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must be earned

**Amundi**  
ASSET MANAGEMENT

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Notice to Shareholders of:

**Amundi Funds Pioneer US Equity Mid Cap Value**

8 January 2021

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IN CASE OF DISCREPANCIES BETWEEN THE FRENCH TEXTE AND THE ENGLISH TRANSLATION, THE FRENCH TEXT SHALL PREVAIL

Dear Shareholders,

The Board of Directors of Amundi Funds (the “**Company**”) is writing to you to advise you of the merger of Amundi Funds Pioneer US Equity Mid Cap Value (the “**Merging Sub-Fund**”) into the sub-fund Amundi Funds Pioneer US Equity ESG Improvers (the “**Target Sub-Fund**”), as shown in the table below.

You are also advised to read the Key Investor Information Documents relating to the relevant share class of the Target Sub-Fund.

You have a variety of options, which are explained in details below. Please carefully review the information provided.

*The Board of Directors of the Company*

## 01 Key Facts of the Merger

Merging Sub-Fund	Target Sub-Fund
Amundi Funds Pioneer US Equity Mid Cap Value	Amundi Funds Pioneer US Equity ESG Improvers

A detailed comparison of the Merging Sub-Fund and Target Sub-Fund is shown in Appendices 1 and 2.

### MERGER DATE:

19 February 2021 at midnight (Luxembourg time).

### BACKGROUND:

The principal aim of the merger is to rationalize existing products ranges of the Amundi Group, by creating investment efficiencies and economies of scale given the similarities of the investment strategies of the Merging Sub-Fund and the Target Sub-Fund.

### COSTS AND EXPENSES OF THE MERGER:

The costs and expenses of the merger will be borne by Amundi Luxembourg S.A. (the “**Management Company**”), except banking and transaction related costs.

### APPLICABLE LAW AND RULES:

The merger complies with Chapter 8 of the law of 17 December 2010 on undertakings for collective investment, as amended, article 33 of the Articles of Association of the Company and the related section “Liquidation and Merger” of the prospectus of the Company.

## 02 Merger Process

### PRIOR TO THE MERGER:

Before the merger and until the 5-day period before the merger, there will be no material impact on the portfolio or performance of the Merging Sub-Fund.

In the 5-day period before the merger, the investment manager of the Merging Sub-Fund will rebalance and align the portfolio of the Merging Sub-Fund with the investment objective and policy of the Target Sub-Fund. As a result, the portfolio or performance of the Merging Sub-Fund may be materially impacted.

**WHAT HAPPENS ON THE MERGER DATE:**

On the merger date, all assets and liabilities of the Merging Sub-Fund will be transferred to the Target Sub-Fund. The Merging Sub-Fund will cease to exist.

In exchange for your shares of the share class of the Merging Sub-Fund, you will receive a number of shares of the relevant share class of the Target Sub-Fund equal to the number of shares held in the share class of the Merging Sub-Fund multiplied by the relevant exchange ratio. Fractions of shares shall be issued up to three (3) decimals.

The exchange ratio will be calculated by dividing the net asset value of the shares of the share class of the Merging Sub-Fund dated 19 February 2021 by the net asset value of the shares of the relevant share class of the Target Sub-Fund having the same date.

On the merger date, you will become a shareholder of the Target Sub-Fund.

**MERGER REPORT:**

The Auditor of the Company will issue a merger report, which will be available free of charge at the registered office of the Management Company.

## 03 Impact of the Merger

**FEATURES OF THE MERGING SUB-FUND AND THE TARGET SUB-FUND:**

The differences between the Merging Sub-Fund and the Target Sub-Fund are shown in Appendices 1 and 2. Unless specified in the comparison tables in Appendices 1 and 2, the features of the share class of the Merging Sub-Fund are the same as those of the corresponding share class of the Target Sub-Fund; this includes charges and fees.

**PERFORMANCE FEES:**

The performance fee of the share class of the Merging Sub-Fund will be accrued from the start of the performance period until the merger date. On the merger date, the performance fee of the share class of the Merging Sub-Fund will crystallise and will become payable to the Management Company. After the merger date, the performance fee of the relevant share class of the Target Sub-Fund will continue to be calculated as usual in accordance with the prospectus of the Company.

**TAXATION:**

Please be aware that the merger may have an impact on your personal tax position. Please contact your personal tax advisor to assess the tax impact of the merger.

## 04 Trading Timeline

**REDEMPTION AND SWITCHING OUT:**

You may redeem or switch-out your shares without any redemption or switch fee (if applicable), from the date of this notice up to and including 12 February 2021 at 2:00 p.m. (Luxembourg Time) (the “**Cut-Off Time**”), at the applicable net asset value per share. Shareholders of the Merging Sub-Fund that have not requested redemptions or switches before that date and time will have their shares merged into shares of the Target Sub-Fund.

**SUBSCRIPTIONS AND SWITCHING INTO:**

You may subscribe or switch-into shares of the Merging Sub-Fund up to the Cut-Off Time.

**TRANSFERS:**

Transfers of the shares of the Merging Sub-Fund will no longer be accepted from the Cut-Off Time.

**TRANSACTIONS POST-MERGER:**

You may redeem or switch your shares on any Valuation Day as outlined in the prospectus of the Company.

## 05 Timeline Summary

12 February 2021 at 2:00 p.m.(Luxembourg time)*	19 February 2021 at midnight (Luxembourg time)	22 February 2021 at 2:00 p.m. (Luxembourg time)
Your Merging Sub-Fund stops accepting orders to redeem, subscribe, transfer or switch out/into shares.	The merger occurs.	You can subscribe, redeem, transfer and switch out/into shares of the Target Sub-Fund.

\*After this date any subscription, switch, transfer or redemption request received by the Merging Sub-Fund will be rejected.

## 06 What Do You Need To Do?

1. If you are comfortable with the merger, you do not need to take any action.
2. If you redeem or switch your investment prior to the Cut-Off Time, no redemption or switch fee (if applicable) will be charged. Please place your dealing instructions as you usually do. However, when switching shares into another sub-fund of the Company charging a higher sales charge, a conversion fee equal to the difference between sales charges will apply.

The Prospectus, the KIIDs, the latest annual and semi-annual reports and the Articles of Incorporation are available free and upon request from the Swiss Representative of the Company.

**The Swiss Representative**

CACEIS (Switzerland) SA  
Route de Signy, 35  
CH-1260 Nyon

Luxembourg, on 8 January 2021.

**The Swiss Paying Agent**

CACEIS Bank, Paris, succursale de Nyon /  
Suisse,  
Route de Signy, 35  
CH-1260 Nyon

**FUND NAME:**

Amundi Funds

**LEGAL FORM:**

SICAV

**REGISTERED OFFICE OF THE MANAGEMENT COMPANY:**

5, Allée Scheffer, L - 2520 Luxembourg, Grand Duchy of Luxembourg

**MANAGEMENT COMPANY:**

Amundi Luxembourg S.A.

**LITERATURE:**

The Prospectus, Key Investor Information Documents and most recent financial reports are available at:  
[www.amundi.lu/amundi-funds](http://www.amundi.lu/amundi-funds)

## 07 Appendix 1 – Comparison between the Merging Sub-Fund and the Target Sub-Fund

The following tables show the main differences between the Merging Sub-Fund and the Target Sub-Fund:

<b>Merging Sub-Fund:</b> <b>Amundi Funds Pioneer US Equity Mid Cap Value</b>	<b>Target Sub-Fund:</b> <b>Amundi Funds Pioneer US Equity ESG Improvers</b>
Investment Objective/Policy	
<p><b>Objective</b></p> <p>Seeks to increase the value of your investment over the recommended holding period.</p> <p><b>Investments</b></p> <p>The Sub-Fund invests mainly in a broad range of equities of mid-cap companies that are based in, or do most of their business in, the U.S.A. The Sub-Fund may invest up to 25% of its assets, at the time of purchase, in securities of non-U.S. companies.</p> <p>The Sub-Fund defines mid cap companies as those that, at the time of purchase, are within the market capitalization range of the Russell Midcap Value Index (with the upper end of that range definable either as its current value or its average value for the prior 3-year period). The Sub-Fund may invest up to 10% of its assets in other UCIs and UCITS.</p> <p><b>Benchmark</b></p> <p>The Sub-Fund is actively managed by reference to and seeks to outperform (after applicable fees) the Russell Mid Cap Value Index (the "Benchmark") over the recommended holding period. The Sub-Fund is mainly exposed to the issuers of the Benchmark, however, the management of the Sub-Fund is discretionary, and will be exposed to issuers not included in the Benchmark. The Sub-Fund monitors risk exposure in relation to the Benchmark however the extent of deviation from the Benchmark is expected to be significant.</p> <p><b>Derivatives</b></p> <p>The Sub-Fund makes use of derivatives to reduce various risks, for efficient portfolio management and as a way to gain exposure (long or short) to various assets, markets or other investment opportunities (including derivatives which focus on equities).</p>	<p><b>Objective</b></p> <p>Seeks to increase the value of your investment over the recommended holding period.</p> <p><b>Investments</b></p> <p>The Sub-Fund invests mainly in a broad range of equities of companies that are headquartered in, or do most of their business in the United States.</p> <p>The Sub-Fund will limit investment in non-ESG rated securities to a maximum of 10% of its assets.</p> <p>There are no currency constraints on these investments.</p> <p>While complying with the above policies, the Sub-Fund may also invest in other equities, money market instruments, deposits and up to 10% of its assets in other UCITS and UCIs.</p> <p><b>Benchmark</b></p> <p>The Sub-Fund is actively managed by reference to and seeks to outperform (after applicable fees) the S&amp;P 500 Index (the "Benchmark") over the recommended holding period. The Sub-fund is mainly exposed to the issuers of the Benchmark, however, the management of the Sub-Fund is discretionary, and will invest in issuers not included in the Benchmark. The Sub-fund monitors risk exposure in relation to the Benchmark and the extent of deviation from the Benchmark is expected to be material. Further, the Sub-Fund seeks to achieve an ESG score of its portfolio greater than that of the Benchmark.</p> <p><b>Derivatives</b></p> <p>The Sub-Fund makes use of derivatives to reduce various risks, for efficient portfolio management and as a way to gain exposure (long or short) to various assets, markets or other investment opportunities (including derivatives which focus on equities).</p>
Management Process	
<p>The investment manager uses a "value" style of investing, looking for companies whose stock prices are low relative to other measures of value or business potential.</p>	<p>The investment manager aims to deliver alpha by investing in companies that have embraced, or will embrace, a positive ESG trajectory within their business. The investment manager identifies investment opportunities that are aligned with the aim of generating alpha by focusing on inclusion of companies that will be strong ESG improvers in the future, while also investing in companies that are currently ESG winners in their sectors.</p> <p>When analysing ESG score against the Benchmark, the Sub-Fund is compared with the ESG score of its Benchmark after 20% of the lowest ESG rated securities have been excluded from the Benchmark.</p>
Main risks	

List of risks <ul style="list-style-type: none"> <li>• Concentration</li> <li>• Counterparty</li> <li>• Currency</li> <li>• Default</li> <li>• Derivatives</li> <li>• Equity</li> <li>• Hedging</li> <li>• Investment fund</li> <li>• Liquidity</li> <li>• Management</li> <li>• Market</li> <li>• Operational</li> <li>• Small &amp; Mid Cap stock</li> </ul>	List of risks <ul style="list-style-type: none"> <li>• Concentration</li> <li>• Counterparty</li> <li>• Currency</li> <li>• Default</li> <li>• Derivatives</li> <li>• Equity</li> <li>• ESG Investment Risk</li> <li>• Hedging</li> <li>• Investment Fund</li> <li>• Liquidity</li> <li>• Management</li> <li>• Market</li> <li>• Operational</li> <li>• Small &amp; Mid Cap stock</li> </ul>
<b>Exposure of assets to TRS</b>	
Expected: 0%	Expected: 5%
Maximum: 0%	Maximum: 100%
<b>Exposure of assets to SFT</b>	
<ul style="list-style-type: none"> <li>• Securities lending</li> </ul> Expected: 0% Maximum: 90%	<ul style="list-style-type: none"> <li>• Securities lending</li> </ul> Expected: 5% Maximum: 90%
<b>Performance fee benchmark</b>	
Russell Mid Cap Value Index	S&P 500 Index
<b>SRRI</b>	
6	5
<b>Currency</b>	
EUR	USD

## 08 Appendix 2 –Share Class Merger Table per ISIN

The Share Class of the Merging Sub-Fund will merge into the corresponding Share Class of the Target Sub-Fund as shown in the table below:

Share Classes of the Merging Sub-Fund and ISINs	Share Classes of the Target Sub-Fund and ISINs
A EUR Hgd - LU1883857028	A EUR Hgd - LU2146567875
A USD - LU1883857291	A USD - LU2146567289
A EUR - LU1883856723	A EUR - LU2146567529
A EUR AD - LU1883856996	A EUR AD - LU2146567792
B USD - LU1883857457	B USD - LU2146567958
C EUR - LU1883857531	C EUR - LU2146568170
C USD - LU1883857614	C USD - LU2146568097
E2 EUR - LU1883857705	E2 EUR - LU2146568253
F EUR - LU1883857887	F EUR - LU2146568337
G EUR - LU1883857960	G EUR - LU2146568410
I2 EUR - LU1883858000	I2 EUR - LU2146568501
I2 USD - LU1883858182	I2 USD - LU2146568683
R2 EUR - LU1883875517	R2 EUR - LU2146569061
M2 EUR - LU1883858265	M2 EUR - LU2146568766
P2 USD - LU1883858349	P2 USD - LU2146568840
R2 EUR Hgd - LU1883875780	R2 EUR Hgd - LU2146569145
R2 USD - LU1883858778	R2 USD - LU2146568923
T USD - LU1883858935	T USD - LU2146569228
U EUR - LU1883859073	U EUR - LU2146569491
U USD - LU1883859156	U USD - LU2146569574
Z USD - LU2031986719	Z USD - LU2146569657

The following table compares the main differences between the Share Class of the Merging Sub-Fund and the Share Class of the Target Sub-Fund.

Share Class	Management Fee (Max)		Distribution Fee (Max)		Performance Fee (Max) <sup>1</sup>		Administration Fee (Max)		Share Class	Management Fee (Max)	
	Merging Sub-Fund	Target Sub-Fund	Sub-Merging	Sub-Target	Sub-Merging	Sub-Target	Sub-Merging	Sub-Target		Sub-Merging	Sub-Target
A	1.50%	1.35%	0.50%	None	20.00%		0.20%		A2	1.65%	1.55%
B	1.50%	1.35%	1.00%		None		0.20%				
C	1.50%	1.35%	1.00%		None		0.20%				
E	1.25%	1.15%	None		20.00%		0.20%		E2	1.50%	1.35%
F	2.35%	2.15%	None		20.00%		0.20%		F2	2.60%	2.35%
G	1.50%	1.15%	0.40%	0.35%	20.00%		0.20%		G2	1.75%	1.35%
I	0.65%	0.60%	None		20.00%		0.10%		I2	0.75%	0.70%
J	0.65%	0.60%	None		20.00%		0.06%		J2	0.75%	0.70%
M	0.70%	0.65%	None		20.00%		0.10%		M2	0.75%	0.70%
P	0.90%	0.80%	None		20.00%		0.20%		P2	0.95%	0.95%
R	0.80%	0.70%	None		20.00%		0.20%		R2	0.95%	0.90%
T	1.50%	1.35%	1.00%		None		0.20%				
U	1.50%	1.35%	1.00%		None		0.20%				

\* Share Classes A2, E2, F2, G2, I2, J2, M2, P2 and R2 Share Classes carry no performance fee and all charges other than management and performance fees remain as shown for the corresponding A, E, F, G, I, J, M, P and R Share Class.

<sup>1</sup> The Performance fee for both the Merging Sub-Fund and the Target Sub-Fund is calculated during a one (1) year period from 1 February to 31 January each year;

#### **CONTACT INFORMATION**

Amundi Funds

5, Allée Scheffer,

L - 2520 Luxembourg,