

Application Form for Scheme Change(s) in respect of Pooled Retirement Funds

Application for Approval of Change(s) to an Authorized Scheme pursuant to 10.1 of the Code on Pooled Retirement Funds (PRF Code)

This Application Form should be used by applicant in support of any application submitted to the Securities and Futures Commission (the “Commission” or the “SFC”) on or after 1 December 2021 for approval of change(s) to an authorized scheme pursuant to 10.1 of the PRF Code that require SFC’s prior approval. The Product Provider should note that any representation in, or referred to in, this application, and any representation made from time to time in support of this application which is false or misleading in a material particular, the provision of any information to the Commission which is false or misleading in a material particular and the provision of any record or document which is false or misleading in a material particular constitute an offence under either section 383(1), 384(1) and/or 384(3) of the SFO.

- The SFC reserves the right to return forthwith, without processing, an incomplete or non-compliant application to the extent this Application Form and/or the accompanying documents are not properly or fully completed, and/or where negative responses in this Application Form are not properly explained, and/or such application is accompanied by documents that do not meet the applicable requirements, not in good order or otherwise not suitable for clearance. The SFC reserves the right to request the applicant to submit more information and/or documents and/or updated and duly completed and properly executed form(s), confirmation(s) or undertaking(s) before approval of the relevant change(s).
- If you are also applying for authorization of the revised offering document(s), please also complete the “Application Form for Revised Offering Documents that Incorporate Changes Falling within 10.1 of the PRF Code that Require SFC’s Prior Approval”. If there are changes which do not fall within 10.1 of the PRF Code in the notice, please also complete the “Filing Form for Notice of Scheme Change(s) falling within 10.1B of the PRF Code and Do Not Require SFC’s Prior Approval”.
- The Product Provider is reminded to tick ALL boxes that are applicable in this Application 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 Product Provider] (please delete if the Product Provider is making the application directly)) hereby apply to the Commission for the application for approval of change(s) to the scheme(s) referred in paragraph 2 below pursuant to 10.1 of the PRF Code.

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

(a) Name of the PRF scheme

(b) Name and type¹ of the investment portfolio(s)

1. _____

2. _____

3. _____

4. _____

5. _____

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

3. We confirm that the change(s) is/are subject to the Commission's prior approval pursuant to 10.1 of the PRF Code. Nature of the change(s) (the "Proposed 10.1 Change(s)") is set out below:-

- (i) Change of constitutive document(s) (other than changes that have been certified by the trustee/insurance company as provided under 10.2 of the PRF Code or changes which do not require prior approval from the SFC)

(please enclose a copy of the revised constitutive document(s) marked up against the latest version filed with the SFC for reference and proper annotations against Appendix B to the PRF Code)

Note: Please tick the box immediately below this Note, where applicable.

- The reason(s) for the change of constitutive document(s) is/are not attributable to any of item(s) (ii) to (vi) below

¹ Please indicate the type of investment portfolio pursuant to 8.10 of the PRF Code, i.e. fund investing in SFC-authorized fund(s), cash management portfolio, guaranteed fund or direct investment fund.

- (ii) Change of one or more of the following parties (or their regulatory status):
 - Product Provider (please also respond to paragraph 4)
 - trustee (please also respond to paragraph 5)
 - insurance company (please also respond to paragraph 6)
 - management company or investment delegate (please also respond to paragraph 7)
 - Hong Kong representative
 - (iii) Material changes in investment objectives, policies and restrictions of the scheme
 - (iv) Introduction of new fees and charges, or increase in fees and charges payable out of the property of the scheme or by the scheme participants (other than an increase within the permitted maximum level as disclosed in the offering document)
 - (v) Material changes in dealing arrangements, pricing arrangements or distribution policy of the scheme
 - (vi) Other changes that may have a material adverse impact on rights or interests of scheme participants (*including changes that may limit the ability of scheme participants in exercising their rights*)
4. The new Product Provider is:
- currently acting as Product Provider of SFC-authorized PRF(s) or investment portfolio(s)
 - not currently acting as Product Provider of SFC-authorized PRF(s) or investment portfolio(s)
5. The new trustee is:
- currently acting as trustee for SFC-authorized funds
 - not currently acting as trustee for SFC-authorized funds
6. The new insurance company is:
- currently acting as insurance company for SFC-authorized PRF(s) or investment portfolio(s)
 - not currently acting as insurance company of SFC-authorized PRF(s) or investment portfolio(s)

7. The new management company or investment delegate is:

- currently managing SFC-authorized funds
- not currently managing SFC-authorized funds
- subject to the on-going supervision of an acceptable inspection regime
- not subject to the on-going supervision of an acceptable inspection regime

8. Brief description of the Proposed 10.1 Change(s).

9. Reason(s) for the Proposed 10.1 Change(s).

10. Effective date of the Proposed 10.1 Change(s).

11. Proposed notice period to be served to scheme participants regarding the Proposed 10.1 Change(s).

- There is no notice period requirement in the constitutive document(s) and/or offering document(s) in respect of the Proposed 10.1 Change(s); or
- The proposed notice period set out above does not contravene the notice period requirement(s) as set out in the constitutive document(s) and/or offering document(s) in respect of the Proposed 10.1 Change(s).

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

Name of lawyer-in-charge: _____

Position: _____

Telephone number: _____

Email: _____

Address: _____

13. We confirm that, in respect of the Proposed 10.1 Change(s):-

- (a) the notice to scheme participants contains the key information of the change(s);

- (b) the change(s) is/are the only change(s) which require(s) SFC's approval pursuant to 10.1 of the PRF Code;
- (c) the change(s) has/have been notified to the trustee/insurance company and the trustee/insurance company does not have any objection thereto;
- (d) the change(s) is/are in the process of obtaining approval from the Mandatory Provident Fund Schemes Authority (the "MPFA");
 the change(s) has/have been approved by the MPFA; or
 the change(s) does/do not require approval by the MPFA;
- (e) the change(s) has/have been notified to the MPFA, who does not have any objection thereto; or
 the change(s) does/do not require to be notified to the MPFA;
- (f) the change(s) require(s) prior approval of the scheme participants pursuant to the constitutive document(s) of the scheme(s) and we have obtained such prior approval; or
 the change(s) does/do not require prior approval of the scheme participants pursuant to the constitutive document(s) of the scheme(s);
- (g) the change(s) does/do not have a material adverse impact on the rights or interests of the scheme participants; or
 the change(s) may have a material adverse impact on the rights or interests of the scheme participants;

Note: If you have ticked the second box under (g) above, please state clearly which of the Proposed 10.1 Change(s) may have a material adverse impact on the rights or interests of scheme participants, how / in what ways it may have a material adverse impact on the rights or interests of scheme participants, as well as why the Product Provider still wishes to proceed with such change(s).

- (h) the change(s) is/are in compliance with the applicable provisions of the PRF Code; and
- (i) the change(s) contain(s) nothing that would in any way contradict or result in any breach of the applicable provisions of the PRF Code.

14. We have submitted the duly completed and properly executed confirmation(s)² applicable to this application together with this Application Form.
15. We confirm that unless otherwise specifically allowed for in this Application Form, no deletion, addition or amendment has been made to the standard template of the current prescribed Application Form as published on the SFC website.

Yours faithfully,

Name:
Position:
Duly authorized³
For and on behalf of
[Applicant's name]
Date: _____

² Where applicable, relevant parties should use the standardised templates for confirmations as set out in the "[Compliance Checklist for Application of Pooled Retirement Funds](#)".

³ The signatory is expected to be a senior-ranking executive of the Product Provider (or an appropriate person designated by the senior-ranking executive of the Product Provider) with overall responsibility for the application.