

Information Checklist for Application for Authorization of Dutch Funds under the Mutual Recognition of Funds Arrangement and the Revamped Process

This Information Checklist should be used with effect from 22 December 2023 in support of any application for authorization of a Dutch fund and its Hong Kong offering document(s).

A. Introduction

An applicant seeking authorization of a UCITS fund¹ domiciled in the Netherlands which is formally authorized by the Autoriteit Financiële Markten (“AFM”) for public offering in the Netherlands in accordance with paragraph 2.2.7.1a (article 2:69b and onwards) of the Dutch Act on Financial Supervision (*Wet op het financieel toezicht*) (as amended) and its Hong Kong offering document(s) under the Mutual Recognition of Funds between the Netherlands and Hong Kong (“MRF”) arrangement and pursuant to sections 104 and 105, respectively, of the Securities and Futures Ordinance (“SFO”) must complete this Information Checklist and submit it to the Investment Products Division of the Securities and Futures Commission (“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 form², 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 Dutch fund.

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 Dutch fund(s)

: As stated under 3(a)(i) of the application form²

¹ A UCITS fund means an undertaking for collective investment in transferable securities authorized in accordance with Article 5 of Directive 2009/65/EC of the European Parliament and of the Council of 13 July 2009 on the coordination of laws, regulations and administrative provisions relating to undertakings for collective investment in transferable securities.

² 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. References to the scheme(s) in the application form refer to the Dutch fund(s) under application in this Information Checklist.

B. Basic information relating to the Dutch fund(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 "Dutch fund") :

_____ (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 Dutch fund a sub-fund under an existing umbrella fund authorized by the SFC?
 Yes No
- 2) Is the Dutch fund 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 depository of the Dutch fund currently acting as the trustee/custodian/depository of other existing SFC-authorized fund(s)?
 Yes No
- 4) Please tick if the Dutch fund does not have any investment delegate(s) and proceed to Q5. Otherwise, please answer the following question:
 - Is/Are the investment delegate(s) currently managing other existing SFC-authorized fund(s)?
 Yes No
- 5) Please indicate the fund type of the Dutch fund by ticking one of the following boxes:

<input type="checkbox"/> General equity fund	<input type="checkbox"/> General mixed fund
<input type="checkbox"/> General bond fund	<input type="checkbox"/> Unlisted index fund
- 6) Please tick if the Dutch fund is not an unlisted index fund and proceed to Q7. Otherwise, please answer the following questions:
 - a) Is the Dutch fund using physical replication?
 Yes
 No
 - b) Please tick if the unlisted index fund is tracking an index which is currently adopted by other existing SFC-authorized unlisted index fund(s). Otherwise, please answer the following question:

 Is the Dutch fund tracking a plain vanilla index³? Yes No
- 7) Please indicate the use of financial derivatives instruments ("derivatives") / investment in derivatives of the Dutch fund by ticking one of the following boxes:

³ 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.



the net derivative exposure⁴ of the Dutch fund is not more than 50% of the fund's net asset value.

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8) Please tick if the Dutch fund may not invest in debt instruments with loss-absorption features ("LAP")⁵. Otherwise, please answer the following question:

- Will the Dutch fund invest more than 50% of its net asset value in LAP?

Yes, as last consulted with the SFC on (please specify the date)

No

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

⁴ The term "net derivative exposure" shall have the meaning as defined in 7.26 of the UT Code.

⁵ Please refer to the section headed "Investments in debt instruments with loss-absorption features" of the Guide on Practices and Procedures for Application for Authorization of Unit Trusts and Mutual Funds regarding the disclosure and other requirements on schemes investing in LAP.



C. Confirmation from the applicant

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

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

Eligibility under the MRF arrangement

- a) the Dutch fund(s) is/are established, domiciled and managed in accordance with Dutch laws and regulations and its/their constitutive documents; and
- b) the Dutch fund(s) is/are UCITS which is/are approved by the AFM for public offering in the Netherlands under paragraph 2.2.7.1a (article 2:69b and onwards) in accordance with the Dutch Act on Financial Supervision (*Wet op het financieel toezicht*); and
- c) the Dutch fund(s) falls/fall within one or more than one of the eligible funds types under the MRF arrangement; and
- d) the Dutch fund(s) does/do not use leverage (arising from derivatives) exceeding 100% of the fund's net asset value as calculated under the commitment approach or as calculated under a calculation method deemed equivalent by both the AFM and the SFC as provided under article 42 of Directive 2010/43/EU⁶; and
- e) the Dutch fund(s) does/do not invest in (i) physical commodities including precious metals or commodity based investments or real estate, (ii) crypto-assets or crypto-currencies or (iii) certificates representing the assets referred to under (i) or (ii); and
- f) the Dutch fund(s) does/do not have share classes with hedging arrangements other than currency hedging; and
- g) should the Dutch Fund(s) charge a performance fee, the fee is clearly disclosed in the offering documents; and

Management company and investment delegates

- h) the management company⁷ has fulfilled and will at all times fulfil the requirements under paragraphs 7 to 9 of Annex B to the SFC Circular on "Mutual Recognition of Funds (MRF) between the Netherlands and Hong Kong" dated 15 May 2019 ("Circular") as amended from time to time and the related guidance as may be issued by the SFC from time to time; and
- i) (*please tick if applicable*) the details of the regulatory or enforcement action(s)/proceeding(s) by the AFM concerning the management company in the past three years or since the date of establishment if it has been established for less than three years that we wish to bring to the SFC's attention are set out below; and none of these action(s)/proceeding(s) will materially affect its financial condition, status as a licensed or regulated entity, or ability to perform its licensed or regulated activities and the justification is also set out below; and

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

⁶ European Commission Directive 2010/43/EU of 1 July 2010 implementing Directive 2009/65/EC of the European Parliament and of the Council as regards organisational requirements, conflicts of interest, conduct of business, risk management and content of the agreement between a depositary and a management company.

⁷ For self-managed scheme, references to the management company are deemed to be references to the investment manager of the scheme.

- j) (please tick if applicable) the investment management functions are delegated to the following investment delegate(s) who is/are subject to supervision in an overseas jurisdiction with an inspection regime under the list of acceptable inspection regime (“AIR”) published on the SFC’s website; and

Name(s) of AIR delegate(s)	Name(s) of relevant Dutch fund(s) under application

(For the avoidance of doubt, please list out all the investment delegate(s) (including sub-delegate(s)) of the management company⁷. Please use separate sheet(s), if necessary)

- k) (applicable only to new management company) (please tick one of the following boxes)
- there is no restriction attached to the management company’s licence;
- the details of the restriction(s) attached to the management company’s licence are attached in separate sheet(s); and

- l) (applicable only to new investment delegate(s))
the following investment delegate(s) is/are *not* currently managing other existing SFC-authorized fund(s); and

Name(s) of new investment delegate(s)	Home regulator(s) of the new investment delegate(s)

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

Depository

- m) the depository qualifies to act as depository for Dutch-domiciled UCITS schemes pursuant to Dutch laws and regulations; and
- n) (please tick one of the following):
- the depository of the Dutch fund(s) is currently acting as trustee/custodian/depository of other existing SFC-authorized fund(s);
- the depository of the Dutch fund(s) is not currently acting as trustee/custodian/depository of other existing SFC-authorized fund(s); and the information relating to the trustee/custodian/depository is set out below; and

Name of depository	
Registered/business address	
Name of primary supervisory authority	

Hong Kong representative

- o) we [(please delete as appropriate) have appointed / will appoint] the following entity as the Hong Kong representative of the Dutch fund(s) and the requirements set out in Chapter 9 of the Code on Unit Trusts and Mutual Funds (“UT Code”) 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 Dutch fund(s) (if granted by the SFC) becomes effective]; and

Name of Hong Kong representative	
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- p) we have submitted the required undertaking from the [(*please delete as appropriate*) appointed / proposed] Hong Kong representative as set out in Annex A; and

Compliance with Guidance on Internal Product Approval Process

- q) 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 Dutch fund(s) under this application; and

Waivers / Special Requirements / Conditions granted by AFM

- r) (*please tick one of the following*):
- there are no waivers granted or special requirements and/or conditions imposed on the Dutch fund(s) by the AFM;
 - there is/are waiver(s) granted or special requirement(s) and/or condition(s) imposed on the Dutch fund(s) by the AFM; and the details are set out below; and

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

Material breach/investigation/disciplinary matters

- s) (*please tick one of the following*):
- there is no material breach of the Dutch laws and regulations and/or its/their constitutive documents by the Dutch fund(s);
 - there is/are material breach(es) of the Dutch laws and regulations and/or its/their constitutive documents by the Dutch fund(s); and the details are set out below; and

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

- t) (*please tick one of the following*):
- there is no current or pending investigation/disciplinary matter(s) against the Dutch fund(s);
 - there is current or pending investigation/disciplinary matter(s) against the Dutch fund(s); and the details are set out below; and

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

Compliance with the Circular and the related guidance

- u) all documents required to be submitted to the SFC for the purposes of application for authorization of the Dutch fund(s) have been submitted and are in compliance with the Circular as amended from time to time and the related guidance as may be issued by the SFC from time to time; and



- v) all requirements in the Circular as amended from time to time and the related guidance as may be issued by the SFC from time to time applicable to this application and the Dutch fund(s) under this application have been and will be complied with in respect of the Dutch fund(s) under this application; and
- w) the Dutch fund(s) adopt(s) a forward pricing method; and

Hong Kong offering document(s)⁸

- x) the product key facts statement(s) (“KFS”) of the Dutch fund(s) is/are consistent with the Hong Kong offering document(s) of the Dutch fund(s); and
- y) the Hong Kong offering document(s) of the Dutch fund(s) is/are consistent with the latest offering document(s) which is/are made available to Dutch investors; and such latest offering document(s) has/have obtained the necessary approval from/completed the required notification to/filing with the AFM; and

Constitutive documents⁹

- z) the constitutive documents of the Dutch fund(s) have complied with all applicable Dutch laws and regulations, the AFM’s requirements and the requirements in the Circular as amended from time to time and the related guidance as may be issued by the SFC from time to time and such constitutive documents are the latest version that have been submitted to/filed with the AFM; and

Tax-related

- aa) competent tax advice and opinion on the US Foreign Account Tax Compliance Act (“FATCA”) status of the Dutch fund(s) has/have been received; and
- bb) there is no indemnification relating to FATCA imposed on the unitholders of the Dutch fund(s); and
- cc) all tax related disclosure in the KFS and Hong Kong Covering Document(s) of the Dutch fund(s), including FATCA related disclosures, are true and accurate and have been cleared by professional tax advisors; and if the tax related disclosure(s) is/are subsequently amended, such amendment(s) will be cleared by professional tax advisors before the authorization of the Dutch fund(s) (if granted by the SFC) become(s) effective; and

Approved person for the Dutch fund(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]

dd) (please tick one of the following):

(please insert the name of the approved person) _____

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

the nomination of the approved person of the Dutch fund(s) has been set out in the application form²; and

Amended

Amended

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’s website.

⁸ References to Hong Kong offering document(s) in this Information Checklist refer to offering document(s) of the Dutch fund(s) seeking SFC authorization under the MRF arrangement and pursuant to section 105 of the SFO, which generally consist(s) of (i) the latest offering document(s) of the Dutch fund(s) which is/are made available to Dutch investors and has/have registered/completed the required notification to/filing with the AFM; (ii) a Hong Kong covering document complementing the Dutch offering document(s) (“Hong Kong Covering Document(s)”); and (iii) the KFS.

⁹ “Constitutive documents” means the principal documents governing the formation of a Dutch fund, and includes the articles of incorporation (also known as instruments of incorporation, articles of association or statutes) in the case of an investment company with variable capital; the management regulations (also known as fund rules) in the case of a common fund (fonds commun de placement – FCP).



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:

Applicant : *(For self-managed Dutch fund(s) only)*
The board of directors of the Dutch fund(s)
 (For Dutch fund(s) which is/are not self-managed Dutch fund(s))
(Please insert below the name of the management company of the Dutch fund(s))

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

(Insert name of at least one executive director¹⁰ (or above) of the Dutch fund(s))

: *(For Dutch fund(s) which is/are not self-managed Dutch fund(s))*

(Insert name of at least one executive director¹⁰ (or above) of the management company of the Dutch fund(s))

Signature :

Title / Position :

Date (date / month / year) :

¹⁰ 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 soft copies of the following documents in text-searchable format.

I. Mandatory documents

- 1) Duly completed and properly executed application form²
- 2) Application fee¹¹ (*in the form of cheque payable to the “Securities and Futures Commission”, or other means of payment acceptable to the SFC, for the correct amount of total application fee*)
(Note: The SFC will take up new fund applications if they are in good order and the application fee is the only outstanding matter)
- 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) English version of the latest offering document(s) of the Dutch fund(s)¹²
- 5) Advanced draft of the English Hong Kong Covering Document(s) of the Dutch fund(s)
- 6) Advanced draft of the English KFS of the Dutch fund(s)
- 7) Constitutive documents¹³ of the Dutch fund(s)
- 8) Latest audited financial report (if any) and if more recent, the latest unaudited financial report of the Dutch fund(s)¹⁴
- 9) Duly completed and properly executed undertaking from the Hong Kong Representative (see Annex A)
- 10) For Dutch fund(s) with approved person previously approved by the SFC, a copy of the letter of approval on the approved person previously issued by the SFC
- 11) Duly and properly completed information sheet on the use of derivatives / investment in derivatives of the Dutch fund(s) (see Annex D)
- 12) Duly completed and properly executed letters from the management company or the board of directors of the Dutch fund(s) and the approved person regarding non-fulfilment of authorization condition(s) (see Annex E)
- 13) Duly completed and properly executed Chinese translation confirmation¹⁵ (see Annex F)

Amended

II. Additional documents (to the extent applicable)

- 14) For Dutch fund(s) constituted in corporate form
Application for one-off authorization of advertisements of the Dutch fund(s) (see Annex C)

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

¹¹ Please refer to the latest fee schedule posted on the SFC website.

¹² The latest offering document(s) of the Dutch fund(s) refer(s) to the latest offering document(s) which is/are currently made available to Dutch investors and has/have registered/completed the required notification to/filing with the AFM.

¹³ “Constitutive documents” means the principal documents governing the formation of a Dutch fund, and includes the articles of incorporation (also known as instruments of incorporation, articles of association or statutes) in the case of an investment company with variable capital; the management regulations (also known as fund rules) in the case of a common fund (fonds commun de placement – FCP). The constitutive documents should be submitted and made available to Hong Kong investors in either Chinese or English. The constitutive documents should be the latest version that have been submitted to/ filed with the AFM.

¹⁴ The financial report(s) should be submitted and made available to Hong Kong investors in either Chinese or English.

¹⁵ The Chinese translation confirmation(s) is/are not required to be submitted upon the application. However, the Chinese translation confirmation(s) (together with the Hong Kong offering document(s) of the Dutch fund(s) in Chinese and English with proper annotations against Annex H of this Information Checklist for the English version) must be executed and submitted before the authorization (if granted by the SFC) becomes effective.

15) For unlisted index Dutch fund(s) with new index not currently adopted by other existing SFC-authorized index fund(s)

Submission to demonstrate compliance with 8.6(e) of the UT Code on the index acceptability (please use separate sheet(s))

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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 unlisted index fund(s) with net derivative exposure⁴ more than 50%

- (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 unlisted index fund(s) managed by the management company.
- (ii) *(applicable only to Dutch fund(s) which is/are linked to one or more indices)*
 - a) For new index not currently adopted by other existing SFC-authorized index fund(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 Dutch 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 Dutch 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 Dutch fund which is a mutual fund company
Evidence that the majority of the board of directors of the Dutch fund 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

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



ANNEX A: Undertaking from Hong Kong Representative

Name of Dutch fund(s) under application:

a) Name (for 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 Dutch fund(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 Dutch fund(s) (if granted by the SFC) becomes effective; and
- (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 Dutch fund(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 B: Deleted



ANNEX C: Application for one-off authorization of the advertisements of the Dutch fund

The Dutch fund(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 Dutch fund(s) under application, write to apply for an one-off authorization of the issue of advertisements of the Dutch fund(s) under application from time to time pursuant to section 105(1) of the Securities and Futures Ordinance (“SFO”).

I/We confirm that:

- (a) the Dutch fund(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 Dutch fund(s) for the purpose of section 105(2)(a) of the SFO;
- (c) the advertisements of the Dutch fund(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 Dutch fund(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 Dutch fund(s)] : _____

Name of authorized signatory : _____

Signature : _____

Title / Position : _____

Date (date / month/ year) : _____



ANNEX D: Information on use of derivatives / investment in derivatives of the Dutch fund(s)

Please fill in this sheet for each Dutch 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) _____

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

We, in respect of the Dutch fund(s) under application mentioned above, hereby confirm, represent and undertake that:

1. (please tick if the Dutch fund(s) will not use derivatives for any purposes) the Dutch fund(s) will not use derivatives for any purposes;
2. (please tick if the Dutch fund(s) may use derivatives for hedging and/or investment purposes (i.e. non-hedging purposes))
 - (i) the net derivative exposure⁴ of the Dutch fund(s) calculated in accordance with the Derivative Guide¹⁶ (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 Dutch fund(s) may use derivatives under the following circumstance(s) (please tick all the applicable boxes) and the net derivative exposure⁴ stated in (2)(i) above and disclosed in the KFS has been calculated excluding these usage in accordance with the Derivative Guide¹⁶:
 - Netting, hedging or risk mitigation
 - Cash flow management
 - Market access or exposure replication (without incremental leverage at portfolio level of the Dutch fund(s))
 - Investment in conventional convertible bonds
 - (iii) (please tick if the Dutch fund(s) will use derivatives not referenced to the same underlying assets for hedging or risk mitigation purposes) the use of derivatives by the Dutch fund(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 Guide¹⁶;
3. the Dutch fund(s) [is/are][is/are not] (please delete where appropriate) derivative fund(s):
4. all requirements and conditions set out in the Derivative Guide¹⁶, as amended from time to time, have been and will be complied with by the Dutch fund(s); and

¹⁶ 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.



5. 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 (3) of Part 1 of this Annex D in connection with the use of derivatives by the Dutch fund(s).

Part 2 (Applicable only to Dutch fund(s) with net derivative exposure⁴ of more than 50% of its NAV as disclosed in the KFS)

1. We hereby confirm and undertake that, in respect of this application,
 - a) the management company⁷ and the investment delegate(s) (if applicable) has/have put in place suitable and adequate risk management and control systems which are commensurate with the risk profile of the Dutch fund(s) to monitor, measure, and manage all the relevant risks in relation to the Dutch fund(s); and
 - b) the home regulator of the management company⁷ has either approved the risk management policy (“RMP”) or has no comments on the RMP as duly filed.

2. Please fill in the information below.

Information as of _____ : _____ (Insert reference date¹⁷)

Asset Class	Derivatives used	Notional Exposure (Maximum Level)	Netting / Hedging	Other Adjustments (e.g. Delta)	Net Derivative Exposure ^{Error! Bookmark not defined.} (Maximum Level)
	Total				

Part 3 - 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 Dutch fund(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 Dutch fund(s) for any particular investor or class of investors.

¹⁷ 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 exposure arising from the use of derivatives by the Dutch fund under application and should be complete and not misleading.

Illustrative Example: ABC Fund

Asset Class	Derivatives used	Notional Exposure (Maximum Level)	Netting / Hedging	Other Adjustments (e.g. Delta)	Net Derivative Exposure (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%
	Total	500%			200%



Signed for and on behalf of:

- (For self-managed Dutch fund(s) only)*
The board of directors of the Dutch fund(s)

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

Name of authorized signatory : _____
Signature : _____
Title / Position : _____
Date (date / month / year) : _____



ANNEX E: Letters from the management company or the board of directors of the Dutch fund(s) and the 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 Dutch fund(s).)

Part A – Acknowledgement from the management company

To: Securities and Futures Commission (“SFC”)

Name (or such other name as may be approved by the SFC) of Dutch fund(s)¹⁸:
[insert name of all Dutch fund(s) under application]

(each a “Dutch Fund” and, collectively, “Dutch Funds”)

In connection with the application for authorization (“Authorization Application”) of the Dutch Fund(s) and the related Hong Kong offering document(s) (“Hong Kong 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, authorise the Dutch Fund(s) and the issue of the Hong Kong 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 Dutch Fund(s) and its/their Hong Kong 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 SFC¹⁹ within the Time Limit.

In this connection, we hereby authorise *[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.

¹⁸ 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 Dutch Funds under the Mutual Recognition of Funds Arrangement and the Revamped Process submitted to the SFC in respect of the application for seeking SFC’s authorization of the Dutch fund(s) and its/their Hong Kong offering document(s).

¹⁹ 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 G of this Information Checklist as may be updated by the SFC from time to time.



Signed for and on behalf of:

- (For self-managed Dutch fund(s) only)*
The board of directors of the Dutch fund(s)

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

Name of authorized signatory

:

Signature

:

Title / Position

:

Date (date / month / year)

:



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 Dutch fund(s)

To: Securities and Futures Commission (“SFC”)

Name (or such other name as may be approved by the SFC) of Dutch fund(s)²⁰:
[insert name of all Dutch fund(s) under application]

(each a “Dutch Fund” and, collectively, “Dutch Funds”)

I, [insert name], in my capacity as the approved person (upon approval by the SFC) (“Approved Person”) of the Dutch Fund(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 Dutch Fund(s) and its/their Hong Kong offering document(s) pursuant to section 106(2) of the SFO (“Withdrawal Application”) upon occurrence of the events set out below.

In respect to each Dutch Fund, 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 Dutch Fund 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 Dutch fund(s) : _____
Signature : _____
Title / Position : _____
Date (date / month/ year) : _____

²⁰ 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 Dutch Funds under the Mutual Recognition of Funds Arrangement and the Revamped Process submitted to the SFC in respect of the application for seeking SFC’s authorization of the Dutch fund(s) and its/their Hong Kong offering document(s).

ANNEX F: Chinese translation confirmation

Option 1: One Confirmation to be Issued

Name of Dutch fund(s) under application (“Dutch Fund”):

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))* (“Relevant Chinese Document(s)”) in respect of the Dutch Fund, to review and ensure the truth and accuracy of the Relevant Chinese Document(s);

I am 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 Dutch Fund, and have reviewed and ensured the truth and accuracy of the Relevant Chinese Document(s); and

(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 confirmation²¹ : _____

Name of authorized signatory : _____

Title / Position of authorized signatory : _____

Signature : _____

Date (date / month/ year) : _____

²¹ 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 Dutch fund(s) under application (“Dutch Fund”):

- 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)*) _____ (“Relevant Chinese Document(s)”) in respect of the Dutch Fund, to review and ensure the truth and accuracy of the Relevant Chinese Document(s) . .

Name of the party issuing confirmation²² : _____

Name of authorized signatory : _____

Title / Position of authorized signatory : _____

Signature : _____

Date (date / month / year) : _____

²² 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 Dutch fund(s) under application (“Dutch Fund”):

- 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))* _____
 (“Relevant Chinese Document(s)”) in respect of the Dutch Fund;
- (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 translator²³ : _____

Name of authorized signatory : _____

Position / Title of authorized signatory : _____

Signature : _____

Date (date / month / year) : _____

²³ 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 G: Confirmation of fulfilment of authorization conditions

Dated: _____ (Note*)

To: Securities and Futures Commission (“SFC”)

Name of the Dutch fund(s): _____ (“Dutch Fund(s)”)

We refer to the letter from the SFC dated _____ (*insert date*) granting authorization of the Dutch Fund(s) and its/their Hong Kong offering document(s) (“Authorization Letter”).

Confirmations/undertakings

We hereby confirm our agreement to all the conditions for the authorization of the Dutch Fund(s) as set out in the Authorization Letter (“Authorization Conditions”). We further confirm and undertake that the Authorization Conditions have been fulfilled and will be complied with in respect of the Dutch Fund(s).

(Please tick if applicable) In particular:

- (*Applicable only to Dutch fund(s) whose HKOD are subject to comments of the SFC*) We confirm that the finalised draft of the Hong Kong offering document(s) of the Dutch Fund(s) (“HKOD”) has/have properly addressed all the comments of the SFC on the HKOD as set out in the Authorization Letter.
- We confirm that the finalised draft of the HKOD is consistent with the latest offering document(s) which is/are currently made available to Dutch investors and has/have obtained the necessary approval from/completed the required notification to/filing with the Autoriteit Financiële Markten.
- We confirm that a Hong Kong representative which complies with 9.4 of the Code on Unit Trusts and Mutual Funds (the “UT Code”) has been duly appointed in respect of the Dutch Fund(s) in accordance with Chapter 9 of the UT Code.
- All other confirmations and/or undertakings that are required to be submitted in accordance with the Authorization Letter are set out below: (*use separate sheet(s) if necessary*)

Supporting documentation

We confirm that all the documents as required to be submitted pursuant to the Authorization Letter is enclosed and listed below:

- A cheque made payable to the “Securities and Futures Commission”, or other means of payment acceptable to the SFC, in the total sum of _____ (*insert amount*) in payment of the authorization fees and annual fees in respect of the Dutch Fund(s)
- Finalised draft of the English HKOD, with (i) changes (shown in mark-ups against previously submitted version) properly addressing all the comments of the SFC on the HKOD (if any) as set out in the Authorization Letter and (ii) annotations against Annex H to the Information Checklist for

* Please refer to “Chapter 7 – Documentation requirements following SFC authorization and prior to the authorization becoming effective” of the Guide on Practices and Procedures for Application for Authorization of Unit Trusts and Mutual Funds, including the timeframe within which the applicant is required to submit this confirmation to the SFC.



Application for Authorization of Dutch Funds under the Mutual Recognition of Funds Arrangement and the Revamped Process

- Chinese version of the HKOD and the executed Chinese translation confirmation(s)
- Copy of duly executed constitutive documents
- Please list out such other documents that are required to be submitted pursuant to the Authorization Letter: (use separate sheet(s) if necessary)*

Signed for and on behalf of:

- Applicant : *(For self-managed Dutch fund(s) only)*
The board of directors of the Dutch fund(s)
- (For Dutch fund(s) which is/are not self-managed Dutch fund(s))*
(Please insert below the name of the management company of the Dutch fund(s))

- Name of authorized signatory : *(For self-managed Dutch fund(s) only)*
- (Insert name of at least one executive director¹⁰ (or above) of the Dutch fund(s))*

- : *(For Dutch fund(s) which is/are not self-managed Dutch fund(s))*

(Insert name of at least one executive director¹⁰ (or above) of the management company of the Dutch fund(s))

Signature :

Title / Position :

Date (date / month / year) :

Annex H: Reference on annotations for the Hong Kong offering documents of Dutch funds

1. The Hong Kong offering documents (“HKOD”) of a Dutch fund as annotated are required to be submitted to the SFC before the authorization of the Dutch fund may become effective. This document aims to assist applicants of new fund applications in annotating the finalised English draft of the HKOD of a Dutch fund under application against the required disclosure requirements.
2. The management company is obliged to disclose any information which may be necessary for investors to make an informed judgment.

SFC Circular on “Mutual Recognition of Funds (MRF) between the Netherlands and Hong Kong” dated 15 May 2019 as amended from time to time

TABLE 1 – Basic disclosure requirements

Hong Kong offering documents
5.6 of Overarching Principles Section (“OPS”) of SFC Handbook for Unit Trusts and Mutual Funds, Investment-Linked Assurance Schemes and Unlisted Structured Investment Products (“SFC Handbook”)
Note (2) to 5.5(b) of the Code on Unit Trusts and Mutual Funds (“UT Code”)
6.16 of the UT Code
6.17 of the UT Code
8.9(j) of the UT Code
KFS
6.5 of the OPS of the SFC Handbook
6.6 of the OPS of the SFC Handbook
6.7 of the OPS of the SFC Handbook
6.8 of the OPS of the SFC Handbook
6.2A of the UT Code
Use of disclaimers
6.12 of the OPS of the SFC Handbook
Enquiries and complaints handling
7.4 of OPS of the SFC Handbook
Mention of SFC authorization
1.10 of OPS of the SFC Handbook
Other disclosure
Appendix C1 to the UT Code
Appendix C2 (except for provisions regarding securities financing transactions) to the UT Code
Appendix C2B to the UT Code
Appendix C2C to the UT Code
Appendix C3 to the UT Code
Appendix C4 to the UT Code
Appendix C5 to the UT Code
Appendix C6 to the UT Code

SFC Circular on “Mutual Recognition of Funds (MRF) between the Netherlands and Hong Kong” dated 15 May 2019 as amended from time to time
TABLE 1 – Basic disclosure requirements

Appendix C7 to the UT Code
Appendix C8 to the UT Code
Appendix C9 to the UT Code
Appendix C10 to the UT Code
Appendix C11 to the UT Code
Appendix C12 to the UT Code
Appendix C13 to the UT Code <i>(if applicable)</i>
Appendix C14 to the UT Code
Appendix C15 to the UT Code
Appendix C16 to the UT Code
Appendix C17 to the UT Code
Appendix C18 to the UT Code
Appendix C18A to the UT Code
Appendix C19 to the UT Code
Appendix C19A to the UT Code
Appendix C20 to the UT Code
Appendix C21 to the UT Code
Appendix C22 to the UT Code
Appendix C22A to the UT Code
Appendix C23 to the UT Code
Appendix C24 to the UT Code
Appendix C25 to the UT Code
Appendix C26 to the UT Code
Paragraph 31 of the Circular
Disclosure requirements in the relevant Frequently Asked Questions (FAQs) issued by the SFC from time to time, including, FAQs on the Code on Unit Trusts and Mutual Funds, FAQs on Post Authorization Compliance Issues of SFC-authorized Unit Trusts and Mutual Funds, FAQs on SFC Authorization of UCITS Funds and FAQs on Netherlands-Hong Kong Mutual Recognition of Funds.
Other information which may have a significant impact on the investors in Hong Kong

TABLE 2 – Additional disclosure requirements for specific type of Dutch funds
Applicable only to unlisted index funds

UT Code –8.6(j) and 8.8(h)(if the unlisted index fund's net derivatives exposure ⁴ exceeds 50% of its net asset value)
