

瀚亞投資

Société d'Investissement à Capital Variable

Registered Office: 26 boulevard Royal

L-2449 Luxembourg

Grand-Duchy of Luxembourg

R.C.S. Luxembourg B 81 110

「SICAV」

致股東通知信

重要文件需要您立即注意。

如有疑問，請聯繫您的專業顧問。

謹通知瀚亞投資之股東，SICAV 董事會（「董事會」）已決議修改 2024 年 3 月的 SICAV 公開說明書（「公開說明書」）。

除非這些通知中另有規定，否則本文中使用的的大寫術語與公開說明書最新經核定之版本中之含義相同。

對公開說明書所作主要變更與以下項目有關：

- 刪除第 1.1 節中的股份級別列表及相關參考資料，修訂第 1.4 節和第 6.2 節，並在附錄九中提供基本股份級別概述，以及提供一個連結連接到瀚亞投資網站以查詢完整的股份級別列表；
- 修訂《投資人注意事項》，特別是其子部分中的「排除政策」、「有爭議的武器」和「動力煤」內容，使其與瀚亞投資集團採用的責任投資政策保持一致；
- 修訂公開說明書第 4.5 節「計算錯誤」和附錄三「風險考量」，以包括對新 CSSF 24/856 公報的引用，該公報涉及當資產淨值（NAV）計算錯誤、不遵守投資規則以及其他類型的 UCI 層級錯誤情況下的投資者保護，並警告透過金融中介（如代理人）進行認購的相關風險；
- 修訂公開說明書第 5.3 節「外國帳戶稅收遵從法案」（「FATCA」）和第 6.9 節「資料保護」，規定 SICAV 和管理公司將根據通用資料作為聯合資料控制者保護規定；
- 修訂第 7.5 節「中央管理（包括支付代理和上市代理功能）」，以表明 (i) 紐約梅隆銀行 SA/NV 作為 UCI 管理者的角色並提供客戶間通訊功能，及 (ii) Arendt Services S.A. 已取代紐約梅隆銀行 SA/NV 成為 SICAV 的上市代理人；

- 修訂公開說明書中附錄二「定義」，以添加一些額外的定義術語；
- 修訂公開說明書中附錄三「風險考量」，更具體地說，修訂「將環境、社會和治理 (ESG) 納入瀚亞投資流程的具體風險考量」，以加強公開說明書中 ESG 的揭露，並使其與瀚亞投資集團採用的責任投資政策保持一致；
- 修訂公開說明書中附錄三「風險考量」，刪除「具有虧損吸收特徵的工具之風險」之子部分，因為相同的風險揭露已包含在同一附錄三的另一子部分中。該子部分已修訂以考慮額外的債務工具；
- 修訂公開說明書中附錄四「投資目標和限制」及其「投資工具」部分，以闡明為流動性管理目的和/或應對不利市場條件而進行的貨幣市場工具和/或貨幣市場基金的投資不屬於附屬資產投資，因此不受限於子基金淨資產的 20%；
- 修訂公開說明書附錄七「環境、社會及公司治理考量與永續性風險」以及以下子基金：亞洲動力股票基金、全球新興市場動力股票基金、日本動力股票基金、全球低波動股票基金、全球科技股票基金、全球價值股票基金、亞洲股票收益基金、亞太股票基金、亞洲股票基金、中印股票基金、大中華股票基金、中國股票基金、印度股票基金、印尼股票基金、亞洲債券基金、亞洲非投資等級債券基金、亞洲優質債券基金、亞洲當地貨幣債券基金、全球新興市場債券基金、優質公司債基金、美國特優級債券基金、美國非投資等級債券基金、美國優質債券基金的 SFDR 合約前揭露文件，以加強公開說明書中對 ESG 的揭露，使其與瀚亞投資集團採用的責任投資政策保持一致，並確保所有子基金的 SFDR 揭露維持一致性；
- 對公開說明書某些排版錯誤進行修訂，以提高整體清晰度。

如果您對以上內容有任何疑問或疑慮，請聯繫 SICAV 或您所在管轄地區之 SICAV 代表。

修改後的 SICAV 公開說明書將在 SICAV 的註冊辦公室免費供您索取。

2025 年 3 月 28 日

瀚亞投資

承董事會命令

EASTSPRING INVESTMENTS
Société d'Investissement à Capital Variable
Registered Office: 26 boulevard Royal
L-2449 Luxembourg
Grand-Duchy of Luxembourg
R.C.S. Luxembourg B 81.110
(the "**SICAV**")

NOTICE TO SHAREHOLDERS

This document is important and requires your immediate attention.

If in doubt, contact your professional adviser.

Notice is hereby given to the shareholders that the board of directors of the SICAV (the "**Board of Directors**") has decided to amend the prospectus of the SICAV dated March 2024 (the "**Prospectus**").

Unless otherwise defined in this notice, capitalized terms used herein will have the meaning ascribed to them in the current version of the Prospectus.

The main changes made to the Prospectus relate to the following items:

- amendments to the names of the following Sub-Funds in order to align with the requirements outlined in the ESMA's "Guidelines on funds' names using ESG or sustainability-related terms" with effect as of 30 April 2025:
 - "Asia ESG Bond Fund" to "Asia Select Bond Fund"; and
 - "CICC China USD ESG Bond Fund" to "CICC China USD Select Bond Fund";
- Removal of the list of available share classes and related references from Section 1.1, amendments to Section 1.4 and Section 6.2 and provision of an overview of base classes of shares in Appendix 9 alongside a link to the Eastspring website where the complete list of share classes can be found;
- amendments to the "Notice to investors", and more specifically to its sub-sections "Exclusions policy", "Controversial Weapons" and "Thermal coal", to align them with the Responsible Investment Policy adopted by Eastspring group;
- amendments to Section 1.1 "Investment objective" and, specifically, to the investment objective of the Sub-Funds Asia Multi Asset Income Plus Growth Fund, Global Equity Navigator Fund, Global Market Navigator Fund, Global Multi Asset Balanced Fund, Global Multi Asset Conservative Fund, Global Multi Asset Dynamic Fund, Global Multi Asset Income Plus Growth Fund with effect as of 30 April 2025, in order to (i) clarify that the Sub-Funds' strategy combines both discretionary and rules-based approaches to enhance flexibility in response to changing market conditions, and (ii) clarify the conditions and limits for the investments in financial derivative instruments (FDIs);

- amendments to Section 1.1 "Investment objective" and, specifically, to the investment objective of the Sub-Fund Global Market Navigator Fund to clarify that (i) the Sub-Fund is not subject to any limitation on the portion of its net assets that may be invested in any one country, sector or any companies with a particular market capitalisation and subject to its investment strategy, and may, from time to time, invest more than 30% of its net assets in any one single country or region globally, such as the United States of America, and to remove that (ii) underlying funds, other than sub-funds of the SICAV, may charge management fees of up to 1.00% per annum of their net assets and that no management fee will be charged by other sub-funds of the SICAV.
- amendments to Section 1.1 "Investment objective" and, specifically, to the investment objective of the Sub-Fund Japan Smaller Companies Fund to clarify that investments will be made in small and mid-size corporations, whereby corporations generally refer to corporations whose market capitalisation form the bottom third of total market capitalisation of all publicly listed equity in Japan;
- amendments to Section 1.1 "Investment objective" and, specifically, to the investment objective of the Sub-Fund Global Emerging Markets Total Return Bond Fund to remove the limit on investments in green bonds, which was previously capped at 10% of the Sub-Fund's net assets;
- amendments to the Section 4.5 "Calculation Errors" and Appendix 3 "Risk considerations" of the Prospectus to include references to the new Circular CSSF 24/856 on investor protection in case of NAV calculation errors, non-compliance with investment rules and other types of errors at UCI level and a warning concerning the risks related to subscriptions made through financial intermediaries (e.g., nominees);
- amendments to the Section 5.3 "Foreign Account Tax Compliance Act ("FATCA")" and Section 6.9 "Data Protection" of the Prospectus to specify that the SICAV and the Management Company will act as joint data controllers, in accordance with the General Data Protection Regulation;
- amendments to the Section 7.5 "Central Administration (including Paying Agent and Listing Agent Functions)" to indicate that (i) The Bank of New York Mellon SA/NV's role as UCI administrator also includes the client communication function, and (ii) Arendt Services S.A. has replaced The Bank of New York Mellon SA/NV as listing agent of the SICAV;
- amendments to the Appendix 2 "Definitions" of the Prospectus to add some additional defined terms;
- amendments to the Appendix 3 "Risk considerations" of the Prospectus and, more specifically, to the sub-section "Specific risk considerations in relation to Environmental, Social and Governance (ESG) and Eastspring's ESG Investment Approach" to enhance ESG disclosure in the Prospectus and align the latter with the Responsible Investment Policy adopted by the Eastspring group;
- amendment to the Appendix 3 "Risk considerations" of the Prospectus to delete the sub-section "Risk associated with instruments with loss absorption features" as the same risk disclosure is already included in another sub-section of the same Appendix 3. This sub-section has been amended to consider additional debt instruments;

- amendment to the Appendix 4 "Investment Objectives and Restrictions" of the Prospectus and, specifically, the Section "Investment instruments" to clarify that the investment in Money Market Instruments and/or money market funds for liquidity management purposes and/or to deal with adverse market conditions does not qualify as investment in ancillary assets and is thus not limited to 20% of the Sub-Fund's net assets;
- amendments to the Appendix 7 "Environmental, social and governance considerations and sustainability risks" of the Prospectus as well as the SFDR pre-contractual disclosure documents of the Sub-Funds Asia Multi Asset Income Plus Growth Fund, Global Equity Navigator Fund, Global Market Navigator Fund, Global Multi Asset Balanced Fund, Global Multi Asset Conservative Fund, Global Multi Asset Dynamic Fund, Global Multi Asset Income Plus Growth Fund, Asian Dynamic Fund, Global Emerging Markets Dynamic Fund, Global Emerging Markets ex-China Dynamic Fund, Japan Dynamic Fund, Global Emerging Markets Fundamental Value Fund, Global Low Volatility Equity Fund, Global Multi Factor Equity Fund, Global Technology Fund, World Value Equity Fund, Asian Equity Income Fund, Asia Capital Markets Equity Fund, Asia Opportunities Equity Fund, Asia Pacific Equity Fund, Asian Equity Fund, Asian Low Volatility Equity Fund, Asian Multi Factor Equity Fund, Dragon Peacock Fund, Greater China Equity Fund, China A Shares Growth Fund, China Equity Fund, India Equity Fund, Indonesia Equity Fund, Japan Smaller Companies Fund, Japan ESG Equity Fund, Philippines Equity Fund, Asia Select Bond Fund (former Asia ESG Bond Fund), Asian Bond Fund, Asian High Yield Bond Fund, Asian Investment Grade Bond Fund, Asian Local Bond Fund, China Bond Fund, CICC China USD Select Bond Fund (former CICC China USD ESG Bond Fund), Global Emerging Markets Bond Fund, Global Emerging Markets Total Return Bond Fund, US Corporate Bond Fund, US High Investment Grade Bond Fund, US High Yield Bond Fund and US Investment Grade Bond Fund, in order to enhance ESG disclosure in the Prospectus, align the latter with the Responsible Investment Policy adopted by the Eastspring group and ensure consistency of SFDR disclosure across all Sub-Funds; and
- certain typographical corrections and amendments aimed at improving clarity throughout the Prospectus.

In addition, the Board of Directors wishes to inform the Shareholders of the following sub-funds regarding the changes made to the sub-funds in which they invest:

(1) Notice to the shareholders of "Eastspring Investments – Japan ESG Equity Fund" (for the purpose of this section, the "Sub-Fund")

The investment objective outlined in Section 1.1 will be amended to indicate that (i) the Sub-Fund's carbon intensity metrics will be at least 35% lower than those of the reference index, (ii) at least 40% of the Sub-Fund's assets will be invested in sustainable investments in accordance with Article 2 of the SFDR, (iii) at least 90% of the assets of the Sub-Fund will be invested in companies whose business models are categorically rated as "Neutral", "Aligned" or "Strongly Aligned" to any of the 17 UN SDGs, and (iv) the Sub-Fund will not invest in companies that are excluded from the EU Paris-Aligned benchmarks by MSCI ESG Research as well as companies that don't comply with the OECD Guidelines for Multinational Enterprises.

The changes to the investment objective of the Sub-Fund shall apply with effect from 30 April 2025.

In accordance with the Prospectus, existing shareholders in the Sub-Fund who do not consent to the above change shall be entitled to request the redemption/conversion of their shares without redemption/conversion fees for 30 days as of the date of publication of this notice, i.e. until 29 April 2025.

(2) Notice to the shareholders of "Eastspring Investments – Global Multi Asset Balanced Fund", "Eastspring Investments – Global Multi Asset Conservative Fund" and "Eastspring Investments – Global Multi Asset Dynamic Fund" (for the purpose of this section, the "Sub-Funds")

The investment objectives outlined in Section 1.1 will be amended to adjust the respective percentages of net assets that can be invested in fixed income/debt securities rated below investment grade to allow more flexibility regarding the implementation of the investment strategy and improve alignment with the respective risk profile of the Sub-Funds (*i.e.* Global Multi Asset Conservative Fund = 50% instead of 80%; Global Multi Asset Balanced Fund = 75% instead of 50%; Global Multi Asset Dynamic Fund = 100% instead of 20%).

The changes to the investment objectives of the Sub-Funds shall apply with effect from 30 April 2025.

In accordance with the Prospectus, existing shareholders in the Sub-Funds who do not consent to the above change shall be entitled to request the redemption/conversion of their shares without redemption/conversion fees for 30 days as of the date of publication of this notice, i.e. until 29 April 2025.

(3) Notice to the shareholders of "Eastspring Investments – Asia Multi Asset Income Plus Growth Fund", " Eastspring Investments – Global Equity Navigator Fund", " Eastspring Investments – Global Market Navigator Fund", " Eastspring Investments – Global Multi Asset Balanced Fund", " Eastspring Investments – Global Multi Asset Conservative Fund", " Eastspring Investments – Global Multi Asset Dynamic Fund" and " Eastspring Investments – Global Multi Asset Income Plus Growth Fund" (for the purpose of this section, the "Sub-Funds")

The Appendix 5 "Risk Management" and, specifically, the Section "Value-at Risk ("VaR") Approach" will be amended, with effect from 30 April 2025 to indicate that the Sub-Funds will adopt going forward the relative VaR, instead of the absolute VaR, and include the necessary disclosure to comply with the applicable laws and regulations. As indicated in the revised Prospectus, the expected level of leverage measured with the Relative VAR Approach will increase to 500% of the Sub-Funds' Net Asset Value. In relation to the decision to switch from an Absolute VaR approach to a Relative VaR approach, the analysis conducted by the investment team and the risk management team concluded that adopting the Relative VaR approach is more prudent for these Sub-Funds, as all of them carry, or may carry, significant equity risk as set out in their investment strategy. The adoption of Relative VaR complies with the conditions set out in ESMA Guidelines 10/788, as these Sub-Funds use leverage free benchmark and do not target an absolute return objective. Additionally, the Absolute VaR limit might lead to scenarios where the portfolio manager is forced to limit portfolio activity to avoid breaching the VaR threshold, potentially compromising the strategy. This concern does not arise under the Relative VaR approach, which better aligns with the Sub-Funds' objectives and operational flexibility. This change ensures the risk management framework remains robust while allowing more flexibility regarding the implementation of the investment strategy.

In accordance with the Prospectus, existing shareholders in the Sub-Funds who do not consent to the above change shall be entitled to request the redemption/conversion of their shares without redemption/conversion fees for 30 days as of the date of publication of this notice, i.e. until 29 April 2025.

- (4) **Notice to the shareholders of "Eastspring Investments – Asia Multi Asset Income Plus Growth Fund", " Eastspring Investments – Global Equity Navigator Fund", " Eastspring Investments – Global Market Navigator Fund", " Eastspring Investments – Global Multi Asset Balanced Fund", " Eastspring Investments – Global Multi Asset Conservative Fund", " Eastspring Investments – Global Multi Asset Dynamic Fund" and " Eastspring Investments – Global Multi Asset Income Plus Growth Fund" (for the purpose of this section, the "Sub-Funds")**

The Appendix 5 "Risk Management" and, specifically, the Section "Transparency of securities financing transactions and of reuse (SFTR)" will be amended, with effect from 30 April 2025 to increase the maximum and expected proportion of net assets value that can be invested in total return swaps for the Sub-Funds . The increased use of total return swaps is primarily driven by the need for more hedging transactions. Please find below a table highlighting the increased percentages of total return swaps used for the Sub-Funds:

| Name of Sub-Fund | Total Return Swaps | |
|---|----------------------------|-----------------------------|
| | Maximum proportion of AUM* | Expected proportion of AUM* |
| Eastspring Investments – Asia Multi Asset Income Plus Growth Fund | 70% | 40% - 50% |
| Eastspring Investments – Global Equity Navigator Fund | 70% | 40% - 50% |
| Eastspring Investments – Global Market Navigator Fund | 70% | 40% - 50% |
| Eastspring Investments – Global Multi Asset Balanced Fund | 70% | 40% - 50% |
| Eastspring Investments – Global Multi Asset Conservative Fund | 70% | 40% - 50% |
| Eastspring Investments – Global Multi Asset Dynamic Fund | 70% | 40% - 50% |
| Eastspring Investments – Global Multi Asset Income Plus Growth Fund | 70% | 40% - 50% |

In accordance with the Prospectus, existing shareholders in the Sub-Funds who do not consent to the above change shall be entitled to request the redemption/conversion of their shares without

redemption/conversion fees for 30 days as of the date of publication of this notice, i.e. until 29 April 2025.

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If you have any questions or concerns about the foregoing, please contact the SICAV or the representative of the SICAV in your jurisdiction.

The revised prospectus of the SICAV will be at your disposal, free of charge, at the registered office of the SICAV.

28 March 2025

EASTSPRING INVESTMENTS

By order of the Board of Directors