

Please address any replies to:

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Dear Adviser

Important: Changes to the following Threadneedle funds

We have written to your clients, as investors in one or more of the Threadneedle funds listed below, to inform them about a proposed change to the funds. It is important that you read this letter, as well as the enclosed Shareholder Circular.

- **European Corporate Bond Fund**
- **European High Yield Bond Fund**
- **Pan European Fund**
- **Pan European Smaller Companies Fund**
- **Pan European Equity Dividend Fund**
- **Credit Opportunities Fund¹**

Throughout this letter, and in the enclosed documents, we refer to these funds as the “Existing Funds”.

What is changing?

We are planning to transfer the assets of each fund listed above into an equivalent fund within our established Luxembourg fund range (the “Lux Funds”). The transfer will be made by a process called a cross-border merger. The Lux Funds are managed in the same way as the Existing Funds, by the same fund managers. Full details of the proposed merger can be found in the enclosed Shareholder Circular.

Why is Columbia Threadneedle Investments proposing the transfers?

As UK-based funds, the Existing Funds currently enjoy UCITS status² within the European Union (EU). However, when the UK leaves the EU, it is highly likely that these funds will lose their UCITS status. By transferring the assets to an equivalent Luxembourg-based fund, we can provide certainty for investors and ensure your clients will remain in a UCITS-compliant fund, regardless of the final agreement between the UK and the EU.

¹The full name of this fund is Threadneedle Credit Opportunities Fund.

²UCITS stands for Undertakings for Collective Investment in Transferable Securities. UCITS provides a harmonised regulatory regime for the management and sale of mutual funds within the European Union.

How will my clients' investment be affected by the transfer?

The Existing Funds and the Lux Funds are very similar, and will be managed in the same way by the same fund manager.

There are, however, some changes resulting from the transfers. They include the following:

1. While the Existing Funds are subject to UK regulations under the supervision of the Financial Conduct Authority (FCA), the Lux Funds are overseen by the Commission de Surveillance du Secteur Financier (CSSF) in the Grand Duchy of Luxembourg. Importantly, the level of regulatory supervision provided by the CSSF is considered equivalent to that of the FCA.
2. Some differences in the wording of the investment objectives and policies.
3. Changes to the fee structure and to the way certain fees are applied. The Annual Management Charge for the New Shares will be the same as it was for the Existing Shares. In addition to our fees and charges, a subscription tax (taxe d'abonnement) of 0.05% per annum applies to retail share classes in funds based in Luxembourg. For qualifying institutional investors investing into an institutional share class (as defined by Luxembourg law and regulations) this tax reduces to 0.01% per annum. As a result, the ongoing charges figure for the Lux Funds will be correspondingly higher than the current ongoing charges figure for the Existing Funds. Please refer to Section 2.3.1 (Fee Structure) of the Shareholder Circular for further information.
4. Operational changes including the timing of Net Asset Value calculations, the impact of different bank holidays on settlement periods, accounting dates and dates on which income will be paid for the Lux Funds.
5. Contact points for the servicing of clients' holdings, for deal instructions and payments will be changing. New client reference details will be provided. We will provide detailed guidance on these points in follow up correspondence, before the relevant transfer takes place.
6. The Lux Funds will not be available through a Threadneedle ISA. Further information on how investors can keep their ISA status is included with this document.
7. The Lux Funds are covered by the Lux Company's formal complaint process. Investments in the Lux Funds are not covered by the UK Financial Services Compensation Scheme, and compensation arrangements may be different from the Existing Funds. Complaints regarding the Lux Funds will not come under the scope of the UK Financial Ombudsman Service.

There may be additional tax implications depending on individual circumstances. We are unable to provide tax advice and we therefore suggest that your clients seek professional advice about any potential tax implications. Full details of the differences between the Existing Funds and the Lux Funds can be found in Section 2 and Appendix 1 of the Shareholder Circular.

The proposed mergers are shown in the following table:

Existing Funds		Lux Funds
European Corporate Bond Fund	into	Threadneedle (Lux) – European Corporate Bond
European High Yield Bond Fund	into	Threadneedle (Lux) – European High Yield Bond
Pan European Fund	into	Threadneedle (Lux) – Pan European Equities
Pan European Smaller Companies Fund	into	Threadneedle (Lux) – Pan European Smaller Companies
Pan European Equity Dividend Fund	into	Threadneedle (Lux) – Pan European Equity Dividend
Credit Opportunities Fund	into	Threadneedle (Lux) – Credit Opportunities

When will the transfers take place?

In order for the transfers to proceed, at least 75% of votes cast at an Extraordinary General Meeting (EGM) for each fund must be in favour of the transfers. For the dates of each EGM please consult the Shareholder Circular. Investors can vote for or against this proposal for the Existing Funds they are invested in, either in person at the EGM or by completing a proxy form. If the merger proposal for a fund is not approved, the Existing Fund will continue in its current form.

The results of the votes will be published on our website www.columbiathreadneedle.com/changes following each EGM.

What happens if the transfers are approved and my clients do not want their investment to be transferred?

If the transfers are approved and your clients do not wish to have their investment transferred to the Lux Funds, they have the following options:

- Switch their investment free of charge into another Threadneedle fund(s) over the telephone or in writing.
- Sell their units in the Existing Funds over the telephone or in writing and receive the proceeds in cash. Please be aware that if they choose this option and their units are held in an ISA, then their investment will lose its ISA status. There may be additional tax implications depending on individual circumstances. We are unable to provide tax advice and we therefore suggest that your clients seek professional advice about any potential tax implications.

Further information

If you are unclear about any of the details relating to this proposal, or have any further questions, please call us on 0800 953 0134*. Our team is available from 8.00am to 6.00pm UK time, Monday to Friday.

Yours sincerely



Gary Collins
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Columbia Threadneedle Investments