

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



IMPORTANT: This letter is important and requires your immediate attention. If you have any questions about the content of this letter, you should seek independent professional advice. The directors of the Company accept full responsibility for the accuracy of the information contained in this letter and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, there are no other facts, the omission of which would make any statement misleading.

10 April 2026

All capitalized terms used in this letter and not otherwise defined herein shall have the meanings ascribed to them in the existing Hong Kong Offering Document (comprising the Prospectus, Hong Kong Covering Document ("**HKCD**") and Product Key Facts Statements ("**KFS**") of the Authorised Sub-Funds).

Re.: Important Notice: Merger of the Asian Opportunities Equity Fund (the "Merging Sub-Fund") into the Asian ex-Japan Equity Fund (the "Receiving Sub-Fund")

Dear Hong Kong 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**") that on 12 June 2026 (the "**Merger Date**") the Merging Sub-Fund in which you own shares will be merged into the Receiving Sub-Fund, pursuant to article 20 of the Articles of Incorporation of the Company.

As at March 30th 2026, the fund size of the Merging Sub-Fund is USD108,613,442.95 and the Receiving Sub-Fund is USD103,904,613.46.

1. Reason for the Merger

The proposed merger of the Merging Sub-Fund into the Receiving Sub-Fund (the "**Merger**") is intended to deliver efficiencies by consolidating two funds with closely aligned investment objectives, risk profiles and asset allocations into a single, larger fund which will contribute to improved outcomes for investors. The Merger aims to (i) enhance the Merging Sub-Fund's potential to grow further in terms of fund size and achieve efficiencies of scale, and (ii) streamline the available product range. As such, the Board believes that it is in the interest of investors to merge the Merging Sub-Fund into the Receiving Sub-Fund.

2. Merger Timeline and Impact

With effect from and including the date of this letter, the Merging Sub-Fund is no longer allowed to be marketed to the public in Hong Kong, and shall not accept subscription and/or switching into the Merging Sub-Fund from new investors.

On the Merger Date, all assets and liabilities in the Merging Sub-Fund will be transferred to the Receiving Sub-Fund, and the Merging Sub-Fund will cease to exist.

Upon the Merger, all shares remaining in the Merging Sub-Fund at the Merger Date will be exchanged free of charge for shares in the corresponding equivalent share class of the Receiving Sub-Fund as shown in the table below.

	Merging Sub-Fund Asian Opportunities Equity Fund	Receiving Sub-Fund Asian ex-Japan Equity Fund
Share Class	A	A
	Q	Q

The first dealing day for shares of the Receiving Sub-Fund received by shareholders of the Merging Sub-Fund after the Merger is 15 June 2026.

The timetable below summarises the key steps of the Merger.

Notice sent to shareholders	10 April 2026
Deadline for shareholders to redeem or convert shares in the Merging Sub-Fund free of charge (i.e. Last Dealing Day as defined in Section 4 of this letter)	5 June 2026
Merger Date	12 June 2026
First dealing day of the Receiving Sub-Fund following the Merger	15 June 2026

Please take a moment to review the important information, including a detailed Merger timeline and impact as well as a comparison of the Merging and the Receiving Sub-Funds which can be found in Appendix I to this letter.

Since the Merging and Receiving Sub-Funds have very similar investment universe and features, investors are not expected to experience any material negative impact in terms of investment strategy, risk profile, or management approach with respect to their investment.

3. Tax Consideration

Under the current law and practice in Hong Kong, the Merger will not be expected to have any profits tax implications to the Merging Sub-Fund. Shareholders resident in Hong Kong generally will not be subject to any Hong Kong tax on distributions paid by the Company or capital gains realised on the sale, redemption or other disposal of any shares. However, Hong Kong profits tax may arise where such transactions are or form part of a trade, profession or business carried on in Hong Kong by Shareholders. The Merger will not be expected to have any tax implications to the Hong Kong shareholders in Luxembourg.

Shareholders in the Merging Sub-Fund are advised to consult their own professional advisers as to the tax implications of the Merger under the laws of the countries of their nationality, residence, domicile or incorporation.

4. Your Options

If, as a consequence of the Merger, you wish to switch your investment to another Authorised Sub-Funds of the Company that are authorised by the SFC pursuant to section 104 of the SFO¹ or redeem your shares in the Merging Sub-Fund, you may do so at any time as per the conditions set out in the Hong Kong Offering Document and free of charge, by sending dealing instructions before 5 June 2026 ("**Last Dealing Day**") at 8:00 pm (Hong Kong time) ("**Last Dealing Cut-Off Time**"). Any order received after the Last Dealing Cut-Off Time will be rejected and should be resubmitted in respect of the Receiving Fund from the first dealing day of the Receiving Fund following the Merger, from 15 June 2026. Please note that the Authorised Distributors may apply an earlier deadline than the Last Dealing Cut-off Time for receiving redemption or switching requests. Investors should contact the relevant Authorised Distributor for further details.

If you do not take any action, your shares in the Merging Sub-Fund will automatically be exchanged for shares of the Receiving Sub-Fund on the Merger Date. Please refer to Section (a) of Appendix I to this letter for details. You will receive a confirmation shortly afterwards detailing your holding in the Receiving Sub-Fund after the Merger.

¹ SFC authorization is not a recommendation or endorsement of a fund nor does it guarantee the commercial merits of the fund or its performance. It does not mean the fund is suitable for all investors nor is it an endorsement of its suitability for any particular investor or class of investors.

5. Additional Information

Additional information, including the auditor's merger report, Hong Kong Offering Document and most recent financial reports of the Company are available at <https://www.troweprice.com/en/hk/home> or from the Hong Kong Representative's office at 6/F, Chater House, 8 Connaught Road Central, Hong Kong during normal business hours. Please note that this website has not been reviewed by the SFC and may contain information of funds not authorized by the SFC.

The Board further recommends that you inform yourself of, and where appropriate take advice on, the tax and investment 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. Should you have any queries in relation to the above, please do not hesitate to contact the Hong Kong Representative at 6/F, Chater House, 8 Connaught Road Central, Hong Kong (+852 2536 7800).

Yours faithfully,

For and on behalf of

The Board of Directors

APPENDIX I

This section outlines key information relating to the Merger. Further information is contained in the detailed comparison of the Merging and Receiving Sub-Funds that follows. For details (including the risk factor description) of the Merging and Receiving Sub-Funds, please refer to the Hong Kong Offering Document. **We also advise you to read carefully the KFS of the Receiving Sub-Fund, which is enclosed with this letter.**

(a) Merger Process/Terms of the Merger

With effect from and including the date of this letter, the Merging Sub-Fund is no longer allowed to be marketed to the public in Hong Kong, and shall not accept subscription and/or switching into the Merging Sub-Fund from new investors.

Share classes that distribute dividends will receive an ad-hoc dividend before the Merger comes into effect.

When the Merger transaction occurs on the Merger Date, all assets and liabilities in the Merging Sub-Fund will be transferred to the Receiving Sub-Fund, and the Merging Sub-Fund will cease to exist.

All shares remaining in the Merging Sub-Fund at the Merger Date will be exchanged free of charge for shares in the corresponding equivalent share class of the Receiving Sub-Fund as set out in Section 2 of this letter based on the relevant exchange ratio which shall be calculated for each class of shares (as described below). Your share class features—such as currency denomination and class currency hedging—will be replicated in the Receiving Sub-Fund. New share classes will be launched for the Receiving Sub-Fund where needed to ensure continuity. All registrations and tax reporting arrangements will also continue within the Receiving Sub-Fund.

The exchange ratio used to determine the number of shares to be allocated in the Receiving Sub-Fund is calculated by dividing the net asset value per share of each share class in the Merging Sub-Fund by the net asset value per share of the corresponding equivalent share class of the Receiving Sub-Fund on the Merger Date (including any swing pricing adjustments on the cash portion transferred from the Merging Sub-Fund to the Receiving Sub-Fund, if applicable, as further described in Section (b) of Appendix I to this letter), both exceptionally rounded to 4 decimal places for the purposes of the Merger. The exchange ratio is rounded to 6 decimal places. The calculation of the exchange ratio will be validated and documented in the merger report (in English only) prepared by the Company's auditors (PricewaterhouseCoopers, société coopérative, Luxembourg) that will be available to you free of charge upon request at the office of the Hong Kong Representative (as set out below) during normal business hours.

The total value of the shares you own in the Merging Sub-Fund and the new shares you receive in the Receiving Sub-Fund will be the same, subject to rounding adjustments, but you may receive a different number of shares in the Receiving Sub-Fund. You will not receive any cash payment as a result of the Merger.

(b) Impact and Other Considerations

Both of the Merging and Receiving Sub-Funds are equity funds with a focus on Asian countries, except that the Receiving Sub-Fund excludes Japan from its investment universe. The Merger is not expected to change the overall risk profile for investors. The Receiving Sub-Fund has investment approach and characteristics similar to the Merging Sub-Fund, so your investment exposure will remain broadly consistent.

While the Merging Sub-Fund is currently managed by the Sub-Investment Manager, T. Rowe Price Singapore Private Ltd, the Receiving Sub-Fund will be managed by another Sub-Investment Manager, T. Rowe Price Hong Kong Limited.

The Merger is also expected to improve cost efficiency. By combining the two sub-funds, the ongoing operating expenses of the Receiving Sub-Fund are expected to be lower than those of the Merging Sub-Fund, supporting better long-term value for investors.

All legal and administrative costs of the Merger will be paid by the Management Company. The Merging Sub-Fund has no unamortized preliminary expenses.

The Merging Sub-Fund may incur limited one-off rebalancing costs to align the portfolio of securities invested by the Merging Sub-Fund with that of the Receiving Sub-Fund during the period after the Last Dealing Day and before the Merger Date. The estimated rebalancing costs are approximately 0.30% of the prevailing net asset value of the Merging Sub-Fund. The actual rebalancing costs may be different from this estimate and will be borne by the Merging Sub-Fund. Please note that the shareholders who remain in the Merging Sub-Fund after the Last Dealing Day when such portfolio rebalancing is carried out will be impacted.

On the Merger Date, where the net capital inflow of the Receiving Fund (including the cash transfer from the Merging Sub-Fund upon liquidation of certain portion of its portfolio, as well as, the subscriptions and redemptions received, if any) exceeds the threshold pre-determined by the Management Company from time to time, to mitigate the impact of such cash capital inflow on existing shareholders in the Receiving Sub-Fund, swing pricing may be applied, where appropriate, to adjust the net asset value per share of the Receiving Sub-Fund upward in accordance with the provisions of the Hong Kong Offering Document. For details, please refer to the "SWING PRICING (DILUTION ADJUSTMENT)" sub-section in the "INVESTING IN THE FUNDS" section of the Prospectus.

Moreover, as the Merging Sub-Fund is currently investing in India equity securities, upon realization of such investments for transfer of all assets and liabilities from the Merging Sub-Fund to the Receiving Sub-Fund during the Merger, the Merging Sub-Fund will be subject to capital gain taxes (if any) imposed by the Indian tax authorities. Tax filings will then be made after the Merger Date with the relevant Indian tax authorities to settle the Merging Sub-Fund's India tax liabilities (if any). Based on independent professional tax advice and having regard to the timeframe generally needed to obtain the India tax clearance, it is anticipated that such tax clearance will be obtained in around 31 October 2027. As at 12 February 2026, India capital tax provision of USD537,677.58, representing 0.44% of net asset value of the Merging Sub-Fund, has been made for the India equity investments held by the Merging Sub-Fund. The level of India capital tax provision will be updated based on the sale prices of all India equity securities holdings of the Merging Sub-Fund upon realization of such investments prior to the Merger Date. The actual India tax liabilities (if any), will depend on the realization prices of such investments, subject to any changes in India tax laws and regulations and the final tax clearance by the Indian tax authorities. Provided the amount being reasonable and proportionate, any surplus from the over-provision or shortfall from under-provision of India capital gain tax liabilities will be credited to or covered by the Receiving Sub-Fund respectively, upon obtaining clearance from the Indian tax authority. Please note that the level of India capital gain tax provision made by the Merging Sub-Fund may be different to the actual India tax liabilities. Depending on the final India tax liabilities, the level of India capital gain tax provision and the timing of their subscriptions, switching and/or redemptions, investors may be immaterially disadvantaged as a result of any shortfall of India capital gain tax provision or will not have the right to claim any part of the overprovision (as the case may be).

Shareholders will receive 60 days' prior notice of the Merger. During this period, you may redeem or switch your shares free of charge, and the Merging Sub-Fund will continue to follow its investment objective. Dealing in the Merging Sub-Fund will close five business days before the Merger Date to allow for an orderly transition.

Performance information for the Merging and Receiving Sub-Funds can be found in the relevant KFS.

(c) Comparison of the Merging and Receiving Sub-Funds

This table compares the relevant key information for the Merging Sub-Fund with that of the Receiving Sub-Fund.

Information that appears in a box is information that is particular to the sub-fund named at the top of that column. Information that crosses both columns is information that is the same for both the Merging and Receiving Sub-Funds.

	Merging Sub-Fund (your Sub-Fund) Asian Opportunities Equity Fund	Receiving Sub-Fund Asian ex-Japan Equity Fund
Objective	To increase the value of its shares, over the long term, through growth in the value of its investments.	
Investment Policy	The sub-fund is actively managed and invests mainly in a diversified portfolio of shares of companies in Asia.	The sub-fund is actively managed and invests mainly in a diversified portfolio of shares of companies in Asia (excluding Japan).
	<p>The sub-fund invests primarily (i.e. 70% of its net asset value) in equity and equity-related securities issued by companies that are either incorporated in any Asian country or conduct most of their business in such countries. Although the sub-fund has an investment universe in Asia region, the securities selected for investment based on the Investment Manager's approach may at times result in a portfolio that is concentrated in certain geographical area(s), for example, China. Types of securities may include common shares, preferred shares, warrants, American Depository Receipts (ADRs), European Depository Receipts (EDRs) and Global Depository Receipts (GDRs).</p> <p>The sub-fund may invest 30% or more of its net asset value in small and mid-capitalisation shares. The sub-fund may invest up to 20% of its net asset value in China A and B shares that are listed on the Shenzhen Stock Exchange or Shanghai Stock Exchange, where the fund may invest directly in China A shares through Stock Connect (a joint securities trading and clearing program designed to permit mutual stock market access between mainland China and Hong Kong).</p> <p>For temporary defensive purposes, the sub-fund has the flexibility to invest in money market securities up to 100% of its net asset value.</p>	<p>The sub-fund invests primarily (i.e. 70% of its net asset value) in equity and equity-related securities issued by companies that are either incorporated in any Asian country except Japan or conduct most of their business in such countries, where the sub-fund is not subject to any limitation on the portion of its net asset value that may be invested in any one country or region in the investment universe. Types of securities may include common shares, preferred shares, warrants, equity units, American Depository Receipts (ADRs), European Depository Receipts (EDRs) and Global Depository Receipts (GDRs). The sub-fund may invest 30% or more of its net asset value in small and mid-capitalisation shares. The sub-fund may invest up to 20% of its net asset value in China A and B shares that are listed on the Shenzhen Stock Exchange or Shanghai Stock Exchange, where the sub-fund may invest directly in China A shares through Qualified Foreign Institutional Investor (QFII) and/or Stock Connect (a joint securities trading and clearing program designed to permit mutual stock market access between mainland China and Hong Kong), including in shares listed on the Science and Technology Innovation (STAR) Board of the Chinese stock exchanges.</p> <p>For temporary defensive purposes, the sub-fund has the flexibility to invest in money market securities up to 100% of its net asset value.</p>
	In seeking to achieve the sub-fund's objective, the sub-fund may also invest, on an ancillary basis, in other eligible securities as described in the 'General Investment Powers and Restrictions' section of the Prospectus. However, as at the date of this letter, the sub-fund does not expect to invest in any other eligible securities, on an ancillary basis, to more than 5% of its net asset value.	
Derivatives and Techniques	The sub-fund may use derivatives for hedging and efficient portfolio management.	

	Merging Sub-Fund (your Sub-Fund) Asian Opportunities Equity Fund	Receiving Sub-Fund Asian ex-Japan Equity Fund
Investment Process	<p>The Investment Manager’s approach is to:</p> <ul style="list-style-type: none"> Apply negative screening for macroeconomic and political factors to temper bottom-up enthusiasm for specific securities. Assess environmental, social and governance (“ESG”) factors with particular focus on those considered most likely to have a material impact on the performance of the holdings or potential holdings in the sub-fund’s portfolio. These ESG factors, which are incorporated into the investment process alongside financials, valuation, macro-economics and other factors, are components of the investment decision. Consequently, ESG factors are not the sole driver of an investment decision but are instead one of several important inputs considered during investment analysis. 	
	<ul style="list-style-type: none"> Seek to invest in companies at reasonable prices in relation to present or anticipated earnings, cash flow, or book value. Select those companies that have the most favourable combination of company fundamentals (e.g. cash flow, balance sheet structure, management team and corporate governance), earnings potential, and relative valuation (to compare a company’s value relative to that of its local or global sector peers as appropriate). 	<ul style="list-style-type: none"> Employ fundamental analysis to identify companies with sustainable above-market earnings growth rates. Focus on franchise strength, management team quality, free cash flow, and financing/balance sheet structure. Verify relative valuation appeal versus both local market and region.
ESG	<p>Although the sub-fund does not have sustainable investment as an objective, the promotion of environmental and social characteristics is achieved through the sub-fund’s commitment to maintain at least 10% of the value of its portfolio invested in Sustainable Investments². The Investment Manager implements the following investment strategies: exclusion screen, sustainable investment exposure and active ownership.</p> <p>Both the Merging and Receiving Sub-Funds are not marketed as an ESG fund in Hong Kong pursuant to the SFC’s “Circular to management companies of SFC-authorized unit trusts and mutual funds – ESG funds.”</p>	
SFDR classification	Article 8.	
Benchmark	<p>MSCI All Country Asia Ex-Japan Net Index.</p> <p>The sub-fund is actively managed but may use the benchmark index for performance comparison. The Investment Manager is not constrained by any country, sector and/or individual security weightings relative to the benchmark index and has complete freedom to invest in securities that do not form part of the benchmark. However, at times, market conditions may result in the sub-fund’s performance being more closely aligned with that of the benchmark index.</p>	
Benchmark use	Performance comparison. For currency hedged share classes, the benchmark index may be hedged to the currency of that share class.	

² As defined in the Sustainable Finance Disclosure Regulation, sustainable investments mean an investment in an economic activity that contributes to an environmental objective, as measured, for example, by key resource efficiency indicators on the use of energy, renewable energy, raw materials, water and land, on the production of waste, and greenhouse gas emissions, or on its impact on biodiversity and the circular economy, or an investment in an economic activity that contributes to a social objective, in particular an investment that contributes to tackling inequality or that fosters social cohesion, social integration and labour relations, or an investment in human capital or economically or socially disadvantaged communities, provided that such investments do not significantly harm any of those objectives and that the investee companies follow good governance practices, in particular with respect to sound management structures, employee relations, remuneration of staff and tax compliance.

	Merging Sub-Fund (your Sub-Fund) Asian Opportunities Equity Fund	Receiving Sub-Fund Asian ex-Japan Equity Fund																
Portfolio reference currency	USD																	
Investment Manager	T. Rowe Price International Ltd																	
Sub-Investment Manager	T. Rowe Price Singapore Private Ltd	T. Rowe Price Hong Kong Limited																
Key Risks*	<ul style="list-style-type: none"> ■ General investment risk ■ Equity market risk ■ Exclusion criteria risk ■ Risks associated with depositary receipts ■ Geographic concentration risk ■ Small and mid-capitalisation shares risk ■ Emerging markets risk ■ Risk associated with high volatility of equity markets in emerging countries ■ Risk associated with regulatory/exchanges requirements of the equity markets in emerging countries ■ Currency risk ■ Derivatives risk <p><small>* Please see the general Risk section of the Prospectus and "Additional risk disclosure" sub-section under the "Additional Supplementary Information on the Authorised Sub-Funds" section of the HKCD for further details.</small></p>																	
Risk management method and expected level of leverage	Commitment. N/A																	
Fees	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 30%;">Entry Charge</td> <td>Class A: Up to 5% of the subscription amount Class Q: Nil</td> </tr> <tr> <td>Switching fee</td> <td>Class A/Class Q: Nil</td> </tr> <tr> <td>Redemption fee</td> <td>Class A/Class Q: Nil</td> </tr> <tr> <td></td> <td style="text-align: center;">Annual rate (as a % of the net asset value of the relevant share class unless otherwise indicated below)</td> </tr> <tr> <td>Management Co. fee</td> <td>Class A: up to 1.60% Class Q: up to 0.75%</td> </tr> <tr> <td>Custodial fee[^]</td> <td>Class A/Class Q: up to 0.017%, subject to a minimum of 0.0005%</td> </tr> <tr> <td>Performance fee</td> <td>N/A</td> </tr> <tr> <td>Administration agent fee[^]</td> <td>Class A/Class Q: up to 0.01%, subject to a minimum of 0.003% or USD27,000 per sub-fund whichever is higher</td> </tr> </table> <p><small>[^] The total operating and administrative expenses will be subject to a limit of 0.17% of the respective net asset value of Class A and Class Q. Should the actual total operating and administrative costs attributable to the respective share classes exceed the expense limit, the Management Company will bear the excess. If the actual total operating and administrative costs attributable to the respective share classes fall below the limit, only the actual amount incurred will be deducted from the assets of the respective share classes.</small></p>		Entry Charge	Class A: Up to 5% of the subscription amount Class Q: Nil	Switching fee	Class A/Class Q: Nil	Redemption fee	Class A/Class Q: Nil		Annual rate (as a % of the net asset value of the relevant share class unless otherwise indicated below)	Management Co. fee	Class A: up to 1.60% Class Q: up to 0.75%	Custodial fee [^]	Class A/Class Q: up to 0.017%, subject to a minimum of 0.0005%	Performance fee	N/A	Administration agent fee [^]	Class A/Class Q: up to 0.01%, subject to a minimum of 0.003% or USD27,000 per sub-fund whichever is higher
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普徠仕（盧森堡）系列

資本可變投資公司(Société d'investissement à capital variable)
註冊辦事處：European Bank & Business Center,
6c route de Trèves,
L-2633 Senningerberg,
Grand Duchy of Luxembourg

重要提示：本函件乃重要文件，務須閣下即時垂注。如閣下對本函件的內容有任何疑問，應尋求獨立專業意見。本公司的董事願對本函件所載資料的準確性承擔全部責任，並在作出一切合理查詢後確認，盡彼等所知及所信，並無遺漏其他事實以致本函件中任何陳述有誤導成分。

本函件所用及文內未有另行定義的所有詞語具有現有香港銷售文件（包括公開說明書、香港說明文件（「香港說明文件」）及認可附屬基金的產品資料概要（「產品資料概要」））賦予該詞的涵義。

關於：重要通告：亞洲機遇股票基金（「合併附屬基金」）併入亞洲（日本除外）股票基金（「接收附屬基金」）

親愛的香港股東：

我們謹此致函通知閣下，普徠仕（盧森堡）系列（「本公司」）董事會（「董事會」）已決定，根據本公司之公司章程第20條，於2026年6月12日（「合併日期」）將閣下持有的合併附屬基金併入接收附屬基金。

截至2026年3月30日，合併附屬基金及接收附屬基金的基金規模分別為108,613,442.95美元及103,904,613.46美元。

1. 合併的理由

將合併附屬基金併入接收附屬基金的擬議合併（「合併」）透過將投資目標、風險狀況及資產配置均高度一致的兩個基金合併為規模更大的單一基金，從而提高效率，繼而改善投資者的投資成果。合併旨在(i)提升合併附屬基金規模進一步增長的潛力並實現規模效益，及(ii)精簡現有產品系列。因此，董事會認為，將合併附屬基金併入接收附屬基金符合投資者的利益。

2. 合併時間表及影響

自本函件日期起（包括當日），合併附屬基金不再允許於香港向公眾推銷，且不得接受新投資者認購及/或轉入合併附屬基金。

於合併日期，合併附屬基金的所有資產及負債將轉移至接收附屬基金，合併附屬基金將不再存在。

於合併後，合併附屬基金於合併日期尚存的所有股份將按下表所示，免費交換為接收附屬基金相應同等股份類別的股份。

	合併附屬基金 亞洲機遇股票基金	接收附屬基金 亞洲（日本除外）股票基金
股份類別	A	A
	Q	Q

合併附屬基金股東所獲得的接收附屬基金股份於合併後的首個交易日為2026年6月15日。

以下時間表概述合併的關鍵步驟。

向股東發出通知	2026年4月10日
股東免費贖回或轉換合併附屬基金股份的截止日期 (即本函件第4節所界定的最後交易日)	2026年6月5日
合併日期	2026年6月12日
接收附屬基金於合併後的首個交易日	2026年6月15日

務請仔細審閱重要資料，包括載於本函件的附錄I的詳細合併時間表及影響，以及合併與接收附屬基金之比較。

由於合併與接收附屬基金的投資範圍及特點非常相似，預計投資者的投資於投資策略、風險狀況或管理方法方面將不會受到任何重大負面影響。

3. 稅務考慮因素

根據香港現行法例及慣例，預計合併將不會對合併附屬基金產生任何利得稅影響。居於香港的股東一般毋須就本公司支付的分派或出售、贖回或以其他方式處置任何股份所變現的資本收益繳付任何香港稅項。然而，如有關交易屬於或構成股東於香港經營的行業、專業或業務的一部分，則可能會產生香港利得稅。預期合併將不會對在盧森堡的香港股東產生任何稅務影響。

建議合併附屬基金的股東應根據其國籍、居住地、住所或註冊成立的國家的法律，諮詢本身的專業顧問，以了解合併的稅務影響。

4. 閣下的選擇

如因應合併，閣下希望將投資轉換至本公司另一個根據《證券及期貨條例》第104條獲證監會認可的認可附屬基金¹或贖回閣下於合併附屬基金的股份，閣下可按照香港銷售文件所載的條件，於2026年6月5日（「最後交易日」）下午8時正（香港時間）（「最後交易截止時間」）前發送交易指令，隨時免費進行。任何於最後交易截止時間後接收的指令將被拒絕，並應於合併後接收附屬基金的首個交易日（即2026年6月15日）起就接收附屬基金重新提交。請留意，獲授權分銷商可就接收贖回或轉換要求設定較最後交易截止時間為早的截止時間。投資者應聯絡相關獲授權分銷商以了解更多詳情。

如閣下不採取任何行動，閣下於合併附屬基金的股份將於合併日期自動交換為接收附屬基金的股份。詳情請參閱本函件附錄I(a)節。閣下將於其後收到確認書，詳列閣下於合併後於接收附屬基金的持股。

5. 額外資料

額外資料（包括核數師合併報告、香港銷售文件及本公司的最近期財務報告）可於<https://www.troweprice.com/en/hk/home>，或在正常辦公時間內於香港代表辦事處（地址為香港中環干諾道中8號遮打大廈6樓）查閱。請注意，本網站並未經證監會審閱，故可能載有未經證監會認可的基金資料。

董事會進一步建議閣下了解上述事項於閣下的公民身份、居住地或住所所在國家的稅務及投資影響，並於適當情況下徵詢意見。

感謝閣下一直以來對普徠仕的信賴和信任。閣下如對上文有任何疑問，請隨時聯絡香港代表，地址為香港中環干諾道中8號遮打大廈6樓（電話：+852 2536 7800）。

為及代表

董事會

謹啟

2026年4月10日

¹ 證監會認可並不同推薦或認許有關基金，亦非對該基金的商業價值或其表現作出保證，更不代表該基金適合所有投資者，或認許該基金適合任何特定投資者或投資者類別。

附錄I

本節概述有關合併的重要資料。進一步的資料載於下文的合併與接收附屬基金的詳細比較。有關合併與接收附屬基金的詳情（包括風險因素說明），請參閱香港銷售文件。我們亦建議閣下細閱本函件隨附的接收附屬基金的產品資料概要。

(a) 合併流程/合併條款

自本函件日期起（包括當日），合併附屬基金不再允許於香港向公眾推銷，且不得接受新投資者認購及/或轉入合併附屬基金。

在合併生效前，分派股息的股份類別將獲得臨時股息。

當合併交易於合併日期發生時，合併附屬基金的所有資產及負債將轉移至接收附屬基金，合併附屬基金將不再存在。

合併附屬基金於合併日期尚存的所有股份將按本函件第2節所載，根據針對各股份類別計算的相關交換比率（如下文所述），免費交換為接收附屬基金相應同等股份類別的股份。閣下所持股份類別的特點（如計值貨幣及類別貨幣對沖）將於接收附屬基金延續。如有需要，接收附屬基金將推出新的股份類別，以確保連續性。所有登記及稅務申報安排亦將於接收附屬基金中延續。

用於釐定將獲分配的接收附屬基金股份數目的交換比率以合併附屬基金各股份類別的每股資產淨值，除以接收附屬基金相應同等股份類別於合併日期的每股資產淨值（包括從合併附屬基金轉移至接收附屬基金的現金部分的任何擺動定價調整（如適用））計算得出（進一步詳情載於本函件附錄I第(b)節），就本次合併而言，上述兩項均湊整至小數點後四個位。交換比率則湊整至小數點後六個位。交換比率的計算將於本公司核數師(PricewaterhouseCoopers, société coopérative, Luxembourg)編製的合併報告（僅提供英文版）內驗證及記錄，合併報告可在正常辦公時間內於香港代表辦事處（如下文所載），應要求供免費查閱。

閣下於合併附屬基金所持的股份總值與閣下於接收附屬基金收到的新股份總值相同（可能受湊整調整影響），但閣下於接收附屬基金收到的股份數目或會不同。閣下將不會因合併而收到任何現金款項。

(b) 影響及其他考慮因素

合併與接收附屬基金均為股票基金，並專注於亞洲國家，惟接收附屬基金的投資範圍不包括日本。預計合併不會改變投資者的整體風險狀況。接收附屬基金的投資方法及特點與合併附屬基金相似，因此閣下的投資持倉將大致保持不變。

雖然合併附屬基金目前由副投資經理T. Rowe Price Singapore Private Ltd管理，但接收附屬基金將由另一副投資經理普徠仕香港有限公司管理。

預計合併亦將改善成本效益。透過結合兩個附屬基金，接收附屬基金的經常性經營開支預計將低於合併附屬基金，有助為投資者帶來更佳的長期價值。

合併的所有法律及行政成本將由管理公司支付。合併附屬基金並無尚未攤銷的初步開支。

合併附屬基金於最後交易日後至合併日期前期間，可能產生有限的一次性重整成本以使合併附屬基金所投資的證券投資組合與接收附屬基金所投資的證券投資組合一致。估計重整成本約為合併附屬基金當時資產淨值的約0.30%。實際重整成本可能與此估計不同，並將由合併附屬基金承擔。請注意，當在最後交易日進行投資組合重整後仍持有合併附屬基金的股東將受到影響。

於合併日期，倘若接收附屬基金的淨資本流入（包括在清算其投資組合的若干部分後從合併附屬基金轉移的現金，以及收到的認購及贖回款項（如有））超過管理公司不時預設的門檻，為了減輕該等現金資本流入對接收附屬基金現有股東的影響，在適當情況下，可能會根據香港銷售文件的規定應用擺動定價，將接收附屬基金的每股資產淨值向上調整。有關詳情，請參閱公開說明書中「投資於基金」一節內「擺動定價（攤薄調整）」分節。

此外，由於合併附屬基金目前投資於印度股本證券，為在合併過程中將所有資產及負債由合併附屬基金轉移至接收附屬基金而變現該等投資時，合併附屬基金將須繳付印度稅務機關徵收的資本利得稅（如有）。合併日期後，將向相關印度稅務機關提交稅務申報，以結清合併附屬基金的印度稅務負債（如有）。基於獨立專業稅務建議，並考慮到獲得印度清稅確認通常所需的時間，預計將於2027年10月31日前後獲得該清稅確認。截至2026年2月12日，已為合併附屬基金持有的印度股票投資作出537,677.58美元的印度資本稅撥備，相當於合併附屬基金資產淨值的0.44%。印度資本稅撥備水平將根據合併附屬基金於合併日期前變現其所有印度股本證券持倉的售價進行更新。實際的印度稅務負債（如有）將取決於該等投資的變現價格，並受印度稅務法律及法規的任何變動以及印度稅務機關的最終清稅確認的影響。若所涉金額合理及相稱，於取得印度稅務機關的清稅確認後，印度資本利得稅負債超額撥備產生的任何盈餘或撥備不足產生的任何短缺，將分別記入接收附屬基金或由其承擔。請留意，合併附屬基金作出的印度資本利得稅撥備水平可能與實際的印度稅務負債不同。取決於最終的印度稅務負債、印度資本利得稅撥備水平，以及投資者進行認購、轉換及/或贖回的時間，投資者可能因印度資本利得稅撥備不足而受到輕微的不利影響，或將無權對超額撥備的任何部分提出申索（視乎情況而定）。

股東將於合併前60日收到通知。在此期間，閣下可免費贖回或轉換股份，而合併附屬基金將繼續遵循其投資目標。為確保有序過渡，合併附屬基金將於合併日期前五個營業日停止交易。

合併與接收附屬基金的業績資料可參閱相關產品資料概要。

(c) 合併與接收附屬基金之比較

本表格比較合併附屬基金與接收附屬基金的相關主要資料。

表格內顯示的資料僅適用於該欄頂部所列明的附屬基金。跨欄顯示的資料則同時適用於合併與接收附屬基金。

	合併附屬基金（閣下的子基金） 亞洲機遇股票基金	接收附屬基金 亞洲（日本除外）股票基金
目標	透過其投資價值的增長，長遠而言提高其股份價值。	
投資政策	<p>本附屬基金以主動方式管理及主要投資於亞洲公司股票的多元化投資組合。</p> <p>本附屬基金主要（即其70%的資產淨值）投資於在任何亞洲國家註冊成立或在該等國家經營其大部分業務的公司所發行的股票及股本相關證券。儘管本附屬基金的投資範圍遍佈亞洲地區，根據投資經理的投資方法挑選證券有時可能導致投資組合集中於若干地理區域（例如中國）。證券類型可包括普通股、優先股、認股權證、美國預託證券(ADR)、歐洲預託證券(EDR)及環球預託證券(GDR)。</p> <p>本附屬基金可將其30%或以上的資產淨值投資於中小型股。本附屬基金可將其最多20%的資產淨值投資於在深圳證券交易所或上海證券交易所上市的中國A類及B類股票，當中本附屬基金可透過互聯互通機制（一項聯合證券交易及結算機制，旨在准許中國內地與香港的股票市場互通）直接投資於中國A類股票。</p> <p>就暫時性防守目的而言，本附屬基金擁有靈活度可將其資產淨值的最多100%投資於貨幣市場證券。</p>	<p>本附屬基金以主動方式管理及主要投資於亞洲（日本除外）公司股票的多元化投資組合。</p> <p>本附屬基金主要（即其70%的資產淨值）投資於在任何亞洲國家（日本除外）註冊成立或在該等國家經營其大部分業務的公司所發行的股票及股本相關證券，而本附屬基金可投資於投資範圍中任何一個國家或地區的資產淨值部分不受任何限制。證券類型可包括普通股、優先股、認股權證、股票單位、美國預託證券(ADR)、歐洲預託證券(EDR)及環球預託證券(GDR)。本附屬基金可將其30%或以上的資產淨值投資於中小型股。本附屬基金可將其最多20%的資產淨值投資於在深圳證券交易所或上海證券交易所上市的中國A類及B類股票，當中本附屬基金可透過合格境外機構投資者(QFII)及/或互聯互通機制（一項聯合證券交易及結算機制，旨在准許中國內地與香港的股票市場互通）直接投資於中國A類股票，包括在中國證券交易所科技創新板塊上市股票。</p> <p>就暫時性防守目的而言，本附屬基金擁有靈活度可將其資產淨值的最多100%投資於貨幣市場證券。</p>
衍生工具及技巧	附屬基金可運用衍生工具作對沖及有效投資組合管理。	

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	合併附屬基金 (閣下的子基金) 亞洲機遇股票基金	接收附屬基金 亞洲 (日本除外) 股票基金
投資過程	<p>投資經理的投資方法為：</p> <ul style="list-style-type: none"> 就宏觀經濟及政治因素採用負面篩選法以降低利用由下而上選股方法可能產生追捧某特定證券的熱情。 評估環境、社會及管治 (「ESG」) 因素，尤其是該等被認為大有可能對附屬基金投資組合的持倉或潛在持倉表現產生重大影響的因素。該等ESG因素連同財務、估值、宏觀經濟及其他因素被納入投資程序，乃投資決策的組成部分。因此，ESG因素並非投資決策的唯一驅動力，而是投資分析過程中被考慮的數項重要內容之一。 	<ul style="list-style-type: none"> 採用基本面分析以識別盈利增長率持續高於市場水平的公司。 專注於專營實力、管理團隊質素、自由現金流及融資/資產負債架構。 就相對於當地市場及地區兩者的相對估值吸引力進行核實。
ESG	<p>儘管附屬基金不以可持續投資為目標，惟將通過附屬基金承諾維持將其至少10%的投資組合價值投資於可持續投資²，以實現推動環境及社會特徵。投資經理實施以下投資策略：剔除篩選、可持續投資持倉及積極所有權。</p> <p>根據證監會的《致證監會認可單位信託及互惠基金的管理公司的通函 - 環境、社會及管治基金》，合併與接收附屬基金均未在香港作為ESG基金推銷。</p>	
SFDR分類	第8條	
基準	<p>MSCI綜合亞洲除日本淨額指數(MSCI All Country Asia Ex-Japan Net Index)。</p> <p>附屬基金以主動方式管理，惟可能使用基準指數作業績比較。投資經理不受相對基準指數的任何國家、界別及/或個別證券權重的限制，並享有充分的自由以投資於不構成基準指數一部分的證券。然而，市場情況有時可能導致附屬基金的表現與基準指數更加一致。</p>	
基準使用	表現比較。就貨幣對沖股份類別而言，基準指數可能對沖該股份類別的貨幣。	

² 誠如可持續金融披露條例所定義，可持續投資指投資於有助推動環境目標的經濟活動，透過 (例如) 有關能源、可再生能源、原料、水源和土地的使用、有關廢料生產和溫室氣體排放或有關其對生物多樣化和循環經濟的影響之關鍵資源效率指標量度，或指投資於有助推動社會目標的經濟活動，尤其是有助於解決不平等事宜或促進社會凝聚力、社會融合和勞資關係的投資，或對人力資本或經濟或社會弱勢社區的投資，惟該等投資不會嚴重損害任何有關目標，而且被投資公司遵循良好管治實踐，尤其是良好管理架構、僱員關係、員工薪酬及稅務合規方面。

	合併附屬基金 (閣下的子基金) 亞洲機遇股票基金	接收附屬基金 亞洲 (日本除外) 股票基金																
投資組合的參考貨幣	美元																	
投資經理	T. Rowe Price International Ltd																	
副投資經理	T. Rowe Price Singapore Private Ltd	普徠仕香港有限公司																
主要風險*	<ul style="list-style-type: none"> ■ 一般投資風險 ■ 股票市場風險 ■ 剔除標準風險 ■ 與預託證券相關的風險 ■ 地理集中風險 ■ 中小市值股票風險 ■ 新興市場風險 ■ 新興國家股票市場大幅波動的相關風險 ■ 新興國家股票市場監管/交易所規定的相關風險 ■ 貨幣風險 ■ 衍生工具風險 <p>* 進一步詳情請參閱公開說明書的一般風險章節，以及香港說明文件內「認可附屬基金的其他補充資料」一節項下「其他風險披露」分節。</p>																	
風險管理方法及預期槓桿水平	承擔法。 不適用																	
費用	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 30%;">入場費</td> <td>A類：不多於認購額的5% Q類：無</td> </tr> <tr> <td>轉換費</td> <td>A類/Q類：無</td> </tr> <tr> <td>贖回費</td> <td>A類/Q類：無</td> </tr> <tr> <td></td> <td>每年收費率 (除非下文另有指明，否則佔相關股份類別資產淨值的百分比)</td> </tr> <tr> <td>管理公司費</td> <td>A類：不多於1.60% Q類：不多於0.75%</td> </tr> <tr> <td>託管費[^]</td> <td>A類/Q類：不多於0.017%，最少0.0005%</td> </tr> <tr> <td>業績表現費</td> <td>不適用</td> </tr> <tr> <td>行政代理費[^]</td> <td>A類/Q類：不多於0.01%，最少0.003%或每個附屬基金27,000美元 (以較高者為準)</td> </tr> </table> <p>[^] 經營及行政開支總額將以A類及Q類各自資產淨值的0.17%為限。如果相關股份類別的應佔實際經營及行政成本總額超過開支上限，管理公司將承擔該超出部分。如果相關股份類別的應佔實際經營及行政成本總額低於限額，僅所產生的實際金額才會從相關股份類別的資產中扣除。</p>		入場費	A類：不多於認購額的5% Q類：無	轉換費	A類/Q類：無	贖回費	A類/Q類：無		每年收費率 (除非下文另有指明，否則佔相關股份類別資產淨值的百分比)	管理公司費	A類：不多於1.60% Q類：不多於0.75%	託管費 [^]	A類/Q類：不多於0.017%，最少0.0005%	業績表現費	不適用	行政代理費 [^]	A類/Q類：不多於0.01%，最少0.003%或每個附屬基金27,000美元 (以較高者為準)
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