



THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF IN DOUBT, PLEASE SEEK PROFESSIONAL ADVICE.

3 January 2025

Notice to the Hong Kong shareholders of abrdn SICAV II – Global Real Estate Securities Sustainable Fund

Dear Shareholder,

We are writing to inform you that the Board of Directors (the “**Board of Directors**”) of abrdn SICAV II (the “**Company**”) will apply to the Hong Kong Securities and Futures Commission (the “**SFC**”) to withdraw the authorisation of abrdn SICAV II – Global Real Estate Securities Sustainable Fund (the “**Fund**”), being a sub-fund of the Company and, subject to the approval of the SFC, the withdrawal of authorisation of the Fund in Hong Kong will take effect from 3 April 2025 (the “**Effective Date**”).

Capitalised terms used in this letter shall have the same meaning ascribed to them in the latest version of the Hong Kong Offering Documents of the Company unless the context otherwise requires.

1) Rationale for the withdrawal of authorisation

The Board of Directors has decided to seek withdrawal of authorisation of the Fund from the SFC in Hong Kong due to the lack of market demand from retail investors in Hong Kong for the Fund.

As at 30 November 2024, the net asset value of the Fund was approximately EUR 408.5 million.

2) Consequence of the withdrawal of authorisation

With effect from the Effective Date, the Fund will (i) cease to be authorised and regulated by the SFC in Hong Kong, (ii) no longer be required to comply with regulatory requirements in relation to SFC-authorized funds in Hong Kong including those stipulated under the SFC’s Code on Unit Trusts and Mutual Funds and (iii) will not be available for public distribution in Hong Kong. From the date of this notice, the Fund is no longer allowed to be marketed to the public in Hong Kong, save that the Fund may continue to accept subscriptions from existing holders by way of regular investment plans until the dealing day before the Effective Date, after which they will not be accepted. Subscription orders placed through intermediaries may be subject to an earlier deadline. As a result, shareholders should note that any documents in respect of the Fund including the Fund’s offering documents, product documentation and other marketing materials that are in the possession of shareholders in Hong Kong should be retained for personal use only and should not be circulated to the public in Hong Kong from the date of this notice.

3) Impact on shareholders

The withdrawal of authorisation will not affect the way the Company and the Fund are currently being managed. The management company of the Fund shall continue to manage the Fund in accordance with the applicable provisions of the Company’s offering documents and constitutive documents and with all applicable laws and regulations after the Effective Date. The Fund will continue to remain in existence and be subject to the supervision by the Commission de Surveillance du Secteur Financier

in Luxembourg after the Effective Date. There will be no change to the operation (e.g. investment objective, investment policy or dealing and administrative procedures) of the Company and the Fund.

The level of fees payable by the Company, the Fund and the shareholders as detailed in the current Hong Kong Offering Documents will remain unchanged.

The costs of the withdrawal of authorisation of the Fund will be borne by the Fund's management company, abrdn Investments Luxembourg S.A..

4) Options available for Hong Kong shareholders

(i) Take no action

Hong Kong shareholders would be able to remain invested in the Fund if they wish although the Fund will no longer be authorised and regulated by the SFC from the Effective Date onwards as described under the section "2) Consequence of the withdrawal of authorisation" above.

(ii) Redemption or switching of existing holdings in the Fund

Alternately, Hong Kong shareholders may switch¹ their investment into another SFC-authorized sub-fund² of the Company or redeem their shares in the Fund until 5:00 p.m. Hong Kong time on or before 2 April 2025, free of any applicable redemption or switching charges, in each case in accordance with the standard procedures described in the Hong Kong Offering Documents. Please note that although we will not impose any charges in respect of your redemption / switching instructions, your bank, distributor, financial adviser may charge you redemption / switching and/or transaction fees and may impose different dealing arrangements. You are advised to contact your bank, distributor or financial adviser should you have any questions.

(iii) Subscribe until Effective Date (for regular investment plans only)

Please note that the Fund may continue to accept subscriptions from existing holders by way of regular investment plans until the dealing day before the Effective Date, after which the subscriptions will not be accepted.

5) Hong Kong tax implications

Shareholders resident in Hong Kong will not be subject to any Hong Kong tax on capital gains realised on the redemption or switching of any shares in the Fund, except that Hong Kong profits tax may arise where the acquisition and realisation of shares in the Fund is or forms part of a trade, profession or business carried on in Hong Kong. The foregoing will remain applicable after the Effective Date.

Shareholders should seek independent advice on the taxation and other consequences of the changes affecting their investment.

6) Hong Kong Offering Documents

The Hong Kong Offering Documents of the Company will be updated to reflect the withdrawal of the authorisation of the Fund in due course. Hong Kong shareholders may inspect copies of the revised Hong Kong Offering Documents, free of charge during usual business hours on any weekday (Saturdays, Sundays and public holidays excepted) at the offices of the Hong Kong Representative (address below) or at www.abrdn.com/hk³.

¹ Investors should note that certain SFC-authorized sub-funds of the Company have been terminated / merged into other sub-funds, and are not available for switching. For details, please refer to the latest Hong Kong Offering Documents.

² SFC authorisation is not a recommendation or endorsement of a sub-fund nor does it guarantee the commercial merits of a sub-fund or its performance. It does not mean the sub-fund is suitable for all investors nor is it an endorsement of its suitability for any particular investor or class of investors.

³ Please note that the website has not been reviewed by the SFC.

Your Board of Directors accepts responsibility for the accuracy of the information contained in this letter. To the best of the knowledge and belief of your Board of Directors (who have taken reasonable care to ensure this is the case) the information contained in this letter is in accordance with the facts and does not omit anything likely to affect the importance of such information.

If you have any questions or would like any further information, please contact us at our registered office or at abr dn Hong Kong Limited, the Hong Kong Representative, whose office is at 30th Floor, LHT Tower, 31 Queen's Road Central, Hong Kong, Tel. 852 2103 4700.

Yours faithfully,

A handwritten signature in blue ink, appearing to read 'S. Kourou', is written over a light blue rectangular background.

For and on behalf of
the Board of Directors - abr dn SICAV II



此乃要件，請即處理。如有疑問，請徵詢專業意見。

2025 年 1 月 3 日

致安本基金 II - 環球房地產證券可持續基金香港股東的通告

尊敬的股東：

我們謹此致函通知閣下，安本基金 II（「本公司」）的董事會（「董事會」）將向香港證券及期貨事務監察委員會（「證監會」）提出申請，撤銷對安本基金 II - 環球房地產證券可持續基金（「本基金」，本公司的一隻附屬基金）的認可，而待證監會批准後，本基金於香港的認可將自 2025 年 4 月 3 日（「生效日期」）起撤銷。

除非文義另有所指外，否則本函件所用詞彙與本公司最新版的香港發售文件所賦予的含義相同。

1) 撤銷認可的理由

由於本基金缺乏來自香港零售投資者的市場需求，董事會已決定於香港向證監會尋求撤銷對本基金的認可。

截至 2024 年 11 月 30 日，本基金的資產淨值約為 4.085 億歐元。

2) 撤銷認可的後果

自生效日期起，本基金將(i)不再獲香港證監會認可及監管；(ii)毋須再遵守與香港證監會認可基金有關的監管規定，包括證監會《單位信託及互惠基金守則》的規定；及(iii)將不得在香港公開分銷。自本通告日期起，本基金不再獲准向香港公眾推銷，但本基金可繼續接受現有持有人透過定期投資計劃的認購，直至生效日期前的交易日為止，其後則將不再接受認購。經由中介機構下達的認購指令可能須遵守更早的截止時間。因此，股東應注意，自本通告日期起，本基金的任何文件，包括香港股東持有的本基金發售文件、產品文件及其他營銷材料，應僅留作私人使用，不應向香港公眾傳閱。

3) 對股東的影響

撤銷認可將不會影響本公司及本基金目前的管理方式。在生效日期後，本基金的管理公司將會繼續根據本公司的發售文件和公司章程文件的適用條文以及所有適用法律及法規管理本基金。在生效日期之後，本基金將繼續存在，並受盧森堡金融業監管委員會(Commission de Surveillance du Secteur Financier)監督。本公司及本基金的營運（例如投資目標、投資政策或交易及行政程序）將並無改變。

當前香港發售文件所詳述的本公司、本基金及股東應付的費用水平亦將維持不變。

撤銷本基金認可的成本將由本基金的管理公司 abrdn Investments Luxembourg S.A. 承擔。

4) 可供香港股東作出的選擇

(i) 不採取行動

儘管如上文「2) 撤銷認可的後果」一節所述，本基金自生效日期起將不再獲證監會認可及監管，但香港股東可按意願繼續投資於本基金。

(ii) 贖回或轉換於本基金的現有持股

另一方面，香港股東可根據香港發售文件所述的標準程序，在 2025 年 4 月 2 日或之前香港時間下午 5:00 時前將其投資轉換¹至本公司另一隻證監會認可附屬基金²或贖回其於本基金的股份，而不需要支付任何適用贖回或轉換費用。請注意，儘管我們不會就閣下的贖回／轉換指示收取任何費用，但閣下的銀行、分銷商、財務顧問可能會向閣下收取贖回／轉換及／或交易費用，並且可能實施不同的交易安排。如有任何疑問，請聯絡閣下的銀行、分銷商或財務顧問。

(iii) 直至生效日期前的認購（僅適用於定期投資計劃）

請注意，本基金可繼續接受現有持有人透過定期投資計劃的認購，直至生效日期前的交易日為止，其後則將不再接受認購。

5) 香港稅務影響

居於香港的股東將毋須就贖回或轉換本基金的任何股份時變現資本收益而繳納任何香港稅項，但若收購及變現本基金股份屬於或構成於香港從事的行業、專業或業務的一部份，則可能產生香港利得稅。在生效日期後，前文內容將仍然適用。

股東應就影響其投資的變動所帶來的稅務及其他後果尋求獨立意見。

6) 香港發售文件

本公司的香港發售文件將在適當時候更新，以反映撤銷本基金認可的事宜。香港股東可於任何工作日（星期六、星期日及公眾假期除外）的正常辦公時間內，在香港代表的辦事處（地址如下）或 www.abrdn.com/hk³免費查閱經修訂香港發售文件。

閣下的董事會對本函件所載資料的準確性承擔責任。據閣下的董事會所深知及確信（其已採取合理謹慎措施確保情況如此），本函件所載資料符合事實，且並無遺漏任何可能影響該等資料重要性的事項。

閣下如有任何疑問或如需任何進一步資料，請聯絡我們的註冊辦事處，或香港代表安本香港有限公司，其辦事處地址為香港中環皇后大道中 31 號陸海通大廈 30 樓，電話：852 2103 4700。

¹ 投資者應注意，本公司的若干證監會認可附屬基金已終止／合併至其他附屬基金，不可供轉換之用。詳情請參閱最新的香港發售文件。

² 證監會的認可並非對附屬基金作出推介或認許，亦不是對附屬基金的商業利弊或表現作出保證，更不代表附屬基金適合所有投資者，或認許其適合任何個別投資者或任何類別的投資者。

³ 請注意，該網站未經證監會審閱。



S. Kourou

為及代表
安本基金II 董事會

謹啟