

駿利亨德森證券投資顧問股份有限公司 函

聯絡電話:(02)2171-1683



受文者：上海商業儲蓄銀行股份有限公司

發文日期：中華民國 108 年 2 月 22 日

發文字號：駿顧字第 20190014 號

主旨：謹通知本公司總代理之駿利亨德森遠見基金-日本機會基金之副投資
 管理人變更相關事宜。

附件：駿利亨德森遠見基金股東通知書及其中譯文

說明：

- 一、本公司總代理之駿利亨德森遠見基金-日本機會基金(下稱本基金)之副投資管理人將由 Janus Henderson Investors (Singapore) Limited (下稱「JHIS」) 變更為 Janus Henderson Investors (Japan) Limited (下稱「JHIJ」)。
- 二、上述變更將於 2019 年 3 月 29 日生效，於該日後，本基金將終止由本基金之投資管理人 Henderson Global Investors Limited 對 JHIS 之全權委託投資管理權能之複委託，而另行複委託 JHIJ 取代。此項委任係依據本基金之特質所為，目的是利用駿利亨德森的整體的全球投資組合管理能力。因 JHIJ 係位於本基金投資組合主要聚焦的區域，相信其有能力妥適管理本基金。相關細節請詳見股東通知書及其中譯文。

駿利亨德森證券投資顧問股份有限公司



(中文節譯文／摘要僅供參考，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。)



(節譯文)

凡本通知使用但未另行定義之詞彙均應與 2018 年 9 月之公開說明書 (下稱「公開說明書」) 所定義者具相同意涵。董事對於本信函之正確性承擔責任。

本文件乃重要文件並需您即刻留意。若您對於採取何種行動有所疑問，請立即諮詢您的證券經紀商、銀行經理、律師、會計師、關係經理或其他專業顧問。

駿利亨德森遠見基金 (下稱「本公司」)
可變資本投資公司 (下稱「SICAV」)
盧森堡
商業登記編號 B 22847

2019 年 2 月 22 日

日本機會基金(下稱「本基金」)
之副投資管理人變更

致親愛的股東，

謹致函通知您自 2019 年 3 月 29 日起，本基金的副投資管理人將由 Janus Henderson Investors (Singapore) Limited (下稱「JHIS」) 變更為 Janus Henderson Investors (Japan) Limited (下稱「JHIJ」)。

目前，身為管理公司的 Henderson Management S.A. 已進一步委託 Henderson Global Investors Limited (下稱「投資管理人」) 就本公司之本基金提供所有投資管理之決定權。投資管理人本身將本公司若干基金的全權委託投資管理權能複委託予副投資管理人。就本基金而言，HGIL 目前將全權委託投資管理之權能複委託予 JHIS。

經本公司同意，2019 年 3 月 29 日後，本基金將終止由投資管理人對 JHIS 之全權委託投資管理權能之複委託，而另行複委託 JHIJ 取代。此項委任係依據本基金之特質所為，目的是利用駿利亨德森的整體的全球投資組合管理能力。因 JHIJ 係位於本基金投資組合主要聚焦的區域，相信其有能力妥適管理本基金。

駿利亨德森遠見基金

註冊辦公室：2 Rue de Bitbourg, L-1273 Luxembourg, Grand Duchy of Luxembourg
janushenderson.com

可變資本投資公司 (SICAV)，盧森堡商業登記編號 B 22847
本公司得為互相保護及提升客戶服務之目的記錄通話內容。

(中文節譯文／摘要僅供參考，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。)

Janus Henderson INVESTORS

JHIJ 與管理公司及投資管理人隸屬於同一集團公司。JHIJ 是一家在日本設立的有限責任公司，並受日本金融服務管理局監管。JHIJ 在日本註冊為金融工具業務營運商，從事第二類金融工具業務、投資顧問及代理業務及投資管理業務。

本公司確認就此變更：

- 將繼續以符合其現有投資目標和政策的方式管理本基金；
- 本基金的投資目標及政策及風險狀況將維持不變；
- 管理本基金之費用水準/成本不會有任何變化；且
- 此變更不會產生任何可能嚴重損害既有投資者權益之事項/影響。

經過此等變更後，Henderson Global Investors Limited 仍為本基金之投資管理人。JHIJ 的投資管理費將由投資管理人承擔。

應採取之行動為何？

若您同意本通知所提出之建議變更，則您無需採取任何行動。若您不同意建議之變更，可採取下列選項：

轉換您的股份

您得在截至 **2019 年 3 月 28 日** 的任何日期，免費將您在相關基金中的股份轉換為本公司任何其他基金的股份，惟前提乃該等投資係被允許的，包括於您所在的國家。您指定的基金股份將根據公開說明書的規定以適用於該基金的股價購買。

買回您的股份

您得依公開說明書之規定在截至 **2019 年 3 月 28 日** 的任何日期免費買回相關基金的股份。

任何轉換或買回您股份的指示應以電話 (352) 2605 9601 或傳真 (352) 2460 9937 方式傳送至下述地址的登記人及股務代理。

RBC Investor Services Bank S.A,
Registrar and Transfer Agent,
14, Porte de France,
L-4360 Esch-sur-Alzette,
Grand Duchy of Luxembourg

轉換或買回您的股份可能會影響您的稅務狀況。因此，您應該向專業顧問尋求適用於您所在國家、住所或居所的任何稅務指引。

請注意，董事有權酌情適用稀釋調整，以在董事認為更能公平反映投資價值之適當情況下，保障其餘股東之利益。任何稀釋調整將依據公開說明書之規定適用，並可能降低您出售股份所得的收益。

若您選擇買回您在基金中的股份，本公司將依據公開說明書的規定向您支付買回所得款項，惟若您因本通知所載之變更而進行買回時，本公司將不會收取任何費用（除上述情況外）。

(中文節譯文／摘要僅供參考，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。)

Janus Henderson INVESTORS

若本公司尚未持有相關文件，則本公司可能會要求提供文件以驗證您的身份。在收到此類驗證之前，我們可能會遞延付款。我們通常會按照我們紀錄的常規指示付款。如果您變更了銀行帳戶但未通知我們，請以書面方式透過上述地址向 RBC Investor Services Bank S.A. 確認您的最新詳細資訊。

如果您選擇將您的股份轉換為其他基金的持股，則本公司將依據公開說明書的規定，按適用於該基金的股價，運用所得款項以購買您所指定之基金股份。

如果您對於擬採取之行動有任何疑問，請諮詢您的股票經紀商、銀行經理、律師、會計師、客戶經理或其他專業顧問。

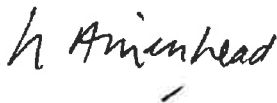
如何聯繫我們

如果您有任何疑問，請使用上述詳細信息聯繫登記人及股務代理 RBC Investor Services Bank S.A.。投資者可自註冊辦事處及網站 www.janushenderson.com 免費獲取公開說明書、主要投資人資訊文件 (KIID)、章程，及公司的年度及半年度報告。

請注意，就您的投資與您通訊的駿利亨德森集團子公司及/或受委託之第三人可能會依據隱私權政策為了培訓、品質及控管目的，以及符合法定記錄保存義務之需記錄電話通話與其他通信內容。

(餘略)

誠摯地，



Les Aitkenhead
董事長

THE TERMS USED BUT NOT OTHERWISE DEFINED IN THIS NOTICE SHALL HAVE THE SAME MEANINGS AS THOSE DEFINED IN THE PROSPECTUS DATED SEPTEMBER 2018 (THE "PROSPECTUS"). THE DIRECTORS ACCEPT RESPONSIBILITY FOR THE ACCURACY OF THIS LETTER.

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF YOU ARE IN ANY DOUBT ABOUT THE ACTION TO BE TAKEN PLEASE CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT, RELATIONSHIP MANAGER OR OTHER PROFESSIONAL ADVISER IMMEDIATELY.

**JANUS HENDERSON HORIZON FUND (the "Company")
Société d'Investissement à Capital Variable (SICAV)
LUXEMBOURG
RCS B 22847**

22 February 2019

Changes to the Sub-Investment manager of the Japan Opportunities Fund
("the Fund")

Dear Shareholder,

We are writing to inform you that with effect from 29 March 2019, the Sub-Investment Manager of the Fund will change from Janus Henderson Investors (Singapore) Limited ("JHIS") to Janus Henderson Investors (Japan) Limited ("JHIJ").

Currently, Henderson Management S.A., being the Management Company, has further delegated the provision of all investment management discretion in respect of the Funds in the Company to Henderson Global Investors Limited (the "Investment Manager"). The Investment Manager itself then sub-delegates discretionary investment management functions of certain Funds of the Company to sub-investment manager(s). In respect of the Fund, HGIL currently sub-delegates discretionary investment management functions to JHIS.

With the Company's consent as of the 29 March 2019, the sub-delegation of discretionary investment management functions of the Fund from the Investment Manager to JHIS will cease and instead be replaced by sub-delegation to JHIJ. This appointment has been made in light of the nature of the Fund and with a view to leveraging Janus Henderson's overall global portfolio management capabilities. It is believed that JHIJ is well positioned to manage the Fund as it is based in the region where the Fund's portfolio is primarily focused.

JHIJ is in the same group of companies as the Management Company and the Investment Manager. JHIJ is a limited liability company incorporated in Japan and is regulated by the Financial Services Authority in Japan. JHIJ is registered as a Financial Instruments Business Operator conducting type II financial instruments business, investment advisory and agency business, and investment management business in Japan.

The Company confirms that in respect of this change:

- the Fund will continue to be managed in a manner which is in accordance with its existing investment objective and policy;
- the investment objective and policy and the risk profile of the Fund will remain the same;
- there will be no change in the fee level/cost in managing the Fund; and

Janus Henderson Horizon Fund

Registered Office: 2 Rue de Bitbourg, L-1273 Luxembourg, Grand Duchy of Luxembourg
janushenderson.com

- there will not be any matters/impact arising from this change which may materially prejudice existing investors' rights or interests.

Henderson Global Investors Limited remains the Investment Manager of the Fund after these changes. The investment management fees of JHIJ will be borne by the Investment Manager.

What action is required?

If you agree with the proposed changes set out in this notice, then no action is required from you. If you do not agree with the proposed changes, the following options are available to you: -

Switch your Shares

You may switch your Shares in the relevant Fund(s) into shares of any other Fund of the Company free of charge on any date up to **28 March 2019**, provided that such an investment is permitted, including in your country. The shares in the Fund(s) you specify will be purchased at the share price applicable to that Fund in accordance with the provisions of the Prospectus.

Redeem your Shares

You may redeem your Shares in the relevant Fund(s) free of charge on any date up to **28 March 2019** in accordance with the provisions of the Prospectus.

Any instruction to switch or redeem your Shares should be sent to the Registrar and Transfer Agent at the address indicated below, by telephone on (352) 2605 9601 or by fax on (352) 2460 9937.

RBC Investor Services Bank S.A,
Registrar and Transfer Agent,
14, Porte de France,
L-4360 Esch-sur-Alzette,
Grand Duchy of Luxembourg

A switch or redemption of your Shares may affect your tax position. You should therefore seek guidance from a professional adviser on any taxes that apply in the country of your respective citizenship, domicile or residence.

Please note that the Directors have discretion to apply a dilution adjustment to reflect more fairly the value of the investments in circumstances the Directors consider appropriate, with the view to protecting the interests of remaining Shareholders. Any dilution adjustment will be applied in accordance with the provisions of the Prospectus and may lower the proceeds that you receive from the sale of your Shares.

If you choose to redeem your Shares in the Fund, we will pay the redemption proceeds to you in accordance with the provisions of the Prospectus, except that we will not impose any fee (except as described above) if you redeem as a result of the changes described in this notice.

We may require documentation to verify your identity if we do not already hold it. We may delay payment until we receive such verification. We will normally make payment in accordance with the standing instructions we hold on file. If you have changed your bank account and not informed us, please confirm your up-to-date details in writing to RBC Investor Services Bank S.A. at the address provided above.

If you choose to switch your Shares to a holding in a different Fund, then we will use the proceeds to purchase shares in the Fund(s) you specify at the share price applicable to that Fund in accordance with the provisions of the Prospectus.

If you are in any doubt about the action to be taken, please seek advice from your stockbroker, bank manager, solicitor, accountant, relationship manager or other professional adviser.

How to contact us

If you have any questions, please contact the Registrar and Transfer Agent, RBC Investor Services Bank S.A., using the details above. Investors may obtain the Prospectus, the Key Investor Information Documents ("KIID"), the Articles, as well as the annual and semi-annual reports of the Company, free of charge from the registered office and at www.janushenderson.com.

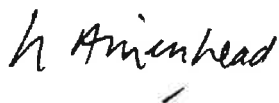
For Singapore investors, Janus Henderson Investors (Singapore) Limited, Level 34 - Unit 03-04, 138 Market Street, CapitaGreen Singapore 048946 is the Singapore representative. The Prospectus, the Product Highlights Sheet ("PHS"), the Articles, as well as the annual and semi-annual reports of the Company, may be obtained free of charge from the Singapore representative.

For Swiss investors, BNP Paribas Securities Services, Paris, succursale de Zurich, Selnaustrasse 16, 8002 Zurich is the Swiss representative and paying agent of the Company. The Prospectus, the KIIDs, the Articles, as well as the annual and semi-annual reports of the Company, may be obtained free of charge from the Swiss representative and paying agent.

For German investors, Marcard, Stein & Co AG, Ballindamm 36, 20095 Hamburg is the Paying and Information Agent, where the relevant prospectuses and key investor information, the Articles of Association and the annual and semi-annual reports are available free of charge.

Please note that subsidiaries and/or delegated third parties of the Janus Henderson Group that you communicate with about your investment may record telephone calls and other communications for training, quality and monitoring purposes and to meet regulatory record keeping obligations in accordance with the Privacy Policy.

Yours faithfully,



Les Aitkenhead
Chairman

