

## 荷寶基金通知

2023 年 11 月 21 日

富達投信甫於近日接獲「荷寶基金系列」之在台總代理人野村證券投資信託股份有限公司之通知事項。相關書件如附件所示供參。

若您對本通知有任何相關問題，歡迎聯絡您專屬的業務專員。富達證券營業讓與予富達投信後，目前富達投信未擔任該系列基金之銷售機構，若有其他相關問題，建議您可洽詢該系列基金之總代理人。

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**【富達投信獨立經營管理】**各基金經金管會核准或同意生效，惟不表示絕無風險，基金經理公司以往之經理績效不保證基金之最低投資收益，基金經理公司除盡善良管理人之注意義務外，不負責各基金之盈虧，亦不保證最低之收益，投資人申購前應詳閱基金公開說明書。有關基金應負擔之費用(境外基金含分銷費用)已揭露於基金之公開說明書或投資人須知中，投資人索取公開說明書或投資人須知，可至富達投資服務網 <http://www.fidelity.com.tw>或境外基金資訊觀測站 <http://www.fundclear.com.tw>查詢，或請洽富達投信或銷售機構索取。**Fidelity 富達, Fidelity International, 與 Fidelity International** 加上其F標章為**FIL Limited**之商標。**FIL Limited** 為富達國際有限公司。富達證券投資信託股份有限公司為**FIL Limited** 在台投資100%之子公司。110台北市信義區忠孝東路五段68號11樓，富達投信服務電話 **0800-00-9911**。

**SITE 2016 09-007**

正本

發文方式：電子交換（第一類，不加密）

檔 號：

保存年限：

## 野村證券投資信託股份有限公司 函

地址：11049臺北市信義路5段7號30樓  
承辦人：趙惠貞  
電話：(02)87581571  
電子信箱：Jenny.Chao@nomurafunds.com.tw

受文者：如正副本行文單位

發文日期：中華民國112年11月17日

發文字號：野村信字第1120000672號

速別：普通件

密等及解密條件或保密期限：

附件：中英文股東通知信

主旨：謹函轉本公司擔任總代理人之荷寶資本成長基金系列各子基金之股東通知信。

說明：

- 一、本公司經金融監督管理委員會核准，擔任荷寶資本成長基金系列境外基金之總代理人在國內募集及銷售，合先敘明。
- 二、茲略摘要本次公開說明書之變更事項：
  - (一)修改評價日之定義：將重新定義評價日，以使在當年最後一個平日是非評價日之子基金能發布非交易用之資產淨值。
  - (二)增加兩種新的流動性管理工具：即採用稀釋調整機制及於股份買回時暫時延長提前通知期間之可能性。
  - (三)允許「荷寶環球消費新趨勢股票」使用衍生性商品及附買回（附賣回）協議。
  - (四)修訂所有使用代理投票子基金之SFDR締約前揭露事項之具拘束力要素。
  - (五)更新「荷寶BP美國卓越股票」對永續性因素之主要負面影響。
- 三、上述變更將於2023年12月17日生效，並更新於2023年12月新版公開說明書中，而該等公開說明書及重要投資人資訊亦可至境外基金資訊觀測站(<http://www.fundclear.com.tw>)下

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正本：彰化商業銀行股份有限公司信託處、臺灣土地銀行股份有限公司、臺灣新光商業銀行股份有限公司(信託部)、臺灣新光商業銀行股份有限公司(財富管理部)、臺灣中小企業銀行股份有限公司、第一商業銀行股份有限公司信託處規劃部、合作金庫商業銀行(信託部)、兆豐國際商業銀行股份有限公司、凱基商業銀行股份有限公司、柏瑞證券投資信託股份有限公司、中租證券投資顧問股份有限公司、新光證券投資信託股份有限公司、安泰商業銀行股份有限公司、鉅亨證券投資顧問股份有限公司、三信商業銀行股份有限公司(信託部)、容海國際證券投資顧問股份有限公司、星展(台灣)商業銀行信託部(T&O-WMO)、王道商業銀行股份有限公司財富管理部、王道商業銀行股份有限公司財富信託部、基富通證券股份有限公司、高雄銀行股份有限公司信託部、聯邦商業銀行股份有限公司財管部、新光人壽保險股份有限公司

副本：

(節譯文)

荷寶資本成長基金

可變資本投資公司

6 route de Trèves, L-2633 Senningerberg

盧森堡大公國

盧森堡商業登記處編號：B 58.959

(「本公司」)

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## 致本基金股東通知書

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郵件寄送

盧森堡，2023年11月17日

親愛的投資人

台端身為本公司之股東，本公司之董事會（「**董事會**」）謹此通知台端有關本公司及其子基金（「**子基金**」）之若干變更。

除以下另有說明外，變更將於2023年12月17日生效。

### 1. 修改評價日之定義

於公開說明書「詞彙定義」章節下，評價日之定義將重新界定，以使在當年最後一個平日是非評價日之子基金能發布非交易用之資產淨值。

### 2. 增加兩種新的流動性管理工具

於公開說明書「2.3 股份發行」、「2.4 股份轉換」及「2.5 股份買回」章節下，將加入文字以反映新增兩種流動性管理工具，即採用稀釋調整機制及於股份買回時暫時延長提前通知期間之可能性。

### 3. 允許子基金荷寶環球消費新趨勢股票使用衍生性商品及附買回（附賣回）協議

(中譯文僅供參考，與原文相較不盡完整，亦有歧異，如有疑義應以英文本為準)



於公開說明書「附件 I- 各子基金之資訊」，子基金荷寶環球消費新趨勢股票之「金融工具與投資限制」部分之第 5 段將取消不得直接投資於選擇權及利率交換選擇權之限制。因此，相關段落將修改如下：

「可使用交易所交易或店頭市場交易之衍生性商品、包括但不限於期貨、交換合約、選擇權、遠期外匯及/或上述之組合。雖然子基金得為投資之目的以及避險和增進投資組合效率之管理目的而廣泛使用衍生性商品，但子基金無意為此等目的而予以廣泛地使用衍生性商品。」

此外，於「附件 IV – 衍生性金融商品、效率投資組合管理技巧及工具」下，將刪除下述條款：「如下所示，子基金荷寶環球消費新趨勢股票被除外於從事附賣回協議及買回協議。」。刪除該段係為確保與其他股權子基金之一致性，這些子基金已被允許簽訂附買回（附賣回）協議。

因此，在「證券借貸及附買回（附賣回）協議之水平」表中，附買回（附賣回）協議之預估水平及附買回（附賣回）協議之最大水平將更新如下：

附買回協議		附賣回協議	
預估水平	最大水平	預估水平	最大水平
N/A-0%	N/A-10%	N/A-0.5%	N/A-15%

4. (與台灣登記無關，故略譯)

5. (與台灣登記無關，故略譯)

6. 修訂所有使用代理投票子基金之 SFDR 締約前揭露事項之具拘束力要素

於公開說明書「附件 VIII – 各子基金之永續性揭露」中，以下子基金將於該段落中加入有關投票具拘束力要素之用詞，以使成本效率的例外情況更加明確。

全球股票子基金	地區及國家股票子基金	主題股票子基金
荷寶新興市場股票	荷寶亞太優越股票	荷寶環球地產股票(本基金非屬環境、社會及治理相關主題之境外基金)
	荷寶歐洲低波動股票	荷寶環球消費新趨勢股票
	荷寶 BP 美國卓越股票	

7. 於 QI 子基金之 SFDR 締約前揭露事項中新增具拘束力要素

(中譯文僅供參考，與原文相較不盡完整，亦有歧異，如有疑義應以英文本為準)



於公開說明書「附件 VIII-各子基金之永續性揭露」中，以下子基金將新增所提倡之環境及/或社會特徵、永續指標及具拘束力要素如下表所示：

子基金	所提倡之環境/社會特徵	永續指標	拘束力要素
荷寶歐洲低波動股票	子基金提倡相較於一般市場指數，其投資組合中 SDG 得分為正數 (1、2、3) 之公司比例更高。	子基金在 SDG 得分為正之公司中之權重 (1、2、3) 與一般市場指數權重之 SDG 得分為正數之公司 (1、2、3) 相較。	子基金對 SDG 得分為正數 (1、2、3) 之公司權重優於一般市場指數。

#### 8. 更新子基金荷寶 BP 美國卓越股票對永續性因素之主要負面影響

於公開說明書「附件 VIII-各子基金之永續性揭露」中，有關子基金荷寶 BP 美國卓越股票之主要負面影響段落將透過刪除以下內容進行修改：

- 「o 透過 ESG 整合流程，作為投資盡職調查政策及程序之一環，考量以下 PAI：
- 所有與溫室氣體排放相關之指標，作為所需氣候風險分析之一環 (PAI 1-6，表 1，PAI 4，表 2)
  - 生物多樣性、水及廢棄物指標 (PAI 7-9，表 1)
  - 董事會性別多樣性 (PAI 13，表 1)」

#### 9. (與台灣登記無關，故略譯)

#### 10. (與台灣登記無關，故略譯)

除此之外，某些細項更新及非重大變更亦將反映於公開說明書中。

請注意，修正版公開說明書稿件 (日期將訂為 2023 年 12 月 17 日) 將得於本公司之註冊辦事處索取。

謹提醒股東，如公開說明書中所規定者，本公司不收取任何買回費且不同意上述變更之股東得免費買回其股份。

除另有定義外，本通知書中任何定義詞彙應與公開說明書內之定義相同。

(中譯文僅供參考，與原文相較不盡完整，亦有歧異，如有疑義應以英文本為準)

**ROBECO**

倘台端需要任何進一步之資訊（或於可索取後要求更新之公開說明書之副本），請聯繫台端通常之（荷寶）業務人員或本公司註冊辦事處，或得瀏覽下列網站：  
[www.robeco.com/riam](http://www.robeco.com/riam)。

誠摯地，

荷寶資本成長基金董事會

**Robeco Capital Growth Funds**  
*Société d'investissement à capital variable*  
6 route de Trèves, L-2633 Senningerberg  
Grand Duchy of Luxembourg  
R.C.S. Luxembourg: B 58.959  
(the “**Company**”)

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## NOTICE TO SHAREHOLDERS OF THE COMPANY

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By mail

Luxembourg, 17 November 2023

Dear Investor,

As a Shareholder in the Company, the board of directors of the Company (the “**Board of Directors**”) hereby informs you of certain changes concerning the Company and its sub-funds (the “**Sub-funds**”).

Unless otherwise indicated below, the changes will become effective as from 17 December 2023.

### **1. Amendment of the definition of Valuation Day**

Under section “Glossary of defined terms” of the Prospectus, the definition of the Valuation Day will be redefined to enable to publish a non-trading NAV for Sub-funds that have a non-Valuation Day on the last weekday of the year.

### **2. Addition of two new liquidity management tools**

Under section “2.3 Issue of Shares”, “2.4 Switch of Shares” and “2.5 Redemption of Shares” of the Prospectus, text will be added to reflect the addition of two liquidity management tools, namely the possibility to apply a dilution levy and to temporarily extend the period of advance notice for the redemption of Shares.

### **3. Allowing the use of derivatives and (reverse) repurchase agreements of the Sub-fund Robeco Global Consumer Trends**

Under “Appendix I – Information per Sub-fund” of the Prospectus, paragraph 5 of section “Financial Instruments and Investment Restrictions” of the Sub-fund Robeco Global Consumer Trends, the restriction not to directly invest in options and swaptions will be lifted. Accordingly, the relevant paragraph will be amended as follows:

*“Exchange traded and over-the-counter derivatives are permitted, including but not limited to futures, swaps, options, currency forwards and/or combinations of the above. Whilst the Sub-fund may use derivatives for investment purposes as well as for hedging and efficient portfolio management, it does not intend to utilize derivatives extensively for such purposes.”*

Furthermore, under “Appendix IV – Financial derivative instruments, efficient portfolio management techniques and instruments”, the following provision will be deleted: *“As indicated below, the Sub-fund Robeco Global Consumer Trends is excluded from entering into reverse repurchase agreements and repurchase agreements.”* The wording is removed in order to ensure coherence with the other equity Sub-funds, which are already allowed to enter into (reverse) repurchase agreements.

As a consequence, in the table “Levels securities lending and (reverse) repurchase agreements”, the expected level of (reverse) repurchase agreements and the maximum level of (reverse) repurchase agreements will be updated as follows:

Repurchase agreements		Reverse repurchase agreements	
Expected level	Maximum level	Expected level	Maximum level
N/A-0%	N/A-10%	N/A-0-5%	N/A-15%

#### 4. Changes of the benchmark for the sub-funds RobecoSAM QI Global SDG & Climate Conservative Equities, RobecoSAM QI Global SDG & Climate Beta Equities, RobecoSAM QI US Climate Beta Equities, and RobecoSAM QI Global SDG & Climate Multi-Factor Equities

Under “Appendix I – Information per Sub-fund” of the Prospectus, following the launch of a new set of Paris Aligned Benchmark (PAB) Indices, the benchmarks of the abovementioned sub-funds will change as indicated in the table below. The new benchmarks apply less stringent constraints than the Climate PAB Indices that are currently in use, which will broaden and diversify the investment universe. Therefore, for the SDG & Climate Conservative strategies the impact on alpha will be reduced and for the SDG & Climate Beta strategies, the impact on risk will be reduced.

Sub-fund	Old benchmark	New benchmark
RobecoSAM QI Global SDG & Climate Conservative Equities	MSCI All Country World Climate Paris Aligned Index	MSCI All Country World EU PAB Overlay Index
RobecoSAM QI Global SDG & Climate Beta Equities	MSCI All Country World Climate Paris Aligned Index	MSCI All Country World EU PAB Overlay Index
RobecoSAM QI US Climate Beta Equities	MSCI USA Climate Paris Aligned Index	MSCI USA EU PAB Overlay Index
RobecoSAM QI Global SDG & Climate Multi-Factor Equities	MSCI All Country World Climate Paris Aligned Index	MSCI All Country World EU PAB Overlay Index

In light of the above, “Appendix VI – Benchmarks” and “Appendix VIII – Sustainability Disclosures per Sub-fund” and particularly questions “How does the reference benchmark take into account sustainability factors in a way that is continuously aligned with the sustainable investment objective?” and “How is the alignment of the investment strategy with the methodology of the index ensured on a continuous basis?” of the Prospectus will be updated accordingly.

#### 5. Change of investment policy of the Sub-fund Robeco Sustainable Asian Bonds

Under “Appendix I – Information per Sub-fund” and “Appendix VIII – Sustainability disclosures per Sub-fund” of the Prospectus, the investment policy and sustainability disclosures of the Sub-fund Robeco Sustainable Asian Bonds will be amended by incorporating a transition bucket to the existing portfolio through the use of recognised tools. These include adding companies to the portfolio that are aligned or aligning as per Robeco’s “Climate Traffic Light” methodology, even if these are SDG negative scoring companies. Additionally, a higher commitment to ESG labelled bonds will be introduced to enhance the transition bucket in the portfolio. These changes will be made to incorporate a segment in the existing strategy for transition companies on the climate change journey.

To achieve this, “Appendix I – Information per Sub-fund” will be amended as follows:

<b>Investment policy</b>	
<b>Strategy</b>	The Sub-fund invests at least two-thirds of its total assets in bonds (which may include contingent convertible bonds (also “CoCo” bonds)) and similar fixed income securities and asset backed securities issued by entities incorporated or exercising a preponderant part of their economic activities in Asia <a href="#">or issued by entities that are part of the Sub-fund's</a>

	<a href="#">Benchmark</a> [...]
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Furthermore, “Appendix VIII – Sustainability Disclosures per Sub-fund” will be updated as follows to reflect the above.

<b>What environmental and/or social characteristics are promoted by this financial product?</b>	
2.	The Sub-fund promotes <del>investment in a portfolio that avoid significant harm to the Sustainable Development Goals (SDGs) investing in companies that are making efforts in improving their contribution to the UN SDGs with a specific focus on climate change and Paris agreement goals.</del>
<b>What sustainability indicators are used to measure the attainment of each of the environmental or social characteristics promoted by this financial product?</b>	
2.	The proportion of companies that hold a <del>high or medium</del> negative SDG score (-3 <del>or</del> -2 <del>or</del> -1) based on the internally developed SDG Framework <del>but are aligned or aligning as per Robeco Traffic Light.</del>
<b>What are the binding elements of the investment strategy used to select the investments to attain each of the environmental or social characteristics promoted by this financial product?</b>	
1.	For corporate bond investments, at least <del>80</del> <u>50</u> % of the Sub-fund is invested in companies with a positive or neutral SDG score. <del>No more than 20% can be invested in a holding with a low negative score.</del> The average company SDG score of the Sub-fund is greater than zero.
2.	For corporate bond investments, the Sub-fund <del>excludes all high or medium negative SDG scores (-3 or -2)</del> <u>can invest in bonds with a negative SDG score up to a maximum cap of 20% if the issuer has a corresponding climate traffic light (based on Robeco internal IP) that is aligned or aligning. Robeco’s Paris Alignment Assessment (traffic light) is a forward looking assessment of a company’s alignment with a below 2°C scenario and more information of the methodology can be found here <a href="https://www.robeco.com/files/docm/docu-robeco-paris-alignment-assessment.pdf">https://www.robeco.com/files/docm/docu-robeco-paris-alignment-assessment.pdf</a>.</u>
6.	The Sub-fund invests a minimum of <del>5</del> <u>15</u> % in green, social, sustainability, and/or sustainability-linked bonds.

## 6. Amendment of the binding elements in the SFDR pre-contractual disclosures for all Sub-funds that make use of proxy voting

Under “Appendix VIII – Sustainability disclosures per Sub-fund” of the Prospectus, wording will be added to the paragraph with regards to the binding elements on voting for the following Sub-funds, making the cost efficiency exception more explicit:

Global Equity Sub-funds	Regional & Country Equity Sub-funds	Theme Equity Sub-funds
Robeco BP Global Premium Equities	Robeco Asia-Pacific Equities	Robeco New World Financials
Robeco QI Global Conservative Equities	Robeco Sustainable European Stars Equities	Robeco Sustainable Property Equities
Robeco Sustainable Global Stars Equities	Robeco QI European Conservative Equities	Robeco Global Consumer Trends
Robeco Emerging Stars Equities	Robeco QI US Conservative Equities	Robeco MegaTrends
Robeco Emerging Markets Equities	Robeco BP US Premium Equities	Robeco Digital Innovations
Robeco QI Emerging Markets Active Equities	Robeco Chinese Equities	Robeco FinTech

Robeco QI Global Developed Sustainable Enhanced Index Equities	Robeco Indian Equities	RobecoSAM Circular Economy Equities
Robeco Sustainable Emerging Stars Equities	Robeco Asian Stars Equities	RobecoSAM Smart Energy Equities
Robeco QI Emerging Markets Enhanced Index Equities	Robeco Sustainable Asian Stars Equities	RobecoSAM Smart Materials Equities
Robeco QI Emerging Conservative Equities	Robeco BP US Large Cap Equities	RobecoSAM Smart Mobility Equities
Robeco QI Global Value Equities	Robeco BP US Select Opportunities Equities	RobecoSAM Sustainable Healthy Living Equities
Robeco QI Global Developed Multi-Factor Equities	Robeco Chinese A-share Equities	RobecoSAM Sustainable Water Equities
Robeco QI Emerging Markets Sustainable Active Equities	Robeco QI Chinese A-share Active Equities	RobecoSAM Global Gender Equality Equities
Robeco QI Global Developed Conservative Equities	RobecoSAM QI US Climate Beta Equities	Robeco Next Digital Billion
Robeco QI Global Developed Active Equities		RobecoSAM Biodiversity Equities
Robeco QI Global Quality Equities		RobecoSAM Net Zero 2050 Climate Equities
RobecoSAM QI Global SDG & Climate Conservative Equities		Robeco Fashion Engagement Equities
Robeco QI Global Developed Enhanced Index Equities		
Robeco QI Emerging Markets Sustainable Enhanced Index Equities		
RobecoSAM Global SDG Equities		
RobecoSAM Global SDG Engagement Equities		
RobecoSAM QI Global SDG & Climate Beta Equities		
Robeco Quantum Equities		
Robeco Emerging Markets Ex China Equities		

## 7. Addition of binding elements in the SFDR pre-contractual disclosures for QI Sub-funds

Under “Appendix VIII – Sustainability disclosures per Sub-fund” of the Prospectus, environmental and/or social characteristics promoted, sustainability indicators, and binding elements will be added to the following Sub-funds as set out in the following table:

Sub-fund	E/S characteristics promoted	Sustainability Indicators	Binding Elements
Robeco QI Global Conservative Equities Robeco QI Emerging Markets Active Equities Robeco QI Global Momentum Equities Robeco QI Emerging Markets Enhanced Index Equities Robeco QI Emerging Conservative Equities Robeco QI Global Value Equities Robeco QI Global Developed Multi-Factor Equities Robeco QI Global Developed Conservative Equities Robeco QI Global Developed Active Equities Robeco QI Customized Emerging Markets Enhanced Index Equities I Robeco QI Global Quality Equities Robeco QI Global Developed Enhanced Index Equities Robeco QI European Conservative Equities	The Sub-fund promotes having a larger share of companies with a positive SDG score (1,2,3) in the portfolio than the general market index.	The Sub-fund's weight in companies with a positive SDG score (1,2,3) compared to the general market index weight in companies with a positive SDG score (1,2,3).	The Sub-fund's weight in companies with a positive SDG score (1,2,3) is better than that of the general market index.

Robeco QI US Conservative Equities Robeco QI Chinese A-share Active Equities Robeco QI Chinese A-share Conservative Equities Robeco QI European Value Equities Robeco QI European Active Equities Robeco QI Global Multi-Factor Credits Robeco QI Global Multi-Factor Bonds Robeco QI Global Multi-Factor High Yield			
Robeco QI Global Developed Sustainable Enhanced Index Equities Robeco QI Emerging Markets Sustainable Active Equities Robeco QI Emerging Markets Sustainable Enhanced Index Equities	The Sub-fund promotes having a substantially larger share of companies with a positive SDG score (1,2,3) in the portfolio than the general market index.	The Sub-fund's weight in companies with a positive SDG score (1,2,3) compared to the general market index weight in companies with a positive SDG score (1,2,3).	The Sub-fund's weight in companies with a positive SDG score (1,2,3) is at least 10% better than that of the general market index, measured as a ratio.
RobecoSAM QI Global SDG & Climate Conservative Equities RobecoSAM QI Global SDG & Climate Multi-Factor Equities RobecoSAM QI Global SDG & Climate Beta Equities RobecoSAM QI Emerging SDG & Climate Beta Equities RobecoSAM QI US Climate Beta Equities RobecoSAM QI Global SDG & Climate Multi-Factor Credits	N/A	The Sub-fund's weight in companies with a positive SDG score (1,2,3) compared to the general market index weight in companies with a positive SDG score (1,2,3).	The Sub-fund's weight in companies with a positive SDG score (1,2,3) is at least 20% better than that of the general market index, measured as a ratio.

**8. Update of the principal adverse impacts on sustainability factors for the Sub-funds Robeco BP Global Premium Equities, Robeco BP US Premium Equities, Robeco BP US Large Cap Equities, and Robeco BP US Select Opportunities Equities**

Under “Appendix VIII – Sustainability disclosures per Sub-fund” of the Prospectus, the paragraph with regards to the principal adverse impacts of the Sub-funds Robeco BP Global Premium Equities, Robeco BP US Premium Equities, Robeco BP US Large Cap Equities and Robeco BP US Select Opportunities Equities will be amended by removing the following:

- “o *Via the ESG integration process, as part of the investment due diligence policies and procedures, the following PAIs are considered:*
  - *All indicators related to GHG emissions, as part of the required Climate Risk analysis (PAI 1-6, Table 1, PAI 4, Table 2)*
  - *Biodiversity, water and waste indicators (PAI 7-9, Table 1)*
  - *Board gender diversity (PAI 13, Table 1)”*

**9. Amendment of the binding elements in the SFDR pre-contractual disclosures for the Sub-fund RobecoSAM SDG Credit Income**

Under “Appendix VIII – Sustainability disclosures per Sub-fund” of the Prospectus, wording in relation to the application of the internally developed Country SDG framework will be added for the Sub-fund RobecoSAM SDG Credit Income in order to reflect that the Sub-fund invests in companies and countries with neutral or positive SDG scores. This includes additions of the sustainability indicators and binding elements.

## 10. Change in the SFDR pre-contractual disclosures for the Sub-fund Robeco QI Multi Factor Absolute Return

Under “Appendix VIII – Sustainability disclosures per Sub-fund” of the Prospectus, the binding elements of the Sub-fund Robeco QI Multi Factor Absolute Return will be amended. Similar amendments will also be reflected under what environmental and/or social characteristics are promoted, and what sustainability indicators are used to measure the attainment of the environmental or social characteristics promoted.

The changes to the pre-contractual disclosures shown in the table below will be made (i) to specifically outline the E/S characteristics as promoted by the Sub-fund (rather than only referring to the SFDR classification of the investments), (ii) to describe the use of investment funds and other asset classes that are not included in the asset allocation that promotes E/S characteristics, and (iii) to clarify the binding elements related to government-related bonds.

The binding elements of the investment strategy will be worded so as to read as follows:

<b>What environmental and/or social characteristics are promoted by this financial product?</b>
<p>The Sub-fund has the following E/S characteristics:</p> <p><u>1. The Sub-fund invests mainly in strategies, including investment funds, with E/S promoting characteristics (article 8). The Sub-fund considers investment funds promoting at least the same E/S characteristics which the Sub-fund promotes for the direct holdings, as depicted below.</u></p> <p><u>For direct holdings in government bonds:</u></p> <p><del>1.</del> <u>The Sub-fund promotes certain minimum environmental and social safeguards through applying exclusion criteria with regards to products and business practices that Robeco believes are detrimental to society and incompatible with sustainable investment strategies, such as exposure to controversial behaviour, controversial weapons, and fossil fuels. Robeco deems investing in government bonds (federal or local) of countries where serious violations of human rights or a collapse of the governance structure take place as unsustainable. In addition, Robeco will follow applicable sanctions of the UN, EU or US to which it is subject and follows any mandatory (investment) restrictions deriving therefrom. The Sub-fund promotes investments in countries that perform well on the RobecoSAM Country Sustainability Ranking. The RobecoSAM Country Sustainability Ranking incorporates a wide range of ESG factors such as aging, corruption, social unrest, political risks and environmental risks. The Sub-fund promotes investment in countries with policies and institutional frameworks to prevent and combat corruption.</u></p> <p><u>For direct holdings in corporate bonds:</u></p> <p><u>1. The Sub-fund promotes certain minimum environmental and social safeguards through applying exclusion criteria and therefore applies exclusion criteria with regards to products and business practices that Robeco believes are detrimental to society and incompatible with sustainable investment strategies, such as exposure to controversial behaviour, controversial weapons, and fossil fuels.</u></p> <p><u>2. The Sub-fund promotes adherence to and conducting business activities in accordance with the United Nations Universal Declaration of Human Rights, the International Labor Organization’s (ILO) labor standards, the United Nations Guiding Principles for Business and Human Rights (UNGPs), the United Nations Global Compact (UNGC) and the OECD Guidelines for Multinational Enterprises, by scrutinizing companies that violate these principles.</u></p> <p><del>3. 2. For the different asset classes/sub-strategies within the Sub-fund</del> <u>The Sub-fund promotes having a lower environmental footprint – weighted average ESG score that is better than that of the applicable corporate bonds in the</u> general market index referred to in Appendix VI – Benchmarks (the “General Market Index”).</p> <p><u>For direct holdings in equities:</u></p> <p><u>1. The Sub-fund promotes certain minimum environmental and social safeguards through applying exclusion criteria and therefore applies exclusion criteria with regards to products and business practices that Robeco believes are detrimental to society and incompatible with sustainable investment strategies, such as exposure to controversial behaviour, controversial weapons, and fossil fuels.</u></p>

~~2.~~ ~~3.~~ The Sub-fund promotes adherence to and conducting business activities in accordance with the United Nations Universal Declaration of Human Rights, the International Labor Organization's (ILO) labor standards, the United Nations Guiding Principles for Business and Human Rights (UNGPs), the United Nations Global Compact (UNGC) and the OECD Guidelines for Multinational Enterprises, by scrutinizing companies that violate these principles.

3. [The Sub-fund promotes investment in a portfolio that avoid significant harm to the Sustainable Development Goals \(SDGs\).](#)

~~4. For the different asset classes/ sub-strategies within the Sub-fund, it promotes having a weighted average ESG score that is better than that of the General Market Index.~~

There is no reference benchmark designated for the purpose of attaining the environmental or social characteristics promoted by the Sub-fund.

**What sustainability indicators are used to measure the attainment of each of the environmental or social characteristics promoted by this financial product?**

The Sub-fund has the following sustainability indicators [to measure the attainment of the E/S characteristics:](#)

1. [The % of investments in investment funds that meet the selection criteria for the E/S characteristics promoted by the Sub-fund, including direct holdings in equities and bonds subject to the binding elements below.](#)

[For direct holdings in government bonds, the Sub-fund has the following sustainability indicators to measure the attainment of the E/S characteristics:](#)

1. The % of investments in securities that are on ~~Robeco's Exclusion~~ [the exclusion](#) list as result of the application of Robeco's Exclusion Policy.
2. The ~~environmental footprint score per asset class/ sub-strategy of the Sub-fund compared to the General Market Index~~ [average ESG score on Robeco's Country Sustainable Ranking.](#)
3. [The % of investments excluded based on the WGI Control of Corruption ranking.](#)

[For direct holdings in corporate bonds, the Sub-fund has the following sustainability indicators to measure the attainment of the E/S characteristics:](#)

1. [The % of investments in securities that are on the exclusion list as result of the application of Robeco's Exclusion Policy.](#)
2. ~~3.~~ The number of companies that are in violation of the ~~ILO standards, UNGPs, UNGC~~ or OECD Guidelines for Multinational Enterprises and hence are a part of the Enhanced Engagement program.
3. The Sub-fund's weighted average ESG score ~~per asset class/ sub-strategy as~~ compared to the [corporate bonds in the](#) General Market Index.

[For direct holdings in equities, the Sub-fund has the following sustainability indicators to measure the attainment of the E/S characteristics:](#)

1. [The % of investments in securities that are on the exclusion list as result of the application of Robeco's Exclusion Policy.](#)
2. [The number of companies that are in violation of the UNGPs or OECD Guidelines for Multinational Enterprises and hence are a part of the Enhanced Engagement program.](#)
3. [The proportion of companies that hold a high or medium negative SDG score \(-3 or -2\) based on the internally developed SDG Framework.](#)

**What are the binding elements of the investment strategy used to select the investments to attain each of the environmental or social characteristics promoted by this financial product?**

The Sub-fund has the following binding elements:

1. [The Sub-fund invests a minimum of 70% of its assets that meet the selection criteria for the E/S characteristics promoted by the Sub-fund, either through the investments in funds or through sub-strategies using direct lines. The Sub-fund may hold a maximum of 30% in asset classes other than bonds and equities, e.g., for liquidity purposes, including investment funds that do not meet the selection criteria for the E/S characteristics promoted by the Sub-fund.](#)

[The Sub-fund has the following binding elements for direct holdings in government bonds:](#)

1. [The Sub-fund's portfolio complies with Robeco's Exclusion Policy \(<https://www.robeco.com/files/docm/docu-exclusion-policy.pdf>\), based on certain exclusion criteria](#)

that Robeco believes are detrimental to society and incompatible with sustainable investment strategies. This means that the Sub-fund has 0% exposure to excluded securities, taking into account a grace period. Information with regards to the impact of the exclusions on the Sub-fund's universe can be found at <https://www.robeco.com/files/docm/docu-exclusion-list.pdf>.

2. The Sub-fund's investments have a minimum average ESG score of 6 on the Country Sustainability Ranking.
3. The Sub-fund excludes sovereign bonds issued by the bottom 15% of the WGI Control of Corruption ranking.

The Sub-fund has the following binding elements for direct holdings in corporate bonds:

1. The Sub-fund's portfolio complies with Robeco's Exclusion Policy (<https://www.robeco.com/docm/docu-exclusion-policy.pdf>), <https://www.robeco.com/files/docm/docu-exclusion-policy.pdf> that is based on certain exclusion criteria with regards to products (including controversial weapons, tobacco, palm oil, and fossil fuel) and business practices that Robeco believes are detrimental to society and incompatible with sustainable investment strategies. This means that the Sub-fund has 0% exposure to excluded securities, taking into account a grace period. Information with regards to the effects/impact of the exclusions on the Sub-fund's universe can be found at <https://www.robeco.com/docm/docu-exclusion-list.pdf> <https://www.robeco.com/files/docm/docu-exclusion-list.pdf>.
- ~~2. The Sub-fund's carbon, water and waste footprint score per asset class/ sub-strategy is better than that of the General Market Index.~~
- ~~2. 3-~~The Sub-fund scrutinizes investment in companies that are in breach of the ILO standards, UNGPs, UNGC or OECD Guidelines for Multinational Enterprises. If a company in the portfolio breaches one of the international guidelines during the investment period, the company will become part of the Enhanced Engagement program. ~~When engagement is deemed highly unlikely to succeed, the company might be excluded directly.~~
- ~~3. 4-~~The Sub-fund's weighted average ESG score per asset class/ sub-strategy of the corporate bonds in portfolio is better than that of the corporate bonds in the General Market Index.

The Sub-fund has the following binding elements for direct holdings in equities:

1. The Sub-fund's portfolio complies with Robeco's Exclusion Policy (<https://www.robeco.com/files/docm/docu-exclusion-policy.pdf>) that is based on certain exclusion criteria with regards to products (including controversial weapons, tobacco, palm oil, and fossil fuel) and business practices that Robeco believes are detrimental to society and incompatible with sustainable investment strategies. This means that the Sub-fund has 0% exposure to excluded securities, taking into account a grace period. Information with regards to the impact of the exclusions on the Sub-fund's universe can be found at <https://www.robeco.com/files/docm/docu-exclusion-list.pdf>.
2. The Sub-fund scrutinizes investment in companies that are in breach of the ILO standards, UNGPs, UNGC or OECD Guidelines for Multinational Enterprises. If a company in the portfolio breaches one of the international guidelines during the investment period, the company will become part of the Enhanced Engagement program.
3. For equity investments, the Sub-fund excludes all high or medium negative SDG scores (-3 or -2).

In addition, certain minor updates and non-material changes will be reflected in the Prospectus.

Please note that a draft of the revised Prospectus to dated 17 December 2023 is available at the registered office of the Company.

Shareholders are reminded that, as provided in the Prospectus, the Company does not charge any redemption fee and Shareholders who disagree with the changes outlined above may redeem their Shares free of charge.

Any defined term in this letter shall have the same meaning as in the Prospectus unless otherwise defined herein.

Should you require any further details (or require a copy of the updated Prospectus, once available),

please contact your usual (Robeco) sales person or the registered office of the Company or you can visit the website at [www.robeco.com/riam](http://www.robeco.com/riam).

Yours faithfully,  
The Board of Directors of Robeco Capital Growth Funds

**Robeco Capital Growth Funds**  
*Société d'investissement à capital variable*  
6 route de Trèves, L-2633 Senningerberg  
Grand Duchy of Luxembourg  
R.C.S. Luxembourg: B 58.959  
(the “**Company**”)

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## NOTICE TO SHAREHOLDERS OF THE COMPANY

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By mail

Luxembourg, 17 November 2023

Dear Investor,

As a Shareholder in the Company, the board of directors of the Company (the “**Board of Directors**”) hereby informs you of certain changes concerning the Company and its sub-funds (the “**Sub-funds**”).

Unless otherwise indicated below, the changes will become effective as from 17 December 2023.

### **1. Amendment of the definition of Valuation Day**

Under section “Glossary of defined terms” of the Prospectus, the definition of the Valuation Day will be redefined to enable to publish a non-trading NAV for Sub-funds that have a non-Valuation Day on the last weekday of the year.

### **2. Addition of two new liquidity management tools**

Under section “2.3 Issue of Shares”, “2.4 Switch of Shares” and “2.5 Redemption of Shares” of the Prospectus, text will be added to reflect the addition of two liquidity management tools, namely the possibility to apply a dilution levy and to temporarily extend the period of advance notice for the redemption of Shares.

### **3. Allowing the use of derivatives and (reverse) repurchase agreements of the Sub-fund Robeco Global Consumer Trends**

Under “Appendix I – Information per Sub-fund” of the Prospectus, paragraph 5 of section “Financial Instruments and Investment Restrictions” of the Sub-fund Robeco Global Consumer Trends, the restriction not to directly invest in options and swaptions will be lifted. Accordingly, the relevant paragraph will be amended as follows:

*“Exchange traded and over-the-counter derivatives are permitted, including but not limited to futures, swaps, options, currency forwards and/or combinations of the above. Whilst the Sub-fund may use derivatives for investment purposes as well as for hedging and efficient portfolio management, it does not intend to utilize derivatives extensively for such purposes.”*

Furthermore, under “Appendix IV – Financial derivative instruments, efficient portfolio management techniques and instruments”, the following provision will be deleted: *“As indicated below, the Sub-fund Robeco Global Consumer Trends is excluded from entering into reverse repurchase agreements and repurchase agreements.”* The wording is removed in order to ensure coherence with the other equity Sub-funds, which are already allowed to enter into (reverse) repurchase agreements.

As a consequence, in the table “Levels securities lending and (reverse) repurchase agreements”, the expected level of (reverse) repurchase agreements and the maximum level of (reverse) repurchase agreements will be updated as follows:

Repurchase agreements		Reverse repurchase agreements	
Expected level	Maximum level	Expected level	Maximum level
N/A-0%	N/A-10%	N/A-0-5%	N/A-15%

**4. Changes of the benchmark for the sub-funds RobecoSAM QI Global SDG & Climate Conservative Equities, RobecoSAM QI Global SDG & Climate Beta Equities, RobecoSAM QI US Climate Beta Equities and RobecoSAM QI Global SDG & Climate Multi-Factor Equities**

Under “Appendix I – Information per Sub-fund” of the Prospectus, following the launch of a new set of Paris Aligned Benchmark (PAB) Indices, the benchmarks of the abovementioned sub-funds will change as indicated in the table below. The new benchmarks apply less stringent constraints than the Climate PAB Indices that are currently in use, which will broaden and diversify the investment universe. Therefore, for the SDG & Climate Conservative strategies the impact on alpha will be reduced and for the SDG & Climate Beta strategies, the impact on risk will be reduced.

Sub-fund	Old benchmark	New benchmark
RobecoSAM QI Global SDG & Climate Conservative Equities	MSCI All Country World Climate Paris Aligned Index	MSCI All Country World EU PAB Overlay Index
RobecoSAM QI Global SDG & Climate Beta Equities	MSCI All Country World Climate Paris Aligned Index	MSCI All Country World EU PAB Overlay Index
RobecoSAM QI US Climate Beta Equities	MSCI USA Climate Paris Aligned Index	MSCI USA EU PAB Overlay Index
RobecoSAM QI Global SDG & Climate Multi-Factor Equities	MSCI All Country World Climate Paris Aligned Index	MSCI All Country World EU PAB Overlay Index

In light of the above, “Appendix VI – Benchmarks” and “Appendix VIII – Sustainability Disclosures per Sub-fund” and particularly questions “How does the reference benchmark take into account sustainability factors in a way that is continuously aligned with the sustainable investment objective?” and “How is the alignment of the investment strategy with the methodology of the index ensured on a continuous basis?” of the Prospectus will be updated accordingly.

**5. Change of investment policy of the Sub-fund Robeco Sustainable Asian Bonds**

Under “Appendix I – Information per Sub-fund” and “Appendix VIII – Sustainability disclosures per Sub-fund” of the Prospectus, the investment policy and sustainability disclosures of the Sub-fund Robeco Sustainable Asian Bonds will be amended by incorporating a transition bucket to the existing portfolio through the use of recognised tools. These include adding companies to the portfolio that are aligned or aligning as per Robeco’s “Climate Traffic Light” methodology, even if these are SDG negative scoring companies. Additionally, a higher commitment to ESG labelled bonds will be introduced to enhance the transition bucket in the portfolio. These changes will be made to incorporate a segment in the existing strategy for transition companies on the climate change journey.

To achieve this, “Appendix I – Information per Sub-fund” will be amended as follows:

<b>Investment policy</b>	
<b>Strategy</b>	The Sub-fund invests at least two-thirds of its total assets in bonds (which may include contingent convertible bonds (also "CoCo" bonds)) and similar fixed income securities and asset backed securities issued by entities incorporated or exercising a preponderant part of their economic activities in Asia <u>or issued by entities that are part of the Sub-fund's</u>

	<a href="#">Benchmark</a> [...]
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Furthermore, “Appendix VIII – Sustainability Disclosures per Sub-fund” will be updated as follows to reflect the above.

<b>What environmental and/or social characteristics are promoted by this financial product?</b>	
2.	The Sub-fund promotes <del>investment in a portfolio that avoid significant harm to the Sustainable Development Goals (SDGs) investing in companies that are making efforts in improving their contribution to the UN SDGs with a specific focus on climate change and Paris agreement goals.</del>
<b>What sustainability indicators are used to measure the attainment of each of the environmental or social characteristics promoted by this financial product?</b>	
2.	The proportion of companies that hold a <del>high or medium</del> negative SDG score (-3 <del>or</del> -2 <del>or</del> -1) based on the internally developed SDG Framework <del>but are aligned or aligning as per Robeco Traffic Light.</del>
<b>What are the binding elements of the investment strategy used to select the investments to attain each of the environmental or social characteristics promoted by this financial product?</b>	
1.	For corporate bond investments, at least <del>80</del> <u>50</u> % of the Sub-fund is invested in companies with a positive or neutral SDG score. <del>No more than 20% can be invested in a holding with a low negative score.</del> The average company SDG score of the Sub-fund is greater than zero.
2.	For corporate bond investments, the Sub-fund <del>excludes all high or medium negative SDG scores (-3 or -2).</del> <u>can invest in bonds with a negative SDG score up to a maximum cap of 20% if the issuer has a corresponding climate traffic light (based on Robeco internal IP) that is aligned or aligning. Robeco’s Paris Alignment Assessment (traffic light) is a forward looking assessment of a company’s alignment with a below 2°C scenario and more information of the methodology can be found here <a href="https://www.robeco.com/files/docm/docu-robeco-paris-alignment-assessment.pdf">https://www.robeco.com/files/docm/docu-robeco-paris-alignment-assessment.pdf</a>.</u> [...]
6.	The Sub-fund invests a minimum of <del>5</del> <u>15</u> % in green, social, sustainability, and/or sustainability-linked bonds.

## 6. Amendment of the binding elements in the SFDR pre-contractual disclosures for all Sub-funds that make use of proxy voting

Under “Appendix VIII – Sustainability disclosures per Sub-fund” of the Prospectus, wording will be added to the paragraph with regards to the binding elements on voting for the following Sub-funds, making the cost efficiency exception more explicit:

Global Equity Sub-funds	Regional & Country Equity Sub-funds	Theme Equity Sub-funds
Robeco BP Global Premium Equities	Robeco Asia-Pacific Equities	Robeco New World Financials
Robeco QI Global Conservative Equities	Robeco Sustainable European Stars Equities	Robeco Sustainable Property Equities
Robeco Sustainable Global Stars Equities	Robeco QI European Conservative Equities	Robeco Global Consumer Trends
Robeco Emerging Stars Equities	Robeco QI US Conservative Equities	Robeco MegaTrends
Robeco Emerging Markets Equities	Robeco BP US Premium Equities	Robeco Digital Innovations
Robeco QI Emerging Markets Active Equities	Robeco Chinese Equities	Robeco FinTech

Robeco QI Global Developed Sustainable Enhanced Index Equities	Robeco Indian Equities	RobecoSAM Circular Economy Equities
Robeco Sustainable Emerging Stars Equities	Robeco Asian Stars Equities	RobecoSAM Smart Energy Equities
Robeco QI Emerging Markets Enhanced Index Equities	Robeco Sustainable Asian Stars Equities	RobecoSAM Smart Materials Equities
Robeco QI Emerging Conservative Equities	Robeco BP US Large Cap Equities	RobecoSAM Smart Mobility Equities
Robeco QI Global Value Equities	Robeco BP US Select Opportunities Equities	RobecoSAM Sustainable Healthy Living Equities
Robeco QI Global Developed Multi-Factor Equities	Robeco Chinese A-share Equities	RobecoSAM Sustainable Water Equities
Robeco QI Emerging Markets Sustainable Active Equities	Robeco QI Chinese A-share Active Equities	RobecoSAM Global Gender Equality Equities
Robeco QI Global Developed Conservative Equities	RobecoSAM QI US Climate Beta Equities	Robeco Next Digital Billion
Robeco QI Global Developed Active Equities		RobecoSAM Biodiversity Equities
Robeco QI Global Quality Equities		RobecoSAM Net Zero 2050 Climate Equities
RobecoSAM QI Global SDG & Climate Conservative Equities		Robeco Fashion Engagement Equities
Robeco QI Global Developed Enhanced Index Equities		
Robeco QI Emerging Markets Sustainable Enhanced Index Equities		
RobecoSAM Global SDG Equities		
RobecoSAM Global SDG Engagement Equities		
RobecoSAM QI Global SDG & Climate Beta Equities		
Robeco Quantum Equities		
Robeco Emerging Markets Ex China Equities		

## 7. Addition of binding elements in the SFDR pre-contractual disclosures for QI Sub-funds

Under “Appendix VIII – Sustainability disclosures per Sub-fund” of the Prospectus, environmental and/or social characteristics promoted, sustainability indicators, and binding elements will be added to the following Sub-funds as set out in the following table:

Sub-fund	E/S characteristics promoted	Sustainability Indicators	Binding Elements
Robeco QI Global Conservative Equities Robeco QI Emerging Markets Active Equities Robeco QI Global Momentum Equities Robeco QI Emerging Markets Enhanced Index Equities Robeco QI Emerging Conservative Equities Robeco QI Global Value Equities Robeco QI Global Developed Multi-Factor Equities Robeco QI Global Developed Conservative Equities Robeco QI Global Developed Active Equities Robeco QI Customized Emerging Markets Enhanced Index Equities I Robeco QI Global Quality Equities Robeco QI Global Developed Enhanced Index Equities Robeco QI European Conservative Equities	The Sub-fund promotes having a larger share of companies with a positive SDG score (1,2,3) in the portfolio than the general market index.	The Sub-fund's weight in companies with a positive SDG score (1,2,3) compared to the general market index weight in companies with a positive SDG score (1,2,3).	The Sub-fund's weight in companies with a positive SDG score (1,2,3) is better than that of the general market index.

Robeco QI US Conservative Equities Robeco QI Chinese A-share Active Equities Robeco QI Chinese A-share Conservative Equities Robeco QI European Value Equities Robeco QI European Active Equities Robeco QI Global Multi-Factor Credits Robeco QI Global Multi-Factor Bonds Robeco QI Global Multi-Factor High Yield			
Robeco QI Global Developed Sustainable Enhanced Index Equities Robeco QI Emerging Markets Sustainable Active Equities Robeco QI Emerging Markets Sustainable Enhanced Index Equities	The Sub-fund promotes having a substantially larger share of companies with a positive SDG score (1,2,3) in the portfolio than the general market index.	The Sub-fund's weight in companies with a positive SDG score (1,2,3) compared to the general market index weight in companies with a positive SDG score (1,2,3).	The Sub-fund's weight in companies with a positive SDG score (1,2,3) is at least 10% better than that of the general market index, measured as a ratio.
RobecoSAM QI Global SDG & Climate Conservative Equities RobecoSAM QI Global SDG & Climate Multi-Factor Equities RobecoSAM QI Global SDG & Climate Beta Equities RobecoSAM QI Emerging SDG & Climate Beta Equities RobecoSAM QI US Climate Beta Equities RobecoSAM QI Global SDG & Climate Multi-Factor Credits	N/A	The Sub-fund's weight in companies with a positive SDG score (1,2,3) compared to the general market index weight in companies with a positive SDG score (1,2,3).	The Sub-fund's weight in companies with a positive SDG score (1,2,3) is at least 20% better than that of the general market index, measured as a ratio.

**8. Update of the principal adverse impacts on sustainability factors for the Sub-funds Robeco BP Global Premium Equities, Robeco BP US Premium Equities, Robeco BP US Large Cap Equities, and Robeco BP US Select Opportunities Equities**

Under “Appendix VIII – Sustainability disclosures per Sub-fund” of the Prospectus, the paragraph with regards to the principal adverse impacts of the Sub-funds Robeco BP Global Premium Equities, Robeco BP US Premium Equities, Robeco BP US Large Cap Equities and Robeco BP US Select Opportunities Equities will be amended by removing the following:

- “o *Via the ESG integration process, as part of the investment due diligence policies and procedures, the following PAIs are considered:*
- *All indicators related to GHG emissions, as part of the required Climate Risk analysis (PAI 1-6, Table 1, PAI 4, Table 2)*
  - *Biodiversity, water and waste indicators (PAI 7-9, Table 1)*
  - *Board gender diversity (PAI 13, Table 1)”*

**9. Amendment of the binding elements in the SFDR pre-contractual disclosures for the Sub-fund RobecoSAM SDG Credit Income**

Under “Appendix VIII – Sustainability disclosures per Sub-fund” of the Prospectus, wording in relation to the application of the internally developed Country SDG framework will be added for the Sub-fund RobecoSAM SDG Credit Income in order to reflect that the Sub-fund invests in companies and countries with neutral or positive SDG scores. This includes additions of the sustainability indicators and binding elements.

## 10. Change in the SFDR pre-contractual disclosures for the Sub-fund Robeco QI Multi Factor Absolute Return

Under “Appendix VIII – Sustainability disclosures per Sub-fund” of the Prospectus, the binding elements of the Sub-fund Robeco QI Multi Factor Absolute Return will be amended. Similar amendments will also be reflected under what environmental and/or social characteristics are promoted, and what sustainability indicators are used to measure the attainment of the environmental or social characteristics promoted.

The changes to the pre-contractual disclosures shown in the table below will be made (i) to specifically outline the E/S characteristics as promoted by the Sub-fund (rather than only referring to the SFDR classification of the investments), (ii) to describe the use of investment funds and other asset classes that are not included in the asset allocation that promotes E/S characteristics, and (iii) to clarify the binding elements related to government-related bonds.

The binding elements of the investment strategy will be worded so as to read as follows:

<b>What environmental and/or social characteristics are promoted by this financial product?</b>
<p>The Sub-fund has the following E/S characteristics:</p> <p><u>1. The Sub-fund invests mainly in strategies, including investment funds, with E/S promoting characteristics (article 8). The Sub-fund considers investment funds promoting at least the same E/S characteristics which the Sub-fund promotes for the direct holdings, as depicted below.</u></p> <p><u>For direct holdings in government bonds:</u></p> <p><del>1.</del> <u>The Sub-fund promotes certain minimum environmental and social safeguards through applying exclusion criteria with regards to products and business practices that Robeco believes are detrimental to society and incompatible with sustainable investment strategies, such as exposure to controversial behaviour, controversial weapons, and fossil fuels. Robeco deems investing in government bonds (federal or local) of countries where serious violations of human rights or a collapse of the governance structure take place as unsustainable. In addition, Robeco will follow applicable sanctions of the UN, EU or US to which it is subject and follows any mandatory (investment) restrictions deriving therefrom. The Sub-fund promotes investments in countries that perform well on the RobecoSAM Country Sustainability Ranking. The RobecoSAM Country Sustainability Ranking incorporates a wide range of ESG factors such as aging, corruption, social unrest, political risks and environmental risks. The Sub-fund promotes investment in countries with policies and institutional frameworks to prevent and combat corruption.</u></p> <p><u>For direct holdings in corporate bonds:</u></p> <p><u>1. The Sub-fund promotes certain minimum environmental and social safeguards through applying exclusion criteria and therefore applies exclusion criteria with regards to products and business practices that Robeco believes are detrimental to society and incompatible with sustainable investment strategies, such as exposure to controversial behaviour, controversial weapons, and fossil fuels.</u></p> <p><u>2. The Sub-fund promotes adherence to and conducting business activities in accordance with the United Nations Universal Declaration of Human Rights, the International Labor Organization's (ILO) labor standards, the United Nations Guiding Principles for Business and Human Rights (UNGPs), the United Nations Global Compact (UNGC) and the OECD Guidelines for Multinational Enterprises, by scrutinizing companies that violate these principles.</u></p> <p><del>3.</del> <u>2. For the different asset classes/sub-strategies within the Sub-fund</u> <u>The Sub-fund promotes having a lower environmental footprint weighted average ESG score that is better than that of the applicable corporate bonds in the</u> general market index referred to in Appendix VI – Benchmarks (the "General Market Index").</p> <p><u>For direct holdings in equities:</u></p> <p><u>1. The Sub-fund promotes certain minimum environmental and social safeguards through applying exclusion criteria and therefore applies exclusion criteria with regards to products and business practices that Robeco believes are detrimental to society and incompatible with sustainable investment strategies, such as exposure to controversial behaviour, controversial weapons, and fossil fuels.</u></p>

2. ~~3.~~ The Sub-fund promotes adherence to and conducting business activities in accordance with the United Nations Universal Declaration of Human Rights, the International Labor Organization's (ILO) labor standards, the United Nations Guiding Principles for Business and Human Rights (UNGPs), the United Nations Global Compact (UNGC) and the OECD Guidelines for Multinational Enterprises, by scrutinizing companies that violate these principles.
3. The Sub-fund promotes investment in a portfolio that avoid significant harm to the Sustainable Development Goals (SDGs).
4. ~~For the different asset classes/ sub-strategies within the Sub-fund, it promotes having a weighted average ESG score that is better than that of the General Market Index.~~

There is no reference benchmark designated for the purpose of attaining the environmental or social characteristics promoted by the Sub-fund.

**What sustainability indicators are used to measure the attainment of each of the environmental or social characteristics promoted by this financial product?**

The Sub-fund has the following sustainability indicators to measure the attainment of the E/S characteristics:

1. The % of investments in investment funds that meet the selection criteria for the E/S characteristics promoted by the Sub-fund, including direct holdings in equities and bonds subject to the binding elements below.

For direct holdings in government bonds, the Sub-fund has the following sustainability indicators to measure the attainment of the E/S characteristics:

1. The % of investments in securities that are on ~~Robeco's Exclusion~~ the exclusion list as result of the application of Robeco's Exclusion Policy.
2. The ~~environmental footprint score per asset class/ sub-strategy of the Sub-fund compared to the General Market Index~~ average ESG score on Robeco's Country Sustainable Ranking.
3. The % of investments excluded based on the WGI Control of Corruption ranking.

For direct holdings in corporate bonds, the Sub-fund has the following sustainability indicators to measure the attainment of the E/S characteristics:

1. The % of investments in securities that are on the exclusion list as result of the application of Robeco's Exclusion Policy.
2. ~~3.~~ The number of companies that are in violation of the ~~ILO standards, UNGPs, UNGC~~ or OECD Guidelines for Multinational Enterprises and hence are a part of the Enhanced Engagement program.
3. The Sub-fund's weighted average ESG score ~~per asset class/ sub strategy as~~ compared to the corporate bonds in the General Market Index.

For direct holdings in equities, the Sub-fund has the following sustainability indicators to measure the attainment of the E/S characteristics:

1. The % of investments in securities that are on the exclusion list as result of the application of Robeco's Exclusion Policy.
2. The number of companies that are in violation of the UNGPs or OECD Guidelines for Multinational Enterprises and hence are a part of the Enhanced Engagement program.
3. The proportion of companies that hold a high or medium negative SDG score (-3 or -2) based on the internally developed SDG Framework.

**What are the binding elements of the investment strategy used to select the investments to attain each of the environmental or social characteristics promoted by this financial product?**

The Sub-fund has the following binding elements:

1. The Sub-fund invests a minimum of 70% of its assets that meet the selection criteria for the E/S characteristics promoted by the Sub-fund, either through the investments in funds or through sub-strategies using direct lines. The Sub-fund may hold a maximum of 30% in asset classes other than bonds and equities, e.g., for liquidity purposes, including investment funds that do not meet the selection criteria for the E/S characteristics promoted by the Sub-fund.

The Sub-fund has the following binding elements for direct holdings in government bonds:

1. The Sub-fund's portfolio complies with Robeco's Exclusion Policy (<https://www.robeco.com/files/docm/docu-exclusion-policy.pdf>), based on certain exclusion criteria

that Robeco believes are detrimental to society and incompatible with sustainable investment strategies. This means that the Sub-fund has 0% exposure to excluded securities, taking into account a grace period. Information with regards to the impact of the exclusions on the Sub-fund's universe can be found at <https://www.robeco.com/files/docm/docu-exclusion-list.pdf>.

2. The Sub-fund's investments have a minimum average ESG score of 6 on the Country Sustainability Ranking.
3. The Sub-fund excludes sovereign bonds issued by the bottom 15% of the WGI Control of Corruption ranking.

The Sub-fund has the following binding elements for direct holdings in corporate bonds:

1. The Sub-fund's portfolio complies with Robeco's Exclusion Policy (~~<https://www.robeco.com/docm/docu-exclusion-policy.pdf>~~, <https://www.robeco.com/files/docm/docu-exclusion-policy.pdf>) that is based on certain exclusion criteria with regards to products (including controversial weapons, tobacco, palm oil, and fossil fuel) and business practices that Robeco believes are detrimental to society and incompatible with sustainable investment strategies. This means that the Sub-fund has 0% exposure to excluded securities, taking into account a grace period. Information with regards to the ~~effects~~impact of the exclusions on the Sub-fund's universe can be found at ~~<https://www.robeco.com/docm/docu-exclusion-list.pdf>~~ <https://www.robeco.com/files/docm/docu-exclusion-list.pdf>.
2. ~~The Sub-fund's carbon, water and waste footprint score per asset class/ sub-strategy is better than that of the General Market Index.~~
2. ~~3.~~ The Sub-fund scrutinizes investment in companies that are in breach of the ILO standards, UNGPs, UNGC or OECD Guidelines for Multinational Enterprises. If a company in the portfolio breaches one of the international guidelines during the investment period, the company will become part of the Enhanced Engagement program. ~~When engagement is deemed highly unlikely to succeed, the company might be excluded directly.~~
3. ~~4.~~ The Sub-fund's weighted average ESG score ~~per asset class/ sub-strategy~~of the corporate bonds in portfolio is better than that of the corporate bonds in the General Market Index.

The Sub-fund has the following binding elements for direct holdings in equities:

1. The Sub-fund's portfolio complies with Robeco's Exclusion Policy (<https://www.robeco.com/files/docm/docu-exclusion-policy.pdf>) that is based on certain exclusion criteria with regards to products (including controversial weapons, tobacco, palm oil, and fossil fuel) and business practices that Robeco believes are detrimental to society and incompatible with sustainable investment strategies. This means that the Sub-fund has 0% exposure to excluded securities, taking into account a grace period. Information with regards to the impact of the exclusions on the Sub-fund's universe can be found at <https://www.robeco.com/files/docm/docu-exclusion-list.pdf>.
2. The Sub-fund scrutinizes investment in companies that are in breach of the ILO standards, UNGPs, UNGC or OECD Guidelines for Multinational Enterprises. If a company in the portfolio breaches one of the international guidelines during the investment period, the company will become part of the Enhanced Engagement program.
3. For equity investments, the Sub-fund excludes all high or medium negative SDG scores (-3 or -2).

In addition, certain minor updates and non-material changes will be reflected in the Prospectus.

Please note that a draft of the revised Prospectus to dated 17 December 2023 is available at the registered office of the Company.

Shareholders are reminded that, as provided in the Prospectus, the Company does not charge any redemption fee and Shareholders who disagree with the changes outlined above may redeem their Shares free of charge.

Any defined term in this letter shall have the same meaning as in the Prospectus unless otherwise defined herein.

Should you require any further details (or require a copy of the updated Prospectus, once available),

please contact your usual (Robeco) sales person or the registered office of the Company or you can visit the website at [www.robeco.com/riam](http://www.robeco.com/riam).

Yours faithfully,  
The Board of Directors of Robeco Capital Growth Funds