

Guotai Junan Investment Funds
Guotai Junan Greater China Growth Fund
Guotai Junan Equity Income Fund
Guotai Junan Hong Kong Dollar Bond Fund
Guotai Junan Asian High Yield Bond Fund
(together, the “Sub-Funds”)

Notice to Unitholders

Important - If you are in any doubt about the contents of this notice, you should seek independent professional financial advice.

The Securities and Futures Commission of Hong Kong (“SFC”) takes no responsibility for the accuracy of any of the statements made or opinions expressed in this notice.

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

Updated Explanatory Memorandum and KFS

Guotai Junan Assets (Asia) Limited (the “Manager”) hereby announces that the explanatory memorandum of the Sub-Funds dated June 2014 (the “Explanatory Memorandum”) and the key facts statements (the “KFS”) will be updated as follows:

Distributions

Distributions out of capital

The disclosure regarding the distribution policy for each of the Sub-Funds has been revised with effect from one month from the date of this notice to disclose that the Manager may, at its discretion, pay distributions out of capital, or, may pay distributions out of gross income while all or part of the fees and expenses of each Sub-Fund are charged to/paid out of the capital of the relevant Sub-Fund, resulting in an increase in distributable income for the payment of distributions by the relevant Sub-Fund and therefore, the relevant Sub-Fund may effectively pay distributions out of capital. Payment of a distribution out of capital or effectively out of capital amounts to a return or withdrawal of part of an investor’s original investment or from any capital gains attributable to that original investment. Any distributions involving payment of a distribution out of capital or effectively out of capital may result in an immediate reduction of the net asset value per unit of the Sub-Fund.

The compositions of the distributions (i.e. the percentages of distributions being paid out of (i) net distributable income and (ii) capital) for a rolling 12-month period starting from one month from the date of this notice are available from the Manager on request and on the website www.gtja.com.hk (this website has not been reviewed by the SFC). The Manager may amend the policy regarding paying distributions out of capital or effectively out of capital subject to the SFC’s prior approval and by giving not less than 1 month’s advance notice to Unitholders.

The “Risk Factors” sections of the Explanatory Memorandum for the Sub-Funds have also been updated to include an additional risk factor relating to the payment of distributions out of capital.

Amendments to Distribution Policy of Guotai Junan Greater China Growth Fund

With effect from one month from the date of this notice, the distribution frequency of Guotai Junan Greater China Growth Fund has been changed from an annual basis to a semi-annual basis (i.e., June and December of each year) and Unitholders will be given the choice to opt for distributions to be not automatically reinvested.

FATCA

The Explanatory Memorandum has been updated to provide further information to Unitholders about the US Foreign Account Tax Compliance Act (“FATCA”) status of the Sub-Funds. An additional risk factor relating to FATCA has been included in the “Risk Factors” section of the Explanatory Memorandum.

Other Amendments

Other amendments have been made to remove or revise any outdated information in the Explanatory Memorandum and the KFS. These amendments include: (i) deletion of disclosures relating to the initial offering; (ii) clarification of the investment strategy by removing B Share from the list of investment for Guotai Junan Greater China Growth Fund and Guotai Junan Equity Income Fund; (iii) amendment to PRC Market Risk for Guotai Junan Greater China Growth Fund and Guotai Junan Equity Income Fund; (iv) removal of disclosures relating to PRC tax considerations; (v) amendment of disclosures relating to the A-Share markets; (vi) change of contact details of the Manager for general enquiries; (vii) change of lead legal adviser to the Manager and (viii) update to details of the directors of the Manager. The updated Explanatory Memorandum and the KFS will be available and uploaded on the Manager’s website at www.gtja.com.hk from 24 August 2015.

Amendment to the Trust Deed

The trust deed constituting the Trust dated 29 August 2007, as amended by supplemental deeds dated 29 August 2007, 4 November 2011, 11 June 2012, 15 October 2013 and 28 November 2013 (the “Trust Deed”) will be amended by a subsequent supplemental deed to allow the payment of distributions out of capital amounts.

The Manager accepts responsibility for the information contained in this Notice as being accurate as at the date of publication.

If you have any queries or concerns regarding any of the above amendments, please contact us at 27/F., Low Block, Grand Millennium Plaza, 181 Queen’s Road Central, Hong Kong (telephone number: +852-25092656 / 25097714) during normal office hours (Monday to Friday (excluding public holidays), from 9:00 a.m. to 5:30 p.m.).

Guotai Junan Assets (Asia) Limited

國泰君安資產管理(亞洲)有限公司

Date: 24 July 2015