

**Manulife Global Fund**  
Société d'investissement à capital variable  
Registered office: 31 Z.A. Bourmicht, L-8070 Bertrange,  
Grand Duchy of Luxembourg  
R.C.S. Luxembourg: B 26.141

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

### Notice to Shareholders

Date: 1 December 2015

Dear Shareholder,

We are writing to you to inform you of an upcoming change in relation to Manulife Global Fund (the "**Company**").

The current custodian, administrator, registrar and paying agent of the Company is Citibank International Limited, Luxembourg Branch ("**CIL Luxembourg**"). As part of an internal restructuring to streamline its operations, Citibank International Limited ("**CIL**") will be merged into Citibank Europe plc ("**CEP**") (the "**Merger**") as from 1 January 2016 (the "**Effective Date**").

The Merger will take place by way of a court approved process pursuant to the European Cross Border Merger Directive (2005/56/EC) with ruling and approval granted by the court in the United Kingdom ("**UK**") on 8 October 2015 and by the court in Ireland on 17 November 2015 following a hearing on the same date. Approvals have also been obtained respectively from Citibank Holdings Ireland Limited, being the shareholder of CEP, on 11 September 2015 and from Citi Overseas Holdings Bahamas Limited being the shareholder of CIL, on 16 September 2015.

CEP, a wholly owned subsidiary of Citibank N.A., is a bank licensed pursuant to the Central Bank Act 1971 and regulated by the Central Bank of Ireland.

As from the Effective Date, CEP will carry out its depositary/custodian functions in Luxembourg through Citibank Europe plc, Luxembourg Branch ("**CEP Luxembourg**") which is a newly established branch of CEP. In other words, CEP Luxembourg will act as custodian of the Company with effect from the Effective Date.

CEP Luxembourg, which has been approved as a depositary bank by the *Commission de Surveillance du Secteur Financier* ("**CSSF**") in Luxembourg, is also subject to the regulation of the CSSF.

CIL Luxembourg currently also acts as the administrator, registrar and paying agent to the Company. As from the Effective Date, these functions will be carried out by CEP Luxembourg and the custodian and paying agent services agreement and the fund administration services agreement with the Company will be automatically transferred to CEP Luxembourg as at the Effective Date.

Any contracts in place for the Company with CIL Luxembourg (including the custodian and paying agent services agreement between the Company and CIL Luxembourg and the fund administration services agreement between the Company and CIL Luxembourg) will be automatically transferred to CEP Luxembourg as at the Effective Date and accordingly will not need to be re-entered into.

Both CIL Luxembourg and CEP Luxembourg are members of the Citibank group of companies and have the same ultimate parent entity. All the functions and operations which are currently in place for the Company and performed by CIL Luxembourg will be unaffected by the change. Staff and resourcing at CEP Luxembourg will be as now and there will be no change of address, or contact details as a consequence of the change of custodian. Accordingly, it is expected that the change will not have any impact on the Company or existing investors.

The fees payable by the Company to CEP Luxembourg shall be the same as the fees currently payable to CIL Luxembourg. There will be no change in the fee structure for the Company.

The fees and expenses incurred in connection with the above changes will not be borne by the Company.

The above changes will be reflected in the Addendum to the Prospectus of the Company to be dated 1 January 2016 (the "**Addendum**"). This Notice, which summarises the changes, should be read in conjunction with the full text of the Addendum and the Prospectus of the Company.

## **GENERAL**

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

Shareholders requiring further information about any of the matters set out in this Notice may contact the Administrator of the Company, Citibank International Limited, Luxembourg Branch and as from the Effective Date, Citibank Europe plc, Luxembourg Branch, at telephone number (352) 45 14 14 258 or fax number (352) 45 14 14 332 or the Hong Kong Distributor, Manulife Asset Management (Hong Kong) Limited, at telephone number (852) 2108 1110 or fax number (852) 2810 9510 at any time during normal business hours.

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

Yours sincerely

**For and on behalf of the Board**