T. Rowe Price
INVEST WITH CONFIDENCE

PROSPECTUS

T. Rowe Price Funds B SICAV

A Luxembourg UCITS

May 2024

A WORD TO POTENTIAL INVESTORS

ALL INVESTMENTS INVOLVE RISK

With these funds, as with most investments, future performance may differ from past performance. There is no guarantee that any fund will meet its objectives or achieve any particular level of performance.

Fund investments are not bank deposits. The value of your investment can go up and down, and you could lose money. Levels of income could also go up or down. No fund in this prospectus is intended as a complete investment plan, nor are all funds appropriate for all investors.

Before investing in any fund, you should understand its risks, costs, and terms of investment, and how well these characteristics align with your own financial circumstances and risk tolerance.

As a potential investor, it is your responsibility to know and follow the laws and regulations that apply to you, including any foreign exchange restrictions, and to be aware of potential tax consequences. We recommend that you consult an investment adviser, legal adviser and tax adviser before investing.

Note that any differences between portfolio securities currencies, share class currencies, and/or your home currency will expose you to currency risk. In addition, if your home currency is different from the share class currency, the performance you experience as an investor could be substantially different from the fund's published performance.

WHO CAN INVEST IN THESE FUNDS

Distributing this prospectus, offering these shares for sale, or investing in these shares is legal only where the shares are registered for public sale or where sale is not prohibited by local law or regulation. This prospectus is not an offer or solicitation in any jurisdiction, or to any investor, where not legally permitted or where the person making the offer or solicitation is not qualified to do so. Neither these shares nor the SICAV are registered with the US Securities and Exchange Commission, the US Commodity Futures Trading Commission, or any other US federal or state entity. Therefore, unless the SICAV is satisfied that it would not constitute a violation of US securities laws, these shares are not available to, or for the benefit of, US persons, as defined in "Terms with specific meanings" in this prospectus. Any US person who becomes a shareholder should be aware that each fund may have to impose a 30% withholding tax on any income it pays, and on redemption proceeds. For more information on restrictions on share ownership, including whether the board considers you to be eligible to invest in the funds or in any particular share class, contact us (see "The SICAV").

WHICH INFORMATION TO RELY ON

In deciding whether or not to invest in a fund, you should look at (and read completely) the most recent prospectus, the relevant KID, the application form, and the fund's most recent annual report. These documents must all be distributed together (along with any more recent semi-annual report, if published), and this prospectus is not valid without the other documents. By buying shares in any of these funds, you are considered to have accepted the terms described in these documents.

Together, all these documents contain the only approved information about the funds and the SICAV. The board is not liable for any statements or information about the funds or the SICAV that is not contained in these documents. Information in this prospectus may have changed since its date. In case of any inconsistency in translations of this prospectus, or of the financial reports, the English version will prevail.

CONTENTS

FUND DESCRIPTIONS

Introduction to the funds

All of the funds are sub-funds of T. Rowe Price Funds B SICAV. The SICAV exists to manage its assets for the benefit of those who invest in the funds.

All funds are subject to the general investment policies and restrictions that appear beginning on page 13. The specific investment objectives, main investments and other key characteristics of each fund are described in this section.

The board of the SICAV has overall responsibility for the SICAV's investment activities and other operations. The board has delegated the day-to-day management of the funds to the management company, which in turn has delegated some or all of its responsibilities to an investment manager and a number of service providers. The board retains supervisory approval and control over the management company and closely monitors its performance and costs.

More information about the SICAV, the board, the management company and the service providers begins on page 36.

CURRENCY ABBREVIATIONS

AUD	Australian dollar	HKD	Hong Kong dollar
BRL	Brazilian real*	JPY	Japanese yen
CAD	Canadian dollar	NOK	Norwegian krone
CHF	Swiss franc	NZD	New Zealand dollar
CNH	Offshore Chinese renminbi	SEK	Swedish krona
DKK	Danish krone	SGD	Singapore dollar
EUR	Euro	USD	United States dollar
GBP	British pound sterling		

* As Brazilian real is a restricted currency, share classes cannot be denominated in this currency. BRL hedged share classes will be denominated in the base currency of the relevant fund.

T. Rowe Price Funds B SICAV –

Multi-Strategy Total Return Fund

Objective and Investment Policy

OBJECTIVE

To provide attractive long-term risk adjusted returns in all market conditions through investment in a diverse portfolio of non-traditional or alternative strategies.

PORTFOLIO SECURITIES

The fund is actively managed and gains exposure to multiple asset classes such as equities, bonds and commodities, from around the world, including emerging markets. The fund may invest directly in securities as well as indirectly through the use of derivatives and other funds (including ETFs).

The fund invests primarily in equity and equity related securities of companies of any market capitalisation including American Depository Receipts (ADRs), European Depository Receipts (EDRs) and Global Depository Receipts (GDRs), as well as in a wide range of debt securities from issuers across all sectors, credit ratings and denominated in any currency.

Exposure to commodities will be achieved through investment in commodity indices as well as physically-backed and synthetic-backed Exchange Traded Commodities determined to meet the UCITS eligibility requirements. These securities will be reviewed on regular basis to ensure continued compliance with the eligibility criteria.

Asset allocation across security types is flexible and may change depending upon market conditions. Portfolio debt securities can include those issued by governments, government agencies, supra-national organisations, companies and banks. They can also include fixed and floating rate bonds, inflation-linked bonds, convertible bonds (including, to a limited extent, contingent convertible bonds), warrants and other transferable debt securities of any type, including high yield securities. Under most market conditions, the average credit quality of the debt securities within the portfolio will be of below investment grade (i.e. below BBB credit rating as rated by Standard & Poor's or equivalent). However, on occasion, the investment manager may pursue opportunities to invest in debt securities such that the average credit quality of the debt securities may fall within the investment grade range of BBB to AAA. In accordance with its own internal rating system, the investment manager will ensure that the unrated debt securities in which the fund invests are of the same quality as the rated securities of the same type.

The fund will limit its aggregated investment in other collective investment schemes to 10% of net assets.

The fund may invest in the following asset categories the percentage of net assets indicated:

- asset-backed securities (ABS) and mortgage-backed securities (MBS) including for securitisation purposes under the Securitisation Regulation: up to 10%
- distressed or defaulted bonds: up to 10%
- emerging markets: over 10%

In seeking to achieve its objective the fund may also invest, on an ancillary basis, in other types of eligible securities as described in the 'General Investment Powers and Restrictions' section commencing on page 13. However, as at the date of this prospectus, the fund does not expect to invest in any other eligible securities, on an ancillary basis, to more than a limited extent.

The fund may engage in active and frequent trading of portfolio instruments to achieve its investment objective.

The investments underlying this fund do not take into account the EU criteria for environmentally sustainable economic activities.

DERIVATIVES AND TECHNIQUES

The fund may use derivatives for hedging, efficient portfolio management and investment purposes. The fund may also use derivatives to create synthetic short positions on a broad range of assets such as currencies, debt securities, interest rates, credit indices and equities. The fund will use total return swaps (TRS) and is expected to do so on a continuous basis. Use of TRS is necessary to implement the investment strategy for shorting equities and the impact is expected to be an increase in risk-adjusted returns. Investors should refer to the 'Total Return Swaps' section on page 23 for more details on the expected and maximum use of total return swaps by the fund. For a summary of the main types of derivatives that may be used within each fund and what they may be used for, refer to the 'Fund Derivatives Usage' section on page 24.

INVESTMENT PROCESS

The investment manager's approach is to dynamically allocate fund assets among a variety of non-traditional or alternative strategies that seek return, while balancing risk. These strategies may include macro, equity long-short, dynamic fixed income and systematic multi-asset. The strategy may use fundamental and systematic investment approaches. The fund employs a disciplined risk management process through portfolio diversification to manage the overall risk profile.

The fund may allocate its overall assets among the following strategies:

Macro - strategies that seek to capture macroeconomic, and macro financial return opportunities informed by our fundamental research.

Equity Long-Short - strategies that focus on taking both long and short positions in individual equity securities based on T. Rowe Price research platform that may be fundamental or quantitative in nature.

Dynamic Fixed Income - fixed income strategies that dynamically blend top-down and bottom-up, securities based investment styles in fixed income sub universes such as rates, credit, emerging markets, or FX.

Systematic Multi-asset - strategies that use quantitative models to take index or asset class level positions. Examples include risk premium or factor investing, volatility strategies involving options, or dynamic allocation strategies that seek to align positioning with systematically generated views on the relative attractiveness of individual countries or sectors.

Certain strategies described above incorporate the assessment of environmental, social and governance ("ESG") factors with particular focus on those considered most likely to have a material impact on the performance of the holdings or potential holdings in each strategy's portfolio. These ESG factors, which are incorporated into the investment process alongside financials, valuation, macro-economics and other factors, are components of the investment decisions at the level of each strategy. Consequently, ESG factors are not the sole driver of an investment decision but are instead one of several important inputs considered during investment analysis.

The fund may have exposure to certain strategies, asset classes or financial instruments where ESG factors are not considered as part of the investment decision-making process due to the type or nature of those financial instruments or asset classes. For example, Style Premia and Volatility Relative Value strategies described above utilise index or asset class level derivative instruments where the integration of ESG factors is not relevant to the nature and characteristics of those derivatives.

Multi-Strategy Total Return Fund – continued

For more information on the Environmental, Social and Governance (ESG) Investment Policy related to the strategies described above, refer to page 17.

SFDR classification The fund is not classified under Article 8 or 9 but applies ESG integration into the investment process, in line with Article 6 of the SFDR.

Benchmark Bank of America US 3-Month Treasury Bill Index.

The investment manager is not constrained by any country, sector and/or individual security weightings relative to the benchmark index and has complete freedom to invest in securities that do not form part of the benchmark.

Benchmark use

- performance comparison. For currency hedged share classes, the benchmark index may be different.

Portfolio reference currency USD.

INVESTMENT MANAGER

T. Rowe Price International Ltd

SUB-INVESTMENT MANAGER

T. Rowe Price Associates, Inc

The sub-investment manager may further, at its absolute discretion, assign the management of a portion of the assets of the fund (sleeve) to other entities of T. Rowe Price group, already approved by the CSSF as investment managers.

Planning your Investment

Designed for Investors who plan to invest for the medium to long term.

The fund may appeal to investors who:

- are interested in steady returns that are largely uncorrelated to markets, and in some level of capital preservation.
- understand and can accept the risks of the fund, including the risks of investing in equities, bonds and derivatives.

Business day Orders to buy, switch and redeem shares are ordinarily processed any day that is a full bank business day in Luxembourg except on days when markets, in which a substantial amount of the portfolio is traded, are closed or the day before. Please consult the following link, **www.troweprice.com,** for the dealing calendar and any applicable exceptions.

Orders received and accepted by 13:00 Luxembourg time on a business day will generally be processed that day.

Main Risks

The main risks applicable to the fund are listed below (in no particular order). Further details are set out in the Risk Descriptions section.

- Counterparty
- Country risk – China
- Country risk - Russia and Ukraine
- Credit (FI)
- Currency
- Default
- Derivatives
- Distressed or defaulted debt securities
- Emerging markets
- Frontier markets
- Equity
- ESG
- Geographic concentration
- Hedging
- High yield bond
- Interest rate
- Investment fund
- Issuer concentration
- Liquidity
- Management
- Market
- Operational
- Sector concentration
- Small/mid cap
- Style
- Total return swap

Risk management method Absolute VaR.

Leverage is expected to be within the range 200%-500% (not guaranteed).

Class	Entry Charge (Max)	Management Co. Fee (Max)		Minimum transaction and balance amounts: Initial investment/ balance	Additional investment	Redemption
A	5.00%	1.50%		USD1,000	USD100	USD100
Q	-	0.71%		USD1,000	USD100	USD100
I	-	0.71%		USD2.5million	USD100	-
J	-	-		USD10million	-	-
S	-	-		USD5million	-	-
Z	-	-		USD25million	-	-

See “Notes on Fund Costs” on page 7.

NOTES ON FUND COSTS

General The charges you pay as an investor in the fund go to cover fund operating costs, including the management company fee (see 'The Management Company' section on page 40) and the operating & administrative expenses (see 'Operating and Administrative Expenses' section on page 37). These ongoing charges reduce the performance of your investment.

For A, I, J, Q and S shares, the NAV of each class reflects its portion of the ongoing expenses attributable to that class, except that for J shares, the investment manager pays the shares' portion of the administration agent's fees. The investment manager pays all ongoing expenses attributable to Z shares.

For entry charges, you might be eligible to pay less than the maximum amounts shown. Consult a financial advisor.

RISK DESCRIPTIONS

The risk descriptions below correspond to the risk factors named in the information about the funds. To permit the risks to be read properly in connection with any fund's named risks, each risk is described as for an individual fund.

While the risk information in this prospectus is intended to give an idea of the main risks associated with each fund, any fund could be affected by other risks in this section as well as risks not named here, and the risk descriptions themselves are not intended as exhaustive.

Any of these risks could cause a fund to lose money, to perform less well than similar investments, to experience high volatility (ups and downs in NAV), or to fail to meet its objective over any period of time.

In addition, unpredictable events such as environmental or natural disasters, war, terrorism, pandemics, outbreaks of infectious diseases, and similar public health threats may significantly affect the economy and the markets and issuers in which a fund invests. Certain events may cause instability across global markets, including extreme volatility, significantly reduced liquidity, exchange trading suspensions and closures, and disruptions in the operations linked to the funds as well as in trading markets in general. Some events may affect certain geographic regions, countries, sectors, and industries more significantly than others, and exacerbate other pre-existing political, social, and economic risks.

Asset-backed securities (ABS) and mortgage-backed securities (MBS) risks Asset-backed securities are bonds that represent an ownership interest in an underlying pool of mortgage-related and/or consumer receivables. Amortizing assets such as home equity loans, credit card debt, car loans, student loans, equipment leases, collateralised repo loans and EETCs (Enhanced Equipment Trust Certificates) typically pass principal and interest payments directly to investors, while revolving assets (such as credit card receivables and home equity lines of credit) typically reinvest principal and interest payments in new collateral for a specified period of time. Mortgage-backed securities are securities representing an interest in a pool of mortgages and may include collateralised mortgage obligations, which are debt securities that are fully collateralised by a portfolio of mortgages or mortgage-backed securities, commercial mortgage-backed securities and stripped mortgage securities.

These securities may be subject to greater liquidity, credit, default and interest rate risk compared to other bonds. They are often exposed to extension and prepayment risk.

Convertible bond risk Convertible bonds are debt instruments which embed an option to convert the bond to shares of the issuer. They are most often issued by companies with a lower credit rating and higher growth potential. Until conversion, they have similar characteristics to bonds with the exception that their price will normally be also influenced by the underlying security market fluctuations and dividend changes. The market for convertible bonds is usually less liquid than it is for non-convertible debt securities.

Contingent convertible bond risk Contingent Convertible Bonds, also known as CoCos, are typically issued by financial institutions and have similar characteristics to convertible bonds with the main exception that their conversion is subject to predetermined conditions referred to as trigger events usually set to capital ratio and which vary from one issue to the other. As an example, when the capital ratio of the CoCo issuer falls under a certain level, which depends on the accounting rules currently applicable, the issuer needs to convert debt to equity and the CoCo holders receive common shares in exchange of the CoCo. This may happen at a time which is not ideal to buy the common shares and investors may also suffer a loss depending on the conversion ratio. The issuer's supervisory authority may intervene at any time in the conversion or written down process. Depending on the scenario, the principal amount invested may be lost permanently or temporarily, fully or partially. CoCos may be held for longer than expected and thus also expose investors to higher Interest Rate risk. Investments in CoCos can also be subject to additional risks such as: capital structure inversion risk (contrary to the classic capital hierarchy, it represents the risk for CoCo investors to suffer a loss of capital when equity holders do not or at an earlier stage); trigger level risk (the risk of incurring a trigger event. The trigger could be activated either through a material loss in capital or an increase in risk weighted assets of the issuer of the CoCos. Changes in accounting rules may also impact the calculation of the trigger event); coupon cancellation risk (coupon payments are entirely discretionary and it represents the risk of having the coupon cancelled by the issuer of the CoCos at any point, for any reason, and for any period of time); call extension risk (CoCos are issued as perpetual instruments and may not be called on the call date. It represents the risk that CoCos' principal will neither be returned at the call date nor at any given date); unknown risk (the structure of CoCos is innovative and additional risks, yet unknown, may appear in the future); yield/valuation risk (CoCos offer comparatively high yield for quality bank issuers but all their associated risks may be difficult to factor into their valuation); conversion risk (it represents the risk of having CoCos converted into equity at a non-favourable time with the investors that may suffer a loss depending on the conversion rate); write down risk (it represents the risk of incurring in a total loss of principal); industry concentration risk (this risk is related to the fact that CoCos are issued by bank institutions); liquidity risk (it represents the risk that CoCos may become difficult to sell and it is uncertain how the market will react in a stressed environment).

Counterparty risk An entity with which the fund does business could become unwilling or unable to meet its obligations to the fund.

Country risk – China Certain funds may invest in securities or instruments which are listed in the Chinese markets. These investments are subject to the risks described under "Emerging market risk" below, as well as to the following risks.

- Some funds may invest in local Chinese securities ("China A shares") using a qualified foreign institutional investor ("QFII") licence. Chinese regulators require that the name of the QFII licence holder be used in connection with assets held on behalf of the relevant funds. The regulators acknowledge that the assets in a fund's account belong to that fund and not to the investment manager or a sub-manager, and the depositary has set up a sub-account in the name of each relevant fund (which is allowed under Chinese law). However, should creditors of the QFII assert that the assets in the accounts are owned by the QFII and not the relevant fund, and if a court should uphold this assertion, creditors of the QFII could seek payment from the assets of the relevant fund.

- In China, the government maintains two separate currencies: internal renminbi (CNY), which must remain within China and generally cannot be owned by foreigners, and external renminbi (CNH), which can be owned by any investor. The exchange rate between the two, and the extent to which currency exchanges involving CNH are allowed, are managed by the government, based on a combination of market and policy considerations. This effectively creates currency risk within a single nation's currency, as well as liquidity risk, since the conversion of CNY to CNH, and of CNH to other currencies, can be restricted, as can the removal of any currency from China or Hong Kong.

China Bond Connect ("Bond Connect") is a bond trading link between China and Hong Kong which allows foreign institutional investors to invest in onshore Chinese bonds and other debt instruments traded on the China Interbank Bond Market ("CIBM").

Pursuant to the prevailing regulations in mainland China, an offshore custody agent recognised by the Hong Kong Monetary Authority must open omnibus nominee accounts with an onshore custody agent recognised by the People's Bank of China ("PBOC"). All bonds traded by eligible foreign investors will be registered in the name of the offshore custody agent, which will hold such bonds as a nominee owner.

For investments via the Bond Connect, the relevant filings, registration with the PBOC and account opening have to be carried out via an onshore settlement agent, offshore custody agent, registration agent and/or other third parties. As such, the funds are subject to the risks of default on the part of such third parties.

Investing in instruments traded on the CIBM via the Bond Connect is also subject to regulatory risks. The relevant rules and regulations are subject to change which may potentially have retrospective effect. If the relevant mainland Chinese authorities suspend account opening or trading on the CIBM, the funds' ability to invest in the CIBM will be adversely affected. In such event, the relevant fund's ability to achieve its investment objective may be negatively affected.

There is no specific written guidance from the mainland China tax authorities on the treatment of income tax and other tax categories payable in respect of trading in the CIBM by eligible foreign institutional investors via the Bond Connect. Tax may be withheld on a retroactive basis.

Trading through Bond Connect can only be undertaken on days when both the mainland China and Hong Kong markets are open and when banks in both markets are open on the corresponding settlement days. Accordingly, the funds may not be able to buy or sell at the desired time or price.

China Interbank Bond Market Market volatility and potential lack of liquidity due to low trading volumes of certain debt securities in the China Interbank Bond Market may result in prices of certain debt securities traded on such market fluctuating significantly. The funds investing in the China Interbank Bond Market are therefore subject to liquidity and volatility risks. The bid and offer spreads of the prices of such securities may be large, and the funds may therefore incur significant trading and realisation costs and may even suffer losses when selling such investments.

To the extent that the funds transact in the China Interbank Bond Market, the funds may also be exposed to risks associated with settlement procedures and default of counterparties. The counterparty which has entered into a transaction with the funds may default in its obligation to settle the transaction by delivery of the relevant security or by payment for value.

Since the relevant filings and account opening for investment in the China Interbank Bond Market have to be carried out via an onshore settlement agent, the funds are subject to the risks of default or errors on the part of the onshore settlement agent.

The China Interbank Bond Market is also subject to regulatory risks. The relevant rules and regulations on investment in the China Interbank Bond Market is subject to change which may have potential retrospective effect. In the event that the relevant mainland Chinese authorities suspend account opening or trading on the China Interbank Bond Market, the fund's ability to invest in the China Interbank Bond Market will be limited and, after exhausting other trading alternatives, the funds may suffer substantial losses as a result.

ChiNext Market ("ChiNext") and Science & Technology Innovation Board ("STAR board") Certain funds may have exposure to stocks listed on ChiNext of the Shenzhen Stock Exchange ("SZSE") and/or the STAR board of the Shanghai Stock Exchange ("SSE").

ChiNext is a board of the SZSE and aims to provide investors with access to new and fast-growing Chinese technology companies. STAR board is a government initiative that, by allowing professional trading and listing, aims to enhance the capability to serve technology innovation and to promote the high-quality development of China's economy. Any investment in shares listed on STAR Board will be limited to 20%, unless otherwise indicated in the fund description page of any fund.

Listed companies on ChiNext market and/or STAR board are subject to wider price fluctuation limits, and due to higher entry thresholds for investors, may have limited liquidity compared to other boards. The rules and regulations regarding companies listed on these markets are less stringent in terms of profitability and share capital than those in the main boards of the SZSE and/or the SSE.

Stock Connect The funds may invest in certain Shanghai-listed and Shenzhen-listed securities ("Stock Connect Securities") through the Shanghai-Hong Kong Stock Connect or the Shenzhen-Hong Kong Stock Connect respectively ("Stock Connect"), a joint securities trading and clearing program designed to permit mutual stock market access between mainland China and Hong Kong. Stock Connect is a joint project of the Hong Kong Exchanges and Clearing Limited ("HKEC"), China Securities Depository and Clearing Corporation Limited ("ChinaClear"), the Shanghai Stock Exchange and the Shenzhen Stock Exchange. Hong Kong Securities Clearing Company Limited ("HKSCC"), a clearing house that in turn is operated by HKEC, acts as nominee for investors accessing Stock Connect Securities.

Risks of investing through Stock Connect include:

- The regulations governing the Stock Connect are untested, subject to change and may have potential retrospective effect. It is uncertain how they will be applied, and they could be changed.
- The Stock Connect Securities in respect of the funds are held by the depositary/ sub-custodian in accounts in the Hong Kong Central Clearing and Settlement System ("CCASS") maintained by the HKSCC as central securities depositary in Hong Kong. HKSCC in turn holds the Stock Connect Securities, as the nominee holder, through an omnibus securities account in its name registered with ChinaClear for the Stock Connect. The precise nature and rights of the funds as the beneficial owners of the Stock Connect Securities through HKSCC as nominee is not well defined under Chinese law. Therefore, the exact nature and methods of enforcement of the rights and interests of the funds under Chinese law is uncertain.

- Should ChinaClear default, HKSCC's contractual liabilities will be limited to assisting participants with claims against ChinaClear. A fund's attempts to recover lost assets could involve considerable delays and expenses and may not be successful.
- The Stock Connect is subject to quota limitations. In particular, the Stock Connect is subject to a daily quota which does not belong to the SICAV or the funds and can only be utilised on a first-come-first-serve basis. Once the daily quota is exceeded, buy orders will be rejected (although investors will be permitted to sell their cross-boundary securities regardless of the quota balance). Therefore, quota limitations may restrict the relevant fund's ability to invest in the Stock Connect Securities on a timely basis, and the relevant fund may not be able to effectively pursue its investment strategy.
- When a share is recalled from the scope of eligible shares for trading via the Stock Connect, the shares can only be sold but restricted from being bought. This may affect the investment portfolio or strategies of the funds.
- Each of the HKEC, the Shanghai Stock Exchange and the Shenzhen Stock Exchange reserves the right to suspend trading. Where a suspension is effected, the relevant fund's ability to access the Chinese market will be adversely affected.
- Investment in Stock Connect Securities is conducted through brokers, and is subject to the risks of default by such brokers' in their obligations.
- Trading through Stock Connect can only be undertaken on days when both the mainland China and Hong Kong markets are open and when banks in both markets are open on the corresponding settlement days. Accordingly, the funds may not be able to buy or sell at the desired time or price.
- The relevant rules and regulations on the Stock Connect are subject to change which may have potential retrospective effect. The Stock Connect is subject to quota limitations. Where a suspension in the trading through the programme is effected, the fund's ability to invest in China A shares or access the mainland China market through the programme will be adversely affected. In such event, the fund's ability to achieve its investment objective could be negatively affected.

Country risk – Russia and Ukraine In these countries, risks associated with custody and counterparties are higher than in developed countries. Russian custodial institutions observe their own rules, have significantly less responsibilities to investors, may be poorly regulated, or may otherwise be susceptible to fraud, negligence or error. The Russian securities market may also suffer from impaired efficiency and liquidity, which may worsen price volatility and market disruptions.

Direct investment in Russian securities that are not traded through the Moscow Exchange is limited to 10% of fund assets. However, as the Moscow Exchange is recognised as a regulated market, securities that are listed or traded on those markets are not subject to that 10% limit. This does not mean these securities are free from the risks mentioned in the previous paragraph, or from a generally higher degree of risk than, for example, comparable European or US securities.

Russia and Ukraine also can be subject to strong or sudden political risks, such as sanctions or military actions.

Country risk – Saudi Arabia It is necessary in Saudi Arabia to use a trading account to buy and sell securities. This trading account can be held directly with a broker or held with a custodian. Where the trading account is held at the custodian, this is known as the Independent Custody Model (ICM). The ICM approach is preferable because securities are under the safe keeping and control of the custodian and would be recoverable in the event of the bankruptcy of the custodian. Where investments are held in Saudi Arabia through the ICM, a broker Standing Instruction letter is in place to authorise the fund's sub-custodian to move securities to a trading account for settlement, based on the details supplied by the broker. At this stage an authorised broker could potentially either fraudulently or erroneously sell the securities (and whether the securities were held through the ICM or direct broker approach). Opportunities for a local broker to conduct fraudulent transactions on the market are limited due to short trading hours (e.g. trading hours are 10am to 3pm). This risk is further mitigated by a manual pre-matching process, which validates client settlement instructions with the local broker contract note and the transaction report from the depository. Similar risks also apply to using a broker trading account. In addition, where a broker trading account is used, the account is set up directly with the broker, in the fund's name, but in the event of the broker defaulting, although it is believed assets are ring-fenced, there may be a delay to recovering them and legal proceedings may need to be initiated in order to do so. All investments in Saudi Arabia are subject to the risks described under the section "Emerging markets risk" below.

Credit risk A bond or money market security could lose value if the issuer's financial health deteriorates.

If the financial health of the issuer of a bond or money market security weakens, the value of the bond or money market security may fall. In extreme cases, the issuer may delay scheduled payments to investors, or may become unable to make its payments at all. The lower the credit quality of the debt, the greater the credit risk.

Currency risk Changes in currency exchange rates could reduce investment gains or increase investment losses. Exchange rates can change rapidly and unpredictably.

Custody risk Assets of the funds are entrusted to the depositary for custody / safekeeping and investors are exposed to the risk of the depositary not being able to fully meet its obligation to restitute in a short time frame all of the assets of the funds. The assets of the funds should normally be identified in the depositary's books as belonging to any individual fund and segregated from other assets of the depositary, in accordance with the applicable law and regulation, which mitigates but does not exclude the risk of non-restitution. However, cash held with the depositary cannot be segregated from the depositary's own cash and cash under custody for other clients of the depositary, which makes the fund an unsecured creditor of the depositary and as such increases the risk of partial or non-restitution.

The depositary does not keep all the assets of the funds itself but uses a network of sub-custodians which are not necessarily part of the same group of companies as the depositary. Investors are exposed to the sub-custodians in the same manner as they are to the depositary, particularly in case of bankruptcy, fraud or operational error, among other things, to the extent that the sub-custodians, or the depositary may face difficulties ensuring the restitution of the securities and cash to the fund in all or in part or a timely manner.

A fund may invest in markets where custodial and/or settlement systems are not fully developed and is thus exposed to additional risks and circumstances where the depositary will have no liability.

Cybersecurity risks The funds may be subject to operational and information security risks resulting from breaches in cybersecurity. Cybersecurity breaches may involve unauthorized access to the digital information systems (e.g., through "hacking" or malicious software coding) of the funds or their third-party service providers, but may also result from outside attacks such as denial-of-service attacks. These breaches may, among other things, result in financial losses to the funds and their shareholders, cause the funds to lose proprietary information, disrupt business operations, or result in the unauthorized release of confidential information. Further, cybersecurity breaches involving third-party service providers, trading counterparties, or issuers in which the funds invest could subject the funds to many of the same risks associated with direct breaches.

Derivatives risk Certain derivatives could behave unexpectedly or could expose the fund to losses that are significantly greater than the cost of the derivative, in other words, they provide leverage.

Through derivatives, the fund may take long or short position in the underlying asset(s). Long positions are generally taken to gain exposure. Short positions may be taken to hedge long positions but may also be fully or partially uncovered thus creating a synthetic short position.

Derivatives in general are highly volatile and do not carry any voting rights. The pricing and volatility of many derivatives (especially credit default swaps (CDS) may diverge from strictly reflecting the pricing or volatility of their underlying reference(s). In difficult market conditions, it may be impossible or unfeasible to place orders that would limit or offset the market exposure or financial losses created by certain derivatives.

OTC derivatives

Because OTC derivatives are in essence private agreements between a fund and one or more counterparties, they are less highly regulated than market-traded securities. OTC derivatives carry greater counterparty risk and liquidity risk, and it may be more difficult to force a counterparty to honour its obligations to a fund. If a counterparty ceases to offer a derivative that a fund had been planning on using, the fund may not be able to find a comparable derivative elsewhere and may miss an opportunity for gain or find itself unexpectedly exposed to risks or losses, including losses from a derivative position for which it was unable to buy an offsetting derivative.

Because it is generally impractical for the SICAV to divide its OTC derivative transactions among a wide variety of counterparties, a decline in the financial health of any one counterparty could cause significant losses. Conversely, if any fund experiences any financial weakness or fails to meet an obligation, counterparties could become unwilling to do business with the SICAV, which could leave the SICAV unable to operate efficiently and competitively.

Exchange-traded derivatives

While exchange-traded derivatives are generally considered lower-risk than OTC derivatives, there is still the risk that a suspension of trading in derivatives or in their underlying assets could make it impossible for a fund to realize gains or avoid losses, which in turn could cause a delay in handling redemptions of shares. There is also a risk that settlement of exchange-traded derivatives through a transfer system may not happen when or as expected.

Derivatives synthetic short positions

Some funds may take synthetic short positions in the expectation to realise gains when the position underperforms. This is not guaranteed. The possible loss from using derivatives to create synthetic short positions is theoretically unlimited, for some asset types, since there is no restriction on the price to which a position may rise. Unlike short sales of equities or other instruments, the potential for the price of certain fixed-income securities to rise may be limited as the fixed-income security will not exceed par at maturity.

Distressed or defaulted debt securities risk Distressed (rated below CCC by Standard and Poor's or equivalent) or defaulted (rated below C by Standard and Poor's or equivalent) debt securities are the result of their issuer's inability to meet its financial obligations. This will be the case for issuers experiencing significant financial stress, including potentially defaulting and filing for bankruptcy protection or other reorganisation proceedings. These securities may bear substantially higher degree of risks and can be more difficult to price. An investment in such securities may lead to unrealised capital losses and/or losses that can adversely impact the net asset value of the fund. In some cases, the recovery of investments in Distressed or Defaulted Securities is subject to uncertainty related to court orderings and corporate reorganisations among other things. Because of the issuer's bankruptcy, reorganisation or liquidation process, the securities may lose their entire value, may be difficult to dispose of and may have to be held for an extended period of time with a high degree of uncertainty in the final level of recovery.

If a debt security is downgraded to a distressed or default credit rating, the manager will assess whether it should be sold or kept in the portfolio, in accordance with the investment strategy of the respective fund. In any case, holdings in distressed and/or defaulted debt securities (including both rated and unrated) will not exceed 10% of the net assets of any fund.

Emerging markets risk Emerging markets are less established than developed markets and therefore involve higher risks.

Reasons for this higher risk include:

- political, economic, or social instability
- unfavourable changes in regulations and laws
- failure to enforce laws or regulations, or to recognise the rights of investors as understood in developed markets
- excessive fees, trading costs or taxation, or outright seizure of assets
- rules or practices that place outside investors at a disadvantage
- incomplete, misleading, or inaccurate information about securities issuers
- lack of uniform accounting, auditing and financial reporting standards
- manipulation of market prices by large investors
- arbitrary delays and market closures
- fraud, corruption and error

For purposes of risk, the category of emerging markets includes markets that are less developed, such as most countries in Asia, Africa, South America and Eastern Europe, as well as countries that have successful economies but whose investor protections are questionable, such as Russia, Ukraine and China.

Examples of developed markets are those of Western Europe, the US, and Japan.

Equity risk In general, equities involve higher risks than bonds or money market instruments. Equities can lose value rapidly and can remain at low prices indefinitely. Equities of rapidly growing companies can be highly sensitive to bad news, because much of their value is based on high expectations for the future. Equities of companies that appear to be priced below their true value may continue to be undervalued. If a company goes through bankruptcy or a similar financial restructuring, its equities may lose most or all of their value.

Environment, Social and Governance ("ESG") and Sustainability ("SU") Risk Due to the variety of ways to integrate ESG factors and SU risks, as well as the lack of available, reliable and/or historical data on which to evaluate these criteria, the assessment of ESG factors as part of the investment process may not be applied uniformly across funds or strategies. As a result, there may be differences in performance compared to similar funds that target or promote ESG characteristics due to the different approach taken by the investment manager of the funds, as well as compared to similar funds which do not target or promote ESG characteristics. The risks linked to the application of ESG characteristics may also vary over time as the framework continues to evolve. There is also a risk that the companies identified through the investment process may fail to meet their own ESG and/or SU objectives or have different ESG and/or SU characteristics overtime, which may result in the fund selling a security when it might otherwise be disadvantageous to do so.

Due to environmental changes, shifting societal views, and an evolving regulatory landscape related to sustainability issues, the earnings and/or profitability of companies that a fund invests in may be impacted.

SU risks, event(s) or condition(s) may occur, which could have a material negative impact on the value of an investment and performance of the fund. The exposure that each fund is likely to have to SU risks is regularly assessed and disclosed in the 'Environmental, Social and Governance (ESG) Policy' section on page 17.

Feeder Risk A Feeder Fund must invest at least 85% of its assets in the relevant Master Fund, the performance of the Feeder Fund will be strongly affected by the performance of the Master Fund but without necessarily tracking it perfectly due to the maximum 15% of the Feeder Fund's assets that may be invested in derivatives and ancillary liquid assets. The Feeder Fund will also be indirectly subject to all the risks, charges and expenses of the Master Fund.

Frontier markets risk The securities markets of small nations that are at an earlier stage of economic and political development relative to more mature emerging markets typically have limited investability and liquidity.

Geographic concentration risk To the extent that a fund invests a large portion of its assets in a particular geographic area, its performance will be more strongly affected by any social, political, economic, environmental or market conditions within that area. This can mean higher volatility and risk of loss as compared to a fund that invests more broadly.

Hedging risk A fund's attempts to reduce or eliminate certain risks may not work as intended.

To the extent that a fund takes measures that are designed to offset specific risks (such as seeking to eliminate currency risks in a share class that is denominated in a different currency than the fund's portfolio), these measures may work imperfectly, may not be feasible at times, or may fail completely. Hedging involves costs, which reduce investment performance. To the extent that a hedge is successful, it generally eliminates opportunities for gain as well as risks of loss.

High yield bond risk A bond or debt security rated below BBB- by Standard & Poor's or an equivalent rating, also termed 'below investment grade', is generally subject to higher yields but to greater risks too.

The higher yield is offered to compensate for the reduced creditworthiness and the increased risk of default of the issuer to meet its payments obligations of income and principal. In some cases, the debt may be called by its issuer before maturity or it may be subject to the issuer's debt restructuring by which the fund will become the owner of another debt or a common share with, potentially, a partial or total loss of the invested capital and generated income. As a consequence of issuers being in bankruptcy, reorganisation or liquidation processes, a fund may hold distressed or defaulted bonds.

In addition, high yield bonds are usually more sensitive to market conditions and fluctuations. Their market is typically thinner and less active, creating a higher liquidity risk than for higher-rated bonds. This implies they may become hard to value or to sell at a desired price and/or time.

Interest rate risk Interest rates in the countries in which a fund's assets will be invested may be subject to fluctuations. Any such fluctuations may have a direct effect on the income received by the fund and its capital value. Bonds are particularly susceptible to interest rate changes and may experience significant price volatility. The prices of bonds generally increase when interest rates decline and decrease when interest rates rise. Longer term bonds and higher credit quality bonds are usually more sensitive to interest rate changes.

Investment fund risk As with any investment fund, investing in any of these funds involves certain risks an investor would not face if investing in markets directly:

- the actions of other investors, in particular sudden large outflows of cash, could interfere with orderly management of a fund and cause the fund's NAV to fall
- the investor cannot direct or influence how money is invested while it is in a fund
- a fund's buying and selling of investments may not be optimal for the tax efficiency of any given investor
- the funds are subject to various investment laws and regulations that limit the use of certain securities and investment techniques that might improve performance; to the extent that the funds decide to register in jurisdictions that impose narrower limits, this decision could further limit the fund's investment activities
- because the funds are based in Luxembourg, any protections that would have been provided by other regulators (including, for investors outside Luxembourg, those of their home regulator) may not apply
- because fund shares are not publicly traded, the only option for liquidation of shares is generally redemption, which could be subject to delays and any other redemption policies set by the fund

Investment in Participatory Notes The fund may gain exposure to investments through Participatory Notes (P-notes), which are issued by banks, broker-dealers or other counterparties. P-notes may carry illiquid securities risk and may trade at prices that are below the value of their underlying securities. Owners of P-notes may lack some of the rights (such as voting rights) they would have if they owned the underlying securities directly. If the issuer of a P-note becomes unable or unwilling to honour its obligations to the fund, the fund will lose money, irrespective of the value of the underlying securities.

Issuer concentration risk To the extent that a fund invests a large portion of its assets in securities from a relatively small number of issuers, its performance will be more strongly affected by any business, industry, economic, financial or market conditions affecting those issuers. This can mean higher volatility and risk of loss as compared to a fund that invests more broadly.

Liquidity risk Any security could become hard to value or to sell at a desired time and price.

Additionally, certain securities may, by nature, be hard to value, or hard to sell at a reasonable price or in large volumes. This includes securities that are labelled as illiquid, such as Rule 144A securities, as well as shares, bonds, and any other type of security that represents a small issue, trades infrequently, or is traded on markets that are comparatively small or that have long settlement times.

Management risk The investment manager or its designees may at times find their obligations to a fund to be in conflict with their obligations to other investment portfolios they manage (although in such cases, all portfolios will be dealt with equitably).

Market risk Prices of many securities change daily and can fall based on a wide variety of factors.

Examples of these factors include:

- political and economic news
- government policy
- changes in technology and business practices
- changes in demographics, cultures and populations
- natural or human-caused disasters
- weather and climate patterns
- scientific or investigative discoveries

- costs and availability of energy, commodities and natural resources

The effects of market risk can be immediate or gradual, short-term or long-term, narrow or broad.

Operational risk A fund may be subject to errors affecting valuation, pricing, accounting, tax reporting, financial reporting, and trading, among other things. In addition, in any market, but especially in emerging markets, there could be losses due to fraud, corruption, political or military actions, the seizure of assets, or other irregular events.

Prepayment and extension risk With asset-backed securities (ABS) and mortgage-backed securities (MBS), or any other securities whose market prices typically reflect the assumption that the securities will be paid off before maturity, any unexpected behaviour in interest rates could hurt fund performance.

Receiving increasing prepayments when interest rates are falling causes the average maturity of the portfolio to shorten, reducing its potential for price gains. It also requires a fund to reinvest proceeds at lower interest rates, reducing the portfolio's total return and yield, and could result in a loss.

Mortgage-backed securities are also subject to extension risk. When interest rates are rising, a lack of refinancing opportunities will cause a fund's average maturity to lengthen due to a drop in expected prepayments of mortgage-backed securities and asset-backed securities. This would increase a fund's sensitivity to rising rates and its potential for price declines.

Real estate investments risk Real estate and related investments can be hurt by any factor that makes an area or individual property less valuable.

Specifically, investments in real estate holdings or related businesses or securities (including interests in mortgages) can be hurt by natural disasters, economic declines, overbuilding, zoning changes, tax increases, population or lifestyle trends, environmental contamination, defaults on mortgages, failures of management, and other factors that may affect the market value or cash flow of the investment.

Sector concentration risk To the extent that a fund invests a large portion of its assets in a particular economic sector (or, for bond funds, a particular market segment), its performance will be more strongly affected by any business, industry, economic, financial or market conditions affecting that sector or segment of the fixed income market. This can mean higher volatility and risk of loss as compared to a fund that invests more broadly.

Small and mid-cap risk Shares of small and mid-size companies can be more volatile than shares of larger companies. Small and mid-size companies often have fewer financial resources, shorter operating histories, and less diverse business lines, and as a result can be at greater risk of long-term or permanent business setbacks. Initial public offerings (IPOs) can be highly volatile and can be hard to evaluate because of a lack of trading history and relative lack of public information.

Style risk Different investment styles typically go in and out of favour depending on market conditions and investor sentiment. At any given time, for instance, a growth-style portfolio may underperform a value-style portfolio, or vice-versa, and either may at any time underperform the market as a whole.

Total return swap risk The use of total return swaps (TRS) may expose the fund to additional volatility in comparison to investing directly in bonds, equities, or other securities. As financial derivative instruments, these instruments may be subject to the risks outlined under "Derivatives risk", including leverage risk, meaning that small changes in the price of the underlying asset may produce disproportionate losses for the fund which could significantly impact the fund's overall performance. The use of these instruments also involves the risk that anticipated interest rate movements will not be accurately predicted or move in a direction that is unfavourable to the fund.

In addition, TRS are subject to the risk that a counterparty to the transaction will fail to meet its obligations under the derivatives contract. Operational risk linked to the TRS may include risks linked to trade confirmation & settlement, pricing, reconciliation, and the use of third-party vendors. While all collateral posted or received must be in cash, operational risk and custody risks may remain (please also refer to the appropriate sections for more details) as well as legal risk linked to properly structuring the arrangements.

The risks outlined above, as well as other potentially unknown risks, might lead to losses which impact the fund's performance to a greater or lesser degree.

GENERAL INVESTMENT POWERS AND RESTRICTIONS

This section describes the assets in which any UCITS may invest, the permitted types of transactions and investment techniques, and the limits and restrictions that all UCITS must follow. Most funds set limits that are more restrictive in one way or another, based on their investment objectives and strategy. In the case of any detected violation, the appropriate fund(s) must make compliance with the relevant policies a priority in its securities trades and management decisions, taking due account of the interests of its shareholders. Except where noted, all percentages and restrictions apply to each fund individually.

When a fund's objective and investment policy states that investments will be made "primarily", "principally" or "mainly" in a particular type of security or in a particular country, region or industry, it generally means that at least 70 % of the fund's net assets (without taking into account ancillary liquid assets) shall be invested into such security, country, region or industry. In seeking to achieve its objective a fund may also invest, on an ancillary basis, in other countries, regions, industries and/or types of eligible securities as described in this section. The fund description page of any fund which might, on an ancillary basis, invest in eligible security for more than a limited extent, will indicate this accordingly. In particular, ancillary investments in the following security types can be made under the following limits:

- asset-backed securities (ABS), mortgage-backed securities (MBS): 20% (including exposure through derivatives)

- contingent convertible bonds: 20 %

- distressed or defaulted bonds: 10 %

- equity and equity related securities: 10 % unless differently indicated in the relevant fund description page (applicable to 'Bond Funds' only)

As an exception to the above, on an ancillary basis, the funds may also invest in other eligible securities for more than a limited extent without indicating it in the fund description page. Examples of this exceptions include, but are not limited to, the following instruments:

- money market securities: 30 %, unless where for temporary defensive purposes, investments in these instruments may exceed 30 % of net assets

- collective investment schemes: 10 %

Any investment in unrated securities (either on a primary or ancillary basis) will be limited to 20 %, unless otherwise indicated in the fund description page of any fund.

PERMITTED SECURITIES AND TRANSACTIONS

Each fund's usage of a security or transaction must be consistent with its investment policies and restrictions and must comply with the 2010 Law and other applicable EU and Luxembourg laws, regulations, circulars, technical standards, etc. In addition, a fund may be subject to various requirements imposed by regulators in non-EU jurisdictions where a fund invests or is marketed. A fund does not need to comply with investment limits when exercising subscription rights attached to securities it owns provided any violations are corrected as noted above. No fund can acquire assets that come with unlimited liability attached, and no fund can underwrite securities of other issuers.

Security / Transaction	Requirements	
1. Transferable securities and money market instruments	Must be listed or dealt on an official stock exchange in an eligible state or must trade in a regulated market in an eligible state that operates regularly and is recognized and open to the public.	Recently issued securities must pledge to seek a listing on a stock exchange or regulated market in an eligible state and must receive it within 12 months of issue.
2. Money market instruments that do not meet the requirements in row 1.	Must be subject (either at the securities level or the issuer level) to investor protection and savings regulation and also must meet one of the following criteria: ■ issued or guaranteed by a central, regional or local authority or a central bank of a EU member, the European Central Bank, the European Investment Bank, the EU, an international authority to which at least one EU nation belongs, a sovereign nation, or in the case of a federation, a federal state ■ issued by an issuer or undertaking whose securities qualify under row 1. above ■ issued or guaranteed by an issuer that is subject to EU prudential supervision rules or to other prudential rules the CSSF accepts as equivalent	Can also qualify if issuer belongs to a category recognized by the CSSF, is subject to investor protections that are equivalent to those described directly at left, and meets one of the following criteria: ■ issued by a company with at least EUR 10 million in capital and reserves that publishes annual accounts consistent with fourth Directive 78/660/EEC ■ issued by an entity dedicated to financing a group of companies at least one of which is publicly listed ■ issued by an entity dedicated to financing securitisation vehicles that benefit from a banking liquidity line
3. Shares of UCITS or UCIs that are not linked to the SICAV[1]	Must be authorized by an EU member or by a state that the CSSF considers to have equivalent laws and adequate cooperation between authorities. Must issue annual and semi-annual financial reports. Must be limited by constitutional documents to investing no more than 10% of assets in other UCITS or UCIs.	Must be subject either to EU regulatory supervision and investor protections for a UCITS or to equivalent of those outside the EU (especially regarding asset segregation, borrowing, lending, and uncovered sales of transferable securities and money market instruments).

Security / Transaction	Requirements	
4. Shares of UCITS or UCIs that are linked to the SICAV[1]	Must meet all requirements in row 3.. The UCITS/UCI cannot charge any fund fees for buying or redeeming shares. The prospectus of any fund with substantial investments in other UCITS/UCIs must state maximum management fees for the fund itself and for UCITS/ UCIs it intends to hold.	If the UCITS/UCI management fee is lower than the fund's management fee, the fund can charge the difference between the two management fees on assets invested in the UCITS/UCI. Otherwise, the fund must waive its management fee on assets invested in the UCITS/UCI.
5. Shares of other funds of the SICAV	Must meet all requirements in rows 3. and 4.. The target fund cannot invest, in turn, in the acquiring fund (reciprocal ownership). At the time of investment, the target fund must not have more than 10% of its assets in any other fund.	The acquiring fund surrenders all voting rights in shares it acquires. The shares do not count as assets of the acquiring fund for purposes of minimum asset thresholds. Adhering to these requirements exempts the SICAV from the requirements of the Law of 10 August 1915.
6. Real estate, precious metals and commodities	Investment exposure is allowed only through transferable securities, derivatives, or other allowable types of investments.	The SICAV may directly purchase real estate or other tangible property that is directly necessary to its business. Ownership of precious metals or commodities, directly or through certificates, is prohibited.
7. Credit institution deposits	Must be able to be withdrawn on demand and must not have a maturity longer than 12 months.	Institutions either must be located in a EU Member State or, if not, subject to EU prudential rules or to other prudential rules the CSSF accepts as equivalent.
8. Ancillary liquid assets	Bank deposits at sight, such as cash held in current accounts with a bank accessible at any time. Limited to 20% of fund assets.	The 20% limit may only be breached, on a temporary basis, for a strictly necessary period of time when, as a result of exceptional and particularly serious unfavourable market conditions, circumstances require such action and it is justified considering the interests of shareholders.
9. Derivatives and equivalent cash-settled instruments	Underlying investments must be those described in rows 1., 2., 3., 4. and 7., underlying indices, interest rates, forex rates or currencies that are within scope for the fund's non-derivative investments. Total exposure cannot exceed 100% of fund assets. When used for efficient portfolio management, see row 12. below.	OTC derivatives (those that do not trade on an eligible market for transferable securities, as defined above) must meet all of the following criteria: ▪ be in categories approved by the CSSF ▪ have reliable daily valuations that are accurate and independent ▪ be able to be sold, liquidated or otherwise closed at fair value at any time ▪ be with counterparties that are subject to prudential supervision
10. Transferable securities and money market instruments that do not meet the requirements in rows 1., 2., 3., 7., 8. and 9.	Limited to 10% of fund assets.	Investments traded on Russian markets other than the Moscow Exchange are considered to fall within this category.
11. Securities lending, sales with right of repurchase, repurchase agreements, reverse repurchase agreements	The volume of transactions must not interfere with a fund's pursuit of its investment policy or its ability to meet redemptions.	The cash collateral from the transactions must be invested in high-quality, short term investments. Lending or guaranteeing loans to third parties for any other purposes is prohibited.
12. Techniques and instruments for efficient portfolio management	Must relate to transferable securities or money market instruments.	This category includes derivatives. See "More about Derivatives and Efficient Portfolio Management" below.
13. Borrowing	Except for the use of back-to-back loans used for acquiring foreign currencies, all loans must be temporary and are limited to 10% of fund's net assets.	
14. Uncovered short sales	Uncovered short exposure is allowed only through derivatives.	Direct uncovered short sales are prohibited.

1 A UCITS/UCI is considered to be linked to the SICAV if both are managed or controlled by the same or affiliated management companies, or if the SICAV directly or indirectly holds more than 10% of capital or voting rights of the UCITS/UCI.

ADDITIONAL RESTRICTIONS REQUIRED BY SPECIFIC JURISDICTIONS

Any fund will comply with any additional investment restrictions applicable in the countries in which it is registered for public distribution. A list of funds registered for public distribution in the below countries can be obtained from **http://www.troweprice.lu/luxfundregistrations.**

The following is a list of additional restrictions applicable to the indicated funds:

Jurisdiction	Investment	Restriction	Funds affected
Germany	Equity securities	At least 51% of the net assets shall be continuously invested in equities pursuant to German tax requirements.	TBC
	Equity securities	At least 25% of the net assets shall be continuously invested in equities pursuant to German tax requirements.	TBC
	Debt securities	VAG (*Gesetz über die Beaufsichtigung der Versicher-ungsunternehmen,* i.e. the German Law on the supervision of insurance companies of 1 April 2015, as amended from time to time). VAG-Investors shall not be obliged to make any supplementary contributions (keine Nachschusspflicht). Unless a higher standard is indicated in the applicable fund page in this prospectus, all investments will, at time of purchase, be rated as B- or above (except ABS which will be BBB- or above) by Standard & Poor's and/or equivalent if rated by other rating agencies. In this respect, if two different ratings are used, only the lesser will be considered and if three different ratings are used, then the lesser of the two better ratings will be considered. If unrated, securities must be declared to be of comparable quality by the investment manager. If at any time securities are downgraded below B- (or BBB- in case of ABS), they shall be sold within 6 months (unless upgraded during this period); however, should the downgraded securities in aggregate represent less than 3% of the value of the total assets, the investment manager may decide to keep holding some or all of the downgraded securities if it is in the best interest of the investors.	TBC

LIMITS TO PROMOTE DIVERSIFICATION

To help ensure diversification, a fund cannot invest more than a certain amount of its assets in one issuer or one category of securities. For purposes of this table and the next, companies that share consolidated accounts are considered a single body. These rules do not apply during the first six months of a fund's operation.

Category of securities	Maximum investment, as a % of fund assets: In any one issuer or body	In aggregate	Other
A. Transferable securities and money market instruments issued or guaranteed by an EU member, a public local authority within the EU, an international body to which at least one EU member belongs, a non-EU nation.	35%, or up to 100% subject to the "Six issue" rule ***		100% (see "Six Issue" rule below)
B. Bonds subject to certain legally defined investor protections* and issued by a credit institution domiciled in the EU	25%		80% in bonds from all issuers or bodies in whose bonds a fund has invested more than 5% of assets.
C. Any transferable securities and money market instruments other than those described in rows A. and B. above	10%**	35%	20% in all companies within a single body. 40%, in aggregate, in all issuers or bodies in which a fund has invested more than 5% of its assets.
D. Credit institution deposits	20%		
E. OTC derivatives with a counterparty that is a credit institution as defined in row 7. of the table under 'Permitted Securities and Transactions' section	10% exposure	20%	
F. OTC derivatives with any other counterparty	5% exposure		
G. Units of UCITS or UCIs as defined in rows 3. and 4. of the table under 'Permitted Securities and Transactions' section	With no specific statement of policy, 10%; with a statement, 20%	By law, 30% in non-UCITS and 100% in UCITS, but SICAV imposes its own limit of 10% on both (unless otherwise specified in the fund's investment policy)	UCI compartments whose assets are segregated are each considered a separate UCI. Assets held by the UCITS/UCIs do not count for purposes of complying with rows A. - F. of this table.

* Bonds must invest the proceeds from their offerings to maintain full liability coverage and to give priority to bond investor repayment in case of issuer bankruptcy.

** For index-tracking funds, increases to 20%, so long as the index is a published, sufficiently diversified index that is adequate as a benchmark for its market and is recognized by the CSSF. This 20% increases to 35% (but for one issuer only) in exceptional circumstances, such as when the security is highly dominant in the regulated market in which it trades.

*** "Six Issue" rule: the SICAV can invest up to 100% of its assets in this category of securities with the condition that the SICAV holds securities from at least six different issues, and that securities from any single issue shall not account for more than 30 % of its total assets.

Any fund may invest in as few as six issues if it is investing in accordance with the principle of risk spreading and meets both of the following criteria:

- the issues are transferable securities or money market instruments issued or guaranteed by one or more EU member, public local authority within the EU, another OECD member or an international body to which at least one EU member belongs
- the fund invests no more than 30% in any one issue

ENVIRONMENTAL, SOCIAL AND GOVERNANCE (ESG) INVESTMENT POLICY

The investment manager uses fundamental analysis as the foundation of its investment decisions. Through its bottom-up approach, the investment manager endeavours to understand the long-term sustainability of a company's business model, and the factors that could cause it to change. The investment manager believes that environmental, social and governance issues can influence investment risk and return and, therefore, incorporates ESG risk considerations into its fundamental investment analysis.

The investment manager considers and, where appropriate, incorporates into its investment and engagement processes the Principal Adverse Impacts ("PAI") of investment decisions. More information and the investment manager's PAI policy can be found on **www.troweprice.com/esg**

SUSTAINABLE INVESTMENT METHODOLOGY

In determining what qualifies as a sustainable investment, the investment manager, and/or the sub-investment manager, as appropriate, evaluates each issuer against three criteria: 1) whether the issuer's activities contribute to an environmental or social objective, 2) whether the issuer causes significant harm to any environmental or social objective (DNSH test), and 3) whether, if the issuer is a company, it follows good governance practices (good governance test).

When looking at a corporate issuer's contribution to an environmental or social objective, the investment manager and/or sub-investment manager considers (i) whether more than 50% of its revenues are derived from activities contributing to an environmental or social objective; and (ii) whether the issuer is "Achieving" Net Zero emissions, according to the T. Rowe Price Net Zero Status Framework (see below). If either or both of these conditions are satisfied, the investment manager and/or sub-investment manager deems the issuer to contribute to an environmental or social objective.

When looking at whether an issuer is causing significant harm to any environmental or social objective, the investment manager and/or sub-investment manager conducts proprietary research and analyses third-party data inputs, taking into account the mandatory corporate principal adverse impact indicators and other relevant data points on an issuer-by-issuer basis. This includes assessment of whether the issuer aligns with the minimum environmental and social safeguards.

The investment manager and/or sub-investment manager also assesses whether a corporate issuer follows good governance practices. In particular, the investment manager and/or sub-investment manager conducts both a quantitative and qualitative review of relevant governance data points, including sound management structures, employee relations, remuneration of staff and tax compliance.

If each of the three criteria above are satisfied, the fund's entire investment in that issuer is considered a sustainable investment.

When looking at ESG-labelled bonds issued by a corporate issuer, the investment manager and/or sub-investment manager assesses whether the project being financed by the ESG-labelled bond contributes to an environmental or social objective. If the project is determined to contribute to an E or S objective, and the issuer also passes the DNSH test and the good governance test, described above, then the fund's entire investment in the ESG-labelled bond is considered a sustainable investment. In the case of sustainability-linked bonds (SLBs), the test follows the corporate issuer methodology described above.

When looking at sovereign bonds, the investment manager and/or sub-investment manager first determines whether the use of proceeds of the bond issuance will contribute to an environmental or social objective. This can encompass both ESG-labelled sovereign bonds and non-labelled sovereign bonds where proceeds can be directly linked to funding a project that contributes to an E or S objective. The investment manager and/or sub-investment manager next determines whether the sovereign issuer is causing harm to the environment or society by assessing the mandatory sovereign PAI indicators and whether the issuer is aligned with the minimum environmental and social safeguards. Following the issuer-level assessment, the investment manager and/or sub-investment manager qualitatively assesses whether the project being financed by the sovereign bond causes significant harm to the environment or society. This is a qualitative assessment which may incorporate PAIs and other data points relevant to the project. Finally, the investment manager or sub-investment manager assesses the governance profile of the sovereign issuer to determine whether the issuer is exhibiting good governance practices.

If the project is determined to contribute to an E or S objective, and the issuer also passes the DNSH test and the good governance test, described above, then the fund's entire investment in the ESG-labelled sovereign bond is considered a sustainable investment. In the case of sovereign-issued SLBs, the investment manager determines whether at least 50% of the proceeds can be directly linked to funding a project that contributes to an E or S objective before progressing to the DNSH and good governance assessments.

When looking at municipal and securitized bonds, the investment manager and/or sub-investment manager first determines whether the use of proceeds of the bond issuance will contribute to an environmental or social objective. Second, the investment manager or sub-investment manager assesses whether the project being financed by the bond is causing significant harm to the environment or society and is aligned with the minimum environmental and social safeguards. In addition, since the mandatory corporate and sovereign PAIs do not typically apply to municipal and/or securitized bonds, other indicators for adverse impact on sustainability factors are utilized to complete the DNSH assessment. These indicators will vary depending on the subsector of the municipal and/or securitized bonds. Third, the investment manager or sub-investment manager assesses the municipal bond for good governance practices, where relevant and appropriate. The good governance assessment is qualitative in nature and takes account factors that are relevant to each subsector of municipal and/or securitized bonds issuers. If more than 50% of the use of proceeds of a municipal and/or securitized bonds contribute to an environmental or social objective, and the bond passes the DNSH test and good governance test, the fund's entire investment in the municipal and/or securitized bonds is considered sustainable.

SUSTAINABILITY RISKS

For the purpose of this section, the investment manager and the sub-investment managers, as appropriate, consider SU risks, as defined by SFDR, through the implementation of their proprietary Responsible Investing Indicator Model (or RIIM). The RIIM utilises a selection of environmental, social and governance data points to construct a distinct ESG profile of each issuing entity, flagging any elevated SU risks or positive/negative ESG characteristics. This process helps the investment manager or sub-investment manager to determine which ESG factors may materially impact the value of an investment. These SU risks and the ESG factors in general are incorporated into the investment process alongside financials, valuation, macro-economics and other factors, and are components of the investment decision.

As not all derivatives are assessed through RIIM, the investment manager or sub-investment manager may make a qualitative judgment as to whether they have any impact on the SU risk of the fund.

The tables below set out 1) the selection of environmental, social and governance data points considered in our assessment of SU risks, and 2) the latest assessed aggregate exposure level that each fund had to SU risk, at a point in time prior to the date of this prospectus, and the possible exposure based on the SFDR classification of each fund.

1) ESG and SU criteria and their underlying data points

ESG factors	Applicable to Sovereign Investments	Applicable to Corporate Investments
Environmental	■ Carbon intensity of energy ■ Policy for energy transition ■ Pollution ■ Baseline water stress ■ Population density ■ Sea level rise ■ Extreme weather ■ Ocean health ■ Biodiversity protection ■ Forest cover ■ Ecosystem vitality (including deforestation) ■ Agriculture ■ Tourism revenue ■ Natural resource rents ■ Resource depletion ■ Carbon cost	■ Supply chain ■ Raw materials ■ Energy and emissions ■ Land use ■ Water use ■ Waste ■ General operations ■ Product sustainability ■ Products and services environmental incidents
Social	■ Population growth ■ Labour force ■ Population health ■ Health infrastructure ■ Safety ■ Unemployment ■ Education ■ Employment opportunities ■ Development ■ Services ■ Income equality ■ Poverty ■ Gender equality	■ Supply chain (social) ■ Employee safety and treatment ■ Evidence of meritocracy ■ Society and community relations ■ Product sustainability ■ Product impact on human health and society ■ Product quality and customer incidents
Governance	■ Voice and accountability ■ Political stability ■ Government effectiveness ■ Regulatory quality ■ Rule of law ■ Control of corruption	■ Business ethics ■ Bribery and corruption ■ Lobbying and public policy ■ Accounting and taxation ■ Board and management conduct ■ ESG accountability

2) Fund aggregate assessed and possible exposure levels to SU risks.

The lower a fund's aggregate exposure to SU risks, the less likely it is to experience a material negative impact on its returns as a consequence of the materialisation of SU risk.

	Assessed aggregate exposure level to SU risks	Possible aggregate exposure level to SU risks
Multi-Asset Funds		
Multi-Strategy Total Return Fund[1]	Low	High

*As the fund is currently not launched (as at the date of this prospectus), the exposure levels are assessed on the basis of a model portfolio.

[1] This fund makes extensive use of derivatives.

There may be circumstances where a fund has some limited, indirect, exposure to the SU risks. Examples of these circumstances could include an investment in an instrument that gives exposure to an index, or an investment in a fund managed by an unaffiliated investment manager. In such cases, this potential level of additional exposure would not be reflected in the table above. At the time an investment is made in a fund, that fund's actual exposure to SU risks may be different to the assessed exposures described in the table above.

The exposure levels in the table are periodically reviewed and updated on a regular basis and they can change over time.

More information and the investment manager's ESG policy can be found on **https://www.troweprice.com/esg** .

T. ROWE PRICE RIIM RATING CRITERIA

Certain of the funds promote environmental and/or social characteristics, in accordance with Article 8 of the SFDR, by committing to invest at least 50% of the value of their portfolios in issuers and/or securities that are rated 'Green' in RIIM.

The investment manager and the sub-investment managers, as appropriate, utilise RIIM to score issuers and/or securities based on a range of ESG data points. Each ESG pillar within RIIM is comprised of underlying indicators that are relevant to determining how an issuer is performing against that pillar. Among these ESG indicators, the investment manager takes into account datapoints representing Principle Adverse Impacts (PAI), as described in the SFDR.

Each underlying indicator is assigned a numerical value between 0 and 1. Each pillar's underlying values are aggregated to give an overall rating for each pillar.

The investment manager believes that certain pillars and their underlying indicators vary in relevance in relation to certain industries or regions and therefore seeks to embed this consideration within RIIM. Therefore, the investment manager aggregates the overall pillar ratings by using a weighted average calculation. As a result, a security and/or issuer may score 'Orange' or 'Red' on a particular pillar whilst on a weighted average basis would be 'Green'.

The investment manager uses those scores to broadly classify issuers and securities into three categories: 0<0.50 (Green); 0.50<0.75 (Orange); 0.75-1.0 (Red). Each category reflects the Investment Manager's view on how that issuer or security is performing in relation to ESG criteria.

The model applies further materiality mapping at category level, to produce a weighted category score. This contributes to the overall ESG rating for each issuer, displayed in RIIM's output using a simple 'traffic light' system:

- Green representing positive ESG characteristics or very few negative ESG characteristics.
- Orange representing moderate level of negative ESG characteristics.
- Red representing a high level of negative ESG characteristics.

The funds that apply the T. Rowe Price RIIM Rating Criteria in connection with their commitment to invest 50% of the value of their portfolios in securities and/or issuers that are rated 'Green' in RIIM may use derivatives to achieve the environmental and/or social characteristics those funds promote.

The funds may use the following instruments to achieve their environmental and/or social characteristics: Government, Corporate, Securitised and Municipal bonds and Swaps with an underlying asset which is an individual issuer.

The funds may also utilise derivatives for other purposes (e.g. efficient portfolio management) and these derivatives do not contribute to the funds' promotion of environmental and/or social characteristics. The following derivatives are excluded from contributing to the funds' 50% commitment: Interest Rate derivatives, FX, futures and Index-linked derivatives.

In calculating the total value of the portfolio, all funds classified as SFDR Article 8 use the market value of all instruments held (including derivatives) and cash.

T. ROWE PRICE RESPONSIBLE EXCLUSION LIST

The T. Rowe Price Responsible Exclusion List aims to exclude investments in sectors or companies that are harmful to the environment and/or society and incorporates both category and conduct based exclusions. The nature of categories chosen to be excluded may change over time as market demands and trends evolve. For more details, please refer to the T. Rowe Price Exclusion Policy that can be found here **https://www.troweprice.com/esg.**

T. ROWE PRICE NET ZERO STATUS FRAMEWORK

The investment manager and sub-investment manager, where appropriate, has developed a Net Zero Transition Framework to assess the extent to which corporate issuers have established and are implementing credible, scientifically based Net Zero transition plans that are compatible with the goal of limiting global temperature increases in this century to 1.5 degrees.

Each security is assigned a net zero status based on the Paris Aligned Investor Initiative (PAII) Net Zero Investing Framework developed by the IIGCC (Institutional Investors Group on Climate Change).

There are 5 categories of net zero status dependent on whether corporate issuers have certain aspects transition planning in place, including ambition, targets, emission performance, disclosure, decarbonization strategy and capital allocation alignment.

- Achieving: Corporate issuer is already achieving or close to achieving net zero, has adequate GHG emissions disclosure and its capital allocation plan supports the achievement of net zero.
- Aligned: Corporate issuer has both a 2050 net zero target and short and medium-term targets that align to the regional/sectoral 1.5C pathway, exhibits GHG emissions performance in line with these targets, has an adequate GHG emissions disclosure and has a credible decarbonisation plan supported by adequate capital allocation.
- Aligning: Corporate issuer has short and medium-term targets aligned to the regional/sectoral 1.5C pathway, has adequate GHG emissions disclosure and has a credible decarbonisation plan supported by adequate capital allocation.
- Committed: Corporate issuer has a 2050 net zero target aligned to the 1.5C pathway.
- Not Aligned: Corporate issuer does not have a net zero target or its net zero target does not meet the 1.5C pathway.

Monitoring the percentage of a fund's value invested in securities classified as Achieving and/or Aligned helps measure and track the fund's transition to Net Zero.

The T. Rowe Price Net Zero Transition Framework covers corporate issuers. Certain issuers and security types are deemed out of scope, for example: sovereign bonds, derivatives and cash. This is because the asset class is not covered by the Paris Aligned Investor Initiative (PAII) Net Zero Framework.

MORE ABOUT INVESTMENT LIMITS

LIMITS TO PREVENT CONCENTRATION OF OWNERSHIP

These limits, which apply on a fund level, with the exception of the first limit below which applies at the SICAV level, are intended to prevent the SICAV from the risks that could arise for it and the issuer if the SICAV were to own a significant percentage of a given security or issuer.

<table>
<tr><th>Category of securities</th><th colspan="3">Maximum ownership, as a % of the total value of the securities issue</th></tr>
<tr><td>Securities carrying voting rights</td><td>Less than would allow the SICAV significant management influence.</td><td></td><td rowspan="5">These rules do not apply to:
- securities described in the first row of the next table
- shares of non-EU funds that represent the only way a fund can invest in the non-EU fund's home country and that comply with articles 43, 46 and 48 (1) and (2) of the 2010 Law</td></tr>
<tr><td>Non-voting securities of any one issuer</td><td>10%</td><td></td></tr>
<tr><td>Debt securities of any one issuer</td><td>10%</td><td rowspan="3">These limits can be disregarded at purchase if not calculable at that time.</td></tr>
<tr><td>Money market securities of any one issuer</td><td>10%</td></tr>
<tr><td>Shares of any one UCITS or UCI (per Article 2 (2) of the 2010 Law)</td><td>25%</td></tr>
</table>

FEEDER FUNDS

The SICAV has created a fund that qualifies as a feeder fund and may also create additional funds that qualify as master funds or feeder funds. It can also convert existing funds into feeder funds or switch any feeder fund to a different master fund. The rules below apply to any fund that is a feeder fund.

Security	Investment Requirements	Other Terms and Requirements
Units of the master fund	At least 85% of assets.	In a multi-compartment unit where the assets of the compartments are segregated, all assets must be invested in a single compartment.
Derivatives and ancillary liquid assets	Up to 15% of assets.	Derivatives must only be used for hedging. In measuring derivatives exposure, the fund must combine its own direct exposure with either the actual or potential maximum global exposure of its holdings in the master fund.

If a master fund is liquidated, any associated feeder fund shall also be liquidated, unless otherwise agreed with the CSSF.

If a master fund merges with another UCITS or is divided into two or more UCITS, any associated feeder fund shall be liquidated, unless otherwise agreed with the CSSF.

MANAGEMENT AND MONITORING OF OVERALL MARKET EXPOSURE

The management company uses a risk-management process, approved and supervised by its board, that enables it to monitor and measure at any time the risk of each derivative position and its contribution to the overall risk profile of each fund. Risk calculations are performed every trading day.

There are three possible risk measurement approaches, as described below. The management company chooses which approach each fund will use, based on the fund's investment strategy. Where a fund's use of derivatives is limited to hedging and efficient portfolio management, the commitment method is used. Where a fund may use derivatives to seek investment returns, a VaR approach is used.

The board can require a fund to use an additional approach (for reference only, however, not for purposes of determining compliance), and can change the approach if it believes the current method no longer adequately expresses the fund's overall market exposure. Further information about the risk management requirements and activities of each fund is available on request.

Approach	Description
Absolute Value-at-Risk (Absolute VaR)	The fund seeks to estimate, with 99% confidence, the maximum loss it could experience in a month (meaning 20 trading days), and requires that 99% of the time, the fund's worst outcome does not exceed a 20% reduction in net asset value. Within this prospectus, strategies suited to the absolute VaR approach are those that use derivatives to a greater extent and that do not define the investment target in relation to a benchmark but rather as an absolute return target.
Relative Value-at-Risk (Relative VaR)	The prescribed methodology suggests using a 99% confidence interval for calculating both the fund and benchmark VaRs. The ratio of the fund VaR to the benchmark VaR may not exceed 2x. Within this prospectus, strategies suited to the relative VaR approach are those that use derivatives to a greater extent and where a leverage free benchmark is defined that reflects the investment strategy which the UCITS is pursuing.
Commitment	The commitment conversion methodology for standard derivatives is the market value of the equivalent position in the underlying asset. This approach allows the fund to factor in the effects of any hedging or offsetting positions as well as positions taken for efficient portfolio management. A fund using this approach must ensure that its overall market exposure from derivatives does not exceed 100% of total net assets. Within this prospectus, this approach is suited to strategies that use derivatives to a lesser extent.

Funds using the VaR approach are required to disclose their expected level of leverage; this is stated in the fund description pages of this prospectus. The expected level of leverage disclosed for each fund is an indicative level and is not a regulatory limit. The fund's actual level of leverage might exceed the expected level from time to time; however, the use of derivatives will remain consistent with the fund's investment objective and risk profile and will comply with its VaR limit. In this context, leverage is a measure of the aggregate derivative usage and is calculated as the sum of the notional exposure of the financial derivative instruments used, without the use of netting arrangements. As the calculation neither takes into account whether a particular derivative increases or decreases investment risk, nor takes into account the varying sensitivities of the notional exposure of the derivatives to market movements, this may not be representative of the actual level of investment risk within a fund.

Additional risk requirements Risk exposure assessment for derivatives must consider numerous factors, including coverage for contingent liabilities created by derivative positions, counterparty risk, foreseeable market movements and the time available to liquidate positions.

For purposes of compliance and risk monitoring, any derivatives embedded in transferable securities or money market instrument count as derivatives, and any exposure to transferable securities or money market instruments gained through derivatives (except for index-based derivatives) counts as investment in those securities or instruments.

TAXONOMY REGULATION

The investments underlying the funds that are classified as Art. 8 under the SFDR do not currently take into account the EU criteria for environmentally sustainable economic activities pursuant to the Taxonomy Regulation and therefore each fund's minimum proportion of investments aligned to the Taxonomy Regulation is 0%. Although these funds do not commit to making Taxonomy-aligned investments, it is possible that the funds may hold Taxonomy-aligned investments if any securities held in the respective fund's portfolio satisfy the EU Taxonomy criteria. The actual proportion of any Taxonomy-aligned investments held by each fund will be disclosed in the respective fund's annual report. The "do no significant harm" principle under the EU Taxonomy does not apply to investments that are not Taxonomy-aligned. However, in accordance with the SFDR, any other Sustainable Investments must also not significantly harm any environmental or social objectives.

DERIVATIVES THE FUNDS MAY USE

Although the funds do not rule out the use of any type of derivative, they generally expect to use the following types:

- financial futures
- options, such as options on equities, interest rates, indices, bonds, currencies, commodity indices
- forwards, such as foreign exchange contracts (currency forwards)
- swaps (contracts where two parties exchange the returns from two different assets, indices, or baskets of the same), such as foreign exchange, commodity index, interest rate, inflation linked, volatility and variance swaps
- total return swaps (contracts where one party transfers to another party the total performance of a reference obligation, including all interest, fee income, market gains or losses, and credit losses)
- credit derivatives, such as credit default derivatives, credit default swaps (contracts where a bankruptcy, default, or other "credit event" triggers a payment from one party to the other) and credit spread derivatives
- warrants
- derivatives linked to mortgage TBAs (securities based on a pool of mortgages that has not yet been finalised but whose overall characteristics are specified)
- structured financial derivatives, such as credit-linked and equity-linked securities
- derivatives linked to asset-backed and/or mortgage-backed securities

Futures are generally exchange-traded. All other types of derivatives are generally OTC. For any index-linked derivatives, the index provider determines the rebalancing frequency. There is no cost to a fund when an index is rebalanced.

In case derivatives are embedded in warrants, American Depository Receipts (ADRs), Chinese Depositary Receipts (CDRs), European Depository Receipts (EDRs) and Global Depository Receipts (GDRs), the underlying of the derivatives will comply with articles 41.1.a-d of the 2010 Law.

PURPOSES OF DERIVATIVES USE

As described in the "Fund Descriptions", each fund can use derivatives for hedging against various types of risk, for investment purposes or for efficient portfolio management (for instance, maintaining 100% investment exposure while also keeping a portion of assets liquid to handle redemptions of shares and the buying and selling of investments).

Currency hedging For currency hedging the funds typically use forward currency contracts, currency options and futures. A fund's currency hedging transactions are limited to its base currency, the currencies of its share classes, and the currencies in which its investments are denominated.

The funds may also use the following currency hedging techniques with respect to currencies that are within the fund's investment policy or benchmark:

- hedging by proxy, meaning hedging a position in one currency by taking an opposite position in a second currency (which may or may not be within the Sub-Fund's investment policy or benchmark) that is likely to fluctuate similarly to the first
- cross-hedging, meaning reducing the effective exposure to one currency while increasing the effective exposure to another; typically, neither of these currencies is the base currency of the fund, though the cross-hedge can only be used if it is an efficient method of gaining a currency or asset exposure that is desired as part of the Sub-Fund's investment strategy
- anticipatory hedging, meaning taking a hedge position in advance of taking the position to be hedged

When a fund holds assets that are denominated in multiple currencies, there is a greater risk that currency fluctuations will in practice not be fully hedged.

If a fund chooses to manage its currency exposure with reference to a benchmark (meaning one or more appropriate, recognised indices) the benchmark is identified as such in the fund's "Objective and Investment Policy" section. A fund's actual exposure to any given currency may be different from that of its benchmark.

Currency hedging can be done at the fund level and at the share class level (for share classes that are hedged to a different currency than the fund's base currency).

The costs and related liabilities and benefits arising from instruments entered into for the purposes of hedging the currency exposure of any particular hedged share class of a fund shall be attributable exclusively to that share class.

Currency exposure should not exceed 105%, nor fall below 95%, of the net asset value of a hedged share class.

All transactions will be clearly attributable to the relevant hedged share class and currency exposures of different share classes will not be combined or offset.

Investors invested in a currency hedged share class may have remaining exposure to currencies other than the currency against which assets are hedged. Investors should note that the hedging at the share class level is distinct from the various hedging strategies that the investment manager may use at the portfolio level.

Investors in hedged share classes should note the risks described in "Currency Risk" and "Hedging Risk" under "Risk Descriptions.

The management company has procedures in place to monitor hedged positions, to ensure that over-hedged or under-hedged positions do not exceed or fall short of the permitted range and to rebalance the hedging arrangement on a regular basis.

While not the intention of the management company, overhedged or underhedged positions may arise due to factors outside the control of the management company.

The current list of share classes having contagion risk is available at **www.troweprice.com/listofshareclasseswithcontagionrisk** or may be obtained by investors free of charge and upon request from the SICAV.

Interest rate hedging For interest rate hedging, the funds typically use interest rate futures, interest rate swaps, writing call options on interest rates or buying put options on interest rates.

Credit risk hedging The funds can use credit default swaps to hedge the credit risk of its assets. This includes hedges against the risks of specific assets or issuers as well as hedges against securities or issuers to which the fund is not directly exposed.

Provided it is in its exclusive interest (and is within the scope of the investment objective), a fund can also sell a credit default swap as a way of gaining a specific credit exposure. Selling a credit default swap could generate large losses if the issuer or security on which the swap is based experiences a bankruptcy, default or other "credit event".

Investment gains The funds can use any allowable derivative to seek investment gains. This may involve the creation of leverage (a larger exposure to the gains and losses of an investment position than would be obtained through direct investment in that position).

Efficient portfolio management The funds can use any allowable derivative for reduction of risk (for instance, market and currency risk mitigation strategies), for cost reduction and for cash management.

In addition to derivatives, the funds are permitted to use securities lending and repurchase transactions for efficient portfolio management, but do not currently do so.

Any revenues from efficient portfolio management techniques will be returned to the applicable Sub-Fund and Share Class, minus direct and indirect operational costs.

COLLATERAL POLICIES

- All collateral posted or received for OTC financial derivative transactions must be in cash and may, inter alia, include currencies like EUR, USD, and/or JPY.
- Collateral posted or receive for OTC financial derivative transactions is not subject to a haircut (a discount applied if the value or liquidity of the collateral declines).
- All collateral posted for exchange-traded or cleared financial derivative transactions may be in cash or securities.
- Collateral received must be at least equal to the relevant counterparty exposure when received and must be adjusted when the change in exposure exceeds a minimal amount.
- Collateral received will not be reinvested.

DISCLOSURE OF THE USE OF DERIVATIVES AND EFFICIENT PORTFOLIO MANAGEMENT

A fund's customary use of derivatives, including information about the general extent, nature and conditions of the derivatives usage, is described in "Fund Descriptions". If a fund intends to change any aspect of its actual or contemplated use of derivatives (other than for hedging) or if a fund intends to make use of securities lending and repurchase transactions, a prospectus update with language describing the intended usage will be issued before any change in usage occurs.

The counterparties to any OTC financial derivative transactions and efficient portfolio management techniques, such as total return swaps or other financial derivative instruments with similar characteristics, entered into by a fund, are selected from approved counterparty lists established by the T. Rowe Price Group Inc. Approved counterparties must be: (i) an investment firm authorised in accordance with Directive 2004/39/EC; (ii) a credit institution authorised in accordance with Directive 2006/48/EC; (iii) an insurance undertaking authorised in accordance with Directive 73/239/EEC; (iv) an assurance undertaking authorised in accordance with Directive 2002/83/EC; (v) a reinsurance undertaking authorised in accordance with Directive 2005/68/EC; (vi) a UCITS and, where relevant, its management company, authorised in accordance with Directive 2009/65/EC; (vii) an institution for occupational retirement provision within the meaning of Article 6(a) of Directive 2003/41/EC; (viii) an alternative investment fund managed by AIFMs authorised or registered in accordance with Directive 2011/61/EU; or (ix) a third country entity subject to a regulatory regime similar to any of the above and must be deemed creditworthy by the management company for the type of transaction entered into. Credit ratings are one of many factors considered when approving a counterparty for OTC financial derivative transactions and efficient portfolio management techniques and counterparties are generally Investment Grade rated. There are no further restrictions with regards to credit ratings, legal status, or country of origin of the counterparties.

SECURITIES FINANCING TRANSACTIONS

Investments into securities financing transactions as defined under EU Regulation 2015/2365 of the European Parliament and of the Council of 25 November 2015 on transparency of securities financing transactions and of reuse and amending Regulation (EU) No 648/2012 (the "SFTR") are permitted to the extent described in the following section and is therefore currently limited to the usage of total return swaps.

TOTAL RETURN SWAPS (TRS)

A TRS is an agreement in which one party (total return payer) transfers the total economic performance of a reference obligation to the other party (total return receiver).

Total economic performance includes income from interest and fees, gains or losses from market movements, and credit losses.

TRS entered into by a fund may be in the form of funded and/or unfunded swaps. An unfunded swap means a swap where no upfront payment is made by the total return receiver at inception. A funded swap means a swap where the total return receiver pays an upfront amount in return for the total return of the reference asset and can therefore be costlier due to the upfront payment requirement.

All funds listed in the below table may use total return swaps for any type of securities within the respective fund's portfolio (i.e. equity, fixed income and any other eligible security types).

All revenue arising from total return swaps, net of direct and indirect operational costs and fees, will be returned to the respective fund.

A fund may incur costs and fees in connection with TRS, upon entering into these instruments and/or any increase or decrease of their notional amount. The amount of these fees may be fixed or variable.

If the fund engages in OTC derivatives, there is the risk – beyond the general counterparty risk – that the counterparty may default or not be able to meet its obligations in full.

TRS entered into on a net basis do not involve the physical delivery of investments, other underlying assets or principal. Accordingly, it is intended that the risk of loss with respect to TRS is limited to the net amount of the difference between the total rate of return of a reference investment, index or basket of investments and the fixed or floating payments. If the other party to a total return swap defaults, in normal circumstances the relevant fund's risk of loss consists of the net amount of total return payments that the fund is contractually entitled to receive. See the "Risk Descriptions" section for more details on the risks associated with investing in TRS.

The following table lists the funds which may enter into total return swaps and the extent to which they may do so:

Fund	Expected Usual Range*	Maximum*	Funded and/or Unfunded
Multi-Strategy Total Return Fund[1]	100 - 300%	500%	Funded and Unfunded

* Percentage of the net asset value of the relevant fund. Investors should refer to the annual and semi-annual reports for exact and up to date information on the actual use and revenues of such transactions in the relevant fund.

[1] The extent to which TRS may be used depends essentially on the following two factors: i) the fund's underlying strategies that may increase or decrease their usage of TRS to capture changing market opportunities and ii) the investment manager decision to increase or decrease the usage of TRS to manage the overall portfolio in various market conditions to optimize overall and relative risk.

FUND DERIVATIVES USAGE

The table below sets out the main types of derivatives that may be used within each fund and what they may be used for.

								Swaps				
	Investment Purposes	EPM	Hedging	Synthetic Short Positions	Forwards	Futures	Options	TRS	CDS	Interest Rate Swaps	Other Swaps	Mortgage TBAs
Multi-Asset Funds												
Multi-Strategy Total Return Fund	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	

*Derivatives usage indicated is that of the Master Fund.

The investment exposure gained through the use of derivatives must not cause a fund to deviate from its investment objective and policies and must comply with the limits set out in the ‘Portfolio Securities’ section of each fund.

Share classes

TYPES OF SHARE CLASSES

Within each fund, the SICAV can create and issue share classes with various characteristics and investor eligibility requirements. Each class represents a proportional share of the underlying portfolio of the fund.

Each share class is identified by a basic share class designation (A, I, J, Q, S or Z). Where appropriate, one or more suffixes (each defined below) may be added to indicate certain characteristics. (For instance, “Ih (USD)” would designate Class I shares that are currency hedged and denominated in US dollars.)

BASIC SHARE CLASS DESIGNATIONS

A: Shares available for all investors.

Q: Shares intended for (i) independent investment advisers, (ii) discretionary investment managers, (iii) intermediaries, in each case where the regulatory environment to which they are subject prohibits the receipt and/or retention of retrocessions, (iv) investors having a written, fee based advisory or discretionary arrangement with entities listed in (i), (ii) and (iii), or (v) clients of non-independent advisers with whom they have a written, fee based agreement that prohibits the receipt and/or retention of retrocessions.

I, S, Z, J: Shares available for institutional investors only, as defined on the last page of this prospectus. J, S and Z shares are restricted to investors who have a professional services agreement with the investment manager and/or the management company.

SHARE CLASS SUFFIXES

d: Indicates that the shares are net income distributing shares. Substantially all income earned by the class over the distribution period is distributed after the deduction of fees and expenses charged to the class.

g, x, y: Indicates that the shares are gross income distributing shares. Share classes with an ”x” or “y” suffix may also distribute capital gains (both realised and unrealised) and capital (see ‘Dividend Policy’). Substantially all income earned by the class over the distribution period is distributed prior to the deduction of fees and expenses charged to the class. In effect, fees and expenses will be deducted from capital. While this will increase the amount of income (which may be taxable) available for distribution to holders of the shares, investors should be aware that such charging to capital amounts to a return, or withdrawal of part of an investor’s original investment, or from any capital gains attributable to that original investment, this could erode capital and constrain future growth. Furthermore, where fees and expenses are deducted from capital and gross income is distributed, this may have tax implications for investors, especially those for whom income and capital gains are subject to different treatment and personal tax rates. Share classes that do not carry a “d”, a “g”, an ”x” or a “y” suffix are accumulating shares.

h: Indicates that the shares are ‘portfolio hedged’. Such hedging is intended to reduce or eliminate the effects of changes in the exchange rate between the currency exposure(s) of a fund’s portfolio and the share class currency. Although the hedging will seek to fully eliminate these effects, it is unlikely that the hedging will eliminate 100% of the difference, because fund cash flows, foreign exchange rates, and market prices are all in constant flux.

b: Indicates that shares are ‘benchmark hedged’. Such shares will be hedged, with reference to a relevant index, with the intention to preserve currency exposure taken as part of the investment strategy.

n: Indicates that the shares are ‘NAV hedged’. Such shares will be hedged with the intention to reduce or eliminate the effects of changes in the exchange rate between the fund’s base currency (not the underlying currency exposures) and the share class currency.

Hedged shares can be denominated in any currency shown in “currency abbreviations” on page 4, or in any other freely convertible currency.

The currency exposures of the hedged share classes (as indicated by the class designation suffix “n”, “h” or “b”) are systematically hedged back to the share class currency. Proxy currencies may also be used to hedge certain currency exposures to reduce costs. Where a suitable proxy currency cannot be determined, the exposure may remain unhedged. In all cases, the effective currency hedging for each hedged share class should range between 95% and 105% of the portion of the net asset value of the share class which is to be hedged against currency risk.

Currency hedging transactions, although potentially reducing the currency risks to which a fund would otherwise be exposed, involve certain other risks, including the risk of a default by a counterparty and contagion risks between share classes of the same fund. For more on currency hedging, see “More About Derivatives and Efficient Portfolio Management”, page 22.

Brazilian Real (BRL) hedged share classes are reserved for selected feeder funds and fund of funds established in Brazil. It seeks to systematically convert the value of its net assets to BRL via the use of derivatives including non-deliverable forwards. As BRL is a restricted currency, BRL hedged share classes cannot be denominated in BRL but instead will be denominated in the base currency of the relevant fund. Due to the use of currency derivatives, the NAV per share will fluctuate in line with the fluctuation in exchange rate between the BRL and the base currency of the fund. The effects of this will be reflected in the performance of the share class which therefore may differ significantly from the performance of other share classes within the fund. Any profit or loss as well as costs and expense resulting from these transactions will be reflected exclusively in the NAV of this share class.

Currency abbreviation: A three-letter abbreviation that indicates the share class currency (the currency in which the shares are issued) when it is different from the base currency of the fund.

The table below illustrates how the share class designation and suffix(es) work together to indicate the nature of a class. For example, class Q shares which distribute income (net of fees and expenses) and are portfolio hedged to euro would be designated Qdh(EUR).

Class designation	+	Distribution policy	Class suffix	+	Currency hedging policy	Class suffix	+	Class currency	Class suffix
A Q I S J Z		Income Accumulated	None		Unhedged	None		Same as fund base currency	None
		Income distributed	d		Portfolio hedged	h		Any currency*	(*CUR)
		Income distributed (fees and expenses charged to capital)	g/x/y		Benchmark hedged	b			
					NAV hedged	n			

* Relevant three letter currency abbreviation – **See list of available currencies on** page 4.

Number: Indicates that the shares are reserved shares. With the exception of "8" and "9", typically, these shares are limited to investors who have a specific arrangement with the investment manager or the management company permitting access to one or more reserved share classes. Reserved shares have the same characteristics as their corresponding non-reserved shares, except that reserved shares may seek income from additional sources, distribute it more frequently (if they are distributing shares), publish the NAV to more than 2 decimal places, the management company may waive more of its fees and/or their Operating and Administrative expenses can be capped or uncapped.

FOUNDATION SHARE CLASSES

Certain funds may make available share classes with a reduced management company fee until the assets of those classes or the entire fund reach a predetermined level.

This is to encourage investors to buy shares while a fund is still small. This category of reserved share class is known as a foundation share class. Investors wishing to know which of the currently available foundation share classes are still open to new investors can contact the management company. Unlike other reserved share classes, foundation share classes do not require a separate agreement with the investment manager or the management company.

Once the assets of the share class(es)/sub-fund reach the predetermined level, investors who bought foundation share classes will be permitted to make additional investments in the class but new investors will no longer be permitted to buy these share classes. However, where an investor such as an intermediary or platform acts for or buys shares for underlying investors, only those underlying investors who held shares in the foundation class prior to the predetermined level being reached will be permitted to make additional investments. New underlying investors will no longer be permitted to buy these share classes, and it is the responsibility of the intermediary or platform to ensure that new underlying investors are restricted (operationally or otherwise) from buying a foundation share class when this predetermined asset level has been reached.

In the event the predetermined level is temporarily exceeded but then assets fall again below that level (as a result of market movements, redemptions or otherwise), new investors will generally still no longer be permitted to buy these share classes.

AVAILABLE CLASSES

Not all share classes are available in all funds, and some share classes and funds that are available in certain jurisdictions may not be available in others. For the most recent information on the currently issued share classes, go to **troweprice.com** or request a list free of charge from the registered office (see page 36).

DIVIDEND POLICY

Distributing shares will distribute substantially all income received by the relevant share class, and, particularly in the case of share classes with an "x" or "y" suffix (see 'Share Class Suffixes'), may also distribute capital gains (both realised and unrealised) and capital. When a dividend is declared, the NAV of the relevant class is reduced by the amount of the dividend. Accumulating shares retain dividends in the share price and do not distribute them.

With distributing shares, any dividends will be declared at least annually. Dividends will be automatically reinvested unless you have requested us to pay them, in which case they will be paid in the currency of the share class. Additional dividends may also be declared as determined by the board. Note, however, that even with distribution shares, distribution payments that amount to less than USD250 will be reinvested in additional shares of the same fund, and you will not receive a distribution payment.

The distribution from some shares, carrying an "x" suffix and typically distributing monthly, may be managed with the intention to provide a stable payment, over the fiscal year, either through a fixed distribution rate per share or steady percentage yield, such that the amount distributed each month will be consistent regardless of the actual income earned during that month. In determining the level at which the stable distribution should be set, consideration will be given to the securities held in the portfolio and the gross yield that these are estimated to generate. It should be noted, however, in maintaining a stable distribution based upon such estimation, there is a possibility that the total payments over a fiscal year could exceed the actual gross income received and effectively result in a further distribution from capital. While it will be the intention to provide a stable payment over the fiscal year, the distribution rate will be reviewed at least semi-annually and, if necessary, an adjustment made.

The distribution from some shares, carrying a "y" suffix and typically distributing monthly, may be managed with the intention to provide a payment, over the fiscal year, reflecting the actual income earned during the month, as well as a portion of realised/unrealised capital gains, if any, as well as capital in some circumstances. In determining the level of actual income earned by the portfolio, consideration will be given to the securities held in the portfolio and the gross yield that these are estimated to generate. In determining the level of realised/unrealised capital gains, consideration will be given to the difference between the NAV at the time of distribution and the initial NAV of the share class. It should be noted, however, in maintaining a distribution based upon such estimation, there is a possibility that the total payments over a fiscal year could exceed the actual gross income received and effectively result in a further distribution from capital. While it will be the intention to provide a payment over the fiscal year, the distribution rate will be reviewed at least quarterly and, if necessary, an adjustment made.

In addition, the distribution from shares carrying a "g", "x" or "y" suffix, that are also hedged, may take into consideration the interest rate differential between the base currency of the fund and the currency of the share class.

Income equalisation is applied in the case of all distributing shares. Income equalisation is intended to ensure that the income per share which is distributed in respect of a distribution period is not affected by changes in the number of shares in issue during that period.

Dividends from distributing shares are paid according to the bank account details we have on file for your account. You can have your dividends converted to a different currency, for which you will be charged all applicable costs. Contact the transfer agent for terms and fees and to set up this service (see page 41).

Unclaimed dividend payments will be returned to the fund after five years. Dividends are paid only on shares owned as at the record date.

No fund will make a dividend payment if the assets of the fund are below the minimum capital requirement, or if paying the dividend would cause that situation to occur.

OTHER SHARE CLASS POLICIES

Each share gets one vote in all matters brought before a general meeting of shareholders. A fund may issue fractional shares of as little as one ten thousandth of a share (four decimal places). Fractional shares do not have voting rights but do receive their pro rata portion of any dividends, reinvestments and liquidation proceeds.

For each share class whose reference currency is different from the reference currency of the fund, all costs associated with maintaining the separate reference currency (such as currency hedging and foreign exchange costs) will be charged to that share class.

We issue shares in registered form only, meaning that the owner's name is recorded in the SICAV's register of shareholders. We do not issue share certificates. Shares carry no preferential or pre-emptive rights. No fund is required to give existing shareholders any special rights or terms for buying new shares.

Buying, Switching, Redeeming and Transferring Shares

INFORMATION THAT APPLIES TO ALL TRANSACTIONS EXCEPT TRANSFERS

Placing your request You can place requests to buy, switch or redeem (sell back to the SICAV) shares at any time (unless otherwise stated in the 'Dealing' section of the fund pages) by fax or letter to the transfer agent, a paying agent or a distributor (see page 41) , or via the transfer agent's online portal TAP at **https://tap.acctmanagement.com/.** Except for your initial subscription, always include your account number.

Once you have placed a request, you cannot normally withdraw it. If we receive written notice of the withdrawal well before 13:00 Luxembourg time, or during a time when trading in shares is suspended, we will make reasonable efforts to withdraw your request.

Orders that have been received and accepted by the transfer agent (meaning that they have arrived at the transfer agent and are considered complete and authentic) by 13:00 Luxembourg time on a business day will be processed at the price calculated on that day. Those received and accepted after that time will be processed the next business day. A confirmation notice will normally be sent within 24 hours after the order is processed.

When placing any request, you must include all necessary identifying information and instructions as to the fund, share class, account, and size and direction of transaction (buying or redeeming). You must promptly inform us of any changes in personal or bank information.

Currencies We can accept and make payments in most freely convertible currencies. However, transactions in any other currency than that of the share class must go through currency conversion (at the exchange rate in effect at the time), for which you will be charged all applicable costs. Currency conversion also could delay your investment or the receipt of your redemption proceeds. Contact the administrator (page 41) before requesting any transaction that involves a currency conversion. In some cases, you may be asked to make an earlier payment.

Payment The payment date for subscriptions and redemptions will normally be within three business days from the date on which the transaction is processed. If banks or interbank settlement systems in the country of the payment currency or the currency of the share class are closed or not operational on the day of payment, payment will be delayed until they are open and operating. Any day within the payment period that is not a business day for a sub-fund will be excluded when determining the payment date.

Charges and Costs Any transaction may involve fees, such as an entry charge or certain other fees or taxes. See "Fund Descriptions" for more information or ask a financial adviser. You are responsible for all costs and taxes associated with each request you place.

BUYING SHARES

To make an initial investment, submit a completed application form and all account opening documentation (such as all required tax and anti-money laundering information) to the transfer agent (see page 41). If you place your request by fax, you must follow up by mailing a paper copy to the administration agent (see page 41). Once an account has been opened, you can place additional orders by fax, letter or via the transfer agent's online portal TAP.

Note that if we do not receive full payment for your shares within three business days of when we receive your request, we may cancel your transaction and return the payment to you, minus any investment losses and any incidental expenses incurred in cancelling the shares issued. Note also that we will not pay out any redemption proceeds until we have received all investor documentation from you that we consider necessary.

You may indicate requests to buy shares in a currency amount or a share amount. For optimal processing of investments, send money via bank transfer in the currency denomination of the shares you want to buy.

Under certain circumstances we may permit an extended settlement period for the purchases of shares.

SWITCHING SHARES

You can switch (convert) shares of any fund and class into shares of any other fund and class, subject to the following conditions:

- you must meet all eligibility requirements for the share class into which you are requesting to switch
- a switch must meet the minimum investment amount of the class being switched into, and if it is a partial switch, must not leave less than the minimum investment amount in the class being switched out of
- you can only switch into a fund and share class that is available in your country of residence
- the switch must not violate any particular restrictions of either fund involved (as stated in "Fund Descriptions")

We process all switches of shares on a value-for-value basis, based on the NAVs of the two investments (and, if applicable, any currency exchange rates) that are in effect as at the time we process the switch.

The funds do not charge any switch fees. However, you will be responsible for the costs of any necessary currency conversion. Note also that a distributor may apply a sales charge for the subscription side of your switch.

REDEEMING SHARES

You can place orders to redeem shares by fax, letter or via the transfer agent's online portal TAP.

When redeeming shares, you can indicate either a share amount (including fractional shares) or a currency amount. All requests will be dealt with in the order in which they were received.

When you redeem shares, we will normally send out payment (in the reference currency of the share class) within three business days after the business day on which the transaction was processed.

You can have your redemption proceeds converted to a different currency, for which you will be charged all applicable costs. Contact the transfer agent for terms and fees prior to placing a redemption request (page 41).

We will pay redemption proceeds only to the shareholder(s) identified in the Register of Shareholders. Proceeds are paid according to the bank account details we have on file for your account. The SICAV does not pay interest on redemption proceeds whose transfer or receipt is delayed for any reason.

TRANSFERRING SHARES

As an alternative to switching or redemption, you may transfer ownership of your shares to another investor through the transfer agent (see page 41).

Note that all transfers are subject to any eligibility requirements and holding restrictions that may apply. For example, institutional shares cannot be transferred to non-institutional investors, and no shares of any type can be transferred to a US investor. If a transfer to an ineligible owner occurs, the board will either void the transfer, require a new transfer to an eligible owner, or liquidate the shares.

NET ASSET VALUE TIMING AND FORMULA

We calculate the NAV for each share class of each fund every day that is a business day for that fund (as described in "Fund Descriptions"). Each NAV is stated in the reference currency of the respective share class and is normally calculated to two decimal places but may be calculated up to four decimal places in certain circumstances. To calculate NAV for each share class of each fund, we use this formula:

$$\frac{\text{(assets} - \text{liabilities)}}{\text{number of outstanding shares}} = \text{NAV}$$

Appropriate provisions will be made to account for the costs, charges and fees attributable to each fund and class as well as accrued income on investments.

Should the board become aware, after a NAV has been calculated for the day, of material changes in prices of any fund's assets, it may order a new NAV to be calculated and to be used for all orders scheduled for processing that day (including any orders already processed).

HOW WE VALUE ASSETS

Fund assets are defined as follows, along with how we generally determine their value:

- **Cash in hand or on deposit; bills, demand notes and accounts receivable (including proceeds of securities sold but not yet collected); prepaid expenses, cash dividends and interest declared or accrued but not yet received (not including interest that is built into principal).** Valued at full value, minus any appropriate discount we may apply based on its assessments of any circumstances that make the full payment unlikely or any adjustment to dividends and distributions due to trading practices (such as trading ex-dividend or ex-right).
- **Transferable securities, money market instruments and derivatives that are quoted or dealt in on any stock exchange or traded in any other regulated market.** Generally valued at the last price available on the principal market on which they are traded. For those that trade using separate bid and offer prices, we may apply mid-market valuations. We may also use an amortised cost method, which, because it may at times deviate from liquidation price, will from time to time be reviewed by the investment manager to ensure that its results are aligned with a fair value assessment.
- **Non-listed securities, or listed securities for which the price determined according to the above methods not representative of fair market value.** Valued in good faith at a prudent estimate of their sales price.
- **Derivatives that are not listed on any official stock exchange or are traded over the counter.** Valued daily in a reliable and verifiable manner, consistent with market practice.
- **Shares of UCITS or other UCIs.** Valued at the most recent NAV reported by the UCITS/UCI.
- **Swaps.** Valued daily at fair value based on the underlying securities (at the close of business or intraday) and the terms of the swap.
- **Currencies.** Valued daily at the applicable foreign exchange rate (applies to currencies held as assets and when translating values of securities denominated in other currencies into the base currency of the fund).
- Where any asset is derived from another asset, such derivative asset shall be applied in the books of the SICAV to the same fund as the assets from which it was derived and on each valuation of an asset, the increase or diminution in value shall applied to the relevant fund.

In cases where a relevant external price is stale or unavailable or where the above rules cannot be followed (because of hidden credit risk, for example), the investments will be valued, prudently and in good faith, at a reasonably foreseeable sales price.

Trades made in a fund's portfolio will be reflected on the business day they are made to the extent practicable.

For purposes of NAV calculation, the liabilities of the SICAV include:

- all borrowings
- all amounts due or accrued (including those for the expenses paid out of fund assets as described in "Operating and Administrative Expenses")
- all redemption requests received but not processed, and all redemptions processed but not yet paid
- all other known liabilities (including those not yet due and those due but not yet collected, such as unclaimed dividends).

For complete information on how we value investments, see the SICAV's Articles of Incorporation.

PAYMENT OF RETROCESSIONS AND REBATES

Unless otherwise specified in a direct agreement with the management company:

– Any retrocessions or rebates calculated by the management company and/or its agents shall be accrued on each calendar day to 2 decimal places of the major currency in which the retrocessions shall be paid.

– Any transactions in fund shares shall apply according to retrocession terms from the date of that transaction.

– Any classes with the number "8" do generally not pay retrocessions, rebates or other fees, unless otherwise specified in a direct agreement with the investment manager or the management company.

Taxes

TAXES PAID FROM FUND ASSETS

Taxe d'abonnement The SICAV is subject to a taxe d'abonnement at the following rates:

- Classes A and Q (retail) 0.05%
- Classes I, J, S and Z (institutional) 0.01%

This tax is calculated and payable quarterly, on the aggregate net asset value of the outstanding shares of the SICAV at the end of each quarter. The SICAV is not currently subject to any Luxembourg taxes on income or capital gains.

Note that an institutional share class of a fund may be subject to the rate for retail shares for any period during which an investor not entitled to hold institutional shares was found to have held such shares.

Other taxes Capital gains, dividends and interest on securities held by the SICAV may be subject to capital gains, withholding or other taxes imposed by the country of origin concerned and these taxes may not be recoverable by the SICAV or by shareholders.

TAXES YOU ARE RESPONSIBLE FOR PAYING

Taxpayers in Luxembourg Shareholders who are not Luxembourg taxpayers are not currently subject to any Luxembourg capital gains, income, withholding, gift, estate, inheritance or other taxes. Shareholders whom Luxembourg considers to be residents or otherwise to have permanent establishment there, currently or in the past, may be subject to Luxembourg taxes.

Taxpayers in all countries As an investor, you should consult with a tax professional for information about the potential tax effects of an investment in the fund before you invest.

Automatic exchange of financial account information

OECD Common Reporting Standard (CRS) and US Financial Account Tax Compliance ACT (FATCA) Luxembourg has adopted into law measures to facilitate automatic exchange of financial account information under both the OECD's CRS regime and the US FATCA regime. The CRS was adopted by the EU under Directive 2014/ 107/EU and implemented into Luxembourg law by the law of 18 December 2015 on the automatic exchange of financial account information in the field of taxation ("CRS Law"). CRS became effective among most member states of the European Union on 1 January 2016. On 28 March 2014, Luxembourg entered into a Model 1 Intergovernmental Agreement ("IGA") with the USA and implemented the IGA into Luxembourg law in July 2015.

In order to fulfil its legal obligations under the FATCA and CRS regimes, the SICAV is required to obtain certain information from its investors so as to ascertain their tax status. Under the FATCA IGA referred to above, if the Investor is a specified person, such as a US owned non-US entity, non-participating Foreign Financial Institution or does not provide the requisite documentation, the SICAV will need to report information on these Investors to the Luxembourg tax authority, in accordance with applicable laws and regulations, which will in turn report this to the IRS. Under CRS, if the investor is tax resident in a CRS participating country and does not provide the requisite documentation, the SICAV will need to report information on these Investors to the Luxembourg tax authority, in accordance with applicable laws and regulations. Provided that the SICAV acts in accordance with these provisions, it will not be subject to 30% FATCA withholding tax on any payment of US source income made to the SICAV.

Investors and intermediaries should note that it is the existing policy of the SICAV that Shares are not being offered or sold for the account of US Persons or investors who do not provide the appropriate CRS information. Subsequent transfers of Shares to US Persons are prohibited. If Shares are beneficially owned by any US Person or a person who has not provided the appropriate CRS information, the SICAV may in its discretion compulsorily redeem such Shares. Investors should moreover note that under the FATCA legislation, the definition of specified persons will include a wider range of investors compared to other legislation.

Other Policies Concerning Shares

RIGHTS WE RESERVE

We reserve the right to do any of the following at any time:

- Reduce or waive any stated minimum initial investment or account balance for any fund, especially for investors who invest using straight-through processing or who are committing to invest a certain amount over time.
- Reject any request to buy shares, whether for an initial or additional investment, for any reason. If your request is rejected, we will return your purchase money within five business days, by banker's draft or electronic transfer, at your expense. The SICAV will not be held liable for any gain or loss associated with a rejected request.
- Close any fund or share class to further investment, either from new investors or all investors, for an indefinite period without advance notice, so long as it is consistent with the interests of shareholders. For information on the status of any fund or share class, contact the registered office.
- Redeem your shares and send you the proceeds if your balance is drawn down below any stated minimum value. We will give you 30 calendar days' notice before doing so, to allow you time to buy more shares, switch to another class or redeem the shares. (If a balance falls below the minimum because of fund performance, we will not close the account.)

  If the proceeds are worth more than USD20, we will send them to the registered shareholder(s) and close the account. If they are worth less than USD20, they will be returned to the fund for the benefit of its shareholders.
- Redeem your shares and send you the proceeds or switch your holding to another class if you do not, or if you no longer, meet the qualifying criteria for the share class you hold. We will give you 30 calendar days' notice before doing so, to allow you time to switch to another class or redeem the shares.
- Redeem your shares and send you the proceeds or switch your holding to another suitable class if the share class you hold is no longer operationally or economically viable, or we otherwise deem it to be in your best interests. We will give you 30 calendar days' notice before doing so.
- Compel an ineligible shareholder to relinquish ownership of fund shares. If we become aware that shares are owned by an ineligible owner (such as a US investor), are being held in violation of any law or regulation, or the circumstances of ownership may have adverse effects for the SICAV or shareholders, we will either void the acquiring transaction, require a new transfer to an eligible owner, or liquidate the shares. The SICAV will not be held liable for any gain or loss associated with such actions.
- Temporarily suspend the calculation of NAVs and/or transactions in a fund's shares when any of the following is true:
  - the principal stock exchanges or markets associated with a substantial portion of the fund's investments are closed during a time when they normally would be open, or their trading is restricted or suspended
  - one or more other funds in which the fund has invested material assets has suspended its NAV calculations or share transactions
  - a disruption of communication systems or other emergency has made it impractical to reliably value or to trade fund assets

– notice has been given of a shareholder meeting at which it will be decided whether or not to liquidate the fund or the SICAV
– the CSSF has approved the suspension
– any other circumstance exists that would justify the suspension for the protection of shareholders

A suspension could apply to any share class and fund (or to all), and to any type of request (buy, switch, redeem). We can also refuse to accept requests to buy shares. We will not refuse requests to switch or redeem shares, but these requests may be held and placed in line for processing on the next business day.

If your order is delayed in processing because of a suspension, you will be notified of the suspension within 7 days of your request, and of its termination. If a suspension lasts for more than 7 days, all investors will be notified.

- **Limit how many shares are redeemed on a single business day.** On any business day, no fund will be obligated to process redemptions that, in total, are equal to more than 10% of its net assets. Redemption orders in excess of the 10% limit may be delayed for processing at the next business day in priority to later redemptions received by us. A fund will only limit redemptions when necessary to preserve the interests of all shareholders.
- **Extend the redemption payment period, in exceptional circumstances and/or when the liquidity of a fund does not permit payment within the normal timeframe.** Under such circumstances, payment will be made as soon as reasonably practicable, and in any case within 15 calendar days (unless shorter periods apply due to local rules and regulations in particular jurisdictions).
- **Accept securities as payment for shares, or fulfil redemption payments with securities (in-kind payments).** In cases where you wish to request a purchase or redemption in kind, you must get advance approval from us. In kind payments will be subject to a special report of the SICAV's auditor. Normally, you will be responsible for the payment of all costs associated with the in-kind nature of the transaction (valuation of the securities, broker fees, compulsory audit report, etc.).

  If you receive approval for an in-kind redemption, we will seek to provide you with a selection of securities that closely or fully matches the overall composition of the fund's portfolio at the time the transaction is processed. However, a non-pro-rated portion of the securities in the fund's portfolio may be transferred to you provided this is in the best interests of the remaining shareholders and as long as you agree.

  In cases where the request to make a redemption in kind originates with us, we will seek your consent before making the in-kind redemption.

SWING PRICING (DILUTION ADJUSTMENT)

Swing pricing is intended to protect the interests of all shareholders by mitigating the negative impact of dilution on the fund's returns.

The actual total cost of purchasing or selling the underlying securities in a fund may be higher or lower than the latest available value used in calculating the NAV. The difference can be attributed to a variety of factors including dealing charges, commissions, taxes and dealing spreads as well as other market and trading considerations and can, over time, have a materially disadvantageous effect on a shareholder's interest in a fund if not otherwise accounted for in the calculation of the NAV.

To prevent this effect, known as "dilution", on business days when the amount of trading in a fund's shares will precipitate significant purchases or sales of underlying securities, we will adjust the fund's NAV by an amount estimated to more closely reflect the actual prices and costs of the underlying transactions. This is often referred to as "swing pricing". These adjustment amounts, called swing factors, can vary with market conditions and transaction volumes and this means that the amount of dilution adjustment applied can change at any time.

Ordinarily, we apply the swing pricing process on a systematic basis across all funds. However, we periodically review the principles on which the process is based, including the operational application, the net subscription / redemption related trigger points and the swing factor calculation methodology.

It is not possible to predict accurately whether a price swing will occur at any point in time. In general, the NAV per share applied to all subscription and redemption requests, in the relevant fund on that day, will be adjusted upward when we consider that the demand to buy fund shares is material and downward when we consider that the demand to redeem fund shares is material. Typically, on any business day, any adjustment is limited to a maximum of 2% of a fund's NAV. However, in the event of extreme or exceptional market conditions and on a temporary basis, it may be necessary for any swing factor to be set at a level which exceeds this maximum. The estimated swing factors, based on the securities held and market conditions as at the date of this prospectus, are set out below. **We review these estimates on a regular basis and they can change at any time. Consequently, the swing factors in this table should be seen only as indicative.**

	Estimate of swing factor applicable to purchases	Estimate of swing factor applicable to redemptions
Multi-Asset Funds		
Multi-Strategy Total Return Fund	0.15 %	0.15 %

For a given business day, any adjustment is limited to a maximum of 2% of a fund's NAV.

FAIR MARKET VALUATION

When a fund has significant investments that trade mainly on a market that is not in the Luxembourg time zone, the board may direct the fund to adjust its NAV to reflect fair market values for its holdings. The board will only do this when it believes such a step is warranted in light of unusual market volatility or other circumstances. Any fair value adjustments will be applied consistently to all share classes within a fund.

Measures to Protect Shareholders and Prevent Crime and Terrorism

CUSTOMER IDENTIFICATION

Before being approved for opening an account, each investor must provide, at a minimum, the following identification:

- **Natural persons** An identity card or passport duly certified by a public authority (such as a notary, police official or ambassador) in his or her country of residence.
- **Corporations and other entities** A certified copy of the entity's incorporation documents, published accounts, or other official statutory document, plus, for the entity's owners or other economic beneficiaries, the identification described above for natural persons.

We will ask you for additional documentation as well (either before opening an account or at any time afterward), and we may delay or deny your investment. If you are a returning former investor in any of the funds but you have had a zero balance for 13 months or longer, you may be required to supply updated account opening documentation. For more details, contact the SICAV.

EXCESSIVE TRADING AND MARKET TIMING

Buying and redeeming fund shares for short-term profits can disrupt portfolio management and drive up fund expenses, to the detriment of other shareholders. We do not knowingly allow any market timing transactions, and we may take various measures to protect shareholder interests, including rejecting, suspending or cancelling any request we believe represents excessive trading or that we believe may be linked to an investor, group of investors, or trading pattern associated with market timing. We may also forcibly redeem your investment, at your sole cost and risk, if we believe you have engaged in excessive trading.

The SICAV recognises that certain transactions are not motivated by short-term trading considerations and therefore may be exempt from the policy of restricting certain transactions. Intermediary trading per se, is assumed to involve certain volumes and frequencies and is generally assessed in light of market norms, historical patterns and the intermediary's asset levels.

LATE TRADING

We take measures to ensure that any request to buy, switch or redeem shares that arrives after the cut-off time for a given NAV will not be processed at that NAV.

ANTI-MONEY LAUNDERING AND COUNTER-TERRORIST FINANCING

Pursuant to the Luxembourg law of 12 November 2004 relating to money laundering and counter terrorist financing (as amended) (the AML Law), the law of 27 October 2010 enhancing the anti-money laundering and counter-terrorist financing legal framework and the CSSF Regulation No. 12-02 of 14 December 2012 as amended (CSSFR 12-02) implementing a legally binding reinforcement of the regulatory framework, as well as to the others applicable circulars of the CSSF (including but not limited to CSSF circulars 11/529, 17/650 (as amended by 20/744), 18/698, 19/732 and 21/782), obligations have been imposed on the SICAV and its management company to take measures to prevent the use of investment funds for money laundering and terrorist financing purposes and to fulfill the requirements in respect of applicable sanctions regimes. The Company retains ultimate responsibility for its compliance with the aforementioned applicable obligations.

Accordingly, the management company has established a procedure to collect Know Your Customer ("KYC") information and documentation on all the Company's potential investors, their proxies and the economic beneficiaries of the investments (the "Beneficial Owners"). The management company has delegated verifying KYC on the Company's investors to the administrative agent.

To comply with all the relevant laws and regulations, the SICAV's potential investors should submit any necessary identification documents together with the application form.

The identification obligation may be satisfied:

- for natural persons: by providing a passport or similar government issued identity card copy duly certified by an independent notary, independent accountant or independent solicitor (must be a non-family member and/ or employee of company) to be a true copy of such an identity card issued by an authorised body in their resident country, and similar documents, as applicable, where Beneficial Owners differ from the natural person;
- for legal persons: by providing documents such as a current certificate of incorporation, company articles of incorporation/by-laws or other constitutive documents as applicable and, for the entity's owner or other Beneficial Owners, the documents required for a natural person. In addition, this information can be supported with membership to a recognised stock exchange.

The identification of the Beneficial Owner will occur either in case of direct purchase of the shares of the SICAV or in case of indirect purchase via an intermediary.

The investors will also be required to periodically supply updated or renewed (where corporate events occurred) information and documentation to ensure that the KYC records we are obliged to retain remain current and up to date.

The management company and/or any of its delegates reserve the right to ask for additional KYC information and documentation, such as verifying source of wealth and source of funds, and submitting the original version of KYC documents, as may be required in higher risk scenarios or to comply with any applicable laws and regulations.

By investing in the SICAV the investors agree to provide the requested KYC documents. Failure to provide the requested documentation may result in rejection of an account opening request, a delay in investment or the withholding of sale proceeds.

Such information provided to the management company or its delegates is collected and processed for anti-money laundering and counterterrorist financing compliance purposes.

The investments held by the Company are subject to initial and ongoing due diligence controls to mitigate money laundering and terrorist financing risk.

The identification obligation may, in certain scenarios and subject to certain conditions, be undertaken by an intermediary instead of by the Company, the management company or its delegates, for example in the following circumstances:

- when a subscription is placed via a financial intermediary supervised by a regulatory authority imposing investors identification obligations equivalent to those required under the applicable Luxembourg law for the prevention of money laundering and to which the financial intermediary is subject;
- when a subscription is placed via a financial intermediary whose parent company is supervised by a regulatory authority imposing investors or transferees identification obligations equivalent to those required under the applicable Luxembourg law for the prevention of money laundering and where the law applicable to the parent company or the group policy imposes equivalent obligations on its subsidiaries or branches.
- In these situations, financial intermediaries will be subject to enhanced due diligence in line with article 3-2 of the AML Law and article 3 of the CSSFR 12/02.
- To ensure the Company is in full compliance with applicable sanctions regimes (including but not limited to European Union, the United Nations and the United State of America), we do not accept investment of investors if such transactions would lead to breaches to the applicable sanctions laws and regulations. The Company will enact a freeze of holdings to individuals or entities designated in applicable sanctions lists where required by regulation. All investors are expected to act in accordance with these sanctions regimes.

PRIVACY, USE AND DISCLOSURE OF INVESTOR INFORMATION

In connection with an account (or prospective account) we will obtain information about actual or prospective investors and associated persons of investors, such as beneficial owners, advisers, contact persons, and individuals who act on behalf of entities, such as employees, officers or directors (collectively, "Investor Information"). Investor Information can contain data concerning entities as well as personal data of individuals. If Investor Information is not supplied as requested, you may not be able to open or maintain an account.

The management company and its affiliates have implemented technical and organisational security measures in an effort to safeguard Investor Information in their custody and control. Such measures include limiting access to Investor Information to those who need to know such information for the purposes described in this section and elsewhere in this prospectus, training for employees and contractors, as well as other technical, administrative, and physical safeguards. When we engage third party services providers, such as the depositary/transfer agent, the providers are required to take similar measures.

Investor Information may be gathered, stored, and used in physical or electronic form (including making recordings of telephone calls or other electronic communications to or from investors or their associated persons). Investor Information, whether provided to us or developed in relation to an account, is used for various purposes, such as account administration and shareholder services, operation of the fund, development and maintenance of business relationships with investors, guarding against unauthorised account access, offering investment products and services that may be of interest to investors (as permitted by law and, as applicable, except where you have asked us not to do so), internal and external analysis and research, exercising and defending legal rights, prevention of money laundering and terrorist financing, tax and other legal reporting purposes, to comply with various laws and regulations, and as otherwise specified in this prospectus.

In relation to such purposes we may transfer Investor Information to third parties that may or may not be affiliates of the management company and to countries located outside of the European Economic Area (the 'EEA'), for example, when processing centres, agents, other third parties, and/or our affiliates are based outside of the EEA.

A Privacy Notice for individuals relating to their personal data processed in connection with the application process or subsequent investments or activities can be found at www.troweprice.com/PrivacyNoticeEMEA. This will also be provided as part of the application form.

HOLDING, PROCESSING AND DISCLOSURE OF INVESTOR DATA BY THE TRANSFER AGENT

By subscribing for the shares and/or being invested in the SICAV, in respect of which J.P. Morgan SE, Luxembourg Branch, is the transfer agent, the shareholder mandates, authorises and instructs J.P. Morgan SE, Luxembourg Branch to hold, process and disclose certain investor data (see below) to authorised entities (see below), and to use communications and computing systems, as well as web portals or gateways operated by J.P. Morgan Luxembourg or the authorised entities for the permitted purposes (see below), including where such authorised entities and their personnel, communications and computing systems are present in a jurisdiction outside of Luxembourg where confidentiality and data protection laws might be of a lower standard than in Luxembourg.

A more detailed description relating to investor data, authorised entities and permitted purposes for which J.P. Morgan SE, Luxembourg Branch may disclose confidential information can be found on **www.troweprice.lu/investor-data-transfer-agent** and is provided as part of the SICAV's New Account Registration form.

INFORMATION FOR INVESTORS IN CERTAIN COUNTRIES

FACILITIES SERVICE ACCORDING TO ART. 92 OF EU DIRECTIVE 2019/1160

Information in relation to facilities for investors located in the following countries, is available at **www.eifs.lu/troweprice:**

- Austria
- Belgium
- Denmark
- Estonia
- Finland
- Germany
- Iceland
- Ireland
- Italy
- Latvia
- Lithuania
- Luxembourg
- Netherlands
- Norway
- Sweden

Austria

TAX REPRESENTATIVE

Deloitte Tax Wirtschaftsprüfungs GmbH
Renngasse 1 / Freyung
A-1013 Vienna, Austria

Facilities according to Art. 92(1) a) of the Directive 2009/ 65/EC, as amended by the Directive (EU) 2019/1160 are available from:

J.P. Morgan SE, Luxembourg Branch (the "Transfer Agent")
European Bank & Business Center
6h, route de Trèves
L-2633 Senningerberg, Luxembourg
E-Mail: **ta.is.registration@jpmorgan.com**

ta.is.cash@jpmorgan.com

ta.is.dealing@jpmorgan.com

Applications for the redemption and repurchase of shares may be sent to the Transfer Agent in Luxembourg at the address above. All payments to shareholders, including redemption proceeds, potential distributions and other payments, may, upon request, be paid through the Transfer Agent.

The prospectus, the key investor information documents, the articles of incorporation of the SICAV and the annual and semi-annual reports may be obtained, free of charge and in hardcopy, at the registered office of the management company T. Rowe Price (Luxembourg) Management S.à r.l., 35, Boulevard Prince Henri, L-1724 Luxembourg, Grand Duchy of Luxembourg and are also available on the SICAV´s website.

The issue, redemption, and conversion prices can be obtained free of charge and in printed form at the registered office of the management company as well on the SICAV´s website and on **www.fundinfo.com.**

Shareholder notices and any other information to the shareholders, to which shareholders are entitled at the registered office of the SICAV can be obtained at the registered office of the SICAV and **troweprice.com.**

Denmark

Marketing plan It is the SICAV's intention to market the shares of the SICAV to retail and institutional investors in Denmark, such as banks and pension funds. The distribution of the fund is being done by meeting potential investors directly.

Germany

Facilities according to Art. 92(1) a) of the Directive 2009/ 65/EC, as amended by the Directive (EU) 2019/1160 are available from:

J.P. Morgan SE, Luxembourg Branch (the "Transfer Agent")
European Bank & Business Center
6h, route de Trèves
L-2633 Senningerberg, Luxembourg
E-Mail: **ta.is.registration@jpmorgan.com**
ta.is.cash@jpmorgan.com
ta.is.dealing@jpmorgan.com

Applications for the redemption and repurchase of shares may be made to the Transfer Agent in Luxembourg at the address above. All payments to shareholders, including redemption proceeds, potential distributions and other payments, may, upon request, be paid through the Transfer Agent.

1. Further information, as required under applicable law, including the documents listed in "Notices and Publications", under "The SICAV" section of this prospectus, is available to shareholders or potential investors, free of charge at **www.troweprice.com** or at the registered office of the management company T. Rowe Price (Luxembourg) Management S.à r.l., 35, Boulevard Prince Henri,
   L-1724 Luxembourg, Grand Duchy of Luxembourg. Notices to shareholders will be communicated by mail.
2. The subscription, conversion and redemption prices together with the interim profit and total profit value, which are calculated for the holders of the foreign investment shares after 31st December 1993, are published on every day the stock exchange is open on the website "**www.fundinfo.com**".
3. In addition, shareholders in the Federal Republic of Germany will be informed by an additional publication on the SICAV's website **troweprice.com** in any of the following cases:
   - suspension of the redemption of shares
   - termination of the management of the fund or its liquidation
   - any amendments to the articles of incorporation that are inconsistent with the previous investment principles, that affect material shareholder rights or that relate to remuneration and reimbursement of expenses that may be paid or made out of the asset pool
   - merger of the fund with one or more other funds
   - the change of the fund into a feeder fund or the modification to a master fund

GERMAN TAX – EQUITY FUNDS

It is the intention that the funds listed below will be managed in accordance with the so-called partial exemption regime for equity funds under Sec. 20 para 1 of the German Investment Tax Act. Accordingly, as of the date of this prospectus, and notwithstanding any other provision in this prospectus, each of these funds invests at least 51% of its net assets, on a continuous basis, directly into equities of companies admitted for trading on a recognised stock exchange or are listed on an organised market.

Global & Sweden Equity Fund	

GERMAN TAX – MIXED FUNDS

It is the intention that the funds listed below will be managed in accordance with the so-called partial exemption regime for mixed funds under Sec. 20 para 2 of the German Investment Tax Act. Accordingly, as of the date of this prospectus, and notwithstanding any other provision in this prospectus, each of these funds invests at least 25% of its net assets, on a continuous basis, directly into equities of companies admitted for trading on a recognised stock exchange or are listed on an organised market.

Multi Strategy Total Return Fund	

VAG-INVESTOR
With reference to the 'Transferring Shares' section, on page 28, VAG-Investors are not required to obtain the consent of the management company or any other third party prior to transferring their shares. VAG-Investors may freely transfer their shares to any institutional investor who is not an US investor.

Transparency – The management company informs any VAG-Investor quarterly (within three months after the end of the relevant quarter) about the assets of the relevant Funds held by German VAG investors.

Ireland

IRISH TAXATION
The board of directors of the SICAV is informed of the following taxation consequences for investors in Ireland.

On a transfer or redemption of shares (other than by way of a conversion) a chargeable gain or allowable loss may arise for the purposes of Irish taxation. In addition, dividends received by investors may also be subject to income tax/corporation tax.

Investors should, however, seek their own professional advice as to the tax consequences before buying shares of the SICAV. Taxation law and practice, and the levels of taxation, may change from time to time.

PUBLICATIONS
The SICAV publishes the current prospectus accompanied by the latest annual report and semi-annual report, if published after the latest annual report, as well as the key investor information documents which may be obtained free of charge at the registered office of the SICAV.

Information on the net asset value, the subscription price (if any) and the redemption price may be obtained at the registered office of the SICAV. Details concerning the net asset value are also published on SICAV's website at **troweprice.com.**

The SICAV may arrange for the publication of this information in the Reference Currency and any other currency in leading financial newspapers, as determined by the Board of Directors from time to time.

Notices to shareholders will be communicated by mail.

Switzerland

REPRESENTATIVE

First Independent Fund Services Ltd
Feldeggstrasse 12
CH-8008 Zurich, Switzerland

PAYING AGENT

Helvetische Bank AG
Seefeldstrasse 215
CH-8008 Zurich, Switzerland

LOCATION WHERE THE RELEVANT DOCUMENTS MAY BE OBTAINED
The prospectus, the key investor information documents or the key information documents respectively, articles of association as well as the annual and semi-annual reports may be obtained free of charge from the Representative.

PUBLICATIONS
Publications concerning the SICAV are made in Switzerland on **www.fundinfo.com.**

The net asset value together with the reference stating "excluding commissions" shall be published daily on the **fundinfo.com** website.

PLACE OF PERFORMANCE AND PLACE OF JURISDICTION
In respect of the shares offered in Switzerland, the place of performance is the registered office of the Representative. The place of jurisdiction is at the registered office of the Representative or at the registered office or place of residence of the investor.

PAYMENT OF RETROCESSIONS AND REBATES
The management company and/or its agents may pay retrocessions as remuneration for distribution activity in respect of fund shares in Switzerland. This remuneration may be deemed payment for the following services in particular: Any activity aimed at promoting the distribution of fund shares.

Retrocessions are not deemed to be rebates even if they are ultimately passed on, in full or in part, to the investors.

Disclosure of the receipt of retrocessions is based on the applicable provisions of Federal Act on Financial Services.

In the case of distribution activity in Switzerland, the management company and/or its agents may, upon request, pay rebates directly to investors. The purpose of rebates is to reduce the fees or costs incurred by the investor in question. Rebates are permitted provided that:
- they are paid from fees received by the management company or the investment manager and therefore do not represent an additional charge on the fund assets; and
- they are granted on the basis of objective criteria; and
- all investors who meet these objective criteria and demand rebates are also granted these within the same timeframe and to the same extent.

The objective criteria for the granting of rebates by the management company and/or its agents are as follows:
- Agree to the terms and conditions set out in a written agreement to be entered into between the investor and the management company or the investment manager.
- Amount invested
- Investment behaviour shown by the investor
- Investment period
- Share class purchased

At the request of the investor, the investment manager must disclose the amounts of such rebates free of charge.

United Kingdom

SCHEME FACILITIES OFFICE

T. Rowe Price International Ltd
Warwick Court, 5 Paternoster Square
London EC4M 7DX

The SICAV is an open-ended investment company created under the laws of the Grand Duchy of Luxembourg, established as a société d'investissement à capital variable ("SICAV") on 5 June 2001; and is authorised under part 1 of the 2010 Law relating to collective investment undertakings. The SICAV has appointed T. Rowe Price (Luxembourg) Management S.à r.l., 35 boulevard Prince Henri, L-1724, Luxembourg, Grand Duchy of Luxembourg, as its management company, responsible for management, administration and distribution of the SICAV.

SCHEME FACILITIES

Any complaints about the operation of the scheme should be directed to the Scheme Facilities Office and be marked for the attention of the compliance officer.

Copies of the articles of incorporation of the SICAV can be inspected free of charge at the Scheme Facilities Office.

Copies of the most recent prospectus, key investor information documents and the most recently prepared annual and semi-annual reports are available free of charge from the Scheme Facilities Office.

UK resident investors should seek their own professional advice as to tax matters and other relevant considerations. Please note that investors making investments in the SICAV may not receive their entire investment back.

REPORTING STATUS

The Operator of the SICAV intends to seek Reporting Status in the UK for certain classes of share of certain funds, which will be managed with a view to them qualifying as reporting funds for taxation purposes. A full list of reporting share classes is available from the management company on request. A list of reporting funds and their certification dates is published on the HMRC website **https://www.gov.uk/government/publications/offshore-funds-list-of-reporting-funds.**

Under the offshore fund rules, investors in reporting funds are subject to tax on their share of the reporting fund's income for an accounting period, whether or not the income is distributed to them. UK resident holders of accumulation share classes should be aware that they will be required to account for and pay tax on income which has been reported to them in respect of their holdings on an annual basis through their tax return, even though such income has not been distributed to them. Any capital gain on disposal of shares in classes that are reporting funds should not be reclassified as an income gain under the UK's offshore fund rules, and UK resident holders will be taxes on those shared under capital gains tax rules.

In accordance with the offshore funds legislation, reportable income attributable to each fund share will be published no later than 10 months after the end of the reporting period at **troweprice.com.**

DEALING PRICES

The most recently published dealing price per share for the purchase, conversion and redemption of each class of shares of each fund can be obtained from the Administration Agent as described in the prospectus. Dealing prices are also available at **troweprice.com/sicavfunds.**

Dealing prices can also be obtained from the Scheme Facilities Office and on Reuters and Bloomberg.

COMPENSATION RIGHTS

Potential investors should be aware that the SICAV is not subject to the rules and regulations made under FSMA for the protection of investors. Investors will not have any protection under the United Kingdom Financial Services Compensation Scheme.

CANCELLATION RIGHTS

Please note that the investors have no rights of cancellation.

Operations and Business Structure

SICAV name T. Rowe Price Funds B SICAV.

Registered office

European Bank & Business Center
6h, route de Trèves
L-2633 Senningerberg, Luxembourg

Other contact information

Tel +352 46 26 85 162
Fax +352 22 74 43
troweprice.com

Legal structure Société d'investissement à capital variable (SICAV); open-ended.

Incorporated 7 August 2020.

Duration Indefinite.

Articles of incorporation published in the Recueil électronique des sociétés et associations (RESA) on 17 August 2020.

Legal jurisdiction Grand Duchy of Luxembourg.

Regulatory authority

Commission de Surveillance du Secteur Financier (CSSF)
283, route d'Arlon
L-1150 Luxembourg

Registration number B 246302.

Financial year 1 January – 31 December.

Capital Sum of the net assets of all the funds.

Minimum capital at incorporation USD45,000.

Par value of shares None.

Structure and Governing Law

The SICAV functions as an "umbrella fund" under which the funds are created and operate. The assets and liabilities of each fund are segregated from those of other funds; there is no cross-liability between funds. The SICAV qualifies as an Undertaking for Collective Investment in Transferable Securities (UCITS) under Part 1 of the 2010 Law and is registered on the official list of collective investment undertakings maintained by the CSSF.

The SICAV is not registered under the US Investment Company Act of 1940. The SICAV's disclosure documents and shareholder reports are exempt from the requirements of the US Commodity Futures Trading Commission (CFTC) because the management company, investment manager, and sub-managers rely on exemptions from registering with the CFTC as a commodity pool operator ("CPO") regarding the SICAV, including CFTC Rule 4.13(a)(3).

While Rule 4.13(a)(3) does not require a CPO to deliver a CFTC Disclosure Document to prospective shareholders, or to provide shareholders with certified annual reports, prospective shareholders and shareholders should nonetheless receive this Prospectus and such annual report, pursuant to other regulations applicable to the SICAV.

Each relevant sub-fund qualifies for the exemption under CFTC Rule 4.13(a)(3) on the basis that, among other things, (i) each shareholder is a not a US person, (ii) the SICAV shares are exempt from registration under the US Securities Act of 1933, (iii) participations in the SICAV are not marketed as or in a vehicle for trading the commodity futures or commodity options markets, and (iv) each relevant sub-fund limits its trading activity in commodity interests and security futures positions (each as defined by the CFTC) such that it meets one of the following tests when it enters into each such position: (1) the aggregate initial margin deposits and premium required to establish such positions do not exceed 5% of the liquidation value of such sub-fund's portfolio; or (2) the aggregate net notional value of such positions does not exceed 100% of the liquidation value of such sub-fund's portfolio.

Any legal disputes involving the SICAV, the depositary or any shareholder will be subject to the jurisdiction of the competent Luxembourg court, although the SICAV may submit itself to the competent court of other jurisdictions in disputes that concern activities or shareholders in that jurisdiction. The ability for a shareholder to bring a claim against the SICAV expires five years after the event on which the claim would be based (30 years in the case of claims concerning entitlement to the proceeds of a liquidation).

Board of Directors of the SICAV

Chairman: Scott Keller
Head of Americas, APAC and EMEA Distribution
T. Rowe Price International Ltd
Warwick Court, 5 Paternoster Square
London EC4M 7DX

Caron Carter
Head of Global Client Account Services, EMEA
T. Rowe Price International Ltd
Warwick Court, 5 Paternoster Square
London EC4M 7DX

Maria Elena Drew
Director of Research, Responsible Investing
T. Rowe Price International Ltd
Warwick Court, 5 Paternoster Square
London EC4M 7DX

Helen Ford
Head of Investment Specialist Group
T. Rowe Price International Ltd
Warwick Court, 5 Paternoster Square
London EC4M 7DX

Louise McDonald
Head of EMEA Product Management
T. Rowe Price International Ltd
Warwick Court, 5 Paternoster Square
London EC4M 7DX

Nicholas Trueman
Head of EMEA Distribution
T. Rowe Price International Ltd
Warwick Court, 5 Paternoster Square
London EC4M 7DX

Alfred Brausch
Member of the Luxembourg Bar – Independent Director
35, avenue J.F. Kennedy
L-1855 Luxembourg
Luxembourg

Tracey McDermott
Independent Director
8, An der Uecht
L-5371 Schuttrange
Luxembourg

The board is responsible for the overall management and administration of the SICAV and has broad powers to act on its behalf, including:

- appointing and supervising the management company
- setting investment policy and approving the appointment of any investment manager or sub-manager
- making all determinations regarding the launch, modification, merger or discontinuation of funds and share classes, including such matters as timing, pricing, fees, dividend policy, liquidation of the SICAV, and other conditions
- determining when and in what manner the SICAV will exercise any of the rights reserved in this prospectus or by statute and making any associated shareholder communications
- ensuring that the management company and the depositary are adequately capitalised and that their appointment is consistent with the 2010 Law and any applicable contracts of the SICAV
- determining the availability of any share class to any investor or distributor or in any jurisdiction

The board is responsible for the information in this prospectus and has taken all reasonable care to ensure that it is materially accurate and complete.

Directors serve until their term ends, they resign, or they are revoked, in accordance with the articles of incorporation. Any additional directors will be appointed in accordance with the articles of incorporation and Luxembourg law. Directors may be reimbursed for out-of-pocket expenses in connection with the performance of their duties as directors.

Service Providers Engaged by the SICAV

DEPOSITARY

J.P. Morgan SE, Luxembourg Branch
European Bank & Business Center
6h, route de Trèves
L-2633 Senningerberg, Luxembourg

The depositary has been appointed by the SICAV under an agreement and is responsible for ensuring that:

- the sale, issue, repurchase and cancellation of shares is done according to the law applicable to UCITS and the articles of incorporation
- the value of the shares is calculated in accordance with the law applicable to UCITS and the articles of incorporation
- instructions of the SICAV or the management company are carried out unless they conflict with the law applicable to UCITS and the articles of incorporation
- income produced by the SICAV is applied as specified in the articles
- in transactions involving assets of the SICAV, all monies due to the SICAV arrive within the customary market period

The depositary is also responsible for the safekeeping and ownership verification of the assets of the SICAV, cash flow monitoring and oversight in accordance with the law applicable to UCITS.

In order to provide depositary services according to the types of assets and the geographical regions the SICAV plans to invest in, the depositary may entrust assets held by the SICAV to sub-custodians. When selecting sub-custodians, the depositary shall exercise all due skill, care and diligence required under law applicable to UCITS, including the management of any potential conflict of interest that should arise from such an appointment, as the depositary may from time to time have entered into arrangements with other clients, funds or other third parties for the provision of safekeeping and related services. In the event of any potential conflict of interest which may arise within a multi-service banking group such as JPMorgan Chase Group during the normal course of business (for example, where an appointed delegate is an affiliated group company and is providing a product or service to a fund and has a financial or business interest in such product or service or where an appointed delegate is an affiliated group company which receives remuneration for other related custodial products or services it provides to the funds, for instance foreign exchange, securities lending, pricing or valuation services or fund administration and transfer agency services), the depositary will at all times have regard to its obligations under the law applicable to UCITS.

Up-to-date information regarding the identity of the depositary and its duties and of conflicts of interest that may arise will be made available to investors on request.

The current list of sub-custodians used by the depositary is available at **www.troweprice.com/trpfundssicav-listofdelegatesandsubdelegatesofthedepositary** or may be obtained by investors free of charge and upon request from the SICAV.

The depositary is liable to the SICAV for the loss of a financial instrument held in custody by the depositary or any of its sub-custodians. The depositary shall; however, not be liable if it can prove that the loss has arisen as a result of an external event beyond its reasonable control, the consequences of which would have been unavoidable despite all reasonable efforts to the contrary. The depositary is also liable to the SICAV for all other losses suffered by them as a result of the depositary's negligent or intentional failure to properly fulfil its duties in accordance with the applicable law.

Shareholder Meetings

The annual general meeting is held in Luxembourg within six months of the SICAV's accounting year end. Other shareholder meetings can be held at other places and times; if any are scheduled, notices will be distributed to you and will be published as required by law.

Resolutions concerning the interests of all shareholders generally will be taken in a general meeting; those concerning the rights of the shareholders of a specific fund will be discussed in a meeting of that fund's shareholders. The meeting notice will indicate any applicable quorum requirements. When no quorum is required, decisions will be taken if approved by a majority of those shares that actually vote on the matter, whether in person or by proxy.

To fully exercise all of your rights as a shareholder, including voting rights, your shares must be registered in your name, not that of an intermediary.

The Board may suspend the voting rights attached to all Shares held by a Shareholder who is in breach of any law, regulation, or requirement or any jurisdiction or otherwise adversely affects or prejudices the tax status, residence, good standing or general reputation of the Company or who could in the Board's judgement, otherwise cause the Company or any Fund to suffer material or legal disadvantage.

A Shareholder may individually undertake not to exercise, permanently or temporarily, all or part of its voting rights. Such a waiver binds the relevant Shareholder and the Company as from its notification to the Company.

Operating and Administrative Expenses

The SICAV pays the following expenses out of the assets of the funds:

- fees of all service providers including the fees of the depositary, administration agent, registrar, transfer agent, domiciliary agent and auditor,
- taxes on the assets and income

- all fees, government duties and expenses chargeable to it
- government, regulatory and cross-border distribution registration expenses
- costs of providing information to you, such as the costs of creating, printing and distributing shareholder reports, prospectuses, KIDs and other shareholder communications that the board considers important
- any fees that the board agrees the SICAV should pay to independent board members for their service on the board
- all other costs associated with operation and distribution, including expenses incurred by the management company, depositary and all service providers in the course of discharging their responsibilities to the SICAV

A fund may amortise its own launch expenses over the first five years of its existence.

Each fund and/or class pays all costs it incurs directly and also pays its pro rata share (based on net asset value) of costs not attributable to a specific fund or class.

Except as noted, funds are subject to the following annual fees, which are calculated and accrued each business day and paid monthly in arrears (or otherwise as allowed by the board):

- administration agent fee, which varies with the SICAV's net assets: maximum fee 0.01%, minimum fee 0.003% of SICAV assets or USD27,000 per fund, whichever is higher;
- custodial fee, which varies with the amount of assets in custody: maximum 0.017%, minimum 0.0005%. Certain other out-of-pocket expenses borne by the custodian may also be charged to the funds.

Except for those share classes carrying a 'x' suffix, all expenses will be charged first against current income, then against realised capital gains, and lastly against capital. If deductions are made from capital, this will result in capital erosion and will constrain growth.

In order to mitigate the impact of these expenses on shareholders, the management company may agree to limit the total amount to be borne by some share classes. Where applicable, any expense limits are set out in "Fund Descriptions". Operating and administrative expenses will be calculated and accrued daily and deducted, up to any indicated limit, from each share class. Should the actual operating and administrative costs attributable to a share class exceed any indicated expense limit, the management company will bear the excess. However, if at any time the expenses actually incurred fall below the limit, only those actual expenses will be deducted and thus the benefit of any reduction in these costs will be to the advantage of the shareholders.

Any operating and administrative expense limit for a class will be reviewed should there be a material change in the fees charged by service providers to the SICAV or in the other expenses it incurs. In any event, the expense limit for a class will be reviewed annually to ensure that it remains appropriate and fair to shareholders. Any decision to increase any indicated operating and administrative expense limits will be notified to shareholders at least 30 days before the change is implemented.

In addition to the fees and expenses described above, each fund bears transaction fees and expenses associated with buying and selling fund assets, including brokerage, interest, taxes, governmental duties, charges and levies.

Line of Credit

As at the date of this prospectus, in order to help meet short-term redemptions and liquidity needs during normal and stressed market conditions, the SICAV has in place a line of credit. Although expected to be renewed on an ongoing basis, there can be no guarantee that it will be. Confirmation that the line of credit is in place can be obtained at the registered office of the management company. All loans must be temporary and are limited to 10% of fund's net assets.

Dealing Commissions and Investment Research

In choosing broker-dealers to execute trades involving portfolio securities, the investment manager and the SICAV have fiduciary and regulatory requirements to seek broker-dealers that offer "best execution".

Because price is not the only factor to be assessed when determining which firm offers "best execution", the investment manager may choose a broker-dealer who charges a higher commission on trades if the investment manager determines, in good faith, that the commission paid is reasonable in relation to the value of the brokerage services provided.

The investment manager and sub-investment managers may acquire equity and fixed income research designed to assist in the investment decision-making process from independent providers and broker-dealers (i.e. "third party research").

Third party research utilised by the equity and fixed income investment staff of the investment manager and sub-investment managers will be borne by the investment manager or the relevant sub-investment manager. The funds will not pay for third party research.

For more details on dealing commissions and investment research, please contact the SICAV.

Notices and Publications

PUBLICATION OF NOTICES

Notice of any material change to the SICAV or its funds will be mailed to you at the address of record. If applicable, the prospectus will also be revised and made available.

Notices to you may be published in the Recueil électronique des sociétés et associations (RESA), in the "Luxemburger Wort" in Luxembourg and in other media outlets in jurisdictions where the SICAV is registered.

NAVs and notices of dividends for all existing share classes of all funds are available at **troweprice.com, fundsquare.net,** from the registered office, and through Reuters, Bloomberg, and other financial and media outlets in jurisdictions where the SICAV is registered.

Information on past performance appears in the relevant link of the section "Other relevant information" contained in the KID for each fund, by share class, and in the shareholder reports. Audited annual reports, dated end of December each year, are issued within four months of this date. Unaudited semi-annual reports (to end of June each year) are issued within two months of the end of the period they cover. Shareholder reports are available at **troweprice.com, fundsquare.net** and at the registered office.

COPIES OF DOCUMENTS

You can access various documents about the SICAV at **www.troweprice.com, fundsquare.net** or at the registered office, including:

- KIDs
- shareholder reports
- notices to shareholders
- application form
- the prospectus
- audited annual and unaudited semi-annual reports of the Master Fund

Also at the registered office, you can read or get copies of all of the above documents. In addition, you can read or get copies of the polices in relation to proxy voting, best execution, handling of complaints and conflict of interests as well as the articles of incorporation and certain key agreements between the SICAV and the management company, investment manager and service providers.

You can also read or get copies of the articles of incorporation at the Trades and Companies Register's office in Luxembourg.

Liquidation or Merger

LIQUIDATION

The board may decide to liquidate any fund or share class, or may propose to shareholders the liquidation of the SICAV, if any of the following is true:

- the total value of all shares of the SICAV is less than USD30 million, or the total value of any fund (except any Fixed Maturity Bond Fund) or share class is less than USD20 million, (with other currencies being converted to USD at current market rates)
- the total value of any Fixed Maturity Bond fund or share class is less than USD50 million, (with other currencies being converted to USD at current market rates)
- the board believes that continued operation of the SICAV, fund or share class is not economically efficient
- the liquidation is justified by a change in economic or political situations
- the liquidation is part of an economic rationalisation (such as an overall adjustment of fund offerings)
- the board believes the liquidation would be in the best interests of shareholders

Generally, shareholders of the relevant fund or share class may continue to redeem or switch their shares, free of any redemption and switching charges (except disinvestment costs) up to the liquidation date. The prices at which these redemptions and switches are executed will reflect any costs relating to the liquidation. The Board can suspend or refuse these redemptions and switches if it believes it is in the best interests of shareholders or is necessary to ensure shareholder equality.

Between the date of notification to shareholders that a fund is to be liquidated, and the completion of the liquidation, the portfolio of the fund may diverge from its investment limitations as described in this prospectus.

Only the liquidation of the last remaining fund will result in the liquidation of the SICAV. In such a case, once liquidation is decided upon, the SICAV and all funds must cease issuing new shares except for the purpose of liquidation.

Should the SICAV need to liquidate, one or more liquidators appointed by the shareholder meeting will liquidate the SICAV's assets in the best interest of shareholders and will distribute the net proceeds (after deduction of any costs relating to the liquidation) to shareholders.

Amounts from any liquidations that are not claimed promptly by shareholders will be deposited in escrow with the Caisse de Consignation. Amounts still unclaimed after 30 years will be forfeited according to Luxembourg law.

MERGERS

Within the limits of the 2010 Law, any fund may merge with any other (whether within the SICAV or in a different SICAV), and the SICAV may merge with another UCITS, wherever domiciled. The board will approve the merger, which must then be approved by a majority of the shares casting a vote on the matter and will set the effective date of any merger.

Shareholders whose investments are involved in any merger will receive at least 30 days' advance notice of the merger, during which they will be able to redeem or switch their shares free of any redemption and switching charges (except disinvestment costs).

Operations and Business Structure

Management company name T. Rowe Price (Luxembourg) Management S.à r.l.

Registered office

35, Boulevard Prince Henri
L-1724, Luxembourg

Other contact information

Tel +352 27 47 251
Fax +352 27 47 25 32

Legal form of company Société à responsabilité limitée.

Incorporated 5 April 1990, in Luxembourg.

Articles of incorporation Last modified on 1 March 2019 and published in the Recueil électronique des sociétés et associations (RESA) on 13 March 2019.

Regulatory authority

Commission de Surveillance du Secteur Financier
283, route d'Arlon
L-1150 Luxembourg

Registration number B 33 422.

Authorised and issued share capital USD2,669.400.

The management company has responsibility for investment management services, administrative services and distribution services. The activities of the management company are supervised and coordinated by the conducting officers. The management company is subject to Chapter 15 of the 2010 Law.

The management company has the option of delegating to third parties some or all of its responsibilities, subject to applicable laws and the consent and supervision of the board. For example, so long as it retains control and supervision, the management company can appoint one or more investment managers to handle the day-to-day management of fund assets, or one or more advisers to provide investment information, recommendations and research concerning prospective and existing investments. The management company can also appoint various service providers, including those listed below.

The management company is entitled to receive a management company fee, out of the assets of the funds, as indicated for each fund in "Fund Descriptions". This fee is calculated based on each fund's daily net assets and is paid monthly in arrears. The management company pays the investment manager out of the management company fee. The management company may decide to waive some or all of its fee in order to reduce the impact on performance. Such waivers may be applied to any fund or share class, for any amount of time and to any extent, as determined by the management company.

The investment manager, sub-investment managers, and all service providers typically serve for an indefinite period and the management company can replace them periodically. The investment manager can be terminated immediately upon a decision of the management company and can resign effective 30 days from when the management company receives a notice of resignation. Any other service provider can resign or be replaced upon 90 days' notice.

The management company has established a remuneration policy statement which sets out the policies, practices and procedures followed by the management company in order to comply with applicable law.

The remuneration policy statement is consistent with and promotes sound and effective risk management and does not encourage risk taking which is inconsistent with the risk profiles, rules or instruments of incorporation of the UCITS that the management company manages.

The remuneration policy statement is further in line with the business strategy, objectives, values and interests of the management company and the UCITS that it manages. In order to educate associates, protect the firm's reputation, and ensure that the firm's integrity remains as a principle by which business is conducted, the management has adopted the Code of Ethics and Conduct ("Code") of T. Rowe Price Group, Inc. The Code establishes standards of conduct which the management company expects each associate to fully understand and agree to adopt, including the appropriate management of conflicts of interest. Any identified regulatory or Code breaches by an associate are reported to the associate's line manager and are be taken into consideration when assessing an individual associate's performance, and ultimately therefore impacting their compensation.

The assessment of an individual's performance covers progress on both short and long term goals and is evaluated through a range of financial and non-financial factors, including risk reduction/ mitigation, customer satisfaction, operational effectiveness, process enhancements, levels of cooperation, developments to the firm's reputation and the individual's compliance with business policies and procedures, including but not limited to the Code.

The compensation programs of the management company are designed to reward executives and other officers for building and strengthening the very core of the company's long-term viability, which contributes to long-term value creation for all clients, including the SICAV and its shareholders. This is accomplished through a balance of short-term fixed and variable cash compensation, and long-term equity-based incentives. The fixed element of each associate's compensation is sufficiently high to allow for a fully flexible policy on the variable component.

The details of the up-to-date remuneration policy statement setting out the key remuneration elements, including, but not limited to, a description of how remuneration and benefits are calculated, the identity of persons responsible for awarding the remuneration and benefits, including the composition of the remuneration committee, are available on the website **www.troweprice.com/trpluxembourgmanagementsarlremunerationpolicy.** A paper copy of the remuneration policy statement is available free of charge at the registered office of the management company.

Complaints

The details of the up-to-date complaints handling procedure including information about how to file a complaint, are available on the website **www.troweprice.com/complainthandlingprocedure.**

Board of Managers

Chairman: Scott Keller
Head of Americas, APAC and EMEA Distribution
T. Rowe Price International Ltd
Warwick Court, 5 Paternoster Square
London EC4M 7DX

Oliver Bell
Associate Head of International Equity
T. Rowe Price International Ltd

Warwick Court, 5 Paternoster Square
London EC4M 7DX

Christine Morgan
Deputy General Counsel
T. Rowe Price Associates, Inc.
100 East Pratt Street
Baltimore, Maryland 21202
USA

Dr. Tim Koslowski
Managing Legal Counsel – Country Head
T. Rowe Price (Luxembourg) Management S.à r.l.
35 Boulevard du Prince Henri
L-1724 Luxembourg

Florian Schneider
Head of EMEA Product Development & Management
T. Rowe Price (Luxembourg) Management S.à r.l.
35 Boulevard Prince Henri
L-1724 Luxembourg

Conducting Officers

Benoit Philippe
Director, Regulatory Risk EMEA
T. Rowe Price (Luxembourg) Management S.à r.l.
35 Boulevard du Prince Henri
L-1724 Luxembourg

Steve Gohier
Director, Regulatory Advisory Compliance
T. Rowe Price (Luxembourg) Management S.à r.l.
35 Boulevard du Prince Henri
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Giorgio Costanzo
Managing Legal Counsel
T. Rowe Price (Luxembourg) Management S.à r.l.
35 Boulevard du Prince Henri
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Marie Lerin
Director, Delegated Portfolio Management Oversight
T. Rowe Price (Luxembourg) Management S.à r.l.
35 Boulevard du Prince Henri
L-1724 Luxembourg

Antoine Madelpech
Head of EMEA Fund Administration & Accounting
T. Rowe Price (Luxembourg) Management S.à r.l.
35 Boulevard Prince Henri
L-1724 Luxembourg

Thierry Pagano
Head of Business Management Luxembourg
T. Rowe Price (Luxembourg) Management S.à r.l.
35 Boulevard Prince Henri
L-1724 Luxembourg

Investment Manager and Sub-Managers

INVESTMENT MANAGER AND DISTRIBUTOR[2]

T. Rowe Price International Ltd
Warwick Court, 5 Paternoster Square
London EC4M 7DX

SUB-INVESTMENT MANAGERS

T. Rowe Price Associates, Inc.
100 East Pratt Street
Baltimore, Maryland 21202, USA

T. Rowe Price Hong Kong Limited
6/F Chater House
8 Connaught Place
Central, Hong Kong

T. Rowe Price Singapore Private Ltd
501 Orchard Road,
#10-02 Wheelock Place,
238880, Singapore

T. Rowe Price Japan, Inc.
1-9-2 Marunouchi, Chiyoda-ku, Tokyo
Japan

T. Rowe Price Australia Limited
Governor Phillip Tower, Level 28, 1 Farrer Place, Sydney
NSW 2000, Australia

The investment manager is responsible for day-to-day management of the funds. The investment manager is regulated by the UK Financial Conduct Authority.

Upon request of the board, the investment manager may provide advice and assistance to the board in setting investment policy and in determining related matters for the SICAV or for any fund. The investment manager has also been appointed to handle the SICAV's promotional, marketing and distribution activities, including the appointment of distributors (meaning sales agents, marketing agents, distribution agents and other financial intermediaries).

The investment manager has the option of delegating to sub-investment managers, at its own expense and responsibility and with the approval of the board and the CSSF, any or all of its investment management and advisory duties.

For example, so long as it retains control and supervision, the investment manager can appoint one or more sub-investment managers to handle the day-to-day management of fund assets, or one or more advisers to provide investment information, recommendations and research concerning prospective and existing investments.

The investment manager also has the option of making, as allowed by the FCA rules and other applicable law and regulation and at its own expense, so-called retrocession payments to intermediaries, platforms and other investors, including its own staff and its affiliates.

The investment manager or its affiliates may further, at its own initiative and expense, organise client events or host conferences and pay for transportation, accommodation, meals, beverages and entertainment in respect of the invited intermediaries, distributors or other clients.

The investment manager or its affiliate may, from time to time, invest corporate money to seed certain proprietary funds. Such entity's ownership percentage may be significant for an unspecified period. A fund may, from time to time, invest in such proprietary funds. The investment manager or its affiliate may elect to redeem all or a portion of its investment at any time.

Service Providers Engaged by the Management Company

ADMINISTRATION AGENT, REGISTRAR, TRANSFER AGENT, AND DOMICILIARY AGENT

J.P. Morgan SE, Luxembourg Branch
European Bank & Business Center
6h, route de Trèves
L-2633 Senningerberg, Luxembourg

[2] the distributor is authorized to distribute the SICAV in the jurisdictions agreed from time to time with the management company.

The administration agent is responsible for fund accounting, including calculating NAVs.

The registrar and transfer agent is responsible for processing requests to buy and redeem fund shares and for maintaining the register of shareholders.

The domiciliary agent is responsible for the administrative work required by law and the articles of incorporation, and for keeping the books and records of the funds and the SICAV.

AUDITOR

PricewaterhouseCoopers, société cooperative
2, rue Gerhard Mercator,
B.P. 1443
L-1014 Luxembourg

The auditor provides independent review of the financial statements of the SICAV and all funds once a year.

LOCAL AGENTS

The SICAV may engage local agents to handle transactions in fund shares in certain countries or markets. In some countries, use of an agent is mandatory, and the agent may not merely facilitate transactions but may hold shares in its own name on behalf of investors. In other countries, investors have the option of investing through the agent or directly with the fund; in these countries, investors have a direct claim on shares held in their name by an agent, and may choose to stop investing through an agent at any time.

TERMS WITH SPECIFIC MEANINGS

The following terms have these specific meanings within this document. All references to laws and documents apply to those laws and documents as they may be amended from time to time.

2010 Law The Luxembourg law of December 17, 2010 on undertakings for collective investment. Words and expressions that are not defined in the prospectus but are defined in the 2010 Law have the same meaning as in the 2010 Law.

actively managed In an actively managed fund, the investment manager has discretion over the composition of its portfolio, subject to the stated investment objectives and policy, and may have varying degrees of freedom to deviate from the constituent holdings, country or sector weightings of any benchmark index.

asset backed security A security whose income payments and capital value are derived from and secured against a specified pool of underlying assets.

articles of incorporation The Articles of Incorporation of the SICAV.

blue chip company A company with a national reputation for quality, reliability and the expected ability to operate profitably in all economic conditions.

the board The board of directors of the SICAV.

business day Any valuation day on which a fund processes orders in its shares other than a day on which any exchange, or market on which a substantial portion of a fund's investments is traded, is closed and in some occasions also the day before. The latest list of non-business days can be obtained from **www.troweprice.com.**

China A shares Shares of companies incorporated in mainland China that are listed on the Shanghai Stock Exchange and/or the Shenzhen Stock exchange.

China B shares Shares of companies incorporated in mainland China that trade on the Shanghai Stock Exchange and/or the Shenzhen Stock exchange and that are denominated in United States Dollar (USD) or the Hong Kong Dollar (HKD).

China H shares Shares of companies incorporated in mainland China that are listed on the Hong Kong Stock exchange and denominated in the Hong Kong Dollar (HKD).

commodity A basic good or material, for example oil or gold.

common shares Shares representing ownership in a company, often entitling the holder to a variable dividend.

convertible bond A bond issued by a company that can be converted into shares in the issuing company at the option of the holder.

credit index An index made up of credit securities issued by companies.

debt security A financial instrument, such as a government or corporate bond, that can be bought and sold between two parties and has basic terms defined, such as amount borrowed, interest rate and maturity.

defensive A conservative method of investment allocation that emphases capital preservation, for example by holding more cash or money market securities.

depository receipt A negotiable certificate issued by a bank traded on a local stock exchange representing shares in a foreign company.

distressed/defaulted bond A bond issued by a company that is near to or currently going through bankruptcy or is otherwise in financial difficulty.

eligible state Any member state of the EU and any other country in Europe, Asia, Oceania, the American continents and Africa.

emerging markets Countries with less established financial markets and investor protections. Examples include most countries in Asia, Latin America, Eastern Europe, the Middle East and Africa.

equity Ownership in a company via common shares or preferred shares.

ESG-labelled bonds Any bond labelled as, but not limited to, Green bond, Social bond, Sustainability bond or Sustainability-Linked bond.

EU Cross-Border Distribution Directive Article 92 (b-f) of the Directive 2009/65/EC.

floating rate bond A bond providing variable income, usually tied to a reference benchmark.

fractional shares Smaller denomination shares of a fund.

fund Any sub-fund of the SICAV.

green bonds Any type of bond instrument where the proceeds will be exclusively applied to finance or re-finance, in part or in full, new and/or existing eligible green projects (which should be appropriately described in the legal documentation of the security). All designated eligible green projects should provide clear environmental benefits, which will be assessed and, where feasible, quantified by the issuer.

institutional investor Any investor who is an institutional investor within the meaning of Article 174 of the 2010 Law. Specifically, this means any of the following:

- Banks and other professionals of the financial sector, insurance and reinsurance companies, social security institutions and pension funds, industrial, commercial and financial group companies, all subscribing on their own behalf, and the structures which such institutional investors put into place for the management of their own assets.
- Credit institutions and other professionals of the financial sector investing in their own name but on behalf of institutional investors as defined in the bullet above.
- Credit institutions or other professionals of the financial sector established in Luxembourg or abroad which invest in their own name but on behalf of their clients on the basis of a discretionary management mandate.
- Collective investment schemes established in Luxembourg or abroad.
- Holding companies or similar entities, whether Luxembourg based or not, whose shareholders are institutional investors as described in the foregoing paragraphs.
- Holding companies or similar entities, whether Luxembourg based or not, whose shareholder/beneficial owners are individual person (s) who are extremely wealthy and may reasonably be regarded as sophisticated investors and where the purpose of the holding company is to hold important financial interests/investments for an individual or a family.
- A holding company or similar entity, whether Luxembourg based or not, which as a result of its structure, activity and substance constitutes an institutional investor in its own right.

Internal rating system Credit ratings devised by the investment manager using its own proprietary models, in cases where bonds are not rated by external credit ratings agencies.

KID Key information document.

limited extent Up to 5%

listed company A company whose shares are listed (quoted) on a stock exchange for public trading.

market capitalisation The total combined market value of a publicly traded company's outstanding shares.

money market security A short term investment, typically a bond, lasting one year or less.

mortgage backed security A type of asset backed security that is secured against a mortgage or collection of mortgages.

NAV Net asset value per share.

preferred shares Shares representing ownership in a company, often entitling the holder to a fixed dividend whose payment takes priority over common shares.

the prospectus This document.

Red-chips Shares of state-owned companies that are based in mainland China but incorporated internationally and listed on the Hong Kong Stock Exchange.

P-chips Shares of non-state-owned companies that are based in mainland China but incorporated internationally and listed on the Hong Kong Stock Exchange.

REIT A real estate investment trust (REIT) is a company that owns, and in most cases operates, income-producing real estate.

sector An area of the economy that relates to similar products or services.

Securitisation Regulation Regulation (EU) 2017/2402.

security A tradeable financial asset such as an equity (or share) or a bond.

SFDR Sustainable Finance Disclosure Regulation

shares Except where specifically indicated otherwise, shares of any fund.

shareholder Any beneficial owner of shares of a fund.

shareholder reports Annual and semi-annual reports of the SICAV.

short sale The sale of a financial instrument that the seller does not own, usually in the belief the instrument will depreciate in value.

the SICAV T. Rowe Price Funds B SICAV.

social bonds Any type of bond instrument where the proceeds, will be exclusively applied to finance or re-finance in part or in full new and/or existing eligible social projects (which should be appropriately described in the legal documentation of the security). All designated eligible social projects should provide clear social benefits, which will be assessed and, where feasible, quantified by the issuer. It is understood that certain eligible social projects may also have environmental co-benefits, and that the classification of an ESG-labelled bond as a Social Bond should be determined by the issuer based on its primary objectives for the underlying projects.

sustainability bonds Bonds where the proceeds will be exclusively applied to finance or re-finance a combination of both green and social projects.

sustainability-linked bonds Any type of bond instrument for which the financial and/or structural characteristics can vary depending on whether the issuer achieves predefined sustainability/ESG objectives. In that sense, issuers are thereby committing explicitly (including in the bond documentation) to future improvements in sustainability outcome(s) within a predefined timeline.

sustainable investments As defined in the Sustainable Finance Disclosure Regulation.

Taxonomy / Taxonomy Regulation (EU) 2020/852 of the European Parliament and of the Council of 18 June 2020 on the establishment of a framework to facilitate sustainable investment, and amending Regulation (EU) 2019/2088.

US person Any of the following:

- a “United States person” per the US Internal Revenue Code of 1986
- a “US person” per Rule 902 under the US Securities Act of 1933
- a person who is not a “Non-United States person” per Section 4.7 of the US Commodity Exchange Act
- a “US Person” per the CFTC’s “Interpretive Guidance and Policy Statement Regarding Compliance with Certain Swap Regulations,” July 26, 2013

valuation day A day on which a fund calculates a NAV per share for each share class. The management company may, in consideration of prevailing market conditions or other relevant factors, decide that a particular day will not be a valuation.

we, us The SICAV, acting through the board or through its service providers.

you Any past, current or prospective shareholder, or an agent for the same.