

## Application Form for Scheme Change(s)

### Application for Approval of Change(s) to an Authorized Scheme pursuant to 11.1 of the Code on Unit Trusts and Mutual Funds (UT Code)

This Application Form may be used with immediate effect from 25 January 2018 by applicant in support of any application submitted to the Securities and Futures Commission (the “Commission” or the “SFC”) for approval of change(s) to an authorized scheme pursuant to 11.1 of the UT Code that require SFC’s prior approval. For the avoidance of doubt, any applicant who wishes to make an application received by the SFC after 14 February 2018 should use and complete this Application Form. The issuer/applicant should note that any representation in, or referred to in, this application, and any representation made from time to time in support of this application which is false or misleading in a material particular, the provision of any information to the Commission which is false or misleading in a material particular and the provision of any record or document which is false or misleading in a material particular constitute an offence under either section 383(1), 384(1) and/or 384(3) of the SFO.

- The SFC reserves the right to return forthwith, without processing, an incomplete or non-compliant application to the extent this Application Form and/or the accompanying documents are not properly or fully completed, and/or where negative responses in this Application Form are not properly explained, and/or such application is accompanied by documents that do not meet the applicable requirements, not in good order or otherwise not suitable for clearance. The SFC reserves the right to request the applicant to submit more information and/or documents and/or updated and duly completed and properly executed form(s), confirmation(s) or undertaking(s) before approval of the scheme change(s) pursuant to 11.1 of the UT Code.
- If you are also applying for authorization of the revised offering document, please also complete the “Application Form for Revised Offering Documents that Incorporate Changes Falling within 11.1 of the UT Code that Require SFC’s Prior Approval”. If there are (i) changes which do not fall within 11.1 of the UT Code and/or (ii) immaterial changes which fall within 11.1 of the UT Code but do not require the SFC’s prior approval (“Immaterial Changes”)<sup>1</sup> in the notice, please also complete the “Filing Form for Notice of Scheme Change(s) falling within 11.1B of the UT Code and Do Not Require SFC’s Prior Approval”.
- The issuer/applicant is reminded to tick ALL boxes that are applicable in this Application Form.

To: Investment Products Division  
Securities and Futures Commission  
Attention: [*name of officer (if applicable)*]

<sup>1</sup>The Circular to Management Companies of SFC-authorized Funds dated 14 June 2013 entitled “Streamlined Measures to Enhance the Processing of Application for Scheme Changes and Revision of Offering Documents of SFC-authorized Funds” (the “Circular”) sets out, among other things, the streamlined measures introduced by the Commission with respect to the Immaterial Changes. Illustrative examples of Immaterial Changes (including certain amendments to constitutive documents that are Immaterial CD Amendments) can be found in “Section 2: Others” under the Frequently Asked Questions on Post Authorization Compliance Issues of SFC-authorized Unit Trusts and Mutual Funds published on the Commission’s website (the “FAQ on Post Authorization Compliance”), which are subject to amendments and updates from time to time. Issuer/applicant should ensure compliance of, among others, the UT Code and other guidelines that are published by the Commission from time to time.



Dear Sirs,

1. We \_\_\_\_\_ (acting on the instructions of \_\_\_\_\_  
[state the name of applicant] (please delete if the applicant is making the application directly))  
hereby apply to the Commission for the application for approval of change(s) to the scheme(s)  
referred in paragraph 6a below pursuant to 11.1 of the UT Code.

2. The change(s) is/are related to the following scheme(s) authorized by the Commission:-

(a) Name of the umbrella fund

\_\_\_\_\_

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

1. \_\_\_\_\_

2. \_\_\_\_\_

3. \_\_\_\_\_

4. \_\_\_\_\_

5. \_\_\_\_\_

(Please use separate sheet(s), if necessary)

(c) Name of the single fund(s)

1. \_\_\_\_\_

2. \_\_\_\_\_

3. \_\_\_\_\_

4. \_\_\_\_\_

5. \_\_\_\_\_

(Please use separate sheet(s), if necessary)

3. Is/are the scheme(s) mentioned in paragraph 2 above established in a recognized jurisdiction?

☐ Yes, please state the name of home regulator: \_\_\_\_\_  
("Home Regulator")

☐ No

4. We confirm that the change(s) is/are subject to the Commission's prior approval pursuant to 11.1 of the UT Code. Nature of the change(s) (the "Proposed 11.1 Change(s)") is set out below:-

☐ (i) Change of constitutive documents (please enclose a copy of the revised constitutive documents marked-up against the last version filed with the SFC)

**Note:** If the reason(s) for the change of constitutive documents is/are attributable to any of the item(s) (ii) to (v) below, please also tick the relevant box(es). Otherwise, please tick the box immediately below this Note.



- ☐ The reason(s) for the change of constitutive documents is/are not attributable to any of item(s) (ii) to (v) below
- ☐ (ii) Change of key operators (or their regulatory status or controlling shareholder):
- ☐ management company or its delegate(s) (please also respond to Question 5)
  - ☐ trustee/custodian
  - ☐ Hong Kong representative
  - ☐ Others \_\_\_\_\_
- ☐ (iii) Change of investment objectives, policies and restrictions
- ☐ (iv) Change in fee structure, dealing and pricing arrangements
- ☐ (v) Other changes that may materially prejudice holders' rights or interests
- \_\_\_\_\_
5. The new management company or its delegate is:
- ☐ currently managing SFC-authorized funds
  - ☐ subject to the on-going supervision of an acceptable inspection regime
6. Salient terms of the Proposed 11.1 Change(s) are set out below<sup>2</sup>.

	Information/disclosure expected to be included in the notice	Details <sup>3</sup>
a.	Clear and brief description of the Proposed 11.1 Change(s).	
b.	Implications on the features and risks applicable to the affected fund(s).	
c.	Brief description of any proposed changes in the operation and/or manner in which the affected fund(s) is/are being managed and the effects on existing investors as a result of the Proposed 11.1 Change(s). Otherwise, please provide negative statements.	

<sup>2</sup> Please provide information in a clear and succinct manner. Illustrative examples of the information expected to be set out in the notice regarding certain Proposed 11.1 Change(s) can be found in Questions 16B and 16B1 under "Section 2: Others" under the FAQ on Post Authorization Compliance, which are subject to amendments and updates from time to time.

Applicant submitting the draft notice in support of Complex Application (types of Complex Applications are set out in Question 3A in "Section 1: FAQ in respect of the Revamped Post Authorization Process" under the FAQ on Post Authorization Compliance, as may be amended from time to time) will not be required to fill in the table under this paragraph as the salient terms of the Proposed 11.1 Change(s) are expected to be included in the notice.

Where multiple scheme changes are also set out in the same draft notice submitted to the SFC in support of the Complex Application, applicant should (i) annotate the Proposed 11.1 Change(s) that falls under Complex Application (on a standalone basis) and all the related information in the draft notice; and (ii) set out the salient terms of the Proposed 11.1 Change(s) that fall under Simple Application (on a standalone basis) in the table under this paragraph.

<sup>3</sup> If there is more than one Proposed 11.1 Change, please clearly itemise each Proposed 11.1 Change and set out the relevant details in the table accordingly.

d.	Brief description of any change in the fee level/cost in managing the affected fund(s) following the implementation of the Proposed 11.1 Change(s). Otherwise, please provide negative statements.	
e.	Brief description of any costs and/or expenses that will be incurred in connection with the Proposed 11.1 Change(s) and who (e.g. the fund and/or the management company) will bear them. Otherwise, please provide negative statements.	
f.	Brief description of any matters/impact arising from the Proposed 11.1 Change(s) that may materially prejudice the existing investors' rights or interests. Otherwise, please provide negative statements.	
g.	Reasons and rationale of the Proposed 11.1 Change(s).	
h.	Proposed publication date of the notice.	
i.	Proposed notice period to be served to investors regarding the Proposed 11.1 Change(s).	
j.	Effective date of the Proposed 11.1 Change(s).	
k.	Clear description of all condition(s) required to be fulfilled before the Proposed 11.1 Change(s) could take effect (e.g. unitholder's approval and/or regulatory approval) and the consequences thereof.	
l.	List of documents and an address in Hong Kong where such documents can be obtained and/or inspection free of charge or purchased at a reasonable price stated in the notice? (Y/N)	
m.	If available, website address of the fund(s) which contains publication of the fund(s)' offering documents etc. stated in the notice? (Y/N)	
n.	Hong Kong contact details (including address and telephone number) for enquiries by investors stated in the notice? (Y/N)	
o.	Applicable warning statement to the effect that "THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF IN DOUBT, PLEASE SEEK PROFESSIONAL ADVICE" stated in the notice? (Y/N)	
p.	Responsibility statement that the management company accepts full responsibility for the accuracy of the information stated in the notice? (Y/N)	
q.	Alternatives available to investors (if applicable).	
r.	Need to update offering documents? (Y/N)	

s.	Any other key information in relation to the Proposed 11.1 Change(s) which the applicant wishes to draw the SFC's attention and/or necessary for the unitholders to appraise and to comprehend the Proposed 11.1 Change(s) and/or position of the affected fund(s)?	
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(Please use separate sheet(s), if necessary)

7. (If applicable) We have instructed \_\_\_\_\_ [Please state name of law firm] to act on our behalf in relation to this application. The contact details of the lawyer(s) handling the matter are as follows:-

Name of lawyer-in-charge: \_\_\_\_\_

Position: \_\_\_\_\_

Telephone number: \_\_\_\_\_

Email: \_\_\_\_\_

Address: \_\_\_\_\_

8. We confirm that the Proposed 11.1 Change(s):-

- (a) are the only changes which require SFC's prior approval pursuant to 11.1 of the UT Code;
- (b) ☐ is/are in the process of obtaining approval from the Home Regulator<sup>4</sup> of the scheme(s);  
☐ has/have been approved by the Home Regulator of the scheme(s);  
☐ does/do not require approval by the Home Regulator of the scheme(s);
- (c) has/have been notified to the trustee/custodian and the trustee/custodian does not have any objection thereto;
- (d) (applicable to approved pooled investment funds offered to retail investors):  
☐ has/have been notified to the Mandatory Provident Fund Schemes Authority (the "MPFA") and the MPFA does not have any objection thereto;  
☐ is/are in the process of obtaining approval from the MPFA<sup>5</sup>;
- (e) ☐ require(s) unitholders' prior approval pursuant to the constitutive documents of the scheme(s)<sup>4</sup>;  
☐ does/do not require unitholders' prior approval pursuant to the constitutive documents of the scheme(s);

<sup>4</sup> If you have ticked the first box in 8(b) and/or 8(e) above, before the SFC's approval of the Proposed 11.1 Change(s) may become effective, applicant must submit duly completed and executed "[Confirmation of fulfilment of approval/authorization condition\(s\)](#)" confirming that the approval from the home regulator and/or unitholders has been obtained.

<sup>5</sup> Prior to obtaining the SFC's final approval of the Proposed 11.1 Change(s), applicant must submit the duly completed and executed "[Confirmation of fulfilment of approval-in-principle condition\(s\) of approved pooled investment funds offered to retail investors \("APIF I"\)](#)" confirming that (i) approval from the MPFA has been obtained; and (ii) there is no subsequent change(s) pursuant to the issue of the approval-in-principle (if granted) which are subject to the SFC's prior approval.



- (f) ☐ does/do not materially prejudice the interests of investors of the scheme(s)(except otherwise specified in this application below);  
☐ may materially prejudice the interests of investors of the scheme(s);

Note: If you have ticked the second box under (f) above, please state clearly which of the Proposed 11.1 Change(s) may materially prejudice the interests of investors of the scheme(s), how / in what ways it may materially prejudice investor interest, as well as why the applicant still wishes to proceed with such change(s).

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- (g) is/are in compliance with the applicable provisions of the UT Code and the applicable provisions in the “Overarching Principles” of the SFC Handbook for Unit Trusts and Mutual Funds, Investment-Linked Assurance Schemes and Unlisted Structured Investment Products; and
- (h) contain(s) nothing that would in any way contradict or result in any breach of the applicable provisions of the UT Code and the applicable provisions in the “Overarching Principles” of the SFC Handbook for Unit Trusts and Mutual Funds, Investment-Linked Assurance Schemes and Unlisted Structured Investment Products.
9. We have submitted the duly completed and properly executed confirmation(s)<sup>6</sup> applicable to this application together with this Application Form.
10. The applicant acknowledges that unless otherwise agreed by the Commission, this application will lapse if no approval (or approval-in-principle in respect of approved pooled investment funds offered to retail investors, where applicable) is granted within the applicable processing time period as indicated in the first requisition issued by the SFC (if issued).
11. We confirm that unless otherwise specifically allowed for in this Application Form, no deletion, addition or amendment has been made to the standard template of the current prescribed application form as published on the SFC website.

Yours faithfully,

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Name:  
Position:  
Duly authorized<sup>7</sup>  
For and on behalf of  
[Applicant's name]  
Date:

<sup>6</sup> Where applicable, applicant should use the standardised templates for confirmations as set out in the [“List of Confirmations of Compliance related to Application for Approval of Scheme Change\(s\) pursuant to 11.1 of the Code of Unit Trusts and Mutual Funds”](#).

<sup>7</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.