

(節譯文)

荷寶資本成長基金

可變資本投資公司

6 route de Trèves, L-2633 Senningerberg

盧森堡大公國

盧森堡商業登記處編號：B 58.959

(「**本基金**」)

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## 致本基金股東通知書

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掛號郵寄

盧森堡，2021 年 2 月 10 日

親愛的投資人，

台端為本基金之股東，本基金之董事會（「**董事會**」）謹此通知台端若干有關本基金及其子基金（「**子基金**」）之變更，關於（i）實施歐洲議會及歐洲理事會於 2019 年 11 月 27 日作成有關金融服務業永續性相關揭露之（EU）2019/2088 規範（「**SFDR**」）及（ii）公開說明書之各項其他變更。

### 1. **SFDR 之實施**

#### A. 永續性揭露

SFDR 所要求之永續性揭露已增訂相關內容於附件 I 子基金之投資政策中。此僅係闡明管理子基金所進行的方式，而不會對子基金之投資政策產生任何重大影響。

#### B. 永續性風險

「永續性風險」之資訊已增訂於公開說明書「第 4 節-風險考慮因素」中，說明如何將永續性風險整合至投資決策中，及其可能對收益產生何等影響。

#### C. [與台灣無關，略譯]

#### D. 對收益之影響



在本基金之財務風險管理方面，「附件 III-財務風險管理」已增訂永續性風險及永續性風險對可取得之收益可能產生影響之評估說明。

#### **E. 闡明管理子基金所考量之 ESG 標準**

公開說明書附件 VIII 中已就「除外事項」及「減量足跡」之定義已再闡明其係管理子基金時所考量之永續性標準。

## **2. 其他**

#### **A. [與台灣無關，略譯]**

#### **B. 調整實物買回之條件，俾與章程一致**

公開說明書「2.5 股份買回」乙節已闡明，經有關股東同意後，董事會得進行實物買回。

#### **C. [與台灣無關，略譯]**

#### **D. 修訂子基金荷寶歐洲高收益債券基金之貨幣乙節**

附件 I 中，荷寶歐洲高收益債券基金之「貨幣」乙節已進行修訂，其不擬再將所有非歐元貨幣對歐元之曝險進行避險。此項變更旨在透過開放池（open-pool）的方式（基準指標避險）使該子基金與所有其他固定收益子基金一致。因此，該子基金之貨幣曝險將與其基準指標相符。

所有變更將自 2021 年 3 月 10 日起生效。

請注意自 2021 年 2 月 10 日起，修正版之公開說明書將得於本基金之註冊辦事處索取。

謹提醒股東，依公開說明書之規定，本基金不收取任何買回費用，不同意上述變更之股東得買回其股份而毋庸支付任何費用。

除另有定義者外，本函中任何定義詞彙應與公開說明書內之定義相同。

倘台端需要任何進一步之資訊（或於可索取後要求更新之公開說明書之副本），請聯繫台端通常之（荷寶）業務人員或本基金註冊辦事處，或得瀏覽下列網站：  
[www.robeco.com/riam](http://www.robeco.com/riam)。

誠摯地，

荷寶資本成長基金董事會



**Robeco Capital Growth Funds**  
*Société d'investissement à capital variable*  
6 route de Trèves, L-2633 Senningerberg  
Grand Duchy of Luxembourg  
R.C.S. Luxembourg: B 58.959  
(the “Fund”)

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## NOTICE TO SHAREHOLDERS OF THE FUND

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By registered mail

Luxembourg, 10 February 2021

Dear Investor,

As a Shareholder in the Fund, the board of directors of the Fund (the “**Board of Directors**”) hereby informs you of certain changes concerning the Fund and its sub-funds (the “**Sub-funds**”) in relation to (i) the implementation of Regulation (EU) 2019/2088 of the European Parliament and of the Council of 27 November 2019 on sustainability-related disclosures in the financial services sector (“**SFDR**”) and (ii) various other changes to the Prospectus.

### **I) Implementation of SFDR**

#### **A. Sustainability disclosures**

Sustainability disclosures as required by SFDR have been added as relevant in Appendix I in the sub-funds' investment policies. These solely consist in clarifications about the way the management of the Sub-funds is conducted and will not have any material impact on the investment policies of the Sub-funds.

#### **B. Sustainability Risk**

Information on “Sustainability Risk” describing how sustainability risks are integrated in investment-decisions as well as their likely impact on return has been added under “Section 4 – Risk Considerations” of the Prospectus.

#### **C. Changes of benchmark for the sub-funds RobecoSAM Climate Global Credits and RobecoSAM Climate Global Bonds**

The benchmark used for the asset allocation of the Sub-funds' portfolio will be replaced by the following benchmarks which are in line with the principles of the Paris Agreement:

<b>Sub-fund</b>	<b>Old benchmark</b>	<b>New benchmark</b>
RobecoSAM Climate Global Credits	Bloomberg Barclays Global Aggregate Corporates Index	Solactive Paris Aligned Global Corporate Index
RobecoSAM Climate Global Bonds	Bloomberg Barclays Global-Aggregate Index	Solactive Paris Aware Global Aggregate Index



## D. Impact return

In the context of the financial risk management of the Fund, a description of the sustainability risk and the assessment of the likely impact of sustainability risks on return they make available has been added to “Appendix III – Financial Risk Management”.

## E. Clarification to ESG criteria taken into account in the management of the sub-funds

The definitions of “exclusions” and “reduce footprint” as sustainability criteria taken into account in the management of the sub-funds have been clarified in Appendix VIII of the Prospectus.

## II) Miscellaneous

### A. Description of Share Classes

The eligibility criteria of Share Classes (i.e. shares classes X, XH, Y and YH) as provided in section “2.1 Classes of Shares” of the Prospectus have been clarified as follows with regard to their minimum subscription and holding amounts:

*“Class ‘X’ and/or ‘XH’ Shares are only available for Investors selected by the Company and are issued at the discretion of the Company exclusively to Investors which subscribe or have committed to subscribe for ~~a substantial~~ amount of EUR 200 million or equivalent in any Sub-fund(s) or within specific Sub-fund(s) to be determined at the discretion of the Company and holding an amount of EUR 2 billion or equivalent in any UCITS managed by RIAM. The Company may review from time to time the subscription amount and holding amount required to issue these Classes of Shares. If it appears that an Investor does not meet the criteria aforementioned, the Company will switch the relevant Shares into privileged Class of Shares which is not restricted, provided that there exists such a Class of Shares with similar characteristics within the same Sub-fund but not necessarily in terms of the fees, taxes and expenses payable by such Share Class.”*

*“Class ‘Y’ and/or ‘YH’ Shares are only available for Investors selected by the Company and are issued at the discretion of the Company exclusively to Investors which subscribe or have committed to subscribe for ~~a substantial~~ amount of EUR 200 million or equivalent in any Sub-fund(s) or within specific Sub-fund(s) to be determined at the discretion of the Company and holding an amount of EUR 2 billion or equivalent in any UCITS managed by RIAM. The Company may review from time to time the subscription amount and holding amount required to issue these Classes of Shares. If it appears that an Investor does not meet the criteria aforementioned, the Company will switch the relevant Shares into institutional Class of Shares which is not restricted, provided that there exists such a Class of Shares with similar characteristics within the same Sub-fund but not necessarily in terms of the fees, taxes and expenses payable by such Share Class.”*

### B. Adjustment of the conditions for redemptions in kind in line with the Articles of Incorporation

It has been clarified in section “2.5 Redemption of Shares” of the Prospectus that the Board of Directors may initiate redemptions in kind with the consent of the Shareholders concerned.

### C. Clarification to the investment policy of the Sub-fund Robeco QI Global Multi-Factor High Yield

Under Appendix I, the investment policy of the sub-fund has been clarified to provide that it may invest up to 10% of its total assets in bonds that have no rating by at least one of the recognized rating agencies.

This clarification will not trigger any change in the management of the sub-fund.



## **D. Amendment to the currency section of the Sub-fund Robeco European High Yield Bonds**

Under Appendix I, the “Currency” section of the sub-fund Robeco European High Yield Bonds has been amended to provide that it will no longer intend to hedge all non-Euro currency exposure to Euro. This change aims to bring the sub-fund in line with all other fixed income sub-funds, using the open-pool (benchmark hedging). As a result, the currency exposure of the sub-fund will be aligned with the one of its benchmark.

All changes will become effective as from 10 March 2021.

Please note that the revised draft Prospectus will be available at the registered office of the Fund as from 10 February 2021.

Shareholders are reminded that, as provided in the Prospectus, the Fund does not charge any redemption fee and Shareholders who disagree with the changes outlined above may redeem their Shares free of charge.

Any defined term in this letter shall have the same meaning as in the Prospectus unless otherwise defined herein.

Should you require any further details (or require a copy of the updated Prospectus, once available), please contact your usual (Robeco) sales person or the registered office of the Fund or you can visit the website at [www.robeco.com/riam](http://www.robeco.com/riam).

Yours faithfully,  
The Board of Directors of Robeco Capital Growth Funds