

## Information Checklist for Application for Registration of a Private Open-ended Fund Company or Establishment of a Privately 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 private OFC as defined in the Code on Open-ended Fund Companies (“OFC Code”) or (ii) an approval of establishment of privately offered sub-fund(s) of an existing open-ended fund company (“OFC”) as defined in section 112A of the Securities and Futures Ordinance (“SFO”).***

### A. Introduction

An applicant seeking registration of a proposed private OFC pursuant to section 112D of the SFO or approval of the establishment of a privately 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>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 registration of a private 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 private OFC / proposed privately offered sub-fund(s) of an existing OFC

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

1.  The application concerns a registration of a proposed private OFC (“Proposed Private OFC”).
  - (i) The nature of the Proposed Private OFC:  
 single fund    umbrella fund with sub-fund(s)

<sup>1</sup> Application form refers to the Application Form for Registration of a Private Open-ended Fund Company or Establishment of a Privately Offered Sub-fund of an Open-ended Fund Company duly completed and executed by / for and on behalf of the applicant.



(ii) The name of the single Proposed Private OFC / the umbrella Proposed Private OFC (*please delete as appropriate*) is:

\_\_\_\_\_ (in English)

\_\_\_\_\_ (in Chinese)

(iii) (*Applicable where the proposed private OFC is an umbrella fund*) The name(s) of the sub-fund(s) of the Proposed Private OFC:

Name (in English)	Name (in Chinese)
1.	
2.	
3.	
4.	
5.	

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

2.  The application concerns an application for approval of establishment of the following privately offered sub-fund(s) ("Proposed Sub-fund(s)") of an existing umbrella OFC.

(i) The name of the existing umbrella OFC is:

\_\_\_\_\_

(ii) The name(s) of the Proposed Sub-fund(s) of the existing umbrella OFC:

Name (in English)	Name (in Chinese)
1.	
2.	
3.	
4.	
5.	

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

3. (*Applicable to an application for registration of a proposed private OFC*) Is/ are the proposed director(s) currently managing other existing SFC-registered OFC(s)?

Yes  No

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)*



4. Is the Proposed Private OFC/ are the Proposed Sub-fund(s)\* managed by an investment manager currently managing other existing SFC-registered OFC(s) or SFC-authorized fund(s)?

Yes  No

5. Is the custodian of the Proposed Private OFC/ Proposed Sub-fund(s)\* currently acting as trustee/ custodian of other existing SFC-registered OFC(s) or SFC-authorized fund(s)?

Yes  No

### **C. Confirmation from the applicant**

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

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

The applicant, in respect of this application and the Proposed Private 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 Private 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 Private 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 Private 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, 10.9, 11.5, the note to 12.3 and 13.1 of the OFC Code; and

#### Instrument of Incorporation

- d) with regards to the instrument of incorporation of the Proposed Private 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>2</sup> :  
 Duly authorized :  
 For and on behalf of<sup>3</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 private OFC or establishment of a privately offered sub-fund of an OFC

- 1) Duly completed and properly executed application form (“Application Form for Registration of a Private Open-ended Fund Company or Establishment of a Privately Offered Sub-fund of an Open-ended Fund Company”)
- 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 this Information Checklist

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

- 4) For an application for registration of a proposed private OFC
  - (i) Instrument of incorporation (*marked-up against the indicative template instrument of incorporation for private OFCs published on the SFC website*)
  - (ii) Duly completed and properly executed confirmation from the proposed custodian (*see Annex A*)
  - (iii) Duly completed and properly executed confirmation from each of the proposed directors (*see Annex B1*)

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

<sup>2</sup> In the case of an application for registration of a proposed private OFC, the signatory should be a proposed director of the proposed private OFC or a senior-ranking executive of the proposed investment manager of the proposed private OFC (or an appropriate person designated by the senior-ranking executive of the proposed investment manager of the proposed private OFC), who is duly authorized by the applicant. In the case of an application for establishment of new privately offered sub-fund(s) of an existing OFC, the signatory should be a director of the OFC or a senior-ranking executive of the investment manager of the OFC (or an appropriate person designated by the senior-ranking executive of the investment manager of the OFC), who is duly authorized by the board of directors of the OFC.

<sup>3</sup> State the name of the applicant.

(iv) *(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 B2)

(v) Duly completed and properly executed confirmation from the proposed investment manager (see Annex C)

5) For an application for establishment of a privately 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>4</sup>


## E. Additional 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.

1) For a proposed private OFC with new investment manager which is not currently managing other SFC-registered OFC(s) or SFC-authorized fund(s)

(i) Copy of valid certificate(s) showing their licensing/registration status

(ii) Duly completed and properly executed confirmation from the new investment manager (see Annex C)

2) For a proposed private OFC with new custodian which is not currently acting as trustee/ custodian for other SFC-registered OFC(s) or SFC-authorized fund(s)

(i) a) Audit certificate<sup>5</sup>; or  
b) Duly completed and properly executed undertaking regarding internal controls and systems<sup>6</sup> (see Annex A)

(ii) Certificate of incorporation/registration of the custodian

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

<sup>4</sup> In the case of an application for approval of establishment of a privately 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.

<sup>5</sup> For custodians whose functions are mainly carried out in Hong Kong, an audit certificate will be required with respect to the custodian's internal controls and systems in accordance with Appendix G of the UT Code (as applied by 7.1 of the OFC Code). For new custodians whose functions are mainly carried out in a non-acceptable inspection regime, an audit certificate is generally required and applicants should consult with the SFC in advance.

<sup>6</sup> For new 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, an undertaking from the trustee/ custodian to the SFC stating that if the SFC is not satisfied with such ongoing regulatory supervision, an independent auditor would be appointed to periodically review its internal controls and systems on terms of reference agreed with the SFC and such report would be filed with the SFC will generally be required. Custodians whose functions are carried out in Luxembourg or Ireland would not normally be required to provide an audit certificate or an undertaking.

(iii) Evidence to demonstrate compliance with 4.2 of the Code on Unit Trusts and Mutual Funds (the “UT Code”) as applied by 7.1 of the OFC 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

--	--



## **ANNEX A: 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 private 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 private OFC  
("Proposed Private 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 Private OFC, confirm and undertake that:

- a) we consent to our appointment as custodian of the Proposed Private OFC;
- b) we shall act independently of the investment manager of the Proposed Private OFC in our dealings with the Proposed Private OFC;
- c) we shall at all times comply with 7.1 of the Code on Open-ended Fund Companies ("OFC 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 Code on Unit Trusts and Mutual Funds ("UT Code") (applicable to the Proposed Private OFC under 7.1 of the OFC 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 (applicable to the Proposed Private OFC under 7.1 of the OFC Code);
- d) 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 custodian, or ability to perform our services;
  - e) 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]





- f) *(please delete as appropriate) (applicable to non-Hong Kong custodian<sup>7</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 Private OFC of any matters relating to the process agent that are required for the record kept by the Proposed Private OFC in accordance with rule 115(6) of the OFC Rules.
- (Please tick if applicable)* In the case of new custodian which is not currently acting as trustee/ custodian for any other existing SFC-registered OFC(s) or SFC-authorized fund(s), we further confirm and undertake that:
- g)  *(for new 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;
- h)  *(for new custodian whose functions are mainly carried out in Luxembourg or Ireland)* our functions are mainly carried out in [Luxembourg or Ireland]\*;
- i)  *(for new 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>8</sup>;
- j) *(for new custodian only)* the information relating to the 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 custodian for the Proposed Private OFC	
Name of primary supervisory authority	
Financial year-end of the custodian	

<sup>7</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)).

<sup>8</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, as 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>.





Signed for and on behalf of:

Name of custodian : \_\_\_\_\_

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

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

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

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



## **ANNEX B1: 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 private OFC:  
[insert name of the proposed private OFC under application] (hereinafter the "Proposed Private 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 Private 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>9</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 Private OFC.
  - (Applicable to a proposed director who will serve as an independent director of the Proposed Private OFC)* I confirm that I will be serving as an independent director of the Proposed Private 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).

<sup>9</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 Private 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 Private OFC of any matters relating to the process agent that are required for the record kept by the Proposed Private OFC in accordance with rule 102(7) of the OFC Rules.

I undertake that I shall, and shall ensure that the Proposed Private OFC will, at all times be compliant with the applicable laws and regulations to the Proposed Private OFC (including the SFO, the OFC Rules and the OFC Code).

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 Private 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 B2: (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 C: Confirmation from the proposed investment manager**

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

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

The proposed open-ended fund company (“Proposed Private OFC”) / relevant proposed sub-fund(s) (“Proposed Sub-fund(s)”) \* under application: As stated in Section B of this Information Checklist

We hereby confirm and undertake that, in respect of this application, the investment manager is not the subject of any disciplinary proceeding in respect of its licence 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.

(Please tick if applicable) In the case of new investment manager which is not currently managing other existing SFC-registered OFC(s) or SFC-authorized fund(s), we further confirm and undertake that, in respect of this application:

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

- the investment manager has submitted an application to the SFC in applying for the licensing/registration status to carry out Type 9 regulated activity;
- the investment manager is licensed by or registered with the SFC to carry out Type 9 regulated activity;

(b) the licence/registration status of the investment manager to manage funds is as follows:

Licence/ registration status	Date of licence/ registration	Restriction attached to the licence/ registration (if any) or state Nil (if applicable)

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

- there is no disciplinary history of the investment manager in the past five years or since the date of licence/registration if it has been licensed/ registered for less than five years;
- the details of the disciplinary history of the investment manager in the past five years or since the date of licence/registration if it has been licensed/ 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;

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

- there is no current or pending investigation/disciplinary matter(s) of the investment manager;
- the details of the current or pending investigation/disciplinary matter(s) of the investment manager 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;



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

there is no current or pending investigation/disciplinary matter(s) of the director(s) of the investment manager;

the details of the current or pending investigation/disciplinary matter(s) of the director(s) of the investment manager 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 investment manager and the justification is also attached;

(c) the investment manager has adequate internal controls and has put in place relevant written procedures (including, if applicable, procedures for compliance with the Fund Manager Code of Conduct).

Signed for and on behalf of: \_\_\_\_\_

Name of the new investment manager : \_\_\_\_\_

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

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

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

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

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



## 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>10</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;
  - for research or statistical purposes;
  - other purposes directly relating to any of the above; and
  - other purposes as permitted by law.

---

<sup>10</sup> Personal Data means personal data as defined in the Personal Data (Privacy) Ordinance, Cap 486 (“**PDPO**”).



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>11</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

---

<sup>11</sup> "matching procedure" is defined in section 2 of the PDPO.