

Application Form for Revised Offering Documents that Require SFC's Prior Approval in relation to Recognised Mainland Funds

Application for Authorization under Part IV of the Securities and Futures Ordinance (SFO) for the Issue of Revised Document Pursuant to Section 105 of the SFO

This Application Form should be used by applicant in support of any application submitted to the Securities and Futures Commission (the "Commission" or the "SFC") for authorization on or after 1 August 2017 under Part IV of the SFO for the issue of revised document pursuant to section 105 of the SFO that incorporates change(s) that require the Commission's prior approval. 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 Commission 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 Commission 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 authorization of the revised document pursuant to section 105 of the SFO.
- If there is/are change(s) which does/do not require the Commission's prior approval in the revised Hong Kong offering document(s) in relation to Mainland funds authorized by the Commission under the Mutual Recognition of Funds ("MRF") arrangement, please also complete the "Filing Form for Revised Offering Documents that Do Not Require SFC's Prior Approval in relation to Recognised Mainland Funds".
- If there are changes in the revised Hong Kong offering document(s) which require the Commission's prior approval, please also complete the "Form for Scheme Change Application(s) or Filing of Notice of Scheme Change(s) in relation to Recognised Mainland Funds".
- The issuer/applicant is reminded to tick ALL boxes that are applicable in this Application Form.

On application, please submit 3 sets of revised Hong Kong offering document(s) and product key facts statement(s). Please submit soft copies of these revised Hong Kong offering document(s) (including product key facts statement(s), where applicable) with proper annotation(s) of the change(s) that require the Commission's prior approval in text-searchable format.

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



Dear Sirs,

1. We _____ (acting on the instructions of _____ [*state the name of management firm*] (*please delete if the management firm is making the application directly*)) hereby apply to the Commission for the authorization for the issue of the revised Hong Kong offering document(s) as referred to in paragraph 2 below pursuant to section 105 of the SFO.

2. The issue of the revised Hong Kong offering document(s) relates to the following Mainland fund(s) authorized by the Commission under the MRF arrangement:-

(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)

(d) Hong Kong offering document(s) revised

(e) Has/have the product key facts statement(s) of the fund(s) mentioned in paragraphs 2(b) and (c) been revised in connection with the revised Hong Kong offering document(s) as mentioned in paragraph 2(d) above?

Yes, please state the name of the single fund(s) / sub-fund(s)

1. _____

2. _____

3. _____

4. _____

5. _____

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

No



3. We confirm that:-

- (a) the revised Hong Kong offering document(s) as referred to in paragraph 2 above has/have incorporated all changes that were approved by the Commission on _____;

Annotation(s) in the revised Hong Kong offering document(s) ¹	Nature/brief details of change(s)
1.	
2.	
3.	
4.	
5.	

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

- (b) apart from the changes as mentioned above, other change(s) in the revised Hong Kong offering document(s) as referred to in paragraph 2 above is/are not subject to the Commission's prior approval;
- (c) the revised Hong Kong offering document(s) as referred to in paragraph 2 above:-
- has/have been approved by the China Securities Regulatory Commission ("CSRC");
 - is/are in the process of obtaining approval from the CSRC²;
 - has/have been notified to/filed with the CSRC and the CSRC has no comment on the change(s);
 - does/do not require the approval of/filing with the CSRC;
- (d) the revised Hong Kong offering document(s) of the Mainland fund(s) as referred to in paragraph 2 above is/are consistent with the latest offering document(s) which is/are currently made available to Mainland investors. Such latest offering document(s) has/have obtained the necessary approval from/completed the required notification to/filing with the CSRC;
- (e) all documents required to be submitted to the Commission for the purposes of the application for authorization of the revised Hong Kong offering document(s) as referred to in paragraph 2 above have been submitted and are in compliance with the Circular on "Mutual Recognition of Funds between the Mainland and Hong Kong" dated 22 May 2015, the related guidance as issued by the Commission from time to time, the applicable provisions of the Code on Unit Trusts and Mutual Funds (the "UT Code") and the applicable provisions in the "Overarching Principles Section" of the SFC Handbook for Unit Trusts and Mutual Funds, Investment-Linked Assurance Schemes and Unlisted Structured Investment Products (the "SFC Handbook");
- (f) nothing in any of the documents required to be submitted to the Commission for the purposes of the application for authorization of the revised Hong Kong offering document(s) as referred to in paragraph 2 above would in any way contradict or result in any breach of the Circular on "Mutual Recognition of Funds between the Mainland and Hong Kong" dated 22 May 2015, the related guidance as issued by the Commission from time to time, the applicable provisions of the UT Code and the applicable provisions in the "Overarching Principles Section" of the SFC Handbook;

¹ Please properly annotate the corresponding change(s) as set out in this table in the revised Hong Kong offering document(s).

² In any event, before the authorization of the revised Hong Kong offering document(s) by the Commission may become effective, the applicant must confirm in writing that the finalized drafts of the revised Hong Kong offering document(s) is/are consistent with the latest offering document(s) which is/are currently made available to Mainland investors. Such latest offering document(s) has/have obtained the necessary approval from/completed the required notification to/filing with the CSRC.



- (g) the product key facts statement(s) of the fund(s) as mentioned in paragraphs 2(b) and (c) above is/are consistent with the revised Hong Kong offering document(s) as referred to in paragraph 2(d) above;
 - (h) where the change(s) to the revised Hong Kong offering document(s) is/are attributable to change(s) in the constitutive document(s), all disclosures in the revised Hong Kong offering document(s) as referred to in paragraph 2 above relating to the constitutive document(s) are consistent with the relevant provisions in the constitutive document(s); and
 - (i) 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.
4. We enclose with this Application Form the draft translation certificate for the revised Chinese [name of revised Hong Kong offering document(s)]³.
5. The applicant acknowledges that unless otherwise agreed by the Commission, this application will lapse if no authorization is granted within the applicable processing time period as indicated in the first requisition issued by the Commission (if issued).
6. (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: _____

Yours faithfully,

Name:

Position:

Duly authorized⁴

For and on behalf of

[*Applicant's name*]

Date: _____

³ The Chinese translation certificate (together with the bilingual revised Hong Kong offering document(s) with proper annotation(s) indicating change(s) that require the Commission's prior approval for the English version) must be executed and submitted before the authorization (if granted by the Commission) becoming effective.

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