

美盛證券投資顧問股份有限公司 函

受文者：各銷售機構及相關基金股東

發文日期：中華民國109年12月17日

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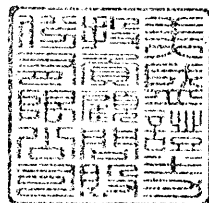
附件：股東通知書之原文及中文節譯文各一份。

主旨：通知 貴公司有關「美盛全球系列基金」之境外基金管理機構擬進行變更事

說明：

- 一、謹以此函通知 貴公司，美盛全球系列基金（「本基金」）之境外基金管理機構 Legg Mason Investments (Ireland) Limited（「LMIL」）擬變更為富蘭克林坦伯頓國際服務有限公司（Franklin Templeton International Services S.à.r.l.，「FTIS」），並預計於2021年2月1日生效（「生效日」）。LMIL與FTIS均隸屬於富蘭克林坦伯頓集團，並係透過公司合併之方式進行境外基金管理機構之變更，即LMIL將於生效日併入FTIS後進行解散。
- 二、該合併將不會影響本基金之整體特徵及風險概況，亦不會對既有股東之權益造成重大不利影響。本基金之營運及/或管理方式亦不會發生重大變更，且對股東亦無重大影響。此外，本基金之費用水平或管理成本亦將不會有所變動。所有LMIL的服務提供機構（如存託機構、行政管理人、過戶登記代理人、投資經理人及次投資經理人）將維持不變。
- 三、旨揭變更須經金融監督管理委員會核准（「金管會」），目前本案尚經審核中，僅係配合境外基金機構訂定之全球統一公告日依法先行通知，此變更最終仍取決於金管會之核准。為反映前述變更，本基金之公開說明書將進行相應之修訂，本公司將依法更新及公告其中譯本。如 貴公司有任何問題，請不吝聯繫本公司。

謹鑑



美盛證券投資顧問股份有限公司

總經理：王心如

(中文節譯文僅供參考，與原文相較不盡完整或有歧異，如有疑義應以英文本為準)

(節譯文)

美盛全球系列基金
Riverside Two
Sir John Rogerson's Quay
Grand Canal Dock
Dublin 2, Ireland

2020年12月17日

本文件至關重要，需要台端的立即關注。如台端對所應採取之行動有任何疑問，應尋求獨立專業之建議。

此文件並非委託書表格，故無須台端進行投票。惟本文件至關重要，需要台端的關注。如台端對所應採取之行動有任何疑問，應向台端之投資顧問尋求建議。然而，除非您擬下單申購、買回或轉換美盛全球系列基金（下稱「本公司」）之股份，台端收到本文件後無須採取行動。

如台端已出售或轉換全部所持有之本公司股份，請立即交付本文件予買受人或受讓人，或儘速交付經手出售或轉讓之股票經紀商、銀行或其他機構，俾轉交予買受人或受讓人。

除本文件中另有定義外，所有本文件中所使用之英文大寫用語，應與本公司 2020 年 9 月 8 日版之公開說明書（合稱「公開說明書」）中所使用之英文大寫用語，具相同之意義。本公司之公開說明書、主要投資人資訊文件、章程及最新年度及半年度財務報告，得於正常營業時間向本公司註冊辦公室，或向本公司登記公開銷售區域之本公司當地代表機構（如附件 A 所載）免費索取。

請注意愛爾蘭中央銀行（下稱「中央銀行」）並未審閱本函。本公司之董事對本通知資訊之正確性承擔責任。

親愛的股東：

管理公司合併

鑒於台端為美盛全球系列基金（「本公司」）之股東，Legg Mason Investments (Ireland) Limited（「LMIL」，本公司之管理機構且為富蘭克林坦伯頓公司集團成員之一）之董事會謹通知台端，為提高富蘭克林坦伯頓集團歐洲跨境基金管理業務之行政效率，已

註冊辦公室：同上述

公司註冊編號：278601

子基金間責任分隔之傘型基金

董事：Joseph Carrier（美國）、Fionnuala Doris、Joseph Keane
Joseph LaRocque（美國）、Jaspal Sagger（英國）、Jane Trust（美國）

(中文節譯文僅供參考，與原文相較不盡完整或有歧異，如有疑義應以英文本為準)

決定對該歐洲跨境基金管理公司進行重組。擬進行重組之目的在於將設於美國之全球投資管理組織母公司 Franklin Resources, Inc (富蘭克林公司) 旗下子公司之架構重新調整於一致，此乃富蘭克林坦伯頓集團持續調整管理及公司治理一致性之一環。

LMIL 目前為本公司之管理公司 (即管理機構)。計劃將 LMIL 併入富蘭克林坦伯頓國際服務有限公司 (Franklin Templeton International Services S.à.r.l., 「FTIS」) (下稱「合併」)。該合併預計將於 2021 年 2 月 1 日進行 (下稱「生效日」)。本公司之管理公司將於生效日由 LMIL 變更為 FTIS。合併後，LMIL 在愛爾蘭之辦公室及人員，將以 FTIS 愛爾蘭分公司之名義營運。

合併對您的意義

除本通知所載之影響外，合併將不會對身為股東之台端產生任何其他後果。台端無需對合併採取任何行動。

具體而言，合併將不會影響本公司基金之整體特徵及風險概況，亦不會對既有股東之權益造成重大不利影響。本公司基金之營運及/或管理方式亦不會發生重大變更，且對股東亦無重大影響。合併後，LMIL 將在不進行清算之情況下解散，而 LMIL 之資產、負債及契約將依法成為 FTIS 之資產、負債及契約，LMIL 所管理之任何基金均無需採取任何行動。所有 LMIL 之員工將成為 FTIS 之員工。本公司將由與合併前相同之人員團隊管理，並受到相同的控管。此外，本公司基金之費用水平或管理成本亦將不會有所變動。所有本公司的服務提供機構 (如存託機構、行政管理人、過戶登記代理人、投資經理人及次投資經理人) 將維持不變。

基於此合併，未來股東得向 FTIS 要求應提供予股東之任何資訊，包括通知、公開說明書、主要投資人資訊文件、年度及半年度財務報告及任何其他資訊，且其將可持續於以下網站免費取得：<https://www.franklintempleton.lu/>。

此外，台端將在申請書表、行銷文件及股東信函中看到富蘭克林坦伯頓集團之標誌。

合併之成本

因合併而產生或附帶發生之成本及費用將由 FTIS 負擔，包括法律及行政成本。

FTIS 之重要資訊

FTIS 業經盧森堡主管機關金融監督委員會 (Commission de Surveillance du Secteur Financier) 授權為 UCITS 管理公司及另類投資基金經理人。FTIS 根據有關集合投資計

(中文節譯文僅供參考，與原文相較不盡完整或有歧異，如有疑義應以英文本為準)

畫之 2010 年 12 月 17 日盧森堡法律（其係為實施 2009/65/EU 指令及其修訂）所賦予之服務提供自由，在愛爾蘭提供管理公司之服務。其授權資本為 4,127,307.68 歐元，已認購、催繳及繳足股款之資本為 4,127,307.68 歐元。

FTIS 目前所管理之資產約為 760 億歐元，並管理約 20 個投資基金組織（包括 7 個 UCITS）。更多有關於 FTIS 之資訊可參 <https://www.franklintempleton.lu/>。

股份之買回

對於合併後不擬持有本公司基金之股東，得依本公司基礎公開說明書所載之通常買回程序買回其股份。在個別有適用之情形，買回股份將可能須依公開說明書支付遞延銷售手續費。

需要更多資訊？

如台端有任何問題，台端的富蘭克林坦伯頓代表將樂意協助。惟若台端需要投資方面之建議，請聯絡台端的分銷機構或財務顧問。

誠摯地，

(親簽)

董事

代表美盛全球系列基金

(中文節譯文僅供參考，與原文相較不盡完整或有歧異，如有疑義應以英文本為準)

附件 A

付款代理人及當地代表機構

針對台灣投資人：

總代理人

美盛證券投資顧問股份有限公司

台北市信義路 5 段 7 號

台北 101 大樓 55 樓之 1

台灣

(餘略)

LEGG MASON GLOBAL FUNDS PLC
Riverside Two
Sir John Rogerson's Quay
Grand Canal Dock
Dublin 2, Ireland

17 December 2020

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF YOU ARE IN ANY DOUBT AS TO THE ACTION YOU SHOULD TAKE YOU SHOULD SEEK INDEPENDENT PROFESSIONAL ADVICE.

This is not a proxy form and as such does not require you to vote. This document is important, however, and requires your attention. If you are in any doubt as to the action you should take, you should seek advice from your investment consultant. However, unless you wish to place an order to purchase, redeem or exchange shares of Legg Mason Global Funds Plc (the "Company"), you do not need to act following receipt of this document.

If you have sold or transferred all of your shares in the Company, 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.

Unless otherwise defined in this document, all capitalised terms have the same meaning as capitalised terms used in the Company's prospectuses dated 8 September 2020 (collectively, the "Prospectus"). Copies of the Prospectus, the key investor information documents, as well as the Constitution and the latest annual and semi-annual reports of the Company are available free of charge upon request during normal business hours from the registered office of the Company or from the local representatives of the Company in the jurisdictions in which the Company is registered for public distribution, as set out in Schedule A.

Please note that the Central Bank of Ireland (the "Central Bank") has not reviewed this letter. The Directors accept responsibility for the accuracy of this notice.

Dear Shareholder,

The Merger of Management Companies

We are writing to you as you are the Shareholder of Legg Mason Global Funds Plc (the "Company"). The board of directors of Legg Mason Investments (Ireland) Limited ("LMIL"), the manager of the Company and a member of the Franklin Templeton group of companies, would like to inform you that it has been decided to proceed with a restructuring of the European cross border fund management companies of Franklin Templeton with the aim of creating efficiencies in the administration of its European cross border fund management business. The proposed restructuring is intended to re-align the structure of the subsidiaries under Franklin Resources, Inc, the parent global investment management organisation in the US, as part of continuing alignment of the management and corporate governance at Franklin Templeton.

Registered Office: as above
Company Registration Number: 278601
An umbrella fund with segregated liability between sub-funds
Directors: Joseph Carrier (USA), Fionnuala Doris, Joseph Keane
Joseph LaRocque (USA), Jaspal Sagger (UK), Jane Trust (USA)

Currently, LMIL acts as management company (i.e. the Manager) to the Company. It is planned that LMIL will merge (the "Merger") into Franklin Templeton International Services S.a.r.l. ("FTIS"). It is expected that the Merger will take place on 1 February 2021 (the "Effective Date"). The management company of the Company will change from LMIL to FTIS on the Effective Date. After the Merger, LMIL's office and staff in Ireland will operate as an Irish branch of Franklin Templeton International Services S.a.r.l.

What the Merger means to You

Apart from the impacts set out in this notice, the Merger will not have any further consequences for you as a Shareholder. You are not required to take any action in relation to the Merger.

In particular, the Merger will not affect the overall features and risk profile of the funds of the Company, nor will they materially prejudice the rights or interests of existing Shareholders. There will also be no material change in the operation and/or manner in which the funds of the Company are being managed and no material effect on Shareholders. Following the Merger, LMIL will be dissolved without going into liquidation and the assets, liabilities and contracts of LMIL will become the assets, liabilities and contracts of FTIS by operation of law and without any action being required by any funds managed by LMIL. All employees of LMIL will become employees of FTIS. The Company will be managed by the same team of personnel and subject to the same controls as before the Merger. Furthermore, there will be no change in the fee level or cost in managing the funds of the Company. All service providers of the Company (such as the Depositary, Administrator and Transfer Agent as well as the Investment Managers and Sub-Investment Managers) will remain the same.

As a result of the Merger, any information addressed to Shareholders, including notices, the prospectus, the key investor information documents, the annual and semi-annual reports, as well as any other information may in the future be requested from FTIS and will continue to be available free of charge on the following website: <https://www.franklintempleton.lu/>.

In addition, you will notice the Franklin Templeton logo within application forms, marketing documents and shareholder correspondence.

Cost of the Merger

The costs and expenses incurred which arise from or are incidental to the Merger will be borne by FTIS including legal and administrative costs.

Key Information on FTIS

FTIS is authorised by the Luxembourg Regulator, Commission de Surveillance du Secteur Financier as a UCITS Management Company and as an Alternative Investment Fund Manager. FTIS provides management company services in Ireland under the freedom to provide services in accordance with the Luxembourg law of 17 December 2010 on undertakings for collective investments, implementing Directive 2009/65/EU, as amended. It has an authorised share capital of EUR 4,127,307.68 and allotted, called up and fully paid capital of EUR 4,127,307.68.

FTIS has currently app. EUR 76 billion assets under management and is managing about 20 investment fund structures (including 7 UCITS). Further information regarding FTIS can be found at <https://www.franklintempleton.lu/>.


Redemption of Shares

Shareholders who do not wish to remain in a fund of the Company following the Merger may redeem their Shares by following the usual redemption procedures as set out in the Main Prospectus of the Company. Where applicable, redemptions of Shares will be subject to a contingent deferred sales charge as set out in the Prospectus.

Need more information?

If you have any questions, your Franklin Templeton representative will be happy to help. However, if you need advice about your investment please contact your distributor or speak to a financial adviser.

Yours sincerely,



Director
For and on behalf of
Legg Mason Global Funds Plc

Schedule A
Paying Agents and Local Representatives

**FOR AUSTRIAN
INVESTORS:**

PAYING AGENT
UniCredit Bank Austria
AG
Schottengasse 6-8
1010 Vienna, Austria

**FOR LUXEMBOURG
INVESTORS:**

PAYING AGENT
J.P. Morgan Bank
Luxembourg S.A.
European Bank & Business
Centre
6, Route de Treves
L-2338 Senningerberg,
Luxembourg

**FOR GERMAN INVESTORS:
INFORMATION AGENT**

Franklin Templeton
Investment Services GmbH
P.O. Box 11 18 03
D-60053 Frankfurt am
Main, Germany

**FOR BELGIAN
INVESTORS:**

**FINANCIAL
SERVICES AGENT**
ABN AMRO Bank
N.V.
Kortrijksesteenweg
302
9000 Gent
Belgium

FOR SPANISH INVESTORS:

**REPRESENTATIVE
AGENT**
Allfunds Bank, S.A.
Calle Estafeta, 6 (La
Moraleja)
Edificio 3 – Complejo Plaza
de la Fuente
28109 Alcobendas
Madrid, Spain

FOR SWISS INVESTORS:

**SWISS
REPRESENTATIVE**
First Independent Fund
Services AG
Klausstrasse 33
CH – 8008 Zurich,
Switzerland
PAYING AGENT
NPB Neue Privat Bank AG
Limmatquai 1/am Bellevue
CH-8024 Zurich, Switzerland

**FOR FRENCH
INVESTORS:**

**CENTRALISING
CORRESPONDENT
AND PAYING
AGENT**
CACEIS Bank
1/3, Place Valhubert
75013 Paris, France

FOR SWEDISH INVESTORS:

PAYING AGENT
Skandinaviska Enskilda
Banken AB (publ)
Sergels Torg 2
SE-106 40 Stockholm,
Sweden

**FOR SINGAPORE
INVESTORS:**

**REPRESENTATIVE
AGENT**
Legg Mason Asset
Management Singapore Pte.
Limited
1 George Street, # 23-02
Singapore 049145

FOR UNITED KINGDOM INVESTORS:

FACILITIES AGENT

Legg Mason Investments (Europe) Limited
201 Bishopsgate
London EC2M 3AB,
United Kingdom

FOR GREEK INVESTORS:

PAYING AND REPRESENTATIVE AGENT

Alpha Bank
40, Stadiou Str.
10252 Athens
Greece

FOR MALTESE INVESTORS:

PAYING AGENT AND LOCAL REPRESENTATIVE

Jesmond Mizzi Financial Advisors Limited
67/3, South Street
Valetta VLT1105, Malta

FOR ITALIAN INVESTORS:

CORRESPONDENT BANK

BNP Paribas Securities Services (Milan)
Piazza Lina Bo Bardi, 3,
20124 Milan, Italy

PAYING AGENT AND INVESTOR RELATIONS MANAGER

Allfunds Bank S.A.
Via Bocchetto, 6
20123 Milan, Italy

PAYING AGENTS

State Street Bank GmbH Succursale Italia
Via Ferrante Aporti 10
20125 Milan, Italy

SGSS S.p.A.
Maciachini Center – MAC 2
Via Benigno Crespi 19/A
20159 Milan, Italy

FOR DANISH INVESTORS:

REPRESENTATIVE AGENT

Nordea Bank Danmark A/S
Strandgade 3
DK-0900 Copenhagen C,
Denmark

FOR TAIWAN INVESTORS:

MASTER AGENT

Legg Mason Investments (Taiwan) Ltd.
55th Floor-1, Taipei 101 Tower
No. 7 Xin Yi Road
Section 5, Taipei, 110
Taiwan

FOR HONG KONG INVESTORS:

REPRESENTATIVE AGENT

Legg Mason Asset Management Hong Kong Limited
Suites 1202-1203
12/F., York House
15 Queen's Road Central,
Hong Kong