

Manulife Hong Kong Series (the “Series”)

*- Manulife Capital Conservative Fund -
- Manulife Global Dynamic Asset Allocation Fund -
- Manulife Global Multi-Asset Diversified Income Fund -
- Manulife STARS Income and Growth Fund¹ -
(collectively, the “Funds”)*

This document is important and requires your immediate attention. If in doubt, you should seek independent legal, financial or other professional advice.

The Manager accepts full responsibility for the accuracy of the information contained in this notice (“Notice”) and confirms, having made all reasonable enquiries, that to the best of its knowledge and belief there are no other facts the omission of which would make any statement in this Notice misleading.

Words and phrases used in this Notice shall, unless otherwise provided, have the same meanings as ascribed to them in the prospectus of the Series dated July 2022 (altogether the “Prospectus”).

NOTICE TO UNITHOLDERS

7 February 2025

Dear Unitholder,

Severe Weather Trading and Other General Updates

We are writing to inform you of certain changes we are making to the Series and the Funds.

A. Background and Update to Definition of “Business Day” and Consequential Enhancements regarding Severe Weather Conditions

In light of the implementation of trading of Hong Kong securities and derivatives under severe weather conditions by Hong Kong Exchanges and Clearing Limited (the “**HKEX**”) commencing on 23 September 2024, after consultation with the Trustee, the Manager has determined that it is beneficial to investors to align the Series’ operations with those of the HKEX such that, commencing from 10 February 2025 (the “**Effective Date**”), the Series will support the subscription, redemption and switching (if permitted) of Units in the Funds even on Hong Kong business days on which severe weather conditions persist, in the manner as described in this Notice.

As such, after consultation with the Trustee, the Manager has determined to amend the definition of “Business Day” in the Trust Deed such that, from the Effective Date, “Business Day” means (i) a day on which The Stock Exchange of Hong Kong (the “**SEHK**”) (or its successor-at-law) is open for the business of dealing in securities, unless the Manager and the Trustee otherwise determine and/or (ii) such other day(s) in relation to a Fund or a class of Units as the Trustee and Manager may from time to time determine.

Accordingly, the definition of “**Business Day**” in the Prospectus will also be amended to reflect the definition of “Business Day” in the Trust Deed. All references to “**Business Day**” (and, accordingly, the definitions of “**Dealing Day**”, “**Dealing Deadline**”, “**IOP Deadline**” and “**Valuation Day**” which make reference to **Business Day**”) throughout the Prospectus shall be construed accordingly.

In addition, the Prospectus will also be amended to provide the meaning of “**severe weather condition**” and “**SW Dealing Day**” respectively. “Severe weather condition” refers to the hoisting of Typhoon Signal No. 8 or above, or the issuance of Black Rainstorm Warning by the Hong Kong Observatory, or a situation of “extreme conditions” announced by the Hong Kong Government. A Dealing Day at any time of which any

¹ STARS is an acronym for Strategic and Tactical Asset Rebalancing Strategy.

severe weather condition(s) is/are in effect and, as a result of such severe weather condition(s), the normal business hours of banks in Hong Kong are impacted is referred to as a “SW Dealing Day”.

B. Dealing Arrangement on SW Dealing Days in Hong Kong

Prior to the Effective Date, in accordance with the Dealing Day arrangements applicable to the existing Funds, where, as a result of a number 8 typhoon signal, black rainstorm warning or other similar event, the period during which banks in Hong Kong are open on any day is reduced, such day shall not be a Business Day unless the Manager and the Trustee determine otherwise. Accordingly, the Manager and the Trustee will not accept applications for subscription, redemption or switching (where relevant) of Units of each Fund (collectively, the “**Dealing Requests**”) on SW Dealing Days.

From the Effective Date, the dealing and operational arrangements of the Series and the existing Funds will be enhanced such that all Unitholders will be able to submit Dealing Requests by online or electronic means (including by facsimile) on SW Dealing Days, subject to the applicable provisions in the Prospectus. For the avoidance of doubt, first-time applicants making initial subscriptions for Units must continue to follow the existing subscription procedures described in the Prospectus.

Accordingly, Dealing Requests received by Manulife Investment Management (Hong Kong) Limited (as the Manager and/or the Distributor) or the Trustee by the Dealing Deadline of a Dealing Day which is a SW Dealing Day will be dealt with on the same Dealing Day.

Notwithstanding the foregoing, please note that, unless Manulife Investment Management (Hong Kong) Limited (as the Manager and/or the Distributor) or the Trustee determines otherwise at its sole discretion, Dealing Requests in physical form (which for the avoidance of doubt, excludes facsimile) submitted on a SW Dealing Day will not be dealt with until the next Dealing Day which is not a SW Dealing Day. In those cases, such Dealing Requests will not be deemed received until the next Dealing Day which is not a SW Dealing Day. Furthermore, unless Manulife Investment Management (Hong Kong) Limited (as the Manager and/or the Distributor) or the Trustee determines otherwise at its sole discretion, physical cheques and bankers’ drafts will not be processed on any SW Dealing Day (which will similarly be processed on the next Dealing Day which is not a SW Dealing Day).

Consequently, the disclosures in the Prospectus will also be enhanced to clarify that:

- (a) where an application for Units is rejected and subscription monies (or the balance thereof) are to be returned by cheque, investors should note that intervening SW Dealing Days may impact the actual timing of return of such subscription monies (or balance thereof); and
- (b) where cleared funds in respect of subscriptions are due on the 4th Business Day (or such other specified number of Business Days as disclosed in the Appendix of the relevant Fund) after the date of acceptance of the subscription application by the Manager (the “**Cleared Funds Deadline**”), investors must still ensure the Cleared Funds Deadline is met in view of the special arrangements on SW Dealing Days. Investors should refer to the below and section headed “*Investing in the Series – Payment Procedures*” in the Prospectus for details of risks associated with failed or late payments.

Payment of redemption proceeds should normally continue to follow the procedure applicable to Dealing Days as described in the section headed “*Redemption of Units – Payment of Redemption Proceeds*” in the Prospectus. However, investors should note that intervening SW Dealing Days may impact the actual timing of return of such redemption proceeds. In any event, payment of redemption proceeds will be made not exceeding one calendar month after receipt of complete redemption documentation (unless the market(s) in which a substantial portion of investments is made is subject to legal or regulatory requirements (such as foreign currency controls) thus rendering the payment of the redemption monies within the aforesaid time period not practicable) in accordance with the section headed “*Redemption of Units – Payment of Redemption Proceeds*” in the Prospectus.

Applicants and investors who wish to deal in Units via other distribution channels should also check with the relevant Distributors, who may impose different dealing arrangements for SW Dealing Days. Applicants and investors should also check with their banks, who may impose their own settlement and clearing arrangements on SW Dealing Days, to ensure that the applicable deadlines for payments (including the Cleared Funds Deadline) are met.

Where Unitholders opt to submit applications by online or electronic means (including by facsimile) on SW Dealing Days, they will keep Manulife Investment Management (Hong Kong) Limited (as the Manager and/or the Distributor) fully indemnified on demand against all actions, losses and expenses brought against, or incurred by, Manulife Investment Management (Hong Kong) Limited resulting from Manulife Investment Management (Hong Kong) Limited acting, or failing to act, on online or electronic (including facsimiled) instructions provided on a SW Dealing Day, or from the non-receipt of such instructions due to failed transmission thereof. Notwithstanding the foregoing, Manulife Investment Management (Hong Kong) Limited shall not be exempted from or indemnified against any liability imposed under the laws of Hong Kong or for breach of trust through fraud or negligence for which it may be liable in relation to its duties, or be indemnified against such liability by Unitholders or at Unitholders' expense.

The Net Asset Value per Unit at which Units are subscribed, switched (where applicable) and redeemed for each existing Fund will continue to be calculated with reference to the Net Asset Value per Unit determined at the relevant Valuation Point on each Valuation Day (including a SW Dealing Day from the Effective Date onwards, if such day will fall within the Dealing Days applicable to an existing Fund), in accordance with the procedures set out in the Prospectus.

Unitholders should note that the implementation of dealing in the Funds on SW Dealing Days will depend on the operational support of the service providers, such as settlement banks, custodians or distributors, which may not be able to operate, or to operate at the usual level, in the event of extreme events (such as system disruption, temporary power outages or the suspension of electronic money transfer channels). These may result in failure in transmission of dealing instructions, and hence potential delays or delay in determination of dealing prices in executing the relevant instructions on SW Dealing Days.

Where payments by applicants and/or investors for applications for subscriptions are made in physical form (which for the avoidance of doubt, excludes facsimile), payments may not be processed in time and cleared funds will not be received in time due to intervening SW Dealing Days. In such circumstances, the Manager or the Trustee may, at its discretion, accept the application nonetheless, and arrange for allotment of Units through the use of existing temporary borrowing facilities to cover any outstanding monies required for settlement until the physical payment can be processed after the cessation of severe weather conditions. However, there is a risk that physical payment will ultimately fail to clear, in which case the allotment shall be cancelled. Investors should refer to the section headed "*Investing in the Series – Payment Procedures*" in the Prospectus for details of the Manager's and the Trustee's right to cancel any allotment of Units for, and to claim losses arising from, late or failed payment. Such borrowing also involves an increased degree of financial risk and may increase the exposure of the relevant Fund to factors such as rising interest rates, downturns in the economy or deterioration in the conditions of the assets underlying its investments. There can be no assurance that the relevant Fund will be able to borrow on favourable terms.

While underlying securities of the Funds listed on the SEHK will continue to be traded on such stock exchange on a trading day on which severe weather conditions persist, there is no guarantee that the operations of the stock exchange will not be disrupted by severe weather conditions nonetheless. In this case, the trading of such underlying securities may be disrupted, which may in turn have an adverse impact on the performance of the Funds and the execution of dealing instructions on such days.

Investors should note that their ability to invest and divest will also depend on the availability of the services of their own service providers. For example, distributors may have different dealing arrangements on a SW Dealing Day, and investors will need to check with their distributors whether dealing in the Funds is offered through them on such days. These service providers are independent of the Manager, the Trustee, or the Distributor. There is no guarantee that the services of such service providers will not be disrupted by severe weather conditions.

C. Other General Updates

The Prospectus will be updated to reflect the following general updates:

- (a) clarificatory enhancements to the disclosures on risk relating to active asset allocation strategy applicable to the Manulife Global Multi-Asset Diversified Income Fund, in order to align with the corresponding risk disclosures of the Master Fund of the Fund, namely, that the asset allocation and the underlying investments of the Master Fund may from time to time vary based on the Investment Manager's market outlook, and as a result the Master Fund may incur greater or lesser transaction costs than a fund with static allocation strategy;
- (b) update to the Directors of the Manager, to reflect the appointments of Mr. Chad Foyn, Mr. Gianni Fiacco, Ms. Carrie Tong and Ms. Paula Chan ("**Succeeding Directors**"), and the resignations of Mr. Kenneth Rappold, Mr. Damien Green and Mr. Pankaj Banerjee ("**Departing Directors**"). Accordingly, the biographies of the Succeeding Directors will be included in, and the biographies of the Departing Directors will be removed from, the revised Prospectus;
- (c) update to the address of the auditors of the Series to "27/F, One Taikoo Place, 979 King's Road, Quarry Bay, Hong Kong";
- (d) update to the website address of the Manager to <http://www.manulifeim.com.hk>²; and
- (e) other miscellaneous, editorial and administrative tidy-ups, updates and/or general clarificatory amendments.

D. Availability of Documents

The Trust Deed will be amended (by way of a supplemental deed) on the Effective Date to reflect the changes set out in sections A and B above where applicable. In addition, the Prospectus will also be updated in due course to reflect the changes set out above.

Copies of the Trust Deed (including the supplemental deeds), the current Prospectus and the product key facts statements ("**KFS**") of the Funds, and the latest financial reports of the Series and the Funds are available for inspection, free of charge, at the office of the Manager stated below during normal working hours. The current Prospectus and KFS of the Funds are available on the website of the Manager www.manulifeim.com.hk.²

E. Enquiries

Should you have any questions relating to these matters, or should you require further information about the matters set out in this Notice, you may contact the Manager at 10th Floor, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong, or by phone at (852) 2108 1110.

Yours faithfully,

The Manager
Manulife Investment Management (Hong Kong) Limited

² This website has not been reviewed by the SFC.

宏利香港系列（「本系列」）

—宏利資本穩健基金—
—宏利環球動態資產配置基金—
—宏利環球多元資產入息基金—
—宏利STARS 收益及增長基金¹—
（統稱「各基金」）

此乃重要文件，務請閣下立即垂注。閣下如有任何疑問，應徵詢獨立的法律、財務或其他專業意見。

管理人願就本通告（「本通告」）所載資料的準確性承擔全部責任，並於作出一切合理查詢後確認，盡其所知所信，本通告並無遺漏足以令其任何陳述具誤導成分的其他事實。

除非另有指明，否則本通告中所用之的詞語及字句的涵義與本系列日期為 2022 年 7 月的售股章程（統稱「售股章程」）中所賦予者相同。

致單位持有人通告

2025 年 2 月 7 日

親愛的單位持有人：

惡劣天氣交易及其他一般更新

我們謹此通知閣下現正對本系列及各基金作出的若干更改。

A. 「營業日」定義的背景及更新以及因應惡劣天氣情況作出的相應改進措施

鑑於香港交易及結算所股份有限公司（「港交所」）於 2024 年 9 月 23 日開始實施在惡劣天氣情況下進行香港證券及衍生工具的交易，經諮詢受託人後，管理人已決定，將本系列的運作與港交所的運作保持一致乃有利於投資者，因此，自 2025 年 2 月 10 日（「生效日期」）起，即使在惡劣天氣情況持續的香港營業日，本系列仍會按照本通告所述方式支持各基金單位的認購、贖回及轉換（如允許）。

因此，經諮詢受託人後，管理人已決定修訂信託契約中「營業日」的定義，自生效日期起，「營業日」指(i)香港聯合交易所（「聯交所」）（或其法律繼承人）開門營業作證券交易之日，除非管理人及受託人另有決定，及／或(ii)受託人及管理人就某基金或單位類別可能不時決定的其他日子。

因此，售股章程中「營業日」的定義亦將予以修訂，以反映信託契約中「營業日」的定義。整份售股章程中所有對「營業日」（以及因此對有提述「營業日」的「交易日」、「交易截止時間」、「首次發售期截止時間」及「估值日」的定義）的提述均須作相應詮釋。

此外，售股章程亦將予以修訂，以分別提供「惡劣天氣情況」及「惡劣天氣交易日」的涵義。「惡劣天氣情況」指懸掛八號或以上颱風訊號，或香港天文台發出黑色暴雨警告，或香港政府公佈的「極端情況」之情況。任何受惡劣天氣情況在當日任何時間生效，且香港銀行的正常營業時間因該等惡劣天氣情況受到影響的交易日均稱為「惡劣天氣交易日」。

B. 香港惡劣天氣交易日特別交易安排

¹STARS 是「Strategic and Tactical Asset Rebalancing Strategy」（策略性及戰略性資產重設比重策略）中各個英文大寫字母的縮寫。

在生效日期前，根據適用於現有各基金的交易日安排，倘因懸掛八號颱風訊號、黑色暴雨警告或其他類似事件以致香港銀行於任何日子的營業時間縮短，則除非管理人及受託人另有決定，否則該日不應為營業日。因此，管理人及受託人不會在惡劣天氣交易日接受認購、贖回或轉換（如相關）各基金單位的申請（統稱「交易要求」）。

由生效日期起，本系列及現有各基金的交易及營運安排將予以加強，以致所有單位持有人能夠在惡劣天氣交易日以網上或電子方式（包括傳真）按照售股章程的適用條款提交交易要求。為免產生疑問，初次認購單位的首次申請人必須繼續遵循售股章程所述的現有認購程序。

因此，宏利投資管理（香港）有限公司（作為管理人及／或分銷商）或受託人於屬於惡劣天氣交易日的交易日的交易截止時間前收到的交易要求，將於同一交易日處理。

儘管有上述規定，請注意，除非宏利投資管理（香港）有限公司（作為管理人及／或分銷商）或受託人全權酌情另行決定，否則在惡劣天氣交易日以實體形式（為免產生疑問，不包括傳真）提出的交易要求將不會處理，直至下個並非惡劣天氣交易日的交易日。在該等情況下，該交易要求在下個並非惡劣天氣交易日的交易日將不被視為已收到。此外，除非宏利投資管理（香港）有限公司（作為管理人及／或分銷商）或受託人全權酌情另行決定，否則實體支票及銀行匯票於任何惡劣天氣交易日將不會處理（將同樣在下個並非惡劣天氣交易日的交易日處理）。

因此，售股章程的披露亦將予以加強，以澄清：

- (a) 若認購單位的申請被拒絕，且認購款項（或其餘額）以支票形式退還，投資者應注意，過程中出現惡劣天氣交易日可能影響該等認購款項（或其餘額）的實際退還時間；及
- (b) 若認購的結算資金須在管理人接受認購申請當日後的第四個營業日（或在相關基金的附錄中披露的其他指定營業日數）內收到（「結算資金截止時間」），就惡劣天氣交易日特別安排而言，投資者仍須確保遵守結算資金截止時間。投資者應參閱下文及售股章程「投資於本系列—付款程序」一節，以了解有關拖欠或逾期付款的風險的詳情。

贖回款項的支付通常應繼續按售股章程「贖回單位—贖回所得款項的支付」一節所述的交易日適用程序進行。然而，投資者應注意，過程中出現惡劣天氣交易日可能會影響該等贖回款項的實際退還時間。在任何情況下，贖回所得款項將在收到完整贖回文件後一個曆月內按售股章程「贖回單位—贖回所得款項的支付」一節的規定支付（除非大部分投資所在市場受到法律或監管規定（例如外匯管制）規限，以致在上述期間內支付贖回款項並非實際可行）。

申請人及投資者如欲透過其他分銷渠道買賣單位，亦應向相關分銷商查詢，因該等分銷商可能對惡劣天氣交易日實施不同的交易安排。申請人及投資者亦應向其銀行查詢，了解其銀行可能於惡劣天氣交易日實施的交收及結算安排，以確保遵守適用的付款期限（包括結算資金截止時間）。

若單位持有人選擇在惡劣天氣交易日透過網上或電子方式（包括傳真）提交申請，則單位持有人將應要求全面賠償宏利投資管理（香港）有限公司（作為管理人及／或分銷商），以補償因宏利投資管理（香港）有限公司（作為管理人及／或分銷商）按照或未能按照在惡劣天氣交易日提供的網上或電子（包括傳真）指示行事，或因傳送失敗而未能收到該等指示，而對宏利投資管理（香港）有限公司（作為管理人及／或分銷商）提出或其招致的所有訴訟、損失及費用。儘管有前述規定，宏利投資管理（香港）有限公司對根據香港法律或對其職責因欺詐或疏忽導致違反信託而可能承擔的責任將不會獲得豁免或彌償保證，或有關責任將不獲單位持有人提供彌償保證或由單位持有人承擔有關開支。

各現有基金認購、轉換（如適用）及贖回單位的每單位資產淨值將繼續參考於各估值日（包括由生效日期起將屬於適用於現有基金的交易日的惡劣天氣交易日）在相關估值點確定的每單位資產淨值，並按售股章程載列的程序計算。

單位持有人應注意，實施在惡劣天氣交易日進行各基金的交易將取決於結算銀行、託管人或分銷商等服務供應商提供的營運支援，當發生極端事件（例如系統中斷、臨時停電或電匯渠道暫停）時，該等服務供應商可能無法運作或如常運作。這些可能導致交易指示無法傳送，因此在惡劣天氣交易日執行相關指示時可能出現延遲或延遲交易價格的釐定。

倘申請人及／或投資者以實體形式（為免產生疑問，不包括傳真）支付認購申請款項，則付款可能受惡劣天氣交易日阻礙而無法及時處理及結算資金無法及時收到。在該等情況下，管理人或受託人仍可酌情接受該申請，並安排透過使用現有的臨時借款融資來安排配發單位，以支付結算所需的任何未繳付款項，直至實體付款在惡劣天氣情況停止後獲得處理。然而，此做法存在實體支付最終無法清算的風險，在此情況下，配發股份將被取消。投資者應參閱售股章程「投資於本系列—付款程序」一節，以了解關於管理人及受託人取消任何單位配發及申索因延遲或未能付款引致的損失的權利之詳情。該等借款亦涉及更高的財務風險，並可能增加相關基金對利率上升、經濟下滑或其投資的相關資產狀況惡化等因素的風險承擔。無法保證相關基金能夠以有利的條款借款。

雖然各基金在聯交所上市的相關證券將在惡劣天氣情況持續的交易日繼續在該證券交易所交易，但並不保證證券交易所的運作不會受到惡劣天氣情況影響。在此情況下，該等相關證券的交易可能被阻礙，以致可能對各基金的表現及交易指示的執行產生不利影響。

投資者應注意，其投資及出售投資的能力亦取決於其本身的服务供應商能否提供相關服務。例如，分銷商在惡劣天氣交易日可能有不同交易安排，投資者需向其分銷商核實在該等日子是否可經彼等獲提供各基金交易服務。此等服务供應商獨立於管理人、受託人或分銷商。無法保證該等服务供應商的服務不會受惡劣天氣情況影響。

C. 其他一般更新

售股章程將作出更新，以反映以下一般更新：

- (a) 就適用於宏利環球多元資產入息基金的主動資產分配策略相關風險作出澄清性的加強披露，以致相應風險披露與該基金的主基金符合一致，即主基金的資產分配和相關投資可能會根據投資管理人的市場前景不時改變，因此主基金可能會比採用固定配置策略的基金招致較高或較低的交易成本。
- (b) 更新管理人董事名單，以反映 Chad Foyn 先生、Gianni Fiacco 先生、湯嘉麗女士及陳珮珊女士（「繼任董事」）的委任，以及 Kenneth Rappold 先生、Damien Green 先生及 Pankaj Banerjee 先生（「離任董事」）的辭任。因此，經修訂售股章程將載入繼任董事的履歷，並移除離任董事的履歷；
- (c) 將本系列核數師的地址更新為「香港鰂魚涌英皇道 979 號太古坊一座 27 樓」；
- (d) 管理人的網址更新為 <http://www.manulifeim.com.hk>；及
- (e) 其他雜項、編輯及行政上的整理、更新及／或用於澄清一般修訂。

D. 可供查閱文件

信託契約將在生效日期作出修訂（以補充信託契約的方式），以反映上述 A 至 B 節（取適用者）的變更。此外，售股章程亦會在適當時候更新，以反映上述變更。

各基金的信託契約（包括補充契約）、現有售股章程及產品資料概要的副本，以及本系列及各基金的最新財務報告的副本於一般辦公時間內在下述管理人辦事處可供免費查閱。各基金的現有售股章程及產品資料概可於管理人的網站查閱，網址為 www.manulifeim.com.hk²。

E. 查詢

倘閣下對此等事宜有任何疑問，或需要有關本通告所載任何事項的進一步資料，閣下可按以下地址：香港銅鑼灣希慎道 33 號利園一期 10 樓，或致電(852) 2108 1110 與管理人聯絡。

管理人
宏利投資管理（香港）有限公司

謹啟

²此網站未經證監會審閱。