會承受一般與股票投資相關的風險，即證券的市值可跌亦可升。影響證券的估值的因素眾多，包括(但不限於)當地及環球市場的商業信心、投資情緒、商業周期、政府及中央銀行的政策、政治環境、經濟環境以及商業及社會條件等的改變。在某些情況下，證券交易所通常有權暫停或限制任何證券於有關交易所交易買賣。暫停或限制買賣意味著該等證券不可能變現，而投資於該等證券的子基金可能會遭受損失。

### 5.2 本公司的傘子結構，交叉負債風險

各子基金無論其盈利能力高低，將負責支付其費用和支出。本公司是各子基金之間法律責任分隔的傘子基金。儘管有上述規定，不能保證在另一司法管轄區的法院對本公司提出訴訟時，各子基金法律責任分隔的性質一定得以支持。另外，不論各子基金之間是否有交叉法律責任，涉及一項子基金的訴訟可能將本公司整體捲入，而有可能影響所有子基金的運作。

### 5.3 國際投資

投資於不同國家的公司及政府發行的證券涉及某些風險。這些風險包括利率及匯率波動、國際和地區政治及經濟發展及可能實施的外匯控制或對該等投資適用的其他當地政府法律或限制。集中投資於單一國家證券的子基金的投資者將完全承受該國經濟及股市的周期。與投資於幾個國家或地區的子基金相比，其風險及潛在的回報均可能有所增加。如子基金專注於特定的行業界別並缺乏分散風險，該子基金的價值或會較分散投資於各行各業的子基金更為波動。

由當地聯絡人、結算／交收系統或證券聯絡人所持有的證券可能未能受到與盧森堡境內持有的證券所獲得的同樣好的保護。尤其是會有因當地聯絡人或系統無償債能力造成的損失。在某些市場，不可能將實益擁有人的證券分隔或區別認定，或者其分隔或區別認定的做法可能與較發達市場的做法不同。

### 5.4 非上市證券的風險

這是與非上市公司的股票等沒有在證券交易所上市的證券相關的風險。該等投資的價格可能不穩定，而且由於流通量的限制，出售非上市證券可能會有延誤及／或損失。對於集中投資特定市場、行業、行業組合、界別或資產類別的證券的子基金，這可能會增加股價的波動。

**5.5 新興市場風險**

投資者應注意，任何子基金的投資組合可投資於一般所稱的新興經濟體或市場，該等經濟體或市場之特殊風險(包括較大股價波動、較低股票流通量、政治及社會不明朗因素及貨幣風險)會遠較世界上成熟的經濟體或主要股票市場的一般相關風險為高。另外，某些新興經濟體有高通脹、高利率及大量外債的風險，這些因素可能影響整體經濟的穩定。有關某些子基金的市場／特點的具體風險之詳情列載於附錄一。

在本公司可投資的某些新興經濟體或市場，本公司可能承受比已發展的經濟體或市場較高的風險，尤其是由於對其服務供應商、代理人、聯絡人或受委人之清盤、破產或無力償債的保護，子基金因此而承受對該等人士的作為或不作為的風險。從上述服務供應商、代理人、聯絡人或受委人收集或收到的資料，與申報標準及要求較嚴格的較發達經濟體或市場關於代理人、聯絡人或受委人的類似資料相比，較不可靠。

投資者應注意，適用於該等子基金可能投資的新興經濟體或市場中的某些公司之會計、核數和財務報告標準、慣例和資料披露要求，可能有別於金融市場發展較完備的國家，因此投資者能獲得的資料可能會較少，也可能已經過時。

各子基金之資產價值亦可能受不明朗因素影響，例如子基金可能投資的新興經濟體或市場的政府政策、稅務法例、貨幣匯回限制的改變及政治、法律或規例的其他發展，特別是某些經濟系或市場對外資擁有公司權益程度的法律的改變、該等行業可能被國有化、資產及徵收稅項被沒收。

**5.6 政治及監管風險**

子基金所投資的市場的政府政策或法律之改變會對該等市場的政治或經濟的穩定有不利影響。子基金據以投資於某些市場的影響外商投資業務的法規繼續以不可預測方式演變。另外還有政府可能阻止或限制外資匯出或透過法院獲得法律補救的風險。雖然已經有基本商業法律，惟它們通常是不清晰或自相矛盾，受不同的詮釋規限而且可隨時作出對子基金利益不利的修訂、修改、廢除或取代。

在某些市場的投資還可能需要大量執照、監管上的同意、證明書及批准，包括本公司的執照、供子基金在有關的證券交易中心或市場從事證券交易的相關證券交易代號的註冊及稅務當局的結清證明。不能獲得特定執照、監管同意、證明書或批准會對本公司或子基金的經營有不利影響。

**5.7 天然資源界別風險**

某些子基金因專注於天然資源界別而比投資於較多種類的行業的子基金承受比較大的不利發展的風險。天然資源界別的公司的證券會比其他行業的公司的證券經歷較大的價格波動。該等公司用作原材料或生產的某些商品因行業的全面供求因素而蒙受價格大幅波動。因此，天然資源界別的公司對影響其盈利能力的來料供應或其出售的產品通常只有有限的訂價能力。集中投資於大量天然資源資產的公司的證券會使該等子基金比較廣泛多元化的互惠基金承受天然資源價格變動較大程度的影響。該等子基金有在經濟衰退或天然資源需求下跌時表現欠佳的風險。

**5.8 託管、結算及交收風險**

某些新興經濟體或市場缺乏充足的託管、結算及交收系統，可能會阻礙在該等市場的部分或全部投資，或者需要子基金為作出任何此種投資時接受較大的託管、結算及／或交收風險。由於系統不足而有不能確保證券轉讓、估值、賠償及／或登記、證券登記過戶、證券託管及交易變現的風險。此等風險不會如此頻繁地發生於較發達市場或經濟體。

在某些經濟體或市場，過戶處不總是受有效的政府監督，資產的登記有特定的風險，證券的託管和保管亦如此。在部分此等新興經濟體或市場內，投資組合的資產的登記可能會出現困難。在如此情況下，子基金的持股登記可能會因為違約、疏忽或拒認擁有權等原因而喪失，導致子基金蒙受損失。有時投資項目會以當地過戶處發給的確認形式作為證明，但該等當地過戶處不受到有效的監管或者並非獨立於發行機構。存在欺詐、疏忽或拒認擁有權的可能，進而可能導致投資登記完全喪失。投資者應注意到該等子基金可能會因這些登記問題蒙受損失。

新興市場或經濟體可供實進行交易的結算和交收系統與較發達的市場或經濟體的系統相比發展可能十分不完備，致使交易的結算及證券轉讓的過戶登記延誤及有其他重大困難。在某些經濟體或市場，有些時候，結算及交收趕不上證券成交量，使交易難以作出。這些市場的結算及交收問題可能影響子基金的價值及流通性。子基金因結算及交收問題而不能購買其欲購買的證券會使其失去具吸引力的投資機會。由於上述問題而不能出售投資組合內的證券會使子基金因該投資組合證券其後價值下跌而遭受損失，或者如子基金已簽訂出售證券的合約，會因此而對買方有潛在的法律責任。

另外，上述經濟體或市場有不同的結算及交收程序。子基金會承受與其交易的各方或其交易所透過的各方的信貸風險，而且還會承擔未能交收的風險。子基金可投資的某些新興市場或經濟體的有關證券交易的結算及交收的市場常規可能會增加該等風險。在某些證券市場，交易不是按貨銀對付方式交收／貨銀對付方式收貨(DVP/RVP)的原則實施，而現金及證券的交收日期可能會不相同而造成交易對手風險。

**5.9 小型公司／中型公司風險**

某些子基金可(但不限於)投資於相關市場的中小型公司。此舉較投資於規模較大、基礎較穩之公司會面對更大的風險，特別是小型公司之生產線、市場或財政資源通常都比較有限，可獲得與公司有關的資料亦較少，而且公司可能只靠少數個別人士管理。小型公司／中型公司股票的流通性可能較低，其價格對於不利經濟發展的波動亦普遍高於較大型公司。

**5.10 有關投資REITs的風險**

某些子基金可投資於REITs。主要風險可歸因於房地產價值下跌、房地產擁有人因拖欠按揭付款導致失去財產的可能性及環境責任，以及利率上升。此等子基金的價值會因應房地產市場走勢而波動。

**5.11 貨幣風險**

子基金的資產可主要投資於不是以其有關的記帳貨幣為單位的證券，因此子基金將以該等貨幣收取該等投資的任何收益或從該等投資所收到的變現所得款項，其中某些貨幣兌換成記帳貨幣時價值可能會下跌。子基金將以有關的記帳貨幣計算其各自的資產淨值和作出任何分派，因此有貨幣兌換風險。由於有關子基金的記帳貨幣與任何其他貨幣之間的匯率波動，貨幣兌換風險將視乎子基金作出該等投資的程度而影響該等股份之價值。另外，股份類別的指定幣值有可能並非子基金的基礎貨幣，而該等股份類別的股東可能因該指定貨幣與子基金基礎貨幣之間匯率的波動而蒙受不利影響。另外，任何國家的外匯控制會對從該國匯回資金造成困難。

**5.11.1** ***人民幣貨幣及兌換風險***

投資於以人民幣計價類別之投資者務須注意下文。人民幣採用以市場供求為基礎並參考一籃子外幣的有管理浮動匯率，而人民幣浮動乃受到政策控制約束。人民幣兌其他主要貨幣在銀行間外匯市場的每日成交價可在中國人民銀行公布的中間價的狹窄範圍內浮動。由於匯率受到政府政策及市場力量影響，所以人民幣兌其他貨幣(包括美元及港元)的匯率容易受外來因素影響而波動。

非人民幣投資者須承擔外匯風險，亦不保證人民幣兌投資者的基礎貨幣(例如港元)的價值不會貶值。人民幣一旦貶值，有可能對投資者於有關子基金的投資的價值構成不利影響。

香港離岸人民幣(「CNH」)與中國內地在岸人民幣(「CNY」)雖代表同一種貨幣，但卻在不同兼互不相連而且獨立運作的市場上買賣，亦因此按不同匯率買賣。就此而言，CNH的匯率未必與CNY相同，兩者亦未必有同一波動走勢。CNH與CNY若有任何表現差異，可能會對投資者構成不利影響。

此外，人民幣目前並非可自由兌換的貨幣。人民幣的供應及將外幣兌換為人民幣均受到中國內地當局的外匯管制政策及限制約束。該等對貨幣兌換和人民幣匯率走勢的管制或會對中國公司的營運及財務業績以及人民幣計價證券的投資回報構成不利影響。人民幣流通性有機會因為政府管制及限制而收緊，這會對子基金將人民幣兌換為其他貨幣的能力以及人民幣兌換率構成不利影響。只要子基金投資於中國，將須承擔中國政府對於將資金或其他資產匯出中國施加限制的風險，致使子基金向投資者履行付款的能力受到限制，以及外匯匯率波動的風險(包括人民幣貶值的風險)。在特殊情況下，以人民幣作出的贖回付款及／或股息派付或會因適用於人民幣的外匯管制和限制而延遲。由於人民幣不可自由兌換，貨幣兌換會受制於人民幣當時的供應情況。就此而言，在接獲大量贖回人民幣計價類別要求的情況下，若投資管理人確定當時並無足夠人民幣可供有關子基金進行貨幣兌換以作結算用途，有關投資管理人可就此擁有絕對酌情權延後就任何贖回人民幣計價類別的要求付款。

**5.11.2** ***人民幣類別相關風險***

本基金將會採用CNH來計算人民幣計價類別的價值。CNH匯率與CNY匯率相比可能存在溢價或折讓，並可能會存在顯著買賣差價。

按此計算的人民幣計價類別價值將受波動影響。人民幣匯率可升可跌，並無法確保人民幣不會貶值。人民幣一旦貶值，可能會對投資者對有關子基金以人民幣計價類別所持投資的價值構成不利影響。以非人民幣為基礎(例如香港)的投資者在投資以人民幣計價類別時，或須將港元或其他貨幣兌換為人民幣。投資者其後亦可能須將(出售有關類別收到的)人民幣贖回所得款項兌換回港元或其他貨幣。投資者在此等過程中將會產生貨幣兌換成本，若人民幣兌港元或該等其他貨幣在收取人民幣贖回所得款項時貶值，可能會蒙受虧損。概不保證人民幣的價值兌投資者的基礎貨幣(例如港元)不會貶值。

就對沖人民幣計價類別而言，投資者須承擔附帶的對沖成本，而該等成本可屬重大，視乎當前市場情況而定。為對沖目的而運用的工具的交易對手一旦違約，對沖人民幣計價類別的投資者可能承受非對沖的人民幣貨幣兌換風險，亦不保證對沖策略將會奏效。

再者，在人民幣兌相關投資的貨幣及／或基礎貨幣升值而相關投資的價值下跌之情況下，投資者所持人民幣計價類別的投資價值可能會蒙受額外虧損。

對沖人民幣計價類別會盡力將對有關子基金的基礎貨幣與人民幣作對沖，目標是令對沖人民幣計價類別的表現與有關子基金基礎貨幣計價的同等類別的表現達到一致水平。此策略將限制對沖人民幣計價類別受惠於基礎貨幣兌人民幣升值時帶來的潛在收益。

**5.12 流通性及波動風險**

子基金可能投資之某些市場，其成交額可能遠低於較發達的市場。因此，累積及處置某些投資持股可能較為費時，而交易可能需以較不利之價格進行。由於市值及成交量高度集中於少數公司，在該等市場買賣的證券的價格可能會有波動，與領先市場相比，該等市場之股份流通量亦可能較低，價格波幅亦較大。

子基金可能投資於在發展初期不太成熟的公司。該等公司可能通常面對股價大幅波動，以及由於其證券交投量偏低而流通性可能較弱的情況。

特定證券在特定時期或特定市場條件下於欲出售的時刻難以出售時，亦可能出現流通性不足的情況。在跌市中，較高風險的證券及衍生工具會較難估值或較難按公平價格出售。流通性風險有加重其他風險的傾向。例如，如子基金投資於一項非流通資產，該等投資獲短期通知時的有限平倉能力會加重其市場風險。

投資者亦應留意，若接獲大量贖回要求，有關子基金可能需要按大幅折讓將其投資變現以滿足該等要求，而子基金或會因買賣該等投資而蒙受虧損。因此，這可能對有關子基金及其投資者會構成不利影響。

如子基金專注於特定的地理區域或市場／行業界別，與擁有廣泛多元化投資的子基金相比，可能會有較大集中投資的風險。

因此，投資者應留意，對任何子基金的投資均非銀行存款，並無任何存款保險或政府機構加以保險或擔保。價格可能迅速上升，亦可能同樣迅速下跌，而在如此下跌時該等證券不一定能夠出售。

**5.13 波幅定價風險**

買賣子基金相關資產之實際成本可能與子基金每股資產淨值計算在內之相關資產成本有差異。有關差異可能由於交易和其他成本及／或相關資產買賣價格之間的任何差價而引起，因此可能導致子基金每股資產淨值出現顯著淨增加或減少。

每股資產淨值可根據附錄三第3(b)段所述之波幅定價政策於營業日進行調整，以避免損害相關子基金現有股東的投資價值。調整影響程度取決於相關子基金所持有資產的估計交易成本及當時市況。調整值反映子基金的估計交易成本，而相關估計交易成本以相關子基金所持有資產的歷史交易成本和市況釐定，不一定代表實際交易成本。

由於採用波幅定價政策，因此子基金的資產淨值變動未必反映投資組合的真實表現。一般而言，當子基金出現大量淨流入時，波幅定價政策的調整將提升每股資產淨值；當子基金出現大量淨流出時，波幅定價政策的調整將減少每股資產淨值。子基金所有股份類別均使用相同調整，因此子基金所有交易投資者無論認購抑或贖回，均受相關調整影響。

由於波幅定價政策下的調整與子基金的款項流入與流出相連，故無法準確預測未來任何時間點會否出現攤薄情況，因此亦無法準確預測本公司需要使用波幅定價政策的頻率。

**5.14 投資風險評級**

不能保證各評級機構的評級將繼續按本售股章程所述基準計算及公佈，亦不能保證其不會有重大修改。評級機構對投資評級的過去表現不一定可作為日後業績表現的指標。

**5.15 稅務風險**

各子基金可投資於所產生的收入需繳納預扣稅及／或所得稅的證券。該稅項對子基金可能造成不利影響。茲忠告股東及有意投資者就認購、持有、出售、轉換或以其他方式處置子基金股份的潛在稅務或其他後果徵詢其專業顧問。可能適用本公司的某些稅務後果的摘要列載於本售股章程第10.2 節。然而，股東及有意投資者須注意，該節所含資料並非旨在述明適用於本公司或所有類型投資者的所有稅務後果，其中有些投資者將會受特別規則所規限。

**5.16 自動清盤及提早終止風險**

雖然本公司註冊和成立均屬無限期，但是董事可隨時按章程在股東大會上動議將本公司解散。如本公司的公司資本降至2010年法律規定的最低資本下限(現時為1,250,000歐元或其等值的任何主要貨幣)的三分之二以下，必須向股東大會提出將本公司清盤的決議案。如本公司或某一子基金的資產淨值分別降至US$5,000,000及US$2,000,000以下，董事亦會決議將本公司自動清盤或者將該子基金的所有已發行的股份強制贖回以終止該子基金，或者，在附錄三第7段(強制贖回)或附錄三第8段(子基金的終止／合併)所討論的情況下，董事可要求將本公司自動清盤或將子基金提前終止(或將其與另一子基金或盧森堡UCITS合併)。若所有已發行的股份被強制贖回，應付的贖回價會反映將本公司或有關子基金清盤的預期的變現及清盤費用，惟任何贖回費概不適用。

發生上述自動清盤或提前終止時，股東將有權按比例收到本公司或子基金(依情況而定)的資產的利益。於該等資產的任何出售、變現、處置或分派時，本公司或子基金所持有的某些投資價值可能比該等投資的初始成本低，以致股東遭受重大損失。另外，本公司或子基金(依情況而定)的任何尚未完全攤銷的組織費用屆時將從本公司或子基金的帳戶中扣除。

**5.17 FDI風險**

為了達致子基金的投資目標或作為其部分投資策略以及有效管理其投資組合及作對沖之用，除受其有關投資目標及投資政策限制外，子基金可不時利用認股證、期貨、期權、遠期、掉期合約及其他衍生工具或合約等FDIs。

這可能導致子基金的資產淨值有較大的波動。證券的波動不是固定發生。例如，波動性的改變會影響某些期權，尤其是價外期權的價值。波動性亦有平均回復的傾向。當波動性達到非常高的程度，其更可能降低而不是增加。相反，當波動性達到非常低的程度，其更可能增加而不是降低。

與上述技巧和工具相關的風險的類型和程度依特定FDI及子基金資產的特點而整體有所不同。利用該等工具的投資風險可能比其成本所顯示的大，即FDIs的小量投資可能對子基金的表現有重大影響。

在適用法例不時准許的範圍內，子基金可參與持有FDIs，不論是為了對沖還是其他目的。此種參與會使子基金面臨較高的風險，而若子基金不使用此種投資工具就不會受到或面臨此種風險。

在正常情況下，子基金亦可能不時使用FDIs作有效管理投資組合及對沖之用。子基金就此等目的所使用之主要FDIs包括但不限於認股證、期權、期貨、掉期及遠期。雖然使用FDIs一般會是有利或有益，惟使用FDIs使子基金承擔額外風險，包括但不限於下段所述的風險。

雖然使用FDIs一般會是有利或有益，但是其所涉風險有別於而且可能大於傳統證券投資所涉的風險。FDIs所涉的風險包括但不限於管理風險、市場風險、信貸風險、流通性風險及槓桿風險。

5.17.1 ***管理風險：***管理風險對子基金而言指使用該等工具的投資效果取決於投資管理人根據現行市場條件所作投資決定是否成功的風險。子基金成功利用FDIs 的能力取決於投資管理人準確預測股價、利率、貨幣匯率或其他經濟因素動向的能力及流通市場的情況。如投資管理人的預測不準確，或者如FDIs 的表現不如預期，子基金可能遭受的損失，比其不利用該等FDIs 大。

5.17.2 ***市場風險：***市場風險是指子基金因其FDIs 的市值改變而遭受的風險。子基金如被迫在不利的條件下將其FDIs出售或平倉，有令其投資組合價值下降之風險。在跌市中，高風險的證券及FDIs可能較難估值或者子基金可能不能變現該等證券的真正價值。如此投資者應留意，對任何子基金的投資均非銀行存款，並無任何存款保險或政府機構加以保險或擔保。價格可能迅速上升，但可能一樣迅速下跌，而在如此下跌時該等證券不一定能出售。

5.17.3 ***信貸風險：***信貸風險指因與子基金進行交易之交易對手的無力償債、破產或違約之可能性而對子基金產生的風險，其可造成重大損失，甚至使子基金的FDIs 損失全部價值。子基金可能面臨與其進行交易的交易對手的信貸風險，特別是有關不在認可市場買賣的FDIs。子基金所持有的有關FDIs的交易對手或發行機構未能履行其合約義務時，該等工具並無獲得與組織完善的交易所提供給交易參與者的相同的保障，例如交易結算所的履約保證。

5.17.4 ***流通性風險：***當特定投資難於迅速購買或出售，從而限制投資機會時，就會存在流通性風險。如子基金投資策略涉及FDIs，子基金的表現可能由於其不能在有利時間及／或按有利價格出售或平倉而受到損害。交易對手的流通性會因降低信用評級而下降，而大量現金外流及追繳按金通知會增加子基金的流通性風險。如子基金有非流通持倉，其在短期通知時有限平倉能力會加重其市場風險。

5.17.5 ***槓桿風險：***使用FDIs會導致某種形式的槓桿作用。使用槓桿能增加回報，但損失的可能性亦增大。投資於FDIs通常需要提供初始保證金，其款額與合約的規模相比一般較小，因此交易起槓桿作用。如市場變動對投資持倉不利，或會要求在短期通知內追加保證金。如未在規定的期限內提供所需保證金撥備，投資可能被迫在虧蝕情況下平倉。槓桿作用往往會擴大FDIs 價格或相關證券價值的任何上升或下跌的影響，因此，相對較小的市場變動可能對FDIs 會有比標準債券或股票大的影響。

為管理因使用FDIs 而產生的風險，管理公司有意密切監控對該等工具的參與和持倉，並將確保採用與有關子基金的風險情況相稱的適當風險管理程序。

**最終發生上述任何風險皆會對子基金的資產淨值有不利影響。在不利的情況下，子基金使用FDIs可能無法有效進行投資、有效管理投資組合或對沖，而子基金可能因此遭受重大損失。**

信貸違約掉期

信貸違約掉期(「**信貸違約掉期**」)是一種掉期，用於把相關固定收益證券的違約風險由固定收益證券持有人轉移至掉期賣方。如子基金購買信貸違約掉期，在固定收益證券發行機構沒有履行固定收益證券的付款義務的情況下，子基金將有權向信貸違約掉期賣方收取固定收益證券的價值。子基金出售信貸違約掉期時將從信貸違約掉期的買方收取款項(溢價)，以換取風險轉移。

信貸違約掉期涉及的風險大於子基金直接投資於相關固定收益證券的風險，因為除了一般市場風險外，信貸違約掉期或須承擔流通性不足風險、定價風險(包括在參考實體違約時計算信貸違約掉期項下所欠的付款義務的風險)及交易對手風險，以及與衍生工具相關的其他風險。交易對手風險在衍生工具結算後或會隨即減低，但已結算的衍生工具仍存在部分剩餘的交易對手及結算風險。

**5.18 可換股證券風險**

可換股證券（例如可換股債券或優先股）兼具債務及股本證券的特徵，並承擔兩者的風險，包括信貸、違約、股票、利率、流通性及市場風險。可換股證券普遍作為債務證券，並通常賦予其持有人權利，可收取派付或累計的利息，直至該可換股證券的期限屆滿或被贖回、轉換或兑換為止。在轉換之前，可換股證券通常具有與債務及股本證券兩者相若的特徵。可換股證券的價值一般會隨著利率上升而下降，而由於具有轉換特性，可換股證券一般會隨著相關證券市場價值的波動而變化。發行機構的可換股證券通常從屬於同一發行機構的可比較不可換股證券。雖然可換股證券普遍不會直接參與相關證券的任何股息分派，但其市場價格可能會受到任何股息變動或相關證券的其他變動影響。

**5.19 與投資於具彌補虧損特點的債務工具(包括或有可換股債務證券)相關之風險**

與傳統債務證券相比，具彌補虧損特點的債務工具帶來較大風險，特別考慮到若觸發與償付能力及／或監管要求的資本水平相關之預定條件(例如發行機構臨界或處於無法持續經營的狀態，或發行機構的資本比率跌至指定水平)，此類工具可遭減記或轉換為股票，而此等事件可能超出發行機構的控制範圍。該等觸發事件複雜且難以預測，並且可能導致相關證券的價值部分或整體降低。

當發生觸發事件，價格及／或波幅可能會蔓延至整個資產類別。投資具彌補虧損特點的證券亦可能使投資者面臨流通性、估值和界別集中的風險。

如其投資策略所載，子基金可投資於高級非優先債務證券，某些此類型債務證券可受彌補虧損機制限制及可能承受減記風險，從而損害其於發行機構的債權人等級結構中的地位，並導致重大價值損失(包括投資本金全數虧蝕)。

尤其是，如其投資策略所載，子基金可投資或有可換股債務證券(一般簡稱CoCos)，此類債務證券被視為具有較高風險及複雜程度。當發生觸發事件，CoCos（或能以折讓價格)轉換為發行機構的股份，或遭永久減記至零值。CoCos所帶來的風險包括以下風險：

5.19.1 ***觸發水平風險：*** 觸發水平與金融機構的資本及／或償付能力門檻的最低水平相關，如低於該水平，CoCos可轉換成股份或出現減記。觸發水平視乎債券發行的特定條款及監管要求而有所不同，可能難以預計會導致轉換成股份或減記的觸發下調事件。這可能會導致損失部分或全部投資。

5.19.2 ***資本結構逆向風險：*** 在某些情況下（例如在減記觸發事件啟動時），CoCos可能會先於股票持有人招致虧損，因而倒轉一般債權人等級制度。

5.19.3 ***息票取消：*** CoCos的息票完全由發行機構酌情支付，並可隨時取消達任何時間長短。倘發行機構的儲備不足或因監管規定，酌情付款有時可能需予全部或部分取消。取消支付並非一項違約事件，而錯過支付的利息並不累計至一個未來日期，而是被永久放棄。此外，儘管取消支付CoCos的息票，但普通股或優先股的股息仍可能支付。

5.19.4 ***贖回延期風險：*** CoCos一般作為永久工具發行，且僅可在有關監管機構准許後按預定水平贖回。不能假定永續CoCos將於贖回日期贖回。CoCos屬永久資本的一種。子基金未必於贖回日期或於任何日期按預期收回本金。

5.19.5 ***減記風險：*** 假如CoCos進行減記，子基金可能損失部分或全部於CoCos的原有投資。

5.19.6 ***收益率／估值風險：*** 與由同一發行機構發行的較高評級債務發行或其他發行機構發行的相若評級的債務發行比較，CoCos在收益率而言通常較為優勝。然而，與CoCos相關的風險，舉例諸如：轉換／減記或息票取消風險等則較高。

5.19.7 ***後償工具：*** CoCos是無抵押及後償工具，且其優先支付所有優先債權人及發行機構的若干後償債權人的現有及未來申索的順序較後。

5.19.8 ***未知風險：*** 由於CoCos相對較新，故難以預測它們在受壓的市場環境下如何作出反應。倘單一發行機構啟動觸發事件或暫停息票支付，則可能對整個資產類別造成潛在價格蔓延及波動。此風險可能視乎相關工具套利的水平所增加。再者，在流通性不足的市場中，定價過程可能越來越難，令CoCos難以出售。

5.19.9 ***轉換風險：*** 相關投資管理人可能難以評估CoCos在轉換後將如何表現。假如轉換成股票，相關投資管理人可能會被迫出售此等新股票。被迫出售可能導致此等股票產生流通性問題。

5.19.10 ***行業集中風險：*** CoCos由銀行／保險機構發行。如子基金大量投資於CoCos，其表現依賴金融服務業整體狀況的程度大於遵循較多元化策略的子基金。

5.19.11 ***流通性風險：*** 在若干情況下，CoCos可能難於物色買家，而賣家或需接受較CoCos預期價值的一個大幅折讓以將之出售，因而增加了投資損失的風險。

**5.20 證券借貸**

子基金可從事證券借貸。從事證券借貸的子基金將被涉及任何證券借貸合約的交易對手的信貸風險。子基金的投資可能會借給交易對手一段時間。交易對手違約而抵押品的價值又低於借出的證券的價值會導致有關子基金價值下跌。本公司有意確保借出的所有證券均有完全抵押，但是，如果任何借出的證券沒有完全抵押(例如，由於由支付延遲而發生的時機問題)，有關子基金將面臨證券借貸合約交易對手的信貸風險。

本公司現時不從事任何證券借貸交易或類似的場外交易，而在本公司開始從事此類交易前，本售股章程將於適當時候作出修訂。

**5.21 回購及反向回購協議**

子基金可訂立回購及反向回購協議。

根據回購協議，子基金向交易對手出售證券，同時同意按議定的價格和日期向交易對手購回證券。出售價與回購價之差額即交易的成本。再出售價一般高於購買價，反映議定的協議期間的市場利率。

反向回購協議規定，子基金從交易對手購買投資，而交易對手承諾按議定的再出售價於議定的未來日期回購證券。如果賣方違約，而由於市場波動出售有關證券連同子基金就有關協議持有的任何其他抵押品所得款額可能會低於回購價，子基金因此會承擔遭受損失之風險。在合約期限屆滿或交易對手行使回購證券的權利之前，子基金不得出售作為反向回購協議標的之證券。

本公司現時不從事任何回購或反向回購交易或類似的場外交易，而在本公司開始從事此類交易前，本售股章程將於適當時候作出修訂。

**5.22 債券基金**

債券基金可投資於承擔下述相關風險的證券：

5.22.1 ***信貸風險：***這是指公司債券的發行機構因不及時償還本金和利息而違約的風險，或者對發行機構支付上述款項的能力的負面看法會使該債券的價格下跌的風險。信貸風險很大程度上取決於對債券發行機構的財政穩健狀況的看法。一般而言，高收益債券的信貸風險較高。其價格會因經濟、一個行業或一間公司的壞消息而下跌。股份價格、收益及總回報與較不進取的債券子基金相比波動較大。子基金持有的債券如信用評級被降級或違約，子基金可能有虧損。如某些行業或投資表現不如子基金所預期，子基金可能比同類子基金表現差或者有虧損。

5.22.2 ***利率風險：***當債券結算的若干貨幣的利率上升，債券的價值或會下降，使有關投資組合的價值降低。如利率變動使子基金的可贖回證券比預期大幅提前或延期償付，該子基金的股份價格會下跌。子基金的平均到期期限加長會使其對利率風險更為敏感。

5.22.3 ***新興市場風險：***與發達市場相比，新興市場的市場風險可能較大，尤其是在那些具有專制政府、政治不穩定或高稅收等特點的市場。這些市場中的證券或許比較反覆、較欠缺流通性及參與費用較大，而且有關投資的資料或許不完整或者不可靠。由於這些市場條件，子基金的策略分析或其執行可能有瑕疵。某些證券可能變得難以估值或難以在合意的時間按合意的價格出售。此種投資環境可能給子基金的資產淨值帶來負面影響。

5.22.4 ***交易對手風險：***這是指與發行機構或交易對手無償還能力及／或其未能履行其合約義務有關的損失風險。

5.22.5 ***高收益債券／評級低於投資級別或無評級的債務證券風險：***影響高收益債券表現的主要風險因素是利率和信貸風險。兩者於上文均有更詳細的說明。與高評級債務證券相比，評級低於投資級別或無評級的債務證券普遍有較低流通性、較高波動性及較大的本金及利息虧損風險。

5.22.6 ***主權債務風險：***子基金對於由政府發行或擔保的證券所作投資或須承擔政治、社會及經濟風險。在不利情況下，主權發行機構未必能夠或願意償還到期本金及／或利息或可要求子基金參與重組該等債務。若主權發行機構違約，子基金或會蒙受重大損失。

5.22.7 ***估值風險：***子基金的投資項目的估值或會涉及不明朗因素及判斷性決定。若該等估值最終為不正確，這可能影響子基金的資產淨值計算。

5.22.8 ***抵押／證券化產品風險：***以下的陳述旨在向投資者提供有關ABS、MBS、CMBS、CMO、CLO及轉手證券的基本特點及投資於此等工具的風險的資料。

(i) ***ABS:*** ABS 是由自償性金融資產的不相關聯的組合抵押(或證券化)的證券。以資產抵押並證券化是一種融資技術。它將在許多情況下本身較少流通性的金融資產匯集並轉換成為可在資本市場發售和出售的票據。

在一個基本證券化結構中，一個實體(通常是一個金融機構，一般稱為「保薦人」)，產生或以其他方式直接或透過關聯實體取得金融資產(例如按揭貸款)的一個組合，然後再將該等金融資產直接或透過關聯實體出售給發行由該等金融資產「抵押」或支持的證券而特別設立的投資載體。因此被稱為「資產抵押證券」。

(ii) ***MBS:*** MBS 是代表對來自按揭貸款(最常見為住宅房地產按揭貸款)匯集的現金流的申索權的債務債券。按揭貸款是從銀行、按揭公司及其他提供按揭貸款者購得，然後由政府、半政府或私人實體組成匯集。證券化的過程如上所述，而證券由該實體發行，代表對匯集中貸款的借款人的本金及利息的支付的申索權。

大部分於美國發行的MBS 由吉利美或房利美及房地美提供。吉利美有美國政府支持，擔保投資者定期收到付款。房利美和房地美，也提供某些擔保，雖然沒有美國政府支持，但有向美國國庫[2] 借款的特別權力。某些私人機構如經紀行、銀行及住宅建築商也將按揭貸款證券化，其證券被稱為「私營」按揭證券。

(iii) ***CMO:*** CMO 乃MBS 之一種，是代表對來自大批住宅按揭貸款匯集的特定現金流的申索權的債券。按揭貸款的本金還款及利息付款的現金流被分割成稱為不同層次的不同類別的CMO 權益。各層次可有不同的信用評級、本金餘額、票面息率、提前還款風險及到期日期(可為數個月至二十年)。

(iv) ***CMBS:*** 與住宅MBS 不同，CMBS 是由產生入息的商業房地產支持。在CMBS 交易中，大小不同、地產類型及地點不同的許多單一按揭貸款被匯集並轉讓給一項信託。信託發行一系列收益率、存續期及付款優先次序不同的債券。然後全國公認的信用評級機構對各債券類別作出信用評級，範圍從投資級別(AAA/Aaa 至BBB-/Baa3) 至低於投資級別(BB+/Ba1 至B-/B3) 及比最低評級債券類別還要低的無評級類別。

(v) CLO是由貸款的組合抵押(或證券化)的證券。根據CLO，來自相關貸款的債務支付將匯集在一起，並分派予CLO中各個分層的投資者。根據風險／回報情況，子基金可選擇投資於任何分層。評級越高，風險越低，回報越低。CLO的相關貸款可能由優先擔保及／或無擔保銀行貸款組成。CLO證券亦可能構成CLO的次級分層，而該等CLO證券的本金及利息支付可能從屬於較高級的分層。利息及本金支付並非固定，但乃根據可用於支付該等款項的剩餘金額而支付。因此，CLO證券的支付將取決於CLO的可用資金範圍。CLO證券屬於有限追索權債務，CLO證券的應付金額僅可來自CLO抵押品所收到的金額。如果分派不足以支付CLO的本金及利息，則CLO不會有其他資產可用於支付差額，而在變現抵押品及應用其所得款項後，CLO支付該差額的責任將予終絕。CLO證券的二級市場之流動性可能較低，因此，投資於CLO證券的子基金可能需要持有該等CLO證券較長時間或直至其提前贖回日或到期日。

(vi) ***轉手證券：*** 此類證券是按將各種按揭貸款匯集並用作擔保轉手證券的抵押結構發行，該結構將被抵押的匯集所產生的現金流(扣除費用)的按比例的份額「轉手」予持有人。此類證券可由不同的機構如吉利美、房利美及房地美發行。

上述證券提供合成或其他形式的投資相關資產。其風險／回報情況由來自該等資產的現金流決定。按其本質，這些證券不一定是性質相同的，而其相關資產可以有許多形式，包括(但不限於)住宅或商業按揭。它們可能採用槓桿，這會使工具波動性比不採用槓桿的大。在市場波動時期，此等證券承受流通性或信用降級問題的風險會增高。

資產抵押證券(ABS、MBS、CMBS及CLO)的結構旨在(其中包括)使投資者免受產生或取得金融資產的保薦人的公司信貸風險。然而，該等結構項下的付款主要取決於在為確保及時付款而設的相關匯集及其他權利(例如流通性機制、擔保或一般稱為信用增強的其他特點)中的資產所產生的現金流。例如，MBS貸款由住宅業主償還，而CMBS貸款由依賴租戶和顧客提供現金流償還按揭的房地產投資者償還。如此，可能影響借款人及物業的一般經濟活動或現金流的任何因素均造成風險(例如借款人及物業的信貸風險)。

CMBS、CMO及CLO的結構會根據信貸風險／收益率／存續期的水平將相關現金流分層使用。這就形成了一般稱為「分層順序」的順序支付結構。每一個月從所有貸款匯集收到的現金流從持有最高評級證券的投資者開始向投資者支付，直至該等證券應計的所有利息均已付清為止。然後，利息支付給次一評級證券的持有人，依次逐級如此。收到的本金還款亦按相同程序進行。如借款人合約約定的貸款的付款有短缺，或者如貸款抵押品被變現而不能產生足夠的所得款項以滿足所有分層的付款，最低分層類別的投資者將蒙受損失，而若仍有損失，則按相反優先順序由較高分層承受。

[2] 2008 年9 月7 日，房利美和房地美被美國政府置於聯邦住房金融局(「FHFA」)的法定保護之下。國庫及FHFA 設立了優先股購買協議。此乃國庫與被保護的實體之間的合約性協議。根據該等協議，國庫將確保各公司均維持正資產淨值。此等協議向政府資助企業(「GSE」)的債務(優先及後償)持有人提供額外的擔保和清淅度，以此支持市場的穩定，而且向GSE 按揭證券之投資者提供額外的信心，以支持按揭的提供。此一承諾消除了一切強制的觸發破產接管，而且確保受保護的實體有能力履行其財務義務。

一般而言，利率上升勢必延長與固定利率按揭貸款有關的證券及資產抵押證券（包括CLO）的期限，使其對利率變動更為敏感。因此，在利率上升期間，持有與按揭有關的證券及資產抵押證券（包括CLO）之子基金的波動性可能增加(延期風險)。與按揭有關的證券及資產抵押證券（包括CLO）亦有提前還款風險。利率下降時，借款人可能比預期提早償還其貸款／按揭。若無保障，該提前償還款項將正正在其再投資於該等子基金之選擇相對不具吸引力時向投資者償還本金。這有機會因子基金可能需要按當時通行的較低利率再投資該該基金而使子基金的回報下降。另外，證券化或結構性信貸產品的投資流通性可能比其他證券低。欠缺流通性會使資產現時的市價偏離其相關資產之價值，因此，投資於證券化產品的子基金會更易受流通性風險的影響。

在跌市中，較高風險的證券和衍生工具可能較難按公平價格估值或出售。

5.22.9 ***通脹指數債券：***美國國庫1997年開始發行通脹指數債券(一般稱為「**TIPS**」或「**國庫抗通脹證券**」)。這是固定收益證券，其主要價值按通脹率定期調整。此等債券的實際(按通脹調整)利率在發行時通常固定為較一般債券低的水平。然而，在通脹指數債券的存續期內，利息將每半年支付一次，而款額固定在隨消費者物價指數(「**CPI**」)改變計算的經通脹調整的本金款額之固定百分比。CPI 每月計算一次，可衡量生活成本的改變。不能保證CPI 將準確衡量商品和服務價格的真正通脹率。

如CPI 數值降低，通脹指數債券的本金價值將下調，而其後應付的利息(就較低的本金款額計算)亦降低。原來發行的本金款額於到期時的還款由美國國庫擔保，但不能保證美國國庫會發行任何特定款額的通脹指數債券。債券現時的市值沒有擔保且將會波動。某些子基金可能還投資於其他會或不會提供類似擔保的通脹相關債券。如沒有提供對本金的有關擔保，在到期時償還債券的經調整的本金價值可能少於原來的本金。

通脹指數債券的本金款額的任何增加應作為普通收入納稅，即使投資者在到期前不會收到本金。

5.22.10 ***銀行債務：***這是指存款證、銀行承兌匯票及其他短期債務。存款證是商業銀行的短期債務。銀行承兌匯票是借款人向商業銀行開出的定期匯票，通常與國際商業交易有關。存款證可以有固定或浮動利率。某些子基金會投資於銀行債務，而因此面臨發行機構的交易對手及信貸風險。

5.22.11 ***後償債務風險：***指當發行機構未能履行其償付義務時，後償債務的償還順序低於發行機構的其他債券的風險。後償債務在其他債務獲償付後才會償還，與非後償債務相比，後償債務通常具有較低信用評級，並被視為對貸款人而言風險較大。

**5.23 中國內地投資風險**

在中國內地證券市場的投資既有投資於新興市場的一般風險，亦有與中國內地市場有關的特定風險。

投資者應注意，中國內地的法律制度及監管框架尚在發展之中，使其較難獲得及／或強制執行判決，而這可能限制投資者可得到的法律保障。內部或與他國的軍事衝突亦是一項風險。另外，貨幣波動、貨幣兑換能力以及通脹率和利率波動已經且將會繼續對中國內地經濟及證券市場有負面影響。中國內地的經濟增長歷來是靠大量向美國及其他主要出口市場的出口所驅動。因此，全球經濟放緩會對中國經濟的持續增長有負面影響。

中國內地現時許多經濟改革都是空前的，可能會作出調整及修正。對於外資在中國內地的合營有限公司或A股、B股及H股的投資，未必一定有正面影響。近年中國內地金融市場所受到的政府干預有所增加，或會導致金融工具價格劇烈波動。

鑑於中國內地現時可提供的A股、B股及H股數量相對較小，與其他較發達的市場可提供的選擇相比，可供子基金的投資選擇有限，而且，對中國內地資本市場及合營公司的國家規管及法律框架也不如發達的市場般發展完備。中國內地A股及B股市場的流通性可能較低，無論全部總市值還是可供投資的A股和B股的數量都相對較小。在某些情況下，這可能導致價格劇烈波動。

中國公司被規定遵守中國內地的會計標準和慣例，此等標準和慣例在某種程度上跟從國際會計標準。然而，會計師遵照中國內地會計標準和慣例編製的財務報表與按照國際會計標準編製的可能有相當大的差異。

上海及深圳證券市場都在發展和改變過程之中。這會導致買賣波動、交易難以結算和記錄及有關規例難以詮釋和應用。

在中國內地的投資可能對中國內地的政治、社會及經濟情況的任何重大改變敏感。中國內地的經濟在過去四十年處於從計劃經濟轉向較為市場主導的經濟過渡狀態。其與發達國家的經濟在許多方面有所不同，例如政府介入的程度、外匯控制及資源分配。中國政府在經濟改革中起重大作用，而且將繼續對中國內地的經濟實行相當大的控制，包括可能採取矯正措施以控制經濟增長，而這可能對中國內地的證券市場有不利影響，而因此影響有關子基金的表現。

中國政府嚴格規管以外幣為單位的債務的支付並制訂貨幣政策。透過其政策，政府可向特定的行業或公司提供優惠待遇。政府所制訂的政策可能對中國經濟及有關子基金的投資有重大影響。

中國內地的政治改變、社會不穩定及不利的外交事態發展可能導致實施額外的政府限制，包括沒收資產、沒收徵稅或將股份相關發行機構所持有的部分或所有財產收歸國有。

基於上述因素，中國公司股份的價格在某些情況下可能大幅下跌。

**5.24 中國內地稅務風險**

有關中國內地稅務的一般資料，請參閱本售股章程第10.2.3節。

根據所收到的專業及獨立稅務意見，有關子基金的投資管理人就任何潛在中國預扣稅、企業所得稅、增值稅及附加稅，目前並無作出任何稅務撥備。然而，投資管理人可保留在其認為適當時作出撥備的權利。上述任何稅務撥備的款額將在有關子基金的帳目中披露。

中國內地的稅務法律、法規和慣例不斷變化，可能會變成具有追溯效力。在此方面，有關子基金可能會在本文件日期或當作出有關投資、估值或出售時，承受預期以外的額外徵稅。子基金的收入和／或有關投資的價值可能因為此等更改而減少。

**5.25 有關投資中國A股連接產品的風險**

如果及當投資管理人作出投資決定，以將子基金的資產分配至中國A股連接產品，並無保證子基金將能夠妥善分配子基金旗下全部或主要資產作投資該中國A股連接產品。

QFI須遵守各自的執照限制，QFI未必能履行投資管理人就中國A股連接產品提出的投資要求，或倘有關法律或法規出現不利變化(包括QFI匯出限制的改變)時，能及時處理贖回要求。有關QFI執照的任何風險或限制將構成子基金的風險或限制。例如，QFI可能會因以下理由(但不限於)被暫停或撤銷執照：(a)QFI破產、清盤或被接管；或(b)QFI於擔任QFI投資者的過程中涉及違規行為，這些事項可能對子基金的表現構成不利影響，因為子基金可能需要出售其持有的證券。

此外，投資管理人將依據QFI與其各自的中國託管人就其(以及子基金)於中國證券的資產的託管以及與其中國經紀就於中國市場執行中國證券的交易而訂立的現有安排。因此，子基金可能因中國經紀或中國託管人於執行或結算任何交易，或於轉讓任何基金或證券之行事或疏忽而產生損失。

子基金可能因投資能力受到限制而產生損失，或由於QFI設有投資限制，中國證券市場的流通性不足，及／或執行或結算交易出現任何延遲或中斷，而可能無法完全執行或實現其投資目標或策略。此外，子基金可能在投資中國A股連接產品因有關產品的供應有限及產品在市場上的需求較大而產生額外成本。

投資中國A股連接產品並非直接投資中國A股，因此不會賦予該產品持有人(如有關子基金)對中國A股的任何直接實益擁有權或對中國A股發行機構的任何直接索償權。相反，中國A股連接產品乃是產品發行機構的責任，向子基金支付相關中國A股產品的經濟回報。中國A股連接產品的發行機構可能會從產品的價格扣除各種支出、費用或潛在負債。因此，與直接投資相關中國A股相比，投資中國A股連接產品可能導致攤薄子基金的表現。

子基金通過投資中國證券所產生的溢利以人民幣結算，可能須待QFI將人民幣兌換為中國A股連接產品的計價貨幣後，方會支付予投資者。由於中國的外匯管制機關可能會規定執行有關兌換的時間、數量和次數，故子基金可能無法及時取得溢利。中國機關可能會改變目前的外匯管理機制，或改變方式以致對中國A股連接產品的支付流程造成不利影響。根據適用的QFI規則，QFI可根據其投資計劃自由選擇投資資金匯入中國的時間和貨幣，其可以是離岸人民幣及／或中國外匯交易中心的可交易外幣，惟相關帳戶必須已經正式開立，而QFI匯入及匯出中國以投資國內證券及期貨的資金必須以相同的貨幣計價。此外，人民幣兌中國A股連接產品的計價貨幣之間的匯率如有任何變動，可能會對中國A股連接產品的價值造成不利影響。

此外，由於中國A股連接產品屬於FDIs類型，投資這類產品也會使子基金涉及載於本售股章程第5.17節有關投資FDIs的風險，其中包括(但不限於)(i)因產品發行機構無力償債、破產或違約而產生的一般信貸風險；(ii)因產品市場價值的變化而產生的估值風險；及(iii)因產品並非固定及產品的價格可能很大程度上受其相關證券影響而產生的波動風險。

**5.26 有關通過互聯互通投資的風險**

子基金可透過港交所投資於上交所或深交所，尋求執行其投資計劃。透過滬港通或深港通的「北向通」，香港和國際投資者(包括有關子基金)將可透過香港經紀分別買賣若干合資格的上交所上市股票(「上交所證券」)或深交所上市股票(「深交所證券」)(合資格證券名單將不時檢討)，而香港經紀將透過港交所傳遞交易至上交所或深交所(視情況而定)。投資者可根據滬港通及深港通各自的每日最高「北向通」額度買賣中國A股。

投資互聯互通的證券涉及有關互聯互通法律和技術框架的不同風險。

投資者應注意，互聯互通是一個試點方案，聯交所與上交所或深交所之間的雙向股票交易渠道相對較新。因此，有關規例的應用和詮釋相對未經驗證，不能確定將會如何應用。現有互聯互通規例可予變動，並可能具追溯效力。此外，不能保證將不會撤銷互聯互通規定。因此，不能保證子基金能透過雙向股票交易渠道獲得投資機會。

通過互聯互通交易的股票，可因各種原因被剔出上交所證券或深交所證券(視情況而定)範疇，在這種情況下，股票只可賣出，禁止買入。因此，投資管理人執行有關子基金的投資策略的能力可能受到不利影響。

上交所證券及深交所證券由香港結算與中國中央結算公司中國結算代表香港投資者進行結算。在結算過程中，香港結算為代表香港執行經紀的代名人行事；因此，上交所證券及深交所證券於此段時間內並非以有關子基金、其存管處或其任何經紀的名義存入。子基金可能就中國結算而面臨交易對手風險。如中國結算發生違約的遠程事件，而中國結算被宣佈為違約方，則香港結算在其與結算參與者的市場合約項下的北向交易中的責任將僅限於協助結算參與者向中國結算提出申索。香港結算將本著真誠透過可用的合法渠道或透過中國結算的清盤向中國結算追討未償還的股票及款項。在該情況下，子基金可能會在追討過程中遇到延誤或可能無法從中國結算追回其全數損失。

雖然子基金對上交所證券及深交所證券的所有權已載於存管處的記錄帳目，但子基金僅擁有該等證券的實益權益。互聯互通的規例訂明投資者(如有關子基金)享有通過互聯互通買入上交所證券及深交所證券而帶來的權利和收益。然而，互聯互通是一個相對較新的計劃，子基金在通過互聯互通買入上交所證券及深交所證券的實益權益之地位未經驗證。倘香港結算視作履行通過其持有資產的保管職能，應注意，存管處和有關子基金與香港結算並無法律關係，且倘有關子基金因香港結算的表現或無力償債而造成損失，亦不會對香港結算提出直接法律追索。

同樣，香港結算將負責就企業行動行使股東的權利(包括所有股息、供股、合併建議或其他股東投票)。香港結算將致力促使有關子基金等實益擁有人通過其經紀知悉有關通過互聯互通買入上交所證券及深交所證券的企業行動，並提供機會以提供投票指示，而該實益擁有人將須遵守相關安排和所訂明的最後期限，因此，未必有足夠時間考慮建議或提供指示。進行有關上交所證券及深交所證券的企業行動須受限於地方規例、規則和慣例。此舉可能會限制有關子基金委任代理人出席或參加有關上交所證券及深交所證券的股東大會的能力。

根據互聯互通，買賣上交所證券及深交所證券須受限於中國股市的市場規則和披露要求。倘A股市場的法律、規例和政策或有關互聯互通的規則有任何變動，可能會影響股價。投資管理人亦應知悉適用於A股的外資持股限制和披露責任。由於子基金於A股持有權益，受買賣A股的限制(包括保留所得款項的限制)。投資管理人全權負責遵守其於A股的權益的所有通知、報告及相關要求。根據目前中國內地的規則，一旦投資者持有上交所或深交所上市公司的股份超過5%，投資者須在三個工作日內披露其權益，在此期間不能買賣該公司的股票。投資者亦須披露其持股量的任何變動，並遵守中國內地規則的相關交易限制。

互聯互通交易過程中的某些方面須遵守香港法律，適用於股份擁有權的中國內地規則也將適用。此外，使用互聯互通進行的交易並不獲中國證券投資者保障基金保障。

通過互聯互通投資的先決條件是相關市場參與者的操作系統須能運作。由此，該市場參與者能否參與互聯互通則取決於是否具備滿足有關交易所及／或結算所可能指定的某些資訊科技能力、風險管理及其他要求。此外，互聯互通計劃需要跨境傳送買賣指令。雖然聯交所及市場參與者致力開發新的資訊科技系統，以促進跨境傳送買賣指令，但並不保證聯交所及市場參與者的系統將正常運行或將繼續適應中國和香港兩地市場的變化和發展。因此，通過互聯互通買賣可能會被中斷，因而影響子基金參與A股市場(及因而實現其投資策略)的能力。

互聯互通一般僅於中國及香港兩地股票市場開市而且兩地市場於相應結算日有提供銀行服務的營業日操作。倘聯交所和上交所或深交所任何一方或兩方休市，投資者將無法在有利進行交易的時間買賣上交所證券及深交所證券。由於該計劃是一個相對新的方案，互聯互通的技術框架僅透過模擬市場狀況進行測試。一旦出現高交易量或意料不及的市場狀況，如情況許可，互聯互通可能僅以有限的基礎操作。聯交所、上交所及深交所各自保留在必要時暫停滬港通及/ 或深港通的權利，以確保市場有序公平，風險得到審慎管理。此外，滬港通及深港通均受每日額度限制，即透過有關互聯互通買賣證券的總額度。每日額度將以「淨買入」為基礎應用。尤其是，在開市集合競價的時段內，一旦北向每日額度餘額降至零或超過北向每日額度，新的買盤將被拒絕(儘管不論額度餘額多少，投資者亦將被允許出售其跨境證券)。因此，額度限制可能會限制子基金及時透過互聯互通投資A股的能力，以及子基金可能無法有效地實現其投資策略。該等額度並非針對有關子基金或投資管理人，而是一般適用於所有市場參與者。因此，投資管理人將無法控制額度的使用或可用性。如果投資管理人不能買入額外的互聯互通證券，可能會影響投資管理人執行有關子基金投資策略的能力。

由於子基金的基礎貨幣並非人民幣，並有需要兌換人民幣通過互聯互通投資上交所證券及深交所證券，故亦可能涉及貨幣風險。於兌換時，子基金可能承擔貨幣兌換成本。貨幣匯率或會波動，倘人民幣貶值，子基金將出售上交所證券及深交所證券的所得款項兌換為基礎貨幣時，可能會產生虧損。

**5.27 有關通過債券通投資的風險**

債券通是於2017年7月由中國外匯交易中心、中債結算、上海清算所、港交所及債務工具中央結算系統推出的措施，旨在便利中國內地與香港兩地投資者透過中國內地與香港金融機構之間聯繫而在對方債券市場上進行交易。

根據中國現行規例，合資格境外投資者將獲准透過債券通北向交易(「北向通」)投資於中國銀行間債券市場上流通的債券。北向通將不設任何投資額度。

在北向通之下，合資格境外投資者須委任中國外匯交易中心或人民銀行認可的其他機構為註冊代理，以便向人民銀行申請註冊。

北向通指設於中國內地以外的交易平台，乃與中國外匯交易中心連接，以便合資格境外投資者透過債券通提交買賣在中國銀行間債券市場上流通的債券的要求。港交所及中國外匯交易中心將與境外電子債券交易平台合作，以提供電子交易服務及平台，以便合資格境外投資者透過中國外匯交易中心與中國內地核准境內交易商直接交易。

合資格境外投資者可透過境外電子債券交易平台所提供的北向通提交買賣在中國銀行間債券市場上流通的債券的要求，而該交易平台會將彼等的報價要求轉交中國外匯交易中心。中國外匯交易中心會向中國內地數間核准境內交易商(包括市場莊家及其他從事莊家業務的機構)發出該等報價要求。核准境內交易商將會通過中國外匯交易中心而對報價要求作出回應，而中國外匯交易中心則透過同一境外電子債券交易平台向該等合資格境外投資者發出回應。一旦合資格境外投資者接納報價，交易即會在中國外匯交易中心上完成。

另一方面，根據債券通而在中國銀行間債券市場買賣的債券證券的結算和託管將會透過債務工具中央結算系統(作為境外託管代理人)與中債結算及上海清算所(作為中國內地的境內託管及清算機構)之間的結算及託管連繫進行。根據結算連繫，中債結算或上海清結所將會在境內辦理已確定交易的整體結算，而債務工具中央結算系統則會遵照其有關規則而處理債務工具中央結算系統成員代合資格境外投資者發出的債券結算指示。

根據中國內地現行規例，債務工具中央結算系統(作為香港金管局認可的境外託管代理人)將於人民銀行認可的境內託管代理人(即中債結算及上海清算所)開立綜合代名人帳戶。所有由合資格境外投資者買賣的債券將會以債務工具中央結算系統的名義登記，後者將會以代名擁有人身份持有該等債券。

子基金透過債券通作出的債券投資將須面臨若干額外風險和限制，或會影響子基金的投資及回報。

債券通相對較新。任何債券通機關(定義見下文)所公佈或應用有關債券通的法律、規則、規例、政策、通告、通函或指引(「適用債券通規例」)會不時更改。不能保證債券通不會受到限制、暫停或廢除。若出現有關情況，子基金透過債券通投資於中國銀行間債券市場的能力將會受到不利影響，而倘若子基金無法透過其他途徑充分進入中國銀行間債券市場，子基金達致其投資目標的能力將會受到不利影響。「債券通機關」指為債券通提供服務的及／或監管債券通及有關債券通的活動的各交易所、交易系統、結算系統、政府、監管或稅務機構，包括(但不限於)人民銀行、香港金管局、港交所、中國外匯交易中心、債務工具中央結算系統、中債結算及上海清算所以及任何其他對債券通有司法管轄權、權限或職責的監管機構、代理或機關。

子基金亦可能面臨與結算程序及交易對手違約相關的風險。與有關子基金訂立交易的交易對手可能不履行其透過交付有關證券或支付價值以結算該交易的義務。

某些債務證券在中國銀行間債券市場可能因成交量少而缺乏流通性，或會導致某些在該市場買賣的債務證券劇烈波動。有關子基金因而須承擔流通性風險。在中國銀行間債券市場買賣的債務證券或會難以或無法出售，有關情況會影響子基金按內在價值購入或出售該等證券。

根據現行適用債券通規例，合資格境外投資者如欲參與債券通，可透過向有關當局辦理有關備案及開戶手續的境內結算代理、境外託管代理、註冊代理人或其他第三方(視情況而定)進行。有關子基金因而須承擔該等代理人違約或出錯的風險。

透過債券通買賣乃透過新開發的交易平台及運作系統進行。不能保證該等系統會妥善運作(尤其在極端市況下)或可繼續適應市場上的變動和發展。若有關系統無法妥善運作，透過債券通進行的買賣將會受到干擾。子基金透過債券通進行買賣(及因而實現其投資策略)的能力或會因而蒙受不利影響。此外，若子基金透過債券通來投資於中國銀行間債券市場，則或須承擔發出指令及／或結算上固有的延誤風險。

債務工具中央結算系統乃子基金透過債券通購入的債券的「代名持有人」。儘管適用債券通規例明確規定，投資者按照適用法例享有透過債券通而購入的債券的權利及權益，有關債券的實益擁有人(例如有關子基金)如何在中國法院行使和執行其對該等證券的權利仍有待測試。即使實益擁有權的概念獲中國法律承認，該等證券或會成為該代名持有人可供向債權人作分派的資產的一部分，及／或而實益擁有人未必對該等證券擁有任何權利。

**5.28 有關投資「點心債」的風險**

某些子基金可投資於在中國內地境外上市或買賣的人民幣計價債務證券(即點心債)。點心債市場仍相對細小，較易出現波動及欠缺流通性。因此，點心債的估值可能難以確定。此等因素會影響有關子基金按其內在價值購入或出售該等證券的能力。再者，若中國監管機構頒布任何新法律、規例或行政措施以限制或約束發行機構藉發行點心債以進行人民幣集資的能力及／或扭轉或暫停開放離岸人民幣市場，則點心債市場的運作及該等債券的新發行或會蒙受不利影響。此等風險若然發生，將會令有關子基金的投資受到不利影響，而有關子基金將會蒙受重大虧損。

**5.29 有關固定收益類別的風險**

固定收益類別按其資產淨值的預定年化固定百分比派息。年化固定百分比將由董事持續檢討，並可由董事酌情更改(股東將獲得至少一個月的事先通知)。固定收益類別的投資並非儲蓄帳戶或固定利息支付投資的替代投資。固定收益類別支付的年化固定百分比並不完全反映相關子基金的實際或預期收益或表現。分派可能高於或低於實際變現的收益及回報，並且可能超過相關子基金的此等類別的總投資收益。因此，任何差額將會從資本撥付。

固定收益類別可能在相關子基金產生負回報或出現虧損的期間繼續分派，從而進一步減少固定收益類別的資產淨值。從資本中撥付及／或實際上從資本中撥付分派長遠而言可能導致資本流失，尤其是在市況不利而某個月份的收入不足時，並因此限制相關子基金未來的資本增長，同時可能導致未來回報的價值減少。在極端情況下，投資者可能無法收回原有的投資金額。

投資者應注意，正分派收益率並不意味著正回報。此外，固定收益類別不分派固定金額，分派按固定百分比計算，因此當相關固定收益類別的資產淨值高時，絕對分派的金額亦較高，當相關固定收益類別的資產淨值低時，絕對分派金額亦較低。因此，投資者每月收到的絕對分派金額可能有所不同。

**6. 管理及行政**

**6.1 管理公司**

本公司已根據2020年10月1日所簽定的經修訂及重訂的管理公司服務協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司及管理公司簽定而於2021年7月1日生效的約務更替協議取代)(可不時修訂)(「**管理公司服務協議**」)委任Manulife Investment Management (Ireland) Limited擔任其管理公司。

管理公司乃於2018年10月14日在愛爾蘭註冊成立為一家私人股份有限公司，根據2014年愛爾蘭公司法(「**公司法**」)第2部分進行註冊，註冊編號為635225。管理公司於2019年4月16日根據UCITS條例獲愛爾蘭中央銀行(「**中央銀行**」)認可為UCITS管理公司，並於2021年4月15日根據2013年歐洲聯盟(另類投資基金管理人)條例(應包括中央銀行的AIF規則的規定)獲認可為另類投資基金管理人，其註冊辦事處位於愛爾蘭Second Floor, 5 Earlsfort Terrace, Dublin 2 D02 CK83。管理公司的章程最近於2019年4月17日進行更新。

管理公司任何時候均須遵守中央銀行確定的最低資本規定，符合UCITS條例第17條及2017年歐洲聯盟(金融工具市場)條例第9(10)條規定(2017年法定文書編號375)(「**MiFID條例**」)。管理公司的股本分為每股1歐元的股份。截至2020年12月7日，管理公司已發行及繳足股款的股本為22,000,000歐元。

管理公司董事會可全權代表管理公司擁有全部權力，並促使及承諾採取達致管理公司目標(尤其是管理本公司資產、行政管理和股份分銷)而必要的所有行動及條文。

管理公司董事會現由以下成員組成：

- Tom Murray，主席
- Margaret Madden，董事
- Eimear Cowhey，董事
- Yves Wagner，董事
- Andrew Arnott，董事

管理公司已委任一名獨立核數師。現時此項職能乃由特許會計師Ernst & Young執行，地址為Harcourt Centre, Harcourt Street, Dublin 2, D02 YA40, Ireland。

除本公司外，管理公司亦管理其他UCITS。

根據管理公司服務協議，管理公司獲交託本公司的日常管理，有責任直接或以委託方式來執行有關本公司投資管理與行政以及股份的市場推廣及分銷的運作職能。

經本公司同意，管理公司已決定轉授其數項職能(進一步詳情載於本售股章程)。

管理公司須採用程序，旨在控制已交予不同代理人的委託的執行乃遵從協定條件，並符合有效規則和規例。

## 6.2 存管處、執行人、過戶處及支付代理人

### 6.2.1 存管處及支付代理人

***簡介及主要職責***

本公司已根據日期為2016年8月3日(於2016年3月18日生效(經修訂))的存管服務協議(「**存管協議**」)的條款，委聘Citibank Europe plc, Luxembourg Branch(「**存管處**」)為本公司資產的存管處，並擔任收取認購款項及支付股息和贖回款項的支付代理人。存管處亦有責任根據及依照適用法律、規則及規例的規定，監督本公司。存管處應依照適用法律、規則及規例以及存管協議，行使監督職責。

存管處的主要職責是代表本公司履行2010年法律所述的存管處職責，主要包括：

(i) 監察及驗證本公司的現金流量；

(ii) 保管本公司的資產，除其他事項外包括以託管方式持有(可以託管方式持有的)金融工具，以及驗證其他資產的擁有權；及

(iii) 下列新增的監督職責：

a) 確保依照組織章程以及適用的盧森堡法律、規則及規例執行股份出售、發行、購回、贖回及註銷；

b) 確保依照組織章程以及適用的盧森堡法律、規則及規例計算股份的價值；

c) 確保涉及本公司資產的交易的任何作價均在正常時限內匯付本公司；

d) 確保依照組織章程以及適用的盧森堡法律、規則及規例運用本公司的收入；及

e) 執行本公司的指示，除非其與組織章程或適用的盧森堡法律、規則及規例相抵觸則作別論。

作為支付代理人，Citibank Europe plc, Luxembourg Branch 應負責支付股息(如有)予股東。此外，存管處亦應負責處理股份贖回款項的過戶。

***存管處及支付代理人的背景***

Citibank Europe plc, Luxembourg branch 為本公司的存管處。

存管處是在愛爾蘭註冊的公眾有限公司，註冊編號為132781，其註冊辦事處位於1 NorthWall Quay, Dublin 1。存管處在其辦事處經營其在盧森堡的主要業務，地址為31, Z.A. Bourmicht, L-8070 Bertrange, Grand Duchy of Luxembourg。其盧森堡分支於2015年8月28日成立，並已向盧森堡 *Registre de Commerce et des Sociétés* 註冊，註冊編號為B 0200204。其盧森堡分支依照1993年4月5日有關金融業的盧森堡法律(經修訂)獲授權提供有關服務，並專門從事資金託管和管理服務。

存管處獲愛爾蘭中央銀行授權，但就其在盧森堡擔任存管處的服務而言，則受CSSF規管。

***委託***

根據存管協議的條款及依照2010年法律，存管處有權委託他人執行其某些存管處職能。存管處已訂立之書面協議委託執行其有關本公司若干資產的保管職能的代表以及已獲委任的任何副代表名單，於www.manulifeglobalfund.com網站的「存管處的代表及副代表」項內可供查閱。該名單可能不時更新。如欲取得包含所有獲委任的代表及副代表的完整名單，可向存管處免費索取。

在委託其保管職能時以及為了履行其在此方面的責任，存管處必須採取適當的謹慎、審慎及盡職以挑選、持續委任及不斷監察擔任保管代理人的第三方，務求確保該第三方具備及維持適當的專業知識、能力和地位以履行有關責任；對保管代理人維持適當程度的監督；及不時作出適當的調查以確認該代理人持續獲妥善履行義務。即使存管處已委託第三方執行其對本公司資產的某些保管職能，其責任亦將不受影響。

在不損害下文「利益衝突」一節的前提下，存管處與其代表或副代表之間不時可能出現實際或潛在衝突，例如倘若一名獲委任的代表或副代表是一家聯屬集團公司並就其向本公司提供的另一項託管服務收取酬金。

存管處的利益衝突政策包含持續識別、管理和監察任何涉及其代表或副代表的實際或潛在利益衝突的程序。

存管處將確保身為其聯屬公司的任何該等代表或副代表均按並非對本公司重大不利(與並無該項衝突或潛在衝突相比)的條款委任。

在某些司法管轄區，倘當地法律規定金融工具須由當地實體持有，而並無當地實體符合存管處所須遵守的委託要求，則存管處可委託當地實體履行其職能直至有當地實體符合有關要求。存管處僅會在本公司已有所指示，且股東已在彼等作出投資前獲事先告知有關委託、委託理由及委託涉及的風險的情況下，才會進行有關委託。

***利益衝突***

實際或潛在利益衝突亦可能在本公司或股東(作為一方)與存管處(作為另一方)之間發生。

舉例而言，該等實際或潛在利益衝突可能因為存管處是一家法律實體的一部分或與一家法律實體有關聯，而該法律實體向本公司提供其他產品或服務而產生。尤其是，存管及管理服務是由同一家法律實體Citibank Europe plc, Luxembourg Branch提供。但實際上，存管和管理的業務線在職能和層級架構上是分開的，並按公平原則經營。此外，存管處在提供該等產品或服務時可能有財務或業務利益，或就本公司所獲提供的相關產品或服務收取酬金，或可能有其他客戶的利益與本公司或股東的利益可能存在衝突。

存管處及其任何聯屬公司可能執行交易並從中產生盈利，而該等交易乃存管處(或其聯屬公司，或存管處或其聯屬公司的另一名客戶)(直接或間接)擁有重大權益或任何一種關係且涉及或可能涉及存管處對本公司的職責的潛在衝突。這包括存管處或其任何聯屬公司或關連人士的下列情況：擔任本公司投資的市場莊家；向本公司及／或其他基金或公司提供經紀服務；擔任本公司投資的發行機構的財務顧問、往來銀行、衍生工具交易對手或以其他方式向該發行機構提供服務；在同一項交易中擔任多於一名客戶的代理人；於本公司的投資發行事項中擁有重大權益；或自任何該等活動賺取盈利或於其中擁有財務或業務利益。

整個集團的利益衝突政策訂明Citi透過各種政策、程序及／或流程管理衝突，視乎衝突而言，這可能包括預防或避免衝突，或作出適當披露、建立資訊屏障、重組交易、產品或流程，及／或修改報酬獎勵。

存管處設有利益衝突政策以持續識別、管理及監察任何實際或潛在利益衝突。存管處在職能及層級架構上分開執行其存管工作和其他具潛在衝突的工作。內部監控系統、不同的報告渠道、工作分配及管理層報告，使潛在利益衝突和存管處問題得到妥善識別、管理及監察。

有關存管處身份、其職責及存管處委託他人執行的任何保管職能的說明以及相關利益衝突的最新資料，可由股東向存管處索取。

***終止存管協議***

存管協議訂明協議將一直有效，除非及直至任何訂約方向對方發出不少於90日事先書面通知予以終止，但在若干情況下可立即終止，例如存管處無力償債。於(預期)罷免存管處或其退任時，本公司應適當遵守CSSF的適用規定及依照適用的法律、規則及規例，委任繼任存管處。存管處不可未經CSSF批准而被更換。

***存管處的責任***

就存管處或已受委託託管金融工具(可以託管方式持有)的第三方造成的損失，存管處須向本公司或股東承擔責任。就以託管方式持有的金融工具的損失而言，存管處應向本公司退還相同類型的金融工具或相應的金額，不得無故延誤。倘若可以證明有關損失是由於非其所能合理控制的外部事件引致，而儘管經採取一切合理措施避免，其後果仍將無可避免，則存管處無需承擔責任。

就因存管處疏忽或故意不妥善履行其義務而導致本公司或股東蒙受的一切損失，存管處也亦須向彼等承擔責任。存管協議包含有利於存管處的彌償，惟因其未能履行採取適當的謹慎、審慎及盡職的義務，或因其疏忽、故意不履行義務或欺詐引致的事宜除外。

***存管協議的其他條文***

存管協議受盧森堡法律規管，而盧森堡法院享有專屬司法管轄區聆訊任何由於存管協議而產生或與存管協議有關的爭議或申索。

### 6.2.2 執行人及過戶處

根據2020年9月25日所簽定的經修訂及重訂基金管理服務協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及執行人簽定而於2021年7月1日生效的約務更替協議取代，並可不時進一步修訂)，管理公司與本公司委任Citibank Europe plc, Luxembourg Branch擔任本公司的執行代理人。

以此身份，執行人獲賦權履行根據《CSSF有關擔任UCI執行人的實體之授權和組織的通知22/811》所規定的三項主要職能，即(i)涉及管理股份的認購、贖回、轉換和轉讓並將該等交易記錄在本公司的股東名冊之過戶處職能；(ii)資產淨值計算及會計服務，包括保存本公司帳目、於各估值點確定各子基金的各類別股份的資產淨值、向登記在冊的股東派發股息款項；及(iii)處理與股東的溝通，例如：編製和分發法定報告的服務，以及提供其他行政服務。

## 6.3 分銷商

管理公司亦擔任分銷商，就股份在國際上出售，轉換、贖回及推銷向本公司提供分銷商服務。

分銷商可不時委任子分銷商(「子分銷商」)向本公司提供分銷服務。

**6.4 投資管理人及分投資管理人**

就各子基金委任的投資管理人及／或分投資管理人，請參閱附錄一。

投資管理人及／或分投資管理人負責按本公司組織章程及本售股章程以及有關投資管理協議及／或分投資管理協議規定的投資參數管理各子基金的資產。投資管理人及／或分投資管理人可不時就有關投資組合向投資顧問諮詢及徵詢其意見。

管理公司可就一項子基金委任多於一位投資管理人(個別相關投資管理人稱為「**聯合投資管理人**」)。如管理公司委任了多於一位投資管理人，子基金將由附錄一相關部分披露之聯合投資管理人共同管理。同樣，投資管理人可就子基金投資組合管理職務委任多於一位分投資管理人(個別相關分投資管理人稱為「**聯合分投資管理人**」)，亦於附錄一有關部分作出披露。如已就子基金委任聯合投資管理人、分投資管理人及／或聯合分投資管理人，則附錄一及附錄五中有關子基金投資目標、投資政策及具體風險因素的章節中使用的「投資管理人」一詞應理解為指(聯合)投資管理人及／或(聯合)分投資管理人(視情況而定)。

**6.5 其他－平台行政服務供應商**

本公司已經委任宏利投資管理(香港)有限公司提供本公司的平台行政服務，包括但不限於市場營銷、法律、稅務、金融、產品、營運、風險和合規等方面的服務。具體而言，此類服務包括協助董事履行管治責任及職能(包括評估管理公司的業績表現)、協助董事和管理公司評估和選擇投資管理人，以及支援董事和管理公司在投資經理和子基金的持續經營和合規監管、風險監控及業績表現評估方面的工作。

**7. 股份類型**

本公司只接受申購記名股份的申請。

股份可分記名憑證或記名無憑證形式。然而，自2015年2月2日起，分銷商不再就任何記名股份接納發出證書的任何指示，因此，將不再發出額外股份證書予現有或未來投資者。在適當情況下，本公司可發出至小數點後三位的記名股份碎股。本公司建議投資者以無憑證形式持有記名股份，以便更容易轉換或贖回股份。

記名憑證股份的持有人可要求將其持有的股份轉換為記名無憑證形式。此等轉換而產生的所有費用將由有關股東承擔。

**8. 交易程序**

不是直接透過本公司或分銷商而是透過其他分銷商提交的任何交易(即認購、轉換或贖回)指令可能須依照與此處所述不同的程序。投資者在提出任何指令以前應向他們的分銷商查詢。

若干子基金設有投資上限，如超過此上限，則可能影響相關投資管理人及／或分投資管理人為該等子基金尋求合適投資或有效管理該等子基金現有投資的能力。因此，本公司可決定限制認購受該上限所影響子基金的股份。倘子基金到達此投資上限，將通知股東，而在該暫停期間將不再准許對子基金的更多認購申請。股東於該暫停期間將不會受阻於贖回相關子基金。倘再出現可用投資額(例如由市場變動或贖回所致)，本公司或會在暫時或永久的基礎上重新開放該子基金。有關可否於指定時間點認購特定子基金股份之資料可向本公司註冊辦事處索取。

**8.1 認購及贖回價**

除初次認購股份外，各類別每股股份的認購價及贖回價由按附錄三第4段所述方式計算的各營業日有關子基金有關類別每股的資產淨值確定。

如果發行股份繼續沒有盧森堡財政收費，每股的認購價將與其贖回價相同。交易價格(四捨五入到小數點後四位)，即各類別的認購及贖回價，將每日刊登於本公司網站**www.manulifeglobalfund.com**及／或可於本公司的註冊辦事處索取。投資者應注意該網站上的任何資料及內容並不構成售股章程的一部分。該網站上的所有內容僅供資訊之用，並不構成購買或出售股份的要約或招攬。本公司的網站未經任何司法管轄區的任何監管機構審閱或認可。公佈的交易價不包括下文第9.6.1節所述應付的任何初次或贖回費的款額。

**8.2 如何申請股份**

**8.2.1 申請程序**

申請可交給本公司或分銷商。關於本公司的查詢亦應向本公司(其位於31, Z.A. Bourmicht, L-8070 Bertrange, Grand Duchy of Luxembourg的註冊辦事處)或分銷商(其位於The Exchange, George's Dock, International Financial Services Centre, Dublin 1, D01 P2V6, Ireland的註冊辦事處)提出。各子基金的最低初次投資額、隨後最低投資額及最低持股額列載於上文第3.1節。

除非已與本公司或分銷商事先作出安排，否則，首次購買有關類別的投資者(就購買AA類別、R類別及F類別而言)應填妥隨同本售股章程派發的股東開戶申請表，或(就購買所有其他類別而言)簽訂投資／配售／認購協議(依情況而定)及／或有關各方同意或本公司要求的任何其他文件。本公司或分銷商可酌情決定是否接受以傳真提交的簽妥表格、協議或文件，惟有關簽妥表格、協議或文件的正本須於隨後即時補交。

如未收到所有必需的經簽妥文件之原件及本公司可要求的任何進一步的詳細身份證明，本公司保留取消有關股份的配售之權利。在此情況下，本公司有權向申請人追討原來的認購價超出取消當日通行的贖回價的差額(如有)，連同本公司可能遭受的任何其他損失及贖回費。

其後股東可以傳真(風險自負)或書面進行交易。對因以傳真發送但未被本公司或分銷商(依情況而定)收到的申請而發生的任何損失，無論本公司、分銷商或是過戶處均概不負責。

對於其後的申請，股東可以傳真(風險自負)或書面作出。對因以傳真發送但未被本公司或分銷商收到的申請而發生的任何損失，無論本公司、分銷商或是過戶處均概不負責。

本公司保留拒絕全部或部份申請之權利。若申請被拒，本公司將在拒絕申請日後五個交易日之內以支票或電匯(費用由申請人承擔)方式退回申請款項或其餘額，但不會補付利息。初次認購股份的詳情請參閱下文第8.2.7節。

### 8.2.2 交易截止時間

除下文第8.2.7節就於初次發售期內的申請另有規定外，本公司或分銷商於盧森堡時間下午一時以前接納的有效申請將按該日之估值時間計算的認購價辦理，惟該日須為交易日。有關認購價按評估有關子基金的有關類別於有關交易日的每股資產淨值計算。董事會已根據章程規定按其酌情權決定，現時不在認購價的稅項和收費作撥備。

### 8.2.3 逾時交易、及市場選時交易

逾時交易被董事會定義為接受於相關交易日適用的截止時間後的交易(即認購、轉換或贖回)指示，而有關指示亦會以根據該截止時間前收到的指示所適用的資產淨值計算的價格執行。逾時交易是被嚴格禁止。

為防止以上行為，股份會以未知價格的方式發行，而本公司及分銷商亦不會接受於相關截止時間後的交易要求。

市場選時交易被董事會定義為一種套戥方法。據此投資者利用相關子基金資產淨值釐定方法的時差及／或市場不完善或不足之處，於短時間內有系統地認購及贖回或轉換股份。市場選時交易行為會影響投資組合的投資管理，及因成本增加及／或導致利潤攤薄而對相關子基金表現構成不利影響。

本公司保留拒絕任何懷疑進行市場選時交易人士對任何子基金的認購及轉換要求的權利。

### 8.2.4 結算貨幣

申請人可以港元、美元或所認購股份類別的相關結算貨幣的支票或匯票或電匯支付認購款項。

倘申請人希望以其他主要貨幣付款，請先與本公司或分銷商聯絡。就該等認購而言，申請將被視為在本公司及／或分銷商確認收到已結算妥當之資金並將所得款項轉換為相關類別的計價貨幣之日收妥。申請將按相關交易日的估值時間計算的認購價辦理。

### 8.2.5 支付詳情

本公司概不接受現金或第三方付款。付款應以下列方式作出：

(i) 電匯付款應按照www.manulifeglobalfund.com指明的適用的結算詳情進行。

(ii) 如以支票或銀行匯票支付：

支票和銀行匯票抬頭人為「Manulife Global Fund」(具有「不得流通，限入抬頭人帳」劃線)背面書明子基金名稱及申請人姓名。

### 8.2.6 股份之分配

除下文第8.2.7節就於初次發售期內的申請另有規定外，對於以港元、美元或相關類別股份結算的相同貨幣付款的認購申請，有關股份將於申請獲得接受的同一交易日分配。港元、美元或相關類別股份結算的相同貨幣認購申請則必須於初次發售期結束後三個交易日內(就於初次發售期內的申請而言)；或於申請提交後三個交易日內(就任何其他申請而言)完成結算。如支票或匯票未能成功結算，或者電匯款項未能兌現價值，或同日自動轉帳銀行帳戶內沒有足夠的資金，本公司可對欠逾期款項以本公司認為合適的息率按日收取利息，直至全額收到款項為止。不論徵收利息與否，本公司均有權取消配售股份。在該情況下，本公司有權向投資者追討原有認購價加上應計利息超過取消配售當日之贖回價的差額。此外，本公司亦有權因未能在規定期限內收到或根本未有收到投資者支付完成結算的款項而直接或間接引起的損失追討賠償(包括贖回費)。

以其他主要貨幣認購將在確認收到已結算妥當之資金並將資金兌換為相關類別的適用結算貨幣當日視為收妥。申請將繼而按該日的估值時間計算的認購價辦理，惟該日須為交易日。

為確定將予發行之股份數目，本公司將按本公司認為適當的匯率計算認購款項之相關類別適用結算貨幣(如認購並非以該貨幣進行)等值。兌換相關結算貨幣引起之一切銀行費用和支出將從認購款項中扣除，而扣除後的相關結算貨幣餘額則作投資本公司之用。

### 8.2.7 初次認購及發售期

董事可指定子基金股份首次發售以供投資的一段期間(「**初次發售期**」)。除非董事另有決定並以書面方式通知潛在投資者，否則視乎結算貨幣而定，子基金股份將以本節載列的每股初次認購價(不包括任何初次收費)發售。

準投資者可於初次發售期內提交認購子基金股份的申請。於初次發售期內認購的股份通常會於初次發售期結束後的最後一個交易日或董事酌情決定的其他日期發行。於初次發售期內的股份認購申請必須於初次發售期的最後一個交易日下午1時(盧森堡時間)前送達本公司或分銷商。

董事可行使其酌情權(i)延長初次發售期；或(ii)倘若(a)未能於初次發售期內收取由董事全權酌情決定的合計最低總投資額(「**最低總投資額**」)；或(b)董事酌情認為，繼續推出子基金並不符合投資者的最佳利益或在商業上不可行(基於不利市況或其他原因)，不發行子基金的任何股份。倘若董事決定不繼續推出子基金，任何申請款項或其餘額(不計利息)將在初次發售期結束後以支票或電匯(費用由申請人承擔)形式退還予申請人。

初次發售期結束後，股份的認購及贖回價格將根據上文第8.1節釐定。

投資者將獲告知(i)初始發售期的延長；或(ii)不繼續推出股份的決定。

儘管有上述規定，即使未達到最低總投資額，董事仍保留酌情權，繼續發行子基金股份。

除上文就於初次發售期內的申請另有規定外，股份初次認購將為收到初次認購後初次發行相關類別股份的日期。除非董事另行訂明及以書面方式通知潛在投資者，否則視乎結算貨幣而定，相關類別的每股初次認購價(不包括任何初次收費)將為10.00澳元、10.00加元、10.00瑞士法郎、10.00歐元、10.00英鎊、10.00港元、1,000.00日圓、10.00新西蘭元、10.00人民幣、10.00新加坡元及10.00美元。

## 8.1 如何轉換子基金

### 8.1.1 轉換程序

股東只可將其在一個子基金中的部份或全部股份轉換成為同一子基金或另一子基金的同一類別或分類(定義見下文)的股份。就轉換而言，以下股份類別須被視為屬於同一分類：(1)任何子基金的AA類別、R類別及F類別的股份(統稱「**AA／R／F類別**」)及P類別的股份；及(2)董事可不時決定的任何子基金的其他股份類別。一個類別或分類的股份不可轉換成為另一類別或分類的股份(不論是在同一還是另一子基金)。例如，就同一類別的轉換而言，一個子基金的AA類別股份可轉換成為同一子基金或另一子基金的任何AA類別股份(例如AA轉換成為AA累積、AA累積轉換成為AA收益等)。

由於不同子基金的最低初次投資額不同，因此，茲提醒股東在提出任何轉換要求以前檢查其持有量。轉換股份的指示可以傳真或書面發送給本公司或分銷商，但必須由股東或(如為多於一名股東)所有聯名股東作出。傳真無法傳送的風險由有關的股東承擔。

本公司保留權利拒絕任何無效或不適當的全部或部分轉換股份申請(包括本公司知悉或有理由認為屬與市場選時有關或來自其認為是過度交易人士的任何申請)。股東僅可將其所持股份轉換成為同一類別或分類的股份，而且該等股份是依照本售股章程規定在該特定的司法管轄區發售或出售的，而任何轉換均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。可能應付的轉換費(如有)請參閱上文第3.1節。於2007年12月29日前認購股份的股東若於上述日期以後將其全部或部份現有股份轉換為新子基金股份應注意，上述第3.1節列明的新的最低持股額將適用於其對新子基金的持股。

持有記名憑證股份之股東如以傳真給予轉換指示應立即將妥為背書(如為聯名股東，必須由所有股東背書)的股票交回本公司或分銷商。

至於持有記名無憑證股份的股東，除非股東已在股東開戶申請表中選擇以傳真作出其後的指示選項，否則，如其以傳真發出轉換股份指示，須隨即向分銷商發送經簽署的書面指示正本，當中應載明股東姓名、地址、其有關個人客戶號碼、轉換涉及的子基金名稱和股份數目等全部詳情。在股東開戶申請表中選擇以傳真作出其後的指示選項的股東可自行承擔風險以傳真發出轉換指示(無需補交書面指示的正本)，亦可通過電話發出轉換指示，但必須隨即以書面正本或傳真確認。無論本公司、分銷商還是過戶處，對因以傳真發送但分銷商沒有收到的申請而產生的任何損失，概不負任何責任。

股份將按附錄三所載列的公式轉換。當收到的申請是將一個AA／R／F類別或P類別的股份(「**舊股**」)分別轉換成以不同貨幣結算的另一AA／R／F類別或P類別的股份(「**新股**」)，本公司會將按其認為適當的匯率將贖回所得款項轉換成新股的適用結算貨幣。兌換相關結算貨幣引起之一切銀行費用和支出將從贖回款項中扣除，而扣除後的相關結算貨幣餘額則作投資新股之用。

### 8.1.2 交易截止時間

分銷商於盧森堡時間下午一時前接納的轉換指示將通常按該日稍後之估值時間的有關價格辦理，惟該日應為交易日。轉換股份的價格，按使用原有子基金的贖回價參照轉換日通行的新子基金的認購價購買新子基金股份之方式確定。

投資者應注意，如本公司收到兩套指示之間的時間不足夠長且先前的交易尚未完成，則就先前交易轉換的股份收到的指示將不獲處理。

## 8.4 如何贖回股份

### 8.4.1 贖回程序

贖回指示應以書面或傳真方式提交予本公司或分銷商，並必須載明股東名稱、地址、其有關個人客戶號碼、有關子基金及類別之名稱、贖回股份數目以及贖回所得款項應存入之有關銀行帳戶資料、貨幣、戶名、帳號等詳細資料。簽署必須經銀行、股票經紀或律師核實。傳真無法傳送的風險由有關的股東承擔。

持有記名憑證股份之股東如以傳真給予贖回指示應立即將妥為背書(如為聯名股東，必須由所有股東背書)的股票交回本公司或分銷商。

至於持有記名無憑證股份之股東，除非股東已在股東開戶申請表中選擇以傳真作出其後的指示選項，否則，如其以傳真發出贖回指示後，須隨即向分銷商發出正確地簽署的贖回表格或有關的書面指示的正本，當中應載明上述資料。在股東開戶申請表中選擇以傳真作出其後的指示選項的股東可自行承擔風險以傳真發出贖回指示(無需補交書面指示的正本)，亦可通過電話發出贖回指示，但必須隨即以書面正本或傳真確認。無論本公司、分銷商還是過戶處，對因以傳真發送但分銷商沒有收到的申請而產生的任何損失，概不負任何責任。

任何類別股份免收任何贖回費。

### 8.4.2 贖回截止時間

分銷商於盧森堡時間下午一時前接納的贖回指示將通常按該日稍後之估值時間計算的有關價格辦理，惟該日應為交易日。

贖回價按附錄三分題為「認購價和贖回價」一分段中所述方式計算。

贖回款項通常會以電匯方式支付，但如贖回款項金額少於40,000港元(或等值之任何其他主要貨幣)，則通常會以支票支付。付款貨幣通常為美元，但亦可為分銷商批准的任何貨幣。匯款或兌換貨幣之任何費用應由有關股東承擔。除非獲相關股東事先同意及相關分銷商酌情允許，並符合相關分銷商不時決定的所有相關程序，否則本公司概不向任何第三方支付贖回款項。

結算款項一般於本公司或分銷商收到所有要求的贖回文件後三個交易日內支付，無論如何不超過三十日。因此，茲提醒投資者，如不遵照上文規定的贖回程序，贖回款項付款時間將會延誤。

投資者應注意，如本公司收到兩套指示之間的時間不足夠且先前的交易尚未完成，則就先前交易產生的贖回所得款項收到的指示將不獲處理。

### 8.4.3 贖回限制

本公司無義務於任何交易日贖回超過任何子基金當時已發行的股份10%的股份。如本公司於任何交易日收到多於有關子基金當時已發行股份總數10%的贖回要求，可將超過10%限額的贖回要求順延到下一個交易日，屆時上述贖回要求的辦理將優先於其後的要求。

此外，如支付予單一股東的贖回所得款項超過US$500,000，可延遲到有關結算日以後最多七個交易日支付。

## 8.5 成交單據

各指示將以提供個人客戶號碼的詳情的成交單據(由過戶處發出)認收。如以美元或港元以外的主要貨幣申請，成交單據將於收到已結算妥當的資金並將其兌換為美元後發出。其後與本公司的所有通訊中都必須引用個人客戶號碼。

## 8.6 打擊洗黑錢及反恐怖分子籌資活動

依照國際慣例、盧森堡法律法規(包括但不限於盧森堡2004年11月12日的《打擊洗黑錢及恐怖分子籌資活動法》、實益擁有人名冊法律和2012年12月14日CSSF的第12-02號規例關於打擊洗黑錢及恐怖分子籌資活動(該等文件可經不時修訂、補充或替代))以及若干規管通告(包括CSSF關於打擊洗黑錢及恐怖分子籌資活動的通告)，本公司有專業義務防止將UCITS用於洗黑錢和恐怖分子籌資活動目的。因此，投資者的身份應向本公司及／或本公司妥為指定的任何實體披露並經其核實，本公司還應根據適用法律法規對投資者進行持續盡職調查。就此而言，本公司及／或任何該等指定實體可不時要求提供視為必要的任何資料及證明文件，包括有關實益擁有權、資金來源和財富來源的資料。在任何情況下，投資者可能被要求隨時提供額外或更新的文件及／或資料，以遵守適用的法律和監管要求。如延遲或未能提供所要求的文件及／或資料，則認購或(如適用)贖回申請或任何其他交易可能不獲接納或在處理有關申請時可能出現延遲及本公司及其指定實體保留權利在任何情況下扣留贖回款項直至收到要求提供的文件及／或資料為止。對於因任何投資者未提供或僅提供不完整的資料及／或文件而導致的延遲或未能處理任何申請或扣留款項，本公司或其任何指定實體均不承擔任何責任。

## 9. 費用及收費

### 9.1 管理公司

管理公司有權就其服務而向本公司收取管理公司費。管理公司收費上限為每項子基金每年0.04%。

此等費用按每項子基金於有關月份的平均淨資產計算。

### 9.2 本公司、宏利投資管理(香港)有限公司及分銷商

本公司應收取並有權保留本售股章程所述的管理費及業績表現費(如有),並須負責將該等費用支付予相關的投資管理人。在適用法律和規例容許範圍內,本公司亦可全權酌情決定將該等所收到的費用的一部分支付予分銷商(其可按絕對酌情權全權決定將其有權獲得的全部或部分費用支付予其子分銷商),及宏利投資管理(香港)有限公司(「**MIMHK**」,作為本公司平台行政服務供應商身份),以及任何服務供應商或按其絕對酌情權決定的其他人士。

在適用法律及規例允許範圍內,MIMHK、分銷商及子分銷商(如適用)則可各自按其絕對酌情權全權決定將其有權收取的全部或部分該等費用支付予任何投資者或其他分銷商或服務供應商或該等其他人士。

### 9.3 存管處

本公司向存管處支付的費用主要參考本公司每個營業日的資產淨值計算,並於每月期後支付。存管處與本公司不時因應於盧森堡適用的市場利率釐定收費水平。本公司為此服務所支付的費用依本公司的資產所投資及被保管的市場而不同。其範圍一般為由在發達市場持有的本公司子基金資產價值的每年0.003%至在新興市場持有的此等子基金資產價值的每年0.40%(扣除交易收費、合理支出及實付開支)。交收費按逐個交易計收,因交收證券的國家而異,其範圍由發達國家的每個交易US$6至新興市場的每個交易US$130。

由存管處或受託保管本公司資產的其他銀行及金融機構所恰當產生的合理開支,均不計入存管處費用,並由本公司支付。存管處費用通常包括託管費,以及其他銀行及金融機構的若干交易費用。每個財政年度向存管處支付的費用及其他收費將於本公司的年報中披露。存管處負責如此委任的其他當地代表的費用及開支。

### 9.4 執行人、過戶處、上市代理人、支付代理人及轉讓代理人

本公司所支付的執行人、過戶處、上市代理人、支付代理人及轉讓代理人費用,按各方與本公司同意的商業利率及彼等在履行其職責過程中恰當產生的合理實付開支而釐定。本公司為這些服務支付的費用最高為每年其資產淨值的0.5%(合理實付開支除外)。

### 9.5 管理／分管理費用

#### 9.5.1 各子基金應付的管理年費詳情載列附錄一。任何分投資管理人的收費由投資管理人承擔。

在最少提前一個月給予存管處及有關子基金的股東擬加費之通知後,子基金須支付的管理年費可增加最多至相關子基金的資產淨值的6%。任何增加倘若超逾組織章程所規定的6%允許上限,需要有關子基金的股東以通過特別決議案之形式批准。

管理費每日累計並於每個營業日計算。

#### 9.5.2 業績表現費

截至本售股章程日期,並無向任何類別收取業績表現費。

#### 9.5.3 現金佣金等

管理公司、投資管理人、分投資管理人或投資顧問或其任何關連人士如收到由買賣本公司的投資項目而產生的現金佣金,均會存入該投資管理人、分投資管理人或該投資顧問管理或提供意見的有關子基金之帳戶。但是,若有關規則許可,該等人士可從經紀及通過其進行投資交易的其他人士收取並可有權保留明顯地對股東有利的商品及服務及其他非金錢利益。這些商品及服務包括(但不限於)合資格的研究服務,為加強投資決策而獲得的電腦硬件及軟件,以及適當的指令執行服務。

為盡量減輕利益衝突,凡管理公司、投資管理人、分投資管理人或投資顧問任何一方或其任何聯繫人士保留上述商品和服務及其他非金錢利益,該人士須確保(i)交易之執行符合最佳執行標準;(ii)有關子基金承擔的任何經紀佣金不會超過慣常機構就上述交易提供全面服務所收取的經紀費率;及(iii)非金錢利益並非與該經紀或交易商進行或安排進行交易的唯一或主要目的。

管理公司、各投資管理人或各分投資管理人或代表上述人士的任何人士概不得就目標基金或該等目標基金的管理公司所徵收的任何費用或收費而取得任何回佣,或就對任何目標基金的投資收取任何可量化的金錢利益。

## 9.6 其他收費及費用

### 9.6.1 初次收費、贖回費和轉換費

雖然本公司可從投資者繳付的任何認購款項中扣取最高為6%的初次收費，但現時對C類別、I類別、I2類別、I3類別、I4類別、I5類別、I6類別、I7類別及J類別股份的股東並無收取上述初次收費。對亞洲總回報基金AA（新加坡元對沖）收益類別股份的所有申請收取最高為認購款項3.5%的初次收費。亞洲短期債券基金對AA累積類別、AA（新加坡元對沖）累積類別、AA（美元）每月派息(G)類別、AA（港元）每月派息(G)類別、AA（澳元對沖）每月派息(G)類別、AA（人民幣對沖）每月派息(G)類別及AA（新加坡元對沖）每月派息(G)類別股份的所有申請收取最高為認購款項3%的初次收費。對AA類別（亞洲總回報基金的AA（新加坡元對沖）收益類別、亞洲短期債券基金的AA累積類別、AA（新加坡元對沖）累積類別、AA（美元）每月派息(G)類別、AA（港元）每月派息(G)類別、AA（澳元對沖）每月派息(G)類別、AA（人民幣對沖）每月派息(G)類別及AA（新加坡元對沖）每月派息(G)類別股份除外）、R類別、F類別、P類別及S類別股份的所有申請收取最高為認購款項5%的初次收費。

所有類別目前免收贖回費。

除非與有關的股東另有商定，否則，對本公司或分銷商收到的所有轉換請求，將會徵收最高為所轉換股份價值的1%的轉換費。

分銷商有權保留本售股章程所述股東應支付的初次收費、轉換費及贖回費(如有)。

### 9.6.2 成立費用

各子基金各類別的成立費用（在適用的情況下）之完整詳情列載於附錄一。

一項子基金終止時，與其有關的未攤銷費用(如有)將被本公司撇帳，由該子基金的帳戶承擔。

### 9.6.3 其他費用

本公司將支付其經營所產生的所有其他費用，包括其核數師、律師及顧問的收費，以及印刷和派發售股章程和年報的費用。本公司亦將承擔所有經紀費、稅項、政府徵費及收費、董事袍金及董事合理的實付費用及其他附帶營運開支，以及管理公司任何合理的實付費用及其他附帶營運開支。但是，本公司將不負責其任何銷售代理人所招致的任何推銷費用，而且本公司無權獲取(不論全部還是部分)該等銷售代理人向其客戶徵收的任何費用。為限制本公司或特定子基金或類別的投資者所承擔的整體費用或支出，宏利實體可自行酌情決定部分或全部承擔本公司產生的任何成本或費用。

## 10. 派息和稅項

### 10.1 派息

本公司的政策是就所有派息類別按照下表所示的各派息類別各自的股息政策，向其股東分派由本公司酌情決定的股息金額。

| 派息類型 | 類別 | 股息成份 |
|---|---|---|
| 累積 | AA累積 | 該等類別不會獲派發股息。 |
| | AA(港元)累積 | |
| | AA(澳元對沖)累積 | |
| | AA(英鎊對沖)累積 | |
| | AA(日圓對沖)累積 | |
| | AA(人民幣對沖)累積 | |
| | AA(新加坡元對沖)累積 | |
| | AA(新加坡元)累積 | |
| | C(新加坡元對沖)累積 | |
| | I累積 | |
| | I(歐元對沖)累積 | |
| | I2累積 | |
| | I3累積 | |
| | I3(新加坡元)累積 | |
| | I3(新加坡元對沖)累積 | |
| | I4累積 | |
| | I5累積 | |
| | I5(英鎊)累積 | |
| | I5(英鎊對沖)累積 | |
| | I5(歐元)累積 | |
| | I5(歐元對沖)累積 | |
| | I5(瑞士法郎)累積 | |
| | I5(瑞士法郎對沖)累積 | |
| | I6累積 | |
| | I6(英鎊)累積 | |
| | I6(英鎊對沖)累積 | |
| | I6(歐元)累積 | |
| | I6(歐元對沖)累積 | |
| | I6(瑞士法郎)累積 | |
| | I6(瑞士法郎對沖)累積 | |
| | I6(澳元對沖)累積 | |
| | I6(新加坡元對沖)累積 | |
| | I7累積 | |

| | | |
|---|---|---|
| 每年淨額派息 | AA | 股息將從各子基金可提供的淨投資收益(即扣除費用、收費及其他開支後)分派。 |
| | AA(澳元對沖) | |
| | AA(加元對沖) | |
| | AA(港元) | |
| | AA(新加坡元) | |
| | AA(新加坡元對沖) | |
| | S | |
| | I | |
| | I2 | |
| | I3 | |
| 每季淨額派息 | J | |
| | I4(人民幣對沖)收益 | 股息將從各子基金可提供的淨投資收益(即扣除費用、收費及其他開支後)分派。股息亦可能從各子基金的已變現收益及/或資本中撥付。<br>就對沖類別而言,股息或會按股份類別貨幣對沖所產生的息差計算。該等股息或因而包括股份類別貨幣對沖盈虧所產生的息差,或會令派付的任何股息增加或減少。該等類別符合歐洲證券及市場管理局(「**ESMA**」)在2017年1月30日有關UCITS股份類別的意見(ESMA34-43-296)所訂定的原則。 |
| 每月淨額派息 | 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 | |
| | P(澳元對沖)收益 | |
| | P(港元)收益 | |
| | P(新加坡元)收益 | |
| | P(新加坡元對沖)收益 | |
| | P(美元)收益 | |
| | I2(新加坡元對沖) | |
| | I3收益 | |
| | S收益 | |
| | S對沖 | |

| | | |
|---|---|---|
| 每月總額派息 | AA(澳元對沖)每月派息(G) | 股息將從各子基金的總收益(即扣除費用、收費及其他開支前)分派，而其所有或部分費用及開支將從資本中扣除。股息亦可能從已變現收益及／或資本中撥付。<br><br>就對沖類別而言，股息或會按股份類別貨幣對沖所產生的息差計算。該等股息或因而包括股份類別貨幣對沖盈虧所產生的息差，或會令派付的任何股息增加或減少。該等類別符合ESMA在2017年1月30日有關UCITS股份類別的意見(ESMA34-43-296)所訂定的原則。 |
| | AA(加元對沖)每月派息(G) | |
| | AA(歐元對沖)每月派息(G) | |
| | AA(英鎊對沖)每月派息(G) | |
| | AA(港元)每月派息(G) | |
| | AA(日圓對沖)每月派息(G) | |
| | AA(新西蘭元對沖)每月派息(G) | |
| | AA(人民幣對沖)每月派息(G) | |
| | AA(新加坡元)每月派息(G) | |
| | AA(新加坡元對沖)每月派息(G) | |
| | AA(美元)每月派息(G) | |
| | I每月派息(G) | |
| | I3每月派息(G) | |
| | I4每月派息(G) | |
| | P(澳元對沖)每月派息(G) | |
| | P(港元)每月派息(G) | |
| | 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) | |
| | S每月派息(G) | |
| | S(對沖)每月派息(G) | |
| 特別每月派息 | R(美元)每月派息(G) | 股息將從各子基金的總收益(即扣除費用、收費及其他開支前)分派，而其所有或部分費用及開支將從資本中扣除。股息亦可能從已變現收益及／資本中撥付。<br><br>在釐定適用於該類別的派息率時，董事將會考慮有關子基金投資組合所持證券以及該等證券於未來一年可賺取的投資收益總額，以計算恰當的每股資產淨值的收益率(百分比(%))。<br><br>除該收益率外，子基金並會按每股資產淨值*的2%至5%固定年率(該比率將由董事於有關子基金推出該類別當時釐定，並其後在www.manulifeim.com.hk披露)從已變現資本收益及／或資本作額外分派，以達致高於預期總投資收益的整體派息率。<br><br>股東務請留意，若並無足夠的已變現資本收益作額外分派，任何差額將會從資本撥付。<br><br>**根據成立當年的初次認購價，以及其後每曆年首個營業日的每股資產淨值，或在極端市場波動或嚴重不利市況下，則根據董事(或其代表)在事先通知投資者的前提下，所決定的及在www.manulifeimcom.hk進一步披露的其他營業日每股資產淨值。* |
| | R(港元)每月派息(G) | |

| | | |
|---|---|---|
| 固定收益每月派息 | F(澳元對沖)每月派息(G) | 股息將從各子基金的總收益(即扣除費用、收費及其他開支前)分派，而其所有或部分費用及開支將從資本中扣除。股息亦可能從已變現收益及／資本中撥付。<br><br>該類別的分派收益率將設定為該類別每股資產淨值的年化固定百分比，因此股息金額將隨之變動。每次派息的每股股息金額的計算方法是將年化固定百分比乘以每月最後一個交易日的每股資產淨值，再除以一年的分派頻率。<br><br>在釐定該類別的年化固定百分比時，董事將結合投資管理人的意見，考慮子基金在未來一段時間產生的預期總投資收益，並由已變現資本收益及／或資本的額外分派作為補充，目標是實現高於預期總投資收益的整體分派收益率。<br><br>股東務請留意，若並無足夠的已變現資本收益作額外分派，任何差額將會從資本撥付。<br><br>年化固定百分比將由董事持續檢討，若董事在考慮各種因素(包括但不限於子基金相關類別的每股資產淨值、當時市況、董事對未來市場及經濟狀況及收益產生的預期)後，認為更改年化固定百分比乃屬適當，或若董事認為子基金無法持續支持該年化固定百分比，或在特殊情況下(例如在市場極端波動的時期或市況嚴重不利時)，董事可酌情更改年化固定百分比(股東將獲得至少一個月的事先通知)。投資者應注意，正股息率並不意味著正回報。<br><br>就對沖類別而言，股息或會按股份類別貨幣對沖所產生的息差計算。該等股息或因而包括股份類別貨幣對沖收益／損失所產生的息差，或會令派付的任何股息增加或減少。該等類別符合歐洲證券及市場管理局(「**ESMA**」)日期為2017年1月30日有關UCITS股份類別的意見(ESMA34-43-296)所訂定的原則。<br><br>投資者可向分銷商或閣下的中介人索取有關該類別的年化固定百分比的資料。 |
| | F(加元對沖)每月派息(G) | |
| | F(英鎊對沖)每月派息(G) | |
| | F(港元)每月派息(G) | |
| | F(日圓對沖)每月派息(G) | |
| | F(新西蘭元對沖)每月派息(G) | |
| | F(人民幣對沖)每月派息(G) | |
| | F(新加坡元對沖)每月派息(G) | |
| | F(美元)每月派息(G) | |

從資本中撥付或實際上從資本中撥付股息等於退回或提取投資者原本投資額的一部分或屬該原本投資額所產生的任何資本收益。從子基金的資本作出涉及支付或實際支付股息的任何分派，可能導致該子基金上述相關類別的每股資產淨值即時減少。在獲得監管機構事先批准（在適用的情況下）及事先向相關股東發出一個月通知的前提下，本公司董事可隨時修訂子基金的股息政策。

| 類別 | 股息支付類型 | 宣布及派付頻率 |
| --- | --- | --- |
| AA 累積 | 本公司不會就該等類別派發股息。 | |
| AA(港元)累積 | | |
| AA(澳元對沖)累積 | | |
| AA(英鎊對沖)累積 | | |
| AA(日圓對沖)累積 | | |
| AA(人民幣對沖)累積 | | |
| AA(新加坡元對沖)累積 | | |
| AA(新加坡元)累積 | | |
| C(新加坡元對沖)累積 | | |
| I 累積 | | |
| I(歐元對沖)累積 | | |
| I2 累積 | | |
| I3 累積 | | |
| I3(新加坡元)累積 | | |
| I3(新加坡元對沖)累積 | | |
| I4 累積 | | |
| I5 累積 | | |
| I5(英鎊)累積 | | |
| I5(英鎊對沖)累積 | | |
| I5(歐元)累積 | | |
| I5(歐元對沖)累積 | | |
| I5(瑞士法郎)累積 | | |
| I5(瑞士法郎對沖)累積 | | |
| I6 累積 | | |
| I6(英鎊)累積 | | |
| I6(英鎊對沖)累積 | | |
| I6(歐元)累積 | | |
| I6(歐元對沖)累積 | | |
| I6(瑞士法郎)累積 | | |
| I6(瑞士法郎對沖)累積 | | |
| I6(澳元對沖)累積 | | |
| I6(新加坡元對沖)累積 | | |
| I7 累積 | | |
| AA | 除非相關股東(在執行人或相關分銷商不時制定的相關程序的規限下)曾以書面向執行人或相關分銷商作出其他指示，否則股息均會自動再投資於有關賺取該等再投資股息的類別的額外股份。 | 股息(如有)每年於本公司股東周年大會批准後15 天內宣派，並(如應付) 於宣派後三個星期內派付。 |
| AA(澳元對沖) | | |
| AA(加元對沖) | | |
| AA(港元) | | |
| AA(新加坡元) | | |
| AA(新加坡元對沖) | | |
| S | | |
| I | | |
| I2 | | |
| I3 | | |

| 類別 | 股息支付類型 | 宣布及派付頻率 |
| --- | --- | --- |
| J | 除非相關股東(在執行人或相關分銷商不時制定的相關程序的規限下)曾以書面向執行人或相關分銷商表示要求將其應收的任何股息再投資於相關已收取該等現金股息的類別的額外股份，否則相關子基金類別的股息將以現金支付予相關股東。 | 股息(如有)將於每一日曆季結束後宣派，並於宣派後三個星期內支付。派息數額(如有)並無保證。 |
| I4(人民幣對沖)收益 | | |
| S對沖 | | |
| I2(新加坡元對沖) | | |
| AA收益 | | 股息(如有)會於此等類別各自開始買賣後的相關曆月結束後或董事會指定的其他時間至少每個曆月宣派一次，並於宣派後三個星期內支付。 |
| AA(港元)收益 | | |
| AA(澳元對沖)收益 | | |
| AA(加元對沖)收益 | | |
| 澳對沖 | | |
| 加對沖 | | |
| AA(歐元對沖)每月派息(G) | | |
| AA(英鎊對沖)每月派息(G) | | |
| AA(港元對沖)每月派息(G) | | |
| AA(日圓對沖)每月派息(G) | | |
| AA(新西蘭元對沖)每月派息(G) | | |
| AA(人民幣對沖)每月派息(G) | | |
| AA(新加坡元)每月派息(G) | | |
| AA(新加坡元對沖) | | |
| 每月派息(G) | | |
| AA(美元)每月派息(G) | | |
| P(美元)收益 | | |
| P(港元)收益 | | |
| P(新加坡元)收益 | | |
| P(澳元對沖)收益 | | |
| P(新加坡元對沖)收益 | | |
| P(美元)每月派息(G) | | |
| P(港元)每月派息(G) | | |
| P(新加坡元)每月派息(G) | | |
| P(澳元對沖)每月派息(G) | | |
| P(新加坡元對沖)每月派息(G) | | |
| S收益 | | |
| S每月派息(G) | | |
| S(對沖)每月派息(G) | | |
| I3收益 | | |
| I每月派息(G) | | |
| I3每月派息(G) | | |
| I4每月派息(G) | | |
| R(美元)每月派息(G) | | |
| R(港元)每月派息(G) | | |
| F(澳元對沖)每月派息(G) | | |
| F(加元對沖)每月派息(G) | | |
| F(英鎊對沖)每月派息(G) | | |
| F(港元)每月派息(G) | | |
| F(日圓對沖)每月派息(G) | | |

| 類別 | 股息支付類型 | 宣布及派付頻率 |
|---|---|---|
| F(新西蘭元對沖)每月派息(G) | | |
| F(人民幣對沖)每月派息(G) | | |
| F(新加坡元對沖)每月派息(G) | | |
| F(美元)每月派息(G) | | |

董事亦可酌情決定就所有派息類別宣派中期股息，但須受限於章程的規定。

就每月及每季派息的派息類別而言，董事可酌情決定就該類別於本公司股東周年大會批准後15天內宣派末期股息(如有)，並(如應付)於宣派後三個星期內派付。

除相關分銷商另有決定外，任何宣派及應付股息一般將以相關類別的結算貨幣支付，但亦可以任何相關股東指示的任何其他主要貨幣支付，惟該股東首先須聯絡執行人或相關分銷商，以作出一切所需安排。支付股息時所產生的任何費用(包括(但不限於)與電匯及匯兑交易有關的費用)以及與支付股息有關的任何風險(包括(但不限於)外匯風險)將由相關股東承擔。如應付的股息金額少於US$50.00，則儘管客戶先前已表示要收取現金股息，股息仍將再投資於相關類別的額外股份。任何該等股份將於派付股息之日發行。

有關本公司派付股息的所有信息應按盧森堡法律的規定公佈，並在董事指定的報紙上刊登。

所有子基金全部類別均採用收益均減安排。該等收益均減安排適用於在某類別的有關分派期間內認購某類別股份並於該期間記錄日期仍持有股份的股東。尤其是，該等安排擬旨在確保就某段分派期間而分派的每股收益不會受到該段期間內已發行股份數目的變動(即因股份認購及／或贖回)影響，從而平等對待該類別的全體股東。股東於購入某子基金股份後所收到第一筆股息的款額一部分為分享該子基金收取的收益，一部分則為資本退還(「**均減款額**」)。一般而言，均減款額指已包括在有關期間內所發行每股股份資產淨值內的平均收益款額。預料該均減款額將毋須被視作股東所獲收益而課稅，但在計算資本增值時應會被用作扣減股份的基本購入成本。雖然如此，均減款額在不同司法管轄區的稅務待遇可能有所不同。股東如欲瞭解彼等所收到屬其分派一部分的均減款額，可按有關註冊地址與分銷商或本公司聯絡。

## 10.2 稅項

視乎文義而定，本節對投資管理人的所有提述均指投資管理人及／或分投資管理人。

投資者應就其作為公民、居民、普通居住者、居駐或註冊成立的國家之法律下認購、購買、持有、收取股息分派、轉換、交換、出售、贖回或以其他方式獲得或處置股份可能的稅務後果徵詢專業顧問的意見。

### 10.2.1 盧森堡

本公司毋須繳納任何盧森堡所得稅、資本增值稅或財富淨值稅，而本公司派發之股息亦無須繳納任何預扣稅。

現時本公司在盧森堡須就以下類別於有關季度末就合計資產淨值繳納每年0.05%的認購稅(*taxe d'abonnement*)，須按季計算及支付：所有子基金的AA類別、C類別、R類別、F類別、I2類別、I6類別、P類別及S類別股份。

如屬只向機構投資者銷售並由機構投資者持有的類別，該稅率則下調至有關季度末的合計資產淨值的每年0.01%，須按季計算及支付。此外，若子基金遵照2010年法例而僅投資於存款及貨幣市場票據，亦須按該已下調稅率繳稅，稅款按年按其淨資產計算。現時有關類別包括：I類別、I3類別、I4類別、I5類別、I7類別以及J類別。敬請留意：能否受惠於該已下調的0.01%稅率，須受主管機關對機構投資者身份的詮釋規限。主管機關若對投資者身份重新分類，則I類別、I3類別、I4類別、I5類別、I7類別以及J類別股份將可能會全部按0.05%稅率繳稅。在盧森堡毋須就發行股份繳納印花稅或任何其他稅項。

除身為盧森堡居民、在盧森堡擁有本籍或永久處所的股東外，現時股東毋須繳納任何盧森堡所得稅、資本增值稅、預扣稅、遺產稅、承繼稅或其他稅項。2011年1月1日起，非居民股東毋須就處置股份所產生的任何已變現資本收益繳納盧森堡稅項。

外國收入、資本收益、股息及利息或會被有關來源國徵收預扣稅或其他稅項(適用稅率或會根據來源國與盧森堡之間訂立的雙重課稅協定而下調)。本公司或其股東未必可討回該等稅項。若有合理可能會招致稅務責任，則會從資產淨值就該應付稅項作出撥備。

### 10.2.2 英國

以下根據截至本售股章程日期的現行法律和慣例僅作為一般摘要。該等法律及慣例可能更改，或會具有追溯效力，而以下摘要並非詳盡，亦不構成法律或稅務意見。此外，相關內容僅適用於持股作為投資的英國股東，而不適用於持股作為金融交易一部分的英國股東；且不涵蓋獲免稅或須遵守特殊稅制的英國股東。

以下內容並非就任何投資於本公司的投資者的稅務影響作出之保證。

*本公司*

由於本公司為UCITS，就英國所得稅或公司稅而言，其不應被視為英國居民。就此，如果本公司不就公司稅而言透過位於英國的常設機構在英國從事交易，或不透過可能使本公司承擔所得稅且位於英國的分支或代理在英國從事交易，則除了下文註明關於對某些來自英國的收入可能會產生的預扣稅外，本公司無須就由其產生的收入及資本收益繳納英國公司稅或所得稅稅項。董事的意向是，只要在其所控制的範圍內，本公司業務以不涉及上述常設機構、分支或代理的形式下經營，但不能保證可一直符合避免涉及該等常設機構、分支或代理的必要條件。

本公司收到的來自英國的某些利息及其他收入可能須繳納英國預扣稅。

*股東*

各類別就2010年稅務(國際及其他規定)法第8部分(「**2010年TIOPA**」)內的離岸基金法例而言，將被視為構成「離岸基金」。根據2009年離岸基金(稅務)條例(經修訂)(「**條例**」)，就稅務而言為英國居民，則可能須就處置或贖回離岸基金股份所獲取的任何收益繳納入息稅(或公司入息稅)。但若持股期間該等股份所屬權益類別被英國皇家稅務及海關總署(「**稅務及海關總署**」)證明為「申報基金」，則該徵稅並不適用。相反，英國投資者因處置申報基金的權益而產生的任何收益應作為資本收益(或可予徵收收益)而繳納稅款。

目前具備申報基金資格的類別名單載於
**https://www.gov.uk/government/publications/offshore-funds-list-of-reporting-funds**。

為維持英國申報基金資格，相關類別必須符合每年向稅務及海關總署和其股東作出年度報告的若干規定。該等年度職責將包括計算及向所有相關股東報告各申報期(根據該條例定義)內離岸基金每股收入回報(「**須予申報收益**」)。申報收益相關的申報期結束時持有權益的相關英國股東，將按照所支付的任何現金分派或全部申報金額的較高者繳納入息稅或公司稅。因此，相關類別屬英國稅務居民的股東(根據其英國稅務狀況)可能須就該申報收益繳納英國稅項，如同該申報收益乃為其股份分派。

各相關類別應佔的須予申報收益(如有)將於相關會計期結束後六個月內在本公司網站**www.manulifeglobalfund.com**刊登，而資料副本可以書面聯絡本公司的註冊辦事處索取。

若屬英國稅務居民投資者持有離岸基金的權益，而該離岸基金於該投資者擁有權整個時期內為申報基金，則出售或以其他方式處置相關權益所產生的任何收益均應作為可予徵收收益(而非收入)繳納稅項，對於已就任何累計或再投資利潤繳納英國入息稅或公司入息稅的投資者(即使該等利潤獲豁免徵收英國公司稅)則應獲寬減。

若某類別於相關股東整個投資期間均無申報基金資格，則屬英國稅務居民的股東出售、贖回或以其他方式處置其股份(包括視為身故處置)而變現的任何收益均應作為獲得離岸收益(而非可予徵收收益)繳納稅款。該等待遇的確切後果將視乎各相關股東的稅務狀況。

個人投資者應注意，若離岸基金資產的60%以上持有有息(或類似)證券，則任何分派或申報收入將視為英國入息稅納稅人獲取的權益。

當任何須繳納英國公司稅的英國公司股東從本公司收取股息，該股息可能屬於2009年公司稅法(「**2009年公司稅法**」)第9A部分所列示英國公司稅多項豁免之一。此外，通過英國常設機構向在英國進行交易的非英國公司派息，若該公司所持股份由該常設機構使用或為其持有，則該等股息亦可能屬於英國公司稅的豁免範圍。申報收益就此而言將被視為等同於任何現金股息。然而，無論有否派付任何股息，根據英國的公司債務稅制，若離岸基金持有的投資有息(或類似)投資(以下就2009年公司稅法第490節而言簡稱「**相關持股**」)超過60%(按價值計)，須繳納英國公司稅的任何公司股東均應按其持股基於公平價值的價值增長徵稅，或可就任何等同價值下降獲得稅務寬減。因此，投資者需要將任何「相關持股」視為一項債務工具。若持股成為或不再為「相關持股」，則複雜的規則可能適用。

規例規定，申報基金可選擇實行收益均減或作出其他收入調整以消除須予申報收入的認購及贖回的影響。董事保留就有申報基金資格的任何類別作出上述一項選擇的權利。

股份將可廣泛認購。董事會確認，就該條例而言，擬定的投資者類別不受「限制」。股份將進行市場營銷，使其具有足夠覆蓋圍範以接觸擬定的投資者類別，並以適當方式吸引該等投資者類別。

*匯款基礎：英國居民而非本籍投資者*

適用於非英國本籍但屬英國稅務居民的個別人士的英國稅務規則自2025年4月6日起變更。建議曾使用匯款基礎規則的人士，以及在成為英國稅務居民的首四年內的個人股東(無論是首次成為英國稅務居民，或曾為英國稅務居民而在成為非英國居民連續十年後再次成為英國稅務居民)，在認購股份前尋求獨立意見。

*英國反避稅法規*

*i) 子基金收益的歸屬*

英國居民股東應注意，若子基金具有英國居住身份，以及就英國稅務而言可被視為「密切」公司，而股東持有或被視為持有(相關法例定義的單獨持有或與關聯人士共同持有)相關子基金股份的25%以上，則1992年可予徵收收益稅法的第3條(「**第3條**」)可能相關。除非該等英國居民股東屬於其中一項稅責豁免範圍，否則產生而歸於相關子基金就英國稅務而言的資本收益(例如處置任何投資而產生)而未被派付的任何收益，將根據其於相關子基金中的權益按比例進行分配。相關子基金可將所得款項重新投資，而非作出分派(就此而言屬相關)。然而，董事會預期各子基金將為充分廣泛持有，不會就此而言成為密切。此外，第3條不適用於並非以避稅為主要目的而作為計劃或安排一部分因處置、獲取或持有而產生收益的資產。

*ii) 轉移資產到海外*

英國居民股東應注意2007年入息稅法第13部分第2章的規定，該規定目的是防止透過交易將收入轉移至國外人士(包括公司)以逃避入息稅，該等轉移可能就子基金未分派的收入利潤而承擔入息稅責任。

若能證明獲取相關子基金股份的目的或目的之一乃為逃避英國稅務責任的結論在所有情況下並不合理，則該規定不適用於英國居民股東。

*iii) 受控外國公司(「**受控外國公司**」)*

就稅務目的而言居住於英國的公司股東應注意，2010年TIOPA第9A部分中包含的受控外國公司法規可適用於任何被視為對非英國居民公司可予徵收利潤佔25%或以上權益的英國居民公司(單獨或就稅務目的與關聯或聯繫人士共同持有)，而該非英國居民公司乃由英國居民所控制，並且符合其他若干條件(廣義而言為居住於低稅司法管轄區)。2010年TIOPA第9A部分第18章對「控制」作出定義。該等規定適用於以下情況，非英國居民公司被就稅務目的居住於英國的人士(無論是公司、個人或其他身份)所控制，或由兩人共同控制的非英國居民公司，而其中一人出於稅務目的在英國居住，並擁有該受控非英國居民公司至少40%權益、權利和權力並就此控制該非英國居民公司，而另一人則至少擁有40%但不多於55%該等權益、權利和權力。這些條款的效果可能是使該等股東就本公司的收入繳納英國公司稅。屬於英國受控外國公司制度範圍的風險將很大程度取決於本公司股東的組成架構，任何英國公司股東如對該等條款可能適用於其在本公司的權益而感到疑慮，則應尋求獨立意見。

### 10.2.3 中國

按照中國現行法例，外國投資者在中國一般可透過下列渠道來投資於在上交所及深交所上市的A股及某些其他投資產品(包括債券)：

(a) 獲得QFI資格的機構，或透過投資於由具備QFI資格的機構所發行的參與票據及其他連接產品。由於只有QFI對A股及某些其他投資產品的權益得到中國法律承認，任何稅項責任(如有發生)應由QFI支付；

(b) 滬港通；

(c) 深港通；及／或

(d) 債券通。

*企業所得稅(「**企業所得稅**」)*

按照現行中國企業所得稅法(「**中國企業所得稅法**」)及規例，任何子基金若被視為中國稅務居民，將須按其全球應課稅收入之25%繳納中國企業所得稅。若任何子基金被視為於中國內地設有「**常設機構**」的非居民企業，則須就常設機構所佔利潤按25%稅率繳納中國企業所得稅。本公司連同有關子基金之投資管理人旨在以避免被當作中國稅務居民對待及避免在中國設有常設機構的方式來運作子基金，惟不能就此作出保證。然而，中國有機會不同意此評估，或中國稅法之變更可能影響相關子基金的中國企業所得稅地位。

除非根據中國企業所得稅法或有關徵稅條約而獲豁免或寬減，若子基金為在中國內地並無常設機構的非中國稅務居民企業，則須就彼等從投資於中國證券所得的源自中國的收入(包括現金股息、分派、利息及資本增值)按10%稅率繳納中國預扣所得稅(「**預扣稅**」)。

由2014年11月17日起，根據財稅[2014]79號(「**第79號通知**」)，由QFI(即於中國並無設有營業機構或地點或於中國設有營業機構或地點但其由中國產生之收益與該機構或地點並無實際關係)出售股份及其他股權投資自中國之收益將暫免徵收中國企業所得稅。為免產生疑問，QFI凡於2014年11月17日前所得的收益均須遵照現行稅務法例及法規繳納中國企業所得稅。

根據財稅[2018]108號(「**第108號通知**」)及中國國務院於2021年10月27日作出的決定(「**國務院決定**」)，外國機構投資者於2018年11月7日至2025年12月31日期間獲得的債券利息收入可獲豁免企業所得稅。根據財政部及國家稅務總局發佈的2026年第5號公告(「**2026年第5號公告**」)，此期限已進一步延長至2027年12月31日。若所得債券利息與外國機構投資者在中國的機構或地點有關連，該項企業所得稅豁免即不適用。

*增值稅(「**增值稅**」)及附加稅*

子基金亦可能須就買賣A股所得資本收益而按6%稅率繳納中國增值稅。然而，根據財稅[2016]36號(「**第36號通知**」)及財稅[2016]70號(「**第70號通知**」)，QFI可就買賣中國證券所得收益而獲豁免繳納增值稅。

此外，城市維護建設稅(現時稅率為1%至7%不等)、教育附加費(現時稅率為3%)及地方教育附加費(現時稅率為2%)(統稱為「**附加稅**」)乃按增值稅務責任徵收。由於QFI獲豁免繳納增值稅，故將同時獲豁免適用的附加稅。

根據第108號通知及國務院決定，外國機構投資者於2018年11月7日至2025年12月31日期間獲得的債券利息收入可獲豁免增值稅。根據2026年第5號公告，此期限已進一步延長至2027年12月31日。

*印花稅*

中國法律下的印花稅(「**印花稅**」)一般適用於執行及收取應課稅文件，其中包括出售於中國證券交易所買賣的中國A股和中國B股的合約。就此等合約而言，目前應由賣方而非買方以0.1%的稅率繳納中國印花稅。因此，子基金出售或轉讓A股或B股將須繳納中國印花稅，但在子基金購買A股及B股時不須繳納中國印花稅。

*互聯互通稅務考慮因素*

根據財稅〔2014〕81號(「**第81號通知**」)、第36號通知及財稅〔2016〕127號(「**第127號通知**」)，外國投資者若透過滬港通投資於上交所上市之中國A股及透過深港通投資於深交所上市之中國A股，將就出售該等A股所得收益暫免徵收中國企業所得稅及增值稅。股息或會按10%預扣基礎計算被徵收中國企業所得稅，惟根據雙重徵稅條約，經向主管稅務當局申請及獲准許予以減少除外。

*債券通稅務考慮因素*

引進債券通計劃後，合資格外國投資者可買賣於中國銀行間債券市場提供的債券。

除了上述一般規則及第108號通知外，中國稅務當局未曾澄清QFI及其他投資者透過債券通買賣但並不構成股份或其他股權投資的證券(例如債券及其他固定收益證券)所得收益是否要繳納所得稅及其他類別的稅項。因此，有關稅務當局將來可能對稅務情況作出澄清，對從中國固定收益證券交易變現的收益徵收所得稅或預扣稅。

*稅項撥備－出售債券及固定收益證券所得收益*

根據所獲得的專業獨立稅務意見，有關子基金的投資管理人目前並無就有關出售股票、債券及其他固定收益證券所得收益的任何潛在中國預扣稅、企業所得稅、增值稅及附加稅作出任何稅項撥備。然而，鑑於上述不明朗因素，為了承擔由出售債券及其他固定收益證券所得收益而產生的任何潛在稅務責任，有關子基金的投資管理人保留權利為上述收益或收入作出預扣稅撥備，並就已變現及未變現資本收益總額所產生的任何潛在稅項，為該等子基金預扣10%預扣稅稅款。將來上述不明朗因素得以解決或稅務法律或政策有進一步改變後，投資管理人會在實際可行情況下盡快對稅務撥備(如有)作出其認為必需的調整。上述任何稅務撥備的款額將在有關子基金的帳目中披露。

按出售固定收益證券所得收益徵收任何該等預扣稅可能減少有關子基金的收益，及／或對其表現產生不利影響。由於稅務狀況存有不明朗因素，QFI應將會預留若干金額應對就有關子基金出售於中國的固定收益證券投資所得收益而預期繳納的中國預扣稅。預留金額將由相關QFI留置，直至有關QFI及子基金就其收益及溢利的中國稅項狀況予以澄清。如果有關狀況予以澄清，其結果有利QFI及／或子基金，QFI可能會退回全部或部分預留的金額。退回預留的金額應由有關子基金留置，並於其股份價值反映。儘管有上述規定，於退回任何預留金額前贖回其股份的股東概無權申索任何退回之金額。

亦應注意，中國稅務當局徵收的實際適用稅項可能不同而且不時改變。規則有可能改變及稅收有可能追溯應用。如此則有關子基金的投資管理人所作任何稅務撥備可能超出或不足履行最終的中國稅務責任。因此，有關子基金的股東會因最終稅務責任、撥備高低及其認購及／或贖回其有關子基金的股份之時間而受到有利或不利的影響。

如中國稅務當局徵收的實際適用稅項比投資管理人的撥備高，以致於稅務撥備不足，投資者應注意，有關的子基金的資產淨值因最終將承擔額外稅務責任而可能會因此承擔比稅收撥備多的金額。在此情況下，當時現有及新的股東將會受到不利影響。另一方面，如中國稅務當局徵收的實際適用稅率較投資管理人的撥備為低，以致於有超額撥備，在中國稅務當局就此作出規定、決定或指引之前贖回相關子基金股份的股東將就此受到不利影響，因為他們承擔投資管理人作出過多撥備的損失。在此情況下，如果稅項撥備與較低稅款的實際稅務責任之間的差額可退還給子基金帳戶作為其資產，則當時現有及新的股東可能受到有利影響。

*股東須知*

股東務請注意，上述披露乃根據於本售股章程日期有效的法律、法規及慣例的理解而編列。

中國現時的稅務法律、法規及慣例有可能會改變，包括有稅項會被追溯應用的可能性，而有關改變將導致中國投資的稅項較現時擬議者為高。

股東應就本身對有關子基金的投資的稅務狀況而自行徵詢稅務意見。

### 10.2.4 美國

#### *10.2.4.1 海外帳戶稅收合規法(「FATCA」)*

根據美國海外帳戶稅收合規法(「**FATCA**」)，除非本公司遵從(或獲視作遵從)廣泛的申報及預扣規定，否則本公司將須就某個數目的獲支付款項(「**可預扣付款**」)繳納美國聯邦預扣稅(稅率為百分之三十(30%))。可預扣付款一般包括利息(包括原有發行折扣)、股息、地租、年金及其他固定或可釐定的年度或定期收益、利潤或收益(若該等付款源自美國來源)。不過，實際上與經營美國貿易或業務有關的收益並不包括在此定義範圍內。除非已獲視作遵從，為避免預扣稅，本公司將須與美國訂立協議，以確定及披露每位對本公司作出投資的美國納稅人(或由美國人擁有大量股權的外國實體)的身份鑑定及財務資訊，並(按百分之三十(30%)的稅率)就任何未能提供本公司所要求資料的投資者所獲支付的可預扣付款及相關付款而預扣稅項，以履行協議下的責任。根據一項美國與盧森堡訂立的政府間協議，若本公司確定並直接向盧森堡政府匯報美國納稅人資料，則本公司或會被視作遵從規定，並因而毋須繳納預扣稅。某些類別的美國投資者(一般包括(但不限於)免稅投資者、上市公司、銀行、受監管投資公司、房地產投資信託、共同信託基金、經紀、交易商及中間人、以及州政府及聯邦政府實體)均獲豁免該項申報。有關此項申報及預扣制度的機制及範圍的詳盡指引仍在持續完善。本公司對任何該等指引的頒布時間以及對公司未來業務運作的影響均不能作出保證。

FATCA條文的基本條款現時似乎將本公司(或各子基金)列作「金融機構」，因此，為了合規，本公司(或各子基金)可能要求所有股東提供其美國及／或非美國身份的強制性文件證據。

按照本公司迄今已獲取的法律及稅務意見，為了保障股東免受任何FATCA預扣稅的影響，本公司擬遵守FATCA的規定。因此，本公司及／或任何股份分銷商及／或本公司正式指定的任何其他實體可能需要在法律允許的情況下向稅務局及／或任何其他相關政府或監管機構收集、儲存、使用、處理、披露及報告FATCA所規定有關任何股東的資料，包括有關持有或投資回報的資料，而子基金可能就股東在若干情況下持有的股份強制贖回及／或預扣支付予股東的任何款項，該等情況包括該等股東未能提供FATCA所規定的資料及文件，或屬於不遵守FATCA的金融機構，或屬於FATCA條文及法規列明的其他類別，惟子基金須已本著真誠行事、依據合理理由並獲得適用法例及法規允許。

本公司完全有意遵守FATCA向其施加的責任。為此，本公司已委任宏利投資管理(香港)有限公司作為其保薦實體，而宏利投資管理(香港)有限公司已於稅務局註冊作為本公司保薦實體。宏利投資管理(香港)有限公司作為本公司的保薦實體已同意履行本公司的所有FATCA義務。萬一本公司(或作為本公司保薦實體的宏利投資管理(香港)有限公司)無法遵守本公司就FATCA的義務，如本公司來自美國的收益佔一大比例，則徵收任何預扣稅可能對本公司造成重大虧損。

盧森堡與美國已訂立一份FATCA政府間模式1協議(「**IGA**」)，意指來自盧森堡的外國金融機構(「**FFI**」)(例如本公司(或(如適用)其保薦實體作為代表)將須直接向盧森堡稅務機關報告有關「美國可申報帳戶」(定義見IGA)的稅務資料，而盧森堡稅務機關將向稅務局轉交有關資料。預期根據IGA，本公司將被視為非申報FFI獲對待，因此在宏利投資管理(香港)有限公司作為本公司的保薦實體其根據IGA如被視為申報FFI將適用於本公司須遵守的FATCA責任時，並無「嚴重不合規(根據相關美國機關決定)，本公司將無須根據FATCA進行預扣。

由於遵守FATCA，本公司的行政成本可能增加。股東應就彼等本身的情況所涉及有關FATCA規定諮詢其稅務顧問的意見。尤其如股東透過中介人持有股份，應確認該等中介人的FATCA合規地位，以確保彼等的投資回報無須繳付美國預扣稅。

**10.2.5 印度**

*適用於FPI基金的稅項*

某些子基金可投資於印度股票及／或債務證券。

為提供參考及完整資訊，適用於子基金（根據FPI制度註冊為境外組合投資者(「**FPI**」））並同時從股票及債務投資所賺取收益的稅率概述如下：

| **收益性質** | **稅率[1]** |
|---|---|
| **資本收益** | |
| **出售股票導向基金的股份及單位*（須繳納證券交易稅）*** | |
| 短期資本收益 | 20 |
| 長期資本收益 | 12.5 |
| **出售證券*（須繳納證券交易稅的股票導向基金的股份／單位除外）*** | |
| 短期資本收益 | 30/35[2] |
| 長期資本收益 | 12.5% |
| **利息** | |
| 來自政府債券、企業債券等 | 20 |
| 其他證券利息 | 20 |
| **股息收益** | **20** |
| **其他收益** | **30[3]/35[4]** |

[1] 將加上適用的附加費及稅項

[2] 適用於出售由企業實體發行的外幣計價債券

[3] 適用於非企業實體

[4] 適用於企業實體

具體而言，就印度股票而言，由2018年4月1日起，出售持有超過12個月的印度股票投資的直接投資而變現的資本收益（超過125,000印度盧比）須以12.5%的稅率繳納長期資本增值稅。長期資本虧損可用於抵免長期資本收益。出售持有少於或等於12個月的股票投資而變現的資本收益須以20%的稅率繳納短期資本增值稅。短期資本虧損可同時用於抵免短期和長期資本收益。就在2018年1月31日之前購買的股票而言，用於計算資本增值稅的購買價格為截至2018年1月31日的公平市值。

目前，出售印度股票證券所賺取的收入可能會被徵收印度資本增值稅應計費用。由2025年4月1日起，相關FPI子基金的投資管理人保留權利亦對出售印度債務證券所賺取的收入被徵收的應計印度資本增值稅作出撥備。

鑑於不斷變化的市況、交易活動、長期與短期收益之間不同的稅率結構、受各自印度稅法約束的相關證券類型，以及計算投資虧損淨額的方法，同時適用於印度股票及債務證券的印度資本增值稅的應計費用涉及對於相關子基金最終所欠稅項的重大判斷及不確定性。若子基金對於印度上市證券有重大投資，而未來出售該等證券可能產生重大的資本增值稅，則子基金的資產淨值價格包含潛在稅務責任的估計數字。該等估計數字最終可能過高或不足以履行印度的最終稅務責任，並可導致相關子基金的股東攤薄，視乎最終稅務責任、實際撥備款額及股東購買／出售子基金持有的印度證券的時間而定。尤其是，假如實際撥備款額少於最終稅務責任，此差距須由相關子基金的資產彌補，並因此須由現時的股東彌補；在任何情況下，有關子基金的資產淨值在撥備不足或過高的期間不會重新計算。

*適用於非FPI基金的稅項*

未在FPI制度下註冊的子基金(各相關子基金以下稱為「**非FPI基金**」)可從其在由印度公司發行並在印度交易所以外交易的外幣計價債券(以下稱為「**非印度盧比債券**」)的投資，透過非印度盧比債券的利息及出售賺取收入。

非印度盧比債券的利息收入

根據印度所得稅法的規定，若利息收入由某位是居民的人士支付，且所得款項用於在印度進行的業務或專業活動，則該利息收入將被視為在印度累計或產生。因此，如果發行非印度盧比債券的所得款項用於印度公司在印度境外從事業務之目的，則非印度盧比債券的利息可能無需在印度納稅。然而，如果所得款項用於印度公司在印度的業務，則本公司將有責任為非印度盧比債券支付的利息納稅。

印度公司通常會在該等利息收入預扣稅款。然而，上述稅款並非以最終投資者的名義預扣，這可能會導致在印度申索上述稅款時出現爭議。

出售非印度盧比債券的收入

如果非印度盧比債券被視為位於印度境外，則印度的非**FPI**基金在出售該等**FPI**基金持有的非印度盧比債券時一般不會被徵收所得稅。另一方面，如果非印度盧比債券被當作位於或被視為將位於印度的財產，則印度的非**FPI**基金將將被徵收所得稅。非印度盧比債券應被視為位於何處的問題並非毫無爭議。然而，最終決定將取決於印度稅務機關對非印度盧比債券所在地的位置的觀點。

屬於非**FPI**基金的子基金的投資管理人目前並未對從非印度盧比債券賺取的收入任何潛在印度稅項作出任何稅務撥備。然而，鑑於上述不確定性，以及為了應付任何潛在稅務責任，相關非**FPI**基金的投資管理人保留權利就該等應計稅項作出撥備。上述不確定性在日後得以解決或稅務法律或政策有進一步改變後，投資管理人會在實際可行範圍內盡快對稅務撥備款額(如有)作出其認為必需的相關調整。上述任何稅務撥備的款額將在相關非**FPI**基金的賬目中披露。

對非印度盧比債券作出的任何該等稅務撥備可能減少非**FPI**基金的收入，及／或對非**FPI**基金的表現產生不利影響。非**FPI**基金的投資管理人所作任何稅務撥備(如有)可能超出或不足應付最終的印度稅務責任。因此，非**FPI**基金的股東會因最終稅務責任、撥備水平及其認購及／或贖回其在非**FPI**基金的股份之時間而得益或損失。

如印度稅務機關實際徵收的稅項比相關投資管理人的撥備高，以致稅務撥備不足，投資者應注意，非**FPI**基金的資產淨值可能因該非**FPI**基金最終將須承擔額外稅務責任而承擔比稅務撥備多的款額。在此情況下，現有及新的股東會有所損失。另一方面，如印度稅務機關徵收的實際適用稅率較投資管理人的撥備為低，以致有超額稅務撥備，在印度稅務機關就此作出規定、決定或指引之前已贖回非**FPI**基金股份的股東將就此有所損失，因為他們須承擔投資管理人作出過多撥備而造成的損失。在此情況下，如果稅務撥備與較低稅款的實際稅務責任之間的差額可退還給非**FPI**基金賬戶作為其資產，則現有及新的股東可能得益。

*上述概要基於在本售股章程日期有效的現行印度稅法及慣例，其可能隨時更改，並可能具追溯效力。本概要不構成法律或稅務建議，亦不擬代表對於根據印度法律購買、擁有或出售印度證券的稅務後果的完整分析。因此，準投資者應諮詢其本身的稅務顧問，了解購買、擁有及出售印度證券印度稅務後果，以及在任何其他適用稅務司法管轄區的稅務後果。*

### 10.2.6 總則

由於就稅收而言，股東為許多不同的國家的居民，因此，本售股章程並不試圖概述適用於各投資者對稅務可能須作出的考慮。上述考慮按股東為公民、居民或普通居住者、作為住所或註冊的國家當時有效的法律和慣例及其個人的情況而異。

投資者應就其為公民、居民、普通居住者、作為住所或註冊的國家之法律項下認購、購買、持有、收取派息、轉換、交換、出售、贖回或以其他方式獲得或處置股份可能的稅務後果或外匯控制規定徵詢專業顧問的意見。

## 11. 會議和報告

### 11.1 會議

本公司股東周年大會每年於十月第三個星期五(或者，如該日非營業日，則在其後緊接的營業日)盧森堡時間上午十一時在本公司於盧森堡的註冊辦事處舉行。

股東的其他大會將在其大會通知所指明的時間和地點舉行。股東大會通知將在大會日期前至少八天寄送至股東名冊上股東的地址。關於所有股東大會的出席、法定人數及大多數的規定均為盧森堡法律項下的規定。

### 11.2 報告

本公司的財政年度於每年六月三十日結束。本公司的年報及帳目連同投資管理報告將於有關財政年度結束後四個月內可提供予股東。含有本公司以美元為單位的及各子基金以相關貨幣為單位的經審核綜合帳目的帳目編製到每年六月三十日。未經審核的半年度報告將於有關財政半年結束後兩個月內可提供。所有報告將以電子形式在**www.manulifeim.com.hk**及**www.manulifeglobalfund.com**提供給登記在冊的股份的持有人。在收到登記在冊的股份的持有人的書面要求後，將向該股東提供報告的複印副本。所有報告的副本亦可在本公司註冊辦事處索取。

本公司無意向個別股東派發其於各子基金的持股價值的報表。

## 可持續性披露

**(a) 簡介**

管理公司受歐盟可持續財務披露條例(「**SFDR**」)的約束。[1]

由於有這些責任，管理公司需要就其納入可持續性風險的方法作出若干披露，以及就可持續性風險對各子基金的回報的潛在影響作出子基金的特定披露。

以下載列的資料反映SFDR現時的要求，並將會按照SFDR的披露時間表及各子基金的可持續性方法的進展(如相關)不時作出更新。

**(b) 子基金的分類**

管理公司連同相關投資管理人認為：(i)可持續亞洲股票基金屬於SFDR第8條所述的範圍，是提倡環境及／或社會特性的基金；及(ii)環球氣候行動基金及可持續亞洲債券基金屬於SFDR第9條所述的範圍，是以可持續投資作為其目標的基金。有關可持續亞洲股票基金的環境或社會特性及環球氣候行動基金及可持續亞洲債券基金的可持續投資的進一步資料載列於附錄五。

管理公司連同各相關投資管理人認為，餘下的子基金屬於SFDR第6條所述的範圍，因為這些子基金並不提倡環境或社會特性，亦沒有可持續性目標。

**(c) 納入可持續性風險**

**(i) 管理公司披露**

根據SFDR第6(1)(a)條，管理公司需要描述將可持續性風險納入其決策過程的方式。管理公司已將各子基金的日常投資決策委託相關投資管理人。因此，管理公司依賴各投資管理人考慮如何在適當時將可持續性風險納入至其所管理各子基金的投資流程。

管理公司的靈活框架支持不同資產類別、策略及投資團隊的實施，允許各投資管理人應用其認為與日常管理的子基金最相關的納入方式。

管理公司於挑選及委任新投資管理人時考慮可持續性風險，並持續監控各投資管理人納入可持續性風險的方式。

管理公司預期每位投資管理人(除其他事項外)：

a) 具備適當能力執行穩健納入程序，以考慮重大可持續性風險；

b) 實施其本身適合其管理的子基金的詳細可持續性風險政策；

c) 在其合理地認為作為整體持續投資流程一部分屬適當之情況下及在每項投資進行初次盡職調查時，識別、考慮及納入重大可持續性風險；及

d) 在可行的情況及相關法規規定下，收集ESG數據及就其投資組合作出報告，並定期就相關子基金編製ESG報告。

目前，對於管理公司與相關投資管理人共同認為相關性有限(例如貨幣投資或若干類別的衍生工具)，則可能不會將可持續性風險的考量有系統地納入至若干子基金的投資決策流程。在此情況下，將於售股章程進一步披露。

管理公司對可持續性的方針正不斷發展，有關可持續性披露將定期進行檢討及在需要時作出更新。管理公司須遵守將可持續性風險納入投資決策流程的政策(統稱為「可持續性風險政策」)。可持續性風險政策的詳情可於ucits.manulifeim.com上查閱，如有要求，可免費索取副本。

[1] 歐洲議會及理事會就金融服務業可持續性相關披露於2019年11月27日通過的(EU) 2019/2088號條例

**(ii) 宏利投資管理如何納入可持續性風險**

投資管理人及（在適用的情況下）宏利投資管理公司集團的分投資管理人（就此披露而言，稱為「宏利投資管理」）將其對可持續性風險納入投資決策過程的方法符合一致。

宏利投資管理致力於可持續投資及將ESG因素（包括可持續性風險）納入其投資流程，並根據多個可持續性政策而營運，包括其可持續投資及可持續性風險聲明（請參閱https://www.manulifeim.com/institutional/global/en/sustainability#policies-and-disclosures）。

宏利投資管理的方法提供靈活的框架，有助其在不同的資產類別、投資團隊及產品種類的可持續性考慮因素的實施，並反映宏利投資管理作為聯合國負責任投資原則（PRI）簽署方的承諾。宏利投資管理相信，在投資流程進行穩健ESG納入有助長遠為其客戶帶來吸引的經風險調整回報。此外，宏利投資管理旨在透過在宏利投資管理投資的多間公司進行盡責管理活動，為可持續性議題帶來正面影響（藉此減輕可持續性風險）。

宏利投資管理具有成熟的管治架構監察其團隊的可持續投資及ESG納入活動，以及協助實施其與公司的整體策略及業務優先次序符合一致的可持續政策。

具體而言，以及正如在其政策中進一步詳述，宏利投資管理採取以下方式納入可持續性風險：

- 在整個投資流程中進行ESG納入
- 盡職調查及決策
- 持續監察投資組合
- 積極參與
- 投票
- 剔除個別公司
- 識別及考慮(如相關)主要不利影響（「PAI」）。截至本售股章程的日期，宏利投資管理僅考慮SFDR第8條或第9條的範圍內的子基金的主要不利影響。進一步詳情載列於附錄五的相關子基金披露。

宏利投資管理確認透明度及在其年度可持續投資報告中對可持續投資進行匯報的重要性。

**(d) 可持續性風險對各子基金的潛在影響**

投資管理人及（在適用的情況下）分投資管理人各自相信可持續投資實踐有助帶動財務價值。我們自然環境的健康以及我們社區的社會基建力量影響我們產生財務價值的能力。因此，投資管理人及（在適用的情況下）分投資管理人相信，ESG分析對於了解一項投資的真正價值至關重要。各投資管理人及（在適用的情況下）分投資管理人致力識別相關可持續性風險及將可持續性風險納入至其投資流程中，並相信這種做法乃確定長期表現成果的重要因素，同時助緩減已識別可持續性風險的影響。然而，可持續性風險可能會顯著增加波幅或對投資回報產生負面影響，且並不保證將可持續性風險納入至投資決策流程會消除任何如此構成的風險的影響或將確保在長線而言必定帶來更佳回報。

**(e) 不利可持續性影響**

管理公司：第4條及第7條披露

管理公司已考慮SFDR第4條項下的主要不利影響(「PAI」)機制及相關監管技術標準的規定(「PAI報告」)。

雖然管理公司支持PAI報告的目標，但目前並未就SFDR第4條或以SFDR第4條所規定的詳細程度在管理公司的層面上考慮可持續性因素投資決策的PAI。因此，管理公司目前選擇不履行SFDR第4條下規定的PAI報告義務。

相反，根據SFDR第7條的規定，管理公司將僅代表其管理的第8條及第9條基金進行PAI報告。

第4條項下的PAI報告規定必須考慮所有接受管理的資產。然而，管理公司營運的多隻基金並未歸類為第8條或第9條基金。此等基金並不提倡環境或社會特性，亦沒有可持續投資目標，並且無需就SFDR項下的可持續性指標進行任何詳細報告。因此，就該等基金而言，管理公司目前認為PAI報告的相關性較低，並且無法反映該等基金的營運或出售予投資者的方式。管理公司的主要不利影響聲明可於ucits.manulifeim.com下載(在網址底部的「附加文件」一節項下)。

投資管理人及分投資管理人

根據上文管理公司的方針，由於相關因素在SFDR的監管技術標準中僅針對第8條及第9條基金，投資管理人及(如適用)分投資管理人將考慮投資決策對可持續性因素的主要不利影響，並將向管理公司提供管理公司遵守第7條規定所需的所有相關資料。

就所有其他基金而言，投資管理人及(如適用)分投資管理人認為，從風險的角度來看，他們將可持續性風險納入投資決策時採用的流程乃屬穩健，並且符合不提倡可持續性準則的基金的預期。

**(f) 額外披露**

倘子基金被視為符合第8條(提倡環境或社會特性)或第9條(以可持續投資作為其目標)的規定，SFDR所要求的額外披露將載列於附錄五。

除非附錄五的子基金相關資料中另有列明，否則特定子基金的相關投資未有考慮歐盟的環境可持續活動準則。

| 子基金名稱 | 東協股票基金 |
|---|---|
| **基金類型** | 股票基金 |
| **投資目標** | 子基金的投資目標是通過將其最少70%的淨資產投資於東協成員國上市或註冊成立的公司股票及股票相關證券，以及於東協以外國家註冊成立的公司，但其業務受東協地區經濟的重大影響，或其收益相當大部分來自東協地區，從而獲得長期資本增長。<br><br>「東協」地區被界定為東南亞國家協會的成員，目前包括新加坡、馬來西亞、泰國、印尼、文萊、菲律賓、越南、柬埔寨、老撾和緬甸。<br><br>該等股票及股票相關證券包括普通股、優先股及預託證券。 |
| **投資政策** | 儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或行業及任何市值的發行機構的比例卻並無任何限制。因此，子基金可將其超過30%的淨資產投資於位於新加坡、印尼、馬來西亞及泰國任何一個國家的發行機構，而基於子基金投資組合的性質，中小型公司的證券有時可佔子基金超過30%的淨資產。子基金的投資可以任何貨幣計價。<br><br>子基金的投資管理人採用多重準則由下而上的研究程序選股及確定其投資的公平價值，旨在建立一個由價值被抵估的證券所組成而盈利增長潛力良好的多元化投資組合。多重準則由下而上的研究程序涉及定量及定性分析，以識別擁有競爭優勢、管理專業知識及強勁財政狀況、專注於有助盈利增長等因素及管理團隊曾為股東創造價值的公司。<br><br>帶動子基金採取此投資程序的投資理念是：相對於其盈利增長潛力其股價偏低的公司長期表現會優於大市。子基金尋求投資於比其目標範圍。有較佳價值和增長特點的公司。<br><br>子基金奉行主動管理投資策略，並採用MSCI明晟所有地區東協淨回報美元指數，而該基準指數只用於業績表現比較的基礎。在正常市況下，投資管理人會以不受限制的方式，相對於基準指數進行投資，並可酌情決定投資於未納入基準指數之證券。基於市況及投資管理人的前瞻性預期，子基金投資策略可不時投資於與基準指數成份股範圍相若的證券，且因此該等證券具有與基準指數相若的特徵。 |
| **具體風險因素** | 除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節)：<br><br>• 新興市場風險<br>• 政治及監管風險<br>• 託管、結算及交收風險<br>• 貨幣風險<br>• 流通性及波動風險<br>• 稅務風險<br>• FDI風險<br>• 小型公司／中型公司風險 |
| **投資管理人／分投資管理人** | 子基金的投資管理人為宏利投資管理(香港)有限公司，受香港證監會監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>此子基金未有委任分投資管理人。 |

| 子基金名稱 | 東協股票基金 | | | | |
|---|---|---|---|---|---|
| **可供投資的類別／管理費** | | | | | |
| **類別** | **AA** | **AA累積** | **AA(港元)** | **AA(港元)累積** | **AA(新加坡元對沖)累積** |
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |

| 類別 | F(港元)每月派息(G) | F(美元)每月派息(G) | C(新加坡元對沖)累積 |
|---|---|---|---|
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% |

| 類別 | I | I累積 | I3 | I3累積 |
|---|---|---|---|---|
| **管理費(每年資產淨值的百分數)** | 0.75% | 0.75% | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 |

| | |
|---|---|
| **成立費用** | 子基金的AA類別及I類別的成立費用約為US$500，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>I3類別的成立費用總計約為US$1,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>東協股票基金、環球股票基金及印度股票基金的C（新加坡元對沖）累積類別的成立費用總計約為US$4,500，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>子基金的AA（新加坡元對沖）累積類別的成立費用總計約為US$2,500，將自成立日期起分五年，或董事會可決定之其他期間攤銷。 |

| 子基金名稱 | 亞太房地產投資信託產業基金 |
|---|---|
| **基金類型** | 股票基金 |
| **投資目標** | 子基金旨在主要透過投資於亞太(日本除外)地區的房地產投資信託基金<br><br>(「REITs」),以提供長期資產增值和賺取收入。<br><br>投資政策 亞太房地產投資信託產業基金會將其最少70%的淨資產投資於在亞太(日本除外)地區組成及/或買賣及/或主要投資於當地相關資產的REITs ,該等REITs須為封閉式,並在任何受監管市場上市。子基金其餘資產可投資於在亞太(日本除外)地區任何受監管市場上市的房地產相關證券(定義見下文)、在任何受監管市場上市的非亞太(日本除外)封閉式REITs以及現金和現金等價物。房地產相關證券包括其重大部分盈利來自任何房地產範疇的公司的股票及股票相關證券,以及房地產相關的業務信託、物業信託、酒店信託,以及包含構成上述證券的合訂證券(包括REITs)*。該等股票及股票相關證券包括普通股、優先股及預託證券。<br><br>儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資,惟子基金對於其淨資產投資於任何一個國家及任何市值的發行機構的比例卻並無任何限制。因此,子基金可將其超過30%的淨資產投資於位於新加坡及香港的發行機構。子基金的投資可以任何貨幣計價。<br><br>子基金並不擬將其超過10%的淨資產投資於由任何信用評級低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的單一主權國(包括有關政府、公共或地方當局)所發行或擔保的證券。子基金目前無意訂立任何證券借貸、回購、反向回購協議或相似的場外交易。<br><br>* 該等業務信託、物業信託、酒店信託屬於經營房地產相關業務或投資於房地產相關投資項目的不同類型信託。合訂證券為混合證券,由兩項或以上的REITs及/或房地產相關證券組成相關資產,乃為結構或稅務效益目的而創立。<br><br>子基金並不將其表現與任何基準指數作比較,亦不參照任何基準指數來管理。子基金可自由選擇其將會投資的證券。 |
| **具體風險因素** | 與投資房地產相關資產有關的風險:亞太房地產投資信託產業基金可投資於REITs、房地產公司及其他受到與直接擁有房地產相關風險影響的其他實體的證券。主要風險可歸因於房地產價值下跌、房地產擁有人因拖欠按揭付款導致失去產業的可能性、環境責任及利率上升。本子基金的價值會因應房地產市場走勢而波動。由於本子基金集中於單一經濟界別,其表現大部分倚賴房地產行業的表現。<br><br>除第5節的一般風險因素外,亦請參閱以下具體風險因素(進一步詳情載於該節):<br><br>• 新興市場風險<br>• 政治及監管風險<br>• 貨幣風險(包括人民幣貨幣及兑換風險以及人民幣類別相關風險)<br>• 流通性及波動風險<br>• 稅務風險<br>• FDI風險 |

| 子基金名稱 | 亞太房地產投資信託產業基金 |
|---|---|
| **投資管理人／分投資管理人** | 子基金的投資管理人為宏利投資管理(香港)有限公司，受香港證監會監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>子基金的分投資管理人為Manulife Investment Management (Singapore) Pte. Ltd.，受新加坡金融管理局監管。<br><br>投資管理人與分投資管理人之間於2020年7月31日訂立分投資管理協議(可不時修訂)；根據該協議，分投資管理人同意就子基金提供分投資管理服務。 |

**可供投資的類別／管理費**

| **類別** | **AA** | **AA累積** | **AA(港元)** | **AA收益** | **AA(澳元對沖)收益** | **AA(加元對沖)收益** |
|---|---|---|---|---|---|---|
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **類別** | **AA(港元)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)** | **AA(人民幣對沖)每月派息(G)** |
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **類別** | **AA(英鎊對沖)每月派息(G)** | **R(美元)每月派息(G)** | **R(港元)每月派息(G)** | **P(美元)收益** | **P(澳元對沖)收益** | **P(新加坡元對沖)收益** |
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 1.00% | 1.00% | 1.00% |
| **類別** | **P(美元)每月派息(G)** | **P(澳元對沖)每月派息(G)** | **P(新加坡元對沖)每月派息(G)** | **P(港元)收益** | **P(港元)每月派息(G)** | **P(新加坡元)收益** |
| **管理費(每年資產淨值的百分數)** | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% |
| **類別** | **P(新加坡元)每月派息(G)** | **I** | **I累積** | **I3** | **I3累積** | **I3(新加坡元)累積** |
| **管理費(每年資產淨值的百分數)** | 1.00% | 0.75% | 0.75% | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 |
| **類別** | **I3收益** | **I4(人民幣對沖)收益** | **I5累積** | **I5(英鎊)累積** | **I5(歐元)累積** | **I5(瑞士法郎)累積** |
| **管理費(每年資產淨值的百分數)** | 將與相關宏利實體另行協定 | 最高為0.9% | 0.75% | 0.75% | 0.75% | 0.75% |

| 子基金名稱 | 亞太房地產投資信託產業基金 | | | | | |
|---|---|---|---|---|---|---|
| **類別** | **I6累積** | **I6(英鎊)累積** | **I6(歐元)累積** | **I6(瑞士法郎)累積** | **I7累積** | **S對沖** |
| **管理費(每年資產淨值的百分數)** | 0.75% | 0.75% | 0.75% | 0.75% | 最高為0.55% | 1.25% |
| **類別** | **S收益** | | **S每月派息(G)** | | **S(對沖)每月派息(G)** | |
| **管理費(每年資產淨值的百分數)** | 1.25% | | 1.25% | | 1.25% | |
| **成立費用** | 子基金AA、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(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)、P(美元)收益、P(澳元對沖)收益、P(新加坡元對沖)收益、P(美元)每月派息(G)、P(澳元對沖)每月派息(G)、P(新加坡元對沖)每月派息(G)、I、I3及I3收益的成立費用約為US$30,000，自成立日期起分五年，或董事會可決定的其他期間攤銷。<br><br>子基金的I4(人民幣對沖)收益類別的成立費用約為US$6,600，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>亞太房地產投資信託產業基金、環球多元資產入息基金及優先證券收益基金的R(美元)每月派息(G)及R(港元)每月派息(G)類別的成立費用約為US$2,200，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>子基金的AA(人民幣對沖)每月派息(G)及AA(英鎊對沖)每月派息(G)類別的成立費用總計約為2,500美元，將自成立日期起分五年，或董事會可決定之其他期間)攤銷。<br><br>亞太房地產投資信託產業基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、康健護理基金、印度股票基金、可持續亞洲股票基金及美國股票基金的I5(英鎊)累積、I5(歐元)累積、I5(瑞士法郎)累積、I6(英鎊)累積、I6(歐元)累積及I6(瑞士法郎)累積類別；及亞洲總回報基金、環球多元資產入息基金、優先證券收益基金、可持續亞洲債券基金及美元入息基金的I5(英鎊對沖)累積、I5(歐元對沖)累積、I5(瑞士法郎對沖)累積、I6(英鎊對沖)累積、I6(歐元對沖)累積及I6(瑞士法郎對沖)累積類別；以及亞太房地產投資信託產業基金、亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球多元資產入息基金、康健護理基金、印度股票基金、優先證券收益基金、可持續亞洲債券基金、可持續亞洲股票基金、美元入息基金及美國股票基金的I5累積及I6累積類別的成立費用總計約為6,500美元，將自成立日期起分五年，或董事會可決定之其他期間攤銷。 | | | | | |

| 子基金名稱 | 亞洲小型公司基金 |
|---|---|
| **基金類型** | 股票基金 |
| **投資目標** | 亞洲小型公司基金旨在為打算作長線投資並準備接受其投資價值有較大波幅的投資者提供長期資本增長。<br><br>子基金的投資組合建於多元化的基礎上，其最少70%的淨資產將會投資於亞洲及／或太平洋地區較小型公司的股票及股票相關投資。該等股票及股票相關證券包括普通股、優先股及預託證券。 |
| **投資政策** | 儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或行業的比例並無任何限制。因此，子基金可將其超過30%的淨資產投資於設於中國、南韓、澳洲、台灣及香港任何一地的發行機構。子基金的投資可以任何貨幣計價。<br><br>子基金可分別通過滬港通或深港通(統稱「**互聯互通**」)直接投資在上交所或深交所上市的若干中國A股。在子基金投資中國A股的任何情況下，預期子基金不會將其30%或以上的淨資產持有中國A股。<br><br>子基金並不擬將其超過10%的淨資產投資於由任何信用評級低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的單一主權國(包括有關政府、公共或地方當局)所發行或擔保的證券。<br><br>子基金奉行主動管理投資策略，並採用MSCI明晟所有地區亞洲(日本除外)小型股指數作為基準指數，而該指數只用於業績表現比較的基礎。在正常市況下，投資管理人會以不受限制的方式，相對於基準指數進行投資，並可酌情決定投資於未納入基準指數之證券。基於市況及投資管理人的前瞻性預期，子基金投資策略可不時投資於與基準指數成份股範圍相若的證券，且因此該等證券具有與基準指數相若的特徵。 |
| **具體風險因素** | 除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節)：<br><br>• 中國內地投資風險<br>• 中國內地稅務<br>• 有關通過互聯互通投資的風險<br>• 新興市場風險<br>• 政治及監管風險<br>• 天然資源行業風險<br>• 小型公司／中型公司風險<br>• 貨幣風險<br>• 流通性及波動風險<br>• 稅務風險<br>• FDI風險 |

| 子基金名稱 | 亞洲小型公司基金 |
|---|---|
| 投資管理人／<br>分投資管理人 | 子基金的投資管理人為宏利投資管理(香港)有限公司，受香港證監會監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>此子基金未有委任分投資管理人。 |

**可供投資的類別／管理費**

| 類別 | AA | AA累積 | AA(澳元對沖) | AA(加元對沖) | AA(港元) |
|---|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **類別** | **I** | **I2** | **I3** | **I累積** | **I3累積** |
| 管理費(每年資產淨值的百分數) | 0.90% | 最高為0.90% | 將與相關宏利實體另行協定 | 0.90% | 將與相關宏利實體另行協定 |
| **類別** | **AA(新加坡元)** | **I5累積** | **I5(英鎊)累積** | **I5(歐元)累積** | **I5(瑞士法郎)累積** |
| 管理費(每年資產淨值的百分數) | 1.50% | 0.90% | 0.90% | 0.90% | 0.90% |
| **類別** | **I6累積** | **I6(英鎊)累積** | **I6(歐元)累積** | | **I6(瑞士法郎)累積** |
| 管理費(每年資產淨值的百分數) | 0.90% | 0.90% | 0.90% | | 0.90% |

| 子基金名稱 | 亞洲小型公司基金 |
| --- | --- |
| **成立費用** | 子基金的I類的成立費用總計約為US$2,000，自成立日期起分五年攤銷。<br><br>亞洲小型公司基金、印度股票基金、美國股票基金、亞洲總回報基金及美國特別機會基金的I2類別的成立費用總計約為US$6,000，自成立日期起分五年攤銷。<br><br>亞洲小型公司基金、環球房地產投資信託產業基金、亞洲總回報基金、美元入息基金、美國股票基金及美國特別機會基金的AA（澳元對沖）、AA（加元對沖）、AA（港元）、AA（澳元對沖）收益、AA（加元對沖）收益、AA（港元）收益類別的成立費用總計約為US$42,000，自成立日期起分五年攤銷。<br><br>亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球房地產投資信託產業基金、環球半導體機會基金、康健護理基金、印度股票基金、日本股票基金、可持續亞洲股票基金、美元入息基金、美國股票基金及美國特別機會基金的I3類別的成立費用總計約為US$19,000，自成立日期起分五年，或董事會可另行決定之其他期間攤銷。<br><br>亞太房地產投資信託產業基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、康健護理基金、印度股票基金、可持續亞洲股票基金及美國股票基金的I5（英鎊）累積、I5（歐元）累積、I5（瑞士法郎）累積、I6（英鎊）累積、I6（歐元）累積及I6（瑞士法郎）累積類別；及亞洲總回報基金、環球多元資產入息基金、優先證券收益基金、可持續亞洲債券基金及美元入息基金的I5（英鎊對沖）累積、I5（歐元對沖）累積、I5（瑞士法郎對沖）累積、I6（英鎊對沖）累積、I6（歐元對沖）累積、I6（瑞士法郎對沖）累積類別；以及亞太房地產投資信託產業基金、亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球多元資產入息基金、康健護理基金、印度股票基金、優先證券收益基金、可持續亞洲債券基金、可持續亞洲股票基金、美元入息基金及美國股票基金的I5累積及I6累積類別的成立費用總計約為6,500美元，自成立日期起分五年，或董事會可決定之其他期間攤銷。 |

| 子基金名稱 | 中華威力基金 |
|---|---|
| **基金類型** | 股票基金 |
| **投資目標** | 中華威力基金旨在透過將其最少70%的淨資產投資於多元化的公司證券組合，以達致長期資本增長。該等公司須在大中華地區(包括中國內地、香港及台灣)擁有重大業務權益，並在上海、深圳、香港、台北或其他海外證券交易所上市或買賣、現時價值被低估而具長期升值潛力。 |
| **投資政策** | 子基金的投資(如上文所述)通常會是其目標公司的股票及股票相關證券(包括由該等公司發行的普通股、優先股、中國A股連接產品和預託證券)，惟在所有情況下，將會在本售股章程所載的投資限度、借貸權力和限制的範圍內進行投資。<br><br>子基金的投資亦可包括在中國內地上交所及深交所上市的A股及／或B股。子基金可通過滬港通及深港通(統稱「**互聯互通**」)直接投資在上交所及深交所上市的若干中國A股。子基金亦可通過中國A股連接產品間接投資於中國A股，例如從中國證監會獲得QFI許可的機構發行的股票掛鈎票據、參與證書、參與票據、掉期及其他類似工具。在子基金投資中國A股的任何情況下，預期子基金不會將其總計30%或以上的淨資產(直接或間接)持有中國A股。此外，子基金不會將其總計超過10%的淨資產(直接或間接)持有中國B股。<br><br>儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或行業及任何市值的發行機構的比例並無任何限制。因此，子基金可將其超過30%的淨資產投資於設於中國內地、香港及台灣任何一地的發行機構，而基於子基金投資組合的本質，中小型公司證券有時可佔子基金超過30%的淨資產%。子基金的投資可以任何貨幣計價。<br><br>投資管理人如認為合適，子基金亦可以固定收益證券形式持有餘下資產並輔之以持有現金。<br><br>對於中華威力基金，本公司將尋求主要投資於被低估價值的公司，務求令本子基金有別於市場上已有提供的其他投資於中國內地的基金。被低估價值的股票是指交易價值低於其內在價值的股票。投資管理人將應用其公司內部的財務模型來計算一家公司的內在價值。<br><br>投資管理人認為，該等公司具有極佳的潛力，但有關潛力通常不獲普遍認同，因此能以低廉的價格購買，或該等公司現時不合市場口味，但投資管理人的研究顯示其有大幅增長的潛力。重點將放在挑選該等股票，而結果投資組合含有的上市證券可能與其他較主流的中國內地股票沒有高度的相關性。<br><br>子基金並不擬將其超過10%的淨資產投資於由任何信用評級低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的單一主權國(包括有關政府、公共或地方當局)所發行或擔保的證券。<br><br>子基金奉行主動管理投資策略，並採用MSCI明晟金龍淨回報美元指數，而該基準指數只用於業績表現比較的基礎。在正常市況下，投資管理人會以不受限制的方式，相對於基準指數進行投資，並可酌情決定投資於未納入基準指數之證券。基於市況及投資管理人的前瞻性預期，子基金投資策略可不時投資於與基準指數成份股範圍相若的證券，且因此該等證券具有與基準指數相若的特徵。 |

| 子基金名稱 | 中華威力基金 |
| --- | --- |
| **具體風險因素** | (a) ***宏觀經濟風險因素：***經濟增長較慢或利率增加會影響大中華地區的股價。<br><br>(b) ***環球商品價格：***大中華地區可能是商品的主要進口國，而商品價格上漲可能影響當地公司的利潤。<br><br>(c) ***油價風險：***大中華地區可能有相當大的能源短缺，而油價大幅持續上漲會對貿易和競爭力有重大影響。<br><br>(d) ***政府政策風險：***大中華地區的某些政府可能採取自由化及解除控制的經濟政策。此趨勢逆轉會影響該地區的風險溢價。<br><br>(e) ***價格控制風險：***大中華地區的某些政府確實控制某些資產的價格，而且將來可能出乎意料地採取控制貨物或服務價格的行動。這可能對被投資的公司的利潤有不利的影響。<br><br>(f) ***控制股市的風險：***某些市場或經濟體系對股市的規管正逐步實施。存在的風險是這有可能引入對交易成本或交易自由有不利影響的監管，從而限制子基金有成本效益地部署其投資的能力。<br><br>(g) ***新興市場風險：***除了大中華地區內某些較先進的市場或經濟體系外，某些市場或經濟體系一般被視為新興市場。在某種程度上，會影響一般新興市場的情緒的全球金融市場不穩定也會影響同屬新興市場的地區。<br><br>(h) ***地緣政治風險：***除了大中華地區內某些較先進的市場或經濟體系外，某些地區歷史上被認為是世界經濟不穩定的部分。偶而會有地區性衝突，也會有全球恐怖份子的威脅的影響。這是未必存在的風險，但是地緣政治不穩定可能影響地區市場的股價。<br><br>(i) ***信用評級降級：***大中華地區內任何市場或經濟體系的主權評級的任何降級會影響子基金會投資的特定地理區域或市場與投資有關的風險溢價。<br><br>(j) ***外匯風險：***特定大中華地區可能既進口大量原料，又出口相當多的人力資本、貨物及服務。外匯市場的任何波動都可能影響子基金的投資之價值。<br><br>(k) ***勞動力市場風險：***對於許多在新興市場或經濟體系的公司，低工資成本是主要的競爭優勢，也是資本流入的動力。工資法規改變可能影響此等公司的盈利能力，從而影響其股價。<br><br>(l) ***環境法規風險：***在大部分新興市場或經濟體系，環境法規可被認為是相對寬鬆。環境法規若有任何增加，可能影響此等市場或經濟體系的工業界別。 |

| 子基金名稱 | 中華威力基金 |
|---|---|
| | 除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節):<br>• 中國內地投資風險<br>• 中國內地稅務風險<br>• 有關投資中國A股連接產品的風險<br>• 有關通過互聯互通投資的風險<br>• 新興市場風險<br>• 政治及監管風險<br>• 天然資源行業風險<br>• 小型公司／中型公司風險<br>• 貨幣風險<br>• 流通性及波動風險<br>• 稅務風險<br>• FDI風險 |
| **投資管理人／分投資管理人** | 子基金的投資管理人為宏利投資管理(香港)有限公司，受香港證監會監管。<br>根據日期為2019年4月1日訂立的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立訂而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br>此子基金未有委任分投資管理人。 |

**可供投資的類別／管理費**

| 類別 | AA | AA累積 | AA(新加坡元)累積 | AA(新加坡元對沖)累積 |
|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 1.50% | 1.50% | 1.50% | 1.50% |

| 類別 | I累積 | I3累積 | I5累積 | I5(歐元)累積 | I5(英鎊)累積 |
|---|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 0.90% | 將與相關宏利實體另行協定 | 0.90% | 0.90% | 0.90% |

| 類別 | I5(瑞士法郎)累積 | I6累積 | I6(歐元)累積 | I6(英鎊)累積 | I6(瑞士法郎)累積 |
|---|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 0.90% | 0.90% | 0.90% | 0.90% | 0.90% |

| 子基金名稱 | 巨龍增長基金 |
|---|---|
| **基金類型** | 股票基金 |
| **投資目標** | 巨龍增長基金旨在透過將其最少70%的淨資產投資於多元化的公眾公司股票及股票相關證券組合，以達致資本增長。該等公司須在香港上市及／或儘管不在香港上市，亦須於任何其他司法管轄區的證券交易所上市，並在香港及／或中國有實質業務權益。該等股票及股票相關證券包括普通股、優先股及預託證券。 |
| **投資政策** | 儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或行業及任何市值的發行機構的比例並無任何限制。因此，子基金可將其超過30%的淨資產投資於位於中國和香港任何一地的發行機構。子基金的投資可以任何貨幣計價。<br><br>子基金可分別通過滬港通及深港通(統稱「**互聯互通**」)直接投資在上交所或深交所上市的若干中國A股。在子基金投資中國A股的任何情況下，預期子基金不會將其30%或以上的淨資產持有中國A股。<br><br>子基金並不擬將其超過10%的淨資產投資於由任何信用評級低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的單一主權國(包括有關政府、公共或地方當局)所發行或擔保的證券。<br><br>子基金奉行主動管理投資策略，並採用MSCI明晟中華淨回報美元指數，而該基準指數只用於業績表現比較的基礎。在正常市況下，投資管理人會以不受限制的方式，相對於基準指數進行投資，並可酌情決定投資於未納入基準指數之證券。基於市況及投資管理人的前瞻性預期，子基金投資策略可不時投資於與基準指數成份股範圍相若的證券，且因此該等證券具有與指數相若的特徵。 |
| **具體風險因素** | 除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節)：<br><br>• 中國內地投資風險<br>• 中國內地稅務風險<br>• 有關通過互聯互通投資的風險<br>• 新興市場風險<br>• 政治及監管風險<br>• 天然資源行業風險<br>• 貨幣風險<br>• 流通性及波動風險<br>• 稅務風險<br>• FDI風險 |
| **投資管理人／分投資管理人** | 子基金的投資管理人為宏利投資管理(香港)有限公司，受香港證監會監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>此子基金未有委任分投資管理人。 |

| 子基金名稱 | 巨龍增長基金 | | | | |
|---|---|---|---|---|---|
| **可供投資的類別／管理費** | | | | | |
| **類別** | **AA** | **AA累積** | **AA(澳元對沖)** | **AA(港元)** | **AA(美元)每月派息(G)** |
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **類別** | **AA(澳元對沖)每月派息(G)** | **AA(港元)每月派息(G)** | **AA(新加坡元對沖)收益** | **AA(新加坡元對沖)每月派息(G)** | **AA(新加坡元)** |
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **類別** | **AA(新加坡元對沖)** | **AA(新加坡元)累積** | **AA(新加坡元對沖)累積** | **I3** | **I3累積** |
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 |
| **類別** | **I累積** | **I4累積** | **I5累積** | **I5(英鎊)累積** | **I5(歐元)累積** |
| **管理費(每年資產淨值的百分數)** | 0.90% | 將與相關宏利實體另行協定 | 0.90% | 0.90% | 0.90% |
| **類別** | **I5(瑞士法郎)累積** | **I6累積** | **I6(英鎊)累積** | **I6(歐元)累積** | **I6(瑞士法郎)累積** |
| **管理費(每年資產淨值的百分數)** | 0.90% | 0.90% | 0.90% | 0.90% | 0.90% |
| **成立費用** | 成立費用應由本公司承擔，按有關子基金各自的資產淨值的比例由各有關子基金的帳戶分擔。<br><br>亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球房地產投資信託產業基金、環球半導體機會基金、康健護理基金、印度股票基金、日本股票基金、可持續亞洲股票基金、美元入息基金、美國股票基金及美國特別機會基金的I3類別的成立費用總計約為US$19,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>亞太房地產投資信託產業基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、康健護理基金、印度股票基金、可持續亞洲股票基金及美國股票基金的I5(英鎊)累積、I5(歐元)累積、I5(瑞士法郎)累積、I6(英鎊)累積、I6(歐元)累積及I6(瑞士法郎)累積類別；及亞洲總回報基金、環球多元資產入息基金、優先證券收益基金、可持續亞洲債券基金及美元入息基金的I5(英鎊對沖)累積、I5(歐元對沖)累積、I5(瑞士法郎對沖)累積、I6(英鎊對沖)累積、I6(歐元對沖)累積及I6(瑞士法郎對沖)累積類別；以及亞太房地產投資信託產業基金、亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球多元資產入息基金、康健護理基金、印度股票基金、優先證券收益基金、可持續亞洲債券基金、可持續亞洲股票基金、美元入息基金及美國股票基金的I5累積及I6累積類別的成立費用總計約為US$6,500，自成立日期起分五年，或董事會可決定的其他期間攤銷。<br><br>巨龍增長基金的AA(新加坡元)、AA(新加坡元)累積、AA(新加坡元對沖)、AA(新加坡元對沖)累積及I4累積類別股份，以及印度股票基金的AA(新加坡元)、AA(新加坡元)累積、AA(新加坡元對沖)及AA(新加坡元對沖)累積類別股份的成立費用總計約為US$5,000，自成立日期起分五年，或董事會可決定的其他期間攤銷。 | | | | |

| 子基金名稱 | 領先動力基金 |
|---|---|
| **基金類型** | 股票基金 |
| **投資目標** | 領先動力基金旨在透過將其最少80%的淨資產投資於全球上市的大型公司股票及股票相關證券(不時包括新興市場)的集中投資組合，包括但不限於普通股及預託證券，以達致資本增長。 |
| **投資政策** | 大型公司一般指投資時市值至少達100億美元的公司。該最低門檻須不時檢討，並可能由投資管理人酌情隨時間而更改以反映市場發展。<br><br>儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或行業的比例並無任何限制。因此，子基金可將其超過30%的淨資產投資於位於美國的發行機構。子基金的投資可以任何貨幣計價。<br><br>在市場極端波動時或在嚴重不利市況下，子基金可暫時將子基金重大部分(最多30%)的資產持有現金或現金等價物，或投資於短期貨幣市場票據，以保留子基金投資組合內資產的價值。<br><br>子基金奉行主動管理投資策略，並採用MSCI明晟ACWI淨回報美元指數，而該基準指數只用於業績表現比較的基礎。在正常市況下，子基金會以不受限制的方式，相對於基準指數進行投資，並可酌情決定投資於未納入基準指數之證券。基於市況及子基金的前瞻性預期，子基金投資策略可不時投資於與基準指數成份股範圍相若的證券，且因此該等證券具有與基準指數相若的特徵。 |
| **具體風險因素** | (a) ***地域集中風險：***子基金的投資集中於位於美國的發行機構的證券，或會令子基金的波動性較包含廣泛環球投資的組合更大。子基金的價值或會較易受到區內的不利事件影響。<br><br>除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節)：<br><br>• 貨幣風險<br>• 流通性及波動風險<br>• 稅務風險<br>• FDI風險 |
| **投資管理人／分投資管理人** | 子基金的投資管理人為Manulife Investment Management (US) LLC，受美國SEC監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>該子基金的分投資管理人為Manulife Investment Management Limited，受加拿大安大略省證券委員會監管。<br><br>投資管理人與分投資管理人之間訂立分投資管理協議；根據該協議，分投資管理人同意就該子基金提供分投資管理服務。 |

| 子基金名稱 | 領先動力基金 | | | | | |
|---|---|---|---|---|---|---|
| **可供投資的類別／管理費** | | | | | | |
| **類別** | **AA累積** | **AA(港元)累積** | **AA(港元)每月派息(G)** | **AA(新加坡元)累積** | **AA(新加坡元對沖)累積** | **AA(人民幣對沖)累積** |
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **類別** | **AA(美元)每月派息(G)** | **F(澳元對沖)每月派息(G)** | **F(加元對沖)每月派息(G)** | **F(英鎊對沖)每月派息(G)** | **F(港元)每月派息(G)** | **F(日圓對沖)每月派息(G)** |
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **類別** | **F(新西蘭元對沖)每月派息(G)** | **F(人民幣對沖)每月派息(G)** | **F(新加坡元對沖)每月派息(G)** | **F(美元)每月派息(G)** | **I 累積** | **I3 累積** |
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 1.50% | 0.70% | 將與相關宏利實體另行協定 |
| **類別** | **I3收益** | | | **I7累積** | | |
| **管理費(每年資產淨值的百分數)** | 將與相關宏利實體另行協定 | | | 最高為0.55% | | |
| **成立費用** | 領先動力基金的I累積、I3累積及I3收益類別的成立費用總計約為US$15,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>領先動力基金的AA累積、AA(港元)累積、AA(新加坡元)累積、AA(新加坡元對沖)累積及AA(人民幣對沖)累積類別；及美元入息基金的AA(新加坡元對沖)累積及AA(新加坡元對沖)每月派息(G)類別；以及亞洲高收益基金、多元化實質資產基金、投資級優先證券收益基金及可持續亞洲債券基金的R(港元)每月派息(G)及R(美元)每月派息(G)類別的成立費用總計約為US$9,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>領先動力基金、康健護理基金及印度股票基金的AA(港元)每月派息(G)類別及AA(美元)每月派息(G)類別的成立費用總計約為US$5,000，將自成立日期起分五年，或董事會可決定之其他期間攤銷。 | | | | | |

| 子基金名稱 | 環球氣候行動基金 |
| --- | --- |
| **基金類型** | 股票基金 |
| **投資目標** | 環球氣候行動基金旨在透過將其最少80%的資產淨值投資於多元化公司組合，以達致長期資本增長。有關公司須為對氣候變化作出正面貢獻的領先公司（「氣候領先者」）。 |
| **投資政策** | 為達致其目標，子基金將投資於股票及股票相關證券的投資組合，包括但不限於被視為氣候領先者的公司的普通股及預託證券，這些股票及證券在全球（包括新興市場）任何交易所上市。<br><br>子基金將尋求投資於氣候領先者，即分投資管理人認為符合巴黎協定的原則的公司。巴黎協定是旨在加強全球應對氣候變化威脅的國際條約，主要目標是將全球溫度升幅限制在攝氏2度以內，同時努力將溫度升幅限制在較工業化前攝氏1.5度的水平以內。為了挑選屬氣候領先者的公司，分投資管理人將考慮具備以下條件的公司：(i)已表明承諾制定或已設定科學基礎目標倡議（「**SBTi**」）的科學基礎目標（詳情於下文闡述）；及／或(ii)降低相對碳強度至其特定行業的最低35%以內的水平；及／或(iii)其收益的一部分（最少20%）來自氣候解決方案，包括但不限於可再生能源、能源效益或電動車。<br><br>對於上述準則(i)，SBTi的科學基礎目標是經SBTi驗證的溫室氣體(「温室氣體」)減排目標符合將全球溫度升幅限制在攝氏1.5度以內或較工業化前攝氏2度或遠低於攝氏2度的水平的減排方向，包括短期（5至10年）、長期（10年以上）及淨零目標。對於短期目標，公司應實現範圍一及二溫室氣體排放量每年至少減少4.2%及範圍三溫室氣體排放量每年至少減少2.5%的目標。對於長期目標，公司應在2050年或更早將範圍一及二及範圍三的溫室氣體排放量減少90%。淨零目標指在不遲於2050年實現價值鏈溫室氣體淨零排放。溫室氣體排放量的篩查、排放清單及目標設定應根據《温室氣體核算體系：企業標準》、《温室氣體核算體系範圍二指南》、《温室氣體核算體系價值鏈》及其他不時發佈的SBTi準則及建議執行。按照準則(i)持有的公司會定期根據SBTi最新發佈的公司名單進行重新驗證，這些公司(a)表明承諾制定科學基礎目標(按需要接受SBTi的盡職調查審查)或(b)設定經SBTi獨立驗證的科學基礎目標。<br><br>對於上述準則(ii)，碳強度水平較高行業內的公司仍可能被識別為「氣候領先者」，前提是這些公司已設法維持低於其各自行業內的同業的相對碳強度，並可能因在減少碳足跡方面相對成功而被納入子基金的投資組合。<br><br>氣候領先者的評估將由分投資管理人以專屬方法釐定，旨在納入所有相關環境因素，同時考慮及處理第三方數據。<br><br>子基金將尋求確保投資組合內的投資不會對任何環境或社會目標造成重大損害。子基金遵循剔除框架，根據分投資管理人的專有剔除準則，將若干公司從投資範圍中移除，而對於子基金的專有剔除框架未有涵蓋者，則根據歐盟巴黎一致基準規定的剔除準則(「**PAB剔除準則**」)移除。子基金的專有剔除框架篩選出分投資管理人認為其產品或所處行業不可持續或與重大環境或社會風險相關的公司。目前，收入來自以下來源的公司，將自動排除於投資考慮以外：<br><br>a) 超過25%收入來自化石燃料發電；<br><br>b) 超過5%收入來自酒精飲料、煙草、成人娛樂、賭博活動或常規武器；及<br><br>c) 任何收入來自油氣勘探、開採、製造、分銷或精煉或燃料煤勘探、採礦、開採、分銷或精煉。<br><br>子基金的剔除框架可能不時更新。 |

| 子基金名稱 | 環球氣候行動基金 |
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| | 額外PAB剔除準則(即子基金專有剔除框架未有涵蓋的準則)適用於以下公司：<br><br>a) 涉及任何與具爭議性武器相關的活動的公司；<br><br>b) 涉及煙草種植及生產的公司；<br><br>c) 分投資管理人使用的第三方數據供應商認為違反聯合國全球契約原則或經濟合作與發展組織跨國企業準則的公司；<br><br>d) 其收入中有50%或以上來自溫室氣體強度超過每千瓦時100克二氧化碳當量的發電業務的公司。<br><br>因此，按照本文所述的子基金ESG挑選過程，最多達25%收入來自化石燃料發電的公司可能會被納入子基金的投資組合。例如，在某種程度上仍依賴化石燃料(例如藉以確保電網的可靠性)，但已採取積極的減碳方向及／或正在拓展可再生能源組合的公司。<br><br>若第三方數據供應商無法提供有關遵循上述剔除框架的數據，發行機構將不會自動被排除於子基金的投資範圍以外，惟這些發行機構須符合分投資管理人認為相關的任何其他可持續性相關的定量或定性分析。<br><br>子基金在選擇是否投資時亦將考慮其他可持續性及／或ESG相關屬性，現金及現金等價物或衍生工具除外。這些屬性可包括但不限於公司對於若干環境因素(例如天然資源使用)、社會因素(例如勞動標準及多元化考慮)，以及管治因素(例如董事會組成及商業道德)的表現及管理。<br><br>子基金可將其餘資產的最多20%用作持有現金及現金等價物，及／或公司的股票和股票相關證券，這些公司並不符合氣候領先者的定義，但通過符合關鍵資源效益要求，將導致降低溫室氣體排放強度、用水及／廢棄物強度，以進行有利於子基金環境目標的經濟活動。<br><br>上文所述的子基金選股過程的相關ESG準則的發行機構資格狀況可能會隨時間而改變，部分在子基金購買時符合資格的發行機構或會變得不符合資格。如發生此情況，分投資管理人可能會與發行機構進行建設性對話，以在未來90天內改善導致其不符合資格的因素。在這90天期間，該等發行機構的持倉可隨時或出於任何原因被出售。<br><br>儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或行業及任何市值的公司的比例並無任何限制。因此，子基金可將其超過30%的淨資產投資於位於美國的公司。子基金的投資可以任何貨幣計價。<br><br>子基金奉行主動管理投資策略，並採用MSCI明晟世界淨回報美元指數，而該基準指數只用於業績表現比較的基礎。在正常市況下，分投資管理人會以不受限制的方式，相對於參考基準指數進行投資，並可酌情決定投資於未納入參考基準指數之證券。基於市況及分投資管理人的前瞻性預期及氣候變化相關主題，子基金投資策略可不時投資於與參考基準指數成份股範圍相若的證券，且因此該等證券具有與參考基準指數相若的特徵。 |

| 子基金名稱 | 環球氣候行動基金 |
| --- | --- |
| **具體風險因素** | (a) ***可持續投資風險：***分投資管理人相信可持續性有助帶動財務價值。自然環境是否健康及社區的社會基建是否完善將影響創造財務價值的能力。因此，分投資管理人相信，ESG分析對於了解一項投資的真正價值至關重要。然而，由於子基金主要投資於表現出特定可持續特性的發行機構，此舉帶有某些風險：在若干市況下，子基金可能會較不採用可持續投資策略的基金表現差。應用可持續投資原則可能會影響子基金對若干界別或投資類型的風險承擔，且或會影響子基金的相對投資表現，具體取決於該等界別或投資是否受市場青睞。子基金持有的證券或須承擔在投資後不再符合子基金的可持續性及ESG準則的風險。分投資管理人可能需要在不利的情況下出售該等證券。這可能導致子基金的資產淨值下跌。在評估發行機構時，分投資管理人可能依賴由第三方數據供應商提供的資訊及數據，而該等資訊及數據可能不完整、不準確、不一致或不可用。因此，分投資管理人可能錯誤評估發行機構的可持續特性。在考慮投資於已表明承諾制定或已設定科學基礎目標的公司時，分投資管理人依賴SBTi發佈的名單進行其持續重新驗證過程。SBTi是一項較新的倡議，其運作歷史有限，因此其評估公司的方法仍處於發展階段。SBTi對於科學基礎目標的驗證反而取決於參與公司提供的資料及數據，這些資料及數據可能同樣不完整或不準確。這可能會影響SBTi提供的資料的可靠性，而分投資管理人會根據這些資料作出其投資決定。<br><br>子基金可持續投資策略的成功應用將取決於分投資管理人在正確識別及分析重大可持續性問題方面的技能。不同的管理人對可持續性因素作出的評估可能不同，且對不同的人來說可能意味著不同的事情。然而，整體而言，分投資管理人認為，可持續投資及在決策過程納入可持續性風險是決定長遠財務表現成果的重要元素，亦可能是降低風險的有效方法。因此，分投資管理人認為，就SFDR第6(1)(b)條而言，並考慮到子基金的投資策略及下文「可持續性政策風險」，可持續性風險對子基金財務表現的可能影響得到有效管理。然而，概不保證將可持續性風險納入投資決策流程將抵銷任何有關風險實現時的影響或將確保長遠而言獲得更佳回報。<br><br>子基金專注投資於有可能減低風險分散程度的氣候領先者。因此，子基金有可能特別依賴此等投資的發展。子基金可能較易因不利情況對此等投資的影響而出現價值波動。這可能對子基金的表現產生不利影響，從而對投資者在子基金的投資產生不利影響。<br><br>(b) ***可持續性政策風險：***子基金的可持續投資政策可能使其表現相較並無有關政策之類似基金有所不同。與此政策有關的排除準則可能導致子基金放棄購買若干證券(在可能有利的情況下)或因可持續性原因出售證券(在可能不利的情況下)的機會。子基金將以符合其可持續性準則之方式表決代理權，這未必時刻可貫徹將發行機構之短期表現發揮至最佳水平。<br><br>(c) ***地域集中風險：***子基金的投資集中於美國相關發行機構的證券，或會令子基金的波動性較包含廣泛環球投資的組合更大。子基金的價值或會較易受到區內的不利事件影響。 |

| 子基金名稱 | 環球氣候行動基金 |
|---|---|
| | 除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節)：<br>• 新興市場風險<br>• 政治及監管風險<br>• 小型公司／中型公司風險<br>• 貨幣風險<br>• 流通性及波動風險<br>• 稅務風險<br>• FDI風險 |
| **投資管理人／分投資管理人** | 子基金的投資管理人為宏利投資管理(香港)有限公司，受香港證監會監管。<br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br>子基金的分投資管理人為Manulife Investment Management Limited，受加拿大安大略省證券委員會(Ontario Securities Commission)監管。<br>投資管理人與分投資管理人於2022年6月7日訂立分投資管理協議(可不時修訂)；根據該協議，分投資管理人同意就子基金提供分投資管理服務。 |

**可供投資的類別／管理費**

| 類別 | AA累積 | AA(澳元對沖)累積 | AA(港元)累積 | AA(英鎊對沖)累積 |
|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 1.50% | 1.50% | 1.50% | 1.50% |
| **類別** | **AA(人民幣對沖)累積** | **AA(新加坡元)累積** | **AA(新加坡元對沖)累積** | **I累積** |
| 管理費(每年資產淨值的百分數) | 1.50% | 1.50% | 1.50% | 0.75% |
| **類別** | **I3累積** | **I5累積** | **I5(歐元)累積** | **I5(英鎊)累積** |
| 管理費(每年資產淨值的百分數) | 將與相關宏利實體另行協定 | 0.75% | 0.75% | 0.75% |

| 類別 | I5(瑞士法郎)累積 | I6累積 | I6(歐元)累積 | I6(英鎊)累積 | I5(瑞士法郎)累積 |
|---|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 0.75% | 0.75% | 0.75% | 0.75% | 0.75% |

| 成立費用 | 子基金AA累積、AA(澳元對沖)累積、AA(港元)累積、AA(英鎊對沖)累積、AA(人民幣對沖)累積、AA(新加坡元)累積、AA(新加坡元對沖)累積、I累積、I3累積、I5累積、I5(歐元)累積、I5(英鎊)累積、I5(瑞士法郎)累積、I6累積、I6(歐元)累積、I6(英鎊)累積及I6(瑞士法郎)累積類別的成立費用總計約為US$38,500，自成立日期起分五年攤銷。 |
|---|---|

| 子基金名稱 | 環球股票多元入息基金 |
| --- | --- |
| **基金類型** | 股票基金 |
| **投資目標** | 環球股票多元入息基金主要旨在透過將其至少70%的淨資產投資於由環球(不時包括新興市場)上市公司的股票及股票相關證券組成的投資組合提供收益，以及實現中長期資本增長的次要目標。 |
| **投資政策** | 股票及股票相關證券可包括普通股、優先股、預託證券及房地產投資信託基金(「REITs」)。子基金旨在透過嚴謹的選股流程實現分散投資，聚焦於投資管理人確定為估值具吸引力、增長潛力強勁及/ 或股息率高於平均水平的公司。此外，子基金可利用FDIs以作對沖、有效管理投資組合及/ 或投資用途，包括但不限於產生額外收益(例如，透過使用備兌認購期權及/ 或抵押認沽期權等期權疊加策略)。有關子基金使用FDI的更多詳情，請參閱第4節「投資目標及投資政策」。子基金並可遵照2010年法律第41(1)(e)條規定，將其最多10%的淨資產投資於UCITS(可轉讓證券集體投資計劃)及其他UCIs(集體投資計劃)。<br><br>子基金其餘的淨資產可投資於現金及／或現金等價物及／或固定收益及固定收益相關證券。該等固定收益及固定收益相關證券包括但不限於存款、匯票、票據及債券，其可為固定利率或浮動利率及具不同屆滿期，並可由企業發行機構、政府、機構、超國家或地方當局發行。<br><br>儘管子基金將會在適用法規規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或界別或任何市值的發行機構的比例卻並無任何限制。鑑於可提供予子基金的靈活性，子基金可將其超過30%的淨資產投資於位於美國的發行機構，而中小型公司證券有時可佔子基金的淨資產超過30%。子基金的投資可以任何貨幣計價。<br><br>子基金可分別通過滬港通或深港通(統稱「互聯互通」)直接投資在上交所或深交所上市的若干中國A股。在子基金投資中國A股的任何情況下，預期子基金不會將其超過30%的淨資產持有中國A股。<br><br>在市場極端波動或嚴重不利市況下，子基金可暫時將重大部分(最多40%)的資產持有現金或現金等價物，或投資於短期貨幣市場票據，以保留子基金投資組合內資產的價值。<br><br>子基金並不將其表現與任何基準指數作比較，亦不參照任何基準指數來管理。子基金可自由挑選其將投資的證券。 |

| 子基金名稱 | 環球股票多元入息基金 |
| --- | --- |
| **具體風險因素** | • ***地域集中風險：***子基金的投資集中於位於美國的發行機構的股票證券，或會令子基金的波動較包含廣泛環球投資的組合更大。子基金的價值或會較易受到美國的不利事件影響。<br><br>• ***FDI風險：***子基金可使用備兌認購期權及／或抵押認沽期權等期權疊加策略，以產生額外收益。該策略的結果乃取決於市況及投資管理人預計價格變動的能力而無法保證。子基金承受的損失可能超過沽出期權所收到的固定期權金。子基金透過期權疊加策略獲取額外收益的策略或會降低子基金的潛在資本增長及未來收益。<br><br>除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節):<br><br>• 小型公司／中型公司風險<br><br>• 中國內地投資風險<br><br>• 中國內地稅務風險<br><br>• 有關通過互聯互通投資的風險<br><br>• 新興市場風險<br><br>• 政治及監管風險<br><br>• 有關投資REITs的風險<br><br>• 貨幣風險(包括人民幣貨幣及兌換風險以及人民幣類別相關風險)<br><br>• 流通性及波動風險<br><br>• 債券基金<br><br>• 稅務風險<br><br>• FDI風險 |
| **投資管理人／分投資管理人** | 該子基金的投資管理人為Manulife Investment Management (US) LLC，受美國SEC監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立並於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就該子基金提供投資管理服務。<br><br>該子基金的分投資管理人為Manulife Investment Management Limited，受加拿大安大略省證券委員會監管。<br><br>投資管理人與分投資管理人之間訂立分投資管理協議；根據該協議，分投資管理人同意就該子基金提供分投資管理服務。 |

| 子基金名稱 | 環球股票多元入息基金 | | | | | | |
|---|---|---|---|---|---|---|---|
| **可供投資的類別／ 管理費** | | | | | | | |
| **類別** | **AA累積** | **AA（澳元對沖）累積** | **AA（澳元對沖）每月派息(G)** | **AA（加元對沖）每月派息(G)** | **AA（英鎊對沖）累積** | **AA（英鎊對沖）每月派息(G)** | |
| **管理費（每年資產淨值的百分數）** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | |
| **類別** | **AA（港元）累積** | **AA（港元）每月派息(G)** | **AA（日圓對沖）每月派息(G)** | **AA（新西蘭元對沖）每月派息(G)** | **AA（人民幣對沖）累積** | **AA（人民幣對沖）每月派息(G)** | |
| **管理費（每年資產淨值的百分數）** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | |
| **類別** | **AA（新加坡元對沖）累積** | **AA（新加坡元對沖）每月派息(G)** | **AA（新加坡元）累積** | **AA（新加坡元）每月派息(G)** | **AA（美元）每月派息(G)** | **F（港元）每月派息(G)** | |
| **管理費（每年資產淨值的百分數）** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | |
| **類別** | **F（美元）每月派息(G)** | **F（澳元對沖）每月派息(G)** | **F（加元對沖）每月派息(G)** | **F（英鎊對沖）每月派息(G)** | **F（日圓對沖）每月派息(G)** | **F（新西蘭元對沖）每月派息(G)** | |
| **管理費（每年資產淨值的百分數）** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | |
| **類別** | **F（人民幣對沖）每月派息(G)** | **R（美元）每月派息(G)** | **R（港元）每月派息(G)** | **I累積** | **I3累積** | **I3收益** | **I3每月派息(G)** |
| **管理費（每年資產淨值的百分數）** | 1.50% | 1.50% | 1.50% | 0.75% | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 |
| **成立費用** | 子基金的成立費用總計約為US$43,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。 | | | | | | |

| 子基金名稱 | 環球股票基金 |
|---|---|
| **基金類型** | 股票基金 |
| **投資目標** | 環球股票基金旨在透過將最少80%的淨資產投資於均衡的上市國際股票及股票相關證券(包括普通股、優先股及預託證券)投資組合以實現資本增長。子基金以較低風險方式參與全球股市，是其他較進取的地區性子基金以外的另一選擇。 |
| **投資政策** | 儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或行業及任何市值的發行機構的比例卻無任何限制。因此，子基金可將其超過30%的淨資產投資於位於美國的發行機構。子基金的投資可以任何貨幣計價。<br><br>子基金並不擬將其超過10%的淨資產投資於由任何信用評級低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的單一主權國(包括有關政府、公共或地方當局)所發行或擔保的證券。<br><br>子基金奉行主動管理投資策略，並採用MSCI明晟世界價值淨回報美元指數，而該基準指數只用於業績表現比較的基礎。在正常市況下，投資管理人會以不受限制的方式，相對於基準指數進行投資，並可酌情決定投資於未納入基準指數之證券。基於市況及投資管理人的前瞻性預期，子基金投資策略可不時投資於與基準指數成份股範圍相若的證券，且因此該等證券具有與基準指數相若的特徵。 |
| **具體風險因素** | 除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節)：<br><br>• 天然資源行業風險<br>• 小型公司／中型公司風險<br>• 貨幣風險<br>• 流通性及波動風險<br>• 稅務風險<br>• FDI風險 |
| **投資管理人／分投資管理人** | 投資管理人／分投資管理人　子基金的投資管理人為Manulife Investment Management (US) LLC，受美國SEC監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>此子基金未有委任分投資管理人。 |

**可供投資的類別／管理費**

| 類別 | AA | AA累積 | AA(新加坡元) | C(新加坡元對沖)累積 | I累積 | I3 | I3累積 |
|---|---|---|---|---|---|---|---|
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 1.50% | 0.70% | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 |

| 子基金名稱 | 環球股票基金 | | | | | | |
|---|---|---|---|---|---|---|---|
| **類別** | **I5累積** | **I5(英鎊)累積** | **I5(歐元)累積** | **I5(瑞士法郎)累積** | **I6累積** | **I6(英鎊)累積** | **I6(歐元)累積** |
| **管理費(每年資產淨值的百分數)** | 0.70% | 0.70% | 0.70% | 0.70% | 0.70% | 0.70% | 0.70% |
| **類別** | **I6(瑞士法郎)累積** | | | | | | |
| **管理費(每年資產淨值的百分數)** | 0.70% | | | | | | |
| **成立費用** | 成立費用應由本公司承擔，按有關子基金各自的資產淨值的比例由各有關子基金的帳戶分擔。<br><br>亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球房地產投資信託產業基金、環球半導體機會基金、康健護理基金、印度股票基金、日本股票基金、可持續亞洲股票基金、美元入息基金、美國股票基金及美國特別機會基金的I3類別的成立費用總計約為US$19,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>亞太房地產投資信託產業基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、康健護理基金、印度股票基金、可持續亞洲股票基金及美國股票基金的I5(英鎊)累積、I5(歐元)累積、I5(瑞士法郎)累積、I6(英鎊)累積、I6(歐元)累積及I6(瑞士法郎)累積類別；及亞洲總回報基金、環球多元資產入息基金、優先證券收益基金、可持續亞洲債券基金及美元入息基金的I5(英鎊對沖)累積、I5(歐元對沖)累積、I5(瑞士法郎對沖)累積、I6(英鎊對沖)累積、I6(歐元對沖)累積及I6(瑞士法郎對沖)累積類別；以及亞太房地產投資信託產業基金、亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球多元資產入息基金、康健護理基金、印度股票基金、優先證券收益基金、可持續亞洲債券基金、可持續亞洲股票基金、美元入息基金及美國股票基金的I5累積及I6累積類別的成立費用總計約為6,500美元，將自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>東協股票基金、環球股票基金及印度股票基金的C(新加坡元對沖)累積類別的成立費用約為US$4,500，自成立日期起分五年，或董事會可決定之其他期間攤銷。 | | | | | | |

| 子基金名稱 | 環球房地產投資信託產業基金 |
|---|---|
| **基金類型** | 股票基金 |
| **投資目標** | 環球房地產投資信託產業基金主要旨在提供收入，其次要目標是透過投資環球房地產投資信託基金(「REITs」)實現中長線資本增長。子基金適合持有長期投資觀點、為了達致長期回報而有準備接受其投資價值於短期內相當大的波幅的投資者。 |
| **投資政策** | 子基金有意將投資建於多元化的基礎上。子基金會將其最少70%的淨資產投資於在全球任何受監管市場上市及交易的封閉式REITs。受限於本售股章程內列明的多元化規則，子基金可將最多100%的淨資產投資於封閉式REITs。<br><br>子基金會將其總計最多30%的淨資產投資於非REITs的房地產相關證券(如下文所述)及／或現金及現金等價物。房地產相關證券包括其重大部分盈利來自任何房地產範疇的公司的股票、股票相關證券及固定收益證券，以及房地產相關的業務信託、物業信託、酒店信託，以及包含構成上述證券的合訂證券(包括REITs)*。該等股票及股票相關證券包括普通股、優先股及預託證券。<br><br>就固定收益證券而言，子基金可將其最多30%的淨資產投資於任何期限及任何信貸質素的企業債券，包括低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)且評級低至穆迪的Ba3或者標準普爾或惠譽的BB-，或如無評級，則為等同評級的債券。<br><br>儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家及任何市值的發行機構的比例並無任何限制。鑑於子基金可得的靈活性，子基金可將其超過30%的淨資產投資於位於美國的發行機構，而中小型公司證券所佔子基金淨資產的比例有時可超過30%。子基金的投資可以任何貨幣計價。<br><br>子基金並不擬將其超過10%的淨資產投資於由任何信用評級低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的單一主權國(包括有關政府、公共或地方當局)所發行或擔保的證券。<br><br>子基金並不將其表現與任何基準指數作比較，亦不參照任何基準指數來管理。子基金可自由挑選其將會投資的證券。<br><br>*該等業務信託、物業信託、酒店信託屬於經營房地產相關業務或投資於房地產相關投資項目的不同種類信託。合訂證券為混合證券，由一項或以上的房地產相關證券組成相關資產，乃為結構或稅務效益目的而創立。 |
| **具體風險因素** | ***與投資房地產相關資產有關的風險：***環球房地產投資信託產業基金可投資於REITs、房地產公司及其他受到與直接擁有房地產相關風險影響的其他實體的證券。主要風險可歸因於房地產價值下跌、房地產擁有人因拖欠按揭付款導致失去物業的可能性、環境責任及利率上升。本子基金的價值會因應房地產市場走勢而波動。由於本子基金集中於單一經濟界別，其表現大部分倚賴房地產行業的表現。<br><br>除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節)：<br><br>• 小型公司／中型公司風險<br>• 貨幣風險(包括人民幣貨幣及兑換風險及人民幣類別相關風險)<br>• 流通性及波動風險<br>• 投資項目評級風險<br>• 稅務風險<br>• FDI風險<br>• 債券基金 |

| 子基金名稱 | 環球房地產投資信託產業基金 |
|---|---|
| **投資管理人／分投資管理人** | 子基金的投資管理人為Manulife Investment Management (US) LLC，受美國SEC監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>此子基金未有委任分投資管理人。 |

**可供投資的類別／管理費**

| 類別 | AA | AA(澳元對沖) | AA(加元對沖) | AA(港元) | I | I3 |
|---|---|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 1.50% | 1.50% | 1.50% | 1.50% | 0.75% | 將與相關宏利實體另行協定 |

| 類別 | AA累積 | AA(美元)每月派息(G) | AA(澳元對沖)每月派息(G) | AA(港元)每月派息(G) | AA(新加坡元對沖)每月派息(G) |
|---|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |

| 類別 | AA(人民幣對沖)每月派息(G) | I累積 | I3累積 | I3收益 | I5累積 |
|---|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 1.50% | 0.75% | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 | 0.75% |

| 類別 | I5(歐元)累積 | I5(英鎊)累積 | I5(瑞士法郎)累積 | I6累積 | I6(歐元)累積 |
|---|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 0.75% | 0.75% | 0.75% | 0.75% | 0.75% |

| 類別 | I6(英鎊)累積 | I6(瑞士法郎)累積 | R(美元)每月派息(G) | R(港元)每月派息(G) |
|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 0.75% | 0.75% | 1.50% | 1.50% |

| | |
|---|---|
| **成立費用** | 子基金的I類別的成立費用約為US$6,200，將自開始日期起分五年攤銷。<br><br>亞洲小型公司基金、環球房地產投資信託產業基金、美國股票基金、亞洲總回報基金、美元入息基金及美國特別機會基金的AA(澳元對沖)、AA(加元對沖)、AA(港元)、AA(澳元對沖)收益、AA(加元對沖)收益、AA(港元)收益類別的成立費用總計約為US$42,000，自成立日期起分五年攤銷。<br><br>成立費用應由本公司承擔，按有關子基金各自的資產淨值的比例由各有關子基金的帳戶分擔。<br><br>亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球房地產投資信託產業基金、環球半導體機會基金、康健護理基金、印度股票基金、日本股票基金、可持續亞洲股票基金、美元入息基金、美國股票基金及美國特別機會基金的I3類別的成立費用總計約為US$19,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。 |

| 子基金名稱 | 環球半導體機會基金 |
|---|---|
| **基金類型** | 股票基金 |
| **投資目標** | 環球半導體機會基金旨在透過將其最少70%的淨資產投資於在全球(不時包括新興市場)上市的半導體及半導體相關行業公司的股票及股票相關證券，包括但不限於普通股及預託證券，以達致資本增值。此等公司的業務將包括但不限於半導體及相關設備及組件的開發及生產，以及因半導體行業內的進展而直接受惠的下游業務。 |
| **投資政策** | 儘管子基金將會在適用法規及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家的比例並無任何限制。因此，子基金可將其超過30%的淨資產投資於位於美國的發行機構。子基金的投資可以任何貨幣計價。<br><br>子基金的其餘資產可投資於在全球上市的其他行業公司的股票及股票相關證券，如投資管理人認為投資於該等公司將實現盡量擴大資本增值的目標，及／或現金及現金等價物。<br><br>中小型公司的證券有時可佔子基金超過30%的淨資產。<br><br>子基金可通過滬港通及深港通(統稱「互聯互通」)直接投資在上交所或深交所上市的若干中國A股。在子基金投資中國A股的任何情況下，預期子基金不會將其超過30%的淨資產持有中國A股。<br><br>子基金並不將其表現與任何基準指數作比較，亦不參照任何基準指數進行管理。子基金可自由挑選其將投資的證券。 |
| **具體風險因素** | 除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節)：<br><br>• 小型公司／中型公司風險<br>• 流通性及波動風險<br>• 稅務風險<br>• FDI風險<br>• 貨幣風險(包括人民幣貨幣及兑換風險以及人民幣類別相關風險)<br>• 新興市場風險<br>• 有關通過互聯互通投資的風險<br><br>除第5節的一般風險因素及上文載述的具體風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節)：<br><br>• 半導體行業風險－子基金投資於半導體及半導體相關行業的公司，該等公司可能尤其受到該等行業激烈競爭的影響。可能導致半導體及相關行業內的證券的價值下跌的特定因素包括但不限於：<br>– 國內及國際競爭壓力(包括來自生產成本較低並獲補貼的外國競爭者的競爭)；<br>– 產品因半導體及相關行業快速發展的特性而被迅速淘汰；<br>– 半導體公司客戶的經濟表現，其可能反過來影響半導體及相關行業的增長及市場前景；<br>– 資本設備支出可能龐大、原材料或設備迅速報廢及面臨潛在短缺可能導致原材料或設備價格上升、產品交付時間延長甚至停產。 |

| 子基金名稱 | 環球半導體機會基金 |
|---|---|
| | 半導體及相關行業的公司亦通常會依賴龐大巨額研發開支，並且無法保證此等公司生產的產品將成為商業上成功的產品。<br><br>此外，由於半導體及相關行業可能被視為對國家利益敏感的行業，並且可能會受到政府干預、制裁及貿易保護主義的影響。半導體及相關行業公司可能依賴政府補貼及激勵措施(包括但不限於優惠稅務待遇)及與政府實體簽訂的合約，並可能因該等補貼減少、該等優惠稅務待遇屆滿或終止或因政府政策更改無法獲得合約而受到不利影響。<br><br>半導體及相關行業公司的成功通常取決於公司與其技術合作夥伴維持關係的能力。如果公司與技術合作夥伴的關係受損或終止，該公司可能無法及時或以有利的商業條款建立新的技術聯盟，可能導致顯著的額外成本或其業務受阻。<br><br>半導體及相關行業亦具有週期性市場模式及週期性產能過剩的特徵。此行業的營商狀況可能會迅速由生產短缺及需求強勁的期間迅速轉變為需求疲弱的期間。該行業未來如有任何衰退均可能損害半導體及相關行業公司的業務及經營業績。<br><br>• 集中風險－子基金的投資集中於半導及半導體相關行業，亦可能集中於與美國相關的發行機構的證券。與具較為分散的投資組合的基金相比，子基金價值可能更為波動，以及可能會較易受到該等行業及地區內的不利事件或影響該等行業及地區的不利事件影響。 |
| **投資管理人／分投資管理人** | 投資管理人／分投資管理人　子基金的投資管理人為Manulife Investment Management (US) LLC，受美國SEC監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>此子基金未有委任分投資管理人。 |

**可供投資的類別／管理費**

| 類別 | AA | AA累積 | AA(港元)累積 | AA(澳元對沖)累積* | AA(日圓對沖)累積* | AA(人民幣對沖)累積* | AA(新加坡元對沖)累積* |
|---|---|---|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |

| 類別 | I | I累積 | I3 | I3累積 | I5累積 | I5(歐元)累積 |
|---|---|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 0.85% | 0.85% | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 | 0.80% | 0.80% |

| 類別 | I5(英鎊)累積 | I5(瑞士法郎)累積 | I6累積 | I6(歐元)累積 | I6(英鎊)累積 | I6(瑞士法郎)累積 |
|---|---|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 0.80% | 0.80% | 0.80% | 0.80% | 0.80% | 0.80% |

| 子基金名稱 | 環球半導體機會基金 |
| --- | --- |
| **成立費用** | 子基金的I類別的成立費用約為US$4,000，將自成立日期起分五年攤銷。<br><br>亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球房地產投資信託產業基金、環球半導體機會基金、康健護理基金、印度股票基金、日本股票基金、可持續亞洲股票基金、美元入息基金、美國股票基金及美國特別機會基金的I3類別的成立費用總計約為US$19,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>子基金的AA（港元）累積、AA（澳元對沖）累積、AA（人民幣對沖）累積及AA（日圓對沖）累積類別的成立費用總計約為US$5,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>子基金的AA（新加坡元對沖）累積類別並無專屬成立費用。 |

| 子基金名稱 | 康健護理基金 |
| --- | --- |
| **基金類型** | 股票基金 |
| **投資目標** | 康健護理基金旨在為持有長期投資觀點，為了達致長期回報而有準備接受其投資價值相當大的波幅的投資者提供中長期資本增長。<br><br>子基金有意在多元化的基礎上作出投資。基本投資組合將主要包括全球康健護理及相關行業並在任何證券交易所上市的公司的股票及股票相關證券。子基金可投資於其盈利的重大部分來自醫療及醫藥產品及服務的公司。子基金的其餘資產可包括債券及存款。 |
| **投資政策** | 康健護理基金將其最少80%的淨資產投資於健康科學公司的股票及股票相關證券。此等公司過半收入來自與康健護理有關的業務活動或將其過半的資產用於此等活動。該等股票及股票相關證券包括普通股、優先股及預託證券。<br><br>儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家及任何市值的發行機構的比例並無任何限制。因此，子基金可將其超過30%的淨資產投資於位於美國的發行機構。子基金的投資可以任何貨幣計價。<br><br>投資管理人研究經濟趨勢後將資產分配於下列主要行業：<br><br>• 醫藥及生物科技<br><br>• 醫療器材及分析設備<br><br>• 康健護理服務<br><br>投資管理人亦運用基本財務分析識別在盈利穩定性、增長潛力和估值方面最具吸引力的任何規模的個別公司。<br><br>子基金並不擬將其超過10%的淨資產投資於由任何信用評級低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的單一主權國(包括有關政府、公共或地方當局)所發行或擔保的證券。<br><br>子基金奉行主動管理投資策略，並採用MSCI明晟世界／健康護理淨回報美元指數，而該基準指數只用於業績表現比較的基礎。在正常市況下，投資管理人會以不受限制的方式，相對於基準指數進行投資，並可酌情決定投資於未納入基準指數之證券。基於市況及投資管理人的前瞻性預期，子基金投資策略可不時投資於與基準指數成份股範圍相若的證券，且因此該等證券具有與基準指數相若的特徵。 |
| **具體風險因素** | 康健護理基金專注於特定行業，而缺乏分散風險的安排，因此，子基金的價值波動的幅度可能比分散投資於各行業的子基金較大。對子基金業績有負面影響的其他因素有：影響行業的經濟、政治或監管情況、會使公司利潤率下降的行內競爭加劇，而且，若此一行業在金融市場不受歡迎，該等股票的價格亦會下跌。<br><br>除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節)：<br><br>• 政治及監管風險<br><br>• 小型公司／中型公司風險<br><br>• 貨幣風險<br><br>• 流通性及波動風險<br><br>• 稅務風險<br><br>• FDI風險 |

| 子基金名稱 | 康健護理基金 |
|---|---|
| 投資管理人／分投資管理人 | 子基金的投資管理人為Manulife Investment Management (US) LLC，受美國SEC監管。<br><br>根據日期為2019年4月12日所的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>此子基金未有委任分投資管理人。 |

**可供投資的類別／管理費**

| 類別 | AA | AA累積 | AA(港元)每月派息(G) | AA(新加坡元)累積 | AA(新加坡元對沖)累積 | AA(美元)每月派息(G) | F(港元)每月派息(G) |
|---|---|---|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |

| 類別 | F(新加坡元對沖)每月派息(G) | F(美元)每月派息(G) | I3 |
|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 1.50% | 1.50% | 將與相關宏利實體另行協定 |

| 類別 | I累積 | I3累積 | I5累積 | I5(英鎊)累積 | I5(歐元)累積 |
|---|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 0.85% | 將與相關宏利實體另行協定 | 0.85% | 0.85% | 0.85% |

| 類別 | I5(瑞士法郎)累積 | I6累積 | I6(英鎊)累積 | I6(歐元)累積 |
|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 0.85% | 0.85% | 0.85% | 0.85% |

| 類別 | I6(瑞士法郎)累積 |
|---|---|
| 管理費(每年資產淨值的百分數) | 0.85% |

| 子基金名稱 | 康健護理基金 |
| --- | --- |
| **成立費用** | 成立費用應由本公司承擔，按有關子基金各自的資產淨值的比例由各有關子基金的帳戶分擔。<br><br>亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球房地產投資信託產業基金、環球半導體機會基金、康健護理基金、印度股票基金、日本股票基金、可持續亞洲股票基金、美元入息基金、美國股票基金及美國特別機會基金的I3類別的成立費用總計約為US$19,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>亞太房地產投資信託產業基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、康健護理基金、印度股票基金、可持續亞洲股票基金及美國股票基金的I5（英鎊）累積、I5（歐元）累積、I5（瑞士法郎）累積、I6（英鎊）累積、I6（歐元）累積及I6（瑞士法郎）累積類別；亞洲總回報基金、環球多元資產入息基金、優先證券收益基金、可持續亞洲債券基金及美元入息基金的I5（英鎊對沖）累積、I5（歐元對沖）累積、I5（瑞士法郎對沖）累積、I6（英鎊對沖）累積、I6（歐元對沖）累積及I6（瑞士法郎對沖）累積類別；以及亞太房地產投資信託產業基金、亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球多元資產入息基金、康健護理基金、印度股票基金、優先證券收益基金、可持續亞洲債券基金、可持續亞洲股票基金、美元入息基金及美國股票基金的I5累積及I6累積類別的成立費用總計約為US$6,500，將自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>領先動力基金、康健護理基金及印度股票基金的AA（港元）每月派息(G)類別及AA（美元）每月派息(G)類別的成立費用總計約為US$5,000，將自成立日期起分五年，或董事會可決定之其他期間攤銷。 |

| 子基金名稱 | 印度股票基金 |
| --- | --- |
| **基金類型** | 股票基金 |
| **投資目標** | 印度股票基金旨在為持有長期投資觀點，並有準備接受其投資價值相當大的波幅的投資者提供長期資本增長。子基金會將其最少70%的淨資產投資於涵蓋印度不同行業並於印度或其他任何證券交易所上市的公司之股票及股票相關證券。該等股票及股票相關證券包括普通股、優先股及預託證券。子基金的其餘資產可以包括債券及存款。投資於印度市場須經在印度監管機構註冊的境外組合投資者(「FPI」)進行，該FPI可能是本公司、投資管理人或（視情況而定）分投資管理人。 |
| **投資政策** | 儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或行業及任何市值的發行機構的比例並無任何限制。基於子基金投資組合的本質，中小型公司證券所佔子基金淨資產的比例有時可超過30%。子基金的投資可以任何貨幣計價但主要以印度盧比計價。<br><br>子基金並不擬將其超過10%的淨資產投資於由任何信用評級低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的單一主權國(包括有關政府、公共或地方當局)所發行或擔保的證券。<br><br>子基金奉行主動管理投資策略，並採用MSCI明晟印度10/40淨回報美元指數，而該基準指數只用於業績表現比較的基礎。在正常市況下，分投資管理人會以不受限制的方式，相對於基準指數進行投資，並可酌情決定投資於未納入基準指數之證券。基於市況及分投資管理人的前瞻性預期，子基金投資策略可不時投資於與基準指數成份股範圍相若的證券，且因此該等證券具有與基準指數相若的特徵。 |

| 子基金名稱 | 印度股票基金 |
| --- | --- |
| **具體風險因素** | (a) ***宏觀經濟風險因素：***經濟增長較慢或利率增加會影響子基金可能投資的特定地理區域或市場的股價。<br><br>(b) ***環球商品價格：***子基金可能投資的特定地理區域或市場可能是商品的主要進口國，而商品價格上漲可能影響當地公司的利潤。<br><br>(c) ***油價風險：***子基金可能投資的特定地理區域或市場可能有相當大的能源短缺，而油價大幅持續上漲會對貿易和競爭力有重大影響。<br><br>(d) ***政府政策風險：***子基金可能投資的特定地區的某些政府可能採取自由化及解除控制的經濟政策。此趨勢逆轉會影響該地區的風險溢價。<br><br>(e) ***價格控制風險：***子基金可能投資的特定地區的某些政府確實控制某些資產的價格，而且將來可能出乎意料地採取控制貨物或服務價格的行動。這可能對被投資的公司的利潤有不利的影響。<br><br>(f) ***控制股市的風險：***某些市場或經濟體系對股市的規管正逐步實施。存在的風險是這會有可能引入對交易成本或交易自由有不利影響的監管，從而限制子基金有成本效益地部署其投資的能力。<br><br>(g) ***新興市場風險：***除了子基金可能投資的更廣泛的有關地理區域內某些較先進的市場或經濟體系外，某些市場或經濟體系一般被視為新興市場。在某程度上，會影響一般新興市場的情緒的全球金融市場不穩定也會影響同屬新興市場的地區。<br><br>(h) ***地緣政治風險：***除了子基金可能投資的更廣泛的有關地理區域內某些較先進的市場或經濟體系外，某些地區歷史上被認為是世界經濟不穩定的部分。偶而會有地區性衝突，也會有全球恐怖份子的威脅的影響。這是未必存在的風險，但是地緣政治不穩定可能影響地區市場的股價。<br><br>(i) ***信用評級降級：***任何地區市場主權評級的任何降級會影響子基金可能投資的特定地理區域或市場與投資有關的風險溢價。 |

| 子基金名稱 | 印度股票基金 |
| --- | --- |
| | (j) ***外匯風險：***子基金可能投資的特定地理區域或市場可能既進口大量原料，又出口相當多的人力資本、貨物及服務。外匯市場的任何波動都可能影響子基金的投資之價值。<br><br>(k) ***勞動力市場風險：***對於許多在新興市場或經濟體系的公司，低工資成本是主要的競爭優勢，也是資本流入的動力。工資法規改變可能影響此等公司的盈利能力，從而影響其股價。<br><br>(l) ***環境法規風險：***在大部分新興市場或經濟體系，環境法規可被認為是相對寬鬆。環境法規若有任何增加，可能影響此等市場或經濟體系的工業界別。<br><br>子基金將透過2014年印度(境外組合投資者)規例的證券和交易委員會規管的投資於印度市場。透過上述FPI身份所作的投資受印度當局及印度證券和交易委員會不時規定的任何法例或監管限制。投資者應注意因任何上述監管的改變而產生的風險。<br><br>除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節)：<br><br>• 新興市場風險<br>• 政治及監管風險<br>• 天然資源行業風險<br>• 託管、結算及交收風險<br>• 小型公司／中型公司風險<br>• 貨幣風險<br>• 流通性及波動風險<br>• 稅務風險<br>• FDI風險 |
| **投資管理人／分投資管理人** | 子基金的投資管理人為宏利投資管理(香港)有限公司，受香港證監會監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>子基金的分投資管理人為Manulife Investment Management (Singapore) Pte. Ltd.，受新加坡金融管理局監管。<br><br>投資管理人與分投資管理人於2020年7月31日訂立分投資管理協議(可不時修訂)；根據該協議，分投資管理人同意就子基金提供分投資管理服務。 |

| 子基金名稱 | 印度股票基金 | | | | | | |
|---|---|---|---|---|---|---|---|
| **可供投資的類別／管理費** | | | | | | | |
| **類別** | **AA** | **AA累積** | **AA(港元)每月派息(G)** | **AA(新加坡元)** | **AA(新加坡元對沖)** | **AA(新加坡元)累積** | |
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | |
| **類別** | **AA(新加坡元對沖)累積** | **AA(美元)每月派息(G)** | **C(新加坡元對沖)累積** | **I累積** | **I2** | **I2累積** | **I3** |
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 0.80% | 不超過0.90% | 不超過0.90% | 將與相關宏利實體另行協定 |
| **類別** | **I3累積** | **I3(新加坡元對沖)累積** | **I5累積** | **I5(英鎊)累積** | **I5(歐元)累積** | | |
| **管理費(每年資產淨值的百分數)** | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 | 0.80% | 0.80% | 0.80% | | |
| **類別** | **I5(瑞士法郎)累積** | **I6累積** | **I6(英鎊)累積** | **I6(歐元)累積** | **I6(瑞士法郎)累積** | | |
| **管理費(每年資產淨值的百分數)** | 0.80% | 0.80% | 0.80% | 0.80% | 0.80% | | |
| **類別** | **AA(新加坡元對沖)收益** | | | | | | |
| **管理費(每年資產淨值的百分數)** | 1.50% | | | | | | |

| 子基金名稱 | 印度股票基金 |
| --- | --- |
| **成立費用** | 亞洲小型公司基金、印度股票基金、美國股票基金、亞洲總回報基金及美國特別機會基金的I2類別的成立費用總計約為US$6,000，自成立日期起分五年攤銷。<br><br>亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球房地產投資信託產業基金、環球半導體機會基金、康健護理基金、印度股票基金、日本股票基金、可持續亞洲股票基金、美元入息基金、美國股票基金及美國特別機會基金的I3類別的成立費用總計約為US$19,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>亞太房地產投資信託產業基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、康健護理基金、印度股票基金、可持續亞洲股票基金及美國股票基金的I5（英鎊）累積、I5（歐元）累積、I5（瑞士法郎）累積、I6（英鎊）累積、I6（歐元）累積及I6（瑞士法郎）累積類別；亞洲總回報基金、環球多元資產入息基金、優先證券收益基金、可持續亞洲債券基金及美元入息基金的I5（英鎊對沖）累積、I5（歐元對沖）累積、I5（瑞士法郎對沖）累積、I6（英鎊對沖）累積、I6（歐元對沖）累積及I6（瑞士法郎對沖）累積類別；以及亞太房地產投資信託產業基金、亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球多元資產入息基金、康健護理基金、印度股票基金、優先證券收益基金、可持續亞洲債券基金、可持續亞洲股票基金、美元入息基金及美國股票基金的I5累積及I6累積類別的成立費用總計約為US$6,500，將自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>巨龍增長基金的AA（新加坡元）、AA（新加坡元）累積、AA（新加坡元對沖）、AA（新加坡元對沖）累積及I4累積類別，以及印度股票基金的AA（新加坡元）、AA（新加坡元）累積、AA（新加坡元對沖）及AA（新加坡元對沖）累積類別的成立費用總計約為US$5,000，將自成立日期起分五年，或由董事會可決定之其他期間攤銷。<br><br>東協股票基金、環球股票基金及印度股票基金的C（新加坡元對沖）累積類別的成立費用總計約為US$4,500，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>領先動力基金、康健護理基金及印度股票基金的AA（港元）每月派息(G)類別及AA（美元）每月派息(G)類別的成立費用總計約為US$5,000，將自成立日期起分五年，或董事會可決定之其他期間攤銷。 |

| 子基金名稱 | 日本股票基金 |
|---|---|
| **基金類型** | 股票基金 |
| **投資目標** | 日本股票基金旨在透過將其最少70%的淨資產投資於偏重大型公司的日本股票及股票相關證券組合，以達致資本增長。該等股票及股票相關證券包括普通股、優先股及預託證券。 |
| **投資政策** | 儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略投資，惟子基金對於其淨資產投資於任何一個國家或行業及任何市值的發行機構的比例並無任何限制。基於子基金投資組合的本質，中小型公司證券所佔子基金淨資產的比例有時可超過30%。子基金的投資可以任何貨幣計價。<br><br>子基金並不擬將其超過10%的淨資產投資於由任何信用評級低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的單一主權國(包括有關政府、公共或地方當局)所發行或擔保的證券。<br><br>子基金奉行主動管理投資策略，並採用東京第一市場總回報日圓指數，而該基準指數只用於業績表現比較的基礎。在正常市況下，投資管理人會以不受限制的方式，相對於基準指數進行投資，並可酌情決定投資於未納入基準指數之證券。基於市況及投資管理人的前瞻性預期，子基金投資策略可不時投資於與基準指數成份股範圍相若的證券，且因此該等證券具有與基準指數相若的特徵。 |
| **具體風險因素** | 除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節)：<br><br>• 天然資源行業風險<br>• 小型公司／中型公司風險<br>• 貨幣風險<br>• 流通性及波動風險<br>• 稅務風險<br>• FDI風險 |
| **投資管理人／分投資管理人** | 子基金的投資管理人為宏利投資管理(香港)有限公司，受香港證監會監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>此子基金未有委任分投資管理人。 |

**可供投資的類別／管理費**

| 類別 | AA | AA累積 | I累積 | I3 | I3累積 |
|---|---|---|---|---|---|
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 0.80% | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 |

| | |
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| **成立費用** | 成立費用應由本公司承擔，按有關子基金各自的資產淨值的比例由各有關子基金的帳戶分擔。<br><br>亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球房地產投資信託產業基金、環球半導體機會基金、康健護理基金、印度股票基金、日本股票基金、可持續亞洲股票基金、美元入息基金、美國股票基金及美國特別機會基金的I3類別的成立費用總計約為US$19,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。 |

| 子基金名稱 | 可持續亞洲股票基金 |
|---|---|
| **基金類型** | 股票基金 |
| **投資目標** | 可持續亞洲股票基金旨在通過將其最少80%的淨資產投資於亞洲公司股票及股票相關證券的多元化投資組合，以達致資本增長。 |
| **投資政策** | 為達致其目標，子基金將其最少80%的淨資產投資於在亞洲（包括澳洲及新西蘭）註冊成立、位於亞洲、於亞洲上市或在亞洲擁有重大業務利益的公司的股票及股票相關證券。該等股票及股票相關證券包括普通股、優先股、房地產投資信託基金及預託證券。如下文進一步載述，被選定納入投資組合的公司必須符合投資管理人的可持續性準則。<br><br>為了釐定合資格投資範圍，投資管理人遵循正面納入篩選框架，同時應用剔除準則及良好管治評估。環境、社會及管治（ESG）因素、風險及影響整合至此等流程之中。<br><br>子基金的正面納入篩選根據發行機構本身的可持續特性及／或其提供的產品或服務來評估發行機構，與可比較公司相比，這些產品或服務能夠推動更可持續的經濟。符合納入投資組合的資格的公司必須超過此正面納入篩選的最低門檻。可持續屬性可包括或被投資管理人界定或認定為一間公司在環境因素(例如氣候變化及天然資源使用)及／或社會因素(例如勞動標準及多元化考慮)上的表現及管理。<br><br>如下文所述，正面納入篩選由定量元素驅動，並由定性元素(如適用)作為補充。第三方數據供應商在公司層面的相關數據被用作定量評估的主要數據輸入。所使用的數據可與產品或服務相關(例如，具有正面影響的產品或服務對收入的貢獻)，亦可與商業慣例相關(例如，採用減低碳排放的目標或產品安全管理計劃)。倘若該數據的可用性有限或投資管理人認為定量評估並非公平或準確的評估，該分析可使用公司報告的資料及／或專有分析的結果及／或定性評估及投資管理人本身對可得數據(例如公開可得的ESG報告、評估報告或個案研究)的分析作為補充。<br><br>雖然所有公司均必須通過正面納入篩選，但投資管理人亦尋求區分該等被視為「可持續投資」的公司。可持續投資是指與其他同業相比，對可持續性議題的慣例及管理展現出較強表現，或其產品或服務推動可持續慣例的公司。子基金會將其最少50%的淨資產投資於可持續投資。<br><br>除了透過正面納入篩選來評估展現出上述可持續屬性的公司以外，子基金亦遵循剔除框架，若干公司被視為不被准許投資。這包括在可行情況下篩選出符合歐盟巴黎一致基準剔除準則(「**PAB剔除準則**」)的公司，即：<br><br>a) 涉及任何與具爭議性武器相關的活動的公司；<br><br>b) 涉及煙草種植及生產的公司；<br><br>c) 投資管理人使用的第三方數據供應商認為違反聯合國全球契約原則或經濟合作與發展組織跨國企業準則的公司；<br><br>d) 其收入中有1%或以上來自硬煤及褐煤勘探、採礦、開採、分銷或精煉的公司；<br><br>e) 其收入中有10%或以上來自石油燃料勘探、開採、分銷或精煉的公司；<br><br>f) 其收入中有50%或以上來自氣體燃料勘探、開採、製造或分銷的公司；及<br><br>g) 其收入中有50%或以上來自溫室氣體強度超過每千瓦時100克二氧化碳當量的發電業務的公司。<br><br>除了PAB剔除準則外，子基金的剔除框架篩選出投資管理人認為其產品或所處行業不可持續或與重大環境或社會風險相關的公司。目前，超過5%收入來自酒精飲料、煙草、賭博活動、成人娛樂及常規武器的公司將自動排除在投資考慮以外。子基金的剔除框架可能不時更新。 |

| 子基金名稱 | 可持續亞洲股票基金 |
| --- | --- |
| | 若第三方數據供應商無法提供有關符合上述剔除框架的數據，發行機構將不會自動被排除在子基金的投資範圍以外，惟這些發行機構須符合投資管理人認為相關的任何其他可持續性相關的定量或定性分析。<br><br>透過結合剔除框架以及將投資範圍限制於符合投資管理人的上述正面納入篩選的公司，投資管理人將從子基金考慮的投資中移除最少20%的投資範圍。<br><br>被投資公司在投資時及持續按照良好管治原則予以篩選。此篩選流程包括健全的管理架構、僱員關係、員工報酬及稅務合規，並基於第三方資料及／或專有評估來進行。<br><br>作為子基金投資流程的一部分，投資管理人接著將通過積極參與及代理投票，對已挑選證券實施積極盡責管理，以鼓勵其改善可持續屬性。<br><br>上文所述的子基金選股過程的相關ESG準則的發行機構資格狀況可能會隨時間而改變，部分在子基金購買時符合資格的發行機構或會變得不符合資格。如發生此情況，投資管理人可能會與發行機構進行建設性對話，以在未來90天內改善導致其不符合資格的因素。在這90天期間內，該等發行機構的持倉可隨時或出於任何原因被出售。<br><br>儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或行業及任何市值的發行機構的比例並無任何限制。因此，子基金可將其超過30%的淨資產投資於設於中國、南韓及台灣任何一地的發行機構。子基金的投資可以任何貨幣計價。<br><br>子基金的其餘資產可投資於亞洲以外的公司的股票及股票相關證券及／或現金及現金等價物，這些公司被識別為符合可持續性準則。<br><br>子基金可通過滬港通及深港通(統稱「**互聯互通**」)直接投資在上交所或深交所上市的若干中國A股。在子基金投資中國A股的任何情況下，預期子基金不會將其超過30%的淨資產持有中國A股。<br><br>子基金可將其少於30%的淨資產投資於房地產投資信託基金。<br><br>子基金奉行主動管理投資策略，並採用MSCI明晟所有地區亞洲(日本除外)淨回報美元指數，而該基準指數只用於業績表現比較的基礎。根據子基金的可持續性準則，在正常市況下，投資管理人會以不受限制的方式，相對於基準指數進行投資，並可酌情決定投資於未納入基準指數之證券。基於市況及投資管理人的前瞻性預期，子基金投資策略可不時投資於與基準指數成份股範圍相若的證券，且因此該等證券具有與基準指數相若的特徵。 |

| 子基金名稱 | 可持續亞洲股票基金 |
| --- | --- |
| **具體風險因素** | (a) ***可持續投資風險：***投資管理人相信可持續性有助帶動財務價值。自然環境是否健康及社區的社會基建是否完善將影響創造財務價值的能力。因此，投資管理人認為，ESG分析對了解一項投資的真實價值不可或缺。然而，由於子基金主要投資於表現出特定可持續特性的發行機構的投資，此舉帶有某些風險：在若干市況下，子基金可能會較不採用可持續投資策略的基金表現差。應用可持續投資原則可能會影響子基金對若干界別或投資類型的風險承擔，且或會影響子基金的相對投資表現，具體取決於該等界別或投資是否受市場青睞。子基金持有的證券或須承擔在投資後不再符合子基金的可持續性及ESG準則的風險。投資管理人可能需要在不利的情況下出售該等證券。這可能導致子基金的資產淨值下跌。評估發行機構時，投資管理人可能依賴由第三方數據供應商提供的資訊及數據，而該等資訊及數據可能不完整、不準確、不一致或不可用。因此，投資管理人可能錯誤評估發行機構的可持續特性特徵。<br><br>子基金的可持續投資策略的成功應用將取決於投資管理人恰當地識別及分析重大可持續性方面的技能。不同的管理人對可持續性因素作出的評估可能不同，且對不同的人來說可能意味著不同的事情。然而，總體而言，投資管理人認為可持續性投資及將可持續性風險納入決策過程乃確定長期財務業績的重要因素，並為可能是降低風險的有效方法。因此，投資管理人認為，就SFDR第6(1)(b)條而言，並考慮到子基金的投資策略及下文「可持續性政策風險」，可持續性風險對子基金財務業績的可能影響得到有效管理。然而，概不保證將可持續性風險納入投資決策流程將抵銷任何有關風險實現時的影響或將確保長遠而言獲得更佳回報。<br><br>(b) ***可持續性政策風險：***子基金的可持續投資政策可能使其表現相較並無有關策略之類似基金有所不同。與此政策有關的排除準則可能導致子基金放棄購買若干證券(在可能有利的情況下)或因可持續性原因出售證券(在可能不利的情況下)的機會。子基金將以符合其可持續性標準之方式表決代理權，這未必時刻可貫徹發行機構之短期表現發揮至最佳水平。<br><br>(c) ***地域集中風險：***子基金的投資集中於中國、南韓或台灣相關公司的股票證券，或會令子基金的波動性較包含廣泛環球投資的組合更大。子基金的價值或會較易受到該等地區內的不利事件影響。<br><br>除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節)：<br><br>• 中國內地投資風險<br>• 中國內地稅務風險<br>• 有關通過互聯互通投資的風險<br>• 新興市場風險<br>• 政治及監管風險<br>• 小型公司／中型公司風險<br>• 有關投資房地產投資信託基金的風險<br>• 貨幣風險（包括人民幣貨幣及兑換風險）<br>• 流通性及波動風險<br>• 稅務風險<br>• FDI風險 |

| 子基金名稱 | 可持續亞洲股票基金 |
|---|---|
| **投資管理人／分投資管理人** | 子基金的投資管理人為宏利投資管理(香港)有限公司，受香港證監會監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>此子基金未有委任分投資管理人。 |

**可供投資的類別／管理費**

| 類別 | AA | AA累積 | AA（澳元對沖）累積 | AA（港元）累積 | AA（英鎊對沖）累積 |
|---|---|---|---|---|---|
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |

| 類別 | AA（人民幣對沖）累積 | AA（新加坡元）累積 | AA（新加坡元對沖）累積 | C(新加坡元對沖)累積 | I | I3 |
|---|---|---|---|---|---|---|
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 1.50% | 0.75% | 將與相關宏利實體另行協定 |

| 類別 | I累積 | I3累積 | I5累積 | I5（英鎊）累積 | I5（歐元）累積 |
|---|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 0.75% | 將與相關宏利實體另行協定 | 0.75% | 0.75% | 0.75% |

| 類別 | I5（瑞士法郎）累積 | I6累積 | I6（英鎊）累積 | I6（歐元）累積 | I6（瑞士法郎）累積 |
|---|---|---|---|---|---|
| **管理費(每年資產淨值的百分數)** | 0.75% | 0.75% | 0.75% | 0.75% | 0.75% |

| | |
|---|---|
| **成立費用** | 子基金的I類別的成立費用總計約為US$2,000，將自成立日期起分五年攤銷。<br><br>成立費用應由本公司承擔，按有關子基金各自的資產淨值的比例由各有關子基金的帳戶分擔。<br><br>亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球房地產投資信託產業基金、環球半導體機會基金、康健護理基金、印度股票基金、日本股票基金、可持續亞洲股票基金、美元入息基金、美國股票基金及美國特別機會基金的I3類別的成立費用總計約為US$19,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>亞太房地產投資信託產業基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、康健護理基金、印度股票基金、可持續亞洲股票基金及美國股票基金的I5(英鎊)累積、I5(歐元)累積、I5(瑞士法郎)累積、I6(英鎊)累積、I6(歐元)累積及I6(瑞士法郎)累積類別；亞洲總回報基金、環球多元資產入息基金、優先證券收益基金、可持續亞洲債券基金及美元入息基金的I5(英鎊對沖)累積、I5(歐元對沖)累積、I5(瑞士法郎對沖)累積、I6(英鎊對沖)累積、I6(歐元對沖)累積、I6(瑞士法郎對沖)累積類別；以及亞太房地產投資信託產業基金、亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球多元資產入息基金、康健護理基金、印度股票基金、優先證券收益基金、可持續亞洲債券基金、可持續亞洲股票基金、美元入息基金及美國股票基金的I5累積及I6累積類別的成立費用總計約為US$6,500，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>子基金的C(新加坡元對沖)累積類別的成立費用約為US$3,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。 |

| 子基金名稱 | 台灣股票基金 |
|---|---|
| **基金類型** | 股票基金 |
| **投資目標** | 台灣股票基金旨在為持有長期投資觀點、為了達致長期回報而有準備接受其投資價值相當大的波幅的投資者提供長期資本增長。<br><br>子基金有意在多元化的基礎上作出投資。子基金最少70%的淨資產將會投資於在台灣任何證券交易所上市的公司，或涵蓋台灣不同經濟界別或其盈利之重大部分來自台灣並於任何證券交易所上市的公司之股票及股票相關證券。子基金亦可投資於該等公司發行的普通股、優先股及預託證券及投資於集體投資計劃(最多為子基金淨資產的10%)。子基金的其餘資產可包括債券(可能低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)或無評級)及存款。 |
| **投資政策** | 台灣股票基金將在監管及稅務的規限下為長期總回報參與各種投資工具，但亦可作視為符合子基金的整體目標的短期投資。<br><br>儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或行業及任何市值的發行機構的比例並無任何限制。基於子基金投資組合的本質，中小型公司證券所佔子基金淨資產的比例有時可超過30%。子基金的投資可以任何貨幣計價。<br><br>子基金並不擬將其超過10%的淨資產投資於由任何信用評級低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的單一主權國(包括有關政府、公共或地方當局)所發行或擔保的證券。<br><br>子基金奉行主動管理投資策略，並採用台灣加權指數(新台幣價格回報)，而該基準指數只用於業績表現比較的基礎。在正常市況下，投資管理人會以不受限制的方式，相對於基準指數進行投資，並可酌情決定投資於未納入基準指數之證券。基於市況及投資管理人的前瞻性預期，子基金投資策略可不時投資於與基準指數成份股範圍相若的證券，且因此該等證券具有與基準指數相若的特徵。 |
| **具體風險因素** | 台灣股票基金，與發展較成熟的市場相比，政府監管台灣證券市場的監督和執法活動或許較少。<br><br>投資者應注意，政治問題和外交形勢，以及國家及／或地區的社會因素可能會影響子基金的價值。子基金的資產淨值或會受不明朗因素影響，例如會受台灣政府變動或其對內投資、稅務及貨幣匯回限制的政策之變化，以及台灣法律及法規之其他發展所影響。<br><br>台灣與中國政府均聲稱其為台灣的唯一合法政府。不能保證中國會放棄使用武力取得對台灣的控制，且其已拒絕放棄。子基金的資產淨值或許會受其他政治或外交不明朗因素或發展、社會或宗教不穩、較高的通脹及其他考慮因素影響。<br><br>政府可能會對經濟有較重大的干預，包括限制對視為涉及有關國家利益的公司或行業的投資。<br><br>對台灣的直接外國投資按華僑及外國人投資證券管理辦法及有關的外匯結算程序(「**台灣規例**」)獲准許。外國機構投資者必需在台灣證券交易所登記並獲得外國機構投資者的投資身份(「**FINI**」)。至今，除了受限制行業的若干投資門檻限制外，不應有更多適用於**FINI**的投資額度。子基金由於未獲境外投資批准資格，因此將不投資於台灣非上市公司。投資管理人將來若決定投資於該等證券，應從台灣經濟部的投資審議委員會取得批准。 |

| 子基金名稱 | 台灣股票基金 |
|---|---|
| | 有意的投資者應參閱台灣規例之詳情並注意該等規例項下的風險，以及其往後的變更。該等關於匯回投資資本及淨利潤的規例及限制的任何變更，均可影響子基金應付股東贖回要求的能力。<br><br>除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節):<br><br>• 新興市場風險<br>• 政治及監管風險<br>• 小型公司／中型公司風險<br>• 貨幣風險<br>• 流通性及波動風險<br>• 稅務風險<br>• FDI風險 |
| **投資管理人／分投資管理人** | 子基金的投資管理人為宏利投資管理(香港)有限公司，受香港證監會監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>此子基金未有委任分投資管理人。 |

**可供投資的類別／管理費**

| 類別 | AA | AA累積 | I累積 | I3 | I3累積 |
|---|---|---|---|---|---|
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 0.80% | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 |
| **成立費用** | 成立費用應由本公司承擔，按有關子基金各自的資產淨值的比例由各有關子基金的帳戶分擔。 | | | | |

| 子基金名稱 | 美國股票基金 |
| --- | --- |
| **基金類型** | 股票基金 |
| **投資目標** | 美國股票基金旨在透過將其最少70%的淨資產投資於以美國為主的北美洲公司股票及股票相關證券投資組合，達致資本增長。該等股票及股票相關證券包括普通股、優先股及預託證券。<br><br>子基金會將其最少70%的淨資產投資於一批精選的大型公司的證券。子基金亦可將其餘下資產投資於中、小型上市公司。 |
| **投資政策** | 儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或行業的比例並無任何限制。子基金的投資主要以美元計價。<br><br>子基金並不擬將其超過10%的淨資產投資於由任何信用評級低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的單一主權國(包括有關政府、公共或地方當局)所發行或擔保的證券。<br><br>子基金奉行主動管理投資策略，並採用標普500總回報美元指數，而該基準指數只用於業績表現比較的基礎。在正常市況下，投資管理人會以不受限制的方式，相對於基準指數進行投資，並可酌情決定投資於未納入基準指數之證券。基於市況及投資管理人的前瞻性預期，子基金投資策略可不時投資於與基準指數成份股範圍相若的證券，且因此該等證券具有與基準指數相若的特徵。 |
| **具體風險因素** | 除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節):<br><br>• 天然資源行業風險<br>• 小型公司／中型公司風險<br>• 稅務風險<br>• FDI風險 |
| **投資管理人／分投資管理人** | 子基金的投資管理人為Manulife Investment Management (US) LLC，受美國證券交易管理委員會(「SEC」)監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>此子基金未有委任分投資管理人。 |

| 子基金名稱 | 美國股票基金 | | | | | |
|---|---|---|---|---|---|---|
| **可供投資的類別／管理費** | | | | | | |
| **類別** | **AA** | **AA(港元)** | **AA累積** | **AA(新加坡元對沖)累積** | **I** | **I累積** |
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 1.50% | 0.70% | 0.70% |
| **類別** | **I2** | **I3** | **I3累積** | **I5累積** | **I5(英鎊)累積** | **I5(歐元)累積** |
| **管理費(每年資產淨值的百分數)** | 最高為0.90% | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 | 0.70% | 0.70% | 0.70% |

| **類別** | **I5(瑞士法郎)累積** | **I6累積** | **I6(英鎊)累積** | **I6(歐元)累積** | **I6(瑞士法郎)累積** |
|---|---|---|---|---|---|
| **管理費(每年資產淨值的百分數)** | 0.70% | 0.70% | 0.70% | 0.70% | 0.70% |

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|---|---|
| **成立費用** | 成立費用應由本公司承擔，按有關子基金各自的資產淨值的比例由各有關子基金的帳戶分擔。<br><br>亞洲小型公司基金、環球房地產投資信託產業基金、亞洲總回報基金、美元入息基金、美國股票基金及美國特別機會基金的AA（澳元對沖）、AA（加元對沖）、AA（港元）、AA（澳元對沖）收益、AA（加元對沖）收益、AA（港元）收益類別的成立費用總計約為US$42,000，自成立日期起分五年攤銷。<br><br>I類別的成立費用總計約為US$1,000，自成立日期起分五年攤銷。<br><br>亞洲小型公司基金、印度股票基金、美國股票基金、亞洲總回報基金及美國特別機會基金的<br><br>I2類別的成立費用總計約為US$6,000，自成立日期起分五年攤銷。<br><br>亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球房地產投資信託產業基金、環球半導體機會基金、康健護理基金、印度股票基金、日本股票基金、可持續亞洲股票基金、美元入息基金、美國股票基金及美國特別機會基金的I3類別的成立費用總計約為US$19,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>亞太房地產投資信託產業基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、康健護理基金、印度股票基金、可持續亞洲股票基金及美國股票基金的I5（英鎊）累積、I5（歐元）累積、I5(瑞士法郎)累積、I6(英鎊)累積、I6(歐元)累積及I6(瑞士法郎)累積類別；亞洲總回報基金、環球多元資產入息基金、優先證券收益基金、可持續亞洲債券基金及美元入息基金的I5（英鎊對沖）累積、I5（歐元對沖）累積、I5（瑞士法郎對沖）累積、I6（英鎊對沖）累積、I6（歐元對沖）累積及I6（瑞士法郎對沖）累積類別；以及亞太房地產投資信託產業基金、亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球多元資產入息基金、康健護理基金、印度股票基金、優先證券收益基金、可持續亞洲債券基金、可持續亞洲股票基金、美元入息基金及美國股票基金的I5累積及I6累積類別的成立費用總計約為US$6,500，自成立日期起分五年，或董事會可決定之其他期間攤銷。 |

| 子基金名稱 | 亞洲總回報基金 |
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| **基金類型** | 債券基金 |
| **投資目標** | 亞洲總回報基金旨在盡量擴大資本增值及產生收入相結合的總回報。 |
| **投資政策** | 子基金將其最少70%的淨資產投資於亞洲的政府、機構、超國家、及公司發行機構發行的固定收益證券的多元化投資組合。上述投資當中，子基金可通過債券通而將少於30%的淨資產投資於在中國銀行間債券市場流通的人民幣計價債務證券。<br><br>如各聯合投資管理人認為亞洲境外的其他發行機構的現金及固定收益證券會達致盡量擴大資本增值及產生收入的目標，子基金亦可投資(最高達其淨資產的30%)於該等現金及證券。<br><br>儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或行業的比例並無任何限制。因此，子基金可將其超過30%的淨資產投資於位於中國的發行機構。<br><br>子基金投資於以亞洲或其他貨幣計價的證券。子基金可以投資於當地貨幣債券而不作貨幣風險對沖以獲得貨幣收益。子基金亦可為有效管理投資組合而作對沖。<br><br>子基金可投資(最高達其淨資產的40%)於低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的高息債務證券或(如無評級)與該等證券等同的無評級證券。因此，投資於此子基金附帶較高程度的信貸風險。<br><br>子基金可將其最多20%的淨資產投資於具彌補虧損特點的債務工具，包括但不限於合資格的具完全彌補虧損能力的工具、或有可換股債券、若干類型的高級非優先債務，以及具與發行機構監管資本比率相關之撇減或自我紓困能力的其他類似工具。此等工具可能於發生觸發事件時進行或然撇減或或然轉換為股票。<br><br>子基金奉行主動管理投資策略，並採用50%摩根大通新興當地市場(亞洲)總回報美元指數+ 50%摩根大通亞洲信貸總回報美元指數，而該等基準指數只用於業績表現比較的基礎。在正常市況下，各聯合投資管理人會以不受限制的方式，相對於基準指數進行投資，並可酌情決定投資於未納入基準指數之證券。基於市況及各聯合投資管理人的前瞻性預期，子基金投資策略可不時投資於與基準指數成份股範圍相若的證券，且因此該等證券具有與基準指數相若的特徵。 |
| **投資政策** | 子基金並不擬將其超過10%的淨資產投資於由任何信用評級低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的單一主權國(包括有關政府、公共或地方當局)所發行或擔保的證券。<br><br>在市場極端波動或嚴重不利市況下，子基金可暫時將重大部分(最多30%)的淨資產持有現金或現金等價物，或投資於短期貨幣市場票據，以保留子基金投資組合內資產的價值。 |

| 子基金名稱 | 亞洲總回報基金 |
|---|---|
| **具體風險因素** | 除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節):<br>• 中國內地投資風險<br>• 中國內地稅務風險<br>• 有關通過債券通投資的風險<br>• 新興市場風險<br>• 政治及監管風險<br>• 貨幣風險（包括人民幣貨幣及兑換風險）<br>• 流通性及波動風險<br>• 投資項目評級風險<br>• 稅務風險<br>• FDI風險<br>• 債券基金<br>• 與投資於具彌補虧損特點的債務證券(包括或有可換股證券)相關之風險 |
| **投資管理人／分投資管理人** | 子基金的聯合投資管理人為宏利投資管理(香港)有限公司及Manulife Investment Management (Europe) Limited。前者受香港證監會監管；後者則受英國FCA監管。<br><br>根據日期為2020年11月20日的聯合投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及聯合投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，各聯合投資管理人同意就子基金提供投資管理服務。<br><br>此金未有委任分投資管理人。 |

**可供投資的類別／管理費**

| 類別 | AA | AA累積 | AA(澳元對沖) | AA(加元對沖) | AA(港元) | AA收益 | AA(澳元對沖)收益 |
|---|---|---|---|---|---|---|---|
| **管理費(每年資產淨值的百分數)** | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% |

| 類別 | AA(加元對沖)收益 | AA(港元)收益 | AA(美元)每月派息(G) | AA(澳元對沖)每月派息(G) | AA(港元)每月派息(G) | AA(新加坡元對沖)收益 | I | I累積 |
|---|---|---|---|---|---|---|---|---|
| **管理費(每年資產淨值的百分數)** | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 0.55% | 0.55% |

| 子基金名稱 | 亞洲總回報基金 | | | | | | |
|---|---|---|---|---|---|---|---|
| **類別** | **I2** | **I2(新加坡元對沖)** | **I3** | **I3累積** | **I3收益** | **I5累積** | **I5(英鎊對沖)累積** |
| **管理費(每年資產淨值的百分數)** | 最高 0.60% | 最高 0.60% | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 | 0.55% | 0.55% |
| **類別** | **I5(歐元對沖)累積** | **I5(瑞士法郎對沖)累積** | **I6累積** | **I6(英鎊對沖)累積** | **I6(歐元對沖)累積** | **I6(瑞士法郎對沖)累積** | **J** |
| **管理費(每年資產淨值的百分數)** | 0.55% | 0.55% | 0.55% | 0.55% | 0.55% | 0.55% | 0.50% |
| **類別** | **R(美元)每月派息(G)** | | | **R(港元)每月派息(G)** | | | |
| **管理費(每年資產淨值的百分數)** | 1.00% | | | 1.00% | | | |

| 子基金名稱 | 亞洲總回報基金 |
| --- | --- |
| **成立費用** | 子基金AA類別的成立費用總計約為US$40,000，將自2011年5月4日或如較遲則自成立日期起分五年攤銷。<br><br>子基金的AA（新加坡元對沖）收益類別的成立費用總計約為US$4,000，自成立日期起分五年攤銷。<br><br>亞洲小型公司基金、印度股票基金、美國股票基金、亞洲總回報基金及美國特別機會基金的I2類別的成立費用總計約為US$6,000，自成立日期起分五年攤銷。<br><br>亞洲小型公司基金、環球房地產投資信託產業基金、美國股票基金、亞洲總回報基金、美元入息基金及美國特別機會基金的AA（澳元對沖）、AA（加元對沖）、AA（港元）、AA（澳元對沖）收益、AA（加元對沖）收益、AA（港元）收益類別的成立費用總計約為US$42,000，自成立日期起分五年攤銷。<br><br>亞洲總回報基金、美元入息基金及美國特別機會基金的AA收益類別的成立費用總計約為US$6,000，自成立日期起分五年攤銷。<br><br>亞洲總回報基金的I2新加坡元對沖類別的成立費用總計約為US$2,000，自成立日期起分五年攤銷。<br><br>子基金的J類別的成立費用總計約為US$1,000，自成立日期起分五年攤銷。<br><br>亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球房地產投資信託產業基金、環球半導體機會基金、康健護理基金、印度股票基金、日本股票基金、可持續亞洲股票基金、美元入息基金、美國股票基金及美國特別機會基金的I3類別的成立費用總計約為US$19,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>亞太房地產投資信託產業基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、康健護理基金、印度股票基金、可持續亞洲股票基金及美國股票基金的I5（英鎊）累積、I5（歐元）累積、I5（瑞士法郎）累積、I6（英鎊）累積、I6（歐元）累積及I6（瑞士法郎）累積類別；亞洲總回報基金、環球多元資產入息基金、優先證券收益基金、可持續亞洲債券基金及美元入息基金的I5（英鎊對沖）累積、I5（歐元對沖）累積、I5（瑞士法郎對沖）累積、I6（英鎊對沖）累積、I6（歐元對沖）累積及I6（瑞士法郎對沖）累積類別；以及亞太房地產投資信託產業基金、亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球多元資產入息基金、康健護理基金、印度股票基金、優先證券收益基金、可持續亞洲債券基金、可持續亞洲股票基金、美元入息基金及美國股票基金的I5累積及I6累積類別的成立費用總計約為US$6,500，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>亞洲總回報基金及美元入息基金的R（美元）每月派息(G)及R（港元）每月派息(G)類別的成立費用總計約為US$12,500，將自成立日期起分五年，或董事會可決定之其他期間攤銷。 |

| 子基金名稱 | 亞洲高收益基金 |
| --- | --- |
| **基金類型** | 債券基金 |
| **投資目標** | 亞洲高收益基金旨在透過主要投資於在亞洲上市或買賣及／或在亞洲(可不時包括新興市場)註冊或擁有重大業務權益的企業、政府、機構及超國家所發行的債務證券，盡量擴大賺取收入與資本增值相結合的總回報。 |
| **投資政策** | 子基金將其最少70%淨資產投資於在亞洲上市或買賣及／或在亞洲註冊或擁有重大業務權益的企業、政府、機構及超國家所發行並被評為低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)(或如無評級*，則釐正為具備相若質素)的高收益債務證券。因此，投資於此子基金附帶較高程度的信貸風險。債務證券包括(但不限於)債券、商業票據、短期票據、存款證及協議有期存款，並可由政府、機構、超國家及公司發行機構發行。除了該等高收益債務證券之外，子基金可將其最多30%的淨資產投資於企業、政府、機構及超國家在全球發行的任何信貸質素的債務證券，及／或現金、現金等價物及短期貨幣市場票據。子基金亦可將其最多10%的淨資產投資於UCITS(可轉讓證券集體投資計劃)及UCIs(集體投資計劃)。<br><br>儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或行業的比例並無任何限制。考慮到子基金的靈活性，子基金可將其超過30%的淨資產投資於位於中國內地或印尼的發行機構。子基金的投資可以任何貨幣計價。<br><br>子基金可將其最多20%的淨資產投資於具有彌補虧損特點的債務工具，包括但不限於合資格的具完全彌補虧損能力的工具、或有可換股債券、若干類型的高級非優先債務，以及具與發行機構監管資本比率相關之撇減或自我紓困能力的其他類似工具。此等工具可能於發生觸發事件時進行或然撇減或或然轉換為股票。<br><br>子基金可將最多10%的淨資產投資於受壓證券。<br><br>子基金並不擬將其超過10%的淨資產投資於由任何信用評級低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的單一主權國(包括有關政府、公共或地方當局)所發行或擔保的證券。<br><br>在市場極端波動或嚴重不利市況下，子基金可暫時將重大部分(最多50%)的淨資產持有現金或現金等價物，或投資於短期貨幣市場票據，以保留子基金投資組合內資產的價值。<br><br>子基金奉行主動管理投資策略，並採用摩根大通亞洲信貸非投資級指數，而該基準指數只用於業績表現比較的基礎。在正常的市況下，子基金會以不受限制的方式，相對於基準指數進行投資，並可酌情決定投資於未納入基準指數之證券。基於市場情況及前瞻性預期，子基金投資策略可不時投資於與基準指數成份股範圍相若的證券，且因此該等證券具有與基準指數相若的特徵。<br><br>*就本子基金而言，「無評級」債務證券指證券本身或其發行機構均未有信用評級的債務證券。 |

| 子基金名稱 | 亞洲高收益基金 |
| --- | --- |
| **具體風險因素** | (a) ***投資於受壓證券的風險：***子基金可投資於受壓證券，即由正面臨各種財務或盈利問題的發行機構所發行的證券，該等發行機構包括資本需求龐大或錄得負淨值的發行機構；正涉及、已涉及或可能涉及破產或重組程序的發行機構；有合理預期將會違約的發行機構；及/或已經違約的發行機構。受壓證券涉及重大風險。該等投資的波動極高，並且會在認為該等投資將帶來具吸引力的回報(基於其價格相對於其被認為的公平價值的折讓水平)，或在發行機構有可能提出有利的交換要約或重組計劃時作出。無法保證交換要約或重組將會發生，亦無法保證所收到的任何證券或其他資產的價值或收益潛力不會低於投資時的預期。此外，由投資於受壓證券之時至任何該等交換、要約或重組計劃完成之時，可能需要經過一段相當長的時間。<br><br>受壓證券在流通期間經常無法產生收益，且能否實現公平價值，或任何交換要約或重組計劃會否完成，均存在重大不確定性。<br><br>子基金或需要承擔若干為保障及收回其在受壓證券的投資而產生的費用，或於任何潛在交換或重組計劃的磋商期間產生的費用。<br><br>此外，有關受壓證券的投資決策及行動基於稅務考慮而受到限制，可能影響受壓證券變現的回報。子基金可能需要在虧損情況下出售其投資，或在破產程序期間暫停其投資。<br><br>除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節)：<br><br>• 中國內地投資風險<br>• 中國內地稅務風險<br>• 新興市場風險<br>• 政治及監管風險<br>• 貨幣風險(包括人民幣貨幣及兌換風險)<br>• 流通性及波動風險<br>• 投資項目評級風險<br>• 稅務風險<br>• FDI風險<br>• 與投資於具彌補虧損特點的債務工具(包括或有可換股證券)相關之風險<br>• 債券基金 |
| **投資管理人／分投資管理人** | 子基金的聯合投資管理人為宏利投資管理(香港)有限公司及Manulife Investment Management (Europe) Limited。前者受香港證監會監管；後者則受英國FCA監管。<br><br>根據日期為2020年11月20日的聯合投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及聯合投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，各聯合投資管理人同意就子基金提供投資管理服務。<br><br>此子基金未有委任分投資管理人。 |

| 子基金名稱 | 亞洲高收益基金 | | | |
|---|---|---|---|---|
| **可供投資的類別／管理費** | | | | |
| **類別** | **AA累積** | **AA(港元)每月派息(G)** | **AA(美元)每月派息(G)** | **AA(新加坡元對沖)每月派息(G)** |
| **管理費(每年資產淨值的百分數)** | 1.00% | 1.00% | 1.00% | 1.00% |
| **類別** | **AA收益** | **AA(澳元對沖)收益** | **AA(港元)收益** | **AA(新加坡元對沖)收益** |
| **管理費(每年資產淨值的百分數)** | 1.00% | 1.00% | 1.00% | 1.00% |
| **類別** | **AA(澳元對沖)每月派息(G)** | **I累積** | **I3累積** | **I3收益** |
| **管理費(每年資產淨值的百分數)** | 1.00% | 0.55% | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 |
| **類別** | **I5累積** | **I5(歐元對沖)累積** | **I5(英鎊對沖)累積** | **I5(瑞士法郎對沖)累積** |
| **管理費(每年資產淨值的百分數)** | 0.55% | 0.55% | 0.55% | 0.55% |
| **類別** | **I6累積** | **I6(歐元對沖)累積** | **I6(英鎊對沖)累積** | **I6(瑞士法郎對沖)累積** |
| **管理費(每年資產淨值的百分數)** | 0.55% | 0.55% | 0.55% | 0.55% |
| **類別** | **R(港元)每月派息(G)** | | **R(美元)每月派息(G)** | |
| **管理費(每年資產淨值的百分數)** | 1.00% | | 1.00% | |
| **成立費用** | 子基金AA累積、AA收益、AA(澳元對沖)收益、AA(港元)收益、AA(新加坡元對沖)收益、AA(澳元對沖)每月派息(G)、I累積、I3累積及I3收益類別的成立費用約為US$23,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>領先動力基金的AA累積、AA(港元)累積、AA(新加坡元)累積、AA(新加坡元對沖)累積及AA(人民幣對沖)累積類別；美元入息基金的AA(新加坡元對沖)累積及AA(新加坡元對沖)每月派息(G)類別；以及亞洲高收益基金、多元化實質資產基金、投資級優先證券收益基金及可持續亞洲債券基金的R(港元)每月派息(G)及R(美元)每月派息(G)類別的成立費用總計約為US$9,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。 | | | |

| 子基金名稱 | 亞洲短期債券基金 |
| --- | --- |
| **基金類型** | 債券基金 |
| **投資目標** | 亞洲短期債券基金旨在主要透過投資亞洲(就本子基金而言，包括澳洲及新西蘭)政府、機構、超國家及企業發行或擔保的債務證券組合，向投資者提供收入及／或長期資本增值。 |
| **投資政策** | 亞洲短期債券基金將其最少85%的淨資產投資於在亞洲上市或買賣及／或由在亞洲註冊或擁有重大商業利益的政府、機構、超國家及企業發行機構發行或擔保的以美元計價的債務證券(「亞洲債務證券」)。債務證券包括(但不限於)債券、商業票據、短期票據、存款證及協議有期存款。<br><br>另外，分投資管理人擬將子基金投資組合的總平均存續期維持在少於三年。<br><br>子基金可將其最多15%的淨資產通過債券通投資於在中國銀行間債券市場流通的人民幣計價債務證券。<br><br>子基金可將其最多15%的淨資產投資於以任何貨幣計價而並非亞洲債務證券的債務證券，及／或現金及現金等價物。<br><br>子基金可將其最多5%的淨資產投資於任何發行機構被評為低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的債務證券，並可將其最多10%的淨資產投資於無評級的債務證券*，在當中最多10%的淨資產可投資於由位於新加坡的發行機構的無評級債務證券，及最多5%的淨資產可投資於任何其他發行機構的無評級債務證券。<br><br>*就本子基金而言，「無評級」債務證券指證券本身或其發行機構均未有信用評級的債務證券。<br><br>儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或行業的比例並無任何限制。因此，子基金可將其超過30%的淨資產投資於在中國內地註冊或擁有重大商業利益的的發行機構。<br><br>子基金可將其最多20%的淨資產投資於具有彌補虧損特點的債務工具，包括但不限於合資格的具完全彌補虧損能力的工具、或有可換股債券、若干類型的高級非優先債務，以及具與發行機構監管資本比率相關之撇減或自我紓困能力的其他類似工具。此等工具可能於發生觸發事件時進行或然撇減或或然轉換為股票。<br><br>子基金並不擬將其超過5%的淨資產投資於由任何信用評級低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的單一主權國(包括有關政府、公共或地方當局)所發行或擔保的證券。子基金並不將其表現與任何基準指數作比較，亦不參照任何基準指數進行管理。子基金可自由挑選其將投資的證券。 |

| 子基金名稱 | 亞洲短期債券基金 |
|---|---|
| **具體風險因素** | *(a)* ***地域集中風險：***子基金集中投資位於亞洲的發行機構的證券，並可靈活集由投資住於中國內地的發行機構的證券。這或會令子基金的波幅較包含廣泛環球投資的組合更大。子基金的價值或會較易受到亞洲(包括中國內地)的不利事件影響。<br><br>除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節)：<br><br>• 中國內地投資風險<br>• 中國內地稅務風險<br>• 有關通過債券通投資的風險<br>• 新興市場風險<br>• 政治及監管風險<br>• 貨幣風險（包括人民幣貨幣及兌換風險）<br>• 流通性及波動風險<br>• 投資項目評級風險<br>• 稅務風險<br>• FDI風險<br>• 與投資於具彌補虧損特點的債務工具(包括或有可換股證券)相關之風險<br>• 債券基金 |
| **投資管理人／分投資管理人** | 子基金的投資管理人為宏利投資管理(香港)有限公司，受香港證監會監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>子基金的分投資管理人為Manulife Investment Management (Singapore) Pte. Ltd.，受新加坡金融管理局監管。<br><br>投資管理人與分投資管理人於2020年7月31日訂立分投資管理協議(可不時修訂)；根據該協議，分投資管理人同意就子基金提供分投資管理服務。 |

**可供投資的類別／管理費**

| 類別 | AA累積 | AA(美元)每月派息(G) | AA(港元)每月派息(G) | AA(新加坡元對沖)每月派息(G) |
|---|---|---|---|---|
| **管理費(每年資產淨值的百分數)** | 0.60% | 0.60% | 0.60% | 0.60% |
| **類別** | **AA(澳元對沖)每月派息(G)** | **AA(人民幣對沖)每月派息(G)** | **AA(新加坡元對沖)累積** | **I累積** |
| **管理費(每年資產淨值的百分數)** | 0.60% | 0.60% | 0.60% | 0.35% |

| 子基金名稱 | 亞洲短期債券基金 | | |
|---|---|---|---|
| **類別** | **I3累積** | **I5累積** | **I5(瑞士法郎對沖)累積** |
| **管理費(每年資產淨值的百分數)** | 將與相關宏利實體另行協定 | 0.35% | 0.35% |
| **類別** | **I5(歐元對沖)累積** | **I5(英鎊對沖)累積** | **I6累積** |
| **管理費(每年資產淨值的百分數)** | 0.35% | 0.35% | 0.35% |
| **類別** | **I6(瑞士法郎對沖)累積** | **I6(歐元對沖)累積** | **I6(英鎊對沖)累積** |
| **管理費(每年資產淨值的百分數)** | 0.35% | 0.35% | 0.35% |
| **類別** | **I6(新加坡元對沖)累積** | | |
| **管理費(每年資產淨值的百分數)** | 0.35% | | |
| **成立費用** | 亞洲短期債券基金的AA累積、AA(美元)每月派息(G)、AA(港元)每月派息(G)、AA(新加坡元對沖)每月派息(G)、AA(澳元對沖)每月派息(G)、AA(人民幣對沖)每月派息(G)、AA(新加坡元對沖)累積、I累積、I3累積、I5累積、I5(瑞士法郎對沖)累積、I5(歐元對沖)累積、I5(英鎊對沖)累積、I6累積、I6(瑞士法郎對沖)累積、I6(歐元對沖)累積、I6(英鎊對沖)累積及I6(新加坡元對沖)累積類別的成立費用總計約為US$30,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。 | | |

| 子基金名稱 | 可持續亞洲債券基金 |
| --- | --- |
| 基金類型 | 債券基金 |
| 投資目標 | 可持續亞洲債券基金旨在主要透過投資亞洲(包括澳洲及新西蘭)政府、機構、超國家及企業發行的固定收益證券組合，而發行機構及／或證券表現出較強的環境及／或社會可持續屬性及／或推動可持續慣例，盡量擴大收入及潛在資本增值相結合的總回報。 |
| 投資政策 | 為了達致其投資目標，子基金會將其最少85%的淨資產投資於位於亞洲、在亞洲交易及／或在亞洲具有重大商業利益的公司及／或位於亞洲的政府及政府相關發行機構的固定收益及固定收益相關證券，其中：<br><br>1) 該等發行機構表現出較強的環境及／或社會可持續屬性及／或推動可持續慣例(「**可持續發行機構**」)；及／或<br><br>2) 證券是ESG標籤債券，包括但不限於「綠色」、「社會」、「可持續」及「可持續性掛鈎」的債券，即符合相關債券準則(包括但不限於國際資本市場協會(ICMA)綠色債券原則、ICMA社會責任債券原則及／或ICMA可持續發展債券指引等準則)中一個或多個準則的債券(「**ESG債券**」)。<br><br>子基金可將其最少25%的淨資產投資於ESG債券。<br><br>可持續發行機構的環境及／或社會可持續屬性可包括但不限於發行機構對於若干環境因素(例如氣候變化及天然資源使用)、社會因素(例如勞動標準及多元化考慮)；以及管治因素(例如董事會組成及商業道德)的表現及管理。<br><br>可持續發行機構為與其同業相比，對可持續性議題的慣例及管理展現出較強表現的發行機構。推動可持續慣例是指發行人提供產品及服務，以幫助其他公司改善其環境及／或社會表現。<br><br>子基金將尋求確保投資組合內的投資不會對任何環境或社會目標造成重大損害。就其對可持續發行機構及ESG債券的投資而言，子基金遵循剔除框架，把若干發行機構從投資範圍中移除。這包括在可行的情況下篩選出符合歐盟巴黎一致基準剔除準則(「PAB剔除準則」)的發行機構，即：<br><br>a) 涉及任何與具爭議性武器相關的活動的發行機構；<br><br>b) 涉及煙草種植及生產的發行機構；<br><br>c) 投資管理人使用的第三方數據供應商認為違反聯合國全球契約原則或經濟合作與發展組織跨國企業準則的發行機構；<br><br>d) 其收入中有1%或以上來自硬煤及褐煤勘探、採礦、開採、分銷或精煉的發行機構；<br><br>e) 其收入中有10%或以上來自石油燃料勘探、開採、分銷或精煉的發行機構；<br><br>f) 其收入中有50%或以上來自氣體燃料勘探、開採、製造或分銷的發行機構；及<br><br>g) 其收入中有50%或以上來自溫室氣體強度超過每千瓦時100克二氧化碳當量的發電業務的發行機構。<br><br>除了PAB剔除準則外，子基金的剔除框架篩選出投資管理人認為其產品或所處行業不可持續或與重大環境或社會風險相關的發行機構。目前，如果該債券的發行機構的收入中有超過5%來自酒精飲料、煙草、成人娛樂、賭博活動或具爭議性武器，發行機構及／或債券將自動排除在投資考慮以外。根據子基金的剔除框架，如ESG債券支持符合子基金的可持續投資目標的可持續目的，投資管理人可作例外處理。投資管理人將按個別情況考慮任何上述例外情況，並進行定性及／或定量評估，以確定該發行是否屬於可持續投資。 |

| 子基金名稱 | 可持續亞洲債券基金 |
| --- | --- |
| | 子基金的剔除框架可能不時更新。<br><br>若第三方數據供應商無法提供有關遵循上述剔除框架的數據，發行機構將不會自動被排除於子基金的投資範圍以外，惟這些發行機構須符合分投資管理人認為相關的任何其他可持續性相關的定量或定性分析。<br><br>投資管理人亦將透過評估子基金進行的投資會否對可持續投資目標造成重大損害，來評估與子基金相關的主要不利影響指標。<br><br>在挑選可持續發行機構時，子基金的投資過程結合自下而上的基本信貸分析與可持續屬性的排名過程，過程將按照投資管理人對各潛在發行機構在環境、社會及管治因素上的表現及管理的評估，就該等因素的各個範疇為該發行機構進行評估。可持續性排名最低的發行機構將從合資格投資範圍中移除。<br><br>子基金在挑選可持續發行機構時亦應用正面篩選，捕捉表現出較強可持續慣例及／或推動可持續慣例的發行機構。正面篩選由定量及定性的因素驅動。第三方數據供應商在公司層面的相關數據將成為定量評估的主要數據輸入。使用的數據可與產品或服務相關(例如，具有正面影響的產品或服務對收入的貢獻)，亦可與商業慣例相關(例如，採用減低碳排放的目標或產品安全管理計劃)。倘若數據可用性有限、丟失數據或欠缺原始數據點集的覆蓋範圍，將使用公司報告的資料及／或專有信貸分析的結果及／或用於定性評估的ESG研究及投資管理人本身對原始行業數據(例如公開可得的ESG報告、評估報告或個案研究)的分析作為補充。<br><br>透過剔除框架、移除可持續性排名最低的發行機構，以及正面篩選，投資管理人將移除至少20%的投資範圍。<br><br>上文所述的子基金選股過程的相關ESG準則的發行機構資格狀況可能會隨時間而改變，部分在子基金購買時符合資格的發行機構或會變得不符合資格。如發生此情況，投資管理人可能會與發行機構進行建設性對話，以在未來90天內改善導致其不符合資格的因素。在這90天期間內，該等發行機構的持倉可隨時或出於任何原因被出售。<br><br>子基金的投資可能包括在中國內地註冊成立的政府、機構、超國家及企業發行機構發行或擔保但在中國內地境外發行及分銷的債務證券。子基金亦可通過債券通而將最多10%的淨資產投資於在中國銀行間債券市場流通的人民幣計價債務證券。<br><br>子基金可將其最多15%的淨資產投資於亞洲以外的可持續發行機構的固定收益證券，及／或現金、現金等價物及衍生工具。<br><br>子基金亦可將其最多10%的淨資產投資於抵押及／或證券化產品(例如資產抵押證券及按揭抵押證券)。<br><br>子基金可將其最多35%的淨資產投資於被評為低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)，或如無評級，則為釐定為具備相若質素的債務證券。<br><br>儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或行業的比例並無任何限制。因此，子基金可將其超過30%的淨資產投資於設於中國內地的發行機構。<br><br>子基金可將其最多20%的淨資產投資於具有彌補虧損特點的債務工具，包括但不限於合資格的具完全彌補虧損能力的工具、或有可換股債券、若干類型的高級非優先債務，以及具與發行機構監管資本比率相關之撇減或自我紓困能力的其他類似工具。此等工具可能於發生觸發事件時進行或然撇減或或然轉換為股票。<br><br>子基金並不擬將其超過10%的淨資產投資於由任何信用評級低於投資級別的單一主權國(包括有關政府、公共或地方當局)所發行或擔保的證券。 |

| 子基金名稱 | 可持續亞洲債券基金 |
| --- | --- |
| | 子基金奉行主動管理投資策略，並採用摩根大通篩選、偏向及重新加權亞洲信貸總回報美元指數，而該基準指數只用於業績表現比較的基礎。在正常市況下，子基金會以不受限制的方式，相對於基準指數進行投資，並可酌情決定投資於未納入基準指數之證券。基於市況及前瞻性預期，子基金投資策略可不時投資於與基準指數成份股範圍相若的證券，且因此該等證券具有與基準指數相若的特徵。 |
| **具體風險因素** | (a) ***可持續投資風險：***投資管理人相信可持續性有助帶動財務價值。自然環境是否健康及社區的社會基建是否完善將影響創造財務價值的能力。因此，投資管理人相信，ESG分析對於了解一項投資的真正價值至關重要。然而，由於子基金主要投資於表現出特定可持續特性的發行機構的投資，此舉帶有某些風險：在若干市況下，子基金可能會較不採用可持續投資策略的基金表現差。應用可持續投資原則可能會影響子基金對若干界別或投資類型的風險承擔，且或會影響子基金的相對投資表現，具體取決於該等界別或投資是否受市場青睞。子基金持有的證券或須承擔在投資後不再符合子基金的可持續性及ESG準則的風險。子基金可能需要在不利的情況下出售該等證券。這可能導致子基金的資產淨值下跌。在評估發行機構時，投資管理人可能依賴由第三方數據供應商提供的資訊及數據，而該等資訊及數據可能不完整、不準確、不一致或不可用的資料及數據。因此，投資管理人可能錯誤評估發行機構的可持續特性。<br><br>子基金可持續投資策略的成功應用將取決於投資管理人在正確識別及分析重大可持續性問題方面的技能。不同的管理人對可持續性因素作出的評估可能不同，且對不同的人來說可能意味著不同的事情。然而，整體而言，投資管理人認為，可持續投資及在決策過程納入可持續性風險是決定長遠財務表現成果的重要元素，亦可能是降低風險的有效方法。因此，投資管理人認為，就SFDR第6(1)(b)條而言，並考慮到子基金的投資策略及下文「可持續性政策風險」，可持續性風險對子基金財務表現的可能影響得到有效管理。然而，概不保證將可持續性風險納入投資決策流程將抵銷任何有關風險實現時的影響或將確保長遠而言獲得更佳回報。<br><br>(b) ***可持續性政策風險：***子基金的可持續投資政策可能使其表現並無有關政策之類似基金有所不同。與此政策有關的排除準則可能導致子基金放棄購買若干證券(在可能有利的情況下)或因可持續性原因出售證券(在可能不利的情況下)的機會。子基金將以符合其可持續性準則之方式表決代理權，這未必時刻可貫徹發行機構之短期表現發揮至最佳水平。<br><br>除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節)：<br><br>• 中國內地投資風險<br>• 中國內地稅務風險<br>• 有關通過債券通投資的風險<br>• 新興市場風險<br>• 貨幣風險（包括人民幣貨幣及兑換風險）<br>• 流通性及波動風險<br>• 投資項目評級風險<br>• 稅務風險<br>• FDI風險<br>• 與投資於具彌補虧損特點的債務工具(包括或有可換股證券)相關之風險<br>• 債券基金 |

| 子基金名稱 | 可持續亞洲債券基金 |
|---|---|
| 投資管理人／分投資管理人 | 子基金的投資管理人為宏利投資管理(香港)有限公司，受香港證監會監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>子基金的分投資管理人為Manulife Investment Management (Singapore) Pte. Ltd.，受新加坡金融管理局監管。<br><br>投資管理人與分投資管理人於2020年7月31日訂立分投資管理協議(可不時修訂)；根據該協議，分投資管理人同意就子基金提供分投資管理服務。 |

**可供投資的類別／管理費**

| 類別 | AA累積 | AA(港元)累積 | AA(澳元對沖)累積 | AA(新加坡元對沖)累積 | AA(美元)每月派息(G) | AA(港元)每月派息(G) |
|---|---|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% |
| **類別** | **AA(澳元對沖)每月派息(G)** | **AA(新加坡元對沖)每月派息(G)** | **AA(英鎊對沖)每月派息(G)** | **AA(人民幣對沖)每月派息(G)** | **I累積** | **I(歐元對沖)累積** |
| 管理費(每年資產淨值的百分數) | 1.00% | 1.00% | 1.00% | 1.00% | 0.55% | 0.55% |
| **類別** | **I3累積** | **I3(新加坡元對沖)累積** | **I5累積** | **I5(英鎊對沖)累積** | **I5(歐元對沖)累積** | **I5(瑞士法郎對沖)累積** |
| 管理費(每年資產淨值的百分數) | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 | 0.55% | 0.55% | 0.55% | 0.55% |
| **類別** | **I6累積** | **I6(英鎊對沖)累積** | **I6(歐元對沖)累積** | **I6(瑞士法郎對沖)累積** | **I6(澳元對沖)累積** | **I6(新加坡元對沖)累積** |
| 管理費(每年資產淨值的百分數) | 0.55% | 0.55% | 0.55% | 0.55% | 0.55% | 0.55% |
| **類別** | **R(港元)每月派息(G)** | | | **R(美元)每月派息(G)** | | |
| 管理費(每年資產淨值的百分數) | 1.00% | | | 1.00% | | |

| 子基金名稱 | 可持續亞洲債券基金 |
| --- | --- |
| **成立費用** | 可持續亞洲債券基金的AA累積、AA（美元）每月派息(G)、AA（澳元對沖）每月派息(G)、AA（新加坡元對沖）每月派息(G)、I累積、I（歐元對沖）累積及I3累積類別的成立費用約為US$8,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>亞太房地產投資信託產業基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、康健護理基金、印度股票基金、可持續亞洲股票基金及美國股票基金的I5（英鎊）累積、I5（歐元）累積、I5(瑞士法郎）累積、I6(英鎊）累積、I6(歐元）累積及I6(瑞士法郎）累積類別；亞洲總回報基金、環球多元資產入息基金、優先證券收益基金、可持續亞洲債券基金及美元入息基金的I5（英鎊對沖）累積、I5（歐元對沖）累積、I5（瑞士法郎對沖）累積、I6（英鎊對沖）累積、I6（歐元對沖）累積、I6（瑞士法郎對沖）累積類別；以及亞太房地產投資信託產業基金、亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球多元資產入息基金、康健護理基金、印度股票基金、優先證券收益基金、可持續亞洲債券基金、可持續亞洲股票基金、美元入息基金及美國股票基金的I5累積及I6累積類別的成立費用總計約為US$6,500，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>領先動力基金的AA累積、AA（港元）累積、AA（新加坡元）累積、AA（新加坡元對沖）累積及AA（人民幣對沖）累積類別；及美元入息基金的AA（新加坡元對沖）累積及AA（新加坡元對沖）每月派息(G)類別；以及亞洲高收益基金、多元化實質資產基金、投資級優先證券收益基金及可持續亞洲債券基金的R（港元）每月派息(G)及R（美元）每月派息(G)類別的成立費用總計約為US$9,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。 |

| 子基金名稱 | 美元入息基金 |
| --- | --- |
| **基金類型** | 債券基金 |
| **投資目標** | 美元入息基金的投資目標是實現產生收入。 |
| **投資政策** | 子基金會將其最少70%的淨資產投資於全球發行機構以美元計價的固定收益證券及固定收益相關證券。為達致其目標，子基金可將其超過30%的淨資產投資於位於美國的發行機構。<br><br>該等固定收益證券及固定收益相關證券包括(但不限於)債券(包括後償債務證券、機構MBS（最多達子基金淨資產的50%）、通脹掛鈎債券及傳統可換股債券)、浮動利率證券、商業票據、短期票據、存款證及協議有期存款，並可由政府、政府機構、超國家及企業發行機構發行。子基金將尋求維持投資級別的平均信用評級(即穆迪的Baa3或較高評級，或標準普爾或惠譽的BBB－或較高評級)。<br><br>子基金其餘資產可投資於現金及／或現金等價物及／或股票及股票相關證券。股票及股票相關證券可包括普通股、優先股、預託證券及房地產投資信託基金(「**REITs**」)。<br><br>子基金可將其最多50%的淨資產投資於被評為低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)，或如無評級*，則為釐定為具備相若質素的高息債務證券。<br><br>子基金可將其最多20%的淨資產投資於證券化及／或抵押工具，包括非機構住宅抵押擔保證券(「**RMBS**」)、CMBS、CMO、ABS、轉手證券、抵押債務證券(「**CDO**」)及抵押貸款證券(「**CLO**」)。為免生疑問，機構MBS不受上述的20%上限限制。<br><br>儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或行業的比例並無任何限制。<br><br>子基金可能將其最多20%的淨資產投資於具彌補虧損特點的債務工具，包括但不限於合資格的具完全彌補虧損能力的工具、或有可換股債券、若干類型的高級非優先債務，以及具與發行機構監管資本比率相關之撇減或自我紓困能力的其他類似工具。此等工具可能於發生觸發事件時進行或然撇減或或然轉換為股票。<br><br>子基金並不擬將其超過10%的淨資產投資於由任何信用評級低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的單一主權國(包括有關政府、公共或地方當局)所發行或擔保的證券。<br><br>在市場極端波動或嚴重不利市況下，子基金可暫時將重大部分(最多50%)的淨資產持有現金或現金等價物，或投資於短期貨幣市場票據，以保留子基金投資組合內資產的價值。<br><br>子基金奉行主動管理投資策略，並採用彭博美國綜合債券總回報美元指數，而該基準指數只用於業績表現比較的基礎。在正常市況下，投資管理人會以不受限制的方式，相對於基準指數進行投資，並可酌情決定投資於未納入基準指數之證券。基於市況及投資管理人的前瞻性預期，子基金投資策略可不時投資於與基準指數成份股範圍相若的證券，且因此該等證券具有與基準指數相若的特徵。<br><br>*就本子基金而言，「無評級」債務證券指證券本身或其發行機構均未有信用評級的債務證券。 |

| 子基金名稱 | 美元入息基金 |
| --- | --- |
| **具體風險因素** | (a) ***地域集中風險：***子基金的投資集中於美國相關發行機構的證券，或會令子基金的波動性較包含廣泛環球投資的組合更大。子基金的價值或會較易受到該地區內的不利事件影響。<br><br>除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節)：<br><br>• 流通性及波動風險<br>• 投資項目評級風險<br>• 稅務風險<br>• FDI風險<br>• 與投資於具彌補虧損特點的債務工具（包括或有可換股證券）相關之風險<br>• 債券基金<br>• 後償債務風險<br>• 可換股證券風險 |
| **投資管理人／分投資管理人** | 子基金的投資管理人為Manulife Investment Management (US) LLC，受美國SEC監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>子基金未有委任分投資管理人。 |

| 子基金名稱 | 美元入息基金 | | | | | | |
|---|---|---|---|---|---|---|---|
| **可供投資的類別／管理費** | | | | | | | |
| **類別** | **AA** | **AA累積** | **AA(澳元對沖)** | **AA(加元對沖)** | **AA(港元)** | **AA(新加坡元對沖)累積** | **AA收益** |
| **管理費(每年資產淨值的百分數)** | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% |
| **類別** | **AA(澳元對沖)收益** | **AA(加元對沖)收益** | **AA(港元)收益** | **AA(澳元對沖)每月派息(G)** | **AA(加元對沖)每月派息(G)** | **AA(歐元對沖)每月派息(G)** | **AA(英鎊對沖)每月派息(G)** |
| **管理費(每年資產淨值的百分數)** | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% |
| **類別** | **AA(港元)每月派息(G)** | **AA(日圓對沖)每月派息(G)** | **AA(新西蘭元對沖)每月派息(G)** | **AA(人民幣對沖)每月派息(G)** | **AA(新加坡元對沖)每月派息(G)** | **AA(美元)每月派息(G)** | **I** |
| **管理費(每年資產淨值的百分數)** | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 0.50% |
| **類別** | **I3** | **I累積** | **I3累積** | **I3收益** | **I5累積** | **I5(英鎊對沖)累積** | **I5(歐元對沖)累積** |
| **管理費(每年資產淨值的百分數)** | 將與相關宏利實體另行協定 | 0.50% | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 | 0.50% | 0.50% | 0.50% |
| **類別** | **I5(瑞士法郎對沖)累積** | **I6累積** | **I6(英鎊對沖)累積** | **I6(歐元對沖)累積** | **I6(瑞士法郎對沖)累積** | | |
| **管理費(每年資產淨值的百分數)** | 0.50% | 0.50% | 0.50% | 0.50% | 0.50% | | |
| **類別** | **R(美元)每月派息(G)** | | | **R(港元)每月派息(G)** | | | |
| **管理費(每年資產淨值的百分數)** | 1.00% | | | 1.00% | | | |

| 子基金名稱 | 美元入息基金 |
| --- | --- |
| **成立費用** | 成立費用應由本公司承擔，按有關子基金各自的資產淨值的比例由各有關子基金的帳戶分擔。<br><br>I類別的成立費用總計約為US$1,000，自成立日期起分五年攤銷。<br><br>亞洲小型公司基金、環球房地產投資信託產業基金、美國股票基金、亞洲總回報基金、美元入息基金及美國特別機會基金的AA（澳元對沖）、AA（加元對沖）、AA（港元）、AA（澳元對沖）收益、AA（加元對沖）收益、AA（港元）收益類別的成立費用總計約為US$42,000，自成立日期起分五年攤銷。<br><br>亞洲總回報基金、美元入息基金及美國特別機會基金的AA收益類別的成立費用總計約為US$6,000，自成立日期起分五年攤銷。<br><br>亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球房地產投資信託產業基金、環球半導體機會基金、康健護理基金、印度股票基金、日本股票基金、可持續亞洲股票基金、美元入息基金、美國股票基金及美國特別機會基金的I3類別的成立費用總計約為US$19,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>亞太房地產投資信託產業基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、康健護理基金、印度股票基金、可持續亞洲股票基金及美國股票基金的I5（英鎊）累積、I5（歐元）累積、I5（瑞士法郎）累積、I6（英鎊）累積、I6（歐元）累積及I6（瑞士法郎）累積類別；亞洲總回報基金、環球多元資產入息基金、優先證券收益基金、可持續亞洲債券基金及美元入息基金的I5（英鎊對沖）累積、I5（歐元對沖）累積、I5（瑞士法郎對沖）累積、I6（英鎊對沖）累積、I6（歐元對沖）累積及I6（瑞士法郎對沖）累積類別；以及亞太房地產投資信託產業基金、亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球多元資產入息基金、康健護理基金、印度股票基金、優先證券收益基金、可持續亞洲債券基金、可持續亞洲股票基金、美元入息基金及美國股票基金的I5累積及I6累積類別的成立費用總計約為US$6,500，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>亞洲總回報基金及美元入息基金的R（美元）每月派息(G)及R（港元）每月派息(G)類別的成立費用總計約為US$12,500，將自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>領先動力基金的AA累積、AA（港元）累積、AA（新加坡元）累積、AA（新加坡元對沖）累積及AA（人民幣對沖）累積類別；美元入息基金的AA（新加坡元對沖）累積及AA（新加坡元對沖）每月派息(G)類別；以及亞洲高收益基金、多元化實質資產基金、投資級優先證券收益基金及可持續亞洲債券基金的R（港元）每月派息(G)及R（美元）每月派息(G)類別的成立費用總計約為US$9,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>子基金的I3收益類別的成立費用約為US$3,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>子基金的AA（澳元對沖）每月派息(G)、AA（加元對沖）每月派息(G)、AA（歐元對沖）每月派息(G)、AA(英鎊對沖）每月派息(G)、AA(日圓對沖）每月派息(G)、AA(新西蘭元對沖）每月派息(G)及AA(人民幣對沖）每月派息(G)類別的成立費用約為US$8,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。 |

| 子基金名稱 | 美國特別機會基金 |
|---|---|
| **基金類型** | 債券基金 |
| **投資目標** | 美國特別機會基金主要旨在盡量擴大現時收入及資本增值相結合的總回報。為達致此目標，子基金會將其最少70%及最多100%的淨資產投資於BB+(標準普爾或惠譽)或Ba1(穆迪)評級或以下(即低於投資級別)的美國或非美國的固定收益證券及其無評級的等同證券。該等固定收益證券可由政府、機構、超國家及企業發行機構發行。子基金會將其最少70%的淨資產投資於位於美國的發行機構。 |
| **投資政策** | 儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或行業的比例並無任何限制。子基金的投資可以任何貨幣計價。<br><br>子基金可能將其最多20%的淨資產投資於具彌補虧損特點的債務工具，包括但不限於合資格的具完全彌補虧損能力的工具、或有可換股債券、若干類型的高級非優先債務，以及具與發行機構監管資本比率相關之撇減或自我紓困能力的其他類似工具。此等工具可能於發生觸發事件時進行或然撇減或或然轉換為股票。<br><br>子基金並不擬將其超過10%的淨資產投資於由任何信用評級低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的單一主權國(包括有關政府、公共或地方當局)所發行或擔保的證券。<br><br>在市場極端波動或嚴重不利市況下，子基金可暫時將重大部分(最多30%)的淨資產持有現金或現金等價物，或投資於短期貨幣市場票據，以保留子基金投資組合內資產的價值。<br><br>子基金奉行主動管理投資策略，並採用ICE美銀美林美國高收益債券總回報美元指數，而該基準指數只用於業績表現比較的基礎。在正常市況下，投資管理人會以不受限制的方式，相對於基準指數進行投資，並可酌情決定投資於未納入基準指數之證券。基於市況及投資管理人的前瞻性預期，子基金投資策略可不時投資於與基準指數成份股範圍相若的證券，且因此該等證券具有與基準指數相若的特徵。 |
| **具體風險因素** | 除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節)：<br><br>• 新興市場風險<br>• 政治及監管風險<br>• 天然資源行業風險<br>• 流通性及波動風險<br>• 投資項目評級風險<br>• 稅務風險<br>• FDI風險<br>• 與投資於具彌補虧損特點的債務工具(包括或有可換股證券)相關之風險<br>• 債券基金 |
| **投資管理人／分投資管理人** | 子基金的投資管理人為Manulife Investment Management (US) LLC，受美國SEC監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>子基金未有委任分投資管理人。 |

| 子基金名稱 | 美國特別機會基金 | | | |
|---|---|---|---|---|
| **可供投資的類別／管理費** | | | | |
| **類別** | **AA收益** | **AA(澳元對沖)收益** | **AA(加元對沖)收益** | **AA(港元)收益** |
| **管理費(每年資產淨值的百分數)** | 1.00% | 1.00% | 1.00% | 1.00% |
| **類別** | **I** | **I2** | **I3** | |
| **管理費(每年資產淨值的百分數)** | 0.50% | 最高0.60% | 將與相關宏利實體另行協定 | |
| **類別** | **AA累積** | **I累積** | **I3累積** | |
| **管理費(每年資產淨值的百分數)** | 1.00% | 0.50% | 將與相關宏利實體另行協定 | |
| **成立費用** | 子基金的I類別的成立費用約為US$6,200，自開始日期起分五年攤銷。<br><br>成立費用應由本公司承擔，按有關子基金各自的資產淨值的比例由各有關子基金的帳戶分擔。<br><br>亞洲小型公司基金、印度股票基金、美國股票基金、亞洲總回報基金及美國特別機會基金的<br><br>I2類別的成立費用總計約為US$6,000，自成立日期起分五年攤銷。<br><br>亞洲小型公司基金、環球房地產投資信託產業基金、美國股票基金、亞洲總回報基金、美元入息基金及美國特別機會基金的AA（澳元對沖）、AA（加元對沖）、AA（港元）、AA（澳元對沖）收益、AA（加元對沖）收益、AA（港元）收益類別的成立費用總計約為US$42,000，自成立日期起分五年攤銷。<br><br>亞洲總回報基金、美元入息基金及美國特別機會基金的AA收益類別的成立費用總計約為US$6,000，自成立日期起分五年攤銷。<br><br>亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球房地產投資信託產業基金、環球半導體機會基金、康健護理基金、印度股票基金、日本股票基金、可持續亞洲股票基金、美元入息基金、美國股票基金及美國特別機會基金的I3類別的成立費用總計約為US$19,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。 | | | |

| 子基金名稱 | 亞洲動力入息基金 |
|---|---|
| **基金類型** | 混合基金 |
| **投資目標** | 亞洲動力入息基金旨在主要透過投資於亞洲(不時包括新興市場)公司及／或政府(如屬固定收益及固定收益相關證券，包括機構及超國家)的股票、股票相關、固定收益及固定收益相關證券的多元化投資組合，以達致賺取收入。 |
| **投資政策** | 子基金會透過將其最少70%的淨資產投資於在亞洲(包括澳洲及新西蘭)區內註冊成立及／或產生重大收入的公司及／或政府(如屬固定收益及固定收益相關證券，包括機構及超國家)發行的股票及股票相關證券(在任何受監管市場上市者)、固定收益及固定收益相關證券，以達致其目標。子基金其餘資產可投資於亞洲以外發行機構及政府的股票、股票相關、固定收益及／或固定收益相關的證券，以及現金及／或現金等價物。<br><br>股票及股票相關證券可包括普通股、優先股、預託證券及房地產投資信託基金(「**REITs**」)。子基金亦可遵照2010年法律第41(1)(e)條規定而將其最多10%的淨資產投資於UCITS(可轉讓證券集體投資計劃)及UCIs(集體投資計劃)。固定收益及固定收益相關證券包括(但不限於)債券(包括通脹掛鈎債券及傳統可換股債券)、浮動利率證券、商業票據、短期票據、存款證及協議有期存款，並可由政府、機構、超國家及企業發行或擔保。<br><br>作為上述投資一部分，子基金可將其最多70%的淨資產投資於在中國內地以外上市或買賣的人民幣計價債務證券(通常為點心債)，並可將其少於20%的淨資產通過債券通投資於中國銀行間債券市場流通的人民幣計價債務證券，包括將其最多10%的淨資產投資於城投債，即地方政府融資平台(「**地方政府融資平台**」)發行並在中國銀行間債券市場流通的債務工具。地方政府融資平台為地方政府及／或其關聯實體為公共福利投資或基建項目籌措融資而設立的獨立法律實體。子基金可通過滬港通或深港通(統稱「**互聯互通**」)直接投資於在上交所或深交所上市的若干中國A股。在子基金投資中國A股的任何情況下，預期子基金不會將其超過20%的淨資產持有中國A股。<br><br>子基金將會在股票及股票相關證券、固定收益及固定收益相關證券及現金及現金等價物之間主動配置投資，以達致其目標。子基金的資產配置將根據投資管理人對亞洲及全球各地基本經濟及市場狀況及投資趨勢而改變，並會顧及流通性、成本、執行選時、市場上個別證券和發行機構的相對吸引力(估值及盈利潛力等考慮因素)等考慮因素。子基金對每一資產類別的預期資產配置範圍料將如下(佔子基金淨資產的百分比)：<br><br>亞洲股票及股票相關證券，包括REITs：30-70%<br><br>亞洲固定收益及固定收益相關證券：30-70%<br><br>現金及／或現金等價物：0-10%(如下文進一步載述，不利市況下最多40%)<br><br>除投資管理人的主動資產配置策略外，子基金亦會就其對股票及股票相關證券及固定收益及固定收益相關證券的投資進行主動的證券挑選及可進行定期重新調整。對於固定收益及固定收益相關證券投資組合，子基金擬集中於可加強賺取收入的證券。對於股票／股票相關證券投資組合，子基金則擬集中於可加強賺取收入並有機會達致中長線資本增長的公司。<br><br>子基金可(將其最多70%的淨資產)投資於被評為低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的債務證券或無評級債務證券。為了此等目的，無評級債務證券指債務證券本身或其發行機構均未有信用評級的債務證券。子基金亦可將其少於20%的淨資產投資於抵押及／或證券化產品(例如資產抵押證券及按揭抵押證券)。<br><br>子基金可能將其最多20%的淨資產投資於具彌補虧損特點的債務工具，包括但不限於合資格的具完全彌補虧損能力的工具、或有可換股債券、若干類型的高級非優先債務，以及具與發行機構監管資本比率相關之撇減或自我紓困能力的其他類似工具。此類工具可能於發生觸發事件時進行或然撇減或或然轉換為股票。 |

| 子基金名稱 | 亞洲動力入息基金 |
| --- | --- |
| | 子基金並不擬將其超過10%的淨資產投資於由任何信用評級低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的任何單一主權國(包括有關政府、公共或地方當局)所發行或擔保的債務證券。<br><br>在市場極端波動或嚴重不利市況下，投資管理人可將子基金重大部分(最多40%)的資產持有現金或現金等價物，或投資於短期貨幣市場票據，以保留子基金投資組合內資產的價值。<br><br>儘管子基金將會根據上述投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或區域或行業及任何市值的發行機構的比例並無任何限制。考慮到投資策略上的靈活性，子基金可將其超過30%的淨資產投資於位於中國、香港、新加坡及澳洲的發行機構。子基金的投資可以任何貨幣計價。<br><br>子基金並不將其表現與任何基準指數作比較，亦不參照任何基準指數進行管理。子基金可自由挑選其將投資的證券。 |
| **具體風險因素** | (a) ***主動資產配置策略相關風險：***子基金採用的資產配置策略未必可在所有情況及市況下達致理想結果。子基金的投資可能定期重新調整，因此子基金相對於採用靜態配置策略的基金可能產生較高交易成本。<br><br>(b) ***地域集中風險：***子基金集中投資位於亞洲(包括中國、香港、新加坡及澳洲)的發行機構的證券。子基金的投資集中於亞洲(包括中國、香港、新加坡及澳洲)相關發行機構的證券，或會令子基金的波動性較包含廣泛環球投資的組合更大。子基金的價值或會較易受到該等區域的不利事件影響。<br><br>除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節):<br><br>• 中國內地投資風險<br>• 中國內地稅務風險<br>• 有關通過互聯互通投資的風險<br>• 有關通過債券通投資的風險<br>• 有關投資「點心債」的風險<br>• 新興市場風險<br>• 政治及監管風險<br>• 有關投資房地產投資信託基金的風險<br>• 貨幣風險（包括人民幣貨幣及兌換風險）<br>• 流通性及波動風險<br>• 投資項目評級風險<br>• 稅務風險<br>• FDI風險<br>• 可換股證券風險<br>• 與投資於具彌補虧損特點的債務工具(包括或有可換股證券)相關之風險<br>• 債券基金<br>• 小型公司／中型公司風險 |

| 子基金名稱 | 亞洲動力入息基金 |
|---|---|
| **投資管理人／分投資管理人** | 投資管理人／分投資管理人　子基金的投資管理人為宏利投資管理(香港)有限公司，受香港證監會監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>子基金未有委任分投資管理人。 |

**可供投資的類別／管理費**

| 類別 | AA累積 | AA(美元)每月派息(G) | AA(港元)每月派息(G) | AA(澳元對沖)每月派息(G) | AA(新加坡元對沖)每月派息(G) |
|---|---|---|---|---|---|
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **類別** | **AA(人民幣對沖)每月派息(G)** | **AA(英鎊對沖)每月派息(G)** | **I累積** | **I3累積** | **I5累積** |
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 0.80% | 將與相關宏利實體另行協定 | 0.80% |
| **類別** | **I5(歐元)累積** | **I5(英鎊)累積** | **I5(瑞士法郎)累積** | **I6累積** | **I6(歐元)累積** |
| **管理費(每年資產淨值的百分數)** | 0.80% | 0.80% | 0.80% | 0.80% | 0.80% |

| 類別 | I6(英鎊)累積 | I6(瑞士法郎)累積 | R(港元)每月派息(G) | R(美元)每月派息(G) |
|---|---|---|---|---|
| **管理費(每年資產淨值的百分數)** | 0.80% | 0.80% | 1.50% | 1.50% |

| | |
|---|---|
| **成立費用** | 子基金的AA累積、AA(美元)每月派息(G)、AA(港元)每月派息(G)、AA(澳元對沖)每月派息(G)、AA(新加坡元對沖)每月派息(G)、AA(人民幣對沖)每月派息(G)、AA(英鎊對沖)每月派息(G)、I累積及I3累積類別的成立費用約為US$32,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。 |

| 子基金名稱 | 多元化實質資產基金 |
| --- | --- |
| **基金類型** | 混合基金 |
| **投資目標** | 子基金旨在主要透過投資於在實物資產採購、開發、處理及／或管理界別內經營，或從中產生其重大部分的收益的公司發行的多元化證券投資組合，盡量擴大經通脹調整回報(主要相對於美國通脹)及產生長期收入。 |
| **投資政策** | 為達致其目標，子基金會將其最少70%的淨資產投資於在實物資產相關界別和行業中擁有重大業務利益的公司的可轉讓股票、股票相關證券、固定收益及／或固定收益相關證券。該等實物資產相關界別和行業包括但不限於房地產、基建、能源、材料、金屬與採礦、木材、水、農業及商品。有關公司可位於任何國家(包括新興市場)，或在任何國家(包括新興市場)上市或買賣，並且可屬任何市值。<br><br>子基金其餘資產可投資於全球任何政府實體或公司發行的通脹掛鈎固定收益及／或固定收益相關證券，以及現金及／或現金等價物。<br><br>股票及股票相關證券可包括普通股、優先股、可換股證券(包括可換股債券及／或債權證)，其可轉換成該等股票工具、預託證券及房地產投資信託基金(「**REITs**」)。子基金可將其30%或以上的淨資產投資於REITs。<br><br>固定收益及固定收益相關證券包括(但不限於)債券、商業票據、短期票據、存款證及協議有期存款，並可由政府、機構、超國家及企業發行機構發行。<br><br>子基金的資產配置將根據分投資管理人對全球各地基本經濟及市場狀況及投資趨勢而改變，並會顧及流通性、成本、執行選時、市場上個別證券和發行機構的相對吸引力等考慮因素。儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或行業及任何市值的發行機構的比例並無任何限制。因此，子基金可將其超過30%的淨資產投資於位於美國的發行機構。子基金的投資可以任何貨幣計價。<br><br>子基金可將其少於30%的淨資產投資於被評為低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)，或如無評級，則為釐定為具備相若質素的固定收益及固定收益相關證券。就本子基金而言，「無評級」債務證券指證券本身或其發行機構均未有信用評級的債務證券。<br><br>子基金亦可通過滬港通及深港通(統稱「**互聯互通**」)直接投資在上交所或深交所上市的若干中國A股。在子基金投資中國A股的任何情況下，預期子基金會將少於30%的淨資產持有中國A股。子基金亦可通過債券通而將最多10%的淨資產投資於以任何貨幣計價並在中國銀行間債券市場流通的固定收益證券。<br><br>子基金並不擬將其超過10%的淨資產投資於由任何信用評級低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的單一主權國(包括有關政府、公共或地方當局)所發行或擔保的證券。<br><br>在市場極端波動或嚴重不利市況下，聯合投資管理人可暫時將子基金重大部分(最多40%)的資產持有現金或現金等價物，或投資於短期貨幣市場票據，以保留子基金投資組合內資產的價值。<br><br>子基金並不將其表現與任何基準指數作比較，亦不參照任何基準指數進行管理。子基金可自由挑選其將投資的證券。 |

| 子基金名稱 | 多元化實質資產基金 |
| --- | --- |
| **具體風險因素** | (a) ***主動資產配置策略相關風險：***子基金的表現部分取決於子基金所採用的資產配置策略是否成功，該策略可能無法在所有情況和市場狀況下達致理想的結果。子基金的資產配置和相關投資可能會按照聯合投資管理人的市場前景不時改變，因此子基金可能會比採用靜態配置策略的基金產生招致較高或較低的交易成本。<br><br>(b) ***與實質資產相關的風險：***子基金投資於與實質資產相關的證券，並將承擔與多種因素相關的特定風險，包括地方性、地區性及全國性經濟狀況、利率、稅務考慮因素及影響實質資產相關界別和行業及／或特定商品的因素。該等證券因而受到實質資產市場的表現影響，而實質資產市場的表現與股票及固定收益市場可能不太相關。投資於實質資產相關證券的子基金存在於原本有利的經濟環境下表現欠佳的風險。<br><br>(c) ***集中風險：***子基金的投資集中於實質資產相關界別和行業，亦可能集中於美國相關發行機構的證券。與較為分散的投資組合相比，子基金價值可能更為波動，以及可能會較易受到該等界別及地區內或影響該等界別及地區的不利事件影響。<br><br>除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節):<br><br>• 新興市場風險<br>• 政治及監管風險<br>• 有關投資房地產投資信託基金的風險<br>• 貨幣風險（包括人民幣貨幣及兌換風險及人民幣類別相關風險）<br>• 流通性及波動風險<br>• 小型公司／中型公司風險<br>• 投資項目評級風險<br>• 債券基金<br>• 可換股證券風險<br>• 中國內地投資風險<br>• 中國內地稅務風險<br>• 有關通過互聯互通投資的風險<br>• 有關通過債券通投資的風險：<br>• 稅務風險<br>• FDI風險 |

| 子基金名稱 | 多元化實質資產基金 |
|---|---|
| 投資管理人／分投資管理人 | 子基金的聯合投資管理人為宏利投資管理(香港)有限公司及Manulife Investment Management (US) LLC，前者受香港證監會監管；後者則受美國SEC監管。<br><br>根據本公司、管理公司與分投資管理人訂立日期為2023年6月15日的聯合投資管理協議(可不時修訂)，聯合投資管理人同意就子基金提供投資管理服務。<br><br>子基金的分投資管理人為Manulife Investment Management Limited，受加拿大安大略省證券委員會監管。<br><br>聯合投資管理人與Manulife Investment Management Limited於2023年6月15日訂立分投資管理協議(可不時修訂)；根據該協議，Manulife Investment Management Limited同意就子基金提供分投資管理服務。 |

**可供投資的類別／管理費**

| 類別 | AA累積 | AA(澳元對沖)累積 | AA(英鎊對沖)累積 | AA(港元)累積 | AA(人民幣對沖)累積 |
|---|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 1.25% | 1.25% | 1.25% | 1.25% | 1.25% |
| 類別 | AA(新加坡元)累積 | AA(新加坡元對沖)累積 | AA(澳元對沖)每月派息(G) | AA(英鎊對沖)每月派息(G) | AA(港元)每月派息(G) |
| 管理費(每年資產淨值的百分數) | 1.25% | 1.25% | 1.25% | 1.25% | 1.25% |
| 類別 | AA(人民幣對沖)每月派息(G) | AA(新加坡元)每月派息(G) | AA(新加坡元對沖)每月派息(G) | AA(美元)每月派息(G) | I累積 |
| 管理費(每年資產淨值的百分數) | 1.25% | 1.25% | 1.25% | 1.25% | 0.80% |
| 類別 | I3累積 | I3收益 | I5累積 | I5(瑞士法郎)累積 | I5(歐元)累積 |
| 管理費(每年資產淨值的百分數) | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 | 0.80% | 0.80% | 0.80% |
| 類別 | I5(英鎊)累積 | I6累積 | I6(瑞士法郎)累積 | I6(歐元)累積 | I6(英鎊)累積 |
| 管理費(每年資產淨值的百分數) | 0.80% | 0.80% | 0.80% | 0.80% | 0.80% |

| 類別 | R(港元)每月派息(G) | R(美元)每月派息(G) |
|---|---|---|
| 管理費(每年資產淨值的百分數) | 1.25% | 1.25% |

| 子基金名稱 | 多元化實質資產基金 |
| --- | --- |
| **成立費用** | 子基金的AA累積、AA(澳元對沖)累積、AA(英鎊對沖)累積、AA(港元)累積、AA(人民幣對沖)累積、AA(新加坡元)累積、AA(新加坡元對沖)累積、AA(澳元對沖)每月派息(G)、AA(英鎊對沖)每月派息(G)、AA(港元)每月派息(G)、AA(人民幣對沖)每月派息(G)、AA(新加坡元)每月派息(G)、AA(新加坡元對沖)每月派息(G)、AA(美元)每月派息(G)、I累積、I3累積、I3收益、I5累積、I5(瑞士法郎)累積、I5(歐元)累積、I5(英鎊)累積、I6累積、I6(瑞士法郎)累積、I6(歐元)累積及I6(英鎊)累積類別的成立費用總計約為US$12,000，將自成立日期起分五年攤銷。<br><br>領先動力基金的AA累積、AA(港元)累積、AA(新加坡元)累積、AA(新加坡元對沖)累積及AA(人民幣對沖)累積類別；美元入息基金的AA(新加坡元對沖)累積及AA(新加坡元對沖)每月派息(G)類別；以及亞洲高收益基金、多元化實質資產基金、投資級優先證券收益基金及可持續亞洲債券基金的R(港元)每月派息(G)及R(美元)每月派息(G)類別的成立費用總計約為US$9,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。 |

| 子基金名稱 | 環球多元資產入息基金 |
|---|---|
| **基金類型** | 混合基金 |
| **投資目標** | 環球多元資產入息基金旨在主要透過投資於全球各地(不時包括新興市場)公司及／或政府(如屬固定收益及固定收益相關證券，包括機構及超國家)的股票、股票相關、固定收益及固定收益相關證券的多元化投資組合，以達致賺取收入。 |
| **投資政策** | 子基金會透過將其最少70%的淨資產投資於全球各地的公司及／或政府(如屬固定收益及固定收益相關證券，包括機構及超國家)發行的股票及股票相關證券(在任何受監管市場上市者)、固定收益及固定收益相關證券，以達致其目標。子基金其餘資產可投資於現金及／或現金等價物。<br><br>股票及股票相關證券可包括普通股、優先股、預託證券及上市閉端式房地產投資信託基金(「REITs」)。子基金並可遵照2010年法律第41(1)(e)條規定而將其最多10%的淨資產投資於UCITS(可轉讓證券集體投資計劃)及UCIs(集體投資計劃)。固定收益及固定收益相關證券包括(但不限於)債券(包括通脹掛鈎及可換股債券)、浮動利率證券、商業票據、短期票據、存款證及協議有期存款，並可由政府、機構、超國家及企業發行機構發行。<br><br>子基金將會在股票及股票相關證券、固定收益及固定收益相關證券及現金及現金等價物之間主動配置投資，以達致其目標。子基金的資產配置將根據投資管理人對全球各地基本經濟及市場狀況及投資趨勢而改變，並會顧及流通性、成本、選時、市場上個別證券和發行機構的相對吸引力等考慮因素。預期子基金對每一資產類別的預期資產配置範圍將如下(佔子基金淨資產的百分比):<br><br>環球股票及股票相關證券：10-90%<br><br>環球固定收益及固定收益相關證券：10-90%<br><br>現金及／或現金等價物：0-30%<br><br>除投資管理人的主動資產配置策略外，子基金亦會就其對股票及股票相關證券及固定收益及固定收益相關證券的投資進行主動的證券挑選。對於固定收益及固定收益相關證券投資組合，子基金擬集中於可加強賺取收入的證券。對於股票／股票相關證券投資組合，子基金則擬集中於可加強賺取收入並有機會達致中長線資本增長的公司。<br><br>子基金可(將其最多90%的淨資產)投資於被評為低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的高息債務證券或無評級債務證券。為了此等目的，無評級債務證券指債務證券本身或其發行機構均未有信用評級的債務證券。子基金亦可將其最多20%的淨資產投資於抵押及／或證券化產品(例如資產抵押證券、按揭抵押證券及抵押貸款證券)。<br><br>子基金可將其最多5%的淨資產投資於具彌補虧損特點的債務工具，包括但不限於合資格的具完全彌補虧損能力的工具、或有可換股債券、若干類型的高級非優先債務，以及具與發行機構監管資本比率相關之撇減或自我紓困能力的其他類似工具。此類工具可能於發生觸發事件時進行或然撇減或或然轉換為股票。<br><br>子基金並不擬將其超過10%的淨資產投資於由信用評級低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的任何單一主權國(包括有關政府、公共或地方當局)所發行或擔保的高息證券。 |

| 子基金名稱 | 環球多元資產入息基金 |
| --- | --- |
| | 在市場極端波動或嚴重不利市況下，投資管理人可將子基金重大部分(最多40%)的資產持有現金或現金等價物，或投資於短期貨幣市場票據，以保留子基金投資組合內資產的價值。<br><br>儘管子基金將會根據上述投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或區域及任何市值的發行機構的比例並無任何限制。考慮到投資策略上的靈活性，子基金可將其超過30%的淨資產投資於位於美國的發行機構。子基金的投資可以任何貨幣計價。<br><br>子基金並不將其表現與任何基準指數作比較，亦不參照任何基準指數來管理。子基金可自由選擇所投資的證券。 |
| **具體風險因素** | (a) ***主動資產配置策略相關風險：***子基金的表現部分取決於子基金所採用的資產配置策略是否成功，該策略可能無法在所有情況和市場狀況下達致理想的結果。子基金的資產配置和相關投資可能會根據投資管理人的市場前景不時改變，因此子基金可能會比採用靜態配置策略的基金招致較高或較低的交易成本。<br><br>除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節)：<br><br>• 新興市場風險<br>• 政治及監管風險<br>• 貨幣風險<br>• 流通性及波動風險<br>• 投資項目評級風險<br>• 稅務風險<br>• FDI風險<br>• 與投資於具彌補虧損特點的債務工具(包括或有可換股證券)相關之風險<br>• 債券基金 |
| **投資管理人／分投資管理人** | 子基金的投資管理人為Manulife Investment Management (US) LLC，受美國SEC監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>子基金的聯合分投資管理人為宏利投資管理(香港)有限公司及Manulife Investment Management (Europe) Limited，前者受香港證監會監管；後者則受英國FCA監管。<br><br>投資管理人、宏利投資管理(香港)有限公司及Manulife Investment Management (Europe) Limited於2020年11月20日訂立聯合分投資管理協議(可不時修訂)；根據該協議，宏利投資管理(香港)有限公司及Manulife Investment Management (Europe) Limited同意就子基金提供分投資管理服務。 |

| 子基金名稱 | 環球多元資產入息基金 | | | | | |
|---|---|---|---|---|---|---|
| **可供投資的類別／管理費** | | | | | | |
| **類別** | **AA累積** | **AA** | **AA(港元)** | **AA收益** | **AA(澳元對沖)收益** | **AA(加元對沖)收益** |
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **類別** | **AA(港元)收益** | **AA(新加坡元對沖)收益** | **AA(澳元對沖)每月派息(G)** | **AA(加元對沖)每月派息(G)** | **AA(英鎊對沖)每月派息(G)** | **AA(港元)每月派息(G)** |
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **類別** | **AA(日圓對沖)每月派息(G)** | **AA(新西蘭元對沖)每月派息(G)** | **AA(人民幣對沖)每月派息(G)** | **AA(新加坡元對沖)每月派息(G)** | **AA(美元)每月派息(G)** | **R(港元)每月派息(G)** |
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **類別** | **R(美元)每月派息(G)** | **F(澳元對沖)每月派息(G)** | **F(加元對沖)每月派息 (G)** | **F(英鎊對沖)每月派息(G)** | **F(港元)每月派息(G)** | **F(日圓對沖)每月派息(G)** |
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **類別** | **F(新西蘭元對沖)每月派息(G)** | **F(人民幣對沖)每月派息(G)** | **F(美元)每月派息(G)** | **I累積** | **I** | **I3累積** |
| **管理費(每年資產淨值的百分數)** | 1.50% | 1.50% | 1.50% | 0.80% | 0.80% | 將與相關宏利實體另行協定 |
| **類別** | **I3(新加坡元)累積** | **I3** | **I3收益** | **I3每月派息(G)** | **I5累積** | **I5(瑞士法郎對沖)累積** |
| **管理費(每年資產淨值的百分數)** | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 | 0.80% | 0.80% |
| **類別** | **I5(歐元對沖)累積** | | **I5(英鎊對沖)累積** | | **I6累積** | |
| **管理費(每年資產淨值的百分數)** | 0.80% | | 0.80% | | 0.80% | |
| **類別** | **I6(瑞士法郎對沖)累積** | | **I6(歐元對沖)累積** | | **I6(英鎊對沖)累積** | |
| **管理費(每年資產淨值的百分數)** | 0.80% | | 0.80% | | 0.80% | |

| 子基金名稱 | 環球多元資產入息基金 |
| --- | --- |
| **成立費用** | 子基金的AA、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)、AA(新加坡元對沖)每月派息(G)、I、I3、I3收益類別的成立費用約為US$35,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>亞太房地產投資信託產業基金、環球多元資產入息基金及優先證券收益基金的R(美元)每月派息(G)及R(港元)每月派息(G)類別的成立費用約為US$2,200，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>子基金的AA(人民幣對沖)每月派息(G)及AA(英鎊對沖)每月派息(G)類別的成立費用約為US$2,500，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>亞太房地產投資信託產業基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、康健護理基金、印度股票基金、可持續亞洲股票基金及美國股票基金的I5(英鎊)累積、I5(歐元)累積、I5(瑞士法郎)累積、I6(英鎊)累積、I6(歐元)累積及I6(瑞士法郎)累積類別；亞洲總回報基金、環球多元資產入息基金、優先證券收益基金、可持續亞洲債券基金及美元入息基金的I5(英鎊對沖)累積、I5(歐元對沖)累積、I5(瑞士法郎對沖)累積、I6(英鎊對沖)累積、I6(歐元對沖)累積及I6(瑞士法郎對沖)累積類別；以及亞太房地產投資信託產業基金、亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球多元資產入息基金、康健護理基金、印度股票基金、優先證券收益基金、可持續亞洲債券基金、可持續亞洲股票基金、美元入息基金及美國股票基金的I5累積及I6累積類別的成立費用總計約為US$6,500，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>環球多元資產入息基金的I3每月派息(G)類別的成立費用總計約為US$3,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>環球多元資產入息基金及優先證券收益基金的AA(日圓對沖)每月派息(G)類別的成立費用約為US$12,500，將自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>環球多元資產入息基金及優先證券收益基金的AA(新西蘭元對沖)每月派息(G)類別、F(港元)每月派息(G)類別及F(美元)每月派息(G)類別的成立費用約為US$20,000，將自成立日期起分五年，或董事會可決定之其他期間攤銷。 |

| 子基金名稱 | 投資級優先證券收益基金 |
|---|---|
| **基金類型** | 混合基金 |
| **投資目標** | 投資級優先證券收益基金旨在透過主要投資於優先證券賺取收入並提供潛在長遠資本增值。 |
| **投資政策** | 投資級優先證券收益基金會將其最少70%的淨資產投資於在全球任何受監管市場上市或買賣的優先證券，其中包括優先股(包括可轉換優先股)及後償債務證券(包括具可轉換特徵的後償債務證券)。為免生疑問，子基金可將其少於30%的淨資產投資於可轉換證券，包括可轉換優先股、可轉換債務證券及強制性可轉換證券。此外，子基金將主要(在任何情況下將其最少60%的淨資產)投資於獲評級為投資級別(即穆迪的Baa3或較高評級，或標準普爾或惠譽的BBB－或較高評級)的優先證券(包括優先股及後償債務證券)。該等優先證券可支付固定或可調整息率的股息或利息，與發行機構普通股相比，一般在派付股息及清盤分派方面擁有優先次序或較高排名級別，與發行機構的優先債務相比，在發行機構清盤及作出相關分派情況下的排名次序則較次。子基金可將其剩餘資產投資於其他債務證券及現金與現金等價物。<br><br>債務證券包括(但不限於)債券、商業票據、短期票據、存款證及協議有期存款，並可由政府、機構、超國家及企業發行機構發行。<br><br>儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或行業及任何市值發行機構的比例並無任何限制。因此，子基金可將其超過30%的淨資產投資於位於美國的發行機構。子基金的投資可以任何貨幣計價。<br><br>子基金可將其最多20%的淨資產投資於被評為低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)或，如無評級，則由投資管理人釐定為具備相若質素的高息債務證券。<br><br>子基金並不擬將其超過10%的淨資產投資於由任何信用評級低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的單一主權國(包括有關政府、公共或地方當局)所發行或擔保的證券。子基金亦無意訂立任何證券借貸、回購、反向回購協議或類似的場外交易。<br><br>子基金並不將其表現與任何基準指數作比較，亦不參照任何基準指數進行管理。子基金可自由挑選擇其將投資的證券。 |
| **具體風險因素** | (a) ***優先證券風險：***投資級優先證券收益基金可能會大量投資於優先證券。優先證券賦予其持有人權利，可收取就優先證券派付或累計的優先股息，直至其期限屆滿或被贖回或(如適用)被轉換或兌換為止。優先證券具備獨特投資特徵，其普遍：(i)收益率較普通股為高，但與相若債務證券比較的收益率則較低；(ii)基於其固定收益特徵，與普通股相比，較少受到價值波動影響；及(iii)若發行機構普通股的市場價格上升，則可提供資本增值潛力。優先證券因而須承擔影響債務及／或股票的因素，包括(但不限於)股票市場風險、行業風險、地域集中風險、利率風險、信貸風險、流通性及波動風險。優先證券亦須承擔提前贖回風險、押後派息風險及優先權利不能行使或不獲考慮的風險。<br><br>強制性可轉換證券須按規定於既定日期或之前自動轉換證券(例如：從優先股轉換為普通股或從債務證券轉換為普通股)。若子基金未能於既定日期之前轉換證券，則將面對該證券以不利於子基金的價格自動轉換的風險，因而導致子基金的資產淨值減少。 |

| 子基金名稱 | 投資級優先證券收益基金 |
|---|---|
| | (b) ***地域集中風險：***子基金的投資集中於美國相關公司的證券，或會令子基金的波動性較包含廣泛環球投資的組合更大。子基金的價值或會較易受到該地區內的不利事件影響。<br><br>除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節)：<br><br>• 貨幣風險<br>• 流通性及波動風險<br>• 投資項目評級風險<br>• 稅務<br>• FDI風險<br>• 債券基金 |
| **投資管理人／分投資管理人** | 子基金的投資管理人為Manulife Investment Management (US) LLC，受美國SEC監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>子基金未有委任分投資管理人。 |

**可供投資的類別／管理費**

| 類別 | AA | AA累積 | AA（美元）每月派息(G) | I累積 |
|---|---|---|---|---|
| **管理費(每年資產淨值的百分數)** | 1.10% | 1.10% | 1.10% | 0.50% |
| **類別** | **I3累積** | **I4每月派息(G)** | **R(港元)每月派息(G)** | **R(美元)每月派息(G)** |
| **管理費(每年資產淨值的百分數)** | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 | 1.10% | 1.10% |

| | |
|---|---|
| **成立費用** | 子基金的AA、AA累積、AA（美元）每月派息(G)、I累積及I3累積類別的成立費用總計約為US$30,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>子基金的I4每月派息(G)類別的成立費用約為US$3,500，將自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>領先動力基金的AA累積、AA(港元)累積、AA(新加坡元)累積、AA(新加坡元對沖)累積及AA（人民幣對沖)累積類別；美元入息基金的AA（新加坡元對沖）累積及AA（新加坡元對沖）每月派息(G)類別；以及亞洲高收益基金、多元化實質資產基金、投資級優先證券收益基金及可持續亞洲債券基金的R（港元）每月派息(G)及R（美元）每月派息(G)類別的成立費用總計約為US$9,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。 |

| 子基金名稱 | 優先證券收益基金 |
|---|---|
| **基金類型** | 混合基金 |
| **投資目標** | 優先證券收益基金旨在透過主要投資於優先證券賺取收入並提供長遠資本增值。 |
| **投資政策** | 優先證券收益基金會將其最少70%的淨資產投資於在全球任何受監管市場上市或買賣的優先證券，其中包括優先股(包括可轉換優先股)及後償債務證券。該等優先證券可支付固定或可調整息率的股息或利息，與發行機構普通股相比，一般在派付股息和清盤分派方面擁有優先權，與發行機構的優先債務相比，在發行機構清盤及作出相關分派情況下的排名次序則較次。子基金可將其剩餘資產投資於其他債務證券及現金與現金等價物。<br><br>債務證券包括(但不限於)債券、商業票據、短期票據、存款證及協議有期存款，並可由政府、機構、超國家及企業發行機構發行。<br><br>儘管子基金將會在適用法律及法規的規限下根據其投資目標及策略進行投資，惟子基金對於其淨資產投資於任何一個國家或行業及任何市值發行機構的比例並無任何限制。因此，子基金可將其超過30%的淨資產投資於位於美國的發行機構。子基金的投資可以任何貨幣計價。<br><br>子基金可將其最多50%的淨資產投資於於被評為低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的高息債務證券。<br><br>子基金並不擬將其超過10%的淨資產投資於由任何信用評級低於投資級別(即低於穆迪的Baa3或標準普爾或惠譽的BBB-)的單一主權國(包括有關政府、公共或地方當局)所發行或擔保的證券。子基金亦無意訂立任何證券借貸、回購、反向回購協議或類似的場外交易。<br><br>子基金並不將其表現與任何基準指數作比較，亦不參照任何基準指數進行管理。子基金可自由挑選其將投資的證券。 |
| **具體風險因素** | (a) ***優先證券風險：***優先證券收益基金可能會大量投資於優先證券。優先證券賦予其持有人權利，可收取就優先證券派付或累計的優先股息，直至其期限屆滿或被贖回或(如適用)被轉換或兌換為止。優先證券具備獨特投資特徵，其普遍：(i)收益率較普通股為高，但與相若債務證券比較的收益率則較低；(ii)基於其固定收益特徵，與普通股相比，較少受到價值波動影響；及(iii)若發行機構普通股的市場價格上升，則可提供資本增值潛力。優先證券因而須承擔影響債務及／或股票的因素，包括(但不限於)股票市場風險、行業風險、地域集中風險、利率風險、信貸風險、流通性及波動風險。優先證券亦須承擔提前贖回風險、押後派息風險及優先權利不能行使或不獲考慮的風險。<br><br>(b) ***地域集中風險：***子基金的投資集中於美國相關公司的證券，或會令子基金的波動性較包含廣泛環球投資的組合更大。子基金的價值或會較易受到該地區內的不利事件影響。<br><br>除第5節的一般風險因素外，亦請參閱以下具體風險因素(進一步詳情載於該節)：<br><br>• 政治及監管風險<br>• 貨幣風險<br>• 流通性及波動風險<br>• 投資項目評級風險<br>• 稅務風險<br>• FDI風險<br>• 債券基金 |

| 子基金名稱 | 優先證券收益基金 |
|---|---|
| 投資管理人／分投資管理人 | 子基金的投資管理人為Manulife Investment Management (US) LLC，受美國SEC監管。<br><br>根據日期為2019年4月12日的投資管理協議(以Carne Global Fund Managers (Luxembourg) S.A.、本公司、管理公司及投資管理人訂立而於2021年7月1日生效的約務更替協議取代)(可不時修訂)，投資管理人同意就子基金提供投資管理服務。<br><br>子基金未有委任分投資管理人。 |

**可供投資的類別／管理費**

| 類別 | AA累積 | AA | AA(澳元對沖) | AA(加元對沖) | AA(港元) | AA收益 |
|---|---|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 1.10% | 1.10% | 1.10% | 1.10% | 1.10% | 1.10% |
| 類別 | AA(澳元)收益 | AA(加元對沖)收益 | AA(港元)收益 | AA(新加坡元對沖)收益 | AA(澳元對沖)每月派息(G) | AA(加元對沖)每月派息(G) |
| 管理費(每年資產淨值的百分數) | 1.10% | 1.10% | 1.10% | 1.10% | 1.10% | 1.10% |
| 類別 | AA(英鎊對沖)每月派息(G) | AA(港元)每月派息(G) | AA(日圓對沖)每月派息(G) | AA(新西蘭元對沖)每月派息(G) | AA(人民幣對沖)每月派息(G) | AA(新加坡元對沖)每月派息(G) |
| 管理費(每年資產淨值的百分數) | 1.10% | 1.10% | 1.10% | 1.10% | 1.10% | 1.10% |
| 類別 | AA(美元)每月派息(G) | R(港元)每月派息(G) | R(美元)每月派息(G) | F(澳元對沖)每月派息(G) | F(加元對沖)每月派息 (G) | F(英鎊對沖)每月派息(G) |
| 管理費(每年資產淨值的百分數) | 1.10% | 1.10% | 1.10% | 1.10% | 1.10% | 1.10% |

| 類別 | F(港元)每月派息(G) | F(日圓對沖)每月派息(G) | F(新西蘭元對沖)每月派息(G) | F(人民幣對沖)每月派息(G) | I累積 |
|---|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 1.10% | 1.10% | 1.10% | 1.10% | 0.50% |

| 類別 | I | I每月派息(G) | I3 累積 | I3(新加坡元)累積 | I3 | I3收益 |
|---|---|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 0.50% | 0.50% | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 | 將與相關宏利實體另行協定 |

| 類別 | I5累積 | I5(瑞士法郎對沖)累積 | I5(歐元對沖)累積 | I5(英鎊對沖)累積 | I6累積 |
|---|---|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 0.50% | 0.50% | 0.50% | 0.50% | 0.50% |

| 類別 | I6(瑞士法郎對沖)累積 | I6(歐元對沖)累積 | I6(英鎊對沖)累積 |
|---|---|---|---|
| 管理費(每年資產淨值的百分數) | 0.50% | 0.50% | 0.50% |

| 子基金名稱 | 優先證券收益基金 |
| --- | --- |
| **成立費用** | 子基金的AA、AA(澳元對沖)、AA(加元對沖)、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)、AA(新加坡元對沖)每月派息(G)、I、I3、I3收益類別的成立費用總計約為US$30,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>亞太房地產投資信託產業基金、環球多元資產入息基金及優先證券收益基金的R(美元)每月派息(G)及R(港元)每月派息(G)類別的成立費用約為US$2,200，自成立日期起分五年，或董事會可決定之其他期間攤銷。子基金的AA(人民幣對沖)每月派息(G)及AA(英鎊對沖)每月派息(G)類別的成立費用約為US$2,500，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>亞太房地產投資信託產業基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、康健護理基金、印度股票基金、可持續亞洲股票基金及美國股票基金的I5(英鎊)累積、I5(歐元)累積、I5(瑞士法郎)累積、I6(英鎊)累積、I6(歐元)累積及I6(瑞士法郎)累積類別；亞洲總回報基金、環球多元資產入息基金、優先證券收益基金、可持續亞洲債券基金及美元入息基金的I5(英鎊對沖)累積、I5(歐元對沖)累積、I5(瑞士法郎對沖)累積、I6(英鎊對沖)累積、I6(歐元對沖)累積及I6(瑞士法郎對沖)累積類別；以及亞太房地產投資信託產業基金、亞洲總回報基金、亞洲小型公司基金、巨龍增長基金、環球股票基金、環球多元資產入息基金、康健護理基金、印度股票基金、優先證券收益基金、可持續亞洲債券基金、可持續亞洲股票基金、美元入息基金及美國股票基金的I5累積及I6累積類別的成立費用總計約為US$6,500，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>子基金的I每月派息(G)類別的成立費用約為US$5,000，自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>環球多元資產入息基金及優先證券收益基金的AA(日圓對沖)每月派息(G)類別的成立費用約為US$12,500，將自成立日期起分五年，或董事會可決定之其他期間攤銷。<br><br>環球多元資產入息基金及優先證券收益基金的AA(新西蘭元對沖)每月派息(G)類別、F(港元)每月派息(G)類別及F(美元)每月派息(G)類別的成立費用約為US$20,000，將自成立日期起分五年，或董事會可決定之其他期間攤銷。 |

# 附錄二

# 法定和一般資料

**1. 本公司**

1.1 本公司在盧森堡商業註冊處註冊，號碼為B-26 141。本公司的組織章程（分別於1989年10月20日、1992年6月22日、1995年7月28日、1997年2月19日、1998年9月14日、1998年10月16日、2002年4月26日、2006年11月15日及2014年12月16日修訂）在該處可供查閱，並可按要求獲取其副本。

1.2 本公司乃於1987年7月7日根據盧森堡大公國1915年8月10日法律（經修訂）組成為有限責任的「société d' investissement à capital variable」。本公司現時可無限期存續，而且符合2010年法律第一部分項下的集體投資計劃之資格。本公司於1992年6月22日改名為勵晶環球基金(Regent Global Fund)。Regent Pacific Group Limited與The Manufacturers Life Insurance Company的全資附屬公司Manulife Data Services Inc.成立合營企業後，本公司於1995年7月28日再改名為宏利勵晶環球基金(Manulife Regent Global Fund)。此合營企業終止後，本公司於1997年2月19日改名為宏利環球基金(Manulife Global Fund)。

1.3 本公司組成章則在組織章程中界定。組織章程由於1989年10月20日、1992年6月22日、1995年7月28日、1997年2月19日、1998年9月14日、1998年10月16日、2002年4月26日、2006年11月15日及2014年12月16日舉行的股東特別大會的決議案修訂。首次修訂於1989年12月28日在盧森堡大公國的Mémorial上公佈，第二次修訂於1992年7月27日在同一憲報上公佈，第三次修訂於1995年9月15日在同一憲報上公佈，第四次修訂於1997年3月29日在同一憲報上公佈，第五次修訂於1998年12月10日在同一憲報上公佈，第六次修訂於1998年11月20日在同一憲報上公佈，第七次修訂於2002年5月27日在同一憲報上公佈，第八次修訂於2007年1月8日在同一憲報上公佈，以及第九次修訂於2015年1月28日在同一憲報上公佈。其主要及註冊辦事處設在31, Z.A. Bourmicht, L - 8070 Bertrangre, Grand Duchy of Luxembourg。

1.4 本公司法定最低資本為1,250,000歐元之等值美元。

1.5 除售股章程另有列明外，有關本公司及子基金的一般資料載於本公司網站**www.manulifeglobalfund.com**。投資者應注意該網站上的任何資料及內容並非售股章程的一部分。該網站上的所有內容僅作資訊之用，並不構成購買或出售股份的要約或招攬。本公司的網站未經任何司法管轄區的任何監管機構審閱或認可。

**2. 投資及借貸限制**

董事會根據分散風險的原則有權決定各子基金投資的企業及投資政策、各子基金的計價貨幣及本公司的管理及商業事務的行為守則。

雖然本公司根據其組織章程規定在其可作的投資類型及其可採用的投資方法上有廣泛的權力，但董事會決定：

2.1 本公司將僅投資於：

2.1.1 成員國的證券交易所接納正式上市的可轉讓證券及貨幣市場票據；

2.1.2 在成員國定期營運、被認可及對公眾開放的其他受監管市場買賣的可轉讓證券及貨幣市場票據；

2.1.3 經濟合作與發展組織（「**經合組織**」）的任何成員國及歐洲、亞洲、大洋洲、美洲大陸及非洲任何其他國家的證券交易所接納正式上市的可轉讓證券及貨幣市場票據；

2.1.4 在經合組織的任何成員國及歐洲、亞洲、大洋洲、美洲大陸及非洲任何其他國家的定期營運、被認可及對公眾開放的其他受監管市場買賣的可轉讓證券及貨幣市場票據；

2.1.5 最近發行的可轉讓證券及貨幣市場票據，惟其發行條款包括承諾申請獲准在第2.1.1及2.1.3段所指的證券交易所或第2.1.2及2.1.4段所指的定期營運、被認可及對公眾開放的受監管市場之一正式上市，以及該批准將於發行後一年內取得；

2.1.6 UCITS及／或經修訂的指令第2009/65/EC號第1、2(a)及（b)條含義範圍內的其他集體投資計劃（「**UCIs**」）的單位，不論該等企業是否在成員國境內，但須符合下列條件：

- 上述其他UCIs獲認可其須受CSSF認為與共同體法律所規定者相同的監督之法律許可，而且有關當局之間的合作有足夠保證；
- 其他UCIs單位持有人所獲得保障的程度與向UCITS單位持有人提供的保護相等同，尤其是關於資產分隔、借款、貸款，以及可轉讓證券及貨幣市場票據的未平倉出售之規則與經修訂的指令第2009/65/EC號之規定相同；
- 在半年度及年度報告中匯報其他UCIs的業務，使報告期內的資產與負債、收入及經營能得到評估；
- 考慮收購的UCITS或其他UCIs，按照其組織章程文件，其總計可投資於其他UCITS或其他UCIs的單位不能超過其資產（或其任何子基金的資產，惟對第三方不同部分負債的分隔原則必須得到保證）的10%；

2.1.7 在信用機構的存款，其於要求時可提取，或有權提取，其到期的期限不超過12個月，惟該信用機構須在歐盟成員國有其註冊辦事處，或者，如該信用機構之註冊辦事處設在非成員國境內，則其須受CSSF認為與共同體法律所規定者相同的審慎規則監管。

2.1.8 在上文第2.1.1至2.1.4段所述受監管市場交易的FDIs，包括等同的現金結算票據；及／或包括在場外交易市場上交易的FDIs（「**場外交易衍生工具**」），但須符合下列條件：

- 其相關工具包括本公司按其投資目標可投資的第2.1.1至2.1.9段所述票據、金融指數、利率、匯率或貨幣；
- 場外交易衍生工具交易的交易對手是受審慎監督、屬CSSF批准的種類的機構；及
- 場外交易衍生工具須每日有可靠和可核實的估值，以及可隨時按其公平市值由本公司主動以抵銷的交易出售、套現或平倉；

2.1.9 屬2010年法律第1條所界定並在受監管市場交易的票據之外的其他貨幣市場票據，只要該等票據之發行或發行機構本身為了保護投資者及儲蓄而受監管並符合下列條件：

- 由成員國之中央、地區或地方當局或中央銀行、歐洲中央銀行、歐盟或歐洲投資銀行、一非成員國或如為聯邦國家，構成聯邦的成員之一，或者由一個或多個成員國所屬公眾國際機構發行或擔保；或
- 由其任何證券在上文第2.1.1至2.1.4段所提述的受監管市場交易的企業發行；或
- 由受按共同體法律界定的準則審慎監督的機構，或由受CSSF認為至少與共同體法律所規定的同樣嚴格的規則規限或須遵守該等規則的機構發行或擔保；或
- 其由屬CSSF批准的種類的其他機構發行，惟對該等票據的投資受相當於第一、第二或第三縮排段所規定的保障，以及發行機構須是擁有最少一千萬歐元資本及儲備額並且是按78/660/EEC(1)號第四指令呈報或公佈其年度帳目的公司，是在包括一家或多家上市公司的公司集團內專門為該集團融資的實體，或是專門為受惠於銀行流動資金額度的證券化工具融資的實體。

2.2 另外，各子基金可將其不多於10%的淨資產投資於非第2.1.1至2.1.9段所提述的可轉讓證券和貨幣市場票據。

2.3 再者，

2.3.1 各子基金可獲得第2.1.6段所提述的本公司其他子基金、UCITS及／或其他UCIs的單位，惟總括而言，除非有關子基金的投資政策另有規定，否則對本公司該等子基金、該等UCITS及／或其他UCIs的投資不超過相關子基金淨資產的10%。除非子基金的投資政策另有規定，否則據第2.1.6段所提述就本公司其他子基金、UCITS及／或其他UCIs的單位的投資而言，相關子基金對單一子基金、UCITS及／或其他UCIs的投資可高達淨資產的20%，惟對非UCITS的UCIs的單位的投資總計不可超過相關子基金淨資產的30%。

就適用此一投資限制而言，2010年法律第181條含義範圍內的具有多個分隔部分之UCIs的每個部分均被認為是一個單獨的發行機構，惟各部分相對於第三方的義務分隔原則須獲得保證。

2.3.2 如子基金獲得UCITS及／或其他UCIs的股份，有關UCITS或其他UCIs的資產毋須就第2.5段所規定的限制合併計算；

2.3.3 如子基金投資於由同一投資管理人直接或委托他人管理的其他UCITS及／或其他UCIs的單位，或由因共同管理或控制或因直接或間接大量持有而與投資管理人有連繫的任何其他公司直接或委托他人管理的其他UCITS及／或其他UCIs的單位，對本公司投資於該等其他UCITS及／或UCIs的單位不可收取任何認購、贖回或管理費。

2.3.4 如子基金投資於（「**投資者基金**」）本公司另一子基金（「**目標基金**」）的股份：

- 目標基金不可自行投資於投資者基金；
- 目標基金對本公司另一子基金的投資不可超過其淨資產的10%；
- 目標基金股份所附的任何投票權將就投資者基金的投資期間而暫停；及
- 為了符合本公司的資本應高於2010年法律所指定的最低法定要求（目前為1,250,000歐元）的規定，目標基金股份的資產淨值並不計算在內。

2.3.5 倘相關子基金的投資政策另有規定，子基金（「**聯接基金**」）可將其資產至少85%投資於另一根據指令第2009/65/EC號獲認可的UCITS（「**主基金**」）的單位或股份（或該UCITS的投資組合）。

2.4 子基金可將其最多20%的淨資產持有輔助流動資產。輔助資產僅限於即期銀行存款，例如在可隨時提款的銀行往來賬戶中持有的現金，以支付經常性或特殊款項，或在再投資於2010年法律第41(1)條的規定的合資格資產所必要的期間內使用，或於市況不利時嚴格所需的期間內使用。上述20%的限制僅可在異常不利市況或其他特殊情況下而導致，並在考慮投資者的利益後有理由證明屬嚴格必要的期間內暫時超越。

2.5 子基金投資於任何一家發行機構不得超過下列限額：

2.5.1 投資於同一實體發行的可轉讓證券或貨幣市場票據不可超過子基金淨資產的10%；

2.5.2 投資於同一實體的存款不可超過子基金淨資產的20%；

2.5.3 第2.5.1段所述10%限額在以下情形可例外增加至：

- 如該等可轉讓證券或貨幣市場票據為成員國或其地方當局、非成員國或一個或多個成員國所屬公眾國際機構所發行或擔保，最高可增加至35%；及

- 如屬註冊辦事處設於成員國而且依法受為保護債券持有人而設的特別公眾監督的信用機構發行的若干債券，最高可增加至25%。尤其是，發行該等債券所得款項必須遵照法律投資於在債券的整段有效期限內能支付債券所附還款要求的資產，以及如債券發行機構無法償債，該等資產將優先用於償還本金及支付累積的利息。如子基金在本縮排段中所指由一家發行機構所發行的債券投資超過其淨資產5%，此等投資的總價值不可超過該子基金淨資產價值的80%。

2.5.4 子基金如持有若干發行機構的可轉讓證券或貨幣市場票據中的每項分別超過其淨資產5%，則其持有該等證券及票據的總值不得超過其淨資產價值的40%。此限制不適用在受審慎監督的金融機構的存款及與該等機構作出的場外交易衍生工具的交易。就應用本段所述40% 限制而言，本附錄上文第2.5.3 段兩個縮排段中所提述的可轉讓證券及貨幣市場票據不應包括在內。

2.6 儘管有上文第2.5.1 及2.5.2 段及第3.7 段規定之個別限制，子基金對於下列三項合計的投資不得超過其淨資產20%：

- 對單一實體發行的可轉讓證券或貨幣市場票據的投資；及／或
- 在單一實體的存款；及／或
- 從單一實體的場外交易衍生工具及有效投資組合管理交易產生的風險承擔。.

第2.5.1 至2.5.4 及第3.7 段所規定的限額不可合併，因此，按第2.5.1 至2.5.4 及第3.7 段對同一實體發行的可轉讓證券或貨幣市場票據進行的投資，或在此實體的存款或與此該實體的衍生票據的交易的投資，在任何情況下總計概不得超過子基金淨資產的35%。

就計算第2.5.1 至2.5.4 及第3.7 段所提及的投資限制而言，按指令第83/349/EEC 號所界定，或按公認國際會計規則界定為就綜合帳目而包括在同一集團內的各公司，當作為一個單一實體。

子基金對同一集團的可轉讓證券或貨幣市場票據累計投資不可超過其淨資產的20%。

在不影響下文2.7 及2.8 段所規定限制之前提下，如子基金的投資政策旨在複製CSSF認可的某股票或債務證券指數的組成，上文第2.5.1 段所規定10% 限制對同一機構發行的股票及／或債務證券投資之最高限額可提高至最高20%，惟須符合下列各項條件：

- 指數的組成充分地多元化；
- 指數是其所提述的市場有足夠代表性的基準；及
- 指數以適當的方式公佈。

如在若干可轉讓證券或貨幣市場票據佔大多數的受監管市場內的某些特殊市況下證明屬合理，此限制是35%。只有單一發行機構獲准投資至此限制。

**作為降低限制，各子基金獲認可將其最多100%的淨資產投資於一個成員國、其地方當局、經合組織的一個成員國或一個或多個成員國為其成員的公眾國際機構發行或擔保的不同可轉讓證券及貨幣市場票據，惟(i)該等證券分最少六次發行及(ii)來自任何一次發行的證券佔該子基金淨資產不超過30%。**

2.7 本公司不可投資於股份賦予本公司有對其發行機構的管理有重大影響的投票權之股份。

2.8 本公司不可：

2.8.1 獲得一個同一發行機構的無投票權股份多於10%。

2.8.2 獲得一個同一發行機構的債務證券多於10%。

2.8.3 獲得一個同一集體投資計劃的單位多於25%

2.8.4 獲得任何單一發行機構的貨幣市場票據多於10%。

如在獲得債務證券或貨幣市場票據時該等債務證券或票據的總額或已發行證券的淨額不能計算，則可以毋須理會第2.8.2、2.8.3 及2.8.4 段規定的限制。

2.9 上文第2.7及2.8段所規定的限制不適用於下列各項：

2.9.1 成員國或其地方當局發行或擔保的可轉讓證券及貨幣市場票據；

2.9.2 非成員國發行或擔保的可轉讓證券及貨幣市場票據；

2.9.3 一個或多個成員國為其成員的公眾國際機構發行的可轉讓證券及貨幣市場票據；

2.9.4 子基金持有的在非成員國註冊成立、其資產主要投資於註冊辦事處位於該國的發行機構的證券之公司的資本當中的股份，如根據該國的法例該持股為該子基金可投資於該國發行機構證券的唯一方法。然而，只有來自非成員國的公司的投資政策符合2010年法律第43、46及48(1)及(2)條規定的限制時，此一降低限制方可適用。如超過2010年法律第43及46條所載限制，則2010年法律第49條在細節上加以必要的修改後適用；及

2.9.5 本公司持有的某些附屬公司資本的股份，而該等附屬公司在其所在國家僅從事管理、顧問或推銷業務，純粹按單位持有人的要求代其回購單位。

2.10 本公司可時刻為股東的利益行使構成其資產一部分的可轉讓證券或貨幣市場票據所附帶的認購權。

2.11 如因本公司不能控制的原因或由於行使認購權而超過上文第2.2至2.8段所述最高百分比，在妥為考慮其股東的利益之情況下，本公司必須優先進行出售交易以糾正此一情況。

2.12 子基金可借取最高為其總淨資產（按市值估值）10%的款額，惟此等借款應屬暫時性。然而，本公司可以對銷貸款為子基金的帳戶購買外幣。

2.13 本公司不可授予信貸融通，亦不可代表第三方擔任擔保人，惟就此限制而言，(i)上文第2.1.6、2.1.8及2.1.9段所指述的未完全付款的可轉讓證券、貨幣市場票據或其他金融投資及(ii)投資組合證券的准許的借貸不應當作構成一項貸款。

2.14 本公司承諾不從事上文第2.1.6、2.1.8及2.1.9段所指的可轉讓證券、貨幣市場票據或其他金融票據的未平倉出售交易，惟此限制不應阻止本公司在上文所述限制範圍內獲准的情況下，就FDIs支付保證金或從事有關的交易。

2.15 本公司的資產不可包括貴金屬或代表有關貴金屬的證書。本公司可購買及出售投資於或買賣包括貴金屬在內的商品的公司的證券，以及可訂立商品指數之衍生工具交易，惟上述金融指數應符合指令第2007/16/EC號第9條規定的準則。

2.16 本公司不可買賣房地產或房地產的任何期權、權利或權益，惟本公司可投資於以房地產或對房地產的權益作為擔保或由投資於房地產或對房地產的權益的公司所發行的證券。

2.17 本公司不得作出涉及承擔無限責任的任何投資。

2.18 本公司將另外遵守推銷股份所在的任何國家之監管當局規定的其他限制。

本公司可承擔為達致各子基金所設定的任務目標而視為合理的風險。然而，由於股票交易反覆及可轉讓證券投資固有的其他風險，不能保證其會達致其目標。

**3. 投資技巧和工具**

3.1 管理公司必須採用風險管理程序，使其能於任何時候監察及衡量本公司的持倉的風險及其對投資組合的總體風險情況的貢獻；本公司必須採用準確及獨立評估場外交易衍生工具的價值的程序。本公司必須按照愛爾蘭中央銀行所設定的詳細規則定期告知愛爾蘭中央銀行衍生工具的類型、其所涉風險，其數量限制及為估計與衍生工具有關的交易之風險而選擇的方法。

3.2 本公司獲授權按照CSSF規定的條件並在CSSF規定的限額內採用與可轉讓證券及貨幣市場票據有關的技巧和工具。

3.3 當此等業務涉及使用衍生工具時，此等條件和限制須符合2010年法律訂明的規定。

在任何情況下，此等業務都不得使本公司偏離其投資目標。

3.4 管理公司將確保，與衍生工具有關的整體風險承擔不得超逾子基金的總淨值。基於指數的衍生工具的相關資產並不合併至上文第2.5.1至2.5.4及2.6段規定的限制。

3.4.1 若可轉讓證券或貨幣市場票據內嵌一項衍生工具，在遵守上述限制的規定時，該衍生工具須計算在內。

3.4.2 計算風險承擔時計及相關資產現時的價值、交易對手風險、未來市場走勢及可供投資持倉變現的時間。

3.5 有效投資組合管理－其他技巧和工具

除了投資於金融衍生工具外，本公司可採用與可轉讓證券及貨幣市場票據有關的其他技巧和工具，惟須符合不時修訂的CSSF第08/356號通告及ESMA第ESMA/2012/832EN號及第ESMA/2014/937EN號指引所規定的條件，包括回購／反向回購交易及證券借貸。如子基金應用有效投資組合管理技巧，可為此委任代理，而代理可以或未必是本公司的關聯公司，以及可就其活動收取費用。

本公司現時不從事任何證券借貸、回購或反向回購交易，而在本公司訂立該等類型交易前，本售股章程將於適當時候作出修訂。

與可轉讓證券及貨幣市場票據有關並為有效投資組合管理而使用的技巧和工具，包括不是為了直接投資目的而使用的金融衍生工具，應理解為是指符合下列準則的技巧和工具：

a) 其因以有成本效益方式實現而在經濟上屬適當；

b) 其為下列一項或多項特定目的而訂立：

(i) 降低風險；

(ii) 降低成本；

(iii) 為本公司產生額外的資本或收入，而其風險程度符合本公司及有關子基金的風險情況及適用於本公司及有關子基金的分散風險規則；

c) 其風險受管理公司的風險管理程序充分約束；及

d) 其不可導致改變有關子基金已宣佈的投資目標，或與售股章程及有關的投資者資料概要文件(KIID)所述的一般風險政策相比增加重大附加的風險。

可以為了有效投資組合管理而使用的技巧和工具（金融衍生工具以外）在下文列明，其須符合下文規定的條件。另外，該等交易可就有關子基金所持有的資產的100%進行，但是(i)其數量應維持在適當水平或本公司有權要求歸還借出的證券以使其能在所有時刻均能履行其贖回的義務；及(ii)此等交易不危及按有關子基金的投資政策管理本公司的資產。風險應按管理公司的風險管理程序監控。

3.6 證券借出

本公司可為有效管理投資組合訂立證券借出交易，但須遵從下列各項：

3.6.1 交易是在標準化借出系統內達成，而該系統是由認可的證券結算機構或由遵守CSSF認為與共同體法律所規定相等同的審慎的規則並專門從事此類業務的金融機構所組織；

3.6.2 借方遵守CSSF認為與共同體法律所規定相等同的審慎的規則；

3.6.3 借出維持有抵押品（由CSSF 2008年6月4日08/356通告所述資產組成），其價值相等於所借出的證券的整體估值（包括利息、股息及其他潛在的權利）至少90%，並且每日重新估值；

3.6.4 本公司必須有權終止其於任何時候訂立的任何證券借出安排或要求歸還任何或所有借出的證券。本公司應在年度報告及半年度報告中披露借出證券的整體估值。

3.7 回購及反向回購協議

只要符合下列各項條件，本公司可作為買方或賣方訂立在購買及出售證券中包含的回購協議，協議條款使賣方有權於約定的時間按約定的價格從買方回購證券：

3.7.1 在回購協議存續期間，本公司如為買方，在交易對手已經作出證券回購時或在回購期屆滿前，不可出售作為協議主題之證券，惟如本公司有其他方法完成該交易則除外；

3.7.2 本公司如為賣方，必須確保在交易期限屆滿時其有足夠資產依情況為收回本公司的證券支付約定的價款；

3.7.3 回購協議項下的承諾不阻礙本公司履行贖回義務；及

3.7.4 本公司作為買方的交易之證券僅可以是CSSF 2008年6月4日08/356通告所規定的形式，而且必須符合有關子基金的投資政策。該等證券連同子基金投資組合中的其他證券總計應符合本公司的投資限制。

按照下列各項條件，本公司亦可訂立在交易中包含的反向回購協議，轉讓方（交易對手）在交易期限屆滿時有義務回購所出售的資產，而本公司有義務歸還所收到的資產：

(a) 在反向回購協議期間，本公司不可出售作為該協議主題之證券或將其作為抵押／擔保，除非本公司有其他抵補方法；

(b) 本公司必須確保反向回購交易的價值維持在某一水平，以使其在所有時候均能應付股東的贖回要求；及

(c) 作為反向回購協議主題之證券僅可以是CSSF 2008年6月4日08/356通告所規定的形式。

作為反向回購交易的主題之證券必須符合有關子基金的投資政策，而且連同子基金投資組合中的其他證券總計必須符合本公司的投資限制。

最後，按照下列各項條件，本公司可訂立在交易中包含的回購交易，本公司在交易期限屆滿時有義務回購所出售的資產，而承讓方（交易對手）有義務歸回所收到的資產：

(a) 本公司必須確保在回購協議期限屆滿時，其有足夠資產就本公司收回證券支付約定的價款；及

(b) 本公司必須確保回購交易的價值維持某一水平，以使其在所有時候均能應付股東的贖回要求。

所有上述准許的交易都必須在CSSF認為與共同體法律所規定相等同的審慎的規則之規限下與交易對手進行。

由上文第3.5及3.6段所述交易而產生的交易對手淨風險承擔（即本公司所承擔的風險承擔減本公司收到的抵押品）必須計入上文第2.6段所述20%限額。本公司收到的現金抵押品可再投資於無風險的資產。本公司因將在上文第3.5及3.6段所述的交易的情況下收到的抵押品再投資而受到的風險承擔，應計入2010年法律的適用分散投資限制。

本公司應在其年度報告及半年度報告中披露於參考日期尚未平倉的回購交易的總額。

本公司如訂立回購協議，必須能按回購協議於任何時候收回任何證券或終止其所訂立的回購協議。不超過七天的定期回購協議應被認為是按允許本公司隨時收回資產的條款作出的安排。

本公司如訂立反向回購協議，必須能按應計未付基準或按市價計算基礎隨時收回全數現金款額或終止反向回購協議。如任何時候均可按市價計算基礎收回現金，則反向回購協議的按市價計算的價值應被用於計算資產淨值。不超過七天的定期反向回購協議應被認為是按允許本公司隨時收回資產的條款作出的安排。

3.8 場外交易金融衍生工具交易及有效投資組合管理技巧的抵押品的管理

3.8.1 就場外交易金融衍生工具交易及有效投資組合管理技巧獲得的抵押品（「**抵押品**」），必須為有關金融衍生工具價值的至少125%，並且應符合下列準則：

(a) 流通性：抵押品（現金以外）應有高流通性，在受監管市場交易或在有透明度的定價的多方交易設施交易以使其能按接近出售前的估值價格迅速出售。收到的抵押品亦應符合2010年法律第48條的規定；

(b) 估值：抵押品應能每日估值，而顯示價格高度波動的資產不應接受為抵押品，除非有適當保守的估值折扣；

(c) 發行機構的信用質量：抵押品應屬高質；

(d) 相關性：抵押品應由獨立於交易對手的實體發行，並且預期不與交易對手的表現高度相關；

(e) 多元化：抵押品應就國家、市場及發行機構充分多元化，其一名發行機構的發行物最高涉及子基金資產淨值的20%。如子基金有不同的交易對手，各交易對手不同籃子的抵押品應合併計算，其單一發行機構的發行物的價值限於20%。通過使用上述的減損方式，基金可能會以在由成員國、其當地一個或以上當局、第三國或屬於一個或多個成員國的公眾國際機構發行或擔保的不同證券及貨幣市場票據完全抵押。該基金應該會收到來自至少六次不同發行的證券，但任何單一發行的證券不得佔超過基金資產淨值的30%；及

(f) 可直接得到：抵押品必須能由本公司隨時完全強制執行，毋須諮詢交易對手或獲得交易對手批准。

3.8.2 在符合上述準則的情況下，抵押品可包括下列各類：

(a) 流動資產，例如現金、短期銀行存款、2007年3月19日歐洲委員會第2007/16/EC號指令界定的貨幣市場票據、信用證及由非交易對手關聯實體的一級信貸機構發行的見票即付擔保；

(b) 經合組織成員國或其地方當局或社區、地區或世界範圍的超國家機構或團體發行或擔保的債券；

(c) 貨幣市場類型的UCIs發行的股份或單位，其資產淨值每日計算並有AAA或等同的信用評級；

(d) 主要投資於本條下文(e)及(f)兩項所述債券／股份的可UCITS所發行的股份或單位；

(e) 提供充足流通性的一級發行機構發行或擔保的債券；或

(f) 在歐洲聯盟成員國的受監的市場或經合組織成員國的證券交易所接納或交易的股份，但此等股份須包含在主要指數內。

3.8.3 如有所有權轉讓，收到的抵押品應由存管處或其代理持有。如無所有權轉讓，抵押品可由受審慎監督而且與提供抵押品的人士不相關的第三方託管人持有。

3.8.4 如抵押品是以使本公司對其受託人有信貸風險的現金的形式提供，該風險承擔應受上文第2.6節所規定的20%限制規限；

3.8.5 在協議期間，非現金抵押品不可出售、再投資或質押。

3.8.6 作為抵押品收到的現金僅可以：

(a) 存放在歐洲議會及理事會第2009/65/EC號指令第50(f)條所規定的實體；

(b) 投資於高質政府債券；

(c) 為了反向回購協議而使用，惟交易須為與受審慎監督的信貸機構作出，而且本公司可隨時按應計未付基準收回全數現金；及

(d) 投資於歐洲委員會證券監管機構（「**CESR**」）關於歐洲貨幣市場基金的定義的指引所界定的短期貨幣市場基金。

再投資的現金抵押品應按適用於非現金抵押品的多元化要求屬多元化。

3.8.7 儘管准許上述各類抵押品，本公司現時只接受現金為抵押品，以及不將作為抵押品收到的現金再投資。

3.8.8 本公司已對作為抵押品收到的現金施行估值折扣政策。若現金抵押品與衍生工具涉及相同的貨幣，則不應用估值折扣。本公司亦可接受衍生工具所屬貨幣以外的主要貨幣。在此情況下，本公司將不時按有關市場情況決定適用的估值折扣。

3.8.9 證券融資交易（定義見歐洲議會及理事會2015年11月25日有關證券融資交易的透明度及再使用的規例（歐盟）2015/2365及修訂規例（歐盟）第648/2012號（「**SFTR**」）的投資並不獲准進行。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第14.2條而包含在售股章程內。

3.9 與場外交易衍生工具相關的風險

涉及場外交易衍生工具或有效投資組合管理技巧的任何交易的合併交易對手風險，如果交易對手是在歐盟或在CSSF認為有關規管規例等同於歐盟通行的規例的國家註冊的信貸機構，則不可超過子基金資產的10%。在任何其他情況下此限額定為5%。

本公司的受委人將不斷評估信貸或交易對手風險以及潛在的風險，對於交易活動即市場價格波動範圍中不利的走勢所造成的風險，並且將持續評估對沖的有效性。彼等將會設定適用於此等類型業務的特定的內部限制，並監控就此等交易接受的交易對手。

**4. 權益的披露**

(a) Yves Wagner為本公司及管理公司及分銷商Manulife Investment Management (Ireland) Limited的董事。

除前款所述外，除了名義上持有本公司的股份，各董事及其家庭成員對於本公司的推廣或本公司的業務或自本公司成立以來本公司達成的交易中並無或不曾擁有任何利益。

(b) 任何董事與本公司之間並無現有或擬訂立的服務合約。董事有權收取由本公司按股東大會表決通過給予的報酬。兼任宏利實體董事之董事不獲支付報酬。董事均可獲支付因履行職務而招致的合理旅費、酒店住宿費和其他墊付開支。

**5. 利益衝突**

股東及潛在投資者應注意，管理公司、分銷商、任何分銷商、投資管理人、分投資管理人及投資顧問可能是宏利集團成員。部分這些實體彼此之間或與本公司之間可能有共同管理層及／或共同董事。該等實體之間可能有存在（潛在或實際）利益衝突的情況。若發生該等衝突，董事、管理公司、分銷商、任何分銷商、投資管理人、分投資管理人及／或投資顧問將盡合理努力確保與相關子基金有關的任何交易均以公平交易原則進行，符合股東最佳利益，並確保股東獲得公平對待。

管理公司、分銷商、任何分銷商、投資管理人、分投資管理人、投資顧問、存管處及執行人可能不時擔任管理公司、分銷商、存管處、受託人、支付代理、執行人、轉讓代理人、登記人、秘書、投資管理人、分投資管理人或投資顧問，或按需要不時履行與其他基金、集體投資計劃或客戶相關的職能，或以其他方式參與其中，而該等基金、集體投資計劃或客戶的投資目標與任何子基金的投資目標相同或相似。管理公司、分銷商、任何分銷商、投資管理人、分投資管理人、投資顧問、存管處及執行人及其關連人士在正常業務過程中可能與本公司或任何子基金存在潛在利益衝突。在這種情況下，各服務供應商將時刻遵守其對本公司及股東的責任，並將盡力確保該等衝突得到公平解決。

管理公司、投資管理人、分投資管理人、投資顧問或其關聯人士可能收購、出售或以其他方式買賣與任何子基金的投資相似或相同的證券或證券的衍生工具，並可能發行價值與該等證券的價值掛鈎的票據。管理公司、投資管理人、分投資管理人或投資顧問所屬的公司集團的任何成員均可能從事涉及該等證券的交易（交易、對沖或其他交易），並有權收取這些交易的相關費用。此等活動可能會影響此等證券的市場價值或當前價格水平，或可能導致該等公司集團與股東之間存在利益衝突。任何該等公司集團亦可以各種身份參與股份（或其他證券）的提呈發售，例如擔任包銷商或保薦人，或擔任發行機構的財務顧問。該等活動可能構成若干利益衝突，並可能影響相關子基金的資產價值。在這種情況下，管理公司、投資管理人、分投資管理人或投資顧問將時刻遵守其對本公司及股東的責任，並將盡力確保該等衝突得到公平解決。如交易由管理公司、投資管理人、分投資管理人、投資顧問或其關聯人士進行，預期費用將以正常市場價格計算。

投資者應注意，本公司可能投資於由宏利實體管理及／或提供投資建議的發行機構發行的證券、基金或其他票據，亦可能投資於由宏利實體管理、提供投資建議、擔任保薦人及／或安排的已發行票據。各方可能有權（直接或間接）獲得該等交易產生的費用、利潤及／或佣金。在管理此衝突時，管理公司、投資管理人、分投資管理人及／或投資顧問將確保與相關子基金有關的任何該等交易均以公平交易原則進行，按照適用的最佳執行標準執行，並且適合子基金及符合股東最佳利益。管理公司亦制定了全面的衝突管理政策及程序，並將確保該等衝突得到公平解決。

**6. 核數師**

本公司的核數師為PricewaterhouseCoopers Assurance。核數師負責按2010年法律第154條審核會計資料。本公司應發出綜合帳目。

**7. 其他**

(a) 對於本公司現時的董事和其他高級職員和代理人有使其受惠的賠償保證。

(b) 凡屬聯名股東，其中任何一名自然人聯名股東去世，其權益將自動轉歸其他在世的聯名股東而在世的股東將為本公司唯一承認對該等聯名股東名下登記的股份有任何所有權或權益的人。

(c) 分銷商就透過經紀及其他專業代理人收到認購股份申請自費支付佣金。

(d) 就本售股章程而言，本公司董事的地址為31, Z.A. Bourmicht, L-8070 Bertrange, Grand Duchy of Luxembourg。

(e) 本公司任何股份或借貸資本均未曾亦不擬以部分繳款方式發行。任何上述資本概無授予期權或有條件或無條件同意授予該等資本的期權。

(f) 除本售股章程所披露者外，

(i) 本公司未曾亦無意支付或給予本公司的任何發起人任何款項或利益；及

(ii) 本公司概未就其根據本售股章程將予發行的股份、債券或其他資本授予任何佣金、折扣、經紀費或其他特別條款。

(g) PricewaterhouseCoopers Assurance已就本售股章程之刊發及在表格和內文中提及其名稱發給書面同意及未撤回有關同意。

(h) 本公司並無涉及任何重大的訴訟或仲裁及董事會並不知悉有任何訴訟或申索尚未了結或對本公司有威脅。

(i) 本公司在英國或香港沒有維持營業處所，亦沒有擁有任何房地產或聘用任何僱員。

(j) 股東需通知本公司其資料的任何變更（例如更改地址、更改姓名等）及向本公司提供必要的證明文件以供核實。股東或認購者可能進一步需不時為監管或遵守法規之目的向本公司提供其他文件（包括但不限於身份證明文件）。未有就變更通知本公司或未有提供必要的文件可能導致股東／認購者的任何交易指示或贖回要求被延遲執行。由上述延遲可能產生的任何損失概由股東或認購者負責。

**8. 重要協議**

以下乃本公司或管理公司已訂立與本公司有關的重要協議：

(a) 本公司與Citibank Europe plc, Luxembourg Branch訂立日期為2016年8月3日的存管服務協議（可不時更改）。

(b) Carne Global Fund Managers (Luxembourg) S.A.、本公司及管理公司訂立日期為2020年10月1日的經修訂及重訂管理公司服務協議（以2021年7月1日生效的約務更替協議取代）（可不時更改）。

(c) 本公司、管理公司及Citibank Europe plc, Luxembourg Branch訂立日期為2020年9月25日的經修訂及重訂基金行政服務協議（以2021年7月1日生效的約務更替協議取代）（可不時更改）。

(d) 本公司、Manulife Investment Management (Ireland) Limited（以管理公司及分銷商的身份）及Manulife Investment Management International Holdings Limited訂立日期為2020年10月1日的經修訂及重訂總分銷協議（以2023年8月1日生效的約務更替協議取代）（可不時更改）。

就各子基金訂立的投資管理協議及分投資管理協議的詳情載於附錄一。

上文所列重要協議、投資管理協議、分投資管理協議、本公司的組織章程（經修訂）、盧森堡1915年8月10日法律（經修訂）及2010年12月17日法律（經修訂）、本公司最新的半年度及報告及年度報告的副本，於任何工作日（星期六及公眾假期除外）之一般辦公時間在本公司註冊辦事處可供免費查閱。

# 附錄三

# 組織章程及公司慣例的摘要

本公司之組成章則載列於本公司的組織章程（分別於1989年10月20日、1992年6月22日、1995年7月28日、1997年2月19日、1998年9月14日、1998年10月16日、2002年4月26日、2006年11月15日及2014年12月16日作出修訂），其若干規定（連同公司慣例）摘錄如下。

**1. 一般摘要**

**(a) 唯一宗旨**

本公司之唯一宗旨為將其獲得的資金投放於一個或多個證券投資組合之中，以分散投資風險，以及為各股東提供本公司的投資組合管理的利益。

**(b) 資本**

資本分為完全繳足的無面值股份，此等股份在任何時候均等於本公司的淨資產的價值。本公司資本之任何改變均立即生效。僅記名股份可發行碎股。

**(c) 子基金**

可以設立各自獨立的「**子基金**」，其中每一子基金可發行一種或多種類別。在配發股份時或之前，董事會應決定該等股份所屬子基金。每一子基金均被視為承擔其本身的負債。

**(d) 表決**

任何類別的股東除了可就其所持有的每一完整股份，在股東大會上有一票投票權外，亦可就其所持有的該類別的每一完整股份，在該類別股份之股東的任何個別會議上有一票投票權。除盧森堡法律另有規定外，股東會議上之決議案將經表決的過半數股份通過。

**(e) 聯名股東**

如聯名股東要求，本公司應將股份聯名登記於不多於四名股東名下。在該等情況下，上述股份所附權利必須由所有上述姓名已登記在冊內之各方共同行使。

茲附帶一提，為避免發生疑問，務須注意，除了自然人個人外，本公司有全權酌情權准許法人或非法人團體等人士的聯名登記。

**(f) 配發股份**

董事會獲授權隨時按根據組織章程確定的認購價無限制配發及發行股份，毋須為現有股東保留優先認購權。

**(g) 董事**

組織章程規定，本公司應由至少由三名人士組成的董事會管理。

董事可隨時以股東決議案罷免或替換。董事不設年齡限制，亦沒有持股量要求。

董事獲賦予履行對實行本公司的宗旨屬必需或有用的所有權力。尤其是董事有權委任任何人士擔任執行人、分銷商、投資管理人、分投資管理人或投資顧問及其認為必需的其他代表和代理，包括協助董事和投資管理人或分投資管理人的投資顧問委員會。盧森堡法律和組織章程規定，董事需委任一個存管處。

本公司一名或多名董事或高級職員在其他公司或商號擁有權益，或擔任其他公司或商號的董事、聯繫人、高級職員或僱員，本公司與該等其他公司或商號之間的任何合約和其他交易概不受影響或失效。除組織章程列明的若干例外情況外，本公司董事或高級職員如對本公司任何交易有重大利益，該董事或高級職員必須向董事會申報該重大利益，並且在考慮或表決有關交易的任何董事會議上不計入法定人數之內及不會在會議上就任何有關交易表決。

組織章程規定，董事不得在英國舉行任何會議。

**(h) 彌償**

就第三方對本公司任何董事、高級職員、僱員或代理人提出（其中包括）所有索償、要求及索取費用，只要並非上述人士或其中任何人士之疏忽或故意失責所導致，本公司可彌償上述人士。

**(i) 清盤和清算**

如本公司自動清算，其清算將按有關集體投資計劃的2010年法律或其任何修訂或取代之規定進行，該等規定指明使股東能參與清算分派的步驟。

清盤時，可供向股東分派的資產，將首先按持有有關子基金的股份的價值之比例，向每一類別的股東派付該子基金的餘額，然後再向股份持有人派付並不計算入任何子基金的餘額。上述餘額按各子基金於緊接就清盤向股東作任何分派前的資產淨值之比例，在各子基金之間分配，而分配給各子基金股東之款項則按股東所持有關子基金股份之價值比例支付。

如本公司解散，清算應由實行上述解散的股東會議所選出的一個或多個清盤人進行，而該股東會議應決定清盤人的權力及其報酬。

清盤人應按盧森堡法律將本公司的資產用於滿足債權人索償。上述索償的有效債負應按清盤人認為公平的比例由各子基金的股東分擔。

股東在本公司清盤時有權收取於清盤結束前未被對其有權收取的人士領取的任何款項，應為可能有關的人士存放在盧森堡的Caisse des Consignations。未有在30年內向Caisse des Consignations領取的款項可能按盧森堡法律的規定被沒收並撥歸盧森堡政府所有。

**2. 類別權利和限制**

股份按其所屬子基金分為指定的類別，不附帶優先權或優先購買權並可自由轉讓，下文所指述者除外。

董事依其認為必需可施加或放寬對任何股份或類別（但不一定是子基金內的所有股份）的限制（非對轉讓的任何限制，但包括要求股份僅以記名方式發行）以確保股份不會被或代表違反任何國家或政府或監管機構的法律和規定的任何人士取得或持有，以及不會對本公司有稅務或其他財務上的不利後果，包括要求按任何國家或當局的任何證券或投資或類似法律或要求登記。董事可在此方面要求股東提供其認為證明該人士是否其持有的股份的實益擁有人所必需的資料。

任何子基金股份所附權利，只有在該子基金的個別類別會議上以所投票之票數的三分之二多數通過決議案批准，方可改變（受發行條款規限）。組織章程關於股東大會的規定將適用於每一個別股東大會，但法定人數將為不少於該子基金已發行股份的一半之股東，或者，如屬延會，則為持有該子基金股份的任何一名人士（或兩種情況均可將受委代表計算在內）。如兩項或以上子基金會受需個別子基金批准的決議案相同的影響，該等子基金可視為一個單一子基金。

發行時附有優先或其他權利的任何子基金的股份賦予其持有人之權利，不會因（其中包括）設立、配發、發行或贖回在任何方面與該等股份享有同等權益，但不優先於該等股份之增發股份而改變，亦不會因設立、配發、發行或贖回任何子基金股份或因任何子基金的股份轉換為另一基金的股份而改變。

**3. 資產淨值**

**(a) 資產淨值的計算**

各子基金資產淨值按有關子基金將於每個營業日的估值時間，按本公司已分配予有關子基金的證券及其他資產之價值總和扣除分配予該子基金的本公司負債釐定。就此目的而言，本公司之負債包括於有關營業日或以前應付但未付或成為應付的股息金額之負債。

在正式的交易所上市或在另一受監管市場交易的證券應根據最後可得知價格估值。如證券在不同的市場上掛牌，則將使用主要市場對此證券的報價。固定收益證券根據有關證券交易所最新可得知中間價或構成該等證券主要市場的莊家的最後可得知的報價之中間價估值。

非上市的證券或在受監管市場上市或買賣，但其最新的賣價並不代表其公平價值的證券，則根據董事會審慎和真誠決定的可能賣價估值。

開放式投資基金發行的證券按其最後可得知的資產淨值，或如該等證券為上市證券，按上文之方式估值。

不在交易所或其他有組織的市場買賣的期貨、遠期或期權合約的清算價值，將按董事訂立的政策以一貫採用的基礎釐定。在交易所或其他有組織的市場買賣的期貨、遠期或期權合約的清算價值，將根據有關期貨、遠期或期權合約買賣的交易所及有組織的市場上該等合約的最後可得知的結算價釐定；惟如期貨、遠期或期權合約於釐定其資產淨值的營業日不能清算，則以董事視為公平和合理的價值作為釐定該合約的清算價值的基準。

流動資產及貨幣市場票據可按其面值加任何應計利息或使用攤銷成本法估值。採用攤銷成本法可使有關子基金的價值於某些時間偏離於倘子基金出售投資會收到的價格。本公司的有關投資管理人及／或執行人（經諮詢存管處後）將不時評估此估值方法，並視乎需要而建議作出改變，以確保該等資產價值按依照董事會制訂的程序真誠確定的公平價值來釐定。如投資管理人認為，與每股攤銷成本出現的偏差可能導致重大攤薄或其他對股東不公平的結果，有關投資管理人及／或執行人將採取其視為適當的糾正行動（如有），在合理切實可行的範圍內，消除或減輕攤薄或不公平的結果。

掉期按其現金流量的淨現值估值。

如子基金於子基金的有關估值時間投資於已收市的市場，或如未能提供某項資產的市場價值，或董事合理地認為可靠價格並不存在，或最近可得知價格並不反映有關子基金現時出售資產預計可獲得的價格，董事（經諮詢存管處後）可在市場波動期間運用恰當技能、審慎和勤勉，並出於真誠而對每股資產淨值作出調整以更準確反映子基金的投資於估值時間的公平價值。如作出該項調整，其將應用於同一子基金的所有類別。

一項子基金內的各類別之資產淨值按下列方式計算：(i)確定有關子基金在扣除專屬於有關類別應佔的負債以前，在有關估值時間的資產淨值；(ii)參照各類別的資本貢獻，將計算結果在有關子基金的各個類別之間分攤；及(iii)從分攤所得金額中扣除專屬於有關類別應佔的負債，加上專屬於該類別的任何資產。

**(b) 波幅定價機制**

本公司可能因投資者大量認購、贖回及／或轉換活動而需應付重大現金淨流入或淨流出，並面臨與子基金投資組合交易相關的高昂交易成本。因此，子基金的每股資產淨值可能下降（「**攤薄**」）。為減輕攤薄的影響並保護現有股東的利益，本公司將採納波幅定價機制（「**波幅定價機制**」）作為其每日估值政策的一部分。波幅定價機制適用於所有子基金。

於任何營業日，如子基金股份的總計投資者交易淨額超過預設限額（按相關子基金資產淨值的百分比或以相關子基金基礎貨幣表示之固定金額計算，且由董事會或其任何正式授權代表不時釐定及審核），如董事會認為符合投資者最佳利益，則子基金的每股資產淨值可能向上或向下調整，以分別反映淨流入及淨流出所涉及的成本（包括交易成本及估計買賣差價）（「**調整**」）。具體而言：

(i) 相關子基金股份的總計投資者交易淨額將由本公司根據計算資產淨值當時的最新可得資料而釐定。

(ii) 調整的價值取決於相關子基金所持有資產之歷史交易成本和市況。

(iii) 每項子基金的調整價值將每年最少審核兩次，以反映相關子基金所持有資產之估計交易成本及當時市況。調整價值的估算程序考慮導致交易成本的主要因素（例如買賣差價、與交易相關的稅項或徵稅等）。該調整可因個別子基金而有所不同，且不會超過原有每股資產淨值的**2.00%**（「**最大調整值**」）。在特殊情況下，董事可為了股東利益而決定暫時提高上述之最大調整值，惟須事先通知股東及投資者。調整的價值由董事會或其任何正式授權代表釐定。

(iv) 子基金各類別之每股資產淨值將獨立計算，惟任何調整按百分比計算將對子基金各類別之每股資產淨值具有相同影響。

(v) 業績表現費及其他按資產淨值計算的費用應於作出任何調整前根據每股資產淨值計算。

**4. 認購價和贖回價**

**(a) 認購價**

除非發生暫停釐定資產淨值，任何類別的股份可於營業日發行，其有關認購價藉評估有關子基金的有關類別於有關營業日的每股資產淨值計算，並在其上加（如董事決定如此）對徵稅及收費的適當準備。認購價然後按下列方式計算：

(i) 將計得的結果除以於有關估值時間有關子基金的有關類別的已發行或視為已發行的股份總數；

(ii) 加盧森堡發行股份產生的財務收費的款額（如有）；及

(iii) 將計得的結果四捨五入至小數點後四個位，所捨去任何款額撥歸有關子基金。

每股認購價所含任何款額及收費總計不可超過每股資產淨值的**6%**。

**(b) 贖回價**

任何子基金的贖回價按組織章程釐定。其計算藉評估有關子基金的有關類別於有關營業日的資產淨值，將計得的結果除以於有關估值時間有關子基金的有關類別的已發行或視為已發行的股份總數，四捨五入至小數點後四個位，所捨去任何款額撥歸有關子基金。然後將計得的金額減去（如董事會決定如此）對稅項及收費的適當撥備計得每股贖回價。如贖回通知於任何交易日盧森堡時間下午一時或之前收到，「有關營業日」通常是指同一交易日，而如在較後收到，則為下一個交易日或董事及股東同意的其他交易日。

**(c) 總則**

認購價和贖回價（除非暫停估值）每個營業日釐定一次（或更多次數，若董事認為由於有關子基金的資產淨值有重大改變而需特別估值以反映任何資產的公平價值），而在各有關情況下，該日釐定的有關類別每股資產淨值的最後估值將適用於該類別之股份的所有認購和贖回。

董事已根據其在組織章程下的酌情權決定在計算認購價時不為徵稅和收費作出撥備。對任何類別股份不徵收任何贖回費。

如對股份之發行繼續免徵盧森堡財政費用，任何類別的認購價將與其贖回價相同。

**5. 轉換股份**

股東有權將某一子基金的所有或任何股份轉換為同一子基金或另一子基金的相同類別或分類的股份（發行條款規定不得轉換的股份除外）。一種類別或分類的股份不可轉換為另一種類別或分類的股份（不論其在同一子基金或在另一子基金）。配發給新類別的股份數量，按下列公式計算：

$$N = \frac{A \times B \times D}{C}$$

其中各項概述如下：

N 有關子基金將予配發及發行的新類別的股份數量
A 有關子基金原類別的股份數量
B 有關子基金原類別每股的贖回價，並已作調整，以反映轉換費（如有，而董事可在允許的限度內對不同的申請人規定不同的應付轉換費款額）
C 有關子基金新類別的每股認購價（經調整以扣除任何初次、交易或財政收費），並已作進一步調整，以反映轉換費（如有，而董事可在允許的限度內對不同的申請人規定不同的應付轉換費款額）
D 董事於有關交易日釐定的的貨幣因素（如有），代表兩個有關貨幣之間的有效匯率

轉換費的調整（如有）僅會對B或C作出。在任何情況下，轉換費總額均不得超過所轉換股份價值的1%。

**6. 股份交易的結算**

如本售股章程第8.2節所述，認購應於申請時結算。贖回的結算通常由執行人於收到所有必需的贖回文件後三個交易日內辦理，無論如何不超過30日。投資者可能需要就延遲結算賠償本公司。

本公司無義務於任何交易日贖回多於有關子基金當時已發行的股份10%的股份。如本公司於任何交易日收到較大數目股份的贖回要求，可將該贖回延遲一段時間直到其後不超過七個交易日的交易日，屆時上述贖回將較其較後收到的要求優先辦理。

另外，如單一股東贖回所得款項超過US$500,000，可延遲至有關結算日後最多七個交易日支付。

**7. 強制贖回**

如本公司發覺有人違反某國家或政府或監管機構之法律或規定，或另外在上文第2段（類別權利和限制）所提述的情況下直接擁有或實益擁有任何股份，董事可要求贖回該等股份。

如於任何時候本公司所有已發行的股份的資產淨值低於董事釐定為本公司或有關子基金的最低適當水平，或如董事會因影響本公司或有關子基金的經濟或政治形勢變化或因其符合有關股東的最佳利益而認為適當，本公司可於給予所有股東強制贖回的事先書面通知後贖回所有先前未贖回的股份。董事會已決定，本公司及有關子基金的有關最低適當水平資產規模分別為US$5,000,000及US$2,000,000。

**8. 子基金的終止／合併**

董事可：(i)基於本公司／子基金總淨資產降低；或（ii)基於影響本公司或任何子基金的經濟或政治環境改變；或(iii)在董事會認為符合股東的最佳利益的情況下，經給予有關股東事先通知，於該通知期限屆滿後下一個交易日，按本公司或有關子基金（視情況而定）的已反映預期的變現和清算成本（但不應計入其他贖回費用）的每股資產淨值贖回本公司或有關子基金（視情況而定）的所有（但非部分）股份。

如本公司的公司資本降至低於法律規定的最低資本額（現時為1,250,000歐元或其等值的任何其他主要貨幣）的三分之二，則必須向股東大會提出將本公司清盤的決議案。

如於任何時候所有已發行的股份按其各自的資產淨值之價值低於盧森堡法律當時規定最低資本額的四分之一，本公司的董事會必須向股東大會提出解散本公司的提案，該股東大會並無最低法定人數的規定，而擁有代表該大會的股份的四分之一股東可作出解散本公司的決定。

如董事會決定，因：(i)子基金未達最低資產額；或(ii)影響子基金的經濟及政治環境有變；(iii)符合股東的最佳利益以外的理由，該子基金將通過強制贖回子基金所有股份而終止，該終止只有經將予終止的子基金之股東事先在正式召開之股東會議上批准方可實行。該股東會議未達到法定人數的規定仍可有效舉行，而且可由代表出席的股份之大多數作出決定。

根據2010年法律的規定，董事應有權合併子基金，不論是與本公司另一子基金或其他UCITS（不論是在盧森堡或另一成員國設立及不論該UCITS被註冊成立為一間公司或契約型基金）或該UCITS的子基金作為接收或合併基金。按照CSSF規例第10-5號條文，本公司應向有關基金的股東發出通知。相關基金的各股東在合併生效期期前至少30天期間，有機會要求贖回或轉換其本身的股份而無須任何費用（惟撤資費用除外），並須瞭解合併將於該通知期限屆滿後五個營業日內生效。

如要本公司作為整體停止進行合併，必須由本公司的股東在公證前決定。並無法定人數規定，並可由出席或代表出席股東所進行投票之大多數作出決定。

**9. 暫停交易**

在若干情況下，包括下列情況，經諮詢存管處後並在顧及股東最佳利益的情況下，每一子基金之估值（及因此其發行、贖回和轉換）可能會暫停：

(a) 有關投資的相當大部分所掛牌上市的證券交易所或其他市場關閉，暫停交易或交易受到限制；

(b) 發生緊急事故，而董事會認為該事故使出售子基金持有的投資而對本公司或其任何股東類別並不造成嚴重損害不切實可行；

(c) 如通常用以確定子基金持有的投資的價格或價值的通訊媒介不能使用，或因其他原因，投資的價格或價值不能正常、迅速和正確地確定；

(d) 有關投資的買賣所必需的資金的任何轉帳不能按正常匯率正常作出；或

(e) 提出將本公司清盤的決議案的會議之通知已經發出。

(f) 如果保障股東的利益屬合理，於決定合併子基金或本公司後；或

(g) 倘若子基金是另一UCITS（或其子基金）的聯接基金，如主基金UCITS（或其子基金）的資產淨值被暫停計算。

任何暫停交易時段的開始和結束（證券市場不超過九天的慣常休市除外）將於本公司的註冊辦事處及網站**www.manulifeim.com.hk**及**www.manulifeglobalfund.com**公佈。通知亦會發給提出贖回或轉換股份要求的任何股東。

在暫停或遞延期間，股東可以通過書面通知且在該期間結束前收到撤回其就未發行、贖回或轉換的任何股份提出的要求。

**10. 股份轉讓**

轉讓股份，通常可以向執行人遞交適當格式之轉讓契據及股東開戶申請表，連同有關的股票（如已發出）之方式進行。茲奉告投資者注意適用於各類別的最低持股額（載列於附錄一）。如轉讓導致股東保留的剩餘持股量少於適用於有關類別的規定最低持股額，股東亦將被要求轉讓其在原有子基金的剩餘持股。承讓人如非本公司股東，則必須填妥股東開戶申請表，並在切實可行範圍內盡快交回給本公司。

## 11. 股息

本公司的政策是就所有派息而言，按照售股章程第10.1節所示的各派息類別各自的股息政策，向其股東分派由本公司酌情決定的股息金額。然而，如就各類別應支付予股東的股息款額少於50美元，則儘管股東先前有任何收取現金股息的指示，股息反而將可在該投資者的帳下再投資於該類別的股份。

董事會可如售股章程第10.1節進一步詳述，按其酌情權從若干子基金若干類別股份的收益、已變現資本收益及／或資本撥付股息。

# 附錄四

# 風險管理程序摘要

**1. 總則**

管理公司就各子基金而採用風險管理過程，令其能夠監控及管理金融衍生工具的整體風險承擔（「**整體風險承擔**」），各子基金可因其策略而得益。

管理公司採用「承擔法」來衡量每項子基金的整體風險承擔，以及管理子基金因為市場風險而承擔的潛在虧損。

管理公司亦會監控每項子基金對FDIs的風險承擔淨額（「**風險承擔淨額**」）。

**承擔法**

承擔法乃將相關市場或金融衍生工具的票面值相加，以釐定子基金對金融衍生工具的整體風險承擔的程度。

根據2010年法律，子基金在承擔法下的整體風險承擔不得超過該子基金資產值的100%。

**風險承擔淨額**

在計算風險承擔淨額時，為了投資而購入並會在有關子基金投資組合層面上產生額外槓桿的FDIs均轉換為其相關資產的等同持倉。該風險承擔淨額乃遵照證監會《單位信託及互惠基金守則》及證監會不時頒布的規定及指引計算。在特殊情況下（例如市場及／或投資價格突然變動），實際槓桿率或會高於該預期水平。

**2. 預期最高風險承擔淨額**

下表載列每項子基金的預期最高風險承擔淨額：

| **子基金名稱** | **預期最高風險承擔淨額** |
|---|---|
| **股票基金：** | |
| *宏利環球基金－東協股票基金* | 最高50% |
| *宏利環球基金－亞太房地產投資信託產業基金* | 最高50% |
| *宏利環球基金－亞洲小型公司基金* | 最高50% |
| *宏利環球基金－中華威力基金* | 最高50% |
| *宏利環球基金－巨龍增長基金* | 最高50% |
| *宏利環球基金－領先動力基金* | 最高50% |
| *宏利環球基金 - 環球氣候行動基金* | 最高50% |
| *宏利環球基金－環球股票多元入息基金* | 最高50% |
| *宏利環球基金－環球股票基金* | 最高50% |
| *宏利環球基金－環球房地產投資信託產業基金* | 最高50% |
| *宏利環球基金－環球半導體機會基金* | 最高50% |
| *宏利環球基金－康健護理基金* | 最高50% |
| *宏利環球基金－印度股票基金* | 最高50% |
| *宏利環球基金－日本股票基金* | 最高50% |
| *宏利環球基金 - 可持續亞洲股票基金* | 最高50% |
| *宏利環球基金－台灣股票基金* | 最高50% |
| 宏利環球基金－美國股票基金 | 最高50% |
| **債券基金：** | |
| *宏利環球基金－亞洲總回報基金* | 最高50% |
| *宏利環球基金－亞洲高收益基金* | 最高50% |
| *宏利環球基金－亞洲短期債券基金* | 最高50% |
| *宏利環球基金－可持續亞洲債券基金* | 最高50% |
| *宏利環球基金－美元入息基金* | 最高50% |
| *宏利環球基金－美國特別機會基金* | 最高50% |

| | |
|---|---|
| **混合基金：** | |
| *宏利環球基金－亞洲動力入息基金* | 最高50% |
| *宏利環球基金－多元化實質資產基金* | 最高50% |
| *宏利環球基金－環球多元資產入息基金* | 最高50% |
| *宏利環球基金－投資級優先證券收益基金* | 最高50% |
| *宏利環球基金－優先證券收益基金* | 最高50% |

***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. The Directors of the Company accept full responsibility for the accuracy of the information contained in this Notice and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief there are no other facts the omission of which would make any statement misleading.***

***Notice to Shareholders of the Manulife Global Fund – Asia Dynamic Income Fund***
***("Notice")***

3 July 2026

Dear Shareholder,

The board of directors (the "**Directors**" or the "**Board**") of Manulife Global Fund (the "**Company**") is writing to you to advise you of the termination of Manulife Global Fund – Asia Dynamic Income Fund (the "**Fund**"), with effect on 15 September 2026 (the "**Effective Date**").

This Notice should be read in conjunction with the current Prospectus of the Company dated April 2026 (and where applicable and for Hong Kong Shareholders only, the current Hong Kong Covering Document dated April 2026) (collectively, the "**Prospectus**").

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

**1. Termination of the Fund**

As of 1 June 2026, the fund size of the Fund was USD 34.85 million. The ongoing charges figures for the period from 1 January 2025 to 31 December 2025 of the launched Classes of Shares offered in Hong Kong were as follows:

| Class | Ongoing charges figures[#] |
|---|---|
| Class AA Acc | 1.94% |
| Class AA (USD) MDIST (G) | 1.96% |
| Class AA (AUD Hedged) MDIST (G) | 1.92% |
| Class AA (HKD) MDIST (G) | 1.94% |
| Class AA (RMB Hedged) MDIST (G) | 1.89% |
| Class AA (GBP Hedged) MDIST (G) | 1.85% |
| Class R (HKD) MDIST (G) | 1.90% |
| Class R (USD) MDIST (G) | 1.98% |

Article 21 of the Articles of Incorporation of the Company and Appendix III, section 8 of the Prospectus provide that where, among others, the Directors deem it is in the best interests of the relevant Shareholders of the Sub-Fund, the Company may by written notice to all Shareholders of the Sub-Fund to redeem all Shares of such Sub-Fund following expiry of the notice period.

The Fund has not been able to attract substantive new investors since its inception with the majority of its assets sourced from seed capital. The Directors take the view that the Fund is not positioned to raise

[#] The ongoing charges figure is expressed as a percentage of the sum of expenses over the average net asset value of the share class for the corresponding period as described below. This figure may vary from year to year. As the maximum level of management company fee is increased with effect from 1 June 2025, this is only an estimate based on the expenses for the period from 1 January 2025 to 31 December 2025, taking into account the increase in maximum level of management company fee.

significant subscriptions in the foreseeable future. As such, the Directors consider that continuing to manage the Fund at this size will not be economically efficient and the Fund is not a commercially viable product. The Directors therefore believe it is in the best interests of the Shareholders to terminate the Fund. Accordingly, the Directors hereby notify you that, in accordance with Article 21 of the Articles of Incorporation and Appendix III, section 8 of the Prospectus set out above, they have resolved to compulsorily redeem all Shares of the Fund in issue and terminate the Fund on the Effective Date.

With effect from the date of this Notice, the Fund is no longer allowed to be marketed to the public in Hong Kong and shall not accept subscriptions or switches in from new investors.

The Management Company will apply to the Securities and Futures Commission of Hong Kong ("**SFC**") for the withdrawal of authorisation of the Fund following its termination.

**2. Costs**

All costs associated with the termination and subsequent withdrawal of authorisation of the Fund from the SFC including legal, regulatory and administration costs will be borne by Manulife. For the avoidance of doubt, such costs and expenses do not include normal operating expenses such as the trading-related transaction costs associated with the disposal of the Fund's investments and the normal operating expenses will continue to be borne by the Fund.

As of 1 June 2026, the unamortised formation expenses of the Fund amounted to USD 881, which will continue to be borne by the Fund and will be amortised (based on daily amortisation) up to 21 July 2026 (being the last date of the 5-year amortisation period). Therefore, by the Effective Date, there will be no unamortised formation expenses associated with the Fund.

**3. Action to be taken**

Subscriptions and switches into the Fund from new investors are not permitted with effect from the date of this Notice. Further subscriptions or switches into the Fund from existing Shareholders (including those who maintain regular saving plans, if any) will continue to be accepted up to the Dealing Cut-Off Point (as defined below).

You may apply to redeem or switch your holding in the Fund to Shares of the same Class or Category in any other Sub-Fund(s) until 1.00 p.m. (Luxembourg time) (and in the case of Hong Kong Shareholders, 5.00 p.m. (Hong Kong Time)) on 7 September 2026 (the "**Dealing Cut-Off Point**"), free of any redemption or switching charges and in accordance with the provisions of the Prospectus. However, your bank or financial adviser may charge you fees in respect of such switching/redemption instructions. You are advised to contact your bank, distributor or financial adviser should you have any questions.

You can only switch your holding into Shares of the same Class or Category in another Sub-Fund, which is offered or sold in your jurisdiction pursuant to the provisions of the Prospectus, and such switching is subject to all applicable minimum initial investment amount and minimum holding requirements as well as investor eligibility criteria being complied with. For the purposes of switching, each of the following shall be deemed to be within the same Category: (1) Shares of AA/R/F Classes and Shares of P Classes in any Sub-Fund; and (2) other Classes of Shares in any Sub-Fund as the Directors may from time to time decide. Please refer to the Prospectus for further details of the features of each Class. You are reminded to seek your own advice as to the suitability of any alternative investment option.

No redemption or switching requests from Shareholders will be accepted after the Dealing Cut-Off Point.

If you choose to redeem your Shares, the redemption proceeds will be paid to you in accordance with the provisions in section 8.4.2 of the Prospectus. If you choose to switch your Shares to a holding in other Sub-Fund(s) of the Company, the proceeds will be utilised to purchase Shares in the Sub-Fund(s) specified by you at the Subscription Price applicable to that Sub-Fund(s) in accordance with the provisions in section 8.3.1 of the Prospectus.

Shareholders who have not exercised their right to redeem or switch their Shares in the Fund by the Dealing Cut-Off Point will have their Shares in the Fund automatically redeemed free of any redemption charges on the Effective Date, at a Net Asset Value per Share calculated as at the Valuation Point on the Effective Date.

The redemption proceeds due to such Shareholders will be expected to be settled within three Dealing Days and in any event not more than 30 days after the Effective Date. Proceeds not claimed by Shareholders at close of liquidation of the Fund will be deposited at the Caisse de Consignation in Luxembourg and shall be forfeited after thirty years.

**4. Preparing for the Termination of the Fund**

The Investment Manager is expected to commence the liquidation of the underlying investment of the Fund approximately five Business Days prior to the Effective Date. From the date of this Notice up to the commencement of the liquidation process, the Investment Manager intends to continue to manage the Fund in accordance with its investment objective and policy. During the liquidation process (notably on the days immediately preceding the Effective Date), the Fund may not always be able to adhere to its investment objective, policy and/or restrictions under the UCITS Regulations.

**5. Taxation**

The tax consequences of the termination of the Fund may vary for individual Shareholders depending on the tax laws in the jurisdiction of your respective incorporation, establishment, citizenship, domicile or residence. 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.

For Hong Kong Shareholders only: Ordinarily, the termination of the Fund should not have any tax implications for Hong Kong Shareholders. No tax will be payable by Hong Kong Shareholders in respect of dividends or other income distributions of the Fund or in respect of any capital gains arising on a sale, realisation or other disposal of Shares of the Fund, except that Hong Kong profits tax may arise where such transactions form part of a trade, profession or business carried on in Hong Kong. However, Hong Kong Shareholders are advised to seek specific tax advice based on their specific circumstances.

**6. General**

For Hong Kong Shareholders only: The Prospectus, the Hong Kong Covering Document, the product key facts statement of the Fund and the Articles of Incorporation of the Company are available during usual business hours on any weekday (Saturdays and public holidays excepted) at the office of the Hong Kong Representative free of charge and are also available at www.manulifeim.com.hk[1].

[1] This website has not been reviewed by the SFC.

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.

**Yours faithfully**

**Board**
**For and on behalf of Manulife Global Fund**

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

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***Notice to Shareholders of the Manulife Global Fund – Global Climate Action Fund***
***("Notice")***

3 July 2026

Dear Shareholder,

The board of directors (the "**Directors**" or the "**Board**") of Manulife Global Fund (the "**Company**") is writing to you to advise you of the termination of Manulife Global Fund – Global Climate Action Fund (the "**Fund**"), with effect on 15 September 2026 (the "**Effective Date**").

This Notice should be read in conjunction with the current Prospectus of the Company dated April 2026 (and where applicable and for Hong Kong Shareholders only, the current Hong Kong Covering Document dated April 2026) (collectively, the "**Prospectus**").

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

**1. Termination of the Fund**

As of 1 June 2026, the fund size of the Fund was USD 10.88 million. The ongoing charges figures for the period from 1 January 2025 to 31 December 2025 of the launched Classes of Shares offered in Hong Kong were as follows:

| Class | Ongoing charges figures[#] |
|---|---|
| Class AA Acc | 2.32% |
| Class AA (AUD Hedged) Acc | 2.32% |
| Class AA (HKD) Acc | 2.37% |
| Class AA (GBP Hedged) Acc | 2.34% |
| Class AA (RMB Hedged) Acc | 2.27% |

Article 21 of the Articles of Incorporation of the Company and Appendix III, section 8 of the Prospectus provide that where, among others, the Directors deem it is in the best interests of the relevant Shareholders of the Sub-Fund, the Company may by written notice to all Shareholders of the Sub-Fund to redeem all Shares of such Sub-Fund following expiry of the notice period.

[#] The ongoing charges figure is expressed as a percentage of the sum of expenses over the average net asset value of the share class for the corresponding period as described below. This figure may vary from year to year. As the maximum level of management company fee is increased with effect from 1 June 2025, this is only an estimate based on the expenses for the period from 1 January 2025 to 31 December 2025, taking into account the increase in maximum level of management company fee.

The Fund has not been able to attract substantive new investors since its inception with the majority of its assets sourced from seed capital. The Directors take the view that the Fund is not positioned to raise significant subscriptions in the foreseeable future. As such, the Directors consider that continuing to manage the Fund at this size will not be economically efficient and the Fund is not a commercially viable product. The Directors therefore believe it is in the best interests of the Shareholders to terminate the Fund. Accordingly, the Directors hereby notify you that, in accordance with Article 21 of the Articles of Incorporation and Appendix III, section 8 of the Prospectus set out above, they have resolved to compulsorily redeem all Shares of the Fund in issue and terminate the Fund on the Effective Date.

With effect from the date of this Notice, the Fund is no longer allowed to be marketed to the public in Hong Kong and shall not accept subscriptions or switches in from new investors.

The Management Company will apply to the Securities and Futures Commission of Hong Kong ("**SFC**") for the withdrawal of authorisation of the Fund following its termination.

**2. Costs**

All costs associated with the termination and subsequent withdrawal of authorisation of the Fund from the SFC including legal, regulatory and administration costs will be borne by Manulife. For the avoidance of doubt, such costs and expenses do not include normal operating expenses such as the trading-related transaction costs associated with the disposal of the Fund's investments and the normal operating expenses will continue to be borne by the Fund.

As of 1 June 2026, the unamortised formation expenses of the Fund amounted to USD 9,074.19, which will continue to be borne by the Fund and will be amortised (based on daily amortisation) up to the Effective Date. Any unamortised formation expenses will be written off by the Company for the account of the Fund, in accordance with section 9.6.2 of the Prospectus.

**3. Action to be taken**

Subscriptions and switches into the Fund from new investors are not permitted with effect from the date of this Notice. Further subscriptions or switches into the Fund from existing Shareholders (including those who maintain regular saving plans, if any) will continue to be accepted up to the Dealing Cut-Off Point (as defined below).

You may apply to redeem or switch your holding in the Fund to Shares of the same Class or Category in any other Sub-Fund(s) until 1.00 p.m. (Luxembourg time) (and in the case of Hong Kong Shareholders, 5.00 p.m. (Hong Kong Time)) on 4 September 2026 (the "**Dealing Cut-Off Point**"), free of any redemption or switching charges and in accordance with the provisions of the Prospectus. However, your bank or financial adviser may charge you fees in respect of such switching/redemption instructions. You are advised to contact your bank, distributor or financial adviser should you have any questions.

You can only switch your holding into Shares of the same Class or Category in another Sub-Fund, which is offered or sold in your jurisdiction pursuant to the provisions of the Prospectus, and such switching is subject to all applicable minimum initial investment amount and minimum holding requirements as well as investor eligibility criteria being complied with. For the purposes of switching, each of the following shall be deemed to be within the same Category: (1) Shares of AA/R/F Classes and Shares of P Classes in any Sub-Fund; and (2) other Classes of Shares in any Sub-Fund as the Directors may from time to time decide. Please refer to the Prospectus for further details of the features of each Class. You are reminded to seek your own advice as to the suitability of any alternative investment option.

No redemption or switching requests from Shareholders will be accepted after the Dealing Cut-Off Point.

If you choose to redeem your Shares, the redemption proceeds will be paid to you in accordance with the provisions in section 8.4.2 of the Prospectus. If you choose to switch your Shares to a holding in other Sub-Fund(s) of the Company, the proceeds will be utilised to purchase Shares in the Sub-Fund(s) specified by you at the Subscription Price applicable to that Sub-Fund(s) in accordance with the provisions in section 8.3.1 of the Prospectus.

Shareholders who have not exercised their right to redeem or switch their Shares in the Fund by the Dealing Cut-Off Point will have their Shares in the Fund automatically redeemed free of any redemption charges on the Effective Date, at a Net Asset Value per Share calculated as at the Valuation Point on the Effective Date.

The redemption proceeds due to such Shareholders will be expected to be settled within three Dealing Days and in any event not more than 30 days after the Effective Date. Proceeds not claimed by Shareholders at close of liquidation of the Fund will be deposited at the Caisse de Consignation in Luxembourg and shall be forfeited after thirty years.

**4. Preparing for the Termination of the Fund**

The Investment Manager is expected to commence the liquidation of the underlying investment of the Fund approximately five Business Days prior to the Effective Date. From the date of this Notice up to the commencement of the liquidation process, the Investment Manager intends to continue to manage the Fund in accordance with its investment objective and policy. During the liquidation process (notably on the days immediately preceding the Effective Date), the Fund may not always be able to adhere to its investment objective, policy and/or restrictions under the UCITS Regulations.

**5. Taxation**

The tax consequences of the termination of the Fund may vary for individual Shareholders depending on the tax laws in the jurisdiction of your respective incorporation, establishment, citizenship, domicile or residence. 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.

For Hong Kong Shareholders only: Ordinarily, the termination of the Fund should not have any tax implications for Hong Kong Shareholders. No tax will be payable by Hong Kong Shareholders in respect of dividends or other income distributions of the Fund or in respect of any capital gains arising on a sale, realisation or other disposal of Shares of the Fund, except that Hong Kong profits tax may arise where such transactions form part of a trade, profession or business carried on in Hong Kong. However, Hong Kong Shareholders are advised to seek specific tax advice based on their specific circumstances.

**6. General**

For Hong Kong Shareholders only: The Prospectus, the Hong Kong Covering Document, the product key facts statement of the Fund and the Articles of Incorporation of the Company are available during usual business hours on any weekday (Saturdays and public holidays excepted) at the office of the Hong Kong Representative free of charge and are also available at www.manulifeim.com.hk[1].

[1] This website has not been reviewed by the SFC.

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.

**Yours faithfully**

**Board**
**For and on behalf of Manulife Global Fund**

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

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**Notice to Shareholders**
**("Notice")**

5 May 2026

Dear Shareholder,

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

Unless otherwise specified below, these changes will be reflected in the revised Prospectus of the Company (and where applicable and for Hong Kong Shareholders only, the revised Hong Kong Covering Document) (collectively, the "**Revised Prospectus**") to be dated July 2026. This Notice, which summarizes the changes for your ease of reference, should be read in conjunction with the current Prospectus of the Company dated April 2026 (and where applicable and for Hong Kong Shareholders only, the current Hong Kong Covering Document dated April 2026) (collectively, 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 with respect to the Company with effect from 10 July 2026 (the "**Effective Date**") (unless otherwise specified below):

**1.** ***Repositioning of Asian Small Cap Equity Fund***

With a view to providing investors with a product with a thematic focus on the fast-growing innovation and technology sectors in order to capture more attractive returns, thus attracting more capital inflows from investors to further grow the size of the Sub-Fund, thereby enhancing fund management efficiency of the Sub-Fund, the investment objective of Asian Small Cap Equity Fund will be changed such that the Sub-Fund will aim to provide long-term capital growth for investors who hold a long term investment view and are prepared to accept significant fluctuations in the value of their investments, by investing primarily in equity and equity related securities of innovation and/or technology companies which are incorporated, located or listed, or have significant business interests, in the Asia Pacific region ("**Asia Pacific Innovation Companies**").

The investment policy will also be amended such that at least 70% of the Sub-Fund's net assets will be invested in equity and equity related securities of Asia Pacific Innovation Companies.

As a result, the Sub-Fund may have direct and/or indirect exposure to companies which are involved in, without limitation, the artificial intelligence value chain, biotechnology, and the

development and production of semiconductors and related equipment.

In addition, Shareholders should note the following key changes to the investment policy from the Effective Date onwards:

(a) the Sub-Fund may invest up to 10% of its net assets in UCITS (undertaking for collective investment in transferable securities) and other UCIs (undertaking for collective investment) in accordance with Article 41(1)(e) of the 2010 Law;

(b) the Sub-Fund will no longer be subject to any limitation on the portion of its net assets that may be invested in issuers of any market capitalisation (although securities of small and medium sized companies may represent, at times, more than 30% of the Sub-Fund's net assets due to the nature of its investment portfolio);

(c) the Sub-Fund may, from time to time, invest more than 30% of its net assets in companies in the following sectors: information technology (including hardware and software), industrials, communication services, consumer discretionary and healthcare;

(d) the Sub-Fund may, from time to time, invest more than 30% of its net assets directly in certain China A-Shares listed on the SSE or the SZSE via Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect respectively; and

(e) in times of extreme market volatility or during severe adverse market conditions, the Sub-Fund will have the flexibility to temporarily hold a substantial portion (up to 40%) of its assets in cash or cash equivalents, or invest in short-term money market instruments for the preservation of the value of the assets in the investment portfolio.

Following the changes to the investment objective and policy of the Sub-Fund (the "**Repositioning**"), the Sub-Fund will no longer compare its performance against nor will it be managed in reference to any benchmark.

As a result of the Repositioning, the Sub-Fund will be re-named as "**Asia Innovation Fund**" from the Effective Date, to reflect its new investment focus.

The Investment Manager is expected to commence the rebalancing of the Sub-Fund's portfolio approximately 2 weeks prior to the Effective Date (the "**Rebalancing Period**"). In light of the differences in the investment objective and policy of the Sub-Fund prior to and after the Repositioning, the proportion of assets which are subject to rebalancing is expected to be substantial. Investors should be aware that during the Rebalancing Period, the Sub-Fund may not be able to fully adhere to its current investment objective and policy.

The legal and administrative expenses that will be incurred in connection with the Repositioning described above are approximately USD35,000, which will be borne by Asian Small Cap Equity Fund.

**2.** ***Other miscellaneous updates***

Please also take note of the following miscellaneous updates to the Revised Prospectus (and where applicable, the Hong Kong Covering Document):

(a) enhancements of disclosures relating to potential conflicts of interests under Appendix II (*Statutory and General Information*) of the Prospectus;

(b) change of registered office of Manulife Investment Management (Europe) Limited to 4th Floor, One Strand, London WC2N 5HR, United Kingdom;

(c) change(s) to the board of directors of the Management Company; and

(d) other enhancement and/or simplification of disclosures, administrative, editorial and/or clarificatory updates.

For Shareholders in Asian Small Cap Equity Fund only, if you do not agree with the changes described in section 1, you may apply to redeem or to switch your holding in Asian Small Cap Equity Fund to Shares of the same Class or Category in any other Sub-Fund(s), free of any switching charges or redemption charges, until 26 June 2026. In respect of other changes described above, if you do not agree with such changes, 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), subject to switching charges but free of redemption charges, in accordance with the Offering Documents. However, your bank or financial adviser may charge you fees in respect of such switching/redemption instructions. You are advised to contact your bank, distributor or financial adviser should you have any questions.

You can only switch your holding into Shares of the same Class or Category 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 switch is subject to all applicable minimum initial investment amount and minimum holding requirements as well as investor eligibility criteria being complied with. Please refer to the Prospectus for further details of the features of each Class. You are reminded to seek your own advice as to the suitability of any alternative investment option.

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 (and for Hong Kong Shareholders only, the Hong Kong Covering Document). 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 Prospectus, the Hong Kong Covering Document and the product key fact statements of each Sub-Fund are available during usual business hours on any weekday (Saturdays and public holidays excepted) at the office of the Hong Kong Representative free of charge and are also available at www.manulifeim.com.hk*.

Should you have any questions or require any further information about any of the matters set out in this Notice, you 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, or your bank, distributor or financial adviser.

**Yours faithfully**

**Board**
**For and on behalf of Manulife Global Fund**

* This website has not been reviewed by the SFC.

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

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

15 September 2025

Dear Shareholder,

The board of directors (the "**Directors**" or the "**Board**") of Manulife Global Fund (the "**Company**") is writing to you to advise you of the termination of Manulife Global Fund – Emerging Eastern Europe Fund (the "**Fund**"), with effect on 16 December 2025 (the "**Effective Date**").

This Notice should be read in conjunction with the current Prospectus of the Company dated April 2025 (and where applicable and for Hong Kong Shareholders only, the current Hong Kong Covering Document dated April 2025) (collectively, the "**Prospectus**").

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

**1. Termination of the Fund**

As of 30 June 2025, the fund size of the Fund was USD 117 million (including Russian Securities (as defined below) which are marked down to zero). The ongoing charges figure for the period from 1 March 2024 to 28 February 2025 of Class AA Shares (being the only launched share class offered in Hong Kong) was 1.81%[#].

Article 21 of the Articles of Incorporation of the Company and Appendix III, section 8 of the Prospectus provide that where the Directors deem it appropriate because of changes in the economic or political situation affecting the Company or a Sub-Fund, or where the Directors deem it is in the best interests of the relevant Shareholders of the Sub-Fund, the Company may by written notice to all Shareholders of the Sub-Fund to redeem all Shares of such Sub-Fund following expiry of the notice period.

Due to the current economic and geopolitical conditions in Eastern Europe (in particular arising from the ongoing situation between Russia and Ukraine), the Directors take the view that the Fund is not positioned to raise significant subscriptions in the foreseeable future. As such, the Directors consider that the Fund is no longer a commercially viable product that can provide continuing value to Shareholders in the long term. The Directors therefore believe it is in the best interests of the Shareholders to terminate the Fund. Accordingly, the Directors hereby notify you that, in accordance with Article 21 of the Articles of Incorporation and Appendix III, section 8 of the Prospectus set out above, they have resolved to compulsorily redeem all Shares of the Fund in issue and terminate the Fund on the Effective Date.

[#] The ongoing charges figure is expressed as a percentage of the sum of expenses over the average net asset value of the share class for the corresponding period as described above. This figure may vary from year to year.

With effect from the date of this Notice, the Fund is no longer allowed to be marketed to the public in Hong Kong and shall not accept subscriptions or switches in from new investors.

**2. Russian Securities**

The Fund's portfolio currently holds 8 illiquid Russian securities in respect of which the orderly transaction and valuation were adversely affected due to economic sanctions applicable to these securities (collectively, the "**Russian Securities**"). As of 16 June 2022, out of the Russian Securities, 7 were assigned with a value of zero (which amounted to approximately 7.55% of the Fund's Net Asset Value as of 28 February 2022). Subsequently, 1 other Russian Security which was listed on the London Stock Exchange was marked to zero on 1 August 2023.

The valuation of the Russian Securities at zero value was made in accordance with, amongst others, Article 23 of the Articles of Incorporation and Appendix III, section 3 of the Prospectus and in consultation with the Depositary which the Directors consider to be the fair value of the Russian Securities.

**3. Action to be taken**

You may apply to redeem or switch your holding in the Fund to Shares of the same Class or Category in any other Sub-Fund(s) until 1.00 p.m. (Luxembourg time) (and in the case of Hong Kong Shareholders, 5.00 p.m. (Hong Kong Time)) on 8 December 2025 (the "**Dealing Cut-Off Point**"), free of any redemption or switching charges and in accordance with the provisions of the Prospectus. However, your bank or financial adviser may charge you fees in respect of such switching/redemption instructions. You are advised to contact your bank, distributor or financial adviser should you have any questions.

You can only switch your holding into Shares of the same Class or Category in another Sub-Fund, which is offered or sold in your jurisdiction pursuant to the provisions of the Prospectus, and such switch is subject to all applicable minimum initial investment amount and minimum holding requirements as well as investor eligibility criteria being complied with. For the purposes of switching, each of the following shall be deemed to be within the same Category: (1) Shares of AA/R/F Classes and Shares of P Classes in any Sub-Fund; and (2) other Classes of Shares in any Sub-Fund as the Directors may from time to time decide. Please refer to the Prospectus for further details of the features of each Class. You are reminded to seek your own advice as to the suitability of any alternative investment option.

No redemption or switching requests from Shareholders will be accepted after the Dealing Cut-Off Point.

If you choose to redeem your Shares, the redemption proceeds will be paid to you in accordance with the provisions in section 8.4.2 of the Prospectus. If you choose to switch your Shares to a holding in other Sub-Fund(s) of the Company, the proceeds will be utilized to purchase Shares in the Sub-Fund(s) specified by you at the Subscription Price applicable to that Sub-Fund(s) in accordance with the provisions in section 8.3.1 of the Prospectus.

Shareholders who have not exercised their right to redeem or switch their Shares in the Fund by the Dealing Cut-Off Point will have their Shares in the Fund automatically redeemed free of any redemption charges on the Effective Date, at a Net Asset Value per Share calculated as at the Valuation Point on the Effective Date.

The redemption proceeds due to such Shareholders will be expected to be settled within three Dealing Days and in any event not more than 30 days after the Effective Date. Proceeds not claimed by Shareholders at close of liquidation of the Fund will be deposited at the Caisse de Consignation in Luxembourg and shall be forfeited after thirty years.

Please also refer to section 4 below in relation to the treatment of Russian Securities in the Fund's portfolio.

## 4. Preparing for the Termination of the Fund

The Investment Manager is expected to commence the liquidation of the underlying investment of the Fund (excluding the Russian Securities) approximately ten Business Days prior to the Effective Date. During the liquidation process (notably on the days immediately preceding the Effective Date), the Fund may not always be able to adhere to its investment objective, policy and/or restrictions under the UCITS Regulations.

Given the ongoing situation between Russia and Ukraine, the Investment Manager does not expect that the orderly transaction and valuation of the Russian Securities can resume on or before the Effective Date. Where the orderly transaction and valuation of the Russian Securities remain impracticable after the Effective Date, such Russian Securities will continue to be held in custody by the Depositary under the current custodial arrangement of the Fund until such Russian Securities can be valued and realized. With effect from the Effective Date, Fiera Capital (UK) Limited will cease to act as the Investment Manager of the Fund and Manulife Investment Management (Europe) Limited will be appointed as the Fund's liquidation administrator to continue to monitor the market conditions after the Effective Date, in order to realize the Russian Securities as soon as possible and in an orderly manner.

If the Russian Securities are sold at a value higher than zero after the Effective Date, any net proceeds from the sale of the Russian Securities (after deducting the associated transaction costs, taxes, etc.), together with (if any) the excess amount of the Provision (as defined in section 5 below) will be distributed to Shareholders who remain invested in the Fund on the Effective Date, in proportion to their respective holding of Shares in the Fund as of the Effective Date. ***Accordingly, if you redeem or switch your holding in the Fund prior to the Dealing Cut-Off Point, you will not receive any of these proceeds.*** The Management Company will determine if such distribution will be made in one single payment or in tranches based on the best interest of the Shareholders who are entitled to the distribution, taking into consideration matters such as the timing of the disposal of the Russian Securities, the amount of sales proceeds and any associated costs of distribution, including the Depositary charges (if any). Please note that where such proceeds are not enough to cover the relevant costs, no distribution will be made. Updates regarding the status of the Russian Securities will not be issued to Shareholders on a regular basis. However, in the event that the orderly valuation and transaction of the Russian Securities resume and further distribution(s) will be made, Shareholders who are entitled to the distribution will be informed accordingly.

The Management Company considers that the above arrangement for handling the Russian Securities will facilitate the termination of the Fund and will be in the best interests of Shareholders. The Depositary agrees with the termination of the Fund and the above arrangement in relation to the Russian Securities. Both the Depositary and the Administrator are ready to and will support the termination of the Fund and the above arrangement in relation to the Russian Securities. Should it become possible to dispose of the Russian Securities before the Effective Date, the Management Company will consider if any revision to the approach of the proposed termination is required, taking into consideration the best interests of the Shareholders.

The Management Company will apply to the Securities and Futures Commission of Hong Kong ("**SFC**") for the withdrawal of authorization of the Fund following its termination.

## 5. Costs

All costs associated with the termination and subsequent withdrawal of authorization of the Fund from the SFC including legal, regulatory and administration costs are approximately USD50,000 which will be borne by the Fund. These costs have already been accrued and accounted for in the Net Asset Value of the Fund between 3 September 2025 and 12 September 2025. For the avoidance of doubt, such costs and expenses do not include normal operating expenses such as the trading-related transaction costs associated with the disposal of the Fund's investments and the normal operating expenses will continue to be borne by the Fund. There are no unamortized formation expenses associated with the Fund.

The Management Company intends to set aside an amount of USD350,000 (the "**Provision**") from the Fund's assets as a provision for discharging the costs and expenses after the Fund's termination but prior to the liquidation of Russian Securities (such as Depositary charges, regulatory fees and audit fees pertaining to the Russian Securities or the Fund) (collectively, the "**Post-Termination Expenses**"). The Provision has been accrued and accounted for in the Net Asset Value of the Fund between 3 September 2025 and 12 September 2025. Accordingly, with effect from 12 September 2025, the Net Asset Value of the Fund will have fully reflected the Provision. The Management Company currently expects that the Provision will be able to cover the Post-Termination Expenses for approximately **5 years** from the Effective Date. In the event that the amount of Provision is insufficient to cover the actual Post-Termination Expenses, the shortfall will be set off against the proceeds from the sale of the Russian Securities (if any). If the sale proceeds of the Russian Securities are still insufficient, the remaining shortfall will be borne by Manulife.

If the Provision is higher than the final Post-Termination Expenses, the Management Company will distribute such excess Provision to the Shareholders who remain invested in the Fund on the Effective Date, as further described in section 4 above.

**6. Taxation**

The tax consequences of the termination of the Fund may vary for individual Shareholders depending on the tax laws in the jurisdiction of your respective incorporation, establishment, citizenship, domicile or residence. 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.

For Hong Kong Shareholders only: Ordinarily, the termination of the Fund should not have any tax implications for Hong Kong Shareholders. No tax will be payable by Hong Kong Shareholders in respect of dividends or other income distributions of the Fund or in respect of any capital gains arising on a sale, realisation or other disposal of Shares of the Fund, except that Hong Kong profits tax may arise where such transactions form part of a trade, profession or business carried on in Hong Kong. However, Hong Kong Shareholders are advised to seek specific tax advice based on their specific circumstances.

**7. General**

For Hong Kong Shareholders Only: The Prospectus, the Hong Kong Covering Document, the product key fact statement of the Fund and the Articles of Incorporation of the Company are available during usual business hours on any weekday (Saturdays and public holidays excepted) at the office of the Hong Kong Representative free of charge and are also available at www.manulifeim.com.hk[1].

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.

**Yours faithfully**

**Board**
**For and on behalf of Manulife Global Fund**

[1] This website has not been reviewed by the SFC.

# MANULIFE GLOBAL FUND

(a Luxembourg-domiciled open-ended investment company)

## HONG KONG COVERING DOCUMENT

April 2026

**IMPORTANT: If you are in any doubt about the contents of this Hong Kong Offering Document (as defined below) or the accompanying financial reports, you should seek independent professional financial advice.**

This document contains additional information for Hong Kong investors (the "**Hong Kong Covering Document**" or "**HKCD**") and forms part of, may not be distributed unless accompanied by, and must be read in conjunction with, the Prospectus (the "**Prospectus**") of Manulife Global Fund (the "**Company**") dated April 2026 (collectively the "**Hong Kong Offering Document**").

The Directors of the Company, whose names appear in Section 2 of the Prospectus, are the persons responsible for the information contained in this HKCD. The Directors accept full responsibility for the accuracy of the information contained in this HKCD and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief there are no other facts the omission of which would make any statement misleading.

The purpose of the HKCD is to set out the information relating to the Company and each of its sub-funds (the "**Sub-Funds**") that is particular to the offering of the Sub-Funds to investors in Hong Kong.

**Sub-Funds Available for Investment**

The Company and certain Sub-Funds are authorised by the Securities and Futures Commission in Hong Kong (the "**SFC**") for offering to the public in Hong Kong pursuant to Section 104 of the Securities and Futures Ordinance as amended, supplemented or replaced from time to time (the "**SFO**"). In giving such authorisation, the SFC does not take responsibility for the financial soundness of the Company or for the correctness of any statements made or opinions expressed in this regard. SFC authorisation is not a recommendation or endorsement of a product nor does it guarantee the commercial merits of a product or its performance. It does not mean the product is suitable for all investors nor is it an endorsement of its suitability for any particular investor or class of investors. The SFC does not take any responsibility as to the accuracy of the statements made or opinions expressed in the Hong Kong Offering Document.

**WARNING:** In relation to the Sub-Funds as set out in the Prospectus, only the following Sub-Funds have been authorized by the SFC, pursuant to section 104 of the SFO and hence (unless otherwise indicated below) may be offered to the public of Hong Kong:

**EQUITY FUNDS:**

**ASEAN Equity Fund**
**Asia Pacific REIT Fund**
**Asian Small Cap Equity Fund**
**China Value Fund**
**Dynamic Leaders Fund**
**Dragon Growth Fund**
**Emerging Eastern Europe Fund^ (terminated with effect from 16 December 2025)**
**Global Climate Action Fund**
**Global Equity Diversified Income Fund**
**Global Equity Fund**
**Global REIT Fund**
**Global Semiconductor Opportunities Fund**
**Healthcare Fund**
**India Equity Fund**
**Japan Equity Fund**
**Sustainable Asia Equity Fund**
**Taiwan Equity Fund**
**U.S. Equity Fund**

^ Please note that the Emerging Eastern Europe Fund has been terminated with effect from 16 December 2025. This Sub-Fund is no longer offered to the public in Hong Kong although it remains authorised by the SFC as of the date of this document.

**BOND FUNDS:**

**Asia Total Return Fund**

**Asian High Yield Fund**

**Asian Short Duration Bond Fund**

**Sustainable Asia Bond Fund**

**USD Income Fund**

**U.S. Special Opportunities Fund**

**HYBRID FUNDS:**

**Asia Dynamic Income Fund**

**Diversified Real Asset Fund**

**Global Multi-Asset Diversified Income Fund**

**Investment Grade Preferred Securities Income Fund**

**Preferred Securities Income Fund**

Please note that the Prospectus is a global offering document and may therefore also contain information of the Sub-Funds which are not authorized by the SFC from time to time.

No offer shall be made to the public of Hong Kong in respect of any of the above unauthorized Sub-Funds. The issue of the Hong Kong Offering Document was authorized by the SFC only in relation to the offer of the SFC-authorized Sub-Funds to the public of Hong Kong. Intermediaries should take note of this restriction. It is an offence to offer such Sub-Funds which have not been authorised by the SFC to the public in Hong Kong unless an exemption under section 103 of the SFO applies.

Please note that the Company's website www.manulifeglobalfund.com (the "**Global Website**") as referenced in the Prospectus is not intended for and should not be referred to by Hong Kong retail investors. Where the Prospectus states that certain documents or information are available through the Global Website, such documents or information are available to Hong Kong retail investors from the website http://www.manulifeim.com.hk (the "**Hong Kong Website**") and the Hong Kong Representative on request. Each of the Global Website and the Hong Kong Website has not been reviewed by the SFC and may contain information in respect of funds which are not authorized by the SFC. Information and materials included on these websites do not form part of the Hong Kong Offering Document.

Each Sub-Fund may, itself, offer more than one series of Shares (each "**Class**").

Investors should note that during such period as the Company or any Sub-Fund remains authorised by the SFC, the Hong Kong Offering Document will be translated and available in English and Chinese. Insofar as Hong Kong investors are concerned, the Chinese version of the Hong Kong Offering Document shall be of equal standing to its English version.

Although the Company is permitted under its investment powers to enter into securities lending, repurchase, reverse repurchase and similar over-the-counter transactions, the Company currently has no intention for any of its SFC-authorised Sub-Funds to do so, provided that the Company may review this policy from time to time depending on prevailing market conditions. Should there be a policy change which leads to definitive plans to enter into such transactions, the Company will give all Shareholders one month's prior notice before such change takes effect. The Hong Kong Covering Document will also then be updated to provide details of the arrangements relating to any such transactions as required by the SFC.

Personal data provided by investors on the application form, and details of transactions or dealings between investors and the Company will be used, stored, disclosed and transferred to such persons as the Company consider necessary, including but not limited to any member of Manulife Financial Group, for any purpose in connection with the services the Company may provide to investors, and/or in connection with matching for whatever purpose with other personal data concerning investors, and/or for the purpose of promoting, improving and furthering the provision of services by the Company, other Manulife Financial Group members and/or any service provider hereunder to investors generally. Shareholders have the right to request access to and correction of any personal data or to request the personal data not to be used for direct marketing purposes.

The Company confirms that for so long as the Company and any Sub-Fund remain authorised by the SFC in Hong Kong and unless otherwise approved by the SFC, it is the Company's intention to operate each SFC-authorised Sub-Fund in accordance with the relevant general investment principles of Chapter 7 of the SFC Handbook for Unit Trusts and Mutual Funds, Investment-Linked Assurance Schemes and Unlisted Structured Investment Products.

Each of the Global REIT Fund and Asia Pacific REIT Fund is not authorized by the SFC under the Code on Real Estate Investment Trusts.

**Application Procedure**

The procedure for application for Hong Kong investors is described in Section 3 below and an Account Opening Form is distributed with this Hong Kong Offering Document. Further copies of the Hong Kong Offering Document and Account Opening Form may be obtained from the offices of the Hong Kong Distributor and the Hong Kong Representative as shown below:

***Hong Kong Distributor***

Manulife Investment Management (Hong Kong) Limited
10th Floor
Lee Garden One
33 Hysan Avenue
Causeway Bay
Hong Kong SAR

***Hong Kong Representative***

Citibank N.A. Hong Kong Branch
50th Floor
Champion Tower
3 Garden Road
Central
Hong Kong SAR

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## 1. GLOSSARY

Terms and expressions defined in the Prospectus will, unless otherwise defined in the HKCD, have the same meaning when used in the HKCD. In the event of any inconsistency between the contents of the Prospectus and the HKCD, the information contained in the latter shall prevail.

"**Dealing Day**" when used in the context of the HKCD means, in relation to the Shares of any Sub-Fund, a Dealing Day (as defined in the Prospectus) that is also (i) a day on which the SEHK is open for the business of dealing in securities, unless the Directors otherwise determine and/or (ii) on such other day(s) as the Directors may from time to time determine.

For the purpose of the HKCD, "**severe weather condition**" refer to the hoisting of Typhoon Signal No. 8 or above, or the issuance of Black Rainstorm Warning by the Hong Kong Observatory, or a situation of "extreme conditions" announced by the Hong Kong Government; and a Dealing Day at any time of which any severe weather condition(s) is/are in effect and, as a result of such severe weather condition(s), the normal business hours of banks in Hong Kong are impacted is referred to as a "**SW Dealing Day**".

## 2. RISK FACTORS

The value of the Company's investments, and, therefore, the value of Shares in the Company, can go down as well as up and an investor may not get back the amount he/she has invested.

General risk factors are set out in Section 5 of the Prospectus. Financial derivative instruments risk factors are set out in Section 5.17 of the Prospectus.

The specific risk factors in relation to each Sub-Fund are set out in Appendix I of the Prospectus. Hong Kong investors should also refer to Section 3.6 below for the risks associated with severe weather trading arrangements.

**Risk Management**

A summary of the Management Company's risk management process is set out in Appendix IV of the Prospectus. A description of the Liquidity and Volatility Risks is also set out in paragraph 5.12 of the Prospectus. Investors should also note that if sizeable redemption requests are received, the relevant Sub-Fund may need to liquidate its investments at a substantial discount in order to satisfy such requests and the Sub-Fund may suffer losses in trading such investments. As a result, this may have an adverse impact on the relevant Sub-Fund and its investors.

The Management Company has established a liquidity risk management policy which enables it to identify, monitor and manage the liquidity risks of the Sub-Funds and to ensure that the liquidity profile of the investments of the Sub-Funds will facilitate compliance with the relevant Sub-Fund's obligation to meet redemption requests. Such policy, combined with the liquidity management tools available, also seeks to achieve fair treatment of Shareholders.

The Management Company's liquidity risk management policy takes into account the investment strategy, the liquidity profile, the redemption policy and the dealing frequency of the Sub-Funds.

The liquidity risk management policy involves monitoring the profile of investments held by the Sub-Funds on an on-going basis to ensure that such investments are appropriate to the redemption policy set out in paragraph 8.4 of the Prospectus and will facilitate compliance with the relevant Sub-Fund's obligation to meet redemption requests. Further, the liquidity risk management policy includes details on periodic stress testing carried out by the Management Company to manage the liquidity risk of the Sub-Funds under normal and exceptional market conditions.

The following tool(s) may be employed by the Management Company to manage liquidity risks:

- The Company may limit the redemption of Shares on any Dealing Day to 10% of the Shares of a Sub-Fund then in issue. For further details, please see paragraph 8.4.3 of the Prospectus.
- The Company may limit the payment of redemption proceeds to any single Shareholder on any Dealing Day to US$500,000. For further details please see paragraph 8.4.3 of the Prospectus.
- The Company may use the Swing Pricing Mechanism and adjust the Net Asset Value per Share of a Sub-Fund on any Business Day. For further details, please see paragraph 3(b) of Appendix III of the Prospectus.
- A Sub-Fund may borrow up to 10% of its total net assets on a temporary basis. For further details, please see paragraph 2.12 of Appendix II of the Prospectus.

The Company may suspend the calculation of the Net Asset Value per Share of any Class of a Sub-Fund as well as the issue, redemption and conversion of Shares in certain circumstances. For further details please see paragraph 9 of Appendix III of the Prospectus.

## 3. DEALING PROCEDURES

### 3.1A Classes Available to Retail Public in Hong Kong

Currently, the following Classes are offered to the retail public in Hong Kong (collectively, the "**HK Classes**"):

**Accumulating Classes:**
- AA Acc
- AA (AUD Hedged) Acc
- AA (GBP Hedged) Acc
- AA (HKD) Acc
- AA (JPY Hedged) Acc
- AA (RMB Hedged) Acc

**Net Annual Distributing Classes:**
- AA
- AA (AUD Hedged)
- AA (CAD Hedged)
- AA (HKD)

**Net Monthly Distributing Classes:**
- AA Inc
- AA (AUD Hedged) Inc
- AA (CAD Hedged) Inc
- AA (HKD) Inc

**Gross Monthly Distributing Classes:**
- AA (AUD Hedged) MDIST (G)
- AA (CAD Hedged) MDIST (G)
- AA (EUR Hedged) MDIST (G)
- AA (GBP Hedged) MDIST (G)
- AA (HKD) MDIST (G)
- AA (JPY Hedged) MDIST (G)
- AA (NZD Hedged) MDIST (G)
- AA (RMB Hedged) MDIST (G)
- AA (USD) MDIST (G)

**Enhanced Monthly Distributing Classes:**
- R (HKD) MDIST (G)
- R (USD) MDIST (G)

**Fixed Yield Monthly Distributing Classes:**
- F (AUD Hedged) MDIST (G)
- F (CAD Hedged) MDIST (G)
- F (GBP Hedged) MDIST (G)
- F (HKD) MDIST (G)
- F (JPY Hedged) MDIST (G)
- F (NZD Hedged) MDIST (G)
- F (RMB Hedged) MDIST (G)
- F (USD) MDIST (G)

### 3.1 Subscription and Redemption Prices

Except for initial subscription of Shares, the Subscription Price and Redemption Price per Share of each of the Classes will be determined by the Net Asset Value per Share of the relevant Class in the relevant Sub-Fund on the relevant Dealing Day in question.

Dealing prices (rounded to four decimal places) representing both Subscription and Redemption Prices of the HK Classes are published daily at http://www.manulifeim.com.hk, are available at the registered office of the Company and/or can be obtained by contacting the Hong Kong Distributor at +852 2108 1110. Please note that the above website may contain information in respect of funds which are not authorised by the SFC and may not be offered to the retail public in Hong Kong. Information and materials included on this website do not form part of the Hong Kong Offering Document and they have not been reviewed by the SFC.

The price of Classes which are not available for the retail public in Hong Kong will not be published.

Published dealing prices will not include the amount of any initial, redemption or switching charge payable as described in Section 9.5.1 of the Prospectus.

### 3.2 Applications

#### 3.2.1 Application Procedure

Applications should be submitted to the Hong Kong Distributor, to whom all enquiries about the Company should be addressed. No money should be paid to a salesman or intermediary in Hong Kong who is not licensed or registered to carry on Type 1 regulated activity under Part V of the SFO.

The minimum initial investment amount, minimum subsequent investment amount and minimum holding for each Class of each Sub-Fund are set out in Appendix I of the Prospectus.

Unless other prior arrangements have been made with the Hong Kong Distributor, investors buying Shares for the first time should complete the Account Opening Form distributed with the Hong Kong Offering Document and return it, duly signed, to the Hong Kong Distributor. At the discretion of the Hong Kong Distributor, Account Opening Forms sent by facsimile may be accepted, but the original signed Account Opening Form should follow immediately.

In the event that the original signed Account Opening Form and any further identification details as may be required by the Company are not received, the Company reserves the right to cancel the relevant allotment of Shares, in which case the Company shall be entitled to claim from the applicant the amount (if any) by which the original Subscription Price exceeds the Redemption Price prevailing on the date of cancellation together with any other losses suffered by the Company and the redemption charge.

For subsequent applications, Shareholders may apply by facsimile (at their own risk) or in writing, or by other online or electronic means as the Company and/or the Hong Kong Distributor may from time to time determine.

The Company and/or the Hong Kong Distributor reserve the right to reject any application for Shares in whole or in part. If an application is rejected, the Company will, at the risk of the applicant, within five Dealing Days of the date of rejection, return the application monies or balance thereof (without interest) by cheque or, at the cost of the applicant, by telegraphic transfer. However, please also refer to Section 3.2.1A below for details of initial subscription of the HK Classes and Section 3.2.2 below for details of special dealing arrangements on SW Dealing Days.

No responsibility will be accepted by the Company, the Hong Kong Representative, the Hong Kong Distributor or the Registrar for any loss arising from applications sent by online or electronic means (including facsimile) to, but not received by, the Hong Kong Distributor.

3.2.1A **Initial Subscription of the HK Classes during the Initial Offer Period**

Where the Directors have designated an Initial Offer Period during which Shares of any HK Class(es) of a Sub-Fund are first offered for investment by Hong Kong investors, applications for subscription of Shares during the Initial Offer Period must be received by the Hong Kong Distributor on or before 5:00 p.m. (Hong Kong time) on the last Dealing Day of the Initial Offer Period.

For further details on initial subscriptions during the Initial Offer Period, please see paragraph 8.2.7 of the Prospectus. Please also refer to Section 3.2.2 below for details of special dealing arrangements on SW Dealing Days.

3.2.2 **Dealing Deadlines and Special Arrangements on SW Dealing Days**

Save as otherwise provided for in Section 3.2.1A above in respect of applications during the Initial Offer Period, valid applications made in Hong Kong Dollars, U.S. Dollars or the currency of denomination of the relevant Class which are accepted by the Hong Kong Distributor by 5:00 p.m. (Hong Kong time) will be effected at the Subscription Price calculated as at the Valuation Point later that day, provided that that day is a Dealing Day. However, investors should also check with their own distributors, who may impose different dealing deadlines for receiving requests from investors. The Directors have determined pursuant to their discretion under the Articles not at present to make provision for duties and charges in the Subscription Price.

In addition, applicants and Shareholders should note that dealing arrangements specified in this Section 3 are subject to the following special arrangements on SW Dealing Days:

(a) Unless the Hong Kong Distributor determines otherwise at its sole discretion, applications for subscription, switching and redemption (as the case may be) in physical form (which for the avoidance of doubt, excludes facsimile) submitted on a SW Dealing Day will not be dealt with until the next Dealing Day which is not a SW Dealing Day. In those cases, such applications will not be deemed received until the next Dealing Day which is not a SW Dealing Day.

(b) All Shareholders will be able to submit such applications by online or electronic means (including by facsimile) and the dealing arrangements for such online and electronic applications received by the Hong Kong Distributor on a SW Dealing Day will not be affected. For the avoidance of doubt, first-time applicants making initial subscriptions for Shares must continue to follow the subscription procedures described under Section 3.2.1 above.

Where Shareholders opt to submit applications by online or electronic means (including by facsimile) on SW Dealing Days, they will keep the Company and the Hong Kong Distributor fully indemnified on demand against all actions, losses and expenses brought against, or incurred by, the Company and/or the Hong Kong Distributor resulting from the Company and/or the Hong Kong Distributor (as the case may be) acting, or failing to act, on online or electronic (including facsimiled) instructions provided on a SW Dealing Day, or from the non-receipt of such instructions due to failed transmission thereof.

(c) Unless the Hong Kong Distributor determines otherwise at its sole discretion, physical cheques and bankers' drafts will not be processed on any SW Dealing Day, and will instead be processed on the next Dealing Day which is not a SW Dealing Day:

(i) Where an application for Shares is rejected and application monies (or the balance thereof) are to be returned by cheque within five Dealing Days in accordance with Section 3.2.1 above, a SW Dealing Day will not be counted towards the five Dealing Days.

(ii) Where cleared funds in respect of subscriptions are to be received by the prescribed deadline in accordance with Section 3.2.6 below (the "**Cleared Funds Deadline**"), investors must still ensure the Cleared Funds Deadline is met in view of the special arrangements on SW Dealing

Days. Investors should refer to Section 3.6 below for details of risks associated with failed or late payments.

(d) Payment of redemption proceeds should normally continue to follow the procedure applicable to Dealing Days as described in Section 3.4.4 below. However, investors should note that intervening SW Dealing Days may impact the actual timing of return of such redemption proceeds. In any event, payment of redemption proceeds will be made not more than 30 days of receipt by the Hong Kong Representative of all required redemption documentation in accordance with Section 3.4.4 below.

Applicants and investors who wish to deal in Shares via other distribution channels should also check with the relevant distributors, who may impose different dealing arrangements for SW Dealing Days. Applicants and investors should also check with their banks, who may impose their own settlement and clearing arrangements on SW Dealing Days, to ensure that the applicable deadlines for payments (including the Cleared Funds Deadline) are met.

3.2.3 **Late Trading and Market Timing**

Late trading is defined by the Board as the acceptance of a dealing (that is, a subscription, switching or redemption) order after the applicable dealing deadline on the relevant Dealing Day and the execution of such order at the price based on the Net Asset Value applicable to such orders received prior to such dealing deadline. Late trading is strictly forbidden.

In order to avoid such practices, Shares are issued at an unknown price and the Company and the Hong Kong Distributor will not accept any dealing requests received after the relevant dealing deadline.

Market timing is defined by the Board as an arbitrage method through which an investor systematically subscribes and redeems or switches the Shares within a short time period, by taking advantage of time differences and/or imperfections or deficiencies in the method of determination of the Net Asset Value of the relevant Sub-Fund. Market timing practices may disrupt the investment management of the portfolios and adversely affect the performance of the relevant Sub-Fund through an increase of the costs and/or entail a dilution of the profit.

The Company reserves the right to refuse subscription and switching requests in relation to any Sub-Fund from any person who is suspected of market timing activities.

3.2.4 **Currencies for Settlement**

Applicants may pay their subscription monies either:

(a) by Hong Kong Dollar or U.S. Dollar cheques or bankers' drafts that are drawn on banks inside Hong Kong; or

(b) by bank transfer in U.S. Dollars or Hong Kong Dollars or the currency of denomination of the relevant Class submitted to the applicable account as prescribed in the Account Opening Form.

Applicants who wish to pay in other Major Currencies should first contact the Hong Kong Distributor. In respect of such subscriptions, an application will be treated as having been received on the day when the Hong Kong Representative has confirmed the receipt of cleared funds and converted the proceeds into the currency of denomination of the relevant Class. The application will then be effected at the Subscription Price calculated as at the Valuation Point on the relevant Dealing Day.

Shareholders may make applications for Shares (subsequent to their initial applications) by way of sameday autopay by completing the relevant application forms.

Please also refer to Section 3.2.2 above for details of special dealing arrangements on SW Dealing Days.

3.2.5 **Payment Details**

No cash or third party payments will be accepted. In the case of cheques or bankers' drafts:

Cheques and bankers' drafts should be payable to "Citibank N.A., Hong Kong Branch – MGF A/C" (crossed "ACCOUNT PAYEE ONLY NOT NEGOTIABLE") with the name of the Sub-Fund and the applicant written on the back.

Please also refer to Section 3.2.2 above for details of special dealing arrangements on SW Dealing Days.

In the case of bank transfer, payment should be made in accordance with the applicable settlement details as indicated at www.manulifeim.com.hk.

For payment of subsequent subscriptions made in Hong Kong Dollars, Shareholders may choose to pay by way of sameday autopay provided that a sameday autopay bank account has been set up with a participating service providing bank and the relevant autopay arrangements have been put in place by completing the relevant application forms. Shareholders should ensure that there are sufficient funds in the sameday autopay bank account for settlement before 3:00 p.m. (Hong Kong time) on the relevant

Dealing Day and the subscription order amount does not exceed the debit limit amount of the bank account setting.

3.2.6 **Allotment of Shares**

Save as otherwise provided for in Section 3.2.1A above in respect of applications during the Initial Offer Period, in relation to subscriptions made in Hong Kong Dollars, U.S. Dollars or the currency of denomination of the relevant Class, allotments of Shares will be made on the Dealing Day on which the application is accepted if such application is received by the Hong Kong Distributor before 5:00 p.m. (Hong Kong time). Cleared funds in respect of subscriptions in Hong Kong Dollars, U.S. Dollars or the currency of denomination of the relevant Class must be received by the Hong Kong Representative within three Dealing Days after the end of the Initial Offer Period (in respect of an application during the Initial Offer Period); or within three Dealing Days of the application (in respect of any other application). If either a cheque or draft fails to clear successfully, or a telegraphic transfer fails to arrive for value, or the same day autopay bank account does not have sufficient funds, within this period, the Company may charge interest on any overdue monies on a daily basis until payment is received in full, at such rate as the Company thinks appropriate. Regardless of whether interest is charged, the Company has the right to cancel any allotment of Shares, in which case the Company shall be entitled to claim from an investor the amount (if any) by which the original Subscription Price, together with any accrued interest exceeds the Redemption Price prevailing on the date of cancellation. In addition, the Company reserves its right to claim all losses arising directly or indirectly from the failure to receive cleared funds from the investor within the specified period or at all, including the redemption charge.

In order to ascertain the number of Shares to be issued, the Company will calculate the equivalent of the subscription monies in the applicable currency of denomination of the relevant Class (if subscription is not made in such currency) at such exchange rate which the Company thinks appropriate. All bank charges and costs of converting into the relevant currency of denomination will be deducted from the subscription monies and the resulting net amount in the relevant currency of denomination will be invested in the Company.

Please also refer to Section 3.2.2 above for details of special dealing arrangements on SW Dealing Days.

3.2.7 **Contract Notes**

Each application will be acknowledged by a contract note (issued by the Registrar or on its behalf by the Hong Kong Representative) giving details of a personal customer number – in the case of applications in currencies other than Hong Kong Dollars, U.S. Dollars or the currency of denomination of the relevant Class, contract notes will be issued after receipt of cleared funds and their conversion into the relevant currency of denomination.

The personal customer number must be quoted in all future correspondence with the Company.

**3.3 Switching**

3.3.1 **Share Switching Procedure**

Shareholders may switch some or all of their Shares in one Sub-Fund only to Shares within the same Class or Category (as defined below) in the same Sub-Fund or another Sub-Fund.

For the purposes of switching by Hong Kong retail investors, each of the following shall be deemed to be within the same Category: (1) all HK Classes currently denoted by "AA" or "R" or "F" (collectively, the "**AA/R/F Classes**") in any Sub-Fund; and (2) other Classes of Shares in any Sub-Fund which are offered or sold in Hong Kong pursuant to the Hong Kong Offering Document as the Directors may from time to time decide. For example, in respect of same Class switching, Shares of AA Classes in one Sub-Fund could be switched to Shares of any AA Classes in the same Sub-Fund or another Sub-Fund (e.g. AA to AA Acc, AA Acc to AA Inc, etc.).

Shares of one Class or Category may not be switched to Shares of another Class or Category (whether within the same Sub-Fund or in another Sub-Fund). As the minimum initial investment amount varies between different Sub-Funds, Shareholders are therefore reminded to check their holdings before making any switching requests. Instructions to switch Shares may be sent to the Hong Kong Distributor by facsimile or in writing, or by other online or electronic means as the Company and/or the Hong Kong Distributor may from time to time determine, and must be given by the Shareholder or (where there is more than one Shareholder) all joint Shareholders. The risk of any failure in online and electronic transmission (including facsimile) will be borne by the relevant Shareholder.

The Company and/or the Hong Kong Distributor reserve the right to reject any invalid or improper application for Shares switching in whole or in part (including any applications which the Company knows to be or has reasons to believe to be related to market timing or from Shareholders whom it considers to be excessive traders). Shareholders can only switch their holdings into Shares of the same Class or Category, which is offered or sold in Hong Kong pursuant to the provisions of the Prospectus, and switching is subject to all applicable minimum initial investment amount and minimum holding requirements as well as investor eligibility criteria being complied with.

Shareholders who subscribed for Shares before 29 December 2007 and are making a full or partial switch of their existing holdings to a new Sub-Fund after the aforesaid date should note that the new minima set out in Section 3.1 of the Prospectus will apply in respect of their holdings in the new Sub-Fund.

For Shareholders holding non-certificated registered Shares, unless the Shareholder has utilised the Switching Instructions Option in the Account Opening Form, switching instructions sent by facsimile must be followed immediately by sending the original signed written instructions containing full details of the Shareholder's name and address, his relevant personal customer number and the number of Shares to be switched between named Sub-Funds, to the Hong Kong Distributor. Shareholders who have utilised the Switching Instructions Option may send switching instructions by facsimile at their own risk (without the need to send further original written instructions) or by telephone, which must be confirmed immediately either in writing or by facsimile.

Please also refer to Section 3.2.2 above for details of special dealing arrangements on SW Dealing Days.

No responsibility will be accepted by the Company, the Hong Kong Representative, the Hong Kong Distributor or the Registrar for any loss arising from applications sent by online or electronic means (including facsimile) to, but not received by, the Hong Kong Distributor.

3.3.2 **Share Switching Dealing Deadline**

Switching instructions accepted by the Hong Kong Distributor by 5:00 p.m. (Hong Kong time) will normally be effected at the relevant prices calculated as at the Valuation Point later that day, provided that that day is a Dealing Day. The price at which Shares are switched will be determined by using the Redemption Price of the original Sub-Fund to acquire Shares of the new Sub-Fund by reference to the Subscription Price of the new Sub-Fund ruling at the date of switching. Contract notes for switchings will be issued by the Hong Kong Representative on behalf of the Registrar.

Investors should note that instructions received in relation to Shares switched pursuant to a previous transaction will not be processed if insufficient time has elapsed between receiving the two sets of instructions and the previous transaction is not yet completed.

Please also refer to Section 3.2.2 above for details of special dealing arrangements on SW Dealing Days.

**3.4 Redemptions**

3.4.1 **Share Redemption Procedure**

Redemption instructions should be submitted to the Hong Kong Distributor in writing or by facsimile, or by other online or electronic means as the Company and/or the Hong Kong Distributor may from time to time determine, and must contain full details of the Shareholder's name and address, his relevant personal customer number, the name of the relevant Sub-Fund(s) and Classes, the number of Shares to be redeemed and details of the relevant bank account, currency, name and number where redemption proceeds should be paid. Signatures must be verified by a banker, stockbroker or lawyer. The risk of any failure in online and electronic transmission (including facsimile) will be borne by the Shareholder.

Shareholders holding certificated registered Shares or bearer Shares who have given their redemption instructions by facsimile should immediately return their duly endorsed Share certificate(s) (which, in the case of joint Shareholders, must be endorsed by all the Shareholders) to the Hong Kong Distributor.

For Shareholders holding non-certificated registered Shares, unless they have utilised the Redemption Instructions Option in the Account Opening Form, redemption instructions sent by facsimile must be followed immediately by the original signed redemption form or equivalent written instructions containing the details set out above, sent to the Hong Kong Distributor. Shareholders who have utilised the Redemption Instructions Option may send redemption instructions by facsimile at their own risk (without the need to send further original written instructions) or by telephone, which must be confirmed immediately either in writing or by facsimile.

Please also refer to Section 3.2.2 above for details of special dealing arrangements on SW Dealing Days.

No responsibility will be accepted by the Company, the Hong Kong Representative, the Hong Kong Distributor or the Registrar for any loss arising from applications sent by online or electronic means (including facsimile) to, but not received by, the Hong Kong Distributor.

No redemption charge will be imposed in respect of AA/R/F Classes Shares.

3.4.2 **Share Redemption Deadline**

Instructions accepted by the Hong Kong Distributor by 5:00 p.m. (Hong Kong time) will normally be effected at the Redemption Price calculated as at the Valuation Point later that day, provided that that day is a Dealing Day.

The Redemption Price is calculated as described in Appendix III of the Prospectus, under the sub-section headed "Subscription and Redemption Prices."

Please also refer to Section 3.2.2 above for details of special dealing arrangements on SW Dealing Days.

3.4.3 **Limit on Redemptions**

The Company is not bound to redeem on any Dealing Day more than 10% of the number of Shares then in issue in any Sub-Fund. If the Company receives requests on any Dealing Day for the redemption of more than 10% of the total number of Shares then in issue in the relevant Sub-Fund, it may defer redemptions in excess of such 10% limit to the next Dealing Day, when such redemptions will be effected in priority to later requests.

Further, payment of redemption proceeds to a single Shareholder which are in excess of US$500,000 may be deferred for up to seven Dealing Days after the relevant settlement day.

3.4.4 **Settlement of Redemption Proceeds**

Settlement will normally be made by telegraphic transfer except when the redemption proceeds amount to less than HK$40,000 (or its equivalent in any other Major Currency), in which case settlement will normally be made by cheque. Payment will normally be made in U.S. Dollars, but may also be made in any of the currencies approved by the Hong Kong Distributor. Any costs incurred in the transfer of monies or in currency exchange transactions will be borne by the relevant investor.

Payment of settlement proceeds will normally be made within three Dealing Days, and in any event not more than 30 days, of receipt by the Hong Kong Representative/ Hong Kong Distributor of all required redemption documentation. Investors are therefore reminded that the payment of redemption proceeds will be delayed if the redemption procedures set out above are not followed.

Investors should note that instructions received relating to redemption proceeds arising out of a previous transaction will not be processed if insufficient time has elapsed between receiving the two sets of instructions and the previous transaction is not yet completed.

Except with the prior consent of the relevant Shareholders and as permitted by the Hong Kong Distributor at its discretion and subject to satisfaction of all relevant procedures as determined by the Hong Kong Distributor from time to time, no payment of redemption proceeds will be made to any third party.

Please also refer to Section 3.2.2 above for details of special dealing arrangements on SW Dealing Days, including the possible impact of intervening SW Dealing Days on actual timing of payment of redemption proceeds.

**3.5 Initial, Redemption and Switching Charges**

Please refer to Section 9.6.1 and Appendix I of the Prospectus for details of the initial, redemption and switching charges (if any) payable in respect of a particular Sub-Fund.

**3.6 Risks Associated with Severe Weather Trading Arrangements**

The SEHK has announced that, from 23 September 2024, it will enable its trading and clearing services for the Hong Kong securities and derivatives markets during severe weather condition, such that trading, clearing and settlement services and operations will continue in both the securities and derivatives markets in Hong Kong on a trading day on which severe weather conditions persist, and the SEHK will maintain normal operations to the furthest extent possible.

Accordingly, underlying securities of the Sub-Funds which are listed on the SEHK will be traded on the SEHK on such days, if the SEHK maintains normal operations. Further, on a SW Dealing Day, it is intended that dealing in the Sub-Funds in online and electronic format (including facsimile) will continue to be conducted, pursuant to the terms and procedures set out in the Prospectus and the Hong Kong Covering Document.

The implementation of dealing in the Sub-Funds on SW Dealing Days will depend on the operational support of service providers, such as settlement banks, custodians or distributors. Although system testing has been performed, and contingency plans have been developed, such service providers may not be able to operate, or to operate at the usual level, in the event of extreme events (such as system disruption, temporary power outages or the suspension of electronic money transfer channels). These may result in failure in transmission of dealing instructions, and hence potential delays or delay in determination of dealing prices in executing the relevant instructions on SW Dealing Days.

Where payments by applicants and/or investors for applications for subscriptions are made in physical form (which for the avoidance of doubt, excludes facsimile), it is possible that payments may not be processed in time due to intervening SW Dealing Days, and as a result, cleared funds will not be received by the specified deadlines. In such circumstances, the Company may, at its discretion, accept the application nonetheless, and arrange for allotment of Shares through the use of its existing temporary borrowing facilities to cover any outstanding monies required for settlement until the physical payment can be processed after the cessation of severe weather conditions. However, there is a risk that physical

payment will ultimately fail to clear, in which case the allotment shall be cancelled. Investors should refer to the Section 3.2.6 above for details of the Company's right to cancel any allotment of Shares for, and to claim losses arising from, late or failed payment. Such borrowing also involves an increased degree of financial risk and may increase the exposure of the relevant Sub-Fund to factors such as rising interest rates, downturns in the economy or deterioration in the conditions of the assets underlying its investments. There can be no assurance that the relevant Sub-Fund will be able to borrow on favourable terms. Investors should refer to paragraph 2.12 of Appendix II of the Prospectus on temporary borrowing for more details.

In addition, while underlying securities of the Sub-Funds which are listed on the SEHK will continue to be traded on such stock exchange on a trading day on which severe weather conditions persist, there is no guarantee that the operations of the stock exchange will not be disrupted by severe weather conditions nonetheless. In this case, the trading of such underlying securities may be disrupted, which may in turn have an adverse impact on the performance of the Sub-Funds and the execution of dealing instructions on such days.

While the Company, the Hong Kong Representative, the Hong Kong Distributor, the Depositary and other service providers of the Company will take appropriate measures to ensure normal operations as far as possible, to facilitate dealing in the Sub-Funds on SW Dealing Days (where applicable), investors should note that their ability to invest and divest will also depend on the availability of the services of their own service providers. For example, distributors may have different dealing arrangements on a SW Dealing Day, and investors will need to check with their distributors whether dealing in the Sub-Funds is offered through them on such days. These service providers are independent of the Company, the Hong Kong Representative, the Hong Kong Distributor, or the Depositary. There is no guarantee that the services of such service providers will not be disrupted by severe weather conditions.

## 4. FEES AND CHARGES

### 4.1 Hong Kong Distributor

The Distributor will be responsible for the fees of the Hong Kong Distributor and any other distributors so appointed.

### 4.2 Hong Kong Representative

The Depositary will be responsible for the fees and expenses of the Hong Kong Representative.

### 4.3 Cash Commissions, etc.

All cash commissions received by the Management Company, Investment Managers, Sub-Investment Managers or Investment Advisers or any of their associated persons arising out of the sale and purchase of investments for the Company are credited to the account of the relevant Sub-Fund managed or advised by such Investment Managers, Sub-Investment Managers or Investment Advisers. However, such persons may receive, and are entitled to retain, goods and services and other soft dollar benefits which are of demonstrable benefit to the Shareholders as may be permitted under relevant regulations including, but not limited to, the SFC Handbook for Unit Trusts and Mutual Funds, Investment-Linked Assurance Schemes and Unlisted Structured Investment Products (and for which such person makes no direct payment) from brokers and other persons through whom such investment transactions are carried out. These goods and services include, but are not limited to, qualifying research services, computer hardware and software obtained to enhance investment decision making and appropriate order execution services.

## 5. DISTRIBUTIONS AND TAXATION

The Company's policy is to, with respect to all Distributing Classes, distribute such dividend amount to its Shareholders as per the respective dividend policy of each Distributing Class shown in Section 10 of the Prospectus, as the Company may determine at its discretion.

However, if the amount of dividend payable to a Shareholder in respect of each Class is less than US$50.00, the dividend will, instead, be reinvested for the account of such Shareholder in Shares of that Class, notwithstanding any earlier indication of the Shareholder to receive cash dividends. Any such Shares will be issued on the date of payment of dividends. Interim dividends may also be declared in respect of all Distributing Classes at the at the discretion of the Directors, subject to the provision of the Articles.

Any dividends declared and payable will be paid in Hong Kong Dollars, U.S. Dollars or in the denomination currency of the relevant Class, subject to the relevant procedures determined by the Hong Kong Distributor from time to time. Any costs incurred in such payment of dividends, including but not limited to costs in connection with telegraphic transfer and currency exchange transactions as well as any risk associated with such payment, including but not limited to foreign exchange risk, will be borne by the relevant Shareholder

| Class | Dividend Payment Type |
|---|---|
| AA Acc | No dividends will be paid in respect of such Class. |
| AA (HKD) Acc | |
| AA (AUD Hedged) Acc | |
| AA (GBP Hedged) Acc | |
| AA (JPY Hedged) Acc | |
| AA (RMB Hedged) Acc | |
| AA | Dividends will, unless Shareholders had previously indicated otherwise in writing to the Hong Kong Distributor, be automatically reinvested in additional Shares of the relevant Class in question. |
| AA (AUD Hedged) | |
| AA (CAD Hedged) | |
| AA (HKD) | |
| AA Inc | Dividends will be paid in cash to the relevant Shareholders unless such Shareholders had previously indicated otherwise in writing to the Hong Kong Distributor their request that any dividends payable to them be reinvested in additional Shares of the relevant Class in which they are invested. |
| AA (HKD) Inc | |
| AA (AUD Hedged) Inc | |
| AA (CAD Hedged) Inc | |
| AA (USD) MDIST (G) | |
| AA (HKD) MDIST (G) | |
| AA (AUD Hedged) MDIST (G) | |
| AA (CAD Hedged) MDIST (G) | |
| AA (EUR Hedged) MDIST (G) | |
| AA (GBP Hedged) MDIST (G) | |
| AA (JPY Hedged) MDIST (G) | |
| AA (NZD Hedged) MDIST (G) | |
| AA (RMB Hedged) MDIST (G) | |
| R (USD) MDIST (G) | |
| R (HKD) MDIST (G) | |
| F (AUD Hedged) MDIST (G) | |
| F (CAD Hedged) MDIST (G) | |
| F (GBP Hedged) MDIST (G) | |
| F (HKD) MDIST (G) | |
| F (JPY Hedged) MDIST (G) | |
| F (NZD Hedged) MDIST (G) | |
| F (RMB Hedged) MDIST (G) | |
| F (USD) MDIST (G) | |

| Distribution Type | Class | Dividend Composition |
|---|---|---|
| Accumulating | AA Acc<br>AA (AUD Hedged) Acc<br>AA (GBP Hedged) Acc<br>AA (HKD) Acc<br>AA (JPY Hedged) Acc<br>AA (RMB Hedged) Acc | No dividends will be paid in respect of such Class. |
| Net Annual Distributing | AA<br>AA (AUD Hedged)<br>AA (CAD Hedged)<br>AA (HKD) | Dividends will be distributed out of the available net investment income (i.e. net of fees, charges and other expenses) of each Sub-Fund. |
| Net Monthly Distributing | AA Inc<br>AA (AUD Hedged) Inc<br>AA (CAD Hedged) Inc<br>AA (HKD) Inc | Dividends will be distributed out of the available net investment income (i.e. net of fees, charges and other expenses) of each Sub-Fund. Dividends may also be paid out of realized gains and/or capital. Dividends paid out of capital amount to a return or withdrawal of part of the amount of an investor's original investment or from any capital gains attributable to that original investment.<br><br>Dividends for Hedged Classes may be calculated on the basis of interest rate differentials arising from share class hedging. Such dividends may therefore include interest rate differentials arising from share class currency hedging gains/losses which may increase or decrease the amount of any dividends paid. |
| Gross Monthly Distributing | AA (AUD Hedged) MDIST (G)<br>AA (CAD Hedged) MDIST (G)<br>AA (EUR Hedged) MDIST (G)<br>AA (GBP Hedged) MDIST (G)<br>AA (HKD) MDIST (G)<br>AA (JPY Hedged) MDIST (G)<br>AA (NZD Hedged) MDIST (G)<br>AA (RMB Hedged) MDIST (G)<br>AA (USD) MDIST (G) | Dividends will be distributed out of the gross income (i.e. before deduction of fees, charges and other expenses) of each Sub-Fund while all or part of its fees and expenses will be charged to capital. Dividends may also be paid out of realized gains and/or capital. This will result in an increase in distributable income available for payment as dividends. Therefore these Classes may pay or effectively pay dividends out of capital, which amounts to a return or withdrawal of part of the amount of an investor's original investment or from any capital gains attributable to that original investment.<br><br>Dividends for Hedged Classes may be calculated on the basis of interest rate differentials arising from share class hedging. Such dividends may therefore include interest rate differentials arising from share class currency hedging gains/losses which may increase or decrease the amount of any dividends paid. |

| | | |
|---|---|---|
| Enhanced Monthly Distributing | R (USD) MDIST (G) | Dividends will be distributed out of the gross income (i.e. before deduction of fees, charges and other expenses) of each Sub-Fund while all or part of its fees and expenses will be charged to capital. Dividends may also be paid out of realized gains and/or capital. This will result in an increase in distributable income available for payment as dividends. Therefore this Class may pay or effectively pay dividends out of capital, which amounts to a return or withdrawal of part of the amount of an investor's original investment or from any capital gains attributable to that original investment.<br><br>In determining the distribution rate applicable to the Class, the Directors will take into consideration the securities held by the portfolio of the relevant Sub-Fund and the gross investment income that such securities are likely to generate over the coming year to calculate the appropriate yield (percentage (%)) of NAV per Share.<br><br>Such yield shall be supplemented by an additional distribution from realized capital gains and/or capital at a fixed rate of between 2% and 5% of NAV per Share* per annum (such rate to be determined by the Directors at the launch of the Class for the relevant Sub-Fund and to be disclosed thereafter at www.manulifeim.com.hk) to achieve an overall distribution rate higher than that of the expected gross investment income.<br><br>Shareholders should note that where there are insufficient realized capital gains to pay the additional distribution, any shortfall shall be paid out of capital.<br><br>* *Based on the initial Subscription Price during the year of inception, and the NAV per Share on the first Business Day of each calendar year thereafter, or in times of extreme market volatility or during severe adverse market conditions, such other Business Day to be determined by the Directors (or their delegates) and further disclosed at www.manulifeim.com.hk with prior notice to be given to investors.* |
| | R (HKD) MDIST (G) | |
| Fixed Yield Monthly Distributing | F (AUD Hedged) MDIST (G) | Dividends will be distributed out of the gross income (i.e. before deduction of fees, charges and other expenses) of each Sub-Fund while all or part of its fees and expenses will be charged to capital. Dividends may also be paid out of realized gains and/or capital. This will result in an increase in distributable income available for payment as dividends. Therefore this Class may pay or effectively pay dividends out of capital, which amounts to a return or withdrawal of part of the amount of an investor's original investment or from any capital gains attributable to that original investment.<br><br>The distribution yield of the Class will be set as an annualized fixed percentage of the NAV per Share of the Class, resulting in a variable dividend amount. The dividend amount per Share for each payout is calculated by multiplying the annualized fixed percentage with the NAV per Share at the last |
| | F (CAD Hedged) MDIST (G) | |
| | F (GBP Hedged) MDIST (G) | |
| | F (HKD) MDIST (G) | |
| | F (JPY Hedged) MDIST (G) | |

| | | |
|---|---|---|
| | F (NZD Hedged) MDIST (G) | Dealing Day of each month divided by the distribution frequency over a year.<br><br>In determining the annualized fixed percentage of the Class, the Directors, in conjunction with feedback from the Investment Manager(s), will take into consideration the expected gross investment income to be generated by the Sub-Fund over a forward-looking horizon, supplemented by an additional distribution from realized capital gains and/or capital, with the aim to achieve an overall distribution yield higher than that of the expected gross investment income.<br><br>Shareholders should note that where there are insufficient realized capital gains to pay the additional distribution, any shortfall shall be paid out of capital.<br><br>The annualized fixed percentage is subject to on-going review by the Directors and may be changed at the discretion of the Directors (at least one month's prior notice will be provided to Shareholders) if the Directors, after taking into account various factors, including but not limited to NAV per Share of the relevant Class of the Sub-Fund, prevailing market conditions, the Directors' expectation on future market and economic conditions as well as income generation, determine it is appropriate to change the annualized fixed percentage, or in the event the Directors are of the view it is not sustainable for the Sub-Fund to support the annualized fixed percentage, or in exceptional circumstances (e.g. in times of extreme market volatility or during severe adverse market conditions). Investors should note that a positive dividend yield does not imply positive return.<br><br>Dividends for Hedged Classes may be calculated on the basis of interest rate differentials arising from share class hedging. Such dividends may therefore include interest rate differentials arising from share class currency hedging gains/losses which may increase or decrease the amount of any dividends paid.<br><br>Hong Kong investors may obtain information regarding the annualized fixed percentage of the Class from the product key fact statement of the relevant Sub-Fund, or may request the same from the Hong Kong Distributor. |
| | F (RMB Hedged) MDIST (G) | |
| | F (USD) MDIST (G) | |

**Any distribution involving payment or effective payment of dividends out of a Sub-Fund's capital may result in an immediate decrease in the Net Asset Value per Share of the relevant Class mentioned above of that Sub-Fund. The composition of dividends (i.e., the relative amounts paid out of net distributable income and capital) (if any) paid on the above-mentioned Classes of the relevant Sub-Funds for the preceding 12 months is available from the Company upon request as well as at www.manulifeim.com.hk. The Directors of the Company may, at any time, amend the dividend policy of the Sub-Funds, subject to prior regulatory approval (where applicable) and to one month's prior notice to the relevant Shareholders.**

Dividends received by the Company from Hong Kong sources are not liable to withholding or other taxes in Hong Kong. As long as the Company and the relevant Sub-Funds remain authorized for retail investment in Hong Kong under Section 104 of the SFO, the Company should not be liable to Hong Kong profits or other taxes on gains arising on the sale of investments.

Shareholders resident in Hong Kong will not be subject to tax in Hong Kong in respect of their acquisition, holding or disposal of Shares in the Company, except where transactions in Shares form part of a trade, profession or business carried on in Hong Kong, when relevant gains may attract Hong Kong profits tax. No Hong Kong stamp duty or estate duty will be payable by Shareholders in respect of their Shares.

## 6. HONG KONG SERVICE PROVIDERS

### 6.1 Hong Kong Distributor

The Hong Kong Distributor is Manulife Investment Management (Hong Kong) Limited, a Hong Kong incorporated company with its registered address at 10th Floor, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong SAR. The Hong Kong Distributor will provide support in distribution activities relating to the Company in Hong Kong.

### 6.2 Hong Kong Representative

The Hong Kong Representative is Citibank N.A. Hong Kong Branch, a Hong Kong registered overseas company with its registered address at 50th Floor, Champion Tower, 3 Garden Road, Central, Hong Kong SAR.

Under the Agreement for the Appointment of a Hong Kong Representative, the Hong Kong Representative agrees to carry out the duties of a Representative as set out in Chapter 9 of the SFC Handbook for Unit Trusts and Mutual Funds, Investment-Linked Assurance Schemes and Unlisted Structured Investment Products.

### 6.3 Legal Adviser as to Hong Kong Law

The legal adviser to the Company as to matters of Hong Kong law is Deacons, whose registered office is at 5th Floor, Alexandra House, 18 Chater Road, Central, Hong Kong SAR.

## 7. LANGUAGE OF REPORTS

Hong Kong investors should note that both the Company's (i) unaudited half-yearly reports as well as the (ii) annual reports (together with the accounts of the Company and investment management report) will be available in the English language only. No Chinese-language reports will be issued.

## 8. ENQUIRIES AND COMPLAINTS HANDLING

Enquiries about the Company should be addressed to the Company (at its registered office, 31, Z.A. Bourmicht, L-8070 Bertrange, Grand Duchy of Luxembourg) or the Hong Kong Distributor (at its registered office, 10th Floor, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong SAR).

Complaints relating to the Company should be addressed to the Hong Kong Distributor (at its registered office, 10th Floor, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong SAR).

Hong Kong investors who wish to have their enquiries or complaints attended to by telephone may contact the Hong Kong Distributor at +852 2108 1110.

## 9. MATERIAL AGREEMENTS

Please refer to Paragraph 7 of Appendix II of the Prospectus for other material agreements in relation to the Company. The material agreements relating to the Hong Kong service providers are set out below:–

9.1 Hong Kong Distribution Agreement dated 15 November 2006 between Manulife Investment Management International Holdings Limited and the Hong Kong Distributor whereby the latter has agreed to act as a distributor of the Shares in Hong Kong, as varied from time to time between the same parties, and as novated from Manulife Investment Management International Holdings Limited to the Distributor by way of a novation agreement effective from 1 August 2023 among Manulife Investment Management International Holdings Limited, the Distributor and the Hong Kong Distributor; and

9.2 Agreement for the Appointment of a Hong Kong Representative dated 21 November 2005 between the Company, Manulife Investment Management International Holdings Limited and Citibank N.A. Hong Kong Branch, as varied from time to time between the same parties.

## 10. ADDITIONAL INFORMATION IN RELATION TO THE ESG CRITERIA OF THE SUB-FUNDS

Pursuant to the EU's Sustainable Finance Disclosure Regulation (the "**SFDR**") regulatory technical standard, further pre-contractual disclosures have been prepared on the environmental or social characteristics of Sub-Funds that fall within the scope of either Article 8 or Article 9 of the SFDR (the "**Pre-contractual Disclosures**"). For more information on the ESG criteria of the SFC-authorised Sub-Funds, Hong Kong investors may visit the website https://www.manulifeim.com.hk/assets/en/sfdr/pre-contractual-disclosures.pdf from which the Pre-contractual Disclosures are available (in English language only). Where the Prospectus states that certain information regarding SFC-authorised Sub-Funds is available in Appendix V of the Prospectus, such information is available to Hong Kong retail investors from the website stated

above. The Pre-contractual Disclosures do not form part of the Hong Kong Offering Document and have not been reviewed by the SFC.

## 11. DOCUMENTS AVAILABLE FOR INSPECTION

**Available Documents**

The following are available for inspection free of charge during usual business hours on any weekday (Saturdays and public holidays excepted) at the registered office of the Company at 31, Z.A. Bourmicht, L-8070 Bertrange, Grand Duchy of Luxembourg and at the office of the Hong Kong Representative:

11.1 copies of the material agreements (as detailed in Paragraph 7 of Appendix II of the Prospectus) and above;

11.2 the Articles of Incorporation of the Company (as amended);

11.3 the risk management process of the Management Company;

11.4 the laws of 10 August 1915 (as amended) and 17 December 2010 for Luxembourg; and

11.5 the latest semi-annual yearly and annual reports of the Company.

Copies of these documents may also be obtained from the Hong Kong Representative at a reasonable charge. Copies of the KIID in relation to each Sub-Fund, which are not intended to be distributed to Hong Kong investors, are available for inspection at the abovementioned registered office of the Company during usual domestic business hours free of charge.

**IMPORTANT:** If you are in any doubt about the contents of this Prospectus, you should consult your stockbroker, bank manager, solicitor, accountant or other independent financial adviser.

The Company is registered under Part I of the Luxembourg Law of 17 December 2010 (as amended) (the "**2010 Law**"). This registration does not require any Luxembourg authority to approve or disapprove either the adequacy or accuracy of this Prospectus or the portfolio of securities held by the Company. Any representation to the contrary is unauthorised and unlawful. The Company qualifies as an undertaking for collective investment in transferable securities ("**UCITS**") and has obtained recognition under the EC European Parliament and Council Directive 2009/65. It has appointed Manulife Investment Management (Ireland) Limited to act as its management company ("**Management Company**") within the meaning of Annex II of the 2010 Law.

The Management Company is subject to remuneration policies, procedures and practices (together, the "**Remuneration Policy**"). The Remuneration Policy complies with the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations, 2011, as amended by the European Union (Undertakings for Collective Investment in Transferable Securities) (Amendment) Regulations 2016 as may be supplemented or consolidated from time to time including any condition that may from time to time be imposed thereunder (the "**UCITS Regulations**") regarding remuneration and is designed to ensure that the Management Company's remuneration practices, for those staff in scope of the applicable rules: (i) are consistent with and promote sound and effective risk management; (ii) do not encourage risk taking and are consistent with the risk profiles, Prospectus or Articles of the Company and the Sub-Funds; (iii) do not impair the Management Company's compliance with its duty to act in the best interests of those Sub-Funds; (iv) include fixed components of remuneration; and (v) are consistent with the integration of sustainability risks into the investment decision making processes for a Sub-Fund, if sustainability risks are integrated into the decision making process of such Sub-Fund. When applying the Remuneration Policy, the Management Company will comply with the UCITS Regulations in a way, and to the extent, that is appropriate to the size, internal organisation and the nature, scope and complexity of the Management Company's activities.

Where the Management Company delegates certain portfolio management and risk management functions in respect of the Sub-Funds, which it does to the Investment Managers, it may in its discretion decide the extent to which it will delegate portfolio management and risk management and accordingly the individual delegates may be afforded differing levels of responsibilities and remuneration.

The details of the Remuneration Policy (including how remuneration and benefits are calculated and the identity of persons responsible for awarding the remuneration and benefits) are available at ucits.manulifeim.com and a copy will be made available free of charge on request.

Complaints handling

Complaints may be referred in writing to the Management Company, 2/f, 5 Earlsfort Terrace, Dublin 2 D02 CK83, Ireland. Upon receipt of any complaint, the Management Company will handle or channel to the relevant party any enquiries or complaints from investors and revert to the investors accordingly.

The Company is designed and managed to support longer-term investment. Short term or excessive trading into and out of the Company may harm performance by disrupting portfolio management strategies and by increasing expenses. In accordance with CSSF circular 04/146, the Company, the Management Company and the Distributor are committed not to permit transactions which they know to be or have reasons to believe to be related to market timing. Accordingly, the Company and the Distributor may refuse to accept applications for or switching of Shares, especially where transactions are deemed disruptive, particularly from market timers or investors who, in their opinion, have a pattern of short term or excessive trading or whose trading has been or may be disruptive to a Sub-Fund. For these purposes, the Company, the Management Company and the Distributor may consider an investor's trading history in a Sub-Fund or other funds and accounts under common ownership or control.

Subscriptions are only valid if made on the basis of the current full Prospectus and the KIID in relation to each Sub-Fund, accompanied by the latest annual report and semi-annual report if published thereafter.

The Directors of the Company, whose names appear in Section 2 of this Prospectus, are the persons responsible for the information contained in this Prospectus. The Directors accept full responsibility for the accuracy of the information contained in this Prospectus and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief there are no other facts the omission of which would make any statement misleading.

The Company comprises the following Sub-Funds:

| |
|---|
| **EQUITY FUNDS:** |
| **ASEAN Equity Fund** |
| **Asia Pacific REIT Fund** |
| **Asian Small Cap Equity Fund** |
| **China Value Fund** |
| **Dragon Growth Fund** |
| **Dynamic Leaders Fund** |
| **Global Climate Action Fund** |
| **Global Equity Diversified Income Fund** |
| **Global Equity Fund** |
| **Global REIT Fund** |
| **Global Semiconductor Opportunities Fund** |
| **Healthcare Fund** |
| **India Equity Fund** |
| **Japan Equity Fund** |
| **Sustainable Asia Equity Fund** |
| **Taiwan Equity Fund** |
| **U.S. Equity Fund** |
| **BOND FUNDS:** |
| **Asia Total Return Fund** |
| **Asian High Yield Fund** |
| **Asian Short Duration Bond Fund** |
| **Sustainable Asia Bond Fund** |
| **USD Income Fund** |
| **U.S. Special Opportunities Fund** |
| **HYBRID FUNDS:** |
| **Asia Dynamic Income Fund** |
| **Diversified Real Asset Fund** |
| **Global Multi-Asset Diversified Income Fund** |
| **Investment Grade Preferred Securities Income Fund** |
| **Preferred Securities Income Fund** |

The Shares are offered on the basis of the information and representations contained in this Prospectus and any further information given or representations made by any dealer, salesman or other person must not be relied upon as being authorised by the Company, its Directors or the Administrator. No person has been authorised to give any information or to make any representation other than those contained in this Prospectus and in the documents mentioned herein. Shares will be issued on the basis of the information and representations contained in this Prospectus and any accompanying financial information. Neither the delivery of this Prospectus nor the allotment or issue of Shares shall under any circumstances create any implication that there has been no change in the affairs of the Company since the date of this Prospectus.

This Prospectus does not constitute an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such offer or solicitation. The distribution of this Prospectus and the offering of the Shares in certain countries may be restricted by law. It is the responsibility of persons wishing to make applications for Shares pursuant to this Prospectus to inform themselves of, and to comply with, any such restrictions together with any applicable exchange control regulations and applicable taxes in the countries of their citizenship, residence, ordinary residence or domicile.

The Shares have not been, and will not be registered under the U.S. Securities Act of 1933 (as amended) (the "**Securities Act**") or under the securities laws of any state or other political subdivision of the U.S. and may not be offered, sold, transferred or delivered, directly or indirectly, in the U.S., its territories or possessions, any state of the U.S., or the District of Columbia or to or for the benefit of, directly or indirectly, any U.S. Person (as defined in Regulation S of the Securities Act), except pursuant to registration or an applicable exemption. Neither the U.S. Securities and Exchange Commission nor any state or other regulatory agency in the U.S. has passed upon the Shares or the adequacy or accuracy of this Prospectus. The Company is not and will not be registered under the U.S. Investment Company Act of 1940, as amended (the "**1940 Act**").

Notwithstanding the foregoing, Shares may in the future be offered and sold to a limited number or category of U.S. Persons, but only pursuant to authorisation by the Directors, and in such a manner that will not require the registration of the Company, any Sub-Fund, or the Shares under the securities laws of the U.S. or any state thereof. Other than as set forth in the previous sentence, Shares may not be issued or transferred other than to a person who, in writing to the Company, shall among other things (A) represent that such person is not a U.S. Person and is not purchasing such Shares for the account of a U.S. Person, (B) shall agree to notify the Company promptly if, at any time while they remain a holder of any Share or shall hold any Share for the account of or the benefit of a U.S. Person, such person should become a U.S. Person, and (C) shall agree to indemnify the Company from and against any losses, damages, costs or expenses arising in connection with a breach of the representation and agreement set forth above.

The Shares have not been, and will not be, qualified for sale under the securities laws of Canada or any province or territory of Canada, and may not be offered or sold, directly or indirectly, in Canada, or to any residents thereof.

**The attention of such U.S. Persons and nationals or residents of Canada is drawn to Paragraph 7 of Appendix III regarding certain compulsory redemption powers of the Company. The Company reserves the right to exercise such powers in the event that it becomes aware that a Canadian national who is a Shareholder has ceased to be resident outside Canada and has re-established residency in Canada.**

Shareholders and potential investors are advised to consult their professional advisers concerning possible taxation or the consequences of purchasing, holding, selling or otherwise disposing of the Shares under the laws of their country of incorporation, establishment, citizenship, residence or domicile.

It is intended that the China Value Fund may invest in securities that are prohibited to individuals who are nationals of the PRC, who reside in the PRC or who (if a corporation or partnership) are incorporated in the PRC or corporations/ partnerships whose ultimate beneficiaries are nationals of/residents in the PRC. As a result, Shares of such Sub-Fund will not be offered to investors of such categories. Current Shareholders who fall into these categories will be provided with prior notice for compulsory redemption.

ADDITIONAL INFORMATION FOR INVESTORS IN THE UNITED KINGDOM

The Company is a recognised scheme within the meaning of Part XVII of the Financial Services and Markets Act 2000 as amended. The Company is recognised in the UK under the Overseas Funds Regime but is not a UK authorised fund. For a list of Sub-Funds recognised under the Overseas Fund Regime and available for promotion in the United Kingdom, please contact the Distributor and/or the UK facilities agent and/or the Financial Services Register maintained by the UK's FCA.

The Distributor may acquire and hold Shares and, at its sole discretion, to satisfy any applications or requests for the sale, issue, redemption and switching of Shares by selling Shares to and/or buying them from any Shareholder provided that the applying Shareholder consents to such transaction and the transaction is effected on the same terms as would have applied in the case of a corresponding sale, issue, redemption or switch of Shares. The Distributor is entitled to retain any profit arising from these transactions. The Distributor will send on a regular basis any information concerning the transactions effected by it to the Company for the updating of the Share register and to enable the Company to dispatch any Share certificates, if applicable.

The Board of Directors has approved the full English version of this Prospectus. This Prospectus may be translated into other languages. Where this Prospectus is translated into another language, the translation shall be as close as possible to a direct translation from the English text and any variations therefrom shall be only as necessary to comply with the requirements of the regulatory authorities of other jurisdictions. In the event of any inconsistency or ambiguity in relation to the meaning of any word or phrase in any translation, the English text shall prevail, except to the extent (and only to the extent) that the laws of a particular jurisdiction require either that both the English text and the local language version of the Prospectus have the same equal standing, or that the legal relationship between the Company and investors in such jurisdiction shall be governed by the local language version of the Prospectus.

**It should be appreciated that value of the Shares and the income, if any, from them can fall as well as rise and that, accordingly, the amount realised by an investor on the redemption of Shares may be less than the original investment made.**

**It should also be appreciated that changes in the rates of exchange between currencies may cause the value of Shares to diminish or increase in terms of the currency of the country in which the Shareholder may be located.**

**Please read the Prospectus carefully for details on product features and risk factors before investing. When selecting funds for investment, if at any point of time you are in doubt whether any of the Sub-Funds are suitable for you, you should seek independent professional financial advice.**

**The Company draws the investors' attention to the fact that any investor will only be able to fully exercise his investor rights directly against the Company, notably the right to participate in general shareholders' meetings, if the investor is registered himself and in his own name on the Shareholders' register. In cases where an investor invests in the Company through an intermediary investing into the Company in that intermediary's own name but on behalf of the investor, it may not always be possible for the investor to exercise certain shareholder rights directly against the Company. Investors are advised to take advice on their rights.**

**Where investors subscribe to or redeem Shares in the Company through financial intermediaries, such investors are generally not recorded directly in the Shareholder's register. Rather, the use of one or more intermediaries to subscribe or redeem Shares in the Company often implies that any such subscription or redemption requests are aggregated on behalf of several investors at the level of the intermediary who then appears in the Shareholders' register. Therefore, in the event of errors resulting from the incorrect calculation of the net asset value or from non-compliance with the investment rules applicable hereunder, the intermediation structure can make it difficult to accurately trace final investors, thereby complicating the fair and equitable calculation and distribution of compensations.**

**The Company has issued a privacy notice regarding the collection, recording, adaptation, transfer and other processing and use of personal data by and on behalf of the Company (the "Privacy Notice"), in accordance with the Luxembourg Law of 2 August 2002 on the Protection of Persons with regard to the Processing of Personal Data (as amended), the European Regulation (EU) 2016/679 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data (General Data Protection Regulation) and any other EU or national legislation which implements or supplements the foregoing. Such Privacy Notice sets out the types of personal data that may be processed, to whom such personal data may relate and how it may be sourced, and the relevant parties who may process or receive such personal data and for what purposes, and otherwise explains certain policies and practices that have been put in place to ensure the privacy of such personal data. The Privacy Notice further describes the rights of Shareholders to request: (i) access to their personal data, (ii) the rectification or erasure of their personal data, (iii) the restriction of the processing of their personal data and (iv) the transfer of their personal data to third parties; as well as the right of Shareholders to lodge a complaint in relation to data protection related issues with the relevant supervisory authority, the right to withdraw their consent to the processing of personal data and the right to object to the processing of their personal data.**

**Details of the up-to-date Privacy Notice are available under "Privacy Notice" on the website www.manulifeglobalfund.com. The Privacy Notice may be updated from time to time and you are advised to visit our website regularly to check for any amendments.**

**In particular, by subscribing for Shares, each Shareholder acknowledges the gathering, storage, use, processing, disclosure and reporting to any governmental or regulatory authority, including tax authorities, in the European Economic Area, in any country which is a participating jurisdiction from time to time under the OECD's Common Reporting Standard for the Automatic Exchange of Information (a "CRS Jurisdiction") or in the United States of America (a "Regulatory Authority") from time to time by the Company and/or any distributor of Shares and/or any other entity duly designated by the Company (each, an "Information Recipient") of any information provided by such Shareholder to any Information Recipient ("Relevant Information") in connection with the satisfaction of requirements of the relevant Regulatory Authority as well as other applicable legal obligations relating to, but not limited to, information sharing and tax reporting and withholding of any payments due to Shareholders from the Company (collectively, "regulatory and legal requirements") that may be applicable to the Company and/or any Sub-Fund from time to time.**

**Each Shareholder further agrees: (a) to inform any relevant Information Recipient as soon as possible of any change in any information provided to such Information Recipient (including any circumstances that would result in a change in the taxpayer status of such Shareholder); (b) to waive any and all rights of such Shareholder under any relevant law or regulation in any applicable jurisdiction, including but not limited to any professional or banking secrecy rules, that would prevent any relevant Information Recipient from meeting applicable regulatory and legal requirements; and (c) that the Company may, in accordance with applicable laws, withhold any payments to such Shareholder in respect of Shares held by such Shareholder and/or compulsorily redeem the Shares held by such Shareholder, if such Shareholder fails to provide any Relevant Information requested, or if such Shareholder, at any time, contests the waiver provided above.**

**Any natural person who ultimately owns or controls the Company through direct or indirect ownership of more than 25% of the Shares of the Company or voting rights in the Company, or through other means of control (a "beneficial owner"), must be registered on behalf of the Company as a beneficial owner in the register of beneficial ownership as provided for by the Luxembourg Law of 13 January 2019 setting up a register of beneficial owners (the "RBO Law"). By subscribing for Shares, any Shareholder who is a beneficial owner agrees that it shall in accordance with the RBO Law provide the Company, the Management Company, the Administrator and/or any other entity duly designated by the Company with such further information as may be required by the latter in order to comply with the RBO Law.**

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## 1. GLOSSARY

In this Prospectus, the following terms shall be ascribed the respective meanings set out in the right column below:

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| **"AA Classes"** | means all Classes denoted by "AA". |
| **"Accumulating Classes"** | means Classes that do not pay dividends and are denoted by "Acc". |
| **"ABS"** | means asset-backed securities. |
| **"Administrator" or "Registrar"** | means Citibank Europe plc, Luxembourg Branch and its successors in title or such other entity as may be appointed as the administrator of the Company and its Sub-Funds from time to time. |
| **"Agency MBS"** | means government sponsored and guaranteed mortgage-backed securities such as Ginnie Mae, Fannie Mae and Freddie Mac. |
| **"Articles" or "Articles of Incorporation"** | means the Restated Articles of Incorporation of the Company dated 16 December 2014 as may be amended from time to time. |
| **"Australian Dollars", "AUD" and "A$"** | means the lawful currency of Australia. |
| **"Board" or "Directors"** | means the Board of Directors of the Company including any appointed committee thereof. |
| **"Bond Connect"** | means the initiative launched in July 2017 for mutual bond market access between Hong Kong and Mainland China established by CFETS, CCDC, SHCH, HKEx and CMU. |
| **"Business Day"** | means in respect of each Sub-Fund, a full day on which banks in Luxembourg are open for business except that (i) any day on which any exchange or market on which a substantial portion of the relevant Sub-Fund's investments is traded in accordance with the Sub-Fund's investment objective and policy is closed, or (ii) such other day(s) as the Directors may determine, shall not be a Business Day. |
| **"C Classes"** | means all Classes denoted by "C". |
| **"Canadian Dollars", "CAD" and "CDN$"** | means the lawful currency of Canada. |
| **"Carbon Footprint"** | shall be calculated in accordance with the following formula: $$\frac{\sum_n^i \left(\frac{current\ value\ of\ investment_i}{investee\ company\ s\ enterprise\ value_i} \times investee\ company's\ Scope\ 1, 2\ and\ 3\ GHG\ emissions_i\right)}{current\ value\ of\ all\ investments\ (€M)}$$ |
| **"CCDC"** | means China Central Depository & Clearing Co., Ltd. and its successors in title. |
| **"CFETS"** | means China Foreign Exchange Trade System & National Interbank Funding Centre and its successors in title. |
| **"ChinaClear"** | means China Securities Depository and Clearing Corporation Limited and its successors in title. |
| **"CIBM"** | means the China interbank bond market. |
| **"Class(es)"** | means a series of Shares within a Sub-Fund, which may differ from other Classes in respect of its charging structure, distribution policy, hedging policy, investment policy or other specific features as described herein. |
| **"CLO"** | means collateralised loan obligations. |
| **"CMBS"** | means commercial mortgage-backed securities. |
| **"CMOs"** | means collateralised mortgage obligations. |
| **"CMU"** | means the Central Moneymarkets Unit of the HKMA and its successors in title. |
| **"Company"** | means Manulife Global Fund. |
| **"CSRC"** | means China Securities Regulatory Commission and its successors in title. |
| **"CSSF"** | means the Commission de Surveillance du Secteur Financier and its successors in title. |
| **"Dealing Day"** | means, 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. |

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| **"Depositary"** | means Citibank Europe plc, Luxembourg Branch and its successors in title or such other entity as may be appointed as the depositary of the Company and its Sub-Funds from time to time. |
| **"Distributing Classes"** | means Classes for which dividends may be declared as per the dividend policy set out in Section 10.1 of the Prospectus. |
| **"Distributor"** | means Manulife Investment Management (Ireland) Limited and its successors in title or such other entity as may be appointed as the distributor of the Company and its Sub-Funds from time to time. |
| **"EU"** | means the European Union. |
| **"EUR" or "Euro"** | means the official single European currency adopted by certain EU Member States participating in the Economic and Monetary Union (as defined in EU legislation). |
| **"F Classes"** | means all Classes denoted by "F". |
| **"Fannie Mae"** | means the Federal National Mortgage Association, a U.S. government-sponsored enterprise, and its successors in title. |
| **"FCA"** | means the Financial Conduct Authority in the United Kingdom and its successors in title. |
| **"FDIs"** | means financial derivative instruments. |
| **"Freddie Mac"** | means the Federal Home Loan Mortgage Corporation, a U.S. government-sponsored enterprise, and its successors in title. |
| **"FSC"** | means the Financial Supervisory Commission of Taiwan and its successors in title. |
| **"Ginnie Mae"** | means the Government National Mortgage Association, a U.S. government agency, and its successors in title. |
| **"Hedged"** | means that, where the name of a Class carries the word "Hedged", such Class may hedge the value of the net assets in its base currency into its denomination currency. |
| **"HKEx"** | means Hong Kong Exchanges and Clearing Limited and its successors in title. |
| **"HKMA"** | means the Hong Kong Monetary Authority and its successors in title. |
| **"HKSCC"** | means Hong Kong Securities Clearing Company and its successors in title. |
| **"Hong Kong" or "Hong Kong SAR"** | means the Hong Kong Special Administrative Region of the People's Republic of China. |
| **"Hong Kong Dollars", "HKD" and "HK$"** | means the lawful currency of Hong Kong. |
| **"I Classes"** | means all Classes denoted by "I". |
| **"I2 Classes"** | means, all Classes denoted by "I2". |
| **"I3 Classes"** | means all Classes denoted by "I3". |
| **"I4 Classes"** | means all Classes denoted by "I4". |
| **"I5 Classes"** | means all Classes denoted by "I5". |
| **"I6 Classes"** | means all Classes denoted by "I6". |
| **"I7 Classes"** | means all Classes denoted by "I7". |
| **"Inc"** | means income and "Inc" in the name of a Class denotes an income-generating Class. |
| **"Institutional Investor"** | means an institutional investor as defined within the meaning of Articles 174, 175, 176 of the 2010 Law. |
| **"Investment Advisers"** | means the entities which have been appointed to provide non-discretionary investment advisory services to the relevant Investment Manager in respect of the relevant Sub-Fund. |
| **"Investment Managers"** | means the entities whose names appear in Section 2 of this Prospectus, each of which has been appointed to manage the investment and re-investment of the assets of the relevant Sub-Fund at its discretion in any security or other investment. |
| **"Japanese Yen" or "JPY"** | means the lawful currency of Japan. |
| **"KIID"** | means Key Investor Information Document and/or Key Information Document for Packaged Retail and Insurance-based Investment Products. |

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| **"Management Company"** | means Manulife Investment Management (Ireland) Limited. |
| **"Manulife Entity"** | means any entity in the Manulife Financial group. |
| **"Major Currency"** | means any of U.S. Dollars, Pound Sterling, Swiss Francs, Euro, Japanese Yen, Hong Kong Dollars, Singapore Dollars, Canadian Dollars, Australian Dollars, Renminbi and New Zealand Dollars. |
| **"MBS"** | means mortgage-backed securities. |
| **"Net Asset Value" or "NAV"** | means, in relation to the Shares of each Class of each Sub-Fund, the amount determined in accordance with the provisions described in the Articles of Incorporation and in the Prospectus. |
| **"New Zealand Dollars" or "NZD"** | means the lawful currency of New Zealand. |
| **"OECD"** | means the Organisation for Economic Co-operation and Development and its successors in title. |
| **"P Classes"** | means all Classes denoted by "P". |
| **"Paying Agent"** | means Citibank Europe plc, Luxembourg Branch and its successors in title or such other entity as may be appointed as the paying agent of the Company and its Sub-Funds from time to time. |
| **"PBOC"** | means the People's Bank of China and its successors in title. |
| **"Pound Sterling", "GBP" or "£"** | means the lawful currency of the United Kingdom. |
| **"PRC", "China" or "Mainland China"** | means the People's Republic of China and, except where the context requires or admits otherwise, and only for the purpose of this Prospectus, references in this Prospectus to the PRC or China do not include Hong Kong, Macau or Taiwan. |
| **"QFI"** | means qualified foreign investor (including, if applicable, qualified foreign institutional investor ("**QFII**") and Renminbi qualified foreign institutional investor ("**RQFII**")) approved pursuant to the relevant PRC laws and regulations, as may be promulgated and/or amended from time to time. |
| **"R Classes"** | means all Classes denoted by "R". |
| **"Redemption Price"** | means the price at which each Share of a Class may be redeemed as determined in accordance with the provisions described in Paragraph 4 of Appendix III. |
| **"Regulated Market(s)"** | means a regulated market which operates regularly and is recognised and open to the public. |
| **"REITs"** | means real estate investment trusts. A real estate investment trust is a company that owns, operates or finances income-producing real estate. REITs may invest in a wide range of real estate property types, including but not limited to offices, apartment buildings, warehouses, retail centres, medical facilities, data centres, cell towers, infrastructure and hotels. Most REITs focus on a particular property type, but some hold multiple types of properties in their portfolios. The legal structure of a REIT, its investment restrictions and the regulatory and taxation regimes to which it is subject will differ depending on the jurisdiction in which it is established. All references to 'REITs' in this Prospectus refer to REITs that qualify as transferable securities. For a REIT to qualify as a transferable security it must be both a closed-ended trust and have units that are listed on a Regulated Market, thereby making it an eligible investment for a UCITS and under local law. |
| **"Renminbi" or "RMB"** | means the lawful currency for the time being and from time to time of the PRC. |
| **"S Classes"** | means all Classes denoted by "S". |
| **"SAFE"** | means the State Administration of Foreign Exchange of China and its successors in title. |
| **"SAT"** | means the State Administration of Taxation of China and its successors in title. |
| **"SEC"** | means the Securities and Exchange Commission of the U.S. and its successors in title. |
| **"SEHK"** | means the Stock Exchange of Hong Kong Limited and its successors in title. |
| **"SFC"** | means the Securities and Futures Commission of Hong Kong SAR and its successors in title. |

| | |
|---|---|
| **"Shanghai-HK Stock Connect"** | means a programme jointly implemented by the CSRC and the SFC to permit foreign investors to invest in the SSE via the SEHK and to allow Chinese investors to invest in the SEHK via the SSE. |
| **"Share(s)"** | means fully paid shares of no par value comprised within the separate Sub-Funds representing the capital of the Company. |
| **"Shareholder(s)"** | means shareholder(s) of the Company. |
| **"SHCH"** | means Shanghai Clearing House and its successors in title. |
| **"Shenzhen-HK Stock Connect"** | means a programme jointly implemented by the CSRC and the SFC to permit foreign investors to invest in the SZSE via the SEHK and to allow Chinese investors to invest in the SEHK via the SZSE. |
| **"SICAV"** | means société d'investissement à capital variable. |
| **"Singapore Dollars", "SGD" and "S$"** | means the lawful currency of Singapore. |
| **"SSE"** | means Shanghai Stock Exchange and its successors in title. |
| **"Stock Connect"** | means the Shanghai-HK Stock Connect and the Shenzhen-HK Stock Connect. |
| **"Sub-Fund(s)"** | means the classes of Shares in the Company (and any classes of Shares created hereafter), in respect of each of which a separate investment portfolio of securities is maintained. |
| **"Sub-Investment Managers"** | means the entities whose names appear as such in Section 2 of this Prospectus and their respective successors in title or such other entities as may be appointed as the sub-investment managers of the relevant Sub-Funds from time to time. |
| **"Subscription Price"** | means the price at which each Share of a Class may be subscribed for as determined in accordance with the provisions described in Paragraph 4 of Appendix III. |
| **"SZSE"** | means Shenzhen Stock Exchange and its successors in title. |
| **"Swiss Francs" and "CHF"** | means the lawful currency of Switzerland. |
| **"UCITS"** | means an undertaking for collective investment in transferable securities within the meaning of EC European Parliament and Council Directive 2009/65 of 13 July 2009 as may be amended from time to time. |
| **"UCITS Regulations"** | means the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations, 2011, as amended by the European Union (Undertakings for Collective Investment in Transferable Securities) (Amendment) Regulations 2016 as may be supplemented or consolidated from time to time including any condition that may from time to time be imposed thereunder. |
| **"U.S."** | means the United States of America. |
| **"U.S. Dollars", "USD" and "US$"** | means the lawful currency of the U.S.. |
| **"Valuation Point"** | means such time on each Business Day as may be determined by the Directors at which the Net Asset Value per Share of a respective Sub-Fund may be determined. |
| **"2010 Law"** | means the Luxembourg law of 17 December 2010 relating to undertakings for collective investment, or any legislative replacements or amendments thereof. |

All credit ratings referred to in this Prospectus are unaudited and are unless indicated otherwise, rated by Standard & Poor's or Fitch or, where unavailable, Moody's Investors Service.

## 2. DIRECTORY

**Registered Office**
31, Z.A. Bourmicht
L-8070 Bertrange
Grand Duchy of Luxembourg

**Directors of the Company**

***Paul Smith (Chairman)***
c/o Manulife Investment Management (Hong Kong) Limited
10th Floor
Lee Garden One
33 Hysan Avenue
Causeway Bay
Hong Kong SAR

***John Li***
19, rue de Bitbourg
L-1273 Luxembourg
Grand Duchy of Luxembourg

***Yves Wagner***
19, rue de Bitbourg
L-1273 Luxembourg
Grand Duchy of Luxembourg

***Gianni Fiacco***
10th Floor
Lee Garden One
33 Hysan Avenue
Causeway Bay
Hong Kong SAR

***Tricia Feng***
8 Cross Street
#16-01 Manulife Tower
Singapore 048424

**Management Company**

***Manulife Investment Management (Ireland) Limited***
Registered Office:
2/F, 5 Earlsfort Terrace
Dublin 2 D02 CK83
Ireland

Business Office:
The Exchange, George's Dock
International Financial Services Centre
Dublin, D01 P2V6
Ireland

**Distributor**

***Manulife Investment Management (Ireland) Limited***
Registered Office:
2/F, 5 Earlsfort Terrace
Dublin 2 D02 CK83
Ireland

Business Office:
The Exchange, George's Dock
International Financial Services Centre
Dublin, D01 P2V6
Ireland

**Depositary, Administrator, Registrar and Paying Agent**

***Citibank Europe plc, Luxembourg Branch***
31, Z.A. Bourmicht
L-8070 Bertrange
Grand Duchy of Luxembourg

**Auditors**

***PricewaterhouseCoopers Assurance, Société coopérative***
2, rue Gerhard Mercator
L-2182 Luxembourg
Grand Duchy of Luxembourg

**Investment Managers**

- ***Manulife Investment Management (Europe) Limited***
  1 London Wall
  London EC2Y 5EA
  United Kingdom

  *(Co-Investment Manager of the Asia Total Return Fund and Asian High Yield Fund)*

- ***Manulife Investment Management (US) LLC***
  197 Clarendon Street
  Boston
  MA 02116
  United States of America

  *(Investment Manager of the Dynamic Leaders Fund, Global Equity Diversified Income Fund, Global Equity Fund, Global Multi-Asset Diversified Income Fund, Global REIT Fund, Global Semiconductor Opportunities Fund, Healthcare Fund, Investment Grade Preferred Securities Income Fund, Preferred Securities Income Fund, USD Income Fund, U.S. Equity Fund and U.S. Special Opportunities Fund, and Co-Investment Manager of Diversified Real Asset Fund)*

- ***Manulife Investment Management (Hong Kong) Limited***
  10th Floor
  Lee Garden One
  33 Hysan Avenue
  Causeway Bay
  Hong Kong SAR

  *(Investment Manager of the Asia Dynamic Income Fund, ASEAN Equity Fund, Asia Pacific REIT Fund, Asian Short Duration Bond Fund, Asian Small Cap Equity Fund China Value Fund, Dragon Growth Fund, Global Climate Action Fund, India Equity Fund, Japan Equity Fund, Sustainable Asia Bond Fund, Sustainable Asia Equity Fund and Taiwan Equity Fund and Co-Investment Manager of the Asia Total Return Fund, Asian High Yield Fund and Diversified Real Asset Fund)*

**Sub-Investment Managers**

- ***Manulife Investment Management (Europe) Limited***
  1 London Wall
  London EC2Y 5EA
  United Kingdom

  *(Co-Sub-Investment Manager of the Global Multi-Asset Diversified Income Fund)*

- ***Manulife Investment Management (Hong Kong) Limited***
  10th Floor
  Lee Garden One
  33 Hysan Avenue
  Causeway Bay
  Hong Kong SAR

  *(Co-Sub-Investment Manager of the Global Multi-Asset Diversified Income Fund)*

- ***Manulife Investment Management (Singapore) Pte. Ltd.***
  8 Cross Street
  #16-01 Manulife Tower
  Singapore 048424

  *(Sub-Investment Manager of the Asia Pacific REIT Fund, Asian Short Duration Bond Fund, India Equity Fund and Sustainable Asia Bond Fund)*

- ***Manulife Investment Management Limited***
  200 Bloor Street East
  Toronto, Ontario M4E 1E5
  Canada

  *(Sub-Investment Manager of the Diversified Real Asset Fund, Dynamic Leaders Fund, Global Climate Action Fund and Global Equity Diversified Income Fund)*

**Legal Advisers**

*Luxembourg*
***Linklaters LLP***
Avenue J.F. Kennedy 35
L-1855 Luxembourg
Grand Duchy of Luxembourg

*Hong Kong*
***Deacons***
5th Floor, Alexandra House
18 Chater Road
Central
Hong Kong SAR

## 3. STRUCTURE

### 3.1 Sub-Funds and Classes

The Company offers investors access to an international range of investment opportunities while retaining the administrative advantages of one single corporate entity. The Company qualifies as a collective investment undertaking under Part I of the 2010 Law as a SICAV. The Company's share capital presently comprises the Sub-Funds as described in Appendix I, in respect of each of which a separate investment portfolio is maintained. Each Sub-Fund may issue more than one Class of Shares which is subject to different terms of issue. Each Class may be subject to different conditions including, but not limited to, different currency denomination, the amount of minimum subscription, the minimum holding, the charges payable on subscription, redemption or switching of Shares, the fees payable to the various service providers of the Company, the dividends and other benefits (if any) payable to Shareholders.

The base currency of each of the Sub-Funds is U.S. Dollars. The currency denomination of a Class is indicated in the name of the Class (e.g. "AA (HKD) Acc" indicates HKD is the currency denomination of the Class). If the name of the Class does not contain the currency, the relevant Class is denominated in U.S. Dollars (e.g. the currency denomination of Class "AA Acc" is U.S. Dollars). Where the name of a Class carries the word "Hedged", such Class may hedge the value of the net assets in its base currency into its denomination currency.

The Classes are available for investment as follows:

| Class: | Available for investment by: |
|---|---|
| AA Classes<br>R Classes<br>F Classes | retail investors |
| C Classes | Central Provident Fund ("**CPF**") members using CPF monies and investment-linked insurance product sub-funds which are included under CPF Investment Scheme. |
| I Classes | Institutional Investors |
| I2 Classes | high net worth individuals, institutions and such other investors who meet the requirements as determined or waived by the Distributor at its sole discretion |
| I3 Classes | (i) any collective investment scheme or mutual fund managed by a Manulife Entity; or<br>(ii) Institutional Investors who at the time of receipt of subscription have entered into an agreement with a Manulife Entity in relation to fees;<br>and, who meet the requirements as determined or waived by the Distributor at its sole discretion |
| I4 Classes | any collective investment scheme or mutual fund managed by a Manulife Entity and, who meet the requirements as determined or waived by the Distributor at its sole discretion. |
| I5 Classes | Institutional Investors headquartered or operating within the European Economic Area, and in such other countries as selected and authorised by the Distributor. |
| I6 Classes | High net worth individuals, institutions, intermediaries and such other investors who are domiciled or distributing within the European Economic Area, and in such other countries as selected and authorised by the Distributor. |
| I7 Classes | any collective investment scheme or mutual fund managed by a Manulife Entity and/or a Manulife Financial group affiliate and, who meet the requirements as determined or waived by the Distributor at its sole discretion. |
| J Classes | Japanese investment trusts or Japanese funds-of-funds |
| P Classes | clients of private bank distributors, private wealth or other similar distributors, and such other investors who meet the requirements as determined or waived by the Distributor at its sole discretion |
| S Classes | retail investors in Singapore |

| Class | Currency of Denomination | Minimum Initial Investment (or the equivalent in any other Major Currency) | Minimum Holding | Minimum Subsequent Investment (or the equivalent in any other Major Currency) | Initial Charge | Switching Charge | Redemption Charge |
|---|---|---|---|---|---|---|---|
| AA | USD | US$1,000[1] | US$1,000[2] | US$100 | Up to 5% of subscription amount[3,4] | Up to 1% of the value of the Share(s) being switched | N/A |
| AA Acc | USD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (AUD Hedged) | AUD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (CAD Hedged) | CAD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (HKD) | HKD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (HKD) Acc | HKD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA Inc | USD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (AUD Hedged) Acc | AUD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (GBP Hedged) Acc | GBP | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (JPY Hedged) Acc | JPY | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (RMB Hedged) Acc | RMB | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (SGD Hedged) Acc | SGD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (AUD Hedged) Inc | AUD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (CAD Hedged) Inc | CAD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (HKD) Inc | HKD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (SGD) | SGD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (SGD) Acc | SGD | US$1,000[1] | US$1,000 | US$100 | | | |
| AA (SGD Hedged) | SGD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (SGD Hedged) Inc | SGD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (USD) MDIST (G) | USD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (AUD Hedged) MDIST (G) | AUD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (CAD Hedged) MDIST (G) | CAD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (EUR Hedged) MDIST (G) | EUR | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (HKD) MDIST (G) | HKD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (JPY Hedged) MDIST (G) | JPY | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (NZD Hedged) MDIST (G) | NZD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (SGD) MDIST (G) | SGD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (SGD Hedged) MDIST (G) | SGD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (RMB Hedged) MDIST (G) | RMB | US$1,000[1] | US$1,000[2] | US$100 | | | |
| AA (GBP Hedged) MDIST (G) | GBP | US$1,000[1] | US$1,000[2] | US$100 | | | |
| R (USD) MDIST (G) | USD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| R (HKD) MDIST (G) | HKD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| F (AUD Hedged) MDIST (G) | AUD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| F (CAD Hedged) MDIST (G) | CAD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| F (GBP Hedged) MDIST (G) | GBP | US$1,000[1] | US$1,000[2] | US$100 | | | |
| F (HKD) MDIST (G) | HKD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| F (JPY Hedged) MDIST (G) | JPY | US$1,000[1] | US$1,000[2] | US$100 | | | |
| F (NZD Hedged) MDIST (G) | NZD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| F (RMB Hedged) MDIST (G) | RMB | US$1,000[1] | US$1,000[2] | US$100 | | | |
| F (SGD Hedged) MDIST (G) | SGD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| F (USD) MDIST (G) | USD | US$1,000[1] | US$1,000[2] | US$100 | | | |
| C (SGD Hedged) Acc | SGD | US$1,000[1] | US$1,000[2] | US$100 | N/A | | |
| S | SGD | US$500[1] | US$500[2] | US$50 | Up to 5% of subscription amount[3,4] | | |
| S Hedged | SGD | US$500[1] | US$500[2] | US$50 | | | |
| S Inc | SGD | US$500[1] | US$500[2] | US$50 | | | |
| S Hedged MDIST (G) | SGD | US$500[1] | US$500[2] | US$50 | | | |
| S MDIST (G) | SGD | US$500[1] | US$500[2] | US$50 | | | |
| P (USD) Inc | USD | US$50,000[1] | US$50,000[2] | US$5,000 | | | |

| | | | | | | | |
|---|---|---|---|---|---|---|---|
| P (AUD Hedged) Inc | AUD | US$50,000[1] | US$50,000[2] | US$5,000 | Up to 5% of subscription amount[3,4] | Up to 1% of the value of the Share(s) being switched | N/A |
| P (HKD) Inc | HKD | US$50,000[1] | US$50,000[2] | US$5,000 | | | |
| P (SGD) Inc | SGD | US$50,000[1] | US$50,000[2] | US$5,000 | | | |
| P (SGD Hedged) Inc | SGD | US$50,000[1] | US$50,000[2] | US$5,000 | | | |
| P (USD) MDIST (G) | USD | US$50,000[1] | US$50,000[2] | US$5,000 | | | |
| P (AUD Hedged) MDIST (G) | AUD | US$50,000[1] | US$50,000[2] | US$5,000 | | | |
| P (HKD) MDIST (G) | HKD | US$50,000[1] | US$50,000[2] | US$5,000 | | | |
| P (SGD) MDIST (G) | SGD | US$50,000[1] | US$50,000[2] | US$5,000 | | | |
| P (SGD Hedged) MDIST (G) | SGD | US$50,000[1] | US$50,000[2] | US$5,000 | | | |
| J | USD | N/A | N/A | N/A | N/A | | |
| I | USD | N/A | N/A | N/A | N/A | | |
| I Acc | USD | N/A | N/A | N/A | N/A | | |
| I (EUR Hedged) Acc | EUR | N/A | N/A | N/A | N/A | | |
| I MDIST (G) | USD | N/A | N/A | N/A | N/A | | |
| I2 | USD | N/A | N/A | N/A | N/A | | |
| I2 Acc | USD | N/A | N/A | N/A | N/A | | |
| I2 SGD Hedged | SGD | N/A | N/A | N/A | N/A | | |
| I3 | USD | N/A | N/A | N/A | N/A | | |
| I3 Acc | USD | N/A | N/A | N/A | N/A | | |
| I3 (SGD) Acc | SGD | N/A | N/A | N/A | N/A | | |
| I3 (SGD Hedged) Acc | SGD | N/A | N/A | N/A | N/A | | |
| I3 Inc | USD | N/A | N/A | N/A | N/A | | |
| I3 MDIST (G) | USD | N/A | N/A | N/A | N/A | | |
| I4 Acc | USD | N/A | N/A | N/A | N/A | | |
| I4 MDIST (G) | USD | N/A | N/A | N/A | N/A | | |
| I4 (RMB Hedged) Inc | RMB | N/A | N/A | N/A | N/A | | |
| I5 Acc | USD | US$1,000,000[1] | US$1,000,000[2] | N/A | N/A | | |
| I5 (GBP) Acc | GBP | GBP1,000,000[1] | GBP1,000,000[2] | N/A | N/A | | |
| I5 (EUR) Acc | EUR | EUR1,000,000[1] | EUR1,000,000[2] | N/A | N/A | | |
| I5 (CHF) Acc | CHF | CHF1,000,000[1] | CHF1,000,000[2] | N/A | N/A | | |
| I5 (GBP Hedged) Acc | GBP | GBP1,000,000[1] | GBP1,000,000[2] | N/A | N/A | | |
| I5 (EUR Hedged) Acc | EUR | EUR1,000,000[1] | EUR1,000,000[2] | N/A | N/A | | |
| I5 (CHF Hedged) Acc | CHF | CHF1,000,000[1] | CHF1,000,000[2] | N/A | N/A | | |
| I6 Acc | USD | US$1,000,000[1] | US$1,000,000[2] | N/A | N/A | | |
| I6 (GBP) Acc | GBP | GBP1,000,000[1] | GBP1,000,000[2] | N/A | N/A | | |
| I6 (EUR) Acc | EUR | EUR1,000,000[1] | EUR1,000,000[2] | N/A | N/A | | |
| I6 (CHF) Acc | CHF | CHF1,000,000[1] | CHF1,000,000[2] | N/A | N/A | | |
| I6 (GBP Hedged) Acc | GBP | GBP1,000,000[1] | GBP1,000,000[2] | N/A | N/A | | |
| I6 (EUR Hedged) Acc | EUR | EUR1,000,000[1] | EUR1,000,000[2] | N/A | N/A | | |
| I6 (CHF Hedged) Acc | CHF | CHF1,000,000[1] | CHF1,000,000[2] | N/A | N/A | | |
| I6 (AUD Hedged) Acc | AUD | A$1,000,000[1] | A$1,000,000[2] | N/A | N/A | | |
| I6 (SGD Hedged) Acc | SGD | S$1,000,000[1] | S$1,000,000[2] | N/A | N/A | | |
| I7 Acc | USD | N/A | N/A | N/A | N/A | | |

[1] or such lower amount as the Directors (or their delegates) may (at their discretion) accept

[2] unless otherwise specified by the Directors (or their delegates)

[3] For Class AA (SGD Hedged) Inc shares of Asia Total Return Fund, the Initial Charge is up to 3.5% of subscription amount

[4] For Class AA Acc, Class AA (SGD Hedged) Acc, Class AA (USD) MDIST (G), Class AA (HKD) MDIST (G), Class AA (AUD Hedged) MDIST (G), Class AA (RMB Hedged) MDIST (G) and Class AA (SGD Hedged) MDIST (G) of Asian Short Duration Bond Fund, the Initial Charge is up to 3% of subscription amount

The Directors may, from time to time, create additional Sub-Funds with different specialised investment objectives and one or more Classes for each Sub-Fund. Full details of all Sub-Funds and their Classes available for subscription are set out in Appendix I hereto. Any Sub-Fund(s) and/or Class(es) will be offered or sold in a given jurisdiction only after the proper local governmental, supervisory or regulatory authority has been advised thereof, the necessary notification period has elapsed, and/or the necessary registrations, approvals or authorisations have been effected or obtained, and in all cases all applicable legal or regulatory requirements have been complied with.

## 4. INVESTMENT OBJECTIVE AND INVESTMENT POLICY

The Company aims to provide investors with a broad international range of diversified actively-managed Sub-Funds which, through their specific investment objective and policies, offer investors the opportunity of exposure to selected areas or to conveniently build a diversified portfolio to meet their investment goals. The overall strategy of the Company is to seek diversification through investment in primarily a wide range of equity and debt transferable securities.

Subject to any limits set forth in its investment restrictions and consistent with the specific investment objectives and policies of that Sub-Fund, each Sub-Fund (unless otherwise specifically noted) may, for investment, hedging and/or efficient portfolio management purposes, invest in or utilize FDIs as part of its investment strategy, including options on securities, securities indices and currencies, forward contracts with respect to currencies, financial futures contracts and related options and swap contracts. FDIs may be exchange-traded or traded over-the-counter provided that they are entered into with first-class institutions that specialize in these types of transactions and that are active in the particular market. All Sub-Funds may hold liquid assets on an ancillary basis.

The Company may seek to hedge the Shares of certain Class(es) of Shares in relation to the base currency of the relevant Sub-Fund(s). Where undertaken, the effects of such hedging may be reflected in such Sub-Fund's Net Asset Value and, therefore, in the performance of such Class(es). Similarly, any expenses arising from such hedging transactions will be borne by the relevant Class in respect of which they have been incurred.

It should be noted that such hedging transactions may be entered into whether the base currency is declining or increasing in value relative to other currencies. Where such hedging is undertaken it may substantially protect investors in the relevant Class(es) against a decrease in the value of currency exposure relative to the base currency, but it may also preclude investors from benefiting from an increase in the value of the base currency.

There can be no assurance that the currency hedging employed will fully eliminate the currency exposure to the underlying investment currencies.

Please refer to Appendix I for the investment objective and the investment policy for each Sub-Fund. The investment and borrowing restrictions of the Company are set out in Paragraph 2 of Appendix II.

### 4.1 General Investment Objective

#### 4.1.1 Equity Funds

As the primary objective of each of the Equity Funds is capital growth, it is not anticipated that dividend payments will be substantial – please refer to Section 10 for the distribution policy applicable to the relevant Sub-Funds and Classes.

#### 4.1.2 Bond Funds

The primary objective of each of the Bond Funds is to seek maximisation on total return of current income and capital appreciation through primarily investing in fixed income securities. Subject to the distribution policy applicable to the relevant Sub-Funds and Classes set out in Section 10, dividends received from the underlying securities during the financial year shall be reinvested in the relevant Sub-Fund.

#### 4.1.3 Hybrid Funds

The primary objective of each Hybrid Fund is to seek income generation while providing the potential for long-term capital appreciation by investing primarily in a diversified portfolio consisting of fixed income and equity securities. Please refer to Section 10 for the distribution policy applicable to the relevant Sub-Funds and Classes.

### 4.2 General Investment Policy

All references to Investment Manager in this section shall mean the Investment Manager(s) and/or the Sub-Investment Manager(s), as the context requires.

In selecting investments, the Investment Manager will focus on top-down country asset allocation, weighing the valuation of a market against the overall macroeconomic environment of an economy and the region. Extensive company analysis then follows in order to determine the portfolio holdings. This style is broadly termed "value oriented growth", where growth investments are made after careful consideration regarding the price level and the timing of entry.

#### 4.2.1 Equity Funds

Subject to any applicable regulations, the Sub-Funds will invest in the shares of companies within the respective countries or regions which are not quoted on a stock exchange approved by the Investment Manager, but only where the Investment Manager considers there to be a reasonable expectation of these securities being quoted. The Sub-Funds may invest in debt securities (whether or not of investment grade) and depository receipts of companies within their respective countries or regions which may be listed or traded outside such countries or regions. There may be periods where it might be appropriate for the Sub-Funds at the recommendation of the Investment Manager to hold large positions in cash under situations including, but not limited to, when the Investment Manager considers the securities price does not reflect their fair value effectively; market liquidity becomes a concern; and/or there is a lack of investment opportunity.

### 4.2.2 Bond Funds

Bond Fund portfolios are managed under a dual-approach of "top-down" and "bottom-up", which provides the mechanism for the Investment Manager to determine which country/industry may benefit from current and future changes in the economy when under-going the process of country/sector allocation. At the same time, it facilitates the Investment Manager to select individual securities that are undervalued, with consideration of the financial condition of the issuers as well as the collateralisation and other features of the securities.

To enhance total return, to the extent not inconsistent with their individual investment objectives and policies, the Sub-Funds may utilise the full spectrum of available debt securities wherever the best investment opportunities present themselves. Accordingly, the Sub-Funds will invest in debt securities of all quality levels and maturities from many different issuers, potentially including, but not limited to, U.S. Dollar-denominated securities of non-U.S. governments and corporations, mortgage-related securities, municipal obligations, asset-backed securities, mortgage-backed securities, pay-in-kind bonds, high yield bonds, debt/equity securities of non-U.S. issuers, emerging market debts and U.S. Treasury Inflation Protected Securities.

For the avoidance of doubt, while each Sub-Fund will invest primarily in a portfolio of bonds and other fixed and floating rate securities issued by governments, government and supra-national agencies, local and regional agencies as well as corporate issuers, each Sub-Fund may, from time to time, at the discretion of the Investment Manager to position the portfolio according to prevailing market conditions, also invest in securitised or structured debt/credit instruments. Such instruments may include ABS, MBS, CMBS, CMOs, RMBS, CLOs and pass-through securities[2].

Investment in any such instruments (other than MBSs and pass-through securities of the type as described in the subsequent sentence) may not, in aggregate, exceed 25% of the net asset value of the relevant Sub-Fund. MBSs and pass-through securities available in the U.S. and issued by Ginnie Mae, or Fannie Mae and Freddie Mac, may not, in aggregate, represent more than 50% of the net asset value of the relevant Sub-Fund.

Each Sub-Fund may, at the discretion of the Investment Manager, and in the best interests of the Sub-Fund's shareholders, continue to hold those debt securities which have been downgraded below their average credit rating subsequent to their purchase provided that (i) this is consistent with the individual investment objectives and policies of the relevant Sub-Fund as set out in this Prospectus, and (ii) the Investment Manager is fulfilling its fiduciary obligation to monitor the performance of, and material events, affecting the Sub-Fund's underlying investments, and to initiate the appropriate action, at its discretion, to protect the Sub-Fund's shareholders' interest.

### 4.2.3 Hybrid Funds

The relevant Investment Manager will seek to achieve the investment objective of a Sub-Fund which is a Hybrid Fund by investing in a range of permissible equity and debt securities (either directly and/or through other UCITS and/or UCIs), subject to the investment restrictions specified in Appendix II and in applicable law and regulations.

In addition, a Sub-Fund which is a Hybrid Fund may, subject to the investment restrictions specified in Appendix II and in the applicable laws and regulations, indirectly seek exposure to alternative assets including, mainly through, but not limited to, real estate and commodity-related transferrable securities (including REITs), derivatives on financial indices, and, via UCITS or UCIs (including exchange traded funds and closed-ended funds) which invest in such asset classes. The extent of each such Sub-Fund's investment (if any) in the various asset classes listed above will be determined by the relevant Investment Manager in accordance with the investment objective specified for the Sub-Fund. The Sub-Funds may, in accordance with their respectively investment objective, allocate dynamically between these asset classes in pursuit with their respective investment objective and to actively manage the risk of loss to capital. The Sub-Funds may also temporarily invest or hold positions in cash, cash-based instruments or short-term money market securities under certain circumstances, including while sourcing for suitable investment opportunities or because of generally unfavourable market or economic conditions.

[2] Please refer to Section 5.22.8 below under the sub-heading "Collateralised/Securitised Products Risk" for further information on the basic features of, and the risks associated with investment in, ABSs, MBSs, CMBSs, CMOs, CLOs and pass-through securities.

## 5. GENERAL RISK FACTORS

All references to Investment Manager in this section shall mean the Investment Manager(s) and/or the Sub-Investment Manager(s), as the context requires.

### 5.1 Investment Risks

Each Sub-Fund is subject to substantial market fluctuations and to the risks inherent in all investments, and investors should be aware that value of Shares can go down as well as up. Investors may not get back their original investment. Investments in a Sub-Fund are designed to produce returns over the long term and are not suitable for short-term speculation.

An investment in a Sub-Fund involves risks. These risks may include or relate to, amongst other things, equity market, debt securities market, currency, interest rate, credit, liquidity and volatility as well as political risks and any combination of these and other risks. Investors are also reminded that risk factors may occur simultaneously and/or may compound each other resulting in an unpredictable effect on the value of the Shares. No assurance can be given as to the effect that any combination of risk factors may have on the value of the Shares.

Sub-Funds which invest in equities are subject to the risks generally associated with equity investment, namely, the market value of the securities may go down as well as up. Factors affecting the securities valuations are numerous, including but are not limited to changes in business confidence, investment sentiments, business cycles, government and central bank policies, political environment, economic environment, business and social conditions in local and global marketplace. Securities exchanges normally have the right to suspend or limit trading in any securities traded on the relevant exchanges under certain circumstances. A suspension or limitation on trading means liquidation of such securities is impossible and the Sub-Fund investing in these securities may be subject to losses.

### 5.2 Umbrella Structure of the Company and Cross-Liability Risk

Each Sub-Fund will be responsible for paying its fees and expenses regardless of the level of its profitability. The Company is an umbrella fund with segregated liability between Sub-Funds. Notwithstanding the foregoing, there can be no assurance that, should an action be brought against the Company in the courts of another jurisdiction, the segregated nature of the Sub-Funds would necessarily be upheld. In addition, whether or not there is a cross-liability between Sub-Funds, proceedings involving a Sub-Fund could involve the Company as a whole which could potentially affect the operations of all Sub-Funds.

### 5.3 International Investments

Investment in securities issued by companies and governments of different nations involves certain risks. These risks include interest rate and exchange rate fluctuations, international and regional political and economic developments and the possible imposition of exchange controls or other local governmental laws or restrictions applicable to such investments. Investors in a Sub-Fund that concentrates its investments in the securities of a single country are fully exposed to that country's economic and stock market cycles, which could increase both its risks and its potential rewards compared with a Sub-Fund invested in several countries or regions. Where a Sub-Fund focuses on a particular industry sector and lacks risk diversification, valuations of the Sub-Fund may fluctuate more widely than in a sub-fund that is diversified across sectors.

Securities held with a local correspondent or clearing/settlement system or securities correspondent may not be as well protected as those held within Luxembourg. In particular, losses may be incurred as a consequence of the insolvency of the local correspondent or system. In some markets, the segregation or separate identification of a beneficial owner's securities may not be possible or the practices of segregation or separate identification may differ from practices in more developed markets.

### 5.4 Unlisted Securities Risk

This risk relates to securities which are not listed on a securities exchange, such as shares in unlisted companies. The price of these investments may be volatile, and there may be delays and/or losses when selling unlisted securities due to liquidity constraints. In a Sub-Fund which is concentrated in the securities of a particular market, industry, group of industries, sector or asset class, this may contribute to additional share price volatility.

**5.5 Emerging Markets Risks**

Investors should note that portfolios of any Sub-Fund may be invested in what are commonly referred to as emerging economies or markets, where special risks (including higher stock price volatility, lower liquidity of stocks, political and social uncertainties and currency risks) may be substantially higher than the risks normally associated with the world's mature economies or major stock markets. Further, certain emerging economies are exposed to the risks of high inflation and interest rates, large amount of external debt; and such factors may affect the overall economy stability. More details of specific risks related to the markets/characteristics of certain Sub-Funds are set out in Appendix I.

In respect of certain emerging economies or markets in which the Company may invest, the Company may be exposed to higher risks than in developed economies or markets, in particular for the acts or omissions of its service providers, agents, correspondents or delegates as a result of the protection against liquidation, bankruptcy or insolvency of such persons. Information collected and received from such service providers, agents, correspondents or delegates may be less reliable than similar information on agents, correspondents or delegates in more developed economies or markets where reporting standards and requirements may be more stringent.

Investors should note that accounting, auditing and financial reporting standards, practices and disclosure requirements applicable to some companies in the emerging economies or markets in which the Sub-Funds may invest may differ from countries with more developed financial markets and less information may be available to investors, which may also be out of date.

The value of a Sub-Fund's assets may be affected by uncertainties such as changes in government policies, taxation legislation, currency repatriation restrictions and other developments in politics, law or regulations of the emerging economies or markets in which the Sub-Fund may invest and, in particular, by changes in legislation relating to the level of foreign ownership in the companies in these economies or markets, possible nationalisation of their industries, expropriation of assets and confiscatory taxation.

**5.6 Political and Regulatory Risks**

Changes to government policies or legislation in the markets in which a Sub-Fund may invest may adversely affect the political or economic stability of such markets. The laws and regulations of some of the markets through which a Sub-Fund may invest which affect foreign investment business continue to evolve in an unpredictable manner. There is a further risk that a government may prevent or limit the repatriation of foreign capital or the availability of legal redress through the courts. Although basic commercial laws are in place, they are often unclear or contradictory and subject to varying interpretation and may at any time be amended, modified, repealed or replaced in a manner adverse to the interests of the Sub-Fund.

Investments in certain markets may also require the procurement of a substantial number of licences, regulatory consents, certificates and approvals, including licences for the Company, registration of relevant securities trading code(s) for a Sub-Fund to conduct securities transactions at the relevant securities trading centre(s) or markets and clearance certificates from tax authorities. The inability to obtain a particular licence, regulatory consent, certificate or approval could adversely affect the Company's or a Sub-Fund's operations.

**5.7 Natural Resources Sector Risk**

By focusing on the natural resources sector, some Sub-Funds carry much greater risks of adverse developments than a Sub-Fund that invests in a wider variety of industries. The securities of companies in the natural resources sector may experience more price volatility than securities of companies in other industries. Some of the commodities used as raw materials or produced by these companies are subject to broad price fluctuations as a result of industry wide supply and demand factors. As a result, companies in the natural resources sector often have limited pricing power over supplies or for the products that they sell which can affect their profitability. Concentration in the securities of companies with substantial natural resources assets will expose these Sub-Funds to price movements of natural resources to a greater extent than a more broadly diversified mutual fund. There is a risk that those Sub-Funds will perform poorly during and economic downturn or a slump in demand for natural resources.

**5.8 Custodial, Clearance and Settlement Risk**

The lack of adequate custodial, clearance and settlement systems in some emerging economies or markets may prevent either partial or total investment in such markets or may require a Sub-Fund to accept greater custodial, clearance and/or settlement risks in order to make any such investment. There are risks arising from the inadequacy of systems to ensure the transfer, evaluation, compensation and/or recording of securities, the procedure for registering securities, the custody of securities and liquidation of transactions. These risks do not occur as frequently in more developed markets or economies.

Certain economies or markets present specific risks in the registration of assets, where registrars are not always subject to effective government supervision as well as in relation to the custody and safekeeping of securities. In some of these emerging economies or markets, difficulties could arise in relation to the registration of portfolio assets. In such circumstances, registration of shareholdings in favour of a Sub-Fund may become lost through default, negligence or refusal to recognise ownership, resulting in loss to the Sub-Fund. Investments may also sometimes be evidenced in the form of confirmation delivered by local registrars, which are neither subject to effective supervision nor always independent from issuers. The possibility of fraud, negligence or refusal to recognise ownership exists, which could result in the registration of an investment being completely lost. Investors should be aware that such Sub-Funds could be exposed to a loss arising from such registration problems.

The clearance and settlement systems available to effect trades on emerging markets or economies may be significantly less developed than those in more developed markets or economies, which may result in delays and other material difficulties in settling trades and in registering transfers of securities. In certain economies or markets, there have been times when clearance and settlements have been unable to keep pace with the volume of securities transactions, making it difficult to conduct such transactions. Problems with clearance and settlement in these markets may affect the value and liquidity of a Sub-Fund. The inability of a Sub-Fund to make intended securities purchases due to clearance and settlement problems could cause the Sub-Fund to miss attractive investment opportunities. Inability to dispose of a portfolio security caused by such problems could result either in losses to a Sub-Fund due to subsequent declines in value of the portfolio security or, if a Sub-Fund has entered into a contract to sell the security, could result in potential liability to the purchaser.

In addition, such economies or markets have different clearance and settlement procedures. A Sub-Fund will be exposed to credit risks of parties with or through whom it trades and will also bear the risk of settlement default. Market practice in certain emerging markets or economies, in which a Sub-Fund may invest, in relation to the clearance and settlement of securities transactions, may increase such risks. In certain securities markets, transactions may not be executed on a delivery versus payment/receive versus payment (DVP/RVP) basis and there may be a difference in settlement dates for cash and securities, which creates counterparty risk.

**5.9 Small-Cap/Mid-Cap Risks**

Certain Sub-Funds may invest in, but are not restricted to, the securities of small and medium sized companies in the relevant markets. This can involve greater risk than is customarily associated with investment in larger and more established companies. In particular, smaller companies often have limited product lines, markets or financial resources, with less research information available about the company, and their management may be dependent on a few key individuals. The stock of small-capitalisation/mid-capitalisation companies may have lower liquidity and their prices are more volatile to adverse economic developments than those of larger capitalisation companies in general.

**5.10 Risks Associated with Investment in REITs**

Certain Sub-Funds may invest in REITs. The major risks can be attributed to a decline in real estate values, the possibility that the owners of real estate could default on mortgage payments resulting in the loss of property and environmental liability, and rise of interest rates. The value of these Sub-Funds may fluctuate in response to movements in real estate markets.

**5.11 Currency Risks**

A Sub-Fund's assets may be invested primarily in securities denominated in currencies other than its relevant currency of account and any income or realisation proceeds received by the Sub-Fund from these investments will be received in those currencies, some of which may fall in value against the currency of account. The Sub-Funds will compute their respective Net Asset Values and make any distributions in the relevant currency of account and there is, therefore, a currency exchange risk, which may affect the value of the Shares to the extent that the Sub-Funds make such investments, as a result of fluctuations in exchange rates between the currency of account of the relevant Sub-Fund and any other currency. Also, a Class of Shares may be designated in a currency other than the base currency of the Sub-Fund and Shareholders of such Classes of Shares may be affected unfavourably by fluctuations in the exchange rates between such designated currency and the base currency of the Sub-Fund. In addition, foreign exchange control in any country may cause difficulties in the repatriation of funds from such countries.

**5.11.1 *RMB Currency and Conversion Risks***

Investors in RMB denominated Class(es) should note the following. The RMB is subject to a managed floating exchange rate based on market supply and demand with reference to a basket of foreign currencies, and movement in RMB is subject to policy control. The daily trading price of the RMB against other major currencies in the interbank foreign exchange market would be allowed to float within a narrow band around the central parity published by the People's Bank of China. As the exchange rates are influenced by government policy and market forces, the exchange rates for RMB against other currencies, including USD and HKD, are susceptible to movements based on external factors.

Non-RMB based investors are exposed to foreign exchange risk and there is no guarantee that the value of RMB against the investors' base currencies (for example HKD) will not be subject to devaluation. Any devaluation of RMB could adversely affect the value of investor's investment in the relevant Sub-Fund(s).

While offshore RMB in Hong Kong (CNH) and onshore RMB in Mainland China (CNY) represent the same currency, they are traded in different and separate markets which operate independently and thus they trade at different rates. As such, CNH does not necessarily have the same exchange rate and may not move in the same direction as CNY. Any divergence between CNH and CNY may adversely impact investors.

In addition, RMB is currently not a freely convertible currency. The supply of RMB and the conversion of foreign currency into RMB are subject to exchange control policies and restrictions imposed by the Mainland China authorities. Such control of currency conversion and movements in the RMB exchange rates may adversely affect the operations and financial results of companies in the PRC as well as the investment returns on RMB denominated securities. Liquidity of RMB could deteriorate due to government controls and restrictions which would adversely affect Sub-Fund's ability to exchange RMB into other currencies as well as the conversion rates of RMB. Insofar as the Sub-Fund may invest in the PRC, it will be subject to the risk of the PRC government's imposition of restrictions on the repatriation of funds or other assets out of the country, limiting the ability of a Sub-Fund to satisfy payments to investors, as well as the risk of fluctuation for foreign exchange rates, including the risk of depreciation of RMB. Under exceptional circumstances, payment of redemptions and/or dividend payment in RMB may be delayed due to the exchange controls and restrictions applicable to RMB. As RMB is not freely convertible, currency conversion is subject to availability of RMB at the relevant time. As such, in case of sizable redemption requests for the RMB denominated Class(es) are received, the relevant Investment Manager has the absolute discretion to delay any payment of redemption requests from the RMB denominated Class(es) where it determines that there is not sufficient RMB for currency conversion by the relevant Sub-Fund for settlement purpose.

**5.11.2** ***RMB Class(es) related Risk***

When calculating the value of the RMB denominated Class(es), CNH will be used. The CNH rate may be at a premium or discount to the exchange rate for CNY and there may be significant bid and offer spreads.

The value of the RMB denominated Class(es) thus calculated will be subject to fluctuation. The exchange rate of RMB may rise or fall. There can be no assurance that RMB will not be subject to devaluation. Any devaluation of RMB could adversely affect the value of investors' investments in the RMB denominated Class(es) of the relevant Sub-Fund(s). Non-RMB based (e.g. Hong Kong) investors may have to convert HKD or other currencies into RMB when investing in the RMB denominated Class(es). Subsequently, investors may also have to convert the RMB redemption proceeds (received when selling the relevant Class(es)) back to HKD or other currencies. During these processes, investors will incur currency conversion costs and may suffer losses in the event that RMB depreciates against HKD or such other currencies upon receipt of the RMB redemption proceeds. There is no guarantee that the value of RMB against the investors' base currencies (e.g. HKD) will not be subject to devaluation.

For hedged RMB denominated Class(es), investors have to bear the associated hedging costs which may be significant depending on prevailing market conditions. If the counterparties of the instruments used for hedging purpose default, investors of the hedged RMB denominated Class(es) may be exposed to RMB currency exchange risk on an unhedged basis. Also there is no guarantee that the hedging strategy will be effective.

Furthermore, under the scenario where RMB appreciates against the currencies of the underlying investments and/or the base currency, and the value of the underlying investments decreased, the value of investors' investments in RMB denominated Class(es) may suffer additional losses.

Hedged RMB denominated Class(es) will hedge the relevant Sub-Fund's base currency back to RMB, on a best effort basis, with an objective to align the performance of the hedged RMB denominated Class(es) to that of the equivalent Class denominated in the relevant Sub-Fund's base currency. This strategy will limit the hedged RMB denominated Class(es) from benefiting from any potential gain resulting from the appreciation of the base currency against RMB.

**5.12 Liquidity and Volatility Risks**

The trading volume on some of the markets through which the Sub-Funds may invest may be substantially less than that in more developed markets. Accordingly, the accumulation and disposal of holdings in some investments may be time-consuming and may need to be conducted at unfavourable prices. Liquidity may also be less and volatility of prices greater than in the leading markets as the prices of securities traded in such markets may be subject to fluctuations as a result of a high degree of concentration of market capitalisation and trading volume in a small number of companies.

The Sub-Funds may invest in companies which are less well established in their early stages of development. These companies may often experience significant price volatility and potential lack of liquidity due to the low trading volume of their securities.

The absence of adequate liquidity may also arise when a particular security is difficult to sell at the desired moment during particular periods or in particular market conditions. In a down market, higher-risk securities and derivatives could become harder to value or sell at a fair price. Liquidity risk tends to compound other risks. For example, if a Sub-Fund has a position in an illiquid asset, its limited ability to liquidate that position at short notice will compound its market risk.

Investors should also note that if sizeable redemption requests are received, the relevant Sub-Fund may need to liquidate its investments at a substantial discount in order to satisfy such requests and the Sub-Fund may suffer losses in trading such investments. As a result, this may have adverse impact on the relevant Sub-Fund and its investors.

Where a Sub-Fund focuses on a specific geographic region, or market/industry sector, it may be subject to greater concentration risks than Sub-Funds which have broadly diversified investments.

As such, investors should note that investments in any Sub-Funds are not bank deposits and are not insured or guaranteed by any deposit insurance or government agency. Prices may fall in value as rapidly as they may rise and it may not always be possible to dispose of such securities during such falls.

**5.13 Swing Pricing Risk**

The actual cost of purchasing or selling the underlying assets of a Sub-Fund may be different from the costs of these assets calculated in the Sub-Fund's NAV per Share. The difference may arise due to dealing and other costs and/or any spread between the buying and selling prices of the underlying assets, and may thus cause a significant net increase or decrease in the NAV per Share of the Sub-Fund.

The NAV per Share may be adjusted on a Business Day in accordance with the Swing Pricing Policy described in paragraph 3(b) of Appendix III in order to avoid disadvantaging the value of investments for existing Shareholders of the relevant Sub-Fund. The size of the adjustment impact is determined by the estimated costs of trading assets held by the relevant Sub-Fund and prevailing market conditions. The value of the adjustment reflects the estimated dealing cost of a Sub-Fund determined by historical trading costs and market conditions in respect of the assets held by the relevant Sub-Fund, which may not necessarily be representative of the actual trading costs.

The movement of the NAV in respect of a Sub-Fund might not reflect the true portfolio performance as a consequence of the application of the Swing Pricing Policy. Typically, the adjustment resulting from the Swing Pricing Policy will increase the NAV per Share when there are large net inflows into the Sub-Fund and decrease the NAV per Share when there are large net outflows. The same adjustment will be applied to all Classes of the Sub-Fund and therefore all transacting investors in the Sub-Fund, whether subscribing or redeeming, will be affected by the adjustment. As the adjustment from the Swing Pricing Policy is connected to the inflows and outflows of money from the Sub-Fund it is not possible to accurately predict whether dilution will occur at any future point in time. Consequently it is also not possible to accurately predict how frequently the Company will need to make use of the Swing Pricing Policy.

**5.14 Rating of Investment Risk**

There is no assurance that the ratings of each rating agency will continue to be calculated and published on the basis described in this Prospectus or that they will not be amended significantly. The past performance of a rating agency in rating an investment is not necessarily a guide to future performance.

**5.15 Taxation Risk**

Each of the Sub-Funds may invest in securities that produce income that is subject to withholding and/or income tax. Such tax may have an adverse effect on the Sub-Funds. Shareholders and potential investors are advised to consult their professional advisers concerning possible taxation or other consequences of subscribing, holding, selling, switching or otherwise disposing of Shares in the Sub-Funds. A summary of some of the tax consequences potentially applicable to the Company is set out in Section 10.2 of this Prospectus. However, Shareholders and potential investors should note that the information contained in that section does not purport to deal with all of the tax consequences applicable to the Company or all categories of investors, some of whom may be subject to special rules.

**5.16 Voluntary Liquidation and Early Termination Risk**

Although the Company was incorporated and established for an unlimited duration, the Directors may at any time move to dissolve the Company at a general meeting in accordance with the Articles. If the corporate capital of the Company falls below two thirds of the minimum capital prescribed by the 2010 Law (currently 1,250,000 Euros or its equivalent in any other Major Currency), a resolution for the winding-up of the Company must be put to a general meeting. The Directors may also resolve to voluntarily liquidate the Company or terminate a Sub-Fund by compulsory redemption of all outstanding Shares where its Net Asset Value has fallen below US$5,000,000 and US$2,000,000 respectively, or the Directors may require voluntary liquidation of the Company or early termination of a Sub-Fund (or a merger of a Sub-Fund with another Sub-Fund or Luxembourg UCITS) in the circumstances as discussed in Paragraph 7 of Appendix III (Compulsory Redemption) or Paragraph 8 of Appendix III (Termination/Merger of Sub-Funds). In a case where there is compulsory redemption of all outstanding Shares, the redemption price payable will reflect the anticipated realisation and liquidation costs of liquidating the Company or relevant Sub-Fund, but without the application of any redemption charge.

In the event of such voluntary liquidation or early termination, Shareholders will be entitled to receive their *pro rata* interest in the assets of the Company or Sub-Fund (as the case may be). It is possible that at the time of any sale, realisation, disposal or distribution of these assets, certain investments held by the Company or Sub-Fund may be worth less than the initial cost of such investments, resulting in a substantial loss to the Shareholders. Moreover, any organisational expenses with regard to the Company or Sub-Fund (as the case may be) that had not yet become fully amortised would be debited against the Company's or Sub-Fund's account at that time.

**5.17 FDI Risks**

The Sub-Funds, unless otherwise restricted by the relevant investment objectives and investment policies, may from time to time use FDIs such as warrants, futures, options, forwards, swap contracts and other derivative instruments or contracts for the purposes of meeting the investment objectives of the Sub-Fund or as part of the investment strategy, as well as for efficient portfolio management and hedging.

This may lead to greater volatility in the NAV of the Sub-Fund. The volatility of securities is not constant. For example, changes in volatility may impact on the value of certain options, especially for out-of-the-money options. Volatility also tends to be mean reverting. When volatility reaches a very high level, it is more likely to decline than to rise. Conversely, when volatility reaches a very low level it is more likely to rise than to decline.

The types and degrees of risk associated with such techniques and instruments vary depending upon the characteristics of the particular FDI and the assets of a Sub-Fund as a whole. Use of these instruments may entail investment exposures that are greater than their cost would suggest, meaning that a small investment in FDIs could have a large impact on a Sub-Fund's performance.

Participation in FDIs that may be held by the Sub-Funds to the extent permitted by applicable laws from time to time, whether for hedging purposes or otherwise, may expose the Sub-Funds to a higher degree of risk to which the Sub-Funds would not receive or be subject to, in the absence of using these instruments.

The Sub-Funds may also from time to time, under normal circumstances, use FDIs for efficient portfolio management and hedging purposes. The major FDIs which may be used by a Sub-Fund for such purposes include, but not limited to, warrants, options, futures, swaps and forwards. Although the use of FDIs in general may be beneficial or advantageous, such use of FDIs exposes a Sub-Fund to additional risks, including but not limited to those described in the paragraphs below.

Although the use of FDIs in general may be beneficial or advantageous, FDIs involve risks which differ from, and are, possibly, greater than the risks associated with traditional securities investments. The risks presented by FDIs include, but are not limited to, management risk, market risk, credit risk, liquidity risk and leverage risk.

5.17.1 ***Management Risk:*** Management risk represents the risk to a Sub-Fund that the investment results of the use of such instruments are reliant upon the success of the Investment Manager in making investment decisions in the context of prevailing market conditions. A Sub-Fund's ability to use FDIs successfully depends on the Investment Manager's ability to accurately predict movements in stock prices, interest rates, currency exchange rates or other economic factors and the availability of liquid markets. If the Investment Manager's predictions are inaccurate, or if the FDIs do not work as anticipated, a Sub-Fund could suffer greater losses than if the Sub-Fund had not used such FDIs.

5.17.2 ***Market Risk:*** Market risk refers to the risk to a Sub-Fund from exposures to changes in the market value of its FDIs. There is a risk that the portfolio value of a Sub-Fund declines if a Sub-Fund is forced to unwind or close its FDIs positions under unfavourable conditions. In a down market, higher-risk securities and FDIs could become harder to value or a Sub-Fund may not be able to realize the true value of such securities. As such, investors should note that investments in any Sub-Funds are not bank deposits and are not insured or guaranteed by any deposit insurance or government agency. Prices may fall in value as rapidly as they may rise and it may not always be possible to dispose of such securities during such falls.

5.17.3 ***Credit Risk:*** Credit risk represents the risk to a Sub-Fund arising from the possibility of the insolvency, bankruptcy or default of a counterparty with which the Sub-Fund trades, which could result in substantial losses or a loss of the entire value of the FDIs to that Sub-Fund. A Sub-Fund will be exposed to credit risk of the counterparties with which it trades particularly in relation to FDIs that are not traded on a recognised market. Such instruments are not afforded the same protection as may be available to participants trading on organised exchanges (such as the performance guarantee of an exchange clearing house), in the event that a counterparty or issuer of the relevant FDIs a Sub-Fund holds fail to perform its contractual obligations.

5.17.4 ***Liquidity Risk:*** Liquidity risk exists when particular investments are difficult to be purchased or sold quickly, thus restricting investment opportunities. When a Sub-Fund's investment strategy involves FDIs, the performance of the Sub-Fund may be impaired because it may be unable to unwind or close its positions at an advantageous time, price or both. Counterparty liquidity can be reduced by lower credit ratings, and large cash outflows and margin calls can increase a Sub-Fund's liquidity risk. If a Sub-Fund has illiquid positions, its limited ability to liquidate these positions at short notice will compound its market risk.

5.17.5 ***Leverage Risk:*** The use of FDIs may introduce a form of leverage. While the use of leverage can increase returns, the potential for loss is also greater. Investments in FDIs typically require the posting of an initial margin which amount is generally small relative to the size of the contract so that transactions are geared. Additional margin on short notice may be required if the market moves against the investment positions. If no provision is made for the required margin within the prescribed time, the investment may be liquidated at a loss. Leverage tends to exaggerate the effect of any increase or decrease in the price of FDIs or value of the underlying securities and hence a relatively small market movement may have a potentially larger impact on FDIs than on standard bonds or equities.

To manage the risks arising from the use of FDIs, the Management Company intends to monitor participation and positions in such FDIs closely and will ensure that a suitable risk management process is employed which is commensurate with the relevant Sub-Fund's risk profile.

**The eventuation of any of the above risks could have an adverse effect on the Net Asset Value of a Sub-Fund. In adverse situations, a Sub-Fund's use of FDIs may become ineffective in investment, efficient portfolio management or hedging and the Sub-Fund may suffer significant losses.**

Credit Default Swap

A credit default swap ("**CDS**") is a swap used to transfer risk of default on an underlying fixed income security from the holder of the fixed income security to the seller of the swap. If a Sub-Fund buys a CDS it will be entitled to receive the value of the fixed income security from the seller of the CDS should the fixed income security's issuer default on its payment obligations under the fixed income security. Where a Sub-Fund sells a CDS it will receive a payment (premium) from the purchaser of the CDS in exchange for the transfer of risk.

CDS involves greater risks than if the Sub-Fund had invested in the underlying fixed income security directly since, in addition to general market risks, CDS may be subject to illiquidity risk, pricing risk (including in respect of calculations of payment obligations owing under the CDS upon a reference entity default) and counterparty risk, among other risks associated with derivative instruments. Counterparty risk may be mitigated once derivatives are cleared but some residual counterparty and clearing risks remain for cleared derivatives.

**5.18 Convertible Securities Risks**

Convertible securities (such as convertible bonds or preferred stocks) have characteristics of both debt and equity securities and carry risks of both including credit, default, equity, interest rate, liquidity and market risks. A convertible security generally acts as a debt security and usually entitles the holder to receive interest paid or accrued until the convertible security matures or is redeemed, converted or exchanged. Before conversion, convertible securities typically have characteristics similar to both debt and equity securities. The value of convertible securities tends to decline as interest rates rise and, because of the conversion feature, tends to vary with fluctuations in the market value of the underlying securities. Convertible securities of an issuer are usually subordinated to comparable nonconvertible securities of that same issuer. While convertible securities generally do not participate directly in any dividends of the underlying securities, market prices may be affected by any dividend changes or other changes in the underlying securities.

**5.19 Risks associated with investments in debt instruments with loss-absorption features (including Contingent Convertible Debt Securities)**

Debt instruments with loss-absorption features present more significant risks relative to traditional debt securities particularly given that instruments of this type can be written down or converted to equity as the result of the triggering of predetermined criteria relating to solvency and/or regulatory required capital levels (e.g. when the issuer is near or at the point of non-viability or when the issuer's capital ratio falls to a specified level), that may be beyond the control of the issuer. Such trigger events are complex and difficult to predict, and can result in a partial or total reduction in the value of the associated securities.

Upon the occurrence of a triggering event, there is potential for price and/or volatility contagion across the asset class. Investments in securities with loss-absorption features may also expose investors to liquidity, valuation and sector concentration risks.

Where set out in its investment strategy, a Sub-Fund may invest in senior non-preferred debt securities, certain types of which may be subject to loss-absorption mechanisms, and can potentially be at risk of write-downs which will compromise their standing within the issuer's creditor hierarchy structure and result in a substantial loss in value (including total loss of principal invested).

In particular, where set out in its investment strategy, a Sub-Fund may invest in contingent convertible debt securities (commonly known as CoCos), which should be considered high risk and highly complex. Upon the occurrence of a trigger event, CoCos may be converted into shares of the issuer (potentially at a discounted price), or may be permanently written down to zero. The risks presented by CoCos include the following:

5.19.1 ***Trigger level risk:*** Trigger levels relate to a minimum level of capital and/or solvency threshold for a financial institution, below which a CoCo may convert into shares or a write-down *may* occur. Trigger levels differ depending upon the specific terms of the bond issuance and regulatory requirements. It may be difficult to anticipate the triggering down events that would result in a conversion into shares or a write-down. This may lead to a partial or total loss of the investment.

5.19.2 ***Capital structure inversion risk:*** In some cases (for example when the write-down trigger is activated), CoCos could incur some losses ahead of equity holders, thereby reversing the usual creditor hierarchy.

5.19.3 ***Coupon cancellation:*** Coupon payments from CoCos are entirely discretionary and may be cancelled by the issuer at any point, for any length of time. Discretionary payments may sometimes be required to be cancelled, in whole or in part, if the issuer has insufficient reserves or due to regulatory requirements. The cancellation of payments is not an event of default and interest payments that are missed do not accrue to a future date but are permanently forgone. In addition, dividends on ordinary or preference shares may still be paid notwithstanding a cancellation of coupon payments on the CoCos.

5.19.4 ***Call extension risk:*** CoCos are generally issued as perpetual instruments, callable at predetermined levels subject to the permission of the relevant regulator. It cannot be assumed that the perpetual CoCo will be called on call date. CoCos are a form of permanent capital. The Sub-Fund may not receive return of principal if expected on call date or indeed at any date.

5.19.5 ***Write-down risk:*** Should a CoCo undergo a write-down, the Sub-Fund may lose some or all of the original investment in the CoCo.

5.19.6 ***Yield/Valuation risk:*** CoCos often tend to compare favourably from a yield standpoint, comparing to more highly rated debt issues of the same issuer or similarly rated debt issues of other issuers. However, the risks associated with CoCos, such as, for example, the risk of conversion/write-down or coupon cancellation is higher.

5.19.7 ***Subordinated instruments:*** CoCos are unsecured and subordinated instruments and will rank junior in priority of payment to the current and future claims of all senior creditors and certain subordinated creditors of the issuer.

5.19.8 ***Unknown risk:*** As CoCos are relatively new, it is difficult to predict how they may react in a stressed market environment. In the event that a single issuer activates a trigger or suspends coupon payments, potential price contagion and volatility to the entire asset class is possible. This risk may in turn be reinforced depending on the level of underlying instrument arbitrage. Furthermore, in an illiquid market, price formation may be increasingly difficult, making CoCos difficult to dispose of.

5.19.9 ***Conversion risk:*** It might be difficult for the relevant Investment Manager to assess how the CoCos will behave upon conversion. In the case of conversion into equity, the relevant Investment Manager might be forced to sell these new equity shares. A forced sale may lead to a liquidity issue for these shares.

5.19.10 ***Industry concentration risk:*** CoCos are issued by banking/insurance institutions. If a Sub-Fund invests significantly in CoCos its performance will depend to a greater extent on the overall condition of the financial services industry than a Sub-Fund following a more diversified strategy.

5.19.11 ***Liquidity risk:*** In certain circumstances, finding a buyer for CoCos may be difficult and the seller may have to accept a significant discount to the expected value of the CoCo in order to sell it, which increases the risk of investment losses.

**5.20 Securities Lending**

The Sub-Funds may engage in securities lending. Sub-Funds engaging in securities lending will have a credit risk exposure to the counterparties to any securities lending contract. Sub-Fund investments may be lent to counterparties over a period of time. A default by the counterparty combined with a fall in the value of the collateral below that of the value of the securities lent may result in a reduction in the value of the relevant Sub-Fund. The Company intends to ensure that all securities lending is fully collateralized but, to the extent that any securities lending is not fully collateralized (for example, due to timing issues arising from payment lags), the relevant Sub-Funds will have a credit risk exposure to counterparties to the securities lending contracts.

The Company does not currently engage in any securities lending transactions or similar over-the-counter transactions and this Prospectus will be amended in due course prior to the Company entering into such type of transactions.

**5.21 Repurchase and Reverse Repurchase Agreements**

The Sub-Funds may enter into repurchase and reverse repurchase agreements.

Under a repurchase agreement, a Sub-Fund sells a security to a counterparty and simultaneously agrees to repurchase the security back from the counterparty at an agreed price and date. The difference between the sale price and the repurchase price establishes the cost of the transaction. The resale price generally exceeds the purchase price by an amount which reflects an agreed-upon market interest rate for the term of the agreement.

In a reverse repurchase agreement, a Sub-Fund purchases an investment from a counterparty which undertakes to repurchase the security at an agreed resale price on an agreed future date. The Sub-Fund therefore bears the risk that if the seller defaults the Sub-Fund might suffer a loss to the extent that proceeds from the sale of the underlying securities together with any other collateral held by the Sub-Fund in connection with the relevant agreement may be less than the repurchase price because of market movements. A Sub-Fund cannot sell the securities which are the subject of a reverse repurchase agreement until the term of the agreement has expired or the counterparty has exercised its right to repurchase the securities.

The Company does not currently engage in any repurchase or reverse repurchase transactions or similar over-the-counter transactions and this Prospectus will be amended in due course prior to the Company entering into such types of transactions.

**5.22 Bond Funds**

The Bond Funds may invest in securities that bear the underlying risks as stated below:

5.22.1 ***Credit Risk:*** This refers to the risk that a corporate bond issuer will default, by failing to repay principal and interest in a timely manner, or that negative perceptions of the issuer's ability to make such payments will cause the price of that bond to decline. Credit risk depends largely on the perceived financial health of bond issuers. In general, high-yield bonds have higher credit risks, their prices can fall on bad news about the economy, an industry or a company. Share price, yield and total return may fluctuate more than with less aggressive bond Sub-Funds. A Sub-Fund could lose money if any bonds it owns are downgraded in credit rating or go into default. If certain industries or investments do not perform as the Sub-Fund expects, it could underperform its peers or lose money.

5.22.2 ***Interest Rate Risk:*** When interest rates rise on certain currencies that the bonds are denominated in, the value of the bonds may reduce, resulting in a lower value for the relevant portfolio. If interest rate movements cause a Sub-Fund's callable securities to be paid off substantially earlier or later than expected, the Sub-Fund's share prices could decline in value. An increase in a Sub-Fund's average maturity will make it more sensitive to interest rate risk.

5.22.3 ***Emerging Market Risk:*** Compared to the developed markets, market risks in emerging markets can be greater, in particular those markets with characteristics as authoritarian governments, political instability, or high taxation. Securities in these markets may be more volatile, less liquid, and more costly to participate in, and information about investments maybe incomplete or unreliable. Because of these market conditions, the Sub-Funds strategic analysis, or the execution of it, could be flawed. Certain securities could become hard to value, or sell at a desired time and price. Such investment environment may bring negative impact on the Sub-Funds' Net Asset Value.

5.22.4 ***Counterparty Risk:*** This refers to the risk of loss in connection with the insolvency of an issuer or a counterparty and/or its failure to perform under its contractual obligations.

5.22.5 ***High-Yield Bonds/Debt Securities Rated Below Investment Grade or Unrated Risk:*** The major risk factors in the high-yield bonds' performance are interest rate and credit risks, both of which are explained in more detail above. Debt securities rated below investment grade or unrated are generally subject to lower liquidity, higher volatility and greater risk of loss of principal and interest than high-rated debt securities.

5.22.6 ***Sovereign Debt Risk:*** A Sub-Fund's investment in securities issued or guaranteed by governments may be exposed to political, social and economic risks. In adverse situations, the sovereign issuers may not be able or willing to repay the principal and/or interest when due or may request the Sub-Fund to participate in restructuring such debts. The Sub-Fund may suffer significant losses when there is a default of sovereign debt issuers.

5.22.7 ***Valuation Risk:*** Valuation of a Sub-Fund's investments may involve uncertainties and judgmental determinations. If such valuation turns out to be incorrect, this may affect the Net Asset Value calculation of the Sub-Fund.

5.22.8 ***Collateralised/Securitised Products Risk:*** The following statements are intended to provide investors with information on the basic features of, and the risks associated with investment in, ABSs, MBSs, CMBSs, CMOs, CLOs andpass-through securities.

(i) ***ABS:*** ABSs are securities that are backed (or securitised) by a discrete pool of self-liquidating financial assets. Asset-backed securitisation is a financing technique in which financial assets, in many cases themselves less liquid, are pooled and converted into instruments that may be offered and sold in the capital markets.

In a basic securitisation structure, an entity (often a financial institution and commonly known as a "sponsor"), originates or otherwise acquires a pool of financial assets (such as mortgage loans) either directly or through an affiliate. It then sells the financial assets, again either directly or through an affiliate, to a specially created investment vehicle that issues securities "backed" or supported by those financial assets, hence the term "asset-backed securities".

(ii) ***MBS:*** MBSs are debt obligations that represent claims to the cash flows from pools of mortgage loans, most commonly on residential property. Mortgage loans are purchased from banks, mortgage companies, and other originators and then assembled into pools by a governmental, quasi-governmental, or private entity. The securitisation process is as described above, and the securities issued by the entity represent claims on the principal and interest payments made by borrowers on the loans in the pool.

Most MBSs available in the U.S. are issued by Ginnie Mae, or Fannie Mae and Freddie Mac. Ginnie Mae, backed by the U.S. government, guarantees that investors receive timely payments. Fannie Mae and Freddie Mac also provide certain guarantees and, while not backed by the U.S. government, have special authority to borrow from the U.S. Treasury[3]. Some private institutions, such as brokerage firms, banks, and homebuilders, also securitised mortgages, known as "private-label" mortgage securities.

(iii) ***CMO:*** CMOs, a type of MBS, are bonds that represent claims to specific cash flows from large pools of home mortgages. The streams of principal and interest payments on the mortgages are segregated to the different classes of CMO interests known as tranches. Each tranche may have different credit ratings, principal balances, coupon rates, prepayment risks, and maturity dates (ranging from a few months to twenty years).

(iv) ***CMBS:*** Unlike residential MBSs, CMBSs are backed by income-producing commercial real estate. In a CMBS transaction, many single mortgage loans of varying size, property type and location are pooled and transferred to a trust. The trust issues a series of bonds that may vary in yield, duration and payment priority. Nationally recognized rating agencies then assign credit ratings to the various bond classes ranging from investment grade (AAA/Aaa through BBB-/Baa3) to below investment grade (BB+/Ba1 through B-/B3) and an unrated class which is subordinate to the lowest rated bond class.

[3] On 7 September 2008, Fannie Mae and Freddie Mac were placed under the conservatorship of the Federal Housing Finance Agency ("FHFA") by the U.S. government. The Treasury and the FHFA have established Preferred Stock Purchase Agreements, contractual arrangements between the Treasury and the conserved entities. Under these agreements, the Treasury will ensure that each company maintains a positive net worth. These agreements support market stability by providing additional security and clarity to government sponsored enterprises ("GSE") debt holders – senior and subordinated – and support mortgage availability by providing additional confidence to investors in GSE mortgage backed securities. This commitment will eliminate any mandatory triggering of receivership and will ensure that the conserved entities have the ability to fulfill their financial obligations.

(v) ***CLO:*** CLOs are securities that are backed (or securitised) by a pool of loans. With a CLO, debt payments from the underlying loans are pooled together and distributed to investors of various tranches in the CLO. Based on the risk/return profile, the Sub-Fund can choose to invest in whichever tranche. The higher rated the tranche, the less risky and lower the return. The underlying loans of a CLO may be comprised of senior-secured and/or unsecured bank loans. The CLO securities may also constitute a subordinated tranche of a CLO and payments of principal and interest on such CLO securities may be subordinated to more senior tranches. Interest and principal payments are not fixed but are based on residual amounts available to make such payments. As a result, payments on CLO securities will be made by the CLO to the extent of available funds. CLO securities are a limited recourse obligation and amounts payable on CLO securities are payable solely from amounts received in respect of the collateral of the CLO. If distributions are insufficient to make payments of principal and interest on the CLO, no other assets of the CLO will be available for payment of the deficiency and following realisation of the collateral and the application of the proceeds thereof, the obligations of the CLO to pay such deficiency shall be extinguished. The secondary market for CLO securities may be less liquid and, as a result, a Sub-Fund which invested in CLO securities may have to hold such CLO securities for a longer period of time or until their early redemption date or maturity date.

(vi) ***Pass-through securities:*** These securities are issued under a structure where various mortgages are pooled together and used as collateral to back pass-through securities which "passes through" to the holder a pro rata share of the cash flow (net of fees) produced by the collateral pool. These securities could be issued by various agencies such as Ginnie Mae, Fannie Mae and Freddie Mac.

The above securities provide exposure, synthetically or otherwise, to underlying assets and the risk/return profile is determined by the cash flows derived from such assets. They are, by nature, not necessarily homogenous and the underlying assets can take many forms including, but not limited to, residential or commercial mortgages. They may employ leverage which can cause the instruments to be more volatile than if they had not employed leverage. During periods of market volatility, these securities may have a heightened risk of exposure to liquidity or credit downgrade issues.

The structure of asset-backed securities (ABS, MBS, CMBS and CLO) is intended, among other things, to insulate investors from the corporate credit risk of the sponsor that originated or acquired the financial assets. However, payment under such structures depends primarily on the cash flows generated by the assets in the underlying pool and other rights designed to ensure timely payment, such as liquidity facilities, guarantees or other features generally known as credit enhancements. For example, MBS loans are repaid by homeowners while CMBS loans are repaid by real estate investors who rely on tenants and customers to provide the cash flow to repay the mortgages. As such, any factor which could potentially affect general economic activity or the cash flows from borrowers and properties creates a risk (e.g. credit risk of the borrower and property).

Structures such as CMBS, CMOs and CLOs may employ tranching of the underlying cash flows based on the levels of credit risk/yield/duration. This creates a sequential payment structure generally referred to as the "waterfall". Each month the cash flows received from all of the pooled loans is paid to the investors, starting with those investors holding the highest rated securities, until all accrued interest on those securities is paid. Then interest is paid to the holders of the next highest rated securities and so on. The same process occurs with principal as payments are received. If there is a shortfall in contractual loan payments from the borrowers or if loan collateral is liquidated and does not generate sufficient proceeds to meet payments on all tranches, the investors in the most subordinate tranche class will incur a loss with further losses impacting more senior tranches in reverse order of priority.

Generally, rising interest rates tend to extend the duration of fixed rate mortgage-related securities and asset-backed securities (including CLOs) making them more sensitive to changes in interest rates. As a result, in a period of rising interest rates, a Sub-Fund holding mortgage-related securities and asset-backed securities (including CLOs) may exhibit additional volatility (extension risk). Mortgage-related securities and asset-backed securities (including CLOs) are also subject to prepayment risk. When interest rates decline, borrowers may pay off their loans/mortgages sooner than expected. Absent protection, such prepayments would return principal to investors precisely when their options for reinvesting those Sub-Funds may be relatively unattractive. This can reduce the returns of a Sub-Fund because the Sub-Fund may need to reinvest those funds at the lower prevailing interest rates. In addition, investments in securitised or structured credit products may be less liquid than other securities. The lack of liquidity may cause the current market price of assets to become disconnected from the underlying asset value and, consequently, Sub-Funds investing in securitised products may be more susceptible to liquidity risk.

In a down market, higher-risk securities and derivatives could become harder to value or sell at a fair price.

5.22.9 ***Inflation Indexed Bonds:*** The U.S. Treasury began issuing inflation-indexed bonds (commonly referred to as "**TIPS**" or "**Treasury Inflation-Protected Securities**") in 1997. These are fixed income securities whose principal value is periodically adjusted according to the rate of inflation. The actual (inflation-adjusted) interest rate on these bonds is fixed at issuance at a rate generally lower than typical bonds. Over the life of an inflation-indexed bond, however, interest will be paid on a semi-annual basis, equal to a fixed percentage of the inflation-adjusted principal amount as measured by changes in the Consumer Price Index ("**CPI**"). The CPI is calculated monthly and is a measurement of changes in the cost of living. There can be no assurance that the CPI will accurately measure the real rate of inflation in the prices of goods and services.

If the value of the CPI falls, the principal value of inflation-indexed bonds will be adjusted downward, and consequently the interest payable on these securities (calculated with respect to a smaller principal amount) will be reduced. Repayment of the originally issued principal amount upon maturity is guaranteed by the U.S. Treasury but there can be no assurance that the U.S. Treasury will issue any particular amount of inflation-indexed bonds. The current market value of the bonds is not guaranteed and will fluctuate. Certain Sub-Funds may also invest in other inflation-related bonds which may or may not provide a similar guarantee. If such a guarantee of principal is not provided, the adjusted principal value of the bond repaid at maturity may be less than the original principal.

Any increase in the principal amount of an inflation-indexed bond is taxable as ordinary income, even though investors do not receive their principal until maturity.

5.22.10 ***Bank Obligations:*** These refer to certificates of deposit, bankers' acceptances, and other short-term debt obligations. Certificates of deposit are short-term obligations of commercial banks. A banker's acceptance is a time draft drawn on a commercial bank by a borrower, usually in connection with international commercial transactions. Certificates of deposit may have fixed or variable rates. Certain Sub-Funds may invest in bank obligations, which are subject to the counterparty and credit risk of the issuer.

5.22.11 ***Subordinated Debt Risks:*** This refers to the risk that subordinated debt has a lower repayment ranking than other bonds of the issuer should the issuer fail to meet its payment obligations. Subordinated debt is repayable after other debts have been paid and compared to unsubordinated debt, subordinated debt typically has a lower credit rating and is considered riskier for the lender.

**5.23 Mainland China Investment Risks**

Investing in the securities markets in Mainland China is subject to the risks of investing in emerging markets generally as well as to specific risks relating to the Mainland China market.

Investors should note that the legal system and regulatory framework of Mainland China are still developing, making it more difficult to obtain and/or enforce judgments and such could limit the legal protection available to investors. Military conflicts, either internal or with other countries, are also a risk. In addition, currency fluctuations, currency convertibility and fluctuations in inflation and interest rates have had, and may continue to have, negative effects on the economy and securities markets of Mainland China. Mainland China's economic growth has historically been driven in a large degree by exports to the U.S. and other major export markets. Therefore, a slow-down in the global economy may have a negative impact on the continued growth of the Chinese economy.

Many of the recent economic reforms in Mainland China are unprecedented and may be subject to adjustment and modification, which may not always have a positive effect on foreign investment in joint stock limited companies in Mainland China or in A-Shares, B-Shares and H-Shares. Governmental interventions in the financial markets in Mainland China have increased in recent years, which may lead to severe price volatility for financial instruments.

In view of the relatively smaller number of A-Share, B-Share and H-Share issues currently available in Mainland China, the choice of investments available to a Sub-Fund is limited when compared with the choices available in other more developed markets and the national regulatory and legal framework for capital markets and joint stock companies in Mainland China are not as well developed. There may be a low level of liquidity of A-Share and B-Share markets in Mainland China, which are relatively small in terms of both combined total market value and the number of A-Shares and B-Shares which are available for investment. This may lead to severe price volatility under certain circumstances.

Chinese companies are required to follow Mainland China accounting standards and practice which, to a certain extent, follow international accounting standards. However, there may be significant differences between financial statements prepared by accountants following Mainland China accounting standards and practice and those prepared in accordance with international accounting standards.

Both the Shanghai and Shenzhen securities markets are in the process of development and change. This may lead to trading volatility, difficulty in the settlement and recording of transactions and in interpreting and applying the relevant regulations.

Investments in Mainland China are likely to be sensitive to any significant change in the political, social and economic landscapes in Mainland China. Mainland China's economy has been in a state of transition over the past 40 years from a planned economy to a more market-oriented economy, which differs from the economies of developed countries in many ways, such as in the level of government involvement, control of foreign exchange and allocation of resources. The Chinese government plays a major role in the economic reforms and will continue to exercise significant control over Mainland China's economy, including potentially by the adoption of corrective measures to control the growth of economy, which may have an adverse impact on the securities markets of Mainland China and thus the performance of the relevant Sub-Fund.

The Chinese government strictly regulates the payment of foreign currency-denominated obligations and sets monetary policy. Through its policies, the government may provide preferential treatment to particular industries or companies. The policies set by the government may have a substantial effect on the Chinese economy and the investments of the relevant Sub-Fund.

Political changes, social instability and adverse diplomatic developments in Mainland China could result in the imposition of additional government restrictions including the expropriation of assets, confiscatory taxes or nationalisation of some or all of the property held by the underlying issuers of the shares.

In light of the above mentioned factors, the price of shares of Chinese companies may fall significantly in certain circumstances.

**5.24 Mainland China Tax Risks**

Please refer to Section 10.2.3 of the Prospectus for general information relating to Mainland China tax.

Based on professional and independent tax advice received, the Investment Managers of the relevant Sub-Funds does not currently make any tax provision in respect of any potential PRC WHT, EIT, VAT and Surtaxes; however, the Investment Manager reserves the right to do so when it thinks appropriate. The amount of any such tax provision will be disclosed in the accounts of the relevant Sub-Fund.

The tax laws, regulations and practice in Mainland China are constantly changing, and they may be changed with retrospective effect. In this connection, the relevant Sub-Fund may be subject to additional taxation that is not anticipated as at the date hereof or when the relevant investments are made, valued or disposed of. The income from and/or the value of the relevant investments in the Sub-Fund may be reduced by any of those changes.

**5.25 Risks Associated with Investments in China A-Shares Access Products**

As and when the Investment Manager makes an investment decision to allocate a Sub-Fund's assets in China A-Shares Access Products, there can be no assurance that the Sub-Fund will be able to adequately allocate all or a substantial part of the assets in the Sub-Fund for investment in such China A-Shares Access Products.

QFIs must abide by their respective licence restrictions and QFIs may not be able to fulfil investment request from the Investment Manager in relation to China A-Shares Access Products, or to process redemption requests in a timely manner due to adverse changes in relevant laws or regulations, including changes in QFI repatriation restrictions. Any risk or restriction in relation to the licences of QFIs will constitute a risk or restriction for a Sub-Fund. For example, a QFI licence may be suspended or revoked by reason of, without limitation: (a) bankruptcy, liquidation or receivership of the QFI; or (b) irregularities by the QFI in its practices as a QFI investor, which may have an adverse effect on a Sub-Fund's performance as the Sub-Fund may be required to dispose of its securities holdings.

Further, the Investment Manager will rely on the existing arrangements entered into between QFIs with their respective PRC custodians with respect to the custody of their (and therefore a Sub-Fund's) assets in Chinese securities, and their PRC brokers in relation to the execution of transactions in Chinese securities, in the PRC markets. A Sub-Fund may, therefore, incur losses due to the acts or omissions of the PRC brokers or the PRC custodians in the execution or settlement of any transaction, or in the transfer of any funds or securities.

A Sub-Fund may incur loss due to limited investment capabilities, or may not be able to fully implement or pursue its investment objective or strategy, due to QFI investment restrictions, the illiquidity of the Chinese securities market, and/or any delay or disruption in the execution or settlement of trades. In addition, a Sub-Fund may incur additional cost in investing in China A-Shares Access Products due to the limited availability of such products and the high demand for such products in the market.

An investment in China A-Shares Access Products is not a direct investment in China A-Shares and thus does not entitle the holder of such products, e.g. the relevant Sub-Fund, to any direct beneficial interest in China A-Shares or to any direct claim against the issuers of China A-Shares. Rather, China A-Shares Access Products represent an obligation of a product issuer to pay to a Sub-Fund an economic return equivalent to the underlying China A-Shares of such products. Issuers of China A-Shares Access Products may deduct various charges, expenses or potential liabilities from the prices of the products. Accordingly, investing in China A-Shares Access Products may lead to a dilution of performance of a Sub-Fund when compared to a direct investment in the underlying China A-Shares.

Profits generated by a Sub-Fund through investment in Chinese securities are in Renminbi, and may be paid to investors only after the QFI converts the Renminbi into the denomination currency of the China A-Shares Access Products. A Sub-Fund might not be able to access profits in a timely manner as the foreign exchange control authority of the PRC may direct the timing, amount and intervals for effecting such conversion. The PRC authorities may change the current exchange control mechanism and perhaps in a manner that adversely impacts the flow of payments under China A-Shares Access Products. Under the applicable QFI rules, a QFI may freely choose the timing and currency in which investment capital will be remitted into China, which can be in offshore Renminbi and/or foreign currency tradable on the China Foreign Exchange Trade System based on its investment plan, provided that accounts are duly opened and that funds the QFI remits in and out of China for domestic securities and futures investment shall be denominated in the same currency. In addition, any fluctuation in the exchange rate between the Renminbi and the denomination currency of China A-Shares Access Products may have an adverse impact on the value of the China A-Shares Access Products.

In addition, as China A-Shares Access Products constitute a type of FDIs, investments in such products may also subject a Sub-Fund to risks associated with investments in FDIs as set out in Section 5.17 of this Prospectus, which include, but without limitation to, (i) credit risk which usually arises from the insolvency, bankruptcy or default of the issuers of the products; (ii) valuation risk due to exposures to changes in the market value of the products; and (iii) volatility risk as the products may not be constant and the prices of the products may be largely influenced by their underlying securities.

**5.26 Risks Associated with Investments via the Stock Connect**

A Sub-Fund may seek to implement its investment programme through investing in the SSE or the SZSE via the HKEx. Under the "northbound trading link" of Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect respectively, Hong Kong and international investors (including the relevant Sub-Fund) are able to trade certain eligible SSE-listed stocks (the "SSE Securities") or SZSE-listed stocks (the "SZSE Securities") (the list of eligible securities being subject to review from time to time) through Hong Kong brokers, who route the transactions through the HKEx to the SSE or the SZSE, as the case may be. For each of Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect, investors are able to trade China A-Shares subject to a daily maximum quota under the "northbound trading link".

Investment in Stock Connect securities is subject to various risks associated with the legal and technical framework of Stock Connect.

Investors should note that Stock Connect is a pilot programme and the two-way stock trading link between the SEHK and the SSE or the SZSE is relatively new. The application and interpretation of the relevant regulations are therefore relatively untested and there is no certainty as to how they will be applied. The current Stock Connect regulations are subject to change, which may take retrospective effect. In addition, there can be no assurance that the Stock Connect regulations will not be abolished. Accordingly, there can be no assurance that a Sub-Fund will be able to obtain investment opportunities through the two-way stock trading link.

A stock may be recalled from the scope of SSE Securities or SZSE Securities, as the case may be, for trading via the Stock Connect for various reasons, and in such event the stock can only be sold and is restricted from being bought. The Investment Manager's ability to implement the relevant Sub-Fund's investment strategies may be adversely affected as a result.

SSE Securities and SZSE Securities are settled by HKSCC with ChinaClear, the PRC's central clearinghouse, on behalf of Hong Kong investors. During the settlement process, HKSCC acts as nominee on behalf of Hong Kong executing brokers; as a result, SSE Securities and SZSE Securities will not be in the name of the relevant Sub-Fund, its Depositary, or any of its brokers during this time period. A Sub-Fund may be exposed to counterparty risk with respect to ChinaClear. Should the remote event of ChinaClear default occur and ChinaClear be declared as a defaulter, HKSCC's liabilities in northbound trades under its market contracts with clearing participants will be limited to assisting clearing participants in pursuing their claims against ChinaClear. HKSCC will in good faith, seek recovery of the outstanding stocks and monies from ChinaClear through available legal channels or through ChinaClear's liquidation. In that event, a Sub-Fund may suffer delay in the recovery process or may not be able to fully recover its losses from ChinaClear.

While a Sub-Fund's ownership of SSE Securities and SZSE Securities is reflected on the books of the Depositary's records, the Sub-Fund has only a beneficial interest in such securities. Stock Connect regulations provide that investors, such as the relevant Sub-Fund, enjoy the rights and benefits of SSE Securities and SZSE Securities purchased through Stock Connect. However, Stock Connect is a relatively new programme, and the status of the Sub-Fund's beneficial interest in the SSE Securities and the SZSE Securities acquired through Stock Connect is untested. To the extent that HKSCC is deemed to be performing safekeeping functions with respect to assets held through it, it should be noted that the Depositary and the relevant Sub-Fund will have no legal relationship with HKSCC and no direct legal recourse against HKSCC in the event that the relevant Sub-Fund suffers losses resulting from the performance or insolvency of HKSCC.

Similarly, HKSCC is responsible for the exercise of shareholder rights with respect to corporate actions (including all dividends, rights issues, merger proposals or other shareholder votes). While HKSCC endeavors to keep beneficial owners such as the relevant Sub-Fund, through their brokers, informed of corporate actions in relation to SSE Securities and SZSE Securities acquired through Stock Connect and provide them with the opportunity to provide voting instructions, such beneficial owners will need to comply with the relevant arrangements and deadlines specified and therefore may not have sufficient time to consider proposals or provide instructions. Carrying out corporate actions in respect to SSE Securities and SZSE Securities is subject to local regulations, rules and practice. This may limit the relevant Sub-Fund's ability to appoint proxies to attend or participate in shareholders' meetings in respect of SSE Securities and SZSE Securities.

Under Stock Connect, trading in SSE Securities and SZSE Securities is subject to market rules and disclosure requirements in the PRC stock market. Any changes in laws, regulations and policies of the A-Shares market or rules in relation to Stock Connect may affect share prices. The Investment Manager should also take note of the foreign shareholding restrictions and disclosure obligations applicable to A-Shares. A Sub-Fund is subject to restrictions on trading (including restriction on retention of proceeds) in A-Shares as a result of its interest in the A-Shares. The Investment Manager is solely responsible for compliance with all notifications, reports and relevant requirements in connection with its interests in A-Shares. Under current Mainland China rules, once an investor holds more than 5% of the shares of a company listed on the SSE or the SZSE, the investor is required to disclose its interest within three working days and during which it cannot trade the shares of that company. The investor is also required to disclose any change in its shareholding and comply with related trading restrictions in accordance with Mainland China rules.

Although certain aspects of the Stock Connect trading process are subject to Hong Kong law, PRC rules applicable to share ownership will apply. In addition, transactions using Stock Connect are not covered by the China Securities Investor Protection Fund.

Investment via the Stock Connect is premised on the functioning of the operational systems of the relevant market participants. In turn, the ability of such market participants to participate in the Stock Connect is subject to meeting certain information technology capability, risk management and other requirements as may be specified by the relevant exchange and/or clearing house. Further, Stock Connect program requires routing of orders across the border. Although the SEHK and market participants endeavour to develop new information technology systems to facilitate routing of orders across the border, there is no assurance that the systems of the SEHK and market participants will function properly or will continue to be adapted to changes and developments in both the PRC and Hong Kong markets and therefore trading via the Stock Connect could be disrupted. This may, in turn, affect the Sub-Fund's ability to access the A-Share market (and hence to pursue their investment strategy).

Stock Connect is generally available only on business days when both the PRC and Hong Kong stock markets are open for trading and banking services are available in both markets on the corresponding settlement days. When either or both the SEHK and SSE or SZSE is/are closed, investors will not be able to trade SSE Securities and SZSE Securities at times that may otherwise be beneficial to such trades. Because the programme is a relatively new one, the technical framework for Stock Connect has only been tested using simulated market conditions. In the event of high trade volume or unexpected market conditions, Stock Connect may be available only on a limited basis, if at all. Each of the SEHK, SSE and SZSE reserves the right to suspend Shanghai-Hong Kong Stock Connect and/or Shenzhen-Hong Kong Stock Connect if necessary for ensuring an orderly and fair market and that risks are managed prudently. In addition, each of Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect is subject to a daily quota measuring total purchases and sales of securities via the relevant Stock Connect. The daily quota will apply on a "net buy" basis. In particular, once the remaining balance of the northbound daily quota drops to zero or the northbound daily quota is exceeded during the opening call auction session, new buy orders will be rejected (though investors will be allowed to sell their cross-boundary securities regardless of the quota balance). Therefore, quota limitations may restrict a Sub-Fund's ability to invest in A-Shares through the Stock Connect on a timely basis, and the Sub-Fund may not be able to effectively pursue its investment strategies. These quotas are not particular to either the relevant Sub-Fund or the Investment Manager; instead, they apply to all market participants generally. Thus, the Investment Manager will not be able to control the use or availability of the quota. If the Investment Manager is unable to purchase additional Stock Connect securities, it may affect the Investment Manager's ability to implement the relevant Sub-Fund's investment strategy.

The Sub-Funds, whose base currency is not RMB, may also be exposed to currency risk due to the need for the conversion into RMB for investments in SSE Securities and SZSE Securities via the Stock Connect. During any such conversion, the Sub-Funds may also incur currency conversion costs. The currency exchange rate may be subject to fluctuation and where RMB has depreciated, the Sub-Funds may incur a loss when it converts the sale proceeds of SSE Securities and SZSE Securities into its base currency.

**5.27 Risks Associated with Investments via the Bond Connect**

The Bond Connect program is an initiative launched in July 2017 established by CFETS, CCDC, SHCH, HKEx and CMU to facilitate investors from Mainland China and Hong Kong to trade in each other's bond markets through connection between the Mainland China and Hong Kong financial institutions.

Under the prevailing PRC regulations, eligible foreign investors are allowed to invest in the bonds available on the CIBM through the northbound trading of the Bond Connect ("Northbound Trading Link"). There is no investment quota for the Northbound Trading Link.

Under the Northbound Trading Link, eligible foreign investors are required to appoint the CFETS or other institutions recognised by the PBOC as registration agents to apply for registration with the PBOC.

The Northbound Trading Link refers to the trading platform that is located outside of Mainland China and is connected to CFETS for eligible foreign investors to submit their trade requests for bonds circulated in the CIBM through the Bond Connect. HKEx and CFETS will work together with offshore electronic bond trading platforms to provide electronic trading services and platforms to allow direct trading between eligible foreign investors and approved onshore dealers in Mainland China through CFETS.

Eligible foreign investors may submit trade requests for bonds circulated in the CIBM through the Northbound Trading Link provided by offshore electronic bond trading platforms, which will in turn transmit their requests for quotation to CFETS. CFETS will send the requests for quotation to a number of approved onshore dealers (including market makers and others engaged in the market making business) in Mainland China. The approved onshore dealers will respond to the requests for quotation via CFETS, and CFETS will send their responses to those eligible foreign investors through the same offshore electronic bond trading platforms. Once the eligible foreign investor accepts the quotation, the trade is concluded on CFETS.

On the other hand, the settlement and custody of bond securities traded in the CIBM under the Bond Connect will be done through the settlement and custody link between the CMU, as an offshore custody agent, and the CCDC and the SHCH, as onshore custodian and clearing institutions in Mainland China. Under the settlement link, CCDC or the SHCH will effect gross settlement of confirmed trades onshore and the CMU will process bond settlement instructions from the CMU members on behalf of eligible foreign investors in accordance with its relevant rules.

Pursuant to the prevailing regulations in Mainland China, the CMU, being the offshore custody agent recognised by the HKMA, opens omnibus nominee accounts with the onshore custody agent recognised by the PBOC (i.e., the CCDC and SHCH). All bonds traded by eligible foreign investors will be registered in the name of the CMU, which will hold such bonds as a nominee owner.

The Sub-Fund's investments in bonds through the Bond Connect will be subject to a number of additional risks and restrictions that may affect the Sub-Fund's investments and returns.

The Bond Connect is relatively new. Laws, rules, regulations, policies, notices, circulars or guidelines relating to the Bond Connect (the "Applicable Bond Connect Regulations") as published or applied by any of the Bond Connect Authorities (as defined below) are subject to change from time to time. There can be no assurance that the Bond Connect will not be restricted, suspended or abolished. If such event occurs, a Sub-Fund's ability to invest in the CIBM through the Bond Connect will be adversely affected, and if a Sub-Fund is unable to adequately access the CIBM through other means, the Sub-Fund's ability to achieve its investment objective will be adversely affected. "Bond Connect Authorities" refers to the exchanges, trading systems, settlement systems, governmental, regulatory or tax bodies which provide services and/or regulate Bond Connect and activities relating to Bond Connect, including, without limitation, the PBOC, the HKMA, the HKEx, the CFETS, the CMU, the CCDC and the SHCH and any other regulator, agency or authority with jurisdiction, authority or responsibility in respect of Bond Connect.

A Sub-Fund may also be exposed to risks associated with settlement procedures and default of counterparties. The counterparty which has entered into a transaction with the Sub-Fund may default in its obligation to settle the transaction by delivery of the relevant security or by payment for value.

Potential lack of liquidity due to low trading volume of certain debt securities in the CIBM may result in prices of certain debt securities traded on such market fluctuating significantly. The relevant Sub-Fund is therefore subject to liquidity risks. The debt securities traded in the CIBM may be difficult or impossible to sell, and this would affect a Sub-Fund's ability to acquire or dispose of such securities at their intrinsic value.

Under the prevailing Applicable Bond Connect Regulations, eligible foreign investors who wish to participate in the Bond Connect may do so through an onshore settlement agent, an offshore custody agent, registration agent or other third parties (as the case may be), who would be responsible for making the relevant filings and account opening with the relevant authorities. The relevant Sub-Fund is therefore subject to the risk of default or errors on the part of such agents.

Trading through the Bond Connect is performed through newly developed trading platforms and operational systems. There is no assurance that such systems will function properly (in particular, under extreme market conditions) or will continue to be adapted to changes and developments in the market. In the event that the relevant systems fails to function properly, trading through the Bond Connect may be disrupted. A Sub-Fund's ability to trade through the Bond Connect (and hence to pursue its investment strategy) may therefore be adversely affected. In addition, where a Sub-Fund invests in the CIBM through the Bond Connect, it may be subject to risks of delays inherent in the order placing and/or settlement.

The CMU is the "nominee holder" of the bonds acquired by a Sub-Fund through the Bond Connect. Whilst the Applicable Bond Connect Regulations expressly provide that investors enjoy the rights and interests of the bonds acquired through the Bond Connect in accordance with applicable laws, how a beneficial owner (such as the relevant Sub-Fund) of the relevant bonds exercises and enforces its rights over such securities in the courts in China is yet to be tested. Even if the concept of beneficial ownership is recognized under Chinese law, those securities may form part of the pool of assets of such nominee holder available for distribution to creditors of such nominee holder and/or a beneficial owner may have no rights whatsoever in respect thereof.

**5.28 Risks Associated with Investments in "dim sum" bonds**

Certain Sub-Funds may invest in RMB-denominated debt securities that are listed or traded outside of Mainland China (i.e. dim sum bonds). The dim sum bond market remains to be a relatively small market and is more susceptible to volatility and illiquidity. As a result, it may be difficult to ascertain the valuation of dim sum bonds. These factors would affect the relevant Sub-Funds' ability to acquire or dispose of such securities at their intrinsic value. Further, if the PRC regulators promulgate any new laws, regulations or administrative measures that limit or restrict the ability of issuers to raise Renminbi by way of dim sum bond issuances and/or reverse or suspend the liberalisation of the offshore Renminbi market, the operation of the dim sum bond market and new issuances of such bonds could be adversely affected. These risks, if materialised, will adversely affect the investments of the relevant Sub-Funds and will result in significant losses for the relevant Sub-Funds.

**5.29 Risks Relating to Fixed Yield Classes**

Fixed yield Classes pay out a pre-determined annualized fixed percentage of their NAV. The annualized fixed percentage is subject to on-going review by the Directors and may be changed at the discretion of the Directors (at least one month's prior notice will be provided to Shareholders). Investments in a fixed yield Classes are not an alternative to a savings account or fixed-interest paying investment. The annualized fixed percentage paid by the fixed yield Classes does not entirely reflect the actual or expected income or performance of the relevant Sub-Fund. The distribution can be higher or lower than the income and return that were effectively realized and may exceed the gross investment income of these Classes of the relevant Sub-Fund. Consequently, any shortfall will be paid out of capital.

Fixed yield Classes may continue to distribute in periods that the relevant Sub-Fund has negative returns or is making losses, which further reduces the NAV of the fixed yield Classes. Distribution out of and/or effectively out of capital may result in capital erosion in the long term in particular, during the adverse market conditions where there is insufficient income in a given month, and therefore constrain future capital growth of the relevant Sub-Fund together with the possibility that the value of future returns may be diminished. In extreme circumstances, investors may not be able to get back the original investment amount.

Investors should note that a positive distribution yield does not imply a positive return. Also, fixed yield Classes do not distribute a fixed amount and the constant percentage of distribution results in higher absolute distributions when the NAV of the relevant fixed yield Class is high, and lower absolute distributions when NAV of the relevant fixed yield Class is low. Hence, the absolute distributions received by investors may vary from month to month.

## 6. MANAGEMENT AND ADMINISTRATION

### 6.1 Management Company

The Company has designated Manulife Investment Management (Ireland) Limited to act as its Management Company pursuant to an amended and restated management company services agreement dated 1 October 2020 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company and the Management Company (as may be amended from time to time) (the "**Management Company Services Agreement**").

The Management Company was incorporated in Ireland on 14 October 2018 as a private company limited by shares, registered under Part 2 of the Irish Companies Act 2014 (the "**Companies Act**"), under registration number 635225. The Management Company was authorised by the Central Bank of Ireland (the "**Central Bank**"), on 16 April 2019, pursuant to the UCITS Regulations as a UCITS management company and on 15 April 2021 pursuant to the European Union (Alternative Investment Fund Managers) Regulations 2013 (which shall be taken to include the provisions of the Central Bank's AIF Rulebook) as an alternative investment fund manager. It has its registered office at Second Floor, 5 Earlsfort Terrace, Dublin 2 D02 CK83, Ireland. The constitution of the Management Company was most recently updated on 17 April 2019.

The Management Company is required to comply with the minimum capital requirement as determined by the Central Bank at all times, subject to the requirements of Regulation 17 of the UCITS Regulations and Regulation 9(10) of the European Union (Markets in Financial Instruments) Regulations 2017 (S.I. No. 375 of 2017) (the "**MiFID Regulations**"). The share capital of the Management Company is divided into shares of €1 each. As at 7 December 2020, the issued and paid up share capital of the Management Company amounts to €22,000,000.

The board of directors of the Management Company shall have plenary powers on behalf of the Management Company and shall cause and undertake all such actions and provisions which are necessary in pursuit of the Management Company's objective, particularly in relation to the management of the Company's assets, administration and distribution of Shares.

The board of directors of the Management Company is currently composed of the following members:

- Tom Murray, Chairman
- Margaret Madden, Director
- Eimear Cowhey, Director
- Yves Wagner, Director
- Andrew Arnott, Director

The Management Company has appointed an independent auditor. At present, this function is performed by Ernst & Young, Chartered Accountants, Harcourt Centre, Harcourt Street, Dublin 2, D02 YA40, Ireland.

In addition to the Company, the Management Company also manages other UCITS.

Pursuant to the Management Company Services Agreement, the Management Company is entrusted with the day-to-day management of the Company, with the responsibility to perform directly or by way of delegation operational functions relating to the investment management and the administration of the Company and the marketing and distribution of the Shares.

In agreement with the Company, the Management Company has decided to delegate several of its functions as is further described in this Prospectus.

The Management Company shall adopt procedures aiming to control that the execution of the mandates given to the different agents are carried out in accordance with the conditions agreed and in compliance with the rules and regulations in force.

## 6.2 Depositary, Administrator, Registrar and Paying Agent

### 6.2.1 The Depositary and Paying Agent

***Introduction and key duties***

The Company has, under the terms of a Depositary Services Agreement dated 3 August 2016 (effective 18 March 2016) (as amended) (the "**Depositary Agreement**"), engaged Citibank Europe plc, Luxembourg Branch (the "**Depositary**") as depositary of the Company's assets and to act as paying agent to collect subscription monies and to pay dividends and redemption proceeds. The Depositary shall also be responsible for the oversight of the Company to the extent required by and in accordance with applicable law, rules and regulations. The Depositary shall exercise the supervisory duties in accordance with applicable law, rules and regulations as well as the Depositary Agreement.

The key duties of the Depositary are to perform on behalf of the Company the depositary duties referred to in the 2010 Law essentially consisting of:

(i) monitoring and verifying the Company's cash flows;

(ii) safekeeping of the Company's assets, including inter alia holding in custody financial instruments that may be held in custody and verification of ownership of other assets; and

(iii) additional oversight duties as set out below:

a) ensuring that the sale, issue, repurchase, redemption and cancellation of Shares are carried out in accordance with the Articles of Incorporation, and applicable Luxembourg law, rules and regulations;

b) ensuring that the value of the Shares is calculated in accordance with the Articles of Incorporation, and applicable Luxembourg law, rules and regulations;

c) ensuring that in transactions involving the Company's assets any consideration is remitted to the Company within the usual time limits;

d) ensuring that the Company's income is applied in accordance with the Articles of Incorporation, and applicable Luxembourg law, rules and regulations; and

e) carrying out instructions from the Company unless they conflict with the Articles of Incorporation, or applicable Luxembourg law, rules and regulations.

As paying agent, Citibank Europe plc, Luxembourg Branch is responsible for the payment of dividends (if any) to the Shareholders. The Depositary shall in addition be responsible for the processing of the transfer of the redemption proceeds of the Shares.

***Background of the Depositary and Paying Agent***

Citibank Europe plc, Luxembourg Branch, is the depositary of the Company.

The Depositary is a public limited company domiciled in Ireland with registered number 132781 whose registered office is at 1 North Wall Quay, Dublin 1. The Depositary conducts its principal business in Luxembourg from its office at 31, Z.A. Bourmicht, L-8070 Bertrange, Grand Duchy of Luxembourg. Its Luxembourg branch was established on 28 August 2015 and is registered with the *Registre de Commerce et des Sociétés* of Luxembourg under number B 0200204. Its Luxembourg branch is authorised to provide such services in accordance with the Luxembourg law of 5 April 1993 on the financial sector, as amended, and is specialised in fund custody and administration services.

The Depositary is authorised by the Central Bank of Ireland but in respect of its services as depositary in Luxembourg is regulated by the CSSF.

***Delegation***

Under the terms of the Depositary Agreement and in accordance with the 2010 Law, the Depositary has power to delegate certain of its depositary functions. A list of the delegates with whom the Depositary has entered into written agreements delegating the performance of its safekeeping function in respect of certain of the Company's assets as well as any sub-delegates appointed is available under "Delegates and Sub-Delegates of the Depositary" at www.manulifeglobalfund.com. Such list may be updated from time to time. A complete list of all appointed delegates and sub-delegates may be obtained, free of charge and upon request, from the Depositary.

When delegating its safekeeping functions and in order to discharge its responsibility in this regard, the Depositary must exercise due skill, care and diligence in the selection, continued appointment and ongoing monitoring of a third party as a safekeeping agent so as to ensure that the third party has and maintains the expertise, competence and standing appropriate to discharge the responsibilities concerned; maintain an appropriate level of supervision over the safekeeping agent; and make appropriate inquiries from time to time to confirm that the obligations of the agent continue to be competently discharged. The liability of the Depositary will not be affected by the fact that it has delegated to a third party certain of its safekeeping in respect of the Company's assets.

Without prejudice to the section "Conflicts of Interest" below, from time to time actual or potential conflicts may arise between the Depositary and its delegates or sub-delegates, for example where an appointed delegate or sub-delegate is an affiliated group company which receives remuneration for another custodial service it provides to the Company.

Included in the Depositary's conflict of interest policy are procedures to identify, manage and monitor on an on-going basis any actual or potential conflict of interest involving its delegates or sub-delegates.

The Depositary will ensure that any such delegates or sub-delegates who are its affiliates are appointed on terms which are not materially less favourable to the Company than if the conflict or potential conflict had not existed.

In certain jurisdictions, where the local law requires that financial instruments are held by a local entity and no local entity satisfies the delegation requirements to which the Depositary is subject, the Depositary may delegate its functions to a local entity for as long as there are no local entities which satisfy the requirements. The Depositary will only do so where the Company has instructed it to do so and Shareholders are notified of such delegation prior to their investment, the reasons for it and the risks involved in the delegation.

***Conflicts of Interest***

Actual or potential conflicts of interest may also arise between the Company or the Shareholders on the one hand and the Depositary on the other hand.

For example, such actual or potential conflict may arise because the Depositary is part of a legal entity or is related to a legal entity which provides other products or services to the Company. In particular, depositary and administration services are provided by the same legal entity, Citibank Europe plc, Luxembourg Branch. In practice, however, the depositary and administration lines of business are functionally and hierarchically separated and operate on an arm's length basis. In addition, the Depositary may have a financial or business interest in the provision of such products or services, or receives remuneration for related products or services provided to the Company, or may have other clients whose interests may conflict with those of the Company or the Shareholders.

The Depositary and any of its affiliates may effect, and make a profit from, transactions in which the Depositary (or its affiliates, or another client of the Depositary or its affiliates) has (directly or indirectly) a material interest or a relationship of any description and which involves or may involve a potential conflict with the Depositary's duty to the Company. This includes circumstances in which the Depositary or any of its affiliates or connected persons: acts as market maker in the investments of the Company; provides broking services to the Company and/or to other funds or companies; acts as financial adviser, banker, derivatives counterparty or otherwise provides services to the issuer of the investments of the Company; acts in the same transaction as agent for more than one client; has a material interest in the issue of the investments of the Company; or earns profits from or has a financial or business interest in any of these activities.

The group-wide conflict of interest policy provides that Citi manages conflicts through various policies, procedures and/or processes, which may, depending upon the conflict, include prevention or avoidance of conflicts, or appropriate disclosures, establishing information barriers, restructuring transactions, products or processes, and/or changing compensation incentives.

The Depositary has a conflict of interest policy in place to identify, manage and monitor on an on-going basis any actual or potential conflict of interest. The Depositary has functionally and hierarchically separated the performance of its depositary tasks from its other potentially conflicting tasks. The system of internal controls, the different reporting lines, the allocation of tasks and the management reporting allow potential conflicts of interest and the Depositary issues to be properly identified, managed and monitored.

Up-to-date information on the identity of the Depositary, the description of its duties and of any safekeeping functions delegated by the Depositary, as well as related conflicts of interest may be requested from the Depositary by Shareholders.

***Termination of the Depositary Agreement***

The Depositary Agreement provides that it will continue in force unless and until terminated by either party giving not less than 90 days' prior written notice to the other, although termination may be immediate in certain circumstances, such as the insolvency of the Depositary. Upon the (envisaged) removal or resignation of the Depositary, the Company shall with due observance of the applicable requirements of the CSSF and in accordance with applicable law, rules and regulations, appoint a successor depositary. The Depositary may not be replaced without the approval of the CSSF.

***Liability of the Depositary***

The Depositary is liable to the Company or to the Shareholders for the loss by the Depositary or a third party to whom the custody of financial instruments that can be held in custody has been delegated. In the case of such a loss of a financial instrument held in custody, the Depositary shall return a financial instrument of identical type or the corresponding amount to the Company without undue delay. The Depositary is not liable if it can prove that the loss has arisen as a result of an external event beyond its reasonable control, the consequences of which would have been unavoidable despite all reasonable efforts to the contrary.

The Depositary is also liable to the Company or the Shareholders for all losses suffered by them as a result of the Depositary's negligent or intentional failure to properly fulfil its obligations. The Depositary Agreement contains indemnities in favour of the Depositary excluding matters arising by reason of its failure to satisfy its obligation of due skill, care and diligence, or by reason of its negligence, intentional failure or fraud.

***Other provisions of the Depositary Agreement***

The Depositary Agreement is governed by the laws of Luxembourg and the courts of Luxembourg shall have exclusive jurisdiction to hear any disputes or claims arising out of or in connection with the Depositary Agreement.

**6.2.2 The Administrator and Registrar**

Pursuant to an Amended and Restated Fund Administration Services Agreement dated 25 September 2020, as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Administrator and as may be further amended from time to time, the Management Company and the Company appointed Citibank Europe plc, Luxembourg Branch as the administrative agent of the Company.

In this capacity, the Administrator is empowered with the three principal functions contemplated under the *CSSF circular 22/811 relating to the authorisation and organisation of entities acting as UCI administrator*, namely (i) registrar duties, which involves managing the subscription, redemption, switching and transfer of Shares and entering these transactions in the Company's register of Shareholders); (ii) NAV calculation and accounting services, including keeping the Company's accounts, determination of the Net Asset Value of Shares in each Class of each Sub-Fund at each Valuation Point, despatching dividend payments to registered Shareholders; and (iii) handling communication with Shareholders, such as the preparation and distribution of statutory reports; as well as provision of other administrative services.

**6.3 Distributor**

The Management Company is also acting as the Distributor to provide distribution services to the Company regarding the sale, switching, redemption and marketing of the Shares internationally.

The Distributor may from time to time appoint sub-distributor(s) to provide distribution services to the Company (the "**Sub-Distributors**").

**6.4 Investment Managers and Sub-Investment Managers**

Please refer to Appendix I for the Investment Managers and/or Sub-Investment Managers appointed in relation to each Sub-Fund.

The Investment Managers and/or the Sub-Investment Managers are responsible for managing the assets of the respective Sub-Fund(s) in accordance with the investment parameters set out in the Articles of Incorporation and in this Prospectus and the relevant Investment Management Agreements and/or Sub-Investment Management Agreements. The Investment Managers and/or the Sub-Investment Managers may consult or seek advice from Investment Advisers from time to time for the relevant portfolios.

The Management Company may appoint more than one Investment Manager (each such Investment Manager, a "**Co-Investment Manager**") in respect of a Sub-Fund. Where the Management Company has done so, the Sub-Fund shall be jointly managed by the Co-Investment Managers disclosed in the relevant section in Appendix I. Similarly, an Investment Manager may delegate its portfolio management functions to more than one Sub-Investment Manager (each such Sub-Investment Manager, a "**Co-Sub-Investment Manager**") in respect of a Sub-Fund, which shall also be disclosed accordingly in the relevant section in Appendix I. Where Co-Investment Managers, Sub-Investment Manager(s) and/or Co-Sub-Investment Managers have been appointed in respect of a Sub-Fund, the term "Investment Manager" used in the sections relating to the investment objective, the investment policy and specific risk factors of the Sub-Fund under Appendix I and Appendix V shall be understood as referring to the (Co-)Investment Managers and/or (Co-)Sub-Investment Managers (as the case may be).

### 6.5 Other – Platform Administration Services Provider

The Company has appointed Manulife Investment Management (Hong Kong) Limited to provide platform administration services in respect of the Company, including but not limited to in the areas of marketing, legal, tax, finance, product, operations, risk and compliance. In particular, such services include assisting the Directors to discharge their governance responsibilities and functions (including performance assessment of the Management Company), assisting the Directors and Management Company with evaluation and selection of the Investment Managers, and supporting the Directors and the Management Company in respect of ongoing operational and compliance oversight, risk monitoring and performance review of the Investment Managers and the Sub-Funds.

## 7. TYPES OF SHARES

Applications will only be accepted for registered Shares.

Shares are available in either certificated registered form or non-certificated registered form. However, from 2 February 2015, the Distributor will not accept any instructions to issue a certificate in respect of any registered Shares and accordingly, no further Share certificates will be issued to existing and future investors. Fractions of registered Shares to three decimal places will be issued where appropriate. It is recommended that investors hold registered Shares in non-certificated form, as this will enable Shares to be switched or redeemed more easily.

Holders of certificated registered Shares may request to convert their Shares to non-certificated registered Shares. All costs incurred in such conversion shall be borne by the relevant Shareholder.

## 8. DEALING PROCEDURES

Any dealing (that is, a subscription, switching or redemption) order placed through distributors other than directly with the Company or the Distributor may be subject to different procedures from those described herein. Investors should consult their distributor before placing any orders.

Certain Sub-Funds have a capacity limit which, if exceeded, may impact the ability of the relevant Investment Manager and/or Sub-Investment Manager to find suitable investments for such Sub-Funds or efficiently manage the existing investments of such Sub-Funds. The Company may therefore determine to restrict the subscriptions of Shares in a Sub-Fund affected by such a capacity constraint. When a Sub-Fund reaches its capacity limit, shareholders will be notified accordingly and no further subscriptions will be permitted in the Sub-Fund during such closure period. Shareholders will not be prevented from redeeming from the relevant Sub-Fund during such closure period. Should capacity again become available (for example, as a result of market movements or redemptions), the Company may re-open the Sub-Fund on a temporary or on a permanent basis. Information regarding whether subscriptions of Shares in a particular Sub-Fund at a specific point in time are permitted or not is available from the registered office of the Company.

### 8.1 Subscription and Redemption Prices

Except for initial subscription of Shares, the Subscription Price and Redemption Price per Share of each of the Classes will be determined by the Net Asset Value per Share of the relevant Class in the relevant Sub-Fund on each Business Day in the manner described in Paragraph 4 of Appendix III.

If there continues to be no Luxembourg fiscal charges on the issue of Shares, the Subscription Price per Share will be the same as its Redemption Price. Dealing prices (rounded to four decimal places) representing both Subscription and Redemption Prices of each Class are published daily on the Company's website at www.manulifeglobalfund.com and/or are also available at the registered office of the Company. Investors should note that any information and materials on the above website do not form part of the Prospectus. All content on such website is for information purposes only and do not constitute an offer or solicitation to purchase or sell Shares. The Company's website has not been reviewed or authorised by any regulatory authority in any jurisdiction. Published dealing prices will not include the amount of any initial or redemption charge payable as described in Section 9.6.1.

### 8.2 How to Apply for Shares

#### 8.2.1 Application Procedure

Applications may be submitted to the Company or the Distributor. Enquiries about the Company should be addressed to the Company (at its registered office, 31, Z.A. Bourmicht, L-8070 Bertrange, Grand Duchy of Luxembourg) or the Distributor (at its registered office, The Exchange, George's Dock, International Financial Services Centre, Dublin 1, D01 P2V6, Ireland). The minimum initial investment amount, minimum subsequent investment amount and minimum holding for each Sub-Fund are set out in Section 3.1 above.

Unless other prior arrangements have been made with the Company or the Distributor, investors acquiring the relevant Classes for the first time should (for AA Classes, R Classes and F Classes) complete the Shareholder Account Opening Form distributed with this Prospectus or (for all other Classes) enter into an investment/placement/subscription agreement (as the case may be) and/or any other documents as may be agreed among the relevant parties or as may be required by the Company. At the discretion of the Company or the Distributor, signed forms, agreements or documents sent by facsimile may be accepted but the original signed forms, agreements or documents should follow immediately.

In the event that all necessary original signed documentation and any further identification details as may be required by the Company are not received, the Company reserves the right to cancel the relevant allotment of Shares, in which case the Company shall be entitled to claim from the applicant the amount (if any) by which the original Subscription Price exceeds the Redemption Price prevailing on the date of cancellation together with any other losses suffered by the Company and the redemption charge.

Thereafter, Shareholders may deal by facsimile at their own risk or in writing. No responsibility will be accepted by the Company, the Distributor, or the Registrar for any loss arising from applications sent by facsimile but not received by the Company or the Distributor, as the case may be.

For subsequent applications, Shareholders may apply by facsimile (at their own risk) or in writing. No responsibility will be accepted by the Company, the Distributor or the Registrar, for any loss arising from applications sent by facsimile to, but not received by, the Company or the Distributor.

The Company reserves the right to reject any application for Shares in whole or in part. If an application is rejected, the Company will, at the risk of the applicant, within five Dealing Days of the date of rejection, return the application monies or balance thereof without interest by cheque or, at the cost of the applicant, by telegraphic transfer. Please refer to Section 8.2.7 below for details of initial subscription of the Shares.

**8.2.2 Dealing Deadlines**

Save as otherwise provided for in Section 8.2.7 below in respect of applications during the Initial Offer Period, valid applications which are accepted by the Company or the Distributor before 1:00 p.m. (Luxembourg time) will be effected at the Subscription Price calculated as at the Valuation Point that day, provided that that day is a Dealing Day. The relevant Subscription Price is calculated by assessing the Net Asset Value per Share of the relevant Class of the relevant Sub-Fund on the Dealing Day in question. The Directors have determined pursuant to their discretion under the Articles not at present to make provision for duties and charges in the Subscription Price.

**8.2.3 Late Trading and Market Timing**

Late trading is defined by the Board as the acceptance of a dealing (that is, a subscription, switching or redemption) order after the applicable dealing deadline on the relevant Dealing Day and the execution of such order at the price based on the Net Asset Value applicable to such orders received prior to such dealing deadline. Late trading is strictly forbidden.

In order to avoid such practices, Shares are issued at an unknown price and the Company and the Distributor will not accept any dealing requests received after the relevant dealing deadline.

Market timing is defined by the Board as an arbitrage method through which an investor systematically subscribes and redeems or switches the Shares within a short time period, by taking advantage of time differences and/or imperfections or deficiencies in the method of determination of the Net Asset Value of the relevant Sub-Fund. Market timing practices may disrupt the investment management of the portfolios and adversely affect the performance of the relevant Sub-Fund through an increase of the costs and/or entail a dilution of the profit.

The Company reserves the right to refuse subscription and switching requests in relation to any Sub-Fund from any person who is suspected of market timing activities.

**8.2.4 Currencies for Settlement**

Applicants may pay their subscription monies in Hong Kong Dollars, U.S. Dollars or in the relevant currency in which Shares of the Class being subscribed for is denominated by cheque or draft or by telegraphic transfer.

Applicants who wish to pay in other Major Currencies should first contact the Company or the Distributor. In respect of such subscriptions, an application will be treated as having been received on the day when the Company and/or the Distributor has confirmed the receipt of cleared funds and converted the proceeds into the currency of denomination of the relevant Class. The application will then be effected at the Subscription Price calculated as at the Valuation Point on the relevant Dealing Day.

**8.2.5 Payment Details**

No cash or third party payment will be accepted. Payment should be made as follows:

(i) Payment via telegraphic transfer should be made in accordance with the applicable settlement details as indicated at www.manulifeglobalfund.com.

(ii) In the case of cheques or bankers' drafts:

Cheques and bankers' drafts should be payable to "Manulife Global Fund" (crossed "ACCOUNT PAYEE ONLY NOT NEGOTIABLE") with the name(s) of the Sub-Fund and the applicant written on the back.

### 8.2.6 Allotment of Shares

Save as otherwise provided for in Section 8.2.7 below in respect of applications during the Initial Offer Period, in relation to subscriptions made in Hong Kong Dollars, U.S. Dollars or in the same currency in which Shares of the relevant Class are denominated, allotments of Shares will be made on the Dealing Day on which the application is accepted. Cleared funds in respect of subscriptions made in Hong Kong Dollars, U.S. Dollars or in the same currency in which Shares of the relevant Class are denominated must be received within three Dealing Days after the end of the Initial Offer Period (in respect of an application during the Initial Offer Period); or within three Dealing Days of the application (in respect of any other application). If either a cheque or draft fails to clear successfully, or a telegraphic transfer fails to arrive for value, or the same day autopay bank account does not have sufficient funds, within this period, the Company may charge interest on any overdue monies on a daily basis until payment is received in full, at such rate as the Company considers appropriate. Regardless of whether interest is charged, the Company has the right to cancel any allotment of Shares, in which case the Company shall be entitled to claim from an investor the amount (if any) by which the original Subscription Price together with any accrued interest exceeds the Redemption Price prevailing on the date of cancellation. In addition, the Company reserves its right to claim all losses arising directly or indirectly from the failure to receive cleared funds from the investor within the specified period or at all, including the redemption charge.

Applications in other Major Currencies will be treated as having been received on the day when receipt of cleared funds is confirmed and the proceeds converted into the applicable currency of denomination of the relevant Class. The application will then be effected at the Subscription Price calculated as at the Valuation Point on that day provided that day is a Dealing Day.

In order to ascertain the number of Shares to be issued, the Company will calculate the equivalent of the subscription monies in the applicable currency of denomination of the relevant Class (if subscription is not made in such currency) at such exchange rate which the Company considers appropriate. All bank charges and costs of converting into the relevant currency of denomination will be deducted from the subscription monies and the resulting net amount in the relevant currency of denomination will be invested in the Company.

### 8.2.7 Initial Subscriptions and Offer Periods

The Directors may designate a period of time during which the Shares of a Sub-Fund are first offered for investment (the "**Initial Offer Period**"). Unless otherwise determined by the Directors and notified to potential investors in writing, Shares of the Sub-Fund will be offered at the initial subscription price per Share (exclusive of any initial charge) set out in this Section, depending on the denomination of the relevant Class.

Prospective investors can submit their applications for subscription of the Shares of the Sub-Fund during the Initial Offer Period. Shares subscribed for during the Initial Offer Period will normally be issued on the last Dealing Day of the Initial Offer Period or such other date as determined by the Directors at their discretion. Applications for subscription of Shares during the Initial Offer Period must be received by the Company or the Distributor before 1:00 p.m. (Luxembourg time) on the last Dealing Day of the Initial Offer Period.

The Directors may exercise their discretion (i) to extend the Initial Offer Period; or (ii) not to issue any Shares in the Sub-Fund in the event that (a) the combined minimum aggregate investment amount as determined by the Directors at their sole discretion (the "**Minimum Aggregate Investment Amount**") is not received during the Initial Offer Period; or (b) the Directors, at their discretion, are of the opinion that it is not in the best interests of investors or commercially viable (as a result of adverse market conditions or otherwise) to proceed with the launch of the Sub-Fund. In the event the Directors decide not to proceed with the launch of the Sub-Fund, any application monies or balance thereof (without interest) will be returned to the applicant, by cheque or, at the cost of the applicant, by telegraphic transfer after the close of the Initial Offer Period.

After the close of the Initial Offer Period, the Subscription and Redemption Prices of Shares will be determined in accordance with Section 8.1 above.

Investors will be informed of (i) the extension of the Initial Offer Period; or (ii) the decision not to proceed with the launch.

Notwithstanding the aforesaid, the Directors reserve the discretion to proceed with the issue of Shares of the Sub-Fund even if the Minimum Aggregate Investment Amount has not been achieved.

Save as otherwise provided for in the above in respect of applications during the Initial Offer Period, the initial subscription of the Shares will be the date of first issue of Shares of the relevant Classes upon receipt of the first subscription. Unless otherwise determined by the Directors and notified to potential investors in writing, the initial subscription price per Share (exclusive of any initial charge), depending on the denomination of the relevant Class will be A$10.00, CDN$10.00, CHF 10.00, EUR 10.00, GBP 10.00, HK$10.00, JPY1,000.00, NZD10, RMB10.00, S$10.00 and US$10.00.

### 8.3 How to Switch Between Sub-Funds

#### 8.3.1 Switching Procedure

Shareholders may switch some or all of their Shares in one Sub-Fund only to Shares within the same Class or Category (as defined below) in the same Sub-Fund or another Sub-Fund. For the purposes of switching, each of the following shall be deemed to be within the same Category: (1) Shares of AA Classes, R Classes and F Classes (collectively, "**AA/R/F Classes**") and Shares of P Classes in any Sub-Fund; and (2) other Classes of Shares in any Sub-Fund as the Directors may from time to time decide. Shares of one Class or Category may not be switched to Shares of another Class or Category (whether within the same Sub-Fund or in another Sub-Fund). For example, in respect of same Class switching, Shares of AA Classes in one Sub-Fund could be switched to Shares of any AA Classes in the same Sub-Fund or another Sub-Fund (e.g. AA to AA Acc, AA Acc to AA Inc, etc.).

As the minimum initial investment amount varies between different Sub-Funds, Shareholders are therefore reminded to check their holdings before making any switching requests. Instructions to switch Shares may be sent to the Company or the Distributor by facsimile or in writing and must be given by the Shareholder or (where there is more than one Shareholder) all joint Shareholders. The risk of any failure in facsimile transmission will be borne by the relevant Shareholder.

The Company reserves the right to reject any invalid or improper application for Shares switching in whole or in part (including any applications which the Company knows to be or has reasons to believe to be related to market timing or from Shareholders whom it considers to be excessive traders). Shareholders can only switch their holdings into Shares of the same Class or Category, which is offered or sold in a given jurisdiction pursuant to the provisions of the Prospectus, and switching is subject to all applicable minimum initial investment amount and minimum holding requirements as well as investor eligibility criteria being complied with. Please refer to Section 3.1 above for the switching charge (if any) which may be payable.

Shareholders who subscribed for Shares before 29 December 2007 and are making a full or partial switch of their existing holdings to a new Sub-Fund after the aforesaid date should note that the new minima set out in Section 3.1 above will apply in respect of their holdings in the new Sub-Fund.

Shareholders holding certificated registered Shares who have given their switching instructions by facsimile should immediately return their duly endorsed Share certificate(s) (which, in the case of joint Shareholders, must be endorsed by all the Shareholders) to the Company or the Distributor.

Shareholders holding non-certificated registered Shares, unless the Shareholder has selected the option in the Shareholder Account Opening Form to place subsequent instructions by facsimile, switching instructions sent by facsimile must be followed immediately by sending the original signed written instructions containing full details of the Shareholder's name and address, his relevant personal customer number and the number of Shares to be switched between named Sub-Funds, to the Distributor. Shareholders who have selected the option in the Shareholder Account Opening Form to place subsequent instructions by facsimile may send switching instructions by facsimile at their own risk (without the need to send further original written instructions) or by telephone, which must be confirmed immediately either in writing or by facsimile. No responsibility will be accepted by the Company, the Distributor or the Registrar for any loss arising from applications sent by facsimile but not received by the Distributor.

Shares will be switched in accordance with the formula set out in Appendix III. Where an application is received for the switching of Shares in one AA/R/F Class or P Class (the "**Original Shares**") to another AA/R/F Class or P Class, respectively, whose Shares are denominated in a different currency (the "**New Shares**"), the Company will effect any conversion of redemption proceeds into the applicable currency of denomination of the New Shares at such exchange rate which the Company considers appropriate. All bank charges and costs of converting into the relevant currency of denomination will be deducted from the redemption proceeds and the resulting net amount in the relevant currency of denomination will be invested in the New Shares.

#### 8.3.2 Dealing Deadline

Switching instructions accepted by the Company or the Distributor by 1:00 p.m. (Luxembourg time) will normally be effected at the relevant prices calculated as at the Valuation Point later that day, provided that that day is a Dealing Day. The price at which Shares are switched will be determined by using the Redemption Price of the original Sub-Fund to acquire Shares of the new Sub-Fund by reference to the Subscription Price of the new Sub-Fund ruling at the date of switching.

Investors should note that instructions received in relation to Shares switched pursuant to a previous transaction will not be processed if insufficient time has elapsed between receiving the two sets of instructions and the previous transaction is not yet completed.

### 8.4 How to Redeem Shares

#### 8.4.1 Redemption Procedure

Redemption instructions should be submitted to the Company or the Distributor in writing or by facsimile and must contain full details of the Shareholder's name and address, his relevant personal customer number, the name of the relevant Sub-Fund(s) and Classes, the number of Shares to be redeemed and details of the relevant bank account, currency, name and number where redemption proceeds should be paid. Signatures must be verified by a banker, stockbroker or lawyer. The risk of any failure in facsimile transmission will be borne by the Shareholder.

Shareholders holding certificated registered Shares who have given their redemption instructions by facsimile should immediately return their duly endorsed Share certificate(s) (which, in the case of joint Shareholders, must be endorsed by all the Shareholders) to the Company or the Distributor.

For Shareholders holding non-certificated registered Shares, unless they have selected the option in the Shareholder Account Opening Form to place subsequent instructions by facsimile, redemption instructions sent by facsimile must be followed immediately by the original signed redemption form or equivalent written instructions containing the details set out above, sent to the Distributor. Shareholders who have selected the option in the Shareholder Account Opening Form to place subsequent instructions by facsimile may send redemption instructions by facsimile at their own risk (without the need to send further original written instructions) or by telephone, which must be confirmed immediately either in writing or by facsimile. No responsibility will be accepted by the Company, the Distributor or the Registrar for any loss arising from applications sent by facsimile but not received by the Distributor.

No redemption charge will be imposed in respect of Shares of any Class.

#### 8.4.2 Redemption Deadline

Instructions accepted by the Distributor by 1:00 p.m. (Luxembourg time) will normally be effected at the relevant prices calculated as at the Valuation Point later that day, provided that that day is a Dealing Day.

The Redemption Price is calculated as described in Appendix III, under the sub-paragraph headed "Subscription and Redemption Prices."

Settlement will normally be made by telegraphic transfer except when the redemption proceeds amount to less than HK$40,000 (or its equivalent in any other Major Currency), in which case settlement will normally be made by cheque. Payment will normally be made in U.S. Dollars, but may also be made in any of the currencies approved by the Distributor. Any costs incurred in the transfer of monies or in currency exchange transactions will be borne by the relevant shareholders. Except with the prior consent of the relevant Shareholders and as permitted by the relevant distributor at its discretion and subject to satisfaction of all relevant procedures as determined by the relevant distributor from time to time, no payment of redemption proceeds will be made to any third party.

Payment of settlement proceeds will normally be made within three Dealing Days, and in any event not more than 30 days, of receipt by the Company or the Distributor of all required redemption documentation. Shareholders are therefore reminded that the payment of redemption proceeds will be delayed if the redemption procedures set out above are not followed.

Investors should note that instructions received relating to redemption proceeds arising out of a previous transaction will not be processed if insufficient time has elapsed between receiving the two sets of instructions and the previous transaction is not yet completed.

#### 8.4.3 Limit on Redemptions

The Company is not bound to redeem on any Dealing Day more than 10% of the number of Shares then in issue in any Sub-Fund. If the Company receives requests on any Dealing Day for the redemption of more than 10% of the total number of Shares then in issue in the relevant Sub-Fund, it may defer redemptions in excess of such 10% limit to the next Dealing Day, when such redemptions will be effected in priority to later requests.

Further, payment of redemption proceeds to a single Shareholder which are in excess of US$500,000 may be deferred for up to seven Dealing Days after the relevant settlement day.

### 8.5 Contract Notes

Each instruction will be acknowledged by a contract note (issued by the Registrar) giving details of a personal customer number. In the case of applications in Major Currencies other than U.S. Dollars or Hong Kong Dollars, contract notes will be issued after receipt of cleared funds and their conversion into U.S. Dollars. The personal customer number must be quoted in all future correspondence with the Company.

### 8.6 Anti-Money Laundering and Counter-Terrorist Financing

Pursuant to international practice, Luxembourg laws and regulations (including, but not limited to, the Luxembourg 12 November 2004 Act on Fight against Money Laundering and Terrorist Financing, the RBO Law and the CSSF 12-02 regulation of 14 December 2012 on the fight against money laundering and terrorist financing, as such documents may be amended, supplemented or replaced from time to time) and certain regulatory circulars (including the CSSF circulars regarding the fight against money laundering and terrorist financing), professional obligations are imposed on the Company to prevent the use of UCITS for money laundering and terrorism financing purposes. As a result, the identity of investors shall be disclosed to and verified by the Company and/or any entity duly designated by the Company, who shall also perform ongoing due diligence on investors in accordance with applicable laws and regulations. In this regard, the Company and/or any such designated entity may request any information and supporting documentation deemed necessary from time to time, including information about beneficial ownership, source of funds and origin of wealth. In any case, investors may be required at any time to provide additional or updated documentation and/or information in order to comply with applicable legal and regulatory requirements. In case of delay or failure to provide the documents and/or information required, an application for subscription or, if applicable, for redemption or any other transaction may not be accepted or there may be a delay in processing such application and the Company and its designated entities reserve the right in all cases to withhold redemption proceeds until the required documentation and/or information is received. Neither the Company nor any of its designated entities shall have any liability for delays or failure to process any application or the withholding of proceeds as a result of any investor providing no or only incomplete information and/or documentation.

## 9. FEES AND CHARGES

### 9.1 The Management Company

In consideration for its services, the Management Company is entitled to receive from the Company a management company fee. The management company fee shall be a maximum of 0.04% per annum per Sub-Fund.

These fees are calculated on the average net assets of each Sub-Fund for the relevant month.

### 9.2 The Company, Manulife Investment Management (Hong Kong) Limited and the Distributor

The Company shall receive and be entitled to retain the management fees and performance fees (if any) payable as stated in this Prospectus and shall be responsible for payment thereof to the respective Investment Managers. The Company may, in its sole discretion, also pay part of such fees received to the Distributor (who may, in its sole and absolute discretion, pay all of or part of such fees to which it is entitled to its Sub-Distributors), and to Manulife Investment Management (Hong Kong) Limited ("**MIMHK**") in its capacity as platform administration services provider to the Company, as well as to any service providers or such other persons at its absolute discretion and to the extent permitted by applicable laws and regulations.

Each of MIMHK, the Distributor and the Sub-Distributors (as applicable) in turn may, in each of their sole and absolute discretion, pay all of or part of such fees to which it is entitled, to any investors or other distributors or service providers or such other persons, to the extent permitted by applicable laws and regulations.

### 9.3 The Depositary

The Company pays the Depositary a fee calculated principally by reference to the Net Asset Value of the Company on each Business Day and payable monthly in arrears. The Depositary and the Company determine the level of the fee from time to time in the light of market rates applicable in Luxembourg. The fee paid by the Company for this service varies depending upon the markets in which the assets of the Company are invested and custodied. It typically ranges from 0.003% p.a. of the value of the assets of a Sub-Fund of the Company which are held in developed markets to 0.40% p.a. of the value of the assets of such Sub-Funds which are held in emerging markets (excluding transaction charges and reasonable disbursements and out-of-pocket expenses). Settlement charges are on a per transaction basis, which vary depending on the countries of which the securities are settled. It ranges from US$6 per transaction for developed markets to US$130 per transaction in emerging markets.

Reasonable expenses properly incurred by the Depositary or by other banks and financial institutions to which safekeeping of assets of the Company is entrusted are additional to the Depositary's fee and will be borne by the Company. The Depositary's fee normally includes the custody fees and certain transaction charges of the other banks and financial institutions. The fees and other charges paid to the Depositary in a financial year will be disclosed in the annual report of the Company. The Depositary will be responsible for the fees and expenses of the other local representatives so appointed.

### 9.4 The Administrator, Registrar, Listing Agent, Paying Agent and Transfer Agent

The Company pays the fees of the Administrator, Registrar, Listing Agent, Paying Agent and Transfer Agent at commercial rates agreed between these parties and the Company, in addition to reasonable out-of-pocket expenses properly incurred in the course of carrying out their duties. The maximum fee paid for these services by the Company will be 0.5% p.a. of its Net Asset Value (excluding reasonable out-of-pocket expenses).

### 9.5 Management/Sub-Management Fees

**9.5.1** Details of the annual management fees payable by each Sub-Fund are set out in Appendix I. The fees of any Sub-Investment Manager will be borne by the Investment Manager.

The annual management fees payable by the Sub-Funds may be increased to a maximum of 6% of the Net Asset Value of the relevant Sub-Fund by giving not less than one months' prior notice of the proposed increase to the Depositary and to the Shareholders of the relevant Sub-Fund. Any increases beyond the permitted maximum rate of 6% as prescribed in the Articles of Incorporation will require the approval of the Shareholders of the relevant Sub-Fund(s) passed by extraordinary resolution.

The management fees are accrued daily and are calculated on each Business Day.

**9.5.2 Performance Fee**

As at the date of this Prospectus, no performance fee is levied in respect of any of the Classes.

**9.5.3 Cash Commissions, etc.**

All cash commissions received by the Management Company, Investment Managers, Sub-Investment Managers or Investment Advisers or any of their associated persons arising out of the sale and purchase of investments for the Company are credited to the account of the relevant Sub-Fund managed or advised by such Investment Manager, Sub-Investment Managers or Investment Advisers. However, such persons may receive, and are entitled to retain, goods and services and other soft dollar benefits which are of demonstrable benefit to the Shareholders as may be permitted under relevant regulations from brokers and other persons through whom such investment transactions are carried out. These goods and services include, but are not limited to, qualifying research services, computer hardware and software obtained to enhance investment decision making and appropriate order execution services.

In all cases where such goods and services and other soft dollar benefits are retained by any of the Management Company, Investment Managers, Sub-Investment Managers or Investment Advisers or any of their associated persons, in order to minimize conflicts of interest, such person shall ensure (i) that transaction execution is consistent with best execution standards; (ii) that any brokerage borne by the relevant Sub-Fund will not exceed customary institutional full service brokerage rates for such transactions; and (iii) that the availability of soft dollar benefits is not the sole or primary purpose for transacting with such broker or dealer.

None of the Management Company, the Investment Managers nor the Sub-Investment Managers nor any person acting on behalf of the aforementioned persons shall obtain any rebate on any fees or charges levied by target funds or the management company of such target funds, or any quantifiable monetary benefits in connection investments in any target fund.

### 9.6 Other Fees and Charges

**9.6.1 Initial, Redemption and Switching Charges**

Although an initial charge of up to 6% may be deducted from any subscription monies received from investors, no such initial charge is presently levied on Shareholders in respect of Shares of C Classes, I Classes, I2 Classes, I3 Classes, I4 Classes, I5 Classes, I6 Classes, I7 Classes and J Classes. An initial charge of up to 3.5% of the subscription amount will be levied in respect of all applications for Class AA (SGD Hedged) Inc Shares of Asia Total Return Fund. An initial charge of up to 3% of the subscription amount will be levied in respect of all applications for Class AA Acc, Class AA (SGD Hedged) Acc, Class AA (USD) MDIST (G), Class AA (HKD) MDIST (G), Class AA (AUD Hedged) MDIST (G), Class AA (RMB Hedged) MDIST (G) and Class AA (SGD Hedged) MDIST (G) Shares of the Asian Short Duration Bond Fund. An initial charge of up to 5% of the subscription amount will be levied in respect of all applications for Shares of AA Classes (except for Class AA (SGD Hedged) Inc Shares of Asia Total Return Fund, Class AA Acc, Class AA (SGD Hedged) Acc, Class AA (USD) MDIST (G), Class AA (HKD) MDIST (G), Class AA (AUD Hedged) MDIST (G), Class AA (RMB Hedged) MDIST (G) and Class AA (SGD Hedged) MDIST (G) Shares of the Asian Short Duration Bond Fund), R Classes, F Classes, P Classes and S Classes.

No redemption charge is presently levied in respect of all Classes.

A switching charge of up to 1% of the value of the Share(s) being switched shall apply in respect of all switching requests received by the Company or the Distributor unless otherwise agreed with the relevant Shareholders.

The Distributor is entitled to retain initial, switching and redemption charges (if any) payable by Shareholders as described in this Prospectus.

**9.6.2 Formation Expenses**

Full details of the formation expenses of each Class of each Sub-Fund, where applicable, are set out in Appendix I.

Upon the termination of a Sub-Fund, the relevant unamortised expenses relating to that Sub-Fund (if any) will be written off by the Company for the account of that Sub-Fund.

### 9.6.3 Other Expenses

The Company will pay all other expenses incurred in its operations including the fees of its auditors, legal advisers and consultants, the costs of printing and distributing prospectuses and annual reports. It will also meet all brokerage, taxes and governmental duties and charges, Director's fees and their reasonable out-of-pocket expenses and other incidental operating expenses, as well as any reasonable out-of-pocket expenses and other incidental operating expenses of the Management Company. However, the Company will not be responsible for any promotional expenses incurred by any of its marketing agents and the Company will not be entitled to (either in whole or in part) any fees imposed by such marketing agents on their clients. A Manulife Entity may at its discretion assume in part or in full any costs or expenses incurred by the Company with a view to limiting the overall costs or expenses borne by the investors in the Company, or a particular Sub-Fund or Class.

## 10. DISTRIBUTIONS AND TAXATION

### 10.1 Distributions

The Company's policy is to, with respect to all Distributing Classes, distribute such dividend amount to its Shareholders as per the respective dividend policy of each Distributing Class shown in the table below, as the Company may determine at its discretion.

| Distribution Type | Class | Dividend Composition |
|---|---|---|
| Accumulating | AA Acc | No dividends will be paid in respect of such Classes. |
| | AA (HKD) Acc | |
| | AA (AUD Hedged) Acc | |
| | AA (GBP Hedged) Acc | |
| | AA (JPY Hedged) Acc | |
| | AA (RMB Hedged) Acc | |
| | AA (SGD Hedged) Acc | |
| | AA (SGD) Acc | |
| | C (SGD Hedged) Acc | |
| | I Acc | |
| | I (EUR Hedged) Acc | |
| | I2 Acc | |
| | I3 Acc | |
| | I3 (SGD) Acc | |
| | I3 (SGD Hedged) Acc | |
| | I4 Acc | |
| | I5 Acc | |
| | I5 (GBP) Acc | |
| | I5 (GBP Hedged) Acc | |
| | I5 (EUR) Acc | |
| | I5 (EUR Hedged) Acc | |
| | I5 (CHF) Acc | |
| | I5 (CHF Hedged) Acc | |
| | I6 Acc | |
| | I6 (GBP) Acc | |
| | I6 (GBP Hedged) Acc | |
| | I6 (EUR) Acc | |
| | I6 (EUR Hedged) Acc | |
| | I6 (CHF) Acc | |
| | I6 (CHF Hedged) Acc | |
| | I6 (AUD Hedged) Acc | |
| | I6 (SGD Hedged) Acc | |
| | I7 Acc | |

| | | |
|---|---|---|
| Net Annual Distributing | AA | Dividends will be distributed out of the available net investment income (i.e. net of fees, charges and other expenses) of each Sub-Fund. |
| | AA (AUD Hedged) | |
| | AA (CAD Hedged) | |
| | AA (HKD) | |
| | AA (SGD) | |
| | AA (SGD Hedged) | |
| | S | |
| | I | |
| | I2 | |
| | I3 | |
| Net Quarterly Distributing | J | |
| | I4 (RMB Hedged) Inc | Dividends will be distributed out of the available net investment income (i.e. net of fees, charges and other expenses) of each Sub-Fund. Dividends may also be paid out of realized gains and/or capital.<br><br>In respect of Hedged Classes, dividends may be calculated on the basis of interest rate differentials arising from share class currency hedging. Such dividends may therefore include interest rate differentials arising from share class currency hedging gains/losses which may increase or decrease the amount of any dividends paid. Such Classes comply with the principles laid down in the European Securities and Markets Authority ("ESMA") opinion on share classes of UCITS dated 30 January 2017 (ESMA34-43-296). |
| Net Monthly Distributing | AA Inc | |
| | AA (AUD Hedged) Inc | |
| | AA (CAD Hedged) Inc | |
| | AA (HKD) Inc | |
| | AA (SGD Hedged) Inc | |
| | P (AUD Hedged) Inc | |
| | P (HKD) Inc | |
| | P (SGD) Inc | |
| | P (SGD Hedged) Inc | |
| | P (USD) Inc | |
| | I2 SGD Hedged | |
| | I3 Inc | |
| | S Inc | |
| | S Hedged | |
| Gross Monthly Distributing | AA (AUD Hedged) MDIST (G) | Dividends will be distributed out of the gross income (i.e. before deduction of fees, charges and other expenses) of each Sub-Fund while all or part of its fees and expenses will be charged to capital. Dividends may also be paid out of realized gains and/or capital. In respect of Hedged Classes, dividends may be calculated on the basis of interest rate differentials arising from share class currency hedging. Such dividends may therefore include interest rate differentials arising from share class currency hedging gains/losses which may increase or decrease the amount of any dividends paid. Such Classes comply with the principles laid down in the ESMA opinion on share classes of UCITS dated 30 January 2017 (ESMA34-43-296). |
| | AA (CAD Hedged) MDIST (G) | |
| | AA (EUR Hedged) MDIST (G) | |
| | AA (GBP Hedged) MDIST (G) | |
| | AA (HKD) MDIST (G) | |
| | AA (JPY Hedged) MDIST (G) | |
| | AA (NZD Hedged) MDIST (G) | |
| | AA (RMB Hedged) MDIST (G) | |
| | AA (SGD) MDIST (G) | |
| | AA (SGD Hedged) MDIST (G) | |
| | AA (USD) MDIST (G) | |
| | I MDIST (G) | |
| | I3 MDIST (G) | |
| | I4 MDIST (G) | |
| | P (AUD Hedged) MDIST (G) | |
| | P (HKD) MDIST (G) | |
| | P (SGD) MDIST (G) | |
| | P (SGD Hedged) MDIST (G) | |
| | P (USD) MDIST (G) | |
| | S MDIST (G) | |
| | S Hedged MDIST (G) | |

| | | |
|---|---|---|
| Enhanced Monthly Distributing | R (USD) MDIST (G)<br>R (HKD) MDIST (G) | Dividends will be distributed out of the gross income (i.e. before deduction of fees, charges and other expenses) of each Sub-Fund while all or part of its fees and expenses will be charged to capital. Dividends may also be paid out of realized gains and/or capital.<br><br>In determining the distribution rate applicable to the Class, the Directors will take into consideration the securities held by the portfolio of the relevant Sub-Fund and the gross investment income that such securities are likely to generate over the coming year to calculate the appropriate yield (percentage (%)) of NAV per Share.<br><br>Such yield shall be supplemented by an additional distribution from realized capital gains and/or capital at a fixed rate of between 2% and 5% of NAV per Share* per annum (such rate to be determined by the Directors at the launch of the Class for the relevant Sub-Fund and to be disclosed thereafter at www.manulifeim.com.hk) to achieve an overall distribution rate higher than that of the expected gross investment income.<br><br>Shareholders should note that where there are insufficient realized capital gains to pay the additional distribution, any shortfall shall be paid out of capital.<br><br>** Based on the initial Subscription Price during the year of inception, and the NAV per Share on the first Business Day of each calendar year thereafter, or in times of extreme market volatility or during severe adverse market conditions, such other Business Day to be determined by the Directors (or their delegates) and further disclosed at www.manulifeim.com.hk with prior notice to be given to investors.* |
| Fixed Yield Monthly Distributing | F (AUD Hedged) MDIST (G)<br>F (CAD Hedged) MDIST (G)<br>F (GBP Hedged) MDIST (G)<br>F (HKD) MDIST (G)<br>F (JPY Hedged) MDIST (G)<br>F (NZD Hedged) MDIST (G)<br>F (RMB Hedged) MDIST (G)<br>F (SGD Hedged) MDIST (G)<br>F (USD) MDIST (G) | Dividends will be distributed out of the gross income (i.e. before deduction of fees, charges and other expenses) of each Sub-Fund while all or part of its fees and expenses will be charged to capital. Dividends may also be paid out of realized gains and/or capital.<br><br>The distribution yield of the Class will be set as an annualized fixed percentage of the NAV per Share of the Class, resulting in a variable dividend amount. The dividend amount per Share for each payout is calculated by multiplying the annualized fixed percentage with the NAV per Share at the last Dealing Day of each month divided by the distribution frequency over a year.<br><br>In determining the annualized fixed percentage of the Class, the Directors, in conjunction with feedback from the Investment Manager(s), will take into consideration the expected gross investment income to be generated by the Sub-Fund over a forward-looking horizon, supplemented by an additional distribution from realized capital gains and/or capital, with the aim to achieve an overall distribution yield higher than that of the expected gross investment income.<br><br>Shareholders should note that where there are insufficient realized capital gains to pay the additional distribution, any shortfall shall be paid out of capital. |

| | | |
|---|---|---|
| | | The annualized fixed percentage is subject to on-going review by the Directors and may be changed at the discretion of the Directors (at least one month's prior notice will be provided to Shareholders) if the Directors, after taking into account various factors, including but not limited to NAV per Share of the relevant Class of the Sub-Fund, prevailing market conditions, the Directors' expectation on future market and economic conditions as well as income generation, determine it is appropriate to change the annualized fixed percentage, or in the event the Directors are of the view it is not sustainable for the Sub-Fund to support the annualized fixed percentage, or in exceptional circumstances (e.g. in times of extreme market volatility or during severe adverse market conditions). Investors should note that a positive dividend yield does not imply positive return.<br><br>In respect of Hedged Classes, dividends may be calculated on the basis of interest rate differentials arising from share class currency hedging. Such dividends may therefore include interest rate differentials arising from share class currency hedging gains/losses which may increase or decrease the amount of any dividends paid. Such Classes comply with the principles laid down in the European Securities and Markets Authority ("ESMA") opinion on share classes of UCITS dated 30 January 2017 (ESMA34-43-296).<br><br>Investors may request the information regarding the annualized fixed percentage of the Class from the Distributor or your intermediary. |

**Dividends paid or effectively paid out of capital amount to a return or withdrawal of part of the amount of an investor's original investment or from any capital gains attributable to that original investment. Any distribution involving payment or effective payment of dividends out of a Sub-Fund's capital may result in an immediate decrease in the Net Asset Value per Share of the relevant Class mentioned above of that Sub-Fund. The Directors of the Company may, at any time, amend the dividend policy of the Sub-Funds, subject to prior regulatory approval (where applicable) and to one month's prior notice to the relevant Shareholders.**

| Class | Dividend Payment Type | Declaration & Payment Frequency |
|---|---|---|
| AA Acc | No dividends will be paid in respect of such Classes. | |
| AA (HKD) Acc | | |
| AA (AUD Hedged) Acc | | |
| AA (GBP Hedged) Acc | | |
| AA (JPY Hedged) Acc | | |
| AA (RMB Hedged) Acc | | |
| AA (SGD Hedged) Acc | | |
| AA (SGD) Acc | | |
| C (SGD Hedged) Acc | | |
| I Acc | | |
| I (EUR Hedged) Acc | | |
| I2 Acc | | |
| I3 Acc | | |
| I3 (SGD) Acc | | |
| I3 (SGD Hedged) Acc | | |
| I4 Acc | | |
| I5 Acc | | |

| Class | Dividend Payment Type | Declaration & Payment Frequency |
|---|---|---|
| I5 (GBP) Acc | | |
| I5 (GBP Hedged) Acc | | |
| I5 (EUR) Acc | | |
| I5 (EUR Hedged) Acc | | |
| I5 (CHF) Acc | | |
| I5 (CHF Hedged) Acc | | |
| I6 Acc | | |
| I6 (GBP) Acc | | |
| I6 (GBP Hedged) Acc | | |
| I6 (EUR) Acc | | |
| I6 (EUR Hedged) Acc | | |
| I6 (CHF) Acc | | |
| I6 (CHF Hedged) Acc | | |
| I6 (AUD Hedged) Acc | | |
| I6 (SGD Hedged) Acc | | |
| I7 Acc | | |
| AA | Dividends will, unless the relevant Shareholders had, subject to the relevant procedures determined by the Administrator or the relevant distributor from time to time, previously indicated otherwise in writing to the Administrator or the relevant distributor, be automatically reinvested in additional Shares of the relevant Class from which such reinvestable dividends are generated. | Dividends (if any) will be declared annually within 15 days after approval at the annual general meeting of the Company and where payable, will be paid within three weeks of such declaration. |
| AA (AUD Hedged) | | |
| AA (CAD Hedged) | | |
| AA (HKD) | | |
| AA (SGD) | | |
| AA (SGD Hedged) | | |
| S | | |
| I | | |
| I2 | | |
| I3 | | |
| J | Dividends will be paid in cash to the relevant Shareholders unless such Shareholders had, subject to the relevant procedures determined by the Administrator or the relevant distributor from time to time, previously indicated otherwise in writing to the Administrator or the relevant distributor their request that any dividends payable to them be reinvested in additional Shares of the relevant Class in respect of which they had received such cash dividends. | Dividends (if any) will be declared after the end of each calendar quarter and paid within three weeks of such declaration. The amount of dividends (if any) is not guaranteed. |
| I4 (RMB Hedged) Inc | | |
| S Hedged | | |
| I2 SGD Hedged | | |
| AA Inc | | Dividends (if any) will be declared at least once every calendar month after the end of the relevant calendar month, or at other time(s) to be determined by the Directors, upon the respective commencement of dealing in these Classes, and paid within three weeks of such declaration. |
| AA (HKD) Inc | | |
| AA (AUD Hedged) Inc | | |
| AA (CAD Hedged) Inc | | |
| AA (SGD Hedged) Inc | | |
| AA (AUD Hedged) MDIST (G) | | |
| AA (CAD Hedged) MDIST (G) | | |
| AA (EUR Hedged) MDIST (G) | | |
| AA (GBP Hedged) MDIST (G) | | |
| AA (HKD) MDIST (G) | | |
| AA (JPY Hedged) MDIST (G) | | |
| AA (NZD Hedged) MDIST (G) | | |
| AA (RMB Hedged) MDIST (G) | | |
| AA (SGD) MDIST (G) | | |
| AA (SGD Hedged) MDIST (G) | | |
| AA (USD) MDIST (G) | | |

| Class | Dividend Payment Type | Declaration & Payment Frequency |
|---|---|---|
| P (USD) Inc | | |
| P (HKD) Inc | | |
| P (SGD) Inc | | |
| P (AUD Hedged) Inc | | |
| P (SGD Hedged) Inc | | |
| P (USD) MDIST (G) | | |
| P (HKD) MDIST (G) | | |
| P (SGD) MDIST (G) | | |
| P (AUD Hedged) MDIST (G) | | |
| P (SGD Hedged) MDIST (G) | | |
| S Inc | | |
| S MDIST (G) | | |
| S Hedged MDIST (G) | | |
| I3 Inc | | |
| I MDIST (G) | | |
| I3 MDIST (G) | | |
| I4 MDIST (G) | | |
| R (USD) MDIST (G) | | |
| R (HKD) MDIST (G) | | |
| F (AUD Hedged) MDIST (G) | | |
| F (CAD Hedged) MDIST (G) | | |
| F (GBP Hedged) MDIST (G) | | |
| F (HKD) MDIST (G) | | |
| F (JPY Hedged) MDIST (G) | | |
| F (NZD Hedged) MDIST (G) | | |
| F (RMB Hedged) MDIST (G) | | |
| F (SGD Hedged) MDIST (G) | | |
| F (USD) MDIST (G) | | |

Interim dividends may also be declared in respect of all Distributing Classes at the discretion of the Directors, subject to the provision of the Articles.

In respect of Distributing Classes with monthly and quarterly distribution, final dividends (if any) may be declared in respect of such Class, at the discretion of the Directors, within 15 days after approval at the annual general meeting of the Company and where payable, will be paid within three weeks of such declaration.

Except where otherwise determined by the relevant distributor, any dividends declared and payable will normally be paid in the denomination currency of the relevant Class but may also be paid in any other Major Currency as any relevant Shareholder so instructs, provided that such Shareholder shall first contact the Administrator or the relevant distributor to make all necessary arrangements. Any costs incurred in such payment of dividends, including but not limited to costs in connection with telegraphic transfer and currency exchange transactions as well as any risk associated with such payment, including but not limited to foreign exchange risk, will be borne by the relevant Shareholder. If the amount of dividend payable is less than US$50.00, the dividend will also be reinvested in additional Shares of the relevant Class in question notwithstanding any earlier indication to receive cash dividends. Any such Shares will be issued on the date of payment of dividends.

All information concerning the payment of dividends of the Company shall be published in accordance with the requirements of Luxembourg law and advertised in such newspapers as the Directors shall decide.

Income equalisation arrangements are applied across all Classes for all Sub-Funds. Such income equalisation arrangements are relevant to Shareholders who have subscribed for Shares of a Class during the relevant distribution period of such Class and still hold the Shares as at the record date for such period. In particular, such arrangements are intended to ensure that the income per Share which is distributed in respect of a distribution period is not affected by changes in the number of Shares issued during the period (i.e. by the subscription and/or redemption of Shares) thereby treating all Shareholders of such Class equally. The amount of the first dividend received by a Shareholder following the purchase of Shares of a Sub-Fund represents partly, participation in income received by such Sub-Fund, and partly a return of capital (the "**equalisation amount**"). In general, the equalisation amount represents the average amount of income of the Class included in the Net Asset Value of each Share issued during the relevant period. It is expected that the equalisation amount will not be taxable as an income receipt of the Shareholder but should be applied to reduce the base acquisition cost of the Shares for the purpose of computing capital gains. The tax treatment of equalisation amounts may, however, differ in certain jurisdictions. Shareholders who wish to know the equalisation amount received by them as a part of their distribution, may do so by contacting the Distributor or the Company at the relevant registered address.

### 10.2 Taxation

All references to Investment Manager in this section shall mean the Investment Manager(s) and/or the Sub-Investment Manager(s), as the context requires.

Investors should consult their professional advisers on the possible tax consequences of their subscribing for, purchasing, holding, the receipt of distributions, switching, exchanging, selling, redeeming or otherwise acquiring or disposing of Shares under the laws of the country of their citizenship, residence, ordinary residence, domicile or incorporation.

#### 10.2.1 Luxembourg

The Company is not liable for any Luxembourg income, capital gains or net wealth tax and dividends paid by the Company are not liable to any withholding tax.

The Company is liable in Luxembourg to subscription tax (taxe d'abonnement) of 0.05% per annum in respect of the aggregate Net Asset Value at the end of the relevant quarter, calculated and payable quarterly in respect of the following Classes currently: AA Classes, C Classes, R Classes, F Classes, I2 Classes, I6 Classes, P Classes and S Classes of all the Sub-Funds.

A reduced tax rate of 0.01% per annum in respect of the aggregate Net Asset Value at the end of the relevant quarter, calculated and payable quarterly, apply to Classes sold only to and held by Institutional Investors. In addition, Sub-Funds which invest exclusively in deposits and money market instruments in accordance with the 2010 Law are also liable to such reduced tax rate, calculated per annum on their net assets. The relevant Classes currently include: I Classes, I3 Classes, I4 Classes, I5 Classes, I7 Classes as well as Class J. Please note that the benefit of the reduced 0.01% tax rate is subject to interpretation on the status of Institutional Investors by the competent authorities. Any reclassification made by the competent authorities as to the status of investors may subject all I Classes, I3 Classes, I4 Classes, I5 Classes, I7 Classes as well as Class J Shares to tax of 0.05%. No stamp duty or other tax is payable in Luxembourg on the issue of Shares.

At the current time, Shareholders are not subject to any income, capital gains, withholding, estate, inheritance or other taxes in Luxembourg, other than those Shareholders who are resident, domiciled or having a permanent establishment in Luxembourg. Non-resident Shareholders are not subject to tax in Luxembourg on any realized capital gains arising from the disposal of Shares from 1 January 2011.

Foreign income, capital gains, dividends and interest may be subject to withholding taxes or other taxes imposed by the country of origin concerned (the applicable rate of tax may be reduced under a double tax treaty entered into between the country of origin and Luxembourg). Such taxes may not be recoverable by the Company or its Shareholders. Where there is a reasonable likelihood that a tax liability will be incurred, such tax payable will be provided for in the Net Asset Value.

### 10.2.2 United Kingdom

The following is intended as a general summary only, based on current law and practice in force as of the date of this Prospectus. Such law and practice may be subject to change, possibly with retrospective effect, and the below summary is not exhaustive, nor does it constitute legal or tax advice. Further, it will apply only to those UK Shareholders holding Shares as an investment rather than those which hold Shares as part of a financial trade; and does not cover UK Shareholders which are tax exempt or subject to special taxation regimes.

The following is not a guarantee to any investor of the tax implications of investing in the Company.

*The Company*

As the Company is a UCITS, it should not be considered to be UK resident for UK income or corporation tax purposes. Accordingly, and provided that the Company does not carry on a trade in the UK through a permanent establishment situated in the UK for corporation tax purposes, or through a branch or agency situated in the UK which would bring the Company within the charge to income tax, the Company will not be subject to UK corporation tax or income tax on income and capital gains arising to it save as noted below in relation to possible withholding tax on certain UK sourced income. The Directors intend that the affairs of the Company are conducted so that no such permanent establishment, branch or agency will arise insofar as this is within their control, but it cannot be guaranteed that the conditions necessary to prevent any such permanent establishment, branch or agency coming into being will at all times be satisfied.

Certain interest and other income received by the Company which have a UK source may be subject to withholding taxes in the UK.

*The Shareholder*

Each of the Classes will be deemed to constitute an "offshore fund" for the purposes of the offshore fund legislation in Part 8 of the Taxation (International and Other Provisions) Act 2010 ("**TIOPA 2010**"). Under the Offshore Funds (Tax) Regulations 2009 (as amended) ("**The Regulations**"), persons who are resident in the UK for tax purposes may be liable to income tax (or corporation tax on income) in respect of any gain arising from the disposal or redemption of Shares in an offshore fund. This charge does not apply, however, where the Shares are held within a class of interest which is certified by the HM Revenue & Customs ("**HMRC**") as a "reporting fund" throughout the period during which the Shares have been held. Instead, any gains arising from the disposal of interests in reporting funds should be subject to tax as a capital gain (or chargeable gain) in the hands of UK investors.

A list of the Classes which currently have Reporting Fund status is available at **https://www.gov.uk/government/publications/offshore-funds-list-of-reporting-funds**.

In order to maintain the status as a UK reporting fund, the relevant Class must meet certain annual reporting requirements to HMRC and its Shareholders. Such annual duties will include calculating and reporting the income returns of the offshore fund ("**reportable income**") for each reporting period (as defined by The Regulations) on a per-share basis to all relevant Shareholders. Relevant UK Shareholders which hold their interests at the end of the reporting period to which the reported income relates, will be subject to income tax or corporation tax on the higher of any cash distribution paid or the full reported amount. A UK tax resident Shareholder in the relevant Class will therefore (subject to their UK tax position) be potentially subject to UK tax on that reported income as if such reported income were a distribution upon their Shares.

The reportable income (if any) attributable to each relevant Class will be published on the Company's website at **www.manulifeglobalfund.com**, within six months of the end of the relevant accounting period, and a copy of such information may separately be requested in writing by contacting the registered office of the Company.

Where a UK tax resident investor holds an interest in an offshore fund that has been a reporting fund throughout the investor's whole period of ownership, any gain accruing upon sale or other disposal of the interest will be subject to tax as a chargeable gain rather than income; with relief for any accumulated or reinvested profits which have already been subject to UK income tax or corporation tax on income (even where such profits are exempt from UK corporation tax).

Where a Class did not have reporting fund status throughout the period of investment by a relevant Shareholder, any gain realised by a UK tax resident Shareholders on a sale, redemption or other disposal of their Shares (including a deemed disposal on death) will be taxed as an offshore income gain and not as a chargeable gain. The precise consequences of such treatment will depend upon the tax position of each such Shareholder.

Individual investors should be aware that where more than 60% of the assets of the offshore fund are held in interest bearing (or similar) securities, any distribution or reported income will be treated as interest in the hands of the UK income taxpayer.

When any UK corporate Shareholders within the charge to UK corporation tax receive dividends from the Company, the dividend may fall within one of a number of exemptions from UK corporation tax listed in Part 9A of the Corporation Tax Act 2009 ("**CTA 2009**"). In addition, distributions to non-UK companies carrying on a trade in the UK through a permanent establishment in the UK may also fall within the exemption from UK corporation tax on dividends to the extent that the Shares held by that company are used by, or held for, that permanent establishment. Reported income will be treated in the same way as any cash dividend for these purposes. However, regardless of any dividends paid, under the corporate debt tax regime in the UK any corporate Shareholder within the charge to UK corporation tax will be taxed on the increase in value of its holding on a fair value basis or will obtain tax relief on any equivalent decrease in value, if the investments held by the offshore fund consist of more than 60% (by value) in interest-bearing (or similar) investments (hereafter a "relevant holding" for the purposes of Section 490 CTA 2009). Hence the investor is required to treat any "relevant holding" as if it were a debt instrument. Complex rules may apply where the holding becomes, or ceases to be, a "relevant holding".

Regulations provide that a Reporting Fund may elect to operate income equalisation or to make other income adjustments to account for the impact of subscriptions and redemptions upon reportable income. The Directors reserve the right to make such an election in respect of any Class with Reporting Fund status.

The Shares shall be widely available. The Board confirms that the intended categories of investors are not "restricted" for the purposes of The Regulations. Shares shall be marketed and made available sufficiently wide to reach the intended categories of investors, and in a manner appropriate to attract those categories of investors.

*Remittance Basis: UK resident non-domiciled investors*

The UK tax rules applicable to non-UK domiciled but UK tax resident individuals changed with effect from 6 April 2025. It is recommended that former users of the remittance basis rules and individual shareholders within the first four years of UK tax residence (either for the first time, or after a period of ten consecutive years of non-UK residence if previously UK tax resident) seek independent advice before making a subscription for Shares.

*UK anti-avoidance legislation*

*i) Attribution of Sub-Fund Gains*

UK resident Shareholders should be aware that if a Sub-Fund would be a "close" company for UK tax purposes if it were resident in the UK and if they hold or are treated as holding (alone or together with persons connected with them, as defined in the relevant legislation) more than 25% of the shares in the relevant Sub-Fund, then section 3 Taxation of Chargeable Gains Act 1992 ("**section 3**") may be relevant. Unless such UK resident Shareholders fall within one of the exemptions from liability, then any gains which are capital gains for the purposes of UK tax accruing to the relevant Sub-Fund (such as on a disposal of any of its investments) and which are not distributed would be attributed to them in proportion to their interests in the relevant Sub-Fund. The relevant Sub-Fund has the ability to reinvest proceeds rather than to distribute them which is relevant in this regard. The Board expect, however, that each Sub-Fund will be sufficiently widely held that it would not be close for this purpose. In addition, section 3 does not apply where the asset giving rise to the gain was neither disposed of nor acquired or held as part of a scheme or arrangements having a tax avoidance main purpose.

*ii) Transfers of Assets Abroad*

UK resident Shareholders should be aware of the provisions in Chapter 2, Part 13 of the Income Tax Act 2007 aimed at preventing the avoidance of income tax by transactions resulting in the transfer of income to persons (including companies) abroad, which may render them liable to income tax in respect of undistributed income profits of a Sub-Fund.

The provisions should not apply to UK resident Shareholders if it can be demonstrated that it would not be reasonable to draw the conclusion, from all the circumstances, that the purpose of avoiding liability to UK taxation was the purpose or one of the purposes for acquiring the Shares in the relevant Sub-Fund.

*iii) Controlled foreign companies ("**CFC**")*

Corporate Shareholders resident in the UK for taxation purposes should note that the CFC legislation contained in Part 9A of TIOPA 2010 could apply to any UK resident company which is, either alone or together with persons connected or associated with it for taxation purposes, deemed to be interested in 25% or more of any chargeable profits of a non-UK resident company, where that non-UK resident company is controlled by residents of the UK and meets certain other criteria (broadly that it is resident in a low tax jurisdiction). "Control" is defined in Chapter 18, Part 9A of TIOPA 2010. These provisions will apply where, a non-UK resident company is controlled by persons (whether companies, individuals or others) who are resident in the UK for taxation purposes or is controlled by two persons taken together, one of whom is resident in the UK for tax purposes and has at least 40% of the interests, rights and powers by which those persons control the non-UK resident company, and the other of whom has at least 40% and not more than 55% of such interests, rights and powers. The effect of these provisions could be to render such Shareholders liable to UK corporation tax in respect of the income of the Company. The risk of falling within the scope of the UK CFC regime will depend largely on the composition of Shareholders in the Company and any UK corporate Shareholders concerned about the application of these provisions to their interest in the Company should seek independent advice.

**10.2.3 PRC**

Under current regulations in the PRC, foreign investors may invest in A-Shares listed on the SSE and SZSE and certain other investment products (including bonds) in the PRC, in general, through the following channels:

(a) Institutions that have obtained the QFI status, or by investing in participatory notes and other access products issued by institutions with QFI status. Since only the QFI's interests in A-Shares and certain other investment products are recognized under the PRC laws, any tax liability would, if it arises, be payable by the QFI;

(b) Shanghai-HK Stock Connect;

(c) Shenzhen-HK Stock Connect; and/or

(d) Bond Connect.

*Enterprise Income Tax ("**EIT**")*

Under current PRC Enterprise Income Tax Law ("**PRC EIT Law**") and regulations, any Sub-Fund considered to be a tax resident of the PRC would be subject to PRC EIT at the rate of 25% on its worldwide taxable income. If any Sub-Fund were considered to be a non-resident enterprise with a "permanent establishment" ("**PE**") in the PRC, it would be subject to PRC EIT at the rate of 25% on the profits attributable to the PE. The Company, together with the Investment Manager of the relevant Sub-Funds, intend to operate the Sub-Funds in a manner that will prevent them from being treated as tax residents of the PRC and from having a PE in the PRC, though this cannot be guaranteed. It is possible, however, that the PRC could disagree with such an assessment or that changes in PRC tax law could affect the PRC EIT status of the relevant Sub-Funds.

If the Sub-Funds are non-PRC tax resident enterprises without PE in the PRC, the PRC-sourced income (including cash dividends, distributions, interest and capital gains) derived by them from any investment in PRC securities would be subject to PRC withholding income tax ("**WHT**") at the rate of 10%, unless exempt or reduced under the PRC EIT Law or a relevant tax treaty.

With effect on and from 17 November 2014, pursuant to Caishui [2014] No. 79 ("**Notice 79**"), PRC-sourced gains on disposal of shares and other equity investments (including A-Shares) derived by QFIs (without an establishment or place of business in the PRC or having an establishment or place of business in the PRC but the income so derived in the PRC is not effectively connected with such establishment or place) would be temporarily exempt from PRC EIT. For the avoidance of doubt, gains derived by QFIs prior to 17 November 2014 shall be subject to PRC EIT in accordance with current tax laws and regulations.

Pursuant to Caishui [2018] No. 108 ("**Notice 108**") and the PRC State Council's decision of 27 October 2021 (the "**State Council Decision**"), foreign institutional investors are exempt from EIT on bond interest income derived from 7 November 2018 to 31 December 2025. This has been further extended until 31 December 2027 pursuant to the Ministry of Finance and the State Taxation Administration's announcement No.5 of 2026 ("**Announcement No. 5 of 2026**"). Such EIT exemption would not be applicable if the bond interest derived is connected with the foreign institutional investors' establishment or place in the PRC.

*Value-added Tax ("**VAT**") and Surtaxes*

The Sub-Funds may also potentially be subject to PRC VAT at the rate of 6% on capital gains derived from trading of A-Shares. However, Caishui [2016] No. 36 ("**Notice 36**") and Caishui [2016] No. 70 ("**Notice 70**") provide a VAT exemption for QFIs in respect of their gains derived from the trading of PRC securities.

In addition, urban maintenance and construction tax (currently at rates ranging from 1% to 7%), educational surcharge (currently at the rate of 3%) and local educational surcharge (currently at the rate of 2%) (collectively, the "**Surtaxes**") are imposed based on value-added tax liabilities. Since QFIs are exempt from value-added tax, they are also exempt from the applicable Surtaxes.

In respect of bond interest income derived by foreign institutional investors, VAT is exempted from 7 November 2018 to 31 December 2025 pursuant to Notice 108 and the State Council Decision. This has been further extended until 31 December 2027 pursuant to Announcement No. 5 of 2026.

*Stamp Duty*

Stamp duty under the PRC laws ("**Stamp Duty**") generally applies to the execution and receipt of taxable documents, which include contracts for the sale of China A-and China B-Shares traded on PRC stock exchanges. In the case of such contracts, PRC Stamp Duty is currently imposed on the seller but not on the purchaser, at the rate of 0.1%. The sale or other transfer by the Sub-Fund of A-Shares or B-Shares will accordingly be subject to PRC Stamp Duty, but the Sub-Fund will not be subject to PRC Stamp Duty when it acquires A-Shares and B-Shares.

*Stock Connect Tax Consideration*

Pursuant to Caishui [2014] No. 81 ("**Notice 81**"), Notice 36 and Caishui [2016] No. 127 ("**Notice 127**"), foreign investors investing in China A-Shares listed on the SSE through the Shanghai-Hong Kong Stock Connect and those listed on the SZSE through the Shenzhen-Hong Kong Stock Connect would be temporarily exempt from PRC EIT and VAT on the gains on disposal of such A-Shares. Dividends would be subject to PRC EIT on a withholding basis at 10%, unless reduced under a double tax treaty with China upon application to and obtaining approval from the competent tax authority.

*Bond Connect Tax Consideration*

With the introduction of the Bond Connect program, eligible foreign investors can trade in bonds available on the CIBM.

Aside from the above-mentioned general rules and Notice 108, the PRC tax authorities have not clarified whether income tax and other tax categories are payable on gains arising from the trading in securities that do not constitute shares or other equity investments, such as bonds and other fixed income securities, of QFIs and other investors through Bond Connect. It is therefore possible that the relevant tax authorities may, in the future, clarify the tax position and impose an income tax or WHT on realized gains derived from dealing in PRC fixed income securities.

*Tax Provision – Gains on Disposal of Bonds and Fixed Income Securities*

Based on professional and independent tax advice received, the Investment Manager of the relevant Sub-Funds does not currently make any tax provision in respect of any potential PRC WHT, EIT, VAT and Surtaxes on gains derived from disposal of equity and bonds and other fixed income securities. However, in light of the above-mentioned uncertainty and in order to meet any potential tax liability for gains on disposal of bonds and other fixed income securities, the Investment Manager of the relevant Sub-Fund reserves the right to provide for the WHT on such gains or income, and withhold WHT of 10% for the account of such Sub-Fund in respect of any potential tax on the gross realized and unrealized capital gains. Upon any future resolution of the above-mentioned uncertainty or further changes to the tax law or policies, the Investment Manager will, as soon as practicable, make relevant adjustments to the amount of tax provision (if any) as they consider necessary. The amount of any such tax provision will be disclosed in the accounts of the relevant Sub-Funds.

Any such WHT on gains on disposal of fixed income securities may reduce the income from, and/or adversely affect the performance of, the relevant Sub-Funds. In light of the uncertainties of the tax position, QFIs are likely to withhold certain amounts in anticipation of PRC WHT on the gains on disposal of the relevant Sub-Fund's investments in China fixed income securities. The amount withheld will be retained by the relevant QFI until the position with regard to PRC taxation of QFIs and the Sub-Fund in respect of their gains and profits has been clarified. In the event that such position is clarified to the advantage of the QFI and/or the Sub-Fund, the QFI may rebate all or part of the withheld amount. The withheld amount so rebated shall be retained by the relevant Sub-Fund and reflected in the value of its Shares. Notwithstanding the foregoing, no Shareholder who redeemed his/her Shares before the rebate of any withheld amounts shall be entitled to claim any part of such rebate.

It should also be noted that the actual applicable tax imposed by the PRC tax authorities may be different and may change from time to time. There is a possibility of the rules being changed and taxes being applied retrospectively. As such, any provision for taxation made by the Investment Manager of the relevant Sub-Funds may be excessive or inadequate to meet final PRC tax liabilities. Consequently, Shareholders of the relevant Sub-Funds may be advantaged or disadvantaged depending upon the final tax liabilities, the level of provision and when they subscribed and/or redeemed their Shares in/from the relevant Sub-Funds.

If the actual applicable tax levied by the PRC tax authorities is higher than that provided for by the relevant Investment Manager so that there is a shortfall in the tax provision amount, investors should note that the Net Asset Value of the relevant Sub-Fund may suffer more than the tax provision amount as that Sub-Fund will ultimately have to bear the additional tax liabilities. In this case, the then existing and new Shareholders will be disadvantaged. On the other hand, if the actual applicable tax rate levied by the PRC tax authorities is lower than that provided for by the relevant Investment Manager so that there is an excess in the tax provision amount, Shareholders who have redeemed Shares in the relevant Sub-Fund before the PRC tax authorities' ruling, decision or guidance in this respect will be disadvantaged as they would have borne the loss from the Investment Manager's over-provision. In this case, the then existing and new Shareholders may benefit if the difference between the tax provision and the actual taxation liability under that lower tax amount can be returned to the account of the relevant Sub-Fund as assets thereof.

*Note to Shareholders*

Shareholders should note that the above disclosure has been prepared based on an understanding of the laws, regulations and practice in the PRC in-force as of the date of this Prospectus.

It is possible that the current tax laws, regulations and practice in the PRC will change, including the possibility of taxes being applied retrospectively, and that such changes may result in higher taxation on PRC investments than is currently contemplated.

Shareholders should seek their own tax advice on their own tax position with regard to their investment in the relevant Sub-Funds.

**10.2.4 U.S.**

***10.2.4.1 Foreign Account Tax Compliance Act ("FATCA")***

Pursuant to the U.S. Foreign Account Tax Compliance Act ("**FATCA**"), the Company will be subject to U.S. federal withholding taxes (at a thirty percent (30%) rate) on payments of certain amounts made to it ("**withholdable payments**"), unless it complies (or is deemed compliant) with extensive reporting and withholding requirements. Withholdable payments generally include interest (including original issue discount), dividends, rents, annuities, and other fixed or determinable annual or periodical gains, profits or income, if such payments are derived from U.S. sources. Income which is effectively connected with the conduct of a U.S. trade or business, is not, however, included in this definition. To avoid the withholding tax, unless deemed compliant, the Company will be required to enter into an agreement with the United States to identify and disclose identifying and financial information about each U.S. taxpayer (or foreign entity with substantial U.S. ownership) which invests in the Company, and to withhold tax (at a thirty percent (30%) rate) on withholdable payments and related payments made to any investor which fails to furnish information requested by the Company to satisfy its obligations under the agreement. Pursuant to an intergovernmental agreement between the United States and Luxembourg, the Company may be deemed compliant, and therefore not subject to the withholding tax, if it identifies and reports U.S. taxpayer information directly to the Luxembourg government. Certain categories of U.S. investors, generally including, but not limited to, tax-exempt investors, publicly traded corporations, banks, regulated investment companies, real estate investment trusts, common trust funds, brokers, dealers and middlemen, and state and federal governmental entities, are exempt from such reporting. Detailed guidance as to the mechanics and scope of this reporting and withholding regime is continuing to develop. There can be no assurance as to the timing or impact of any such guidance on future Company operations.

The basic terms of FATCA provisions currently appear to include the Company (or, alternatively, each Sub-Fund) as a 'Financial Institution' such that, in order to comply, the Company (or each Sub-Fund) may require all Shareholders to provide mandatory documentary evidence of their U.S. and/or non-U.S. status.

Based on legal and tax advice that the Company has received to date, in order to protect Shareholders from the effect of any FATCA withholding, it is the intention of the Company to be compliant with the requirements of FATCA. Hence, it is possible that this may require the Company and/or any distributor of Shares and/or any other entity duly designated by the Company, as far as they may be legally permitted to do so, to gather, store, use, process, disclose and report such information as is required under FATCA, including that on the holdings or investment returns, of any Shareholders to the IRS and/or any other relevant governmental or regulatory authority, and the Sub-Funds may compulsorily redeem and/or withhold any payments to Shareholders in respect of Shares held by such Shareholders in certain circumstances, including where such Shareholders fail to provide the information and documents required pursuant to FATCA, or are non-FATCA compliant financial institutions, or who fall within other categories specified in the FATCA provisions and regulations, provided that the Sub-Funds have acted in good faith and on reasonable grounds and as permitted by applicable laws and regulations.

The Company fully intends to meet the obligations imposed on it under FATCA. To that end, the Company has appointed Manulife Investment Management (Hong Kong) Limited to act as its sponsoring entity, and Manulife Investment Management (Hong Kong) Limited has in turn registered with the IRS to be treated as a sponsoring entity for the Company. As a sponsoring entity to the Company, Manulife Investment Management (Hong Kong) Limited has agreed to perform all of the FATCA obligations imposed on the Company. In the unlikely event that the Company (or Manulife Investment Management (Hong Kong) Limited, as the sponsoring entity of the Company) fails to satisfy the obligations imposed on the Company under FATCA, the imposition of any withholding tax may result in material losses to the Company if it has a significant exposure to U.S.-source income.

Luxembourg and the U.S. have entered into a Model 1 FATCA intergovernmental agreement ("IGA") meaning that foreign financial institutions ("FFIs") in Luxembourg, like the Company (or (if applicable) their sponsoring entities, on their behalf), will be required to report tax information about "U.S. reportable accounts" (as such term is defined in the IGA) directly to the Luxembourg tax authorities which will in turn relay that information to the IRS. It is expected that under the IGA, the Company will be treated as a non-reporting FFI and, therefore, will not be subject to withholding under FATCA absent "significant non-compliance" (as determined by the relevant U.S. authority) by Manulife Investment Management (Hong Kong) Limited, as the sponsoring entity of the Company, with the FATCA obligations that would have applied to the Company if it were a reporting FFI under the IGA.

It is possible that administrative costs of the Company could increase as a result of complying with FATCA. Shareholders should consult their own tax advisors regarding the FATCA requirements with respect to their own situation. In particular, Shareholders who hold their Shares through intermediaries should confirm the FATCA compliance status of those intermediaries to ensure that they do not suffer U.S. withholding tax on their investment returns.

### 10.2.5 India

*Taxation applicable to FPI Funds*

Certain Sub-Funds may invest in India equity and/or debt securities.

For reference and completeness, tax rates applicable to the Sub-Funds (registered as Foreign Portfolio Investors ("**FPI**") under the FPI regime) on income earned from both equity and debt investments are summarised below:

| **Nature of income** | **Rates of tax[1]** |
|---|---|
| **Capital gains** | |
| **On Sale of shares and units of equity oriented funds *(subject to Securities Transaction Tax)*** | |
| Short-term capital gains | 20 |
| Long-term capital gains | 12.5 |
| **On Sale of securities *(other than shares/units of equity oriented funds subject to Securities Transaction Tax)*** | |
| Short-term capital gains | 30/35[2] |
| Long-term capital gains | 12.5% |
| **Interest** | |
| From government bonds, corporate bonds, etc. | 20 |
| Other interest in respect of securities | 20 |
| **Dividend income** | **20** |
| **Other income** | **30[3]/35[4]** |

[1] To be increased by applicable surcharge and cess
[2] Applicable on sale of foreign currency denominated bonds by corporate entities
[3] Applicable to non-corporate entities
[4] Applicable to corporate entities.

In particular, in relation to India equities, effective 1 April 2018, capital gains (exceeding INR 125,000) realised from the sale of direct investments in India equity investments which are held for a period of more than 12 months are subject to a long-term capital gains tax at a rate of 12.5 percent. Long-term capital losses are available to be set off against long-term capital gains. Capital gains realized from the sale of equity investments which are held for a period of less than or equal to 12 months are subject to a short-term capital gains tax at a rate of 20 percent. Short-term capital losses can be set off against both short and long-term capital gains. For equities purchased prior to 31 January 2018, the purchase price used in the calculation of capital gains tax is the fair market value as at 31 January 2018.

Currently, expense accrual for India capital gains taxes may be made on income earned from sale of India equity securities. Commencing on 1 April 2025, the Investment Manager of the relevant FPI Sub-Fund reserves the right to also provide for the accrual of India capital gains taxes made on income earned from sale of India debt securities.

The expense accrual for Indian capital gains taxes applicable to both India equity and debt securities involves significant judgement and uncertainty as to the taxes that will ultimately be owed by the relevant Sub-Fund given changing market conditions, trading activity, the different rate structure between long-term and short-term gains, types of underlying securities subject to respective Indian tax laws and the netting of investment losses. Where a Sub-Fund has a material investment in India securities and the future disposition of such securities may result in material capital gains taxes, an estimate of the potential tax liability is included in the net asset value price of the Sub-Fund. Such estimate may turn out to be excessive or insufficient to settle the final tax liabilities in India and can cause dilution to Shareholders in the relevant Sub-Fund, depending on the final tax liabilities, the actual amount of provision and the time of the purchase and/or sale of the India securities held by the Sub-Fund. In particular, if the actual provisions are less than the final tax liabilities, this gap shall be covered by the assets of the relevant Sub-Fund and, consequently, the current Shareholders; in any case, the Net Asset Value of the Sub-Fund concerned is not recalculated during the period of the insufficient or excessive provisions.

*Taxation applicable to non-FPI Funds*

Sub-Funds which are not registered under the FPI regime (each such Sub-Fund hereafter referred to as a "**Non-FPI Fund**") may earn income by way of interest and disposition of non-INR Bonds from its investments in foreign currency denominated bonds issued by Indian companies and traded outside Indian exchanges (hereafter referred to as "**non-INR Bonds**").

Interest Income on non-INR Bonds

As per the provisions of Indian income-tax laws, income by way of interest payable by a person who is a resident, shall be deemed to accrue or arise in India if the proceeds are utilized for a business or profession in India. Therefore, interest on the Non-INR Bonds may not be subject to taxes in India if the proceeds of the issuance of the Non-INR Bonds are used for the purposes of business carried on by the Indian company outside India. Should, however, the proceeds be used for the purposes of the business of the Indian company in India, the Company would be liable to pay tax on the interest paid on the Non-INR Bonds.

The taxes are usually withheld by the Indian companies on such interest income. However, the said taxes are not withheld in the name of the end investor and therefore, this may lead to dispute in claiming the said taxes in India.

Income on disposition of non-INR Bonds

Income tax will generally not be chargeable on Non-FPI Funds in India from a disposition of Non-INR Bonds held by such Non-FPI Funds, if the Non-INR Bonds are regarded as being situated outside India. On the other hand, income tax will be chargeable on Non-FPI Funds in India if the Non-INR Bonds are regarded as property situated or deemed to be situated in India. The issue as to where the Non-INR Bonds should be regarded as being situated is not free from doubt. The ultimate decision, however, will depend on the view taken by the Indian tax authorities on the position with respect to the situs of the Non-INR Bonds.

The Investment Manager of the Sub-Funds which are Non-FPI Funds does not currently make any tax provision in respect of any potential taxes in the India on the income earned from Non-INR Bonds. However, in light of the above-mentioned uncertainties and in order to meet any potential tax liability, the Investment Manager of the relevant Non-FPI Fund reserves the right to provide for the accrual of such taxes. Upon any future resolution of the above-mentioned uncertainty or further changes to the tax law or policies, the Investment Manager will, as soon as practicable, make relevant adjustments to the amount of tax provision (if any) as they consider necessary. The amount of any such tax provision will be disclosed in the accounts of the relevant Non-FPI Fund.

Any such tax provision on income earned from Non-INR Bonds may reduce the income from, and/or adversely affect the performance of, the Non-FPI Funds. The tax provision made by the Investment Manager of the Non-FPI Funds, if any, may be excessive or inadequate to meet final Indian tax liabilities. Consequently, shareholders of the Non-FPI Funds may be advantaged or disadvantaged depending upon the final tax liabilities, the level of provision and when they subscribed to, and/or redeemed their Shares from, the Non-FPI Funds.

If the actual applicable tax levied by the Indian tax authorities is higher than that provided for by the relevant Investment Manager so that there is a shortfall in the tax provision amount, investors should note that the Net Asset Value of the Non-FPI Fund may suffer more than the tax provision amount as that Non-FPI Fund will ultimately have to bear the additional tax liabilities. In this case, existing and new Shareholders will be disadvantaged. On the other hand, if the actual applicable tax rate levied by the Indian tax authorities is lower than that provided for by the relevant Investment Manager so that there is an excess in the tax provision amount, Shareholders who have redeemed Shares in the Non-FPI Fund before the Indian tax authorities' ruling, decision or guidance in this respect will be disadvantaged as they would have borne the loss from the Investment Manager's over-provision. In this case, existing and new Shareholders may benefit if the difference between the tax provision and the actual taxation liability under that lower tax amount can be returned to the account of the Non-FPI Fund as assets thereof.

*The above summary is based on existing Indian taxation law and practice in force at the date of this Prospectus and is subject to change, possibly with retrospective effect. This summary does not constitute legal or tax advice and is not intended to represent a complete analysis of the tax consequences under Indian law of the acquisition, ownership or disposal of India securities. Prospective investors should, therefore, consult their own tax advisers regarding the Indian tax consequences, as well as the tax consequences under any other applicable taxing jurisdiction, of acquiring, owning and disposing of the India securities.*

**10.2.6 General**

As Shareholders will be resident for tax purposes in many different countries, no attempt has been made in this Prospectus to summarise the possible tax considerations applicable to each investor. These considerations will vary in accordance with the law and practice currently in force in a Shareholder's country of citizenship, residence, ordinary residence, domicile or incorporation and with his personal circumstances.

Investors should consult their professional advisers on the possible tax consequences and exchange control requirements of their subscribing for, purchasing, holding, the receipt of distributions, switching, exchanging, selling, redeeming or otherwise acquiring or disposing of Shares under the laws of the country of their citizenship, residence, ordinary residence, domicile or incorporation.

## 11. MEETINGS AND REPORTS

### 11.1 Meetings

The annual general meeting of the Company will be held at the registered office of the Company in Luxembourg at 11:00 a.m. (Luxembourg time), on the third Friday in October each year (or, if such day is not a Business Day, on the next following Business Day).

Other general meetings of Shareholders will be held at such times and places as are indicated in the notices of such meetings. Notices of general meetings will be sent at least eight days prior to the date of the general meeting to the addresses of the Shareholders in the Register of Shareholders. The requirements as to attendance, quorum and majorities at all general meetings will be those laid down under Luxembourg law.

### 11.2 Reports

The Company's financial year ends on 30 June each year. The annual report and accounts of the Company together with an investment management report will be made available to Shareholders within four months of the relevant financial year-end. The accounts containing the audited consolidated accounts of the Company expressed in U.S. Dollars and of each Sub-Fund expressed in the relevant currency will be prepared to 30 June in each year. Unaudited semi-annual reports will be available within two months of the end of the relevant financial half-year. All reports will be made available to holders of registered Shares in electronic form at www.manulifeim.com.hk and www.manulifeglobalfund.com. Upon receipt of a written request from a holder of registered Shares, hard copies of the reports will be made available to such holder. Copies of all reports will also be made available at the Company's registered office.

It is not the intention of the Company to distribute to individual Shareholders statements of the value of their shareholding in each Sub-Fund.

# APPENDIX I
# INFORMATION ON THE SUB-FUNDS

## Sustainability Disclosures

**(a) Introduction**

The Management Company is subject to the EU's Sustainable Finance Disclosure Regulation ("**SFDR**")[1].

As a result of these obligations, the Management Company is required to make certain disclosures in respect of its approach to the integration of sustainability risks as well as Sub-Fund specific disclosures on the likely impacts of sustainability risks on the returns of each Sub-Fund.

The information set out below reflects the current requirements of SFDR and will be updated from time to time in accordance with SFDR timelines for disclosure and with the evolution, as relevant, of each Sub-Fund's approach to sustainability.

**(b) Categorisation of the Sub-Funds**

The Management Company, together with the relevant Investment Manager, considers: (i) the Sustainable Asia Equity Fund to fall within the scope of Article 8 of SFDR, as a fund that promotes environmental and/or social characteristics; and (ii) the Global Climate Action Fund and Sustainable Asia Bond Fund to fall within the scope of Article 9 of SFDR, as a fund that has sustainable investment as its objective. **Further information on the environmental or social characteristics of the Sustainable Asia Equity Fund and on the sustainable investment of the Global Climate Action Fund and Sustainable Asia Bond Fund is set out in Appendix V.**

The remaining Sub-Funds are considered by the Management Company, together with the relevant Investment Manager of each, to fall within the scope of Article 6 of SFDR, as they do not promote environmental or social characteristics or have a sustainable objective.

**(c) Integration of sustainability risks**

**(i) Management Company disclosure**

The Management Company is required, under Article 6(1)(a) of SFDR, to describe the manner in which sustainability risks are integrated into its decision-making process. The Management Company has delegated the day-to-day investment decision-making for each Sub-Fund to the relevant Investment Manager. As such, the Management Company relies on each Investment Manager to consider how to integrate sustainability risks as appropriate into the investment process for each Sub-Fund it manages.

The Management Company's flexible framework supports implementation across different asset classes, strategies and investment teams, allowing each Investment Manager to apply the integration approach it considers is most relevant for the Sub-Fund(s) it manages on a day to day basis.

The Management Company considers sustainability risks in the selection and appointment of new Investment Managers and carries out ongoing monitoring of each Investment Manager's approach to the integration of sustainability risks.

The Management Company expects each Investment Manager to, amongst other things:

a) have the appropriate capabilities to carry out robust integration processes to take into account material sustainability risks;

b) implement its own detailed sustainability risk policy suitable to the Sub-Fund(s) it manages;

c) identify, consider and incorporate material sustainability risk to the extent it reasonably considers appropriate as part of their overall ongoing investment process and when carrying out initial due diligence on each investment; and

d) where possible and required by relevant regulations, collect ESG data and reporting on its portfolios and to produce periodic ESG reporting on the relevant Sub-Fund(s).

Currently, consideration of sustainability risks may not be systematically integrated into the investment decision-making process for certain Sub-Funds where the Management Company believes, together with the relevant Investment Manager(s), that they are of limited relevance (for example in currency investing or in certain classes of derivatives). Where this is the case, it will be further disclosed in the Prospectus.

The Management Company's approach to sustainability is evolving and the disclosures in relation to sustainability will be regularly reviewed and updated as necessary. The Management Company is subject to policies on the integration of sustainability risks in the investment decision-making process (together, the "**Sustainability Risk Policy**"). The details of the Sustainability Risk Policy are available on ucits.manulifeim.com and a copy will be made available free of charge on request.

1 Regulation (EU) 2019/2088 of the European Parliament and of the Council of 27 November 2019 on sustainability-related disclosures in the financial services sector

**(ii) How Manulife IM integrates sustainability risks**

The Investment Managers and, where applicable, the Sub-Investment Manager(s) within the Manulife Investment Management group of companies (for the purposes of this disclosure, "**Manulife IM**") are aligned in their approach to the integration of sustainability risks in the investment decision making process.

Manulife IM is committed to sustainable investing and integrating ESG factors (including sustainability risks) into its investment processes. It operates under a number of sustainability policies, including their Sustainable Investing and Sustainability Risk Statement (which can be found at https://www.manulifeim.com/institutional/global/en/sustainability#policies-and-disclosures).

Manulife IM's approach provides a flexible framework that supports the implementation of sustainability considerations across different asset classes, investment teams and product types and reflects Manulife IM's commitments as a signatory to the United Nations Principles for Responsible Investment (PRI). Manulife IM believes that robust ESG integration in investment processes helps to deliver attractive risk-adjusted returns to its clients over the long term. In addition, Manulife IM aims to make a positive impact on sustainability issues (thereby mitigating sustainability risks) through its stewardship activities across firms in which Manulife IM invests.

Manulife IM has an established governance structure to oversee its teams' sustainable investing and ESG integration activities and support the implementation of its sustainability policies in alignment with the firm's overall strategy and business priorities.

In particular, and as further detailed in its policies, Manulife IM approaches the integration of sustainability risks in the following ways:

- ESG integration throughout the investment process
- Due diligence and decision making
- Ongoing portfolio monitoring
- Engagement
- Voting
- Exclusions
- Identification, and consideration where relevant, of principal adverse impacts ("**PAI**"). As of the date of this Prospectus, Manulife IM considers PAI only in relation to those Sub-Funds which fall within the scope of Article 8 or 9 of SFDR. Further details are included in the relevant Sub-Fund disclosures in Appendix V.

Manulife IM recognises the importance of transparency and report on sustainable investing in its annual sustainable investing report.

**(d) Likely impacts of sustainability risks on each Sub-Fund**

The Investment Managers and, where applicable, the Sub-Investment Manager(s) each believe that sustainable investment practices help to drive financial value. The ability to create financial value is impacted by the health of our natural environment and the strength of the social infrastructure in our communities. As such, the Investment Managers and, where applicable, the Sub-Investment Manager(s) believe that ESG analysis is integral to understanding the true value of an investment. Each Investment Manager and, where applicable, Sub-Investment Manager, is committed to identifying relevant sustainability risks and integrating these into its investment processes and believes that doing so is an important element in determining long term performance outcomes while helping to mitigate the impact of the identified sustainability risks. However, sustainability risks may significantly increase the volatility or negatively impact the outcome of the investment return and there is no guarantee that the integration of sustainability risks into the investment decision making process will either negate the impact of any such risk materialising or that it will ensure better returns in the longer term.

**(e) Adverse sustainability impacts**

Management Company: Article 4 and Article 7 disclosure

The Management Company has considered the requirements of the principal adverse impacts ("**PAI**") regime under Article 4 of SFDR and the related regulatory technical standards ("**PAI reporting**").

While the Management Company supports the aims of PAI reporting, it does not currently consider the PAI of investment decisions on sustainability factors at a management company level for the purposes of, or to the detailed extent required by, Article 4 of SFDR. Accordingly, the Management Company is currently opting out of PAI reporting obligations otherwise required under Article 4 of SFDR.

Instead, the Management Company will carry out PAI reporting only on behalf of the Article 8 and Article 9 funds it manages, under the provisions of Article 7 of SFDR.

The PAI reporting requirement under Article 4 necessitates the consideration of all assets under management. However, many of the funds operated by the Management Company are not categorised as Article 8 or Article 9 funds. These funds do not promote environmental or social characteristics or have a sustainable investment objective, and they are not subject to any detailed reporting on sustainability metrics under SFDR. For such funds, the Management Company is therefore currently of the view that PAI reporting is less relevant and not reflective of the way those funds are either operated or sold to investors. The Management Company's Statement on Principal Adverse Impacts can be downloaded from ucits.manulifeim.com (under the section "Additional documents" at the bottom of the website).

Investment Managers and Sub-Investment Managers

In compliance with the Management Company's approach above, the Investment Managers and, where applicable, the Sub-Investment Manager(s) consider the principal adverse impacts of investment decisions on sustainability factors as these are set down in the regulatory technical standards of SFDR only for Article 8 and Article 9 funds and will provide the Management Company with all relevant information required for the Management Company to comply with the requirements of Article 7.

For all other funds, the Investment Managers and, where applicable, the Sub-Investment Manager(s) consider that the processes they already employ in respect of the integration of sustainability risks in investment decision making are robust from a risk perspective and in line with expectations for funds that do not promote sustainability criteria.

**(f) Additional disclosure**

**Where a Sub-Fund is considered to fulfil the requirements of Article 8 (promoting environmental or social characteristics) or Article 9 (having sustainable investment as its objective), the additional disclosures required by SFDR will be set out in Appendix V.**

Unless otherwise indicated in the Sub-Fund specific information in Appendix V, investments underlying a particular Sub-Fund do not take into account the EU criteria for environmentally sustainable activities.

| Name of Sub-Fund | ASEAN Equity Fund |
|---|---|
| **Fund Type** | Equity Fund |
| **Investment Objective** | The investment objective of the Sub-Fund is to generate long-term capital growth through investing at least 70% of its net assets in equity and equity related securities of companies listed or incorporated in countries which are members of ASEAN as well as companies incorporated outside ASEAN but which have significant economic exposure to, or derive a significant proportion of their income from the ASEAN region.<br><br>The "ASEAN" region is defined as the members of the Association of South East Asian Nations, which currently comprise Singapore, Malaysia, Thailand, Indonesia, Brunei, the Philippines, Vietnam, Cambodia, Laos and Myanmar.<br><br>Such equity and equity related securities include common stocks, preferred stocks and depositary receipts. |
| **Investment Policy** | While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector and in issuers of any market capitalisation. Hence, the Sub-Fund may invest more than 30% of its net assets in issuers located in any of Singapore, Indonesia, Malaysia and Thailand, and due to the nature of the investment portfolio of the Sub-Fund, securities of small and medium sized companies may represent, at times, more than 30% of the net assets of the Sub-Fund. The Sub-Fund's investments may be denominated in any currency.<br><br>The Investment Manager of the Sub-Fund employs a multi-disciplined bottom-up research process for stock selection and to identify the fair value of its investments, and aims to construct a well diversified portfolio of undervalued securities with good earnings growth potential. The multi-disciplined bottom-up research process involves both quantitative and qualitative analysis to identify companies with a competitive advantage, management expertise and a strong financial profile, focusing on factors contributing to earnings growth and management teams that have created value for Shareholders.<br><br>The investment process of the Sub-Fund is driven by the investment philosophy that companies that are under priced relative to their earnings growth potential will outperform over the long term. The Sub-Fund seeks to invest in companies with better value and growth characteristics than its target universe.<br><br>The Sub-Fund pursues an actively managed investment strategy and uses the MSCI AC ASEAN NR USD index as a benchmark for performance comparison purposes only. The Investment Manager will invest in an unconstrained manner, relative to the benchmark, under normal market conditions and has the discretion to invest in securities not included in the benchmark. From time to time, depending on market conditions and the Investment Manager's forward-looking expectations, the Sub-Fund's investment strategy may invest in a universe of securities that are similar to that of the constituents of and, as a result, have characteristics similar to the benchmark. |
| **Specific Risk Factors** | In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Emerging Markets Risks<br>• Political and Regulatory Risks<br>• Custodian, Clearance and Settlement Risk<br>• Currency Risks<br>• Liquidity and Volatility Risks<br>• Taxation Risk<br>• FDI Risks<br>• Small-Cap/Mid-Cap Risks |
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (Hong Kong) Limited which is regulated by the SFC in Hong Kong.<br><br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br><br>There is no Sub-Investment Manager appointed for this Sub-Fund. |

| Name of Sub-Fund | ASEAN Equity Fund | | | | |
|---|---|---|---|---|---|
| **Classes available for investment/Management Fee** | | | | | |
| **Classes** | **AA** | **AA Acc** | **AA (HKD)** | **AA (HKD) Acc** | **AA (SGD Hedged) Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **Classes** | **F (HKD) MDIST (G)** | **F (USD) MDIST (G)** | **C (SGD Hedged) Acc** | | |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | | |
| **Classes** | **I** | **I Acc** | **I3** | **I3 Acc** | |
| **Management Fee (as a % p.a. of the NAV)** | 0.75% | 0.75% | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity | |
| **Formation Expenses** | Formation expenses of Classes AA and I of the Sub-Fund amounted to approximately US$500 and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class I3 Shares amounted to approximately US$1,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class C (SGD Hedged) Acc of the ASEAN Equity Fund, Global Equity Fund and India Equity Fund amounted to approximately US$4,500 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class AA (SGD Hedged) Acc of the Sub-Fund amounted to approximately US$2,500 and will be amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. | | | | |

| Name of Sub-Fund | Asia Pacific REIT Fund |
|---|---|
| **Fund Type** | Equity Fund |
| **Investment Objective** | The Sub-Fund aims to provide long-term capital appreciation and income generation primarily through investment in real estate investment trusts ("**REITs**") in the Asia Pacific ex-Japan region. |
| **Investment Policy** | Asia Pacific REIT Fund will invest at least 70% of its net assets in REITs constituted in and/or traded in and/or primarily invested in underlying assets in the Asia Pacific ex-Japan region, each of which is closed-ended and listed on any Regulated Market. The remaining assets of the Sub-Fund may be invested in real estate-related securities (as defined below) listed on any Regulated Market in the Asia Pacific ex-Japan region, closed-ended non-Asia Pacific ex-Japan REITs listed on any Regulated Market, and cash and cash equivalents. Real estate-related securities include equity and equity-related securities of companies which derive a significant portion of their earnings from any aspect of real estate, as well as real estate-related business trusts, property trusts, hospitality trusts, and stapled securities comprising the aforementioned securities (including REITs).* Such equity and equity-related securities include common stocks, preferred stocks and depositary receipts.<br><br>While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country and in issuers of any market capitalisation. Hence, the Sub-Fund may invest more than 30% of its net assets in issuers located in Singapore and Hong Kong. The Sub-Fund's investments may be denominated in any currency.<br><br>It is not the intention of the Sub-Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch). Neither does the Sub-Fund currently intend to enter into securities lending, repurchase, reverse repurchase, and similar over-the-counter transactions.<br><br>* Such business trusts, property trusts, hospitality trusts are different types of trusts that carry on real estate-related businesses or invest in real estate-related investments. Stapled securities are hybrid securities comprising two or more REITs and/or real estate-related securities as underlying assets, and are created for structuring or tax efficiency purposes.<br><br>The Sub-Fund does not compare its performance against nor is it managed in reference to any benchmark. It may freely select the securities in which it will invest. |

| Name of Sub-Fund | Asia Pacific REIT Fund |
|---|---|
| **Specific Risk Factors** | ***Risk Associated with Investment in Real Estate-Related Assets:*** Asia Pacific REIT Fund may invest in securities of REITs, real estate companies and other entities affected by the risks associated with the direct ownership of real estate. The major risks can be attributed to a decline in real estate values, the possibility that the owners of real estate could default on mortgage payments resulting in the loss of property and environmental liability, and rise of interest rates. The value of this Sub-Fund may fluctuate in response to movements in real estate markets. Since this Sub-Fund focuses on a single sector of the economy, its performance depends in large part on the performance of the real estate sector.<br><br>In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br>• Emerging Markets Risks<br>• Political and Regulatory Risks<br>• Currency Risks (including RMB Currency and Conversion Risks and RMB Class(es) related Risk)<br>• Liquidity and Volatility Risks<br>• Taxation Risk<br>• FDI Risks |
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (Hong Kong) Limited which is regulated by the SFC in Hong Kong.<br><br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br><br>The Sub-Investment Manager of the Sub-Fund is Manulife Investment Management (Singapore) Pte. Ltd., which is regulated by the Monetary Authority of Singapore.<br><br>A sub-investment management agreement has been entered into by the Investment Manager and the Sub-Investment Manager on 31 July 2020 (as may be amended from time to time), under which the Sub-Investment Manager has agreed to provide sub-investment management services in respect of the Sub-Fund. |

| Name of Sub-Fund | Asia Pacific REIT Fund | | | | | |
|---|---|---|---|---|---|---|
| **Classes available for investment/Management Fee** | | | | | | |
| **Classes** | **AA** | **AA Acc** | **AA (HKD)** | **AA Inc** | **AA (AUD Hedged) Inc** | **AA (CAD Hedged) Inc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **Classes** | **AA (HKD) Inc** | **AA (USD) MDIST (G)** | **AA (AUD Hedged) MDIST (G)** | **AA (CAD Hedged) MDIST (G)** | **AA (HKD) MDIST (G)** | **AA (RMB Hedged) MDIST (G)** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **Classes** | **AA (GBP Hedged) MDIST (G)** | **R (USD) MDIST (G)** | **R (HKD) MDIST (G)** | **P (USD) Inc** | **P (AUD Hedged) Inc** | **P (SGD Hedged) Inc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.00% | 1.00% | 1.00% |
| **Classes** | **P (USD) MDIST (G)** | **P (AUD Hedged) MDIST (G)** | **P (SGD Hedged) MDIST (G)** | **P (HKD) Inc** | **P (HKD) MDIST (G)** | **P (SGD) Inc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% |
| **Classes** | **P (SGD) MDIST (G)** | **I** | **I Acc** | **I3** | **I3 Acc** | **I3 (SGD) Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.00% | 0.75% | 0.75% | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity |
| **Classes** | **I3 Inc** | **I4 (RMB Hedged) Inc** | **I5 Acc** | **I5 (GBP) Acc** | **I5 (EUR) Acc** | **I5 (CHF) Acc** |
| **Management Fee (as a % p.a. of the NAV)** | To be separately agreed with the relevant Manulife Entity | Up to 0.9% | 0.75% | 0.75% | 0.75% | 0.75% |
| **Classes** | **I6 Acc** | **I6 (GBP) Acc** | **I6 (EUR) Acc** | **I6 (CHF) Acc** | **I7 Acc** | **S Hedged** |
| **Management Fee (as a % p.a. of the NAV)** | 0.75% | 0.75% | 0.75% | 0.75% | Up to 0.55% | 1.25% |
| **Classes** | **S Inc** | | **S MDIST (G)** | | **S Hedged MDIST (G)** | |
| **Management Fee (as a % p.a. of the NAV)** | 1.25% | | 1.25% | | 1.25% | |

| Name of Sub-Fund | Asia Pacific REIT Fund |
|---|---|
| **Formation Expenses** | Formation expenses of Class AA, AA (HKD), AA Inc, AA (AUD Hedged) Inc, AA (CAD Hedged) Inc, AA (HKD) Inc, AA (USD) MDIST (G), AA (AUD Hedged) MDIST (G), AA (CAD Hedged) MDIST (G), AA (HKD) MDIST (G), P (USD) Inc, P (AUD Hedged) Inc, P (SGD Hedged) Inc, P (USD) MDIST (G), P (AUD Hedged) MDIST (G), P (SGD Hedged) MDIST (G), I, I3 and I3 Inc of the Sub-Fund amounted to approximately US$30,000 and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class I4 (RMB Hedged) Inc of the Sub-Fund amounted to approximately US$6,600 and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class R (USD) MDIST (G) and R (HKD) MDIST (G) of Asia Pacific REIT Fund, Global Multi-Asset Diversified Income Fund and Preferred Securities Income Fund amounted to approximately US$2,200 and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class AA (RMB Hedged) MDIST (G) and AA (GBP Hedged) MDIST (G) of the Sub-Fund amounted to approximately US$2,500 and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses for Class I5 (GBP) Acc, I5 (EUR) Acc, I5 (CHF) Acc, I6 (GBP) Acc, I6 (EUR) Acc and I6 (CHF) Acc of the Asia Pacific REIT Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Healthcare Fund, India Equity Fund, Sustainable Asia Equity Fund and U.S. Equity Fund, I5 (GBP Hedged) Acc, I5 (EUR Hedged) Acc, I5 (CHF Hedged) Acc, I6 (GBP Hedged) Acc, I6 (EUR Hedged) Acc and I6 (CHF Hedged) Acc of the Asia Total Return Fund, Global Multi-Asset Diversified Income Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund and USD Income Fund and Class I5 Acc and I6 Acc of the Asia Pacific REIT Fund, Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global Multi-Asset Diversified Income Fund, Healthcare Fund, India Equity Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund, Sustainable Asia Equity Fund, USD Income Fund and U.S. Equity Fund amounted to approximately US$6,500 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. |

| Name of Sub-Fund | Asian Small Cap Equity Fund |
|---|---|
| **Fund Type** | Equity Fund |
| **Investment Objective** | Asian Small Cap Equity Fund aims to provide long-term capital growth for those investors who hold a long term investment view and are prepared to accept significant fluctuations in the value of their investments.<br><br>The Sub-Fund's investment portfolio will be made on a diversified basis, for which at least 70% of its net assets will be invested in equity and equity related investments of smaller capitalisation companies in the Asian and/or Pacific region. Such equity and equity related securities include common stocks, preferred stocks and depositary receipts. |
| **Investment Policy** | While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector. Hence, the Sub-Fund may invest more than 30% of its net assets in issuers located in any of the PRC, South Korea, Australia, Taiwan and Hong Kong. The Sub-Fund's investments may be denominated in any currency.<br><br>The Sub-Fund may invest directly in certain China A-Shares listed on the SSE or the SZSE via Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect respectively (collectively, "**Stock Connect**"). In any event where the Sub-Fund invests in China A-Shares, it is expected that the Sub-Fund will not hold 30% or more of its net assets in China A-Shares.<br><br>It is not the intention of the Sub-Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).<br><br>The Sub-Fund pursues an actively managed investment strategy and uses the MSCI AC Asia ex Japan Small Cap Index as a benchmark for performance comparison purposes only. The Investment Manager will invest in an unconstrained manner, relative to the benchmark, under normal market conditions and has the discretion to invest in securities not included in the benchmark. From time to time, depending on market conditions and the Investment Manager's forward-looking expectations, the Sub-Fund's investment strategy may invest in a universe of securities that are similar to that of the constituents of and, as a result, have characteristics similar to the benchmark. |
| **Specific Risk Factors** | In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Mainland China Investment Risks<br>• Mainland China Tax<br>• Risks Associated with Investments via the Stock Connect<br>• Emerging Markets Risks<br>• Political and Regulatory Risks<br>• Natural Resources Sector Risk<br>• Small-Cap/Mid-Cap Risks<br>• Currency Risks<br>• Liquidity and Volatility Risks<br>• Taxation Risk<br>• FDI Risks |
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (Hong Kong) Limited which is regulated by the SFC in Hong Kong.<br><br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br><br>There is no Sub-Investment Manager appointed for this Sub-Fund. |

| Name of Sub-Fund | Asian Small Cap Equity Fund | | | | |
|---|---|---|---|---|---|
| **Classes available for investment/Management Fee** | | | | | |
| **Classes** | **AA** | **AA Acc** | **AA (AUD Hedged)** | **AA (CAD Hedged)** | **AA (HKD)** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **Class** | **I** | **I2** | **I3** | **I Acc** | **I3 Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 0.90% | Up to 0.90% | To be separately agreed with the relevant Manulife Entity | 0.90% | To be separately agreed with the relevant Manulife Entity |
| **Class** | **AA (SGD)** | **I5 Acc** | **I5 (GBP) Acc** | **I5 (EUR) Acc** | **I5 (CHF) Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 0.90% | 0.90% | 0.90% | 0.90% |
| **Class** | **I6 Acc** | **I6 (GBP) Acc** | **I6 (EUR) Acc** | **I6 (CHF) Acc** | |
| **Management Fee (as a % p.a. of the NAV)** | 0.90% | 0.90% | 0.90% | 0.90% | |
| **Formation Expenses** | Formation expenses of Class I of the Sub-Fund amounted to approximately US$2,000 in aggregate and will be amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses of Class I2 of the Asian Small Cap Equity Fund, India Equity Fund, U.S. Equity Fund, Asia Total Return Fund and U.S. Special Opportunities Fund amounted to approximately US$6,000 in aggregate and are amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses of Class AA (AUD Hedged), AA (CAD Hedged), AA (HKD), AA (AUD Hedged) Inc, AA (CAD Hedged) Inc, AA (HKD) Inc of the Asian Small Cap Equity Fund, Global REIT Fund, Asia Total Return Fund, USD Income Fund, U.S. Equity Fund and U.S. Special Opportunities Fund amounted to approximately US$42,000 in aggregate and are amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses for Class I3 of the Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global REIT Fund, Global Semiconductor Opportunities Fund, Healthcare Fund, India Equity Fund, Japan Equity Fund, Sustainable Asia Equity Fund, USD Income Fund, U.S. Equity Fund and U.S. Special Opportunities Fund amounted to approximately US$19,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses for Class I5 (GBP) Acc, I5 (EUR) Acc, I5 (CHF) Acc, I6 (GBP) Acc, I6 (EUR) Acc and I6 (CHF) Acc of the Asia Pacific REIT Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Healthcare Fund, India Equity Fund, Sustainable Asia Equity Fund, and U.S. Equity Fund, I5 (GBP Hedged) Acc, I5 (EUR Hedged) Acc, I5 (CHF Hedged) Acc, I6 (GBP Hedged) Acc, I6 (EUR Hedged) Acc and I6 (CHF Hedged) Acc of the Asia Total Return Fund, Global Multi-Asset Diversified Income Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund and USD Income Fund and Class I5 Acc and I6 Acc of the Asia Pacific REIT Fund, Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global Multi-Asset Diversified Income Fund, Healthcare Fund, India Equity Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund, Sustainable Asia Equity Fund, USD Income Fund and U.S. Equity Fund amounted to approximately US$6,500 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. | | | | |

| Name of Sub-Fund | China Value Fund |
|---|---|
| **Fund Type** | Equity Fund |
| **Investment Objective** | China Value Fund aims to achieve long term capital appreciation through investing at least 70% of its net assets in a diversified portfolio of securities of companies with substantial business interests in the Greater China Region (which includes Mainland China, Hong Kong and Taiwan) which are listed or traded on the stock exchanges of Shanghai, Shenzhen, Hong Kong, Taipei or other overseas exchanges and which are currently under-valued but which may have long term potential. |
| **Investment Policy** | The Sub-Fund's investments, as described above, will generally be in equity and equity related securities of its target companies, including common stocks, preferred stocks, China A-Shares Access Products and depository receipts issued by such companies, in all cases, within the limits of the investment and borrowing powers and restrictions contained in the Prospectus.<br><br>Investments of the Sub-Fund may also include A-Shares and/or B-Shares listed on the SSE and the SZSE in Mainland China. The Sub-Fund may invest directly in certain China A-Shares listed on the SSE or the SZSE via Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect (collectively, "**Stock Connect**"). The Sub-Fund may also invest indirectly in China A-Shares via China A-Shares Access Products such as equity-linked notes, participating certificates, participatory notes, swaps and other similar instruments issued by institutions that have obtained QFI licenses from the CSRC. In any event where the Sub-Fund invests in China A-Shares, it is expected that the Sub-Fund will not hold (directly or indirectly) 30% or more of its net assets in aggregate, in China A-Shares. Further, the Sub-Fund will not hold (directly or indirectly) more than 10% of its net assets in aggregate, in China B-Shares.<br><br>While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector and in issuers of any market capitalisation. Hence, the Sub-Fund may invest more than 30% of its net assets in issuers located in any of Mainland China, Hong Kong and Taiwan, and due to the nature of the investment portfolio of the Sub-Fund, securities of small and medium sized companies may represent, at times, more than 30% of the net assets of the Sub-Fund. The Sub-Fund's investments may be denominated in any currency.<br><br>The Sub-Fund may also hold the remaining assets in fixed-income securities and hold cash on an ancillary basis, if determined to be appropriate by the Investment Manager.<br><br>In respect of the China Value Fund, the Company will seek to differentiate this Sub-Fund from other funds investing in Mainland China that are already available in the market by investing principally in companies that are undervalued. Undervalued stocks are those that trade at a lower valuation than their intrinsic value. The Investment Manager will use in-house financial models to arrive at a company's intrinsic value.<br><br>Such companies, in the Investment Manager's opinion, either have excellent potential but are generally not recognised as having such potential and can therefore be purchased at cheap prices, or are currently out-of-favour with the market but the Investment Manager's research indicates that they have significant potential for gains. The emphasis will be on selecting such stocks and, as a result, the portfolio will consist of listed securities that may not have a high degree of correlation with other more mainstream Mainland China stocks.<br><br>It is not the intention of the Sub-Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).<br><br>The Sub-Fund pursues an actively managed investment strategy and uses the MSCI Golden Dragon NR USD index as a benchmark for performance comparison purposes only. The Investment Manager will invest in an unconstrained manner, relative to the benchmark, under normal market conditions and has the discretion to invest in securities not included in the benchmark. From time to time, depending on market conditions and the Investment Manager's forward-looking expectations, the Sub-Fund's investment strategy may invest in a universe of securities that are similar to that of the constituents of and, as a result, have characteristics similar to the benchmark. |

| Name of Sub-Fund | China Value Fund |
|---|---|
| **Specific Risk Factors** | (a) ***Macroeconomic Risk Factors:*** Slower economic growth or increase in interest rates could affect stock prices in the Greater China Region.<br><br>(b) ***Global Commodity Prices:*** The Greater China Region which may be a major importer of commodities and a rise in commodity prices could affect margins for companies there.<br><br>(c) ***Oil Price Risks:*** The Greater China Region may run a significant energy deficit, and a sharp and sustained rise in oil prices could have a significant impact on trade, and competitive position.<br><br>(d) ***Government Policy Risks:*** Some governments in the Greater China Region may have adopted liberal and deregulating economic policies. A reversal of this trend would affect the risk premium of the region.<br><br>(e) ***Risk of Price Controls:*** Some governments in the Greater China Region do control prices on some assets and may act to control the prices of goods or services unexpectedly in the future. This could have adverse impacts on the margins of investee companies.<br><br>(f) ***Risk of Stock Market Controls:*** Regulation of the stock market is evolving in some markets or economies. There is the risk that regulations may be introduced that adversely affect the cost of trading or the freedom to trade, restricting the Sub-Fund's ability to cost effectively deploy its investments.<br><br>(g) ***Emerging Market Risks:*** Except in relation to certain more advanced markets or economies within the Greater China Region, certain markets or economies are generally viewed as emerging markets. To some degree, instability in global financial markets that would affect sentiment to emerging markets in general would also affect the region as an emerging market.<br><br>(h) ***Geopolitical Risks:*** Except in relation to certain more advanced markets or economies within the Greater China Region, certain regions have historically been considered an unstable part of the world economy. There may have been occasional regional conflicts, as well as an impact from the global terrorist threat. This is an unlikely risk, but geopolitical instability could affect prices for stocks in regional markets.<br><br>(i) ***Credit Downgrades:*** Any downgrade in the sovereign ratings of any of the markets or economies within the Greater China Region would impact the risk premium associated with investments in the particular geographical area or market which a Sub-Fund may invest.<br><br>(j) ***Foreign Exchange Risks:*** The particular Greater China Region may be both a heavy importer of raw materials and a significant exporter of human capital, goods and services. Any volatility in the foreign exchange markets could impact the value of the Sub-Fund's investments.<br><br>(k) ***Labour Market Risks:*** Low wage costs are a key competitive advantage for many corporations in emerging markets or economies and a driver of capital account flows. A change in wage regulation could impact the profitability of these corporations, and hence their share prices.<br><br>(l) ***Environmental Regulation Risks:*** Regulation of the environment can be considered relatively lax in most emerging markets or economies. Any increase in environmental regulation could have an impact on the industrial sector in these markets or economies.<br><br>In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Mainland China Investment Risks<br>• Mainland China Tax Risks<br>• Risks Associated with Investments in China A-Shares Access Products<br>• Risks Associated with Investments via the Stock Connect<br>• Emerging Markets Risks<br>• Political and Regulatory Risks<br>• Natural Resources Sector Risk<br>• Small-Cap/Mid-Cap Risks<br>• Currency Risks<br>• Liquidity and Volatility Risks<br>• Taxation Risk<br>• FDI Risks |

| Name of Sub-Fund | China Value Fund |
|---|---|
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (Hong Kong) Limited which is regulated by the SFC in Hong Kong.<br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br>There is no Sub-Investment Manager appointed for this Sub-Fund. |

**Classes available for investment/Management Fee**

| Classes | AA | AA Acc | AA (SGD) Acc | AA (SGD Hedged) Acc |
|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% |

| Classes | I Acc | I3 Acc | I5 Acc | I5 (EUR) Acc | I5 (GBP) Acc |
|---|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 0.90% | To be separately agreed with the relevant Manulife Entity | 0.90% | 0.90% | 0.90% |

| Classes | I5 (CHF) Acc | I6 Acc | I6 (EUR) Acc | I6 (GBP) Acc | I6 (CHF) Acc |
|---|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 0.90% | 0.90% | 0.90% | 0.90% | 0.90% |

| Name of Sub-Fund | Dragon Growth Fund |
|---|---|
| **Fund Type** | Equity Fund |
| **Investment Objective** | Dragon Growth Fund aims to achieve capital growth by investing at least 70% of its net assets in a diversified portfolio of equity and equity related securities of public companies which are listed in Hong Kong and/or, although not listed in Hong Kong, are listed on a stock exchange in any other jurisdiction and have substantial business interests in Hong Kong and/or China. Such equity and equity related securities include common stocks, preferred stocks and depositary receipts. |
| **Investment Policy** | While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector and in issuers of any market capitalisation. Hence, the Sub-Fund may invest more than 30% of its net assets in issuers located in any of the PRC and Hong Kong. The Sub-Fund's investments may be denominated in any currency.<br><br>The Sub-Fund may invest directly in certain China A-Shares listed on the SSE or the SZSE via Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect respectively (collectively, "**Stock Connect**"). In any event where the Sub-Fund invests in China A-Shares, it is expected that the Sub-Fund will not hold 30% or more of its net assets in China A-Shares.<br><br>It is not the intention of the Sub-Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).<br><br>The Sub-Fund pursues an actively managed investment strategy and uses the MSCI AC Zhong Hua NR USD index as a benchmark for performance comparison purposes only. The Investment Manager will invest in an unconstrained manner, relative to the benchmark, under normal market conditions and has the discretion to invest in securities not included in the benchmark. From time to time, depending on market conditions and the Investment Manager's forward-looking expectations, the Sub-Fund's investment strategy may invest in a universe of securities that are similar to that of the constituents of and, as a result, have characteristics similar to the benchmark. |
| **Specific Risk Factors** | In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br>• Mainland China Investment Risks<br>• Mainland China Tax Risks<br>• Risks Associated with Investments via the Stock Connect<br>• Emerging Markets Risks<br>• Political and Regulatory Risks<br>• Natural Resources Sector Risk<br>• Currency Risks<br>• Liquidity and Volatility Risks<br>• Taxation Risk<br>• FDI Risks |
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (Hong Kong) Limited which is regulated by the SFC in Hong Kong.<br><br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br><br>There is no Sub-Investment Manager appointed for this Sub-Fund. |

| Name of Sub-Fund | Dragon Growth Fund | | | | |
|---|---|---|---|---|---|
| **Classes available for investment/Management Fee** | | | | | |
| **Classes** | **AA** | **AA Acc** | **AA (AUD Hedged)** | **AA (HKD)** | **AA (USD) MDIST (G)** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **Classes** | **AA (AUD Hedged) MDIST (G)** | **AA (HKD) MDIST (G)** | **AA (SGD Hedged) Inc** | **AA (SGD Hedged) MDIST (G)** | **AA (SGD)** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **Classes** | **AA (SGD Hedged)** | **AA (SGD) Acc** | **AA (SGD Hedged) Acc** | **I3** | **I3 Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity |
| **Classes** | **I Acc** | **I4 Acc** | **I5 Acc** | **I5 (GBP) Acc** | **I5 (EUR) Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 0.90% | To be separately agreed with the relevant Manulife Entity | 0.90% | 0.90% | 0.90% |
| **Classes** | **I5 (CHF) Acc** | **I6 Acc** | **I6 (GBP) Acc** | **I6 (EUR) Acc** | **I6 (CHF) Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 0.90% | 0.90% | 0.90% | 0.90% | 0.90% |
| **Formation Expenses** | Formation expenses shall be borne by the Company for the accounts of each of the relevant Sub-Funds in proportion to their respective Net Asset Values.<br><br>Formation expenses for Class I3 of the Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global REIT Fund, Global Semiconductor Opportunities Fund, Healthcare Fund, India Equity Fund, Japan Equity Fund, Sustainable Asia Equity Fund, USD Income Fund, U.S. Equity Fund and U.S. Special Opportunities Fund amounted to approximately US$19,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses for Class I5 (GBP) Acc, I5 (EUR) Acc, I5 (CHF) Acc, I6 (GBP) Acc, I6 (EUR) Acc and I6 (CHF) Acc of the Asia Pacific REIT Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Healthcare Fund, India Equity Fund, Sustainable Asia Equity Fund and U.S. Equity Fund, I5 (GBP Hedged) Acc, I5 (EUR Hedged) Acc, I5 (CHF Hedged) Acc, I6 (GBP Hedged) Acc, I6 (EUR Hedged) Acc and I6 (CHF Hedged) Acc of the Asia Total Return Fund, Global Multi-Asset Diversified Income Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund and USD Income Fund and Class I5 Acc and I6 Acc of the Asia Pacific REIT Fund, Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global Multi-Asset Diversified Income Fund, Healthcare Fund, India Equity Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund, Sustainable Asia Equity Fund, USD Income Fund and U.S. Equity Fund amounted to approximately US$6,500 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses for Class AA (SGD), AA (SGD) Acc, AA (SGD Hedged), AA (SGD Hedged) Acc and I4 Acc of the Dragon Growth Fund and Class AA (SGD), AA (SGD) Acc, AA (SGD Hedged) and AA (SGD Hedged) Acc of the India Equity Fund amounted to approximately US$5,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. | | | | |

| Name of Sub-Fund | Dynamic Leaders Fund |
|---|---|
| **Fund Type** | Equity Fund |
| **Investment Objective** | Dynamic Leaders Fund aims to achieve capital growth from investing at least 80% of its net assets in a concentrated portfolio of equity and equity related securities of large capitalisation companies listed globally (including in emerging markets from time to time), including, but not limited to, common stocks and depositary receipts. |
| **Investment Policy** | Large capitalisation companies generally refer to companies with a minimum market capitalisation of US$10 billion at the time of investment. Such minimum threshold is subject to review from time to time, and may be subject to change over time at the discretion of the Investment Manager to reflect market developments.<br><br>While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector. Hence, the Sub-Fund may invest more than 30% of its net assets in issuers located in the United States. The Sub-Fund's investments may be denominated in any currency.<br><br>In times of extreme market volatility or during severe adverse market conditions, the Sub-Fund may temporarily hold a substantial portion (up to 30%) of the Sub-Fund's assets in cash or cash equivalents, or invest in short-term money market instruments for the preservation of the value of the assets in the investment portfolio.<br><br>The Sub-Fund pursues an actively managed investment strategy and uses the MSCI ACWI NR USD index as a benchmark for performance comparison purposes only. The Sub-Fund will invest in an unconstrained manner, relative to the benchmark, under normal market conditions and has the discretion to invest in securities not included in the benchmark. From time to time, depending on market conditions and forward-looking expectations, the Sub-Fund's investment strategy may invest in a universe of securities that are similar to that of the constituents of and, as a result, have characteristics similar to the benchmark. |
| **Specific Risk Factors** | (a) ***Geographical Concentration Risk:*** The concentration of the Sub-Fund's investments in securities of issuers located in the United States may result in greater volatility than portfolios which comprise broad-based global investments. The value of the Sub-Fund may be more susceptible to adverse events in that region.<br><br>In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Currency Risks<br>• Liquidity and Volatility Risks<br>• Taxation Risk<br>• FDI Risks |
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (US) LLC, which is regulated by the SEC in the U.S.<br><br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br><br>The Sub-Investment Manager of the Sub-Fund is Manulife Investment Management Limited, which is regulated by the Ontario Securities Commission in Canada.<br><br>A sub-investment management agreement has been entered into by the Investment Manager and the Sub-Investment Manager, under which the Sub-Investment Manager has agreed to provide sub-investment management services in respect of the Sub-Fund. |

| Name of Sub-Fund | Dynamic Leaders Fund | | | | | |
|---|---|---|---|---|---|---|
| **Classes available for investment/Management Fee** | | | | | | |
| **Classes** | **AA Acc** | **AA (HKD) Acc** | **AA (HKD) MDIST (G)** | **AA (SGD) Acc** | **AA (SGD Hedged) Acc** | **AA (RMB Hedged) Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **Classes** | **AA (USD) MDIST (G)** | **F (AUD Hedged) MDIST (G)** | **F (CAD Hedged) MDIST (G)** | **F (GBP Hedged) MDIST (G)** | **F (HKD) MDIST (G)** | **F (JPY Hedged) MDIST (G)** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **Classes** | **F (NZD Hedged) MDIST (G)** | **F (RMB Hedged) MDIST (G)** | **F (SGD Hedged) MDIST (G)** | **F (USD) MDIST (G)** | **I Acc** | **I3 Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 0.70% | To be separately agreed with the relevant Manulife Entity |
| **Classes** | **I3 Inc** | | | **I7 Acc** | | |
| **Management Fee (as a % p.a. of the NAV)** | To be separately agreed with the relevant Manulife Entity | | | Up to 0.55% | | |
| **Formation Expenses** | Formation expenses of Class I Acc, I3 Acc and I3 Inc of Dynamic Leaders Fund amounted to approximately US$15,000 and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class AA Acc, AA (HKD) Acc, AA (SGD) Acc, AA (SGD Hedged) Acc and AA (RMB Hedged) Acc of Dynamic Leaders Fund, Class AA (SGD Hedged) Acc and Class AA (SGD Hedged) MDIST (G) of USD Income Fund, and Class R (HKD) MDIST (G) and R (USD) MDIST (G) of Asian High Yield Fund, Diversified Real Asset Fund, Investment Grade Preferred Securities Income Fund and Sustainable Asia Bond Fund amounted to approximately US$9,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class AA (HKD) MDIST (G) and AA (USD) MDIST (G) of Dynamic Leaders Fund, Healthcare Fund and India Equity Fund amounted to approximately US$5,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. | | | | | |

| Name of Sub-Fund | Global Climate Action Fund |
|---|---|
| **Fund Type** | Equity Fund |
| **Investment Objective** | The Global Climate Action Fund aims to provide long-term capital growth by investing at least 80% of its net assets in a diversified portfolio of companies who are leaders in making positive contributions to climate change ("Climate Leaders"). |
| **Investment Policy** | To achieve its objective, the Sub-Fund will invest in a portfolio of equity and equity-related securities including, but not limited to, common stocks and depositary receipts of companies considered Climate Leaders which are listed on any exchange across the globe (inclusive of the emerging markets).<br><br>The Sub-Fund will seek to invest in Climate Leaders, companies that are considered by the Sub-Investment Manager to be aligned with the principles of the Paris Agreement. The Paris Agreement is an international treaty aiming to strengthen the global response to the threat of climate change, with the key objective to limit the global temperature increase to 2°C while pursuing efforts to limit the increase to 1.5°C compared to pre-industrial levels. In order to select companies that are Climate Leaders, the Sub-Investment Manager will consider companies that have: (i) signified commitment to develop or have set Science-Based Targets with the Science Based Targets initiative ("**SBTi**") (as further explained below); and/or (ii) lower relative carbon intensity that is within the lowest 35% of their given industry; and/or (iii) a portion of revenues (a minimum of 20%) resulting from climate solutions including, but not limited to, renewable energy, energy efficiency or electric vehicles.<br><br>In relation to criterion (i) above, Science-Based Targets with the SBTi are greenhouse gas ("GHG") emissions reduction targets validated by the SBTi to align with reduction pathways for limiting global temperature rise to 1.5°C, 2°C or well-below 2°C compared to pre-industrial temperatures including near-term (5 to 10 years), long-term (more than 10 years) and net-zero targets. For near-term target, companies should achieve at least an annual 4.2% reduction for scope 1 & 2 GHG emissions and an annual 2.5% reduction for scope 3 GHG emissions. For long-term target, companies should achieve a 90% reduction for scope 1 & 2 and scope 3 GHG emissions by 2050 or sooner. Net-zero target means reaching net-zero value chain GHG emissions by no later than 2050. GHG emissions screening, inventory and target-setting should be performed in accordance with GHG Protocol Corporate Standard, GHG Protocol Scope 2 Guidance, GHG Protocol Corporate Value Chain and other SBTi criteria and recommendations issued from time to time. Companies held pursuant to criterion (i) are periodically reverified against the SBTi's latest published list of companies that have (a) signified commitment to develop Science-Based Targets (which are subject to SBTi due diligence reviews as required) or (b) set Science-Based Targets which have been independently validated by the SBTi.<br><br>In relation to criterion (ii) above, companies within industries with higher level of carbon intensity may still be identified as "Climate Leaders" if such companies have managed to maintain a lower relative carbon intensity than their peers in their respective industries, and may be included in the Sub-Fund's portfolio for their relative success in reducing their carbon footprint.<br><br>The Climate Leaders evaluation will be determined by the Sub-Investment Manager using a proprietary methodology which aims to incorporate all relevant environmental factors, considering and processing third party data.<br><br>The Sub-Fund will seek to ensure that the investments within the portfolio do no significant harm to any environmental or social objective. The Sub-Fund adheres to an exclusion framework where certain companies are removed from the investment universe based on the Sub-Investment Manager's proprietary exclusion criteria and, to the extent not already covered by the Sub-Fund's proprietary exclusion framework, the exclusions required under the EU Paris-aligned Benchmarks ("**PAB Exclusions**"). The Sub-Fund's proprietary exclusion framework screens out companies with products or within industries that are considered by the Sub-Investment Manager to be unsustainable or associated with significant environmental or social risks. Currently, companies are automatically eliminated from investment consideration if they derive:<br><br>a) more than 25% of revenue from fossil fuel based power generation;<br><br>b) more than 5% of revenue from alcohol, tobacco, adult entertainment, gambling operations or conventional weapons; and<br><br>c) any revenue from oil and gas exploration, extraction, manufacturing, distribution or refining or thermal coal exploration, mining, extraction, distribution or refining.<br><br>The Sub-Fund's exclusion framework may be updated from time to time.<br><br>The additional PAB Exclusions (being those not already covered by the Sub-Fund's proprietary exclusion framework) are companies:<br><br>a) involved in any activities related to controversial weapons;<br><br>b) involved in the cultivation and production of tobacco; |

| Name of Sub-Fund | Global Climate Action Fund |
|---|---|
| | c) that are considered by the third party data provider(s) used by the Sub-Investment Manager to be in violation of the United Nations Global Compact principles or the Organisation for Economic Cooperation and Development Guidelines for Multinational Enterprises;<br><br>d) that derive 50% or more of their revenues from electricity generation with a GHG intensity of more than 100g CO2 e/kWh.<br><br>As such, subject to the Sub-Fund's ESG selection process as described herein, companies deriving up to 25% of revenue from fossil fuel based power generation may be included in the Sub-Fund's portfolio. For instance, companies that are still relying on fossil fuel to some extent (e.g. to ensure grid reliability), but have adopted an aggressive decarbonisation pathway and/or are growing their renewable energy portfolios.<br><br>Where no data is available from the third party data provider(s) regarding compliance with the exclusion framework above, issuers will not be automatically excluded from the Sub-Fund's investment universe provided that they satisfy other sustainability-related quantitative or qualitative analysis the Sub-Investment Manager considers relevant.<br><br>The Sub-Fund will also consider other sustainability and/or ESG-related attributes of companies when choosing whether to invest, except for cash and cash equivalents or derivatives, subject to data availability. These attributes may include, but are not limited to, a company's performance on and management of certain environmental factors, such as natural resource use, social factors such as labour standards and diversity considerations, and governance factors such as board composition and business ethics.<br><br>The Sub-Fund may hold up to 20% of the remaining assets in cash and cash equivalents, and/or equity and equity-related securities of companies that do not satisfy the definition of Climate Leaders but undertake economic activities that contribute to the environmental objective of the Sub-Fund through key resource efficiency requirements which will result in lowering either GHG emission intensity, water and/or waste intensity.<br><br>Over time issuers' eligibility status with respect to the relevant ESG criteria in the Sub-Fund's stock selection process as described above may change and some issuers who were eligible when purchased by the Sub-Fund may become ineligible. When this occurs, the Sub-Investment Manager may engage with issuers to have a constructive dialogue in order to improve factors that lead to ineligibility within the next 90 days. The position in respect of such issuers may be divested at any time or for any reason during this 90-day period.<br><br>While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector and in companies of any market capitalisation. Hence, the Sub-Fund may invest more than 30% of its net assets in companies located in the United States. The Sub-Fund's investments may be denominated in any currency.<br><br>The Sub-Fund pursues an actively managed investment strategy and uses the MSCI World Index NR USD index as a reference benchmark for performance comparison purposes only. The Sub-Investment Manager will invest in an unconstrained manner relative to the reference benchmark under normal market conditions and has the discretion to invest in securities not included in the reference benchmark. From time to time, depending on market conditions and the Sub-Investment Manager's forward-looking expectations and climate change related themes, the Sub-Fund's investment strategy may invest in a universe of securities that are similar to that of the constituents of and, as a result, have characteristics similar to the reference benchmark. |
| **Specific Risk Factors** | (a) ***Sustainable Investing Risk:*** The Sub-Investment Manager believes that sustainability helps to drive financial value. The ability to create financial value is impacted by the health of our natural environment and the strength of the social infrastructure in our communities. As such, the Sub-Investment Manager believes that ESG analysis is integral to understanding the true value of an investment. However, since the Sub-Fund invests primarily in issuers demonstrating particular sustainability characteristics, this carries the risk that, under certain market conditions, the Sub-Fund may underperform funds that do not utilize a sustainable investment strategy. The application of sustainable investment principles may affect the Sub-Fund's exposure to certain sectors or types of investments and may impact the Sub-Fund's relative investment performance depending on whether such sectors or investments are in or out of favor in the market. The securities held by the Sub-Fund may be subject to the risk that they no longer meet the Sub-Fund's sustainability and ESG criteria after investment. The Sub-Investment Manager may need to dispose of such securities when it may be disadvantageous to do so. This may lead to a fall in the net asset value of the Sub-Fund. In evaluating an issuer, the Sub-Investment Manager may rely on information and data provided by third party data provider(s), which may be incomplete, inaccurate, inconsistent or unavailable. As a result, the Sub-Investment Manager may incorrectly assess an issuer's sustainability characteristics. When considering investment in companies which have signified commitment to develop, or have set, Science-Based Targets, |

| Name of Sub-Fund | Global Climate Action Fund |
|---|---|
| | the Sub-Investment Manager is reliant on the SBTi's published list in conducting its ongoing reverification process. The SBTi is a relatively new initiative with limited operating history and as such its methodology in evaluating a company is still under development. Verification of Science-Based Targets by the SBTi is in turn dependent on information and data provided by participating companies, which may similarly be incomplete or inaccurate. This may affect the reliability of the information provided by the SBTi, based upon which the Sub-Investment Manager makes its investment decision.<br><br>Successful application of the Sub-Fund's sustainable investment strategy will depend on the Sub-Investment Manager's skill in properly identifying and analyzing material sustainability issues. Sustainability factors may be evaluated differently by different managers, and may mean different things to different people. However, overall, the Sub-Investment Manager considers that sustainable investing and the integration of sustainability risks in the decision making process is an important element in determining long term financial performance outcomes and can be an effective risk mitigation technique. Consequently, the Sub-Investment Manager considers, for the purposes of Article 6(1)(b) of SFDR and also considering both the investment strategy of the Sub-Fund and the "Sustainability Policy Risk" below, that the likely impact of sustainability risks on the financial performance of the Sub-Fund is effectively managed. However, there is no guarantee that the integration of sustainability risks into the investment decision making process will either negate the impact of any such risk materialising or that it will ensure better returns in the longer term.<br><br>The Sub-Fund focuses on investment in Climate Leaders which may reduce risk diversifications. Consequently, the Sub-Fund may be particularly dependent on the development of these investments. The Sub-Fund may be more susceptible to fluctuations in value resulting from the impact of adverse conditions on these investments. This may have an adverse impact on the performance of the Sub-Fund and consequently adversely affect an investor's investment in the Sub-Fund.<br><br>(b) ***Sustainability Policy Risk:*** The Sub-Fund's sustainable investment policy could cause it to perform differently compared to similar funds that do not have such a policy. The exclusionary criteria related to this policy may result in the Sub-Fund forgoing opportunities to buy certain securities when it might otherwise be advantageous to do so, or selling securities for sustainability reasons when it might be otherwise disadvantageous for it to do so. The Sub-Fund will vote proxies in a manner that is consistent with its sustainability criteria, which may not always be consistent with maximizing short-term performance of the issuer.<br><br>(c) ***Geographical Concentration Risk:*** The concentration of the Sub-Fund's investments in securities of issuers related to the United States may result in greater volatility than portfolios which comprise broad-based global investments. The value of the Sub-Fund may be more susceptible to adverse events in that region.<br><br>In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Emerging Markets Risks<br>• Political and Regulatory Risks<br>• Small-Cap/Mid-Cap Risks<br>• Currency Risks<br>• Liquidity and Volatility Risks<br>• Taxation Risk<br>• FDI Risks |
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (Hong Kong) Limited which is regulated by the SFC in Hong Kong.<br><br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br><br>The Sub-Investment Manager of the Sub-Fund is Manulife Investment Management Limited, which is regulated by the Ontario Securities Commission in Canada.<br><br>A sub-investment management agreement has been entered into by the Investment Manager and the Sub-Investment Manager on 7 June 2022 (as may be amended from time to time), under which the Sub-Investment Manager has agreed to provide sub-investment management services in respect of the Sub-Fund. |

| Name of Sub-Fund | Global Climate Action Fund | | | | |
|---|---|---|---|---|---|
| **Classes available for investment/Management Fee** | | | | | |
| **Classes** | **AA Acc** | **AA (AUD Hedged) Acc** | **AA (HKD) Acc** | **AA (GBP Hedged) Acc** | |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | |
| **Classes** | **AA (RMB Hedged) Acc** | **AA (SGD) Acc** | **AA (SGD Hedged) Acc** | **I Acc** | |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 0.75% | |
| **Classes** | **I3 Acc** | **I5 Acc** | **I5 (EUR) Acc** | **I5 (GBP) Acc** | |
| **Management Fee (as a % p.a. of the NAV)** | To be separately agreed with the relevant Manulife Entity | 0.75% | 0.75% | 0.75% | |
| **Classes** | **I5 (CHF) Acc** | **I6 Acc** | **I6 (EUR) Acc** | **I6 (GBP) Acc** | **I6 (CHF) Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 0.75% | 0.75% | 0.75% | 0.75% | 0.75% |
| **Formation Expenses** | Formation expenses of Class AA Acc, AA (AUD Hedged) Acc, AA (HKD) Acc, AA (GBP Hedged) Acc, AA (RMB Hedged) Acc, AA (SGD) Acc, AA (SGD Hedged) Acc, I Acc, I3 Acc, I5 Acc, I5 (EUR) Acc, I5 (GBP) Acc, I5 (CHF) Acc, I6 Acc, I6 (EUR) Acc, I6 (GBP) Acc and I6 (CHF) Acc of the Sub-Fund amounted to approximately US$38,500 in aggregate and will be amortised over a 5-year period commencing from the inception date. | | | | |

| Name of Sub-Fund | Global Equity Diversified Income Fund |
|---|---|
| **Fund Type** | Equity Fund |
| **Investment Objective** | Global Equity Diversified Income Fund is primarily designed to provide income with the secondary goal of medium to long term capital growth by investing at least 70% of its net assets in a portfolio of equity and equity related securities of companies listed globally (including in emerging markets from time to time). |
| **Investment Policy** | Equity and equity related securities may include common stocks, preferred stocks, depositary receipts and real estate investment trusts ("**REITs**"). The Sub-Fund aims to achieve diversification through a disciplined stock selection process, focusing on companies that offer attractive valuations, strong growth potential, and/or above-average dividend yields, as determined by the Investment Manager. Additionally, the Sub-Fund may utilize FDIs for hedging, efficient portfolio management and/or investment purposes including, but not limited to, the generation of additional income (for example, by using an options overlay strategy such as covered calls and/or collateralised puts). Please refer to Section 4 "Investment Objective and Investment Policy" for more detail regarding the Sub-Fund's FDI usage. The Sub-Fund may also invest up to 10% of its net assets in UCITS (undertaking for collective investment in transferable securities) and other UCIs (undertaking for collective investment) in accordance with Article 41(1)(e) of the 2010 Law.<br><br>The remainder of the Sub-Fund's net assets may be invested in cash and/or cash equivalents and/or fixed income and fixed income related securities. Such fixed income and fixed income related securities include but are not limited to deposits, bills, notes, bonds which may be fixed or floating rate with varying maturities which may be issued by corporate issuers, governments, agencies, supra-nationals or local authorities.<br><br>While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector, or in issuers of any market capitalisation. Given the flexibility available to the Sub-Fund, the Sub-Fund may invest more than 30% of its net assets in issuers located in the United States and securities of small and medium sized companies may represent, at times, more than 30% of the net assets of the Sub-Fund. The Sub-Fund's investments may be denominated in any currency.<br><br>The Sub-Fund may invest directly in certain China A-Shares listed on the SSE or the SZSE via Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect respectively (collectively, "**Stock Connect**"). In any event where the Sub-Fund invests in China A-Shares, it is expected that the Sub-Fund will not hold 30% or more of its net assets in China A-Shares.<br><br>In times of extreme market volatility or during severe adverse market conditions, the Sub-Fund may temporarily hold a substantial portion (up to 40%) of its assets in cash or cash equivalents, or invest in short-term money market instruments for the preservation of the value of the assets in the investment portfolio.<br><br>The Sub-Fund does not compare its performance against nor is it managed in reference to any benchmark. It may freely select the securities in which it will invest. |

| Name of Sub-Fund | Global Equity Diversified Income Fund |
|---|---|
| **Specific Risk Factors** | • ***Geographical Concentration Risk:*** The concentration of the Sub-Fund's investments in equity securities of issuers located in the United States may result in greater volatility than portfolios which comprise broad-based global investments. The value of the Sub-Fund may be more susceptible to adverse events in the United States.<br>• ***FDI Risks:*** The Sub-Fund may adopt options overlay strategy such as covered calls and/or collateralised puts to generate additional income. The outcome of such strategy depends on market conditions and the Investment Manager's ability to anticipate price movements, which cannot be guaranteed. The Sub-Fund may sustain a loss in excess of the fixed premium received from writing an option. The Sub-Fund's strategy of generating extra income from options overlay strategy may reduce the potential capital growth and future income of the Sub-Fund.<br>In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br>• Small-Cap / Mid-Cap Risks<br>• Mainland China Investment Risks<br>• Mainland China Tax Risks<br>• Risks Associated with Investments via the Stock Connect<br>• Emerging Markets Risks<br>• Political and Regulatory Risks<br>• Risks Associated with Investment in REITs<br>• Currency Risks (including RMB Currency and Conversion Risks and RMB Class(es) related Risk)<br>• Liquidity and Volatility Risks<br>• Bond Funds<br>• Taxation Risk<br>• FDI Risks |
| **Investment Manager / Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (US) LLC, which is regulated by the SEC in the U.S.<br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br>The Sub-Investment Manager of the Sub-Fund is Manulife Investment Management Limited, which is regulated by the Ontario Securities Commission in Canada.<br>A sub-investment management agreement has been entered into by the Investment Manager and the Sub-Investment Manager, under which the Sub-Investment Manager has agreed to provide sub-investment management services in respect of the Sub-Fund. |

| Name of Sub-Fund | Global Equity Diversified Income Fund | | | | | | |
|---|---|---|---|---|---|---|---|
| **Classes available for investment/Management Fee** | | | | | | | |
| **Classes** | **AA Acc** | **AA (AUD Hedged) Acc** | **AA (AUD Hedged) MDIST (G)** | **AA (CAD Hedged) MDIST (G)** | **AA (GBP Hedged) Acc** | **AA (GBP Hedged) MDIST (G)** | |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | |
| **Classes** | **AA (HKD) Acc** | **AA (HKD) MDIST (G)** | **AA (JPY Hedged) MDIST (G)** | **AA (NZD Hedged) MDIST (G)** | **AA (RMB Hedged) Acc** | **AA (RMB Hedged) MDIST (G)** | |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | |
| **Classes** | **AA (SGD Hedged) Acc** | **AA (SGD Hedged) MDIST (G)** | **AA (SGD) Acc** | **AA (SGD) MDIST (G)** | **AA (USD) MDIST (G)** | **F (HKD) MDIST (G)** | |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | |
| **Classes** | **F (USD) MDIST (G)** | **F (AUD Hedged) MDIST (G)** | **F (CAD Hedged) MDIST (G)** | **F (GBP Hedged) MDIST (G)** | **F (JPY Hedged) MDIST (G)** | **F (NZD Hedged) MDIST (G)** | |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | |
| **Classes** | **F (RMB Hedged) MDIST (G)** | **R (USD) MDIST (G)** | **R (HKD) MDIST (G)** | **I Acc** | **I3 Acc** | **I3 Inc** | **I3 MDIST (G)** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 0.75% | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity |
| **Formation Expenses** | Formation expenses for the Sub-Fund amounted to approximately US$43,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. | | | | | | |

| Name of Sub-Fund | Global Equity Fund |
|---|---|
| **Fund Type** | Equity Fund |
| **Investment Objective** | Global Equity Fund aims to achieve capital growth from investing at least 80% of its net assets in a balanced portfolio of listed international equity and equity related securities, including common stocks, preferred stocks and depositary receipts. The Sub-Fund is designed as a relatively lower risk way of participating in world stock markets and offers an alternative to the other, more aggressive, regional Sub-Funds. |
| **Investment Policy** | While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector and in issuers of any market capitalisation. Hence, the Sub-Fund may invest more than 30% of its net assets in issuers located in the United States. The Sub-Fund's investments may be denominated in any currency.<br><br>It is not the intention of the Sub-Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).<br><br>The Sub-Fund pursues an actively managed investment strategy and uses the MSCI World Value NR USD index as a benchmark for performance comparison purposes only. The Investment Manager will invest in an unconstrained manner, relative to the benchmark, under normal market conditions and has the discretion to invest in securities not included in the benchmark. From time to time, depending on market conditions and the Investment Manager's forward-looking expectations, the Sub-Fund's investment strategy may invest in a universe of securities that are similar to that of the constituents of and, as a result, have characteristics similar to the benchmark. |
| **Specific Risk Factors** | In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Natural Resources Sector Risk<br>• Small-Cap/Mid-Cap Risks<br>• Currency Risks<br>• Liquidity and Volatility Risks<br>• Taxation Risk<br>• FDI Risks |
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (US) LLC, which is regulated by the SEC in the U.S.<br><br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br><br>There is no Sub-Investment Manager appointed for this Sub-Fund. |

| Name of Sub-Fund | Global Equity Fund | | | | | | |
|---|---|---|---|---|---|---|---|
| **Classes available for investment/Management Fee** | | | | | | | |
| **Classes** | **AA** | **AA Acc** | **AA (SGD)** | **C (SGD Hedged) Acc** | **I Acc** | **I3** | **I3 Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 0.70% | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity |
| **Classes** | **I5 Acc** | **I5 (GBP) Acc** | **I5 (EUR) Acc** | **I5 (CHF) Acc** | **I6 Acc** | **I6 (GBP) Acc** | **I6 (EUR) Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 0.70% | 0.70% | 0.70% | 0.70% | 0.70% | 0.70% | 0.70% |
| **Classes** | **I6 (CHF) Acc** | | | | | | |
| **Management Fee (as a % p.a. of the NAV)** | 0.70% | | | | | | |
| **Formation Expenses** | Formation expenses shall be borne by the Company for the accounts of each of the relevant Sub-Funds in proportion to their respective Net Asset Values.<br><br>Formation expenses for Class I3 of the Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global REIT Fund, Global Semiconductor Opportunities Fund, Healthcare Fund, India Equity Fund, Japan Equity Fund, Sustainable Asia Equity Fund, USD Income Fund, U.S. Equity Fund and U.S. Special Opportunities Fund amounted to approximately US$19,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses for Class I5 (GBP) Acc, I5 (EUR) Acc, I5 (CHF) Acc, I6 (GBP) Acc, I6 (EUR) Acc and I6 (CHF) Acc of the Asia Pacific REIT Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Healthcare Fund, India Equity Fund, Sustainable Asia Equity Fund and U.S. Equity Fund, I5 (GBP Hedged) Acc, I5 (EUR Hedged) Acc, I5 (CHF Hedged) Acc, I6 (GBP Hedged) Acc, I6 (EUR Hedged) Acc and I6 (CHF Hedged) Acc of the Asia Total Return Fund, Global Multi-Asset Diversified Income Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund and USD Income Fund and Class I5 Acc and I6 Acc of the Asia Pacific REIT Fund, Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global Multi-Asset Diversified Income Fund, Healthcare Fund, India Equity Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund, Sustainable Asia Equity Fund, USD Income Fund and U.S. Equity Fund amounted to approximately US$6,500 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class C (SGD Hedged) Acc of the ASEAN Equity Fund, Global Equity Fund and India Equity Fund amounted to approximately US$4,500 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. | | | | | | |

| Name of Sub-Fund | Global REIT Fund |
|---|---|
| **Fund Type** | Equity Fund |
| **Investment Objective** | Global REIT Fund is primarily designed to provide income with the secondary goal of medium to long term capital growth through investment in real estate investment trusts ("**REITs**") globally. The Sub-Fund is suitable for those who hold a long term investment view and who are prepared to accept significant fluctuations in the value of their investments in the shorter term in order to achieve long term returns. |
| **Investment Policy** | It is intended that the investments of the Sub-Fund will be made on a diversified basis. At least 70% of the Sub-Fund's net assets will be invested in closed-ended REITs listed and traded on any Regulated Market globally. Subject to the diversification rules laid down in this Prospectus, the Sub-Fund may invest up to 100% of its net assets in closed-ended REITs.<br><br>The Sub-Fund may invest, in aggregate, up to 30% of its net assets in real estate-related securities other than REITs (as described below) and/or cash and cash equivalents. Real estate-related securities include equity, equity-related and fixed income securities of companies which derive a significant portion of their earnings from any aspect of real estate, as well as real estate-related business trusts, property trusts, hospitality trusts, and stapled securities comprising the aforementioned securities (including REITs).* Such equity and equity-related securities include common stocks, preferred stocks and depositary receipts.<br><br>With respect to fixed income securities, the Sub-Fund may invest up to 30% of its net assets in corporate bonds of any maturity and of any credit quality, including bonds that are rated below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch) and are rated as low as Ba3 by Moody's or BB- by Standard and Poor's or Fitch, or if unrated, their equivalent.<br><br>While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country and in issuers of any market capitalisation. Given the flexibility available to the Sub-Fund, the Sub-Fund may invest more than 30% of its net assets in issuers located in the United States, and securities of small and medium sized companies may represent, at times, more than 30% of the net assets of the Sub-Fund. The Sub-Fund's investments may be denominated in any currency.<br><br>It is not the intention of the Sub-Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).<br><br>The Sub-Fund does not compare its performance against nor is it managed in reference to any benchmark. It may freely select the securities in which it will invest.<br><br>* Such business trusts, property trusts, hospitality trusts are different types of trusts that carry on real estate-related businesses or invest in real estate-related investments. Stapled securities are hybrid securities comprising one or more real estate-related securities as underlying assets, and are created for structuring or tax efficiency purposes. |
| **Specific Risk Factors** | **Risk Associated with Investment in Real Estate-Related Assets:** Global REIT Fund may invest in securities of REITs, real estate companies and other entities affected by the risks associated with the direct ownership of real estate. The major risks can be attributed to a decline in real estate values, the possibility that the owners of real estate could default on mortgage payments resulting in the loss of property and environmental liability, and rise of interest rates. The value of this Sub-Fund may fluctuate in response to movements in real estate markets. Since this Sub-Fund focuses on a single sector of the economy, its performance depends in large part on the performance of the real estate sector.<br><br>In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Small-Cap/Mid-Cap Risks<br>• Currency Risks (including RMB Currency and Conversion Risks and RMB Class(es) related Risk)<br>• Liquidity and Volatility Risks<br>• Rating of Investment Risk<br>• Taxation Risk<br>• FDI Risks<br>• Bond Funds |

| Name of Sub-Fund | Global REIT Fund |
|---|---|
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (US) LLC, which is regulated by the SEC in the U.S.<br><br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br><br>There is no Sub-Investment Manager appointed for this Sub-Fund. |

**Classes available for investment/Management Fee**

| Classes | AA | AA (AUD Hedged) | AA (CAD Hedged) | AA (HKD) | I | I3 |
|---|---|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 0.75% | To be separately agreed with the relevant Manulife Entity |

| Classes | AA Acc | AA (USD) MDIST (G) | AA (AUD Hedged) MDIST (G) | AA (HKD) MDIST (G) | AA (SGD Hedged) MDIST (G) |
|---|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |

| Classes | AA (RMB Hedged) MDIST (G) | I Acc | I3 Acc | I3 Inc | I5 Acc |
|---|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 0.75% | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity | 0.75% |

| Classes | I5 (EUR) Acc | I5 (GBP) Acc | I5 (CHF) Acc | I6 Acc | I6 (EUR) Acc |
|---|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 0.75% | 0.75% | 0.75% | 0.75% | 0.75% |

| Classes | I6 (GBP) Acc | I6 (CHF) Acc | R (USD) MDIST (G) | R (HKD) MDIST (G) |
|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 0.75% | 0.75% | 1.50% | 1.50% |

| | |
|---|---|
| **Formation Expenses** | Formation expenses of Class I of the Sub-Fund amounted to approximately US$6,200 and will be amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses of Class AA (AUD Hedged), AA (CAD Hedged), AA (HKD), AA (AUD Hedged) Inc, AA (CAD Hedged) Inc, AA (HKD) Inc of the Asian Small Cap Equity Fund, Global REIT Fund, U.S. Equity Fund, Asia Total Return Fund, USD Income Fund and U.S. Special Opportunities Fund amounted to approximately US$42,000 in aggregate and are amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses shall be borne by the Company for the accounts of each of the relevant Sub-Funds in proportion to their respective Net Asset Values.<br><br>Formation expenses for Class I3 of the Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global REIT Fund, Healthcare Fund, Global Semiconductor Opportunities Fund, India Equity Fund, Japan Equity Fund, Sustainable Asia Equity Fund, USD Income Fund, U.S. Equity Fund and U.S. Special Opportunities Fund amounted to approximately US$19,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. |

| Name of Sub-Fund | Global Semiconductor Opportunities Fund |
|---|---|
| **Fund Type** | Equity Fund |
| **Investment Objective** | The Global Semiconductor Opportunities Fund aims to achieve capital appreciation by investing at least 70% of its net assets in equity and equity related securities of companies in the semiconductor and semiconductor-related industries, listed globally (including in emerging markets from time to time), including, but not limited to, common stocks and depositary receipts. The business of these companies will include, but are not limited to, development and production of semiconductors and related equipment and components, as well as the direct downstream beneficiaries of advancements within the semiconductor industry. |
| **Investment Policy** | While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country. Hence, the Sub-Fund may invest more than 30% of its net assets in issuers located in the United States. The Sub-Fund's investments may be denominated in any currency.<br><br>The remaining assets of the Sub-Fund may be invested in equity and equity related securities of companies in other industries listed globally, if the Investment Manager considers that investing in such companies will achieve the goal of maximising capital appreciation, and/or in cash and cash equivalents.<br><br>The securities of small and medium-sized companies may represent, at times, more than 30% of the net assets of the Sub-Fund.<br><br>The Sub-Fund may invest directly in certain China A-Shares listed on the SSE or the SZSE via Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect respectively (collectively, "Stock Connect"). In any event where the Sub-Fund invests in China A-Shares, it is expected that the Sub-Fund will not hold 30% or more of its net assets in China A-Shares.<br><br>The Sub-Fund does not compare its performance against, nor is it managed in reference to any benchmark. It may freely select the securities in which it will invest. |
| **Specific Risk Factors** | In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Small-Cap / Mid-Cap Risks<br>• Liquidity and Volatility Risks<br>• Taxation Risk<br>• FDI Risks<br>• Currency Risks (including RMB Currency and Conversion Risks and RMB Class(es) related Risk)<br>• Emerging Markets Risks<br>• Risks Associated with Investments via the Stock Connect<br><br>In addition to the general risk factors in Section 5, and the specific risk factors as set out above, please also refer to the following specific risk factors as further set out therein:<br><br>• **Semiconductor Industry Risk** – The Sub-Fund invests in companies in the semiconductor and semiconductor-related industries, which may particularly be affected by the intense competition in such industries. Specific factors which may cause the value of securities within the semiconductor and related industries to deteriorate include, but are not limited to:<br><br>- domestic and international competition pressures (including competition from subsidised foreign competitors with lower production costs);<br><br>- rapid obsolescence of products as a result of the fast-developing nature of the semiconductor and related industries;<br><br>- economic performance of the customers of semiconductor companies which may in turn affect the growth and market outlook of the semiconductor and related industries;<br><br>- capital equipment expenditures which could be substantial rapid obsolescence and potential shortages of raw materials or equipment which could result in an increase in prices of raw materials or equipment, longer delivery time of products or even production stoppage.<br><br>Companies in the semiconductor and related industries also typically rely on heavy and significant spending on research and development, and there is no guarantee that the products produced by these companies will materialise into commercially successful products. |

| Name of Sub-Fund | Global Semiconductor Opportunities Fund |
|---|---|
| | Furthermore, as the semiconductor and related industries may be deemed sensitive to national interests, and may be subject to government intervention, sanctions and trade protectionism. Companies in the semiconductor and related industries may be dependent upon government subsidies and incentives (including but not limited to preferential tax treatments) and contracts with government entities and may be negatively affected if such subsidies are reduced, such preferential tax treatments expire or are discontinued, or contracts are unavailable due to changes in government policies.<br><br>The success of companies in the semiconductor and related industries is typically dependent on the companies' ability to maintain relationships with their technology partners. If a company's relationship with a technology partner is impaired or terminated, the company may not be able to enter into a new technology alliance on a timely basis or on commercially favourable terms, which could result in significant additional cost or disruptions to its businesses.<br><br>The semiconductor and related industries are also characterised by cyclical market patterns and periodic overcapacity. Business conditions in this industry may change rapidly from periods of production shortages and strong demand to periods of weak demand. Any future downturn in the industry could harm the business and operating results of companies in the semiconductor and related industries.<br><br>• **Concentration Risk** – The Sub-Fund's investments are concentrated in semiconductor and semiconductor-related industries and may also concentrate in securities of issuers related to the United States. The value of the Sub-Fund may be more volatile than that of a fund having a more diverse portfolio of investments, and may be more susceptible to adverse events in, or affecting, such industries and geographical region. |
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (US) LLC, which is regulated by the SEC in the U.S.<br><br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br><br>There is no Sub-Investment Manager appointed for this Sub-Fund. |

**Classes available for investment/Management Fee**

| Classes | AA | AA Acc | AA (HKD) Acc | AA (AUD Hedged) Acc | AA (JPY Hedged) Acc | AA (RMB Hedged) Acc | AA (SGD Hedged) Acc |
|---|---|---|---|---|---|---|---|
| Management Fee (as a % p.a. of the NAV) | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |

| Classes | I | I Acc | I3 | I3 Acc | I5 Acc | I5 (EUR) Acc |
|---|---|---|---|---|---|---|
| Management Fee (as a % p.a. of the NAV) | 0.85% | 0.85% | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity | 0.80% | 0.80% |

| Classes | I5 (GBP) Acc | I5 (CHF) Acc | I6 Acc | I6 (EUR) Acc | I6 (GBP) Acc | I6 (CHF) Acc |
|---|---|---|---|---|---|---|
| Management Fee (as a % p.a. of the NAV) | 0.80% | 0.80% | 0.80% | 0.80% | 0.80% | 0.80% |

| Name of Sub-Fund | Global Semiconductor Opportunities Fund |
|---|---|
| **Formation Expenses** | Formation expenses of Class I of the Sub-Fund amounted to approximately US$4,000 and will be amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses for Class I3 of the Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global REIT Fund, Global Semiconductor Opportunities Fund, Healthcare Fund, India Equity Fund, Japan Equity Fund, Sustainable Asia Equity Fund, USD Income Fund, U.S. Equity Fund and U.S. Special Opportunities Fund amounted to approximately US$19,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class AA (HKD) Acc, AA (AUD Hedged) Acc, AA (RMB Hedged) Acc and AA (JPY Hedged) Acc of the Sub-Fund amounted to approximately US$5,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>No formation expenses have been specifically attributed to Class AA (SGD Hedged) Acc of the Sub-Fund. |

| Name of Sub-Fund | Healthcare Fund |
|---|---|
| **Fund Type** | Equity Fund |
| **Investment Objective** | Healthcare Fund aims to provide medium to long term capital growth for those who hold a long term investment view and who are prepared to accept significant fluctuations in the value of their investments in order to achieve long term returns.<br><br>It is intended that the investments will be made on a diversified basis. The underlying investment portfolio will mainly consist of equity and equity related securities of companies in health care and related industries globally and which are listed on any stock exchange. The Sub-Fund may invest in companies which derive a significant portion of their earnings from medical and pharmaceutical products and services. The remaining assets of the Sub-Fund may include bonds and deposits. |
| **Investment Policy** | The Healthcare Fund will invest at least 80% of its net assets in equity and equity related securities of health sciences companies. These companies will derive more than half of their revenues from health care-related business activities or commit more than half of their assets to these activities. Such equity and equity related securities include common stocks, preferred stocks and depositary receipts.<br><br>While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country and in issuers of any market capitalisation. Hence, the Sub-Fund may invest more than 30% of its net assets in issuers located in the United States. The Sub-Fund's investments may be denominated in any currency.<br><br>The Investment Manager studies economic trends to allocate assets among the following major categories:<br><br>• pharmaceuticals and biotechnology<br><br>• medical devices and analytical equipment<br><br>• healthcare services<br><br>The Investment Manager also uses fundamental financial analysis to identify individual companies of any size that appear most attractive in terms of earnings stability, growth potential and valuation.<br><br>It is not the intention of the Sub-Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).<br><br>The Sub-Fund pursues an actively managed investment strategy and uses the MSCI World/Health Care NR USD index as a benchmark for performance comparison purposes only. The Investment Manager will invest in an unconstrained manner, relative to the benchmark, under normal market conditions and has the discretion to invest in securities not included in the benchmark. From time to time, depending on market conditions and the Investment Manager's forward-looking expectations, the Sub-Fund's investment strategy may invest in a universe of securities that are similar to that of the constituents of and, as a result, have characteristics similar to the benchmark. |
| **Specific Risk Factors** | The Healthcare Fund focuses on a particular industry sector and lacks risk diversification, therefore valuations of the Sub-Fund may fluctuate more widely than in a fund that is diversified across sectors. Other factors that might carry negative impact on the performance of the Sub-Fund are economic, political or regulatory occurrences that affect the industry, increased competition within the sector that may lower the profit margin of the companies and, if the stocks of this industry fall out of favour with the financial markets, the prices of those stocks may also fall.<br><br>In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Political and Regulatory Risks<br><br>• Small-Cap/Mid-Cap Risks<br><br>• Currency Risks<br><br>• Liquidity and Volatility Risks<br><br>• Taxation Risk<br><br>• FDI Risks |

| Name of Sub-Fund | Healthcare Fund |
|---|---|
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (US) LLC, which is regulated by the SEC in the U.S.<br><br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br><br>There is no Sub-Investment Manager appointed for this Sub-Fund. |

**Classes available for investment/Management Fee**

| Classes | AA | AA Acc | AA (HKD) MDIST (G) | AA (SGD) Acc | AA (SGD Hedged) Acc | AA (USD) MDIST (G) | F (HKD) MDIST (G) |
|---|---|---|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |

| Classes | F (SGD Hedged) MDIST (G) | F (USD) MDIST (G) | I3 |
|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | To be separately agreed with the relevant Manulife Entity |

| Classes | I Acc | I3 Acc | I5 Acc | I5 (GBP) Acc | I5 (EUR) Acc |
|---|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 0.85% | To be separately agreed with the relevant Manulife Entity | 0.85% | 0.85% | 0.85% |

| Classes | I5 (CHF) Acc | I6 Acc | I6 (GBP) Acc | I6 (EUR) Acc |
|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 0.85% | 0.85% | 0.85% | 0.85% |

| Classes | I6 (CHF) Acc |
|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 0.85% |

| | |
|---|---|
| **Formation Expenses** | Formation expenses shall be borne by the Company for the accounts of each of the relevant Sub-Funds in proportion to their respective Net Asset Values.<br><br>Formation expenses for Class I3 of the Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global REIT Fund, Global Semiconductor Opportunities Fund, Healthcare Fund, India Equity Fund, Japan Equity Fund, Sustainable Asia Equity Fund, USD Income Fund, U.S. Equity Fund and U.S. Special Opportunities Fund amounted to approximately US$19,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses for Class I5 (GBP) Acc, I5 (EUR) Acc, I5 (CHF) Acc, I6 (GBP) Acc, I6 (EUR) Acc and I6 (CHF) Acc of the Asia Pacific REIT Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Healthcare Fund, India Equity Fund, Sustainable Asia Equity Fund and U.S. Equity Fund, I5 (GBP Hedged) Acc, I5 (EUR Hedged) Acc, I5 (CHF Hedged) Acc, I6 (GBP Hedged) Acc, I6 (EUR Hedged) Acc and I6 (CHF Hedged) Acc of the Asia Total Return Fund, Global Multi-Asset Diversified Income Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund and USD Income Fund and Class I5 Acc and I6 Acc of the Asia Pacific REIT Fund, Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global Multi-Asset Diversified Income Fund, Healthcare Fund, India Equity Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund, Sustainable Asia Equity Fund, USD Income Fund and U.S. Equity Fund amounted to approximately US$6,500 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class AA (HKD) MDIST (G) and AA (USD) MDIST (G) of Dynamic Leaders Fund, Healthcare Fund and India Equity Fund amounted to approximately US$5,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. |

| Name of Sub-Fund | India Equity Fund |
|---|---|
| **Fund Type** | Equity Fund |
| **Investment Objective** | India Equity Fund aims to provide long term capital growth for those investors who hold a long term investment view and are prepared to accept significant fluctuations in the value of their investments. At least 70% of its net assets will be invested in equity and equity related securities of companies covering the different sectors of the Indian economy and which are listed on a stock exchange either in India or on any stock exchange. Such equity and equity related securities include common stocks, preferred stocks and depositary receipts. The remaining assets of the Sub-Fund may include bonds and deposits. Investments in the Indian market shall be made through a Foreign Portfolio Investor ("**FPI**") registered with the India regulator. Such an FPI can be either the Company, the Investment Manager or, as the case may be, the Sub-Investment Manager. |
| **Investment Policy** | While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector and in issuers of any market capitalisation. Due to the nature of the investment portfolio of the Sub-Fund, securities of small and medium sized companies may represent, at times, more than 30% of the net assets of the Sub-Fund. The Sub-Fund's investments may be denominated in any currency, however, primarily in Indian Rupee.<br><br>It is not the intention of the Sub-Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).<br><br>The Sub-Fund pursues an actively managed investment strategy and uses the MSCI India 10/40 NR USD index as a benchmark for performance comparison purposes only. The Sub-Investment Manager will invest in an unconstrained manner, relative to the benchmark, under normal market conditions and has the discretion to invest in securities not included in the benchmark. From time to time, depending on market conditions and the Sub-Investment Manager's forward-looking expectations, the Sub-Fund's investment strategy may invest in a universe of securities that are similar to that of the constituents of and, as a result, have characteristics similar to the benchmark. |
| **Specific Risk Factors** | (a) ***Macroeconomic Risk Factors:*** Slower economic growth or increase in interest rates could affect stock prices in the particular geographical area or market which a Sub-Fund may invest.<br><br>(b) ***Global Commodity Prices:*** The particular geographical area or market which a Sub-Fund may invest may be a major importer of commodities and a rise in commodity prices could affect margins for companies there.<br><br>(c) ***Oil Price Risks:*** The particular geographical area or market which a Sub-Fund may invest may run a significant energy deficit, and a sharp and sustained rise in oil prices could have a significant impact on trade, and competitive position.<br><br>(d) ***Government Policy Risks:*** Some governments in the particular region which a Sub-Fund may invest may have adopted liberal and deregulating economic policies. A reversal of this trend would affect the risk premium of the region.<br><br>(e) ***Risk of Price Controls:*** Some governments in the particular region which a Sub-Fund may invest do control prices on some assets and may act to control the prices of goods or services unexpectedly in the future. This could have adverse impacts on the margins of investee companies.<br><br>(f) ***Risk of Stock Market Controls:*** Regulation of the stock market is evolving in some markets or economies. There is the risk that regulations may be introduced that adversely affect the cost of trading or the freedom to trade, restricting the Sub-Fund's ability to cost effectively deploy its investments.<br><br>(g) ***Emerging Market Risks:*** Except in relation to certain more advanced markets or economies within the broader relevant geographical region which a Sub-Fund may invest, certain markets or economies are generally viewed as emerging markets. To some degree, instability in global financial markets that would affect sentiment to emerging markets in general would affect the region as an emerging market too.<br><br>(h) ***Geopolitical Risks:*** Except in relation to certain more advanced markets or economies within the broader relevant geographical region which a Sub-Fund may invest, certain regions have historically been considered an unstable part of the world economy. There may have been occasional regional conflicts, as well as an impact from the global terrorist threat. This is an unlikely risk, but geopolitical instability could affect prices for stocks in regional markets.<br><br>(i) ***Credit Downgrades:*** Any downgrade in the sovereign ratings of any of the regional markets would impact the risk premium associated with investments in the particular geographical area or market which a Sub-Fund may invest. |

| Name of Sub-Fund | India Equity Fund |
|---|---|
| | (j) ***Foreign Exchange Risks:*** The particular geographical area or market which a Sub-Fund may invest may be both a heavy importer of raw materials and a significant exporter of human capital, goods and services. Any volatility in the foreign exchange markets could impact the value of the Sub-Fund's investments.<br><br>(k) ***Labour Market Risks:*** Low wage costs are a key competitive advantage for many corporations in emerging markets or economies and a driver of capital account flows. A change in wage regulation could impact the profitability of these corporations, and hence their share prices.<br><br>(l) ***Environmental Regulation Risks:*** Regulation of the environment can be considered relatively lax in most emerging markets or economies. Any increase in environmental regulation could have an impact on the industrial sector in these markets or economies.<br><br>The Sub-Fund will invest in the India market through an FPI that is regulated by the Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2014. Investments made through such FPI status are therefore subject to any statutory or regulatory limits imposed by the Indian authority, the Securities and Exchange Board of India, from time to time. Investors should note the risks due to any such regulatory changes.<br><br>In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Emerging Markets Risks<br>• Political and Regulatory Risks<br>• Natural Resources Sector Risk<br>• Custodial, Clearance and Settlement Risk<br>• Small-Cap/Mid-Cap Risks<br>• Currency Risks<br>• Liquidity and Volatility Risks<br>• Taxation Risk<br>• FDI Risks |
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (Hong Kong) Limited which is regulated by the SFC in Hong Kong.<br><br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br><br>The Sub-Investment Manager of the Sub-Fund is Manulife Investment Management (Singapore) Pte. Ltd., which is regulated by the Monetary Authority of Singapore.<br><br>A sub-investment management agreement has been entered into by the Investment Manager and the Sub-Investment Manager on 31 July 2020 (as may be amended from time to time), under which the Sub-Investment Manager has agreed to provide sub-investment management services in respect of the Sub-Fund. |

| Name of Sub-Fund | India Equity Fund | | | | | | |
|---|---|---|---|---|---|---|---|
| **Classes available for investment/Management Fee** | | | | | | | |
| **Classes** | **AA** | **AA Acc** | **AA (HKD) MDIST (G)** | **AA (SGD)** | **AA (SGD Hedged)** | **AA (SGD) Acc** | |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | |
| **Classes** | **AA (SGD Hedged) Acc** | **AA (USD) MDIST (G)** | **C (SGD Hedged) Acc** | **I Acc** | **I2** | **I2 Acc** | **I3** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 0.80% | Up to 0.90% | Up to 0.90% | To be separately agreed with the relevant Manulife Entity |
| **Classes** | **I3 Acc** | **I3 (SGD Hedged) Acc** | **I5 Acc** | **I5 (GBP) Acc** | **I5 (EUR) Acc** | | |
| **Management Fee (as a % p.a. of the NAV)** | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity | 0.80% | 0.80% | 0.80% | | |
| **Classes** | **I5 (CHF) Acc** | **I6 Acc** | **I6 (GBP) Acc** | **I6 (EUR) Acc** | **I6 (CHF) Acc** | | |
| **Management Fee (as a % p.a. of the NAV)** | 0.80% | 0.80% | 0.80% | 0.80% | 0.80% | | |
| **Classes** | **AA (SGD Hedged) Inc** | | | | | | |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | | | | | | |

| Name of Sub-Fund | India Equity Fund |
|---|---|
| **Formation Expenses** | Formation expenses of Class I2 of the Asian Small Cap Equity Fund, India Equity Fund, U.S. Equity Fund, Asia Total Return Fund and U.S. Special Opportunities Fund amounted to approximately US$6,000 in aggregate and are amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses for Class I3 of the Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global REIT Fund, Global Semiconductor Opportunities Fund, Healthcare Fund, India Equity Fund, Japan Equity Fund, Sustainable Asia Equity Fund, USD Income Fund, U.S. Equity Fund and U.S. Special Opportunities Fund amounted to approximately US$19,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses for Class I5 (GBP) Acc, I5 (EUR) Acc, I5 (CHF) Acc, I6 (GBP) Acc, I6 (EUR) Acc and I6 (CHF) Acc of the Asia Pacific REIT Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Healthcare Fund, India Equity Fund, Sustainable Asia Equity Fund and U.S. Equity Fund, I5 (GBP Hedged) Acc, I5 (EUR Hedged) Acc, I5 (CHF Hedged) Acc, I6 (GBP Hedged) Acc, I6 (EUR Hedged) Acc and I6 (CHF Hedged) Acc of the Asia Total Return Fund, Global Multi-Asset Diversified Income Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund and USD Income Fund and Class I5 Acc and I6 Acc of the Asia Pacific REIT Fund, Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global Multi-Asset Diversified Income Fund, Healthcare Fund, India Equity Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund, Sustainable Asia Equity Fund, USD Income Fund and U.S. Equity Fund amounted to approximately US$6,500 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses for Class AA (SGD), AA (SGD) Acc, AA (SGD Hedged), AA (SGD Hedged) Acc and I4 Acc of the Dragon Growth Fund and Class AA (SGD), AA (SGD) Acc, AA (SGD Hedged) and AA (SGD Hedged) Acc of the India Equity Fund amounted to approximately US$5,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class C (SGD Hedged) Acc of the ASEAN Equity Fund, Global Equity Fund and India Equity Fund amounted to approximately US$4,500 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class AA (HKD) MDIST (G) and AA (USD) MDIST (G) of Dynamic Leaders Fund, Healthcare Fund and India Equity Fund amounted to approximately US$5,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. |

| Name of Sub-Fund | Japan Equity Fund |
|---|---|
| **Fund Type** | Equity Fund |
| **Investment Objective** | Japan Equity Fund aims to achieve capital growth from investing at least 70% of its net assets in a portfolio of Japanese equity and equity related securities, with the emphasis on larger companies. Such equity and equity related securities include common stocks, preferred stocks and depositary receipts. |
| **Investment Policy** | While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector and in issuers of any market capitalisation. Due to the nature of the investment portfolio of the Sub-Fund, securities of small and medium sized companies may represent, at times, more than 30% of the net assets of the Sub-Fund. The Sub-Fund's investments may be denominated in any currency.<br><br>It is not the intention of the Sub-Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).<br><br>The Sub-Fund pursues an actively managed investment strategy and uses the TOPIX TR JPY index as a benchmark for performance comparison purposes only. The Investment Manager will invest in an unconstrained manner, relative to the benchmark, under normal market conditions and has the discretion to invest in securities not included in the benchmark. From time to time, depending on market conditions and the Investment Manager's forward-looking expectations, the Sub-Fund's investment strategy may invest in a universe of securities that are similar to that of the constituents of and, as a result, have characteristics similar to the benchmark. |
| **Specific Risk Factors** | In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br>• Natural Resources Sector Risk<br>• Small-Cap/Mid-Cap Risks<br>• Currency Risks<br>• Liquidity and Volatility Risks<br>• Taxation Risk<br>• FDI Risks |
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (Hong Kong) Limited which is regulated by the SFC in Hong Kong.<br><br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br><br>There is no Sub-Investment Manager appointed for this Sub-Fund. |

**Classes available for investment/Management Fee**

| Classes | AA | AA Acc | I Acc | I3 | I3 Acc |
|---|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 0.80% | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity |

| | |
|---|---|
| **Formation Expenses** | Formation expenses shall be borne by the Company for the accounts of each of the relevant Sub-Funds in proportion to their respective Net Asset Values.<br><br>Formation expenses for Class I3 of the Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global REIT Fund, Global Semiconductor Opportunities Fund, Healthcare Fund, India Equity Fund, Japan Equity Fund, Sustainable Asia Equity Fund, USD Income Fund, U.S. Equity Fund and U.S. Special Opportunities Fund amounted to approximately US$19,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. |

| Name of Sub-Fund | Sustainable Asia Equity Fund |
|---|---|
| **Fund Type** | Equity Fund |
| **Investment Objective** | The Sustainable Asia Equity Fund aims to achieve capital growth by investing at least 80% of its net assets in a diversified portfolio of equity and equity related securities of companies in Asia. |
| **Investment Policy** | To meet its objective, the Sub-Fund will invest at least 80% of its net assets in equity and equity-related securities of companies incorporated, located, listed or with significant business interests in Asia, including Australia and New Zealand. Such equity and equity related securities include common stocks, preferred stocks, REITs and depositary receipts. The companies selected for inclusion in the portfolio must meet the Investment Manager's sustainability criteria, as further described below.<br><br>In order to determine the eligible investment universe, the Investment Manager adheres to a positive inclusion screening framework, while also applying exclusionary criteria and a good governance assessment. Environmental, social and governance (ESG) factors, risks and impacts are integrated throughout these processes.<br><br>The Sub-Fund's positive inclusion screen assesses issuers based on either their own sustainability attributes and/or the products or services they offer which enable a more sustainable economy, as measured against comparable companies. The companies eligible for inclusion in the portfolio must exceed a minimum threshold on this positive inclusion screen. Sustainability attributes may include, or be defined or characterised by the Investment Manager as, a company's performance on and management of environmental factors, such as climate change and natural resource use and/or social factors, such as labour standards and diversity considerations.<br><br>As described below, the positive inclusion screen is driven by quantitative element and supplemented by qualitative element (where applicable). Third party data providers' relevant data at company level is used as primary inputs for the quantitative assessment. Data used can be either products or services related (such as revenue contribution from products or services with positive impact), or business practices related (such as adoption of carbon emission reduction targets or product safety management program). Where such data availability is limited or the Investment Manager considers the quantitative assessment is not a fair or accurate assessment, the analysis may be supplemented with company reported information and/or findings from proprietary analysis, and/or a qualitative assessment and the Investment Manager's own analysis of available data (such as publicly available ESG reports, assessment reports or case studies).<br><br>While all companies must pass the positive inclusion screen, the Investment Manager also seeks to differentiate those companies considered to be "Sustainable Investments". Sustainable Investments are those companies who demonstrate stronger performance on practices and management of sustainability issues compared to their peers or whose products or services enable sustainable practices. The Sub-Fund will invest at least 50% of its net assets in Sustainable Investments.<br><br>In addition to the positive inclusion screening to assess companies which demonstrate sustainability attributes described above, the Sub-Fund also adheres to an exclusion framework where certain companies are not considered permissible for investment. This includes screening out companies, where possible, which fall within the exclusions criteria of the EU Paris-aligned Benchmarks ("**PAB Exclusions**"), namely, companies:<br><br>a) involved in any activities related to controversial weapons;<br><br>b) involved in the cultivation and production of tobacco;<br><br>c) that are considered by the third party data provider(s) used by the Investment Manager to be in violation of the United Nations Global Compact principles or the Organisation for Economic Cooperation and Development Guidelines for Multinational Enterprises;<br><br>d) that derive 1% or more of their revenues from exploration, mining, extraction, distribution or refining of hard coal and lignite;<br><br>e) that derive 10% or more of their revenues from the exploration, extraction, distribution or refining of oil fuels;<br><br>f) that derive 50% or more of their revenues from the exploration, extraction, manufacturing or distribution of gaseous fuels; and<br><br>g) that derive 50% or more of their revenues from electricity generation with a GHG intensity of more than 100g CO2 e/kWh. |

| Name of Sub-Fund | Sustainable Asia Equity Fund |
|---|---|
| | In addition to the PAB Exclusions, the Sub-Fund's exclusion framework screens out companies with products or within industries that are considered by the Investment Manager to be unsustainable or associated with significant environmental or social risks. Currently, companies deriving more than 5% of revenue from alcohol, tobacco, gambling operations, adult entertainment and conventional weapons are automatically eliminated from investment consideration. The Sub-Fund's exclusion framework may be updated from time to time.<br><br>Where no data is available from the third party data provider(s) regarding compliance with the exclusion framework above, issuers will not be automatically excluded from the Sub-Fund's investment universe provided that they satisfy other sustainability-related quantitative or qualitative analysis the Investment Manager considers relevant.<br><br>Through a combination of the exclusion framework, as well as the limitation of the universe to companies satisfying the Investment Manager's positive inclusion screen described above, the Investment Manager will remove at least 20% of the investment universe for investment consideration by the Sub-Fund.<br><br>Investee companies are screened for good governance principles at the point of investment and on an ongoing basis. This screening process includes sound management structures, employee relations, remuneration of staff and tax compliance, and is based on third party data, and/or a proprietary assessment.<br><br>As part of the investment process of the Sub-Fund, the Investment Manager will then apply active stewardship to the selected securities through engagement and proxy voting to encourage improvement of sustainability attributes.<br><br>Over time issuers' eligibility status with respect to the relevant ESG criteria in the Sub-Fund's stock selection process as described above may change and some issuers who were eligible when purchased by the Sub-Fund may become ineligible. When this occurs, the Investment Manager may engage with issuers to have a constructive dialogue in order to improve factors that lead to ineligibility within the next 90 days. The position in respect of such issuers may be divested at any time or for any reason during this 90-day period.<br><br>While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector and in issuers of any market capitalisation. Hence, the Sub-Fund may invest more than 30% of its net assets in issuers located in any of the PRC, South Korea and Taiwan. The Sub-Fund's investments may be denominated in any currency.<br><br>The remaining assets of the Sub-Fund may be invested in equity and equity-related securities of companies outside of Asia that have been identified as meeting sustainability criteria, and/or cash and cash equivalents.<br><br>The Sub-Fund may invest directly in certain China A-Shares listed on the SSE or the SZSE via Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect respectively (collectively, "**Stock Connect**"). In any event where the Sub-Fund invests in China A-Shares, it is expected that the Sub-Fund will not hold 30% or more of its net assets in China A-Shares.<br><br>The Sub-Fund will invest less than 30% of its net assets in REITs.<br><br>The Sub-Fund pursues an actively managed investment strategy and uses the MSCI AC Asia ex-Japan NR USD index as a benchmark for performance comparison purposes only. Subject to the Sub-Fund's sustainability criteria, the Investment Manager will invest in an unconstrained manner, relative to the benchmark, under normal market conditions and has the discretion to invest in securities not included in the benchmark. From time to time, depending on market conditions and the Investment Manager's forward-looking expectations, the Sub-Fund's investment strategy may invest in a universe of securities that are similar to that of the constituents of and, as a result, have characteristics similar to the benchmark. |

| Name of Sub-Fund | Sustainable Asia Equity Fund |
|---|---|
| **Specific Risk Factors** | (a) ***Sustainable Investing Risk:*** The Investment Manager believes that sustainability helps to drive financial value. The ability to create financial value is impacted by the health of our natural environment and the strength of the social infrastructure in our communities. As such, the Investment Manager believes that ESG analysis is integral to understanding the true value of an investment. However, since the Sub-Fund invests primarily in issuers demonstrating particular sustainability characteristics, this carries the risk that, under certain market conditions, the Sub-Fund may underperform funds that do not utilize a sustainable investment strategy. The application of sustainable investment principles may affect the Sub-Fund's exposure to certain sectors or types of investments and may impact the Sub-Fund's relative investment performance depending on whether such sectors or investments are in or out of favor in the market. The securities held by the Sub-Fund may be subject to the risk that they no longer meet the Sub-Fund's sustainability and ESG criteria after investment. The Investment Manager may need to dispose of such securities when it may be disadvantageous to do so. This may lead to a fall in the net asset value of the Sub-Fund. In evaluating an issuer, the Investment Manager may rely on information and data provided by third party data provider(s), which may be incomplete, inaccurate, inconsistent or unavailable. As a result, the Investment Manager may incorrectly assess an issuer's sustainability characteristics.<br><br>Successful application of the Sub-Fund's sustainable investment strategy will depend on the Investment Manager's skill in properly identifying and analyzing material sustainability issues. Sustainability factors may be evaluated differently by different managers, and may mean different things to different people. However, overall, the Investment Manager considers that sustainable investing and the integration of sustainability risks in the decision making process is an important element in determining long term financial performance outcomes and can be an effective risk mitigation technique. Consequently, the Investment Manager considers, for the purposes of Article 6(1)(b) of SFDR and also considering both the investment strategy of the Sub-Fund and the "Sustainability Policy Risk" below, that the likely impact of sustainability risks on the financial performance of the Sub-Fund is effectively managed. However, there is no guarantee that the integration of sustainability risks into the investment decision making process will either negate the impact of any such risk materialising or that it will ensure better returns in the longer term.<br><br>(b) ***Sustainability Policy Risk:*** The Sub-Fund's sustainable investment policy could cause it to perform differently compared to similar funds that do not have such a policy. The exclusionary criteria related to this policy may result in the Sub-Fund forgoing opportunities to buy certain securities when it might otherwise be advantageous to do so, or selling securities for sustainability reasons when it might be otherwise disadvantageous for it to do so. The Sub-Fund will vote proxies in a manner that is consistent with its sustainability criteria, which may not always be consistent with maximizing short-term performance of the issuer.<br><br>(c) ***Geographical Concentration Risk:*** The concentration of the Sub-Fund's investments in equity securities of companies related to the PRC, South Korea or Taiwan may result in greater volatility than portfolios which comprise broad-based global investments. The value of the Sub-Fund may be more susceptible to adverse events in those regions.<br><br>In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Mainland China Investment Risks<br>• Mainland China Tax Risks<br>• Risks Associated with Investments via the Stock Connect<br>• Emerging Markets Risks<br>• Political and Regulatory Risks<br>• Small-Cap/Mid-Cap Risks<br>• Risks Associated with Investment in REITs<br>• Currency Risks (including RMB Currency and Conversion Risks)<br>• Liquidity and Volatility Risks<br>• Taxation Risk<br>• FDI Risks |

| Name of Sub-Fund | Sustainable Asia Equity Fund |
|---|---|
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (Hong Kong) Limited which is regulated by the SFC in Hong Kong.<br><br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br><br>There is no Sub-Investment Manager appointed for this Sub-Fund. |

**Classes available for investment/Management Fee**

| Classes | AA | AA Acc | AA (AUD Hedged Acc) | AA (HKD) Acc | AA (GBP Hedged) Acc |
|---|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |

| Classes | AA (RMB Hedged) Acc | AA (SGD) Acc | AA (SGD Hedged) Acc | C (SGD Hedged) Acc | I | I3 |
|---|---|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 0.75% | To be separately agreed with the relevant Manulife Entity |

| Classes | I Acc | I3 Acc | I5 Acc | I5 (GBP) Acc | I5 (EUR) Acc |
|---|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 0.75% | To be separately agreed with the relevant Manulife Entity | 0.75% | 0.75% | 0.75% |

| Classes | I5 (CHF) Acc | I6 Acc | I6 (GBP) Acc | I6 (EUR) Acc | I6 (CHF) Acc |
|---|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 0.75% | 0.75% | 0.75% | 0.75% | 0.75% |

| | |
|---|---|
| **Formation Expenses** | Formation expenses of Class I of the Sub-Fund amounted to approximately US$2,000 in aggregate and will be amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses shall be borne by the Company for the accounts of each of the relevant Sub-Funds in proportion to their respective Net Asset Values.<br><br>Formation expenses for Class I3 of the Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global REIT Fund, Global Semiconductor Opportunities Fund, Healthcare Fund, India Equity Fund, Japan Equity Fund, Sustainable Asia Equity Fund, USD Income Fund, U.S. Equity Fund and U.S. Special Opportunities Fund amounted to approximately US$19,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses for Class I5 (GBP) Acc, I5 (EUR) Acc, I5 (CHF) Acc, I6 (GBP) Acc, I6 (EUR) Acc and I6 (CHF) Acc of the Asia Pacific REIT Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Healthcare Fund, India Equity Fund, Sustainable Asia Equity Fund and U.S. Equity Fund, I5 (GBP Hedged) Acc, I5 (EUR Hedged) Acc, I5 (CHF Hedged) Acc, I6 (GBP Hedged) Acc, I6 (EUR Hedged) Acc and I6 (CHF Hedged) Acc of the Asia Total Return Fund, Global Multi-Asset Diversified Income Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund and USD Income Fund and Class I5 Acc and I6 Acc of the Asia Pacific REIT Fund, Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global Multi-Asset Diversified Income Fund, Healthcare Fund, India Equity Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund, Sustainable Asia Equity Fund, USD Income Fund and U.S. Equity Fund amounted to approximately US$6,500 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses for Class C (SGD Hedged) Acc of the Sub-Fund amounted to approximately US$3,000 and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. |

| Name of Sub-Fund | Taiwan Equity Fund |
|---|---|
| **Fund Type** | Equity Fund |
| **Investment Objective** | Taiwan Equity Fund aims to provide long term capital growth for those who hold a long term investment view and who are prepared to accept significant fluctuations in the value of their investments in order to achieve long term returns.<br><br>It is intended that the investments will be made on a diversified basis. At least 70% of the Sub-Fund's net assets will be invested in equity and equity related securities of companies that are listed on any stock exchange in Taiwan, or of companies covering the different sectors of the economy in Taiwan or companies that derive a significant portion of their earnings from Taiwan and which are listed on any stock exchange. The Sub-Fund may also invest in common stocks, preferred stocks and depositary receipts issued by such companies and collective investment schemes (up to 10% of the Sub-Fund's net assets). The remaining assets of the Sub-Fund may include bonds (which may be below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch) or unrated) and deposits. |
| **Investment Policy** | The Taiwan Equity Fund will, subject to the regulatory and tax implications, participate in investment vehicles for long-term total returns, but short-term investments may be made when such investments are considered to be consistent with the Sub-Fund's overall objectives.<br><br>While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector and in issuers of any market capitalisation. Due to the nature of the investment portfolio of the Sub-Fund, securities of small and medium sized companies may represent, at times, more than 30% of the net assets of the Sub-Fund. The Sub-Fund's investments may be denominated in any currency.<br><br>It is not the intention of the Sub-Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).<br><br>The Sub-Fund pursues an actively managed investment strategy and uses the TSEC TAIEX TR TWD index as a benchmark for performance comparison purposes only. The Investment Manager will invest in an unconstrained manner, relative to the benchmark, under normal market conditions and has the discretion to invest in securities not included in the benchmark. From time to time, depending on market conditions and the Investment Manager's forward-looking expectations, the Sub-Fund's investment strategy may invest in a universe of securities that are similar to that of the constituents of and, as a result, have characteristics similar to the benchmark. |
| **Specific Risk Factors** | In respect of the Taiwan Equity Fund, there may be a lower level of government supervision and enforcement activity in the regulation of the Taiwan securities market compared to those in more developed markets.<br><br>Investors should note that the political issues and the diplomatic situations, as well as social factors of the country/region might have an impact on the value of the Sub-Fund. The Net Asset Value of the Sub-Fund may be affected by uncertainties such as changes in the government in Taiwan or its policies regarding inward investment, taxation and the restrictions on currency repatriation and other developments in the laws and regulations of Taiwan.<br><br>Each of the governments in Taiwan and in the PRC claims to be the only legitimate government for Taiwan. There can be no guarantee that the PRC will not use forcible means, which it has refused to forego, to gain control of Taiwan. The Sub-Fund's Net Asset Value may be affected by other political or diplomatic uncertainty or developments, social and religious instability, higher inflation and other considerations.<br><br>There may be substantial government intervention in the economy, including restrictions on investment in companies or industries deemed sensitive to relevant national interests.<br><br>Foreign investment made directly into Taiwan is permitted under the "Regulations Governing Investment in Securities by Overseas Chinese and Foreign Nationals" and relevant foreign exchange settlement procedures (the "**Taiwan Regulations**"). Foreign institutional investors are required to register with the Taiwan Stock Exchange and obtain an investment ID as Foreign Institutional Investors ("**FINI**"). So far, except for certain investment threshold limitation in the restricted industries, there should be no more investment quotas applicable to FINI. The Sub-Fund is not investing in non-listed securities in Taiwan as it has not obtained foreign investment approval status. Should the Investment Manager decide to invest in such securities in the future, it shall obtain the approval from the Investment Commission of the Ministry of Economic Affairs in Taiwan. |

| Name of Sub-Fund | Taiwan Equity Fund |
|---|---|
| | Prospective investors should refer to the Taiwan Regulations for details and note the risks under such regulations, together with their subsequent changes. Any changes to such regulations, restrictions on repatriation of the invested capital and net profits may impact on the Sub-Fund's ability to meet the realisation requests of its Shareholders.<br><br>In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Emerging Markets Risks<br>• Political and Regulatory Risks<br>• Small-Cap/Mid-Cap Risks<br>• Currency Risks<br>• Liquidity and Volatility Risks<br>• Taxation Risk<br>• FDI Risks |
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (Hong Kong) Limited which is regulated by the SFC in Hong Kong.<br><br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br><br>There is no Sub-Investment Manager appointed for this Sub-Fund. |
| **Investment Adviser** | The Investment Adviser to the Investment Manager of the Sub-Fund is Manulife Investment Management (Taiwan) Co., Ltd. The Investment Adviser is regulated by the FSC in Taiwan.<br><br>An investment advisory agreement has been entered into between the Investment Manager and Investment Adviser on 1 October 2015 (as may be amended from time to time), under which the Investment Adviser has agreed to provide non-discretionary investment advisory services to the Investment Manager in respect of the Sub-Fund. |

**Classes available for investment/Management Fee**

| Classes | AA | AA Acc | I Acc | I3 | I3 Acc |
|---|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 0.80% | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity |
| **Formation Expenses** | Formation expenses shall be borne by the Company for the accounts of each of the relevant Sub-Funds in proportion to their respective Net Asset Values. | | | | |

| Name of Sub-Fund | U.S. Equity Fund |
|---|---|
| **Fund Type** | Equity Fund |
| **Investment Objective** | U.S. Equity Fund aims to achieve capital growth by investing at least 70% of its net assets in a portfolio of equity and equity related securities of North American companies, with the main emphasis on the U.S. Such equity and equity related securities include common stocks, preferred stocks and depositary receipts.<br><br>The Sub-Fund will invest at least 70% of its net assets in securities of a carefully selected list of large capitalisation companies. The Sub-Fund may also invest its remaining assets in smaller and medium-sized quoted companies. |
| **Investment Policy** | While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector. The Sub-Fund's investments are primarily denominated in U.S. Dollars.<br><br>It is not the intention of the Sub-Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).<br><br>The Sub-Fund pursues an actively managed investment strategy and uses the S&P 500 TR USD index as a benchmark for performance comparison purposes only. The Investment Manager will invest in an unconstrained manner, relative to the benchmark, under normal market conditions and has the discretion to invest in securities not included in the benchmark. From time to time, depending on market conditions and the Investment Manager's forward-looking expectations, the Sub-Fund's investment strategy may invest in a universe of securities that are similar to that of the constituents of and, as a result, have characteristics similar to the benchmark. |
| **Specific Risk Factors** | In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Natural Resources Sector Risk<br>• Small-Cap/Mid-Cap Risks<br>• Taxation Risk<br>• FDI Risks |
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (US) LLC, which is regulated by the Securities and Exchange Commission ("**SEC**") in the U.S.<br><br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br><br>There is no Sub-Investment Manager appointed for this Sub-Fund. |

| Name of Sub-Fund | U.S. Equity Fund | | | | | |
|---|---|---|---|---|---|---|
| **Classes available for investment/Management Fee** | | | | | | |
| **Classes** | **AA** | **AA (HKD)** | **AA Acc** | **AA (SGD Hedged) Acc** | **I** | **I Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 0.70% | 0.70% |
| **Classes** | **I2** | **I3** | **I3 Acc** | **I5 Acc** | **I5 (GBP) Acc** | **I5 (EUR) Acc** |
| **Management Fee (as a % p.a. of the NAV)** | Up to 0.90% | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity | 0.70% | 0.70% | 0.70% |

| **Classes** | **I5 (CHF) Acc** | **I6 Acc** | **I6 (GBP) Acc** | **I6 (EUR) Acc** | **I6 (CHF) Acc** |
|---|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 0.70% | 0.70% | 0.70% | 0.70% | 0.70% |

| | |
|---|---|
| **Formation Expenses** | Formation expenses shall be borne by the Company for the accounts of each of the relevant Sub-Funds in proportion to their respective Net Asset Values.<br><br>Formation expenses of Class AA (AUD Hedged), AA (CAD Hedged), AA (HKD), AA (AUD Hedged) Inc, AA (CAD Hedged) Inc, AA (HKD) Inc of the Asian Small Cap Equity Fund, Global REIT Fund, Asia Total Return Fund, USD Income Fund, U.S. Equity Fund and U.S. Special Opportunities Fund amounted to approximately US$42,000 in aggregate and are amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses of Class I amounted to approximately US$1,000 in aggregate and are amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses of Class I2 of the Asian Small Cap Equity Fund, India Equity Fund, U.S. Equity Fund, Asia Total Return Fund and U.S. Special Opportunities Fund amounted to approximately US$6,000 in aggregate and are amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses for Class I3 of the Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global REIT Fund, Global Semiconductor Opportunities Fund, Healthcare Fund, India Equity Fund, Japan Equity Fund, Sustainable Asia Equity Fund, USD Income Fund, U.S. Equity Fund and U.S. Special Opportunities Fund amounted to approximately US$19,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses for Class I5 (GBP) Acc, I5 (EUR) Acc, I5 (CHF) Acc, I6 (GBP) Acc, I6 (EUR) Acc and I6 (CHF) Acc of the Asia Pacific REIT Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Healthcare Fund, India Equity Fund, Sustainable Asia Equity Fund and U.S. Equity Fund, I5 (GBP Hedged) Acc, I5 (EUR Hedged) Acc, I5 (CHF Hedged) Acc, I6 (GBP Hedged) Acc, I6 (EUR Hedged) Acc and I6 (CHF Hedged) Acc of the Asia Total Return Fund, Global Multi-Asset Diversified Income Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund and USD Income Fund and Class I5 Acc and I6 Acc of the Asia Pacific REIT Fund, Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global Multi-Asset Diversified Income Fund, Healthcare Fund, India Equity Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund, Sustainable Asia Equity Fund, USD Income Fund and U.S. Equity Fund amounted to approximately US$6,500 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. |

| Name of Sub-Fund | Asia Total Return Fund |
|---|---|
| **Fund Type** | Bond Fund |
| **Investment Objective** | Asia Total Return Fund aims to maximize total returns from a combination of capital appreciation and income generation. |
| **Investment Policy** | The Sub-Fund invests at least 70% of its net assets in a diversified portfolio of fixed income securities, issued by governments, agencies, supra-nationals and corporate issuers in Asia. As part of the above investments, the Sub-Fund may invest less than 30% of its net assets in RMB-denominated debt securities that are circulated in the CIBM via Bond Connect.<br><br>The Sub-Fund may also invest (up to 30% of its net assets) in cash and fixed income securities of other issuers outside Asia if the Co-Investment Managers consider that such securities will achieve the goal of maximizing capital appreciation and income generation.<br><br>While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector. Hence, the Sub-Fund may invest more than 30% of its net assets in issuers located in the PRC.<br><br>The Sub-Fund invests in securities denominated in Asian currencies or other currencies. It may invest in local currency bonds with unhedged currency exposure to achieve currency gains. The Sub-Fund may also hedge for efficient portfolio management purposes.<br><br>The Sub-Fund may invest (up to 40% of its net assets) in higher-yielding debt securities rated lower than investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch), or if unrated, their equivalent. As such, an investment in this Sub-Fund is accompanied by a higher degree of credit risk.<br><br>The Sub-Fund may invest up to 20% of its net assets in debt instruments with loss-absorption features, including, but not limited to, total loss-absorbing capacity eligible instruments, contingent convertible bonds, certain types of senior non-preferred debt and other similar instruments with write-down or bail-in features related to the issuers' regulatory capital ratio. These instruments may be subject to contingent write-down or contingent conversion to equity on the occurrence of trigger event(s).<br><br>The Sub-Fund pursues an actively managed investment strategy and uses the 50% JP Morgan Emerging Local Markets Index Plus (Asia) TR USD + 50% JP Morgan Asia Credit Index TR USD as benchmarks for performance comparison purposes only. The Co-Investment Managers will invest in an unconstrained manner, relative to the benchmarks, under normal market conditions and has the discretion to invest in securities not included in the benchmarks. From time to time, depending on market conditions and the Co-Investment Managers' forward-looking expectations, the Sub-Fund's investment strategy may invest in a universe of securities that are similar to that of the constituents of and, as a result, have characteristics similar to the benchmarks.<br><br>It is not the intention of the Sub-Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).<br><br>In times of extreme market volatility or during severe adverse market conditions, the Sub-Fund may temporarily hold a substantial portion (up to 30%) of the Sub-Fund's net assets in cash or cash equivalents, or invest in short-term money market instruments, to preserve the value of the assets in the investment portfolio of the Sub-Fund. |
| **Specific Risk Factors** | In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br>• Mainland China Investment Risks<br>• Mainland China Tax Risks<br>• Risks Associated with Investments via the Bond Connect<br>• Emerging Markets Risks<br>• Political and Regulatory Risks<br>• Currency Risks (including RMB Currency and Conversion Risks)<br>• Liquidity and Volatility Risks<br>• Rating of Investment Risk<br>• Taxation Risk<br>• FDI Risks<br>• Bond Funds<br>• Risks associated with investments in debt securities with loss-absorption features (including Contingent Convertible Securities) |

| Name of Sub-Fund | Asia Total Return Fund |
|---|---|
| **Investment Manager/ Sub-Investment Manager** | The Co-Investment Managers of the Sub-Fund are Manulife Investment Management (Hong Kong) Limited which is regulated by the SFC in Hong Kong, and Manulife Investment Management (Europe) Limited, which is regulated by the FCA in the United Kingdom.<br><br>Pursuant to a co-investment management agreement dated 20 November 2020 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Co-Investment Managers (as may be amended from time to time), the Co-Investment Managers have agreed to provide investment management services in respect of the Sub-Fund.<br><br>There is no Sub-Investment Manager appointed for this Sub-Fund. |

**Classes available for investment/Management Fee**

| Classes | AA | AA Acc | AA (AUD Hedged) | AA (CAD Hedged) | AA (HKD) | AA Inc | AA (AUD Hedged) Inc |
|---|---|---|---|---|---|---|---|
| Management Fee (as a % p.a. of the NAV) | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% |

| Classes | AA (CAD Hedged) Inc | AA (HKD) Inc | AA (USD) MDIST (G) | AA (AUD Hedged) MDIST (G) | AA (HKD) MDIST (G) | AA (SGD Hedged) Inc | I | I Acc |
|---|---|---|---|---|---|---|---|---|
| Management Fee (as a % p.a. of the NAV) | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 0.55% | 0.55% |

| Classes | I2 | I2 SGD Hedged | I3 | I3 Acc | I3 Inc | I5 Acc | I5 (GBP Hedged) Acc |
|---|---|---|---|---|---|---|---|
| Management Fee (as a % p.a. of the NAV) | Up to 0.60% | Up to 0.60% | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity | 0.55% | 0.55% |

| Classes | I5 (EUR Hedged) Acc | I5 (CHF Hedged) Acc | I6 Acc | I6 (GBP Hedged) Acc | I6 (EUR Hedged) Acc | I6 (CHF Hedged) Acc | J |
|---|---|---|---|---|---|---|---|
| Management Fee (as a % p.a. of the NAV) | 0.55% | 0.55% | 0.55% | 0.55% | 0.55% | 0.55% | 0.50% |

| Classes | R (USD) MDIST (G) | R (HKD) MDIST (G) |
|---|---|---|
| Management Fee (as a % p.a. of the NAV) | 1.00% | 1.00% |

| Name of Sub-Fund | Asia Total Return Fund |
|---|---|
| **Formation Expenses** | The formation expenses of Class AA of the Sub-Fund amounted to approximately US$40,000 in aggregate and will be amortised over a 5-year period commencing from 4 May 2011 or if later, the inception date.<br><br>The formation expenses of Class AA (SGD Hedged) Inc of the Sub-Fund amounted to approximately US$4,000 in aggregate and are amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses of Class I2 of the Asian Small Cap Equity Fund, India Equity Fund, U.S. Equity Fund, Asia Total Return Fund and U.S. Special Opportunities Fund amounted to approximately US$6,000 in aggregate and are amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses of Class AA (AUD Hedged), AA (CAD Hedged), AA (HKD), AA (AUD Hedged) Inc, AA (CAD Hedged) Inc, AA (HKD) Inc of the Asian Small Cap Equity Fund, Global REIT Fund, U.S. Equity Fund, Asia Total Return Fund, USD Income Fund and U.S. Special Opportunities Fund amounted to approximately US$42,000 in aggregate and are amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses of Class AA Inc of Asia Total Return Fund, USD Income Fund and U.S. Special Opportunities Fund amounted to approximately US$6,000 and are amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses of Class I2 SGD Hedged of Asia Total Return Fund amounted to approximately US$2,000 in aggregate and are amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses of Class J of the Sub-Fund amounted to approximately US$1,000 and are amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses for Class I3 of the Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global REIT Fund, Global Semiconductor Opportunities Fund, Healthcare Fund, India Equity Fund, Japan Equity Fund, Sustainable Asia Equity Fund, USD Income Fund, U.S. Equity Fund and U.S. Special Opportunities Fund amounted to approximately US$19,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses for Class I5 (GBP) Acc, I5 (EUR) Acc, I5 (CHF) Acc, I6 (GBP) Acc, I6 (EUR) Acc and I6 (CHF) Acc of the Asia Pacific REIT Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Healthcare Fund, India Equity Fund, Sustainable Asia Equity Fund and U.S. Equity Fund, I5 (GBP Hedged) Acc, I5 (EUR Hedged) Acc, I5 (CHF Hedged) Acc, I6 (GBP Hedged) Acc, I6 (EUR Hedged) Acc and I6 (CHF Hedged) Acc of the Asia Total Return Fund, Global Multi-Asset Diversified Income Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund and USD Income Fund and Class I5 Acc and I6 Acc of the Asia Pacific REIT Fund, Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global Multi-Asset Diversified Income Fund, Healthcare Fund, India Equity Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund, Sustainable Asia Equity Fund, USD Income Fund and U.S. Equity Fund amounted to approximately US$6,500 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses for Class R (USD) MDIST (G) and R (HKD) MDIST (G) of the Asia Total Return Fund and USD Income Fund amounted to approximately US$12,500 in aggregate and will be amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. |

| Name of Sub-Fund | Asian High Yield Fund |
|---|---|
| **Fund Type** | Bond Fund |
| **Investment Objective** | Asian High Yield Fund aims to maximize total returns through a combination of income generation and capital appreciation by investing primarily in debt securities listed or traded in Asia and/or issued by corporations, governments, agencies and supra-nationals domiciled in or with substantial business interests in Asia (which may from time to time include emerging markets). |
| **Investment Policy** | The Sub-Fund invests at least 70% of its net assets in higher-yielding debt securities listed or traded in Asia and/or issued by corporations, governments, agencies and supra-nationals domiciled in or with substantial business interests in Asia and rated below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch) or if unrated*, determined to be of comparable quality. As such, an investment in this Sub-Fund is accompanied by a higher degree of credit risk. Debt securities include but are not limited to bonds, commercial paper, short-term bills, certificate of deposits and negotiated term deposits, and may be issued by governments, agencies, supra-nationals and corporate issuers. Other than such higher-yielding debt securities, the Sub-Fund may invest up to 30% of its net assets in debt securities, of any credit quality, issued by corporations, governments, agencies and supra-nationals globally, and/or cash, cash equivalents and short-term money market instruments. The Sub-Fund may also invest up to 10% of its net assets in UCITS (undertaking for collective investment in transferable securities) and UCIs (undertaking for collective investment).<br><br>While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector. Given the flexibility available to the Sub-Fund, the Sub-Fund may invest more than 30% of its net assets in issuers located in any of Mainland China or Indonesia. The Sub-Fund's investments may be denominated in any currency.<br><br>The Sub-Fund may invest up to 20% of its net assets in debt instruments with loss-absorption features, including, but not limited to, total loss-absorbing capacity eligible instruments, contingent convertible bonds, certain types of senior non-preferred debt and other similar instruments with write-down or bail-in features related to the issuers' regulatory capital ratio. These instruments may be subject to contingent write-down or contingent conversion to equity on the occurrence of trigger event(s).<br><br>The Sub-Fund may invest up to 10% of its net assets in distressed securities.<br><br>It is not the intention of the Sub-Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).<br><br>In times of extreme market volatility or during severe adverse market conditions, the Sub-Fund may temporarily hold a substantial portion (up to 50%) of the Sub-Fund's net assets in cash or cash equivalents, or invest in short-term money market instruments, to preserve the value of the assets in the investment portfolio of the Sub-Fund.<br><br>The Sub-Fund pursues an actively managed investment strategy and uses the JPMorgan Asia Credit non-Investment Grade index as a benchmark for performance comparison purposes only. The Sub-Fund will invest in an unconstrained manner, relative to the benchmark, under normal market conditions and has the discretion to invest in securities not included in the benchmark. From time to time, depending on market conditions and forward-looking expectations, the Sub-Fund's investment strategy may invest in a universe of securities that are similar to that of the constituents of and, as a result, have characteristics similar to the benchmark.<br><br>* For the purpose of this Sub-Fund, "unrated" debt securities refer to debt securities which neither the securities nor their issuer has a credit rating. |

| Name of Sub-Fund | Asian High Yield Fund |
|---|---|
| **Specific Risk Factors** | (a) ***Risks of investing in distressed securities:***<br><br>The Sub-Fund may invest in distressed securities, which are securities of issuers that are encountering a variety of financial or earnings problems, including issuers with substantial capital needs or negative net worth or issuers that are, have been, or may become, involved in bankruptcy or reorganisation proceedings; issuers for which there is a reasonable expectation of default; and/or issuers who have already defaulted. Distressed securities involve significant risk. Such investments are highly volatile and are made when it is believed that such investments will yield an attractive return based on the level of discount on price compared to perceived fair value of the security, or where there is a prospect of the issuer making a favourable exchange offer or plan of reorganisation. There can be no assurances that an exchange offer or reorganisation will occur or that any securities or other assets received will not have a lower value or income potential than anticipated at the time of investment. In addition, a significant period of time may pass between the time at which the investment in distressed securities is made and the time that any such exchange, offer or plan of reorganisation is completed.<br><br>Distressed securities may frequently not produce income while they are outstanding and there will be significant uncertainty as to whether fair value will be achieved or whether any exchange offer or plan of reorganisation will be completed.<br><br>There may be a requirement for the Sub-Fund to bear certain expenses which are incurred to protect and recover its investment in distressed securities, or which arise in the course of negotiations surrounding any potential exchange or plan of reorganisation.<br><br>Furthermore, constraints on investment decisions and actions with respect to distressed securities due to tax considerations may affect the return realised on distressed securities.<br><br>The Sub-Fund may be required to sell its investment at a loss or hold its investment pending bankruptcy proceedings.<br><br>In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Mainland China Investment Risks<br>• Mainland China Tax Risks<br>• Emerging Markets Risks<br>• Political and Regulatory Risks<br>• Currency Risks (including RMB Currency and Conversion Risks)<br>• Liquidity and Volatility Risks<br>• Rating of Investment Risk<br>• Taxation Risk<br>• FDI Risks<br>• Risks associated with investments in debt instruments with loss-absorption features (including Contingent Convertible Securities)<br>• Bond Funds |
| **Investment Manager/ Sub-Investment Manager** | The Co-Investment Managers of the Sub-Fund are Manulife Investment Management (Hong Kong) Limited which is regulated by the SFC in Hong Kong, and Manulife Investment Management (Europe) Limited, which is regulated by the FCA in the United Kingdom.<br><br>Pursuant to a co-investment management agreement dated 20 November 2020 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Co-Investment Managers (as may be amended from time to time), the Co-Investment Managers have agreed to provide investment management services in respect of the Sub-Fund.<br><br>There is no Sub-Investment Manager appointed for this Sub-Fund. |

| Name of Sub-Fund | Asian High Yield Fund | | | |
|---|---|---|---|---|
| **Classes available for investment/Management Fee** | | | | |
| **Classes** | **AA Acc** | **AA (HKD) MDIST (G)** | **AA (USD) MDIST (G)** | **AA (SGD Hedged) MDIST (G)** |
| **Management Fee (as a % p.a. of the NAV)** | 1.00% | 1.00% | 1.00% | 1.00% |
| **Classes** | **AA Inc** | **AA (AUD Hedged) Inc** | **AA (HKD) Inc** | **AA (SGD Hedged) Inc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.00% | 1.00% | 1.00% | 1.00% |
| **Classes** | **AA (AUD Hedged) MDIST (G)** | **I Acc** | **I3 Acc** | **I3 Inc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.00% | 0.55% | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity |
| **Classes** | **I5 Acc** | **I5 (EUR Hedged) Acc** | **I5 (GBP Hedged) Acc** | **I5 (CHF Hedged) Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 0.55% | 0.55% | 0.55% | 0.55% |
| **Classes** | **I6 Acc** | **I6 (EUR Hedged) Acc** | **I6 (GBP Hedged) Acc** | **I6 (CHF Hedged) Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 0.55% | 0.55% | 0.55% | 0.55% |
| **Classes** | **R (HKD) MDIST (G)** | | **R (USD) MDIST (G)** | |
| **Management Fee (as a % p.a. of the NAV)** | 1.00% | | 1.00% | |
| **Formation Expenses** | Formation expenses of Class AA Acc, AA Inc, AA (AUD Hedged) Inc, AA (HKD) Inc, AA (SGD Hedged) Inc, AA (AUD Hedged) MDIST (G), I Acc, I3 Acc and I3 Inc of the Sub-Fund amounted to approximately US$23,000 and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class AA Acc, AA (HKD) Acc, AA (SGD) Acc, AA (SGD Hedged) Acc and AA (RMB Hedged) Acc of Dynamic Leaders Fund, Class AA (SGD Hedged) Acc and Class AA (SGD Hedged) MDIST (G) of USD Income Fund, and Class R (HKD) MDIST (G) and R (USD) MDIST (G) of Asian High Yield Fund, Diversified Real Asset Fund, Investment Grade Preferred Securities Income Fund and Sustainable Asia Bond Fund amounted to approximately US$9,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. | | | |

| Name of Sub-Fund | Asian Short Duration Bond Fund |
|---|---|
| **Fund Type** | Bond Fund |
| **Investment Objective** | Asian Short Duration Bond Fund aims to provide investors with income and/or long-term capital appreciation through investing primarily in a portfolio of debt securities issued or guaranteed by governments, agencies, supra-nationals and corporations in Asia (which, for the purpose of this Sub-Fund, shall include Australia and New Zealand). |
| **Investment Policy** | Asian Short Duration Bond Fund will invest at least 85% of its net assets in USD-denominated debt securities listed or traded in Asia and/or issued or guaranteed by governments, agencies, supra-nationals and corporate issuers domiciled in or with substantial business interests in Asia ("**Asian Debt Securities**"). Debt securities include but are not limited to bonds, commercial paper, short-term bills, certificate of deposits and negotiated term deposits.<br><br>In addition, it is the Sub-Investment Manager's intention to maintain the Sub-Fund's portfolio with an aggregate average duration of less than three years.<br><br>The Sub-Fund may invest up to 15% of its net assets in RMB-denominated debt securities that are circulated in the CIBM via Bond Connect.<br><br>The Sub-Fund may invest up to 15% of its net assets in debt securities, denominated in any currency, which are not Asian Debt Securities, and/or cash and cash equivalents.<br><br>The Sub-Fund may invest up to 5% of its net assets in debt securities rated below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch) of any issuer and up to 10% of its net assets in debt securities which are unrated*, out of which up to 10% of the Sub-Fund's net assets may be invested in unrated debt securities of issuers located in Singapore, and up to 5% of its net assets may be invested in unrated debt securities of any other issuers.<br><br>* For the purpose of this Sub-Fund, "unrated" debt securities refer to debt securities in respect of which neither the securities nor their issuer has a credit rating.<br><br>While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector. Hence, the Sub-Fund may invest more than 30% of its net assets in issuers domiciled in or with substantial business interests in Mainland China.<br><br>The Sub-Fund may invest up to 20% of its net assets in debt instruments with loss-absorption features, including, but not limited to, total loss-absorbing capacity eligible instruments, contingent convertible bonds, certain types of senior non-preferred debt and other similar instruments with write-down or bail-in features related to the issuers' regulatory capital ratio. These instruments may be subject to contingent write-down or contingent conversion to equity on the occurrence of trigger event(s).<br><br>It is not the intention of the Sub-Fund to invest more than 5% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch). The Sub-Fund does not compare its performance against nor is it managed in reference to any benchmark. It may freely select the securities in which it will invest. |

| Name of Sub-Fund | Asian Short Duration Bond Fund |
|---|---|
| **Specific Risk Factors** | (a) ***Geographical Concentration Risk:*** The Sub-Fund concentrates its investments in securities of issuers located in Asia, and may have the flexibility to concentrate its investments in securities of issuers located in Mainland China. This may result in greater volatility than portfolios which comprise broad-based global investments. The value of the Sub-Fund may be more susceptible to adverse events in Asia (including Mainland China).<br><br>In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Mainland China Investment Risks<br>• Mainland China Tax Risks<br>• Risks Associated with Investments via the Bond Connect<br>• Emerging Markets Risks<br>• Political and Regulatory Risks<br>• Currency Risks (including RMB Currency and Conversion Risks)<br>• Liquidity and Volatility Risks<br>• Rating of Investment Risk<br>• Taxation Risk<br>• FDI Risks<br>• Risks associated with investments in debt instruments with loss-absorption features (including Contingent Convertible Securities)<br>• Bond Funds |
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (Hong Kong) Limited which is regulated by the SFC in Hong Kong.<br><br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br><br>The Sub-Investment Manager of the Sub-Fund is Manulife Investment Management (Singapore) Pte. Ltd., which is regulated by the Monetary Authority of Singapore.<br><br>A sub-investment management agreement has been entered into by the Investment Manager and the Sub-Investment Manager on 31 July 2020 (as may be amended from time to time), under which the Sub-Investment Manager has agreed to provide sub-investment management services in respect of the Sub-Fund. |

| Name of Sub-Fund | Asian Short Duration Bond Fund | | | |
|---|---|---|---|---|
| **Classes available for investment/Management Fee** | | | | |
| **Classes** | **AA Acc** | **AA (USD) MDIST (G)** | **AA (HKD) MDIST (G)** | **AA (SGD Hedged) MDIST (G)** |
| **Management Fee (as a % p.a. of the NAV)** | 0.60% | 0.60% | 0.60% | 0.60% |
| **Classes** | **AA (AUD Hedged) MDIST (G)** | **AA (RMB Hedged) MDIST (G)** | **AA (SGD Hedged) Acc** | **I Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 0.60% | 0.60% | 0.60% | 0.35% |
| **Classes** | **I3 Acc** | **I5 Acc** | **I5 (CHF Hedged) Acc** | |
| **Management Fee (as a % p.a. of the NAV)** | To be separately agreed with the relevant Manulife Entity | 0.35% | 0.35% | |
| **Classes** | **I5 (EUR Hedged) Acc** | **I5 (GBP Hedged) Acc** | **I6 Acc** | |
| **Management Fee (as a % p.a. of the NAV)** | 0.35% | 0.35% | 0.35% | |
| **Classes** | **I6 (CHF Hedged) Acc** | **I6 (EUR Hedged) Acc** | **I6 (GBP Hedged) Acc** | |
| **Management Fee (as a % p.a. of the NAV)** | 0.35% | 0.35% | 0.35% | |
| **Classes** | **I6 (SGD Hedged) Acc** | | | |
| **Management Fee (as a % p.a. of the NAV)** | 0.35% | | | |
| **Formation Expenses** | Formation expenses of Classes AA Acc, AA (USD) MDIST (G), AA (HKD) MDIST (G), AA (SGD Hedged) MDIST (G), AA (AUD Hedged) MDIST (G), AA (RMB Hedged) MDIST (G), AA (SGD Hedged) Acc, I Acc, I3 Acc, I5 Acc, I5 (CHF Hedged) Acc, I5 (EUR Hedged) Acc, I5 (GBP Hedged) Acc, I6 Acc, I6 (CHF Hedged) Acc, I6 (EUR Hedged) Acc, I6 (GBP Hedged) Acc and I6 (SGD Hedged) Acc of Asian Short Duration Bond Fund amounted to approximately US$30,000 and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. | | | |

| Name of Sub-Fund | Sustainable Asia Bond Fund |
|---|---|
| **Fund Type** | Bond Fund |
| **Investment Objective** | The Sustainable Asia Bond Fund aims to maximize total returns from a combination of income generation and potential capital appreciation by investing primarily in a portfolio of fixed income securities issued by governments, agencies, supranationals and corporations in Asia (which shall include Australia and New Zealand), with the issuers and/or the securities demonstrating strong environmental and/or social sustainability attributes and/or enabling sustainable practices. |
| **Investment Policy** | To meet its objective, the Sub-Fund will invest at least 85% of its net assets in fixed income and fixed income-related securities of companies domiciled in, traded in and/or with substantial business interests in Asia and/or governments and government-related issuers located in Asia, where:<br>a) Those issuers demonstrate strong environment and/or social sustainability attributes and/or enable sustainable practices ("**Sustainable Issuers**"); and/or<br>b) The securities are ESG labelled bonds, including but not limited to "green", "social", "sustainable", "sustainability-linked", which align with one or more of the relevant bond standards, including but not limited to the International Capital Market Association (ICMA) Green Bond Principles, ICMA Social Bond Principles and/or the ICMA Sustainability Bond Guidelines, amongst others ("**ESG bonds**").<br>The Sub-Fund will invest a minimum of 25% of net assets in ESG bonds.<br>Environment and/or social sustainability attributes of Sustainable Issuers may include, but are not limited to, sustainability factors with respect to an issuer's performance on, and management of, certain environmental factors, such as climate change and natural resource use; social factors, such as labor standards and diversity considerations; and governance factors, such as board composition and business ethics.<br>Sustainable Issuers are those that demonstrate stronger performance on practices and management of sustainability issues compared to their peers. Enabling sustainable practices refers to issuers that provide products and services to help other companies improve their environmental and/or social performance.<br>The Sub-Fund will seek to ensure that the investments within the portfolio do no significant harm to any environmental or social objective. In relation to its investment in both Sustainable Issuers and ESG bonds, the Sub-Fund adheres to an exclusion framework where certain issuers are removed from the investment universe. This includes screening out issuers, where possible, who fall within the exclusions criteria of the EU Paris-aligned Benchmarks ("**PAB Exclusions**"), namely, issuers:<br>a) involved in any activities related to controversial weapons;<br>b) involved in the cultivation and production of tobacco;<br>c) that are considered by the third party data provider(s) used by the Investment Manager to be in violation of the United Nations Global Compact principles or the Organisation for Economic Cooperation and Development Guidelines for Multinational Enterprises;<br>d) that derive 1% or more of their revenues from exploration, mining, extraction, distribution or refining of hard coal and lignite;<br>e) that derive 10% or more of their revenues from the exploration, extraction, distribution or refining of oil fuels;<br>f) that derive 50% or more of their revenues from the exploration, extraction, manufacturing or distribution of gaseous fuels; and<br>g) that derive 50% or more of their revenues from electricity generation with a GHG intensity of more than 100g CO2 e/kWh.<br>In addition to the PAB Exclusions, the Sub-Fund's exclusion framework screens out issuers with products or within industries that are considered by the Investment Manager to be unsustainable or associated with significant environmental or social risks. Currently, issuers and/or bonds are automatically eliminated from investment consideration if the issuer of that bond derives more than 5% of revenue from alcohol, tobacco, adult entertainment, gambling operations or conventional weapons. Under the Sub-Fund's exclusion framework, the Investment Manager may make exceptions in the case of ESG bonds that support sustainable purposes in line with the Sub-Fund's sustainable investment objective. Any such exception will be considered by the Investment Manager on a case by case basis, carrying out a qualitative and/or quantitative assessment to determine that the issuance is a sustainable investment.<br>The Sub-Fund's exclusion framework may be updated from time to time. |

| Name of Sub-Fund | Sustainable Asia Bond Fund |
|---|---|
| | Where no data is available from the third party data provider(s) regarding compliance with the exclusion framework above, issuers will not be automatically excluded from the Sub-Fund's investment universe provided that they satisfy other sustainability-related quantitative or qualitative analysis the Investment Manager considers relevant.<br><br>The Investment Manager will also assess the principal adverse impacts indicators relevant to the Sub-Fund by means of assessing whether sustainable investments made by the Sub-Fund otherwise cause significant harm to the sustainable investment objective.<br><br>In selecting Sustainable Issuers, the Sub-Fund's investment process combines bottom-up fundamental credit analysis with a ranking process for sustainability attributes, where each potential issuer will be assessed on each category of environmental, social and governance factors, based on the Investment Manager's evaluation of that issuer's performance on and management of such factors. The issuers with the lowest sustainability rankings will be removed from the eligible investment universe.<br><br>The Sub-Fund also applies a positive screen in selecting Sustainable Issuers, which captures issuers that demonstrate strong sustainable practices and/or which enable sustainable practices. The positive screening is quantitative and qualitative driven. Third party data providers' relevant data at company level will be used as primary inputs for the quantitative assessment. Data used can be both products or services related (e.g., revenue contribution from products or services with positive impact), or business practices related (e.g., adoption of carbon emission reduction targets or product safety management program). With regards to the limited data availability, missing data or lack of coverage from raw datapoint sets will be supplemented with company reported information and/or findings from proprietary credit analysis, and/or ESG research for qualitative assessment and the Investment Manager's own analysis of raw industry data (such as publicly available ESG reports, assessment reports or case studies).<br><br>Using the exclusionary framework, removal of issuers with lowest sustainability rankings, and positive screening, the Investment Manager will remove at least 20% of the investment universe.<br><br>Over time issuers' eligibility status with respect to the relevant ESG criteria in the Sub-Fund's stock selection process as described above may change and some issuers who were eligible when purchased by the Sub-Fund may become ineligible. When this occurs, the Investment Manager may engage with issuers to have a constructive dialogue in order to improve factors that lead to ineligibility within the next 90 days. The position in respect of such issuers may be divested at any time or for any reason during this 90-day period.<br><br>The investments of the Sub-Fund may include debt securities that are issued or guaranteed by governments, agencies, supra-nationals and corporate issuers incorporated in Mainland China but which are issued and distributed outside Mainland China. The Sub-Fund may also invest up to 10% of its net assets in RMB-denominated debt securities that are circulated in the CIBM via Bond Connect.<br><br>The Sub-Fund may invest up to 15% of its net assets in the fixed income securities of Sustainable Issuers outside of Asia, and/or cash, cash equivalents and derivatives.<br><br>The Sub-Fund may also invest up to 10% of its net assets in collateralised and/or securitized products such as asset backed securities and mortgage backed securities.<br><br>The Sub-Fund may invest up to 35% of its net assets in debt securities rated below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch) or if unrated, determined to be of comparable quality.<br><br>While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector. Hence, the Sub-Fund may invest more than 30% of its net assets in issuers located in Mainland China.<br><br>The Sub-Fund may invest up to 20% of its net assets in debt instruments with loss-absorption features, including, but not limited to, total loss-absorbing capacity eligible instruments, contingent convertible bonds, certain types of senior non-preferred debt and other similar instruments with write-down or bail-in features related to the issuers' regulatory capital ratio. These instruments may be subject to contingent write-down or contingent conversion to equity on the occurrence of trigger event(s).<br><br>It is not the intention of the Sub-Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade. |

| Name of Sub-Fund | Sustainable Asia Bond Fund |
|---|---|
| | The Sub-Fund pursues an actively managed investment strategy and uses the JP Morgan Screened, Tilted & Reweighted Asia Credit TR USD index as a benchmark for performance comparison purposes only. The Sub-Fund will invest in an unconstrained manner, relative to the benchmark, under normal market conditions and has the discretion to invest in securities not included in the benchmark. From time to time, depending on market conditions and forward-looking expectations, the Sub-Fund's investment strategy may invest in a universe of securities that are similar to that of the constituents of and, as a result, have characteristics similar to the benchmark. |
| **Specific Risk Factors** | a) ***Sustainable Investing Risk:*** The Investment Manager believes that sustainability helps to drive financial value. The ability to create financial value is impacted by the health of our natural environment and the strength of the social infrastructure in our communities. As such, the Investment Manager believes that ESG analysis is integral to understanding the true value of an investment. However, since the Sub-Fund invests primarily in issuers demonstrating particular sustainability characteristics, this carries the risk that, under certain market conditions, the Sub-Fund may underperform funds that do not utilize a sustainable investment strategy. The application of sustainable investment principles may affect the Sub-Fund's exposure to certain sectors or types of investments and may impact the Sub-Fund's relative investment performance depending on whether such sectors or investments are in or out of favor in the market. The securities held by the Sub-Fund may be subject to the risk that they no longer meet the Sub-Fund's sustainability and ESG criteria after investment. The Sub-Fund may need to dispose of such securities when it may be disadvantageous to do so. This may lead to a fall in the net asset value of the Sub-Fund. In evaluating an issuer, the Investment Manager may rely on information and data provided by third party data provider(s), which may be incomplete, inaccurate, inconsistent or unavailable. As a result, the Investment Manager may incorrectly assess an issuer's sustainability characteristics.<br><br>Successful application of the Sub-Fund's sustainable investment strategy will depend on the Investment Manager's skill in properly identifying and analyzing material sustainability issues. Sustainability factors may be evaluated differently by different managers, and may mean different things to different people. However, overall, the Investment Manager considers that sustainable investing and the integration of sustainability risks in the decision making process is an important element in determining long term financial performance outcomes and can be an effective risk mitigation technique. Consequently, the Investment Manager considers, for the purposes of Article 6(1)(b) of SFDR and also considering both the investment strategy of the Sub-Fund and the "Sustainability Policy Risk" below, that the likely impact of sustainability risks on the financial performance of the Sub-Fund is effectively managed. However, there is no guarantee that the integration of sustainability risks into the investment decision making process will either negate the impact of any such risk materialising or that it will ensure better returns in the longer term.<br><br>b) ***Sustainability Policy Risk:*** The Sub-Fund's sustainable investment policy could cause it to perform differently compared to similar funds that do not have such a policy. The exclusionary criteria related to this policy may result in the Sub-Fund forgoing opportunities to buy certain securities when it might otherwise be advantageous to do so, or selling securities for sustainability reasons when it might be otherwise disadvantageous for it to do so. The Sub-Fund will vote proxies in a manner that is consistent with its sustainability criteria, which may not always be consistent with maximizing short-term performance of the issuer.<br><br>In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Mainland China Investment Risks<br>• Mainland China Tax Risks<br>• Risks Associated with Investments via the Bond Connect<br>• Emerging Markets Risks<br>• Currency Risks (including RMB Currency and Conversion Risks)<br>• Liquidity and Volatility Risks<br>• Rating of Investment Risk<br>• Taxation Risk<br>• FDI Risks<br>• Risks associated with investments in debt instruments with loss-absorption features (including Contingent Convertible Securities)<br>• Bond Funds |

| Name of Sub-Fund | Sustainable Asia Bond Fund |
|---|---|
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (Hong Kong) Limited which is regulated by the SFC in Hong Kong.<br><br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br><br>The Sub-Investment Manager of the Sub-Fund is Manulife Investment Management (Singapore) Pte. Ltd., which is regulated by the Monetary Authority of Singapore.<br><br>A sub-investment management agreement has been entered into by the Investment Manager and the Sub-Investment Manager on 31 July 2020 (as may be amended from time to time), under which the Sub-Investment Manager has agreed to provide sub-investment management services in respect of the Sub-Fund. |

**Classes available for investment/Management Fee**

| **Classes** | **AA Acc** | **AA (HKD) Acc** | **AA (AUD Hedged Acc)** | **AA (SGD Hedged) Acc** | **AA (USD) MDIST (G)** | **AA (HKD) MDIST (G)** |
|---|---|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% |
| **Classes** | **AA (AUD Hedged) MDIST (G)** | **AA (SGD Hedged) MDIST (G)** | **AA (GBP Hedged) MDIST (G)** | **AA (RMB Hedged) MDIST (G)** | **I Acc** | **I (EUR Hedged) Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.00% | 1.00% | 1.00% | 1.00% | 0.55% | 0.55% |
| **Classes** | **I3 Acc** | **I3 (SGD Hedged) Acc** | **I5 Acc** | **I5 (GBP Hedged) Acc** | **I5 (EUR Hedged) Acc** | **I5 (CHF Hedged) Acc** |
| **Management Fee (as a % p.a. of the NAV)** | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity | 0.55% | 0.55% | 0.55% | 0.55% |
| **Classes** | **I6 Acc** | **I6 (GBP Hedged) Acc** | **I6 (EUR Hedged) Acc** | **I6 (CHF Hedged) Acc** | **I6 (AUD Hedged) Acc** | **I6 (SGD Hedged) Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 0.55% | 0.55% | 0.55% | 0.55% | 0.55% | 0.55% |
| **Classes** | **R (HKD) MDIST (G)** | | | **R (USD) MDIST (G)** | | |
| **Management Fee (as a % p.a. of the NAV)** | 1.00% | | | 1.00% | | |

| Name of Sub-Fund | Sustainable Asia Bond Fund |
|---|---|
| **Formation Expenses** | Formation expenses of Class AA Acc, AA (USD) MDIST (G), AA (AUD Hedged) MDIST (G), AA (SGD Hedged) MDIST (G), I Acc, I (EUR Hedged) Acc and I3 Acc of Sustainable Asia Bond Fund amounted to approximately US$8,000 and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses for Class I5 (GBP) Acc, I5 (EUR) Acc, I5 (CHF) Acc, I6 (GBP) Acc, I6 (EUR) Acc and I6 (CHF) Acc of the Asia Pacific REIT Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Healthcare Fund, India Equity Fund, Sustainable Asia Equity Fund and U.S. Equity Fund, I5 (GBP Hedged) Acc, I5 (EUR Hedged) Acc, I5 (CHF Hedged) Acc, I6 (GBP Hedged) Acc, I6 (EUR Hedged) Acc and I6 (CHF Hedged) Acc of the Asia Total Return Fund, Global Multi-Asset Diversified Income Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund and USD Income Fund and Class I5 Acc and I6 Acc of the Asia Pacific REIT Fund, Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global Multi-Asset Diversified Income Fund, Healthcare Fund, India Equity Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund, Sustainable Asia Equity Fund, USD Income Fund and U.S. Equity Fund amounted to approximately US$6,500 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class AA Acc, AA (HKD) Acc, AA (SGD) Acc, AA (SGD Hedged) Acc and AA (RMB Hedged) Acc of Dynamic Leaders Fund, Class AA (SGD Hedged) Acc and Class AA (SGD Hedged) MDIST (G) of USD Income Fund, and Class R (HKD) MDIST (G) and R (USD) MDIST (G) of Asian High Yield Fund, Diversified Real Asset Fund, Investment Grade Preferred Securities Income Fund and Sustainable Asia Bond Fund amounted to approximately US$9,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. |

| Name of Sub-Fund | USD Income Fund |
|---|---|
| **Fund Type** | Bond Fund |
| **Investment Objective** | The investment objective of the USD Income Fund is to achieve income generation. |
| **Investment Policy** | The Sub-Fund will invest at least 70% of its net assets in fixed income securities and fixed income related securities denominated in U.S. Dollar of issuers globally. In meeting its investment objective, the Sub-Fund may invest more than 30% of its net assets in issuers located in the United States.<br><br>Such fixed income securities and fixed income related securities include but are not limited to bonds (including subordinated debt securities, Agency MBS (up to 50% of the Sub-Fund's net assets), inflation-linked and conventional convertible bonds), floating rate securities, commercial paper, short term bills, certificate of deposits and negotiated term deposits, and may be issued by governments, agencies, supra-nationals and corporate issuers. The Sub-Fund will seek to maintain an average credit rating of investment grade (i.e. Baa3 or higher by Moody's or BBB- or higher by Standard & Poor's or Fitch).<br><br>The remainder of the Sub-Fund's assets may be invested in cash and/or cash-equivalents and/or equity and equity-related securities. Equity and equity-related securities may include common stocks, preferred stocks, depositary receipts and real estate investment trusts ("**REITs**").<br><br>The Sub-Fund may invest up to 50% of its net assets in higher-yielding debt securities rated lower than investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch) or if unrated*, determined to be of comparable quality.<br><br>The Sub-Fund may invest up to 20% of its net assets in securitized and/or collateralized instruments, including non-Agency Residential Mortgage-Backed Securities ("**RMBS**"), CMBS, CMO, ABS, pass-through securities, Collateralized Debt Obligations ("**CDO**") and Collateralized Loan Obligations ("**CLO**"). For the avoidance of doubt, Agency MBS is not subject to the above 20% limit.<br><br>While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector.<br><br>The Sub-Fund may invest up to 20% of its net assets in debt instruments with loss-absorption features, including, but not limited to, total loss-absorbing capacity eligible instruments, contingent convertible bonds, certain types of senior non-preferred debt and other similar instruments with write-down or bail-in features related to the issuers' regulatory capital ratio. These instruments may be subject to contingent write-down or contingent conversion to equity on the occurrence of trigger event(s).<br><br>It is not the intention of the Sub-Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).<br><br>In times of extreme market volatility or during severe adverse market conditions, the Sub-Fund may temporarily hold a substantial portion (up to 50%) of the Sub-Fund's net assets in cash or cash equivalents, or invest in short-term money market instruments, to preserve the value of the assets in the investment portfolio of the Sub-Fund.<br><br>The Sub-Fund pursues an actively managed investment strategy and uses the Bloomberg US Aggregate Bond TR USD index as a benchmark for performance comparison purposes only. The Investment Manager will invest in an unconstrained manner, relative to the benchmark, under normal market conditions and has the discretion to invest in securities not included in the benchmark. From time to time, depending on market conditions and the Investment Manager's forward-looking expectations, the Sub-Fund's investment strategy may invest in a universe of securities that are similar to that of the constituents of and, as a result, have characteristics similar to the benchmark.<br><br>* For the purpose of this Sub-Fund, "unrated" debt securities refer to debt securities which neither the securities nor their issuer has a credit rating. |

| Name of Sub-Fund | USD Income Fund |
|---|---|
| **Specific Risk Factors** | (a) ***Geographical Concentration Risk:*** The concentration of the Sub-Fund's investments in securities of issuers related to the United States may result in greater volatility than portfolios which comprise broad-based global investments. The value of the Sub-Fund may be more susceptible to adverse events in that region.<br><br>In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Liquidity and Volatility Risks<br>• Rating of Investment Risk<br>• Taxation Risk<br>• FDI Risks<br>• Risks associated with investments in debt instruments with loss-absorption features (including Contingent Convertible Securities)<br>• Bond Funds<br>• Subordinated Debt Risks<br>• Convertible Securities Risks |
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (US) LLC, which is regulated by the SEC in the U.S.<br><br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br><br>There is no Sub-Investment Manager appointed for this Sub-Fund. |

| Name of Sub-Fund | USD Income Fund | | | | | | |
|---|---|---|---|---|---|---|---|
| **Classes available for investment/Management Fee** | | | | | | | |
| **Classes** | **AA** | **AA Acc** | **AA (AUD Hedged)** | **AA (CAD Hedged)** | **AA (HKD)** | **AA (SGD Hedged) Acc** | **AA Inc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% |
| **Classes** | **AA (AUD Hedged) Inc** | **AA (CAD Hedged) Inc** | **AA (HKD) Inc** | **AA (AUD Hedged) MDIST (G)** | **AA (CAD Hedged) MDIST (G)** | **AA (EUR Hedged) MDIST (G)** | **AA (GBP Hedged) MDIST (G)** |
| **Management Fee (as a % p.a. of the NAV)** | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% |
| **Classes** | **AA (HKD) MDIST (G)** | **AA (JPY Hedged) MDIST (G)** | **AA (NZD Hedged) MDIST (G)** | **AA (RMB Hedged) MDIST (G)** | **AA (SGD Hedged) MDIST (G)** | **AA (USD) MDIST (G)** | **I** |
| **Management Fee (as a % p.a. of the NAV)** | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 1.00% | 0.50% |
| **Classes** | **I3** | **I Acc** | **I3 Acc** | **I3 Inc** | **I5 Acc** | **I5 (GBP Hedged) Acc** | **I5 (EUR Hedged) Acc** |
| **Management Fee (as a % p.a. of the NAV)** | To be separately agreed with the relevant Manulife Entity | 0.50% | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity | 0.50% | 0.50% | 0.50% |

| **Classes** | **I5 (CHF Hedged) Acc** | **I6 Acc** | **I6 (GBP Hedged) Acc** | **I6 (EUR Hedged) Acc** | **I6 (CHF Hedged) Acc** |
|---|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 0.50% | 0.50% | 0.50% | 0.50% | 0.50% |

| **Classes** | **R (USD) MDIST (G)** | **R (HKD) MDIST (G)** |
|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 1.00% | 1.00% |

| Name of Sub-Fund | USD Income Fund |
|---|---|
| **Formation Expenses** | Formation expenses shall be borne by the Company for the accounts of each of the relevant Sub-Funds in proportion to their respective Net Asset Values.<br><br>Formation expenses of Class I amounted to approximately US$1,000 in aggregate and are amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses of Class AA (AUD Hedged), AA (CAD Hedged), AA (HKD), AA (AUD Hedged) Inc, AA (CAD Hedged) Inc, AA (HKD) Inc of the Asian Small Cap Equity Fund, Global REIT Fund, U.S. Equity Fund, Asia Total Return Fund, USD Income Fund and U.S. Special Opportunities Fund amounted to approximately US$42,000 in aggregate and are amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses of Class AA Inc of Asia Total Return Fund, USD Income Fund and U.S. Special Opportunities Fund amounted to approximately US$6,000 and are amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses for Class I3 of the Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global REIT Fund, Global Semiconductor Opportunities Fund, Healthcare Fund, India Equity Fund, Japan Equity Fund, Sustainable Asia Equity Fund, USD Income Fund, U.S. Equity Fund and U.S. Special Opportunities Fund amounted to approximately US$19,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses for Class I5 (GBP) Acc, I5 (EUR) Acc, I5 (CHF) Acc, I6 (GBP) Acc, I6 (EUR) Acc and I6 (CHF) Acc of the Asia Pacific REIT Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Healthcare Fund, India Equity Fund, Sustainable Asia Equity Fund and U.S. Equity Fund, I5 (GBP Hedged) Acc, I5 (EUR Hedged) Acc, I5 (CHF Hedged) Acc, I6 (GBP Hedged) Acc, I6 (EUR Hedged) Acc and I6 (CHF Hedged) Acc of the Asia Total Return Fund, Global Multi-Asset Diversified Income Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund and USD Income Fund and Class I5 Acc and I6 Acc of the Asia Pacific REIT Fund, Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global Multi-Asset Diversified Income Fund, Healthcare Fund, India Equity Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund, Sustainable Asia Equity Fund, USD Income Fund and U.S. Equity Fund amounted to approximately US$6,500 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses for Class R (USD) MDIST (G) and R (HKD) MDIST (G) of the Asia Total Return Fund and USD Income Fund amounted to approximately US$12,500 in aggregate and will be amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class AA Acc, AA (HKD) Acc, AA (SGD) Acc, AA (SGD Hedged) Acc and AA (RMB Hedged) Acc of Dynamic Leaders Fund, Class AA (SGD Hedged) Acc and Class AA (SGD Hedged) MDIST (G) of USD Income Fund, and Class R (HKD) MDIST (G) and R (USD) MDIST (G) of Asian High Yield Fund, Diversified Real Asset Fund, Investment Grade Preferred Securities Income Fund and Sustainable Asia Bond Fund amounted to approximately US$9,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses for Class I3 Inc of the Sub-Fund amounted to approximately US$3,000 and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses for Class AA (AUD Hedged) MDIST (G), AA (CAD Hedged) MDIST (G), AA (EUR Hedged) MDIST (G), AA (GBP Hedged) MDIST (G), AA (JPY Hedged) MDIST (G), AA (NZD Hedged) MDIST (G), and AA (RMB Hedged) MDIST (G) of the Sub-Fund amounted to approximately US$8,000 and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. |

| Name of Sub-Fund | U.S. Special Opportunities Fund |
|---|---|
| **Fund Type** | Bond Fund |
| **Investment Objective** | U.S. Special Opportunities Fund has, as its primary objective, the maximisation of total returns from a combination of current income and capital appreciation. To pursue this objective, the Sub-Fund will invest at least 70% of its net assets and up to 100% of its net assets in U.S. and non-U.S. fixed-income securities rated BB+ by Standard & Poor's or Fitch or Ba1 by Moody's or lower (i.e. below investment grade) and their unrated equivalents. Such fixed-income securities may be issued by governments, agencies, supra-nationals and corporate issuers. The Sub-Fund will invest at least 70% of its net assets in issuers located in the United States. |
| **Investment Policy** | While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector. The Sub-Fund's investments may be denominated in any currency.<br><br>The Sub-Fund may invest up to 20% of its net assets in debt instruments with loss-absorption features, including, but not limited to, total loss-absorbing capacity eligible instruments, contingent convertible bonds, certain types of senior non-preferred debt and other similar instruments with write-down or bail-in features related to the issuers' regulatory capital ratio. These instruments may be subject to contingent write-down or contingent conversion to equity on the occurrence of trigger event(s).<br><br>It is not the intention of the Sub-Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).<br><br>In times of extreme market volatility or during severe adverse market conditions, the Sub-Fund may temporarily hold a substantial portion (up to 30%) of the Sub-Fund's net assets in cash or cash equivalents, or invest in short-term money market instruments, to preserve the value of the assets in the investment portfolio of the Sub-Fund.<br><br>The Sub-Fund pursues an actively managed investment strategy and uses the ICE/ BofAML US High Yield TR USD index as a benchmark for performance comparison purposes only. The Investment Manager will invest in an unconstrained manner, relative to the benchmark, under normal market conditions and has the discretion to invest in securities not included in the benchmark. From time to time, depending on market conditions and the Investment Manager's forward-looking expectations, the Sub-Fund's investment strategy may invest in a universe of securities that are similar to that of the constituents of and, as a result, have characteristics similar to the benchmark. |
| **Specific Risk Factors** | In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Emerging Markets Risks<br>• Political and Regulatory Risks<br>• Natural Resources Sector Risk<br>• Liquidity and Volatility Risks<br>• Rating of Investment Risk<br>• Taxation Risk<br>• FDI Risks<br>• Risks associated with investments in debt instruments with loss-absorption features (including Contingent Convertible Securities)<br>• Bond Funds |
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (US) LLC, which is regulated by the SEC in the U.S.<br><br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br><br>There is no Sub-Investment Manager appointed for this Sub-Fund. |

| Name of Sub-Fund | U.S. Special Opportunities Fund | | | |
|---|---|---|---|---|
| **Classes available for investment/Management Fee** | | | | |
| **Classes** | **AA** | **AA (AUD Hedged)** | **AA (CAD Hedged)** | **AA (HKD)** |
| **Management Fee (as a % p.a. of the NAV)** | 1.00% | 1.00% | 1.00% | 1.00% |
| **Classes** | **AA Inc** | **AA (AUD Hedged) Inc** | **AA (CAD Hedged) Inc** | **AA (HKD) Inc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.00% | 1.00% | 1.00% | 1.00% |

| **Classes** | **I** | **I2** | **I3** |
|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 0.50% | Up to 0.60% | To be separately agreed with the relevant Manulife Entity |
| **Classes** | **AA Acc** | **I Acc** | **I3 Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.00% | 0.50% | To be separately agreed with the relevant Manulife Entity |

| | |
|---|---|
| **Formation Expenses** | Formation expenses of Class I of the Sub-Fund amounted to approximately US$6,200 and will be amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses shall be borne by the Company for the accounts of each of the relevant Sub-Funds in proportion to their respective Net Asset Values.<br><br>Formation expenses of Class I2 of the Asian Small Cap Equity Fund, India Equity Fund, U.S. Equity Fund, Asia Total Return Fund and U.S. Special Opportunities Fund amounted to approximately US$6,000 in aggregate and are amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses of Class AA (AUD Hedged), AA (CAD Hedged), AA (HKD), AA (AUD Hedged) Inc, AA (CAD Hedged) Inc, AA (HKD) Inc of the Asian Small Cap Equity Fund, Global REIT Fund, U.S. Equity Fund, Asia Total Return Fund, USD Income Fund and U.S. Special Opportunities Fund amounted to approximately US$42,000 in aggregate and are amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses of Class AA Inc of Asia Total Return Fund, USD Income Fund and U.S. Special Opportunities Fund amounted to approximately US$6,000 and are amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses for Class I3 of the Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global REIT Fund, Global Semiconductor Opportunities Fund, Healthcare Fund, India Equity Fund, Japan Equity Fund, Sustainable Asia Equity Fund, USD Income Fund, U.S. Equity Fund and U.S. Special Opportunities Fund amounted to approximately US$19,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. |

| Name of Sub-Fund | Asia Dynamic Income Fund |
|---|---|
| **Fund Type** | Hybrid Fund |
| **Investment Objective** | Asia Dynamic Income Fund aims to achieve income generation by investing primarily in a diversified portfolio of equity, equity-related, fixed income and fixed income-related securities of companies and/or governments (which include agencies and supra-nationals in respect of fixed income and fixed income-related securities) in Asia (including emerging markets from time to time). |
| **Investment Policy** | To meet its objective the Sub-Fund will invest at least 70% of its net assets in equity and equity-related securities (which are listed on any Regulated Market), fixed income and fixed income-related securities of companies and/or governments (which include agencies and supra-nationals in respect of fixed income and fixed income-related securities) located within, incorporated within and/or with significant revenues generated in Asia (including Australia and New Zealand). The remaining assets of the Sub-Fund may be invested in equities, equity-related, fixed income and/or fixed income-related securities of issuers and governments outside of Asia as well as cash and/or cash equivalents.<br><br>Equity and equity-related securities may include common stocks, preferred stocks, depositary receipts and real estate investment trusts ("**REITs**"). The Sub-Fund may also invest up to 10% of its net assets in UCITS (undertaking for collective investment in transferable securities) and UCIs (undertaking for collective investment) in accordance with article 41 (1) (e) of the 2010 Law. Fixed income and fixed income-related securities include but are not limited to bonds (including inflation-linked and conventional convertible bonds), floating rate securities, commercial paper, short-term bills, certificates of deposit and negotiated term deposits, and may be issued or guaranteed by governments, agencies, supra-nationals and companies.<br><br>As part of the above investments, the Sub-Fund may invest up to 70% of its net assets in RMB-denominated debt securities that are listed or traded outside of Mainland China (typically, dim sum bonds) and may also invest less than 20% of its net assets in RMB-denominated debt securities that are circulated in the CIBM via Bond Connect, including up to 10% of its net assets in urban investment bonds, which are debt instruments issued by local government financial vehicles ("**LGFVs**") and circulated in the CIBM. LGFVs are separate legal entities established by local governments and/or their affiliates to raise financing for public welfare investment or infrastructure projects. The Sub-Fund may invest directly in certain China A-Shares listed on the SSE or the SZSE via Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect (collectively, "**Stock Connect**"). In any event where the Sub-Fund invests in China A-Shares, it is expected that the Sub-Fund will not hold more than 20% of its net assets in China A-Shares.<br><br>The Sub-Fund will actively allocate investment between equities and equity-related securities, fixed income and fixed income-related securities and cash and/or cash equivalents to achieve its objective. The asset allocation of the Sub-Fund will change according to the Investment Manager's views of fundamental economic and market conditions and investment trends across Asia and the world, taking into consideration factors such as liquidity, costs, timing of execution, relative attractiveness (considering factors such as valuation and earnings potential) of individual securities and issuers available in the market. The Sub-Fund's expected asset allocation range for each asset class is expected to be the following (as percentage of the Sub-Fund's net assets):<br><br>Asian equities and equity-related securities, including REITs: 30-70%<br><br>Asian fixed income and fixed income-related securities: 30-70%<br><br>Cash and/or cash equivalents: 0-10% (up to 40% during adverse market conditions, as further described below)<br><br>In addition to the Investment Manager's active asset allocation strategy, the Sub-Fund will also perform active security selection and may perform periodic rebalancing for its investments in equities and equity-related securities and fixed income and fixed income-related securities. For the fixed income and fixed income-related securities portfolio, the Sub-Fund intends to focus on securities that will enhance income generation. For the equities/equity-related securities portfolio, the Sub-Fund intends to focus on companies that are able to enhance income generation as well as potentially generate capital growth over the medium to long term.<br><br>The Sub-Fund may invest (up to 70% of its net assets) in debt securities rated below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch) or unrated debt securities. For these purposes, an unrated debt security means a debt security which neither the debt security itself nor its issuer has a credit rating. The Sub-Fund may also invest less than 20% of its net assets in collateralized and/or securitized products, such as asset backed securities and mortgage backed securities. |

| Name of Sub-Fund | Asia Dynamic Income Fund |
|---|---|
| | The Sub-Fund may invest up to 20% of its net assets in debt instruments with loss-absorption features, including, but not limited to, total loss-absorbing capacity eligible instruments, contingent convertible bonds, certain types of senior non-preferred debt and other similar instruments with write-down or bail-in features related to the issuers' regulatory capital ratio. These instruments may be subject to contingent write-down or contingent conversion to equity on the occurrence of trigger event(s).<br><br>It is not the intention of the Sub-Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).<br><br>In times of extreme market volatility or during severe adverse market conditions, the Investment Manager may hold a substantial portion (up to 40%) of the Sub-Fund's assets in cash or cash equivalents, or invest in short-term money market instruments for the preservation of the value of the assets in the investment portfolio.<br><br>While the Sub-Fund will invest in accordance with the above investment objectives and strategies, the Sub-Fund is not subject to any limitation on the portion of its net assets that may be invested in any one country or region or sector and in issuers of any market capitalisation. Given the flexibility available to the Sub-Fund, the Sub-Fund may invest more than 30% of its net assets in issuers located in China, Hong Kong, Singapore and Australia. The Sub-Fund's investments may be denominated in any currency.<br><br>The Sub-Fund does not compare its performance against nor is it managed in reference to any benchmark. It may freely select the securities in which it will invest. |
| **Specific Risk Factors** | (a) ***Risk Relating to Active Asset Allocation Strategy:*** The asset allocation strategy employed by the Sub-Fund may not achieve the desired results under all circumstances and market conditions. The investments of the Sub-Fund may be periodically rebalanced and therefore the Sub-Fund may incur greater transaction costs than a fund with static allocation strategy.<br><br>(b) ***Geographical Concentration Risk:*** The Sub-Fund concentrates its investments in securities of issuers located in Asia (including China, Hong Kong, Singapore and Australia). The concentration of the Sub-Fund's investments in securities of issuers related to Asia (including China, Hong Kong, Singapore and Australia) may result in greater volatility than portfolios which comprise broad-based global investments. The value of the Sub-Fund may be more susceptible to adverse events in those regions.<br><br>In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Mainland China Investment Risks<br>• Mainland China Tax Risks<br>• Risks Associated with Investments via the Stock Connect<br>• Risks Associated with Investments via the Bond Connect<br>• Risks Associated with Investments in "dim sum" bonds<br>• Emerging Markets Risks<br>• Political and Regulatory Risks<br>• Risks Associated with Investment in REITs<br>• Currency Risks (including RMB Currency and Conversion Risks)<br>• Liquidity and Volatility Risks<br>• Rating of Investment Risk<br>• Taxation Risk<br>• FDI Risks<br>• Convertible Securities Risks<br>• Risks associated with investments in debt instruments with loss-absorption features (including Contingent Convertible Securities)<br>• Bond Funds<br>• Small-Cap/Mid-Cap Risks |

| Name of Sub-Fund | Asia Dynamic Income Fund |
|---|---|
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (Hong Kong) Limited which is regulated by the SFC in Hong Kong.<br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br>There is no Sub-Investment Manager appointed for this Sub-Fund. |

**Classes available for investment/Management Fee**

| **Classes** | **AA Acc** | **AA (USD) MDIST (G)** | **AA (HKD) MDIST (G)** | **AA (AUD Hedged) MDIST (G)** | **AA (SGD Hedged) MDIST (G)** |
|---|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **Classes** | **AA (RMB Hedged) MDIST (G)** | **AA (GBP Hedged) MDIST (G)** | **I Acc** | **I3 Acc** | **I5 Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 0.80% | To be separately agreed with the relevant Manulife Entity | 0.80% |
| **Classes** | **I5 (EUR) Acc** | **I5 (GBP) Acc** | **I5 (CHF) Acc** | **I6 Acc** | **I6 (EUR) Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 0.80% | 0.80% | 0.80% | 0.80% | 0.80% |

| **Classes** | **I6 (GBP) Acc** | **I6 (CHF) Acc** | **R (HKD) MDIST (G)** | **R (USD) MDIST (G)** |
|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 0.80% | 0.80% | 1.50% | 1.50% |

| | |
|---|---|
| **Formation Expenses** | Formation expenses of Class AA Acc, AA (USD) MDIST (G), AA (HKD) MDIST (G), AA (AUD Hedged) MDIST (G), AA (SGD Hedged) MDIST (G), AA (RMB Hedged) MDIST (G), AA (GBP Hedged) MDIST (G), I Acc and I3 Acc Shares of the Sub-Fund amounted to approximately US$32,000 and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. |

| Name of Sub-Fund | Diversified Real Asset Fund |
|---|---|
| **Fund Type** | Hybrid Fund |
| **Investment Objective** | The Sub-Fund aims to maximize inflation-adjusted return (primarily relative to U.S. inflation) and generate income over the long term by investing primarily in a diversified portfolio of securities issued by companies operating within or generating a significant portion of their revenues from the sourcing, development, processing and/or management of real assets. |
| **Investment Policy** | To meet its objective, the Sub-Fund will invest at least 70% of its net assets in the transferable equity, equity related, fixed income and/or fixed income related securities of companies with significant business interests in real asset-related sectors and industries. Such real asset-related sectors and industries include, but are not limited to, real estate, infrastructure, energy, materials, metals and mining, timber, water, agriculture and commodities. The companies in question may be located, listed or traded in any country, including the emerging markets, and may be of any market capitalization.<br><br>The remaining assets of the Sub-Fund may be invested in inflation-linked fixed income and/or fixed income related securities issued by any government entity or company globally and cash and/or cash equivalents.<br><br>Equity and equity-related securities may include common stocks, preferred stocks, convertible securities (including convertible bonds and/or debentures) which may be converted into such equity instruments, depositary receipts and real estate investment trusts ("**REITs**"). The Sub-Fund may invest 30% or more of its net assets in REITs.<br><br>Fixed income and fixed income related securities include but are not limited to bonds, commercial paper, short-term bills, certificate of deposits and negotiated term deposits, and may be issued by governments, agencies, supra-nationals and corporate issuers.<br><br>The asset allocation of the Sub-Fund will change according to the Co-Investment Managers' views of fundamental economic and market conditions and investment trends across the world, taking into consideration factors such as liquidity, costs, timing of execution, relative attractiveness of individual securities and issuers available in the market.<br><br>While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector and in issuers of any market capitalisation. Hence, the Sub-Fund may invest more than 30% of its net assets in issuers located in the United States. The Sub-Fund's investments may be denominated in any currency.<br><br>The Sub-Fund will invest less than 30% of its net assets in fixed income and fixed income related securities rated lower than investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch) or if unrated, determined to be of comparable quality. For the purpose of this Sub-Fund, "unrated" debt securities refer to debt securities which neither the securities nor their issuers have a credit rating.<br><br>The Sub-Fund may also invest directly in certain China A-Shares listed on the SSE or the SZSE via Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect respectively (collectively, "**Stock Connect**"). In any event where the Sub-Fund invests in China A-Shares, it is expected that the Sub-Fund will hold less than 30% of its net assets in China A-Shares. The Sub-Fund may also invest up to 10% of its net assets in fixed income securities, denominated in any currency, that are circulated in the CIBM via Bond Connect.<br><br>It is not the intention of the Sub-Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).<br><br>In times of extreme market volatility or during severe adverse market conditions, the Co-Investment Managers may temporarily hold a substantial portion (up to 40%) of the Sub-Fund's assets in cash or cash equivalents, or invest in short-term money market instruments for the preservation of the value of the assets in the investment portfolio.<br><br>The Sub-Fund does not compare its performance against nor is it managed in reference to any benchmark. It may freely select the securities in which it will invest. |

| Name of Sub-Fund | Diversified Real Asset Fund |
|---|---|
| **Specific Risk Factors** | (a) ***Risk Relating to Active Asset Allocation Strategy:*** The performance of the Sub-Fund is partially dependent on the success of the asset allocation strategy employed by the Sub-Fund, which may not achieve the desired results under all circumstances and market conditions. The asset allocation and the underlying investments of the Sub-Fund may from time to time vary based on the Co-Investment Managers' market outlook, and as a result the Sub-Fund may incur greater or lesser transaction costs than a fund with static allocation strategy.<br><br>(b) ***Risk Relating to Real Assets:*** The Sub-Fund invests in securities which are related to real assets and will be subject to specific risks linked to a variety of factors, including local, regional and national economic conditions, interest rates, tax considerations and factors affecting the real asset-related sectors and industries and/or a particular commodity. Such securities are in turn affected by the performance of real assets markets whose performance may show little correlation to equity and fixed income markets. There is a risk that the Sub-Fund investing in real asset-related securities may perform poorly in an otherwise favourable economic environment.<br><br>(c) ***Concentration Risk:*** The Sub-Fund's investments are concentrated in real asset-related sectors and industries, and may also concentrate in securities of issuers related to the United States. The value of the Sub-Fund may be more volatile than that of a fund having a more diverse portfolio of investments, and may be more susceptible to adverse events in, or affecting, such sectors and geographical region.<br><br>In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Emerging Markets Risks<br>• Political and Regulatory Risks<br>• Risks Associated with Investment in REITs<br>• Currency Risks (including RMB Currency and Conversion Risks and RMB Class(es) related Risk)<br>• Liquidity and Volatility Risks<br>• Small-Cap/Mid-Cap Risks<br>• Rating of Investment Risk<br>• Bond Funds<br>• Convertible Securities Risks<br>• Mainland China Investment Risks<br>• Mainland China Tax Risks<br>• Risks Associated with Investments via the Stock Connect<br>• Risks Associated with Investments via the Bond Connect<br>• Taxation Risk<br>• FDI Risks |
| **Investment Manager/ Sub-Investment Manager** | The Co-Investment Managers of the Sub-Fund are Manulife Investment Management (Hong Kong) Limited, which is regulated by the SFC in Hong Kong, and Manulife Investment Management (US) LLC, which is regulated by the SEC in the U.S.<br><br>Pursuant to a co-investment management agreement dated 15 June 2023 among the Company, the Management Company and the Co-Investment Managers (as may be amended from time to time), the Co-Investment Managers have agreed to provide investment management services in respect of the Sub-Fund.<br><br>The Sub-Investment Manager of the Sub-Fund is Manulife Investment Management Limited, which is regulated by the Ontario Securities Commission in Canada.<br><br>A sub-investment management agreement has been entered into by the Co-Investment Managers, and Manulife Investment Management Limited on 15 June 2023 (as may be amended from time to time), under which Manulife Investment Management Limited have agreed to provide sub-investment management services in respect of the Sub-Fund. |

| Name of Sub-Fund | Diversified Real Asset Fund | | | | |
|---|---|---|---|---|---|
| **Classes available for investment/Management Fee** | | | | | |
| **Classes** | **AA Acc** | **AA (AUD Hedged) Acc** | **AA (GBP Hedged) Acc** | **AA (HKD) Acc** | **AA (RMB Hedged) Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.25% | 1.25% | 1.25% | 1.25% | 1.25% |
| **Classes** | **AA (SGD) Acc** | **AA (SGD Hedged) Acc** | **AA (AUD Hedged) MDIST (G)** | **AA (GBP Hedged) MDIST (G)** | **AA (HKD) MDIST (G)** |
| **Management Fee (as a % p.a. of the NAV)** | 1.25% | 1.25% | 1.25% | 1.25% | 1.25% |
| **Classes** | **AA (RMB Hedged) MDIST (G)** | **AA (SGD) MDIST (G)** | **AA (SGD Hedged) MDIST (G)** | **AA (USD) MDIST (G)** | **I Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.25% | 1.25% | 1.25% | 1.25% | 0.80% |
| **Classes** | **I3 Acc** | **I3 Inc** | **I5 Acc** | **I5 (CHF) Acc** | **I5 (EUR) Acc** |
| **Management Fee (as a % p.a. of the NAV)** | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity | 0.80% | 0.80% | 0.80% |
| **Classes** | **I5 (GBP) Acc** | **I6 Acc** | **I6 (CHF) Acc** | **I6 (EUR) Acc** | **I6 (GBP) Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 0.80% | 0.80% | 0.80% | 0.80% | 0.80% |
| **Classes** | **R (HKD) MDIST (G)** | | **R (USD) MDIST (G)** | | |
| **Management Fee (as a % p.a. of the NAV)** | 1.25% | | 1.25% | | |
| **Formation Expenses** | Formation expenses of Class AA Acc, AA (AUD Hedged) Acc, AA (GBP Hedged) Acc, AA (HKD) Acc, AA (RMB Hedged) Acc, AA (SGD) Acc, AA (SGD Hedged) Acc, AA (AUD Hedged) MDIST (G), AA (GBP Hedged) MDIST (G), AA (HKD) MDIST (G), AA (RMB Hedged) MDIST (G), AA (SGD) MDIST (G), AA (SGD Hedged) MDIST (G), AA (USD) MDIST (G), I Acc, I3 Acc, I3 Inc, I5 Acc, I5 (CHF) Acc, I5 (EUR) Acc, I5 (GBP) Acc, I6 Acc, I6 (CHF) Acc, I6 (EUR) Acc and I6 (GBP) Acc of the Sub-Fund amounted to approximately US$12,000 in aggregate and will be amortised over a 5-year period commencing from the inception date.<br><br>Formation expenses of Class AA Acc, AA (HKD) Acc, AA (SGD) Acc, AA (SGD Hedged) Acc and AA (RMB Hedged) Acc of Dynamic Leaders Fund, Class AA (SGD Hedged) Acc and Class AA (SGD Hedged) MDIST (G) of USD Income Fund, and Class R (HKD) MDIST (G) and R (USD) MDIST (G) of Asian High Yield Fund, Diversified Real Asset Fund, Investment Grade Preferred Securities Income Fund and Sustainable Asia Bond Fund amounted to approximately US$9,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. | | | | |

| Name of Sub-Fund | Global Multi-Asset Diversified Income Fund |
|---|---|
| **Fund Type** | Hybrid Fund |
| **Investment Objective** | Global Multi-Asset Diversified Income Fund aims to achieve income generation by investing primarily in a diversified portfolio of equity, equity-related, fixed income and fixed income-related securities of companies and/or governments (which include agencies and supra-nationals in respect of fixed income and fixed income-related securities) globally (including emerging markets from time to time). |
| **Investment Policy** | To meet its objective the Sub-Fund will invest at least 70% of its net assets in equity and equity-related securities (which are listed on any Regulated Market), fixed income and fixed income-related securities of companies and/or governments (which include agencies and supra-nationals in respect of fixed income and fixed income-related securities) located across the globe. The remaining assets of the Sub-Fund may be invested in cash and/or cash equivalents.<br><br>Equity and equity-related securities may include common stocks, preferred stocks, depositary receipts and listed closed- ended real estate investment trusts ("REITs"). The Sub-Fund may also invest up to 10% of its net assets in UCITS (undertaking for collective investment in transferable securities) and UCIs (undertaking for collective investment) in accordance with article 41 (1)(e) of the 2010 Law. Fixed income and fixed income-related securities include but are not limited to bonds (including inflation-linked and convertible bonds), floating rate securities, commercial paper, short-term bills, certificate of deposits and negotiated term deposits, and may be issued by governments, agencies, supra-nationals and companies.<br><br>The Sub-Fund will actively allocate investment between equities and equity-related securities, fixed income and fixed income-related securities and cash and cash equivalents to achieve its objective. The asset allocation of the Sub-Fund will change according to the Investment Manager's views of fundamental economic and market conditions and investment trends across the world, taking into consideration factors such as liquidity, costs, timing, relative attractiveness of individual securities and issuers available in the market. The Sub-Fund's expected asset allocation range for each asset class is expected to be the following (as percentage of the Sub-Fund's net assets):<br><br>Global equities and equity-related securities: 10-90%<br><br>Global fixed Income and fixed income-related securities: 10-90%<br><br>Cash and/or cash equivalents: 0-30%<br><br>In addition to the Investment Manager's active asset allocation strategy, the Sub-Fund will also perform active security selection for its investments in equities and equity-related securities and fixed income and fixed income-related securities. For the fixed income and fixed income-related securities portfolio, the Sub-Fund intends to focus on securities that will enhance income generation. For the equities/equity-related securities portfolio, the Sub-Fund intends to focus on companies that are able to enhance income generation as well as potentially generate capital growth over the medium to long term.<br><br>The Sub-Fund may invest (up to 90% of its net assets) in higher-yielding debt securities rated below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch) or unrated debt securities. For these purposes, an unrated debt security means a debt security which neither the debt security itself nor its issuer has a credit rating. The Sub-Fund may also invest up to 20% of its net assets in collateralized and/or securitized products, such as asset backed securities, mortgage backed securities and collateralised loan obligations.<br><br>The Sub-Fund may invest up to 5% of its net assets in debt instruments with loss-absorption features, including, but not limited to, total loss-absorbing capacity eligible instruments, contingent convertible bonds, certain types of senior non-preferred debt and other similar instruments with write-down or bail-in features related to the issuers' regulatory capital ratio. These instruments may be subject to contingent write-down or contingent conversion to equity on the occurrence of trigger event(s).<br><br>It is not the intention of the Sub-Fund to invest more than 10% of its net assets in higher-yielding securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).<br><br>In times of extreme market volatility or during severe adverse market conditions, the Investment Manager may hold a substantial portion (up to 40%) of the Sub-Fund's assets in cash or cash equivalents, or invest in short-term money market instruments for the preservation of the value of the assets in the investment portfolio. |

| Name of Sub-Fund | Global Multi-Asset Diversified Income Fund |
|---|---|
| | While the Sub-Fund will invest in accordance with the above investment objectives and strategies, the Sub-Fund is not subject to any limitation on the portion of its net assets that may be invested in any one country or region and in issuers of any market capitalisation. Given the flexibility available to the Sub-Fund, the Sub-Fund may invest more than 30% of its net assets in issuers located in the United States. The Sub-Fund's investments may be denominated in any currency.<br><br>The Sub-Fund does not compare its performance against nor is it managed in reference to any benchmark. It may freely select the securities in which it will invest. |
| **Specific Risk Factors** | (a) ***Risk Relating to Active Asset Allocation Strategy:*** The performance of the Sub-Fund is partially dependent on the success of the asset allocation strategy employed by the Sub-Fund, which may not achieve the desired results under all circumstances and market conditions. The asset allocation and the underlying investments of the Sub-Fund may from time to time vary based on the Investment Manager's market outlook, and as a result the Sub-Fund may incur greater or lesser transaction costs than a fund with static allocation strategy.<br><br>In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Emerging Markets Risks<br>• Political and Regulatory Risks<br>• Currency Risks<br>• Liquidity and Volatility Risks<br>• Rating of Investment Risk<br>• Taxation Risk<br>• FDI Risks<br>• Risks associated with investments in debt instruments with loss-absorption features (including Contingent Convertible Securities)<br>• Bond Funds |
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (US) LLC, which is regulated by the SEC in the U.S.<br><br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br><br>The Co-Sub-Investment Managers of the Sub-Fund are Manulife Investment Management (Hong Kong) Limited, which is regulated by the SFC in Hong Kong, and Manulife Investment Management (Europe) Limited, which is regulated by the FCA in the United Kingdom.<br><br>A co-sub-investment management agreement has been entered into by the Investment Manager, Manulife Investment Management (Hong Kong) Limited and Manulife Investment Management (Europe) Limited on 20 November 2020 (as may be amended from time to time), under which Manulife Investment Management (Hong Kong) Limited and Manulife Investment Management (Europe) Limited have agreed to provide sub-investment management services in respect of the Sub-Fund. |

| Name of Sub-Fund | Global Multi-Asset Diversified Income Fund | | | | | |
|---|---|---|---|---|---|---|
| **Classes available for investment/Management Fee** | | | | | | |
| **Classes** | **AA Acc** | **AA** | **AA (HKD)** | **AA Inc** | **AA (AUD Hedged) Inc** | **AA (CAD Hedged) Inc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **Classes** | **AA (HKD) Inc** | **AA (SGD Hedged) Inc** | **AA (AUD Hedged) MDIST (G)** | **AA (CAD Hedged) MDIST (G)** | **AA (GBP Hedged) MDIST (G)** | **AA (HKD) MDIST (G)** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **Classes** | **AA (JPY Hedged) MDIST (G)** | **AA (NZD) Hedged MDIST (G)** | **AA (RMB Hedged) MDIST (G)** | **AA (SGD Hedged) MDIST (G)** | **AA (USD) MDIST (G)** | **R (HKD) MDIST (G)** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **Classes** | **R (USD) MDIST (G)** | **F (AUD Hedged) MDIST (G)** | **F (CAD Hedged) MDIST (G)** | **F (GBP Hedged) MDIST (G)** | **F (HKD) MDIST (G)** | **F (JPY Hedged) MDIST (G)** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% | 1.50% |
| **Classes** | **F (NZD Hedged) MDIST (G)** | **F (RMB Hedged) MDIST (G)** | **F (USD) MDIST (G)** | **I Acc** | **I** | **I3 Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.50% | 1.50% | 1.50% | 0.80% | 0.80% | To be separately agreed with the relevant Manulife Entity |
| **Classes** | **I3 (SGD) Acc** | **I3** | **I3 Inc** | **I3 MDIST (G)** | **I5 Acc** | **I5 (CHF Hedged) Acc** |
| **Management Fee (as a % p.a. of the NAV)** | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity | 0.80% | 0.80% |
| **Classes** | **I5 (EUR Hedged) Acc** | | **I5 (GBP Hedged) Acc** | | **I6 Acc** | |
| **Management Fee (as a % p.a. of the NAV)** | 0.80% | | 0.80% | | 0.80% | |
| **Classes** | **I6 (CHF Hedged) Acc** | | **I6 (EUR Hedged) Acc** | | **I6 (GBP Hedged) Acc** | |
| **Management Fee (as a % p.a. of the NAV)** | 0.80% | | 0.80% | | 0.80% | |

| Name of Sub-Fund | Global Multi-Asset Diversified Income Fund |
|---|---|
| **Formation Expenses** | Formation expenses of Class AA, 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), AA (SGD Hedged) MDIST (G), I, I3, I3 Inc of the Sub-Fund amounted to approximately US$35,000 and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class R (USD) MDIST (G) and R (HKD) MDIST (G) of Asia Pacific REIT Fund, Global Multi-Asset Diversified Income Fund and Preferred Securities Income Fund amounted to approximately US$2,200 and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class AA (RMB Hedged) MDIST (G) and AA (GBP Hedged) MDIST (G) of the Sub-Fund amounted to approximately US$2,500 and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses for Class I5 (GBP) Acc, I5 (EUR) Acc, I5 (CHF) Acc, I6 (GBP) Acc, I6 (EUR) Acc and I6 (CHF) Acc of the Asia Pacific REIT Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Healthcare Fund, India Equity Fund, Sustainable Asia Equity Fund and U.S. Equity Fund, I5 (GBP Hedged) Acc, I5 (EUR Hedged) Acc, I5 (CHF Hedged) Acc, I6 (GBP Hedged) Acc, I6 (EUR Hedged) Acc and I6 (CHF Hedged) Acc of the Asia Total Return Fund, Global Multi-Asset Diversified Income Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund and USD Income Fund and Class I5 Acc and I6 Acc of the Asia Pacific REIT Fund, Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global Multi-Asset Diversified Income Fund, Healthcare Fund, India Equity Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund, Sustainable Asia Equity Fund, USD Income Fund and U.S. Equity Fund amounted to approximately US$6,500 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class I3 MDIST (G) of the Global Multi-Asset Diversified Income Fund amounted to approximately US$3,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class AA (JPY Hedged) MDIST (G) of the Global Multi-Asset Diversified Income Fund and Preferred Securities Income Fund amounted to approximately US$12,500 and will be amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class AA (NZD Hedged) MDIST (G), Class F (HKD) MDIST (G) and F (USD) MDIST (G) of the Global Multi-Asset Diversified Income Fund and Preferred Securities Income Fund amounted to approximately US$20,000 and will be amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. |

| Name of Sub-Fund | Investment Grade Preferred Securities Income Fund |
|---|---|
| **Fund Type** | Hybrid Fund |
| **Investment Objective** | Investment Grade Preferred Securities Income Fund aims to provide income generation with potential long term capital appreciation by investing primarily in preferred securities. |
| **Investment Policy** | Investment Grade Preferred Securities Income Fund will invest at least 70% of its net assets in preferred securities listed or traded on any Regulated Market in the world, which include preferred stocks (including convertible preferred stocks) and subordinated debt securities (including subordinated debt securities that contain convertible features). For avoidance of doubt, the Sub-Fund will invest less than 30% of its net assets in convertible securities, which includes convertible preferred stocks, convertible debt securities and mandatory convertible securities. Also, the Sub-Fund will invest primarily (in any case at least 60% of its net assets) in preferred securities (including preferred stocks and subordinated debt securities) that are rated investment grade (i.e. Baa3 or higher by Moody's or BBB- or higher by Standard & Poor's or Fitch). Such preferred securities may pay fixed rate or adjustable rate dividends or interests and generally have higher priority or ranking than the issuer's common stocks with respect to the payment of dividends and liquidation distributions, but are junior to the issuer's senior debt in the event of the issuer's liquidation and related distributions. The Sub-Fund may invest its remaining assets in other debt securities and cash and cash-equivalents.<br><br>Debt securities include but are not limited to bonds, commercial paper, short-term bills, certificate of deposits and negotiated term deposits, and may be issued by governments, agencies, supra-nationals and corporate issuers.<br><br>While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector and in issuers of any market capitalisation. Hence, the Sub-Fund may invest more than 30% of its net assets in issuers located in the United States. The Sub-Fund's investments may be denominated in any currency.<br><br>The Sub-Fund may invest up to 20% of its net assets in higher-yielding debt securities rated lower than investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch) or if unrated, determined by the Investment Manager to be of comparable quality.<br><br>It is not the intention of the Sub-Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch). Neither does the Sub-Fund currently intend to enter into securities lending, repurchase, reverse repurchase, and similar over-the-counter transactions.<br><br>The Sub-Fund does not compare its performance against nor is it managed in reference to any benchmark. It may freely select the securities in which it will invest. |
| **Specific Risk Factors** | (a) ***Preferred Securities Risk:*** Investment Grade Preferred Securities Income Fund may invest substantially in preferred securities. A preferred security entitles the holder to receive a preferred dividend that is paid or accrued on the preferred security until it matures or is redeemed, or, where applicable, is converted or exchanged. Preferred securities have unique investment characteristics in that they generally: (i) have higher yields than common stocks, but lower yields than comparable debt securities; (ii) are less subject to fluctuation in value than common stock due to their fixed-income characteristics; and (iii) provide the potential for capital appreciation if the market price of common stock of the issuer increases. Preferred securities are therefore subject to factors affecting debt and/or equity, including, without limitation, equity market risk, industry sector risk, geographical concentration risk, interest rate risk, credit risk, liquidity and volatility risk. Preferred securities are also subject to risk of early redemption, risk of deferral in dividend payment and risk of preference not being enforced or otherwise taken into account.<br><br>Mandatory convertible securities are subject to provisions which automatically convert the security (e.g. from preferred stock into common stock or from debt security to common stock) on or before a predetermined date. If the Sub-Fund fails to convert the security prior to such predetermined date, there is a risk that such security will be automatically converted at a price that is disadvantageous to the Sub-Fund, and therefore result in a reduction in the Sub-Fund's net asset value. |

| Name of Sub-Fund | Investment Grade Preferred Securities Income Fund |
|---|---|
| | (b) ***Geographical Concentration Risk:*** The concentration of the Sub-Fund's investments in equity securities of companies related to the United States may result in greater volatility than portfolios which comprise broad-based global investments. The value of the Sub-Fund may be more susceptible to adverse events in that region.<br><br>In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Currency Risks<br>• Liquidity and Volatility Risks<br>• Rating of Investment Risk<br>• Taxation Risk<br>• FDI Risks<br>• Bond Funds |
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (US) LLC, which is regulated by the SEC in the U.S.<br><br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br><br>There is no Sub-Investment Manager appointed for this Sub-Fund. |

**Classes available for investment/Management Fee**

| Classes | AA | AA Acc | AA (USD) MDIST (G) | I Acc |
|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 1.10% | 1.10% | 1.10% | 0.50% |
| **Classes** | **I3 Acc** | **I4 MDIST (G)** | **R (HKD) MDIST (G)** | **R (USD) MDIST (G)** |
| **Management Fee (as a % p.a. of the NAV)** | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity | 1.10% | 1.10% |

| | |
|---|---|
| **Formation Expenses** | Formation expenses of Class AA, AA Acc, AA (USD) MDIST (G), I Acc and I3 Acc of the Sub-Fund amounted to approximately US$30,000 and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class I4 MDIST (G) of the Sub-Fund amounted to approximately US$3,500 and will be amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class AA Acc, AA (HKD) Acc, AA (SGD) Acc, AA (SGD Hedged) Acc and AA (RMB Hedged) Acc of Dynamic Leaders Fund, Class AA (SGD Hedged) Acc and Class AA (SGD Hedged) MDIST (G) of USD Income Fund, and Class R (HKD) MDIST (G) and R (USD) MDIST (G) of Asian High Yield Fund, Diversified Real Asset Fund, Investment Grade Preferred Securities Income Fund and Sustainable Asia Bond Fund amounted to approximately US$9,000 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. |

| Name of Sub-Fund | Preferred Securities Income Fund |
|---|---|
| **Fund Type** | Hybrid Fund |
| **Investment Objective** | Preferred Securities Income Fund aims to provide income generation with potential long term capital appreciation by investing primarily in preferred securities. |
| **Investment Policy** | Preferred Securities Income Fund will invest at least 70% of its net assets in preferred securities listed or traded on any Regulated Market in the world, which include preferred stocks (including convertible preferred stocks) and subordinated debt securities. Such preferred securities may pay fixed rate or adjustable rate dividends or interests and generally have preference over the issuer's common stocks with respect to the payment of dividends and liquidation distributions, but are junior to the issuer's senior debt in the event of the issuer's liquidation and related distributions. The Sub-Fund may invest its remaining assets in other debt securities and cash and cash-equivalents.<br><br>Debt securities include but are not limited to bonds, commercial paper, short-term bills, certificate of deposits and negotiated term deposits, and may be issued by governments, agencies, supra-nationals and corporate issuers.<br><br>While the Sub-Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Sub-Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector and in issuers of any market capitalisation. Hence, the Sub-Fund may invest more than 30% of its net assets in issuers located in the United States. The Sub-Fund's investments may be denominated in any currency.<br><br>The Sub-Fund may invest up to 50% of its net assets in higher-yielding debt securities rated lower than investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).<br><br>It is not the intention of the Sub-Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch). Neither does the Sub-Fund currently intend to enter into securities lending, repurchase, reverse repurchase, and similar over-the-counter transactions.<br><br>The Sub-Fund does not compare its performance against nor is it managed in reference to any benchmark. It may freely select the securities in which it will invest. |
| **Specific Risk Factors** | (a) ***Preferred Securities Risk:*** Preferred Securities Income Fund may invest substantially in preferred securities. A preferred security entitles the holder to receive a preferred dividend that is paid or accrued on the preferred security until it matures or is redeemed, or, where applicable, is converted or exchanged. Preferred securities have unique investment characteristics in that they generally: (i) have higher yields than common stocks, but lower yields than comparable debt securities; (ii) are less subject to fluctuation in value than common stock due to their fixed-income characteristics; and (iii) provide the potential for capital appreciation if the market price of common stock of the issuer increases. Preferred securities are therefore subject to factors affecting debt and/or equity, including, without limitation, equity market risk, industry sector risk, geographical concentration risk, interest rate risk, credit risk, liquidity and volatility risk. Preferred securities are also subject to risk of early redemption, risk of deferral in dividend payment and risk of preference not being enforced or otherwise taken into account.<br><br>(b) ***Geographical Concentration Risk:*** The concentration of the Sub-Fund's investments in equity securities of companies related to the United States may result in greater volatility than portfolios which comprise broad-based global investments. The value of the Sub-Fund may be more susceptible to adverse events in that region.<br><br>In addition to the general risk factors in Section 5, please also refer to the following specific risk factors as further set out therein:<br><br>• Political and Regulatory Risks<br>• Currency Risks<br>• Liquidity and Volatility Risks<br>• Rating of Investment Risk<br>• Taxation Risk<br>• FDI Risks<br>• Bond Funds |

| Name of Sub-Fund | Preferred Securities Income Fund |
|---|---|
| **Investment Manager/ Sub-Investment Manager** | The Investment Manager of the Sub-Fund is Manulife Investment Management (US) LLC, which is regulated by the SEC in the U.S.<br>Pursuant to an investment management agreement dated 12 April 2019 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and the Investment Manager (as may be amended from time to time), the Investment Manager has agreed to provide investment management services in respect of the Sub-Fund.<br>There is no Sub-Investment Manager appointed for this Sub-Fund. |

**Classes available for investment/Management Fee**

| **Classes** | **AA Acc** | **AA** | **AA (AUD Hedged)** | **AA (CAD Hedged)** | **AA (HKD)** | **AA Inc** |
|---|---|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 1.10% | 1.10% | 1.10% | 1.10% | 1.10% | 1.10% |
| **Classes** | **AA (AUD Hedged) Inc** | **AA (CAD Hedged) Inc** | **AA (HKD) Inc** | **AA (SGD Hedged) Inc** | **AA (AUD Hedged) MDIST (G)** | **AA (CAD Hedged) MDIST (G)** |
| **Management Fee (as a % p.a. of the NAV)** | 1.10% | 1.10% | 1.10% | 1.10% | 1.10% | 1.10% |
| **Classes** | **AA (GBP Hedged) MDIST (G)** | **AA (HKD) MDIST (G)** | **AA (JPY Hedged) MDIST (G)** | **AA (NZD Hedged) MDIST (G)** | **AA (RMB Hedged) MDIST (G)** | **AA (SGD Hedged) MDIST (G)** |
| **Management Fee (as a % p.a. of the NAV)** | 1.10% | 1.10% | 1.10% | 1.10% | 1.10% | 1.10% |
| **Classes** | **AA (USD) MDIST (G)** | **R (HKD) MDIST (G)** | **R (USD) MDIST (G)** | **F (AUD Hedged) MDIST (G)** | **F (CAD Hedged) MDIST (G)** | **F (GBP Hedged) MDIST (G)** |
| **Management Fee (as a % p.a. of the NAV)** | 1.10% | 1.10% | 1.10% | 1.10% | 1.10% | 1.10% |
| **Classes** | **F (HKD) MDIST (G)** | **F (JPY Hedged) MDIST (G)** | **F (NZD Hedged) MDIST (G)** | **F (RMB Hedged) MDIST (G)** | **F (USD) MDIST (G)** | **I Acc** |
| **Management Fee (as a % p.a. of the NAV)** | 1.10% | 1.10% | 1.10% | 1.10% | 1.10% | 0.50% |
| **Classes** | **I** | **I MDIST (G)** | **I3 Acc** | **I3 (SGD) Acc** | **I3** | **I3 Inc** |
| **Management Fee (as a % p.a. of the NAV)** | 0.50% | 0.50% | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity | To be separately agreed with the relevant Manulife Entity |

| **Classes** | **I5 Acc** | **I5 (CHF Hedged) Acc** | **I5 (EUR Hedged) Acc** | **I5 (GBP Hedged) Acc** | **I6 Acc** |
|---|---|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 0.50% | 0.50% | 0.50% | 0.50% | 0.50% |

| **Classes** | **I6 (CHF Hedged) Acc** | **I6 (EUR Hedged) Acc** | **I6 (GBP Hedged) Acc** |
|---|---|---|---|
| **Management Fee (as a % p.a. of the NAV)** | 0.50% | 0.50% | 0.50% |

| Name of Sub-Fund | Preferred Securities Income Fund |
|---|---|
| **Formation Expenses** | Formation expenses of Class AA, AA (AUD Hedged), AA (CAD Hedged), 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), AA (SGD Hedged) MDIST (G), I, I3, I3 Inc of the Sub-Fund amounted to approximately US$30,000 and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class R (USD) MDIST (G) and R (HKD) MDIST (G) of Asia Pacific REIT Fund, Global Multi-Asset Diversified Income Fund and Preferred Securities Income Fund amounted to approximately US$2,200 and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class AA (RMB Hedged) MDIST (G) and AA (GBP Hedged) MDIST (G) of the Sub-Fund amounted to approximately US$2,500 and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses for Class I5 (GBP) Acc, I5 (EUR) Acc, I5 (CHF) Acc, I6 (GBP) Acc, I6 (EUR) Acc and I6 (CHF) Acc of the Asia Pacific REIT Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Healthcare Fund, India Equity Fund, Sustainable Asia Equity Fund and U.S. Equity Fund,, I5 (GBP Hedged) Acc, I5 (EUR Hedged) Acc, I5 (CHF Hedged) Acc, I6 (GBP Hedged) Acc, I6 (EUR Hedged) Acc and I6 (CHF Hedged) Acc of the Asia Total Return Fund, Global Multi-Asset Diversified Income Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund and USD Income Fund and Class I5 Acc and I6 Acc of the Asia Pacific REIT Fund, Asia Total Return Fund, Asian Small Cap Equity Fund, Dragon Growth Fund, Global Equity Fund, Global Multi-Asset Diversified Income Fund, Healthcare Fund, India Equity Fund, Preferred Securities Income Fund, Sustainable Asia Bond Fund, Sustainable Asia Equity Fund, USD Income Fund and U.S. Equity Fund amounted to approximately US$6,500 in aggregate and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses for Class I MDIST (G) of the Sub-Fund amounted to approximately US$5,000 and are amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class AA (JPY Hedged) MDIST (G) of the Global Multi-Asset Diversified Income Fund and Preferred Securities Income Fund amounted to approximately US$12,500 and will be amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine.<br><br>Formation expenses of Class AA (NZD Hedged) MDIST (G), Class F (HKD) MDIST (G) and F (USD) MDIST (G) of the Global Multi-Asset Diversified Income Fund and Preferred Securities Income Fund amounted to approximately US$20,000 and will be amortised over a 5-year period commencing from the inception date, or such other period as the Board may determine. |

# APPENDIX II

# STATUTORY AND GENERAL INFORMATION

**1. The Company**

1.1 The Company is registered under Number B-26 141 at the Register of Commerce of Luxembourg where its Articles of Incorporation (as amended on 20 October 1989, 22 June 1992, 28 July 1995, 19 February 1997, 14 September 1998, 16 October 1998, 26 April 2002, 15 November 2006 and 16 December 2014 respectively) are available for inspection and where copies thereof may be obtained upon request.

1.2 The Company was incorporated with limited liability on 7 July 1987, as a "société d'investissement à capital variable" under the law of 10 August 1915, as amended, of the Grand Duchy of Luxembourg. It now has an unlimited life and qualifies as a collective investment undertaking under Part I of the 2010 Law. The Company changed its name to Regent Global Fund on 22 June 1992. On 28 July 1995, the Company's name was further changed to Manulife Regent Global Fund, following the establishment of a joint venture between Regent Pacific Group Limited and Manulife Data Services Inc., a wholly-owned subsidiary of The Manufacturers Life Insurance Company. Following the termination of this joint venture, the Company's name was changed on 19 February 1997 to Manulife Global Fund.

1.3 The Company's constitution is defined in the Articles. The Articles have been amended by resolution at extraordinary general meetings held on 20 October 1989, 22 June 1992, 28 July 1995, 19 February 1997, 14 September 1998, 16 October 1998, 26 April 2002, 15 November 2006 and 16 December 2014. The first amendments were published in the Mémorial of the Grand Duchy of Luxembourg on 28 December 1989, the second amendments were published in the same gazette on 27 July 1992, the third amendments in the same gazette on 15 September 1995, the fourth amendments were published in the same gazette on 29 March 1997, the fifth amendments were published in the same gazette on 10 December 1998, the sixth amendments were published in the same gazette on 20 November 1998, the seventh amendments were published in the same gazette on 27 May 2002, the eighth amendments were published in the same gazette on 8 January 2007 and the ninth amendments were published in the same gazette on 28 January 2015. Its principal and registered office is at 31, Z.A. Bourmicht, L-8070 Bertrange, Grand Duchy of Luxembourg.

1.4 The legal minimum capital of the Company is the U.S. Dollar equivalent of 1,250,000 Euros.

1.5 Except where otherwise indicated in the Prospectus, general information in respect of the Company and the Sub-Funds may be found on the Company's website at **www.manulifeglobalfund.com**. Investors should note that any information and materials on such website do not form part of the Prospectus. All content on such website is for information purposes only and do not constitute an offer or solicitation to purchase or sell Shares. The Company's website has not been reviewed or authorised by any regulatory authority in any jurisdiction.

**2. Investment and Borrowing Restrictions**

The Board shall, based upon the principle of spreading of risks, have the power to determine the corporate and investment policy for the investments of each Sub-Fund, the currency of denomination of each Sub-Fund and the course of conduct of the management and business affairs of the Company.

While the Company has broad powers under the Articles of Incorporation as to the type of investments it may make and the investment methods it may adopt, the Board has resolved that:

2.1 the Company will only invest in:

2.1.1 Transferable securities and money market instruments admitted to official listings on stock exchanges in Member States;

2.1.2 Transferable securities and money market instruments dealt in on other Regulated Markets in Member States, that are operating regularly, are recognised and are open to the public;

2.1.3 Transferable securities and money market instruments admitted to official listings on stock exchanges in any member country of the Organisation for Economic Cooperation and Development (the "OECD") and any other country in Europe, Asia, Oceania, the American continents and Africa;

2.1.4 Transferable securities and money market instruments dealt in on other Regulated Markets that are operating regularly, are recognised and open to the public of any member country of the OECD and any other country in Europe, Asia, Oceania, the American continents and Africa;

2.1.5 Recently issued transferable securities and money market instruments provided that the terms of the issue include an undertaking that application will be made for admission to the official listing on one of the stock exchanges as specified in paragraphs 2.1.1 and 2.1.3 or Regulated Markets that are operating regularly, are recognised and open to the public as specified in paragraphs 2.1.2 and 2.1.4 and that such admission is secured within a year of issue;

2.1.6 Units of UCITS and/or other undertakings for collective investment ("**UCIs**") within the meaning of Article 1, 2, (a) and (b) of Directive 2009/65/EC, as amended, whether they are situated in a Member State or not, provided that:

- such other UCIs are authorised under laws which provide that they are subject to supervision considered by the CSSF to be equivalent to that laid down in Community law, and that cooperation between authorities is sufficiently ensured;
- the level of protection for unit holders in the other UCIs is equivalent to that provided for unit holders in a UCITS, and in particular that the rules on asset segregation, borrowing, lending, and uncovered sales of transferable securities and money market instruments are equivalent to the requirements of Directive 2009/65/EC, as amended;
- the business of the other UCIs is reported in half-yearly and annual reports to enable an assessment to be made of the assets and liabilities, income and operations over the reporting period;
- no more than 10% of the UCITS' or the other UCIs' assets (or of the assets of any sub-fund thereof, provided that the principle of segregation of liabilities of the different compartments is ensured in relation to third parties), whose acquisition is contemplated, can, according to their constitutional documents, be invested in aggregate in units of other UCITS or other UCIs;

2.1.7 Deposits with credit institutions which are repayable on demand or have the right to be withdrawn, and maturing in no more than 12 months, provided that the credit institution has its registered office in a Member State or, if the registered office of the credit institution is situated in a non-Member State, provided that it is subject to prudential rules considered by the CSSF as equivalent to those laid down in Community law;

2.1.8 FDIs, including equivalent cash-settled instruments, dealt in on a Regulated Market referred to in paragraphs 2.1.1 to 2.1.4 above; and/or FDIs including currency options dealt in over-the-counter ("**OTC Derivatives**"), provided that:

- the underlying consists of instruments described in paragraphs 2.1.1 to 2.1.9, financial indices, interest rates, foreign exchange rates or currencies, in which the Company may invest according to its investment objectives;
- the counterparties to OTC Derivative transactions are institutions subject to prudential supervision, and belonging to the categories approved by the CSSF; and
- the OTC Derivatives are subject to reliable and verifiable valuation on a daily basis and can be sold, liquidated or closed by an offsetting transaction at any time at their fair value at the Company's initiative.

2.1.9 Money market instruments other than those dealt in on a Regulated Market, which fall under Article 1 of the 2010 Law, if the issue or issuer of such instruments is itself regulated for the purpose of protecting investors and savings, and provided that they are:

- issued or guaranteed by a central, regional or local authority or central bank of a Member State, the European Central Bank, the EU or the European Investment Bank, a non-Member State or, in the case of a Federal State, by one of the members making up the federation, or by a public international body to which one or more Member States belong; or
- issued by an undertaking any securities of which are dealt in on Regulated Markets referred to in paragraphs 2.1.1 to 2.1.4 above; or
- issued or guaranteed by an establishment subject to prudential supervision, in accordance with criteria defined by Community law, or by an establishment which is subject to and complies with prudential rules considered by the CSSF to be at least as stringent as those laid down by Community law; or
- issued by other bodies belonging to the categories approved by the CSSF provided that investments in such instruments are subject to investor protection equivalent to that laid down in the first, the second or the third indent and provided that the issuer is a company whose capital and reserves amount to at least EUR10 million and which presents and publishes its annual accounts in accordance with the fourth Directive 78/660/EEC (1), is an entity which, within a group of companies which includes one or several listed companies, is dedicated to the financing of the group or is an entity which is dedicated to the financing of securitisation vehicles which benefit from a banking liquidity line.

2.2 Furthermore, each Sub-Fund may invest no more than 10% of its net assets in transferable securities and money market instruments other than those referred to in paragraphs 2.1.1 to 2.1.9.

2.3 Further,

2.3.1 Each Sub-Fund may acquire the units of other Sub-Funds of the Company, of UCITS and/or other UCIs referred to in Paragraph 2.1.6, provided that, in aggregate, investments into such Sub-Funds of the Company, such UCITS and/or other UCIs do not exceed 10% of the net assets of the relevant Sub-Fund, unless otherwise provided for in the relevant Sub-Fund's investment policy. If otherwise provided for in a Sub-Fund's investment policy, investments made in units of other Sub-Funds of the Company, UCITS and/or other UCIs referred to in Paragraph 2.1.6 may be made for up to 20% of the net assets of the relevant Sub-Fund into one single Sub-Fund, UCITS and/or other UCI, provided that investments made in units of UCIs other than UCITS may not exceed, in aggregate, 30% of the net assets of the relevant Sub-Fund.

For the purpose of the application of this investment limit, each compartment of a UCI with multiple compartments within the meaning of Article 181 of the 2010 Law is to be considered as a separate issuer provided that the principle of segregation of the obligations of the various compartments vis-à-vis third parties is ensured.

2.3.2 When a Sub-Fund has acquired shares of UCITS and/or other UCIs, the assets of the respective UCITS or other UCIs do not have to be combined for the purposes of the limits laid down in Paragraph 2.5.

2.3.3 When a Sub-Fund invests in the units of other UCITS and/or other UCIs that are managed, directly or by delegation, by the same Investment Manager or by any other company with which the Investment Manager is linked by common management or control, or by a substantial direct or indirect holding, that no subscription, redemption or management fees may be charged to the Company on its investment in the units of such other UCITS and/or UCIs.

2.3.4 When a Sub-Fund invests (the "investor Fund") in shares of another Sub-Fund of the Company (the "target Fund"):

- the target Fund may not itself invest in the investor Fund;
- the target Fund may not invest more than 10% of its net assets in another Sub-Fund of the Company;
- any voting rights which may be attached to the shares of the target Fund will be suspended for the investor Fund for the duration of the investment; and
- the net asset value of the shares of the target Fund may not be considered for the purpose of the requirement that the capital of the Company should be above the legal minimum as specified in the 2010 Law, currently €1,250,000.

2.3.5 If so provided for in the relevant Sub-Fund's investment policy, a Sub-Fund ("Feeder") may invest at least 85% of its assets in units or shares of another UCITS ("Master") authorised according to Directive 2009/65/EC (or a portfolio of such UCITS).

2.4 A Sub-Fund may hold up to 20% of its net assets in ancillary liquid assets. Ancillary assets are limited to bank deposits as sight, such as cash held in current accounts with a bank accessible at any time, in order to cover current or exceptional payments, or for the time necessary to reinvest in eligible assets as provided under Article 41(1) of the 2010 Law, or for a period of time strictly necessary in case of unfavourable market conditions. The above mentioned 20% limit shall only be temporarily breached for a period of time strictly necessary when, because of exceptionally unfavourable market conditions or other exceptional circumstances, such breach is justified having regard to the interests of investors.

2.5 A Sub-Fund may not invest in any one issuer in excess of the limits set out below:

2.5.1 Not more than 10% of a Sub-Fund's net assets may be invested in transferable securities or money market instruments issued by the same entity;

2.5.2 Not more than 20% of a Sub-Fund's net assets may be invested in deposits made with the same entity;

2.5.3 By way of exception, the 10% limit stated in Paragraph 2.5.1 may be increased to:

- a maximum of 35% if the transferable securities or money market instruments are issued or guaranteed by a Member State, by its local authorities, by a non-Member State or by public international bodies to which one or more Member States belong; and

- a maximum of 25% in the case of certain bonds when these are issued by a credit institution which has its registered office in a Member State and is subject by law to special public supervision designed to protect bond holders. In particular, sums deriving from the issue of these bonds must be invested in conformity with the law in assets which, during the whole period of validity of the bonds, are capable of covering claims attaching to the bonds and which, in the event of failure of the issuer, would be used on a priority basis for the reimbursement of the principal and payment of the accrued interest. When a Sub-Fund invests more than 5% of its net assets in the bonds referred to in this indent and issued by one issuer, the total value of these investments may not exceed 80% of the value of the net assets of such Sub-Fund.

2.5.4 The total value of the transferable securities or money market instruments held by a Sub-Fund in the issuing bodies in each of which it invests more than 5% of its net assets must not then exceed 40% of the value of its net assets. This limitation does not apply to deposits and OTC Derivative transactions made with financial institutions subject to prudential supervision. The transferable securities and money market instruments referred to in the two indents under Paragraph 2.5.3 hereabove shall not be taken into account for the purpose of applying the limit of 40% referred to in this paragraph.

2.6 Notwithstanding the individual limits laid down in paragraphs 2.5.1 and 2.5.2 above and 3.7, a Sub-Fund may not combine:

- investments in transferable securities or money market instruments issued by a single entity, and/or
- deposits made with a single entity, and/or
- exposures arising from OTC Derivative and efficient portfolio management transactions undertaken with a single entity, in excess of 20% of its net assets.

The limits provided for in paragraphs 2.5.1 to 2.5.4 and 3.7 may not be combined, and thus investments in transferable securities or money market instruments issued by the same entity or in deposits or derivative instruments made with this entity carried out in accordance with paragraphs 2.5.1 to 2.5.4 and 3.7 shall under no circumstances exceed in total 35% of the net assets of the Sub-Fund.

Companies which are included in the same group for the purposes of consolidated accounts, as defined in accordance with Directive 83/349/EEC or in accordance with recognised international accounting rules, are regarded as a single entity for the purpose of calculating the investment limits mentioned in paragraphs 2.5.1 to 2.5.4 and 3.7.

The Sub-Fund may not invest cumulatively more than 20% of its net assets in transferable securities or money market instruments of the same group.

Without prejudice to the limits laid down in paragraphs 2.7 and 2.8 below, the limit of 10% laid down in Paragraph 2.5.1 above is raised to a maximum of 20% for investment in equity and/or debt securities issued by the same body when the aim of the investment policy of a Sub-Fund is to replicate the composition of a certain equity or debt securities index which is recognised by the CSSF, on the following basis:

- the composition of the index is sufficiently diversified,
- the index represents an adequate benchmark for the market to which it refers,
- it is published in an appropriate manner.

This limit is 35% where that proves to be justified by exceptional market conditions, in particular in Regulated Markets where certain transferable securities or money market instruments are highly dominant. The investment up to this limit is only permitted for a single issuer.

**By way of derogation, each Sub-Fund is authorised to invest up to 100% of its net assets in different transferable securities and money market instruments issued or guaranteed by a Member State, its local authorities, by a member state of the OECD or public international bodies of which one or more Member States are members, provided that (i) such securities are part of at least six different issues and (ii) securities from any one issue do not account for more than 30% of the net assets of such Sub-Fund.**

2.7 The Company may not invest in shares with voting rights enabling it to exercise significant influence over the management of the issuing body.

2.8 The Company may not:

2.8.1 Acquire more than 10% of the shares with non-voting rights of one and the same issuer.

2.8.2 Acquire more than 10% of the debt securities of one and the same issuer.

2.8.3 Acquire more than 25% of the units of one and the same undertaking for collective investment.

2.8.4 Acquire more than 10% of the money market instruments of any single issuer.

The limits stipulated in paragraphs 2.8.2, 2.8.3 and 2.8.4 above may be disregarded at the time of acquisition if, at that time, the gross amount of debt securities or of the money market instruments, or the net amount of securities in issue cannot be calculated.

2.9 The limits stipulated in paragraphs 2.7 and 2.8 above do not apply to:

2.9.1 Transferable securities and money market instruments issued or guaranteed by a Member State or its local authorities;

2.9.2 Transferable securities and money market instruments issued or guaranteed by a non-Member State;

2.9.3 Transferable securities and money market instruments issued by public international institutions to which one or more Member States are members;

2.9.4 Shares held by a Sub-Fund in the capital of a company incorporated in a non-Member State investing its assets mainly in the securities of issuing bodies having their registered offices in that State, where under the legislation of that State such a holding represents the only way in which such Sub-Fund can invest in the securities of issuing bodies of that State. This derogation, however, shall apply only if in its investment policy the company from the non-Member State complies with the limits laid down in Articles 43, 46 and 48 (1) and (2) of the 2010 Law. Where the limits set in Articles 43 and 46 of the 2010 Law are exceeded, Article 49 of the 2010 Law shall apply mutatis mutandis; and

2.9.5 Shares held by the Company in the capital of subsidiary companies carrying on only the business of management, advice or marketing in the country where the subsidiary is located, in regard to the repurchase of units at unit holders' request exclusively on its or their behalf.

2.10 The Company may always, in the interest of the Shareholders, exercise the subscription rights attached to transferable securities or money market instruments, which forms part of its assets.

2.11 When the maximum percentages stated in paragraphs 2.2 through 2.8 above are exceeded for reasons beyond the control of the Company, or as a result of the exercise of subscription rights, the Company must adopt, as a priority objective, sales transactions to remedy the situation, taking due account of the interests of its Shareholders.

2.12 A Sub-Fund may borrow an amount of up to 10% of its total net assets (valued at market value) provided these borrowings are made on a temporary basis. However, the Company may acquire for the account of a Sub-Fund foreign currency by way of back-to-back loans.

2.13 The Company may not grant credit facilities nor act as guarantor on behalf of third parties, provided that for the purpose of this restriction (i) the acquisition of transferable securities, money market instruments or other financial investments referred to in paragraphs 2.1.6, 2.1.8 and 2.1.9 above, in which are not fully paid and (ii) the permitted lending of portfolio securities shall be deemed not to constitute the making of a loan.

2.14 The Company undertakes not to carry out uncovered sales transactions of transferable securities, money market instruments or other financial instruments referred to in paragraphs 2.1.6, 2.1.8 and 2.1.9 above; provided that this restriction shall not prevent the Company from making deposits or carrying out accounts in connection with FDIs, permitted within the limits referred to above.

2.15 The Company's assets may not include precious metals or certificates representing them. The Company may purchase and sell securities of companies which invest or deal in commodities, including precious metals, and may enter into derivatives instruments transactions on commodity indices provided that such financial indices comply with the criteria laid down in Article 9 of Directive 2007/16/EC.

2.16 The Company may not purchase or sell real estate or any option, right or interest therein, provided that the Company may invest in securities secured by real estate or interests therein or issued by companies which invest in real estate or interests therein.

2.17 The Company shall not make any investment which involves the assumption of unlimited liability.

2.18 The Company will in addition comply with such further restrictions as may be required by the regulatory authorities in any country in which the Shares are marketed.

The Company shall take the risks that it deems reasonable to reach the assigned objective set for each Sub-Fund; however, it cannot guarantee that it shall reach its goals given stock exchange fluctuations and other risks inherent in investments in transferable securities.

## 3. Investment Techniques and Instruments

3.1 The Management Company must employ a risk-management process which enables it to monitor and measure at any time the risk of the positions of the Company and their contribution to the overall risk profile of the portfolio; it must employ a process for accurate and independent assessment of the value of OTC Derivative instruments. It must communicate to the Central Bank of Ireland regularly and in accordance with the detailed rules defined by the latter, the types of derivative instruments, the underlying risks, the quantitative limits and the methods which are chosen in order to estimate the risks associated with transactions in derivative instruments.

3.2 The Company is authorised to employ techniques and instruments relating to transferable securities and to money market instruments under the conditions and within the limits laid down by the CSSF.

3.3 When these operations concern the use of derivative instruments, these conditions and limits shall conform to the provisions laid down in the 2010 Law.

Under no circumstances shall these operations cause the Company to diverge from its investment objectives.

3.4 The Management Company will ensure that the global exposure relating to derivative instruments shall not exceed the total net value of a Sub-Fund. The underlying assets of index based derivative instruments are not combined to the investment limits laid down under paragraphs 2.5.1 to 2.5.4 and 2.6 above.

3.4.1 When a transferable security or money market instrument embeds a derivative, the latter must be taken into account when complying with the requirements of the above-mentioned restrictions.

3.4.2 The exposure is calculated taking into account the current value of the underlying assets, the counterparty risk, future market movements and the time available to liquidate the positions.

3.5 Efficient Portfolio Management – Other Techniques and Instruments

In addition to investments in financial derivative instruments, the Company may employ other techniques and instruments relating to transferable securities and money market instruments subject to the conditions set out in the CSSF Circular 08/356, as amended from time to time, and the ESMA Guidelines ESMA/2012/832EN and ESMA/2014/937EN, including repurchase/reverse repurchase transactions and securities lending. To the extent a Sub-Fund undertakes efficient portfolio management techniques it may appoint an agent, which may or may not be an affiliate of the Company, and which may receive a fee in relation to its activities.

The Company does not currently engage in any securities lending, repurchase or reverse repurchase transactions and this Prospectus will be amended in due course prior to the Company entering into such types of transactions.

Techniques and instruments which relate to transferable securities or money market instruments and which are used for the purpose of efficient portfolio management, including financial derivative instruments which are not used for direct investment purposes, shall be understood as a reference to techniques and instruments which fulfill the following criteria:

a) they are economically appropriate in that they are realized in a cost-effective way;

b) they are entered into for one or more of the following specific aims:

(i) reduction of risk;

(ii) reduction of cost;

(iii) generation of additional capital or income for the Company with a level of risk which is consistent with the risk profile of the Company and the relevant Sub-Fund(s) and the risk diversification rules applicable to them;

c) their risks are adequately captured by the risk management process of the Management Company; and

d) they cannot result in a change to the relevant Sub-Fund's declared investment objective or add significant supplementary risks in comparison to the general risk policy as described in the Prospectus and relevant KIIDs.

Techniques and instruments (other than financial derivative instruments) which may be used for efficient portfolio management purposes are set out below and are subject to the conditions set out below. Moreover those transactions may be carried out for 100% of the assets held by the relevant Sub-Fund, provided (i) that their volume is kept at an appropriate level or that the Company is entitled to request the return of the securities lent in a manner that enables it, at all times, to meet its redemption obligations; and (ii) that these transactions do not jeopardize the management of the Company's assets in accordance with the investment policy of the relevant Sub-Fund. Risks shall be monitored in accordance with the risk management process of the Management Company.

3.6 Securities lending

The Company may enter, for the purpose of efficient portfolio management, into securities lending transactions provided that:

3.6.1 the transactions are entered into within a standardised lending system organised by a recognised securities clearing institution or by a financial institution submitted to prudential rules considered by the CSSF to be equivalent to those laid down in Community law and specialised in this type of operations;

3.6.2 the borrower is submitted to prudential rules considered by the CSSF to be equivalent to those laid down in Community law;

3.6.3 collateral (consisting of assets as described in the CSSF circular 08/356 of 4 June 2008) for the lending is maintained which has a value equalling at least 90% of the global valuation (including interest, dividends and other potential rights) of the securities lent and that is revaluated on a daily basis;

3.6.4 the Company must have the right to terminate any securities lending arrangement which it has entered into at any time or demand the return of any or all of the securities loaned. The Company shall disclose the global valuation of the securities lent in the annual and semi-annual reports.

3.7 Repurchase and reverse repurchase agreements

The Company may as buyer or seller enter into repurchase agreements which consist in the purchase and sale of securities whereby the terms of agreement entitle the seller to repurchase from the purchaser the securities at an agreed price and time, so long as:

3.7.1 during the lifetime of a repurchase agreement, in case the Company acts as buyer, it may not sell the securities which are the subject of the agreement before the repurchase of the securities by the counterparty has been carried out or before the repurchase period has expired, except if the Company has other means to cover the transactions;

3.7.2 in case the Company acts as a seller, it must ensure that, on maturity of the transaction, it has sufficient assets to pay, the case being, the agreed upon price for the restitution of the securities to the Company;

3.7.3 commitments arising from repurchase agreements do not prevent the Company from meeting redemption obligations; and

3.7.4 the securities of a transaction in which the Company acts as a buyer may only take the form provided for by CSSF circular 08/356 of 4 June 2008 and must comply with the relevant Sub-Fund's investment policy. The securities must, together with the other securities in a Sub-Fund's portfolio, comply in aggregate with the investment restrictions of the Company.

The Company may also enter into reverse repurchase transactions consisting in transactions at the maturity of which the assignor (counterparty) has the obligation to repurchase the asset sold and the Company has the obligation to return the asset received, under the condition that:

(a) during the reverse repurchase agreement, the Company may not sell or pledge/provide as guarantee the securities which are the subject of such agreement, unless it has other means of coverage;

(b) the Company must ensure that the value of the reverse repurchase transactions is kept at a level such that it is at all times able to meet the redemption requests from Shareholders; and

(c) the securities which are the subject of the reverse repurchase agreement may only be in the form as provided for by CSSF circular 08/365 of 4 June 2008.

The securities which are the subject of the reverse repurchase transactions must be compliant with the relevant Sub-Fund's investment policy and must, together with the other securities in the Sub-Fund's portfolio, comply in aggregate with the investment restrictions of the Company.

The Company may, finally, enter into repurchase transactions, consisting in transactions at the maturity of which the Company has the obligation to repurchase the assets sold whilst the assignee (counterparty) has the obligation to return the asset received, under the condition that:

(a) the Company must ensure that, on maturity of the repurchase agreement, it has sufficient assets to pay the agreed price for the restitution to the Company; and

(b) the Company must ensure that the value of the repurchase transactions is kept at a level such that it is all the time able to meet the redemption requests from Shareholders.

All such permitted transactions must be effected with counterparties subject to prudential rules considered by the CSSF to be equivalent to those laid down in Community law.

Net exposures (i.e. the exposures of the Company less the collateral received by the Company) to a counterparty that result from transactions as per paragraphs 3.5 and 3.6 above must be taken into account within the 20% limit referred to paragraph under 2.6 above.Cash collateral received by the Company may be re-invested in risk free assets. Exposures resulting from the reinvestment of collateral received by the Company in the context of the transactions as per paragraphs 3.5 and 3.6 above must be taken into account in the applicable diversification limits of the 2010 Law.

The Company shall disclose the total amount of the open repurchase transactions on the date of reference of its annual and semi-annual reports.

Where the Company enters into repurchase agreements, it must be able at any time to recall any securities subject to the repurchase agreement or to terminate the repurchase agreement into which it has entered. Fixed-term repurchase agreements that do not exceed seven days should be considered as arrangements on terms that allow the assets to be recalled at any time by the Company.

Where the Company enters into reverse repurchase agreements, it must be able at any time to recall the full amount of cash or to terminate the reverse repurchase agreement on either an accrued basis or a mark-to-market basis. Where the cash is recallable at any time on a mark-to-market basis, the mark to-market value of the reverse repurchase agreement should be used for the calculation of the net asset value. Fixed-term reverse repurchase agreements that do not exceed seven days should be considered as arrangements on terms that allow the assets to be recalled at any time by the Company.

3.8 Management of collateral for OTC financial derivative transactions and efficient portfolio management techniques

3.8.1 Collateral obtained in respect of OTC financial derivative transactions and efficient portfolio management techniques ("Collateral") must be at least 125% of the value of the relevant financial derivative and shall comply with the following criteria:

(a) Liquidity: Collateral (other than cash) should be highly liquid and traded on a regulated market or multi-lateral trading facility with transparent pricing in order that it can be sold quickly at a price that is close to its pre-sale valuation. Collateral received should also comply with the provisions of Article 48 of the 2010 Law;

(b) Valuation: Collateral should be capable of being valued on a daily basis and assets that exhibit high price volatility should not be accepted as Collateral unless suitably conservative haircuts are in place;

(c) Issuer credit quality: Collateral should be of high quality;

(d) Correlation: Collateral should be issued by an entity that is independent from the counterparty and is expected not to display a high correlation with the performance of the counterparty;

(e) Diversification: Collateral should be sufficiently diversified in terms of country, markets and issuers with a maximum exposure to a given issuer of 20% of a Sub-Fund's Net Asset Value. Where a Sub-Fund is exposed to different counterparties, the different baskets of Collateral should be aggregated to calculate the 20% limit of exposure to a single issuer. By way of derogation from the above, a Fund may be fully collateralised in different securities and money market instruments issued or guaranteed by a Member State, one or more of its local authorities, a third country or a public international body to which one or more Member States belong. Such a Fund should receive securities from at least six different issues, but securities from any single issue should not account for more than 30% of the Fund's Net Asset Value; and

(f) Immediately available: Collateral must be capable of being fully enforced by the Company at any time without reference to or approval from the counterparty.

3.8.2 Subject to the above criteria, Collateral may consist of the following types:

(a) liquid assets such as cash, short term bank deposits, money market instruments as defined in the Commission of the European Communities Directive 2007/16/EC of 19 March 2007, letters of credit and guarantees at first demand issued by a first class credit institution not affiliated to the counterparty;

(b) bonds issued or guaranteed by a Member State of the OECD or by their local authorities or supranational institutions and bodies of a community, regional or worldwide scope;

(c) shares or units issued by money market-type UCIs calculating a daily net asset value and having a rating of AAA or its equivalent;

(d) shares or units issued by UCITS investing mainly in bonds/shares mentioned under (e) and (f) hereunder;

(e) bonds issued or guaranteed by first class issuers offering an adequate liquidity; or

(f) shares admitted to or dealt in on a regulated market of a Member State of the European Union or on a stock exchange of a Member State of the OECD, provided that these shares are included in a main index.

3.8.3 Where there is title transfer, the Collateral received should be held by the Depositary, or its agent. Where there is no title transfer, the Collateral can be held by a third party custodian which is subject to prudential supervision, and which is unrelated to the provider of the Collateral.

3.8.4 Where the Collateral given in the form of cash exposes the Company to a credit risk vis-à-vis the trustee of this Collateral, such exposure shall be subject to the 20% limitation as laid down in section 2.6 above.

3.8.5 During the duration of the agreement, non-cash collateral cannot be sold, re-invested or pledged.

3.8.6 Cash received as collateral may only be:

(a) placed on deposit with entities prescribed in Article 50(f) of the European Parliament and Council Directive 2009/65/EC;

(b) invested in high quality government bonds;

(c) used for the purpose of reverse repurchase agreements provided the transactions are with credit institutions subject to prudential supervision and the Company can recall at any time the full amount of the cash on an accrued basis; and

(d) invested in short term money market funds as defined in the Committee of European Securities Regulators ("**CESR**") Guidelines on a common definition of European Money Market Funds.

Re-invested cash collateral should be diversified in accordance with the diversification requirements applicable to non-cash collateral.

3.8.7 Notwithstanding the permitted types of Collateral stated above, the Company currently only receives cash as collateral and does not reinvest the cash received as collateral.

3.8.8 The Company has implemented a haircut policy in respect of the cash received as collateral. No haircut is applied where the exposure is in the same currency as that of the derivative. The Company may also accept cash in Major Currencies other than the currency of the derivative as collateral, in which case the applicable haircut shall be determined by the Company from time to time taking into account relevant market conditions.

3.8.9 Investments into securities financing transactions as defined under Regulation (EU) 2015/2365 of the European Parliament and of the Council of 25 November 2015 on transparency of securities financing transactions and of reuse and amending Regulation (EU) No 648/2012 (the "SFTR") are 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 article 14.2 of the SFTR.

3.8.10 Risk associated with OTC Derivatives

The combined counterparty risk on any transaction involving OTC derivative instruments or efficient portfolio management techniques may not exceed 10% of the assets of a Sub-Fund where the counterparty is a credit institution domiciled in the EU or in a country in respect of which the CSSF considers the relevant supervisory regulations to be equivalent to those prevailing in the EU. This limit is set at 5% in any other case.

The Company's delegates will continuously assess the credit or counterparty risk as well as the potential risk, which is for trading activities, the risk resulting from adverse movements in the level of volatility of market prices and will assess the hedging effectiveness on an ongoing basis. They will define specific internal limits applicable to these kinds of operations and monitor the counterparties accepted for these transactions.

**4. Disclosure of Interests**

(a) Yves Wagner is a director of both the Company and Manulife Investment Management (Ireland) Limited, the Management Company and the Distributor.

Subject thereto and save in respect of nominal holdings of Shares in the Company, no Director or any member of his family has or has had any interest in either the promotion of the Company or in its business or in any transaction effected by the Company since its incorporation.

(b) There are no existing or proposed service contracts between any of the Directors and the Company. The Directors will be entitled to such remuneration as may be voted to them by the Company in general meetings. No remuneration will be payable to Directors who are also directors of Manulife Entity. Each Director may be paid reasonable travel, hotel and other out-of-pocket expenses incurred in the performance of his duties.

## 5. Conflicts of Interest

Shareholders and potential investors should note that the Management Company, the Distributor, any distributor, the Investment Managers, the Sub-Investment Managers and the Investment Advisers may be members of the Manulife Group. Some of these entities may have common management and/or common directors with one another or with the Company. Situations may arise where there are conflicts of interest (potential or otherwise) among such entities. If such conflicts arise, the Directors, the Management Company, the Distributor, any distributor, the Investment Managers, the Sub-Investment Managers, and/or the Investment Advisers, will use reasonable efforts to ensure that any transactions relating to the relevant Sub-Funds are carried out at arm's length, in the best interests of the Shareholders and that Shareholders are treated fairly.

The Management Company, the Distributor, any distributor, the Investment Managers, the Sub-Investment Managers, the Investment Advisers, the Depositary and the Administrator may from time to time act as management company, distributor, depositary, trustee, paying agent, administrator, transfer agent, register, secretary, investment manager, sub-investment manager or investment adviser or in such other function as may be required from time to time in relation to, or be otherwise involved in or with, other funds, collective investment schemes or clients which have identical or similar investment objectives to those of any Sub-Fund. It is, therefore, possible that any of the Management Company, the Distributor, any distributor, the Investment Managers, the Sub-Investment Managers, the Investment Advisers, the Depositary and the Administrator and their connected persons may, in the normal course of business, have potential conflicts of interest with the Company or with any Sub-Fund. Each service provider will, at all times, have regard in such event to its obligations to the Company and to Shareholders and will endeavour to ensure that such conflicts are resolved fairly.

The Management Company, Investment Managers, Sub-Investment Managers, Investment Advisers or their connected persons may acquire, dispose of or otherwise deal in securities or derivatives in securities which are similar or identical to the investments of any Sub-Fund, and may issue instruments the value of which is linked to the value of such securities. Any member of the group of companies of which the Management Company, an Investment Manager, a Sub-Investment Manager or an Investment Adviser forms part may engage in transactions (trading, hedging or otherwise) involving such securities and be entitled to charge fees in relation thereto. These activities may affect the market value or prevailing level of these securities, or could result in such group companies having conflicting interests with those of the Shareholders. Any of such group companies may also act in various capacities in the offerings of shares (or other securities), such as acting as underwriter or sponsor, or as financial adviser to an issuer. Such activities could present certain conflicts of interest and may affect the value of assets of the relevant Sub-Funds. The Management Company, Investment Managers, Sub-Investment Managers and Investment Advisers will, at all times, have regard, in such event, to their respective obligations to the Company and to Shareholders and will endeavour to ensure that such conflicts are resolved fairly. Where transactions are undertaken by the Management Company, Investment Managers, Sub-Investment Managers, Investment Advisers or their connected persons, it is expected the fees will be charged at normal market rates.

Investors should note that the Company may make investments into securities issued, funds or other instruments for which the issuer is managed and/or advised, or the instrument issued is managed, advised, sponsored and/or arranged by a Manulife Entity. Such parties may be entitled (directly or indirectly) to fees, profits and/or commissions arising out of such transactions. In managing this conflict, the Management Company, the Investment Managers, the Sub-Investment Managers and/or the Investment Advisers will ensure any such transactions relating to the relevant Sub-Fund are carried out at arm's length, executed in accordance with applicable best execution standards, are appropriate for the Sub-Fund and in the best interests of the Shareholders. The Management Company also has in place comprehensive policies and procedures for the management of conflicts and will ensure such conflicts are resolved fairly.

## 6. Auditors

The Company's Auditors are PricewaterhouseCoopers Assurance. The Auditors are responsible for auditing the accounting information in accordance with Article 154 of the 2010 Law. The Company shall issue consolidated accounts.

## 7. Miscellaneous

(a) There are indemnities in favour of the Directors and other officers and agents for the time being of the Company.

(b) In the case of joint shareholdings, the title to or interest of any natural person who is a joint Shareholder will automatically pass to the surviving Shareholder(s) on the death of the natural person and the surviving Shareholder(s) will be the only person(s) recognised by the Company as having any title to or interest in the Shares registered in the names of such joint Shareholders.

(c) The Distributor may, out of its own funds, pay commission on applications for Shares received through brokers and other professional agents.

(d) The address of the Directors of the Company for the purposes of this Prospectus is 31, Z.A. Bourmicht, L-8070 Bertrange, Grand Duchy of Luxembourg.

(e) No Shares or loan capital of the Company have been issued or are proposed to be issued partly paid, nor is any such capital under option or agreed conditionally or unconditionally to be put under option.

(f) Save as disclosed herein:

(i) no amount or benefit has been, or is intended to be, paid or given by the Company to any promoter of the Company; and

(ii) no commissions, discounts, brokerages or other special terms have been granted in relation to Shares, debentures or other capital to be issued by the Company pursuant to this Prospectus.

(g) PricewaterhouseCoopers Assurance have given and have not withdrawn their written consent to the issue of this Prospectus, and the references to them in the forms and contexts in which they are included.

(h) The Company is not engaged in any litigation or arbitration of material importance and no litigation or claim is known to the Directors to be pending or threatened against the Company.

(i) The Company does not maintain a place of business in the United Kingdom or Hong Kong, nor does it own any real property or have any employees.

(j) Shareholders are required to notify the Company of any changes of particulars (e.g. change of address, change of name, etc.) and furnish to the Company the requisite supporting documents for verification. Shareholders or subscribers may further be required to provide further documents (including but not limited to identity documents) to the Company from time to time for regulatory or compliance purposes. Failure to notify the Company on changes or failure to provide the requisite documents may result in delays in executing any dealing instructions or redemption requests from the Shareholders/subscribers. It is the responsibility of Shareholders or Subscribers to bear any possible losses arising from such delays.

**8. Material Agreements**

The following material agreements have been entered into by the Company or by the Management Company in relation to the Company:

(a) Depositary Services Agreement dated 3 August 2016 between the Company and Citibank Europe plc, Luxembourg Branch (as varied from time to time).

(b) Amended and Restated Management Company Services Agreement dated 1 October 2020 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company and the Management Company (as varied from time to time).

(c) Amended and Restated Fund Administration Services Agreement dated 25 September 2020 as novated by way of a novation agreement effective 1 July 2021 among Carne Global Fund Managers (Luxembourg) S.A., the Company, the Management Company and Citibank Europe plc, Luxembourg Branch (as varied from time to time).

(d) Amended and Restated General Distribution Agreement dated 1 October 2020 as novated by way of a novation agreement effective 1 August 2023 among the Company, Manulife Investment Management (Ireland) Limited (in the capacity as the Management Company and the Distributor) and Manulife Investment Management International Holdings Limited (as varied from time to time).

Details of the Investment Management Agreements and Sub-Investment Management Agreements entered into in respect of each Sub-Fund are set out in Appendix I.

Copies of the material agreements listed above, the Investment Management Agreements and Sub-Investment Management Agreements, the Articles of Incorporation of the Company (as amended), the laws of 10 August 1915 (as amended) and 17 December 2010 of Luxembourg (as amended), the latest half yearly and yearly reports of the Company, are available for inspection free of charge during usual business hours on any weekday (Saturdays and public holidays excepted) at the registered office of the Company.

# APPENDIX III

# SUMMARY OF ARTICLES OF INCORPORATION AND OF COMPANY PRACTICE

The constitution of the Company is contained in its Articles of Incorporation (as amended on 20 October 1989, 22 June 1992, 28 July 1995, 19 February 1997, 14 September 1998, 16 October 1998, 26 April 2002, 15 November 2006 and 16 December 2014 respectively), certain provisions of which, together with company practice, are summarised below.

**1. General Summary**

**(a) Sole Object**

The sole object of the Company is to place the funds available to it in one or more portfolios of securities with the purpose of spreading investment risks and making available to Shareholders the benefits of the management of the Company's portfolios.

**(b) Capital**

The capital is represented by fully paid Shares of no par value which will at any time be equal to the value of the net assets of the Company. Any variation of the Company's capital has immediate effect. Fractions of registered Shares only may be issued.

**(c) Sub-Funds**

Separate investment "Sub-Funds" may be established, each of which may issue one or more Classes. On or before the allotment of Shares, the Directors shall determine the Sub-Fund to which such Shares shall be designated. Each Sub-Fund is treated as bearing its own liabilities.

**(d) Voting**

In addition to the right to one vote for each whole Share of which he is the holder at general meetings, a Shareholder of any Class will be entitled at any separate meeting of the holders of Shares of that Class to one vote for each whole share of that Class of which he is the holder. Except as otherwise required by Luxembourg law, resolutions at a meeting of Shareholders shall be passed by a simple majority of the Shares voted.

**(e) Joint Holders**

The Company shall register Shares jointly in the names of not more than four holders should they so require. In such cases, the rights attaching to such a Share must be exercised jointly by all those parties in whose names it is registered.

By way of commentary, it is noted for the avoidance of doubt that, other than individual natural persons, the Company may at its sole discretion permit the registration in joint names of persons such as a corporation or an unincorporated body.

**(f) Allotment of Shares**

The Directors are authorised without limitation to allot and issue Shares at any time at the Subscription Price determined according to the Articles without reserving preferential subscription rights to existing Shareholders.

**(g) Directors**

The Articles provide for the Company to be managed by a Board of Directors composed of at least three persons.

Directors may be removed or replaced at any time by resolution of the Shareholders. There is no age limit or share qualification for Directors.

The Directors are vested with all powers to perform all acts necessary or useful for accomplishing the Company's objects. In particular, the Directors have power to appoint any person to act as Administrator, Distributor, Investment Manager, Sub-Investment Manager or Investment Adviser and such other representatives and agents as they may consider necessary, including an investment advisory council to assist the Directors and the Investment Manager or Sub-Investment Manager. Luxembourg law and the Articles require the Directors to appoint a Depositary.

No contract or other transaction between the Company and any other company or firm will be affected or invalidated by the fact that any one or more of the Directors or officers of the Company is interested in, or is a director, associate, officer or employee of that other company or firm. Subject to certain exceptions set out in the Articles, if any Director or officer of the Company has any material interest in any transaction of the Company, that Director or officer must declare such material interest to the Directors and will not be counted in the quorum of any meeting of the Directors to consider or vote on any such transaction and he will not vote on any such transaction.

The Articles stipulate that no meetings of the Directors can be held in the United Kingdom.

**(h) Indemnity**

The Company may indemnify any Director, officer, servant or agent of the Company against, inter alia, all claims, demands and expenses made by any third party against such persons otherwise than by reason of the negligence or wilful default of such persons or any of them.

**(i) Winding-up and Liquidation**

If the Company shall be voluntarily liquidated, its liquidation will be carried out in accordance with the provisions of the 2010 Law, or any amendment or substitution thereof, relating to collective investment undertakings which specifies the steps to be taken to enable Shareholders to participate in the liquidation distributions.

On a winding-up, assets available for distribution amongst the Shareholders will be applied first in the payment to the holders of each Class of any balance remaining in the relevant Sub-Fund in proportion to the value of Shares of that Sub-Fund held and then in the payment to the holders of Shares of any balance then remaining and not comprised in any of the Sub-Funds, such balance being apportioned as between the Sub-Funds pro rata to the Net Asset Value of each Sub-Fund immediately prior to any distribution to Shareholders on a winding-up and payment being made of the amount apportioned to the holders of Shares of each Sub-Fund in proportion to the value of their Shares of the relevant Sub-Fund.

In the event of dissolution of the Company, liquidation shall be carried out by one or several liquidators elected by a meeting of Shareholders effecting such dissolution and which shall determine his or their powers and his or their compensation.

The liquidator or liquidators shall apply the Company's assets in satisfaction of creditors' claims in accordance with Luxembourg law. The effective burden of such claims shall be shared between the holders of the Shares of the Sub-Funds in such proportions as the liquidator or liquidators shall think equitable.

Any monies to which Shareholders are entitled upon the liquidation of the Company and which are not claimed by those entitled thereto prior to the close of the liquidation shall be deposited for whom it may concern at the Caisse des Consignations in Luxembourg. Amounts not claimed from the Caisse des Consignations within 30 years will be liable to be forfeited and will revert to the Luxembourg government in accordance with the provisions of Luxembourg law.

**2. Class Rights and Restrictions**

Shares will be divided into Classes designated according to the Sub-Fund to which they are linked. They have no preferential or pre-emption rights and are freely transferable, save as referred to below.

The Directors may impose or relax restrictions (other than any restriction on transfer but including the requirement that Shares be issued only in registered form) on any Shares or Class (but not necessarily on all Shares within the Sub-Fund) as they may think necessary to ensure that Shares are neither acquired nor held by or on behalf of any person in breach of the law or requirements of any country or governmental or regulatory authority, or which might have adverse taxation or other pecuniary consequences for the Company, including a requirement to register under any securities or investment or similar laws or requirements of any country or authority. The Directors may in this connection require a Shareholder to provide such information as they may consider necessary to establish whether he is the beneficial owner of the Shares which he holds.

The rights attached to the Shares of any Sub-Fund (subject to the terms of issue) may be varied only with the sanction of resolution passed at a separate class meeting of that Sub-Fund by a majority of two-thirds of the votes cast. The provisions of the Articles relating to general meetings will apply to every separate general meeting save that the quorum will be the holders of not less than one half of the issued Shares of that Sub-Fund or, at an adjourned meeting, any one person holding Shares of that Sub-Fund (or in either case the proxies of such persons). Two or more Sub-Funds may be treated as a single Sub-Fund if such Sub-Funds would be affected in the same way by the proposals requiring the approval of the separate Sub-Funds.

The rights conferred upon the holders of Shares of any Sub-Fund issued with preferred or other rights will not be deemed to be varied by, inter alia, the creation, allotment, issue or redemption of further Shares of the Sub-Fund ranking in any respect pari passu therewith but in no respect in priority thereto or by the creation, allotment, issue or redemption of Shares of any Sub-Fund or by the switching of Shares of any Sub-Fund into Shares of another Sub-Fund.

**3. Net Asset Value**

**(a) Calculation of Net Asset Value**

The Net Asset Value of each Sub-Fund is determined at the Valuation Point on each Business Day in respect of the relevant Sub-Fund by aggregating the value of securities and other assets of the Company allocated to the relevant Sub-Fund and deducting the liabilities of the Company allocated to that Sub-Fund. For this purpose, the liabilities of the Company include liabilities in respect of the amount of any unpaid dividends payable or to become payable on or before the relevant Business Day.

Securities listed on an official exchange or dealt on another Regulated Market are valued on the basis of the last available price. If a security is quoted on different markets, the quotation of the main market for this security will be used. Fixed income securities are valued on the basis of the latest available middle price on the relevant stock exchange or the middle prices of last available quotes from market makers that constitute the main market for such securities.

Non-listed securities and securities which are listed or dealt on a Regulated Market but in respect of which the last sales price is not representative of the fair value, are valued on the basis of their probable sales price as determined with prudence and in good faith by the Board of Directors.

Securities issued by open-ended investment funds shall be valued at their last available net asset value or in accordance with the above where such securities are listed.

The liquidating value of futures, forward or options contracts that are not traded on exchanges or other organised markets shall be determined pursuant to the policies established by the Directors, on a basis consistently applied. The liquidating value of futures, forward or options contracts traded on exchanges or other organised markets shall be based upon the last available settlement prices of these contracts on exchanges and organised markets on which the particular futures, forward or options contracts are traded; provided that if a futures, forward or options contract cannot be liquidated on a Business Day with respect to which a Net Asset Value is being determined, then the basis for determining the liquidating value of such contract shall be such value as the Directors may deem fair and reasonable.

Liquid assets and money market instruments may be valued at nominal value plus any accrued interest or using an amortised cost method. This amortised cost method may result in periods during which the value deviates from the price the relevant Sub-Fund would receive if it sold the investment. The relevant Investment Manager and/or the Administrator of the Company, in consultation with the Depositary, will assess from time to time this method of valuation and recommend changes, where necessary, to ensure that such assets will be valued at their fair value as determined in good faith pursuant to procedures established by the Board of Directors. If the Investment Manager believes that a deviation from the amortised cost per Share may result in a material dilution or other unfair results to Shareholders, the relevant Investment Manager and/or the Administrator shall take such corrective action, if any, as he deems appropriate, to eliminate or reduce, to the extent reasonably practicable, the dilution or unfair results.

Swaps will be valued at the net present value of their cash flows.

If a Sub-Fund is invested in markets which are closed for business at the relevant Valuation Point of the Sub-Fund or where the market value of an asset is unavailable or where the Directors reasonably believe that no reliable price exists or the most recent price available does not reflect a price the relevant Sub-Fund would expect to receive upon the current sale of the asset, the Directors may with due skill, care and diligence and in good faith, during periods of market volatility, in consultation with the Depositary, proceed to adjust the Net Asset Value per Share to reflect more accurately the fair value of the Sub-Fund's investments at the Valuation Point. Where such adjustment is made, it will be applied consistently to all Classes in the same Sub-Fund.

The Net Asset Value of each Class within a Sub-Fund is calculated by (i) determining the Net Asset Value of the relevant Sub-Fund as at the relevant Valuation Point before deducting any liabilities which are specifically attributable to the Class in question; (ii) apportioning the resulting amount between each Class relating to the Sub-Fund by reference to the capital contribution of each such Class; and (iii) deducting the liabilities and adding any assets specifically attributable to the relevant Class from or to such apportioned amount.

**(b) Swing Pricing Policy**

The Company may need to accommodate significant net cash inflows or outflows resulting from large subscription, redemption and/or switching activity by investors which result in high transaction costs associated with a Sub-Fund's portfolio trades. As a result, the Sub-Fund may suffer reduction of the NAV per Share ("**dilution**"). In order to reduce this dilution impact and to protect existing Shareholders' interests, a swing pricing policy ("**Swing Pricing Policy**") shall be adopted by the Company as part of its daily valuation policy. The Swing Pricing Policy shall be applicable to all Sub-Funds.

If on any Business Day, the aggregate net investor(s) transactions in Shares of a Sub-Fund exceed a pre-determined threshold as calculated as a percentage of the relevant Sub-Fund's Net Asset Value or as a fixed amount expressed in the base currency of the relevant Sub-Fund (as determined and reviewed by the Board or any duly authorised delegate of the Board from time to time), the NAV per Share of the Sub-Fund may be adjusted upwards or downwards to reflect the costs (including dealing costs and estimated bid/offer spreads) attributable to net inflows and net outflows respectively ("**Adjustment**") if the Board considers it is in the best interest of the investors. Particularly:

(i) The aggregate net investor(s) transactions in Shares of the relevant Sub-Fund will be determined by the Company based on the latest available information at the time of calculation of the NAV.

(ii) The value of the Adjustment is dependent on historical trading costs and market conditions in respect of the assets held by the relevant Sub-Fund.

(iii) The value of the Adjustment for each Sub-Fund will be reviewed at least twice a year to reflect the estimated costs of trading assets held by the relevant Sub-Fund and prevailing market conditions. The estimation procedure for the value of the Adjustment captures the main factors causing dealing cost (e.g. bid/ask spreads, transaction related taxes or duties, etc.). Such Adjustment may vary from Sub-Fund to Sub-Fund and will not exceed 2.00% of the original NAV per Share (the "**Maximum Adjustment**"). Under exceptional circumstances, the Directors may, in the interest of Shareholders, decide to temporarily increase the Maximum Adjustment indicated above, subject to prior notification thereof to Shareholders and investors. The value of the Adjustment is determined by the Board or any duly authorised delegate of the Board.

(iv) The NAV per Share of each Class in a Sub-Fund will be calculated separately but any Adjustment will, in percentage terms, affect the NAV per Share of each Class in a Sub-Fund identically.

(v) Performance fees and other NAV-based fees are to be calculated based on the NAV per Share prior to any Adjustment.

**4. Subscription and Redemption Prices**

**(a) Subscription Price**

Except when there is a suspension of the determination of Net Asset Value, Shares of any Class may be issued on Business Days at the relevant Subscription Price calculated by assessing the Net Asset Value per Share of the relevant Class of the relevant Sub-Fund on the Business Day in question and adding thereto (if the Directors determine so to do) an appropriate provision for duties and charges. The Subscription Price is then calculated by:

(i) dividing the resulting sum by the total number of Shares of the relevant Class of the relevant Sub-Fund in issue or deemed to be in issue at the relevant Valuation Point;

(ii) adding an amount (if any) for fiscal charges arising in Luxembourg on the issue of Shares; and

(iii) rounding the resulting figure to four decimal places, with any rounding retained for the benefit of the relevant Sub-Fund.

The aggregate of any amounts and charges included in the Subscription Price per Share may not exceed 6% of the Net Asset Value per Share.

**(b) Redemption Price**

The Redemption Price of any Sub-Fund is determined in accordance with the Articles and is calculated by assessing the Net Asset Value of the relevant Class of the relevant Sub-Fund on the Business Day in question and dividing the resulting sum by the total number of Shares of that Class in issue or deemed to be in issue at the relevant Valuation Point and rounding the resulting figure to four decimal places, with any rounding retained for the benefit of the relevant Sub-Fund. The Redemption Price per Share is then calculated by deducting therefrom (if the Directors determine so to do) an appropriate provision for duties and charges. The "Business Day in question" normally means, in the case of a redemption notice received at or before 1:00 p.m. (Luxembourg time) on any Dealing Day, the same Dealing Day, and if received later, the following Dealing Day or such other Dealing Day as the Directors and the Shareholders may agree.

**(c) General**

Subscription and Redemption Prices are determined (unless valuation is suspended) once on each Business Day (and more often if the Directors consider that a special valuation is necessary to reflect the fair value of any asset due to a material change in the Net Asset Value of the relevant Sub-Fund), and in each such case, the last valuation of the Net Asset Value per Share of the relevant Class determined that day will apply to all subscriptions and redemptions of Shares of such Class.

The Directors have determined pursuant to their discretion under the Articles at present not to make provision for duties and charges when calculating the Subscription Price. No redemption charge will be imposed in respect of Shares of any Class.

If there continues to be no Luxembourg fiscal charges on the issue of Shares, the Subscription Price of any Class will be the same as its Redemption Price.

**5. Switching of Shares**

Shareholders have the right to switch all or any Shares of one Sub-Fund into Shares within the same Class or Category in the same Sub-Fund or another Sub-Fund (other than Shares issued on terms that they cannot be switched). Shares of one Class or Category may not be switched to Shares of another Class or Category (whether within the same Sub-Fund or in another Sub-Fund). The number of Shares to be allotted in the new Class is calculated in accordance with the following formula:

$$N = \frac{A \times B \times D}{C}$$

Where, in summary:

**N** is the number of Shares of the new Class of the relevant Sub-Fund to be allotted and issued

**A** is the number of Shares of the original Class of the relevant Sub-Fund

**B** is the Redemption Price per Share of the original Class of the relevant Sub-Fund, as adjusted to reflect the switching charge (if any, and the Directors may differentiate between applicants as to the amount of switching charge payable, within the permitted limit)

**C** is the Subscription Price per Share of the new Class of the relevant Sub-Fund (adjusted to exclude any initial, dealing or fiscal charges), as further adjusted to reflect the switching charge (if any, and the Directors may differentiate between applicants as to the amount of switching charge payable, within the permitted limit)

**D** is the currency conversion factor (if any) determined by the Directors on the relevant Dealing Day as representing the effective rate of exchange between the two relevant currencies

The switching charge adjustment (if any) will only be made to either **B** or **C**. In any event, the total switching charges shall not exceed 1% of the value of the Share(s) being switched.

**6. Settlement on Dealing in Shares**

Settlement for subscriptions will be due upon application as set out in Section 8.2 of this Prospectus. Settlement in the case of redemptions will normally be effected by the Administrator within three Dealing Days, and in any event not more than 30 days, of receipt of all required redemption documentation. Investors may be required to compensate the Company for late settlement.

The Company is not bound to redeem on any Dealing Day more than 10% of the number of Shares then in issue of the relevant Sub-Fund. If the Company receives requests on any Dealing Day for redemption of a greater number of Shares, it may defer such redemptions for a period from then until a Dealing Day falling not more than seven Dealing Days thereafter, when such redemptions will be effected in priority to later requests which have been received.

Further, payment of redemption proceeds to a single Shareholder in excess of US$500,000 may be deferred for up to seven Dealing Days after the relevant settlement day.

**7. Compulsory Redemption**

If the Company becomes aware that any Shares are owned directly or beneficially by any person in breach of any law or requirement of a country or governmental or regulatory authority, or otherwise in the circumstances referred to in Paragraph 2 (Class Rights and Restrictions) above, the Directors may require the redemption of such Shares.

If, at any time, the Net Asset Value of all outstanding Shares is less than an amount determined by the Board to be the minimum appropriate level for the Company or the relevant Sub-Fund or in the event that the Board deems it appropriate because of changes in the economical or political situation affecting the Company or the relevant Sub-Fund or because it is in the best interests of the relevant Shareholders, all Shares not previously redeemed may be redeemed by the Company giving prior written notice of compulsory redemption to all Shareholders. The Board has determined that such minimum appropriate level of asset size for the Company and the relevant Sub-Fund shall be US$5,000,000 and US$2,000,000, respectively.

**8. Termination/Merger of Sub-Funds**

The Directors may (i) in view of decline of total net assets of the Company/Sub-Fund; or (ii) in view of changes in the economic or political situation affecting the Company or any Sub-Fund; or (iii) where the Directors consider it to be in the best interests of the Shareholders, upon prior notice to the Shareholders concerned, redeem all (but not some) of the Shares of the Company or of the relevant Sub-Fund (as the case may be) on the next Dealing Day following the expiry of such notice at the Net Asset Value per Share of the Company or of the relevant Sub-Fund (as the case may be) which reflects the anticipated realisation and liquidation costs (but with no other redemption charge).

If the corporate capital of the Company falls below two thirds of the minimum capital prescribed by the Law (currently 1,250,000 Euros or its equivalent in any other Major Currency), a resolution for the winding-up of the Company must be put to a general meeting.

If at any time the value, at their respective Net Asset Values, of all outstanding Shares is less than one quarter of the minimum capital for the time being required by Luxembourg law, the Board of the Company must submit the question of dissolution of the Company to a general meeting, acting without minimum quorum requirements and a decision to dissolve the Company may be taken by the Shareholders owning one quarter of the Shares represented at such meeting.

If the Directors determine that for reasons other than (i) the minimum size of its assets; or (ii) changes in the economic and political situation affecting a Sub-Fund; or (iii) that it is in the best interests of the Shareholders, such Sub-Fund is to be terminated by compulsory redemption of all Shares of the Sub-Fund, such termination may be effected only upon the prior approval of the Shareholders of the Sub-Fund to be terminated at a duly convened meeting of the Shareholders which may be validly held without a quorum requirement and decided upon a simple majority of the Shares represented.

The Directors shall have the power, in accordance with the provisions of the 2010 Law, to merge a Sub-Fund, either as receiving or merging fund, with another Sub-Fund of the Company or with another UCITS (whether established in Luxembourg or another Member State and whether such UCITS is incorporated as a company or is a contractual type fund) or with a sub-fund of such UCITS. The Company shall send a notice to the Shareholders of the relevant Funds in accordance with the provisions of CSSF Regulation 10-5. Every Shareholder of the relevant Funds shall have the opportunity of requesting the redemption or the conversion of his own shares without any cost (other than the cost of disinvestment) during a period of at least 30 days before the effective date of the merger, it being understood that the effective date of the merger takes place within five business days after the expiry of such notice period.

A merger having as effect that the Company as a whole will cease to exist must be decided by the Shareholders of the Company before notary. No quorum is required and the decision shall be taken at a simple majority of the Shareholders present or represented and voting.

**9. Suspensions**

In relation to each Sub-Fund, valuations (and consequently issues, redemptions and switches) may be suspended in consultation with the Depositary in certain circumstances having regard to the best interests of the Shareholders, including:

(a) the closure of, or suspension of, or restriction of trading on any stock exchange or other market on which a substantial proportion of the relevant investments are quoted;

(b) an emergency which in the opinion of the Directors makes it impracticable to dispose of investments held in the Sub-Fund without seriously harming the Company or any class of its Shareholders;

(c) if the means of communication normally used for the purpose of determining the price or value of investments held by the Sub-Fund cannot be used, or for some other reason the price or value of such investments cannot be determined normally, quickly and correctly;

(d) if any transfer of funds necessary for dealings in the relevant investments cannot be made normally at normal exchange rates;

(e) if notice is given of a meeting at which a resolution is to be proposed to wind up the Company;

(f) following a decision to merge a Sub-Fund or the Company, if justified with a view to protecting the interest of Shareholders; or

(g) in case a Sub-Fund is a Feeder of another UCITS (or a sub-fund thereof), if the net asset value calculation of the Master UCITS (or the sub-fund thereof) is suspended.

The beginning and end of any period of suspension (except for customary closing of stock exchanges for not more than nine days) will be made known at the registered office of the Company and announced at **www.manulifeim.com.hk** and **www.manulifeglobalfund.com**. Notice will also be given to any Shareholder lodging a request for redemption or switching of Shares.

During a period of suspension or deferral, a Shareholder may withdraw his request in respect of any Shares not issued, redeemed or switched by notice in writing received before the end of such period.

**10. Transfers**

The transfer of Shares may normally be effected by delivery to the Administrator of an instrument of transfer and the Shareholder Account Opening Form in appropriate form together with, if issued, the relevant Share certificate or certificates. Investors are advised to take note of the minimum shareholding applicable for each Class (set out in Appendix I). If a transfer would otherwise result in a Shareholder retaining a residual shareholding of less than the required minimum shareholding applicable to the relevant Class, the Shareholder will be requested to transfer his residual shareholding in the original Sub-Fund as well. If a transferee is not already a Shareholder in the Company, the transferee must complete the Shareholder Account Opening Form and return it to the Company as soon as practicable.

## 11. Dividends

The Company's policy is to, with respect to all Distributing Classes, distribute such dividend amount to its Shareholders as per the respective dividend policy of each Distributing Class as shown in Section 10.1 of the Prospectus, as the Company may determine at its discretion. However, if the amount of dividend payable to a Shareholder in respect of each Class is less than US$50.00, the dividend will, instead, be reinvested for the account of such Shareholder in Shares of that Class, notwithstanding any earlier indication of the Shareholder to receive cash dividends.

The Directors may, at their discretion, pay dividends out of income, realized capital gains and/or capital, of certain Sub-Funds in respect of Shares of certain Classes of such Sub-Funds, as further described in Section 10.1 of the Prospectus.

# APPENDIX IV

# SUMMARY OF RISK MANAGEMENT PROCESS

**1. General**

The Management Company employs a risk management process in respect of the Sub-Funds, which enables it to monitor and manage the global exposure from financial derivative instruments ("**global exposure**") which each Sub-Fund gains as a result of its strategy.

The Management Company uses the "Commitment Approach" methodology in order to measure the global exposure of each Sub-Fund and manage the potential loss to them due to market risk.

The Management Company also monitors the net exposure to FDIs (the "**Net Derivative Exposure**") of each Sub-Fund.

**Commitment Approach**

The Commitment Approach is a methodology that aggregates the underlying market or notional values of financial derivative instruments to determine the degree of global exposure of a sub-fund to financial derivative instruments.

Pursuant to the 2010 Law, the global exposure for a Sub-Fund under the Commitment Approach must not exceed 100% of that Sub-Fund's net asset value.

**Net Derivative Exposure**

In calculating the Net Derivative Exposure, FDIs acquired for investment purposes that would generate incremental leverage at the portfolio level of the relevant Sub-Fund are converted into their equivalent positions in their underlying assets. The net derivative exposure is calculated in accordance with the SFC Code on Unit Trusts and Mutual Funds and the requirements and guidances issued by the SFC from time to time. The actual level of leverage may be higher than such expected level in exceptional circumstances, for example when there are sudden movements in markets and/or investment prices.

**2. Expected Maximum Net Derivative Exposure**

The following table sets out the expected maximum net derivative exposure of each Sub-Fund:

| Name of Sub-Funds | Expected Maximum Net Derivative Exposure |
|---|---|
| **Equity Funds:** | |
| *Manulife Global Fund – ASEAN Equity Fund* | Up to 50% |
| *Manulife Global Fund – Asia Pacific REIT Fund* | Up to 50% |
| *Manulife Global Fund – Asian Small Cap Equity Fund* | Up to 50% |
| *Manulife Global Fund – China Value Fund* | Up to 50% |
| *Manulife Global Fund – Dragon Growth Fund* | Up to 50% |
| *Manulife Global Fund – Dynamic Leaders Fund* | Up to 50% |
| *Manulife Global Fund – Global Climate Action Fund* | Up to 50% |
| *Manulife Global Fund – Global Equity Diversified Income Fund* | Up to 50% |
| *Manulife Global Fund – Global Equity Fund* | Up to 50% |
| *Manulife Global Fund – Global REIT Fund* | Up to 50% |
| *Manulife Global Fund – Global Semiconductor Opportunities Fund* | Up to 50% |
| *Manulife Global Fund – Healthcare Fund* | Up to 50% |
| *Manulife Global Fund – India Equity Fund* | Up to 50% |
| *Manulife Global Fund – Japan Equity Fund* | Up to 50% |
| *Manulife Global Fund – Sustainable Asia Equity Fund* | Up to 50% |
| *Manulife Global Fund – Taiwan Equity Fund* | Up to 50% |
| *Manulife Global Fund – U.S. Equity Fund* | Up to 50% |

| | |
|---|---|
| **Bond Funds:** | |
| *Manulife Global Fund – Asia Total Return Fund* | Up to 50% |
| *Manulife Global Fund – Asian High Yield Fund* | Up to 50% |
| *Manulife Global Fund – Asian Short Duration Bond Fund* | Up to 50% |
| *Manulife Global Fund – Sustainable Asia Bond Fund* | Up to 50% |
| *Manulife Global Fund – USD Income Fund* | Up to 50% |
| *Manulife Global Fund – U.S. Special Opportunities Fund* | Up to 50% |
| **Hybrid Funds:** | |
| *Manulife Global Fund – Asia Dynamic Income Fund* | Up to 50% |
| *Manulife Global Fund – Diversified Real Asset Fund* | Up to 50% |
| *Manulife Global Fund – Global Multi-Asset Diversified Income Fund* | Up to 50% |
| *Manulife Global Fund – Investment Grade Preferred Securities Income Fund* | Up to 50% |
| *Manulife Global Fund – Preferred Securities Income Fund* | Up to 50% |

Manulife Investments
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