

Wellington Luxembourg S.à r.l
Société à responsabilité limitée
Registered Office: 33, Avenue de la Liberté
L-1931 Luxembourg
R.C.S. Luxembourg B. 37.861
(the “Management Company”)

Notice to the Unitholders of Wellington Management Funds (Luxembourg) (the “Umbrella Fund”)

Thursday 7th March 2024

Dear Unitholder,

The board of managers of the Management Company (the “**Board**”) is writing to advise and inform you of a number of changes and clarifications that are being made to the prospectus of the Umbrella Fund (the “**Prospectus**”) as further described below. Capitalised terms not defined herein have the same meaning as ascribed to them in the Prospectus.

I. Update to the sustainability risk disclosure in the Chapter the *Risk Factors*

The Sustainability Risk disclosures in the Chapter the *Risk Factors* of the Prospectus has been updated to more accurately describe the approach taken by the Investment Manager when assessing Sustainability Risk, as well as providing an updated list of sustainability risks being actively managed by the Investment Manager. The Sustainability Risk disclosure included in the supplement of each Article 8 and 9 SFDR product has thus also been amended to list the most relevant Sustainability Risks to each of these products.

For the avoidance of doubt, this change will not impact (i) the way the Funds are being managed, (ii) the composition of their respective portfolio characteristics, (iii) their respective risk profile, nor (iv) the level of fees borne by the unitholders of the Funds.

II. Appointment of Wellington Management Company LLC as Investment Manager

The below Funds will have a change to the appointed Investment Manager to make Wellington Management Company (“**WMC**”) the main Investment Manager entity for all Funds of the Umbrella Fund. For each Fund below, the current Investment Manager entity, *i.e.* Wellington Management Singapore Pte Limited, will be appointed by WMC as sub-Investment Manager to ensure the continuity of investment management for each Fund.

- Wellington Asian Opportunities Fund; and
- Wellington Asia Technology Fund.

For the avoidance of doubt, this change will not impact (i) the way the Fund is being managed, (ii) the composition of its portfolio characteristics, (iii) its risk profile, nor (iv) the level of fees borne by the unitholders of the Fund.

III. Updates to Article 4 *The Depositary* of the Management Regulations and *Termination* Sub-Section of *The Depositary* section of the Prospectus

Article 4 of the Management Regulations will be amended with regards to the provisions of termination of the Depositary. In accordance with recent changes to applicable Luxembourg law, the 2 months replacement period for a new depositary to be appointed in case of termination of the Depositary’s appointment will be removed.

As such, the wording will be amended as follows:

“Termination is, however, subject to the condition that a new depositary bank, ~~who is required to be appointed in principle within two (2) months,~~ assumes the responsibilities and functions of depositary under Luxembourg law. As required by applicable law, the Depositary is not permitted to retire unless and until a successor Depositary has been appointed. In addition, the Depositary’s appointment will continue for such further period as may be necessary for the transfer of all assets of the Umbrella Fund to the new depositary bank.”

The sub-section *Termination* within *The Depositary* section of the Prospectus will be amended accordingly.

IV. Updates to the Article 8 *Suspension of the valuation of the total net assets and of the issue, conversion and redemption of Units* of the Management Regulations and sub-section *Suspension of the valuation of the total net assets and of the issue, conversion and redemption of Units* of the Prospectus

Article 8 of the Management Regulations will be amended to clarify that the calculation of the net asset value of the Units may be suspended in force majeure events and cyber-attacks in addition to the other outlined circumstances outlined. The second bullet point of the list of circumstances will be amended as detailed below:

“Suspension of the valuation of the total net assets and of the issue, conversion and redemption of Units

The Management Company may temporarily suspend the calculation of the total Net Asset Value and hence the issue, conversion and redemption of Units for one or more Funds when:

[...]

- force majeure events, cyber-attacks, political, economic, military or other emergencies beyond the control, liability and influence of the Management Company render the disposal of such fund’s assets impossible under normal conditions or such disposal could be detrimental to the interests of the Unitholders;”*

Article 8 of the Management Regulations will be amended to clarify that the subscription and redemptions of Units will be prohibited in the case where there is no depositary or it is under winding up processes. The following paragraph will be included:

“The issue and redemption of Units shall be prohibited:

- during the period in which the Umbrella Fund does not have a Depositary;*
- where the Depositary is put into liquidation or declared bankrupt or seeks an arrangement with creditors, a suspension of payment or a controlled management or is the subject of similar proceedings.”*

The sub-section *Suspension of the valuation of the total net assets and of the issue, conversion and redemption of Units* of the Prospectus will be amended to reflect the changes stated above accordingly.

In addition, this Prospectus’ sub-section will be updated to clarify that the relevant Fund will bear any costs resulting from the suspension. The Investment Manager may have begun trading on a subscription, conversion or redemption orders in advance of the suspension, and those trades may need to be reversed at a loss to the Fund which will be borne by the existing Unitholders of the Fund

“Any trading losses incurred due to the suspension will be borne out of the assets of the Fund. In particular, but without limitation, the Investment Manager may have begun trading on a subscription, conversion or redemption order in advance of the suspension; this may involve the trades being reversed at a loss to the Fund which will be borne by the existing Unitholders of the Fund.”

V. Update to the *Institutional Investor’s* definition

The definition of an Institutional Investor has been updated to provide greater clarification regarding the categories of entities that can qualify as institutional investors. The definition now includes a list of categories to aid transparency vis-à-vis investors.

For the avoidance of doubt, this change will not impact (i) the way the Funds are being managed, (ii) the composition of their respective portfolio, (iii) their respective risk profile, nor (iv) the level of fees borne by the unitholders of the Funds.

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VI. Update to the definition of Valuation Point

The definition will be amended to clarify the point in time when the Fund's investments are valued. The definition of the Valuation Point will be amended as follows:

"Valuation Point means the ~~close of business~~ point in time when a Fund's investments are valued and the Net Asset Value of the Fund is determined. The valuation point is 4:00 pm New York time on the relevant Business Day (or such other time as may be specified in the relevant supplement)."

For the avoidance of doubt, this change will not impact (i) the way the Funds are being managed, (ii) the composition of their respective portfolio, (iii) their respective risk profile, nor (iv) the level of fees borne by the unitholders of the Funds.

VII. Update of the Dealing Deadline and Settlement Date of the Wellington Asia Technology Fund

The Dealing Deadline for the Fund will change to T Day and the Settlement Date for payment of Units and payment of redemptions proceeds of the Fund will change from two Business Days following the relevant Dealing Day (T+2) to three Business Days following the relevant Dealing Day (T+3).

For the avoidance of doubt, this change will not impact (i) the way the Funds are being managed, (ii) the composition of their respective portfolio characteristics, (iii) their respective risk profile, nor (iv) the level of fees borne by the unitholders of the Funds.

VIII. Launching of a E Unit Class in Wellington Global Opportunities Equity Fund

The Wellington Global Opportunities Equity Fund will now offer E unit classes.

IX. Update to the definition of *Dealing Day / Non-Dealing Day* for Wellington Asia Technology Fund, Wellington Asian Opportunities Fund and Wellington Emerging Markets Research Equity Fund

The definition will be updated to clarify that a Non-Dealing Day will not be called automatically in the context of an unexpected closure of a named bank or exchange. If the closure is expected as per the Holiday Calendar, then a Non-Dealing Day will be called. If the closure is at short notice and the operations of the relevant Fund are impacted, then a Non-Dealing Day may be called at the discretion of the Board.

For the avoidance of doubt, this change will not impact (i) the way the Funds are being managed, (ii) the composition of their respective portfolio, (iii) their respective risk profile, nor (iv) the level of fees borne by the unitholders of the Funds.

Please be informed that the above changes under point III, IV, VII and IX will become effective on 8th April 2024, i.e., one month after the date of this notice. During such period, Unitholders may switch or redeem their Units free of charge should they disagree with the proposed changes. The remaining changes will become effective on Thursday 7th March.

If you have any questions regarding this notice or if you would like to see a copy of the revised Prospectus and/or Supplements, please contact your Relationship Manager at Wellington Management.

The revised Prospectus will be at the disposal of the Unitholders at the registered office of the Management Company and made available at the following website: www.wellington.com on or around 7th March 2024.

For the Board

The Prospectus as well as a version of the prospectus showing all amendments made (once available), the Key Information Documents, the Management Regulations as well as the Annual and Semi-annual reports may be obtained free of charge upon request from the Swiss Representative.

Representative and paying agent in Switzerland:

BNP PARIBAS, Paris, Zurich branch
Selnaustrasse 16
CH - 8002 Zurich