

Capital International Emerging Markets Fund (CIEMF)

Simplified Prospectus

June 2010

All data is as at 31 March 2010 unless otherwise stated

This is not the full Prospectus. The full Prospectus, the Annual and Semi-annual Reports and other important documents are available at Capital International Emerging Markets Fund (the “Company”)’s registered office, P.O. Box 167, 6C, route de Trèves, L-2633 Senningerberg, Luxembourg and at the Company’s Registrar and Transfer Agent, J. P. Morgan Bank Luxembourg S.A., 6C, route de Trèves, L-2633 Senningerberg, Luxembourg.

The Company is subject to the supervision of the Luxembourg Commission for the Supervision of the Financial Sector/Commission de Surveillance du Secteur Financier (CSSF).

Should you require any further explanation or assistance, please contact Capital International Funds. You can find information and statistics, including daily-updated share prices at capitalinternationalfunds.com.

Telephone or fax 00800 CIF FUNDS (00800 243 38637)
Toll free in EU and Switzerland (9am to 6pm CET)

For **Transaction or Account Information** select option 1 or fax +352 22 74 43
For **Fund Information or Literature Requests** select option 2 or fax +41 22 807 4400

Mail Capital International Funds Services
PO Box 167
6C, route de Trèves
L-2633 Senningerberg
Luxembourg

Summary information

The Company is a UCITS III self-managed SICAV structure under Part I of the law of 20 December 2002 relating to undertakings for collective investment, as amended.

Date of incorporation	22 March 1990
Country of incorporation	Luxembourg
Custodian bank	J. P. Morgan Bank Luxembourg S.A.
Auditors	PricewaterhouseCoopers S.à r.l.
Institution promoting the UCITS	Capital International Sàrl

Overview of the funds and profile of the typical investor

The Company is particularly suitable for investors who are seeking long-term capital appreciation by investing in emerging markets and are comfortable with a significantly higher level of risk associated with their investment.

Investment information

Risk factors

Investment in developing country securities involves a number of risks which may be greater than those normally associated with investments in securities of developed countries. In the light of such risks, shares should be purchased only by investors capable of bearing the significant risk of maintaining an investment in the Company for an extended period.

Risk relates to how likely an investment is to fall in value over time and also by how much it is likely to fall. This and other risks should be considered carefully by prospective investors. The Company seeks, where feasible, to reduce these risks by careful management of its assets. However, there can be no assurance that these efforts will be successful.

- The value of the shares at the time of redemption may be more or less than the amount initially invested by the shareholder, depending on the market value of the securities and other assets held by the relevant fund at that time.
- Past results are not a guarantee of future returns.

These risks and considerations include:

- Restrictions placed by the government of a developing country with respect to investment, exchange controls, and repatriation of the proceeds of investment in that country;
- Settlement risks, including potential requirements for the Company to render payment prior to taking possession of portfolio securities in which it invests;
- OTC markets, taking into account, among other things, market liquidity, investor information and government regulations, including tax and foreign exchange repatriation rules;
- Derivative Instruments which may expose the Company to additional risks related to the credit risks of the counter-party, the poor correlation between derivative security prices and prices of the underlying instrument positions, and potential for increased volatility and reduced liquidity in comparison to the underlying security positions;
- The heightened risks associated specifically with establishing record ownership and custody of Russian and other Eastern European securities;
- Most funds invest in international markets, so changes in currency exchange rates may mean that the value of investors' investments goes up or down. In particular, there is

a risk of potential fluctuation of a developing country's currency against the US Dollar ("USD");

- Potential unusual price volatility in a developing country's securities markets;
- Lack of liquidity (including the risk related to the documentation, liquidity and transferability of investments in certain instruments);
- Government involvement in the private sector, including government ownership of companies in which the Company may invest;
- The possibility of nationalization, expropriation or confiscatory taxation;
- Greater social, economic and political instability (including the risk of war);
- The potential that securities purchased by the Company may be fraudulent or counterfeit;
- Differences in accounting, auditing and financial reporting standards;
- High levels of tax levied by developing countries on dividends, interest and capital.

The list of risks indicated here is not exhaustive and the investments are subject to any risks related to investments in securities of developing countries. More detailed information about these and other investment-related risks can be found in the full Prospectus.

Capital International Emerging Markets Fund

Fund objective

The investment objectives of the Company are to seek risk diversification, both geographically and by industry sector and long-term capital growth, through investment primarily ¹ in securities of issuers domiciled or conducting a predominant part of their economic activities in developing countries.

Launch date

31 May 1990

Fund size

\$7,082 million

Portfolio turnover ²

64.82%

Investment policy

Subject to the investment restrictions detailed in the full Prospectus, the Company may also invest part of its assets in:

- Unlisted equity securities of issuers domiciled in the above countries;
- Securities whose issuers (i) are domiciled or have their principal place of business in developing countries that are not designated as qualified developing countries and (ii) are domiciled in other countries but have or are expected to have substantial assets in developing countries and/or derive or expect to derive a substantial proportion of their total revenues from either goods and services produced in, or sales made in developing countries, provided that such securities are admitted to official listing on a recognised stock exchange or dealt with on a regulated market and that their total value does not exceed 10% of the Company's assets;
- Securities whose issuers are neither domiciled nor have their principal place of business in a developing country but that have or are expected to have substantial assets in developing countries and/or derive or expect to derive a substantial proportion of their total revenues from either goods and services produced in, or sales made in developing countries, provided that such securities are admitted to official listing on a recognized stock exchange or dealt with on a regulated market and that their total value does not exceed 10% of the Company's assets, provided however that this 10% limit will not apply where the "substantial portion" referred to above is at least equal to 75%;
- Fixed-income securities of issuers (i) in qualified developing countries, which may be denominated in local or other currencies, and also (ii) outside qualified developing countries.

Furthermore, the Company may hold ancillary liquid assets in various convertible currencies.

If market conditions so require, the Company's assets may be held temporarily in the securities of issuers in a single or limited number of countries and/or denominated in a single or limited number of currencies in conformity with the investment restrictions.

Under the conditions laid down by law, regulations and administrative practice, for the purpose of efficient portfolio management, and/or in order to achieve the most appropriate currency distribution, the Company may use financial derivative instruments as provided for in the full Prospectus and in particular, but not exclusively, with the objective of reducing the risk of the depreciation in the value of specific currencies, techniques and instruments relating to currency hedging, including cross hedging (i.e. the sale of a currency for another currency, both other than the Company's operating currency) and proxy hedging (i.e. the sale of a currency for another, easier to trade currency which is linked or closely correlated to it), in particular forward currency sales not exceeding, for each currency, 95% of the value of the Company's assets denominated in, and/or directly exposed to the risk of, such currency, and when in respect of bonds for terms not exceeding their maturities; provided that these sales are on a mutual agreement basis with first class financial institutions specialised in this type of transaction.

However, the Company does not intend to systematically hedge currency exposures back to any currencies.

¹ At least two thirds of the Company's total assets.

² Data as at March 2010, calculated in accordance with the CSSF Circular 03/122. Portfolio turnover ratio calculated with Capital International Funds' preferred methodology = 52.95% (the lesser of monthly purchases or sales divided by the average net assets over the last 12 months).

Historical results as at 31 December 2009

B shares

\$



\$	Class	Launch date	Calendar-year results %									Cumulative results %			
			2000	2001	2002	2003	2004	2005	2006	2007	2008	2009	3 yrs	5 yrs	10 yrs
	A	22 Jan 08	-31.6	-6.4	-10.5	49.3	20.1	38.8	36.2	38.0	-50.7	78.1	21.2	129.0	135.2
	B	30 Jun 99	-32.0	-6.9	-11.0	48.5	19.4	38.0	35.4	37.2	-51.0	77.2	19.3	123.0	123.0
	Bd	18 Feb 08	-32.0	-6.9	-11.0	48.5	19.4	38.0	35.4	37.2	-51.0	77.2	19.3	122.9	123.0
	C	24 Nov 00	-30.8	-5.2	-9.4	51.2	21.6	40.5	37.9	39.7	-50.1	80.3	25.8	143.8	166.6
	Cd	30 Jan 09	-30.8	-5.2	-9.4	51.2	21.6	40.5	37.9	39.7	-50.1	80.4	25.9	143.8	166.6
	I ¹	31 May 90	-31.2	-5.9	-10.1	50.2	20.8	39.5	37.0	38.8	-50.4	79.1	23.3	135.6	148.7
	Id	08 Jan 08	-31.2	-5.9	-10.1	50.2	20.8	39.5	37.0	38.8	-50.4	79.1	23.3	135.6	148.8
	Q ¹	24 Nov 00	-31.4	-5.9	-10.1	50.1	20.7	39.5	36.9	38.7	-50.4	79.0	23.1	135.1	147.3
	Qd	20 Oct 08	-31.4	-5.9	-10.1	50.1	20.7	39.5	36.9	38.7	-50.4	79.0	23.1	135.1	147.2
	X	08 Jan 08	-31.6	-6.4	-10.5	49.3	20.1	38.7	36.2	38.0	-50.7	78.0	21.1	128.8	135.0
	Xd	18 Feb 08	-31.6	-6.4	-10.5	49.3	20.1	38.7	36.2	38.0	-50.7	78.0	21.1	128.8	135.0
	Y	29 Jun 07	-30.7	-5.2	-9.4	51.2	21.6	40.5	37.9	39.7	-50.1	80.3	25.8	143.6	166.4

The figures shown are for past results, after deduction of all management expenses but assuming no initial sales charge, and are not predictive of future results.

¹ I and Q share classes are respectively the former A and X share classes which were renamed on 17 December 2007.

CIEMF economic and commercial details

Fees and expenses

Annual management fees

The Company charges an annual management fee, for each share class, as shown in the table below. This fee is used to pay the Investment Adviser for its investment advisory services and may be used to pay distributors and other intermediaries for day-to-day services to investors or any other services in relation to investments made with their assistance. The Investment Adviser, distributors and other intermediaries may retrocede part or all of the received fee.

Share class	A & Ad	B & Bd	C ¹ & Cd ¹	T	X & Xd	Y ¹ & Yd ¹
%	1.25	1.75	Charged outside the Company	2.00	1.25	Charged outside the company

Class-I, Class-Id, Class-Q and Class-Qd Shares: The Company pays the management fee at the effective rate resulting from the application of the following scale, rounded to 5 decimal places:

- 0.90% of the first \$400,000,000 of the total net assets of the Company (the "TNA");
- 0.80% of the TNA between \$400,000,001 and \$1,000,000,000;
- 0.70% of the TNA between \$1,000,000,001 and \$2,000,000,000;
- 0.65% of the TNA between \$2,000,000,001 and \$4,000,000,000;
- 0.625% of the TNA between \$4,000,000,001 and \$6,000,000,000;
- 0.60% of the TNA between \$6,000,000,001 and \$8,000,000,000 and
- 0.58% of the TNA in excess of \$8,000,000,000.

Other expenses

The Company bears other expenses such as custody, fund administration and Luxembourg 'taxe d'abonnement'. As of 31 March 2010, the fund's administration fees charged amount to 0.01% and the custody fees to 0.07%.

As well as the management fee, fund administration fee and custody fees, the total expense ratio (TER) is made up of other costs such as legal and audit fees, foreign registration costs,

printing and mailing costs, and the Luxembourg 'taxe d'abonnement'. As the Company increases in size, investors can generally expect the TER to decline. The Company's TERs (excluding management fees) currently amount to:

Share class ²	A	B & Bd	C ¹ & Cd ¹	I & Id	Q & Qd	X & Xd	Y ¹
Total expense ratio ³	0.10	0.14	0.10	0.10	0.14	0.14	0.14

All other costs not included in the TER

Dealing costs

In addition to the expenses included in the TER, the Company bears dealing costs in connection with the purchase and sale of portfolio securities. The Company seeks to mitigate on a case-by-case basis the impact on existing shareholders of dealing costs when large transactions take place.

Sales charge

Distributors may withhold a sales charge of up to 5.25% from any amount to be invested in shares. Sales charges may be applied by the Company to the extent not withheld by the relevant distributor. In particular, the Company will generally apply a sales charge based on the following scale on investments not made with the assistance of a distributor or other intermediary, by investors whose total holding in shares (including the new subscription) is less than \$1.5 million or any equivalent amount in another currency:

Amount of the investment	Sales charge
Up to \$150,000	5.25%
\$150,000 – \$349,999	4.00%
\$350,000 – \$599,999	2.00%
\$600,000 – \$1,499,999	1.00%

Redemption charge

To safeguard the interests of long-term investors, the Company discourages frequent and/or short-term trading and market-timing strategies using its funds. Where excessive trading patterns and/or market-timing practices are identified the Company may impose a charge, for the benefit of the fund, of up to 2%.

¹ Investments in Classes C, Cd, Y and Yd may only be made by investors having entered into a separate agreement with respect to management fee.

² Classes Ad, T and Yd are not currently active.

³ Calculated as a 12-month rolling total expense ratio.

Which share class is right for me and why do different share classes have different results?

The Company is available in thirty-seven share classes. Each share class is designed to support the needs of different investor types and has a different total expense ratio which affects the investment returns for that share class. If the Company determines, in its discretion, that the investor is not eligible for the selected share class, it will process the subscription into the nearest equivalent available share class.

Institutional share classes – A, Ad, C, Cd, I and Id

Reserved for institutional investors who can certify their eligibility for the reduced Luxembourg 'taxe d'abonnement' of 0.01%.

Available both in US Dollars and Euros:

- **A/Ad:** Minimum investment of \$5,000,000 or any equivalent amount in another currency.
- **C/Cd:** The management fee is charged outside the Company (requires a separate agreement with respect to management fee). No minimum investment.
- **I/Id:** Minimum investment of \$20,000,000 or any equivalent amount in another currency.

Other institutional investors may invest in Class X or Y shares, which have the same conditions as Class A or C shares respectively, but are subject to the standard Luxembourg 'taxe d'abonnement' of 0.05%.

Distributors, advisers and individual investors – B, Bd, Q, Qd, T, X, Xd, Y and Yd

Available in US Dollars, Euros, British Pounds, Japanese Yen and Swiss Francs:

- **B/Bd:** Primarily designed for individual investors investing with the assistance of distributors. Suitable for distributors or advisers who need a regular trailer fee (requires a distribution agreement with the Company). Minimum investment of \$100,000 or any equivalent amount in another currency.
- **X/Xd:** Available to (i) Capital Group International investors, subject to conditions established from time to time by the Capital Group International and (ii) all investors, subject to an initial investment and a minimum amount to be held at any time of \$5,000,000 or any equivalent amount in another currency. Suitable for distributors or advisers who do not need a regular trailer fee.

Available in US Dollars only:

- **Q/Qd:** Available to (i) all investors, subject to an initial investment, and a minimum amount to be held at any time, of \$20,000,000 or any equivalent amount in another currency, and (ii) Capital Group International investors, subject to conditions established from time to time by the Capital Group International.
- **T:** Available for individual investors residing in Taiwan investing with the assistance of distributors, subject to an initial investment and a minimum amount to be held at any time of

\$100,000 or any equivalent amount in another currency. The Company reserves the right to de-register in Taiwan at anytime if, in the opinion of the Investment Adviser, it is likely that such Investment Adviser's investment conviction will lead the Company to, in the near future, exceed any then applicable Taiwan limit on investing in Mainland China securities.

- **Y/Yd:** Designed for investors holding several accounts managed by the Capital Group International, subject to conditions established from time to time by the Capital Group (requires a separate agreement with respect to management fee).

Distributors who hold shares in an omnibus account may specify different minimum holdings for their clients.

Dividends

Classes A, B, C, I, Q, T, X and Y shares do not pay a dividend. Classes Ad, Bd, Cd, Id, Qd, Xd and Yd shares are identical to Classes A, B, C, I, Q, X and Y shares respectively, except that the Board of Directors intends to recommend that the majority of their net investment income be distributed annually to shareholders as a dividend.

Tax regime

In Luxembourg, the Company is subject only to the 'taxe d'abonnement' at the annual rate of 0.05% of the total net assets of each class of shares. However, the Company will seek (but cannot guarantee) to obtain the reduced tax rate of 0.01% in respect of share classes wholly held by institutional investors.

Capital gains and income on portfolio securities received by the Company from countries other than Luxembourg may be subject to withholding or capital gains taxes imposed by such countries. It is the Company's policy to provide for any such potential liability to foreign capital gains and income taxes.

No stamp duty or other tax is currently payable in Luxembourg on the appreciation of the Company's assets. It is the responsibility of prospective investors to inform themselves as to the tax and other consequences to them of buying, holding, selling (or otherwise transferring) or redeeming shares under the laws of the State(s) in which they are or may be taxable.

If you are an individual residing in an EU member state other than Luxembourg, and unless you specifically request to be brought within the exchange of information regime provided for by the European Union Savings Directive, dividend distributions and redemption payments to you may be subjected to a Luxembourg withholding tax of 20% until 31 December 2010 and 35% thereafter.

Transaction information

How do I invest?

Prior to subscribing, investors are required to open an account with the Company by sending a duly completed Account Opening Form, together with appropriate identification documentation as detailed in the full Prospectus. The Transaction Request Form shall then be used for any subscriptions and redemptions of shares.

Distributors will be able to inform investors of their firm's application procedure, including payment details. The Company does not market to individuals, who are encouraged to invest through financial intermediaries. However, if investing directly, investors should obtain an Account Opening Form and a Transaction Request Form from Capital International Funds by calling 00800 CIF FUNDS (00800 243 38637) – toll free in the EU and Switzerland (9am–6pm CET).

Transaction requests received directly and accepted by the Company in good order (with payment having been verified on the Company's bank account) by 1pm CET transact at the net asset value (NAV) – calculated daily – determined as of the same day. Transaction requests received after 1pm CET on a valuation date will be carried over to the following valuation date.

Distributors may apply earlier cut-offs to their clients. At the conditions detailed in the full Prospectus, for a subscription with a value **up to and including \$50,000,000** or any equivalent amount in another currency, the Company will issue shares as of the relevant valuation date, before cleared funds are verified in its bank account, which will have to be settled on the third week day following that valuation date.

The process will be different in the event of a subscription with a **greater value than \$50,000,000** or any equivalent amount in another currency, as described in the full Prospectus. The Company will issue shares as of the relevant valuation date, provided that the subscription request has been prenotified to the Company three week days in advance and that cleared funds are verified in its bank account. The Company may, at its discretion, require that payment of such large subscription be made in the operating currency (i.e. USD, the currency in which the Company holds cash) which may be different from the currency of denomination of the share class to which the investor has applied for.

The Company may defer certain large transactions, or refuse certain subscriptions, in particular in the case of improper trading practices such as excessively frequent and/or short term trading and market practices, as specified in the full Prospectus. The Company may restrict or prevent the ownership of its shares by any person, firm or corporate body, or require them to redeem, as further detailed in the full Prospectus. Also note that,

in the case of certain extraordinary events further detailed in the full Prospectus, the Company may suspend transactions, in which case you will be advised promptly if you have applied for subscription or redemption of shares.

Payment details are included in the Account Opening Form. The Company accepts subscriptions in the currency of denomination of the relevant share class. Subscription monies received in currencies other than these will generally be converted, on behalf of the investor and at his expense and risk, into USD (i.e. the currency in which the Company holds cash), at the prevailing exchange rate at the close of the day of the subscription. Any exchange cost and exchange-rate risk will be borne by the investor.

The Company may defer certain large transactions, or refuse certain subscriptions, as specified in the full Prospectus.

The Company may, at its discretion, allow an investor to settle its subscription by contributing securities acceptable to the Company, subject to the requirements specified in the full Prospectus.

How do I redeem my shares?

Distributors will be able to inform investors of their firm's redemption procedure.

Investors who have invested directly can redeem their shares by completing and mailing to Capital International Funds the Transaction Request Form, which can be obtained by calling Capital International Funds on 00800 CIF FUNDS (00800 243 38637) – toll free in the EU and Switzerland (9am–6pm CET).

At the conditions detailed in the full Prospectus, for any redemption with a value **up to and including \$50,000,000** or any equivalent amount in another currency, the Company will redeem shares as of the relevant valuation date.

The process will be different in the event of a redemption with a value **greater than \$50,000,000** or any equivalent amount in another currency, as described in the full Prospectus. The Company will redeem shares as of the relevant valuation date, provided that the subscription request has been prenotified to the Company three week days in advance.

The request to redeem shares must be signed by all owners of the shares being sold, unless that requirement has been waived.

Instructions received in good order by 1pm CET (i) on the relevant valuation date for redemptions with a value up to and including \$50,000,000 or any equivalent amount in another currency and (ii) on the third week day for redemptions with a value greater than \$50,000,000, transact at the NAV determined as of that relevant valuation date. Instructions received after the relevant cut-off time as described above will

be carried over to the following valuation date. Payment will normally be made by bank transfer to the bank account and in the currency specified in the original Account Opening Form or, if different, in the redemption request on the fourth business day following the valuation date on which the relevant shares were redeemed. The Company may, however, defer certain large transactions, as specified in the full Prospectus.

The Company may, at its discretion, require that the payment of such large redemption be made in USD (i.e. the currency in which the Company holds cash) which may be different from the currency of denomination of the share class in which the investor is.

The Company may, at its discretion and if the shareholder requesting redemption so accepts, satisfy payment of the redemption price in kind, subject to the requirements specified in the full Prospectus.

The Company may apply a redemption charge, in particular in the case of improper trading practices such as excessively frequent trading and market timing, as further explained in the full Prospectus.

Where can I find share prices?

Share prices (NAVs – calculated on each business day in Luxembourg) are available from around 3.00pm CET on the business day following the relevant valuation date. Prices for all share classes are then published on capitalinternationalfunds.com, which also has price histories and results charts.

On the following day, prices are available from all major financial data suppliers and Class B share prices are published in the following newspapers:

- Financial Times in EUR, USD, CHF and GBP
- Börsen-Zeitung in EUR
- Neue Züricher Zeitung, Le Temps in CHF

Prices for all share classes will be available upon request at the registered office of the Company (when the share class is launched).

Where can I find other fund-specific information?

Total expense ratio (TER)

Investors can obtain previous years' TERs from the Annual Reports, available on request from the Company's registered office:

PO Box 167
6C, route de Trèves
L-2633 Senningerberg
Luxembourg.

Portfolio turnover

Investors can obtain previous years' portfolio turnovers from the Annual Reports, available on request from the Company's registered office:

PO Box 167
6C, route de Trèves
L-2633 Senningerberg
Luxembourg.

The Capital Group Companies

Capital International

Capital Guardian

Capital Research and Management

Capital Bank and Trust

American Funds