

FIRST STATE GLOBAL UMBRELLA FUND PLC

an umbrella fund with segregated liability between sub-funds

首域環球傘型基金

各子基金間獨立責任之傘型基金

Arthur Cox Building
Earlsfort Terrace
Dublin 2

Date: 30 July 2013
日期：2013年7月30日

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.

此乃重要文件，謹請立即注意。若您對應採取之行動有任何疑問，應向您的投資顧問、稅務顧問及/或法律顧問（視情況而定）尋求建議。

If you have sold or transferred all of your Shares in First State Global Umbrella Fund plc (the "Company"), please pass this document at once 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.

若您已將名下之首域環球傘型基金（下稱「本公司」）股份全部出售或轉讓，請立即將本文件送交予買方、受讓人或經手出售或轉讓之證券經紀商、銀行或其他代理人，以能盡快轉交予買方或受讓人。

Unless otherwise defined herein, all capitalised terms used herein shall bear the same meaning as capitalised terms used in the latest prospectus of the Company dated 19 June 2013, as may be amended from time to time (the "Prospectus"). A copy of the Prospectus is available upon request during normal business hours from the Company or from the local representative of the Company in any jurisdiction in which the Company is registered for public distribution.

除本文件另有定義外，本文件所使用之大寫詞彙（capitalised terms，以下以引號表達該等詞彙）應與本公司2013年6月19日最新之公開說明書（及其隨時之修訂）（下稱「公開說明書」）中所使用之大寫詞彙具有相同涵義。公開說明書影本可於一般營業時間向本公司或本公司為公開發行所註冊之各當地代表處索取。

The Directors of the Company accept responsibility for the information contained in this document. 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 document is in accordance with the facts and does not omit anything likely to affect the import of such information.

本文件所載資訊由本公司董事會負責。董事會就其所知及所信（已盡合理之注意以確保確係如此）本文件所載資訊乃符合事實，且無遺漏任何可能影響資訊含意之內容。

Please note that the Central Bank has not reviewed this letter.

Registered Office: Arthur Cox Building, Earlsfort Terrace, Dublin 2

Registered Number: 288284

Directors: Peter Blessing, Hans Vogel (German), Michael Stapleton (Australian), Christian Turpin (British);
First State Global Umbrella Fund PLC is regulated by the Central Bank of Ireland.

(註：本中譯文僅供參考，如與原文有異，應以原文為準)

請注意本通知並未經中央銀行審閱。

Dear Shareholder,
親愛的股東，

RE: Approval of amendments to the Articles of Association

主旨：章程修正之同意

1. INTRODUCTION

前言

The Company is authorised by the Central Bank as an open-ended investment company with variable capital incorporated under the laws of Ireland as a public limited company pursuant to the Companies Acts, 1963 to 2012 and the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations, 2011 (as amended). The Company is organised as an umbrella fund with segregated liability between sub-funds (each a "Fund").

本公司係經愛爾蘭中央銀行授權之具可變資本之開放型投資公司，且根據《1963 年至 2012 年公司法》及《2011 年歐洲共同體(可轉讓證券之集體投資事業)》規定(及其修訂)成立為一公開之有限公司。本公司為各子基金(下稱各「基金」)間責任分離之傘型基金。

The purpose of this letter is to explain, and seek your approval of, certain proposed minor amendments to the Company's Articles of Association which are to be considered as items of special business at the forthcoming annual general meeting on Friday 23 August 2013.

本通知之目的旨在解釋並尋求您對本公司部分章程之微幅修正提案之同意，該等修正將列為於 2013 年 8 月 23 日星期五召開之年度股東常會之特別事項而為考量。

2. AMENDMENTS TO THE ARTICLES OF ASSOCIATION

章程之修正

It is proposed to amend the Articles of Association in order to update the Articles of Association generally. None of these changes have any impact on the operation of the existing Funds but are regarded as useful amendments to include and so are to be considered at the annual general meeting.

修正章程提案係以通盤更新章程為由。該等變更皆不會對既有基金之營運造成影響，惟被視為係有用之修正故於年度股東大會進行考量。

The principal changes to be made are as follows:

主要之修正如下：

2.1 Taxation

稅務

The Articles of Association provide that the Directors are authorised to arrange for the

(註：本中譯文僅供參考，如與原文有異，應以原文為準)

repurchase and cancellation of shares in satisfaction of a taxation liability in the event that the Company is required to deduct, withhold or account for tax on a disposal of shares by a Shareholder or upon the payment of a distribution to a Shareholder (whether in cash or otherwise). It is proposed that the Articles of Association be amended to provide for a general authority of the Directors, acting in good faith and on reasonable grounds, to arrange for such repurchase and cancellation of shares of the relevant Shareholder as are sufficient (after the deduction of any repurchase charges) to discharge any taxation liability which arises in connection with the Shareholder's holding of shares in any circumstances. This amendment shall provide the Company with the flexibility to accommodate taxation changes that have an impact on the Company.

本章程規定，於本公司因股東處分股份或向股東支付股息（無論以現金或以其他方式支付）而須扣除、扣繳或說明稅項時，董事為履行稅務責任，有權安排再買回或註銷股份。茲提案修正章程，以賦予董事概括之權力，秉誠信及合理原則，安排再買回並註銷相關股東之股份（扣除任何購回費用後）以償付於任何情況下與股東持有股份相關之任何稅務義務。此修正將提供本公司彈性以因應影響本公司之稅務變更。

2.2 Inclusion of 10% restriction on investing in other collective investment schemes 納入投資其他集體投資計畫之 10%限制

The Regulations provide that a UCITS seeking to invest in a collective investment scheme ("CIS") may only do so where the constitutional document of the CIS contains a general 10% restriction on investing in other collective investment schemes. To comply with the requirements of the Regulations so that other UCITS may invest in the Company, it is proposed that Article 97(e) of the Articles of Association be amended to include this restriction.

《條例》規定，僅於集體投資計畫之基本文件包含對其他集體投資計畫 10%之一般投資限制時，UCITS 始可投資該集體投資計畫。為符合《條例》之規定使其他 UCITS 得投資本公司，茲提案修正章程第 97 條第 e 項以包含該限制。

2.3 Amendment to quorum requirements 法定最低出席人數要求之修正

It is proposed that the Articles of Association be amended to provide that the quorum for a general meeting of a Fund or a Class of Shareholders is one rather than two if there is only one Shareholder in that particular Fund or Class of Shares. This change allows a quorum to be met when a Fund has only one investor.

茲提案修正章程，於僅有單一股東之特定基金或類股，規定該等基金或類股股東常會之法定最低出席人數為 1 人而非 2 人。本變更使僅有單一投資人之基金得符合法定最低出席人數。

(註：本中譯文僅供參考，如與原文有異，應以原文為準)

3. NOTICE OF MEETING TO CONSIDER AND VOTE ON THE CHANGES TO THE ARTICLES OF ASSOCIATION

就章程變更為考量及投票之開會通知

You will find enclosed a notice of the annual general meeting of the Company (the "AGM") which will be held at Arthur Cox Building, Earlsfort Terrace, Dublin 2, Ireland on Friday 23 August 2013 at 9.00 a.m. (Irish time). At the AGM, Shareholders will be asked to consider the items of ordinary business set out in the notice of AGM. In addition, Shareholders will be asked to consider, as items of special business, the special resolutions approving the proposed amendments to the Articles of Association.

本文件附有本公司年度股東大會（下稱「股東大會」）之通知，將於 2013 年 8 月 23 日星期五愛爾蘭時間上午 9 點整（愛爾蘭時間）假 Arthur Cox Building, Earlsfort Terrace, Dublin 2, Ireland 舉行。於股東大會，股東將被要求考量股東大會通知中就一般事項所載之項目。此外，股東將被要求考量特別事項所載之項目，對章程修正之提案為特別決議之同意。

The changes to the Articles of Association require the approval of the Shareholders by way of special resolutions. This means that at least 75% of the Shareholders present and voting in person or by proxy at the AGM must vote in favour of each of the resolutions. A copy of the special resolutions to be adopted can be found in the notice of AGM.

章程之變更須由股東以特別決議之方式同意。意即，須有 75% 以上之股東親自或以委託書出席並投票贊成各該決議。將採用之特別決議之副本已附於股東大會之通知。

The precise terms of the proposed amendments are set out in the notice of the AGM and will be available for inspection at the offices of Arthur Cox, Earlsfort Centre, Earlsfort Terrace, Dublin 2, Ireland from the date of dispatch of this letter until the close of business on the Business Day in Ireland before the AGM. This information will also be available for inspection at the place of the AGM for at least 15 minutes prior to and during the meeting.

所修正提案之精確用詞載於股東大會之通知內，且可自本通知發送日至股東大會前之愛爾蘭營業日下班前於 Arthur Cox, Earlsfort Centre, Earlsfort Terrace, Dublin 2, Ireland 提供查閱。本資訊亦可自股東大會開始最晚 15 分鐘前及會議進行中於股東大會舉行地提供查閱。

Subject to Shareholder approval at the AGM, the changes to the Articles of Association will take effect on the date of the meeting.

以股東大會之股東核准為條件，章程之變更將自會議當日起生效。

4. PROXY FORMS

委託書

The form of proxy accompanying the notice of AGM enclosed with this letter should be completed and returned in accordance with the instructions thereon so as to be received by HSBC Securities Services (Ireland) Limited, 1 Grand Canal Square, Grand Canal Harbour, Dublin 2, Ireland (the "Administrator") as soon as possible and in any event, not later than 48 hours before the time fixed for the holding of the AGM. Completion and return of a form of proxy will not preclude a Shareholder from attending and voting in person at the AGM.

(註：本中譯文僅供參考，如與原文有異，應以原文為準)

股東應盡速且或至遲於股東大會所定召開時間 48 小時前，將本文件所附股東大會通知中之委託書，依委託書上之指示填寫完成並回覆至位於 1 Grand Canal Square, Grand Canal Harbour, Dublin 2, Ireland 之 HSBC Securities Services (Ireland) Limited (下稱「行政管理人」)。填寫完成並回覆委託書將不會排除股東親自出席股東大會並進行投票之權利。

5. REDEMPTION OF SHARES
股份之贖回

Shareholders who do not wish to remain invested in the Company following the implementation of the changes (if the relevant resolutions are passed) will have the opportunity to redeem their Shares free of any redemption fee on any Dealing Day prior to the date of the AGM by sending a completed redemption form or a letter of instruction to the Administrator, a financial representative or the local dealing office by 10.00 a.m. (Irish time) on the relevant Dealing Day. If you have any queries in relation to the above, please do not hesitate to contact the Administrator or local dealing office.

不欲於變更施行後 (若通過相關決議) 維持對本公司之投資之股東，可於股東大會當日之前之任何交易日，於相關交易日之愛爾蘭時間上午 10 點整將填寫完成之贖回申請書或指示函寄送予行政管理人、財務顧問或當地交易辦公室以贖回其股份，無須支付任何贖回費用。若您對上述有任何問題，請不吝與行政管理人或當地交易部門聯繫。

6. Semi-Annual Reports
半年報

The semi-annual report will be available to all Shareholders free of charge on our website www.firststateinvestments.com from 30 August 2013 and will no longer sent to Shareholders directly. Hong Kong Shareholders can obtain a printed version from 30 August 2013 at the office of the Hong Kong Representative, First State Investments (Hong Kong) Limited, at 6th Floor, Three Exchange Square, Central, Hong Kong or by contacting the Investment Manager's Investor Services Hotline on +852 2846 7566, fax +852 2868 4742 or alternatively you should contact your investment consultant.

半年報將自 2013 年 8 月 30 日起免費於本公司網站 www.firststateinvestments.com 提供予所有股東，且將不再直接寄送予股東。香港股東可自 2013 年 8 月 30 日起於香港代表人首域投資 (香港) 有限公司 (位於香港中環交易廣場第三座六樓) 取得影本，或連絡投資經理人之投資人服務熱線 +852 2846 7566、傳真 +852 2868 4742，或與您的投資顧問聯絡。

7. CONCLUSION
結語

The Directors of the Company consider that the proposed changes to the Articles of Association are in the best interests of the Shareholders as a whole and recommend that you vote in favour of the proposals. Should you have any questions relating to these matters, you should either contact the Administrator at 1 Grand Canal Square, Grand Canal Harbour, Dublin 2 or alternatively you should contact your investment consultant, tax adviser and/or legal adviser as appropriate.

本公司董事認為，本章程之提案變更係基於全體股東之最佳利益，並建議您投票贊成該等提案。若您有任何與該等事項相關之問題，可與位於 1 Grand Canal Square, Grand Canal Harbour, Dublin 2 之行政管理人或向您的投資顧問、稅務顧問及/或法律顧問 (如適當) 聯絡。

(註：本中譯文僅供參考，如與原文有異，應以原文為準)

Yours faithfully,
誠摯地，

A handwritten signature in black ink, consisting of several loops and a long horizontal stroke extending to the right.

Director
For and on behalf of
First State Global Umbrella Fund plc
董事
代表
首域環球傘型基金