

Additional Information for Investors in Belgium

11 December 2024

Mercer UCITS Common Contractual Fund

Mercer UCITS Common Contractual Fund (the “Fund”) is an open-ended umbrella common contractual fund with variable capital and segregated liability between sub-funds incorporated under the laws of Ireland with registration number 421179 and established as an undertaking for collective investment in transferable securities pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations, 2011 (S.I. No. 352 of 2011), as amended.

Registered office of Mercer Global Investments Management Limited (the “Manager”): 6th Floor, 2 Grand Canal Square, Dublin 2, Ireland.

This document containing additional information for investors in Belgium (the “Supplement”) should be read in conjunction with the prospectus of the Fund dated 13 May 2024, the first addendum to the prospectus dated 15 November 2024, and the latest versions of the supplements for the sub-funds of the Fund (as may be amended and supplemented from time to time) (together the “Prospectus”). Unless otherwise defined, capitalised terms used in this Supplement shall have the meanings attributed to them in the Prospectus. This document has not been approved by the Belgian Financial Services and Markets Authority (“FSMA”).

1. Facilities Agent

In accordance with Article 92 of the EU Directive 2019/1160, Mercer Global Investments Management Limited (the “Manager”) has entered into a written agreement with Dechert LLP (the “Facilities Agent”), which specifies which of the tasks are not performed by the Manager but the Facilities Agent and that the Facilities Agent will receive all the relevant information and documentation to perform the tasks relevant to provision of facilities to investors in Belgium.

The contact details for the Facilities Agent are:

Dechert LLP
2nd Floor
5 Earlsfort Terrace
Dublin 2, D02 CK83
Ireland
Email: DechertEUFacilitiesAgent@dechert.com
Website: <https://efs.dechert.com>

The fees payable to the Facilities Agent will be paid at normal commercial rates.

A copy of the incorporation documents of the Fund, including the latest version of the Prospectus, the key investor documents (“KIDs”) and the latest version of the financial reports are available (in English, except for the KIDs which are available in French), free of charge at the office of the Facilities Agent (address outlined above). The latest version of the Prospectus, the KIDs and the financial reports are also available on the websites <https://investment-solutions.mercer.com/> and <https://regulatory-information.mercer.com>. Note that the net asset value of the Fund is published on the website of Fundinfo: <http://www.fundinfo.com>.

2. Sub-Funds registered for public offering in Belgium

The following sub-funds of the Fund (each a “Sub-Fund” and together the “Sub-Funds”) are publicly offered in Belgium and registered with the Financial and Market Services Authority (“FSMA”) for public offering in Belgium pursuant to Article 149 of the law of 3 August 2012 on certain forms of collective investment schemes and are listed on the FSMA’s website: <https://www.fsma.be/fr/node/7115>:

- Acadian Sustainable Multi-Factor Equity
- Mercer Passive Fundamental Indexation Global Equity UCITS CCF
- Mercer Passive Sustainable Global Equity UCITS CCF

All investors are permitted to invest in the Share Classes of each of the Sub-Funds registered for public offering in Belgium as long as those Share Classes have also been authorized for public offering in Belgium.

3. Non-recurring fees and costs paid by the investor in Belgium

- Subscription (entry) charge: n/a
- Redemption (exit) charge: n/a
- Exchange charge: n/a
- Performance charge: n/a
- Anti-dilution levy: max. 3%
- Stock exchange duty (“TOB”)
 - o Redemption/sale of accumulation shares: 1.32% with a maximum of EUR 4,000
 - o Switching Sub-Funds: Acc. → Acc./Dis.: 1.32% with a maximum of EUR 4,000

The person advising on or selling you the Shares may charge you other costs. If so, this person will provide you with information about these costs and how they affect your investment.

4. Conditions for the subscription and redemption of Shares in the Fund

The cut-off time for requests for the subscription for or redemption or exchange of shares is specified in the supplement for the relevant Sub-Fund (the “Dealing Deadline”) on the Dealing Day for applications which are made directly with State Street Fund Services (Ireland) Limited (the “Administrator”). Where Shares are subscribed through sub-agents of the Distributor or other intermediaries, investors should submit subscription, redemption or exchange orders to the sub-agents of the Distributor or intermediaries by such time as agreed with the sub-agents of the Distributor or intermediaries so that they can send it to the Administrator prior to the relevant Dealing Deadline. It is the responsibility of the sub-agents of the Distributor and intermediaries to ensure that all subscription, redemption and exchange orders placed through/received by them are transmitted to the Administrator on a timely basis and in compliance with the applicable Dealing Deadline.

Subject to the information above in relation to applications received by the Administrator from financial intermediaries, applications received after the Dealing Deadline for the relevant Dealing Day shall be held in abeyance until the next Dealing Day unless the Fund and Administrator otherwise agree provided that any such late application is received prior to the Valuation Point.

Subscription, redemption and exchange requests received and accepted by or on behalf of the Administrator or the Fund prior to the Dealing Deadline on a Dealing Day will be offered at the Net Asset Value determined on that Dealing Day.

The time by which redemption proceeds will generally be paid (net of all expenses and deductions, if applicable) is indicated in the Prospectus.

5. Minimum subscription amount

The minimum initial investment and holding amount for Share Class (if any) are indicated in the supplement for the relevant Sub-Fund under the section “Fees and Expenses”.

6. Tax aspects for Belgian tax residents

6.1 Taxation on capital gains

Without prejudice to the tax regime described in point 6.2 below, natural persons are not taxed on capital gains realized upon redemption or sale of Shares in the Fund or upon the complete or partial distribution/liquidation of the Fund’s assets provided that the investor is acting within the framework of the normal management of his personal assets.

Capital gains realised upon redemption of Shares in the Fund or upon full or partial liquidation of the Fund are however subject to a withholding tax of 30% when, upon the public offer in Belgium, commitments were made whereby the redemption/liquidation proceeds or the performance rates were fixed and whereby such commitments relate to a maximum period of eight years.

6.2 Taxation of the interest component included in the capital gain realised upon (i) the sale of Shares, (ii) the repurchase of Shares by the Fund (the redemption bonus) or (iii) the full or partial liquidation of the Fund (the liquidation bonus)

6.2.1 Sale, redemption and total or partial liquidation

A distinction has to be made according to whether:

- the Fund or the Sub-Fund invests directly or indirectly less than 10% of its assets in debt securities: the interest component, if any, included in the capital gain is not taxable (see 6.1);
- the Fund or the Sub-Fund invests directly or indirectly at least 10% of its assets in debt securities:
 - the interest component included in the capital gain (i.e. arising from income earned by the Fund or the Sub-Fund under the form of interest, capital gains and capital losses on debt securities) is subject to a withholding tax of 30%, to the extent of the capital gain realized by the investor;
 - if the interest component cannot be determined, the capital gain is subject to a withholding tax of 30% on a *pro rata* basis, considering the part of the Fund or the Sub-Fund’s assets invested in debt securities;
 - if the part of the Fund or the Sub-Fund’s assets invested in debt securities cannot be determined, the entire capital gain is subject to a withholding tax of 30%.

Please see 6.4 below concerning the discharging effect of the withholding tax.

6.2.2 Note

Investors are invited to contact the Manager, to obtain information on the tax regime referred to in point 6.2 that applies to them depending on the investment they envisage making and, where applicable, on the Sub-Fund of the Fund in which they wish to invest.

6.3 Taxation on dividends

Dividends distributed by the Fund to Belgian private investors which are physical persons are subject to the Belgian withholding tax of 30% if the dividends are distributed by a paying agent established in Belgium. Please refer to 6.4 below concerning the discharging effect of withholding tax.

6.4 The discharging effect of withholding tax

When income has been subject to withholding tax in Belgium, such withholding tax has a discharging effect, meaning that the investor does not have to report such income in his yearly personal income tax return. If income has not been subject to withholding tax in Belgium, the investor has to declare such income in his yearly personal income tax return, and will be taxed at the flat rate of 30%.

6.5 Tax on securities accounts

A tax on securities accounts (“**TSA**”) was introduced by the law dated 17 February 2021 which entered into force on 26 February 2021. The TSA is an annual tax of 0.15% on the assets held in securities account that exceed EUR 1 million in average value (this includes financial instruments as well as cash balances). The TSA is limited to 10% of the difference between the average value and the threshold of EUR 1,000,000. The threshold of EUR 1,000,000 is assessed on the average value of the assets in the securities account at 4 reference points within the reference period (31 December, 31 March, 30 June and 30 September).

Resident taxpayers are subject to the TSA with respect to their securities accounts held with domestic and foreign financial institutions, whereas non-resident taxpayers are only subject to the TSA with respect to their securities accounts held with Belgian financial institutions.

For securities accounts held with Belgian financial institutions, the Belgian intermediary will have to withhold and pay the TSA to the Belgian State and file the tax return. For securities accounts held with foreign financial institutions, the foreign intermediary will have the option to appoint a tax representative in Belgium that will pay the tax and carry out the relevant formalities. In the absence of such a tax representative, the account holder must file the return and pay the tax to the Belgian State directly.

Please contact your legal counsel or tax advisor for more information.

6.6 Directive 2011/16/EU on administrative cooperation in the field of taxation as amended by Directive 2014/107/EU

Investors residing in an EU Member State and earning income in the form of interest (i.e. the interest component as described under 6.2.1) through a paying agent established in another EU Member State must inform themselves as to the legal and regulatory provisions that apply to them.

6.7 Other taxes

Tax on stock exchange operations (“**TOB**”) is withheld on the redemption and conversion of capitalization (accumulation Shares) where these transactions are entered into in Belgium or deemed to be entered into Belgium (which is the case if the investor is a Belgian tax resident). Both upon redemption and upon conversion of capitalization (accumulation shares) the rate of the TOB amounts to 1.32% of the net asset value per Share (with a maximum of EUR 4,000 per transaction).

7. Ownership of Shares and nominee structures

The law governing the relationship between nominee-investors and nominees is, in principle, Belgian law. As the case may be, nominees are required to comply with the FSMA’s Circular OPC 4/2007 regarding nominee services.