

(中譯文僅供參考，與原文相較可能不盡完整或有歧異，如有疑義應以英文本為準。)

FIRST STATE GLOBAL UMBRELLA FUND PLC

首域環球傘型基金有限公司

an umbrella fund with segregated liability between sub-funds

旗下子基金間責任明確劃分之傘型基金

70 Sir John Rogerson's Quay, Dublin 2, D02 R296, Ireland

This document is important and requires your immediate attention. If you are in any doubt as to the action you should take, you should seek advice from your investment consultant, tax adviser and/or legal adviser as appropriate.

本文件屬重要文件，需要台端立即注意。如對於所應採取之行動有任何疑問，台端應適時向投資顧問、稅務顧問及/或法律顧問尋求意見。

If you have sold or transferred all of your Shares in a Fund of First State Global Umbrella Fund plc (the "Company") please pass this letter to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee as soon as possible.

如台端已將所持首域環球傘型基金有限公司（下稱「本公司」）基金的股份全數售出或轉讓，請盡快將本函送交予購買人或受讓人，或經手出售或轉讓的股票經紀商、銀行或其他代理人，以便其儘速轉交予購買人或受讓人。

Unless otherwise defined, capitalised terms used herein shall bear the same meaning as capitalised terms used in the prospectus for the Company dated 15 January 2019 (the "Prospectus") and any supplements and the applicable local covering documents. A copy of the Prospectus is available upon request during normal business hours from the registered office of the Company.

除本函另有定義外，定義詞彙應與本公司2019年1月15日之公開說明書（下稱「公開說明書」）及任何當地增補文件所使用者具有相同涵義。公開說明書之副本將可於一般營業時間於本公司登記之營業處所供索取。

The Directors accept responsibility for the accuracy of the information contained in this document. To the best of the Directors' knowledge and belief the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

董事會對本份文件中所含之資訊正確性負責。據董事會最佳之所知及所信，本份文件所載內容與事實相符且未遺漏重大影響此等資訊之任何內容。

1 March 2019
2019年3月1日

To: the Shareholders of the Company

致：本公司股東

Dear Shareholder,
親愛的股東：

Notification of change of depositary to HSBC France, Dublin Branch

關於存託機構變更為 HSBC France, Dublin Branch 之通知

1) What's happening?

發生何事？

A) Change of Depositary

基金存託機構變更

The current depositary of the Company is HSBC Institutional Trust Services (Ireland) DAC (the “**Current Depositary**”) and is a company incorporated in Ireland.

本公司目前之基金存託機構為 HSBC Institutional Trust Services (Ireland) DAC (下稱「**目前存託機構**」)。

The Directors of the Company are writing to inform you of a change of depositary (the “**Change**”) to a newly formed branch of HSBC France in Dublin (i.e. HSBC France, Dublin Branch as the “**New Depositary**”) with effect from 1 April 2019 (the “**Effective Date**”), being no less than one month from the date of this letter.

本公司董事謹致函通知 台端關於基金存託機構變更 (下稱「**本變更**») 為新成立之 HSBC France 於都柏林之分支機構 (亦即 HSBC France, Dublin Branch, 下稱「**新存託機構**»), 並於 2019 年 4 月 1 日 (下稱「**生效日**») 起生效, 其自本函之日起不少於一個月。

By way of background, prior to the Change, the immediate ownership of the Current Depositary changed from HSBC Bank Plc to HSBC France on 1 August 2018 and this change was triggered by a political and regulatory change in the European Union (EU) including the UK's decision to leave the EU by 29 March 2019. Both HSBC Bank Plc and HSBC France have the same ultimate parent company (i.e. HSBC Holdings plc) and hence there was no change to the ultimate ownership of the Current Depositary as a result of this change.

就背景而言, 在本變更生效前, 目前存託機構的直接所有權於 2018 年 8 月 1 日起自 HSBC Bank Plc 變更至 HSBC France, 該等變更係肇因於歐盟的政治及監管變動, 包括英國決定不遲於 2019 年 3 月 29 日脫歐。HSBC Bank Plc 及 HSBC France 具有相同的最終控股母公司, 亦即 HSBC Holdings plc, 因此, 該等變更不會導致目前存託機構之最終所有權有所變動。

As a result of an internal reorganisation undertaken entirely at the own initiative of HSBC Holdings plc, its subsidiaries and affiliates (“**HSBC**”), the Change will take place from the Effective Date. More specifically, the Company has been informed by HSBC that:

由於 HSBC Holdings plc 及其子公司與關係企業 (下稱「**HSBC**») 自身之內部組織調整, 本變更將於生效日起實施。具體而言, HSBC 已通知本公司:

- the Change will take place by way of a merger (the “**Merger**”) under which the Current Depositary will cease to exist upon the Merger and its business will merge into and become the business of HSBC France. The Merger will be by way of a European cross-border merger whereby a company (including its

assets, liabilities and contracts) in one EU jurisdiction can merge into a company in another EU jurisdiction. For the avoidance of doubt, the retirement of the Current Depositary will only take effect at the same time as the New Depositary takes up office;

本變更將透過合併（下稱「本合併」）之方式實施，於本合併下，一旦合併，目前之存託機構將不再存續，其業務將併入並成為 HSBC France 之業務。本合併將藉歐洲之跨境合併進行，以使某歐盟管轄區內之公司（包括其資產、負債及合約）得併入另一歐盟管轄區內之公司。為免疑義，目前存託機構之卸任僅會在新任存託機構接任之同時生效；

- as a result, from the Effective Date, by operation of law, all assets, liabilities and contracts of the Current Depositary governed by an EEA law will become the assets, liabilities and contracts of HSBC France;

因此，自生效日起，受歐洲經濟區(EEA)法律監管之目前存託機構之資產、負債及合約將依法成為 HSBC France 之資產、負債及合約；

- HSBC France will operate through HSBC France, Dublin Branch, i.e. the New Depositary which will assume responsibility for the continued provision of services to the Company;

HSBC France 將透過 HSBC France, Dublin Branch（亦即新存託機構）運作，其承擔持續提供服務予本公司之責任；

- the New Depositary is authorized and licensed to act as a depositary for Irish authorized investment funds (including investments funds offered to retail investors) such as Funds of the Company; and

新任存託機構經授權及許可，可擔任愛爾蘭授權投資基金（包含向零售投資人募集之投資基金）之存託機構，如本公司之基金；及

- for the avoidance of doubt, both the Current Depositary and New Depositary have the same ultimate parent company (i.e. HSBC Holdings plc).

為免疑義，目前存託機構及新任存託機構具有相同的最終控股母公司，亦即 HSBC Holdings plc。

B) About HSBC France

關於HSBC France

HSBC France is a subsidiary of HSBC Holdings plc. It is incorporated under the laws of France as a société anonyme (registered number 775 670 284 RCS Paris), having its registered office at 103, avenue des Champs-Élysées, 75008 Paris, France.

HSBC France 為 HSBC Holdings plc 的子公司，其依法國法律成立之股份有限公司（註冊編號為 775 670 284 RCS Paris），註冊辦公室地址為 103, avenue des Champs-Élysées, 75008 Paris, France。

HSBC France is a banking institution based in Paris and supervised by the European Central Bank (ECB), as part of the Single Supervisory Mechanism, the French Prudential Supervisory and Resolution Authority (l'Autorité de Contrôle Prudentiel et

de Résolution) (ACPR) as the French National Competent Authority and the French Financial Markets Authority (l'Autorité des Marchés Financiers) (AMF) for the activities carried out over financial instruments or in financial markets. Further, HSBC France is registered as an insurance broker with the French Organisation for the Registration of financial intermediaries (Organisme pour le Registre unique des Intermédiaires en Assurance, banque et finance – www.orias.fr) under nr.07005894. HSBC France, Dublin Branch (i.e. the New Depository) is subject to supervision of the ECB and the local supervision of the Central Bank of Ireland (CBI).

HSBC France 為總部位於巴黎之銀行機構，作為單一監理機制一環，受歐洲中央銀行(ECB)監督，法國審慎監管和解決局(ACPR)為其法國之國家主管機關，而就有關金融工具或金融市場的活動受到法國金融市場管理局(AMF)的監督。此外，HSBC France 向法國金融中介機構登記組織(Organisme pour le Registre unique des Intermédiaires en Assurance, banque et finance – www.orias.fr)登記為保險經紀商，註冊號碼為 nr.07005894。HSBC France, Dublin Branch，亦即新存託機構，須遵守歐洲中央銀行(ECB)及愛爾蘭中央銀行(CBI)之當地監督。

For more information about HSBC France please visit the HSBC France website at www.hsbc.fr.

有關 HSBC France 更多資訊請參訪其網站 www.hsbc.fr。

HSBC France is duly registered with the Companies Registration Office with number 908966 and HSBC France, Dublin Branch (i.e. the New Depository) is lawfully established in Ireland as a branch.

HSBC France 為向公司註冊處合法註冊之公司，註冊號碼為 908966，且 HSBC France, Dublin Branch，亦即新存託機構，為於愛爾蘭依法成立之分支機構。

The website www.hsbc.ie currently used by the Current Depository will remain the same and be used by the New Depository from the Effective Date.

目前存託機構使用的網站為 www.hsbc.ie，自生效日起該網站將無變動，新存託機構亦將使用該網站。

2) What is the impact?

影響為何？

In respect of the Change:

關於本變更：

- there is no change in the fee structure for the Company or the fee level / cost in managing the Funds. In particular, there is no increase in the depository fees as currently paid out of the assets of the relevant Fund under (a) the composite Depository and Administration fee payable to the Company's depository and administrator; and (b) the annual safe-keeping fee and fee payable to the Company's depository in respect of its cash flow monitoring and reconciliation oversight services at the rate disclosed in the Prospectus as a consequence of the Change. As regards sub-custodial arrangements (as described in more detail below), there is also no increase in sub-custodial fees and expenses;

本公司的費用結構或管理基金的費用水準/成本並無變動，尤其是目前以相關基金資產作給付之存託機構費用，包括(a)應支付予本公司基金存託機構及行政管理人之綜合存託及行政管理費，及(b)年度保管費及為現金流監控及調節監督服務所應支付本公司基金存託機構之費用，該等費用以公開說明書所揭露之費率計算，不會因本變更而增加。關於次保管機構之安排（詳如下述），亦不會有次保管機構費用及支出之增加。

- there is no change to how the Funds are currently operated or managed and there is no change to the features and the overall risk profile of the Funds; and
基金目前的營運或管理方式並無變動，基金的特徵及整體風險狀況亦無變動；及
- there is no material prejudice to the Shareholders' rights or interests.
對於股東之權益或利益並無重大不利影響。

The Current Depositary may have delegated certain of its safekeeping functions to one or more sub-custodians/delegates as disclosed in the Prospectus. HSBC has confirmed that there are no sub-custodial/delegate changes arising directly from the Change.

目前存託機構得依公開說明書中所揭露，將其特定保管職能委任予一個或多個次保管機構/受任人。HSBC已確認次保管機構/受任人並無直接因本變更所致之變動。

We estimate the costs and expenses in relation to the Change will be US\$120,000. These will be borne by the Investment Manager.

本公司預估關於本變更之成本及費用為120,000美元。此等費用將由投資經理負擔。

**3) When will the Change take place?
此等變更將於何時生效？**

The Change as described in item 1A) above will take effect on or around 1 April 2019, being no less than one month from the date of this letter.

1A)所述之本變更將於2019年4月1日前後生效，其自本函之日起不少於一個月。

**4) Where can I find more information?
可於何處尋得更多資訊？**

We will issue an updated Prospectus to reflect the changes described in this letter. Additionally, in Hong Kong, the Key Facts Statements (“KFS”) of the relevant Funds will be updated accordingly.

本公司將發行更新之公開說明書，以反映本函上述之變更。（餘略）。

The updated Prospectus, any impacted local prospectus supplement (including the Supplement for Hong Kong Investors to the Prospectus and the updated KFS) will be available on or around **31 May 2019** and on the following webpage: <http://www.firststateinvestments.com/>.*.

更新之公開說明書及任何當地增補文件（包含香港公開說明書之補編及更新之資料概要）將於 **2019 年 5 月 31 日** 或前後於下列網站提供：
<http://www.firststateinvestments.com/>*。

Additionally, Hong Kong investors may obtain the current and (once available) updated Prospectus, Supplement for Hong Kong Investors to the Prospectus and KFS of the Funds at the office of the Hong Kong Representative stated below on request free of charge.
(略譯)

If you have any questions about the contents of this letter please contact your investment advisor/consultant or your relationship manager at the Investment Manager or First State Investment's Client Services Team or Investor Services Team as set out below.

如 台端對於本函之內容有任何疑問，請聯繫 台端之投資顧問／諮詢，或 台端於投資經理之關係經理，或首域投資之客戶服務團隊或投資服務團隊，聯絡資訊如下所述。

5) How can I contact First State Investments? 如何聯繫首域投資？

You can contact our Client Services Team if you have any questions in relation to this letter:
如 台端對於本函有任何疑問，可聯繫本公司之客戶服務團隊：

by telephone: from the UK (0800 917 1717) and from abroad (+44 131 525 8872), telephone calls may be recorded for your security;
by email: info@firststate.co.uk;
or in writing: Client Services, 23 St Andrew Square, Edinburgh EH2 1BB, United Kingdom.

電話： 從英國致電: 0800 917 1717 及從海外致電: +44 131 525 8872，為保障台端，通話內容或被錄音；

電子郵件： info@firststate.co.uk;

或書面： Client Services, 23 St Andrew Square, Edinburgh EH2 1BB, United Kingdom.

Hong Kong Shareholders may also contact the Investor Services Team of the Company's Hong Kong Representative at:

(略譯)

by telephone: +852 2846 7566;
by email: info@firststate.com.hk;
or in writing: First State Investments (Hong Kong) Limited,
25th Floor, One Exchange Square,
8 Connaught Place, Central, Hong Kong

*This website has not been reviewed or authorised by the SFC and may contain information of funds not authorised by the SFC and not available to Hong Kong investors.

(略譯)

Yours sincerely,
誠摯地，



Director

for and on behalf of
First State Global Umbrella Fund Plc

代表

首域環球傘型基金有限公司

董事

准予變更保管機構之首域環球傘型基金系列 11 檔境外基金明細

1	盈信世界領先基金 Stewart Investors Worldwide Leaders Fund
2	首域亞洲增長基金 First State Asian Growth Fund
3	首域中國核心基金 First State China Focus Fund
4	首域全球債券基金 First State Global Bond Fund
5	盈信全球新興市場領先基金 Stewart Investors Global Emerging Markets Leaders Fund
6	首域全球資源基金 First State Global Resources Fund
7	首域優質債券基金 First State High Quality Bond Fund
8	首域亞洲優質債券基金 First State Asian Quality Bond Fund
9	首域印度次大陸基金 First State Indian Subcontinent Fund
10	首域星馬增長基金 First State Singapore and Malaysia Growth Fund
11	首域全球基建基金 First State Global Listed Infrastructure Fund

檔 號：
保存年限：

金融監督管理委員會 函

地址：新北市板橋區縣民大道二段7號18樓
聯絡人：蘇郁如
聯絡電話：02-27747422
傳 真：02-87734154

受文者：國泰證券投資顧問股份有限公司【代表人：孫至德先生
】

發文日期：中華民國108年1月11日
發文字號：金管證投字第1070347444號
速別：普通件
密等及解密條件或保密期限：
附件：如文(A45020000DORGUNIT108011103474440A0B347444.PDF)

主旨：所請貴公司總代理首域環球傘型基金系列之「盈信世界領先基金」等11檔境外基金之基金保管機構HSBC Institutional Trust Services (Ireland) DAC，變更為Dublin Branch of HSBC France一案，同意照辦。

說明：

- 一、依據境外基金管理辦法第12條第6項第4款規定及本會證券期貨局案陳貴公司107年12月18日國泰投顧字第1071200012號函辦理。
- 二、旨揭11檔境外基金明細如附表。
- 三、貴公司應依境外基金管理辦法第12條第6項規定，於事實發生日起3日內經由本會指定之資訊傳輸系統（www.fundclear.com.tw）辦理公告，並將修正後之公開說明書中譯本及投資人須知，依前揭辦法第37條及第39條之規定於修正後3日內辦理公告。

正本：國泰證券投資顧問股份有限公司【代表人：孫至德先生】

副本：中央銀行、中華民國證券投資信託暨顧問商業同業公會、臺灣集中保管結算所股份有限公司(均含附件)

2018/01/14
交 17:45:40 章

授權單位主管決行並鈐印



裝



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