

Date: 16 December 2024

Dear Valued Customer,

RE: Unit Holders' Meeting of Manulife Global Resources Fund (the "Fund")

Thank you for investing with us.

We wish to notify you about the upcoming meeting of unit holders of the Fund (the "Meeting") to be held on:

Date: Wednesday, 22 January 2025 (the "Meeting Day")
Time: 11.00 a.m.
Venue: Room 3-02 M-Centre, 3rd Floor, Menara Manulife,
No. 6, Jalan Gelenggang, Damansara Heights, 50490 Kuala Lumpur

The purpose of this meeting is to consider and, if thought appropriate by the unit holders, to pass resolutions to, amongst others, replacement of the target fund and change of investment objective of the Fund. Please see the Notice of Meeting and Explanatory Notes attached for more details.

Important note:

- (a) You must hold units of the Fund as at the Meeting Day to be entitled to attend the Meeting.
- (b) If you have fully redeemed from/ switched out of the Fund before the Meeting Day, you will no longer be a unit holder of the Fund. As such, you won't be entitled to attend the Meeting even if you have received the Notice of Meeting.
- (c) Please be advised if you invest in the Fund through an Institutional Unit Trust Agent ("IUTA") which adopts the nominee system of ownership, you will not be considered as a unit holder under the Deed. Consequently, you will not have the right to vote at a unit holders' meeting as we will not have your particulars appear in our register of unit holders of the Fund.

If the Meeting is successfully held, you will be receiving another notification about the outcome of the Meeting. Otherwise, you will be receiving notice of an adjourned meeting.

Do reach out to your servicing agent or our Customer Service personnel at 03-2719 9271 if you require further information or clarification.

Thank you.

Yours sincerely,
Manulife Investment Management (M) Berhad,



Chong Soon Min (Jason)
Chief Executive Officer and Executive Director

MANULIFE GLOBAL RESOURCES FUND

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN for the convening of a meeting of the unit holders of the **Manulife Global Resources Fund** (hereinafter referred to as the “**Fund**”) by the manager of the Fund, Manulife Investment Management (M) Berhad (hereinafter referred to as the “**Manager**”), pursuant to Clause 17.3.1 of the deed dated 27 October 2009 as modified by the supplemental deed dated 11 November 2014 and the second supplemental deed dated 27 October 2022 governing the Fund (hereinafter referred to as the “**Deed**”).

The meeting will be held at **Room 3-02 M-Centre, 3rd Floor, Menara Manulife, No. 6, Jalan Gelenggang, Damansara Heights, 50490 Kuala Lumpur** on **Wednesday, 22 January 2025 at 11.00 a.m.** to consider and, if thought appropriate by the unit holders, to pass the following resolutions:

RESOLUTION 1

Replacement of the Manulife Global Fund – Global Resources Fund (“Target Fund”)

That, the Manager be and is hereby authorised to replace the Target Fund with Manulife Global Fund – Diversified Real Asset Fund and that FURTHER the Manager and/or the trustee of the Fund shall be authorised to do all such things necessary to give effect to the replacement of the Target Fund in accordance with the relevant laws, the guidelines and the provisions of the Deed.

RESOLUTION 2

Change of investment objective of the Fund

That, the Manager be and is hereby authorised to change the investment objective of the Fund as follows:

“The Fund aims to maximize return and generate income by investing in one (1) collective investment scheme with investment focus in real asset-related companies.”

and that FURTHER the Manager and/or the trustee of the Fund shall be authorised to do all such things necessary to give effect to the change of investment objective in respect of the Fund in accordance with the relevant laws, the guidelines and the provisions of the Deed.

RESOLUTION 3

Issuance of new classes of units in relation to the Fund

That, the Manager be and is hereby authorised to issue new classes of units in relation to the Fund, i.e. A(RM) Class, A(RM-Hedged) Class, A(USD) Class, A(SGD-Hedged) Class and such other additional classes of units as may be determined by the Manager from time to time and that FURTHER the Manager and/or the trustee of the Fund shall be authorised to do all such things necessary to give effect to the issuance of new classes of units in relation to the Fund in accordance with the relevant laws, the guidelines and the provisions of the Deed.

RESOLUTION 4

Change of base currency of the Fund

That, the Manager be and is hereby authorised to change the base currency of the Fund from Malaysian Ringgit to United States Dollar and that FURTHER the Manager and/or the trustee of the Fund shall be authorised to do all such things necessary to give effect to the change of base currency of the Fund in accordance with the relevant laws, the guidelines and the provisions of

the Deed.

The attention of the unit holders is drawn to the following provisions of the Deed:

Clause 17.4.1

- (a) *The quorum required for a meeting of the Unit Holders shall be five (5) Unit Holders, whether present in person or by proxy; however, if the Fund has five (5) or less Unit Holders, the quorum required for a meeting of the Unit Holders of the Fund shall be two (2) Unit Holders, whether present in person or by proxy.*
- (b) *If the meeting has been convened for the purpose of voting on a Special Resolution, the Unit Holders present in person or by proxy must hold in aggregate at least twenty-five per centum (25%) of the Units in circulation at the time of the meeting.*
- (c) *If the Fund has only one (1) remaining Unit Holder, such Unit Holder, whether present in person or by proxy, shall constitute the quorum required for the meeting of the Unit Holders.*

Clause 17.4.3

Every question arising at any Unit Holders' meeting shall be decided in the first instance by a show of hands unless a poll be demanded or, if it be a question which under this Deed requires a Special Resolution a poll shall be taken.

Clause 17.4.4

On a show of hands every Unit Holder who is present in person or by proxy shall have one vote.

Clause 17.4.5

Upon a poll every Unit Holder present in person or by proxy shall have one vote for every Unit held by him.

Clause 17.4.12

Every Unit Holder entitled to attend a meeting and to vote thereat may vote personally or by proxy. The proxy appointed need not be a Unit Holder. Where a Unit Holder is a company, the proxy may be any officer of such company appointed in the manner provided in section 147(3) of the Companies Act 1965 (now known as section 333(1) of the Companies Act 2016). The Manager or the Trustee may accept a certificate under section 147(5) of the Companies Act 1965 (now known as section 333(5) of the Companies Act 2016) as evidence of the proxy's appointment. The proxy may exercise on behalf of the company the same powers as the company could if it were a natural person and the company is to be taken to be a natural person present at the meeting in person.

Clause 17.4.13

In the case of Jointholders, any one of such Jointholders may vote either personally or by proxy as comprised in the jointholding, but if Jointholders are present at any meeting either personally or by proxy, the Jointholder whose name stands first in the Register shall alone be entitled to vote in respect thereof.

Clause 17.4.18

The instrument appointing a proxy shall be duly stamped, if required, and deposited at the office of the Manager not less than forty-eight (48) hours before the time appointed for the meeting or adjourned meeting as the case may be at which the person named in such instrument proposes to vote. For the avoidance of doubt, the instrument appointing a proxy shall be deemed to be deposited at the office of the Manager if it is sent by email or such other digital or electronic medium to the Manager at the email address or such other digital or electronic medium notified by the Manager in the notice of meeting or adjourned meeting, as the case may be.

Clause 17.4.19

A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy or the power of attorney or other authority under which the proxy was signed or the sale of Units in respect of which the proxy was given provided that no intimation in writing of such death, insanity, revocation or sale shall have been received at the place so appointed for the deposit of proxies or if no such place is appointed at the registered office of the Manager before the commencement of the meeting or adjourned meeting at which the proxy is used.

Clause 17.4.20

If within one (1) hour from the time appointed for the meeting a quorum is not present, the meeting if convened upon the request of Unit Holders shall be dissolved. In any other case, it shall stand adjourned to such day and time not being less than seven (7) days thereafter and to such place as may be appointed by the Chairman; at such adjourned meeting, the Unit Holders present in person or by proxy shall be the quorum for the transaction of business including the passing of Special Resolutions if the quorum prescribed by this Deed is not present after one (1) hour from the time appointed for the adjourned meeting.

Clause 17.4.21

At least seven (7) days' notice of any adjourned meeting of Unit Holders shall be given in the same manner as for an original meeting and such notice shall state that the Unit Holders present at the adjourned meeting whatever their number and the number of Units held by them will form a quorum for the adjourned meeting if the quorum prescribed by this Deed is not present after one (1) hour from the time appointed for the adjourned meeting.

Clause 17.4.24

For the avoidance of doubt, only those Unit Holders whose names are duly registered in the Register of Unit Holders as at the date notice of a Unit Holders' meeting is sent out shall be entitled to receive such notice, to attend such meeting and to vote thereat provided always that a Unit Holder who is for any reason whatsoever no longer a Unit Holder as at the date of the meeting shall not be entitled to so attend and to so vote.

Clause 17.4.26

Resolutions passed at a meeting of Unit Holders bind all Unit Holders whether or not they were present at the meeting at which the resolutions were passed. No objection may be made as to any vote cast unless such objection is made at the meeting.

Clause 21.1.1

A modification may be made to this Deed only by a deed, expressed to be supplemental to this Deed, entered into between the Manager and the Trustee and lodged by the Manager with the relevant authorities for registration.

Clause 21.1.2

Such supplemental deed shall be lodged for registration with:

- (a) a resolution of not less than two-thirds (2/3) of all the Unit Holders at a Unit Holders' meeting duly convened and held according to the provisions of this Deed sanctioning the proposed modification to this Deed; or*
- (b) a statement from the Manager and the Trustee certifying that in their opinion such modification, alteration or addition does not materially prejudice the interests of the Unit Holders and does not operate to release the Manager and the Trustee from any responsibility to the Unit Holders.*

Clause 21.1.4

Notwithstanding Clause 21.1.2, a supplemental deed proposing modification, alteration or addition to this Deed which:

- (a) affects any express restriction imposed by this Deed on the powers which the Manager and the Trustee or either of them would otherwise be able to exercise within the Act;*
- (b) would increase the maximum sales charge and annual Management Fee payable to the Manager, whether payment is out of the Fund or otherwise;*
- (c) would increase the maximum payment from the Fund to the Trustee by way of remuneration for the Trustee's services; or*
- (d) would effect any material change to the investment objectives of the Fund as set out in Fourth Schedule hereto;*

shall be submitted for registration accompanied by the resolution referred to in paragraph (a) of Clause 21.1.2.

An instrument of proxy is enclosed herewith and should, if used, be deposited at the office of the Manager at **13th Floor, Menara Manulife, No. 6, Jalan Gelenggang, Damansara Heights, 50490 Kuala Lumpur**, not later than **11.00 a.m.** on **Monday, 20 January 2025**. The instrument of proxy may also be deposited electronically by submitting the same to the Manager at **my_CustomerService@manulife.com** by the date and time mentioned above.

Resolution 1, Resolution 2, Resolution 3 and Resolution 4 must be approved by not less than two-thirds (2/3) of all the unit holders present and voting at the meeting in person or by proxy. The results of the voting will be declared by the chairman of the meeting or in such manner as the chairman of the meeting may direct.

Please note that an institutional unit trust scheme adviser (“**IUTA**”) who holds units in the Fund is the only person recognised as the unit holder. The Manager does not recognise the investors/beneficiaries of the IUTA and the IUTA shall be responsible for managing these investors/beneficiaries.

Dated: 16 December 2024

For and on behalf of the Manager,
MANULIFE INVESTMENT MANAGEMENT (M) BERHAD,



CHONG SOON MIN (JASON)
Chief Executive Officer

Encl: Form of Proxy and Explanatory Notes
cc.: 1. HSBC (Malaysia) Trustee Berhad
2. Securities Commission Malaysia

MANULIFE GLOBAL RESOURCES FUND (“FUND”)

**THE MANAGER’S EXPLANATORY NOTES IN RESPECT OF THE RESOLUTIONS
PROPOSED FOR THE UNIT HOLDERS’ MEETING TO BE HELD ON THE
22 JANUARY 2025**

1. Resolution 1

1.1 The Fund is a feeder fund which is investing at least 85% of its net asset value (“NAV”) in share class I3 Acc of the Manulife Global Fund – Global Resources Fund (“**Target Fund**”).

1.2 The Manager has been informed by the board of directors of Manulife Global Fund (“**Board**”), the company of the Target Fund of the proposed merger of the Target Fund into Manulife Global Fund – Diversified Real Asset Fund (“**Proposed Replacement Target Fund**”) (“**Proposed Merger**”).

1.3 The Board is of the view that the Proposed Merger will provide the shareholders of the Target Fund, including the Fund (“**Shareholders**”) with a more competitive investment offering that will better meet the Shareholders’ needs and objective. The Proposed Replacement Target Fund has a wider investment universe, and primarily invests in companies with significant business interests in real asset-related sectors and industries, including listed equity and equity-related securities of companies in global resources sectors which are the primary investment of the Target Fund. As such, the Proposed Merger will provide the Shareholders with the benefit of investing in a broader range of assets and a more diversified strategy under the Proposed Replacement Target Fund, which is not constrained to investing only in the global resources sectors. The Shareholders will therefore benefit from a greater diversification of investments and in particular, be subject to lesser exposure to the volatility risk associated with investing in global resources sectors after the Proposed Merger.

Further, by combining the portfolios and assets under management of the Target Fund and the Proposed Replacement Target Fund into a single sub-fund, the Proposed Merger is expected to benefit the Shareholders as it will create a larger pool of assets which enable the investment manager to manage the assets in a more efficient and effective manner. The Proposed Merger is expected to generate economies of scale from a fund management perspective, that may result from lower operating and administrative expenses arising from an increased size of assets under management in the longer term.

1.4 In view of the aforesaid, the Manager is proposing to replace the Target Fund with the Proposed Replacement Target Fund.

1.5 A comparison between the Target Fund and the Proposed Replacement Target Fund is as shown below:

	Target Fund	Proposed Replacement Target Fund
Investment Manager(s)	Manulife Investment Management (US) LLC (“ Investment Manager ”)	<ul style="list-style-type: none"> • Manulife Investment Management (US) LLC • Manulife Investment Management (Hong Kong) Limited (each as a “ Co-Investment Manager ”)
Sub-Investment Manager	N/A	Manulife Investment Management Limited

	Target Fund	Proposed Replacement Target Fund
Launch Date	29 January 2007	The Proposed Replacement Target Fund is currently unlaunched.
Base Currency	United States Dollar (“USD”)	USD
Investment Objective	<p>The Target Fund has, as its primary objective, the provision of long term capital growth for those who hold a long term investment view and who are prepared to accept significant fluctuations in the value of their investments in order to achieve long term returns. It is intended that the investments will be made on a diversified basis. The underlying investment portfolio will mainly consist of equity and equity related securities of companies involved in global resources such as gas, oil, coffee, sugar and related industries throughout the world and which are listed on any stock exchange. The Target Fund may invest in companies which derive a significant portion of their earnings from business activities in global resources sectors. The remaining assets of the Target Fund may include bonds and deposits.</p>	<p>The Proposed Replacement Target Fund aims to maximize inflation-adjusted return (primarily relative to United States inflation) and generate income over the long term by investing primarily in a diversified portfolio of securities issued by companies operating within or generating a significant portion of their revenues from the sourcing, development, processing and/or management of real assets.</p>
Investment Policy	<p>The Target Fund normally invests at least 70% of its net assets in the equity and equity related securities of companies within the natural resources sector. Consistent with its investment objective, the Target Fund may invest internationally in the various industries of the natural resource sector, such as hydrocarbon, precious metals, and basic products. Such equity and equity related securities include common stocks, preferred stocks and depositary receipts.</p> <p>While the Target Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Target Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country and in issuers of any market</p>	<p>To meet its objective, the Proposed Replacement Target Fund will invest at least 70% of its net assets in the transferable equity, equity related, fixed income and/or fixed income related securities of companies with significant business interests in real asset-related sectors and industries. Such real asset-related sectors and industries include, but are not limited to, real estate, infrastructure, energy, materials, metals and mining, timber, water, agriculture and commodities. The companies in question may be located, listed or traded in any country, including the emerging markets, and may be of any market capitalization. The remaining assets of the Proposed Replacement Target Fund may be invested in inflation-linked fixed income and/or fixed income related</p>

	Target Fund	Proposed Replacement Target Fund
	<p>capitalisation. Hence, the Target Fund may invest more than 30% of its net assets in issuers located in any of the United States and Canada.</p> <p>In selecting investments, the Investment Manager applies a “top-down” approach to look for the optimal sector allocation and a “bottom-up” approach to look for companies with sound fundamentals. As part of the top-down approach, the Investment Manager evaluates the global macro-economic environment, including current natural resources supply and demand fundamentals; short-term opportunities or risks; and the development and application of new technologies in the medium-term. For its bottom-up selection strategy, the Investment Manager looks at a company’s management and strategy, cost structure, growth potential and geographic presence. Additionally, the Investment Manager also considers historical, current and forecasted valuation, valuation multiples to earnings and cash flow, current and expected net-asset-value, balance sheet quality, working capital needs and overall profitability measured by returns on invested capital.</p> <p>As the Investment Manager puts these two processes together, it can select securities that it believes meet the Target Fund’s investment objective. The Investment Manager will regularly review its security selection process and its forecast to keep current with changing market conditions.</p> <p>It is not the intention of the Target Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit</p>	<p>securities issued by any government entity or company globally and cash and/or cash equivalents.</p> <p>Equity and equity-related securities may include common stocks, preferred stocks, convertible securities (including convertible bonds and/or debentures) which may be converted into such equity instruments, depositary receipts and real estate investment trusts (“REITs”). The Proposed Replacement Target Fund may invest 30% or more of its net assets in REITs. Fixed income and fixed income related securities include but are not limited to bonds, commercial paper, short-term bills, certificate of deposits and negotiated term deposits, and may be issued by governments, agencies, supranationals and corporate issuers.</p> <p>The asset allocation of the Proposed Replacement Target Fund will change according to the Co-Investment Managers’ views of fundamental economic and market conditions and investment trends across the world, taking into consideration factors such as liquidity, costs, timing of execution, relative attractiveness of individual securities and issuers available in the market.</p> <p>While the Proposed Replacement Target Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Proposed Replacement Target Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector and in issuers of any market capitalisation. Hence, the Proposed Replacement Target Fund may invest more than 30%</p>

	Target Fund	Proposed Replacement Target Fund
	<p>rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).</p> <p>The Target Fund pursues an actively managed investment strategy and uses the 33.33% FTSE Gold Mines TR USD + 33.33% MSCI World Energy NR USD + 33.33% MSCI World Materials NR USD indices as benchmarks for performance comparison purposes only. The Investment Manager will invest in an unconstrained manner, relative to the benchmarks, under normal market conditions and has the discretion to invest in securities not included in the benchmarks. From time to time, depending on market conditions and the Investment Manager's forward-looking expectations, the Target Fund's investment strategy may invest in a universe of securities that are similar to that of the constituents of and, as a result, have characteristics similar to the benchmarks.</p>	<p>of its net assets in issuers located in the United States.</p> <p>The Proposed Replacement Target Fund will invest less than 30% of its net assets in fixed income and fixed income related securities rated lower than investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch) or if unrated, determined to be of comparable quality. For the purpose of the Proposed Replacement Target Fund, "unrated" debt securities refer to debt securities which neither the securities nor their issuers have a credit rating.</p> <p>The Proposed Replacement Target Fund may also invest directly in certain China A-Shares listed on the Shanghai Stock Exchange or the Shenzhen Stock Exchange via Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect respectively (collectively, "Stock Connect"). In any event where the Proposed Replacement Target Fund invests in China A-Shares, it is expected that the Proposed Replacement Target Fund will hold less than 30% of its net assets in China A-Shares. The Proposed Replacement Target Fund may also invest up to 10% of its net assets in fixed income securities, denominated in any currency, that are circulated in the China Interbank Bond Market via Bond Connect.</p> <p>It is not the intention of the Proposed Replacement Target Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).</p>

	Target Fund	Proposed Replacement Target Fund
		<p>In times of extreme market volatility or during severe adverse market conditions, the Co-Investment Managers may temporarily hold a substantial portion (up to 40%) of the Proposed Replacement Target Fund's assets in cash or cash equivalents, or invest in short-term money market instruments for the preservation of the value of the assets in the investment portfolio.</p> <p>The Proposed Replacement Target Fund does not compare its performance against nor is it managed in reference to any benchmark. It may freely select the securities in which it will invest.</p>
Specific Risk Factors	<ul style="list-style-type: none"> • Changes resulting from the United Kingdom's exit from the European Union; • Natural Resources Sector Risk; • Small-Cap / Mid-Cap Risks; • Currency Risks; • Liquidity and Volatility Risks; • Taxation Risk; and • Financial Derivative Instruments ("FDI") Risks. 	<ul style="list-style-type: none"> • Risk Relating to Active Asset Allocation Strategy; • Risk Relating to Real Assets; • Concentration Risk; • Emerging Markets Risks; • Political and Regulatory Risks; • Risks Associated with Investment in REITs; • Currency Risks (including RMB Currency and Conversion Risks); • Liquidity and Volatility Risks; • Small-Cap / Mid-Cap Risks; • Rating of Investment Risk; • Bond Funds; • Convertible Securities Risks; • Mainland China Investment Risks; • Mainland China Tax Risks; • Risks Associated with Investments via the Stock Connect; • Risks Associated with Investments via the Bond Connect; • Taxation Risk; and • FDI Risks.
Permissible Concentrations	While the Target Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Target Fund is not otherwise subject to any limitation on the	While the Proposed Replacement Target Fund will invest in accordance with its investment objective and strategy, subject to applicable laws and regulations, the Proposed Replacement

	Target Fund	Proposed Replacement Target Fund
	portion of its net assets that may be invested in any one country and in issuers of any market capitalisation. Hence, the Target Fund may invest more than 30% of its net assets in issuers located in any of the United States and Canada.	Target Fund is not otherwise subject to any limitation on the portion of its net assets that may be invested in any one country or sector and in issuers of any market capitalisation. Hence, the Proposed Replacement Target Fund may invest more than 30% of its net assets in issuers located in the United States.
Denomination of Investments	The Target Fund's investments may be denominated in any currency.	The Proposed Replacement Target Fund's investments may be denominated in any currency.
Below Investment Grade Sovereign Debt	It is not the intention of the Target Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).	It is not the intention of the Proposed Replacement Target Fund to invest more than 10% of its net assets in securities issued, or guaranteed, by any single sovereign (including the relevant government, public or local authority) which has a credit rating that is below investment grade (i.e. below Baa3 by Moody's or BBB- by Standard & Poor's or Fitch).
Securities Lending, Repurchase, Reverse Repurchase, and similar Over-the-Counter transactions	The Target Fund does not currently intend to enter into securities lending, repurchase, reverse repurchase, and similar over-the-counter transactions.	The Proposed Replacement Target Fund does not currently intend to enter into securities lending, repurchase, reverse repurchase, and similar over-the-counter transactions.
Financial Derivative Instruments	The Target Fund may use FDIs for investment, efficient portfolio management and/or hedging purposes. The major FDIs which may be used by the Target Fund for such purposes include, but are not limited to, warrants, futures, options, forwards and other derivative instruments or contracts.	The Proposed Replacement Target Fund may use FDIs for investment, efficient portfolio management and/or hedging purposes. The major FDIs which may be used by the Proposed Replacement Target Fund for such purposes include, but are not limited to, warrants, options, futures, swaps and forwards.
Global Exposure Calculation	Commitment Approach	Commitment Approach

For more information relating to the Proposed Replacement Target Fund, unit holders may contact the Manager.

- 1.6 If passed at the meeting, this resolution will give the Manager the authority to replace the Target Fund with the Proposed Replacement Target Fund and that FURTHER the Manager and/or the trustee of the Fund will be authorised to do all such things necessary to give effect to the replacement of the Target Fund in accordance with the relevant laws, the guidelines and the provisions of the Deed.

- 1.7 If this resolution is not passed at the meeting, the Manager would have to redeem all the Fund's investments in the Target Fund before 23 May 2025 and the redemption proceeds received from the Target Fund can only be invested in liquid assets. In this regard, the Manager intends to exercise its right under the Deed to terminate the Fund ("**Termination**").

Pursuant to Clause 12.2.1A of the Deed, the Manager may, in consultation with the trustee of the Fund, terminate the Fund without having to obtain the prior approval of the unit holders if (i) the Fund size is below such amount as the Manager and the trustee of the Fund may jointly deem it to be uneconomical for the Manager to continue managing the Fund, and (ii) the Termination is in the best interest of unit holders. A prior notice of the Termination will be given to the unit holders by the Manager in accordance with the requirements of the Guidelines of Unit Trust Funds.

2. Resolution 2

- 2.1 Following the passing of resolution 1, and subject to the registration of the supplemental deed by the Securities Commission Malaysia, the Manager is proposing for the following changes to be made to the investment objective of the Fund:

Item	Current disclosure	Proposed disclosure
Investment Objective of the Fund	The Fund invests in the Manulife Global Fund - Global Resources Fund (" MGF-GRF ") and aims to achieve long term capital growth through equities and equity-related investments of companies involved in resources such as gas, oil, coffee, sugar and related industries globally which are listed on any stock exchange.	The Fund aims to maximize return and generate income by investing in one (1) collective investment scheme with investment focus in real asset-related companies.

- 2.2 If passed at the meeting, this resolution will give the Manager the authority to change the investment objective of the Fund and that FURTHER the Manager and/or the trustee of the Fund shall be authorised to do all such things necessary to give effect to the change of investment objective in respect of the Fund in accordance with the relevant laws, the guidelines and the provisions of the Deed.

3. Resolution 3

- 3.1 Currently, the units of the Fund are only available for sale to investors in Malaysian Ringgit ("**RM**").
- 3.2 The Manager intends to establish new classes of units to be denominated in RM, USD and Singapore Dollar ("**SGD**") in relation to the Fund and such other additional classes of units as may be determined by the Manager from time to time.
- 3.3 The issuance of the new classes of units, i.e. A(RM) Class, A(RM-Hedged) Class, A(USD) Class and A(SGD-Hedged) Class of the Fund will be beneficial for unit holders and new investors as an additional avenue for investments into the Fund as unit holders and new investors will have the option to invest in the Fund via the A(RM) Class, A(RM-Hedged) Class, A(USD) Class or A(SGD-Hedged) Class.
- 3.4 If passed at the meeting, the existing unit holders of the Fund will be designated to A(RM) Class when the A(RM) Class, A(RM-Hedged) Class, A(USD) Class and A(SGD-Hedged) Class are launched. The existing unit holders of the Fund are advised to contact the

servicing adviser or servicing agent if they intend to switch their units into other classes of units of the Fund.

3.5 The salient information in relation to the new classes of units of the Fund is as follows:

	Classes Application Mode	A(RM) Class	A(RM-Hedged) Class	A(USD) Class	A(SGD-Hedged) Class
Initial Offer Price		Prevailing NAV per unit	RM 0.5000	USD 0.5000	SGD 0.5000
Minimum Initial Investment	Walk-in/ Hardcopy	RM2,000.00	RM2,000.00	USD2,000.00	SGD2,000.00
	Online Transaction	RM200.00	RM200.00	Not available	Not available
Minimum Additional Investment	Walk-in/ Hardcopy	RM1,000.00	RM1,000.00	USD1,000.00	SGD1,000.00
	Online Transaction	RM100.00	RM100.00	Not available	Not available
Minimum Holdings of Units		1,000 units	1,000 units	1,000 units	1,000 units

3.6 If passed at the meeting, this resolution will give the Manager the authority to issue new classes of units in relation to the Fund and that FURTHER the Manager and/or the trustee of the Fund shall be authorised to do all such things necessary to give effect to the issuance of new classes of units in relation to the Fund in accordance with the relevant laws, the guidelines and the provisions of the Deed.

4. Resolution 4

4.1 Currently, the base currency of the Fund is RM.

4.2 The Manager is proposing to change the base currency of the Fund to USD to:

- (i) mitigate the impact of the exchange rate movement between (a) the base currency of the Fund, (b) the base currency of the Target Fund, which is USD, and (c) the underlying investments of the Proposed Replacement Target Fund which may not be denominated in USD; and
- (ii) enable the Manager to invest the assets of the Fund from the USD perspective while offering other currency classes.

4.3 If passed at the meeting, this resolution will give the Manager the authority to change the base currency of the Fund and that FURTHER the Manager and/or the trustee of the Fund shall be authorised to do all such things necessary to give effect to the change of the base currency of the Fund in accordance with the relevant laws, the guidelines and the provisions of the Deed.

5. Consequential Amendments

5.1 In addition to the changes as set out in paragraphs 1 to 4 above, the following information in relation to the Fund will also be changed subject to the registration of the supplementary or replacement master prospectus in respect of the Fund by the Securities Commission Malaysia:

- (i) The name of the Fund will be changed as follows:

Manulife Diversified Real Asset Fund or any other name as may be determined by the Manager.

- (ii) The information in relation to the benchmark of the Fund will be changed as follows:

The Target Fund does not compare its performance against, nor is it managed in reference to any benchmark. It may freely select the securities in which it will invest.

As such, the Fund's performance will not be measured against any benchmark.

- (iii) The permitted investments of the Fund will be changed as follows:

The Fund may invest in the following investments:

- (a) units or shares of one (1) collective investment scheme;
- (b) money market instruments (including fixed income securities which have a remaining maturity period of not more than 365 days);
- (c) deposits with any financial institutions;
- (d) derivatives for hedging purposes only; and
- (e) any other form of investments as may be permitted by the Securities Commission Malaysia from time to time.

- 5.2 The changes as set out in paragraphs 1 to 5.1 above will be reflected in the deed and/or master prospectus in respect of the Fund by way of issuance of a supplemental deed and a supplementary or a replacement master prospectus.

**MANULIFE GLOBAL RESOURCES FUND
FORM OF PROXY**

I/We (block letters, please) (NRIC No.:/ Registration No.:) being a unit holder ofunits in the Manulife Global Resources Fund hereby appoint the chairman of the meeting* /.....* (NRIC No.....) or failing him/her, the chairman of the meeting, to be my/our proxy to vote for me/us and on my/our behalf at the meeting of unit holders to be held at **Room 3-02 M-Centre, 3rd Floor, Menara Manulife, No. 6, Jalan Gelenggang, Damansara Heights, 50490 Kuala Lumpur on Wednesday, 22 January 2025 at 11.00 a.m.** and at any adjournment thereof. My/our said proxy has my/our instructions to vote as indicated with an “X” or “✓” in respect of the following resolutions set out below:

	RESOLUTIONS	FOR	AGAINST
1.	<p>Replacement of the Manulife Global Fund – Global Resources Fund (“Target Fund”)</p> <p>That, the Manager be and is hereby authorised to replace the Target Fund with Manulife Global Fund – Diversified Real Asset Fund and that FURTHER the Manager and/or the trustee of the Fund shall be authorised to do all such things necessary to give effect to the replacement of the Target Fund in accordance with the relevant laws, the guidelines and the provisions of the Deed.</p>		
2.	<p>Change of investment objective of the Fund</p> <p>That, the Manager be and is hereby authorised to change the investment objective of the Fund as follows:</p> <p style="padding-left: 40px;">“The Fund aims to maximize return and generate income by investing in one (1) collective investment scheme with investment focus in real asset-related companies.”</p> <p>and that FURTHER the Manager and/or the trustee of the Fund shall be authorised to do all such things necessary to give effect to the change of investment objective in respect of the Fund in accordance with the relevant laws, the guidelines and the provisions of the Deed.</p>		
3.	<p>Issuance of new classes of units in relation to the Fund</p> <p>That, the Manager be and is hereby authorised to issue new classes of units in relation to the Fund, i.e. A(RM) Class, A(RM-Hedged) Class, A(USD) Class, A(SGD-Hedged) Class and such other additional classes of units as may be determined by the</p>		

Notes:

- 1. This form of proxy must be deposited at the Manager's office at 13th Floor, Menara Manulife, No. 6, Jalan Gelenggang, Damansara Heights, 50490 Kuala Lumpur not later than **11.00 a.m. on Monday, 20 January 2025**. This form of proxy may also be deposited electronically by submitting the same to the Manager at **my_CustomerService@manulife.com** by the date and time mentioned above.*
- 2. In the case of jointholders, any one of such jointholders may vote either personally or by proxy as comprised in the jointholding, but if jointholders are present at any meeting either personally or by proxy, the jointholder whose name stands first in the register shall alone be entitled to vote in respect thereof.*
- 3. Where a company is a unit holder, the proxy may be any officer of such company appointed in the manner provided in section 333(1) of the Companies Act 2016.*