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February 2016

Dear Policyholder

Policy Number: «Plan_No»

Changes to the underlying fund of R108 LeggMason Martin Currie Global Resources

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

We are writing to you as an investor in the above named fund, which invests in the underlying fund Legg Mason Martin Currie GF Global Resources.

Friends Provident International Limited ("Friends Provident International") has been notified by Martin Currie Global Funds (the "Company") of the merger between the underlying funds Legg Mason Martin Currie GF Global Resources Fund and Legg Mason Martin Currie Global Resources Fund. This merger will take effect from **11 March 2016** and will result, in changes to both the underlying fund and the R108 LeggMason Martin Currie Global Resources fund.

The Company has advised that it will widen the use of derivatives for investment purposes, and states:

"The Fund may invest up to 20 per cent of its Net Asset Value in aggregate in Money Market Instruments, deposits, financial derivative instruments, and units or shares of other collective investment schemes within the meaning of Regulation 68(1)(e), provided that the Fund may invest no more than 10 per cent of its Net Asset Value in units or shares of such other collective investment schemes, and investments in such schemes will be for the purposes of gaining exposure to the types of instruments described herein or otherwise to pursue the investment objective and policies of the Fund. The Fund may invest in certain types of financial derivative instruments, as described in the "Investment Techniques and Instruments and Financial Derivative Instruments" section in the Base Prospectus, including futures (equity and index), low exercise price warrants and forward currency exchange contracts, for investment purposes and efficient portfolio management purposes. The Fund may be leveraged to up to 100 per cent of its Net Asset Value as a result of its use of financial derivative instruments.

Assets of the Fund may be denominated in currencies other than the Base Currency of the Fund. Therefore, the Fund may be exposed to currency risk due to fluctuations in the exchange rate between such currencies and the Base Currency. The Sub-Investment Manager may or may not try to mitigate this risk using various hedging strategies through the use of financial derivative instruments. More information concerning such currency hedging strategies and the risks associated therewith are set forth in the “Investment Techniques and Financial Derivative Instruments” and “Risk Factors” sections in the Base Prospectus.”

A summary of further changes is shown in the following table:

	Before 11 March 2016	From 11 March 2016
Mirror Fund Name	LeggMason Martin Currie Global Resources	LeggMason Martin Currie Global Resources (Unchanged)
Fund Code	R108	R108 (Unchanged)
Currency	USD	USD (Unchanged)
Underlying Fund Name	Legg Mason Martin Currie GF Global Resources USD	Legg Mason Martin Currie Global Resources Class A USD Distributing
Domicile of the underlying fund	Luxembourg	Ireland
End of year accounting for underlying fund	31 March	28 February
Investment Manager for underlying fund	Martin Currie Investment Management Limited	Legg Mason Investments (Europe) Limited
Investment objective and policy for underlying fund	<p>The Fund aims to produce long-term capital growth.</p> <p>The Fund will invest a minimum of two thirds of its total assets (after deduction of ancillary liquid assets) in equities of companies globally which are predominantly engaged in the energy, basic materials and utilities sectors.</p> <p>The Fund uses the commitment approach for global exposure calculation purposes.</p> <p>The Fund may use derivatives for the purposes of risk reduction and efficient portfolio management.</p>	<p>The Fund aims to produce long-term capital growth.</p> <p>The Fund will invest at least 80% of its assets in shares of companies that are mainly engaged in the energy, basic materials, industrials and utilities sectors.</p> <p>The Fund may invest anywhere in the world, including emerging market countries.</p> <p>The Fund will typically invest in 40 to 60 companies.</p> <p>The Fund may invest in derivatives</p>

		<p>(financial instruments whose value is derived from the value of other assets), in order to reduce risk or cost for the fund.</p> <p>The fund may invest up to 10 per cent of its Net Asset Value in securities issued by Russian issuers.</p> <p>Due to its investment policies, this fund may have particularly volatile performance.</p>
Annual Management Charge (AMC) for underlying fund	1.50%	1.50% (Unchanged)
Ongoing Charges Figure (OCF) for underlying fund	1.84%	1.70%
Risk profile (Determined by Friends Provident International for reference only)	5	5 (Unchanged)

To facilitate the merger, dealing on both the underlying fund and **R108 LeggMason Martin Currie Global Resources** will be temporarily suspended from 07 March to 11 March 2016. Please note that instructions received for **R108 LeggMason Martin Currie Global Resources** after the cut off time on Thursday 03 March 2016 will not transact until the next available dealing date of Monday 14 March 2016.

All other details of the underlying fund and **R108 LeggMason Martin Currie Global Resources** remain unchanged.

Please be advised that a copy of the underlying fund prospectus will be available, on request, after the effective date.

You do not need to take any action as a result of this letter if you wish to remain invested in this fund, once this change has taken place. You can however choose to switch to a different investment from the range available to you should you wish to do so, and no Friends Provident International charges will arise from this transaction.

We recommend that you seek the advice of your usual financial adviser before making any investment decisions.

