

## **Access PCP Emerging Markets Limited**

(the "Company")

P.O. Box 309, Ugland House, South Church Street, George Town,  
Grand Cayman, KY1-1104, Cayman Islands

### **NOTICE**

**IMPORTANT: This document is important and requires your immediate attention. If you are in doubt about the content of this Notice, you should seek independent legal, financial or other professional advice. The Directors of the Company accept full responsibility for the accuracy of the information contained in this Notice and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief there are no other facts the omission of which would make any statement misleading.**

**Words and phrases used in this Notice shall, unless otherwise provided, have the same meanings as ascribed to them in the Prospectus of the Company, as amended or supplemented from time to time (altogether the "Prospectus").**

16<sup>th</sup> March 2020

Dear Shareholders,

#### **Re: Termination of Access PCP Emerging Markets Limited**

##### **Background**

According to clause 18(E) of the Articles of Association of the Company, if at any time the NAV of the Company falls below US\$2,000,000 for a period of 2 consecutive weeks, the Directors may by not less than 4 weeks notice in writing to holders of Participating Shares expiring on a subscription day redeem all (but not some) of the Participating Shares remaining in issue at the redemption price, which will be determined by dividing the NAV of the Company by the number of Shares then in issue rounded to the nearest whole cent or, in the case of half a cent rounded up, ruling on such subscription day ("**Compulsory Redemption**") in respect of Participating Shares of such class. A Compulsory Redemption was carried out on 25<sup>th</sup> June 2019 pursuant to the Articles of Association of the Company. A notice dated 21<sup>st</sup> May 2019 concerning the Compulsory Redemption has been sent to investors.

Following the Compulsory Redemption on 25<sup>th</sup> June 2019, the Company has issued to investors cheques representing the redemption proceeds to which they are entitled ("**1<sup>st</sup> cheque**").

It was noted that the 1<sup>st</sup> cheque sent to you was either returned or remained unclaimed as at 15<sup>th</sup> March 2020. As at the date of this notice, you are entitled to an unclaimed proceed as listed out in Appendix I.

### **Handling of unclaimed proceeds**

Please be informed that the 1<sup>st</sup> cheques that are returned or remain unclaimed will be cancelled on 16<sup>th</sup> March 2020. The Company will issue to owners of unclaimed proceeds a 2<sup>nd</sup> cheques which represent their unclaimed proceeds on 16<sup>th</sup> March 2020.

In case where the 2<sup>nd</sup> cheque is returned or remains unclaimed on 16<sup>th</sup> April 2020, it will be cancelled and a 3<sup>rd</sup> cheque will be issued on 16<sup>th</sup> April 2020.

In case where the 3<sup>rd</sup> cheque is returned or remains unclaimed on 18<sup>th</sup> May 2020, it will be cancelled. No more cheques will be issued.

Kindly note that for those who are entitled to an unclaimed proceed that is smaller than the cost of issuing a cheque, which is USD 50, no cheques will be sent to such investors and the proceeds will be retained by the Company. Yet, they can still make claims for their unclaimed proceeds according to the “Claiming for your unclaimed proceeds” section below.

The Company will be voluntarily wound up on 17<sup>th</sup> February 2021 yet the actual date of dissolution is subject to changes. The unclaimed proceeds will be held by the liquidator, which will be Stuarts Walker Hersant Humphries, as trustee upon trust for the benefit of the beneficial owners of the unclaimed proceeds.

Pursuant to section 153 of the Companies Law of the Cayman Islands and Part VIII of the Public Management and Finance Law of the Cayman Islands, at the end of one year after the dissolution of the company, the liquidator will transfer any funds or other assets held on trust by him to the relevant Cayman Authorities, namely the Minister of Finance of the Cayman Islands and the Ministry of Finance & Economic Development of the Cayman Islands Government. Claims for the unclaimed proceeds that have been transferred to the Cayman Authorities should be made within 10 years after the transfer. (“**Claiming deadline**”) Investors are not entitled to claim their unclaimed proceeds after the Claiming deadline.

### **Claiming for your unclaimed proceeds**

To claim the unclaimed proceeds that you are entitled to before the Claiming deadline, you are advised to contact our Fund Administration, at its address at 21/F LHT Tower, 31 Queen’s Road Central, Hong Kong or by telephone at (852) 2841 7938 during office hours (except Hong Kong statutory holidays) or by email: [fund-admin@platina.net](mailto:fund-admin@platina.net), to arrange for the payment of your unclaimed proceeds. Investors can also make their claims directly to the relevant Cayman Authorities one year after the dissolution of the company.

### **Deductions to be made to the unclaimed proceeds**

Any expenses or costs arising from handling and/or holding of the unclaimed redemption proceeds will first be paid by Access Investment Management (H.K.) Limited (the “Investment Manager”). However, the Investment Manager will be entitled to reimburse itself for such expenses with the remaining unclaimed proceeds upon the passing of relevant resolutions by the Founder shareholder of the Company in relation to the voluntary winding up.

These expenses relate to the followings:

1. The provision of liquidator for the one year hold period;
2. The setting up of segregated accounts for holding the unclaimed redemption proceeds by the liquidator;
3. The costs of publication of advertisement on weekly newspaper in areas of the last known address of the untraced shareholder(s) and online newspapers;
4. Custodian fees for handling and holding the unclaimed redemption proceeds including issuance and cancellation of cheques; and
5. Cayman and Hong Kong counsels' legal fees in relation to advising on the handling of unclaimed redemption proceeds plus disbursement.

Following our existing practices, the bank charges for transfer of all the redemption proceeds will be borne by the investors.

No other deductions will be made to the unclaimed proceeds.

### **Tax Implications**

No tax will be payable by investors in Hong Kong in respect of dividends or other income distributions of any Fund or in respect of any capital gains arising on a sale, redemption conversion or other disposal of Shares, except that Hong Kong profits tax may arise where such transaction forms part of a trade or business carried on in Hong Kong.

Investors should consult their professional advisers on the consequences to them of acquiring, redeeming, transferring or converting Shares under the relevant laws of the jurisdiction to which they are subject including the tax consequences and any exchange control requirements.

### **Notification to investors**

The Investment Manager undertakes to make their best effort to contact relevant investors. Alongside with this physical notice, notice will be placed on online newspaper and the Investment Manager's website ([www.accessfunds.com](http://www.accessfunds.com)).

### **Enquiry**

Should you require further information in relation to any aspect of this Notice, please contact our Fund Administration at its address at 21/F LHT Tower, 31 Queen's Road Central, Hong Kong or by telephone at (852) 2841 7938 during office hours (except Hong Kong statutory holidays) or by email: [fund-admin@platina.net](mailto:fund-admin@platina.net).

The Articles of Association of the Company and the offering documents are available for inspection, free of charge, at the office of the Investment Manager during office hours (except Hong Kong statutory holidays).

Yours faithfully,  
Access PCP Emerging Markets Limited  
Private Capital Portfolio Management Limited  
Access Investment Management (H.K.) Limited