

羅素投資基金系列 V  
78 Sir John Rogerson's Quay  
Dublin 2  
Ireland

(中譯文)

2021 年 9 月 1 日

羅素投資基金系列 V，係於愛爾蘭法律下成立之可變動資本且為子基金間負債分離之傘型投資公司（下稱「本公司」）

除文義另有所指外，本函中所有經定義之詞彙均具有本公司公開說明書所賦予之涵義。

親愛的股東，您好：

謹此致函 台端，即本公司之股東。

本函旨在正式通知 台端關於本公司之管理公司的所擬變更，亦即，羅素（愛爾蘭）投資公司（Russell Investments Ireland Limited，下稱「RIIL」）之辭任以及 Carne Global Fund Managers (Ireland) Limited（下稱「Carne」）之指派事宜。

#### 管理公司之變更

在近期完成策略性審查後，羅素投資所得出之結論係其未來將專注於投資管理及經銷活動，並停止提供管理公司服務。羅素投資認為此舉將符合所有利害關係人及客戶（包括本公司及其股東在內）之最佳利益。

職是之故，RIIL 已通知本公司其擬辭去羅素投資旗下愛爾蘭基金系列（包含本公司在內）之管理公司一職。

羅素投資於確定 Carne 為主要候選人，並在進行詳細的盡職調查程序後，即向本公司董事（下稱「董事」）提出指派 Carne 作為繼任管理公司之建議。董事已接受該項建議，且最終已同意對 Carne 之指派事宜，惟其前提是須取得所有必要之監理機關核准。

自 2007 年以來，Carne 即已為多家具世界領先地位之資產管理機構及所有者提供管理公司服務。在其專有的 CORR 技術之支援下，Carne 的 350 名專業人員在其受規管之歐洲管理公司中為超過 2,000 億美元之 UCITS 和另類投資基金(AIF)資產提供相關支援服務。

在作出推薦 Carne 之決定時，羅素投資即已確定此舉將為本公司及股東帶來數項服務提升及有利之處，包括：

- 額外、獨立的法令遵循及風險監控與報告；

董事: J. Firm (美國及英國); P. Gonella (英國); J. McMurray (美國); T. Murray; N. Jenkins (英國);  
W. Roberts (英國); D. Shubotham; J. Linhares (英國.); W. Pearce (英國)

於愛爾蘭註冊登記: 公司註冊編號: 334632 登記營業處: 見上文

子基金間負債分離之傘型基金

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- 額外之資源可用以支援並強化本公司之現有健全風險管理及法令遵循架構；以及
- 透過技術與自動化程序之運用，以有效方式實現此等成果。

本公司之所有其他服務提供商，包括資金管理人、行政管理機構及存託機構等均將維持不變，且本公司與各股東間之互動亦將維持不變。

於上述指派後，Carne 擬為本公司承擔 2013 年中央銀行（監督與執行）法（第 48(1)條）2019 年（可轉讓證券集體投資企業）條例暨其不時修訂內容所規定之「負責人士」職責。

公開說明書、關鍵投資人資訊文件以及本公司之隱私權聲明均須進行更新，以反映管理公司之變更事宜。

股東將可自下列網站取得經更新之文件：<https://russellinvestments.com>。

**管理公司變更之生效日**

在符合並遵循中央銀行以及任何其他相關主管機關要求之前提下，管理公司之變更（即 RIIL 之辭任與 Carne 之指派）預計將自 2021 年 10 月 1 日左右或董事所決定之較早或較晚日期（下稱「生效日」）起生效。

公開說明書更新版、增補文件、關鍵投資人資訊文件及本公司組織大綱暨章程將於以下處所免費提供索閱：本公司登記營業處（設址於 78 Sir John Rogerson's Quay, Dublin 2），及／或本公司辦理註冊登記國家之當地代表，包括：設址於 11, rue du Général-Dufour, 1204 Geneva, Switzerland 之瑞士代表 Carnegie Fund Services S.A.（瑞士付款代理機構係設於 17, Quai de l'Ile, 1204 Geneva, Switzerland 之 Banque Cantonale de Genève）。

董事對本函所含資訊負責。

台端如對此一事項有任何疑問，請與 台端之客戶關係經理或投資顧問聯繫。

謹此感謝 台端對本公司之持續支持。

您誠摯地

（ 簽 名 ）

董事

代表羅素投資基金系列 V

董事: J. Firm (美國及英國); P. Gonella (英國); J. McMurray (美國); T. Murray; N. Jenkins (英國);  
W. Roberts (英國); D. Shubotham; J. Linhares (英國.); W. Pearce (英國)  
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1 September 2021

**Russell Investments Company V p.l.c, an umbrella investment company with variable capital and segregated liability between sub-funds established under the laws of Ireland (the "Company")**

**Unless the context otherwise requires, all defined terms contained in this letter shall have the meanings assigned to them in the Prospectus for the Company.**

Dear Shareholder

We are writing to you in your capacity as a Shareholder of the Company.

The purpose of this letter is to formally notify you of the proposed change of the management company of the Company, namely, the resignation of Russell Investments Ireland Limited ("**RIIL**") and the appointment of Carne Global Fund Managers (Ireland) Limited ("**Carne**").

***Change of Management Company***

Following a recent strategic review, Russell Investments concluded that it would focus on investment management and distribution activities going forward and cease providing management company services. Russell Investments felt this would be in the best interests of all stakeholders and clients including the Company and the Company's Shareholders.

As a result, RIIL has informed the Company of its intention to resign as the management company for Russell Investments' Irish fund range, including the Company.

Russell Investments identified Carne as the lead candidate and following a detailed due diligence process, made a recommendation to the directors of the Company (the "**Directors**") to appoint Carne as the replacement management company. The Directors have accepted this recommendation and have ultimately approved the appointment of Carne, subject to all necessary regulatory approvals being obtained.

Carne has been providing management company services to many of the world's leading asset managers and owners since 2007. Powered by its proprietary CORR technology, Carne's 350 professionals support over \$200bn in UCITS & AIF assets across its regulated European management companies.

In making the decision to recommend Carne, Russell Investments identified a number of service enhancements and benefits for the Company and the Shareholders including:

- additional, independent compliance and risk monitoring and reporting;
- additional resources to support and enhance the Company's existing, robust risk management and compliance framework; and
- the use of technology and automated processes to achieve these outcomes in an efficient manner.

All other service providers to the Company, including the Money Managers, Administrator and Depositary etc. will remain unchanged and the Company's interaction with you as Shareholders will remain unchanged.

Upon appointment, it is intended that Carne shall assume the role of the "*responsible person*" for the Company as set out in the Central Bank (Supervision and Enforcement) Act 2013 (Section 48(1)) (Undertakings for Collective Investment in Transferable Securities) Regulations 2019, as may be amended from time to time.

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It will be necessary to update the Prospectus, Key Investor Information Documents and the Privacy Notice of the Company to reflect the change of management company.

Shareholders will be able to access the updated documents on the website, <https://russellinvestments.com>.

***Effective Date of the Change of Management Company***

It is expected that, subject to and in accordance with the requirements of the Central Bank and any other relevant competent authority, the change of management company (namely, RIIL's retirement and Carne's appointment) will be effective on or about 1 October 2021 or such earlier or later date as the Directors may determine (the "**Effective Date**").

The updated Prospectus, Supplements, Key Investor Information Documents and M&A of the Company will be available free of charge at the Company's registered office at 78 Sir John Rogerson's Quay, Dublin 2 and/or from each of the local representatives in the countries where the Company is registered, including Switzerland at Carnegie Fund Services S.A., 11, rue du Général-Dufour, 1204 Geneva, Switzerland which acts as Swiss Representative (the Swiss paying agent is Banque Cantonale de Genève, 17, Quai de l'Île, 1204 Geneva, Switzerland).

The Directors accept responsibility for the information contained in this letter.

If you have any questions relating to this matter, you should either contact your relationship manager or, alternatively, your investment consultant.

We thank you for your continuing support of the Company.

Yours faithfully



Director  
for and on behalf of  
**Russell Investments Company V p.l.c**