

17th July 2024

Dear Valued Unit Holder,

TA Flexible Asian Bond Fund – Unit Holder’s Meeting

Thank you for being our valued unit holder.

Please be informed that TA Investment Management Berhad (“TAIM” or “Manager”) will be convening a meeting of the unit holders’ of the Fund to pass the following resolutions:

Resolutions	
1	Replacement of the CT (Lux) Flexible Asian Bond (“Target Fund”) That, the Manager be and is hereby authorised to replace the Target Fund with Amundi Funds Asia Income ESG Bond 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 and the guidelines.
2	Conversion of the Fund from a wholesale fund to a retail sustainable and responsible investment (“SRI”) fund That, the Manager be and is hereby authorised to convert the Fund from a wholesale fund to a retail SRI fund and to offer the units of the Fund to retail investors in Malaysia 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 conversion of the Fund from a wholesale fund to a retail SRI fund in accordance with the relevant laws and the guidelines.

A copy of the Notice of Meeting, along with the proxy form and explanatory note on the proposed resolution is sent herewith for your attention.

Please be informed that;

- 1) The Unit Holder’s Meeting will be held at 10.30am on Thursday, 29th August 2024 at 10th Floor, Multi-Purpose Hall 1, Menara TA One.
- 2) The Original Proxy form must be deposited at our office at 23rd Floor, Menara TA One, 22 Jalan P. Ramlee, 50250 Kuala Lumpur, not later than 10.30am on Tuesday, 27th August 2024. The instrument of proxy may also be deposited electronically by submitting the same to the Manager at investor.taim@ta.com.my

If you need any clarification, please contact our Customer Service personnel at 03-2031 6603.

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TA FLEXIBLE ASIAN BOND FUND
NOTICE OF MEETING

NOTICE IS HEREBY GIVEN for the convening of a meeting of the unit holders of the TA Flexible Asian Bond Fund (hereinafter referred to as the “**Fund**”) by the manager of the Fund, TA Investment Management Berhad (hereinafter referred to as the “**Manager**”), pursuant to Clause 16.3.1 of the deed dated 5 March 2020 as modified by the first supplemental deed dated 22 February 2024 governing the Fund (hereinafter referred to as the “**Deed**”).

The meeting will be held at **10th Floor, Multi-Purpose Hall 1, Menara TA One, 22 Jalan P. Ramlee, 50250 Kuala Lumpur** on **Thursday, 29 August 2024** at **10.30 a.m.** to consider and, if thought appropriate by the unit holders, to pass the following resolutions:

RESOLUTION 1

Replacement of the CT (Lux) Flexible Asian Bond (“Target Fund”)

That, the Manager be and is hereby authorised to replace the Target Fund with Amundi Funds Asia Income ESG Bond 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 and the guidelines.

RESOLUTION 2

Conversion of the Fund from a wholesale fund to a retail sustainable and responsible investment (“SRI”) fund

That, the Manager be and is hereby authorised to convert the Fund from a wholesale fund to a retail SRI fund and to offer the units of the Fund to retail investors in Malaysia 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 conversion of the Fund from a wholesale fund to a retail SRI fund in accordance with the relevant laws and the guidelines.

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

Clause 16.4.1

The quorum required for a meeting of the Unit Holders of the Fund or a class of Units (as the case may be) shall be five (5) Unit Holders, whether present in person or by proxy, provided that if the Fund or a class of Units (as the case may be) has five (5) or less Unit Holders, the quorum required for a meeting of the Unit Holders of the Fund or a class of Units (as the case may be) shall be two (2) Unit Holders (irrespective of the Class), whether present in person or by proxy; 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 (irrespective of the Class) in circulation at the time of the meeting. If the Fund has two (2) Unit Holders, the quorum required shall be one (1) Unit Holders of that Fund (irrespective of the Class), whether present or by proxy and if the meeting requires a Special Resolution, the quorum for that meeting shall be one (1) Unit Holders of that Fund (irrespective of the Class), whether present in person or by proxy, holding in aggregate at least twenty five per centum (25%) of the Units in issue for that Fund (irrespective of the Class) at the time of the meeting. Where the Fund has only one (1) remaining Unit holder, such Unit holder, whether present in person or by proxy, at the meeting shall constitute a quorum.

Clause 16.4.3

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 16.4.4

On a voting by show of hands every Unit Holder who is present in person or by proxy shall have one (1) vote.

Clause 16.4.5

Upon a voting by poll, the votes by every Unit Holder present in person or by proxy shall be proportionate to the value of Units held by him.

Clause 16.4.12

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 333(1) of the Companies Act 2016. The Manager or the Trustee may accept a certificate under 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 16.4.13

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

Clause 16.4.17A

For the avoidance of doubt, the instrument appointing a proxy may be deemed to be deposited at the office of the Manager if it is sent by e-mail or such other digital or electronic means to the Manager at the e-mail, digital or electronic address and/or identification notified by Manager in the notice of meeting or adjourned meeting, as the case may be.

Clause 16.4.18

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.

Clause 16.4.19

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 16.4.20

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 of the meeting; 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.

Clause 16.4.21

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 the quorum for the adjourned meeting.

Clause 16.4.24

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 16.4.26

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.

An instrument of proxy is enclosed herewith and should, if used, be deposited at the office of the Manager at **23rd Floor, Menara TA One, 22 Jalan P. Ramlee, 50250 Kuala Lumpur**, not later than **10.30 a.m. on Tuesday, 27 August 2024**. The instrument of proxy may also be deposited electronically by submitting the same to the Manager at investor.taim@ta.com.my by the date and time mentioned above.

Resolution 1 and Resolution 2 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.

Date: 17 July 2024

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**TA FLEXIBLE ASIAN BOND FUND
FORM OF PROXY**

I/We (block letters, please)
 (NRIC No.:...../ Registration No.:.....) being a
 unit holder of units in the TA Flexible Asian Bond Fund hereby
 appoint 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 on
Thursday, 29 August 2024 at 10.30 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 CT (Lux) Flexible Asian Bond ("Target Fund")</p> <p>That, the Manager be and is hereby authorised to replace the Target Fund with Amundi Funds Asia Income ESG Bond 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 and the guidelines.</p>		
2.	<p>Conversion of the Fund from a wholesale fund to a retail sustainable and responsible investment ("SRI") fund</p> <p>That, the Manager be and is hereby authorised to convert the Fund from a wholesale fund to a retail SRI fund and to offer the units of the Fund to retail investors in Malaysia 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 conversion of the Fund from a wholesale fund to a retail SRI fund in accordance with the relevant laws and the guidelines.</p>		

Please indicate your vote "For" or "Against" with an "X" or "✓" within the box provided.

In the absence of any specific instructions, my/our proxy will vote or abstain from voting on the resolutions as he/she thinks fit. If the chairman of the meeting is my/our proxy and I/we do not instruct the chairman of the meeting, the chairman of the meeting will vote in favour of the resolutions.

If unit holder is an individual:

SIGNED by the said (unit holder's name) on the day of
 in the presence of:

.....
(Witness's signature)

.....
(Signature of unit holder)

If unit holder is a company:

* THE COMMON SEAL of the said was hereto affixed on the day of in accordance with its Articles of Association or Constitution in the presence of:

* The company stamp of the said was hereto affixed on the day of

..... (Authorised signature) Name: signatory's Name: (Authorised signature) Name: signatory's Name: (COMMON SEAL)
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* Please delete as appropriate

Notes:

1. This form of proxy must be deposited at the Manager's office at **23rd Floor, Menara TA One, 22 Jalan P. Ramlee, 50250 Kuala Lumpur**, not later than **10.30 a.m. on Tuesday, 27 August 2024**. The form of proxy may also be deposited electronically by submitting the same to the Manager at investor.taim@ta.com.my 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 unit holder is a company, the proxy may be any representative of such company appointed in the manner provided in section 333(1) of the Companies Act 2016.

TA FLEXIBLE ASIAN BOND FUND (“FUND”)

THE MANAGER’S EXPLANATORY NOTES IN RESPECT OF THE RESOLUTIONS PROPOSED FOR THE UNIT HOLDERS’ MEETING TO BE HELD ON 29 AUGUST 2024

1. Resolution 1

- 1.1. The Fund is a feeder fund which is investing a minimum of 85% of its net asset value (“NAV”) in CT (Lux) Flexible Asian Bond (“Target Fund”).
- 1.2. The Manager has been informed by Threadneedle Management Luxembourg S.A., the management company of the Target Fund that it has decided to discontinue the offering of the Target Fund in Malaysia. After taking into consideration the interests of the unit holders, the Manager is proposing to replace the Target Fund with Amundi Funds Asia Income ESG Bond (“Proposed Replacement Target Fund”) instead of terminating the Fund to continue the investments in Asia as Asia is one of the most dynamic regions offering a vast number of investment opportunities in a highly diversified¹ and maturing market.
- 1.3. The Manager has selected the Proposed Replacement Target Fund following a rigorous due diligence process, during which it has considered various factors such as group and fund track record, experience, objective and strategies similar to that of the Target Fund’s investment strategy. The Proposed Replacement Target Fund invests across all Asian fixed income segments with a focus on both credit and local rates markets. Diversified across corporates and sovereign issuers, the Proposed Replacement Target Fund will target high income generation with an optimised risk return profile. It will also employ a robust environmental, social and governance (“ESG”) framework to reduce extra-financial risk while also seeking ESG opportunities. The Proposed Replacement Target Fund is classified pursuant to Article 8 of the Sustainable Finance Disclosure Regulation (SFDR).
- 1.4. A comparison between the Target Fund and the Proposed Replacement Target Fund is as shown below:

	Target Fund	Proposed Replacement Target Fund
Management Company	Threadneedle Management Luxembourg S.A.	Amundi Luxembourg S.A.
Sub-advisor / Investment Manager	1. Threadneedle Asset Management Limited 2. Threadneedle Investments Singapore (Pte.) Limited	Amundi Singapore Limited
Base Currency	United States Dollar (“USD”)	USD
Country of Origin	Luxembourg	Luxembourg
Regulatory Authority	Commission de Surveillance du Secteur Financier (“CSSF”)	CSSF
Investment Objective	To achieve a total return from income and capital appreciation.	To increase the value of investor’s investment (through income and capital growth), and outperform the benchmark, over the recommended holding period, while achieving an ESG score greater than that of its investment universe.

¹ Diversification does not guarantee a profit or protect against a loss.

		<p>The Proposed Replacement Target Fund is managed with consideration to a number of ESG themes in such areas as community involvement and human rights, carbon footprint reduction and other such themes. The Proposed Replacement Target Fund aims to outperform its investment universe at least in two of those themes.</p>
<p>Investment Strategy and Policy</p>	<p>The Target Fund is actively managed and seeks to achieve a total return from income and capital appreciation by investing principally, either directly or indirectly through derivatives, in a portfolio of government and non-government fixed income and floating rate securities (including covered bonds, perpetual bonds, and callable and puttable bonds) that are either investment grade or below investment grade at the time of purchase, and when determined appropriate cash and money market instruments. The Target Fund may also invest in asset-backed transferable securities (not exceeding 20% of the NAV of the Target Fund), convertible bonds and preference shares. These securities will be denominated either in USD or in Asian currencies (with the exclusion of Japanese Yen) and issued or guaranteed by institutions and corporations having their head office in, or exercising the predominant part of their economic activity in Asia (with the exclusion of Japan). The Target Fund may also invest in currencies, including non-Asian currencies, either directly or indirectly through financial derivative instruments.</p> <p>Up to 20% of the Target Fund's NAV may be invested in bonds traded on the China Interbank Bond Market using bond connect.</p> <p>The Target Fund may use financial derivative instruments for investment and hedging purposes. These derivatives may</p>	<p>The Proposed Replacement Target Fund invests extensively in corporate and government bonds in Asia, including emerging markets. These investments are mostly denominated in USD and some of them are below investment grade.</p> <p>Specifically, the Proposed Replacement Target Fund invests at least 80% of net assets in bonds of issuers that are located, or do most of their business, in Asia. Bond investments may include the following up to the stated percentages of net assets:</p> <ul style="list-style-type: none"> - perpetual bonds: 50% - subordinated bonds: 20% - contingent convertible bonds: 10% - below investment grade bonds: 40% - bonds issued in China, either through China Interbank Bond Market or bond connect: 20% - non-USD bonds denominated in a local currency: 20% - distressed securities: 10% <p>The Proposed Replacement Target Fund invests at least 10% of net assets in green bonds (bonds whose proceeds finance environmental projects).</p> <p>The Proposed Replacement Target Fund may also invest in, or be exposed to, other types of bonds and in the following up to</p>

	<p>include, but are not limited to, deliverable and non-deliverable forward foreign exchange contracts (relating to Asian and non-Asian currencies), futures and options on transferable securities, interest rate swaps and credit default swaps.</p> <p>For the purposes of managing liquidity, the Target Fund may hold ancillary liquid assets (i.e. bank deposits at sight), and may also hold bank deposits, money market instruments or money market funds for treasury purposes. In normal market conditions, investments in these assets or instruments will not exceed 10% of the Target Fund's NAV.</p> <p>The Target Fund is actively managed in reference to the J.P. Morgan Asia Credit Index Diversified. The index is broadly representative of the securities in which the Target Fund invests, and provides a suitable target benchmark against which the Target Fund performance will be measured and evaluated over time. The Target Fund Sub-advisor has discretion to select investments with weightings different to the index, and that are not in the index, and the Target Fund may display significant divergence from the index.</p> <p>Deviations from the index, including guidance on the level of risk relative to the index, will be considered as part of the Target Fund Sub-advisor's risk monitoring process.</p>	<p>the stated percentages of net assets:</p> <ul style="list-style-type: none"> - equities: 10% - undertaking for collective investment in transferable securities / undertaking for collective investments: 10% <p>The Proposed Replacement Target Fund may hold up to 20% of net assets in money market instruments and deposits for treasury management and for the purpose of coping with unusual market conditions.</p> <p>Non-USD investments may or may not be hedged to the USD at the discretion of the Investment Manager.</p> <p>The Proposed Replacement Target Fund intends to use derivatives to reduce various risks (hedging) and costs, and to gain long or short exposure to various assets, markets or other investment opportunities.</p> <p>The Proposed Replacement Target Fund intends to use securities financing transactions.</p>
Performance Benchmark	J.P. Morgan Asia Credit Index Diversified	Secured Overnight Financing Rate
Specific Risks	<ul style="list-style-type: none"> • Market Risk; • Exchange Rates Risk; • Interest Rates Risk; • Inflation Risk; • High Yield Risk; • Emerging Markets Risk; • Emerging Markets – Custody Risk; 	<ul style="list-style-type: none"> • Collateral Management Risk; • Concentration Risk; • Contingent Convertible Bonds Risk; • Counterparty Risk; • Country Risk – China; • Credit Risk; • Currency Risk; • Default Risk;

	<ul style="list-style-type: none"> • Emerging Markets – Liquidity Risk; • Risk associated with the Use of Derivatives and other Investment Techniques; • Credit Risk; • Counterparty Risk; • Collateral Risk; • Options and futures on currencies and other assets Risk; • Non-traditional Debt Securities Risk; • Asset-backed Transferable Securities Risk; • Credit Default Swaps Risk; • Interest Rate Swaps Risk; • Currency Fluctuations Risk; • Investment in other Undertaking for Collective Investments Risk (including Exchange Traded Funds); • Custody Risk; • Risks associated with China Interbank Bond Market via Northbound Trading Link under Bond Connect; • People’s Republic of China Tax Risk; • Sustainability Risk Assessment; and • Sustainability Risk Integration 	<ul style="list-style-type: none"> • Derivatives Risk; • Distressed Securities Risk; • Emerging Markets Risk; • Hedging Risk; • High Yield Risk; • Interest Rate Risk; • Liquidity Risk; • Management Risk; • Market Risk; • Operational Risk; • Perpetual Bonds Risk; • Prepayment and Extension Risk; • Sustainable Investment Risk; and • Use of Techniques and Instruments Risk
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For more information relating to the Proposed Replacement Target Fund, unit holders may contact the Manager.

- 1.5. If passed at the meeting, this resolution will give the Manager the authority to replace the Target Fund with the Proposed Replacement Target Fund. 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, including but not limited to changing the name of the Fund in accordance with the relevant laws and the guidelines.
2. Resolution 2
 - 2.1. The Fund was launched on 17 March 2020 as a wholesale fund where units of the Fund can only be offered to sophisticated investors in Malaysia. The Fund is a feeder fund and seeks to achieve a total return from income and capital appreciation by investing in the Target Fund.
 - 2.2. The Manager is proposing to convert the Fund from a wholesale fund to a retail sustainable and responsible investment (“**SRI**”) fund and to offer the units of the Fund to retail investors in Malaysia who seeks to have exposure in investments that integrates ESG principles.

- 2.3. The conversion of the Fund to a retail SRI fund will enable the Fund to be offered to the mass retail market, with the aim to increase the assets under management (“**AUM**”) for the Fund. There are fixed costs in operating the Fund which can be shared across more investors, i.e. management expense ratio is expected to be smaller when the AUM of the Fund is higher, bringing to better fund performance compared to a fund with smaller AUM.
- 2.4. If passed at the meeting and subject to the authorisation of the Fund by the Securities Commission Malaysia, this resolution will give the Manager the authority to convert the Fund from a wholesale fund to a retail SRI fund and to offer the units of the Fund to retail investors in Malaysia. Further, the Manager and/or the trustee of the Fund will be authorised to do all such things necessary to give effect to the conversion of the Fund from a wholesale fund to a retail SRI fund, including but not limited to changing the investment strategy and investment restrictions and limits of the Fund in accordance with the relevant laws and the guidelines.
- 2.5. A prospectus replacing the information memorandum in relation to the Fund will be submitted to the Securities Commission Malaysia for registration.