

**3<sup>rd</sup> Supplementary Information Memorandum  
HONG LEONG WHOLESALE EQUITY FUND 2**

This 3<sup>rd</sup> Supplementary Information Memorandum is dated 19 December 2023.  
The Fund was constituted on 24 July 2020.

**MANAGER**

HONG LEONG ASSET MANAGEMENT BHD [199401033034 (318717-M)]

**TRUSTEE**

DEUTSCHE TRUSTEES MALAYSIA BERHAD [200701005591 (763590-H)]

**INVESTORS ARE ADVISED TO READ AND UNDERSTAND THE CONTENTS OF THIS  
3<sup>RD</sup> SUPPLEMENTARY INFORMATION MEMORANDUM.  
IF IN DOUBT, PLEASE CONSULT A PROFESSIONAL ADVISER.**

This 3<sup>rd</sup> Supplementary Information Memorandum is supplementary to and has to be read in conjunction with the Information Memorandum dated 28 September 2020, the 1<sup>st</sup> Supplementary Information Memorandum dated 31 December 2020 and the 2<sup>nd</sup> Supplementary Information Memorandum dated 27 October 2021.

## **RESPONSIBILITY STATEMENTS**

This 3<sup>rd</sup> Supplementary Information Memorandum has been reviewed and approved by the directors of Hong Leong Asset Management Bhd and they collectively and individually accept full responsibility for the accuracy of the information. Having made all reasonable enquiries, they confirm to the best of their knowledge and belief, that there are no false or misleading statements, or omission of other facts which would make any statement in this 3<sup>rd</sup> Supplementary Information Memorandum false or misleading.

## **STATEMENTS OF DISCLAIMER**

**The Securities Commission Malaysia has not authorised or recognised the Fund and a copy of the Information Memorandum dated 28 September 2020, the 1<sup>st</sup> Supplementary Information Memorandum dated 31 December 2020, the 2<sup>nd</sup> Supplementary Information Memorandum dated 27 October 2021 and this 3<sup>rd</sup> Supplementary Information Memorandum (collectively, "Information Memorandums") have not been registered with the Securities Commission Malaysia.**

**The lodgement of the Information Memorandums should not be taken to indicate that the Securities Commission Malaysia recommends the Fund or assumes responsibility for the correctness of any statement made, opinion expressed or report contained in the Information Memorandums.**

**The Securities Commission Malaysia is not liable for any non-disclosure on the part of Hong Leong Asset Management Bhd, the management company responsible for the Fund and takes no responsibility for the contents in the Information Memorandums. The Securities Commission Malaysia makes no representation on the accuracy or completeness of the Information Memorandums, and expressly disclaims any liability whatsoever arising from, or in reliance upon, the whole or any part of its contents.**

**INVESTORS SHOULD RELY ON THEIR OWN EVALUATION TO ASSESS THE MERITS AND RISKS OF THE INVESTMENT. IN CONSIDERING THE INVESTMENT, INVESTORS WHO ARE IN DOUBT ON THE ACTION TO BE TAKEN SHOULD CONSULT THEIR PROFESSIONAL ADVISERS IMMEDIATELY.**

## **ADDITIONAL STATEMENTS**

Sophisticated Investors should note that they may seek recourse under the *Capital Markets and Services Act 2007* for breaches of securities laws including any statement in this 3<sup>rd</sup> Supplementary Information Memorandum that is false, misleading, or from which there is a material omission; or for any misleading or deceptive act in relation to this 3<sup>rd</sup> Supplementary Information Memorandum or the conduct of any other person in relation to the Fund.

**This 3<sup>rd</sup> Supplementary Information Memorandum is supplementary to and has to be read in conjunction with the Information Memorandum dated 28 September 2020, the 1<sup>st</sup> Supplementary Information Memorandum dated 31 December 2020 and the 2<sup>nd</sup> Supplementary Information Memorandum dated 27 October 2021.**

## **GENERAL AMENDMENTS**

- (a) The reference to “Securities Commission” in the Information Memorandum dated 28 September 2020 has been amended to “SC”.
- (b) The reference to “medium-to long-term” in the Information Memorandum dated 28 September 2020 has been amended to “medium to long-term”.
- (c) The information in Section 6.5 “The Investment Committee” disclosed in page 31 of the Information Memorandum dated 28 September 2020 has been removed.

### **1. AMENDMENTS TO SECTION 1: Definitions**

The definitions of “Deed”, “Eligible Market”, “Securities Commission” and “Sophisticated Investor(s)” disclosed in pages 6, 8 and 9 of the Information Memorandum dated 28 September 2020 and pages 1 to 2 of the 2<sup>nd</sup> Supplementary Information Memorandum dated 27 October 2021 are hereby deleted in their entirety and substituted with the following:

**Deed** The deed in respect of the Hong Leong Wholesale Equity Fund 2 dated 24 July 2020 and the first supplemental deed dated 24 October 2023 entered into between the Manager and the Trustee for the Unit holders of the Fund, including any supplementary deeds thereto.

**Eligible Market** An exchange, government securities market or an OTC market:

- (a) that is regulated by a regulatory authority of that jurisdiction;
- (b) that is open to the public or to a substantial number of market participants; and
- (c) on which financial instruments are regularly traded.

**SC** The Securities Commission Malaysia.

**Sophisticated Investor(s)** Means any person who: (a) falls within any of the categories of investors set out in Part I, Schedules 6 and 7 of the CMSA; or (b) acquires unlisted capital market products where the consideration is not less than two hundred and fifty thousand ringgit or its equivalent in foreign currencies for each transaction whether such amount is paid for in cash or otherwise, or such other investor(s) as may be defined by the SC from time to time.

### **2. AMENDMENTS TO SECTION 2: CORPORATE DIRECTORY**

The information in relation to the corporate directory disclosed in page 11 of the Information Memorandum dated 28 September 2020 is hereby deleted in its entirety and substituted with the following:

**This 3<sup>rd</sup> Supplementary Information Memorandum is supplementary to and has to be read in conjunction with the Information Memorandum dated 28 September 2020, the 1<sup>st</sup> Supplementary Information Memorandum dated 31 December 2020 and the 2<sup>nd</sup> Supplementary Information Memorandum dated 27 October 2021.**

**MANAGER****HONG LEONG ASSET MANAGEMENT BHD [199401033034 (318717-M)]****Registered office:**

Level 30, Menara Hong Leong  
No 6, Jalan Damanlela  
Bukit Damansara  
50490 Kuala Lumpur  
Tel : +603-2080 9888  
Fax : +603-2080 9801

**Business address:**

Level 18, Block B, Plaza Zurich  
No. 12, Jalan Gelenggang  
Bukit Damansara  
50490 Kuala Lumpur  
Tel : +603-2081 8600  
Fax : +603-2081 8500  
Website : [www.hlam.com.my](http://www.hlam.com.my)  
E-mail : [inquiry@hla.hongleong.com.my](mailto:inquiry@hla.hongleong.com.my)

**TRUSTEE****DEUTSCHE TRUSTEES MALAYSIA BERHAD [200701005591 (763590-H)]****Registered address and Business address:**

Level 20, Menara IMC  
8 Jalan Sultan Ismail  
50250 Kuala Lumpur  
Tel : +603-2053 7522  
Fax : +603-2053 7526  
E-mail : [dtmb.rtm@db.com](mailto:dtmb.rtm@db.com)

**3. AMENDMENTS TO SECTION 3.4.2: Specific Risks**

The information in relation to the “Liquidity risk” disclosed in page 16 of the Information Memorandum dated 28 September 2020 is hereby deleted in its entirety and substituted with the following:

**• Liquidity risk**

Liquidity risk comprises two broad risk types: Market Liquidity Risk and Funding Liquidity Risk. Market Liquidity Risk is defined as the ease with which a security can be sold at or near its fair value depending on the trading volume of that security in the market. If the Fund holds a large portfolio of securities that are less liquid, these securities may have to be sold at unfavourable prices and/or withdraw deposits placed with financial institutions prior to maturity which would expose the Fund to a higher degree of market liquidity risk. As such, any premature withdrawal of deposits where interest income may be forfeited or forced sale of the Fund’s investment to meet any shortfall will have adverse impact on the Fund’s NAV per Unit and subsequently the value of Unit holders’ investments in the Fund.

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Funding Liquidity Risk is defined as the risk that the Fund will not be able to meet efficiently both the expected and unexpected current and future cash outflow. The risk primarily involves the Fund's inability to meet redemption requests without major distortion to the portfolio allocation.

To mitigate this risk, the Manager will employ prudent liquidity management such as cash flow and redemption monitoring to ensure that the Fund maintains reasonable levels of liquidity to meet any redemption request supplemented by a temporary defensive strategy should adverse conditions prevail. The Manager will apply Liquidity Risk Management tools inclusive of Liquidity Stress Test to assess the Fund's viability to meet expected and unexpected redemptions under adverse scenarios.

The Manager may, in consultation with the Trustee, suspend dealing in Units under exceptional circumstances where there is sufficient reason to do so having regard to the interests of the Unit holders in an effort to further curtail the liquidity risk experienced by the Fund. Exceptional circumstances can be considered where the market value or fair value of a material portion of the Fund's assets cannot be determined.

#### **4. AMENDMENTS TO SECTION 3.5: Risk Management Strategies**

The information in relation to the "Risk Management Strategies" disclosed in page 17 of the Information Memorandum dated 28 September 2020 is hereby deleted in its entirety and substituted with the following:

The risk management strategies undertaken by the Manager include but are not limited to the following:

- Adhering to the Fund's investment objective, investment strategies and investment limits and restrictions as stated in the Information Memorandum and/or Deed;
- Monitoring and evaluating the market and economic conditions;
- Practice prudent liquidity management to ensure that the Fund maintains reasonable levels of liquidity to meet any redemption request;  
*(Please refer to 'Liquidity risk' in section 3.4.2 of this Information Memorandum for more details)*
- Regular review of the Fund's performance; and
- Escalating and reporting investment matters to the Investment Committee.

#### **5. AMENDMENTS TO SECTION 4.2: Fees Indirectly Incurred on Sale and Redemption of Units**

The information in relation to the "Fees Indirectly Incurred on Sale and Redemption of Units" disclosed in pages 19 to 20 of the Information Memorandum dated 28 September 2020 and page 2 of the 1<sup>st</sup> Supplementary Information Memorandum dated 31 December 2020 is hereby deleted in its entirety and substituted with the following:

##### **4.2.1 Annual Management Fee<sup>^</sup>**

The annual management fee is up to 2.00% per annum of the Fund's NAV calculated and accrued on a daily basis before deducting the management fee and trustee fee for that day.

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**Example:**

Assuming the daily NAV of the Fund before deduction of management fee and trustee fee at the valuation point for one particular valuation day is RM90,000,000, then the management fee for that particular valuation day is calculated as below:-

$$\frac{\text{RM90,000,000} \times 2.00\%}{365 \text{ days}^*} = \text{RM4,931.51 (daily)}$$

Therefore, total management fee for the Fund for that particular valuation day  
= RM4,931.51

*\* Note: In the event of leap year, the annual management fee will be divided by 366 days.*

**4.2.2 Annual Trustee Fee<sup>^</sup>**

The annual trustee fee is calculated and accrued on a daily basis based on the NAV of the Fund at the rate of up to 0.035% per annum of the Fund's NAV, subject to a minimum of RM12,000 per annum (excluding foreign custodian fees and charges) and capped at RM500,000 per annum.

**Example:**

Assuming the daily NAV of the Fund before deduction of management fee and trustee fee at the valuation point for one particular valuation day is RM90,000,000, then the trustee fee for that particular valuation day is calculated as below:-

$$\frac{\text{RM90,000,000} \times 0.035\%}{365 \text{ days}^*} = \text{RM86.30 (daily)}$$

Therefore, total trustee fee for that particular valuation day  
= RM86.30

*\* Note: In the event of leap year, the annual trustee fee will be divided by 366 days.*

**4.2.3 Switching Fee<sup>^</sup>**

There is no switching fee imposed on switching-in or switching-out of the Fund.

**4.2.4 Transfer Fee<sup>^</sup>**

A transfer fee may be imposed on Unit holders who transfer, either fully or partially, the Units registered in their names to other person. However, the Manager has waived the transfer fee for the Fund.

**Note:**

<sup>^</sup> All fees and charges and/or sum set out in this Information Memorandum payable to the Manager/Trustee are subject to any applicable taxes and/or duties and at such rate as may be imposed

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*by the government from time to time. The Manager/Trustee (where applicable) shall have the right to charge and recover from the Fund any applicable taxes and/or duties now or hereafter imposed by law or required to be paid in connection with the products or services provided by the Manager/Trustee (where applicable).*

**There are fees and charges involved and Sophisticated Investors are advised to consider the fees and charges before investing in the Fund.**

#### **6. AMENDMENTS TO SECTION 4.4: Rebates and Soft Commissions**

The information in relation to the “Rebates and Soft Commissions” disclosed in page 20 of the Information Memorandum dated 28 September 2020 is hereby deleted in its entirety and substituted with the following:

The Manager, fund manager, Trustee or Trustee’s delegate will not retain any rebate from, or otherwise share in any commission with, any broker or dealer in consideration for directing dealings in the investments of the Fund. Accordingly, any rebate or shared commission will be directed to the account of the Fund.

Notwithstanding the aforesaid, the Manager or the fund manager may retain goods and services by way of soft commissions provided always that (i) the goods and services bring direct benefit or advantage to the management of the Fund and may include research and advisory related services, (ii) any dealing with the broker or dealer is executed on terms which are the most favourable for the Fund and (iii) the availability of soft commissions is not the sole or primary purpose to perform or arrange transactions with such broker or dealer, and the Manager or fund manager shall not enter into unnecessary trades in order to achieve a sufficient volume of transactions to qualify for soft commissions.

#### **7. AMENDMENTS TO SECTION 5.3: Fund Valuation and Publication of Prices**

The information in relation to the “Fund Valuation and Publication of Prices” disclosed in page 22 of the Information Memorandum 28 September 2020 and pages 2 to 3 of the 2<sup>nd</sup> Supplementary Information Memorandum dated 27 October 2021 is hereby deleted in its entirety and substituted with the following:

The NAV per Unit is quoted on a Forward Price basis and can be obtained from the Manager’s website at [www.hlam.com.my](http://www.hlam.com.my).

The valuation of the Fund is conducted on each Business Day at the close of Bursa Malaysia. However, for this Fund with investments in foreign markets, due to time zone differences in these markets, the valuation point can only be carried out after the close of all foreign markets but not later than 5.00 p.m. on the next Business Day in which the portfolio of the Fund is invested. Thus, the NAV per Unit of this Fund will not be published on the next Business Day but instead will be published on the next following Business Day (i.e. the prices will be two Business Days old).

The following table illustrates the process flow of obtaining prices for the Fund.

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Illustration	Event
<b>16 October 2023</b>	
During business hours	Unit holder purchases Units of the Fund.
4.00 p.m.	Cut-off time to report sales to the Manager.
5.00 p.m.	Cut-off time for the Manager to report daily sales to Trustee.
<b>17 October 2023</b>	
Before 5.00 p.m.	Valuation will be conducted when the closing prices of all the foreign markets that the Fund has invested in on 16 October 2023 is available.
Latest by 5.00 p.m.	The price will be ready for dissemination.
<b>17 October 2023</b>	
Latest by 8.00 p.m.	Prices will be published in the website i.e. <a href="http://www.hlam.com.my">www.hlam.com.my</a> .

If you would like to know the latest price of the Fund, please contact our Customer Experience personnel or you may refer to our website [www.hlam.com.my](http://www.hlam.com.my).

**Investors should note that the Manager does not accept responsibility for any errors on the part of the publisher on the prices published daily in various major newspapers (if any), or for any non-publication of prices by such publisher and shall incur no liability in respect of any action taken or loss suffered by Unit holders in reliance upon such publications.**

#### **8. AMENDMENTS TO SECTION 5.7(c): Payment of Redemption Proceeds**

The information in relation to the “Payment of Redemption Proceeds” disclosed in page 26 of the Information Memorandum dated 28 September 2020 is hereby deleted in its entirety and substituted with the following:

Redemption proceeds will be paid within seven (7) Business Days upon receipt of the duly completed redemption request by the Manager.

In circumstances where a longer time is required to pay the Unit holder due to illiquidity of investments, the Unit holder will be duly informed of the timeline for the said payment.

#### **9. AMENDMENTS TO SECTION 5.7(d): Suspension of Redemptions**

The information in relation to “Suspension of Redemptions” disclosed in pages 26 to 27 of the Information Memorandum dated 28 September 2020 is hereby deleted in its entirety and substituted with the following:

Under exceptional circumstances, having exhausted all other liquidity risk management tools\*, the Manager may in consultation with the Trustee and having considered the interest of the Unit holders, suspend the dealing in Units where there is good and sufficient reason to do so. Exceptional

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circumstances can be considered where the market value or fair value of a material portion of the Fund's asset cannot be determined. The Manager will cease the suspension as soon as practicable after the exceptional circumstances have ceased, and in any event, within twenty-one (21) days from the commencement of suspension.

During the suspension period, the redemption requests from the Unit holders will not be accepted and such redemption requests will only be processed on the next Business Day once the suspension is lifted.

The period of suspension may be extended if the Manager satisfies the Trustee that it is in the best interest of Unit holders for the dealing in Units to remain suspended, subject to a weekly review by the Trustee.

The Trustee may suspend the dealing in Units, if the Trustee, on its own accord, considers that exceptional circumstances have been triggered. In such a case the Trustee must immediately call for a Unit holders' meeting to decide on the next course of action.

*\* Please refer to section 3.4.2 – Specific Risks – Liquidity risk for further details on liquidity risk management tools.*

## **10. AMENDMENTS TO SECTION 6: THE MANAGEMENT COMPANY**

**The statement in bold** at the end of this section disclosed on page 32 of the Information Memorandum dated 28 September 2020 is hereby deleted in its entirety and substituted with the following:

<p style="text-align: center;"><b>FURTHER INFORMATION ON THE MANAGER AND FUND MANAGER IS PROVIDED IN THE MANAGER'S WEBSITE AT <a href="http://WWW.HLAM.COM.MY/FUND-HUB">WWW.HLAM.COM.MY/FUND-HUB</a>.</b></p>
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## **11. AMENDMENTS TO SECTION 7: THE TRUSTEE OF THE FUND**

The information in relation to the "The Trustee of the Fund" disclosed in pages 33 to 34 of the Information Memorandum dated 28 September 2020 is hereby deleted in its entirety and substituted with the following:

### **7.1 Profile of Deutsche Trustees Malaysia Berhad**

Deutsche Trustees Malaysia Berhad ("DTMB") [Registration No.: 200701005591 (763590-H)] was incorporated in Malaysia on 22 February 2007 and commenced business in May 2007. DTMB is registered as a trust company under the Trust Companies Act 1949, with its business address at Level 20, Menara IMC, 8 Jalan Sultan Ismail, 50250 Kuala Lumpur.

DTMB is a member of Deutsche Bank Group ("Deutsche Bank"). Deutsche Bank provides commercial and investment banking, retail banking, transaction banking and asset and wealth management products and services to corporations, governments, institutional investors, small and medium-sized businesses, and private individuals.

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## **7.2 Experience in trustee business**

DTMB is part of Deutsche Bank's Securities Services, which provides trust, custody and related services on a range of securities and financial structures. As at 31 October 2023, DTMB is the trustee for 229 collective investment schemes including unit trust funds, wholesale funds, exchange-traded funds and private retirement schemes.

DTMB's trustee services are supported by Deutsche Bank (Malaysia) Berhad ("DBMB"), a subsidiary of Deutsche Bank, financially and for various functions, including but not limited to financial control and internal audit.

## **7.3 Duties and Responsibilities of the Trustee**

DTMB's main functions are to act as trustee and custodian of the assets of the Fund and to safeguard the interests of Unit holders of the Fund. In performing these functions, the Trustee has to exercise due care and vigilance and is required to act in accordance with the relevant provisions of the Deed, the CMSA and all relevant laws.

## **7.4 Trustee's Disclosure on Material Litigation**

As at 31 October 2023, the Trustee is not (a) engaged in any material litigation and arbitration, including those pending or threatened, nor (b) aware of any facts likely to give rise to any proceedings which might materially affect the business/financial position of the Trustee.

## **7.5 Trustee's Delegate**

The Trustee has appointed DBMB as the custodian of the assets of the Fund. DBMB is a wholly-owned subsidiary of Deutsche Bank AG. DBMB offers its clients access to a growing domestic custody network that covers over 30 markets globally and a unique combination of local expertise backed by the resources of a global bank. In its capacity as the appointed custodian, DBMB's roles encompass safekeeping of the assets of the Fund; trade settlement management; corporate actions notification and processing; securities holding and cash flow reporting; and income collection and processing.

All investments of the Fund are registered in the name of the Trustee for the Fund, or where the custodial function is delegated, in the name of the custodian to the order of the Trustee for the Fund. As custodian, DBMB shall act only in accordance with instructions from the Trustee.

## **Disclosure on Related-Party Transactions/ Conflict of Interests**

As the trustee for the Fund and the Manager's delegate for the fund accounting and valuation services (where applicable), there may be related party transactions involving or in connection with the Fund in the following events:

- (1) Where the Fund invests in the products offered by Deutsche Bank AG and any of its group companies (e.g. money market placement, etc.);

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- (2) Where the Fund has obtained financing from Deutsche Bank AG and any of its group companies, as permitted under the SC's guidelines and other applicable laws;
- (3) Where the Manager appoints DTMB to perform its back office functions (e.g. fund accounting and valuation, where applicable); and
- (4) Where DTMB has delegated its custodian functions for the Fund to DBMB.

DTMB will rely on the Manager to ensure that any related party transactions, dealings, investments and appointments are on terms which are the best that are reasonably available for or to the Fund and are on an arm's length basis as if between independent parties.

While DTMB has internal policies intended to prevent or manage conflicts of interests, no assurance is given that their application will necessarily prevent or mitigate conflicts of interests. DTMB's commitment to act in the best interests of the Unit holders of the Fund does not preclude the possibility of related party transactions or conflicts.

## **12. AMENDMENTS TO SECTION 8.7: Termination of the Fund**

The information in relation to the "Termination of the Fund" disclosed in page 39 of the Information Memorandum dated 28 September 2020 is hereby deleted in its entirety and substituted with the following:

The Fund may be terminated or wound up upon the occurrence of any of the following events:

- (a) a Special Resolution is passed at a Unit holders' meeting to terminate or wind up the Fund, following occurrence of events stipulated under section 301(1) of the CMSA and the court has confirmed the resolution, as required under section 301(2) of the CMSA; and
- (b) a Special Resolution is passed at a Unit holders' meeting to terminate or wind up the Fund.

Notwithstanding the above and subject to the provisions of the relevant laws, the Manager may, without having to obtain the prior approval of the Unit holders, terminate the trust created and wind up the Fund if such termination:

- (a) is required by the relevant authorities; or
- (b) is in the best interests of Unit holders and the Manager in consultation with the Trustee deems it to be uneconomical for the Manager to continue managing the Fund.

Notwithstanding the aforesaid, if the Fund is left with no Unit holder, the Manager shall be entitled to terminate the Fund.

### **Upon the termination of the trust created, the Trustee shall:**

- (a) sell all the Fund's assets then remaining in its hands and pay out of the Fund any liabilities of the Fund; such sale and payment shall be carried out and completed in such manner and within such period as the Trustee considers to be in the best interests of the Unit holders; and

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(b) from time to time distribute to the Unit holders, in proportion to the number of Units held by them respectively:

- (1) the net cash proceeds available for the purpose of such distribution and derived from the sale of the Fund's assets less any payments for liabilities of the Fund; and
- (2) any available cash produce,

provided always that the Trustee shall not be bound, except in the case of final distribution, to distribute any of the moneys for the time being in his hands the amount of which is insufficient for payment to the Unit holders of Ringgit Malaysia Fifty (50) sen in respect of each Unit and provided also that the Trustee shall be entitled to retain out of any such moneys in his hands full provision for all costs, charges, taxes, expenses, claims and demands incurred, made or anticipated by the Trustee in connection with or arising out of the winding-up of the Fund and, out of the moneys so retained, to be indemnified against any such costs, charges, taxes, expenses, claims and demands; each of such distribution shall be made only against the production of such evidence as the Trustee may require of the title of the Unit holder relating to the Units in respect of which the distribution is made.

In the event of the trust created being terminated, the Trustee shall be at liberty to call upon the Manager to grant the Trustee, and the Manager shall so grant, a full and complete release from the Deed and the Manager shall indemnify the Trustee against any claims arising out of the Trustee's execution of the Deed provided always that such claims have not been caused by any failure on the part of the Trustee to exercise the degree of care and diligence required of a trustee as contemplated by the Deed and all relevant laws.

### **13. AMENDMENTS TO SECTION 9.3: DEED**

The information in relation to the "Deed" disclosed in page 41 of the Information Memorandum dated 28 September 2020 is hereby deleted in its entirety and substituted with the following:

The Fund is governed by the deed dated 24 July 2020 and the 1<sup>st</sup> supplemental deed dated 24 October 2023.

**This 3<sup>rd</sup> Supplementary Information Memorandum is supplementary to and has to be read in conjunction with the Information Memorandum dated 28 September 2020, the 1<sup>st</sup> Supplementary Information Memorandum dated 31 December 2020 and the 2<sup>nd</sup> Supplementary Information Memorandum dated 27 October 2021.**

#### **14. AMENDMENTS TO SECTION 11: DIRECTORY OF SALES OFFICES**

The information in relation to the “Directory of Sales Offices” disclosed in page 43 of the Information Memorandum dated 28 September 2020 is hereby deleted in its entirety and substituted with the following:

##### **HONG LEONG ASSET MANAGEMENT BHD**

###### **Head office**

Level 18, Block B, Plaza Zurich

No. 12 Jalan Gelenggang

Bukit Damansara

50490 Kuala Lumpur

Tel : +603-2081 8600

Fax : +603-2081 8500

Website : [www.hlam.com.my](http://www.hlam.com.my)

E-mail : [inquiry@hlam.hongleong.com.my](mailto:inquiry@hlam.hongleong.com.my)

Customer Experience Personnel : +603-2081 8600 ext 18603/18604

###### **Branch offices**

###### **Ipoh**

2<sup>nd</sup> Floor, Lot 3 Persiaran Greentown 4

Greentown Business Centre

30450 Ipoh

Perak

Tel : +605-255 8388

+605-255 9388

+605-253 4388

Fax : +605-255 8389

###### **Pulau Pinang**

No. 441-1-3

Pulau Tikus Plaza

Jalan Burmah

Pulau Tikus

10350 Pulau Pinang

Tel : +604-228 8112

+604-228 9112

Fax : +604-228 3112

###### **Authorised Distributors:**

For more information about our distributors, kindly contact our Customer Experience Personnel at +603-2081 8600 ext 18603/18604 between 9.00 a.m. to 6.00 p.m. on a Business Day. Alternatively, you can email us at [inquiry@hlam.hongleong.com.my](mailto:inquiry@hlam.hongleong.com.my).

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2<sup>nd</sup> Supplementary Information Memorandum  
HONG LEONG WHOLESALE EQUITY FUND 2

This 2<sup>nd</sup> Supplementary Information Memorandum is dated 27 October 2021  
The Fund was constituted on 24 July 2020.

MANAGER

HONG LEONG ASSET MANAGEMENT BHD [199401033034 (318717-M)]

TRUSTEE

DEUTSCHE TRUSTEES MALAYSIA BERHAD [200701005591 (763590-H)]

INVESTORS ARE ADVISED TO READ AND UNDERSTAND THE CONTENTS OF THIS  
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IF IN DOUBT, PLEASE CONSULT A PROFESSIONAL ADVISER.

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## RESPONSIBILITY STATEMENTS

This 2<sup>nd</sup> Supplementary Information Memorandum has been reviewed and approved by the directors of Hong Leong Asset Management Bhd and they collectively and individually accept full responsibility for the accuracy of all information. Having made all reasonable enquiries, they confirm to the best of their knowledge and belief, that there are no false or misleading statements, or omission of other facts which would make any statement in this 2<sup>nd</sup> Supplementary Information Memorandum false or misleading.

## STATEMENTS OF DISCLAIMER

A copy of this 2<sup>nd</sup> Supplementary Information Memorandum is lodged with the Securities Commission Malaysia. The Securities Commission Malaysia will not be liable for any non-disclosure on the part of Hong Leong Asset Management Bhd and takes no responsibility for the contents of this 2<sup>nd</sup> Supplementary Information Memorandum, makes no representation on the accuracy or completeness of this 2<sup>nd</sup> Supplementary Information Memorandum, and expressly disclaims any liability whatsoever arising from or in reliance upon the whole or any part of the contents of this 2<sup>nd</sup> Supplementary Information Memorandum.

INVESTORS SHOULD RELY ON THEIR OWN EVALUATION TO ASSESS THE MERITS AND RISKS OF THE INVESTMENT. IF SOPHISTICATED INVESTORS ARE UNABLE TO MAKE THEIR OWN EVALUATION, THEY ARE ADVISED TO CONSULT PROFESSIONAL ADVISERS.

## ADDITIONAL STATEMENTS

Sophisticated Investors should note that they may seek recourse under the *Capital Markets and Services Act 2007* for breaches of securities laws including any statement in this 2<sup>nd</sup> Supplementary Information Memorandum that is false, misleading, or from which there is a material omission; or for any misleading or deceptive act in relation to this 2<sup>nd</sup> Supplementary Information Memorandum or the conduct of any other person in relation to the Fund.

This 2<sup>nd</sup> Supplementary Information Memorandum is supplementary to and has to be read in conjunction with the Information Memorandum dated 28 September 2020 and the 1<sup>st</sup> Supplementary Information Memorandum dated 31 December 2020.

## 1. Amendment to Section 1: Definitions

The definition of “**Sophisticated Investor(s)**” disclosed on pages 8 to 9 is hereby deleted in its entirety and substituted with the followings:

Sophisticated Investor(s)	<p>Refers to:</p> <ul style="list-style-type: none"><li>• an individual whose total net personal assets, or total net joint assets with his or her spouse, exceeding three million ringgit or its equivalent in foreign currencies, excluding the value of the individual’s primary residence;</li><li>• an individual who has a gross annual income exceeding three hundred thousand ringgit or its equivalent in foreign currencies in the preceding twelve months;</li><li>• an individual who jointly with his or her spouse, has a gross annual income exceeding four hundred thousand ringgit or its equivalent in foreign currencies in the preceding twelve months;</li><li>• an individual whose total net personal investment portfolio or total net joint investment portfolio with his or her spouse, in any capital market products exceeding one million ringgit or its equivalent in foreign currencies;</li><li>• a unit trust scheme, private retirement scheme or prescribed investment scheme;</li><li>• Central Bank of Malaysia established under the Central Bank of Malaysia Act 2009;</li><li>• a licensed person or a registered person;</li><li>• an exchange holding company, a stock exchange, a derivatives exchange, an approved clearing house, a central depository or a recognized market operator;</li><li>• a corporation that is licensed, registered or approved to carry on any regulated activity or capital market services by an authority in Labuan or outside Malaysia which exercises functions corresponding to the functions of the Securities Commission;</li><li>• a bank licensee or an insurance licensee as defined under the Labuan Financial Services and Securities Act 2010;</li><li>• an Islamic bank licensee or takaful licensee as defined under the Labuan Islamic Financial Services and Securities Act 2010;</li><li>• a chief executive officer or a director of any person referred to in bullet points 7, 8, 9, 10 and 11;</li><li>• a closed-end fund approved by the Securities Commission;</li><li>• a company that is registered as a trust company under the Trust Companies Act 1949 and has assets under management exceeding ten million ringgit or its equivalent in foreign currencies;</li><li>• a corporation that is a public company under the Companies Act 2016 which is approved by the Securities Commission to be a trustee under the CMSA and has assets under management exceeding ten million ringgit or its equivalent in foreign currencies;</li><li>• a corporation that is carrying on the regulated activity of fund management solely for the benefit of its related corporations and has assets under its management exceeding ten million ringgit or its equivalent in foreign currencies;</li></ul>
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This 2<sup>nd</sup> Supplementary Information Memorandum is supplementary to and has to be read in conjunction with the Information Memorandum dated 28 September 2020 and the 1<sup>st</sup> Supplementary Information Memorandum dated 31 December 2020.

	<ul style="list-style-type: none"> <li>• a corporation with total net assets exceeding ten million ringgit or its equivalent in foreign currencies based on the last audited accounts;</li> <li>• a partnership with total net assets exceeding ten million ringgit or its equivalent in foreign currencies;</li> <li>• a statutory body established under any laws unless otherwise determined by the Securities Commission;</li> <li>• a pension fund approved by the Director General of Inland Revenue under the Income Tax Act 1967; and</li> <li>• any other investor as may be defined by the Securities Commission from time to time.</li> </ul>
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2. Amendment to Section 5.3: Fund Valuation and Publication of Prices

The information in relation to the “Fund Valuation and Publication of Prices” disclosed on page 22 is hereby deleted in its entirety and substituted with the following:

The NAV per Unit is quoted on a Forward Price basis and can be obtained via online portal of The Star and/or the Manager’s website at [www.hlam.com.my](http://www.hlam.com.my).

The valuation of the Fund is conducted on each Business Day at the close of Bursa Malaysia. However, for this Fund with investments in foreign markets, due to time zone differences in these markets, the valuation point can only be carried out after the close of all foreign markets but not later than 5.00 p.m. on the next Business Day in which the portfolio of the Fund is invested. Thus, the NAV per Unit of this Fund will not be published on the next Business Day but instead will be published on the next following Business Day (i.e. the prices will be two Business Days old).

The following table illustrates the process flow of obtaining prices for the Fund.

Illustration	Event
13 October 2021	
During business hours	Unit holder purchases Units of the Fund.
4.00 p.m.	Cut-off time to report sales to the Manager.
5.00 p.m.	Cut-off time for the Manager to report daily sales to Trustee.
14 October 2021	
Before 5.00 p.m.	Valuation will be conducted when the closing prices of all the foreign markets that the Fund has invested in on 13 October 2021 is available.
Latest by 5.00 p.m.	The price will be ready for dissemination to the media.
15 October 2021	
Early morning	Price will be published in the newspaper.

This 2<sup>nd</sup> Supplementary Information Memorandum is supplementary to and has to be read in conjunction with the Information Memorandum dated 28 September 2020 and the 1<sup>st</sup> Supplementary Information Memorandum dated 31 December 2020.

If you would like to know the latest price of Fund, please contact our Customer Experience personnel at 03 – 2081 8600 ext. 18611/18612 or you may refer to our website [www.hlam.com.my](http://www.hlam.com.my).

Investors should note that the Manager does not accept responsibility for any errors on the part of the publisher on the prices published daily in various major newspapers (if any), or for any non-publication of prices by such publisher and shall incur no liability in respect of any action taken or loss suffered by Unit holders in reliance upon such publications.

### 3. Amendment to Section 6.2: The Board of Directors

The information in relation to “The Board of Directors” disclosed on page 30 is hereby deleted in its entirety and substituted with the following:

Ms Lee Jim Leng (non-independent, non-executive/Chairman)

Mr Hoo See Kheng (non-independent, Executive Director)

YBhg Dato’ **Abdul Majit bin Ahmad Khan** (independent, non-executive)

**YM Tunku Dato’ Mahmood Fawzy bin Tunku Muhiyiddin** (independent, non-executive)

This 2<sup>nd</sup> Supplementary Information Memorandum is supplementary to and has to be read in conjunction with the Information Memorandum dated 28 September 2020 and the 1<sup>st</sup> Supplementary Information Memorandum dated 31 December 2020.

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**1<sup>st</sup> Supplementary Information Memorandum  
HONG LEONG WHOLESALE EQUITY FUND 2**

This 1<sup>st</sup> Supplementary Information Memorandum is dated 31 December 2020.  
The Fund is constituted on 24 July 2020.

**MANAGER**

HONG LEONG ASSET MANAGEMENT BHD [199401033034 (318717-M)]

**TRUSTEE**

DEUTSCHE TRUSTEES MALAYSIA BERHAD [200701005591 (763590-H)]

**INVESTORS ARE ADVISED TO READ AND UNDERSTAND THE CONTENTS OF THIS  
1<sup>st</sup> SUPPLEMENTARY INFORMATION MEMORANDUM.  
IF IN DOUBT, PLEASE CONSULT A PROFESSIONAL ADVISER.**

This 1<sup>st</sup> Supplementary Information Memorandum is supplementary to and has to be read in conjunction with the Information Memorandum dated 28 September 2020.

## **RESPONSIBILITY STATEMENTS**

This 1<sup>st</sup> Supplementary Information Memorandum has been reviewed and approved by the directors of Hong Leong Asset Management Bhd and they collectively and individually accept full responsibility for the accuracy of all information. Having made all reasonable enquiries, they confirm to the best of their knowledge and belief, that there are no false or misleading statements, or omission of other facts which would make any statement in this 1<sup>st</sup> Supplementary Information Memorandum false or misleading.

## **STATEMENTS OF DISCLAIMER**

A copy of this 1<sup>st</sup> Supplementary Information Memorandum is lodged with the Securities Commission Malaysia. The Securities Commission Malaysia will not be liable for any non-disclosure on the part of Hong Leong Asset Management Bhd and takes no responsibility for the contents of this 1<sup>st</sup> Supplementary Information Memorandum, makes no representation on the accuracy or completeness of this 1<sup>st</sup> Supplementary Information Memorandum, and expressly disclaims any liability whatsoever arising from or in reliance upon the whole or any part of the contents of this 1<sup>st</sup> Supplementary Information Memorandum.

**INVESTORS SHOULD RELY ON THEIR OWN EVALUATION TO ASSESS THE MERITS AND RISKS OF THE INVESTMENT. IF SOPHISTICATED INVESTORS ARE UNABLE TO MAKE THEIR OWN EVALUATION, THEY ARE ADVISED TO CONSULT PROFESSIONAL ADVISERS.**

## **ADDITIONAL STATEMENTS**

Sophisticated Investors should note that they may seek recourse under the *Capital Markets and Services Act 2007* for breaches of securities laws including any statement in this 1<sup>st</sup> Supplementary Information Memorandum that is false, misleading, or from which there is a material omission; or for any misleading or deceptive act in relation to this 1<sup>st</sup> Supplementary Information Memorandum or the conduct of any other person in relation to the Fund.

**This 1<sup>st</sup> Supplementary Information Memorandum is supplementary to and has to be read in conjunction with the Information Memorandum dated 28 September 2020.**

## 1. Amendments to Section 4.1: Charges Directly Incurred On Sale and Redemption of Units

The information in relation to “Charges Directly Incurred On Sale and Redemption of Units” as disclosed on page 19 is hereby deleted in its entirety and substituted with the followings:

### 4.1.1 Sales Charge<sup>^</sup>

A sales charge is a front-end fee incurred by a Unit holder when the Unit holder purchases Units of the Fund. The Manager uses the sales charge to pay marketing, advertising and distribution expenses of the Fund.

For new investors who invest in the Fund from 31 December 2020, the Manager will impose a sales charge of up to 5.00% of the Fund’s NAV per Unit.

For existing Unit holders who had invested in the Fund prior to 31 December 2020, the new sales charge of up to 5.00% of the Fund’s NAV per Unit will take effect from 8 February 2021.

Sales charge is rounded to the nearest two (2) decimal places.

#### ***Illustration on how sales charge is calculated***

Assuming a Sophisticated Investor makes an investment of RM100,000 on 19 January 2021 and that the NAV per Unit for the Fund at the end of the Business Day on 19 January 2021 is RM1.0000. If the sales charge is 5.00%, then the computation of the sales charge will be as follows:-

$$\begin{aligned} \text{Sales charge} &= \text{Sales charge} \times \text{amount invested} \\ &= 5.00\% \times \text{RM}100,000 \\ &= \text{RM}5,000 \end{aligned}$$

### 4.1.2 Redemption Charge<sup>^</sup>

A redemption charge may be incurred by a Unit holder when the Unit holder redeems Units in the Fund. A redemption charge (if any) is levied upon the redemption proceeds and rounded to the nearest two (2) decimal places.

There is NO redemption charge imposed by the Manager for redemption of Units for this Fund.

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#### **Note:**

<sup>^</sup> All fees and charges and/or sum set out in this Information Memorandum payable to the Manager/Trustee are subject to any applicable taxes and/or duties and at such rate as may be imposed by the government from time to time. The Manager/Trustee (where applicable) shall have the right to charge and recover from the Fund any applicable taxes and/or duties now or hereafter imposed by law or required to be paid in connection with the products or services provided by the Manager/Trustee (where applicable).

## **2. Amendments to Section 4.2: Fees Indirectly Incurred On Sale and Redemption of Units**

The information in relation to “Fees Indirectly Incurred On Sale and Redemption of Units” as disclosed on pages 19 – 20 is hereby deleted in its entirety and substituted with the followings:

### **4.2.1 Annual Management Fee<sup>^</sup>**

The annual management fee is up to 2.00%<sup>1</sup> per annum of the Fund’s NAV calculated and accrued on a daily basis before deducting the Manager’s fee and Trustee’s fee for that day.

### **4.2.2 Annual Trustee Fee<sup>^</sup>**

The annual trustee fee is calculated and accrued on a daily basis based on the NAV of the Fund at the rate of up to 0.035% per annum of the Fund’s NAV, subject to a minimum of RM12,000 per annum (excluding foreign custodian fee and charges) and capped at RM500,000 per annum.

### **4.2.3 Switching Fee<sup>^</sup>**

There is no switching fee imposed on switching-in or switching-out of the Fund.

### **4.2.4 Transfer Fee<sup>^</sup>**

A transfer fee may be imposed on Unit holders who transfer, either fully or partially, the Units registered in their names to other person. However, the Manager has waived the transfer fee for the Fund.

**There are fees and charges involved and Sophisticated Investors are advised to consider the fees and charges before investing in the Fund.**

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#### **Notes:**

<sup>^</sup> All fees and charges and/or sum set out in this Information Memorandum payable to the Manager/Trustee are subject to any applicable taxes and/or duties and at such rate as may be imposed by the government from time to time. The Manager/Trustee (where applicable) shall have the right to charge and recover from the Fund any applicable taxes and/or duties now or hereafter imposed by law or required to be paid in connection with the products or services provided by the Manager/Trustee (where applicable).

<sup>1</sup> The annual management fee of up to 2.00% per annum of the Fund’s NAV will be applicable to new investors who invest in the Fund from 31 December 2020. For existing Unit holders who had invested in the Fund prior to 31 December 2020, the new annual management fee of up to 2.00% per annum of the Fund’s NAV will take effect from 7 April 2021.

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