

## 富達證券投資信託股份有限公司 (函)



受文者：上海商業儲蓄銀行股份有限公司

發文字號：(一〇七) 富證投字第 192 號

發文日期：中華民國 107 年 7 月 20 日

主旨：有關本公司所代理募集銷售之「富達基金 II - 美元貨幣基金」併入「富達基金 - 美元現金基金」之合併乙事，詳如說明，請 查照。

說明：

- 一、通知「富達基金 II - 美元貨幣基金」的股東同意之情況下，董事會建議將「富達基金 II - 美元貨幣基金」併入「富達基金 - 美元現金基金」基金。消滅基金的投資組合與存續基金的投資組合幾乎相同。在 2018 年 11 月 19 日或其它由消滅基金之股東臨時會所決定之稍晚日期，訂為基金合併之生效日之前無須進行投資組合的調整。基於存續基金的資產規模，此合併對您（存續基金股東）而言影響不大。
- 二、如果您同意此函中提議的變更，您不需採取任何行動。
- 三、如果您不同意此變更，您可以：將富達基金 - 美元現金基金中的現有股份轉換至其他任何富達基金，或；贖回您富達基金 - 美元現金基金現有的股份。您必須在 2018 年 11 月 12 日臺灣時間下午 4 點 30 分之前完成，我們將不收取任何轉換或買回費用。
- 四、若您有任何相關疑問，請與您往來的富達業務專員聯絡。若您對以上變更有任何相關的疑問，請聯絡您專屬的服務專員及業務助理，或請致電富達客戶服務專線 0800-00-9911，我們將竭誠為您服務。

富達證券投資信託股份有限公司

董事長 王友華

董事長 王友華  
謹啟



2018年7月20日

這是一份重要文件，您必須立刻閱讀，如有任何疑問，請洽富達服務專員諮詢。

**基金之合併提案：  
富達基金 II - 美元貨幣基金  
將併入  
富達基金 - 美元現金基金**

**重要事項**

- 在富達基金 II-美元貨幣基金的股東同意之情況下，董事會建議將富達基金 II - 美元貨幣基金併入富達基金 - 美元現金基金。消滅基金的投資組合與存續基金的投資組合幾乎相同。在本合併案生效日之前無須進行投資組合的調整。
- 基於存續基金的資產規模，此合併對您(存續基金股東)而言影響不大。

**基金股東的選擇**

- 如果您同意此函中提議的變更，您不需採取任何行動。
- 如果您不同意此變更，您可以：
  - ✧ 將富達基金 - 美元現金基金中的現有股份轉換至其他任何富達基金，或；
  - ✧ 贖回您富達基金 - 美元現金基金現有的股份。
- 您的決定必須在 2018 年 11 月 12 日臺灣時間下午 4 點 30 分之前完成，將不收取任何轉換或買回費用。

**親愛的股東，**

富達基金董事會(下稱「**董事會**」)持續不斷地調整產品線以符合市場需求，以提供最佳選擇、多元性與價值予投資人。為此目的，依據富達基金章程(下稱「**章程**」)第 21 條之規定，董事會已核准富達基金 II - 美元貨幣基金(下稱「**消滅基金**」)，併入到富達基金 - 美元現金基金(下稱「**存續基金**」)(下稱「**合併案**」)。消滅基金之董事會將以 2018 年 11 月 19 日，或其它由消滅基金之股東臨時會所決定之稍晚日期，訂為基金合併之生效日(下稱「**生效日**」)。

我們的資料顯示，您是存續基金之股東(下稱「**股東**」或「**您**」)。

任何沒有在此封信函所定義的專有名詞，都將與富達基金公開說明書(下稱「**公開說明書**」)上同義。

**基金合併的影響**

因為存續基金的資產規模因素，現金流轉投資至存續基金所產生之任何交易成本，預估對您的影響不大。此外，合併案應不致造成存續基金之績效被稀釋的情況。

**基金合併的成本**

您將不會承擔任何合併案的成本。任何因合併案所產生的費用，包括任何法律、稽核、申請與郵寄費用，都將由投資經理人，即 FIL Fund Management Limited(或是任何 FIL 集團的所屬公司)承擔。

生效日(歐洲中部時間(CET))下午 6 點後所產生任何可歸責於消滅基金的額外收入或費用，都將由存續基金來承擔。

董事會相信此合併案係符合股東的最佳利益。

#### 下一步

合併案仍須經消滅基金的股東臨時會決議(下稱「股東臨時會決議」)通過，以及遵循 2010 年 12 月 17 日盧森堡法關於集體投資事業第 8 章與章程第 21 條的規定。如果決議通過此合併案，您將會在生效日至少 30 天收到此合併案之結果通知書(下稱「結果通知書」)，讓您足以判斷此合併案對您的投資所造成之影響。

如果您同意所提議的合併案，則不需要採取任何行動。

如果您不同意所提議的合併案，我們提供您免費將您所持有之存續基金股份轉換至任何可提供給您的富達基金，或是您可以選擇免費贖回您所持有的股份。

從您收到合併結果通知書至生效日前的 5 個工作天之間的任何評價日(臺灣時間下午 4 點 30 分前)，您都可選擇免費贖回或轉換。贖回或轉換通常是以後續計算所得之資產淨值來計算。

如果您想要轉換或贖回，請聯絡您專屬的客戶服務專員或致電富達熱線 0800-00-99-11。若依照前述規定提出申請，富達將不會收取任何贖回費用或轉換費用。如果股份交易是透過銷售機構，可能會適用不同的程序。如需進一步的相關訊息，請洽您的財務顧問。

本合併案生效以後，您可在富達基金的登記辦事處免費索取跟本次合併案有關的法定稽核所出具之稽核報告影本。

本次提議的合併案在盧森堡對於存續基金而言將沒有當地稅務影響。如果您對稅務有任何疑慮，我們建議您尋求稅務專家之建議。

在郵寄之日，董事會對於此信函內容的準確性負責。經其所有合理詢問後，謹此確認已盡其所知且相信此信函之陳述並無遺漏其他任何事實以致產生誤導。

如果您對於此次提議的合併案有任何相關問題，請聯絡您專屬的服務專員或致電富達客服專線 0800-00-99-11。

此致



**Nishith Gandhi**

董事，FIL (Luxembourg) S.A.

法人董事，富達基金

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

**PROPOSED MERGER OF FIDELITY FUNDS II – US DOLLAR CURRENCY FUND**

**INTO:**

**FIDELITY FUNDS – US DOLLAR CASH FUND**

**Key Facts**

- **Subject to the approval of the Shareholders of Fidelity Funds II - US Dollar Currency Fund, the Board proposes to merge Fidelity Funds II - US Dollar Currency Fund into FF - US Dollar Cash Fund. The portfolio of the Merging Fund is nearly identical to that of the Receiving Fund. No portfolio rebalancing and / or portfolio alignment is required in relation to the Merger prior to the Effective Date.**
- The impact on you, as a holder of the Receiving Fund, is assessed to be insignificant due to the size of the assets of the Receiving Fund.

**Shareholder Choices**

- **If you agree** with the changes proposed in this letter, **you do not need to take any action**
- **If you do not agree** with the changes, you can either:
  - **Switch your existing Shares** in the Fidelity Funds – US Dollar Cash Fund into any other fund within Fidelity Funds available to you, or,
  - **Redeem your existing Shares** in the Fidelity Funds – US Dollar Cash Fund
- **Decisions must be effected by 4.30pm Taiwan time on 12 November 2018. No switch or redemption charges will apply.**

Dear Shareholder,

The Board of Directors of Fidelity Funds (the “**Board**”) constantly aims to adapt their product range to market requirements with aim to provide choice, diversity and value for their investors. To this end, pursuant to Article 21.bis of the Articles of Incorporation of Fidelity Funds (the “**Articles**”), the Board has approved the proposed merger of **Fidelity Funds II – US Dollar Currency Fund** (the “**Merging Fund**”) and specifically the allocation of the assets of the Merging Fund into **Fidelity Funds – US Dollar Cash Fund** (the “**Receiving Fund**”), (the “**Merger**”). The Board and the Board of Directors of the Merging Fund target 19 November 2018 or any such later date determined at the extraordinary general meeting of the Shareholders of the Merging Fund as the effective date of the Merger (the “**Effective Date**”).

Our records show that you are a shareholder in the Receiving Fund (the “**Shareholders**” or “**you**”).

Any terms not defined herein shall have the same meaning as in the Prospectus of Fidelity Funds (the “**Prospectus**”).

**Impact of the Merger on the Receiving Fund**

The impact on you of any transactional costs incurred in relation to the re-investment of the cash inflow into the Receiving Fund is assessed to be insignificant due to the size of the assets of the Receiving Fund. In addition, the proposed Merger should not trigger a dilution in the performance of the Receiving Fund.

**Costs of the Merger**

You will not bear any costs of the Merger. All expenses triggered by the Merger, including any legal, audit, regulatory and mailing charges, will be borne by the Investment Manager, FIL Fund Management Limited (and/or any of its affiliates within FIL Group).

Any additional income and expenses attributable to the Merging Fund accruing after 6:00 pm CET on the Effective Date, will be borne by the Receiving Fund.

The Board believes that the Merger is in the best interests of the Shareholders.

### Next Steps

The Merger will take place subject to its approval at an extraordinary general meeting of the shareholders of the Merging Fund (the "**EGM**"), in compliance with Chapter 8 of Part I of the Luxembourg law of 17 December 2010 on undertakings for collective investment and Article 21.bis of the Articles of Incorporation of Fidelity Funds II. If the Merger is approved, you will receive a notice informing you of the outcome of the Merger (the "**EGM Outcome Letter**") at least 30 days before the Effective Date, which will enable you to make an informed judgment of the impact of the Merger on your investment.

If you agree with the proposed Merger, you do not need to take any action.

If you are not in agreement with the proposed Merger, we are offering you a free switch into any other fund of Fidelity Funds available to you, or you may choose to redeem your assets from the Receiving Fund free of redemption charge.

Redemptions or switches free of charge can be instructed on any Valuation Date until 4:30 pm Taiwan time, as from the date of receipt of the EGM Outcome Letter and until 5 Business Days before the Effective Date, and will normally be dealt with at the next calculated Net Asset Value.

If you wish to switch or redeem you should contact either your financial adviser or Fidelity Hotline 0800-00-99-11. Fidelity will not charge any redemption fee or levy any switch fee if the instruction is received in the conditions set forth. Different procedures may apply if dealing is made through a financial adviser or other fund distributor. For further information on these arrangements please contact your usual contact.

Copies of the audit report prepared by the approved statutory auditor of Fidelity Funds in relation to the Merger will be made available free of charge at the registered office of Fidelity Funds post the Merger.

The proposed Merger will have no local tax implications for the Receiving Fund in Luxembourg. If you have any concerns about your tax position, we recommend that you seek independent tax advice.

The Board accepts full responsibility for the accuracy of the content of this letter as at the date of the mailing, 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 herein misleading.

If you have any questions related to the proposed Merger, please contact your financial adviser or Fidelity Hotline 0800-00-99-11.

Yours sincerely,



**Nishith Gandhi**  
Director, FIL (Luxembourg) S.A.  
Corporate Director, Fidelity Funds