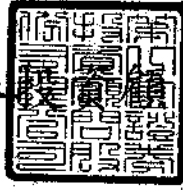


檔 號:

保存年限:

第一金證券投資顧問股份有限公司 函



地址：106 台北市安和路一段 29 號 7 樓

承辦人：王學蓉

電話：2774-8870

受文者：本公司銷售機構及法人合作機構

發文日期：中華民國 102 年 06 月 18 日

發文字號：(102)第一金投顧管字第 1020055 號

速別：最速件

密等及解密條件或保密期限：普通

附件：如說明

主旨：通知「英傑華歐洲社會責任股票型基金」停止申購、轉換及贖回日期，敬請 查照。

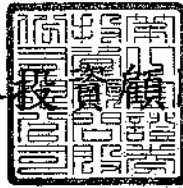
說明：

- 一、依據本公司中華民國 102 年 5 月 30 日(102)第一金投顧管字第 1020046 號函（附件一）之說明四，辦理「英傑華歐洲社會責任股票型基金」因併入國內未核備基金 LUXCELLENCE – Alliance Trust Sustainable Future Pan-European Equity Fund 而終止在國內募集及銷售乙案之後續作業日期通知。
- 二、「英傑華歐洲社會責任股票型基金」自 102 年 6 月 18 日起停止申購（包含定期定額與單筆申購），7 月 18 日為最後轉換或贖回日，7 月 26 日為基金合併生效日，詳情請參閱基金公司於全球統一公告日所發布之致股東通知書（附件二）及其中譯（附件三）。
- 三、請注意，自基金合併生效日後，本公司將無法繼續對國內投資人提供本基金交易服務。為保障投資人權益，敬請配合辦理/或洽投資人儘速完成轉換或贖回手續，不勝感荷，若有其他疑問敬請來電洽詢。

正 本：本公司銷售機構及法人合作機構

副 本：

第一金證券投資顧問股份有限公司 函



地址：106 台北市安和路一段 29 號 7 樓
承辦人：王學蓉
電話：2774-8870

受文者：本公司銷售機構

發文日期：中華民國 102 年 05 月 30 日

發文字號：(102)第一金投顧管字第 1020046 號

速別：速件

密等及解密條件或保密期限：密等

附件：如說明

主旨：通知「英傑華歐洲社會責任股票型基金」擬併入國內未核備基金並終止在國內募集及銷售相關事宜，敬請 查照。

說明：

- 一、「英傑華歐洲社會責任股票型基金」(下稱「被合併基金」)併入國內未核備基金公司旗下之基金 Luxcellence - Alliance Trust Sustainable Future Pan-European Equity Fund (下稱「存續基金」)。合併生效當日被合併基金之股份將會被消滅，由存續基金之相同數量與價值之新股份取而代之，詳情請參附件一：股東通知書。本公司向金管會申請基金合併並終止代理在國內募集及銷售乙案，業經金管會於 2013 年 5 月 30 日以金管證投字第 1020020600 號函核准在案，詳如附件二。
- 二、由於存續基金公司與本公司間並無總代理合作關係，致使合併生效日（預計為 2013 年 7 月底）後，本公司將無法繼續對國內銷售機構及投資人提供存續基金申購（包含單筆與定期定額繼續扣款申購）、轉換及贖回之交易服務、基金淨值、投資組合、投資人須知與公開說明書更新及股東會通知等資訊。
- 三、為保障 貴公司及投資人之權益，建請 貴公司通知投資人勿再新增投資於被合併基金並及早辦理轉換、贖回及終止定期定額繼續扣款等事宜。自即日起至基金公司公告被合併基金暫停受理轉換及贖回日止，本公司將負責吸收投資人申請轉換被合併基金至本公司總代理之其他英傑華系列基金之手續費。

四、本公司將持續通知有關本案作業日期，包含被合併基金之停止申購日期、暫停受理轉換及贖回日期、基金合併生效日等之確定日期。若於合併生效日後 貴公司所屬投資人仍持有存續基金股份，本公司將協助 貴公司與存續基金公司接洽開戶事宜，但嗣後有關存續基金交易及提供存續基金相關資訊等事項，將由 貴公司自行辦理之。

五、本案懇請 貴公司配合辦理，不勝感荷，若有其他疑問敬請來電洽詢。

正 本：本公司銷售機構

副 本：

AVIVA INVESTORS*Société d'Investissement à Capital Variable*

Registered office: 2, rue du Fort Bourbon, L-1249 Luxembourg

R.C.S. Luxembourg B 32 640

**NOTICE TO SHAREHOLDERS OF
AVIVA INVESTORS - SUSTAINABLE FUTURE PAN-EUROPEAN EQUITY FUND**

Luxembourg, 18 June 2013

Dear Shareholder,

We are writing to inform you of some important changes to Aviva Investors – Sustainable Future Pan-European Equity Fund (the **"Merging Sub-Fund"**), a sub-fund of Aviva Investors (the **"Company"**).

The board of directors of the Company (the **"Board"**) has given consideration to the management of the Merging Sub-Fund and has decided to merge it with Luxcellence – Alliance Trust Sustainable Future Pan-European Equity Fund (the **"Continuing Sub-Fund"**), a sub-fund of Luxcellence (**"Luxcellence"**), a *société d'investissement à capital variable* qualifying as an undertaking for collective investment in transferable securities pursuant to Part I of the Luxembourg Law of 17 December 2010 (the **"2010 Law"**).

The merger will be effective on 26 July 2013 (the "Merger Date").

The purpose of this letter is to describe the merger of the Merging Sub-Fund with the Continuing Sub-Fund. Terms not otherwise defined in this letter will have the same meaning as those defined in the current prospectus of the Company.

If you do not agree with the planned merger, you may take this opportunity to redeem your shares free of charge (except disinvestment costs) or convert them under the same conditions, from the Merging Sub-Fund to any other sub-fund within the Company until 18 July 2013. Redemptions and conversions will be carried out in accordance with the normal terms available to shareholders in the Merging Sub-Fund.

The Merging Sub-Fund is closed to new subscriptions as from the date of this notice. Redemptions and conversions will no longer be accepted within the Merging Sub-Fund after the 18 July 2013.

A detailed comparison between the Merging Sub-Fund and the Continuing Sub-Fund is set out in the Appendix to this letter.

If you have any questions, please contact your local agent or Aviva Investors Customer services department at the following address:

RBC Investor Services Bank S.A., 14, Porte de France, L-4360 Esch-sur-Alzette, Grand Duchy of Luxembourg
Tel: +352 2605 9328 or Fax: +352 2460 9918 or email: csaviva@rbc.com

1. REASON FOR AND ADVANTAGE OF THE PROPOSAL**Rationale for Merger and Proposed Benefits**

As part of a strategic business review in early 2012, Aviva Investors Group decided that it would no longer offer a specific SRI equity investment capability. As part of this review, in August 2012, Alliance Trust Investments and Aviva Investors Global Services Limited entered into an investment advisory agreement in relation to Aviva's Sustainable and Responsible Investment (SRI) funds with a view to Alliance Trust Investments subsequently becoming the investment manager of those funds. The SRI investment team, headed by Peter Michaelis, which managed the funds, has transferred to Alliance Trust Investments and continues to manage or advise on the funds and Peter Michaelis reports

to its Chief Investment Officer, Katherine Garrett-Cox. Accordingly, since August 2012, Alliance Trust Investments has been providing investment advice to Aviva Investors Global Services Limited in respect of the Merging Sub-Fund.

The Continuing Sub-Fund offers shareholders in the Merging Sub-Fund the opportunity to continue their investment in a new fund which is managed by the same investment team as the Merging Sub-Fund and which has an identical investment policy as the Merging Sub-Fund. The Continuing Sub-Fund, which has been established for the purpose of participating in the merger, is a new sub-fund of Luxcellence. Luxcellence is organized as an "Umbrella Fund" submitted to Part I of the 2010 Law.

The Investment Manager believes that this is a more appropriate way for investors to access the expertise of Peter Michaelis and the SRI team and the Board of Aviva Investors has decided to follow the Investment Manager's analysis and proposal and as a consequence, will not continue to offer the Merging Sub-Fund as an investment proposition.

Alliance Trust Investments is the trading name of Alliance Trust Investments Limited, a wholly-owned subsidiary of Alliance Trust PLC which itself is the UK's largest generalist investment trust with gross assets of over £2.6bn. Alliance Trust Investments was established by Alliance Trust PLC in 2008 to provide a range of open-ended investment funds using its in-house investment expertise. Alliance Trust Investments intends to continue to develop its range of SRI funds using the expertise of the SRI team.

From both a cost and a fund management perspective, the merger will not adversely affect you.

For the above reasons, the Board believes that the decision to merge the Merging Sub-Fund into the Continuing Sub-Fund best serves the interests of the shareholders of the Merging Sub-Fund.

2. RISKS PROFILES OF THE MERGING SUB-FUND AND OF THE CONTINUING SUB-FUND

The Merging Sub-Fund and the Continuing Sub-Fund have the same risks profiles, in light of the same target volatility.

The Synthetic Risk and Reward Indicator mentioned in the Key Investor Information Documents of the Continuing Sub-Fund is 6.

Shareholders should read the prospectus of Luxcellence for more detailed information on the risks associated with the Continuing Sub-Fund.

3. TERMS

The merger of the Merging Sub-Fund with the Continuing Sub-Fund will be effective on the Merger Date.

Upon the Merger Date, the Merging Sub-Fund will transfer all its assets and liabilities to the Continuing Sub-Fund. Shares in the Merging Sub-Fund will be cancelled and shareholders of the Merging Sub-Fund will receive in exchange shares in the Continuing Sub-Fund, which will be issued without charge, without par value and in registered form (the "**New Shares**"). The total value of the New Shares will correspond to the total value of the shares held in the Merging Sub-Fund. The overall value of the Merging Sub-Fund shareholders' holdings will remain the same and the exchange ratio will be one for one, i.e. shareholders of the Merging Sub-Fund will receive the same number of shares in the Continuing Sub-Fund as they had previously held in the Merging Sub-Fund.

Shareholders of the Merging Sub-Fund who have not asked to redeem or to convert their shares out of the Merging Sub-Fund prior to 19 July 2013 will be part of the merger with the Continuing Sub-Fund and will become shareholders of the Continuing Sub-Fund.

Following the merger, shares in the Continuing Sub-Fund will be allotted according to the following table:

Shares held in the Merging Sub-Fund at the close of business on the Merger Date	Shares to be issued in the Continuing Sub-Fund on the Merger Date
AVIVA INVESTORS – Sustainable Future Pan-European Equity Fund A EUR LU0274935484	LUXCELLENCE – Alliance Trust Sustainable Future Pan-European Equity Fund A EUR LU0942865220
AVIVA INVESTORS – Sustainable Future Pan-European Equity Fund B EUR LU0126373819	LUXCELLENCE – Alliance Trust Sustainable Future Pan-European Equity Fund B EUR LU0942865576
AVIVA INVESTORS – Sustainable Future Pan-European Equity Fund C EUR LU0144881116	LUXCELLENCE – Alliance Trust Sustainable Future Pan-European Equity Fund C EUR LU0942865577
AVIVA INVESTORS – Sustainable Future Pan-European Equity Fund I EUR LU0160782719	LUXCELLENCE – Alliance Trust Sustainable Future Pan-European Equity Fund I EUR LU0942865578

As of the Merger Date, all of the assets and liabilities of the Merging Sub-Fund shall be deemed transferred to the Continuing Sub-Fund as aforesaid.

As a result of the merger, the Merging Sub-Fund shall cease to exist and all its shares in issue shall be cancelled.

Merger reports

In accordance with article 71 (1) of the 2010 Law, the merger report will be prepared by PricewaterhouseCoopers Société Coopérative and will include a validation of the following items:

- (i) the criteria adopted for valuation of the assets and/or liabilities for the purposes of calculating the exchange ratio;
- (ii) the calculation method for determining the exchange ratio; and
- (iii) the final exchange ratio.

Copies of the merger report on items (i) and (ii) shall be made available free of charge from the date of this notice upon request to the shareholders of the Merging Sub-Fund. Copies of the merger report on item (iii) will be available on the next business day following the Merger Date. In order to obtain the merger report, please contact Aviva Investor Customer Services which contact details are mentioned on the first page of this notice.

Costs of the merger

The expenses incurred in the merger, including the legal, audit and regulatory charges will be borne by the management company of Aviva Investors, i.e. Aviva Investors Luxembourg.

Any additional liabilities accruing after 18.00 (Luxembourg time) on the Merger Date, will be borne by the Continuing Sub-Fund.

If you are in any doubt regarding your taxation position as a result of the merger you should consult your own professional adviser.

The Key Investor Information Documents of the Continuing Sub-Fund are enclosed with this letter.

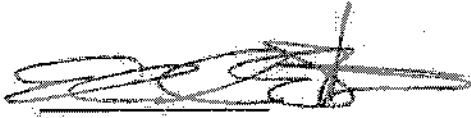
The Board accepts responsibility for the accuracy of the information contained in this notice as at the date of the mailing.

Yours faithfully,

On behalf of the Board of Aviva Investors



Emmanuel Babinet
Director



Ted Potter
Director

Appendix: Main differences between the Merging Sub-Fund and the Continuing Sub-Fund

Shareholders should read the prospectus of Luxcellence for more detailed information (including risks and fees and expenses) on the Continuing Sub-Fund.

1. Main characteristics

Sub-Funds	Aviva Investors – Sustainable Future Pan-European Equity Fund (the "Merging Sub-Fund")	Luxcellence – Alliance Trust Sustainable Future Pan-European Equity Fund (the "Continuing Sub-Fund")
Company	Aviva Investors 2, rue du Fort Bourbon L-1249 Luxembourg	Luxcellence 5, allée Scheffer L – 2520 Luxembourg
Management Company	Aviva Investors Luxembourg 2, rue du Fort Bourbon L-1249 Luxembourg	Luxcellence Management Company S.A. 5, allée Scheffer L – 2520 Luxembourg
Administrative and Domiciliary Agent	Aviva Investors Luxembourg 2, rue du Fort Bourbon L-1249 Luxembourg	Caceis Bank Luxembourg 5, allée Scheffer L – 2520 Luxembourg
Custodian	J.P. Morgan Bank Luxembourg S.A. European Bank and Business Centre 6, route de Trèves L-2633 Senningerberg Grand Duchy of Luxembourg	Caceis Bank Luxembourg 5, allée Scheffer L – 2520 Luxembourg
Registrar and Transfer Agent	RBC Investors Services Bank S.A. 14, Porte de France L-4360 Esch-sur-Alzette Grand Duchy of Luxembourg	Caceis Bank Luxembourg 5, allée Scheffer L – 2520 Luxembourg
Investment Manager	Aviva Investors Global Services Limited 1, Poultry London EC2R 8EJ United Kingdom	Alliance Trust Investments Limited 8 West Marketgait Dundee DD1 1QN Scotland

2. Fees and Expenses

Sub-Funds	Aviva Investors – Sustainable Future Pan-European Equity Fund (the "Merging Sub-Fund")	Luxcellence – Alliance Trust Sustainable Future Pan-European Equity Fund (the "Continuing Sub-Fund")
Fees paid to the Management Company and the Investment Manager	<p><u>a) Management Fee:</u></p> <p>1.60% for classes A, B and C 0.80% for class I</p> <p>The Management Fee is paid to the Management Company and includes the fees to be paid by the Management</p>	<p><u>a) Investment Management Fee</u></p> <p>up to 1.60% for classes A, B and C up to 0.80% for class I</p> <p>The Investment Management Fee is paid to the Investment Manager.</p>

	<p>Company to the Investment Manager.</p> <p>The fee payable in arrears at the end of each month accrues and is calculated on each dealing day.</p> <p>b) Administration Fees</p> <p>up to 0.125% per annum of the aggregate average daily Net Asset Value per Share Class.</p> <p>The Administration Fees cover the charges of the Management Company acting as administrator and domiciliary agent</p> <p>b) Distribution Fee</p> <p>0.25% for class B and 0.75% for class C Nil for classes A and I</p> <p>The fee payable in arrears at the end of each month accrues and is calculated on each dealing day.</p> <p>The Distribution Fee is paid to the Management Company. Part or all of the Distribution Fee may be paid to the distributors of the Company.</p>	<p>The Investment Manager fee is accrued on each Valuation Day, calculated on the Net Asset Value of the Sub-Fund, and paid on a monthly basis in arrears</p> <p>b) Management Company Fee</p> <p>up to 0.09% annually, accrued on each Valuation Day, calculated on the Net Asset Value of the Sub-Fund, and paid on a monthly basis in arrears</p> <p>c) Distribution Fee</p> <p>up to 0.25% for class B and 0.75% for class C Nil for classes A and I</p> <p>The Distribution Fee will be paid to Alliance Trust, acting as global distributor. Part or all of the Distribution Fee may be paid to the sub-distributors</p>
Custodian Fee	Up to 0.20% per annum	Up to 0.05% annually, accrued on each Valuation Day, calculated on the basis of the average Net Asset Value of the Sub-Fund, and paid on a monthly basis in arrears.
Registrar and Transfer Agent Fee	Up to 0.07% per annum of the aggregate average daily Net Asset Value per Share Class	<p>Up to 0.11% annually, accrued on each Valuation Day, calculated on the basis of the average Net Asset Value of the Sub-Fund, and paid on a monthly basis in arrears.</p> <p>This Fee covers the services of CACEIS Bank Luxembourg as central administration, domicile, registrar and transfer agent.</p>

3. Subscriptions and redemptions

Sub-Funds	Aviva Investors – Sustainable Future Pan-European Equity Fund (the "Merging Sub-Fund")	Luxcellence – Alliance Trust Sustainable Future Pan-European Equity Fund (the "Continuing Sub-Fund")
Business Day	Each day which is not a bank holiday in Luxembourg	Any full day on which banks are open for normal banking business in Luxembourg (excluding 24 th December)
Dealing Day	Each Day, which is a bank business day in Luxembourg with the exception of the Friday before Easter Monday (Good Friday) and 24 December (Christmas Eve).	Each Business Day

The Minimum Initial Investment, Minimum Subsequent Investment, Minimum Holdings, Eligible Investors, subscriptions and redemptions fees are the same for the Merging and the Continuing Sub-Funds.

4. Dividend Policy

Only Accumulation shares have been issued in the Merging Fund and only Accumulation shares are being issued in the Continuing Sub-Fund.

5. Annual General Meeting

Sub-Funds	Aviva Investors – Sustainable Future Pan-European Equity Fund (the "Merging Sub-Fund")	Luxcellence – Alliance Trust Sustainable Future Pan-European Equity Fund (the "Continuing Sub-Fund")
	The annual general meeting is held in Luxembourg at 15.00 CET on the first Tuesday in April in each year (or, if such day is not a bank business day in Luxembourg, on the next following bank business day in Luxembourg).	The annual general meeting is held on the last Wednesday of April, at 11:00 a.m. If this date is not a Bank Business Day in Luxembourg, the AGM will be held on the following Bank Business Day in Luxembourg.

Key investor information

This document provides you with key investor information about this Fund. It is not marketing material. The information is required by law to help you understand the nature and the risks of investing in this Fund. You are advised to read it so you can make an informed decision about whether to invest.

Luxcellence - Alliance Trust Sustainable Future Pan-European Equity Fund, a compartment of LUXCELLENCE

Class B (Accumulation) LU0942865576

This SICAV is managed by Luxcellence Management Company S.A.

Objectives and investment policy

The Fund aims to grow your investment. The Fund will invest in a broad range of shares of European companies. The Fund is biased towards companies that have more sustainable products and services as well as more progressive management of environmental, social and governance issues.

The Fund Manager actively makes the investment selection decisions for the Fund.

You can buy and sell shares on any Luxembourg bank business day.

For full investment objectives and policy details please refer to the Prospectus.

Recommendation: this Fund may not be appropriate for investors who plan to withdraw their money within 5 years.

As you invest in an accumulating share class, income arising from the Fund is not distributed and will remain in the Fund.

Risk and reward profile

With lower risk,  With higher risk,
potentially lower rewards potentially higher rewards

1	2	3	4	5	6	7
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This indicator represents the annual historical volatility of the Fund over a 5-year period.

Where a 5-year performance history is not available, the data corresponds to the target volatility of the Fund.

Risk Category 6 reflects very high potential gains and/or losses for the portfolio. This is due to investments in equities on European markets.

Historical data such as that used to calculate the synthetic indicator cannot be considered as a reliable indication of the Fund's future risk profile.

The risk category associated with the Fund is not guaranteed and may change over time.

The lowest risk category does not mean "risk free".

Your initial investment is not guaranteed.

Significant risk(s) for the Fund not taken into account in this indicator include the following:

Concentration risk: To the extent that the Fund's investments are concentrated in a particular country, market, industry or asset class, the Fund may be susceptible to loss due to adverse occurrences affecting that country, market, industry or asset class.

Financial, economic and political risks: Financial instruments are impacted by various factors, of which, without being exhaustive, the development of the financial market, the economic development of issuers who are themselves affected by the general world economic situation as well as economic and political conditions prevailing in each country.

Charges

The charges and commissions are used to cover the Fund's operating costs, including marketing and distribution of shares. These charges reduce the potential growth of your investment.

One-off charges taken before or after you invest	
Entry charge	5.00%
Exit charge	None
The percentage shown is the maximum amount that can be paid out of your investment. Your financial advisor or distributor can inform you of the associated entry and exit charges.	
Charges taken from the Fund over a year	
Ongoing charges	2.15%
Charges taken from the Fund under specific conditions	
Performance fee	None

The entry and exit charges shown are maximum rates. In certain cases, the charges paid may be lower.

The indicated ongoing charges are an estimate based on the expected total amount of charges. This percentage may vary from year to year. It excludes outperformance charges and intermediation charges, with the exception of entry and exit charges paid by the Fund when it buys or sells shares of another Fund.

For more information about Fund charges, please refer to the relevant sections of the prospectus, which is available at www.luxcellence.com.

Past performance

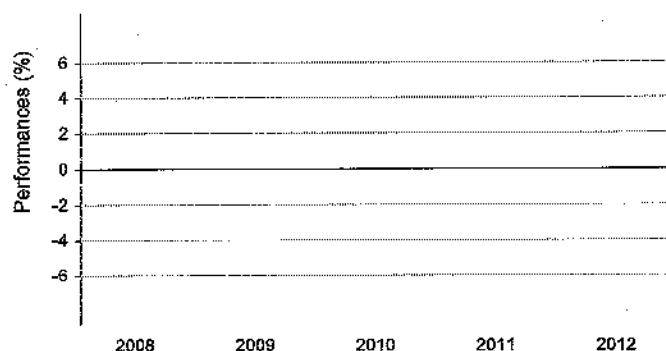
Information on past performance will be provided after the close of the first financial year.

The performance figures shown in the bar chart are not a reliable indication of future performance.

Fund creation date: 26 July 2013

Share class launch date: 26 July 2013

Base currency: Euro.



Practical information

Depository: CACEIS Bank Luxembourg

The latest prospectus and the latest periodic regulatory information, as well as all other practical information are available, free of charge, from Luxcellence Management Company S.A., 5 Allée Scheffer, L-2520 Luxembourg, Grand Duchy of Luxembourg, or at the following address: www.luxcellence.com.

The Fund proposes other share classes for the categories of investors defined in its prospectus.

The Fund's net asset value is available on request from the Management Company and on its website: www.luxcellence.com.

The liabilities of each fund are segregated and the assets of this Fund will not be used to pay debts of other funds.

Depending on your tax regime, any capital gains and income arising from the ownership of shares in the Fund may be subject to taxation. We advise you to consult your financial advisor for more information on taxation.

Luxcellence Management Company S.A. may only be held liable solely on the basis of any statement contained in this document that is misleading, inaccurate or inconsistent with the sections of the Fund's prospectus.

The Fund is authorised in Luxembourg and is regulated by the Commission de Surveillance du Secteur Financier (CSSF). Luxcellence Management Company S.A. is authorised in Luxembourg and is regulated by the Commission de Surveillance du Secteur Financier (CSSF).

This key investor information is accurate as at 31 May 2013.

英傑華可變資本投資公司

英傑華歐洲社會責任股票型基金之股東通知書(中譯)

2013 年 6 月 18 日 盧森堡

親愛的股東您好：

本函欲通知您有關英傑華可變資本投資公司(下稱「本公司」)子基金 - 英傑華歐洲社會責任股票型基金(下稱「被合併基金」)之重要變更。

考量被合併基金之管理，本公司之董事會(下稱「董事會」)經過深思，決議將該子基金與符合 2010 年 12 月 17 日修訂之投資可轉換證券法規(下稱「2010 年修正法」)第一章之可轉換證券集體投資企業 Luxcellence (下稱「Luxcellence」)之子基金 Luxcellence – Alliance Trust Sustainable Future Pan-European Equity Fund (下稱「存續基金」)進行合併。

合併將於 2013 年 7 月 26 日生效(下稱「合併日」)

本函之目的係向您說明被合併基金與存續基金之合併案。本函未提及之處將以本公司公開說明書之解釋為準。

若您不同意此合併案計畫，您可藉此機會免費(投資損失除外)贖回您的股份，或是在 2013 年 7 月 18 日前將您在被合併基金之股份轉換到本公司旗下其他子基金。被合併基金之股份之贖回和轉換將會已與以往相同的條件執行。

自本函發送之日期起，被合併基金將不再接受新申購。在 2013 年 7 月 18 日後被合併基金也將不再接受贖回和轉換。

被合併基金與存續基金之詳細比較將在本函附錄中提供。

若您有任何疑問，請與您的當地代理或以下英傑華環球投資客戶服務部聯繫：

RBC Investor Services Bank S.A., 14, Porte de France, L-4360 Esch-sur-Alzette, Grand Duchy of Luxembourg
Tel: +352 2605 9328 or Fax: +352 2460 9918 or email: csaviva@rbc.com

1. 合併案的原由與利基

合併的理由以及優勢

在 2012 年初本公司所執行企業策略審視時，英傑華環球投資集團決議往後將不再提供特殊的社會責任股票投資方案。因此，在 2012 年 8 月時，Alliance Trust Investments 與英傑華環球投資簽訂有關 SRI 系列基金之投資顧問契約，並且最終 Alliance Trust Investments 將會成為該等子基金之投資管理人。管理該等基金之 SRI 團隊，由 Peter Michaelis 領導，已經轉移至 Alliance Trust Investments 之公司下，並且將持續管理和顧問該等子基金。Peter Michaelis 將須向總投資長 Katherine Garrett-Cox 報告。因此，在 2012 年 8 月後，Alliance Trust Investments 已開始提供英傑華環球投資有關被合併基金之投資建議。

存續基金將具有與被合併基金相同的投資政策，且將由相同的投資團隊管理，因此被合併基金之股東可藉由該新基金延續其投資。存續基金是 Luxellence 為了配合本合併案而成立的新基金。Luxcellence 係符合 2010 年修訂法第一章下成立之「傘型基金」。

投資管理人深信，在合併後投資人更能受惠於 Peter Michaelis 和 SRI 團隊的專業專才，而英傑華董事會也同意投資管理人之分析與提案，因此英傑華往後將不會再提供被合併基金之投資方案。

Alliance Trust Investments 係 Alliance Trust Investments Limited 之統稱，並為 Alliance Trust PLC 完全持有之子公司。Alliance Trust PLC 係英國最大的一般投資信託，管理資產逾 26 億英鎊。Alliance Trust PLC 在 2008 年時成立 Alliance Trust Investments，以提供該公司開放型系列基金之銷售服務。Alliance Trust Investments 將會利用 SRI 團隊的專才，持續開發 SRI 系列基金。

從成本和管理等雙面向考量，本合併案將不會對您造成負面影響。

鑑於以上說明，董事會相信將被合併基金合併至存續基金之決議最有利於被合併基金股東之權益。

2. 被合併基金和存續基金之風險屬性

由於兩檔基金具有相同的目標波動率，因此被合併基金與存續基金具有相同的風險屬性。

存續基金之關鍵投資人資訊報告(KIID)上所揭露的綜合風險與報酬指標為6。

投資人應詳閱Luxellence之公開說明書以取得更多與存續基金相關風險之詳細資訊。

3. 條款

被合併基金與存續基金之合併將在合併日生效。

在合併日當日，被合併基金將會轉移所有資產負債至存續基金下。被合併基金之股份將會被消滅，取而代之的是被合併基金之股東將會收到存續基金以無費用、無面額及有記名方式所發行的新股份(下稱「新股份」)。新股份之總值將會等於被合併基金所有股份之總值。被合併基金股東所持之總值將會相同，而且被合併基金之股東所收到存續基金之股份將會等於原有被合併基金之股份。

在 2013 年 7 月 19 日前未要求贖回或轉換的被合併基金之股東將會參與和存續基金之合併案，而且將會成為存續基金之股東。

在合併之後，存續基金之股份將會依下表分配：

Shares held in the Merging Sub-Fund at the close of business on the Merger Date 合併日當日結束，被合併基金所持股份	Shares to be issued in the Continuing Sub-Fund on the Merger Date 合併日當日存續基金將發行之股份
AVIVA INVESTORS – Sustainable Future Pan-European Equity Fund A EUR LU0274935484	LUXCELLENCE – Alliance Trust Sustainable Future Pan-European Equity Fund A EUR LU 0942865220
AVIVA INVESTORS – Sustainable Future Pan-European Equity Fund B EUR LU0126373819 英傑華歐洲社會責任股票型基金 歐元 B 股	LUXCELLENCE – Alliance Trust Sustainable Future Pan-European Equity Fund B EUR LU 0942865576 LUXCELLENCE – Alliance Trust 歐元 B 股
AVIVA INVESTORS – Sustainable Future Pan-European Equity Fund C EUR LU0144881116	LUXCELLENCE – Alliance Trust Sustainable Future Pan-European Equity Fund C EUR LU 0942865577
AVIVA INVESTORS – Sustainable Future Pan-European Equity Fund I EUR LU0160782719	LUXCELLENCE – Alliance Trust Sustainable Future Pan-European Equity Fund I EUR LU 0942865578

在合併日當日，被合併基金之資產負債將被視為已移轉至上述之存續基金下。

合併之後，被合併基金將會消滅，其已發行股份亦會被消滅。

合併報告

依據2010年修正法第71 (1)條，合併報告將會由 Pricewaterhouse Coopers 準備，並且將會包含以下事項之驗證：

- (i) 爲了計算交換比率，對資產負債所採取的計算方式之條件；
- (ii) 確認計算比率之計算方式；
- (iii) 最終之交換比率

被合併基金之股東可在2012年6月18日之後免費索取上述(i)和(ii)之合併報告。第(iii)點之合併報告將會在合併日次一營業日後方可提供。若欲取得合併報告，請與英傑華客戶服務部聯絡。

合併之費用

合併所發生之費用，包括律師費、稽核費和主管機關之費用，將會由經理公司英傑華環球投資盧森堡有限公司吸收。

在合併日18點(盧森堡時間)之後所產生的額外費用，將會由存續基金吸收。

若您對合併案對您可能帶來的稅務問題有任何疑問，請向您的專業顧問詢問。

存續基金之關鍵投資人資訊報告(KIID)將隨此函一同附上。

以派送日為準，董事會將對本函內容之正確性負責。

此致

謹代表英傑華環球投資董事會

附錄：被合併基金與存續基金之主要差異

股東應詳閱 Luxcellence 之公開說明書，以取得與存續基金相關詳細資訊(包括風險和費用)。

1. 主要特色

子基金	英傑華歐洲社會責任股票型基金 (下稱「被合併基金」)	Luxcellence – Alliance Trust Sustainable Future Pan-European Equity Fund (下稱「存續基金」)
基金公司	Aviva Investors 2, rue du Fort Bourbon L-1249 Luxembourg	Luxcellence 5, allée Scheffer L – 2520 Luxembourg
經理公司	Aviva Investors Luxembourg 2, rue du Fort Bourbon L-1249 Luxembourg	Luxcellence Management Company S.A. 5, allée Scheffer L – 2520 Luxembourg
行政與當地代理	Aviva Investors Luxembourg 2, rue du Fort Bourbon L-1249 Luxembourg	Caceis Bank Luxembourg 5, allée Scheffer L – 2520 Luxembourg
保管銀行	J.P. Morgan Bank Luxembourg S.A. European Bank and Business Centre 6, route de Trèves L-2633 Senningerberg Grand Duchy of Luxembourg	Caceis Bank Luxembourg 5, allée Scheffer L – 2520 Luxembourg
註冊及轉單代理	RBC Investors Services Bank S.A. 14, Porte de France L-4360 Esch-sur-Alzette Grand Duchy of Luxembourg	Caceis Bank Luxembourg 5, allée Scheffer L – 2520 Luxembourg
投資管理人	Aviva Investors Global Services Limited 1, Poultry London EC2R 8EJ United Kingdom	Alliance Trust Investments Limited 8 West Marketgait Dundee DD1 1QN Scotland

2. 費用與支出

子基金	英傑華歐洲社會責任股票型基金 (下稱「被合併基金」)	Luxcellence – Alliance Trust Sustainable Future Pan-European Equity Fund (下稱「存續基金」)
支付經理公司和投資管理人之費用	<p>a) 管理費</p> <p>A, B 和 C 類股為 1.60% I 類股為 0.80%</p> <p>管理費包括經理公司與投資管理人之費用。</p> <p>每交易日計算管理費並累積至每月底支付。</p>	<p>a) 投資管理費</p> <p>A, B 和 C 類股最高為 1.60% I 類股最高為 0.80%</p> <p>投資管理費係支付給投資管理人。</p> <p>投資管理費以每日淨值計算，並在每月底支付</p>

	<p>b) 行政管理費</p> <p>最高每年收取每股淨值每日平均之 0.125%。</p> <p>行政管理費涵蓋管理公司執行行政與當地代理之費用。</p> <p>c) 分銷費</p> <p>B 類股為 0.25% ; C 類股為 0.75% A 和 I 類股為零</p> <p>每交易日計算管理費並累積至每月底支付</p> <p>分銷費主要支付給管理公司。部分之分銷費可能將支付給本公司之銷售機構。</p>	<p>b) 管理公司費</p> <p>最高每年 0.09%，以每日淨值計算累積，並在每月底支付。</p> <p>c) 分銷費</p> <p>B 類股最高為 0.25% ; C 類股最高為 0.75% A 和 I 類股為零</p> <p>分銷費將會支付給身為全球銷售機構之 Alliance Trust。部分之分銷費將可能支付給次銷售機構。</p>
保管費	最高每年 0.20%	最高每年 0.05%，每日平均淨值計算累積，並在每月底支付。
註冊與轉單代理費	最高每年收取每股淨值每日平均之 0.07%	最高每年 0.11%，每日平均淨值計算累積，並在月底支付。 該費用涵蓋 CACEIS Bank Luxembourg 做為中央行政、當地代理、註冊和轉單代理之費用。

3. 申購與贖回

子基金	英傑華歐洲社會責任股票型基金 (下稱「被合併基金」)	Luxcellence – Alliance Trust Sustainable Future Pan-European Equity Fund (下稱「存續基金」)
營業日	盧森堡非銀行休假日之每一日。	盧森堡銀行營業之日 (除了 12 月 24 日)。
交易日	盧森堡銀行之營業日，除了 Easter Monday 前之週五 (Good Friday) 和 12 月 24 日 (聖誕夜)。	任何營業日。

存續基金之最低初次投資金額、最低後續投資金額、最低持有股數、合格之投資人以及申購和贖回之費用皆與被合併基金相同。

4. 配息政策

被合併基金僅有發行累積股別，因此存續基金也僅會發行累積股別。

5. 年度股東大會

子基金	英傑華歐洲社會責任股票型基金 (下稱「被合併基金」)	Luxcellence – Alliance Trust Sustainable Future Pan-European Equity Fund (下稱「存續基金」)
	每年之股東大會將會於每個四月的第一個星期二盧森堡時間 15:00 舉行 (若當日非銀行營業日則順延至次一營業日)。	年度股東大會將在每個四月的最後一個星期三盧森堡時間 11:00AM 舉行。若當日非銀行營業日，則順延至次一盧森堡營業日舉行。