

**MANULIFE PROVIDENT PLAN  
(the "Plan")**

**NOTICE TO EMPLOYERS AND MEMBERS**

**This notice is important. It requires your immediate attention. If you are in any doubt about the contents of this document, you should seek independent professional advice.**

**Changes relating to the designated fund of  
Morgan Stanley Investment Funds US Growth Fund (MPP)**

**I. Morgan Stanley Investment Funds US Growth Fund (MPP)**

Morgan Stanley Investment Funds US Growth Fund (MPP) (the "**Defined Contribution Fund**"), a constituent fund of the Plan, invests solely in the Morgan Stanley Investment Funds US Growth Fund ("**Designated Fund**"). The Designated Fund is a sub-fund of Morgan Stanley Investment Funds.

We have received a notice in respect of the Morgan Stanley Investment Funds dated 30 November 2018 (the "**MS Notice**") regarding the following (among others) changes relating to the Designated Fund, which will take effect from 1 January 2019 (the "**Effective Date**").

Currently the management company of the Designated Fund is Morgan Stanley Investment Management (ACD) Limited ("**Current Management Company**"). The management company of the Designated Fund will be replaced by MSIM Fund Management (Ireland) Limited ("**New Management Company**").

The New Management Company will delegate its investment management functions to Morgan Stanley Investment Management Limited to continue acting as the investment adviser of the Designated Fund, and Morgan Stanley Investment Management Inc. will continue to act as the sub-adviser of the Designated Fund.

According to the MS Notice, the change in management company will not affect or materially prejudice the rights or interests of existing investors of the Designated Fund. There will be no material change to the overall risk profile of the Designated Fund, nor in the operation and/or manner in which the Designated Fund is being managed and there will be no change in the fee structure, the fee level or cost in managing the Designated Fund.

**II. Amendments to the Explanatory Memorandum of the Plan**

To reflect the above changes, the Explanatory Memorandum of the Plan dated November 2016, as amended, (the "**Explanatory Memorandum**") is amended by a tenth addendum ("**Tenth Addendum**"). The description relating to the investment management arrangement of the Designated Fund in the Explanatory Memorandum will be amended and enhanced, as summarised below (new changes shown with track changes):

<b>Description of the investment management arrangement of the Designated Fund</b>
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"The Designated Fund is a sub-fund of Morgan Stanley Investment Funds. MSIM
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Fund Management (Ireland) Limited Morgan Stanley Investment Management (ACD) Limited is the management company of Morgan Stanley Investment Funds and its sub-funds (including the Designated Fund). The management company will provide investment management services, administrative agency, registrar and transfer agency services as well as marketing, principal distribution and sales services. It will in turn delegate ~~at all times~~ the investment management functions in respect of the Designated Fund to Morgan Stanley Investment Management Limited, the investment adviser of the Designated Fund. Certain functions in respect of the Morgan Stanley Investment Funds are also delegated by the management company to other service providers. Morgan Stanley Investment Management Inc. is the sub-adviser of the Designated Fund."

The amendments set out above will not affect the investment of the Defined Contribution Fund in the Designated Fund.

Employers and/or Members who are entitled to exercise investment choice and do not wish to be involved in the changes set out in this Notice ("**Changes**") may give instructions to change the investments (if any) of future employer contributions, future employee contributions, the Employer's Balance and the Member's Balance (whichever is applicable) from the Defined Contribution Fund to the other defined contribution funds available under the Plan, subject to the rules of their own scheme and without any fees or charges payable by Employers or Members for such instructions. Employers who wish to opt out from the Changes may cease participation in the Plan in accordance with the provisions of the Trust Deed.

The costs and expenses incurred by the Plan as a result of the Changes (other than the costs of printing and postage of this Notice and the Tenth Addendum which will not be borne by the Plan) will be borne by the Plan.

#### **For Further Information**

To obtain a copy of the latest Explanatory Memorandum, please visit <http://scpension.manulife.com.hk> or contact the Manulife Pension Services Hotline.

For further details about the designated funds of the Plan, including their investment objectives and policies, investment principles and investment restrictions (if applicable), risk factors, as well as other investment related information, please refer to the latest offering document of each designated fund. Copies of the offering documents are available by contacting the Manulife Pension Services Hotline.

Should you have any questions about the above matters, please contact the Manulife Pension Services Hotline on 3183 1717.

Manulife (International) Limited (Incorporated in Bermuda with limited liability)

24 December 2018