

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.

Notice to Shareholders
("Notice")

25 May 2020

Dear Shareholder

We are writing to inform you of certain changes to Manulife Global Fund (the "**Company**").

These changes are reflected in the Second Addendum to the Prospectus (and where applicable and for Hong Kong shareholders only, the Hong Kong Covering Document) of the Company (the "**Addendum**") dated May 2020. This Notice, which summarizes the changes for your ease of reference, should be read in conjunction with the current Prospectus of the Company together with the First Addendum dated March 2020 (the "**Prospectus**") (and for Hong Kong Shareholders only, the Hong Kong Covering Document) and the full text of the Addendum (which contains full and complete information about these changes).

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

The board of directors of the Company (the "**Directors**" or the "**Board**") has decided that it is appropriate to implement the following changes in order to optimize the management of the Company and its sub-funds (each a "**Sub-Fund**", collectively, the "**Sub-Funds**") and to better meet the needs of investors:-

1. Amendments to the Global Property Fund

a) Reduction in Management Fees

With effect from the Effective Date (as defined below), the management fee payable in respect of each AA Class of the Sub-Fund shall be reduced from 1.75% to 1.50% of the Net Asset Value per annum.

b) Repositioning of the Sub-Fund

The name, investment objective and investment policy of Global Property Fund will be changed as part of a repositioning exercise of this Sub-Fund. In order to adapt to the current economic circumstances affecting the real estate market, which in the Investment Manager's view will have more income opportunities, it is the Investment Manager's belief that a primary focus of the Sub-Fund's investments on global real estate investment trusts ("**REITs**") will allow the Sub-Fund to better capture the opportunities offered by income-producing real estate assets. Therefore, with effect from 26 June 2020 (the "**Effective Date**"), the following changes will be made:

Change of investment objective

Currently the investment objective of the Sub-Fund is "to provide medium to long term capital growth with the secondary goal of generating income". As of the Effective Date, the investment objective of the Sub-Fund shall be amended to "to provide income with the secondary goal of medium to long term capital growth through investment in REITs globally".

Change of investment policy

Primary Investment Policy

Currently, the primary investment policy of the Sub-Fund is to invest at least 70% of the Sub-Fund's net assets in real estate-related securities (as defined in the Appendix to this Notice), primarily REITs of U.S. and non-U.S. companies.

As of the Effective Date, the primary investment policy of the Sub-Fund shall be amended so that it is to invest at least 70% of the Sub-Fund's net assets in closed-ended REITs listed and traded on any Regulated Market globally.

Ancillary Investment Strategy

As an ancillary investment policy, the Sub-Fund may currently invest up to 20% of its net assets in corporate bonds of any maturity, including corporate bonds that are below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch) and are rated as low as BB by Standard and Poor's or Fitch, or if unrated, their equivalent.

As of the Effective Date, this ancillary investment policy will be removed, and replaced by the ancillary investment policy to invest up to 30% of the Sub-Fund's net assets in real estate securities other than REITs (as defined in the Appendix to this Notice) and/or cash and cash equivalents. Also, the Sub-Fund may invest up to 30% of its net assets in corporate bonds of any maturity and of any credit quality, including bonds that are rated below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch) and are rated as low as Ba2 by Moody's or BB by Standard and Poor's or Fitch, or if unrated, their equivalent.

Stock Selection

The investment policy of the Sub-Fund currently discloses that the focus of the Sub-Fund is on REITs which hold real estate and mortgages and the Investment Manager identifies companies that are considered fundamentally undervalued due to changing economic conditions, regional economic factors or industry consolidation, including U.S. and non-U.S. companies in the businesses of owning, managing or marketing real estate; companies in related industries, such as financing or construction; and companies in other businesses that have at least half their assets in real estate holdings. As the Sub-Fund will no longer invest primarily in real estate securities and instead invest primarily in REITs as of the Effective Date, this disclosure will be removed as a consequence.

Performance benchmark

The Prospectus currently discloses that it uses the S&P Developed Property TR USD index as a benchmark for performance comparison purposes only. However, as a result of the changes to the investment objective and investment policy as set out above, the Investment Manager is of the view that the Sub-Fund will no longer use any benchmark for performance comparison purposes. Therefore, as of the Effective Date, the disclosure will be amended to reflect this accordingly.

Change of name

As a consequence of the repositioning of the Sub-Fund's investment objective and investment policy, the Sub-Fund shall be renamed Global REIT Fund as of the Effective Date.

As a result of the change to the Sub-Fund's investment objective and investment policy as set out above, the Sub-Fund will be subject to a greater extent of the following risks: (1) Real Estate and REITS Related Risk; (2) High-Yield Bonds Risk; (3) Interest Rate Risk; (4) Credit Risk; and (5) Credit Rating and Downgrading Risk.

2. Amendments to the Asian High Yield Fund¹

Currently the Sub-Fund may invest up to 30% of its net assets in higher-yielding debt securities rated below investment grade issued by corporations, governments, agencies and supra-nationals outside of Asia and/or cash, cash equivalents and short-term money market instruments. As of the Effective Date, this investment restriction will be amended to state that the Sub-Fund may invest up to 30% of its net assets in debt securities, of any credit quality, issued by corporations, governments, agencies and supra-nationals globally and/or cash, cash equivalents and short-term money market instruments.

¹ To Shareholders in Hong Kong, please note this Sub-Fund is not authorized by the Securities and Futures Commission, and no offer is made to the public of Hong Kong in respect of this Sub-Fund.

Currently, the Prospectus discloses that the Sub-Fund does not compare its performance against nor is it managed in reference to any benchmark, and that it may freely select the securities in which it will invest. As of the Effective Date, this disclosure will be removed and the Prospectus will disclose that the JPMorgan Asia Credit Non-Investment Grade Index is used as a benchmark for performance comparison purposes only.

For clarity, please note that the Sub-Fund pursues an actively managed investment strategy and may deviate significantly from the performance benchmark from time to time. While this deviation may result in performance that is meaningfully different than that of the benchmark, the Sub-Fund's investment strategy will tend to invest in a universe of securities that are similar to that of the constituents of the benchmark.

3. General and Administrative Updates

The Prospectus (and for Hong Kong shareholders only, the Hong Kong Covering Document of the Company) has also been updated to reflect general and administrative updates including the following:

- (a) Revision of disclosure regarding bank/telegraphic transfer payment details for subscriptions;
- (b) Enhancement of disclosure regarding the platform administration services provider to the Company;
- (c) Change of address of Fiera Capital (UK) Limited; and
- (d) Other miscellaneous formatting, administrative and/or clarificatory updates.

Please note that, except as otherwise described above, the above changes (i) will have no effect on the investment objective, strategy and risk profiles of the Sub-Funds, (ii) will not result in any change in the operations and/or manner in which the Company and the Sub-Funds are being managed, (iii) will not lead to an increase in the fees to be borne by any of the Sub-Funds or their investors, and (iv) will not materially prejudice any of the rights or interests of the existing investors of the Sub-Funds.

The costs and expenses relating to the above changes are estimated to be approximately HK\$205,000 and will be borne by the Company. Such costs and expenses will be incurred in relation to the amendments to the Global Property Fund and the Asian High Yield Fund, wherein approximately HK\$125,000 will be allocated to the Global Property Fund and approximately HK\$80,000 will be allocated to the Asian High Yield Fund.

If you do not agree with the changes indicated above, you may apply to redeem or to switch your holding in Shares of the relevant Sub-Fund to Shares of the same Class or category in any other Sub-Fund(s) free of any switching or redemption charges until 24 June 2020.

You can only switch your holding into Shares of the same Class or category, provided that Shares of AA Classes and R Classes (collectively, "**AA/R Classes**") and Shares of P Classes in any Sub-Fund shall, for the purposes of switching, be deemed to be within the same category and may be switched to Shares of any of the AA/R Classes and P Classes, respectively, whether in the same Sub-Fund or another Sub-Fund, which is 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.

In the case of redemption, the redemption proceeds will be paid to you in accordance with the provisions of the Prospectus. In the case of a switch, the conversion proceeds will be utilised to purchase Shares of Sub-Fund(s) specified by you at the share price(s) applicable in accordance with the provisions of the Prospectus (and for Hong Kong Shareholders only, the Hong Kong Covering Document). A switch or redemption of your Shares may affect your tax position. You should therefore seek independent professional advice on any applicable tax in the country of your respective citizenship, domicile or residence.

General

For Hong Kong Shareholders Only: The Company's Prospectus, the Hong Kong Covering Document and the Product Key Facts Statement of each Sub-Fund are available from the office of the Hong Kong Representative and are also available at www.manulifefunds.com.hk².

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.

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.

For and on behalf of the Board

² This website has not been reviewed by the SFC.

Appendix

"Real estate-related securities" refers to securities of companies which derive a significant portion of their earnings from the development or management of real estate situated in the U.S. and non-U.S. countries. The investment instruments of the portfolio include, but not limited to, North American REITs (in the U.S. and Canada), non-U.S. REITs, equity and equity related securities of real estate companies and non-real estate companies (including sponsored and unsponsored American Depository Receipts), corporate bonds (as described below), short-term debt securities, cash and deposits.

"Real estate securities other than REITs" refer to equity, equity-related and fixed income securities of companies which derive a significant portion of their earnings from any aspect of real estate, as well as real estate-related business trusts, property trusts, hospitality trusts, and stapled securities comprising the aforementioned securities (including REITs)*. Such equity and equity-related securities include common stocks, preferred stocks and depository receipts.

* Such business trusts, property trusts, hospitality trusts are different types of trusts that carry on real estate-related businesses or invest in real estate-related investments. Stapled securities are hybrid securities comprising one or more real estate-related securities as underlying assets, and are created for structuring or tax efficiency purposes.