

## Information Checklist for Application for Authorization of Unit Trusts and Mutual Funds under the Revamped Process

***This Information Checklist should be used with effect from 1 January 2019 in support of any application for authorization of a unit trust or mutual fund and its offering document(s).***

***Where the application for authorization of the proposed scheme is in relation to a proposed public OFC as defined in the Code on Open-ended Fund Companies or a publicly offered sub-fund of an existing public OFC, the applicant should also complete the Schedule to this Information Checklist.***

### A. Introduction

An applicant seeking authorization of a unit trust or mutual fund and its offering document(s) pursuant to sections 104 and 105 of the Securities and Futures Ordinance (“SFO”) respectively must complete this Information Checklist and submit it to the Investment Products Division of the Securities and Futures Commission (the “SFC”), together with relevant documents provided hereunder that are required for an application. References to the scheme(s) in this Information Checklist refer to the scheme(s) under application. The SFC reserves the right to request for more information and/or documents in reviewing and considering each application.

**The SFC reserves the right to return forthwith, without processing, an incomplete or non-compliant application to the extent the application form<sup>1</sup>, this Information Checklist and/or the accompanying documents are not properly or fully completed, and/or where negative responses in this Information Checklist 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 updated and duly completed and properly executed checklist(s), confirmation(s) or undertaking(s) before authorization of a scheme.**

This is a standard form document. Unless otherwise specified, when completing this Information Checklist, please do not make any deletion, addition or amendment to the forms or headings. The applicant is reminded to tick ALL boxes that are applicable to its application(s) in this Information Checklist.

- Structure of the scheme(s)** : As stated under 3(a)(i) of the application form<sup>1</sup>
- Type of scheme(s)** :  Hong Kong domiciled scheme(s)  
(please tick one box)  UCITS  
 Other non-Hong Kong domiciled scheme(s)
- Place of domicile of the scheme(s)** : As stated under 3(a)(iii) of the application form<sup>1</sup>

<sup>1</sup> Application form refers to the Application Form for Unit Trusts and Mutual Funds, Investment-Linked Assurance Schemes and Unlisted Structured Investment Products duly completed and executed by / for and on behalf of the applicant.



**Home regulator** (for non-Hong Kong domiciled scheme(s) only)

: (please specify if applicable)

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**Scheme(s) under application**

: Name(s) of the scheme(s) under application which is/are stated under 3(a)(ii), (iv) and (v) of the application form<sup>1</sup> is/are repeated below (or such other name(s) as may be approved by the SFC):

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## B. Basic information relating to the scheme(s)

Please fill in this sheet for each of the single funds / sub-funds of an umbrella fund under application (please use separate sheet(s), if necessary).

Name (or such other name as may be approved by the SFC) of the single fund / sub-fund (each, referred to as the "scheme") :

(English name) \_\_\_\_\_

(Chinese name) \_\_\_\_\_

Name (or such other name as may be approved by the SFC) of umbrella fund (if applicable) :

(English name) \_\_\_\_\_

(Chinese name) \_\_\_\_\_

- 1) Is the scheme a sub-fund under an existing umbrella fund authorized by the SFC?  
 Yes     No
- 2) Is the scheme managed by a management company or a board of directors (in case of a self-managed scheme) currently managing other existing SFC-authorized fund(s)?  
 Yes     No
- 3) Is the trustee/custodian of the scheme currently acting as trustee/custodian of other existing SFC-authorized fund(s)?  
 Yes     No
- 4)  Please tick if the scheme does not have any investment delegate(s) and proceed to Q5. Otherwise, please answer the following questions:
  - a) Is/Are the investment delegate(s) currently managing other existing SFC-authorized fund(s)?  
 Yes     No
  - b)  Please tick if all investment delegate(s) is/are based in an acceptable inspection regime ("AIR"), a list of which is published on the SFC website, and proceed to Q5. Otherwise, please answer the following question:  
 Is/Are the non-AIR delegation arrangement(s) currently adopted by other existing SFC-authorized fund(s)?  Yes     No
- 5) Please indicate the types of unit/share classes that will be offered by the scheme by ticking the applicable box(es) below:  
 Unlisted unit/share classes     Listed unit/share classes
- 6) Please indicate the scheme type by ticking the applicable box(es) below:
  - Scheme falling under Chapter 7 of the UT Code<sup>2</sup>
    - Please also tick if the scheme is a feeder fund under 7.12 of the UT Code
    - Please also tick if the scheme contains guaranteed features under 7.39 of the UT Code
  - Money market fund under 8.2 of the UT Code
  - Unlisted index fund under 8.6 of the UT Code
  - Index tracking exchange traded fund ("Passive ETF") under 8.6 of the UT Code
  - Hedge fund under 8.7 of the UT Code

<sup>2</sup> UT Code in this Information Checklist refers to the Code on Unit Trusts and Mutual Funds effective on 1 January 2019 ("Effective Date").

- Structured fund under 8.8 of the UT Code
  - Fund that invest extensively in financial derivative instruments (“derivatives”) under 8.9 of the UT Code
  - Listed open-ended fund (“Active ETF”) under 8.10 of the UT Code
  - Closed-ended fund under 8.11 of the UT Code
  - UCITS not using derivatives extensively for investment purposes or with net derivative exposure of not more than 50% of its net asset value
  - UCITS using derivatives extensively for investment purposes or with net derivative exposure of more than 50% of its net asset value
- 7)  Please tick if the scheme is not an unlisted index fund or Passive ETF and proceed to Q8. Otherwise, please answer the following questions:
- a) Is the scheme using physical replication?
    - Yes
    - No
  - b) Is the scheme a leveraged or inverse product (“L&I Product”) or futures based unlisted index fund or Passive ETF?
    - Yes
    - No
  - c)  Please tick if the unlisted index fund or Passive ETF is tracking an index which is currently adopted by other existing SFC-authorized unlisted index fund(s) or Passive ETF(s) and proceed to Q8. Otherwise, please answer the following question:  
Is the scheme tracking a plain vanilla index<sup>3</sup>?  Yes  No
- 8) Is the scheme *not* seeking authorization as approved pooled investment fund(s) under the SFC Code on MPF Products?  Yes  No

**Please proceed to complete Section C, Section D and, where applicable, Section E.**

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<sup>3</sup> Plain vanilla index will generally include free float market capitalization weighted equities index and will generally **exclude** strategy index, smart-beta / value-based index, equal weighted equities index, equities index with covered call and/or hedging elements, etc.

## C. Confirmation from the applicant

The scheme(s) under application: As stated in Section A of this Information Checklist

We, in respect of this application and the scheme(s) thereunder, hereby confirm and undertake that:

### Compliance with Guidance on Internal Product Approval Process

- a) all requirements set out in the Circular to product providers of SFC-authorized unit trusts and mutual funds, SFC-authorized investment-linked assurance schemes and SFC-authorized unlisted structured investment products entitled "Guidance on Internal Product Approval Process", as amended from time to time, have been and will be complied with in respect of the scheme(s) under this application; and

### Management company and investment delegates

- b) the management company<sup>4</sup> is *(please tick one of the following)*:
- (i) licensed or registered under Part V of the Securities and Futures Ordinance to carry out Type 9 regulated activity or (ii) has submitted application to the SFC in applying for the licensing / registration status required for managing investment funds / collective investment schemes in Hong Kong;
  - subject to supervision in an overseas jurisdiction with an inspection regime under the list of acceptable inspection regimes ("AIR") published on the SFC website;
- and
- c) *(please tick one of the following)*:
- (subject to a 12-month transition period from 1 January 2019 for compliance with the revised minimum capital requirement of HK\$ 10 million (or its equivalent in foreign currency) under 5.2(b) applicable for an existing management company)* the management company<sup>4</sup> has fulfilled and will at all times fulfil the requirements under 5.2 to 5.5 of the UT Code; *(please tick the following if applicable)*
  - (applicable only to scheme(s) with delegation arrangement<sup>5</sup>)* the investment delegate(s) appointed has/have fulfilled and will at all times fulfil the requirements under 5.2 to 5.5 of the UT Code except for the requirements on minimum capital as set out in 5.2(b) of the UT Code *(applicable to non-UCITS scheme(s))*; or requirements under 5.5(a), (b) and (c) of the UT Code *(applicable to UCITS scheme(s))*;
  - (applicable only to scheme(s) with proposed arrangement to use or rely on group resources in satisfying the public funds experience requirements on key personnel)* for the purposes of 5.5(a) to (c) of the UT Code, the management company<sup>4</sup> has submitted the required information as set out in the required confirmation(s) and undertaking(s) regarding proposed arrangement to use or rely on group resources in satisfying the public funds experience requirements on key personnel as set out in Annex B;
  - (applicable only to scheme(s) with proposed all-time investment management delegation arrangement)* the management company<sup>4</sup> has submitted the required confirmation(s) and undertaking(s) regarding the proposed all-time investment management delegation arrangement as set out in Annex C; and
- d) none of the management company<sup>4</sup> and the investment delegate(s) (if applicable) is the subject of any disciplinary proceeding in respect of its license or registration to conduct any regulated activity, or subject to any action by an exchange, regulated market or self-regulatory organisation for breach of any applicable rules, which may materially affect its financial condition, status as a licensed or regulated entity, or ability to perform its licensed or regulated activity; and

4 For self-managed scheme, references to the management company are deemed to be references to the investment manager of the scheme. For the purpose of existing management company, please refer to the implementation schedule in the UT Code.

5 For the avoidance of doubt, a management company which cannot fulfil the key personnel requirements is required to delegate its investment management functions to investment delegate(s) which can satisfy the key personnel requirements at all times. In this case, the immediate investment delegate(s) will also be required to fulfil the requirements under 5.2 to 5.5 of the UT Code.

- e)  (please tick if applicable) the following investment delegate(s) is/are licensed or registered under Part V of the Securities and Futures Ordinance to carry out Type 9 regulated activity; or is/are subject to supervision in an overseas jurisdiction with an inspection regime under the list of AIR published on the SFC website; and

Name(s) of AIR delegate(s)	Name(s) of relevant single fund(s) / sub-fund(s) under application

(For the avoidance of doubt, please list out all the investment delegate(s) (including sub-delegate(s)) of the management company<sup>4</sup>. Please use separate sheet(s), if necessary)

- f)  (please tick if applicable) the following investment delegate(s) that is/are not based in an AIR (“non-AIR delegate(s)”) is/are affiliate(s) of the management company<sup>4</sup> or the AIR delegate(s) (if applicable) and is/are subject to a system of internal controls and compliance procedures similar to that of the management company<sup>4</sup> or the AIR delegate(s) (if applicable) and/or the corporate group to whom both the management company<sup>4</sup> or the AIR delegate(s) (if applicable) and the non-AIR delegate(s) belong, the requirements set out in Chapter 4 of the Guide<sup>6</sup> in respect of the appointment of the non-AIR delegate(s) have been and will be fulfilled, and we have submitted the required confirmation(s) and undertaking(s) regarding non-AIR delegation arrangement as set out in Annex D; and

Name(s) of non-AIR delegate(s)	Name(s) of relevant single fund(s) / sub-fund(s) under application

(For the avoidance of doubt, please list out all the investment delegate(s) (including sub-delegate(s)) of the management company<sup>4</sup>. Please use separate sheet(s), if necessary)

- g)  (please tick if applicable) the requirements set out in Chapter 4 of the Guide<sup>6</sup> in respect of the appointment of the following investment delegate(s) (whether based in an AIR or non-AIR jurisdiction) which is/are *not* currently managing other existing SFC-authorized fund(s) have been and will be fulfilled, and we have submitted the required confirmation(s) and undertaking(s) from the investment delegate(s) as set out in Annex I; and

Name(s) of new investment delegate(s) (whether based in an AIR or non-AIR jurisdiction)

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

- h) we shall act independently of the trustee/custodian of the scheme(s) in our dealings with the scheme(s) and have also submitted the required confirmation(s) from the trustee/custodian as set out in Annex A; and

Hong Kong representative (for non-Hong Kong based scheme(s) only)

- i) we [(please delete as appropriate) have appointed / will appoint] the following entity as the Hong Kong representative of the scheme(s) and the requirements set out in Chapter 4 of the Guide<sup>6</sup> in respect of the appointment of the Hong Kong representative [(please delete as appropriate) have been fulfilled / will be fulfilled before the authorization of the scheme(s) (if granted by the SFC) becomes effective]; and

Name of Hong Kong representative:

<sup>6</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, which, among other things, sets out the compliance requirements applicable to funds seeking authorization from the SFC for offering to the public in Hong Kong, 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/product-authorization/guide-on-practices-and-procedures-for-application-for-authorization-of-unit-trusts-and-mutual-funds.html>.

- j) we have submitted the required confirmation from the [(*please delete as appropriate*) appointed / proposed] Hong Kong representative as set out in Annex E; and

Waivers / Special Requirements / Conditions granted by home regulator (*for UCITS only*)

- k) there are no waivers granted or special requirements and/or conditions imposed by the home regulator of the scheme(s) that have not been stated in the evidence of approval granted by the home regulator; and

Compliance with the Handbook, the UT Code and the Guide<sup>6</sup>

- l) all documents required to be submitted to the SFC for the purposes of application for authorization of the scheme(s) under the UT Code have been submitted and are in compliance with the applicable provisions of 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 (“Handbook”); and
- m) all requirements set out in the Guide<sup>6</sup> applicable to this application and the scheme(s) under this application have been and will be complied with in respect of the scheme(s) under this application; and
- n) the scheme(s) adopt(s) a forward pricing method; and

Offering documents

- o) the product key facts statement(s) (“KFS”) of the scheme(s) is/are consistent with the Hong Kong offering document(s) of the scheme(s); and
- p) (*applicable only to overseas scheme(s) primarily regulated by an overseas regulator and its Hong Kong offering document is different from the overseas offering document*) the Hong Kong offering document(s) of the scheme(s) is/are consistent with the scheme(s)’ overseas offering document(s) (*please tick one of the following*):
- authorized/approved by, or in the process of obtaining authorization/approval<sup>7</sup> from, the home regulator of the scheme(s);
- filed with (and with no subsequent comments from) the home regulator of the scheme(s) in the case where authorization/approval of the scheme(s)’ overseas offering documents by such home regulator is not required;
- and

Constitutive documents<sup>8</sup>

- q) nothing in the constitutive documents of the scheme(s) 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 Section” of the Handbook; and
- r)  (*please tick if applicable*) there are no changes made or proposed to be made to the constitutive documents last filed to the SFC on (*please specify the date*)  
(*N.B. no constitutive documents of the scheme(s) are required to be submitted at the outset of an application*); and

<sup>7</sup> In any event, before the authorization of a scheme may become effective, the applicant must confirm in writing that the finalized drafts of the Hong Kong offering documents are consistent with the overseas offering documents as approved/authorized by the home regulator of the scheme.

<sup>8</sup> “Constitutive documents” means the principal documents governing the formation of the scheme, and includes the trust deed in the case of a unit trust, the instrument of incorporation in the case of a public OFC and the articles of association in the case of a mutual fund corporation (other than a public OFC). In the case of a non-UCITS mutual fund corporation, the information listed in Appendix D to the UT Code and the key provisions set out in Section 5 of Annex 1 to the Guide may also be set out in the custodian agreement and the management agreement instead of the articles of association or instrument of incorporation, as appropriate.





- s) (*applicable only to non-UCITS<sup>9</sup>*) the constitutive documents of the scheme(s) contain all the information listed in Appendix D to the UT Code and conform in substance with the provisions set out in Section 5 of Annex 1 to the Guide<sup>6</sup>; and we shall ensure that the constitutive documents of the scheme(s) will at all times contain and conform in substance with these requirements, and we shall act at all times in compliance and in a manner consistent with the UT Code (as may be modified by any applicable waivers or exemptions granted by the SFC); and
- t) (*applicable only to UCITS*) the constitutive documents of the scheme(s) have complied with all applicable home jurisdiction's laws and regulations and home regulator's requirements and have complied with 9.10 of the UT Code; and such constitutive documents are the latest version that have been submitted to / filed with the home regulator; and in addition, the scheme(s) has / have also complied with D12 of Appendix D to the UT Code regarding connected party transactions; and

#### Approved person

u) (*please tick one of the following*):

(*please insert the name of the approved person*) \_\_\_\_\_

has been approved as the approved person of the scheme(s) and the approval letter previously issued by the SFC is attached in separate sheet;

the nomination of the approved person of the scheme(s) and the corresponding duly completed and properly executed confirmation from the nominated approved person as set out in Annex F has been submitted;

and

#### General

We confirm that all information contained in this Information Checklist (including all confirmations and undertakings) and the documents submitted relating thereto are true and accurate; and unless otherwise specifically allowed for in this Information Checklist, no deletion, addition or amendment has been made to the standard templates of these current prescribed documents as published on the SFC website.

We further undertake to notify the SFC immediately if there are any changes to the information and/or confirmations provided to the SFC from time to time in connection with the application or where we have become aware of any matters or changes in circumstance that may affect the SFC's assessment of this application.

Signed for and on behalf of:

(*please tick relevant box(es)*)

Applicant :  (*For self-managed scheme(s) only*)  
The board of directors of the scheme(s)

(*For scheme(s) which is/are not self-managed scheme(s)*) (*Please insert below the name of the management company of the scheme(s)*)

Name of authorized signatory :  (*For self-managed scheme(s) only*)

<sup>9</sup> For funds seeking authorization pursuant to or in accordance with the mutual recognition arrangements and/or such other fund authorization arrangements that have been entered into between the SFC and the related countries or jurisdictions, they should follow the specific requirements on constitutive documents as set out in the relevant circulars and/or guidance issued by the SFC related thereto.





(Insert name of at least one executive director<sup>10</sup> (or above) of the scheme(s))

:  (For non-self-managed scheme(s) with SFC-licensed management company)

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(Insert name of at least one Responsible Officer (in respect of Type 9 regulated activity) of the management company)

:  (For non-self-managed scheme(s) with management company which is not SFC-licensed)

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(Insert name of at least one executive director<sup>10</sup> (or above) of the management company of the scheme(s))

Signature

:

Title / Position

:

Date (date / month / year)

:

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<sup>10</sup> Equivalents include, for example, CEO, managing director, etc. Essentially, the signatory is expected to be a senior-ranking executive with overall responsibility over the new fund application.

## D. Basic documents required to be submitted to the SFC

The list below is not exhaustive. The SFC may require additional information.

On application, please submit 3 sets of the following documents except for the financial statements, where only a soft copy of which is required to be submitted. Please also provide soft copies of these documents in text-searchable format.

### I. Mandatory documents

- 1) Duly completed and properly executed application form<sup>1</sup>
- 2) Application fee (*in the form of cheque payable to the “Securities and Futures Commission” for the correct amount of total application fee*)
- 3) Duly and properly completed Information Checklist, including the duly completed and properly executed confirmation from the applicant under Section C of the Information Checklist
- 4) Duly completed and properly executed confirmation from the trustee/custodian (*see Annex A*)
- 5) Duly and properly completed information sheet on the use of financial derivative instruments (“derivatives”) / investment in derivatives of the scheme (*see Annex J*)
- 6) (i) A copy of the letter of approval on the approved person previously issued by the SFC (for schemes with approved person previously approved by the SFC); or (ii) duly completed and properly executed nomination letter from the management company or the scheme(s) nominating an individual as the approved person for the scheme(s) and the duly completed and properly executed confirmation from the nominated approved person (*see Annex F*)
- 7) Advanced draft of the English Hong Kong main offering documents (*where applicable, marked up against the latest version filed with the SFC*)
- 8) Advanced draft of the English product key facts statement(s) (“KFS”) of the scheme(s) under application
- 9) Constitutive documents<sup>11</sup> (*where applicable, marked-up against the latest version filed with the SFC*)
- 10) Latest audited report (if any) and if more recent, the latest unaudited report of the scheme(s)
- 11) Duly completed and properly executed letter from management company and approved person regarding non-fulfilment of authorization condition(s) (*see Annex K*)
- 12) Duly completed and properly executed Chinese translation confirmation<sup>12</sup> (*see Annex L*)

### II. Additional document(s) (to the extent applicable)

- 13) *For UCITS scheme(s)*
  - (i) Evidence of approval from the home regulator of the scheme(s)
  - (ii) Evidence of approval from the home regulator of the offering document(s)

Applicable? (please tick)	
Yes (and submitted)	No

<sup>11</sup> If the scheme(s) under application involve(s) a new umbrella fund or single fund, its/their constitutive documents are required to be submitted at the time of application. In the case of an application of a new sub-fund under an existing SFC-authorized umbrella fund involving proposed changes to the constitutive documents from the latest version filed with the SFC, the applicant is required to submit the revised constitutive documents at the time of application as marked-up against the latest version filed with the SFC. Otherwise, the constitutive documents are not required to be submitted at the time of application.

<sup>12</sup> The Chinese translation certificate is not required to be submitted upon the application. However, the Chinese translation certificate (together with the bilingual offering documents with proper annotations against Appendix C of the UT Code for the English version) must be executed and submitted before the authorization (if granted by the SFC) becoming effective.



23) For a sub-fund that invests 70% or more of its NAV using RQFII/QFII quota  
(applicable only to sub-funds under an existing SFC-authorized umbrella fund of which PRC legal counsel's opinion has been obtained on the custody arrangement for at least one of its existing SFC-authorized sub-funds using RQFII/QFII quota as set out in Section 4 of Annex 1 to the Guide<sup>6</sup>)

Duly completed and properly executed confirmation of the custody arrangement  
(see Annex H)

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- (iii) Evidence to demonstrate compliance with 4.2 of the UT Code (*please tick where applicable*) e.g.
- (*for a bank licensed under section 16 of the Banking Ordinance (Chapter 155 of Laws of Hong Kong)*) licence issued by the Hong Kong Monetary Authority
  - (*for a trust company registered under the Trustee Ordinance which is a subsidiary of a licensed bank or a banking institution incorporated outside Hong Kong subject to prudential regulation and supervision on an ongoing basis*) documentation showing such relationship, such as its group organizational chart, together with the licence of such bank or financial institution issued by the relevant authority
  - (*for a trust company which is a trustee of any registered scheme as defined in section 2(1) of the Mandatory Provident Fund Schemes Ordinance*) evidence showing that it is an approved trustee by the Mandatory Provident Fund Schemes Authority and the name(s) of the relevant registered scheme(s) for which it is acting as the trustee
  - (*for a banking institution incorporated outside Hong Kong subject to prudential regulation and supervision on an ongoing basis or an entity which is authorized to act as trustee/custodian of a scheme and prudentially regulated and supervised by an overseas supervisory authority*) licence of such banking institution issued by the relevant authority; or evidence showing such entity being approved/authorized as the trustee/custodian of a scheme by its supervisory authority
- 3) For hedge fund(s)
- (i) Evidence to demonstrate the investment experience of key investment personnel, including their resumes and areas of specialization
  - (ii) Executed confirmation from the management company that:
    - a) under its current registration, the management company is allowed to manage hedge funds; and
    - b) it has put in place suitable internal controls and risk management systems commensurate with the management company's business and risk profile.
- 4) For structured fund(s), including futures-based Passive ETF(s) and L&I Product(s)
- (i) Detailed contingency plans regarding credit events like significant downgrading of credit and the collapse of the issuer of the derivatives and where applicable indicate whether such plans have previously been adopted by other SFC-authorized structured funds managed by the management company
  - (ii) (*applicable only to structured fund(s) which is/are linked to one or more indices*)
    - a) For new index not currently adopted by other existing SFC-authorized unlisted index fund(s) or Passive ETF(s)  
Submission to demonstrate compliance with 8.6(e) of the UT Code on index acceptability (*please use separate sheet(s)*)
    - b) For index which is bespoke / provided for the use of the structured fund only  
Justification to address questions as to the propriety of the fund seeking exposure to such index (*see 8.8(a) Note (2) of the UT Code*)


c) For structured fund(s) with index provider not being an independent person

A brief description of the connected relationship and demonstrate that the index provider is functionally and operationally independent from the swap counterparty in terms of personnel and reporting line

(iii) For a scheme which is a mutual fund company

Evidence that the majority of the board of directors of the scheme are independent directors in compliance with 8.8(b) of the UT Code

(iv) Executed self-declarations by the management company and each of the investment delegate(s) in respect of its independence from the issuer(s) of the derivatives in accordance with 8.8(a) of the UT Code

5) For closed-ended fund(s)

(i) Submission to demonstrate compliance with 8.11(b) of the UT Code on procedure(s) and mechanism(s) in place for the fund to be widely held

(ii) Submission to demonstrate compliance with 8.11(c) of the UT Code on measure(s) and mechanism(s) in place to address any prolonged significant discount of its secondary trading price on the Stock Exchange of Hong Kong to its net asset value

6) Waiver from compliance with the UT Code (if applicable)

Application for waiver from compliance with a provision of the UT Code




## **ANNEX A: Confirmation from the trustee/custodian**

Name of scheme(s) under application:

a) Name (or such other name as :  
may be approved by the  
SFC ) of the umbrella/single  
fund(s)

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b) Name (or such other name as :  
may be approved by the  
SFC) of the relevant sub-  
fund(s)

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We, as the trustee/custodian of the scheme(s), confirm and undertake that:

- a) we consent to our appointment as trustee/custodian of the scheme(s) listed above;
- b) we are independent or deemed to be independent of the management company of the scheme(s) for the purpose of 4.7 or 4.8 of the Code on Unit Trusts and Mutual Funds (the “UT Code”);
- c) we shall act independently of the management company of the scheme(s) in our dealings with the scheme(s);
- d) we shall at all times comply with 4.2-4.4 of the UT Code, in particular,

*(please tick one of the following boxes)*

- (i)  we, based on the latest audited financial report (and if more recent, the latest semi-annual report) (at the entity level) or an audit certificate (at the entity level), comply with the financial resources requirement under 4.3 of the UT Code;
- (ii)  we have obtained a standing commitment or an undertaking from the holding company (which is attached in separate sheet) in compliance with 4.4 of the UT Code;
- e) nothing should be drawn to the attention of the SFC which would affect our ability to act or perform as the trustee/custodian of SFC-authorized funds in compliance with Chapter 4 of the UT Code<sup>15</sup>;
- f) we are not the subject of any disciplinary proceeding or subject to any action for breach of any applicable rules, which may materially affect our financial condition, status as a trustee/custodian, or ability to perform our services.

*(please tick if applicable)* In the case of non-UCITS<sup>16</sup>, we hereby further confirm and undertake that:

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<sup>15</sup> For the purpose of 4.5(f) of the UT Code, Luxembourg scheme(s) may prepare a long form audit report as required under Luxembourg’s rules or regulations which assesses the control environment of the scheme(s) and the service providers (including the custodian).

<sup>16</sup> For funds seeking authorization pursuant to or in accordance with the mutual recognition arrangements and/or such other fund authorization arrangements that have been entered into between the SFC and the related countries or jurisdictions, they should follow the specific requirements on constitutive documents as set out in the relevant circulars and/or guidance issued by the SFC related thereto.

- g) the constitutive documents<sup>17</sup> of the scheme(s) contain all the information listed in and conform in substance with the provisions set out in Section 5 of Annex 1 to the Guide on Practices and Procedures for Application for Authorization of Unit Trusts and Mutual Funds (“Guide”); and
- h) we shall ensure that the constitutive documents<sup>17</sup> of the scheme(s) will at all times contain and conform in substance with the representation set out in paragraph (g) above, and shall act at all times in compliance and in a manner consistent with the UT Code (as may be modified by any applicable waivers or exemptions granted by the SFC);

(Please tick if applicable) In the case of new trustee/custodian which is not currently acting as trustee/custodian for any other existing SFC-authorized funds, we further confirm and undertake that:

- i)  (for new trustee/custodian whose functions are (i) mainly carried out in acceptable inspection regimes and with the primary supervisory authority being one of those with whom the SFC has co-operation agreements (including Australia, France, Germany, Malaysia, Taiwan, United Kingdom and United States of America); or (ii) carried out by the head/branch office(s) of a banking institution in an acceptable inspection regime whereby a separate arm/office of the banking institution is currently acting as trustee/custodian for SFC-authorized funds) if the SFC is not satisfied with such ongoing regulatory supervision, an independent auditor would be appointed to periodically review our internal controls and systems on terms of reference agreed with the SFC and such report would be filed with the SFC;
- j)  (for new trustee/custodian whose functions are mainly carried out in Luxembourg or Ireland) our functions are mainly carried out in [(please delete as appropriate) Luxembourg or Ireland];
- k)  (for new trustee/custodian whose functions are mainly carried out in Hong Kong and/or in a non-acceptable inspection regime) we have submitted the audit certificate with respect to our internal controls and systems, which is in full compliance with Appendix G of the UT Code and the requirements as set out in Chapter 4 of the Guide<sup>6</sup>;
- l) (for new trustee/custodian only) the information relating to the trustee/custodian below has been accurately completed:-

Name and title of the contact person	
Address:	
Telephone number	
Fax number	
Email address	
Principal place of operations of the trustee/custodian for the scheme(s)	
Name of primary supervisory authority	
Financial year-end of the trustee/custodian	

<sup>17</sup> “Constitutive documents” means the principal documents governing the formation of the scheme, and includes the trust deed in the case of a unit trust, the instrument of incorporation in the case of a public OFC and the articles of association in the case of a mutual fund corporation (other than a public OFC). In the case of a mutual fund corporation, these key provisions may also be set out in the custodian agreement and the management agreement instead of the articles of association or instrument of incorporation, as appropriate.



Signed for and on behalf of:

Name of trustee/custodian : \_\_\_\_\_

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

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

Title / Position : \_\_\_\_\_

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



**ANNEX B: Confirmation and undertaking from the management company and/or investment delegate(s) regarding proposed arrangement to use or rely on group resources in satisfying the public funds experience requirements on the key personnel**

*Please submit this confirmation and undertaking for each of the management company and/or investment delegate(s) with proposed arrangement to use or rely on group resources in satisfying the public funds experience requirements on key personnel.*

Name of scheme(s) under application:

Name (or such other name as :  
may be approved by the SFC) of  
the umbrella/single fund(s)

---

Name (or such other name as :  
may be approved by the SFC) of  
the relevant sub-fund(s)

---

For the purpose of satisfying the key personnel requirements as set out in 5.5(a) to (c) of the UT Code, we hereby confirm and undertake that, in respect of this application:

(please tick one of the following boxes)

- (a)  (*applicable to scheme(s) with proposed arrangement to use or rely on group resources in satisfying the public funds experience requirements on key personnel currently adopted by other existing SFC-authorized fund(s) under the management of the management company<sup>18</sup>*)

the management company<sup>18</sup> has used or relied on its group resources in satisfying the public funds experience requirements on the key personnel which is currently adopted by other existing SFC-authorized fund(s) under the management of the management company<sup>18</sup>, and the Fund Management Group<sup>19</sup> on a group-wide basis possesses the requisite experience and resources as well as appropriate oversight, monitoring and supervision systems to administer public funds in satisfying the public funds experience requirements on key personnel as set out in 5.5(a) to (c) of the UT Code and will continue to comply with the applicable requirements under the UT Code in using or relying on its group resources in satisfying the public funds experience requirements on key personnel.

- (b)  (*applicable to scheme(s) with a management company<sup>18</sup> which has already been managing SFC-authorized fund(s) for at least 5 years and proposes to use or rely on the public fund experience of the overseas office(s) located in AIR within the Fund Management Group<sup>19</sup> in satisfying the key personnel requirements, whereby the Fund Management Group<sup>19</sup> has been managing public funds in AIR for at least 5 years*)

the management company<sup>18</sup> has been managing SFC-authorized fund(s) for at least 5 years and will use or rely on the public fund experience of the overseas office(s) located in AIR within the same Fund Management Group<sup>19</sup> in satisfying the public fund experience requirements on key personnel, and the Fund Management Group<sup>19</sup> has been managing public funds in AIR for at least 5 years and on a group-wide basis possesses the requisite experience and resources as well as appropriate

---

<sup>18</sup> For confirmation to be submitted from investment delegate(s), references to the management company are deemed to be references to the investment delegate(s).

<sup>19</sup> The term "Fund Management Group" refers to the corporate group to which the management company and the investment delegate(s) (if any) belong.

oversight, monitoring and supervision systems to administer public funds in satisfying the public funds experience requirements on key personnel as set out in 5.5(a) to (c) of the UT Code and will continue to comply with the applicable requirements under the UT Code in using or relying on its group resources in satisfying the public funds experience requirements on key personnel.

(c)  (applicable to scheme(s) with proposed arrangement to use or rely on group resources in satisfying the public funds experience requirements on key personnel whereby the Fund Management Group<sup>19</sup> has not been managing existing SFC-authorized fund(s) but has been managing public funds in AIR for at least 5 years)

(i) the management company<sup>18</sup> belongs and will continue to belong to the Fund Management Group<sup>19</sup> for which on a group-wide basis possesses the requisite experience and resources as well as appropriate oversight, monitoring and supervision systems to administer public funds in satisfying the public funds experience requirements on key personnel as set out in 5.5(a) to (c) of the UT Code, and the following information has been submitted (in separate sheet(s)) in relation to the Fund Management Group<sup>19</sup> to demonstrate compliance:

- a) Brief corporate history/ownership and organisational chart showing the group structure; and
- b) Total assets under management (“AUM”) and AUM of public funds (both globally and in Hong Kong);

(ii) the Fund Management Group<sup>19</sup> possesses at least five years establishment of managing public funds with good regulatory records, and the following information has been submitted to demonstrate compliance;

Name of public funds under management	Place of domicile	Jurisdiction(s) where the fund is authorized /registered	Number of years under management	AUM (in HK\$ or its equivalent)

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

(iii) the designated key personnel for the management company<sup>18</sup> from the Fund Management Group<sup>19</sup> possess at least five years investment management experience and will dedicate sufficient time and attention in the management of the scheme(s);

(iv) the Fund Management Group<sup>19</sup> has established and put in place group-wide internal controls and risk management systems for the management of public funds and the scheme(s);

(v) (Please tick one of the following boxes)

- there is no disciplinary history of the Fund Management Group<sup>19</sup> in the past five years;
- the disciplinary matter(s) of the Fund Management Group<sup>19</sup> in the past five years does/do not materially affect the group’s financial condition, regulatory status, or ability to perform licensed or regulated activity and the details of the group’s material disciplinary matter(s) has been submitted under separate sheet(s); and

(vi) (Please tick one of the following boxes)

- there is no current or pending investigation/disciplinary matter(s) of the Fund Management Group<sup>19</sup>;



- the current or pending investigation/disciplinary matter(s) of Fund Management Group<sup>19</sup> will not materially affect the group's financial condition, regulatory status, or ability to perform licensed or regulated activity and the details of the group's material current or pending investigation/disciplinary matter(s) is attached to this confirmation in separate sheet(s).

Signed for and on behalf of:

Name of the management company / investment delegate :

\_\_\_\_\_

Name of authorized signatory :  (For SFC-licensed management company / investment delegate)

\_\_\_\_\_  
*(Insert name of at least one Responsible Officer (in respect of Type 9 regulated activity) of the management company / investment delegate)*

(For management company / investment delegate which is not SFC-licensed)

\_\_\_\_\_  
*(Insert name of at least one executive director<sup>10</sup> (or above) of the management company / investment delegate)*

Signature :

\_\_\_\_\_

Title / Position :

\_\_\_\_\_

Date (date / month / year) :

\_\_\_\_\_



## **ANNEX C: Confirmation and undertaking regarding proposed all-time investment management delegation arrangement**

Name of scheme(s) under application:

Name (or such other name as :  
may be approved by the SFC) of  
the umbrella/single fund(s)

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Name (or such other name as :  
may be approved by the SFC) of  
the relevant sub-fund(s)

---

We hereby confirm and undertake that, in respect of this application:

a) the management company<sup>4</sup> has fulfilled and will at all times fulfil the requirements under 5.2 to 5.5 of the UT Code except for the requirements on key personnel as set out in 5.5(a) to (c) of the UT Code;

b) *(Please tick one of the following boxes)*

- (applicable only to scheme(s) with proposed investment management delegation arrangement which is currently adopted by other existing SFC-authorized fund(s) under the management of the management company subject to relevant authorization conditions imposed by the SFC)*

the management company<sup>4</sup> has appointed and delegated the investment management functions to an investment manager under a delegation arrangement currently adopted by other existing SFC-authorized fund(s) under the management of the management company<sup>4</sup>, and will at all times appoint and delegate the investment management functions to an investment manager from an AIR in compliance with the applicable requirements under the UT Code and as set out in the Guide<sup>6</sup>; and

- (applicable to scheme(s) with proposed investment management delegation arrangement which is not currently adopted by other existing SFC-authorized fund(s) under the management of the management company)*

the management company<sup>4</sup> has appointed and delegated the investment management functions to an investment manager under a delegation arrangement as last consulted with the SFC on (please specify the date)<sup>20</sup>, and will at all times appoint and delegate the investment management functions to an investment manager from an AIR in compliance with the applicable requirements under the UT Code and as set out in the Guide<sup>6</sup>; and

c) the investment delegate(s) has/have fulfilled and will at all times fulfil the requirements 5.2 to 5.5 of the UT Code except for the requirements on minimum capital as set out in 5.2(b) of the UT Code.

- (please tick if applicable)* for the purposes of 5.5(a) to (c) of the UT Code, the investment delegate(s) have submitted the required information as set out in the required confirmation(s) and undertaking(s) regarding proposed arrangement to use or rely on group resources in satisfying the public funds experience requirements on key personnel as set out in Annex B.

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<sup>20</sup> Please note that this does not mean an application will be accepted or authorization will be granted. The application including the proposed arrangement will be subject to vetting by the SFC after submission of the application.





Signed for and on behalf of:

Name of the management company<sup>4</sup> :

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Name of authorized signatory :  (For SFC-licensed management company)

---

*(Insert name of at least one Responsible Officer (in respect of Type 9 regulated activity) of the management company<sup>4</sup>)*

(For management company<sup>4</sup> which is not SFC-licensed)

---

*(Insert name of at least one executive director<sup>10</sup> (or above) of the management company<sup>4</sup>)*

Signature :

---

Title / Position :

---

Date (date / month / year) :

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## **ANNEX D: Confirmation and undertaking regarding non-AIR delegation arrangement**

*(Note: Part 1 is only required to be completed and submitted to the SFC if the non-AIR delegate(s) is/are appointed by an AIR delegate of the management company<sup>4</sup>.)*

### **Part 1: Confirmation/undertaking from the AIR delegate**

Please submit this confirmation for each AIR delegate.

Name of scheme(s) under application (each a “fund”):

a) Name (or such other name as :  
may be approved by the  
SFC) of the umbrella/single  
fund(s) \_\_\_\_\_

b) Name (or such other name as :  
may be approved by the  
SFC) of the relevant sub-  
fund(s) \_\_\_\_\_

We (the “AIR delegate”) hereby confirm and undertake that:

- (a) we further delegate the investment management functions of the scheme(s) to (please state the name(s) of the non-AIR delegate(s)) \_\_\_\_\_ that is/are not based in an AIR (“non-AIR delegate(s)”); and
- (b) the non-AIR delegate(s) is/are affiliate(s) of the AIR delegate and is/are subject to a system of internal controls and compliance procedures similar to that of the AIR delegate and/or the corporate group to whom both the AIR delegate and the non-AIR delegate(s) belong, the requirements set out in Chapter 4 of the Guide<sup>6</sup> in respect of the appointment of the non-AIR delegate(s) have been and will be fulfilled.

Signed for and on behalf of:

Name of the AIR delegate : \_\_\_\_\_

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

*(Insert name of at least one executive director<sup>10</sup> (or above) of the AIR delegate of the scheme(s))*

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

Title / Position : \_\_\_\_\_

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



**Part 2: Undertaking from the non-AIR delegate**

Please submit this confirmation for each non-AIR delegate.

Name of scheme(s) under application (each a “fund”):

a) Name (or such other name as :  
may be approved by the  
SFC) of the umbrella/single  
fund(s)

\_\_\_\_\_

b) Name (or such other name as :  
may be approved by the  
SFC) of the relevant sub-  
fund(s)

\_\_\_\_\_

We (the “delegate”) hereby undertake that, in respect of the scheme(s) under application mentioned above, we will make the appropriate arrangements to enable the management company and its AIR delegate(s) (if applicable) to carry out their duties as set out below:

- (a) report, or procure the delegate to report, to the SFC immediately upon the happening of any material breach, infringement of or non-compliance with any laws and regulations administered by the home/principal regulator whom the delegate is licensed with, i.e. (please state the name of the home/principal regulator) \_\_\_\_\_;
- (b) make appropriate arrangements to make available the transaction records relating to the delegated activities of the scheme(s) in Hong Kong for inspection by the SFC on request within a reasonable time;
- (c) enquiries from the SFC relating to the transaction records relating to the delegated activities of the scheme(s) will be answered and the SFC will have access to the relevant officers, directors and other personnel of the delegate for answer to the enquiries; and
- (d) the SFC may instruct accountants / auditors / any other persons to carry out an inspection of the books and records of the scheme(s) and such cost should be borne by the management company or the delegate but not be charged to the scheme(s).

Signed for and on behalf of:

Name of the delegate : \_\_\_\_\_

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

*(Insert name of at least one executive director<sup>10</sup> (or above)  
of the non-AIR delegate of the scheme(s))*

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

Title / Position : \_\_\_\_\_

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



## **ANNEX E: Undertaking from Hong Kong Representative**

Name of scheme(s) under application:

a) Name (for new umbrella fund :  
only, or such other name as  
may be approved by the  
SFC) of the umbrella/single  
fund(s)

---

b) Name (or such other name as :  
may be approved by the  
SFC) of the relevant sub-  
fund(s)

---

We hereby confirm and undertake that, in respect of the scheme(s) under application mentioned above,

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

- we have been appointed as the Hong Kong representative;  
 we agree to be appointed as the Hong Kong representative before the authorization of the scheme(s) (if granted by the SFC) becomes effective;

(ii) we will perform the duties required of a Hong Kong representative under the Code on Unit Trusts and Mutual Funds ("UT Code") upon the authorization of the scheme(s) becoming effective.

We also confirm that:

(iii) *(applicable only to Hong Kong representative which is a trust company)* we are an affiliate of an authorized financial institution defined under the Securities and Futures Ordinance ("**SFO**"); and

(iv) *(please tick where applicable)*

- we have obtained the following licensing or registration status required for compliance with 9.4 of the UT Code:  
 licensing or registration status under the SFO;  
 registration status under Part VIII of the Trustee Ordinance (Chapter 29 of the laws of Hong Kong).
- we are in the process of applying for the following licensing or registration status required for compliance with 9.4 of the UT Code:  
 licensing or registration status under the SFO.  
 registration status under Part VIII of the Trustee Ordinance (Chapter 29 of the laws of Hong Kong).

Signed for and on behalf of:

Name of the Hong Kong representative : \_\_\_\_\_

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

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

Title / Position : \_\_\_\_\_

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



**ANNEX F: Nomination of approved person**

**Part 1: Nomination letter from the management company or the scheme**

The scheme(s) under application: As stated in Section A of this Information Checklist

We hereby nominate the following individual as the approved person for (a) the scheme(s) under application [(*please delete if not applicable*)] and the sub-funds of the umbrella fund as authorized by the SFC from time to time] and (b) the issue of any related advertisement, invitation or document for the purpose of section 104(2) and section 105(2) respectively of the Securities and Futures Ordinance:

Name : \_\_\_\_\_  
Employer : \_\_\_\_\_  
Position : \_\_\_\_\_  
Address : \_\_\_\_\_  
Telephone no. : \_\_\_\_\_  
Facsimile no. : \_\_\_\_\_  
Email address : \_\_\_\_\_

Signed for and on behalf of:

Name of the management company or the scheme : \_\_\_\_\_  
Name of authorized signatory : \_\_\_\_\_  
Signature : \_\_\_\_\_  
Title / Position : \_\_\_\_\_  
Date (date / month / year) : \_\_\_\_\_



**Part 2: Confirmation from the nominated approved person**

The scheme(s) under application: As stated in Section A of this Information Checklist

I, as the nominated approved person for (a) the scheme(s) under application [(*please delete if not applicable*)] and the sub-funds of the umbrella fund as authorized by the SFC from time to time] and (b) the issue of any related advertisement, invitation or document for the purpose of section 104(2) and section 105(2) respectively of the Securities and Futures Ordinance, hereby confirm the following:

- (a) I have my ordinary residence in Hong Kong;
- (b) My contact details set out in Part 1 above are accurate and up-to-date;
- (c) I am capable of being contacted by the SFC by post, telephone, facsimile and electronic mail during business hours;
- (d) I will inform the SFC of any change in my contact details within 14 days after the change takes place; and
- (e) I will comply with any other requirements as the SFC considers appropriate.

I also confirm to the SFC that I have read and understood the Personal Information Collection Statement as set out at the Appendix (the "PICS") and consent to the use by the SFC of my Personal Data (as defined in the PICS) I have provided and may provide in the future, for the purposes described in the PICS.

Signed by:

Name of the nominated approved person : \_\_\_\_\_  
Signature : \_\_\_\_\_  
Date (date / month / year) : \_\_\_\_\_



**ANNEX G: Application for one-off authorization of the advertisements of the scheme**

The scheme(s) under application: As stated in Section A of this Information Checklist

I/We, as [(*please delete if not applicable*) management company / product issuer / approved person] of the scheme(s) under application, write to apply for an one-off authorization of the issue of advertisements of the scheme(s) under application from time to time pursuant to section 105(1) of the Securities and Futures Ordinance (the “SFO”).

I/We confirm that:

- (a) the scheme(s) is/are constituted in corporate form;
- (b) (*please insert the name of approved person*) \_\_\_\_\_ is the approved person for the advertisements of [each of] the scheme(s) for the purpose of section 105(2)(a) of the SFO;
- (c) the advertisements of the scheme(s) will at all times be issued by an intermediary licensed or registered for Types 1, 4 or 6 regulated activity as contemplated under section 103(2)(a) of the SFO; and
- (d) each advertisement will be in compliance with the advertising guidelines applicable to the scheme(s) and any such regulations, rules and requirements issued from time to time by the SFC at the time when the advertisement is issued.

Signed for and on behalf of:

Name of [(*please delete if not applicable*) the management company / the product issuer / the approved person of the scheme(s)] :

Name of authorized signatory :

Signature :

Title / Position :

Date (date / month/ year) :

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**ANNEX H: Confirmation of the custody arrangement**

- a) Name of the existing SFC-authorized umbrella fund(s) (the “Umbrella Fund”) : \_\_\_\_\_
  
- b) Name (or such other name as may be approved by the SFC) of the relevant sub-fund(s) (the “Scheme(s) under Application”) : \_\_\_\_\_

We, as the management company and the trustee/custodian of the Scheme(s) under Application, confirm that:

- (a) the Umbrella Fund currently houses an SFC-authorized sub-fund using RQFII/QFII quota (the “Initial Sub-fund”); and
- (b) a PRC legal counsel’s opinion has been obtained with respect to the Initial Sub-fund, which conforms with the provisions set out in Section 4 of Annex 1 to the Guide on Practices and Procedures for Application for Authorization of Unit Trusts and Mutual Funds and has been duly set out in the offering documents of the Umbrella Fund and the Scheme(s) under Application; and
- (c) the arrangements for safe custody and segregation of the assets of the Scheme(s) under Application are in compliance with the Code on Unit Trusts and Mutual Funds and are the same as the Initial Sub-fund, and that there are no material adverse changes to the relevant operational conditions.

Signed for and on behalf of:

Name of the management company : \_\_\_\_\_  
Name of authorized signatory : \_\_\_\_\_  
Signature : \_\_\_\_\_  
Title / Position : \_\_\_\_\_  
Date (date / month / year) : \_\_\_\_\_

Name of trustee/custodian : \_\_\_\_\_  
Name of authorized signatory : \_\_\_\_\_  
Signature : \_\_\_\_\_  
Title / Position : \_\_\_\_\_  
Date (date / month / year) : \_\_\_\_\_

**ANNEX I: Confirmation from the new management company and/or new investment delegate(s)**

Please submit this confirmation for each of the new management company and/or new investment delegate(s).

Scheme(s) under application (please tick one of the following boxes):

(For new management company) The scheme(s) under application: As stated in Section A of this Information Checklist

(For new investment delegate) Name of scheme(s) under application:

a) Name (or such other name :  
as may be approved by the  
SFC) of the umbrella/single  
fund(s)

\_\_\_\_\_

b) Name (or such other name :  
as may be approved by the  
SFC) of the relevant sub-  
fund(s)

\_\_\_\_\_

We hereby confirm and undertake that, in respect of this application:

(a) (Please tick one of the following boxes)

the management company<sup>21</sup> has submitted an application to the SFC in applying for the licensing/registration status required for managing investment funds / collective investment schemes in Hong Kong;

the management company<sup>21</sup> is licensed by or registered with the SFC to carry out Type 9 regulated activity;

the management company<sup>21</sup> is subject to the supervision in an overseas jurisdiction with an inspection regime under the list of acceptable inspection regimes (“AIR”) as published in the SFC website;

(applicable only to investment delegate not subject to supervision in an AIR jurisdiction) “Confirmation and undertaking regarding non-AIR delegation arrangement” (as set out in Annex D) has been submitted;

(b) (applicable to management company<sup>21</sup> that is licensed/registered for managing investment funds / collective investment schemes)

(i) the registration status of the management company<sup>21</sup> to manage funds is as follows:

Registration status	Home regulator	Date of registration	Restriction attached to the registration (if any) or state Nil (if applicable)

<sup>21</sup> For confirmation to be submitted new investment delegate, references to the management company are deemed to be references to the new investment delegate.

(ii) under its current registration, the management company<sup>21</sup> is allowed to manage investment funds / collective investment schemes;

(iii) *(Please tick one of the following boxes)*

there is no disciplinary history of the management company<sup>21</sup> in the past five years or since the date of registration if it has been registered for less than five years;

the details of the disciplinary history of the management company<sup>21</sup> in the past five years or since the date of registration if it has been registered for less than five years have been submitted under separate sheet(s); and such disciplinary matter(s) does/do not materially affect its financial condition, status as a licensed or regulated entity, or ability to perform its licensed or regulated activity and the justification is also attached;

(iv) *(Please tick one of the following boxes)*

there is no current or pending investigation/disciplinary matter(s) of the management company<sup>21</sup>;

the details of the current or pending investigation/disciplinary matter(s) of the management company<sup>21</sup> is attached to this confirmation in separate sheet(s); and none of the current or pending investigation/disciplinary matter(s) will materially affect its financial condition, status as a licensed or regulated entity, or ability to perform its licensed or regulated activity and the justification is also attached;

(v) *(Please tick one of the following boxes)*

there is no current or pending investigation/disciplinary matter(s) of the director(s) of the management company<sup>21</sup>;

the details of the current or pending investigation/disciplinary matter(s) of the director(s) of the management company<sup>21</sup> is attached to this confirmation in separate sheet(s); and none of the current or pending investigation/disciplinary matter(s) will materially affect the director(s)' ability in performing his/her/their roles/duties as director(s) of the management company<sup>21</sup> and the justification is also attached;

(c) the management company<sup>21</sup> at all times fulfils the requirements under 5.2 to 5.5 of the UT Code, in particular,

(i) the management company<sup>21</sup>, based on its latest audited financial report (and if more recent, its latest semi-annual report) (at the entity level) or an audit certificate (at the entity level), complies with the financial resources requirements under 5.2(b) to (d) of the UT Code;

(ii) the management company<sup>21</sup> has adequate internal controls and has put in place written procedures (including, if applicable, procedures for compliance with the Fund Manager Code of Conduct) in compliance of Chapter 5.5(d) of the UT Code and, where applicable, 5.5(e) of the UT Code;

(iii) the two key personnel will dedicate sufficient time and attention in the management of the scheme(s) *(Not applicable to management company adopting all-time investment management delegation arrangement as indicated in item (c) in Section C of this Information Checklist)*, and

*(Please tick one of the following boxes)*

- possess at least five years investment experience managing unit trusts or other public funds with reputable institutions in the similar type of investments as those proposed for the scheme(s) seeking authorization;
- possess at least five years investment management experience and the confirmation and undertaking regarding proposed arrangement to use or rely on group resources in satisfying the public funds experience requirements on key personnel as set out in Annex B;

(d) *(Applicable only to management company / investment delegate licensed with the SFC) the following two key personnel are properly licensed or regulated in Hong Kong to carry out Type 9 regulated activity under the Securities and Futures Ordinance (Not applicable to management company / investment delegate which uses or relies on group resources to satisfy the public funds experience requirements on key personnel):*

Name of the key personnel	CE No.

(e) *(Applicable only to key personnel who are located in an overseas jurisdiction) the two key personnel of the management company / investment delegate(s) are (please tick if applicable):*

- properly licensed or regulated in an overseas jurisdiction to carry out asset management activities.
- not required to be licensed or regulated in an overseas jurisdiction to carry out asset management activities.

Signed for and on behalf of:

Name of the new management company / new investment delegate :

\_\_\_\_\_

Name of authorized signatory :  *(For SFC-licensed management company / investment delegate)*

\_\_\_\_\_

*(Insert name of at least one Responsible Officer (in respect of Type 9 regulated activity) of the management company)*

*(For management company / investment delegate which is not SFC-licensed)*

\_\_\_\_\_

*(Insert name of at least one executive director<sup>10</sup> (or above) of the management company / investment delegate)*

Signature :

\_\_\_\_\_

Title / Position :

\_\_\_\_\_

Date (date / month / year) :

\_\_\_\_\_

## **ANNEX J: Information on use of derivatives / investment in derivatives of the scheme**

Please fill in this sheet for each of the single fund(s) / sub-fund(s) under application. (please use separate sheet(s), if necessary).

Name (or such other name as may be approved by the SFC) of single fund(s) / sub-fund(s) (the "Scheme(s)") \_\_\_\_\_

### **Part 1 (Applicable to all single fund(s) / sub-fund(s) under application)**

1 Is the net derivative exposure<sup>22</sup> of the Scheme(s) disclosed in its/their KFS?<sup>23</sup>

- Yes (please also complete Part 4 of this Annex J below)  
 No (please complete Q2 (optional)<sup>24</sup> under this Part 1 below)

2 (Subject to transition arrangement under the implementation schedule of the UT Code)

(a) (applicable to scheme(s) falling under the following types where the net derivative exposure<sup>22</sup> is not disclosed in the KFS and please tick the applicable box below)

- The Scheme(s) is/are operating in accordance with (delete where appropriate) [Chapter 7 of the UT Code][Chapter 8.2 of the UT Code][8.6 of the UT Code as (delete where appropriate) [physical index tracking ETF(s)][unlisted index fund(s)]; or
- (applicable to UCITS only) The Scheme(s) (delete where appropriate) [do(es) not use derivatives at all][may use derivatives for hedging purposes only] [do(es) not use derivatives extensively for investment purposes],

and that the Scheme(s) is/are to be denoted as "not a derivative fund" on the SFC website<sup>25</sup>.

(b) (applicable to scheme(s) falling under the following types where the net derivative exposure<sup>22</sup> is not disclosed in the KFS and please tick the following box)

- The Scheme(s) is/are (delete where appropriate) [synthetic ETF(s)][futures-based ETF(s)][L&I product(s)]; or
- The Scheme(s) is/are operating in accordance with (delete where appropriate)[Chapter 8.7][Chapter 8.8][Chapter 8.9] of the UT Code,
- (applicable to UCITS only) The Scheme(s) use(s) derivatives extensively for investment purposes,

and that the Scheme(s) is/are to be denoted as "a derivative fund" on the SFC website<sup>25</sup>.

<sup>22</sup> The term "net derivative exposure" shall have the meaning as defined in 7.26 of the UT Code.

<sup>23</sup> The disclosure on the use of derivatives / investment in derivatives in KFS is mandatory for new scheme(s) with new key operators (ie. management company and trustee/custodian). Please refer to the implementation schedule in the UT Code.

<sup>24</sup> The information provided under Q2 of Part 1 of this Annex J will be used to denote the Scheme(s) as "not a derivative fund" or "a derivative fund" on the SFC website.

<sup>25</sup> Starting from 1 January 2019, a new column will be added in the list of SFC-authorized funds shown on the SFC website which would indicate whether an SFC-authorized fund is or is not a derivative fund.

**Part 2 (Applicable to UCITS scheme(s) only)**

1 (Applicable only to UCITS not using derivatives extensively for investment purposes) Methodology used by the Scheme(s) to measure global exposure

(please tick either (a) or (b) below and, where applicable, fill in the corresponding required information on leverage):

(a)  Commitment approach; and (applicable only to UCITS where the net derivative exposure<sup>22</sup> of the scheme(s) is/are not disclosed in the KFS) the expected maximum commitment leverage of the Scheme(s) is \_\_\_\_\_%.

(b)  Value-at-Risk (VaR) approach (please fill in the required information under (i) and, where applicable, (ii) below); and

i. the expected / maximum (please delete where appropriate) notional leverage is \_\_\_\_\_%;

ii. the expected maximum commitment leverage is (applicable only to UCITS where the net derivative exposure<sup>22</sup> of the scheme(s) is/are not disclosed in the KFS) please fill in and delete as appropriate) \_\_\_\_\_% / in the range of \_\_\_\_\_% to \_\_\_\_\_%.

2 (Applicable only to UCITS using derivatives extensively for investment purposes or UCITS with net derivative exposure<sup>22</sup> of more than 50% of its NAV as disclosed in the KFS) Please fill in the information below.

Information as of \_\_\_\_\_ : \_\_\_\_\_ (Insert reference date<sup>26</sup>)

Asset Class	Derivatives used	Notional Leverage (Maximum Level)	Netting / Hedging	Other Adjustments (e.g. Delta)	Commitment Leverage / Net derivative exposure <sup>22</sup> (Maximum Level)
	<b>Total</b>				

**Part 3 (Applicable to (i) UCITS using derivatives extensively for investment purposes where the net derivative exposure<sup>22</sup> is not disclosed in the KFS; (ii) UCITS with net derivative exposure<sup>22</sup> of more than 50% of its NAV as disclosed in the KFS; or (iii) non-UCITS falling under 8.7, 8.8 and 8.9 of the UT Code)**

We hereby confirm and undertake that, in respect of this application, the management company<sup>4</sup> and the investment delegate(s) (if applicable) has/have put in place suitable and adequate risk management

<sup>26</sup> The reference date should be the date on which the most up-to-date information is available and such information should be representative of the leverage level of the scheme under application and should be complete and not misleading.

**Illustrative Example: ABC Fund**

Asset Class	Derivatives used	Notional Leverage (Maximum Level)	Netting / Hedging	Other Adjustments (e.g. Delta)	Commitment Leverage (Maximum Level)
Currency	FX Forwards	200%	-120%		80%
Equity	Options	40%		-30%	10%
Interest Rate	IRS, bond futures	250%	-150%		100%
Credit	CDS	10%			10%
	<b>Total</b>	500%			200%

and control systems which are commensurate with the risk profile of the scheme(s) to monitor, measure, and manage all the relevant risks in relation to the scheme(s);

(applicable only to UCITS using derivatives extensively for investment purposes or UCITS with net derivative exposure<sup>22</sup> of more than 50% of its NAV as disclosed in the KFS) the home regulator of the management company<sup>4</sup> has either approved the risk management policy ("RMP") or has no comments on the RMP as duly filed.

**Part 4 (Applicable to scheme(s) with net derivative exposure<sup>22</sup> disclosed in the KFS)**

We, in respect of the Scheme(s), hereby confirm represent and undertake that:

1.  (please tick if the Scheme(s) will not use derivatives for any purposes) the Scheme(s) will not use derivatives for any purposes;
2.  (please tick if the Scheme(s) may use derivatives for investment purposes (i.e. non-hedging purposes), except for schemes falling under 8.8 of the UT Code)
  - (i) the net derivative exposure<sup>22</sup> of the Scheme(s) calculated in accordance with the Derivative Guide<sup>27</sup> (please tick one of the following boxes) is:
    - not more than 50% of its/their respective NAV
    - more than 50% and up to 100% of its/their respective NAV
    - more than 100% of its/their respective NAV
  - (ii) in relation to (2)(i) above, the Scheme(s) may use derivatives under the following circumstance(s) (please tick all the applicable boxes) and the net derivative exposure<sup>22</sup> stated in (2)(i) above and disclosed in the KFS has been calculated excluding these usage in accordance with the Derivative Guide<sup>27</sup>:
    - Netting, hedging or risk mitigation
    - Cash flow management
    - Market access or exposure replication (without incremental leverage at portfolio level of the Scheme(s))
    - Investment in conventional convertible bonds
  - (iii) (please tick if the Scheme(s) will use derivatives not referenced to the same underlying assets for hedging or risk mitigation purposes) the use of derivatives by the Scheme(s) for hedging or risk mitigation purposes are in compliance with and will continue to comply with (i) the principles of hedging under 7.25 of the UT Code and (ii) the criteria as provided under paragraph 17 under Chapter 3 of the Derivative Guide<sup>27</sup>;
3.  (please tick if the Scheme(s) fall(s) under 8.8 of the UT Code) the Scheme(s) is/are scheme(s) falling under 8.8 of the UT Code with net derivative exposure<sup>22</sup> (calculated in accordance with the Derivative Guide<sup>27</sup>) of more than 50% of the NAV of the Scheme(s);
4. the Scheme(s) [is/are][is/are not] (please delete where appropriate) derivative fund(s):
5. all requirements and conditions set out in the Derivative Guide<sup>27</sup>, as amended from time to time, have been and will be complied with by the Scheme(s); and

<sup>27</sup> The Derivative Guide refers to the Guide on the Use of Financial Derivative Instruments for Unit Trusts and Mutual Funds published by the SFC dated 17 December 2018 (<https://www.sfc.hk/web/EN/faqs/publicly-offered-investment-product/guide-on-the-use-of-financial-derivative-instruments-for-unit-trusts-and-mutual-funds.html>), which may be updated from time to time.



- 6. we will notify the SFC immediately if there are any changes to the information and/or representations provided to the SFC from time to time in connection with this confirmation or where we have become aware of any matters or changes in circumstances that may change or affect the determination or classification provided under (4) of Part 4 of this Annex J in connection with the use of derivatives by the Scheme(s).

**Part 5 - General**

We confirm that all information contained in this confirmation is true and accurate; and unless otherwise specifically allowed for in this confirmation, no deletion, addition or amendment has been made to the standard template of this confirmation as published on the SFC website.

We acknowledge that the information posted on the SFC website to indicate whether the Scheme(s) is/are or is not/are not derivative fund(s), where applicable, is based on the confirmations and representations we provided hereunder and it is not an endorsement of the suitability of the Scheme(s) for any particular investor or class of investors.

Signed for and on behalf of:

Name of the management company : \_\_\_\_\_  
Name of authorized signatory : \_\_\_\_\_  
Signature : \_\_\_\_\_  
Title / Position : \_\_\_\_\_  
Date (date / month / year) : \_\_\_\_\_





## **ANNEX K: Letter from management company and approved person regarding non-fulfilment of authorization condition(s)**

*(Note: Both Part A and Part B must be completed and submitted to the SFC at the time of application of the scheme(s).)*

### **Part A – Acknowledgement from the management company**

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

Name (or such other name as may be approved by the SFC) of scheme(s)<sup>28</sup>:

*[insert name of all scheme(s) under application]*

(collectively, the “Schemes” and each, a “Scheme”)

In connection with the application for authorization (“Authorization Application”) of the Scheme(s) and the related offering document(s) (“Offering Document(s)”), we understand that under section 104(1) and section 105(1) of the Securities and Futures Ordinance (“SFO”), the SFC may, where it considers appropriate, authorize the Scheme(s) and the issue of the Offering Document(s) respectively, subject to such conditions as the SFC considers appropriate.

We acknowledge that for the authorization (if granted by the SFC) of the Scheme(s) and its/their Offering Document(s) (“Authorization”) to become effective, all relevant conditions (“Relevant Conditions”) imposed by the SFC as set out in the letter of authorization (“Authorization Letter”) are generally required to be fulfilled within 2 months from the date of the Authorization Letter (as may be extended by the SFC upon the submission of proper justifications by the applicant) (“Time Limit”). A confirmation for fulfilment is required to be submitted to the SFC<sup>29</sup> within the Time Limit.

In this connection, we hereby authorize *[insert name of the approved person / nominated approved person]* (“Approved Person”) in his/her capacity as the approved person (upon approval by the SFC) to submit the Withdrawal Application (as defined and set out in Part B below) herewith which is to take effect upon occurrence of the events set out therein.

We further agree and undertake to procure the Approved Person or his/her successor to do all such other acts and execute such other documents to give effect to the Withdrawal Application as and when required by the SFC.

Signed for and on behalf of:

Name of the management company : \_\_\_\_\_  
Name of authorized signatory : \_\_\_\_\_  
Signature : \_\_\_\_\_  
Title / Position : \_\_\_\_\_  
Date (date / month / year) : \_\_\_\_\_

<sup>28</sup> As stated under 3(a)(ii), (iv) and (v) of the Application Form for Unit Trusts and Mutual Funds, Investment-Linked Assurance Schemes and Unlisted Structured Investment Products and in Section A of the Information Checklist for Application for Authorization of Unit Trusts and Mutual Funds under the Revamped Process submitted to the SFC in respect of the application for seeking SFC’s authorization of the Scheme(s) and its/their Offering Document(s).

<sup>29</sup> For the Authorization to become effective, the applicant must submit to the SFC a duly completed and properly executed “Confirmation of fulfilment of authorization conditions”, as set out in Annex 2 of the Guide on Practices and Procedures for Application for Authorization of Unit Trusts and Mutual Funds as may be updated by the SFC from time to time.



**Part B – Application for withdrawal of authorization (in the event of non-fulfilment of all conditions required for an authorization to become effective) by the approved person of the scheme(s)**

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

Name (or such other name as may be approved by the SFC) of scheme(s)<sup>30</sup>:  
[insert name of all scheme(s) under application]

(collectively, the “Schemes” and each, a “Scheme”)

I, [insert name], in my capacity as the approved person (upon approval by the SFC) (“Approved Person”) of the Scheme(s) for the purpose of section 104(2) and section 105(2) of the Securities and Futures Ordinance (“SFO”), write to submit that this letter be served as an application for withdrawal of authorization (if granted by the SFC) of the Scheme(s) and its/their offering documents pursuant to section 106(2) of the SFO (“Withdrawal Application”) upon occurrence of the events set out below.

In respect to each Scheme, this Withdrawal Application shall become effective in the event that: (i) authorization has been granted by the SFC under section 104(1) and section 105(1) of the SFO (“Authorization”); and (ii) if any of the conditions imposed by the SFC for the Authorization to become effective (“Relevant Conditions”) as stated in the letter of authorization letter issued by the SFC (“Authorization Letter”) has not been fulfilled and complied with within the prescribed time limit as stated in the Authorization Letter (as may be extended in writing by the SFC).

The Withdrawal Application herein will cease to have any effect and be lapsed with regard to each Scheme once the respective Authorization (if granted by the SFC) has become effective in accordance with terms as stipulated under the Authorization Letter.

Name of the approved person of the Scheme(s)	:	_____
Signature	:	_____
Title / Position	:	_____
Date (date / month/ year)	:	_____

<sup>30</sup> As stated under 3(a)(ii), (iv) and (v) of the Application Form for Unit Trusts and Mutual Funds, Investment-Linked Assurance Schemes and Unlisted Structured Investment Products and in Section A of the Information Checklist for Application for Authorization of Unit Trusts and Mutual Funds under the Revamped Process submitted to the SFC in respect of the application for seeking SFC’s authorization of the Scheme(s) and its/their Offering Document(s).

## **ANNEX L: Chinese translation confirmation**

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

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:

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

- 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)”) in respect of the Scheme, and have reviewed and ensured the truth and accuracy of the Relevant Chinese Document(s);

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

Name of the party issuing confirmation<sup>31</sup> : \_\_\_\_\_

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

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

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

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

<sup>31</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 the Frequently Asked Questions on the 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/product-authorization/application-procedures-for-authorization-of-unit-trusts-and-mutual-funds-revamped-process.html>



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

**First 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 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 insert the name of relevant document(s)*) \_\_\_\_\_

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

Name of the party issuing confirmation<sup>32</sup> : \_\_\_\_\_

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

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

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

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

<sup>32</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 the Frequently Asked Questions on the 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/product-authorization/application-procedures-for-authorization-of-unit-trusts-and-mutual-funds-revamped-process.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>33</sup> : \_\_\_\_\_

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

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

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

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

<sup>33</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 the Frequently Asked Questions on the 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/product-authorization/application-procedures-for-authorization-of-unit-trusts-and-mutual-funds-revamped-process.html>



## **ANNEX M: Confirmation regarding QFII/RQFII quota**

Name of scheme(s) under application:

Name (or such other name as may be approved by the SFC) of the umbrella/single fund(s) \_\_\_\_\_

Name (or such other name as may be approved by the SFC) of the relevant sub-fund(s) \_\_\_\_\_

We hereby confirm and undertake that, in respect of this application:

*(please tick one of the following boxes)*

the RQFII/QFII quota for use by the scheme(s) has been obtained and the relevant quota document issued by the PRC authority is attached in separate sheet;

the scheme(s) will not be launched until the RQFII/QFII quota is obtained for use by the scheme(s) and the relevant accounts (including securities account(s) and cash account(s)) in the Mainland are opened; and (in the case of a single fund or a sub-fund under a new umbrella fund or a sub-fund under an existing umbrella fund of which PRC legal counsel's opinion has not been obtained on the custody arrangement relating to any of its existing SFC-authorized sub-funds using RQFII/QFII quota) we will obtain an opinion from the PRC legal counsel in the form as referred to in the Hong Kong offering documents of the scheme(s) prior to the launch of the scheme(s);

Signed for and on behalf of:

Name of the management company : \_\_\_\_\_

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

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

Title / Position : \_\_\_\_\_

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



## **ANNEX N: Confirmation regarding self-managed schemes**

Name of scheme(s) under application:

Name (or such other name as  
may be approved by the SFC)  
of the umbrella/single fund(s) :

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Name (or such other name as  
may be approved by the SFC)  
of the relevant sub-fund(s) :

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We, as the board of directors of the scheme(s), hereby confirm and undertake that:

- (i) we are of good repute and possess the necessary experience for the performance of our duties pursuant to 5.4 of the UT Code;
- (ii) we have fulfilled and will at all times fulfil the requirements under 5.5 of the UT Code that we have appointed and delegated and will at all times appoint and delegate the investment management functions to a qualified investment delegate in compliance with the applicable requirements under the UT Code; and
- (iii) we have adequate internal controls and have put in place written procedures in compliance with Chapter 5.5(d) and 5.5(e) of the UT Code.

Signed for and on behalf of the board of directors of the scheme(s):

Name of authorized signatory :

*(Insert name of at least one executive director<sup>10</sup> (or above)  
of the scheme(s))*

Signature :

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Title / Position :

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Date (date / month / year) :

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**ANNEX O: Confirmation regarding obtaining CSSF confirmation**

Name of scheme(s) under application:

Name (or such other name as :  
may be approved by the SFC) of  
the umbrella/single fund(s) \_\_\_\_\_

Name (or such other name as :  
may be approved by the SFC) of  
the relevant sub-fund(s) \_\_\_\_\_

We hereby confirm and undertake that, in respect of this application, we have already made the appropriate arrangement with the CSSF so as to enable the CSSF to provide a confirmation to the SFC that:

*(please tick one of the following boxes)*

the scheme(s) will comply with additional audit review procedures for authorization of the scheme(s) in Hong Kong.

the scheme(s) will prepare a long form audit report required or in accordance with Luxembourg's rules or regulations.

Signed for and on behalf of:

Name of the management company : \_\_\_\_\_

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

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

Title / Position : \_\_\_\_\_

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



## Information Checklist for Application for Registration of a Public Open-ended Fund Company or Establishment of a Publicly Offered Sub-fund of an Open-ended Fund Company

*This Information Checklist should be used with effect from 1 January 2019 in support of any application (“Application”) for (i) a registration of a proposed public OFC as defined in the Code on Open-ended Fund Companies (“OFC Code”) or (ii) an approval of establishment of publicly offered sub-fund(s) of an existing open-ended fund company (“OFC”) as defined in section 112A of the Securities and Futures Ordinance (“SFO”).*

*The information provided by the applicant in the “Information Checklist for Application for Authorization of Unit Trusts and Mutual Funds under the Revamped Process” will be reviewed in conjunction with the information provided in this Schedule as part of the Application.*

### A. Introduction

An applicant seeking registration of a proposed public OFC pursuant to section 112D of the SFO or approval of the establishment of a publicly offered sub-fund of an OFC pursuant to rule 160(1) of the Securities and Futures (Open-ended Fund Companies) Rules (“OFC Rules”) must complete this Information Checklist and submit it to the Investment Products Division of the Securities and Futures Commission (the “SFC”), together with relevant documents provided hereunder that are required for an application. The SFC reserves the right to request for more information and/or documents in reviewing and considering each application.

**The SFC reserves the right to return forthwith, without processing, an incomplete or non-compliant application to the extent the application form<sup>34</sup>, this Information Checklist and/or the accompanying documents are not properly or fully completed, and/or where negative responses in this Information Checklist 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 updated and duly completed and properly executed checklist(s), confirmation(s) or undertaking(s) before registration of a public OFC or granting an approval for establishment of sub-fund(s) of an OFC.**

This is a standard form document. Unless otherwise specified, when completing this Information Checklist, please do not make any deletion, addition or amendment to the forms or headings. The applicant is reminded to tick ALL boxes that are applicable to its application(s) in this Information Checklist. For ALL asterisked (\*) parts, please delete as appropriate.

### B. Basic information of the proposed public OFC / proposed publicly offered sub-fund(s) of an existing OFC

*Please fill in this sheet for each of the proposed public OFC / proposed publicly offered sub-fund(s) of an umbrella public OFC under application (please use separate sheet(s), if necessary).*

- The applicant confirms that information on the proposed public OFC (“Proposed Public OFC”) / proposed publicly offered sub-fund(s) (“Proposed Sub-fund(s)”) are as set out in the “Information Checklist for Application for Authorization of Unit Trusts and Mutual Funds under the Revamped

<sup>34</sup> Application form refers to the Application Form for Registration of a Public Open-ended Fund Company or Establishment of a Publicly Offered Sub-fund of an Open-ended Fund Company duly completed and executed by / for and on behalf of the applicant.



Process” (“Part IV Information Checklist”) to which this Schedule is attached.

2.  (Applicable to an application for registration of a proposed public OFC) The applicant confirms that the information on the Proposed Public OFC and its key operators (including the investment manager and the custodian) are as set out in the Part IV Information Checklist submitted to the SFC, and would like to supplement the following information:

(i) Is/ are the proposed director(s) currently managing other existing SFC-registered OFC(s)?

Yes  No

(ii) Name of proposed director(s) who is/ are serving as a director of existing SFC-registered OFC(s):

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

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

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

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

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

*(please use separate sheets if necessary)*

### C. Confirmation from the applicant

*(For all asterisked (\*) parts, please delete as appropriate)*

In respect of an application for registration of the Proposed Public OFC / establishment of the Proposed Sub-fund(s)\*:

The applicant, in respect of this application and the Proposed Public OFC / Proposed Sub-fund(s)\*, hereby confirms and undertakes that:

#### Compliance with applicable laws and regulatory requirements

- a) all requirements set out in the SFO, the OFC Rules and the OFC Code, as amended from time to time, have been and will be complied with in respect of the Proposed Public OFC / Proposed Sub-fund(s)\* under this Application;
- b) all documents required to be submitted to the SFC for the purposes of application for registration of the Proposed Public OFC / establishment of the Proposed Sub-fund(s)\* under the SFO, OFC Rules and OFC Code have been submitted and are in compliance with the applicable provisions therein;

#### Offering documents

- c) the offering document(s) of the Proposed Public OFC/ Proposed Sub-fund(s)\* is/are\* compliant with the requirements under the OFC Code, including the disclosure requirements under 4.2, 5.5, 6.3, 7.4, 7.5, 8.3 and 10.9 of the OFC Code; and

#### Instrument of Incorporation

- d) with regards to the instrument of incorporation of the Proposed Public OFC / the relevant parts of the instrument of incorporation relating to the Proposed Sub-fund(s) of the OFC\*, we confirm that:
  - (i) it contains (and we shall ensure that it shall at all times contain) all the information required under the applicable provisions of the SFO (including section 112K), OFC Rules (including rule 3(2)(a) and rule 13) and the OFC Code; and



- (ii) nothing therein would in any way contradict or result in any breach of the applicable provisions of the SFO, OFC Rules and OFC Code (as may be modified by any applicable waivers or exemptions granted by the SFC).

#### General

We confirm that all information contained in this Information Checklist (including all confirmations and undertakings) and the documents submitted relating thereto are true and accurate; and unless otherwise specifically allowed for in this Information Checklist, no deletion, addition or amendment has been made to the standard templates of these current prescribed documents as published on the SFC website.

We further undertake to notify the SFC immediately if there are any changes to the information and/or confirmations provided to the SFC from time to time in connection with the application or where we have become aware of any matters or changes in circumstance that may affect the SFC's assessment of this application.

Name of authorized signatory :  
Signature :  
Title / Position<sup>35</sup> :  
Duly authorized :  
For and on behalf of<sup>36</sup> :  
Date (date / month / year) :

### **D. Basic documents required to be submitted to the SFC**

The list below is not exhaustive. The SFC may require additional information.

On application, please submit 3 sets of the following documents. Please also provide soft copies of these documents in text-searchable format.

#### **I. Mandatory documents**

##### *For an application for registration of a proposed public OFC or establishment of a publicly offered sub-fund of an OFC*

- 1) Duly completed and properly executed application form ("Application Form for Registration of a Public Open-ended Fund Company or Establishment of a Publicly Offered Sub-fund of an Open-ended Fund Company")
- 2) Duly and properly completed Information Checklist, including the duly completed and properly executed confirmation from the applicant under Sections B and C of this Information Checklist
- 3) Duly completed and properly executed letter from the applicant regarding non-fulfilment of condition(s) (see *Annex B to Schedule*)

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<sup>35</sup> In the case of an application for registration of a proposed public OFC, the signatory should be a proposed director of the proposed public OFC or a senior-ranking executive of the proposed investment manager of the proposed public OFC (or an appropriate person designated by the senior-ranking executive of the proposed investment manager of the proposed public OFC), who is duly authorized by the applicant. In the case of an application for establishment of new publicly offered sub-fund(s) of an existing OFC, the signatory should be a director of the public OFC or a senior-ranking executive of the investment manager of the public OFC (or an appropriate person designated by the senior-ranking executive of the investment manager of the public OFC), who is duly authorized by the board of directors of the public OFC.

<sup>36</sup> State the name of the applicant.

**II. Additional document(s) (to the extent applicable)**

- 4) For an application for registration of a proposed public OFC
- (i) Instrument of incorporation (marked-up against the indicative template instrument of incorporation for public OFCs published on the SFC website)
  - (ii) Duly completed and properly executed confirmation from each of the proposed directors (see Annex A1 to Schedule)
  - (iii) (In the case of a proposed director who is not currently a director of other existing SFC-registered OFC(s)) Duly completed and properly executed Vetting Authorization Form from each of the proposed directors (see Annex A2 to Schedule)
  - (iv) Duly completed and properly executed confirmation from the proposed custodian (see Annex C to Schedule)
- 5) For an application for establishment of a publicly offered sub-fund of an OFC  
Instrument of incorporation (marked-up against the latest version filed with the SFC) or other relevant documents for the establishment of the sub-fund<sup>37</sup>

Applicable? (please tick)	
Yes (and submitted)	No

<sup>37</sup> In the case of an application for approval of establishment of a publicly offered sub-fund of an existing umbrella OFC involving proposed changes to the instrument of incorporation from the latest version filed with the SFC, the applicant is required to submit the revised instrument of incorporation at the time of application as marked-up against the latest version filed with the SFC. If the establishment of a sub-fund is by other means (e.g. by resolution), relevant supporting document(s) should be submitted.



## **ANNEX A1 TO SCHEDULE: Confirmation from each of the proposed directors**

To: Securities and Futures Commission (the "SFC")

Name (or such other name as may be approved by the SFC) of the proposed public OFC:  
[insert name of the proposed public OFC under application] (hereinafter the "Proposed Public OFC")

I [insert name of the proposed director] confirm for the purposes of sections 112W and 112X of the Securities and Futures Ordinance ("SFO") and 5.1 of the Code on Open-ended Fund Companies ("OFC Code") that:

- (a) I have attained the age of 18 years;
- (b) I am not an undischarged bankrupt;
- (c) I am not subject to any disqualification order from acting in the capacity of a director of a corporation pursuant to any applicable laws and regulations of Hong Kong;
- (d) *(please tick one of the following boxes)*
  - I have not (nor has any business with which I have been involved) been (i) held by any court or competent authority to have breached any company, securities or financial markets laws and regulations, or held for fraud or other misfeasance; or (ii) disciplined by, or disqualified from, any professional body ((i) and (ii) above are collectively referred to as the "Relevant Breaches");
  - details of the Relevant Breaches are attached to this confirmation in separate sheet(s); and none of the Relevant Breaches will materially affect my ability in performing my roles/duties as director of the Proposed Public OFC and compliance with the SFO, the Securities and Futures (Open-ended Fund Companies) Rules ("OFC Rules") and the OFC Code. The justification is also attached;
- (e) to demonstrate fulfilment of the eligibility criteria in the SFO, OFC Rules and the OFC Code<sup>38</sup> *(please tick one of the following boxes)*:
  - (applicable to a proposed director who is not currently a director of other existing SFC-registered OFC(s))* my profile is attached to this confirmation in separate sheet(s); and
  - (applicable to a proposed director who is currently a director of other existing SFC-registered OFC(s) and there has/have been change(s) to his/ her profile last submitted to the SFC which should be drawn to the attention of the SFC)* my updated profile (marked-up against the latest version submitted to the SFC) is attached to this confirmation in separate sheet(s); and
  - (applicable to a proposed director who is currently a director of other existing SFC-registered OFC(s) and there has been no change to his/ her profile last submitted to the SFC which should be drawn to the attention of the SFC)* there has been no change to my profile last submitted to the SFC which should be drawn to the attention of the SFC; and
- (f) I am of good repute, appropriately qualified, experienced and proper for the purpose of carrying out the business of the Proposed Public OFC.
  - (Applicable to a proposed director who will serve as an independent director of the Proposed Public OFC)* I confirm that I will be serving as an independent director of the Proposed Public OFC, and confirm that I am compliant with and undertake that I will remain duly compliant with the requirements applicable to an independent director under the OFC Code (including 5.2 of the OFC Code).

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<sup>38</sup> If the proposed director is licensed for or registered with the SFC for Type 9 regulated activity, please provide information on such licence/ registration, which would be considered for the purpose of determining whether the proposed director meets the eligibility requirements under the SFO, OFC Rules and OFC Code.



(Applicable to a proposed director who will be a non-resident director as defined in the OFC Rules) I confirm that as a non-resident director of the Proposed Public OFC, for the purpose of rule 102 of the OFC Rules, a process agent meeting the requirements in rule 2 of the OFC Rules has been appointed and I undertake that I will give notice to the Proposed Public OFC of any matters relating to the process agent that are required for the record kept by the Proposed Public OFC in accordance with rule 102(7) of the OFC Rules.

I undertake that I shall, and shall ensure that the Proposed Public OFC will, at all times be compliant with the applicable laws and regulations to the Proposed Public OFC (including the SFO, the OFC Rules, the OFC Code and the SFC Handbook for Unit Trusts and Mutual Funds, Investment-Linked Assurance Schemes and Unlisted Structured Investment Products).

I confirm nothing should be drawn to the attention of the SFC which would affect my ability to act or perform as the director of the Proposed Public OFC in compliance with the applicable laws and regulations, and undertake to bring to the SFC's attention as soon as practicable on any matter which may affect my abovementioned status or any of the above confirmations or undertakings.

I also confirm to the SFC that I have read and understood the Personal Information Collection Statement as set out at the Appendix (the "PICs") and consent to the use by the SFC of my Personal Data (as defined in the PICs) I have provided and may provide in the future, for the purposes described in the PICs.

Signed by:

Name of the proposed director:

Signature:

Date (date/ month/ year):



**ANNEX A2 TO SCHEDULE: (in the case of a proposed director who is not currently a director of other existing SFC-registered OFC(s)) Vetting Authorization Form from each of the proposed directors**

I, \_\_\_\_\_ hereby authorize the Commissioner of Police/Commissioner of Customs and Excise/any local or overseas criminal investigatory body or regulatory authority, or their representatives, to release full particulars of any pertinent information and materials including all criminal convictions recorded against me to the Securities and Futures Commission. My personal particulars are as follows:

**Name** \_\_\_\_\_

**Date of birth (dd/mm/yyyy)** \_\_\_\_\_

**HKID number** \_\_\_\_\_

**Chinese Commercial Code** \_\_\_\_\_ / \_\_\_\_\_ / \_\_\_\_\_ / \_\_\_\_\_

**PRC ID number (if applicable)** \_\_\_\_\_

**Passport number\*** \_\_\_\_\_

**Country of issue\*** \_\_\_\_\_

**Place of birth** \_\_\_\_\_

\_\_\_\_\_  
(Signature of applicant)

\_\_\_\_\_  
Date

**Witness by\*\*** \_\_\_\_\_  
(Signature of witness)

**Name of witness** \_\_\_\_\_

**Designation** \_\_\_\_\_

**Company name** \_\_\_\_\_

**Notary Public number (where applicable)** \_\_\_\_\_

**HKID / Passport number\*** \_\_\_\_\_

**Country of issue\*** \_\_\_\_\_



- \* Only applicable where the person does not possess a Hong Kong Identity Card.
- \*\* The witness must be one of the following persons:
  - (i) a practicing solicitor, notary public or Justice of the Peace; or
  - (ii) a director or responsible officer of the licensed corporation/corporation applying for a licence.



**ANNEX B TO SCHEDULE: Letter from the applicant regarding non-fulfilment of registration condition(s) of a proposed public OFC / conditions for approval of establishment of publicly offered sub-fund(s)**

- Both Part A and Part B must be completed and submitted to the SFC at the time of Application.
- For asterisked parts (\*), please delete as appropriate

**Part A – Acknowledgement from the applicant**

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

Name (or such other name as may be approved by the SFC) of the [proposed public OFC]/ [proposed sub-fund(s)]:

[insert the name of all proposed public OFC / proposed sub-fund(s) under application] (hereinafter the [“Proposed Public OFC”]/ [“Proposed Sub-fund(s)”])

In connection with the [application for registration of the Proposed Public OFC]/ [application for approval of establishment of the Proposed Sub-fund(s)]\*, we [insert the name of the applicant]<sup>39</sup> (hereinafter the “Applicant”) understand that under [section 112D of the Securities and Futures Ordinance (“SFO”), the SFC may, where it considers appropriate, register the Proposed Public OFC] / [rule 160(1) of the Securities and Futures (Open-ended Fund Companies) Rules, the SFC may, where it considers appropriate, approve the establishment of the Proposed Sub-fund(s)]\*, subject to such conditions as the SFC considers appropriate.

We acknowledge that for the [registration of the Proposed Public OFC]/ [approval of the establishment of the Proposed Sub-fund(s)]\* (if granted by the SFC) to become effective, all relevant conditions (“Relevant Conditions”) imposed by the SFC as set out in the [letter of registration of the Proposed Public OFC]/ [letter of approval of establishment of the Proposed Sub-fund(s)]\* (the “Letter”) must be fulfilled within the time so stipulated in the Letter (as may be extended by the SFC upon the submission of proper justifications by the Applicant) (“Time Limit”). A confirmation for fulfilment is required to be submitted to the SFC within the Time Limit.

In this connection, we hereby authorize [insert name of the nominated person]<sup>40</sup> (“Nominated Person”) to submit the [Cancellation Application]/[Termination Application]\* (as defined and set out in Part B below) herewith on behalf of the Applicant, which is to take effect upon occurrence of the events set out therein.

We further agree and undertake to procure the Nominated Person or any other authorized person<sup>41</sup> to do all such other acts and execute such other documents to give effect to the [Cancellation Application]/[Termination Application]\* as and when required by the SFC.

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39 The applicant should be the proposed public OFC (in the case of an application for registration of a proposed public OFC) or the OFC (in the case of an application for establishment of sub-fund(s) of an OFC).

40 In the case of an application for registration of a proposed public OFC, the nominated person should be a proposed director of the proposed public OFC or a senior-ranking executive of the proposed investment manager of the proposed public OFC (or an appropriate person designated by the senior-ranking executive of the proposed investment manager of the proposed public OFC), who is duly authorized by the applicant. In the case of an application for establishment of new publicly offered sub-fund(s) of an existing OFC, the nominated person should be a director of the public OFC or a senior-ranking executive of the investment manager of the public OFC (or an appropriate person designated by the senior-ranking executive of the investment manager of the public OFC), who is duly authorized by the board of directors of the public OFC.

41 The authorized person should be a director of the public OFC or a senior-ranking executive of the investment manager of the public OFC (or an appropriate person designated by the senior-ranking executive of the investment manager of the public OFC), who is duly authorized by the board of directors of the public OFC.



Name of authorized signatory :  
Signature :  
Title / Position<sup>42</sup> :  
Duly authorized :  
For and on behalf of<sup>43</sup>  
Date (date / month / year) :

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42 In the case of an application for registration of a proposed public OFC, the signatory should be a proposed director of the proposed public OFC or a senior-ranking executive of the proposed investment manager of the proposed public OFC (or an appropriate person designated by the senior-ranking executive of the proposed investment manager of the proposed public OFC), who is duly authorized by the applicant. In the case of an application for establishment of new publicly offered sub-fund(s) of an existing OFC, the signatory should be a director of the public OFC or a senior-ranking executive of the investment manager of the public OFC (or an appropriate person designated by the senior-ranking executive of the investment manager of the public OFC), who is duly authorized by the board of directors of the public OFC.

43 State the name of the applicant.



**Part B – Application for cancellation of registration of the Proposed Public OFC / termination of the Proposed Sub-fund(s) (in the event of non-fulfilment of all conditions required for a registration of the Proposed Public OFC / approval of establishment of the Proposed Sub-fund(s) to become effective) by the nominated person of the applicant**

- For asterisked parts (\*), please delete as appropriate

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

Name (or such other name as may be approved by the SFC) of the [proposed public OFC] / [proposed sub-fund(s)]\*:

[insert name(s) of all proposed public OFC and proposed sub-fund(s) under application] (hereinafter the [“Proposed Public OFC”] / [“Proposed Sub-fund(s)”]\*)

I, [insert name], in my capacity as the nominated person<sup>44</sup>, write to submit that this letter be served as [an application for cancellation of registration (if granted by the SFC) of the Proposed Public OFC pursuant to section 112ZH of the Securities and Futures Ordinance (“SFO”) (“Cancellation Application”)] / [an application for termination of the Proposed Sub-fund(s) (“Termination Application”) pursuant to rule 160(3) of the Securities and Futures (Open-ended Fund Companies) Rules]\* upon occurrence of the events set out below.

In respect to each [Proposed Public OFC] / [Proposed Sub-fund]\*, this [Cancellation Application] / [Termination Application]\* shall become effective in the event that: (i) [a registration has been granted by the SFC under section 112D of the SFO in respect of the Proposed Public OFC] / [an approval has been granted by the SFC for the establishment of the Proposed Sub-fund(s)]\*; and (ii) if any of the conditions imposed by the SFC for the [registration of the Proposed Public OFC] / [establishment of the Proposed Sub-fund(s)]\* to become effective (“Relevant Conditions”) as stated in the [letter of registration of the Proposed Public OFC] / [letter of approval of establishment of the Proposed Sub-fund(s)]\* (“Letter”) issued by the SFC has not been fulfilled and complied with within the prescribed time limit as stated in the Letter (as may be extended in writing by the SFC).

The [Cancellation Application] / [Termination Application]\* herein will cease to have any effect and be lapsed with regard to each [Proposed Public OFC] / [Proposed Sub-fund]\* once [all of the registration conditions of the Proposed Public OFC] / [all of the conditions for approval of the establishment of the Proposed Sub-fund(s)]\* (if granted by the SFC) has become effective in accordance with terms as stipulated under the Letter.

Name of nominated person :  
Signature :  
Title / Position :  
Duly authorized :  
For and on behalf of<sup>45</sup>  
Date (date / month / year) :

<sup>44</sup> In the case of an application for registration of a proposed public OFC, the nominated person should be a proposed director of the proposed public OFC or a senior-ranking executive of the proposed investment manager of the proposed public OFC (or an appropriate person designated by the senior-ranking executive of the proposed investment manager of the proposed public OFC), who is duly authorized by the applicant. In the case of an application for establishment of new publicly offered sub-fund(s) of an existing OFC, the nominated person should be a director of the public OFC or a senior-ranking executive of the investment manager of the public OFC (or an appropriate person designated by the senior-ranking executive of the investment manager of the public OFC), who is duly authorized by the board of directors of the public OFC.

<sup>45</sup> State the name of the applicant.



## **ANNEX C TO SCHEDULE: Confirmation from the proposed custodian**

- *For asterisked parts (\*), please delete as appropriate*

To: Securities and Futures Commission (the "SFC")

Name (or such other name as may be approved by the SFC) of the proposed public OFC and proposed sub-fund(s) under application:

a) Name (or such other name as may be approved by the SFC) of the single/umbrella\* proposed public OFC ("Proposed Public OFC")

\_\_\_\_\_

b) Name (or such other name as may be approved by the SFC) of the relevant proposed sub-fund(s)

\_\_\_\_\_  
*(Please use separate sheet(s), if necessary)*

We, as the custodian of the Proposed Public OFC, confirm and undertake that:

- (a) nothing should be drawn to the attention of the SFC which would affect our ability to act or perform as the custodian of SFC-registered OFC in compliance with Chapter 7 of the OFC Code[; and]
- (b) [*please delete as appropriate*] (*applicable to non-Hong Kong custodian<sup>46</sup> as defined in the Securities and Futures (Open-ended Fund Companies) Rules ("OFC Rules")*) for the purpose of rule 115(1) of the OFC Rules, a process agent meeting the requirements in rule 2 of the OFC Rules has been appointed. We undertake to give notice to the Proposed Public OFC of any matters relating to the process agent that are required for the record kept by the Proposed Public OFC in accordance with rule 115(6) of the OFC Rules].

Signed for and on behalf of:

Name of custodian :

\_\_\_\_\_

Name of authorized signatory :

\_\_\_\_\_

Signature :

\_\_\_\_\_

Title / Position :

\_\_\_\_\_

Date (date / month / year) :

\_\_\_\_\_

<sup>46</sup> This does not apply to a non-Hong Kong custodian that is a registered non-Hong Kong company (as defined in section 2(1) of the Companies Ordinance (Cap. 622)).

## APPENDIX

### Personal Information Collection Statement

1. This Personal Information Collection Statement (“**PICS**”) is made in accordance with the guidelines issued by the Office of the Privacy Commissioner for Personal Data. The PICS sets out the policies and practices of the Securities and Futures Commission (“**SFC**”) with regard to your Personal Data<sup>47</sup> and what you are agreeing to with respect to the SFC’s use of your Personal Data for the purposes identified below.

#### Purpose of Collection

2. The Personal Data provided in any application, filing, submission (including any related form, checklist, confirmation, documentation or correspondence), enquiry, survey or any other form of request for information (as the case may be) will be used by the SFC for one or more of the following purposes:

- to administer the Securities and Futures Ordinance (“**SFO**”) and other relevant Ordinances (including the Companies (Winding Up and Miscellaneous Provisions) Ordinance, the Companies Ordinance, the Anti-Money Laundering and Counter-Terrorist Financing (Financial Institutions) Ordinance, Financial Institutions (Resolution) Ordinance), rules, regulations, codes and guidelines made or promulgated pursuant to the powers vested in the SFC as in force at the relevant time, including:
  - *SFC Handbook for Unit Trusts and Mutual Funds, Investment-Linked Assurance Schemes and Unlisted Structured Investment Products and the various Product Codes therein;*
  - *Code on Real Estate Investment Trusts;*
  - *SFC Code on MPF Products;*
  - *Code on Open-ended Fund Companies;*
  - *Code on Pooled Retirement Funds;*
  - *Advertising Guidelines Applicable to Collective Investment Schemes Authorized under the Product Codes;*
  - *Guidance Note for Persons Advertising or Offering Collective Investment Schemes on the Internet;*

(collectively, the “**Relevant Ordinances and Regulatory Requirements**”)

- to process any application made under the Relevant Ordinances and Regulatory Requirements where you may have a connection;
- to monitor the ongoing compliance of SFC-authorized investment products, open-ended fund companies and their key operators with the Relevant Ordinances and Regulatory Requirements;
- for the purposes of inviting attendees to events or industry briefings organised by the SFC;
- for the purposes of performing the SFC’s statutory functions under the relevant Ordinances, including surveillance, investigation, inspection or enforcement / disciplinary action;

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<sup>47</sup> Personal Data means personal data as defined in the Personal Data (Privacy) Ordinance, Cap 486 (“**PDPO**”).



- for research or statistical purposes;
  - other purposes directly relating to any of the above; and
  - other purposes as permitted by law.
3. Failure to provide the requested Personal Data may result in the SFC being unable to process your application or request, or perform its statutory functions under the relevant Ordinances.

#### **Transfer / Matching of Personal Data**

4. Personal Data may be disclosed by the SFC to (i) other financial regulators in Hong Kong (including the Hong Kong Exchanges and Clearing Limited, the Hong Kong Monetary Authority, the Insurance Authority and the Mandatory Provident Funds Schemes Authority), (ii) government bodies (including the Hong Kong Police Force, the Customs and Excise Department, the Independent Commission Against Corruption, and the Companies Registry), (iii) relevant courts, panels, tribunals and committees, (iv) overseas regulatory / government / judicial bodies as permitted or required under the law, or pursuant to any regulatory / supervisory / investigatory assistance arrangements between the SFC and other regulators (local / overseas), and/or (iv) persons engaged by the SFC to assist the SFC in the performance of its statutory functions.
5. Personal Data may be used by the SFC and/or disclosed by the SFC to the above organizations / bodies / persons in Hong Kong or elsewhere for the purposes of verifying / matching<sup>48</sup> those data. You consent to the use of your Personal Data for carrying out a matching procedure (as defined in the PDPO).
6. Your Personal Data may be transferred to place(s) outside of Hong Kong for the purposes stated herein (such places may or may not offer the same or a similar level of personal data protection as in Hong Kong).

#### **Access to Data**

7. You have the right to request access to and correction of your Personal Data held by the SFC about you in accordance with the provisions of the PDPO. Your right of access includes the right to request a copy of your Personal Data held by the SFC. The SFC has the right to charge a fee for processing of any data access request.

#### **Enquiries**

8. Any enquiries regarding the Personal Data provided, or requests for access to Personal Data or correction of Personal Data, should be addressed in writing to:

The Data Privacy Officer  
Securities and Futures Commission  
35th Floor, Cheung Kong Center  
2 Queen's Road Central  
Hong Kong

A copy of the Privacy Policy Statement adopted by the SFC is available on the SFC website at [www.sfc.hk](http://www.sfc.hk).

December 2018

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<sup>48</sup> "matching procedure" is defined in section 2 of the PDPO.