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February 2016

Dear Policyholder

Policy Number: «Plan_No»

Changes to the underlying fund of P60 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 P60 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.

The Fund may invest up to 10 per cent of its Net Asset Value in securities issued by Russian issuers.

Due to its investment policies, this Fund may have particularly volatile performance.”

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	P60	P60 (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
Investment objective and policy for underlying fund	To produce long-term capital growth by investing a minimum of two-thirds of its total assets in equities of companies which are predominately engaged in the energy, basic material and utilities sectors.	The Fund’s investment objective is to produce long-term capital growth. The Fund invests at least 80 per cent of its Net Asset Value in equity securities that are listed or traded on Regulated Markets located anywhere in the world as set out in Schedule III of the Base Prospectus (including Emerging Market Countries), and are issued by companies that are predominantly engaged in the energy, basic materials, industrials and/or utilities sectors.
Annual Management Charge (AMC) for underlying fund	1.50%	1.50% (Unchanged)
On-Going 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 **P60 LeggMason Martin Currie Global Resources** will be temporarily suspended from 07 March to 11 March 2016. Please note that instructions received for **P60 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 fund remain unchanged.

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

This change will happen automatically within your policy and you do not need to take any action. However, you can choose to switch existing units and/or redirect any regular premiums to a different investment choice from our fund range 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.

Factsheets are available through the Fund Centre section of our website (www.fpinternational.com) for the alternative funds available to you. Full details on the underlying funds into which the Friends Provident International fund range invests can be found in the fund prospectus, which is available on request.

Who should you contact if you have any questions?

If you have any questions regarding your policy with us, please contact, by either phone or email, one of the following departments that correspond with your region:

General telephone number: + 44 1624 821212

Rest of the World Team – rowservicing@fpiom.com

Asia-Pacific Team – asiapacific@fpiom.com

Middle East Team – me&africa@fpiom.com

Latin America Team – latam.servicing@fpiom.com

If you have any questions regarding the operation of the mirror funds or the underlying funds, please contact our Fund Services team in the Isle of Man – Fundqueries.Intl@fpiom.com.

Yours sincerely

International Funds & Investments
Friends Provident International Limited

Fund prices may fluctuate and are not guaranteed. Investment involves risks. Past performance should not be viewed as a reliable guide of future performance.

Please refer to the principal brochure of the scheme for details including charges and risk factors.

