

**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.26141

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.  
IF IN DOUBT, PLEASE SEEK PROFESSIONAL ADVICE.**

**Notice to Shareholders of the Manulife Global Fund – Global Equity Fund  
("Notice")**

28 October 2019

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 of Manulife Global Fund – Global Contrarian Fund (the "**Global Contrarian Fund**") into Manulife Global Fund – Global Equity Fund (the "**Global Equity Fund**") (the "**Merger**"). All changes set out in this letter take effect on 20 December 2019 (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 ("**Prospectus**").

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

The Directors believe that the assets of the Global Contrarian Fund have decreased to a level whereby the Global Contrarian Fund cannot be operated in an economically efficient manner and have identified the Global Equity Fund as a Sub-Fund presenting a broadly similar investment objective that is overseen by the same investment management team to be merged with. The Directors believe that, as a result of the Merger, Shareholders of both the Global Contrarian Fund and the Global Equity Fund are expected to benefit from the increased scale of the investments in the Global Equity Fund and from economies of scales that may result in lower operating and administrative expenses.

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 Global Contrarian Fund into the Global Equity Fund on the Effective Date.

**2. The Merger**

At the close of business on the Effective Date, the assets and liabilities of the Global Contrarian Fund will be merged into the assets and liabilities of the Global Equity Fund. At the close of business on the Effective Date, Shareholders of the Global Contrarian Fund who have not exercised their right to redeem or switch their Shares will become Shareholders of the Global Equity Fund and the Global Contrarian Fund will cease to exist.

The Shareholders of the Global Contrarian Fund will receive a number of Shares of the corresponding Class in the Global Equity Fund, the total number of which will be determined by multiplying the number of Shares in such Class in the Global Contrarian 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 Global Contrarian Fund calculated on the Effective Date by the Net Asset Value per Share in the corresponding Share Class in the Global Equity Fund calculated at the same time on the Effective Date.

### **3. Impact on the Shareholders of the Global Equity Fund**

In accordance with Article 22 of the Company's Articles of Incorporation and in order to facilitate the Merger, the Directors have decided to suspend subscriptions, redemptions and switches of Shares of the Global Equity Fund commencing on the Dealing Day prior to the Effective Date and ending at the end of the Effective Date. All instructions in respect of subscription, redemption and switching of Shares of the Global Equity Fund received by the Company during such suspension period will be processed after resumption of subscriptions, redemptions and switches of Shares on the Dealing Day following the Effective Date. The Depositary has been consulted, and does not have any objection to the proposed suspension and resumption of subscriptions, redemptions and switches of Shares as set out in this paragraph.

Upon the Merger, Shareholders of the Global Equity Fund will continue to hold the same Shares in the Global Equity 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 Global Equity Fund. There will be no re-positioning in respect of the Global Equity Fund portfolio to accommodate the Merger. The Global Equity Fund will continue to adhere to its existing investment objective and policy upon the Merger taking effect.

The Merger will have no effect on the investment objective, strategy and risk profile of the Global Equity Fund, will not result in any change in the operations and/or manner in which the Global Equity Fund are being managed, will not lead to an increase in the fees to be borne by any of the Global Equity Fund or its Shareholders, and will not materially prejudice any of the rights or interests of the existing Shareholders of the Global Equity Fund.

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

There will be no costs associated with the preparation and the completion of the Merger charged to the Global Equity Fund or the Shareholders of the Global Equity 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 one or more of the other Sub-Funds of the Company (in the case of Hong Kong Shareholders, which are authorised by the Securities and Futures Commission of Hong Kong ("**SFC**") for sale to the public in Hong Kong<sup>1</sup>) in accordance with the provisions of the Prospectus (and in the case of Hong Kong Shareholders, the Hong Kong Covering Document), free of any switching or redemption charges.

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

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<sup>1</sup> The SFC's authorisation is not a recommendation or endorsement of the Company or its Sub-Funds nor does it guarantee the commercial merits of the Company or its Sub-Funds or their performance. It does not mean the Company or its Sub-Funds are suitable for all investors nor is it an endorsement of their suitability for any particular investor or class of investors.

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).

**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 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 Statement of the Sub-Funds (the "**Hong Kong Offering Documents**") will be available from the office of the Hong Kong Representative and at [www.manulifefunds.com.hk](http://www.manulifefunds.com.hk)<sup>2</sup>. The updated version of the Hong Kong Offering Documents reflecting the Merger will be made available in due course.

## **6. 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 (previously known as 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 faithfully

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**Board of Directors**

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

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<sup>2</sup> This website has not been reviewed by the SFC.