



SECURITIES AND  
FUTURES COMMISSION  
證券及期貨事務監察委員會

## Confirmation of fulfilment of approval/authorization condition(s) (the “Confirmation of Fulfilment”)

***This Confirmation of Fulfilment should be used with effect from 7 August 2020 in support of the post authorization application.***

Dated: \_\_\_\_\_<sup>1</sup>

To: Securities and Futures Commission (the “SFC”)

Name of the scheme(s): \_\_\_\_\_ (the “Scheme(s)”)

We refer to the letter from the SFC dated \_\_\_\_\_ (*insert date*) in relation to the Scheme(s) (the “Letter”) granting: (*Please tick if applicable*)

- approval of scheme change(s); and/or
- authorization for the issue of revised Hong Kong offering documents (“HKOD”); and/or
- approval of [*(please delete as appropriate)* merger / termination / withdrawal of authorization] notice.

### **Section 1- Confirmations/ undertakings**

We hereby confirm our agreement to all the approval/authorization conditions as set out in the Letter (“Conditions”). We further confirm and undertake that the Conditions have been fulfilled and will be complied with in respect of the Scheme(s).

(*Please tick if applicable*) In particular:

- (*Applicable to approval of scheme change(s) / notices<sup>2</sup> pursuant to the UT Code subject to home regulator’s approval*) We confirm that the [*(please delete as appropriate)* scheme change(s) / merger notice / termination notice / withdrawal of authorization notice] as approved by the SFC on \_\_\_\_\_ (*insert date*) that is/are subject to the approval of \_\_\_\_\_ (*insert name of home regulator*), the home regulator of the Scheme(s), has/have been approved by the home regulator.
- (*Applicable to approval of scheme change(s) subject to unitholder’s approval*) We confirm that the scheme change(s) approved by the SFC has/have been approved by the unitholders pursuant to the constitutive documents on \_\_\_\_\_ (*insert date*).
- (*Applicable to authorization of revised HKOD subject to home regulator’s approval*)

<sup>1</sup> Please refer to Question 8 in “Section 1: FAQ in respect of the Revamped Post Authorization Process” under Frequently Asked Questions on Post Authorization Compliance Issues of SFC-authorized Unit Trusts and Mutual Funds including the timeframe within which the applicant is required to submit this Confirmation to the SFC.

<sup>2</sup> These notices refer to notices on merger, termination and withdrawal of authorization subject to the SFC’s prior approval pursuant to the Code on Unit Trusts and Mutual Funds (“UT Code”).



We confirm that the revised HKOD as authorized by the SFC on \_\_\_\_\_  
(insert date) that are subject to the approval / authorization of  
\_\_\_\_\_  
(insert name of home regulator), the home regulator  
of the Scheme(s), has/have been approved / authorized by the home regulator.

- (Applicable to overseas scheme(s) primarily regulated by an overseas regulator and its revised HKOD is different from the overseas offering document) We confirm that the finalised draft of the revised HKOD is consistent with the overseas offering documents (i) as approved / authorized by \_\_\_\_\_ (insert name of home regulator), the home regulator of the Scheme(s), or (ii) as filed with (and with no subsequent comments from) \_\_\_\_\_ (insert name of home regulator), the home regulator of the Scheme(s) in the case where approval / authorization of the Scheme(s)' overseas offering documents by such home regulator is not required.
- (Applicable to approval of scheme change(s) relating to change of management company subject to the approval of licensing or registration status by the Commission) We confirm that the management company is licensed or registered under Part V of the Securities and Futures Ordinance to carry out Type 9 regulated activity.
- (Applicable to approval of scheme change(s) relating to change of Hong Kong representative) We confirm that a Hong Kong representative which complies with 9.4 of the UT Code has been duly appointed in respect of the Scheme(s) in accordance with Chapter 9 of the UT Code.
- (Applicable to approval of scheme change(s) / approval of notices<sup>2</sup> pursuant to the UT Code / authorization of revised HKOD that is/are subject to comments of the Commission) We confirm that all the comment(s) of the Commission as set out in the Letter has/have been properly addressed.
- All other confirmations and/or undertakings that are required to be submitted in accordance with the Letter are set out below: (use separate sheet(s) if necessary)

\_\_\_\_\_  
\_\_\_\_\_

## **Section 2- Supporting documentation**

We confirm that all the documents as required to be submitted pursuant to the Letter is enclosed and listed below (Please tick if applicable):

Amended

- (Applicable to authorization of revised HKOD) Finalised draft of the English HKOD properly addressing all the comments of the SFC on the HKOD (if any) as set out in the Letter, with changes shown in mark-ups against the (i) previously submitted version; and (ii) version previously approved by the SFC or filed to the SFC with annotations indicating the amendments that fall under 11.1 of the UT Code
- (Applicable to (i) authorization of revised HKOD and (ii) notices<sup>2</sup> approved by the SFC pursuant to the UT Code)  
Chinese version of the:
  - finalised draft of the revised HKOD;
  - finalised draft of the notice;and the executed Chinese translation certificate(s) (please refer to Appendix 1)



- (Applicable to overseas schemes whose overseas offering documents were in the process of obtaining approval / authorization from the home regulator)* Documentary evidence to confirm that the overseas offering documents of the Scheme(s) have been duly approved/authorized by the home regulator
  - (Applicable to Hong Kong domiciled schemes and other non-UCITS schemes with approved scheme change(s) pertaining to change of constitutive documents)* Copy of duly executed constitutive documents, with annotations against Appendix D to the UT Code and the key provisions for the constitutive documents of Hong Kong domiciled schemes and other non-UCITS schemes as set out in Section 5 of the Minimum Disclosure Requirements (contained in Annex 1 to the Guide<sup>3</sup>)
  - (Applicable to approval of notices<sup>2</sup> pursuant to the UT Code that is/are subject to comments of the Commission)* Finalised draft of the notices properly addressing all the comments of the SFC as set out in the Letter, with changes shown in mark-ups against previously submitted version.
  - Please list out such other documents that are required to be submitted pursuant to the Letter: *(use separate sheet(s) if necessary)*
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Signature:

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Name:  
Position:  
Duly authorized<sup>4</sup>  
For and on behalf of  
[Applicant's name]  
Date:

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<sup>3</sup> The Guide refers to the Guide on Practices and Procedures for Application for Authorization of Unit Trusts and Mutual Funds published by the SFC, and as the same may be revised/updated from time to time. The Guide may be accessed via <http://www.sfc.hk/web/EN/faqs/publicly-offered-investment-product/guide-on-practices-and-procedures-for-application-for-authorization-of-unit-trusts-and-mutual-funds.html>

<sup>4</sup> The signatory is expected to be a senior-ranking executive of the management company (or an appropriate person designated by the senior-ranking executive of the management company) with overall responsibility for the application.



**APPENDIX 1: Chinese translation confirmation**

**Option 1: One Confirmation to be Issued**

Name of scheme(s) (the “Scheme”):

a) Name of the umbrella/single fund(s) : \_\_\_\_\_

b) Name of the relevant sub-fund(s) : \_\_\_\_\_

I hereby certify and confirm that:

(a) *(please tick one of the following boxes)*

I have appointed *(please insert the name of the person)* \_\_\_\_\_, who is fully conversant in the Chinese language and competent to review and ensure the truth and accuracy of the Chinese translation of *(please insert the name of relevant document(s))* \_\_\_\_\_ (the “Relevant Chinese Document(s)<sup>5</sup>”) in respect of the Scheme, to review and ensure the truth and accuracy of the Relevant Chinese Document(s)<sup>5</sup>;

I am fully conversant in Chinese Language and competent to review and ensure the truth and accuracy of the Chinese translation of *(please insert the name of relevant document(s))* \_\_\_\_\_ (the “Relevant Chinese Document(s)<sup>5</sup>”) in respect of the Scheme, and have reviewed and ensured the truth and accuracy of the Relevant Chinese Document(s)<sup>5</sup>;

(b) the Relevant Chinese Document(s)<sup>5</sup> is/are the true and accurate translation of the English version(s) of the same documentation.

Name of the party issuing confirmation<sup>6</sup> : \_\_\_\_\_

Name of authorized signatory : \_\_\_\_\_

Title / Position of authorized signatory : \_\_\_\_\_

Signature : \_\_\_\_\_

Date (date / month / year) : \_\_\_\_\_

<sup>5</sup> The Relevant Chinese Document(s) refers to the full set of the Hong Kong offering documents or notice on merger/ termination/ withdrawal of authorization subject to the SFC’s prior approval pursuant to the Code on Unit Trusts and Mutual Funds, whichever is applicable .

<sup>6</sup> Please refer to the SFC’s circular regarding streamlining of authorization process (30 December 2005) which can be downloaded at: <http://www.sfc.hk/edistributionWeb/gateway/EN/circular/openFile?refNo=H480> and Question 10 of FAQ on Application Procedures for Authorization of Unit Trusts and Mutual Funds under the Revamped Process which can be downloaded at: [http://www.sfc.hk/web/EN/faqs/publicly-offered-investment-product/application-procedures-for-authorization-of-unit-trusts-and-mutual-funds-under-the-revamped-process-\(for-new-fund-applications-received-on-or-after-9-november-2015\).html](http://www.sfc.hk/web/EN/faqs/publicly-offered-investment-product/application-procedures-for-authorization-of-unit-trusts-and-mutual-funds-under-the-revamped-process-(for-new-fund-applications-received-on-or-after-9-november-2015).html)



**Option 2: Two Confirmations to be Issued (Comprising the First Confirmation and Second Confirmation Below)**

**First Confirmation**

Name of scheme(s) (the “Scheme”):

a) Name of the umbrella/single fund(s) : \_\_\_\_\_

b) Name of the relevant sub-fund(s) : \_\_\_\_\_

I hereby certify and confirm that:

(a) I have appointed (*please insert the name of the translation company*) \_\_\_\_\_,

a company with qualified personnel who are fully conversant in the Chinese language and competent to review and ensure the truth and accuracy of the Chinese translation of:

(*please tick one of the following*)

(i) (*please insert the name(s) of the full set of the Hong Kong offering document(s) or notice on merger/ termination/ withdrawal of authorization subject to the SFC’s prior approval pursuant to the Code on Unit Trusts and Mutual Funds, whichever is applicable*) \_\_\_\_\_ ; or

(ii) (*please insert the name(s) of the Hong Kong offering document(s) being revised*) \_\_\_\_\_

(the “Relevant Chinese Document(s)”) in respect of the Scheme, to review and ensure the truth and accuracy of the Relevant Chinese Document(s); and

(b) (*Only applicable if (a)(ii) above is selected*)

the full set of the Chinese version of the Hong Kong offering document(s) is a true and accurate translation of the English version of the same documentation.<sup>7</sup>

<sup>7</sup> Please refer to Question 21 in “Section 1 : FAQ in respect of the Revamped Post Authorization Process” under Frequently Asked Questions on Post Authorization Compliance Issues of SFC-authorized Unit Trusts and Mutual Funds which is downloadable at: <http://www.sfc.hk/web/EN/faqs/publicly-offered-investment-product/post-authorization-compliance-issues-of-sfc-authorized-unit-trusts-and-mutual-funds.html>.



Name of the party issuing confirmation<sup>8</sup> :

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Name of authorized signatory :

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Title / Position of authorized signatory :

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Signature :

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Date (date / month / year) :

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<sup>8</sup> Please refer to the SFC's circular regarding streamlining of authorization process (30 December 2005) which can be downloaded at: <http://www.sfc.hk/edistributionWeb/gateway/EN/circular/openFile?refNo=H480> and Question 10 of FAQ on Application Procedures for Authorization of Unit Trusts and Mutual Funds under the Revamped Process which can be downloaded at: [http://www.sfc.hk/web/EN/faqs/publicly-offered-investment-product/application-procedures-for-authorization-of-unit-trusts-and-mutual-funds-under-the-revamped-process-\(for-new-fund-applications-received-on-or-after-9-november-2015\).html](http://www.sfc.hk/web/EN/faqs/publicly-offered-investment-product/application-procedures-for-authorization-of-unit-trusts-and-mutual-funds-under-the-revamped-process-(for-new-fund-applications-received-on-or-after-9-november-2015).html)



## Second Confirmation

Name of scheme(s) under application (the "Scheme"):

a) Name of the umbrella/single fund(s) :

b) Name of the relevant sub-fund(s) :

I hereby certify and confirm that:

(i) *(please insert the name of the translation company)*

\_\_\_\_\_ has been appointed by *(please insert the name of the appointing party)*

to review the Chinese translation of *(please insert the name of relevant document(s))*

\_\_\_\_\_ (the "Relevant Chinese Document(s)") in respect of the Scheme;

(ii) *(please insert the name of the translator)*

\_\_\_\_\_ of this office is fully conversant in the Chinese language and competent to review and ensure the truth and accuracy of the Relevant Chinese Document(s); and

(iii) the Relevant Chinese Document(s) is/are the true and accurate translation of the English version(s) of the same documentation.

Name of the translator<sup>9</sup> :

Name of authorized signatory :

Position / Title of authorized signatory :

Signature :

Date (date / month / year) :

<sup>9</sup> Please refer to the SFC's circular regarding streamlining of authorization process (30 December 2005) which can be downloaded at: <http://www.sfc.hk/edistributionWeb/gateway/EN/circular/openFile?refNo=H480> and Question 10 of FAQ on Application Procedures for Authorization of Unit Trusts and Mutual Funds under the Revamped Process which can be downloaded at: [http://www.sfc.hk/web/EN/faqs/publicly-offered-investment-product/application-procedures-for-authorization-of-unit-trusts-and-mutual-funds-under-the-revamped-process-\(for-new-fund-applications-received-on-or-after-9-november-2015\).html](http://www.sfc.hk/web/EN/faqs/publicly-offered-investment-product/application-procedures-for-authorization-of-unit-trusts-and-mutual-funds-under-the-revamped-process-(for-new-fund-applications-received-on-or-after-9-november-2015).html)