## **Schroder International Selection Fund**

Société d'Investissement à Capital Variable 5, rue Höhenhof, L-1736 Senningerberg Grand Duchy of Luxembourg



Tel: (+352) 341 342 202 Fax: (+352) 341 342 342

IMPORTANT: This letter is important and requires your immediate attention. If you have any questions about the content of this letter, you should seek independent professional advice. The directors of Schroder International Selection Fund accept full responsibility for the accuracy of the information contained in this letter and confirm, having made all reasonable enquiries, that to the best of our knowledge and belief there are no other facts the omission of which would make any statement misleading.

30 May 2014

Dear Shareholder,

# Schroder International Selection Fund – US Large Cap merger with Schroder International Selection Fund – US Equity Alpha

As required by Luxembourg law, we are writing to advise you that on 1 July 2014 (the **Effective Date**), Schroder International Selection Fund – US Large Cap (the **Receiving Fund**) will merge with Schroder International Selection Fund – US Equity Alpha (the **Merging Fund**) (the **Merger**). The Receiving Fund will continue to exist following the Merger. Dealing in the Receiving Fund will not be interrupted by the Merger.

The merger was authorized by the Commission de Surveillance du Secteur Financier on 28 April 2014.

We believe that the Receiving Fund will provide the Merging Fund's shareholders with better access to capital growth potential with less risk and, for the majority of shareholders, at lower cost.

## Impact on the Receiving Fund's investment portfolio and performance

We do not foresee any material impact on Receiving Fund's investment portfolio or performance as a result of the Merger. The Merging Fund will dispose of any assets which do not fit well in the Receiving Fund's investment portfolio or which cannot be held due to investment restrictions prior to the Merger and the Receiving Fund will continue to be managed according to its current investment objective and strategy. The Receiving Fund's investment portfolio will not need to be rebalanced before or after the Merger.

## **Expenses and costs of the Merger**

The expenses incurred in the Merger, including the legal, audit and regulatory charges will be borne by Schroder Investment Management (Luxembourg) S.A., the management company of the Company (the **Management Company**). The Merging Fund will bear the market-related transaction costs associated with the disposal of any investments that would not fit well in the Receiving Fund.

# Exchange ratio, treatment of accrued income and consequences of the Merger

On the Effective Date, the net assets of the Merging Fund will be transferred to the Receiving Fund. For the shares of each class that they hold in the Merging Fund, shareholders of the Merging Fund will receive an equal amount by value of shares of the same class in the Receiving Fund, calculated at the net asset value per share of the Merging Fund and the Receiving Fund on the Effective Date.

Any accrued income relating to the Merging Fund's shares at the time of the Merger will be included in the calculation of the final net asset value per share of the Merging Fund and will be accounted for after the Merger in the net asset value per share of the Receiving Fund.

## Rights of shareholders to redeem/switch

As a shareholder in the Receiving Fund, if you do not wish to continue to hold your shares after the Merger, you have the right to redeem your holding or to switch into another Schroder fund at any time up to and including 1 July 2014.

We will execute your redemption or switch instructions in accordance with the provisions of the prospectus of the Company free of charge, although in some countries local paying agents, correspondent banks or similar agents might charge transaction fees. Local agents might also have a local deal cut-off which is earlier than that described above, so please check with them to ensure that your instructions reaches us in Hong Kong before the 5.00 p.m. Hong Kong time deal cut-off on 1 July 2014.

Redemptions or switches might affect the tax status of your investment. We therefore recommend you to seek independent professional advice in these matters.

#### **Further information**

An audit report will be prepared by the approved statutory auditor of the Company in relation to the Merger and will be available free of charge upon request from the Management Company.

If you would like more information, please contact your usual professional advisor or Schroders Investor Hotline on (+852) 2869 6968.

Yours faithfully,

**Noel Fessey** 

**Authorised Signatory** 

Marco Zwick

**Authorised Signatory** 

## 施羅德環球基金系列

可變資本投資有限公司 5, rue Höhenhof, L-1736 Senningerberg Grand Duchy of Luxembourg



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此乃重要函件,務請閣下垂閱。閣下如對本函件的內容有任何疑問,應尋找獨立專業顧問的意見。施羅德環球基金系列的董事就本函件所載資料之準確性承擔全部責任,並在作出一切合理查詢後確認,盡其所知所信,本函件並無遺漏足以令本函件的任何陳述具誤導成分的其他事實。

親愛的股東:

施羅德環球基金系列 - 美國大型股 施羅德環球基金系列 - US Equity Alpha

由於盧森堡法律要求,我們來信通知閣下由 2014 年 7 月 1 日(「生效日」)起,施羅德環球基金系列-美國大型股(「接管方基金」)將與施羅德環球基金系列- US Equity Alpha(「合併基金」)合併(「合併」)。接管方基金在合併後將繼續存在,其交易不會因合併而中斷。

合併已於 2014 年 4 月 28 日獲盧森堡金融業管理局批准。

我們相信接管方基金將會以較低的風險以及對大部份股東而言以較低的成本,為合併基金股東提供更佳 資本增值的潛在機會。

## 對接管方基金之投資組合和表現的影響

我們預計合併對接管方基金之投資組合或表現不會造成任何重大影響。合併基金將於合併前出售任何不符合接管方基金投資組合或因投資限制而不能持有的資產。接管方基金將繼續依照現時的投資目標和策略管理。無論合併之前或以後,接管方基金的投資組合不需要重新調整。

## 合併的開支和費用

合併引致的開支,包括法律、審計和監管機構費用,將由本公司的管理公司 Schroder Investment Management (Luxembourg) S.A. (「管理公司」) 承擔。因出售任何不符合接管方基金的投資項目而引致的市場相關交易費用,將由合併基金承擔。

## 兌換比率、累計收入的處理和合併的後果

生效日當天,合併基金的淨資產將轉讓至接管方基金。持有合併基金各類別股份的股東,將收到對應之接管方基金相同股份類別同等價值的股份。股份價值以合併基金和接管方基金在生效日當天的每股資產淨值計算。

有關合併基金股份在合併當時的任何累計收入,將算入合併基金的最後每股資產淨值計算內,並將在合併後算入接管方基金的每股資產淨值。

## 股東贖回/轉換股份的權利

閣下作為接管方基金的股東如無意在合併後繼續持有股份,可於 2014 年 7 月 1 日或之前任何時間贖回 閣下之股份或將持股轉換至另一施羅德基金。 我們將按本公司發行章程條款免費執行閣下的贖回或轉換指示。請注意某些國家的收付代理人、往來銀行或類似代理人可能向閣下收取交易費用,其當地的交易截止時間亦可能較上述的交易截止時間為早。 我們建議閣下向他們查詢,以確保閣下的指示可於 2014 年 7 月 1 日下午 5 時(香港時間)交易截止時間或之前送達施羅德香港。

贖回或轉換股份可能會影響閣下的投資稅務狀況。因此,我們建議閣下就該等事宜尋求獨立專業顧問的 意見。

## 額外資料

基金的核准法定核數師將就合併預備一份審計報告。閣下可向管理公司免費索取該份審計報告。

閣下如需要更多資料,請聯絡閣下的專業顧問或致電施羅德投資熱線電話: (+852) 2869 6968 查詢。

此致

**Noel Fessey** 

授權簽署 謹啟

2014年5月30日

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Marco Zwick

授權簽署