



T. ROWE PRICE FUNDS SICAV
Société d'investissement à capital variable
Registered office: European Bank & Business Center, 6c route de Trèves,
L-2633 Senningerberg,
Grand Duchy of Luxembourg

20.September 2023

Re.: Important Notice: Liquidation of the sub-fund T. Rowe Price Funds SICAV – Global Equity Dividend Fund (the “Sub-Fund”)

Dear Shareholder,

We are writing to inform you of the decision of the board of directors (the “**Board**”) of T. Rowe Price Funds SICAV (the “**Company**”) to put the Sub-Fund into liquidation on 20 September 2023 after careful analysis and review for the reasons that follow.

As the assets under management of the Sub-Fund have reduced or have not grown over the last number of years due to limited demand, the Board took the view that the Sub-Fund has dropped below the minimum assets required to operate in an efficient manner in view of the operational and administrative costs associated with it.

The Board considers that such liquidation is in the best interest of the shareholders of the Sub-Fund (the “**Shareholders**”) in accordance with article 20 of the Company’s articles of association and the provisions of the Company’s prospectus (the “**Prospectus**”).

During the liquidation period and in line with the best interest of the Shareholders, the Sub-Fund may deviate from its investment policy as far as needed in preparation of the Sub-Fund closure. In particular a considerable proportion of its assets may be held in liquid assets.

With immediate effect the Sub-Fund no longer offers any shares to new investors or existing shareholders. However, if you wish to transfer your investment to another sub-fund of the Company or redeem your holding, you may do so at any time, as per the conditions set in the Prospectus and free of any charges, until 25 October 2023.

After 25 October 2023, any outstanding shares in the Sub-Fund will be compulsory redeemed at the net asset value per share applicable on the Effective Date.

Any liquidation proceeds which cannot be distributed to Shareholders will be deposited on their behalf with the “Caisse de Consignation” in Luxembourg.

As of 18 September 2023, any costs or expenses incurred at the level of the Sub-Fund in the context of the liquidation were accrued in the Net Asset Value and were allocated to all shareholders of the Sub-Fund in proportion to their holdings.

The Board further recommends that you inform yourself of, and where appropriate take advice on, the tax consequences of the foregoing in your country of citizenship, residence or domicile.

Thank you for the continued trust and confidence that you have placed in T. Rowe Price. If you have any queries, please contact your relationship manager or servicing representative.

Yours faithfully,
