

# SECURITIES AND EXCHANGE COMMISSION

## FORM 497

Definitive materials filed under paragraph (a), (b), (c), (d), (e) or (f) of Securities Act Rule 497

Filing Date: **1994-01-12**  
SEC Accession No. **0000053798-94-000013**

([HTML Version](#) on [secdatabase.com](http://secdatabase.com))

### FILER

---

#### **SMITH BARNEY SHEARSON WORLDWIDE PRIME ASSETS FUND**

CIK: **869798** | State of Incorporation: **MA** | Fiscal Year End: **1130**  
Type: **497** | Act: **33** | File No.: **033-37750** | Film No.: **94501073**

Business Address  
*TWO WORLD TRADE CENTER  
NEW YORK NY 10048  
2124648068*

SMITH BARNEY SHEARSON  
WORLDWIDE PRIME ASSETS FUND  
(the "Fund")

SUPPLEMENT TO PROSPECTUS  
DATED APRIL 1, 1993

The Fund's Board of Trustees has approved proposed changes to the Fund's investment objective and policies. Under the proposed changes the Fund will establish a 1.5-year weighted average maturity limitation on the Fund's portfolio and extend the maximum remaining maturity restriction as to any of the Fund's securities from one year to three years. In addition, the Trustees proposed a modification to the Fund's investment policy which would extend the acceptable rating range of investments for the Fund to include any securities in the top two investment grades.

The proposed changes are subject to the approval of the Fund's shareholders. Proxy materials describing the proposed changes were mailed to the Fund's shareholders of record as of December 2, 1993 in anticipation of the Special Meeting of Shareholders scheduled to be held on February 1, 1994.

Dated: January 3, 1994  
FD0469 A4

Shared /domestic/clients/shearson/funds/linc/supp.doc 2