



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

Filing Form for Notice of Scheme Change(s) falling within 11.1B of the Code on Unit Trusts and Mutual Funds (UT Code) and Do Not Require SFC's Prior Approval

This Filing Form should be used by applicant in support of any filing submitted to the Securities and Futures Commission (the "Commission" or the "SFC") on or after 1 March 2020 for changes falling within 11.1B of the UT Code.

In respect of a public OFC (as defined in the Code on Open-ended Fund Companies), where the filing is in respect of a change falling within 11.1B of the UT Code which concerns (i) a change of director of the public OFC; (ii) a change of name of the public OFC; or (iii) a change of name of a publicly offered sub-fund of the public OFC, please use the "Information Checklist for (i) a Change of Director of a Public Open-ended Fund Company; or (ii) a Change of Name of a Public Open-ended Fund Company or a Publicly Offered Sub-fund of an Open-ended Fund Company" instead of this Filing Form.

- The issuer/applicant is reminded to use/fill in this Filing Form for the purpose of filing for changes falling within 11.1B of the UT Code.
- For the purpose of this Filing Form, UCITS schemes means (i) Undertakings for Collective Investment in Transferable Securities (UCITS) domiciled in France, Luxembourg, Ireland and the Netherlands, and (ii) collective investment schemes domiciled in the United Kingdom authorized as UK UCITS.
- The issuer/applicant is reminded to tick ALL boxes that are applicable in this Filing Form.

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

Dear Sirs,

1. We _____ (acting on the instructions of _____ [state the name of management company] (please delete if the management company is making this filing directly)) hereby file to the Commission the notice to investors regarding the change(s) falling within 11.1B of the UT Code to the scheme(s) referred in paragraph 2 below.

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

(a) Name of the umbrella fund _____ Authorized under MRF¹?

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

1. _____

2. _____

¹ Meaning mutual recognition of funds arrangement between Hong Kong and an overseas jurisdiction, other than the MRF arrangement between Mainland and Hong Kong.



3. _____
4. _____
5. _____
(Please use separate sheet(s), if necessary)

(c) Name of the single fund(s)

1. _____
2. _____
3. _____
4. _____
5. _____
(Please use separate sheet(s), if necessary)

If the above scheme(s) are authorized under a MRF, please also complete the relevant Annex for those scheme(s).

3. (i) We confirm that while the change(s) is/are not subject to the Commission's prior approval, such change(s) is/are in compliance with the circular relating to the MRF arrangement issued by the SFC, as amended from time to time; or 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, whichever is applicable.

Nature of the change(s) is set out below:

(a) Changes which fall within 11.1B of the UT Code ("11.1B Changes")

| Item | Brief details of change(s) | Please tick if the changes are made to comply with the revised requirements under the UT Code and there will be no material changes to the investment objectives, policies or strategies of the scheme (Note) |
|------|----------------------------|---|
| 1. | | |
| 2. | | |
| 3. | | |
| 4. | | |



Note: For 11.1B Changes in relation to the purpose or extent of use of financial derivative instruments, please indicate whether a duly completed and executed form on “Confirmation on Use of Derivatives for Unit Trusts and Mutual Funds” has been submitted.^{2(a)}

- Yes^{2(b)}
 No

(b) Changes to constitutive documents of UCITS scheme(s)

1. _____
2. _____
3. _____

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

- (ii) We confirm, with respect to the amendments to constitutive documents³ of the scheme(s) mentioned under paragraph 3(i) above (“CD Amendments”), that:-

(please tick if applicable):

- (a) with respect to amendments to constitutive documents of the scheme(s) under paragraph 3(i)(a) above:

1. *(please tick if applicable)*

- the amendments have been certified by the trustee/custodian as provided under 6.7 of the UT Code; or
 the amendments have been approved by holders of the scheme(s); or
 the amendments do not require prior approval from the SFC; and

2. the amendments have been notified to the trustee/custodian of the scheme(s) and the trustee/custodian does not have any objection thereto.

- (b) *(please tick if applicable)* with respect to changes to constitutive documents of UCITS scheme(s) under paragraph 3(i)(b) above, the constitutive documents of the scheme(s) have complied with all applicable home jurisdiction’s laws and regulations and home regulator’s

^{2(a)} The form on “[Confirmation on Use of Derivatives for Unit Trusts and Mutual Funds](#)” is available on the SFC website.

^{2(b)} The form on “[Confirmation on Use of Derivatives for Unit Trusts and Mutual Funds](#)” must be submitted in support of the filing of the 11.1B Change(s) in relation to the purpose or extent of use of financial derivative instruments on or after 1 January 2020.

³ *(Applicable only to UCITS schemes)* Please submit a copy of the (i) duly executed revised constitutive documents and (ii) revised constitutive documents with mark up changes upon execution.

(Applicable only to Hong Kong domiciled schemes and other non-UCITS schemes) Please submit a copy of the (i) duly executed revised constitutive documents and (ii) revised constitutive documents with mark up changes and proper annotations against Appendix D to the UT Code and the key provisions for the constitutive documents of Hong Kong domiciled schemes and other non-UCITS schemes as set out in Section 5 of the Minimum Disclosure Requirements (contained in Annex 1 to the Guide on Practices and Procedures for Application for Authorization of Unit Trusts and Mutual Funds) for the revised sections upon execution.



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.

4. (For schemes established in a recognized jurisdiction) We confirm that the other 11.1B Change(s), save for the CD Amendments referred to in paragraphs 3(i) and 3(ii) above:

- has/have been approved by the home regulator of the scheme(s); or
- does/do not require the approval of the home regulator of the scheme(s).

5. We confirm that unless otherwise specifically allowed for in this Filing Form, no deletion, addition or amendment has been made to standard template of the current prescribed Filing Form as published on the SFC website.

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

Name of lawyer-in-charge: _____

Position: _____

Telephone number: _____

Email: _____

Address: _____

Yours faithfully,

Name:

Position:

Duly authorized⁴

For and on behalf of

[Applicant's name]

Date:

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



Annex

Scheme(s) authorized under the mutual recognition of funds arrangement between Luxembourg and Hong Kong (“Lux-HK MRF”)

This Annex is only required to be completed for change(s) that apply/applies to (i) scheme(s) authorized under the Lux-HK MRF (“Lux MRF fund(s)”) and/or (ii) both non-Lux MRF fund(s) and Lux MRF fund(s) housed under the same umbrella fund.

Part 1: Scheme(s) which are Hong Kong Covered Fund(s)⁵ under the Lux-HK MRF

1. We confirm that the 11.1B Change(s):
- will not affect the eligibility of the scheme(s) (i.e. will not render the scheme(s) ineligible under the Lux-HK MRF);
 - will affect the eligibility of the scheme(s) (i.e. render the scheme(s) ineligible under the Lux-HK MRF) *(please also complete the table below)*.

| Name of the scheme(s) | The 11.1B Change(s) which render(s) the scheme(s) ineligible under the Lux-HK MRF and the corresponding Eligibility Requirement(s) ⁵ | Whether the Hong Kong Covered Management Company ⁵ has applied to the Commission de Surveillance du Secteur Financier (“CSSF”) for withdrawal of authorization of the scheme(s). (Y/N) If yes, please specify the date of such application. If no, please confirm that the Hong Kong Covered Management Company will make such application to the CSSF. |
|-----------------------|---|---|
| | | |
| | | |

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

Part 2: Scheme(s) which are Luxembourg Covered Fund(s)⁶ under the Lux-HK MRF

1. We confirm that the 11.1B Change(s):
- will not affect the eligibility of the scheme(s) (i.e. will not render the scheme(s) ineligible under the Lux-HK MRF).

⁵ The terms “Hong Kong Covered Fund”, “Eligibility Requirement” and “Hong Kong Covered Management Company” shall have the same meanings as defined in the CSSF Streamlining requirements and process for mutual recognition of Hong Kong funds dated 15 January 2019, as amended from time to time.

⁶ The term “Luxembourg Covered Fund” shall have the same meaning as defined in the SFC Circular on the Lux-HK MRF dated 15 January 2019, as amended from time to time.