

21 November 2011

To: The holders of Management Shares and the holders of Participating Shares for information only

Dear Sir/Madam

Change of Administrator of Nedgroup Investments Funds Plc (the "Fund") and Adoption of New Articles of Association

Introduction

Further to my letter to you of 30 September 2011, I write to inform you that as a result of Credit Suisse Administration Services (Isle of Man) Limited ("**Credit Suisse**"), the current administrator of the Fund, closing its Isle of Man based office, it is proposed that a new administrator be appointed by the Fund with effect from 21 November 2011.

In addition, it is proposed that a number of changes be made to the current valuation point, settlement period and timing for subscription and redemption of participating shares in the Fund. In order to incorporate such amendments, the articles of association of the Fund will require to be amended.

No action is required to be taken by you in connection with this proposal.

Change of Administrator

By way of background, you will recall that on 30 April 2011, Credit Suisse became the administrator of the Fund as a result of the sale by ABN AMRO Bank NV of its Prime Fund Solutions business, which included the business of ABN AMRO Fund Services (IOM) Limited, the Fund's former administrator, to Credit Suisse AG and certain of its affiliates. In connection therewith, the Fund agreed to transfer service providers to Credit Suisse as a result of which Credit Suisse became the new administrator of the Fund on 30 April 2011.

Following the decision of Credit Suisse to close its Isle of Man based office, on 31 August 2011 the Fund received a termination notice from Credit Suisse pursuant to which Credit Suisse provided three months' notice terminating its appointment as administrator of the Fund.

In connection with the termination of Credit Suisse's appointment as administrator, the Fund has determined to appoint Credit Suisse Administration Services (Ireland) Limited of Kilmore House, Park Lane, Spencer Dock, Dublin 1, Ireland ("**Credit Suisse Dublin**") as the new administrator of the Fund with effect from 21 November 2011. The Directors of the Fund are of the opinion that the appointment of Credit Suisse Dublin will provide the Fund with continuity of service and present the least disruption for the Fund and its shareholders.

Pursuant to a novation agreement between, inter alios, the Fund, Credit Suisse and Credit Suisse Dublin, the administration agreement dated 16 November 2007 (as amended) (which was novated to Credit Suisse on 19 April 2011) will be novated to Credit Suisse Dublin which will have the effect of replacing Credit Suisse with Credit Suisse Dublin as the new administrator of the Fund on the same terms as Credit Suisse is currently engaged, save that the fee to be charged by Credit Suisse Dublin will be reduced from 0.14% per annum of the Fund's net asset value to 0.12% per annum of the Fund's net asset value and subject to a minimum annual fee of US\$500,000 per annum. The Directors of the Fund wish to draw your attention to the fact that at current levels of assets under management, the Fund will not be impacted by the minimum fee payable to Credit Suisse Dublin. Consequently, it is not anticipated that the appointment of Credit Suisse Dublin will have any detrimental impact on the Fund or its shareholders.

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Registered in the Isle of Man No 004500V

Directors A V Lodge T A Wiltcher D Macready (South African) Registered Agent ILS Fiduciaries (IOM) Limited



Adoption of New Articles of Association

Following consideration of the Fund's current arrangements for valuation, issue and redemption of participating shares, the Directors of the Fund have determined to make the following changes to the valuation point, settlement period and timing for subscription and redemption of participating shares in the Fund:

1. the valuation point for the redemption and subscription of participating shares in the Fund is currently 5.00 pm (Isle of Man time) on the business day prior to a dealing day. The Directors of the Fund have determined to change the valuation point for redemption and subscription of participating shares in the Fund to 11.00 pm on the business day prior to dealing in order to allow the Fund to capture the close of the US market when determining valuation;
2. requests for redemptions and subscriptions of participating shares in the Fund must currently be received by 12.00 noon on a dealing day in order to be dealt with on that dealing day. The Directors of the Fund have determined to alter this deadline to 5.00 pm on the business day prior to a dealing day in order to standardise the terms offered from other Nedgroup Investments products; and
3. upon receipt of a redemption request, the Fund currently uses all reasonable endeavors to ensure that payment is effected within ten business days of the relevant dealing day. The Directors of the Fund have determined to amend this settlement period such that, the Fund will use all reasonable endeavors to ensure that payments in respect of redemptions of participating shares is effected within five business days of the relevant dealing day.

These changes have been incorporated in the Fund's Scheme Particulars with effect from 3 January 2012. However, in order to incorporate such changes in the Fund's articles of association the Fund is required to adopt new articles of association, which will simply amend the relevant provisions of the Fund's current articles relating to paragraphs 1 – 3 (inclusive) above. In order to achieve this a general meeting is required to be convened and to this end a notice of general meeting of the Fund convened for 10 am on 3 January 2012 appears on the following page. This meeting will be held at Samuel Harris House, St George's Street, Douglas, Isle of Man.

It should be noted that only the holders of management shares in the capital of the Fund have a right to vote at the forthcoming General Meeting, although all holders of participating shares have a right to attend the General Meeting. The Manager, Nedgroup Investments (IOM) Limited, and its nominees are the registered holders of all the management shares. The Manager has undertaken to exercise all the votes attached to the management shares held by it in favour of the resolution to be proposed at the General Meeting and to procure that all its nominees who hold management shares also vote in favour of such resolution.

The Fund offers dealing on a daily basis and as such shareholders may elect to redeem on any business day. It is important to understand that the change of administrator and the adoption of the new Articles will have no detrimental impact on the existing shareholders.

If you have any queries in relation to the contents of this letter please contact your Financial Adviser or Nedgroup Investments (IOM) Limited, the Manager, on 0800 999 160 (toll free from South Africa), or +44 1624 645150, or email helpdesk@nedgroupinvestments.com.

Yours faithfully

A handwritten signature in black ink, appearing to read 'A V Lodge'.

A V Lodge
Director



NEDGROUP INVESTMENTS FUNDS PLC
(the "Fund")

Notice of General Meeting

NOTICE IS HEREBY GIVEN that a General Meeting of the Fund will be held at First Floor, Samuel Harris House, 5-11 St George's Street, Douglas Isle of Man on 3 January 2012 at 10 am to consider and, if thought fit, pass the resolution set out below, which will be proposed as a special resolution.

SPECIAL RESOLUTION

That the Fund adopts the new articles of association in the form tabled at this meeting.

BY ORDER OF THE BOARD

A V Lodge

Dated: 21 November 2011

Registered Office:

First Floor
Millennium House
Victoria Road
Douglas
IM2 4RW

Notes:

1. A member entitled to attend and vote at the above meeting is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not also be a member. Completion of a form of proxy will not preclude a member from attending the meeting and voting in person if he should so wish.
2. To be valid the instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, must reach the office of the Manager, Nedgroup Investments (IOM) Limited, at First Floor, Samuel Harris House, St George's Street, Douglas, Isle of Man IM1 1AJ not later than 9 am on the 3 January 2012.