

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt about the action to be taken you should consult a person who is appropriately authorised under the Financial Services and Markets Act 2000 and who specialises in advising on investments of the type referred to in this document.

**PROPOSAL IN RELATION TO
ABRDN UK REAL ESTATE FEEDER FUND**

**(consequential changes in light of changes to the investment objective and policy
of abrdn UK Real Estate Fund)**

This document contains Notice of the Unitholders' Meeting in Appendix E. Please complete and return the Proxy Voting Form in accordance with the accompanying instructions set out in this document as soon as possible and in any event so that it arrives no later than **9 am (UK time) on 16 September 2024**.

GLOSSARY OF TERMS USED IN THIS DOCUMENT

Throughout this document, the following definitions apply:

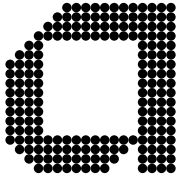
“AIFM”	abrdrn Fund Managers Limited, as authorised fund manager of the Fund;
“COLL Sourcebook”	the part of the FCA Handbook of Rules and Guidance which deals with regulated collective investment schemes;
“Depositary”	Citibank UK Limited, as depositary and trustee of the Fund;
“Effective Date”	2 October 2024 or such subsequent date as may be agreed in writing between the AIFM and the Depositary;
“Efficient Portfolio Management”	an economically appropriate and cost effective transaction aiming at reducing risk or cost; or generating additional capital or income with a risk level which is consistent with the risk profile of the Fund and the risk diversification rules laid down in the COLL Sourcebook;
“Extraordinary Resolution”	the extraordinary resolution set out in the Notice of Unitholders’ Meeting contained in Appendix E to this document;
“FCA”	the Financial Conduct Authority, or any successor regulatory body;
“Fund”	abrdrn UK Real Estate Feeder Fund, an authorised unit trust which invests 100% of its assets in the Master Fund;
“ISA”	Individual Savings Account;
“Trust Deed”	the trust deed constituting the Fund (including any supplemental trust deed thereto);
“Master Fund”	abrdrn UK Real Estate Fund;
“Notice”	the document containing the Notice of the Unitholders’ Meeting set out in Appendix E to this document;
“Prospectus”	the current prospectus of the Fund;
“Proxy Voting Form”	the proxy voting form for use by Unitholders in respect of the Unitholders’ Meeting, which appears in Appendix F to this document and/or for individual Unitholders by accessing the following URL http://castavote.online/abrdrn ;
“Shareholder” or “Shareholders”	in relation to a share of the Master Fund, the person or persons entered in the register as the shareholder or shareholders of that share or those shares on the date seven days before the date that this document is issued and excluding any person or persons who are known to the authorised corporate director of the Master Fund not to be registered Shareholders at the time of the corresponding meeting of Shareholders;
“Trust”	abrdrn UK Real Estate Trust;
“Unit” or “Units”	a unit or units in the Fund (including larger and smaller denomination units in the Fund);
“Unitholder” or “Unitholders”	in relation to a Unit of the Fund, the person or persons entered in the register as the Unitholder or Unitholders of that Unit or those Units on the date seven days before the date that this document is issued and excluding any person or persons who are known to the AIFM not to be registered Unitholder at the time of the Unitholders’ Meeting; and

“Unitholders’ Meeting” the meeting of Unitholders of the Fund taking place at the offices of 1 George Street, Edinburgh EH2 2LL on 18 September 2024 at 9 am (UK time) and convened by the Notice of Unitholders’ Meeting set out in Appendix E to this document.

TIMETABLE FOR THE PROPOSED CHANGES

Date	Event
The day seven days before the date of this document	Record date for voting (if you were not on the register of Unitholders of the Fund on this date you will not be eligible to vote)
7 August 2024	Date of this Document
9 am (UK time) on 16 September 2024	Deadline for receipt of Proxy Voting Forms
9 am (UK time) on 18 September 2024	Unitholders' Meeting
<i>If the changes are approved at the Unitholders' Meeting:</i>	
1 October 2024	Deadline to redeem or switch prior to the Effective Date of the proposed changes
2 October 2024	Effective Date of the proposed changes
<i>If the Unitholder's Meeting is required to be adjourned:</i>	
9 am (UK time) on 23 September 2024	Deadline for receipt of Proxy Voting Forms for the adjourned Unitholders' Meeting (if required)
9 am (UK time) on 25 September 2024	Adjourned Unitholders' Meeting (if required)
<i>If the changes are approved at the adjourned Unitholders' Meeting:</i>	
8 October 2024	Deadline to redeem or switch prior to the Effective Date of the proposed changes
9 October 2024	Effective Date of the proposed changes

Please note that these times and dates may differ if the AIFM and the Depositary agree that the Effective Date should be later. Should any dates differ from those stated in the above timetable, Unitholders will be notified accordingly.



7 August 2024

Dear Unitholder,

1. Proposed changes to the abrdn UK Real Estate Feeder Fund (the “Fund”)

You are invested in the Fund, so please read this letter carefully as it contains important information regarding proposed changes in respect of the Fund. Having read this letter, you may wish to consult with your financial advisor before taking any action.

We, abrdn Fund Managers Limited (the Authorised Fund Manager of the Fund, or “AIFM”), are writing to you as a Unitholder in the Fund to inform you of our proposal to make some changes to the Fund, which are consequential changes in light of changes to the abrdn UK Real Estate Fund, the master fund of the Fund (the “Master Fund”). We believe these changes will have an overall beneficial effect on the Fund and its Unitholders, and are pleased to offer investors a reduced Annual Management Charge for most share classes, as further described in section 4.1 below. The purpose of this document is to set out the reasons behind the proposed changes and to seek your approval for them at a Unitholders’ Meeting.

2. What changes are proposed?

2.1 Fundamental change requiring approval at the Unitholders’ Meeting

We propose to **amend the investment objective and policy** of the Master Fund to enable it to invest a higher proportion of its assets in global property-related assets, such as real estate investment trusts (“REITs”), exchange traded funds and shares of companies engaged in property and property related activities. This change will allow the Master Fund to amend its current portfolio composition to reduce its direct exposure to UK real estate and to increase its indirect exposure to global property. As such, if approved at the Unitholders’ Meeting and at a meeting of Shareholders in the Master Fund, the AIFM will reflect these changes at Fund level, as relevant.

A comparison of the Master Fund’s current and proposed investment objective and policy is set out in Appendix A and includes the following key changes:

- (a) Portfolio Holdings: If the Master Fund’s investment objective and policy is amended as proposed, then:
- (i) the Master Fund’s UK property holdings will be reduced (the Fund currently invests circa 85% in direct UK property holdings), and it will aim to typically hold 45% of its total value in such assets; and
 - (ii) the Master Fund will increase its indirect exposure to property through REITs, exchange traded funds and shares of companies engaged in property and property related activities, and it will aim to hold 45% of its total value in such assets.

Although the Master Fund’s overall investment in property and property-related assets will typically be expected to be in the region of 80%-90% of the Master Fund’s assets, this may vary as a result of factors such as market conditions. However, the overall exposure to property and property-related assets will not be lower than 60% and the Master Fund will ensure it remains a “property authorised investment fund” (“PAIF”) at all times.

- (b) Geography: Currently, the Master Fund may invest in UK freehold and leasehold commercial property from across the retail, office, industrial and other sectors. If the Master Fund’s investment objective and policy is amended as proposed, the Master Fund’s indirect property exposure will be worldwide, which will typically be 45% of the Master Fund.

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abrdn Fund Managers Limited, registered in England (00740118) at 280 Bishopsgate, London, EC2M 4AG.
Authorised and regulated by the Financial Conduct Authority in the United Kingdom.
0001576263 12/22



- (c) Performance Target Period: Currently, the Master Fund aims to achieve its Performance Target over a rolling three-year period. If the Master Fund's investment objective and policy is amended as proposed, this timeframe will be extended so that the Master Fund will aim to achieve its Performance Target over a rolling five-year period.
- (d) Target Benchmark: Currently, the Master Fund aims to exceed the return of the IA UK Direct Property Sector Average (after charges). If the Master Fund's investment objective and policy is amended as proposed, then the Master Fund's target benchmark will move to a composite benchmark (i.e. a mix of different benchmarks) as follows:
 - (i) 45% MSCI UK Monthly Property Index;
 - (ii) 45% FTSE EPRA Nareit Developed Net Total Return Index; and
 - (iii) 10% SONIA.

2.2 Other changes to the Master Fund and Fund (if the fundamental change is approved)

If the proposed change outlined above is approved by Unitholders and Shareholders, we will also:

- (a) change the name of the Master Fund from "abrdrn UK Real Estate Fund" to "abrdrn Real Estate Fund";
- (b) change the name of the Fund from "abrdrn UK Real Estate Feeder Fund" to "abrdrn Real Estate Feeder Fund";
- (c) change the name of the Trust from "abrdrn UK Real Estate Trust" to "abrdrn Real Estate Trust";
- (d) include additional risk factors associated with investment in REITs and equities;
- (e) update the management process disclosure in the prospectus by removing the constraining benchmark as the Master Fund will no longer have such a benchmark, including additional information on how the Investment Adviser of the Master Fund selects indirect property assets and flagging that the Master Fund's performance profile may deviate significantly from that of the proposed composite benchmark; and
- (f) amend the derivative disclosure in the prospectus to make clear that derivatives may be used to manage currency risk (i.e. because the underlying assets may not all be in GBP, derivatives may be used to help manage the currency deviation risk).

These changes do not require approval at the Unitholders' Meeting but will only proceed if the fundamental change outlined in section 2.1 is approved by Unitholders and Shareholders.

2.3 Other change to the Master Fund (even if the fundamental change is not approved)

We will also be taking this opportunity to amend the investment and borrowing powers of the Master Fund so that each sub-fund can invest up to 15% (rather than 10%) in collective investment schemes as is permitted under the COLL Sourcebook to give maximum flexibility. This change does not require approval at the Unitholders' Meeting and the change will proceed even if the fundamental change is not approved. The Prospectus will be updated with this change on and from the Effective Date (or shortly thereafter).

3. Why are these changes proposed?

3.1 Change to investment objective and policy

- (a) The Fund's and Master Fund's target market is made up of Unitholders and Shareholders who wish to access a daily dealing real estate fund and, in the case of the Fund, who are ineligible or unable to invest directly in the Master Fund. It is our priority to continue offering a fund that meets Unitholders' and Shareholders' expectations for daily dealing.

- (b) The FCA have consulted on the possibility of issuing new rules for funds that invest over 50% of their assets in direct property. These rules would introduce extended notice periods of either 90 or 180 days before allowing investors to receive their redemption proceeds following submission of a redemption request. Given the Master Fund's current high allocation to direct real property, the Master Fund is expected to fall within the proposed new rules. These proposed notice period rules would then likely flow through to Unitholders in the Fund. The FCA has not yet confirmed its final position on the introduction of notice periods. It is important to note that the changes described are based on the proposals in the FCA's Consultation Paper 20/15 and that any changes in the rules as finally made will need to be addressed.
- (c) The consensus from Shareholders and Unitholders with whom we have engaged is that notice periods would not be desirable and that there is a strong preference to maintain daily dealing in the Master Fund and Fund. In addition, the platform infrastructure supporting investment into the Master Fund and Fund does not facilitate anything other than daily dealing, thereby prohibiting investment for the majority of Shareholders and Unitholders were notice periods to be introduced. We are therefore proposing these changes to continue to meet Shareholder and Unitholder needs for daily dealing optionality.
- (d) We would like to bring more certainty to investors in the Fund about the future of the Fund and the Master Fund around the continuity of daily dealing in light of the FCA's consultation to introduce notice periods.
- (e) We therefore propose to make changes to the Master Fund's portfolio to decrease direct property below the proposed 50% threshold. We understand that under the proposed rules this would allow the Master Fund and the Fund to continue to offer daily dealing to their Shareholders and Unitholders, as the FCA's proposed rules on notice periods would not apply.
- (f) By implementing the proposed changes, we aim to continue to deliver an allocation to direct property with the additional benefits of diversification.
- (g) We consider this change to be in the best interests of Unitholders and Shareholders, enabling the Fund to continue meeting the needs of its and the Master Fund's target market.

3.2 Name change

If the fundamental change outlined in section 2.1 is approved by Shareholders and Unitholders, we propose to change the name of the Master Fund, which we consider to be more representative of the proposed revised investment objective and policy.

The term 'UK' will be removed as the Master Fund will no longer be primarily focused on investing in UK assets – although the Master Fund's direct property holdings will remain in the UK, the Master Fund's indirect property exposure will be worldwide (this accounts for 45% of the Fund). 'Real Estate' has been retained as the Master Fund will invest in both direct property and have indirect exposure to property.

Given the Fund feeds into the Master Fund, it would no longer be appropriate to refer to the Fund as a "UK Property Feeder Fund" or to the Trust as a "UK Real Estate Trust".

3.3 Change of Performance Target period and target benchmark

We will extend the timeframe to achieve the Master Fund's Performance Target to a rolling five-year period to align with the Master Fund's long term objective. Five years is thought to be a reasonable estimate of a market cycle and a period we believe is more consistent with assessing the outcome of the Master Fund.

We will also amend the Master Fund's target benchmark to better align with the proposed management process and to better reflect the proposed nature of the investment universe of the Master Fund. This new composite benchmark will act as a better benchmark against which

Shareholders, Unitholders and potential investors can compare the performance of the Master Fund.

The new composite benchmark for Units will be made up of the following:

- (i) 45% MSCI UK Monthly Property Index;

MSCI UK Monthly Property Index measures unlevered total returns of directly held property investments from one valuation to the next. The index tracks performance of 1,287 property investments, with a total capital value of GBP 25.2 billion as at June 2024. This index is a more appropriate comparator for the portion of the Fund that is exposed to UK properties.

- (ii) 45% FTSE EPRA Nareit Developed Net Total Return Index;

The FTSE EPRA Nareit Developed Net Total Return Index is designed to track the performance of listed real estate companies and REITs worldwide. This index is an appropriate comparator for the portion of the Fund that invests in global REITs, exchange traded funds and shares of companies engaged in property and property related activities or property-related collective investment schemes.

- (iii) 10% SONIA;

SONIA is based on actual transactions and reflects the average of the interest rates that banks pay to borrow sterling overnight from other financial institutions and other institutional investors. This comparator is used to measure the performance of the Fund's holdings in cash.

3.4 Additional disclosures

As described in clauses 2.2(d), (e) and (f), we are making consequential changes to the existing disclosures in the Prospectus about the Master Fund's management process, derivatives and the associated risk factors.

4. What do the proposed changes mean for you?

4.1 Changes to the Fund's investment objective and policy, subject to Unitholder approval

If the proposed changes in section 2.1 are approved by the Shareholders and Unitholders, the Master Fund's investment objective and policy will be updated as set out in Appendix A which will flow through at the Fund level. These changes are intended to become effective on the Effective Date.

Subsequently, the Master Fund will undergo a portfolio transition to reduce its existing direct holdings in UK property and to increase investments in global REITs or other property-related assets (in line with the new permitted investment universe). The transition process is expected to take up to 18 – 24 months but may take longer due to the illiquid nature of direct property and varying market conditions. Unitholders should consult the Master Fund's latest factsheet available online at www.abrdn.com/en/uk/adviser/fund-centre#literature to confirm the latest composition of the Master Fund during the transition period.

Upon the completion of the transition, the Master Fund's overall exposure to property, via direct property and property-related assets, is typically expected to comprise 80% - 90%. Direct holdings in UK property are expected to comprise typically 45% of the Master Fund's assets, and the remainder of the property part of the portfolio will be invested in global REITs, exchange traded funds and shares of companies engaged in property and property related activities. The Master Fund will maintain a small allocation to cash in line with prudent cash and liquidity management practices suitable for the Master Fund's revised portfolio composition.

The Master Fund will continue to operate as a PAIF.

In light of the proposed changes to the Master Fund's investment objective and policy, we are pleased to offer Unitholders a **reduced Annual Management Charge for most unit classes**, on and from the Effective Date. We believe that the reduced Annual Management Charge offers Unitholders value for money in light of the proposed changes to the investment objective and policy.

If the proposed change is approved, the Annual Management Charge across existing Unit Classes will be reduced for most Unit Classes as follows:

Unit Class	Current Fund Management Fee	New Annual Management Charge (if proposed change is approved)
Retail	1.30%	1.15%
Institutional	0.75%	0.60%
Platform 1	0.75%	0.60%
J Class	0.67%	0.60%

The proposed changes to the Master Fund's investment objective and policy will alter the risk profile of the Master Fund, introducing new investment risks, such as:

- equity risk: Equities can lose value rapidly, and typically involve higher market risk than bonds or money market instrument; and
- the risk attributable to investing in listed real estate investment trusts: REITs are sensitive to variations in the value of the underlying properties and rental income. REITs are generally considered to be higher risk investments than bonds or cash.

If you have any concerns regarding the impact of these risks, please seek professional advice.

Unitholders should note that the design of the Master Fund and the Fund's proposed changes is based on our current understanding of the FCA's existing and proposed future rules. Further changes, additions or augmentations to the FCA rules, guidance or policy cannot be predicted and may impact the Master Fund and the Fund and/or our future ability to manage the Fund as proposed in this letter.

4.2 Other associated changes

If the proposed changes in section 2.1 are approved, the additional changes referred to in section 2.2 will also be implemented as they are a necessary consequence of the proposed changes to the Master Fund's investment objective and policy and will ensure alignment with the future portfolio composition of the Master Fund. These changes are intended to become effective on the Effective Date.

5. Unitholder approval

Our proposal to change the investment objective and policy of the Master Fund requires approval by an Extraordinary Resolution passed at the Unitholders' Meeting. The procedure for such meeting of Unitholders is set out in Appendix D.

The Extraordinary Resolution is set out in the Notice of meeting at Appendix E.

The details of the various consents and acknowledgements from the FCA and the Depositary in relation to the proposed changes are set out in Appendix C, along with a list of documents relating to the Fund which are available for inspection before the Unitholders' Meeting.

6. Details of the Unitholders' Meeting and your right to vote

6.1 Holding the Unitholders' Meeting and placing your vote

Notice of the Unitholders' Meeting is contained in Appendix E. The meeting will be held at 9 am (UK time) on 18 September 2024 at 1 George Street, Edinburgh EH2 2LL.

You may submit your vote by the following methods:

- (a) Submitting a proxy vote: If you wish to vote by proxy, please complete the enclosed Proxy Voting Form enclosed in Appendix F, and return it to abrdr Fund Managers Limited either electronically to abrdrn@castavote.co.uk or in the prepaid envelope provided Attn: C/O Corporate Mailing Solutions Limited, Unit 4B, Chelmsford Road Industrial Estate, Great Dunmow CM6 1HD. Please note that the Proxy Voting Form must arrive no later than 9 am (UK time) on 16 September 2024. The prepaid envelope provided should only be used to return your Proxy Voting Form and should not be used to provide us with dealing instructions or for general correspondence.
- (b) Submitting a proxy vote online (individual Unitholders only): If you wish to vote by proxy, you can complete the Proxy Voting Form by accessing the following URL <http://castavote.online/abrdrn> using your investor reference number and unique pin provided in this document in accordance with the instructions provided online. Please note that the Proxy Voting Form must be submitted online no later than 9 am (UK time) on 16 September 2024.
- (c) Attending the Unitholders' Meeting (direct Unitholders only): If you hold Units directly, you are welcome to attend the meeting and vote in person. Even if you return or submit (where applicable) the Proxy Voting Form, you can still attend and vote at the meeting if you so wish (though your vote will only count once).

6.2 Following the Unitholders' Meeting

The results of the vote will be published after the Effective Date on our website: [www.abrdrn.com/en-gb/personal/log-in/abrdrn-uk-funds-oeic-unit-trust/investor communications](http://www.abrdrn.com/en-gb/personal/log-in/abrdrn-uk-funds-oeic-unit-trust/investor%20communications).

7. What happens if the changes are approved?

If the required majority of Unitholders approve the proposed fundamental changes, the changes will be implemented on the Effective Date. The required majority is not less than 75% of the votes cast. You can call us on 0345 113 6966 or +44 (0) 1268 44 5488 if outside the UK after the Unitholders' Meeting to learn the outcome.

In addition, the Master Fund will hold its own Shareholders' meeting to approve the same changes to the Master Fund's investment objective and policy as set out in this letter. The Shareholders must also approve corresponding changes at Master Fund level in order for the Fund's changes to go ahead.

Unitholders that do not wish to remain invested in the Fund if the proposed fundamental changes are approved will be able to redeem or switch their Units free of any initial charge in accordance with the terms of the Prospectus (see "Buying, Redeeming, Converting, Exchanging and Switching Units") and the timetable set out in this document. Further details of the funds in our product range can be found at www.abrdrn.com/en/uk/adviser/fund-centre#literature. **A redemption or switch may have tax implications. If you are in any doubt about your potential liability to tax you should seek professional advice.** ISA investors may also switch to another ISA manager. If you wish to change ISA manager you will need to instruct your new ISA manager to begin this process as soon as possible and before 12 noon (UK time) on 1 October 2024. **If you hold Shares through an abrdrn ISA a redemption of Shares will result in you losing your ISA status and associated tax benefits in relation to redeemed Shares. If you are in any doubt about your potential liability to tax you should seek professional advice.**

8. What costs will be incurred if the changes are approved?

If the proposed changes are approved, the portfolio of the Master Fund will be adjusted to reflect the target portfolio composition set out in this letter and in the updated Prospectus. The transition process is expected to take up to 18 to 24 months but may take longer due to the illiquid nature of direct property and varying market conditions. The Master Fund will bear the costs of re-aligning the portfolio. Given the length of time the transition is expected to take, we do not expect the re-alignment costs to materially exceed the Master Fund's recent transaction costs. Market assumptions for the cost of selling a direct property are in the order of 1.5% of the sale price. This includes factors such as marketing, agents and legal fees. The costs of purchasing indirect property is in the order of 0.12% of the purchase price.

9. What happens if the changes are not approved?

If the required majority of Unitholders do not approve the proposed fundamental change, or if the Master Fund does not approve the corresponding proposed fundamental change, we will not implement any of the proposed changes outlined above at sections 2.1 and 2.2. We will continue to manage the Fund in accordance with the existing investment objective and policy and may consider further options for the future of the Fund.

10. Recommendation and action to be taken

For the reasons provided above, we recommend that you vote in favour of the Extraordinary Resolution set out in the Notice of Meeting in Appendix E. Because the Extraordinary Resolution requires a majority in favour of not less than 75% of the total number of votes cast, it is important that you exercise your right to vote.

Before you make your decision, we recommend you carefully read this document in full.

You can vote for or against this proposal by submitting the Proxy Voting Form, in accordance with the instructions set out in this document. Please place your vote as soon as possible and in any event so it reaches us before 9 am (UK time) on 16 September 2024. Direct Unitholders may also attend the Unitholders' Meeting.

11. Further information

If you have any questions, please contact us Monday to Friday between 9 am (UK time) to 5.30 pm (UK time) on 0345 113 6966 or +44 (0) 1268 44 5488 if outside the UK. We may record and monitor calls. Call charges may vary.

Please note that while we will be able to answer general questions on the proposed changes, we cannot provide financial advice.

If you do not understand this document, you should seek advice from a person authorised to give investment advice.

Yours faithfully,



Adam Shanks, Director
For and on behalf of abrdn Fund Managers Limited

Appendix A

PROPOSED CHANGES TO THE MASTER FUND'S INVESTMENT OBJECTIVE AND POLICY

Current	New
Investment objective	
<p>To generate income and some growth over the long term (5 years or more) by investing in UK commercial property. It is intended that the fund will be a PAIF at all times and, as such, its investment objective is to carry on property investment business and to manage cash raised for investment in the property investment business.</p> <p>Performance Target: To exceed the return of the IA UK Direct Property Sector Average return (after charges) over rolling three year periods. The Performance Target is the level of performance that the management team hopes to achieve for the fund. There is however no certainty or promise that they will achieve the Performance Target.</p> <p>The ACD believes this is an appropriate target for the sub-fund based on the investment policy of the fund and the constituents of the sector.</p>	<p>To generate income and some growth over the <i>long term</i> (5 years or more) by investing in <i>property</i> and <i>property</i> related investments. It is intended that the fund will be a <i>PAIF</i> at all times and, as such, its investment objective is to carry on <i>property investment business</i> and to manage <i>cash</i> raised for investment in the <i>property investment business</i>.</p> <p><i>Performance Target.</i> To achieve a return in excess of the following composite index over rolling five year periods (after charges). 45% MSCI UK Monthly Property Index; 45% FTSE EPRA Nareit Developed Net Total Return Index and 10% SONIA.</p> <p>The <i>Performance Target</i> is the level of performance that the management team hopes to achieve for the fund. There is however no certainty or promise that they will achieve the <i>Performance Target</i>.</p> <p>The ACD believes this is an appropriate target for the sub-fund based on the investment policy of the fund and the constituents of the composite index.</p>
Investment Policy	
<p><i>Portfolio Securities</i></p> <p>The fund will invest at least 70% in a diversified portfolio of UK freehold and leasehold commercial property selected from across the retail, office, industrial and other sectors.</p> <p>The fund may also invest indirectly in commercial property through investment vehicles such as quoted and unquoted property companies or funds (including those managed by abrtn).</p> <p>The fund may also invest in short term government bonds such as gilts, money-market instruments and cash.</p> <p><i>Management Process</i></p> <p>The management team use market research and their discretion (active management) to identify investments that are expected to benefit from changes in property prices and property improvements. They will maintain a diverse asset mix at sector level. In seeking to achieve the Performance Target, the MSCI UK Daily Traded APUTs and PAIFs in the UK Quarterly Universe</p>	<p><i>Portfolio Securities</i></p> <ul style="list-style-type: none"> • The fund will target an allocation of 45% investment in direct <i>property</i>; 45% investment in indirect <i>property</i> and 10% <i>money-market instruments</i> (including <i>cash</i>) which may vary as a result of factors such as market conditions. The fund will however invest at least 80% of the fund's assets in <i>property</i> and <i>property</i> related investments. • Direct <i>property</i> investment will be allocated to a diversified portfolio of UK Freehold and Leasehold <i>property</i> selected from across the retail, office, industrial and other sectors. • Indirect investment in global (including <i>Emerging Markets</i>) <i>property</i> is achieved through listed closed ended <i>REITs</i>, <i>exchange traded funds</i> and equities (company shares) of companies engaged in <i>property</i> and <i>property</i> related activities. • The fund may also invest in other funds (including those managed by abrtn), short

Property Index is used as a reference point for portfolio construction and as a basis for setting risk constraints. Due to the fund's risk constraints, the intention is that the fund's performance profile will not deviate significantly from that of the MSCI UK Daily Traded APUTs and PAIFs in the UK Quarterly Universe Property Index over the longer term.

Please note: Selling property can be a lengthy process so investors in the fund should be aware that, in certain circumstances, they may not be able to sell their investment when they want to.

Derivatives and Techniques

The fund may use derivatives to reduce risk, reduce cost and/or generate additional income or growth consistent with the risk profile of the fund (often referred to as "efficient portfolio management").

Where derivatives are used, this would typically be to maintain allocations following a significant inflow into the fund.

term government bonds, *money-market instruments* and *cash*.

Management Process

- In respect of the direct *property* component, the management team use market research and their discretion (active management) to identify investments that are expected to benefit from changes in property prices and property improvements. They will maintain a diverse asset mix at sector level.
- In respect of the indirect *property* component, the management team use their discretion to maintain a diverse mix at country and company level. Their primary focus is on stock selection using research techniques to select individual holdings. The research process is focused on identifying companies where the management team have a different view of a company's prospects to that of the market, and which align with their views regarding future economic and business conditions.
- Due to the active nature of the management process, the fund's performance profile may deviate significantly from that of the composite index.

Please note: Selling *property* can be a lengthy process so investors in the fund should be aware that, in certain circumstances, they may not be able to sell their investment when they want to.

Derivatives and Techniques

- The fund may use *derivatives* to reduce risk, reduce cost and/or generate additional income or growth consistent with the risk profile of the fund (often referred to as "*efficient portfolio management*").
- Where *derivatives* are used, this would typically be to maintain allocations following a significant inflow into the fund or to manage currency risk.

Specific risks

For more detail see section titled 'Risks'.

All general investment risks apply however for this fund investors should specifically be aware of the following:

- i. Property liquidity risk
- ii. Property transaction charges
- iii. Property valuation risk

	<ul style="list-style-type: none"> iv. Equity risk v. Concentration risk vi. Real Estate Investment Trust risk vii. Derivative risk viii. Single swinging pricing - impact on fund value and performance <p><i>Target Market</i></p> <ul style="list-style-type: none"> • Investors with basic investment knowledge. • Investors who can accept large short term losses. • Investors wanting an income and some growth over the longer term (5 years or more). • The fund has specific and generic risks all detailed on the Key Investor Information document (NURS-KII). <p>For general sale to retail and professional investors through all distribution channels with or without professional advice.</p>
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Appendix B

ADDITIONAL DISCLOSURES RELATING TO THE MASTER FUND'S RISK FACTORS

The following risk factors have been added to Section 4 of the Prospectus

Concentration Risk

To the extent that the fund invests a large portion of its assets in a limited number of industries, sectors, or issuers, or within a limited geographical area, it can be more risky than a fund that invests more broadly.

Focusing on any company, industry, sector, country, region, type of stock, type of economy, etc. makes the fund more sensitive to the factors that determine market value for the area of focus. These factors may include economic, financial or market conditions as well as social, political, economic, environmental or other conditions. The result can be both higher volatility and a greater risk of loss.

Equity Risk

Equities can lose value rapidly, and typically involve higher (often significantly higher) market risks than bonds or money market instruments. If a company goes through bankruptcy or a similar financial restructuring, its equities may lose most or all of their value.

Real Estate Investment Trust 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.

Many issuers of real estate related securities are highly leveraged, which can make their securities more volatile. The value of real estate-related securities does not necessarily track the value of the underlying assets.

Appendix C

FORMALITIES

1 The Depositary

In accordance with normal market practice, the Depositary, whilst expressing no opinion on the merits of the proposed changes and not having been responsible for the preparation of this document, has informed the AIFM that it considers that the proposed changes are in an appropriate form to be placed before Unitholders for their consideration. Whether to vote for or against the Extraordinary Resolution is a matter for the judgement of each Unitholder in the Fund and the confirmation is, therefore, not a recommendation as to the manner in which a Unitholder should vote.

The Depositary has also informed the AIFM that it consents to the references made to it in this document in the form and context in which they appear.

2 The FCA

The FCA has been informed of the changes proposed in this document and has confirmed that the implementation of them will not affect the continuing authorisation of the Fund.

3 Documents available for inspection

Copies of the following documents will be available for inspection at the offices of the AIFM during normal business hours on weekdays (excluding public holidays) from the date hereof until the date of the Unitholders' Meeting or of any adjourned meeting (and will also be available at the Unitholders' Meeting and any adjourned meeting):

- (a) the Trust Deed prospectively amended to reflect the proposed changes;
- (b) the Prospectus prospectively amended to reflect the proposed changes;
- (c) the confirmations and acknowledgements from the Depositary and the FCA referred to above;
- (d) the key investor information documents relating to the Fund, prospectively amended to reflect the proposed changes (indicative for a sample unit class); and
- (e) the latest annual and half yearly report and accounts for the Fund.

Appendix D

PROCEDURE FOR THE MEETING OF UNITHOLDERS

- General** The proposed changes to the investment objective and policy of the Fund are subject to approval by an Extraordinary Resolution of the Unitholders of the Fund. A Notice of a meeting of Unitholders setting out the Extraordinary Resolution to approve the proposed changes is set out in Appendix E. To pass, the Extraordinary Resolution must be carried by a majority in favour of at least 75% of the total number of votes cast at the meeting. Once passed, an Extraordinary Resolution is binding on all Unitholders, whether or not they voted in favour of it, or voted at all.
- Quorum** The quorum for the meeting is two Unitholders in the Fund, present in person or by proxy. Persons who are Unitholders in the Fund on the date seven days before the notice is sent out, but excluding persons who are known to the AIFM not to be Unitholders at the time of the meeting, are entitled to vote and be counted in the quorum.
- AIFM** The AIFM is not entitled to be counted in the quorum of, or to vote at, the Unitholders' Meeting or any adjourned meeting, except in respect of any Units which it holds on behalf of or jointly with another person who, if they were the registered Unitholder, would be entitled to vote and from whom the AIFM has received voting instructions. A Unitholder who is an associate of the AIFM is entitled to be counted in the quorum of the Unitholders' Meeting or any adjourned meeting but may only vote in the same circumstances as the AIFM.
- Chair** The Depositary has appointed a representative of the AIFM to be chair of the Unitholders' Meeting (the "**Chair**") and any adjournment thereof.
- Voting** In view of the importance of the proposed changes, the Chair of the meeting will order a poll to be taken in respect of the Extraordinary Resolution. On a poll, each Unitholder may vote either in person or by proxy.
- At a meeting each Unitholder's voting rights are based on the value of their Unitholding as a proportion of the total value of the Fund. A Unitholder entitled to more than one vote on a poll need not, if they vote, use all their votes or cast all the votes they use in the same way.
- In the case of joint Unitholders, the votes of the Unitholder whose name stands first in the register of Unitholders will be accepted to the exclusion of the others.
- Placing your vote** Direct Unitholders only: Returning a Proxy Voting Form will not preclude you from attending the Unitholders' meeting and voting in person should you subsequently wish to do so (although your vote will only count once).

Appendix E

NOTICE OF THE UNITHOLDERS' MEETING

ABRDN UK REAL ESTATE FEEDER FUND (THE "FUND")

NOTICE IS HEREBY GIVEN of a Unitholders' Meeting of the Fund which will be held at the offices of 1 George Street, Edinburgh EH2 2LL at 9 am (UK time) on 18 September 2024 to consider and vote on the following resolution which will be proposed as an **EXTRAORDINARY RESOLUTION**:

THAT the proposed changes to the investment exposure of the Fund resulting from the proposed changes to the Master Fund as described in a document dated 7 August 2024 and addressed by abrdn Fund Managers Limited to Unitholders of the Fund be approved and, that the AIFM and the Depositary be and they are hereby authorised to carry those proposed changes into effect.

abrdn Fund Managers Limited as AFM of abrdn UK Real Estate Feeder Fund.

Date: 7 August 2024

Registered Office:

280 Bishopsgate
London
EC2M 4AG

Notes in relation to the Unitholders' Meeting:

- 1 To be valid, the Proxy Voting Form and any power of attorney or other document evidencing the authority (if any) under which the Proxy Voting Form is signed, or a notarised certified copy thereof, must be returned by the time appointed for the Unitholders' Meeting. If so valid, the Proxy Voting Form shall also be valid for any adjourned meeting.
- 2 The quorum for the meeting is two Unitholders in the Fund, present in person or by proxy. Persons who are Unitholders in the Fund on the date seven days before the notice is sent out, but excluding persons who are known to the AIFM not to be Unitholders at the time of the meeting, are entitled to vote and be counted in the quorum.
- 3 To be passed, the Extraordinary Resolution must be carried by a majority in favour of not less than 75% of the total number of votes validly cast at the meeting.
- 4 Subject to note 6 below, in respect of the Unitholders' Meeting, on a poll, every Unitholder who is present in person, or by proxy or (being a corporation) is present by an authorised representative will have that proportion of the voting rights attached to all of the Units in issue that the aggregate price of the Units held by such Unitholder bears to the aggregate price of all of the Units in issue. A person entitled to more than one vote need not, if they vote, use all their votes or cast all the votes they use the same way.
- 5 The AIFM is not entitled to be counted in the quorum of, or to vote at, the Unitholders' Meeting or any adjourned meeting, except in respect of any Units which it holds on behalf of or jointly with another person who, if they were the registered Unitholder, would be entitled to vote and from whom the AIFM has received voting instructions. An associate of the AIFM is entitled to be counted in the quorum of the Unitholders' Meeting or any adjourned meeting but may only vote in the same circumstances as the AIFM.
- 6 In the above notes, the expression "Unitholders" shall mean, in relation to a Unit, the person or persons who were the registered Unitholders on the date seven days before the notice of the Unitholders' Meeting (or in the case of any adjournment, the adjourned meeting) was sent but excluding any person or persons who are known to the AIFM not to be a Unitholder or Unitholders in the Fund at the time of the Unitholders' Meeting or any adjourned meeting, and such expression shall be construed accordingly.

