

天利（盧森堡）  
Société d'Investissement à Capital Variable  
註冊辦事處：31, Z.A. Bourmicht, L-8070 Bertrange  
Grand Duchy of Luxembourg  
R.C.S. Luxembourg B 50 216  
(「**SICAV**」)

## 天利（盧森堡）- 全球焦點基金

(「組合基金」)

### 致股東的通知書

#### 重要事項

此乃重要文件，務須閣下即時垂注。如閣下對本文件的內容有任何疑問，應尋求獨立專業財務意見。

如閣下已出售或轉讓閣下於天利（盧森堡）的全部股份，請將本文件交予買方或承讓人，或經手出售或轉讓的股票經紀、銀行或其他代理人，以便盡快轉交買方或承讓人。

**SICAV** 董事會願就本通知書所載資料承擔責任。

親愛的股東：

#### 重要資料：修改組合基金的投資政策

由於閣下為組合基金的投資者，我們現致函通知閣下，組合基金的投資政策將予更改以引入環境及社會特徵的推廣，作為組合基金代理顧問 Threadneedle Asset Management Limited（「代理顧問」）的投資決策過程的一部分。

組合基金將旨在於根據 Columbia Threadneedle ESG 重要性評級進行評估時，在 12 個月滾動期間內可與摩根士丹利資本國際所有國家世界指數（MSCI ACWI Index（英文名前稱 MSCI All Countries World Index））媲美來推廣環境及社會特徵。

Columbia Threadneedle ESG 重要性評級是建基於可持續性及會計標準委員會（SASB®）框架的一個專有模型。此模型識別廣泛界別中重要的環境、社會及管治（「ESG」）因素，並提供對公司的管理焦點及營運做法之標準的見解。代理顧問認為，有效管理 ESG 風險的公司就應對未來的挑戰及把握未知和已知的業務機遇處於更有利位置。在最重要的 ESG 指標具領導地位的公司應在建立競爭優勢及維持其長遠的將來方面處於有利位置。

組合基金亦將旨在排除違反國際公認標準及原則（例如《聯合國全球契約》）的公司。

經修訂的政策將由 2021 年 12 月 1 日（「生效日期」）起生效。

投資政策的更改將導致組合基金被分類為根據金融服務界別內可持續性相關披露的歐盟規例 2019/2088（「SFDR」）第 8 條為推廣環境或社會特徵。

任何詞彙如未有特別界定，請參閱香港銷售文件內的定義。

## 更改的內容是甚麼？

組合基金的投資政策及典型投資者狀況將予修改以新增以下有關將如何實踐推廣環境及社會特徵的說明：

特點	目前的措辭用字	由生效日期起
<p><b>投資目標及政策</b></p>	<p>全球焦點基金透過主要投資於由在已發展及新興市場國家上市、註冊或從事其大部份業務的公司發行的股本證券所組成的集中投資組合，尋求達致資本增值。其次，組合基金可投資於可換股證券及或認股權證。</p> <p>組合基金參考摩根士丹利資本國際所有國家世界指數（MSCI All Countries World Index）接受積極管理。該指數廣泛代表組合基金所投資的公司，並提供一個適合的目標基準，將可用作隨著時間計量及評估組合基金的表現。代理顧問擁有酌情權挑選比重不同於該指數的投資及並非在該指數內的投資，以及組合基金可展現出大幅偏離該指數。</p> <p>與該指數的偏差，包括相對於該指數的風險水平限制，將被視為代理顧問的風險監控過程的一部分，以確保整體風險水平大致上與該指數符合一致。本著其積極管理策略，可能與該指數有重大偏差。</p>	<p>全球焦點基金透過主要投資於由在已發展及新興市場國家上市、註冊或從事其大部份業務的公司發行的股本證券所組成的集中投資組合，尋求達致資本增值。其次，組合基金可投資於可換股證券及或認股權證。</p> <p>組合基金參考摩根士丹利資本國際所有國家世界指數（MSCI ACWI）接受積極管理。該指數廣泛代表組合基金所投資的公司，並提供一個適合的目標基準，將可用作隨著時間計量及評估組合基金的表現。如下文所載，組合基金旨在於根據 <b>Columbia Threadneedle ESG</b> 重要性評級進行評估時，在 12 個滾動期間內可與指數媲美來推廣環境及社會特徵。該指數並非特別為考慮環境或社會特徵而設。代理顧問擁有酌情權挑選比重不同於該指數的投資及並非在該指數內的投資，以及組合基金可展現出大幅偏離該指數。</p> <p>與該指數的偏差，包括相對於該指數的風險水平指引，將被視為代理顧問的風險監控過程的一部分，以確保整體風險水平大致上與該指數符合一致。本著其積極管理策略，可能與該指數有重大偏差。</p> <p><b>推廣環境及社會特徵</b></p> <p>代理顧問透過將一系列負責任的投資措施整合至投資決策過程來推廣環境及社會特徵。</p> <p>於 12 個月滾動期間內，組合基金旨在根據 <b>Columbia Threadneedle ESG</b> 重要性評級 – 一個建基於可持續性及會計標準委員會（SASB®）框架的專有模型，可與摩根士丹利資本國際所有國家世界指數（MSCI ACWI Index）媲美。此模型識別廣泛界別中重要的環境、社會及管治（「ESG」）因素，並提供對公司的管理焦點及營運做法之標準的見解。代理顧問認為，有效管理 ESG 風險的公司就應對未來的挑戰及把握未知和已知的業務機遇處於更有利位置。在最重要的 ESG 指標具領導地位的公司應在建立競爭優勢及維持其長遠的將來方面處於有利位置。</p>

		<p>組合基金亦旨在排除違反國際公認標準及原則（例如《聯合國全球契約》）的公司。倘若代理顧問認為將持有的公司存在切實的緩解因素，則違規的公司可被評估為適合組合基金進行投資。</p> <p>代理顧問確保由組合基金所持有：</p> <ul style="list-style-type: none"> <li>• 由在已發展國家註冊的公司發行的股本證券的最少<b>90%</b>；及</li> <li>• 由在新興市場國家註冊的大型公司或由中小型公司發行的股本證券的最少<b>75%</b>，</li> </ul> <p>乃按照以上措施評級。就此項測試之目的而言，小型公司是市值低於<b>50億</b>歐元的公司，中型公司是市值介乎<b>50億</b>歐元至<b>100億</b>歐元的公司及大型公司是市值<b>100億</b>以上的公司。</p> <p>為了支持及加強推廣環境及社會特徵，代理顧問將尋求主動與公司溝通，從而影響管理團隊來改善其做法，例如有關碳排放的議題。</p> <p>有關組合基金的投資指引的進一步資料，包括<b>Columbia Threadneedle ESG</b>重要性評級方法及參與政策，可瀏覽 <a href="http://www.columbiathreadneedle.com">www.columbiathreadneedle.com</a><sup>1</sup>。</p> <p>組合基金被分類為根據金融服務業內可持續性相關披露的歐盟規例<b>2019/2088</b>（<b>SFDR</b>）第<b>8</b>條為推廣環境或社會特徵。</p>
<p><b>典型投資者狀況</b></p>	<p>本組合基金適合下列投資者：</p> <ul style="list-style-type: none"> <li>• 透過以全球範圍為焦點的股票基金，尋求資本增值；</li> <li>• 透過投資於全球股票，尋求分散投資；</li> <li>• 具有高度風險承受能力，相當於股本證券投資；</li> <li>• 可承受其投資價值的高波幅；</li> <li>• 具長期投資目光。</li> </ul>	<p>本組合基金適合下列投資者：</p> <ul style="list-style-type: none"> <li>• 透過以全球範圍為焦點的股票基金，尋求資本增值；</li> <li>• 透過投資於全球股票，尋求分散投資；</li> <li>• 尋求推廣環境及社會特徵的投資；</li> <li>• 具有高度風險承受能力，相當於股本證券投資；</li> <li>• 可承受其投資價值的高波幅；</li> <li>• 具長期投資目光。</li> </ul>

<sup>1</sup> 該網站並未經證監會審閱，其可能載有未經認可在香港作公開發售且不可供香港投資者認購的基金的資料。

## 為甚麼要作出此等更改？

引入 SFDR 後，投資者越益需要投資基金將推廣環境及社會特徵包含至投資過程內。藉著對組合基金的投資政策作出此等更改，推廣環境及社會特徵將成為組合基金具約束力的承諾，以致可提升組合基金的市場競爭力。

## 本人需要採取甚麼行動？

閣下無需因此等更改而採取任何行動，此等更改將於生效日期自動生效。

股東應注意，組合基金過往按上文所載措施可與指數比較媲美，而投資政策的修改不會對組合基金現時的管理方式造成重大變更。倘股東不確定有關更改的影響，應諮詢其專業顧問。

## 倘本人不同意有關更改，本人可以怎麼辦？

倘股東不同意該等更改，可向認可代理分銷商提交書面求，以免費贖回其在組合基金的股份或將其股份轉換為 SICAV 獲證監會認可的另一組合基金的股份。該等贖回或轉換要求將根據香港銷售文件按照一般方式處理。證監會之認可並非對 SICAV 或其組合基金的推薦或認許，亦不是對 SICAV 或其組合基金的商業利弊或其表現作出保證。證監會之認可並不意味 SICAV 或其組合基金適合所有投資者，亦不是認許 SICAV 或其組合基金適合任何特定投資者或投資者類別。有關進一步詳情，請參閱 SICAV 及其組合基金的香港銷售文件。若股東不採取任何行動，其將於有關更改生效後把其股份保留在組合基金內。

## 本人所支付的費用會否有影響？

不會。此等更改不會影響閣下所支付的費用。Columbia Threadneedle 將會支付與此等更改有關的任何費用。

## 說明書更新

有關上述更改的更多資料，請參閱香港銷售文件的已更新版本，當中將反映上文詳述的修改，並將於適當時候在香港代表的辦事處及網站 [www.columbiathreadneedle.com](http://www.columbiathreadneedle.com) 可供索取。請注意，此網站並未經證監會審閱。該網站並非特定為香港居民而設，並可能載有關於 SICAV 未經證監會認可及不可供在香港作公開發售的基金的資料。

閣下如對本通知書有任何疑問，請聯絡香港代表 – 滙豐機構信託服務（亞洲）有限公司，地址為香港皇后大道中 1 號（收件人：SIFS Investor Services）；電話：(852) 3663 5500；傳真：(852) 3409 2697。此外，如需進一步協助，請聯絡閣下的財務顧問。

董事會

謹啟

2021 年 11 月 1 日

**NOTICE TO THE SHAREHOLDERS OF  
THREADNEEDLE (LUX) – GLOBAL FOCUS  
(THE “PORTFOLIO”)**

**IMPORTANT**

**This document is important and requires your immediate attention. If you are in any doubt about the content of this document, you should seek independent professional financial advice.**

**If you have sold or transferred all of your Shares in Threadneedle (Lux), 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.**

**The board of directors of the SICAV accept responsibility for the information contained in this notice.**

1 November 2021

Dear Shareholder,

**Important information: Amendment to the investment policy of the Portfolio**

As you are an investor in the Portfolio, we are writing to inform you that the investment policy of the Portfolio will be changed to introduce the promotion of environmental and social characteristics as part of Threadneedle Asset Management Limited, the Portfolio’s sub-advisor (the “**Sub-Advisor**”)’s investment decision-making process.

The Portfolio will promote environmental and social characteristics by aiming to compare favourably against the MSCI ACWI Index (previously known as MSCI All Countries World Index) over rolling 12-month periods when assessed according to the Columbia Threadneedle ESG Materiality Rating.

The Columbia Threadneedle ESG Materiality Rating is a proprietary model which builds on the Sustainability and Accounting Standards Board (SASB®) framework. This model identifies material environmental, social and governance (“**ESG**”) factors across a broad range of sectors and provides an insight into the management focus and standards of operating practices of a company. The Sub-Advisor considers that companies that manage ESG risks effectively are better positioned to address future challenges and capitalise on unknown and known future business opportunities. Companies that lead on the most material ESG metrics should be well positioned to build competitive advantage and sustain their long-term future.

The Portfolio will also aim to exclude companies that breach accepted international standards and principles (e.g. the United Nations Global Compact).

The amended policy will be effective from 1 December 2021 (the “**Effective Date**”).

The changes to the investment policy will result in the Portfolio being categorised as promoting environmental or social characteristics under Article 8 of the EU Regulation 2019/2088 on sustainability-related disclosures in the financial services sector (“**SFDR**”).

For any capitalised terms that we do not specifically define, please refer to the definition in the Hong Kong offering documents.

**What is changing?**

The investment policy and the typical investor's profile of the Portfolio will be amended to add descriptions of the way in which the promotion of environmental and social characteristics will be achieved, as follows:

Feature	Current wording	As from the Effective Date
<p><b>Investment Objective and Policy</b></p>	<p>The Global Focus Portfolio seeks to achieve capital appreciation by investing principally in a concentrated portfolio of equity securities of corporate issuers listed, domiciled or conducting a significant part of their business in developed and Emerging Market Countries. Secondly, the Portfolio may invest in securities convertible into equity securities and/ or warrants.</p> <p>The Portfolio is actively managed in reference to the MSCI All Countries World Index. The index is broadly representative of the companies in which the Portfolio invests, and provides a suitable target benchmark against which Portfolio performance will be measured and evaluated over time. The Sub-Advisor has discretion to select investments with weightings different to the index, and that are not in the index, and the Portfolio may display significant divergence from the index.</p> <p>Deviations from the index, including limits on the level of risk relative to the index, will be considered as part of the Sub-Advisor's risk monitoring process, to ensure the overall level of risk is broadly consistent with the index. In line with its active management strategy, there may be significant deviation from the index.</p>	<p>The Global Focus Portfolio seeks to achieve capital appreciation by investing principally in a concentrated portfolio of equity securities of corporate issuers listed, domiciled or conducting a significant part of their business in developed and Emerging Market Countries. Secondly, the Portfolio may invest in securities convertible into equity securities and/ or warrants.</p> <p>The Portfolio is actively managed in reference to the MSCI ACWI Index. The index is broadly representative of the companies in which the Portfolio invests, and provides a suitable target benchmark against which Portfolio performance will be measured and evaluated over time. The Portfolio promotes environmental and social characteristics by aiming to compare favourably against the index over rolling 12-month periods when assessed according to the Columbia Threadneedle ESG Materiality Rating, as set out below. The index is not designed to specifically consider environmental or social characteristics. The Sub-Advisor has discretion to select investments with weightings different to the index, and that are not in the index, and the Portfolio may display significant divergence from the index.</p> <p>Deviations from the index, including guidance on the level of risk relative to the index, will be considered as part of the Sub-Advisor's risk monitoring process, to ensure the overall level of risk is broadly consistent with the index. In line with its active management strategy, there may be significant deviation from the index.</p> <p><b>Promotion of Environmental and Social Characteristics</b></p> <p>The Sub-Advisor promotes environmental and social characteristics by integrating a range of responsible investment measures into the investment decision-making process.</p> <p>Over rolling 12-month periods, the Portfolio aims to compare favourably with the MSCI ACWI Index according to</p>

the Columbia Threadneedle ESG Materiality Rating - a proprietary model which builds on the Sustainability and Accounting Standards Board (SASB®) framework. This model identifies material environmental, social and governance (“ESG”) factors across a broad range of sectors, and provides an insight into the management focus and standards of operating practices of a company. The Sub-Advisor considers that companies that manage ESG risks effectively are better positioned to address future challenges, and capitalise on unknown and known future business opportunities. Companies that lead on the most material ESG metrics should be well positioned to build competitive advantage and sustain their long-term future.

The Portfolio also aims to exclude companies that breach accepted international standards and principles (e.g. the United Nations Global Compact). Companies in breach may be assessed as suitable for investment by the Portfolio, if in the opinion of the Sub-Advisor there are tangible mitigating factors for the company to be held.

The Sub-Advisor ensures that at least:

- 90% of equity securities issued by large companies domiciled in developed countries; and
- 75% of equity securities issued by large companies domiciled in Emerging Market Countries or by small and medium companies,

held by the Portfolio are rated against the above measures. For the purposes of this test, small companies are those with a market capitalisation below €5 billion, medium companies are those between €5 billion and €10 billion and large companies are those above €10 billion.

To support and enhance the promotion of environmental and social characteristics, the Sub-Advisor will seek proactive engagement with companies with a view to influencing management teams to improve their practices, for example on issues relating to carbon emissions.

		<p>Further information on the Portfolio investment guidelines, including the Columbia Threadneedle ESG Materiality Rating methodology and engagement policy, is available at <a href="http://www.columbiathreadneedle.com">www.columbiathreadneedle.com</a><sup>2</sup>.</p> <p>The Portfolio is categorised as one that promotes environmental or social characteristics under Article 8 of the EU Regulation 2019/2088 on sustainability-related disclosures in the financial services sector (SFDR).</p>
<b>Typical Investor's Profile</b>	<p>This Portfolio is suitable for investors who:</p> <ul style="list-style-type: none"> <li>• seek capital appreciation through a globally-focused equity fund;</li> <li>• seek investment diversification through exposure to global equities;</li> <li>• have a high level of risk tolerance commensurate with an investment in equity securities;</li> <li>• can tolerate high volatility in the value of their investment;</li> <li>• have a long-term investment horizon.</li> </ul>	<p>This Portfolio is suitable for investors who:</p> <ul style="list-style-type: none"> <li>• seek capital appreciation through a globally-focused equity fund;</li> <li>• seek investment diversification through exposure to global equities;</li> <li>• seek an investment that promotes environmental and social characteristics;</li> <li>• have a high level of risk tolerance commensurate with an investment in equity securities;</li> <li>• can tolerate high volatility in the value of their investment;</li> <li>• have a long-term investment horizon.</li> </ul>

### Why are we making these changes?

Following the introduction of SFDR, investors are increasingly requiring that investment funds to embed the promotion of environmental and social characteristics into the investment process. By making these changes to the investment policy of the Portfolio, the promotion of environmental and social characteristics will become a binding commitment of the Portfolio which can enhance the Portfolio's market competitiveness

### What do I need to do?

You do not need to do anything as a result of these changes, which will take effect automatically on the Effective Date.

Shareholders should note that the Portfolio has historically compared favourably against the index on the measures set out above, and the amendments to the investment policy will not result in significant changes to the way in which the Portfolio is currently managed. Shareholders who are unsure of the impact of the relevant changes should consult their professional advisor.

### What can I do if I disagree with the changes?

Shareholders who disagree with such changes may redeem their Shares in the Portfolio, or exchange their Shares into Shares of an alternative Portfolio of the SICAV which is authorised by the SFC in Hong Kong, free of any charges, by submitting a written request to the Authorised Sub-Distributor. Such redemption or exchange requests will be processed in the normal manner in accordance with the

<sup>2</sup> The website has not been reviewed by the SFC. It may contain information on funds which are not authorised for sale to the public in Hong Kong and are not available to Hong Kong investors.



Hong Kong offering documents. The SFC's authorisation is not a recommendation or endorsement of the SICAV or its Portfolios nor does it guarantee the commercial merits of the SICAV or its Portfolios or their performance. It does not mean the SICAV or its Portfolios are suitable for all investors nor is it an endorsement of the suitability of the SICAV or its Portfolios for any particular investor or class of investors. Please refer to the Hong Kong offering documents of the SICAV and its Portfolios for further details. If Shareholders take no action, they will retain their Shares in the Portfolio after the changes become effective.

**Will there be an impact on the fees I pay?**

No, these changes will not affect the fees you pay. Columbia Threadneedle will cover any costs related to these changes.

**Prospectus update**

For more information on the above changes, please refer to the updated version of the Hong Kong offering documents which will reflect the amendments detailed above and will be available at the office of the Hong Kong Representative and on the website [www.columbiathreadneedle.com](http://www.columbiathreadneedle.com) in due course. Please note that this website has not been reviewed by the SFC. The website is not specifically directed to Hong Kong residents and may contain information with respect to non-SFC authorised funds of the SICAV which are not available for public offer in Hong Kong.

Should you have any questions on this notice, please contact the Hong Kong Representative, HSBC Institutional Trust Services (Asia) Limited, at 1 Queen's Road Central, Hong Kong, Attention: SIFS Investor Services, tel: (852) 3663 5500, fax: (852) 3409 2697. Alternatively, for further assistance, please contact your financial adviser.

Yours faithfully,

The Board