



**Invesco Funds
SICAV**

2-4 rue Eugene Ruppert
L-2453 Luxembourg
Luxembourg

www.invesco.com

***THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF IN DOUBT,
PLEASE SEEK PROFESSIONAL ADVICE.***

15 March 2018

Notice to Shareholders of Invesco European Growth Equity Fund (the "Fund") a sub-fund of Invesco Funds (the "SICAV") – withdrawal of authorisation

Dear Shareholders,

The directors of the SICAV (the "**Directors**") wish to notify you of their decision to apply to the Securities and Futures Commission (the "**SFC**") for the withdrawal of authorisation of the Fund with effect from 6 July 2018 ("**Effective Date**").

This notice describes the implications of the withdrawal of authorisation. Please contact your financial advisor if you have any questions on the content of this notice. The withdrawal of authorisation may impact your tax situation. Shareholders should contact their tax advisor for specific tax advice in relation to the withdrawal of authorisation.

All capitalised terms not defined herein have the same meaning as in the prospectus (including Appendix A and the Supplement – Additional Information for Hong Kong Investors) of the SICAV (together the "**Prospectus**").

If you have transferred all of your shares in the Fund, please pass this notice to the transferee or to the stockbroker, bank or other agent through whom the transfer was effected for transmission to the transferee as soon as possible.

1. Background and rationale for the withdrawal of authorisation

As part of its regular review of the SICAV's product range, Invesco Management S.A. (the "**Management Company**") has recently reconsidered the asset classes and strategies being offered to investors in Hong Kong. After its careful assessment based on market trends and general investor appetite, the Management Company has decided to realign the distribution strategy for the Hong Kong retail market by way of, among other things, applying for the withdrawal of authorisation of the Fund.

Accordingly, the Directors have decided to seek withdrawal of authorisation of the Fund from the SFC in Hong Kong with effect from the Effective Date. As at 15 February 2018, the fund size of the Fund was approximately USD37,060,230.21.

Invesco Funds is regulated by the Commission de Surveillance du Secteur Financier

Directors: Peter Carroll (Irish), Douglas Sharp (Canadian), Timothy Caverly (American), Graeme Proudfoot (British) and Bernhard Langer (German)

Incorporated in Luxembourg No B-34457
VAT No. LU21722969

2. Impact of the withdrawal of authorisation on Shareholders of the Fund

The Fund has ceased to be offered publicly in Hong Kong as of the date of this notice, and the Fund is no longer allowed to be marketed to the public in Hong Kong. Upon the Effective Date, the Fund will cease to be regulated by the SFC and will no longer be subject to the regulatory requirements in relation to authorised funds in Hong Kong.

Apart from the withdrawal of authorisation of the Fund in Hong Kong, there are no other changes in the key features (including the way the Fund is operated, fee level, investment objectives and policies, and risk profile), operation and administrative arrangements of the Fund, and the Management Company will continue to manage the Fund in accordance with the constitutive documents and the offering documents of the Fund. The *Commission de Surveillance du Secteur Financier*, the competent authority supervising the Fund in Luxembourg, will continue to regulate the Fund. The rights attached to the Shares owned by Hong Kong Shareholders will remain intact after the withdrawal of authorisation of the Fund in Hong Kong.

In addition, any offering documents and other product documentation specific to the Fund (including the product key facts statement of the Fund and marketing materials in relation to the Fund) that are currently in the possession of Hong Kong investors should be retained for their personal use only and should not be circulated to the public in Hong Kong from the date of this notice.

3. Rights of Shareholders of the Fund

From the date of this notice, you may (i) continue to make subscriptions to the Fund before the Effective Date; or (ii) take no action and continue to hold the Fund; or (iii) at any time before the Effective Date (a) redeem your Shares in the Fund, which will be carried out in accordance with the terms of the Prospectus without any redemption charges or (b) be availed of a free switch¹ out of the relevant share class into another SFC-authorised sub-fund in the SICAV (subject to the minimum investment amounts and eligibility requirements set out in the prospectus)². Shareholders who choose option (i) or (ii) should note that upon the Effective Date, the Fund will cease to be regulated by the SFC and will no longer be subject to the regulatory requirements in relation to authorised funds in Hong Kong. After the Effective Date, you may redeem your Shares in the Fund or switch out of the relevant share class into another SFC-authorised sub-fund in the SICAV in accordance with the terms of the prospectus. For the avoidance of doubt, the above arrangement also applies to Shareholders on regular savings plans.

Hong Kong Shareholders should refer to the latest Prospectus for details of redemption or switching procedures.

4. Costs of the withdrawal of authorisation

The Management Company will bear the legal, advisory and administrative costs and all other expenses associated with the preparation and completion of the withdrawal of authorisation in Hong Kong. No supplementary costs will be borne by Shareholders in the Fund, or by the Fund itself, in relation to such withdrawal of authorisation.

¹ Although we will not impose any charges in respect of your switching/redemption instructions, your bank, distributor or financial adviser may charge you switching/redemption and/or transaction fees. You are advised to contact your bank, distributor or financial adviser should you have any questions in this regard.

² Authorisation by the SFC is not a recommendation or endorsement of a product nor does it guarantee the commercial merits of a product or its performance. It does not mean the product is suitable for all investors nor is it an endorsement of its suitability for any particular investor or class of investors. Before converting to another SFC-authorised sub-fund of the SICAV, please ensure you have read and understood the investment objective, policies, risks factors, fees and other information applicable to the relevant SFC-authorised sub-fund of the SICAV as described in the Prospectus.



5. Taxation

The withdrawal of authorisation of the Fund may have tax consequences for Shareholders. Generally, Shareholders will not be subject to any Hong Kong tax on capital gains realised on the redemption or switching of any Shares. Shareholders should consult their professional advisers about the consequences of the withdrawal of authorisation on their individual tax position.

GENERAL

If you have questions on the contents of this notice or how it may affect you, you should consult your independent professional adviser. You may also contact the SICAV's Hong Kong Sub-Distributor and Representative, Invesco Asset Management Asia Limited on telephone number (+852) 3191 8282 for any questions.

If you would like information on other products in the Invesco range of funds (including other sub-funds of the SICAV) that are authorised for sale in Hong Kong, please contact the SICAV's Hong Kong Sub-Distributor and Representative as noted above.

Soft copies of the revised Supplement – Additional Information for Hong Kong Investors will be available in due course to investors on the Hong Kong website www.invesco.com.hk³, and printed copies thereof may be obtained free of charge, from the registered office of Invesco Asset Management Asia Limited at 41/F Champion Tower, Three Garden Road, Central Hong Kong.

The Directors and the Management Company are the persons responsible for the accuracy of the information contained in this notice. To the best of the knowledge and belief of the Directors and the Management Company (having taken all reasonable care to ensure that such is the case), the information contained in this letter is, at the date hereof, in accordance with the facts and does not omit anything likely to affect the import of such information. The Directors and the Management Company accept responsibility accordingly.

Yours faithfully,

A handwritten signature in black ink, appearing to be a stylized representation of the letters 'A', 'S', and 'M'.

By order of the Board of Directors

Acknowledged by Invesco Management S.A.

³ This website has not been reviewed by the SFC.

