

**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 – Dynamic Leaders Fund  
("Notice")**

14 October 2024

Dear Shareholder

The board of directors (the "**Directors**") of Manulife Global Fund (the "**Company**") is writing to you to advise you of the proposed merger (the "**Merger**") of Manulife Global Fund – European Growth Fund (the "**European Growth Fund**") into Manulife Global Fund – Dynamic Leaders Fund (the "**Dynamic Leaders Fund**"). All changes set out in this letter take effect on 13 December 2024 (the "**Effective Date**"), unless specifically stated and this letter forms notice to Shareholders of that fact.

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 (the "**Prospectus**").

**1. Background / Rationale for the Merger**

The Board is of the view that the proposed Merger will provide Shareholders with a more competitive investment offering that will better meet Shareholders' needs and objective.

The Dynamic Leaders Fund has a wider investment universe which comprises of equity and equity related securities of large capitalisation companies listed globally, including listed equity and equity-related securities of companies located in Europe which are the primary investment of the European Growth Fund. As such, the Merger will provide Shareholders of the European Growth Fund with the benefit of investing in a broader range of assets and geographical markets and a more diversified strategy under the Dynamic Leaders Fund, which is not constrained to investing only in a single region. Current Shareholders of the European Growth Fund will therefore benefit from a greater diversification of investments (and, in particular be subject to less exposure to the volatility risk and political risk associated with investing in Europe) after the Merger.

Further, by combining the portfolios and assets under management of the European Growth Fund and the Dynamic Leaders Fund into a single Sub-Fund, the Merger is expected to benefit the Shareholders in the European Growth Fund as it will create a larger pool of assets which enable the Investment Manager to manage the assets in a more efficient and effective manner. Further, the Merger is expected to bring about economies of scale from a fund management perspective that may result from lower operating and administrative expenses arising from an increased size of asset under management in the longer term.

Therefore, in accordance with Article 21 of the Company's Articles of Incorporation, the Directors believe that it is in the best interest of Shareholders to merge the European Growth Fund into the Dynamic Leaders Fund on the Effective Date.

## **2. The Merger**

At the close of business on the Effective Date, the assets and liabilities of the European Growth Fund will be merged into the assets and liabilities of the Dynamic Leaders Fund. Shareholders of the European Growth Fund who have not exercised their right to redeem or switch their Shares before the Dealing Cut-Off Point will become Shareholders of the Dynamic Leaders Fund and the European Growth Fund will cease to exist on or around the Valuation Point on the Effective Date.

The Shareholders of the European Growth Fund will receive a number of Shares of the corresponding Class in the Dynamic Leaders Fund, the total number of which will be determined by multiplying the number of Shares in such Class in the European Growth Fund by the exchange ratio. The exchange ratio will be calculated for each Class by dividing the Net Asset Value per Share of such Class in the European Growth Fund calculated on the Effective Date by the Net Asset Value per Share in the corresponding Share Class in the Dynamic Leaders Fund calculated at the same time on the Effective Date. The calculation of the exchange ratio will be verified by the Depository and the Auditors of the Company. Any accrued income on the investments of the European Growth Fund as at the Effective Date will be reflected in the Net Asset Value per Share of the European Growth Fund and thus will be reflected in the Net Asset Value per Share of the Dynamic Leaders Fund.

## **3. Impact on the Shareholders of the Dynamic Leaders Fund**

Upon the Merger, Shareholders of the Dynamic Leaders Fund will continue to hold the same Shares in the Dynamic Leaders Fund as before and there will be no change in the rights attached to such Shares.

Save for an increase in assets under management, which may marginally decrease the trading costs of the portfolio attributable to each Share, it is not expected that there will be any impact on the Shareholders of the Dynamic Leaders Fund. There will be no repositioning in respect of the Dynamic Leaders Fund portfolio to accommodate the Merger. The Dynamic Leaders Fund will continue to adhere to its existing investment objective and policy upon the Merger taking effect.

In addition, the Merger is not expected to have any impact on the performance of the Dynamic Leaders Fund and it is not expected that such performance will be diluted.

## **4. Costs of the Merger**

There will be no costs associated with the preparation and the completion of the Merger charged to the Dynamic Leaders Fund or the Shareholders of the Dynamic Leaders Fund.

## **5. Shareholders Rights**

### *Redemption and Switch of Shares*

If you do not wish to participate in the Merger, you may apply to redeem your Shares or switch them into Shares of the same Class or Category in any other Sub-Funds free of any switching or redemption charges. 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.

If you choose to redeem your Shares, the redemption proceeds will be paid to you in accordance with the provisions of the Prospectus (and in the case of Hong Kong Shareholders, the Hong Kong Covering Document). If you choose to switch your Shares to a holding in a different Sub-Fund 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 in accordance with the provisions of the Prospectus (and in the case of Hong Kong Shareholders, the Hong Kong Covering Document).

You can only switch your holding into Shares of the same Class or Category in other Sub-Fund(s), which is/are 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. For the purposes of switching, each of the following shall be deemed to be within the same Category: (1) Shares of AA/R 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.

**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.**

*Right to Obtain Further Information*

You may obtain, upon request, a copy of the report of the auditor on the Merger prepared by PricewaterhouseCoopers Société cooperative as well as a copy of the common terms of merger. Both are available at the registered office of the Company.

For Hong Kong Shareholders only: The Company's Prospectus, the Hong Kong Covering Document and the product key facts statements of the Sub-Funds 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](http://www.manulifeim.com.hk)<sup>1</sup>.

## 6. Summary Timetable of Key Dates

The Merger will take place in accordance with the timeframe set out below.

|  |   |
|--|---|
| <b>14 October 2024</b>   | Date of shareholder letter mailing to the European Growth Fund and Dynamic Leaders Fund.<br><br>First day for Shareholders of the European Growth Fund and Dynamic Leaders Fund to switch or redeem their Shares free of any switching or redemptions fees. |
| <b>29 November 2024</b>  | Commencement of rebalancing of the portfolio of the European Growth Fund in anticipation with the Merger.   |
| <b>At 1.00 p.m. Luxembourg time (and in the case of Hong Kong Shareholders, 5.00 p.m. Hong Kong Time) on 6 December 2024</b> | Cut-off time for dealing Shares in the European Growth Fund (the “ <b>Dealing Cut-Off Point</b> ”), after which Shareholders of the European Growth Fund will not be able to switch or redeem their Shares free of any switching or redemption fees.        |

<sup>1</sup> This website has not been reviewed by the SFC.

**13 December 2024**

Effective Date of the Merger, last Valuation Point for the European Growth Fund and calculation of the exchange ratio

---

**16 December 2024**

First day of dealing post-Merger in the Dynamic Leaders Fund

## **7. General Information**

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 of Directors**

**For and on behalf of Manulife Global Fund**