



## IMPORTANT UPDATE REGARDING FUND ADOPTION

FROM: Manning & Napier Fund, Inc.

DATE: July 26, 2017

Pending shareholder approval, the Rainier International Discovery Fund will be adopted into the Manning & Napier Fund complex. On August 21, 2017, the transfer agent for the Rainier International Discovery Fund will be changing from US Bancorp to BNY Mellon Asset Servicing who currently performs these functions for Manning & Napier.

**The specified Rainier fund will be reorganized into a new Series of the Manning & Napier Fund via a tax-free adoption after close of business on Friday, August 18, subject to shareholder approval.**

Current Rainier Fund			New Manning & Napier Fund – effective 8/21/17				
Rainier Fund Name	Rainier CUSIP	Rainier Ticker		New Manning & Napier Fund Name	New Manning & Napier CUSIP	Manning & Napier Ticker	Manning & Napier Fund #
Rainier International Discovery Fund Institutional Shares	75086Y104	RAIIX	➡	Manning & Napier Fund, Inc. Rainier International Discovery Series Class I	56382R688	RAIIX	165
Rainier International Discovery Fund Class A Shares	75086Y302	RISAX	➡	Manning & Napier Fund, Inc. Rainier International Discovery Series Class K	56382R670	RISAX	265
<i>New Manning &amp; Napier share class launch</i>			➡	Manning & Napier Fund, Inc. Rainier International Discovery Series Class R6	56382R662	RAIRX	1165

- The total value of shareholder investments **as well as the number of shares held** will not change as a result of this reorganization, and there will be no sales load or transaction charges imposed.
- **There will be a trading blackout on Friday, August 18. Any trades submitted with an August 18 trade date, including DCC&S trades submitted Monday, August 21 as of trade date Friday, August 18, will be rejected.**
- The Rainier Fund will move to T+1 settlement on Monday, August 14, 2017.
- The NASDAQ tickers and TA numbers will not change due to this reorganization.

### Effects on Fund/SERV processing (including DCC&S activity)

FROM Participant # 4876 USB/DST  
TO Participant # 5753 Manning & Napier  
NSCC Conversion Type: Block Trading and Start Trading  
Transfer Agent and Fund Conversion August 19, 2017

Monday, August 14, 2017 (Pre-Transfer Agency Conversion):

- Existing Rainier CUSIP settlement cycles under 4876 will be set to T+1.
- Alternate Order Settlement will be disabled.
- Standard trade edits will apply and trades that cannot be accepted for any reason will be rejected. Communication with the impacted firm will be completed by US Bancorp to ensure processing can be completed.

Tuesday, August 15, 2017 (Pre-Transfer Agency Conversion):

- Existing Rainier CUSIP settlement cycles under 4876 will be set to T+1.
- Standard trade edits will apply and trades that cannot be accepted for any reason will be rejected. Communication with the impacted firm will be completed by US Bancorp to ensure processing can be completed.

Wednesday, August 16, 2017 (Pre-Transfer Agency Conversion):

- Existing Rainier CUSIP settlement cycles under 4876 will be set to T+1.
- Standard trade edits will apply and trades that cannot be accepted for any reason will be rejected. Communication with the impacted firm will be completed by US Bancorp to ensure processing can be completed.

Thursday, August 17, 2017 (Pre-Transfer Agency Conversion):

- All CUSIP settlement cycles will remain T+1.
- Fund/SERV transactions for trade date Thursday, August 17 will be confirmed and settled on Friday, August 18 under Rainier Fund NSCC participant number. This is standard processing for T+1.
- Standard trade edits will apply and trades that cannot be accepted for any reason will be rejected. Communication with the impacted firm will be completed by US Bancorp to ensure processing can be completed.

Friday, August 18, 2017 (Pre-Transfer Agency Conversion):

- **Trades will not be accepted with a trade date of Friday, August 18.**
- DCC&S Trades for trade date Thursday, August 17 will be received and processed as Direct Trades.

Monday, August 21, 2017 (Post-Transfer Agency Conversion):

- **DCC&S trades will not be accepted in the Rainier Fund on Monday, August 21 as of trade date Friday, August 18.**
- New Manning & Napier CUSIP settlement cycles are T+1.
- Please note that the Manning & Napier Funds cutoff time for estimates is 8:30 a.m. ET. All firms are required to work within the Manning & Napier Fund's time frame.

**Networking**

Post-Reorganization, all Networking files will be assumed under the Manning & Napier Fund's NSCC participant number.

There will not be any networking transaction records generated for the Transfer Agent and Fund conversion.

**Wiring Instructions**

Effective August 21, 2017, the wiring instructions will change as follows:

Bank Name: Bank of New York Mellon

Bank Address: One Wall Street, New York, NY 10286      Remit to Address: Oriskany, New York

ABA: 011001234

Account Number: 0000734373

Credit: BNY Mellon Investment Servicing (US) Inc. as Agent for Manning & Napier Advisors, LLC.

Further Credit: Account Name

Fund Number / Account Number

**Mailing Address**

On or after August 21, 2017, all mail must be addressed as follows:

First Class Mail:

Manning & Napier Fund, Inc.

PO Box 9845

Providence, RI 02940-8045

Overnight Address:

Manning & Napier Fund, Inc.

4400 Computer Drive

Westborough, MA 01581-1722

**Phone/Fax number**

Effective August 21, 2017, the phone number for back office support will change to 877 332-2371.

**DTCC participant firms are invited to call BNY Mellon Asset Servicing – Broker Dealer Services at 1-877-332-2371.**