

Frequently Asked Questions on Netherlands-Hong Kong Mutual Recognition of Funds

These frequently asked questions (FAQs) are prepared by the Investment Products Division to provide guidance to market practitioners regarding the Netherlands-Hong Kong Mutual Recognition of Funds (MRF) scheme. Firms are encouraged to contact the relevant case team in the Investment Products Division if they are in doubt on any specific issues arising from the application/interpretation of the matters relating to the MRF.

The information set out below is not meant to be exhaustive. These FAQs may be updated and revised from time to time. These FAQs are only for general reference. Compliance with all the requirements in these FAQs does not necessarily mean that an application will be accepted or an authorization will be granted. The SFC reserves the rights to exercise all powers conferred under the law.

Unless otherwise defined herein, all capitalised terms shall have the meanings given to them in the Circular on Mutual Recognition of Funds between the Netherlands and Hong Kong issued by the SFC on 15 May 2019, as amended from time to time (SFC Circular) and the AFM Streamlining requirements and process for mutual recognition of Recognised Hong Kong Funds dated 15 May 2019, as amended from time to time (AFM Circular).

	Question	Answer
1.	How should Recognised Dutch Funds that would like to seek SFC authorization submit their applications?	<p>Applications of Recognised Dutch Funds seeking authorization under the MRF received by the SFC will be processed under the revamped fund authorization process (Revamped Process) as set out in SFC's circular entitled "Circular to management companies of SFC-authorized unit trusts and mutual funds – Formal adoption of revamped fund authorization process" dated 22 April 2016 (as amended on 2 December 2016), unless otherwise provided in the SFC Circular.</p> <p>To start an application, you have to submit to us:</p>

	Question	Answer
		<p>a. a duly signed and completed Application Form;</p> <p>b. a duly signed and completed Information Checklist (http://www.sfc.hk/web/EN/forms/products/forms.html);</p> <p>c. advanced draft of the Recognised Dutch Fund's offering document (including the product key facts statement(s)) and, where applicable, marked up against the latest version filed with the SFC;</p> <p>d. constitutive documents of the Recognised Dutch Fund(s) (where applicable, under the circumstances as set out in Chapter 2 of the Guide (as defined below));</p> <p>e. documents (including any confirmations and/or undertakings) required to be submitted under or pursuant to the Information Checklist; and</p> <p>f. a cheque made payable to "Securities and Futures Commission" in the amount of the applicable application fee (see Q.3 of the FAQs on Application Procedures for Authorization of Unit Trusts and Mutual Funds under the Revamped Process).</p> <p>In preparation for their applications, applicants should also refer to the "Guide on Practices and Procedures for Application for Authorization of Unit Trusts and Mutual Funds" (the "Guide") which is posted on the SFC's website for necessary information and reference.</p> <p>Applicants should submit physical copies of all the relevant application documents to the SFC at:</p> <p style="padding-left: 40px;">Investment Products Division Securities and Futures Commission 35/F, Cheung Kong Center, 2 Queen's Road Central, Hong Kong</p> <p>Applicants should also submit soft copies of the application documents by email to the relevant case team in the Investment Products Division and at mfnetherlands@sfc.hk. Applicants should clearly indicate the names of the</p>

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		<p>applicants and the names of the Recognised Dutch Funds under application in both the emails' subject and body.</p> <p>An application is considered received by the SFC only upon the SFC's receipt of both the physical copies and soft copies of all the required application documents and application fees.</p> <p>As provided under paragraph 37 of the SFC Circular, applicants shall request the AFM to provide directly to the SFC a certificate confirming that the Eligibility Requirements listed in Annex B to the SFC Circular are met. The SFC will not take up the application if no such certificate is received from the AFM.</p> <p>In general, the Investment Products Division will issue a letter (Take-up Letter) within 5 business days upon the receipt of the Application Form, the Information Checklist, all the necessary documents in support of the application and the applicable application fee, to inform the applicant that the SFC will process the application. The date of the Take-up Letter (i.e. the Take-up Date) is the date on which the SFC formally takes up the application. Once an application is taken up, the application fee will not be refunded.</p> <p>During the application process, all changes to any subsequent draft documentation must be properly and comprehensively marked up to facilitate review by the SFC.</p> <p>During the vetting process, the SFC may from time to time request for the submission of additional supporting information or documents which it deems necessary for facilitating its consideration as to whether authorization should be granted.</p>
2.	How will the "two-stream" approach adopted by the SFC in processing new fund applications apply to Recognised Dutch Funds?	Under the Revamped Process, applications of the Recognised Dutch Funds will be classified into "Standard Applications" stream and "Non-standard Applications" stream in accordance with the criteria as set out in Q.5A of the FAQs on Application Procedures for Authorization of Unit Trusts and Mutual Funds under the Revamped Process.

	Question	Answer
3.	Who can issue marketing materials in respect of Recognised Dutch Funds? Will these marketing materials need SFC's prior authorization?	<p>All advertisements and marketing materials in relation to a Recognised Dutch Fund issued in Hong Kong shall comply with the relevant Hong Kong Laws and Regulations, including but not limited to the requirements set out in the Advertising Guidelines Applicable to Collective Investment Schemes Authorized under the Product Codes issued by the SFC (https://www.sfc.hk/web/EN/rules-and-standards/codes-and-guidelines/guidelines).</p> <p>Recognised Dutch Funds should issue advertisement and marketing materials via a representative or distributor who is licensed or registered for Type 1, Type 4 or Type 6 regulated activity or based on other applicable exemptions under section 103 of the SFO. Such materials would not be subject to authorization/pre-vetting by the SFC but would be subject to post-vetting by the SFC. The representative or distributor should also take responsibility for the advertisements and marketing materials that it issues.</p>
4.	Will the Hong Kong representative of a Recognised Dutch Fund be required to be licensed by the SFC?	<p>To be eligible to act as a Hong Kong representative, the UT Code requires that a Hong Kong representative must be (a) licensed or registered under the SFO; or (b) a trust company registered under Part VIII of the Trustee Ordinance (Chapter 29 of the Laws of Hong Kong) and such company is an affiliate of an authorized financial institution defined under the SFO and is acceptable to the SFC.</p> <p>The UT Code does not mandate that the Hong Kong representative must be licensed or registered for any particular regulated activity. However, Hong Kong representatives that carry on regulated activities under the SFO must be licensed or registered accordingly. For example, if the Hong Kong representative would like to distribute the Recognised Dutch Fund in Hong Kong, it would need to be licensed for Type 1 regulated activity.</p> <p>Please refer to Chapter 9 of the UT Code for further details.</p>
5.	What are the language requirements for the Hong Kong offering documents of Recognised Dutch Funds?	The Hong Kong offering documents of the Recognised Dutch Funds should be prepared in both English and Chinese.

	Question	Answer
		<p>Applicants should submit the English version of the fund's Hong Kong offering documents at the time of application.</p> <p>The Chinese version of such offering documents should be submitted together with the Chinese translation confirmation(s) regarding the truth and accuracy of the Chinese translation (in prescribed form as set out in the Information Checklist for Application for Authorization of Recognised Dutch Funds under the Mutual Recognition of Funds Arrangement and the Revamped Process http://www.sfc.hk/web/EN/forms/products/forms.html) prior to the authorization becoming effective.</p> <p>The Chinese translation should take into account market practices and customary use of Chinese language in Hong Kong.</p>
6.	<p>If the constitutive documents and financial statements of Recognised Dutch Funds are prepared in Dutch, are these documents required to be translated into English and Chinese when a Recognised Dutch Fund seeks SFC authorization?</p>	<p>The constitutive documents and financial reports of a Recognised Dutch Fund shall be made available to Hong Kong investors in either English or Chinese. The language in which these documents are made available to Hong Kong investors should be clearly disclosed in the Hong Kong offering documents.</p>
7.	<p>How should Recognised Dutch Funds prepare the product key facts statement (KFS)?</p>	<p>For the preparation of KFS, a Recognised Dutch Fund should refer to the respective KFS illustrative templates for General Funds or unlisted class of Active ETFs, and Index Funds or unlisted class of Passive ETFs (http://www.sfc.hk/web/EN/regulatory-functions/products/product-authorization/products-key-facts-statements.html) for necessary guidance.</p> <p>In particular, the following statement is expected to be included in the KFS in an upfront and prominent manner:</p> <p>“This is a Dutch fund authorized for public offering in Hong Kong pursuant to the Mutual Recognition of Funds between the Netherlands and Hong Kong arrangement.”</p>

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8.	<p>Will the Guide on Practices and Procedures for Application for Authorization of Unit Trusts and Mutual Funds (the Guide), as revised/updated from time to time, apply to Recognised Dutch Funds seeking SFC's authorization?</p>	<p>The Guide (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) contains detailed guidance to facilitate applicants' preparation of their applications seeking SFC's authorization of unit trusts and mutual funds and compliance with the requirements under the SFC Handbook, the UT Code and other applicable regulatory requirements as may be issued by the SFC from time to time.</p> <p>Applicants should refer to the Guide for necessary information and reference and must exercise professional judgment at all times to ensure compliance with the applicable regulatory requirements as set out in the Guide.</p> <p>Applicants are encouraged to contact the relevant case team in the Investment Products Division if they have any questions.</p>
9.	<p>How should Recognised Hong Kong Funds that would like to seek AFM's authorization submit their applications?</p>	<p>Before starting an application with the AFM, applicant should consult the SFC for the issuance of an eligibility certificate pursuant to paragraph 41 of the AFM Circular. The SFC will notify the applicant upon the issuance of such certificate to the AFM.</p>

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