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駿利亨德森證券投資顧問股份有限公司 函

聯絡電話:(02)2171-1686

受文者：匯豐(台灣)商業銀行股份有限公司

發文日期：中華民國 109 年 8 月 28 日

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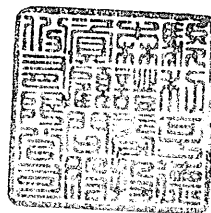
主旨：2020 年駿利亨德森資產管理基金系列基金年度股東大會通知，詳如說明。

說明：

- 一、本公司總代理之駿利亨德森資產管理基金系列（「本基金」）將於 2020 年 9 月 24 日上午 11 時（愛爾蘭時間）舉行年度股東大會，隨函檢附本基金之年度股東大會通知函，請查照。
- 二、謹請 貴公司於收到該通知文件後，依台灣相關法令規定，將該訊息轉知 貴公司所屬之投資人並代表投資人投票。
- 三、如 貴公司未能親自出席年度股東大會，可利用附件英文版本之「年度股東大會委託書表格」代表投資人投票。填妥之英文版本「年度股東大會委託書表格 (ANNUAL GENERAL MEETING FORM OF PROXY)」正本須於 2020 年 9 月 22 日上午 11 時（愛爾蘭時間）前，郵寄至 Janus Henderson Capital Funds plc, c/o Paragon Customer Communications, Evolution House, Choats Road, Dagenham, RM9 6BF, United Kingdom 或傳真至+44 (207) 184 9294。
- 四、煩請 貴公司轉知相關單位協助處理。

附件：年度股東大會通知函、年度股東大會委託書表格（英文及其中譯文各一份）。

駿利亨德森證券投資顧問股份有限公司



駿利亨德森資產管理基金
子基金間責任隔離之傘型基金
(下稱「本公司」)

年度股東大會通知

茲此通知本公司將於愛爾蘭時間2020年9月24日(週四)上午11點，假Arthur Cox, 10 Earlsfort Terrace, Dublin 2, D02 T380, Ireland舉行年度股東大會（下稱「年度股東大會」），倘因新型冠狀病毒相關限制無法召開實體會議，年度股東大會將視為於年度股東大會通知所載時間在年度股東大會主席所在地召開，召開目的如下：

一般事項

1. 審核截至2019年12月31日止之董事及查核會計師報告與本公司帳目，並檢視本公司業務。
2. 核准重新委任查核會計師。
3. 授權董事決定查核會計師之報酬。

承董事會命

簽名：

代理Bradwell Limited

日期：2020年8月28日

註冊地址：10 Earlsfort Terrace
Dublin 2
D02 T380
Ireland

(請 台端勿將委託書擲回至此地址。請將 台端的委託書於委託書內指定之時間內擲回至委託書內載明之住址。)

年度股東大會中之新型冠狀病毒防疫措施

本董事會高度重視股東、年度股東大會出席人員與本公司服務供應商員工之健康。因親自出席年度股東大會可能對出席者本身與他人帶來風險，故高度鼓勵各股東透過委託代理人於年度股東大會代表進行表決之方式，完整且安全地行使其權利。目前年度股東大會將依健康服務管理署(Health Service Executive)(愛爾蘭公衛主管機關)頒布之準則召集，即：

- 年度股東大會將盡快結束；
- 不建議親自出席，且鼓勵股東委託代表投票；
- 不提供點心；及
- 倘因新型冠狀病毒相關因素無法召開實體會議，將於2020年9月17日當日或之前於本公司網站中提供電話會議參與號碼，且於此情形將視為於年度股東大會通知所載時間、在年度股東大會主席所在地召開年度股東大會。

備註：

凡有權參與年度股東大會及表決之股東，皆有權委託代理人代其參加、發言及表決。法人得委託有權代表代理其參加、發言及表決。代理人或有權代表無須為本公司股東，股東得以郵寄至Janus Henderson Capital Funds plc, c/o Paragon Customer Communications, Evolution House, Choats Road, Dagenham, RM9 6BF, United Kingdom或傳真至+44 (207) 184 9294之方式，擲回簽妥之委託書，至遲應於年度股東大會召開前 48 小時送達。委託書之填寫與擲回，並不影響股東親自參加年度股東大會並參與表決之權利。

駿利亨德森資產管理基金
子基金間責任隔離之傘型基金
(下稱「本公司」)

年度股東大會委託書表格

請於本處列載
台端之股東名
稱與地址

本人/我們 _____
址設 _____ 為本公司 _____ 股之



股份持有人且有表決權，茲委託 Kevin Murphy, Sarah Cunniff, Dara Harrington, David O'Shea, Siobhan McBean, Sarah O'Sullivan, Ronan Donohoe, Barbara Donegan 或 _____，或會議主席(視需要刪除)為本人/我們之代理人/代表，代本人/我們於愛爾蘭時間2020年9月24日(週四)上午11點舉行之本公司年度股東大會中及任何相關延期會議中行使表決權(包含於本公司任何董事未出席時，選任一位出席之股東(包含其本人)擔任會議主席)。

請於此處簽
名並填入日
期

簽名 _____



名稱大寫 _____

日期：2020年 月 日

一般決議事項	贊成	不行使	反對
1. 審核截至2019年12月31日止之董事及查核會計師報告與本公司帳目。			
2. 核准重新委任查核會計師。			
3. 授權董事決定查核會計師之報酬。			

倘台端以本委託書贊成任何決議，請於上方「贊成」欄位下打「X」。倘台端以本委託書不行使任何表決權，請於上方「不行使」欄位下打「X」。倘台端以本委託書反對任何決議，請於上方「反對」欄位下打「X」。未選取者將由代理人以其認為適當之方式表決。

備註：

1. 除另有明示外，代理人將以其認為適當之方式表決。

2. 本委託書應於開會時間前48小時前送達下述地址始生效力。
3. 若為法人股東，本文件可蓋上該公司之機關印信或由授權之公司主管或代理人簽署。
4. 就須透過所代表之投資人始得表決之綜合帳戶/代名股東，請在「贊成」及/或「反對」欄位註明其代表之投資人總票數以說明台端希望代理人/代表如何表決。
5. 倘台端擬指定會議主席以外之人選為代理人，請填入其姓名和地址，並刪除「會議主席」。
6. 若本委託書經簽名擲回但未註明代理人應如何投票，代理人將自行判斷如何投票以及是否棄權。
7. 若為共同持有，則以先順位者親自或委託代理人所投之票為主，其他共同持有之投票則不予考量，順位之考量以共同持有成員股東登記簿上登記之姓名先後順序為準。
8. 請於表格塗改變更處簽上姓名縮寫。
9. 簽妥之委託書應寄至Janus Henderson Capital Funds plc, c/o Paragon Customer Communications, Evolution House, Choats Road, Dagenham, RM9 6BF, United Kingdom或傳真至+44 (207) 184 9294, 至遲應於年度股東大會召開前 48 小時送達。委託書之填寫與擲回，並不影響股東親自參加年度股東大會並參與表決之權利。

JANUS HENDERSON CAPITAL FUNDS PLC
an umbrella fund with segregated liability between sub-funds
(the “Company”)

NOTICE OF ANNUAL GENERAL MEETING

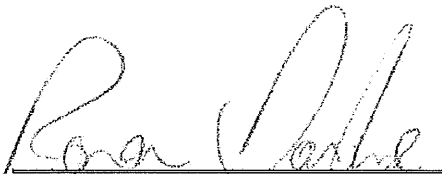
Notice is hereby given that the annual general meeting (“AGM”) of the Company will be held at 11.00 am (Irish time) on Thursday, 24 September 2020 at Arthur Cox, 10 Earlsfort Terrace, Dublin 2 D02 T380, Ireland, or in the event that it is not possible to convene a physical meeting due to COVID-19 related restrictions, the AGM shall be deemed to be held at the address of the chair of the AGM at the time indicated above, for the following purposes:

ORDINARY BUSINESS

1. To receive and consider the reports of the directors and of the auditors and the accounts of the Company for the year ended 31 December 2019 and to review the Company’s affairs.
2. To approve the re-appointment of the auditors.
3. To authorise the directors to fix the remuneration of the auditors.

BY ORDER OF THE BOARD

Signed:



For and on behalf of
Bradwell Limited

Dated: 28 August 2020

Registered Office: 10 Earlsfort Terrace
Dublin 2
D02 T380
Ireland

(Do not return your Form of Proxy to this address. You should return your Form of Proxy to the address specified in the Form of Proxy within the time frames specified therein.)

Measures to reduce COVID-19 transmission at the Annual General Meeting (“AGM”)

We consider the health of Shareholders, attendees at the AGM and the staff of its service providers a top priority. Shareholders are strongly encouraged to appoint a proxy to vote at the AGM on their behalf, as the preferred means of fully and safely exercising their rights, as personal attendance at the AGMs may present a risk to themselves and others. Insofar as practicable, the AGM will be held in accordance with the guidance of the Health Service Executive (the Irish public health authority), meaning:

- the AGM will be as brief as possible;
- personal attendance is not recommended and Shareholders are encouraged to appoint proxies to vote on their behalf;
- refreshments will not be provided; and
- in the event that it is not possible to convene a physical meeting due to COVID-19 related restrictions, a dial-in telephone conference facility will be provided on the Company’s website on or before 17 September 2020, in which event the AGM shall be deemed to be held at the address of the chair of the AGM at the time indicated above.

NOTE:

Every shareholder entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend, speak and vote in his stead. A body corporate may appoint an authorised representative to attend, speak and vote on its behalf. A proxy or an authorised representative need not be a shareholder of the Company. Shareholders may return a signed copy of the proxy form, either by post to Janus Henderson Capital Funds plc, c/o Paragon Customer Communications, Evolution House, Choats Road, Dagenham, RM9 6BF, United Kingdom or by fax to +44 (207) 184 9294 to arrive no later than 48 hours before the time of the meeting. Completion and return of a proxy form will not preclude a shareholder from attending and voting in person at the AGM.

JANUS HENDERSON CAPITAL FUNDS PLC
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ANNUAL GENERAL MEETING FORM OF PROXY

Please list your shareholder name and address here

I/We _____
of _____



being a holder of _____ share(s) in the Company and entitled to vote, hereby appoint any one of Kevin Murphy, Sarah Cunniff, Dara Harrington, David O'Shea, Siobhan McBean, Sarah O'Sullivan, Ronan Donohoe, Barbara Donegan, or failing them _____ or failing him/her _____ or failing him/her the Chairman of the meeting (delete as applicable) as our proxy to vote for us on our behalf, including, in the absence of any directors of the Company choosing a shareholder present, including himself or herself, to be Chairman of the annual general meeting, at the annual general meeting of the Company to be held at 11.00 am (Irish time) on Thursday, 24 September 2020 and at any adjournment thereof.

Please sign and date here

Signed _____

Name in block capitals _____



Dated this _____ day of _____ 2020

	RESOLUTIONS Ordinary Business	FOR	ABSTAIN	AGAINST
1.	To receive and consider the reports of the directors and of the auditors and the accounts of the Company for the year ended 31 December 2019.			
2.	To approve the re-appointment of the auditors.			
3.	To authorise the directors to fix the remuneration of the auditors.			

If you wish this form to be used *in favour of any Resolution*, please mark "X" in the box above under the heading "For". If you wish this form to be used *to abstain from any Resolution*, please mark "X" in the box above under the heading "Abstain". If you wish this form to be used *against any Resolution*, please mark "X" in the box above under the heading "Against". Otherwise, the Proxy will vote as he or she thinks fit.

NOTES:

1. Unless otherwise instructed, the proxy will vote as he or she thinks fit.
2. This instrument of proxy, to be valid, must be sent to arrive, or be lodged, at the address printed below not later than 48 hours before the time fixed for the meeting.
3. In the case of a corporate shareholder, this instrument may be either under its common seal or under the hand of an officer or attorney authorised in that behalf.
4. For omnibus/nominee shareholders, who without going to underlying investors do not have the authority to vote, please indicate how you wish your proxy/representative to vote by inserting the aggregate number of underlying investor votes "for" and/or "against" in the relevant box.
5. If you wish to appoint a proxy other than the Chairman of the meeting, please insert his/her name and address and delete "the Chairman of the meeting".
6. If this instrument is signed and returned without any indication of how the person appointed proxy shall vote, he/she will exercise his/her discretion as to how he/she votes and whether or not he/she abstains from voting.
7. In the case of joint holders, the vote of the senior who tenders a vote whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority should be determined by the order in which the names stand in the register of shareholders in respect of the joint holding.
8. Any alterations made to this form must be initialled.
9. Shareholders may return a signed copy of the proxy form, to Janus Henderson Capital Funds plc, c/o Paragon Customer Communications, Evolution House, Choats Road, Dagenham, RM9 6BF, United Kingdom or by fax to +44 (207) 184 9294 to arrive no later than 48 hours before the time of the meeting. Completion and return of a proxy form will not preclude a shareholder from attending and voting in person at the annual general meeting.