

Important: If you are in any doubt about the contents of this Addendum, you should consult your stockbroker, bank manager, solicitor, accountant and other financial adviser for independent financial advice.

This Addendum forms an integral part of and should be read in conjunction with the Prospectus of the CGB ETF, CES China 120 ETF and the CSI 100 ETF dated 11 March 2014 and the addenda dated 25 April 2014, 18 July 2014 and 22 October 2014 (together the “**Prospectus**”).

The Manager accepts responsibility for the accuracy of the information contained in this Addendum as being accurate at the date hereof.

E FUND Citi Chinese Government Bond 5-10 Years Index ETF (the “CGB ETF”)

RMB Counter Stock Code: 82808
HKD Counter Stock Code: 02808

E FUND CES China 120 Index ETF (the “CES China 120 ETF”)

RMB Counter Stock Code: 83120
HKD Counter Stock Code: 03120

E FUND CSI 100 A-Share Index ETF (the “CSI 100 ETF”)

RMB Counter Stock Code: 83100
HKD Counter Stock Code: 03100

*(Sub-funds of E Fund ETFs Trust, a Hong Kong umbrella unit trust,
authorised under Section 104 of the Securities and Futures Ordinance
(Cap. 571 of the laws of Hong Kong SAR))*

Addendum to the Prospectus

The following changes to the Prospectus shall apply with effect from 29 October 2014.

1. The following party is added in the “Directory” section on page iii:

“PD Agent to Citigroup Global Market Asia Limited
Citibank. N.A., Hong Kong Branch
50/F Citibank Tower
Citibank Plaza
3 Garden Road
Central
Hong Kong”

2. The definition of “Conversion Agent’s Fee” on page 3 is deleted in its entirety and replaced with the following:

“Conversion Agent’s Fee” means the fee which may be charged for the benefit of the Conversion Agent to each Participating Dealer or PD Agent (as the case may be) on each book-entry deposit or withdrawal transaction made by the relevant Participating Dealer or PD Agent (as the case may be), the maximum level of which shall be determined by the Conversion Agent and set out in this Prospectus.’

3. The definition of “Participation Agreement” on page 6 is deleted in its entirety and replaced with the following:

“Participation Agreement” means an agreement entered into between the Trustee, the Manager, a Participating Dealer and (where applicable) a PD Agent, and where applicable, HKSCC and the Conversion Agent, as amended and supplemented, setting out (amongst other things) the arrangements in respect of the issue of Units and the redemption and cancellation of Units.’

4. A definition of “PD Agent” is added after the definition of “Participation Agreement” on page 6:

“PD Agent” means a person who is admitted by HKSCC as either a Direct Clearing Participant or a General Clearing Participant (as defined in the General Rules of CCASS) in CCASS and who has been appointed by a Participating Dealer as its agent for the creation and redemption of Units.’

5. The definition of “Service Agent’s Fee” on page 7 is deleted in its entirety and replaced with the following:

“Service Agent’s Fee” means the fee which may be charged for the benefit of the Service Agent to each Participating Dealer or PD Agent (as the case may be) on each book-entry deposit or withdrawal transaction made by the relevant Participating Dealer or PD Agent (as the case may be), the maximum level of which shall be determined by the Service Agent and set out in this Prospectus.’

6. The definition of “Service Agreement” or “Conversion Agency Agreement” on page 7 is deleted in its entirety and replaced with the following:

“Service Agreement” or “Conversion Agency Agreement” means the agreement entered into between the Manager, the Trustee, the Registrar, the Service Agent or the Conversion Agent (as the case may be), HKSCC and the Participating Dealer and (where applicable) the PD Agent, as amended and supplemented, setting out, amongst other things, the arrangements of book-entry deposit and withdrawal of Units into/from CCASS in respect of the Creation Applications / Redemption Applications effected outside CCASS as well as to perform daily reconciliation.’

7. The last sentence in the last paragraph under the sub-section “*Creations and redemptions through Participating Dealers*” on page 11 is deleted in its entirety and replaced with the following:

“The beneficial interests in Units of any client of the Participating Dealers shall be established through such client’s account with the relevant Participating Dealer or PD Agent (as the case may be) or with any other CCASS participants if the client is buying from the secondary market.”

8. The last sentence under “Evidence of Unitholding” on page 26 is deleted in its entirety and replaced with the following:

“Investors owning Units in CCASS are beneficial owners as shown on the records of the participating brokers or the relevant Participating Dealer(s) or PD Agent(s) (as the case may be) who are CCASS participants.”

9. On page 44, the following is added before the last sentence in the risk factor “Reliance on Participating Dealers Risk” under the section “Risk Factors”:

“Where a Participating Dealer appoints a PD Agent to perform certain CCASS-related functions, if the appointment is terminated and the Participating Dealer fails to appoint an alternative PD Agent, or if the PD Agent ceases to be a CCASS participant, the creation or redemption of Units by such Participating Dealer may also be affected.”

10. The paragraph under the sub-section “The Service Agent or the Conversion Agent” on page 50 is deleted in its entirety and replaced with the following:

“HK Conversion Agency Services Limited, a wholly owned subsidiary of HKSCC, acts as Service Agent or Conversion Agent (as indicated in the relevant Appendix) under the terms of the Service Agreement entered into among the Manager, the Trustee, the

Registrar, the Participating Dealer, the PD Agent (where applicable), the Service Agent and HKSCC, or the Conversion Agency Agreement entered into among the Manager, the Trustee, the Registrar, the Participating Dealer, , the PD Agent (where applicable), the Conversion Agent and HKSCC, performs, through HKSCC, certain of its services in connection with the creation and redemption of Units in the relevant Sub-Funds by Participating Dealers.”

The Prospectus may only be distributed if accompanied by this Addendum.

E Fund Management (Hong Kong) Co., Limited
as Manager of E Fund Citi Chinese Government Bond 5-10 Years Index ETF, E Fund CES
China 120 Index ETF and E Fund CSI 100 A-Share Index ETF

Date: 29 October 2014

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RMB Counter Stock Code: 83120
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E FUND CSI 100 A-Share Index ETF (the “CSI 100 ETF”)

RMB Counter Stock Code: 83100
HKD Counter Stock Code: 03100

*(Sub-funds of E Fund ETFs Trust, a Hong Kong umbrella unit trust,
authorised under Section 104 of the Securities and Futures Ordinance
(Cap. 571 of the laws of Hong Kong SAR))*

Addendum to the Prospectus Change of the trading board lot size and units consolidation for the CGB ETF

The following changes to the Prospectus shall apply with effect from 22 October 2014.

CGB ETF

1. The table under the section of “Key information” on page 141 are deleted in their entirety and replaced with the following:

Index	Citi Chinese Government Bond 5-10 Years Index
Type of index	Total return, i.e. the performance of the Index is calculated on the basis that dividends are reinvested
Index Provider	Citigroup Index LLC
Listing Date (SEHK)	14 March 2014
Exchange Listing	SEHK – Main Board
Stock Code	82808 – RMB counter 02808 – HKD counter

Trading Board Lot Size	10 Units – RMB counter 10 Units – HKD counter
Base Currency	Renminbi (RMB)
Trading Currency	Renminbi (RMB) – RMB counter Hong Kong dollars (HKD) – HKD counter
Distribution Policy	No distribution
Creation/Redemption Policy	Cash (RMB) only
Application Unit size (only by or through Participating Dealers)	Minimum 100,000 Units (or multiples thereof)
Total Expense Ratio*	Estimated to be 0.45% per year (including the Management Fee, the trustee fee and other charges) of the Net Asset Value
Management Fee	Currently 0.45% per year of the Net Asset Value accrued daily and calculated as at each Dealing Day
Investment Strategy	Representative sampling strategy. Please refer to the section “What is the Investment Strategy?” below
Financial Year End	31 December
Website	www.efunds.com.hk/cgb.php?lang=en_US

* The estimated Total Expense Ratio does not represent the estimated tracking error.

2. The third row in the table “Summary of timetable” on page 159 is deleted in its entirety and replaced with the following:

<p>After Listing (period commences on the Listing Date)</p> <ul style="list-style-type: none"> All investors may start trading Units on the SEHK through any designated brokers; and Participating Dealers may apply for creation and redemption (for themselves or for their clients) in a minimum number of 100,000 Units (or multiples thereof) continually 	<ul style="list-style-type: none"> During the trading hours of the SEHK on 14 March 2014, but may be postponed by the Manager to a date no later than 28 March 2014 9:00 a.m. (Hong Kong time) to 11:00 a.m. (Hong Kong time) on each Dealing Day
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3. The second sentence in the third paragraph under the sub-section of “Exchange Listing and Trading (Secondary Market)” on page 159 is deleted in its entirety and replaced with the following:

“Both HKD traded Units and RMB traded Units will trade on the SEHK in board lots of 10 Units.”

4. The fourth paragraph under the sub-section of “General” in the section of “The Index” on page 163 is deleted in its entirety and replaced with the following:

“The Index was launched on 23 March 2011 with a base level of 100 on 28 February 2009. As at 30 September 2014, the Index had a total capitalization of RMB2,087 billion and 37 constituents. The Index is a total return index, and the performance of the Index is calculated on the basis that dividends are reinvested.”

5. The first paragraph and the table under the sub-section of “Top 10 Constituents” in the section of “The Index” on page 165 are deleted in their entirety and replaced with the following:

“As at 30 September 2014, the following are the 10 largest constituent bonds of the Index:

Issuer Name	Coupon %	Maturity Date	Years to Maturity	Yield to Maturity	% of Index	Credit Quality of the bond issuer*	Issuer Country	Issuer Type
The PRC Government	4.08	22/8/2023	8.89	3.99	5.42	AA-	PRC	Sovereign
The PRC Government	3.36	24/5/2022	7.65	3.97	4.67	AA-	PRC	Sovereign
The PRC Government	4.07	17/10/2020	6.05	4.08	4.42	AA-	PRC	Sovereign
The PRC Government	3.29	18/4/2020	5.55	3.95	4.32	AA-	PRC	Sovereign
The PRC Government	3.46	11/7/2020	5.78	3.96	4.24	AA-	PRC	Sovereign
The PRC Government	4.42	20/3/2024	9.47	4.06	4.19	AA-	PRC	Sovereign
The PRC Government	3.38	23/5/2023	8.64	3.99	4.17	AA-	PRC	Sovereign
The PRC Government	4.33	3/4/2021	6.51	4.09	4.17	AA-	PRC	Sovereign
The PRC Government	3.51	23/2/2022	7.40	3.96	4.14	AA-	PRC	Sovereign
The PRC Government	4.00	19/6/2024	9.72	3.98	4.08	AA-	PRC	Sovereign

CSI 100 ETF

1. The fourth paragraph under the sub-section of “General” in the section of “The Index” on page 77 is deleted in its entirety and replaced with the following:

“As at 30 September 2014, the Index had a total free-float market capitalisation of RMB3,517 billion and 100 constituents.”

2. The first paragraph and the table under the sub-section of “Top 10 Constituents” in the section of “The Index” on page 79 are deleted in their entirety and replaced with the following:

“As at 30 September 2014, the 10 largest constituent securities of the Index, as listed below, represented about 33.64% of the market capitalisation of the Index based on total shares in issue.

Rank	Constituent Name	Weighting (%)
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1.	Ping An Insurance (Group) Company of China, Limited	5.63
2.	China Merchants Bank Company Limited	4.88
3.	China Minsheng Banking Corporation Limited	4.81
4.	Industrial Bank Company Limited	3.32
5.	Shanghai Pudong Development Bank	3.10
6.	CITIC Securities Company Limited	2.98
7.	China Vanke Company Limited	2.53
8.	Haitong Securities Company Limited	2.38
9.	Kweichow Moutai Company Limited	2.11
10.	Bank of Communications Company Limited	1.92

CES China 120 ETF

1. The fourth paragraph under the sub-section of “General” in the section of “The Index” on page 120 is deleted in its entirety and replaced with the following:

“As at 30 September 2014, the Index had a total free-float market capitalisation of RMB6,966 billion and 120 constituents.”

2. The first paragraph and the table under the sub-section of “Top 10 Constituents” in the section of “The Index” on page 124 are deleted in their entirety and replaced with the following:

“As at 30 September 2014, the 10 largest constituent securities of the Index, as listed below, represented about 39.37% of the market capitalisation of the Index based on total shares in issue.

Rank	Constituent Name	Stock Exchange	Weighting (%)
1.	Tencent Holdings Limited	SEHK	7.35
2.	China Mobile Limited	SEHK	6.14
3.	China Construction Bank Corporation	SEHK	5.94
4.	Industrial and Commercial Bank of China Limited	SEHK	3.82
5.	Bank of China Limited	SEHK	3.31
6.	Ping An Insurance (Group) Company of China Limited	SSE	2.84
7.	CNOOC Limited	SEHK	2.70
8.	China Merchants Bank Company Limited	SSE	2.46
9.	China Minsheng Banking Corporation Limited	SSE	2.43
10.	China Petroleum & Chemical Corporation	SEHK	2.38

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E Fund Management (Hong Kong) Co., Limited
as Manager of E Fund Citi Chinese Government Bond 5-10 Years Index ETF
Date: 22 October 2014

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RMB Counter Stock Code: 83100
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(Cap. 571 of the laws of Hong Kong SAR))*

Addendum to the Prospectus Change in RQFII Quota Administration Policy of the CGB ETF, the CES China 120 ETF and the CSI 100 ETF and Enhancement of disclosures relating to the U.S. Foreign Account Tax Compliance Act

The following changes to the Prospectus shall apply with effect from 18 July 2014.

CSI 100 ETF

1. The second paragraph on page 64 under the section of “What is the RQFII regime?” in the “Appendix 1 – E Fund CSI 100 A-Share Index ETF” is deleted in their entirety and replaced with the following:

“The Sub-Fund will obtain exposure to securities issued within the PRC through the RQFII quotas of the Manager. The Manager has obtained RQFII status in the PRC. The Manager (as RQFII holder) may from time to time make available RQFII quota for the purpose of the Sub-Fund’s direct investment into the PRC. Under the SAFE’s RQFII quota administration policy, the Manager has the flexibility to allocate its RQFII quota across different public fund products under the Manager’s management, or, subject to SAFE’s approval, to products and/or accounts that are not public fund products under the Manager’s management. The Manager may therefore allocate additional RQFII quota to the Sub-Fund, or allocate RQFII quota which may otherwise be available to the Sub-Fund to other products and/or accounts. The Manager may also apply to SAFE for additional RQFII quota which may be utilised by the Sub-Fund, other clients of the Manager or other products managed by the Manager. However, there is no assurance that the Manager will

make available RQFII quota that is sufficient for the Sub-Fund's investment at all times.”

2. The fourth paragraph under the sub-section of “General” in the section of “The Index” on page 77 is deleted in its entirety and replaced with the following:

“As at 30 June 2014, the Index had a total free-float market capitalisation of RMB3,186 billion and 100 constituents.”

3. The first paragraph and the table under the sub-section of “Top 10 Constituents” in the section of “The Index” on page 79 are deleted in their entirety and replaced with the following:

“As at 30 June 2014, the 10 largest constituent securities of the Index, as listed below, represented about 35.22% of the market capitalisation of the Index based on total shares in issue.

Rank	Constituent Name	Weighting (%)
1.	Ping An Insurance (Group) Company of China, Limited	5.91
2.	China Merchants Bank Company Limited	5.31
3.	China Minsheng Banking Corporation Limited	5.28
4.	Industrial Bank Company Limited	3.60
5.	Shanghai Pudong Development Bank	3.18
6.	CITIC Securities Company Limited	2.83
7.	China Vanke Company Limited	2.51
8.	Haitong Securities Company Limited	2.32
9.	Gree Electric Appliances, Inc.	2.23
10.	Agricultural Bank of China Company Limited	2.05

CES China 120 ETF

1. The third paragraph on page 97 under the section of “What is the RQFII regime?” in the “Appendix 2 – E Fund CES China 120 Index ETF” is deleted in their entirety and replaced with the following:

“The Sub-Fund will obtain exposure to securities issued within the PRC through the RQFII quotas of the Manager. The Manager has obtained RQFII status in the PRC. The Manager (as RQFII holder) may from time to time make available RQFII quota for the purpose of the Sub-Fund's direct investment into the PRC. Under the SAFE's RQFII quota administration policy, the Manager has the flexibility to allocate its RQFII quota across different public fund products under the Manager's management, or, subject to SAFE's approval, to products and/or accounts that are not public fund products under the Manager's management. The Manager may therefore allocate additional RQFII quota to the Sub-Fund, or allocate RQFII quota which may otherwise be available to the Sub-Fund to other products and/or accounts. The Manager may also apply to SAFE for additional RQFII quota which may be utilised by the Sub-Fund, other clients of the Manager or other products managed by the Manager. However, there is no assurance that the Manager will make available RQFII quota that is sufficient for the Sub-Fund's investment at all times.”

2. The fourth paragraph under the sub-section of “General” in the section of “The Index” on page 120 is deleted in its entirety and replaced with the following:

“As at 30 June 2014, the Index had a total free-float market capitalisation of RMB6,689 billion and 120 constituents.”

- The first paragraph and the table under the sub-section of “Top 10 Constituents” in the section of “The Index” on page 124 are deleted in their entirety and replaced with the following:

“As at 30 June 2014, the 10 largest constituent securities of the Index, as listed below, represented about 40.03% of the market capitalisation of the Index based on total shares in issue.

Rank	Constituent Name	Stock Exchange	Weighting (%)
1.	Tencent Holdings Limited	SEHK	7.92
2.	China Construction Bank Corporation	SEHK	6.74
3.	China Mobile Limited	SEHK	5.42
4.	Industrial and Commercial Bank of China Limited	SEHK	4.07
5.	Bank of China Limited	SEHK	3.47
6.	CNOOC Limited	SEHK	2.97
7.	Ping An Insurance (Group) Company of China Limited	SSE	2.82
8.	China Merchants Bank Company Limited	SSE	2.53
9.	China Minsheng Banking Corporation Limited	SSE	2.52
10.	China Petroleum & Chemical Corporation	SEHK	2.47

CGB ETF

- The seventh paragraph on page 97 under the section of “What is the RQFII regime?” in the “Appendix 3 – E Fund Citi Chinese Government Bond 5-10 Years Index ETF” is deleted in their entirety and replaced with the following:

“The Sub-Fund will obtain exposure to securities issued within the PRC through the RQFII quotas of the Manager. The Manager has obtained RQFII status in the PRC. The Manager (as RQFII holder) may from time to time make available RQFII quota for the purpose of the Sub-Fund’s direct investment into the PRC. Under the SAFE’s RQFII quota administration policy, the Manager has the flexibility to allocate its RQFII quota across different public fund products under the Manager’s management, or, subject to SAFE’s approval, to products and/or accounts that are not public fund products under the Manager’s management. The Manager may therefore allocate additional RQFII quota to the Sub-Fund, or allocate RQFII quota which may otherwise be available to the Sub-Fund to other products and/or accounts. The Manager may also apply to SAFE for additional RQFII quota which may be utilised by the Sub-Fund, other clients of the Manager or other products managed by the Manager. However, there is no assurance that the Manager will make available RQFII quota that is sufficient for the Sub-Fund’s investment at all times.”

- The fourth paragraph under the sub-section of “General” in the section of “The Index” on page 163 is deleted in its entirety and replaced with the following:

“The Index was launched on 23 March 2011 with a base level of 100 on 28 February 2009. As at 30 June 2014, the Index had a total capitalization of RMB2,051 billion and 37 constituents. The Index is a total return index, and the performance of the Index is calculated on the basis that dividends are reinvested.”

- The first paragraph and the table under the sub-section of “Top 10 Constituents” in the section of “The Index” on page 165 are deleted in their entirety and replaced with the following:

“As at 30 June 2014, the following are the 10 largest constituent bonds of the Index:

Issuer Name	Coupon %	Maturity Date	Years to Maturity	Yield to Maturity	% of Index	Credit Quality of the bond issuer*	Issuer Country	Issuer Type
The PRC Government	4.08	08/22/2023	9.15	4.11	5.57	AA-	PRC	Sovereign
The PRC Government	3.36	05/24/2022	7.90	4.01	4.73	AA-	PRC	Sovereign
The PRC Government	4.07	10/17/2020	6.30	4.03	4.51	AA-	PRC	Sovereign
The PRC Government	3.14	06/07/2019	4.94	3.88	4.50	AA-	PRC	Sovereign
The PRC Government	3.46	07/11/2020	6.04	4.10	4.43	AA-	PRC	Sovereign
The PRC Government	3.29	04/18/2020	5.81	3.93	4.39	AA-	PRC	Sovereign
The PRC Government	4.42	03/20/2024	9.73	4.06	4.35	AA-	PRC	Sovereign
The PRC Government	3.51	02/23/2022	7.66	4.00	4.27	AA-	PRC	Sovereign
The PRC Government	3.38	05/23/2023	8.90	4.33	4.13	AA-	PRC	Sovereign
The PRC Government	3.39	08/23/2022	8.15	4.02	4.12	AA-	PRC	Sovereign

Revisions relating to the U.S. Foreign Account Tax Compliance Act

1. The following risk factor is inserted after the risk factor headed “Non-recognition of Sub-Fund segregation risk” under the section headed “Risks associated with regulation” on page 46 of the Explanatory Memorandum:

“Foreign Account Tax Compliance – Sections 1471 – 1474 of the US Internal Revenue Code of 1986, as amended (“**US Code**”) (commonly known as the Foreign Account Tax Compliance Act or “**FATCA**”) will impose new rules with respect to certain payments to non-United States persons, such as the Sub-Funds, including interest and dividends from securities of US issuers and gross proceeds from the sale of such securities. All such payments may be subject to withholding at a 30% rate, unless the recipient of the payment satisfies certain requirements intended to enable the US Internal Revenue Service (“**US IRS**”) to identify certain United States persons (within the meaning of the US Code) that own, directly or indirectly, Units in the Sub-Funds. To avoid such withholding on payments made to it, a foreign financial institution (an “**FFI**”), such as the Sub-Funds (and, generally, other investment funds organised outside the US), generally will be required to enter into an agreement (an “**FFI Agreement**”) with the US IRS under which it will agree to identify its direct or indirect owners who are United States persons and report certain information concerning such United States person owners to the US IRS.

In general, an FFI which does not sign an FFI Agreement and is not otherwise exempt will face a 30% withholding tax on “withholdable payments”, including dividends, interest and certain derivative payments derived from US sources made on or after 1 July 2014. In addition, starting from 1 January 2017, gross proceeds such as sales proceeds and return of principal derived from stocks and debt obligations generating US source dividends or interest will be treated as “withholdable payments.” It is expected that certain non-U.S. source payments attributable to amounts that would be subject to FATCA withholding (referred to as “foreign passthru payments”) may also be subject to FATCA withholding

starting no earlier than 1 January 2017, though the US tax rules on “foreign passthru payments” are currently pending.

The Hong Kong government has announced that Hong Kong has reached in substance, and will enter into, an intergovernmental agreement with the US (“**IGA**”) for the implementation of FATCA, adopting “Model 2” IGA arrangements. Under these “Model 2” IGA arrangements, FFIs in Hong Kong (such as the Sub-Funds) would be subject to the terms of an FFI Agreement with the US IRS, register with the US IRS and comply with the terms of an FFI Agreement. Otherwise they will be subject to a 30% withholding tax on relevant US-sourced payments and other “withholdable payments” paid to them.

It is expected that FFIs in Hong Kong (such as the Sub-Funds) complying with the terms of an FFI Agreement (i) will generally not be subject to the above described 30% withholding tax; and (ii) will not be required to withhold tax on payments to “non-consenting US accounts” (i.e. certain accounts of which the holders do not consent to FATCA reporting and disclosure to the US IRS), but may be required to withhold tax on withholdable payments made to non-compliant FFIs.

The Sub-Funds will endeavour to satisfy the requirements imposed under FATCA and the terms of the FFI Agreement to avoid any withholding tax. The Sub-Funds have agreed to be subject to the terms of an FFI Agreement and have registered with the US IRS to be treated as “reporting financial institutions under a Model 2 IGA”.

In the event that a Sub-Fund is not able to comply with the requirements imposed by FATCA or the terms of an FFI Agreement and such Sub-Fund does suffer US withholding tax on its investments as a result of non-compliance, the Net Asset Value of such Sub-Fund may be adversely affected and the Fund and such Sub-Fund may suffer significant loss as a result.

In the event a Unitholder does not provide the requested information and/or documentation related to FATCA, whether or not that actually leads to FATCA compliance failures by the relevant Sub-Fund, or a risk of the relevant Sub-Fund being subject to withholding tax under FATCA, the Manager on behalf of the Fund and each of such relevant Sub-Fund reserves the right to take any action and/or pursue all remedies at its disposal including, without limitation, (i) reporting the relevant information of such Unitholder to the US IRS (subject to applicable laws or regulations in Hong Kong); (ii) deeming such Unitholder to have given notice to redeem all his Units in the relevant Sub-Fund; and/or (iii) bringing legal action against such Unitholder for losses suffered by the Fund or the relevant Sub-Fund as a result of such withholding tax. The Manager in taking any such action or pursuing any such remedy shall act in good faith and on reasonable grounds and in accordance with all applicable laws and regulations.

In cases where Unitholders invest in the Sub-Funds through an intermediary, Unitholders are reminded to check whether such intermediary is FATCA compliant and in accordance with all applicable laws and regulations. Each Unitholder and prospective investor should consult with his own tax advisor as to the potential impact of FATCA in its own tax situation and in respect of its investment in the Sub-Funds, as well as the potential impact of FATCA on the Sub-Funds.”

2. The following sub-sections are inserted at the end of the section headed “Hong Kong Taxation” on page 59 of the Explanatory Memorandum:

“Certification for Compliance with FATCA or Other Applicable Laws

Each Unitholder (i) will be required to, upon demand by the Trustee or the Manager, provide any form, certification or other information reasonably requested by and acceptable to the Trustee or the Manager that is necessary for the Fund or a Sub-Fund (A)

to prevent withholding (including, without limitation, any withholding taxes required under FATCA) or qualify for a reduced rate of withholding (or mitigate backup withholding) in any jurisdiction from or through which the Fund or the relevant Sub-Fund receives payments and/or (B) to satisfy reporting or other obligations under US Code and the United States Treasury Regulations promulgated under the US Code, or to satisfy any obligations relating to any applicable law, regulation or any agreement with any tax or fiscal authority in any jurisdiction, (ii) will update or replace such form, certification or other information in accordance with its terms or subsequent amendments or when such form, certification or other information is no longer accurate, and (iii) will otherwise comply with any reporting obligations imposed by the United States, Hong Kong or any other jurisdiction, including reporting obligations that may be imposed by future legislation or future applicable laws.

Power to Disclose Information to Tax Authorities

Subject to applicable laws and regulations in Hong Kong, the Fund, the relevant Sub-Fund, the Trustee or the Manager or any of their authorised person(s) (as permissible under applicable law or regulation) may be required to report or disclose to any government agency, regulatory authority or tax or fiscal authority in any jurisdictions (including but not limited to the US IRS), certain information in relation to a Unitholder, including but not limited to the Unitholder's name, address, taxpayer identification number (if any), and certain information relating to the Unitholder's holdings, to enable the Fund or the relevant Sub-Fund to comply with any applicable law or regulation or any agreement with a tax authority (including, but not limited to, any applicable law, regulation or agreement under FATCA).

Investors should refer to "Foreign Account Tax Compliance" in the section headed "Risk Factors" for disclosures regarding compliance with the regulations under the United States Foreign Account Tax Compliance Act. "

The Prospectus may only be distributed if accompanied by this Addendum.

E Fund Management (Hong Kong) Co., Limited
as Manager of E Fund Citi Chinese Government Bond 5-10 Years Index ETF, E Fund CES
China 120 Index ETF and E Fund CSI 100 A-Share Index ETF

Date: 18 July 2014

Important: If you are in any doubt about the contents of this Addendum, you should consult your stockbroker, bank manager, solicitor, accountant and other financial adviser for independent financial advice.

This Addendum forms an integral part of and should be read in conjunction with the Prospectus of the CGB ETF, CES China 120 ETF and the CSI 100 ETF dated 11 March 2014 (together the “Prospectus”).

The Manager accepts responsibility for the accuracy of the information contained in this Addendum as being accurate at the date hereof.

E FUND Citi Chinese Government Bond 5-10 Years Index ETF (the “CGB ETF”)

RMB Counter Stock Code: 82808
HKD Counter Stock Code: 02808

E FUND CES China 120 Index ETF (the “CES China 120 ETF”)

RMB Counter Stock Code: 83120
HKD Counter Stock Code: 03120

E FUND CSI 100 A-Share Index ETF (the “CSI 100 ETF”)

RMB Counter Stock Code: 83100
HKD Counter Stock Code: 03100

*(Sub-funds of E Fund ETFs Trust, a Hong Kong umbrella unit trust,
authorised under Section 104 of the Securities and Futures Ordinance
(Cap. 571 of the laws of Hong Kong SAR))*

Addendum to the Prospectus Adjustment to RQFII Quota of the CSI 100 ETF

The following changes to the Prospectus shall apply with effect from 25 April 2014.

CSI 100 ETF

1. The second paragraph on page 64 under the section of “What is the RQFII regime?” in the “Appendix 1 – E Fund CSI 100 A-Share Index ETF” is deleted in their entirety and replaced with the following:

“The Manager has obtained RQFII status and has been granted, on behalf of the Sub-Fund, a RQFII quota of RMB3 billion. To the extent that the Manager has, on behalf of the Sub-Fund, utilised its entire RQFII quota, the Manager may, subject to any applicable regulations, apply for an increase of the RQFII quota and will make an announcement on its website of its application for additional quota and upon receiving additional quota.”
2. The fourth paragraph under the sub-section of “General” in the section of “The Index” on page 77 is deleted in its entirety and replaced with the following:

“As at 31 March 2014, the Index had a total free-float market capitalisation of RMB3,350.1 billion and 100 constituents.”
3. The first paragraph and the table under the sub-section of “Top 10 Constituents” in the section of “The Index” on page 79 are deleted in their entirety and replaced with the following:

“As at 31 March 2014, the 10 largest constituent securities of the Index, as listed below, represented about 35.09% of the market capitalisation of the Index based on total shares in issue.

Rank	Constituent Name	Weighting (%)
1.	Ping An Insurance (Group) Company of China, Limited	5.96
2.	China Merchants Bank Company Limited	5.37
3.	China Minsheng Banking Corporation Limited	5.21
4.	Industrial Bank Company Limited	3.46
5.	Shanghai Pudong Development Bank	3.15
6.	Haitong Securities Company Limited	2.73
7.	CITIC Securities Company Limited	2.62
8.	Gree Electric Appliances, Inc. of Zhuhai	2.35
9.	China Vanke Company Limited	2.32
10.	Agricultural Bank of China	1.92

CES China 120 ETF

- The fourth paragraph under the sub-section of “General” in the section of “The Index” on page 120 is deleted in its entirety and replaced with the following:

“As at 31 March 2014, the Index had a total free-float market capitalisation of RMB7,760.5 billion and 120 constituents.”

- The first paragraph and the table under the sub-section of “Top 10 Constituents” in the section of “The Index” on page 124 are deleted in their entirety and replaced with the following:

“As at 31 March 2014, the 10 largest constituent securities of the Index, as listed below, represented about 41.92% of the market capitalisation of the Index based on total shares in issue.

Rank	Constituent Name	Stock Exchange	Weighting (%)
1.	China Construction Bank Corporation	SEHK	6.54
2.	Tencent Holdings Limited	SEHK	6.41
3.	China Mobile Limited	SEHK	5.63
4.	Industrial and Commercial Bank of China Limited	SEHK	4.23
5.	Bank of China Limited	SEHK	3.47
6.	CNOOC Limited	SEHK	2.99
7.	Ping An Insurance (Group) Company of China, Limited	SSE	2.97
8.	China Merchants Bank Company Limited	SSE	2.67
9.	China Minsheng Banking Corporation Limited	SSE	2.60
10.	China Life Insurance Company Limited	SEHK	2.10

CGB ETF

- The fourth paragraph under the sub-section of “General” in the section of “The Index” on page 163 is deleted in its entirety and replaced with the following:

“The Index was launched on 23 March 2011 with a base level of 100 on 28 February 2009. As at 31 March 2014, the Index had a total capitalization of RMB1,967 billion and 38 constituents. The Index is a total return index, and the performance of the Index is calculated on the basis that dividends are reinvested.”

2. The first paragraph and the table under the sub-section of “Top 10 Constituents” in the section of “The Index” on page 165 are deleted in their entirety and replaced with the following:

“As at 31 March 2014, the following are the 10 largest constituent bonds of the Index:

Issuer Name	Coupon %	Maturity Date	Years to Maturity	Yield to Maturity	% of Index	Credit Quality of the bond issuer*	Issuer Country	Issuer Type
The PRC Government	4.08	08/22/2023	9.48	4.38	5.56	AA-	PRC	Sovereign
The PRC Government	3.41	03/08/2019	5.02	4.10	4.82	AA-	PRC	Sovereign
The PRC Government	3.36	05/24/2022	8.23	4.33	4.80	AA-	PRC	Sovereign
The PRC Government	3.14	06/07/2019	5.27	4.12	4.69	AA-	PRC	Sovereign
The PRC Government	3.29	04/18/2020	6.13	4.19	4.57	AA-	PRC	Sovereign
The PRC Government	4.07	10/17/2020	6.63	4.27	4.53	AA-	PRC	Sovereign
The PRC Government	3.46	07/11/2020	6.36	4.31	4.47	AA-	PRC	Sovereign
The PRC Government	3.51	02/23/2022	7.99	4.31	4.26	AA-	PRC	Sovereign
The PRC Government	3.38	05/23/2023	9.23	4.43	4.26	AA-	PRC	Sovereign
The PRC Government	3.39	08/23/2022	8.48	4.34	4.10	AA-	PRC	Sovereign

The Prospectus may only be distributed if accompanied by this Addendum.

E Fund Management (Hong Kong) Co., Limited
as Manager of E Fund Citi Chinese Government Bond 5-10 Years Index ETF, E Fund CES China 120 Index ETF and E Fund CSI 100 A-Share Index ETF

Date: 25th April 2014

IMPORTANT: If you are in any doubt about the contents of this Prospectus, you should consult your stockbroker, bank manager, solicitor, accountant or other financial adviser for independent financial advice.

E Fund ETFs Trust

(a Hong Kong umbrella unit trust authorised under Section 104 of the Securities and Futures Ordinance (Cap. 571) of Hong Kong)

E Fund CSI 100 A-Share Index ETF

RMB Counter Stock Code: 83100

HKD Counter Stock Code: 03100

E Fund CES China 120 Index ETF

RMB Counter Stock Code: 83120

HKD Counter Stock Code: 03120

E Fund Citi Chinese Government Bond 5-10 Years Index ETF

RMB Counter Stock Code: 82808

HKD Counter Stock Code: 02808

PROSPECTUS

Manager

E Fund Management (Hong Kong) Co., Limited

Investment Adviser

E Fund Management Co., Ltd.

Listing Agent

GF Capital (Hong Kong) Limited

11 March 2014

Hong Kong Exchanges and Clearing Limited ("HKEx"), The Stock Exchange of Hong Kong Limited (the "SEHK"), Hong Kong Securities Clearing Company Limited ("HKSCC") and the Hong Kong Securities and Futures Commission (the "SFC") take no responsibility for the contents of this Prospectus, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Prospectus. The Trust and the Sub-Funds have each been authorised as collective investment schemes by the SFC. SFC authorisation is not a recommendation or endorsement of a scheme nor does it guarantee the commercial merits of a scheme or its performance. It does not mean the scheme is suitable for all investors nor is it an endorsement of its suitability for any particular investor or class of investors.

IMPORTANT INFORMATION

This Prospectus relates to the offer in Hong Kong of units (the “Units”) in the E Fund ETFs Trust (the “Trust”), an umbrella unit trust established under Hong Kong law by a trust deed dated 25 July 2012 as amended by supplemental deeds from time to time (the “Trust Deed”) between E Fund Management (Hong Kong) Co., Limited (the “Manager”) and HSBC Institutional Trust Services (Asia) Limited (the “Trustee”). The Trust will have a number of sub-funds (the “Sub-Funds” or individually a “Sub-Fund”). Each Sub-Fund is a physical exchange traded fund.

The information contained in this Prospectus has been prepared to assist potential investors in making an informed decision in relation to investing in the Sub-Funds. It contains important facts about the Sub-Funds whose Units are offered in accordance with this Prospectus. A product key facts statement which contains the key features and risks of each of the Sub-Funds is also issued by the Manager and such product key facts statement shall form part of this Prospectus, and shall be read in conjunction with, this Prospectus.

The Manager accepts full responsibility for the accuracy of the information contained in this Prospectus and confirms having made all reasonable enquiries, that to the best of its knowledge and belief there are no other facts the omission of which would make any statement misleading. The Manager also confirms that this Prospectus includes particulars given in compliance with the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited and the Code on Unit Trusts and Mutual Funds (the “Code”) and the “Overarching Principles” of the SFC Handbook for Unit Trusts and Mutual Funds, Investment-Linked Assurance Schemes and Unlisted Structured Investment Products for the purposes of giving information with regard to the Units of the Sub-Funds. The Trustee is not responsible for the preparation of this Prospectus and shall not be held liable to any person for any information disclosed in this Prospectus, except for the information regarding the Trustee itself under the paragraph headed “The Trustee and Registrar” in the section on “Management of the Trust”.

The Sub-Funds are funds falling within Chapter 8.6 and Appendix I of the Code. The Trust and each Sub-Fund are authorised by the SFC in Hong Kong under Section 104 of the Securities and Futures Ordinance. The SFC takes no responsibility for the financial soundness of the Trust, the Sub-Funds or for the correctness of any statements made or opinions expressed in this Prospectus. SFC authorisation is not a recommendation or endorsement of a scheme nor does it guarantee the commercial merits of a scheme or its performance. It does not mean the scheme is suitable for all investors nor is it an endorsement of its suitability for any particular investor or class of investors.

You should consult your financial adviser, consult your tax advisers and take legal advice as appropriate as to whether any governmental or other consents are required, or other formalities need to be observed, to enable you to acquire Units as to whether any taxation effects, foreign exchange restrictions or exchange control requirements are applicable and to determine whether any investment in the Sub-Funds is appropriate for you.

Dealings in the Units of E Fund CSI 100 A-Share Index ETF and E Fund CES China 120 Index ETF, the first and the second sub-funds of the Trust, have already commenced on the SEHK. The Units of E Fund CSI 100 A-Share Index ETF and E Fund CES China 120 Index ETF have been accepted as eligible securities by HKSCC for deposit, clearance and settlement in the Central Clearing and Settlement System (“CCASS”).

Application has been made to the Listing Committee of the SEHK for listing of, and permission to deal in, the Units of E Fund Citi Chinese Government Bond 5-10 Years Index ETF on the SEHK. Subject to compliance with the admission requirements of HKSCC and the granting of listing of, and permission to deal in, the Units of E Fund Citi Chinese Government Bond 5-10 Years Index ETF will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Units of E Fund Citi Chinese Government Bond 5-10 Years Index ETF on the SEHK or such other date as may be determined by HKSCC. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

No action has been taken to permit an offering of Units or the distribution of this Prospectus in any jurisdiction other than Hong Kong and, accordingly, this Prospectus does not constitute an offer or solicitation to anyone in any jurisdiction in which such offer is not authorised or to any person to whom it is unlawful to make such offer or solicitation. The Units have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”) or any other United States Federal or State law and, except in a transaction which does not violate the U.S. Securities Act, may not be directly or indirectly offered to or sold in the United States of America or any of its territories or for the benefit of a US Person (as defined in Regulation S of the U.S. Securities Act). The Trust and the Sub-Funds have not been and will not be registered as an investment company under the United States Investment Company Act of 1940, as amended. Units may not be acquired or owned by (i) an employee benefit plan, as defined in Section 3(3) of the Employee Retirement Income Security Act of 1974, as amended (“ERISA”), that is subject to Title I of ERISA, (ii) a plan, as defined in Section 4975(e)(1) of the U.S. Internal Revenue Code of 1986, as amended (the “Internal Revenue Code”), that is subject to Section 4975 of the Internal Revenue Code, (iii) a plan that is subject to any other law, regulation, rule or restriction that is substantially similar to ERISA or Section 4975 of the Internal Revenue Code (“Similar Law”) or (iv) an entity whose assets are deemed to include the assets of such an employee benefit plan

or plan for purposes of ERISA, Section 4975 of the Internal Revenue Code or Similar Law, unless the purchase, holding and disposition of units will not constitute a violation under ERISA, Section 4975 of the Internal Revenue Code and any applicable Similar Law.

Furthermore, distribution of this Prospectus shall not be permitted unless it is accompanied by a copy of the latest annual report and accounts of the Sub-Funds (where existing) and, if later, its most recent interim report.

You should note that any amendment or addendum to this Prospectus will only be posted on the Manager's website www.efunds.com.hk/fund.html (the contents of this website and any other websites referred to in this Prospectus have not been reviewed by the SFC). This Prospectus may refer to information and materials included in websites. Such information and materials do not form part of this Prospectus and they have not been reviewed by the SFC or any regulatory body. Investors should note that the information provided in websites may be updated and changed periodically without any notice to any person.

Questions and Complaints

Investors may raise any questions on or make any complaints about the Trust (including the Sub-Funds) by contacting the Manager at its address as set out in the Directory of this Prospectus, or by phone at its telephone number: (852) 3929 0988.

DIRECTORY

Manager and RQFII Holder
E Fund Management (Hong Kong) Co., Limited
Suites 3501-02, 35/F
Two International Finance Centre
8 Finance Street, Central
Hong Kong

Trustee and Registrar
HSBC Institutional Trust Services (Asia) Limited
1 Queen's Road Central
Hong Kong

*Participating Dealers**
Goldman Sachs (Asia) Securities Limited
68/F, Cheung Kong Center
2 Queen's Road Central
Hong Kong

Merrill Lynch Far East Limited
15/F, Citibank Tower
3 Garden Road
Central
Hong Kong

Citigroup Global Market Asia Limited
50/F Citibank Tower
Citibank Plaza
3 Garden Road
Central
Hong Kong

Citic Securities Brokerage (HK) Limited
26/F, CITIC Tower
1 Tim Mei Avenue
Central
Hong Kong

Nomura International (Hong Kong) Limited
30/F, Two International Finance Centre
8 Finance Street
Central
Hong Kong

ABN AMRO Clearing Hong Kong Limited
70/F, International Commerce Centre
1 Austin Road West
Kowloon
Hong Kong

Investment Adviser
E Fund Management Co., Limited
25-28/F, City Development Plaza
189 Ti Yu Xi Road
Guangzhou 510620
China

Custodian
The Hongkong and Shanghai Banking Corporation Limited
1 Queen's Road Central
Hong Kong

PRC Custodian
HSBC Bank (China) Company Limited
33/F, HSBC Building
Shanghai ifc
8 Century Avenue, Pudong
Shanghai 200120
China

Service Agent or Conversion Agent
HK Conversion Agency Services Limited
2/F, Infinitus Plaza
199 Des Voeux Road Central
Hong Kong

*RMB Counter Market Makers**
KGI Securities (Hong Kong) Limited
41/F Central Plaza
18 Harbour Road
Wanchai
Hong Kong

*HKD Counter Market Makers**
KGI Securities (Hong Kong) Limited
41/F Central Plaza
18 Harbour Road
Wanchai
Hong Kong

Auditors
PricewaterhouseCoopers
21/F, Edinburgh Tower
15 Queen's Road Central
Hong Kong

Legal Counsel to the Manager
Simmons & Simmons
13/F, One Pacific Place
88 Queensway
Hong Kong

Listing Agent
GF Capital (Hong Kong) Limited
29-30/F, Li Po Chun Chambers
189 Des Voeux Road Central

Hong Kong

** Initial HKD Counter Market Makers, RMB Counter Market Makers and Participating Dealers for the E Fund Citi Chinese Government Bond 5-10 Years Index ETF. Please refer to the Manager's website for the latest lists of HKD Counter Market Makers, RMB Counter Market Makers and Participating Dealers in respect of E Fund CSI 100 A-Share Index ETF and E Fund CES China 120 Index ETF.*

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PART 1 – GENERAL INFORMATION RELATING TO THE TRUST AND SUB-FUNDS

Part 1 of this Prospectus includes information relevant to the Trust and all Sub-Funds established under the Trust and listed on the SEHK.

The information presented in this Part 1 should be read in conjunction with the information presented in the relevant Appendix in Part 2 of this Prospectus in respect of a particular Sub-Fund. Where the information in Part 2 of this Prospectus conflicts with the information presented in this Part 1, the information in the relevant Appendix in Part 2 prevails, however, it is applicable to the specific Sub-Fund of the relevant Appendix only. Please refer to Part 2 “Specific Information Relating to Each Sub-Fund” for further information.

DEFINITIONS

In this Prospectus (including the relevant Appendix for any Sub-Fund), unless the context requires otherwise, the following expressions have the meanings set out below. Other capitalised terms used, but not defined, have the meaning given to those terms in the Trust Deed.

“After Listing” means the period which commences on the Listing Date and continues until the relevant Sub-Fund is terminated.

“A-Shares” means shares issued by companies incorporated in the PRC and listed on the SSE or the SZSE, traded in RMB and available for investment by domestic investors, QFIIs and RQFIIs.

“Appendix” means an appendix to this Prospectus that sets out specific information applicable to a Sub-Fund.

“Application” means an application by a Participating Dealer for the creation or redemption of Units, in accordance with the procedures for creation and redemption of Units set out in the Operating Guidelines, the relevant Participation Agreement and the terms of the Trust Deed.

“Application Unit” means such number of Units or whole multiples thereof as specified in this Prospectus or such other whole multiple of Units determined by the Manager, approved by the Trustee and notified to the Participating Dealers.

“Business Day” in respect of a Sub-Fund, means, unless the Manager and the Trustee otherwise agree, a day on which (a)(i) the SEHK is open for normal trading; and (ii) the relevant securities market on which Securities comprised in the Index are traded is open for normal trading or if there are more than one such securities market, the securities market designated by the Manager is open for normal trading, and (b) the Index is compiled and published, or such other day or days as the Manager and the Trustee may agree from time to time provided that if on any such day, the period during which the relevant securities market is open for normal trading is reduced as a result of a Number 8 Typhoon Signal, Black Rainstorm warning or other similar event, such day shall not be a Business Day unless the Manager and the Trustee otherwise agree.

“Cancellation Compensation” means an amount payable for the account of a Sub-Fund by a Participating Dealer in respect of a Default, as set out in the Trust Deed and in the Operating Guidelines applicable at the time the relevant Creation Application or Redemption Application is made.

“CBRC” means the China Banking Regulatory Commission (中國銀行業監督管理委員會) of the PRC.

“CCASS” means the Central Clearing and Settlement System established and operated by HKSCC or any successor system operated by HKSCC or its successors.

“CCASS Settlement Day” means the term “Settlement Day” as defined in the General Rules of CCASS.

“CCDCC” means China Central Depository & Clearing Co., Ltd (中央國債登記結算公司) of the PRC.

“Code” means the Code on Unit Trusts and Mutual Funds issued by the SFC (as amended or replaced from time to time).

“Connected Person” has the meaning as set out in the Code which at the date of this Prospectus means in relation to a company:

- (a) any person or company beneficially owning, directly or indirectly, 20% or more of the ordinary share capital of that company or able to exercise directly or indirectly, 20% or more of the total votes in that company; or

- (b) any person or company controlled by a person who or which meets one or both of the descriptions given in (a); or
- (c) any member of the group of which that company forms part; or
- (d) any director or officer of that company or of any of its connected persons as defined in (a), (b) or (c).

“Conversion Agent’s Fee” means the fee which may be charged for the benefit of the Conversion Agent to each Participating Dealer on each book-entry deposit or withdrawal transaction made by the relevant Participating Dealer, the maximum level of which shall be determined by the Conversion Agent and set out in this Prospectus.

“Creation Application” means an application by a Participating Dealer for the creation and issue of Units in an Application Unit size (or whole multiples thereof) in accordance with the Operating Guidelines and the Trust Deed.

“CSDCC” means the China Securities Depository and Clearing Co., Ltd (中國證券登記結算有限公司) of the PRC.

“CSRC” means the China Securities Regulatory Commission (中國證券監督管理委員會) of the PRC.

“Custodian” means The Hongkong and Shanghai Banking Corporation Limited appointed as custodian of the Sub-Funds pursuant to the PRC Custody Agreement.

“Dealing Day” means each Business Day during the continuance of the relevant Sub-Fund, and/or such other day or days as the Manager may from time to time determine with the approval of the Trustee.

“Dealing Deadline” in relation to any particular place and any particular Dealing Day, means the time on each Dealing Day specified in the “The Offering” section of this Prospectus.

“Default” means a failure by a Participating Dealer in respect of:

- (a) a Creation Application to deliver the relevant cash amount; or
- (b) a Redemption Application to deliver the Units the subject of the Redemption Application and/or relevant cash amount.

“Deposited Property” means, in respect of each Sub-Fund, all the assets (including cash), received or receivable by the Trustee, for the time being held or deemed to be held upon the trusts and subject to the terms of the Trust Deed for the account of such Sub-Fund excluding (i) the Income Property and (ii) any amount for the time being standing to the credit of the distribution account of such Sub-Fund.

“Dual Counter” means the facility by which the Units of a Sub-Fund traded in RMB and traded in HKD are each assigned separate stock codes on the SEHK and are accepted for deposit, clearance and settlement in CCASS in more than one eligible currency (RMB or HKD) as described in the relevant Appendix of this Prospectus.

“Duties and Charges” means, in relation to any particular transaction or dealing, all stamp and other duties, taxes, government charges, brokerage, bank charges, transfer fees, registration fees, transaction levies and other duties and charges whether in connection with the constitution of the Deposited Property or the increase or decrease of the Deposited Property or the creation, issue, transfer, cancellation or redemption of Units or the acquisition or disposal of Securities or otherwise which may have become or may be payable in respect of, and whether prior to, upon or after the occasion of, such transaction or dealing and including but not limited to, in relation to an issue of Units or redemption of Units, a charge (if any) of such amount or at such rate as is determined by the Manager or the Trustee to be made for the purpose of compensating or

reimbursing the Trust for the difference between (a) the prices used when valuing the Securities in the Trust Fund for the purpose of such issue or redemption of Units and (b) (in the case of an issue of Units) the prices which would be used when acquiring the same Securities if they were acquired by the Trust with the amount of cash received by the Trust upon such issue of Units and (in the case of a redemption of Units) the prices which would be used when selling the same Securities if they were sold by the Trust in order to realise the amount of cash required to be paid out of the Trust Fund upon such redemption of Units.

“Encumbrance” means any mortgage, charge, pledge, lien, third party right or interest, any other encumbrance or security interest of any kind or another type of preferential arrangement (including, without limitation, a title transfer or retention arrangement) having similar effect other than any such encumbrance or security interest imposed by the terms of the relevant clearing system/depositary or otherwise created by the terms of the Participation Agreement, the Trust Deed or any agreement between the Manager, the Trustee and the relevant Participating Dealer.

“Extension Fee” means the fee payable to the Trustee on each occasion the Manager, upon a Participating Dealer’s request, grants the Participating Dealer an extended settlement in respect of a Creation Application or Redemption Application.

“H-Shares” means securities of companies incorporated in the PRC and listed on the SEHK.

“HK-Listed PRC Shares” means shares of companies based in the PRC (either incorporated in the PRC or the operation centre is in the PRC or at least 50% revenue is derived from the PRC) and listed on the SEHK.

“HKD” means Hong Kong dollars, the lawful currency of Hong Kong.

“HKEx” means Hong Kong Exchanges and Clearing Limited or its successors.

“HKSCC” means the Hong Kong Securities Clearing Company Limited or its successors.

“IFRS” means International Financial Reporting Standards.

“Income Property” means, in respect of each Sub-Fund, (a) all interest, dividends and other sums deemed by the Trustee, (after consulting the auditors either on a general or case by case basis), to be in the nature of income (including taxation repayments, if any) received or receivable by the Trustee in respect of the Deposited Property of the relevant Sub-Fund (whether in cash or, without limitation, by warrant, cheque, money, credit or otherwise or the proceeds of sale or transfer of any Income Property received in a form other than cash); (b) all interest and other sums received or receivable by the Trustee in respect of (a), (c) or (d) of this definition; (c) all cash payments received or receivable by the Trustee for the account of the relevant Sub-Fund in respect of an Application; and (d) all Cancellation Compensation received by the Trustee for the account of the relevant Sub-Fund; (e) any payments to be received or are receivable by the Trustee under any contractual agreements in the nature of investments for the benefit of the relevant Sub-Fund but excluding (i) the Deposited Property; (ii) any amount for the time being standing to the credit of the distribution account for the account of the relevant Sub-Fund or previously distributed to Unitholders; (iii) gains for the account of the relevant Sub-Fund arising from the realisation of Securities; and (iv) any sums applied towards payment of the fees, costs and expenses payable by the Trust from the Income Property of the relevant Sub-Fund;

“Index” means, in respect of a Sub-Fund, the index against which the relevant Sub-Fund is benchmarked as set out in the relevant Appendix.

“Index Provider” means, in respect of a Sub-Fund, the person responsible for compiling the Index against which the relevant Sub-Fund benchmarks its investments and who holds the right to licence the use of such Index to the relevant Sub-Fund as set out in the relevant Appendix.

“Index Securities” means the constituent securities of the Index.

“Initial Issue Date” means the date of the first issue of Units, which shall be the Business Day

immediately before the relevant Listing Date as set out in the relevant Appendix.

“Initial Offer Period” means, in respect of each Sub-Fund, the period before the relevant Listing Date as set out in the relevant Appendix.

“Insolvency Event” occurs in relation to a person where (i) an order has been made or an effective resolution passed for the liquidation or bankruptcy of the person; (ii) a receiver or similar officer has been appointed in respect of the person or of any of the person’s assets or the person becomes subject to an administration order; (iii) the person enters into an arrangement with one or more of its creditors or is deemed to be unable to pay its debts; (iv) the person ceases or threatens to cease to carry on its business or substantially the whole of its business or makes or threatens to make any material alteration to the nature of its business; or (v) the Manager in good faith believes that any of the above is likely to occur.

“Investment Adviser” means in respect of each Sub-Fund, unless otherwise stated in the relevant Appendix, E Fund Management Co., Ltd.

“Issue Price” means the price at which Units may be issued, determined in accordance with the Trust Deed.

“Listing Date” means the date on which the Units in respect of a Sub-Fund are first listed and from which dealings therein are permitted to take place on SEHK, the expected date of which is set out in the relevant Appendix for the Sub-Fund.

“Manager” means E Fund Management (Hong Kong) Co., Limited or such other person or persons for the time being duly appointed pursuant to the Trust Deed as manager of the Trust in succession thereto being approved by the SFC under the Code.

“Market” means in any part of the world:

- (a) in relation to any Security: the SEHK or such other stock exchange from time to time determined by the Manager; and
- (b) in relation to any futures contract: the Hong Kong Futures Exchange or such other futures exchange from time to time determined by the Manager.

“Market Maker” means a broker or dealer permitted by the SEHK to act as such by making a market for the Units in the secondary market on the SEHK.

“MOF” means the Ministry of Finance (中華人民共和國財政部) of the PRC.

“NAFMII” means the National Association of Financial Market Institutional Investors (中國銀行間市場交易商協會) of the PRC.

“NDRC” means the National Development and Reform Commission (中華人民共和國國家發展和改革委員會) of the PRC.

“Net Asset Value” means the net asset value of a Sub-Fund or, as the context may require, the net asset value of a Unit in the relevant Sub-Fund calculated under the Trust Deed.

“Operating Guidelines” means the guidelines for the creation and redemption of Units of a class as set out in the schedule to each Participation Agreement as amended from time to time by the Manager with the approval of the Trustee, and where applicable, with the approval of HKSCC and the Conversion Agent, and following consultation, to the extent reasonably practicable, with the relevant Participating Dealers subject always, in respect of the relevant Operating Guidelines for a Participating Dealer, any amendment being notified in writing by the Manager in advance to the relevant Participating Dealer. Unless otherwise specified, references to the Operating Guidelines shall be to the Operating Guidelines for the relevant Sub-Fund applicable at the time of the relevant Application.

“Participating Dealer” means any licensed broker or dealer and who has entered into a Participation Agreement in form and substance acceptable to the Manager and the Trustee.

“Participation Agreement” means an agreement entered into between the Trustee, the Manager, and where applicable, HKSCC and the Conversion Agent, and a Participating Dealer, setting out, (amongst other things), the arrangements in respect of the issue of Units and the redemption and cancellation of Units.

“PBOC” means the People’s Bank of China (中國人民銀行) of the PRC.

“PRC” means the People’s Republic of China, excluding for the purposes of interpretation of this Prospectus only, Hong Kong, Macau and Taiwan.

“PRC Custodian” means HSBC Bank (China) Company Limited appointed as PRC custodian of the Sub-Funds pursuant to the PRC Participation Agreement and the PRC Custody Agreement.

“PRC Custody Agreement” means the custodian agreement entered into between the Trustee, the Manager, the Custodian and the PRC Custodian, as amended from time to time.

“PRC Participation Agreement” means the participation agreement entered into between the Trustee, the Manager, the Custodian and the PRC Custodian, as amended from time to time.

“PRC Treasury Bonds” means the bonds issued by the MOF.

“QFII” means a qualified foreign institutional investor approved pursuant to the relevant PRC regulations (as amended from time to time).

“Recognised Futures Exchange” means an international futures exchange which is recognised by the SFC or which is approved by the Manager.

“Recognised Stock Exchange” means an international stock exchange which is recognised by the SFC or which is approved by the Manager.

“Redemption Application” means an application by a Participating Dealer for the redemption of Units in Application Unit size (or whole multiples thereof) in accordance with the Operating Guidelines and the Trust Deed.

“Redemption Value” means, in respect of a Unit, the price per Unit at which such Unit is redeemed, calculated in accordance with the Trust Deed.

“Registrar” means HSBC Institutional Trust Services (Asia) Limited or such other person appointed as registrar of the Sub-Funds to keep the register of the Unitholders of the Sub-Funds.

“Registrar Agreement” means, in respect of a Sub-Fund where applicable, the agreement entered into between the Trustee, the Manager and the Registrar, as amended from time to time.

“RMB” or “Renminbi” means Renminbi Yuan, the lawful currency of the PRC.

“RQFII” means a Renminbi qualified foreign institutional investor approved pursuant to the relevant PRC regulations (as amended from time to time).

“RQFII Regulations” is as defined in Appendix 1, 2 and 3.

“SAFE” means the State Administration of Foreign Exchange (國家外匯管理局) of the PRC.

“SAT” means the State Administration of Taxation (國家稅務總局) of the PRC.

“Securities” means any shares, stocks, debentures, loan stocks, bonds, securities, commercial paper, acceptances, trade bills, warrants, participation notes, certificates, structured products, treasury bills, instruments or notes of, or issued by or under the guarantee of, any body, whether

incorporated or unincorporated, and whether listed or unlisted, or of any government or local government authority or supranational body, whether paying interest or dividends or not and whether fully-paid, partly paid or nil paid and includes (without prejudice to the generality of the foregoing):

- (a) any right, option or interest (howsoever described) in or in respect of any of the foregoing, including units in any Unit Trust (as defined in the Trust Deed);
- (b) any certificate of interest or participation in, or temporary or interim certificate for, receipt for or warrant to subscribe or purchase, any of the foregoing;
- (c) any instrument commonly known or recognised as a security;
- (d) any receipt or other certificate or document evidencing the deposit of a sum of money, or any rights or interests arising under any such receipt, certificate or document; and
- (e) any bill of exchange and any promissory note.

“SEHK” means The Stock Exchange of Hong Kong Limited or its successors.

“Service Agent” or “Conversion Agent” means HK Conversion Agency Services Limited or such other person as may from time to time be appointed to act as service agent or conversion agent (as the case may be) in relation to the Sub-Funds.

“Service Agent’s Fee” means the fee which may be charged for the benefit of the Service Agent to each Participating Dealer on each book-entry deposit or withdrawal transaction made by the relevant Participating Dealer, the maximum level of which shall be determined by the Service Agent and set out in this Prospectus.

“Service Agreement” or “Conversion Agency Agreement” means the agreement entered into between the Manager, the Trustee, the Registrar, the Service Agent or the Conversion Agent (as the case may be), HKSCC and the Participating Dealer, setting out, amongst other things, the arrangements of book-entry deposit and withdrawal of Units into/from CCASS in respect of the Creation Applications / Redemption Applications effected outside CCASS as well as to perform daily reconciliation.

“Settlement Day” means the Business Day which is 2 Business Days after the relevant Dealing Day (or such Business Day as is permitted in relation to such Dealing Day pursuant to the Operating Guidelines) or such other number of Business Days after the relevant Dealing Day as determined by the Manager in consultation with the Trustee from time to time and notified to the relevant Participating Dealers or as otherwise described in the relevant Appendix.

“SFC” means the Securities and Futures Commission of Hong Kong or its successors.

“SFO” means the Securities and Futures Ordinance, Cap. 571 of the Laws of Hong Kong.

“SSE” means the Shanghai Stock Exchange.

“Sub-Fund” means a separate pool of assets and liabilities into which the Trust Fund is divided, established under the Trust Deed and the relevant supplemental deed as a separate trust as described in the relevant Appendix.

“SZSE” means the Shenzhen Stock Exchange.

“Transaction Fee” means the fee, in respect of a Sub-Fund, which may be charged for the benefit of the Trustee, the Registrar and/or the Service Agent or the Conversion Agent (as the case may be) to each Participating Dealer on each Dealing Day upon which an Application has been or Applications have been made by the relevant Participating Dealer.

“Trust” means the umbrella Unit Trust constituted by the Trust Deed and called E Fund ETFs

Trust or such other name as the Manager may from time to time determine upon prior notice to the Trustee.

“Trust Deed” means the trust deed dated 25 July 2012 between the Manager and the Trustee constituting the Trust (as amended from time to time).

“Trust Fund” means all the property held by the Trustee in respect of each Sub-Fund, including the Deposited Property and Income Property attributable to the relevant Sub-Fund, except for amounts to be distributed, in accordance with the Trust Deed.

“Trustee” means HSBC Institutional Trust Services (Asia) Limited or such other person or persons for the time being duly appointed as trustee or trustees hereof in succession thereto in accordance with the Trust Deed.

“Unit” means a unit representing an undivided share in a Sub-Fund.

“Unitholder” means a person for the time being entered on the register of holders as the holder of Units including, where the context so admits, persons jointly registered.

“Valuation Point” means, in respect of a Sub-Fund, the official close of trading on the Market on which the Securities constituting the Index are listed on each Dealing Day or if more than one, the official close of trading on the last relevant Market to close or such other time or times as determined by the Manager in consultation with the Trustee from time to time provided that there shall always be a Valuation Point on each Dealing Day other than where there is a suspension of the creation and redemption of Units.

INTRODUCTION

The Trust

The Trust is an umbrella unit trust created by the Trust Deed between the Manager and the Trustee made under Hong Kong law. The Trust and each Sub-Fund is authorised as a collective investment scheme by the SFC under Section 104 of the SFO and each Sub-Fund falls within Chapter 8.6 and Appendix I of the Code. SFC authorisation is not a recommendation or endorsement of a Sub-Fund nor does it guarantee the commercial merits of a Sub-Fund or its performance. It does not mean that a Sub-Fund is suitable for all investors nor is it an endorsement of its suitability for any particular investor or class of investors.

The Sub-Funds

The Trust may issue different classes of Units and the Trustee shall establish a separate pool of assets under the Trust Deed as separate trusts (each such separate pool of assets a "Sub-Fund") to which one or more class of Units shall be attributable. The assets of a Sub-Fund will be invested and administered separately from the other assets of the Trust. All Sub-Funds will be exchange traded funds listed on the SEHK.

The Manager and the Trustee reserve the right to establish additional Sub-Funds and/or issue further classes of Units relating to a Sub-Fund or Sub-Funds in the future in accordance with the provisions of the Trust Deed. Where indicated in the relevant Appendix, Units in a Sub-Fund may be available for trading on the SEHK using a Dual Counter. Each Sub-Fund will have its own Appendix.

Information relating to E Fund CSI 100 A-Share Index ETF is set out in Appendix 1.

Information relating to E Fund CES China 120 Index ETF is set out in Appendix 2.

Information relating to E Fund Citi Chinese Government Bond 5-10 Years Index ETF is set out in Appendix 3.

THE OFFERING

Initial Offer Period*

During the Initial Offer Period, Participating Dealers (acting for themselves or for their clients) may apply for Units (to be available for trading on the Listing Date) by means of Creation Applications on each Dealing Day for themselves and/or their clients in accordance with the Operating Guidelines of each Sub-Fund.

To be dealt with during the Initial Offer Period, the relevant Participating Dealer must submit the Creation Applications to the Trustee and Registrar (with a copy to the Manager) on a Business Day no later than 5 Business Days prior to the Listing Date unless otherwise stated in the relevant Appendix.

If a Creation Application is received by the Trustee and Registrar after 5 Business Days prior to the Listing Date, that Creation Application shall be carried forward and deemed to be received at the opening of business on the next following Dealing Day, which shall be the Dealing Day for the purposes of that Creation Application.

The current Dealing Deadline during the Initial Offer Period is 11:00 a.m. (Hong Kong time) on the last day of the Initial Offer Period, or such other time as the Manager (with the approval of Trustee) may determine on any day when the trading hours of the SEHK, the PRC inter-bank bond market, the SSE or the SZSE are reduced.

Creation Applications must be made in Application Unit size or whole multiples thereof, which is the number of Units specified in the relevant Appendix. Participating Dealers (acting for themselves or for their clients) can apply for Units on each Dealing Day at the Issue Price.

Please refer to the section on “Creations and Redemptions (Primary Market)” for the operational procedures in respect of Creation Applications.

* An Initial Offer Period is (as at the date of this Prospectus) applicable to the E Fund Citi Chinese Government Bond 5-10 Years Index ETF only.

After Listing

The After Listing phase commences on the Listing Date and continues until the relevant Sub-Fund is terminated.

You can acquire or dispose the Units in either of the following two ways:

- (a) buy and sell Units on the SEHK; or
- (b) apply for creation and redemption of Units through Participating Dealers.

Buying and selling of Units on the SEHK

After Listing, all investors can buy and sell Units in Trading Board Lot Size (as described in the relevant Appendix) or whole multiples thereof like ordinary listed stocks through an intermediary such as a stockbroker or through any of the share dealing services offered by banks or other financial advisers at any time the SEHK is open.

However, please note that transactions in the secondary market on the SEHK will occur at market prices which may vary throughout the day and may differ from Net Asset Value per Unit due to market demand and supply, liquidity and scale of trading spread for the Units in the secondary market. As a result, the market price of the Units in the secondary market may be higher or lower than Net Asset Value per Unit.

Please refer to the section on “Exchange Listing and Trading (Secondary Market)” for further information in respect of buying and selling of Units on the SEHK.

Creations and redemptions through Participating Dealers

Units may be created by cash creation or a combination of cash and in-kind creation, and redeemed by cash redemption or a combination of cash and in-kind redemption (please refer to the relevant Appendix for details) at the Issue Price and Redemption Value respectively through Participating Dealers in Application Unit size or multiples thereof. The Application Unit size is as set out in the relevant Appendix.

To be dealt with on a Dealing Day, the relevant Participating Dealer must submit the Creation Applications to the Trustee (with a copy to the Manager) before the Dealing Deadline on the relevant Dealing Day. The current Dealing Deadline After Listing is 11:00 a.m. (Hong Kong time) on the relevant Dealing Day, or such other time as the Manager (with the approval of Trustee) may determine on any day when the trading hours of the SEHK, the PRC inter-bank bond market (where the Index includes PRC bonds), the SSE or the SZSE (as the case may be) are changed. If a Creation Application is received on a day which is not a Dealing Day or is received after the relevant Dealing Deadline on a Dealing Day, that Creation Application shall be treated as having been received at the opening of business on the next following Dealing Day, which shall be the relevant Dealing Day for the purposes of that Creation Application. Participating Dealers reserve the right to reject, acting in good faith, any creation or redemption request received from a client under exceptional circumstances and may charge their clients such fee or fees as such Participating Dealers determine.

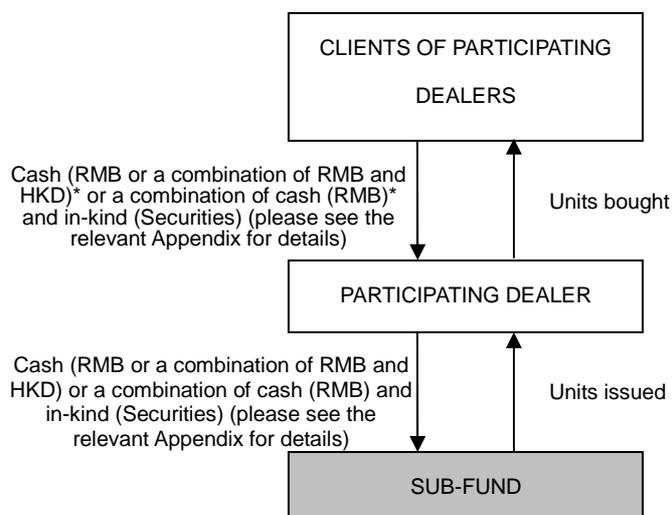
Settlement in cash for subscribing Units is due by such time as agreed in the Operating Guidelines on the relevant Dealing Day or redeeming Units is due 2 Business Days (unless otherwise stated in the relevant Appendix) after the Dealing Day, unless the Manager agrees with the relevant Participating Dealer to accept later settlement generally or in any particular case.

After Listing, all Units shall be registered in the name of HKSCC Nominees Limited on the register of the relevant Sub-Fund. The register of the relevant Sub-Fund is the evidence of ownership of Units. The beneficial interests in Units of any client of the Participating Dealers shall be established through such client's account with the relevant Participating Dealer or with any other CCASS participants if the client is buying from the secondary market.

Diagrammatic illustration of investment in a Sub-Fund

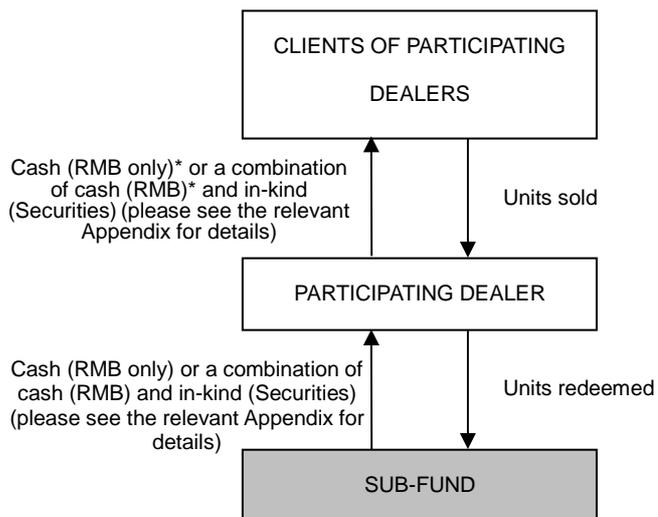
The diagrams below illustrate the issue or redemption and the buying or selling of Units:

(a) Issue and buying of Units in the primary market – Initial Offer Period and After Listing



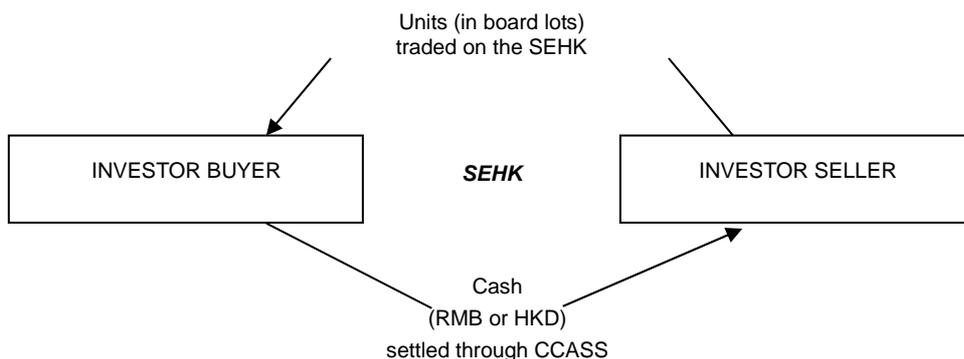
* Clients of the Participating Dealers may agree with the Participating Dealers settlement in another currency.

(b) Redemption and sale of Units in the primary market – After Listing



* Clients of the Participating Dealers may agree with the Participating Dealers settlement in another currency.

(c) Buying or selling of Units in the secondary market on the SEHK – After Listing



Summary of Offering Methods and Related Fees for Sub-Funds

Initial Offer Period

<u>Method of Offering</u>	<u>Minimum Number of Units (or multiple thereof)</u>	<u>Channel</u>	<u>Available to</u>	<u>Consideration, Fees and Charges*</u>
Cash creation or a combination of cash and in-kind creation (see the relevant Appendix)	Application Unit size (see the relevant Appendix)	Through Participating Dealers only	Participating Dealers or any person acceptable to the Participating Dealer as its client	<p>Cash (RMB or a combination of RMB and HKD (see the relevant Appendix))</p> <p>Transaction Fee (payable in RMB and HKD (see the relevant Appendix))</p> <p>Any fees and charges imposed by the Participating Dealer (payable to the Participating Dealer in the currency determined by or agreed with it)</p> <p>Duties and Charges</p>

After Listing

<u>Method of Acquisition or Disposal of Units</u>	<u>Minimum Number of Units (or multiple thereof)</u>	<u>Channel</u>	<u>Available to</u>	<u>Consideration, Fees and Charges*</u>
Purchase and sale in cash through brokers on the SEHK (secondary market) in RMB or, if Dual Counter, in RMB or HKD	Board lot size (see the relevant Appendix)	On the SEHK	Any investor	<p>Market price of Units on SEHK (RMB for RMB traded Units and, if applicable, HKD for HKD traded Units)</p> <p>Brokerage fees and Duties and Charges</p>
Cash creation and redemption, or a combination of cash and in-kind creation and redemption (see the relevant Appendix)	Application Unit size (see the relevant Appendix)	Through Participating Dealers only	Participating Dealers or any person acceptable to the Participating Dealer as its client	<p>Cash (payable in RMB or a combination of RMB and HKD (see the relevant Appendix))</p> <p>In-kind (HK-Listed PRC Shares (where applicable))</p>

				<p>Transaction Fee (payable in RMB or HKD (see the relevant Appendix))</p> <p>Any fees and charges imposed by the Participating Dealer (payable to the Participating Dealer in the currency determined by or agreed with it)</p> <p>Duties and Charges</p>
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* Please refer to "Fees and Expenses" for further details

CREATIONS AND REDEMPTIONS (PRIMARY MARKET)

Investment in a Sub-Fund

There are 2 methods of making an investment in a Sub-Fund and of disposing of Units to realise an investment in a Sub-Fund.

The first method is to create or to redeem Units at Net Asset Value directly with the relevant Sub-Fund in the primary market through a Participating Dealer, being a licensed dealer that has entered into a Participation Agreement in respect of the relevant Sub-Fund. Where a Sub-Fund has a Dual Counter, Units which are created must be deposited in CCASS as RMB counter Units (i.e. tradeable in RMB only) initially, and creation and redemption for all Units can be in cash (in RMB or in a combination of RMB and HKD) or in a combination of cash (in RMB) and in-kind (Securities) (please see the relevant Appendix for details). Because of the size of the capital investment (i.e. Application Unit size) required either to create or redeem Units through the Participating Dealer in the primary market, this method of investment is more suitable for institutional investors and market professionals. Participating Dealers reserve the right to reject, acting in good faith, any creation or redemption request received from a client under exceptional circumstances and may impose terms, including charges, for handling creation or redemption orders as they determine appropriate, as described in more detail in this section.

The second method is to buy or to sell Units in the secondary market on the SEHK which is more suitable for retail investors. The secondary market price of Units may trade at a premium or discount to the Net Asset Value of the relevant Sub-Fund.

This section of this Prospectus describes the first method of investment and should be read in conjunction with the Operating Guidelines and the Trust Deed. The section on "Exchange Listing and Trading (Secondary Market)" relates to the second method of investment.

Creation of Units through a Participating Dealer

Any application for the creation of Units of a Sub-Fund must only be made through a Participating Dealer in respect of an Application Unit size or whole multiple thereof in accordance with the Operating Guidelines of each Sub-Fund. Investors cannot acquire Units directly from a Sub-Fund. Only Participating Dealers may submit Creation Applications to the Trustee and Registrar (with a copy to the Manager).

Units in each Sub-Fund are continuously offered through a Participating Dealer, who may apply for Units on any Dealing Day for its own account or for your account as their client(s), in accordance with the Operating Guidelines, by submitting a Creation Application to the Trustee and Registrar (with a copy to the Manager).

In relation to cash creation of Units, the Manager reserves the right to require the Participating Dealer to pay an additional sum for the purpose of compensating or reimbursing a Sub-Fund for the difference between:

- (a) the prices used when valuing the Securities of the relevant Sub-Fund for the purpose of such issue of Units; and
- (b) the prices which would be used when acquiring the same Securities if they were acquired by the relevant Sub-Fund with the amount of cash received by the relevant Sub-Fund upon such issue of Units.

The Participating Dealer may pass on to the relevant investor such additional sum.

Each Participating Dealer has indicated to the Manager that it will generally accept and submit creation request(s) received from you as its client(s), subject always to (i) mutual agreement between the relevant Participating Dealer and you as to its fees for handling such request(s); (ii)

completion to its satisfaction of client acceptance procedures and requirements; (iii) no objection from the Manager to create Units for the relevant Participating Dealer on your behalf (please refer to the sub-section on "Creation process" below for the examples of exceptional circumstances under which the Manager shall have the right to reject a Creation Application); and (iv) mutual agreement between the relevant Participating Dealer and you as to the method of effecting such creation request(s).

In addition, a Participating Dealer reserves the right to reject, acting in good faith, any creation request received from a client under exceptional circumstances, including without limitation the following circumstances:

- (a) any period during which (i) the creation or issue of Units of the relevant Sub-Fund, (ii) the redemption of Units of the relevant Sub-Fund, and/or (iii) the determination of Net Asset Value of the relevant Sub-Fund is suspended;
- (b) where there is in existence any trading restriction or limitation such as the occurrence of a market disruption event, suspected market misconduct or the suspension of dealing in relation to any of the Securities in the relevant Index;
- (c) where acceptance of the creation request would render the Participating Dealer in breach of any regulatory restriction or requirement, internal compliance or internal control restriction or requirement of the Participating Dealer and/or any of its Connected Persons; or
- (d) circumstances outside the control of the Participating Dealer make it for all practicable purposes impossible to process the creation request.

Requirements relating to creation requests by potential investors

Cash creation or a combination of cash and in-kind creation is available to the Participating Dealers in respect of a Sub-Fund (please see the relevant Appendix for details).

Notwithstanding a Dual Counter being adopted for a Sub-Fund, any cash payable by a Participating Dealer in a cash Creation Application can be in RMB or in a combination of RMB and HKD (or, in respect of a Sub-Fund, in such other currency as may be stated in the relevant Appendix). Units which are created must be deposited in CCASS as RMB counter Units (i.e. tradeable in RMB only) initially.

A Participating Dealer may impose fees and charges in handling any creation request which would increase the cost of investment. You are advised to check with the Participating Dealer as to relevant fees and charges. Although the Manager has a duty to monitor the operations of each Sub-Fund closely, neither the Manager nor the Trustee is empowered to compel a Participating Dealer to disclose its fees agreed with specific clients or other proprietary or confidential information to the Manager or the Trustee or to accept any such creation requests received from clients. In addition, neither the Trustee nor the Manager can ensure effective arbitrage by a Participating Dealer.

A Participating Dealer may also impose timing deadlines for the submission by its clients of any creation request and require any such clients to complete the relevant client acceptance procedures and requirements (including, where necessary, providing such documentation and certifications as required by the Participating Dealer) in order to ensure that an effective Creation Application in respect of a Sub-Fund can be submitted by it to the Trustee and Registrar (with a copy to the Manager). You are advised to check with the Participating Dealer as to the relevant timing deadlines and the client acceptance procedures and requirements.

The Application Unit size for a Sub-Fund is the number of Units specified in the relevant Appendix. Creation Applications submitted in respect of Units other than in Application Unit size

or whole multiples thereof will not be accepted. The minimum subscription for each Sub-Fund is one Application Unit.

Creation process

A Participating Dealer may from time to time submit Creation Applications in respect of a Sub-Fund to the Trustee and Registrar (with a copy to the Manager), following receipt of creation requests from clients or where it wishes to create Units of the relevant Sub-Fund for its own account.

If a Creation Application is received on a day which is not a Dealing Day or is received after the relevant Dealing Deadline on a Dealing Day, that Creation Application shall be carried forward and deemed to be received at the opening of business on the next following Dealing Day, which shall be the Dealing Day for the purposes of that Creation Application.

To be effective, a Creation Application must:

- (a) be given by a Participating Dealer in accordance with the Trust Deed, the relevant Participation Agreement and the relevant Operating Guidelines;
- (b) specify the number of Units and the class of Units (where applicable) which is the subject of the Creation Application; and
- (c) include the certifications required in the Operating Guidelines (if any) in respect of creations of Units, together with such certifications and opinions of counsel (if any) as each of the Trustee and the Manager may separately consider necessary to ensure compliance with applicable Securities and other laws in relation to the creation of Units which are the subject of the Creation Application.

The Manager shall have the right to reject, acting in good faith, any Creation Application under exceptional circumstances, including without limitation the following circumstances:

- (a) any period during which (i) the creation or issue of Units of the relevant Sub-Fund, (ii) the redemption of Units of the relevant Sub-Fund, and/or (iii) the determination of Net Asset Value of the relevant Sub-Fund is suspended;
- (b) where in the opinion of the Manager, acceptance of the Creation Application would have an adverse effect on the relevant Sub-Fund;
- (c) where, if relevant to a Sub-Fund, in the opinion of the Manager, acceptance of the Creation Application would have a material impact on the A-Share or relevant market;
- (d) where, if relevant to a Sub-Fund, the Manager does not have adequate RQFII quota to fully satisfy the Creation Application;
- (e) where there is in existence any trading restriction or limitation such as the occurrence of a market disruption event, suspected market misconduct or the suspension of dealing in relation to any of the Securities in the relevant Index;
- (f) where acceptance of the Creation Application would render the Manager in breach of any regulatory restriction or requirement, internal compliance or internal control restriction or requirement of the Manager and/or any of its Connected Persons;
- (g) circumstances outside the control of the Manager make it for all practicable purposes impossible to process the Creation Application;
- (h) the business operations of the Manager in relation to the relevant Sub-Fund are substantially interrupted or closed as a result of or arising from pestilence, acts of war,

terrorism, insurrection, revolution, civil unrest, riots, strikes or acts of God; or

- (i) an Insolvency Event occurs in respect of the relevant Participating Dealer.

In the event of such rejection, the Manager shall notify the relevant Participating Dealer and the Trustee of its decision to reject such Creation Application in accordance with the Operating Guidelines.

The Manager's right to reject a Creation Application is separate and in addition to a Participating Dealer's right to reject, acting in good faith, any creation request received from a client of the Participating Dealer under exceptional circumstances. Notwithstanding a Participating Dealer has accepted creation requests from its clients and in that connection submitted an effective Creation Application, the Manager may exercise its rights to reject such Creation Application in the circumstances described herein.

Where for any reason there is a limit to the number of Units which can be created, priority will be given to Participating Dealers and the relevant Creation Applications as set out in the Operating Guidelines.

Where the Manager accepts a Creation Application from a Participating Dealer, it shall instruct the Trustee to effect (i) for the account of the relevant Sub-Fund, the creation of Units in Application Unit size in exchange for a transfer of cash (or cash and securities where permitted in respect of a Sub-Fund and set out in the relevant Appendix); and (ii) the issue of Units to the Participating Dealer, both in accordance with the Operating Guidelines and the Trust Deed.

Issue of Units

Units will be issued at the Issue Price prevailing on the relevant Dealing Day, provided that the Trustee may add to such Issue Price such sum (if any) as represents an appropriate provision for Duties and Charges. Please refer to the section on "Issue Price and Redemption Value of Units" for the calculation of the Issue Price.

On receipt of a Creation Application by a Participating Dealer for Units in a Sub-Fund during the relevant Initial Offer Period, the Manager shall procure the creation and issue of Units in the relevant Sub-Fund on the relevant Initial Issue Date.

Units are denominated in the base currency of the relevant Sub-Fund (unless otherwise determined by the Manager) as set out in the relevant Appendix and no fractions of a Unit shall be created or issued by the Trustee.

The creation and issue of Units pursuant to a Creation Application shall be effected on the Dealing Day on which the Creation Application is received (or deemed received) and accepted in accordance with the Operating Guidelines but (i) for valuation purposes only, Units shall be deemed created and issued after the Valuation Point on the Dealing Day on which the relevant Creation Application was received or deemed received, and (ii) the register will be updated on the Settlement Day or, if the settlement period is extended, the Dealing Day immediately following the Settlement Day. If a Creation Application is received on a day which is not a Dealing Day or is received after the relevant Dealing Deadline on a Dealing Day, that Creation Application shall be treated as having been received at the opening of business on the next following Dealing Day, which shall be the relevant Dealing Day for the purposes of that Creation Application. An Extension Fee may be payable in relation to such an extension. See the section on "Fees and Expenses" for further details.

The Trustee shall be entitled to refuse to enter (or allow to be entered) Units in the register if at any time the Trustee is of the opinion that the provisions as set out in the Trust Deed, the relevant Operating Guidelines or the relevant Participation Agreement, in regard to the issue of Units, are being infringed.

Fees relating to Creation Applications

The Service Agent or Conversion Agent (as the case may be), the Registrar and/or the Trustee may charge a Transaction Fee in respect of Creation Applications and may on any day vary the rate of the Transaction Fee they charge (but not as between different Participating Dealers in respect of the same Sub-Fund). The Transaction Fee shall be paid by or on behalf of the Participating Dealer applying for such Units. See the section on "Fees and Expenses" for further details.

Any commission, remuneration or other sum payable by the Manager to any agent or other person in respect of the issue or sale of any Unit shall not be added to the Issue Price of such Unit and shall not be paid from the assets of any Sub-Fund.

Cancellation of Creation Applications

A Creation Application once given cannot be revoked or withdrawn without the consent of the Manager.

The Trustee, after consultation with the Manager may cancel a creation order in respect of any Units deemed created pursuant to a Creation Application if it has not received the full amount of the cash (including Subscription Amount, Transaction Fee, Duties and Charges) (or cash and securities where permitted in respect of a Sub-Fund and set out in the relevant Appendix) relating to the Creation Application by the Settlement Day, provided that the Manager may at its discretion extend the settlement period and such extension to be on such terms and conditions (including as to the payment of any fees to the Manager or Extension Fee to the Trustee or their respective Connected Persons or otherwise) as the Manager may determine and in accordance with the provisions of the Operating Guidelines.

In addition to the preceding circumstances, the Manager may also cancel any creation order of any Units if it determines by such time as it specifies in the Operating Guidelines that it is unable to invest the cash proceeds of any Creation Application.

Upon the cancellation of any creation order of any Units deemed created pursuant to a Creation Application as provided for above or if a Participating Dealer otherwise withdraws subject to the Manager's consent a Creation Application (other than in certain circumstances contemplated in the Trust Deed such as when the Manager declares a suspension of creations of Units), any cash received by or on behalf of the Trustee in connection with a Creation Application shall be redelivered to the Participating Dealer (without interest) as soon as practicable and the relevant Units shall be deemed for all purposes never to have been created and the Participating Dealer shall have no right or claim against the Manager, the Trustee and/or the Service Agent or the Conversion Agent (as the case may be) in respect of such cancellation provided that:

- (a) the Trustee may charge the relevant Participating Dealer for the account of the Registrar an application cancellation fee (see the section on "Fees and Expenses" for further details);
- (b) the Manager may at its discretion require the Participating Dealer to pay to the Trustee, for the account of the relevant Sub-Fund, in respect of each Unit so cancelled Cancellation Compensation, being the amount (if any) by which the Issue Price of each such Unit exceeds the Redemption Value which would have applied in relation to each such Unit if the Participating Dealer had, on the date on which such Units are cancelled, made a Redemption Application, together with charges, expenses and losses incurred by the relevant Sub-Fund as a result of such cancellation;
- (c) the Transaction Fee in respect of such Creation Application shall remain due and payable (notwithstanding that the Creation Application shall be deemed to never have been made) and once paid shall be retained by and for the benefit of the Trustee, the

Registrar and/or the Service Agent or the Conversion Agent (as the case may be) (see the section on “Fees and Expenses” for further details); and

- (d) no previous valuations of the Trust Fund shall be re-opened or invalidated as a result of the cancellation of such Units.

Redemption of Units through a Participating Dealer

Any application for the redemption of Units of a Sub-Fund must only be made through a Participating Dealer in respect of an Application Unit size or whole multiples thereof. Investors cannot redeem Units directly from the relevant Sub-Fund. Only Participating Dealers may submit Redemption Applications to the Trustee and Registrar (with a copy to the Manager).

A Participating Dealer may redeem Units on any Dealing Day for its own account or for the account of its clients in accordance with the Operating Guidelines of each Sub-Fund.

In relation to cash redemption of Units, the Manager reserves the right to require the Participating Dealer to pay an additional sum for the purpose of compensating or reimbursing the relevant Sub-Fund for the difference between:

- (a) the prices used when valuing the Securities of the relevant Sub-Fund for the purpose of such redemption of Units; and
- (b) the prices which would be used when selling the same Securities if they were sold by the relevant Sub-Fund in order to realize the amount of cash required to be paid out of the relevant Sub-Fund upon such redemption of Units.

The Participating Dealer may pass on to the relevant investor such additional sum.

Each Participating Dealer has indicated to the Manager that it will generally accept and submit redemption request(s) received from you as its client(s), subject always to (i) mutual agreement between the relevant Participating Dealer and you as to its fees for handling such request(s); (ii) completion to its satisfaction of client acceptance procedures and requirements; (iii) no objection from the Manager to redeem Units for the relevant Participating Dealer on your behalf (please refer to the sub-section on “Redemption process” below for the examples of exceptional circumstances under which the Manager shall have the right to reject a Redemption Application); and (iv) mutual agreement between the relevant Participating Dealer and you as to the method of effecting such redemption request(s).

In addition, a Participating Dealer reserves the right to reject, acting in good faith, any redemption request received from a client under exceptional circumstances, including without limitation the following circumstances:

- (a) any period during which (i) the creation or issue of Units of the relevant Sub-Fund, (ii) the redemption of Units of the relevant Sub-Fund, and/or (iii) the determination of Net Asset Value of the relevant Sub-Fund is suspended;
- (b) where there is in existence any trading restriction or limitation such as the occurrence of a market disruption event, suspected market misconduct or the suspension of dealing in relation to any of the Securities in the Index;
- (c) where acceptance of the redemption request would render the Participating Dealer in breach of any regulatory restriction or requirement, internal compliance or internal control restriction or requirement of the Participating Dealer and/or any of its Connected Persons;
- (d) circumstances outside the control of the Participating Dealer make it for all practicable purposes impossible to process the redemption request; or

- (e) the business operations of the Manager in relation to the relevant Sub-Fund are substantially interrupted or closed as a result of or arising from pestilence, acts of war, terrorism, insurrection, revolution, civil unrest, riots, strikes or acts of God.

Requirements relating to redemption requests by potential investors

Cash redemption or a combination of cash and in-kind redemption is available to the Participating Dealers in respect of a Sub-Fund (please see the relevant Appendix for details).

Notwithstanding a Dual Counter being adopted for a Sub-Fund, any cash proceeds received by a Participating Dealer in a cash Redemption Application or a combination of cash and in-kind Redemption Application shall be paid in RMB unless otherwise stated in the relevant Appendix. Both RMB traded Units and, if applicable, HKD traded Units may be redeemed by way of a Redemption Application (through a Participating Dealer). Where (if applicable) a Participating Dealer wishes to redeem HKD traded Units the redemption process is the same as for RMB traded Units.

A Participating Dealer may impose fees and charges in handling any redemption request which would increase the cost of investment and/or reduce the redemption proceeds. You are advised to check with the Participating Dealer as to relevant fees and charges. Although the Manager has a duty to monitor the operations of each Sub-Fund closely, neither the Manager nor the Trustee is empowered to compel a Participating Dealer to disclose its fees agreed with specific clients or other proprietary or confidential information to the Manager or the Trustee or to accept any such redemption requests received from clients. In addition, neither the Trustee nor the Manager can ensure effective arbitrage by a Participating Dealer.

A Participating Dealer may also impose timing deadlines for the submission by its clients of any redemption request and require any such clients to complete the relevant client acceptance procedures and requirements (including, where necessary, providing such documentation and certifications as required by the Participating Dealer) in order to ensure that an effective Redemption Application in respect of a Sub-Fund can be submitted by it to the Trustee and Registrar (with a copy to the Manager). You are advised to check with the Participating Dealer as to the relevant timing deadlines and the client acceptance procedures and requirements.

Redemption process

A Participating Dealer may from time to time submit Redemption Applications in respect of a Sub-Fund to the Trustee, following receipt of redemption requests from clients or where it wishes to redeem Units of the relevant Sub-Fund for its own account.

If a Redemption Application is received on a day which is not a Dealing Day or is received after the relevant Dealing Deadline on a Dealing Day, that Redemption Application shall be treated as having been received at the opening of business on the next following Dealing Day, which shall be the relevant Dealing Day for the purposes of that Redemption Application. The current Dealing Deadline After Listing is 11:00 a.m. (Hong Kong time) on the relevant Dealing Day, or such other time as the Manager (with the approval of Trustee) may determine on any day when the trading hours of the SEHK, the PRC inter-bank bond market, the SSE or the SZSE are reduced.

To be effective, a Redemption Application must:

- (a) be given by a Participating Dealer in accordance with the Trust Deed, the relevant Participation Agreement and the relevant Operating Guidelines;
- (b) specify the number of Units and the class of Units (where applicable) which is the subject of the Redemption Application; and
- (c) include the certifications required in the Participation Agreement and Operating Guidelines

(if any) in respect of redemptions of Units, together with such certifications and opinions of counsel (if any) as each of the Trustee and the Manager may separately consider necessary to ensure compliance with applicable securities and other laws in relation to the redemption of Units which are the subject of the Redemption Application.

The Manager shall have the right to reject, acting in good faith, any Redemption Application under exceptional circumstances, including without limitation the following circumstances:

- (a) any period during which (i) the creation or issue of Units of the relevant Sub-Fund, (ii) the redemption of Units of the relevant Sub-Fund, and/or (iii) the determination of Net Asset Value of the relevant Sub-Fund is suspended;
- (b) where in the opinion of the Manager, acceptance of the Redemption Application would have an adverse effect on the relevant Sub-Fund;
- (c) where there is in existence any trading restriction or limitation such as the occurrence of a market disruption event, suspected market misconduct or the suspension of dealing in relation to any of the Securities in the Index;
- (d) where acceptance of the Redemption Application would render the Manager in breach of any regulatory restriction or requirement, internal compliance or internal control restriction or requirement of the Manager and/or any of its Connected Persons;
- (e) circumstances outside the control of the Manager make it for all practicable purposes impossible to process the Redemption Application; or
- (f) the business operations of the Manager in relation to the relevant Sub-Fund are substantially interrupted or closed as a result of or arising from pestilence, acts of war, terrorism, insurrection, revolution, civil unrest, riots, strikes or acts of God.

In the event of such rejection, the Manager shall notify the relevant Participating Dealer and the Trustee of its decision to reject such Redemption Application in accordance with the Operating Guidelines.

The Manager's right to reject a Redemption Application is separate and in addition to a Participating Dealer's right to reject, acting in good faith, any redemption request received from a client under exceptional circumstances. Notwithstanding a Participating Dealer has accepted redemption requests from clients and in that connection submitted an effective Redemption Application, the Manager may exercise its rights to reject such Redemption Application in the circumstances described herein.

Where the Manager accepts a Redemption Application from a Participating Dealer, it shall (i) effect the redemption and cancellation of the relevant Units; and (ii) require the Trustee to transfer to the Participating Dealer cash in accordance with the Operating Guidelines and the Trust Deed.

The Participating Dealer will then transfer the cash to the relevant client if the Redemption Application was submitted by the Participating Dealer for the account of its client.

Redemption of Units

Any accepted Redemption Application will be effected on the Settlement Day provided that a Redemption Application duly signed by a Participating Dealer (to the satisfaction of the Manager and the Trustee) has been received and provided further that the Trustee shall have received (unless otherwise provided in the Operating Guidelines) the original (and not a faxed copy) of the certificates (if any) representing the Units to be cancelled (or an indemnity in terms acceptable to the Trustee) and the full amount of any amount payable by the Participating

Dealer including the Transaction Fee and any other Duties and Charges have been either deducted or otherwise paid in full.

For valuation purposes only, Units shall be deemed to have been redeemed and cancelled after the Valuation Point on the Dealing Day on which the Redemption Application was received or deemed received. The name of the Unitholder of such Units shall be removed from the register in respect of those Units redeemed and cancelled on the relevant Settlement Day.

The Redemption Value of Units tendered for redemption shall be the Net Asset Value per Unit of each Sub-Fund rounded to the nearest four decimal places (0.00005 or above being rounded up, and less than 0.00005 being rounded down). The benefit of any rounding adjustments will be retained by the relevant Sub-Fund. For the purpose of valuation, the relevant Valuation Point shall be the Valuation Point for the Dealing Day on which the Redemption Application is treated as having been received.

The interval between the receipt of a properly documented Redemption Application and payment of redemption proceeds (which shall be in RMB in the case of cash redemption or in a combination of RMB and Securities in the case of a combination of cash and in-kind redemption (please see the relevant Appendix for details)) may not exceed one calendar month provided that there is no delay in submitting all duly completed redemption documentation and the determination of the Net Asset Value or dealing in Units is not suspended.

The Manager may at its discretion extend the settlement period upon receipt of the extended settlement request in respect of the Redemption Application on such terms and conditions (including as to the payment of any fees to the Manager or Extension Fee to the Trustee or their respective Connected Persons or otherwise) as the Manager may in its discretion determine, in accordance with the Operating Guidelines.

Fees relating to Redemption Applications

The Service Agent or the Conversion Agent (as the case may be), the Registrar and/or the Trustee may charge a Transaction Fee in respect of Redemption Applications and may on any day vary the rate of the Transaction Fee they charge (but not as between different Participating Dealers in respect of the same Sub-Fund). The Transaction Fee shall be paid by or on behalf of the Participating Dealer submitting the Redemption Application(s) (and may be set off and deducted against any amount due to the Participating Dealer in respect of such Redemption Application(s)) for the benefit of the Trustee, the Registrar and/or the Service Agent or the Conversion Agent (as the case may be). See the section on "Fees and Expenses" for further details.

The Trustee may deduct from the redemption proceeds such sum (if any) as the Trustee may consider represents an appropriate provision for the Transaction Fee and/or other Duties and Charges.

Cancellation of Redemption Applications

A Redemption Application once given cannot be revoked or withdrawn without the consent of the Manager.

No cash amount shall be paid in respect of any Redemption Application unless Units, which are the subject of the Redemption Application, have been delivered to the Trustee free and clear of any Encumbrance for redemption by such time on the Settlement Day or other dealing set forth in the Trust Deed and/or Operational Guidelines as the Trustee and the Manager shall for the time being prescribe for Redemption Applications generally.

In the event that Units, which are the subject of a Redemption Application, are not delivered to the Trustee for redemption in accordance with the foregoing or are not free and clear of any Encumbrance (other than in certain circumstances contemplated in the Trust Deed such as when

the Manager declares a suspension of redemptions of Units):

- (a) the Trustee may charge the relevant Participating Dealer for the account of the Registrar an application cancellation fee (see the section on “Fees and Expenses” for further details);
- (b) the Manager may at its discretion require the Participating Dealer to pay to the Trustee, for the account of the relevant Sub-Fund, in respect of each Unit so cancelled Cancellation Compensation, being the amount (if any) by which the Redemption Value of each such Unit is less than the Issue Price which would have applied in relation to each such Unit if the Participating Dealer had, on the actual date when the Manager is able to repurchase any replacement Securities made a Creation Application in accordance with the provisions of the Trust Deed plus such other amount as the Manager reasonably determines as representing any charges, expenses and losses incurred by the Sub-Fund as a result of such cancellation;
- (c) the Transaction Fee in respect of such Redemption Application shall remain due and payable (notwithstanding that the Redemption Application shall be deemed to never have been made) and once paid, shall be retained by and for the benefit of the Trustee, the Registrar and/or the Service Agent or the Conversion Agent (as the case may be) (see the section on “Fees and Expenses” for further details); and
- (d) no previous valuations of the Trust Fund shall be re-opened or invalidated as a result of an unsuccessful Redemption Application.

Deferred Redemption

In the event that redemption requests are received for the redemption of Units representing in aggregate more than 10% (or such higher percentage as the Manager may determine in respect of a Sub-Fund) of the total number of Units in a Sub-Fund then in issue, the Manager may direct the Trustee to reduce the requests rateably and pro rata amongst all Unitholders seeking to redeem Units on the relevant Dealing Day and carry out only sufficient redemptions which, in aggregate, amount to 10% (or such higher percentage as the Manager may determine in respect of a Sub-Fund) of the Units in the relevant Sub-Fund then in issue. Units which are not redeemed but which would otherwise have been redeemed will be redeemed on the next Dealing Day (subject to further deferral if the deferred requests in respect of the relevant Sub-Fund themselves exceed 10% (or such higher percentage as the Manager may determine in respect of that Sub-Fund) of the Units in the relevant Sub-Fund then in issue) in priority to any other Units in the relevant Sub-Fund for which redemption requests have been received. Units will be redeemed at the Redemption Value prevailing on the Dealing Day on which they are redeemed.

Suspension of Creations and Redemptions

The Manager may, at its discretion, after giving notice to the Trustee (and where practicable, after consultation with Participating Dealers) suspend the creation or issue of Units of any Sub-Fund, suspend the redemption of Units of any Sub-Fund and/or (subject to the approval of the SFC if such delay of payment of redemption proceeds exceeds one calendar month) delay the payment of any monies in respect of any Creation Application and/or Redemption Application in the following circumstances:

- (a) during any period when trading on the SEHK or any other Recognised Stock Exchange or Recognised Futures Exchange is restricted or suspended;
- (b) during any period when a market on which a Security (that is a component of the Index) has its primary listing, or the official clearing and settlement depository (if any) of such market, is closed;

- (c) during any period when dealing on a market on which a Security (that is a component of the Index) has its primary listing is restricted or suspended;
- (d) during any period when, in the opinion of the Manager, settlement or clearing of Securities in the official clearing and settlement depository (if any) of such market is disrupted;
- (e) during the existence of any state of affairs as a result of which delivery or purchase of Securities, as appropriate or disposal of investments for the time being comprised in the relevant Sub-Fund cannot, in the opinion of the Manager, be effected normally or without prejudicing the interests of Unitholders of the relevant Sub-Fund;
- (f) during any period when the relevant Index is not compiled or published;
- (g) during any breakdown in any of the means normally employed in determining the Net Asset Value of the Sub-Fund or when for any other reason the value of any Securities or other property for the time being comprised in the Sub-Fund cannot, in the opinion of the Manager, reasonably, promptly and fairly be ascertained;
- (h) during any period when the determination of the Net Asset Value of the relevant Sub-Fund is suspended or if any circumstance specified in the section on "Suspension of Determination of Net Asset Value" below arises; or
- (i) during any period when the business operations of the Manager in respect of the relevant Sub-Fund is substantially interrupted or closed as a result of or arising from pestilence, acts of war, terrorism, insurrection, revolution, civil unrest, riot, strikes or acts of God.

The Manager will, after giving notice to the Trustee, suspend the right to subscribe for Units of the relevant Sub-Fund if, or if as a result of the investment of the proceeds of issue of such Units in accordance with its investment objective, the Trust collectively holds or would hold in aggregate more than 10% of the ordinary shares issued by any single issuer or such other percentage permitted under section of "Investment Objective, Investment Strategy, Investment Restrictions, Security Lending and Borrowing" below. In addition, where the Sub-Fund under the Trust hold in aggregate more than the limit of 10% of the ordinary shares issued by any single issuer and the SFC has not agreed to waive this prohibition under the Code, the Manager will make it a priority objective to take all other necessary steps within a reasonable period to remedy such breach, taking into account the interests of the Unitholders.

The Manager shall notify the SFC and publish a notice of suspension following the suspension, and at least once a month during the suspension, on its website at www.efunds.com.hk/fund.html (the contents of this website and any other websites referred to in this Prospectus have not been reviewed by the SFC) or in such other publications as it decides.

The Manager shall consider any Redemption Application or any Creation Application received during the period of suspension (that has not been otherwise withdrawn) as having been received immediately following the termination of the suspension. The period for settlement of any redemption will be extended by a period equal to the length of the period of suspension.

A Participating Dealer may, at any time after a suspension has been declared and before termination of such suspension, withdraw any Creation Application or Redemption Application by notice in writing to the Manager and the Manager shall promptly notify and request the Trustee to return to the Participating Dealer any cash received by it in respect of the Creation Application (without interest) as soon as practicable.

A suspension shall remain in force until the earlier of (a) the Manager declaring the suspension is at an end; and (b) the first Dealing Day on which (i) the condition giving rise to the suspension shall have ceased to exist; and (ii) no other condition under which suspension is authorised exists.

Evidence of Unitholding

Units will be deposited, cleared and settled by the CCASS. Units are held in registered entry form only, which means that no Unit certificates are issued. HKSCC Nominees Limited is the registered owner (i.e. the sole holder of record) of all outstanding Units deposited with the CCASS and is holding such Units for the participants in accordance with the General Rules of CCASS. Furthermore, the Trustee and the Manager acknowledge that pursuant to the General Rules of CCASS neither HKSCC Nominees Limited nor HKSCC has any proprietary interest in the Units. Investors owning Units in CCASS are beneficial owners as shown on the records of the participating brokers or the relevant Participating Dealer(s) (as the case may be) who are CCASS participants.

Restrictions on Unitholders

The Manager has power to impose such restrictions as it may think necessary for the purpose of ensuring that no Units are acquired or held which would result in such holding being:

- (a) a breach of the law or requirements of any country or governmental authority or any stock exchange on which the Units are listed in circumstances which, in the Manager's opinion, might result in the Trust or any Sub-Fund suffering any adverse effect which the Trust or the relevant Sub-Fund might not otherwise have suffered; or
- (b) in the circumstances which, in the Manager's opinion, may result in the Trust or any Sub-Fund incurring any tax liability or suffering any other pecuniary disadvantage which the Trust or the relevant Sub-Fund might not otherwise have incurred or suffered.

Upon notice that any Units are so held, the Manager may require such Unitholders to redeem or transfer such Units in accordance with the provisions of the Trust Deed. A person who becomes aware that he is holding or owning Units in breach of any of the above restrictions is required either to redeem his Units in accordance with the Trust Deed or to transfer his Units to a person whose holding would be permissible under this Prospectus and the Trust Deed in a manner that would result in such Unitholder no longer being in breach of the restrictions above.

Transfer of Units

The Trust Deed provides that a Unitholder may transfer Units with the consent of the Manager. As all Units will be held in CCASS, the Manager's consent is deemed given where the Unitholder is transferring his interest in Units within CCASS. A Unitholder is entitled to transfer Units held by him by using the standard transfer form issued by SEHK or by an instrument in writing in such other form (and if the transferor or the transferee is a clearing house or its nominee(s), by hand or by machine imprinted signature or by such other manner of execution) as the Trustee may from time to time approve. The transferor will be deemed to remain the Unitholder of the Units transferred until the name of the transferee is entered in the register of Unitholders in respect of the Units being transferred. Each instrument of transfer must relate to a single Sub-Fund only. If and to the extent that all Units are deposited, cleared and settled in CCASS, HKSCC Nominees Limited will be the sole Unitholder, holding such Units for the persons admitted by HKSCC as a participant of CCASS and to whose account any Units are for the time being allocated in accordance with the General Rules of CCASS.

EXCHANGE LISTING AND TRADING (SECONDARY MARKET)

The purpose of the listing of the Units on the SEHK is to enable investors to buy and sell Units on the secondary market, normally via a broker or dealer in smaller quantities than would be possible if they were to subscribe and/or redeem Units in the primary market.

The market price of a Unit listed or traded on the SEHK may not reflect the Net Asset Value per Unit. Any transactions in the Units on the SEHK will be subject to the customary brokerage commissions and/or transfer taxes associated with the trading and settlement through the SEHK. There can be no guarantee that once the Units are listed on the SEHK they will remain listed.

The Manager will ensure that at least one Market Maker will maintain a market for the Units. Where a Dual Counter has been adopted in respect of a Sub-Fund the Manager will ensure that there is at least one RMB Counter Market Maker for RMB counter and one HKD Counter Market Maker for HKD counter although these Market Makers may be the same entity. Broadly, the obligations of a Market Maker will include quoting bid and offer prices on the SEHK with the intention of providing liquidity. Given the nature of the Market Maker's role, the Manager will make available to a Market Maker, the portfolio composition information made available to a Participating Dealer.

Units may be purchased from and sold through the Market Makers. However, there is no guarantee or assurance as to the price at which a market will be made. In maintaining a market for Units, the Market Makers may make or lose money based on the differences between the prices at which they buy and sell Units, which is to a certain extent dependent on the difference between the purchase and sale prices of the underlying Securities comprised within the Index. Market Makers may retain any profits made by them for their own benefit and they are not liable to account to any of the Sub-Funds in respect of their profits.

If you wish to buy or sell Units on the secondary market, you should contact your brokers.

If trading of the Units on the SEHK is suspended or trading generally on the SEHK is suspended, then there will be no secondary market dealing for the Units.

Please also refer to the sub-sections on "Renminbi Equity Trading Support Facility" and "Dual Counter" in the relevant Appendix of each Sub-Fund for additional disclosures on secondary market trading.

INVESTMENT OBJECTIVE, INVESTMENT STRATEGY, INVESTMENT RESTRICTIONS, SECURITY LENDING AND BORROWING

Investment Objective

The investment objective of each Sub-Fund is to provide investment results that, before fees and expenses, closely correspond to the performance of the relevant Index unless otherwise stated in the relevant Appendix.

Investment Strategy

Each Sub-Fund will adopt either a full replication or a representative sampling strategy. The investment strategy of each Sub-Fund is stated in the relevant Appendix. No Sub-Fund is a “synthetic” exchange traded fund.

Investment Restrictions

If any of the restrictions or limitations set out below is breached in respect of a Sub-Fund, the Manager will make it a priority objective to take all necessary steps within a reasonable period to remedy such breach, taking into account the Unitholders’ interests of that Sub-Fund.

The Trustee will take reasonable care to ensure compliance with the investment and borrowing limitations set out in the constitutive documents and the conditions under which a Sub-Fund was authorised.

The investment restrictions applicable to each Sub-Fund that are included in the Trust Deed are summarised below:

- (a) not more than 10% of the Net Asset Value of a Sub-Fund may be invested in Securities (other than Government and other public securities) issued by any single issuer (save as permitted by Chapter 8.6(h) and as varied by paragraph 11 of Appendix I (Guidelines for regulating index tracking exchange traded funds) of the Code (see the Note below));
- (b) Securities of a single class (other than Government and other public securities) held for the account of a Sub-Fund, when aggregated with other holdings of the same class of Securities held for the account of all other Sub-Funds under the Trust collectively may not exceed 10% of the nominal amount of the Securities issued by a single issuer;
- (c) not more than 15% of the Net Asset Value of a Sub-Fund may be invested in Securities which are neither listed, quoted nor dealt in on a stock exchange, over-the-counter market or other organised securities market which is open to the international public and on which such Securities are regularly traded;
- (d) except as permitted by Chapter 8.6(i) of the Code, not more than 30% of the Net Asset Value of a Sub-Fund may be invested in Government and other public securities of the same issue;
- (e) subject to (d) and Chapter 8.6(i) of the Code, a Sub-Fund may be fully invested in Government and other public securities in any number of different issues;
- (f) a Sub-Fund may enter into financial futures contracts for hedging purposes;
- (g) not more than 20% of the Net Asset Value of a Sub-Fund may be invested in (i) futures contracts on an unhedged basis (by reference to the net aggregate value of contract prices, whether payable to or by the relevant Sub-Fund under all outstanding futures contracts) and (ii) physical commodities (including gold, silver, platinum or other bullion) and other commodity-based investments (excluding, for this purpose, Securities of companies engaged in producing, processing or trading in commodities);

- (h) the value of warrants and options held for the account of a Sub-Fund, in terms of the total amount of premium paid (other than for hedging purposes), may not exceed 15% of the Net Asset Value of the relevant Sub-Fund; and
- (i) where a Sub-Fund invests in units or shares of other collective investment schemes (“underlying schemes”),
 - (i) the value of units or shares in underlying schemes which are neither recognised jurisdiction schemes (as determined by the SFC) nor authorised by the SFC, held for the account of the relevant Sub-Fund, may not exceed 10% of the Net Asset Value of the relevant Sub-Fund; and
 - (ii) a Sub-Fund may invest in one or more underlying schemes which are either recognised jurisdiction schemes or schemes authorised by the SFC, but the value of the units or shares held for the account of the relevant Sub-Fund in each such underlying scheme may not exceed 30% of the Net Asset Value of the relevant Sub-Fund, unless the underlying scheme is authorised by the SFC and its name and key investment information are disclosed in the offering document of the relevant Sub-Fund,

provided that:

- (1) the objective of each underlying scheme may not be to invest primarily in any investment prohibited by the investment restrictions set out herein, and where that underlying scheme’s objective is to invest primarily in investments restricted by the provisions under the Trust Deed, such holdings may not be in contravention of the relevant limitation;
- (2) where an investment is made in any underlying scheme(s) managed by the Manager or any of its Connected Persons, all initial charges on the underlying scheme(s) must be waived; and
- (3) the Manager may not obtain a rebate on any fees or charges levied by an underlying scheme or the management company of an underlying scheme,

save to the extent that any of the above holdings is permitted under the Code.

For the purposes of this section:

- “Government and other public securities” means any investment issued by, or the payment of principal and interest on which is guaranteed by, the government of any member state of the Organisation for Economic Co-operation and Development (“OECD”) or any fixed interest investment issued in any OECD country by a public or local authority or nationalised industry of any OECD country or anywhere in the world by any other body which is, in the opinion of the Trustee, of similar standing.
- Government and other public securities will be regarded as being of a different issue if, even though they are issued by the same person, they are issued on different terms whether as to repayment dates, interest rates, the identity of the guarantor, or otherwise.

A Sub-Fund shall not:

- (a) invest in a Security of any class in any company or body if any director or officer of the Manager individually owns more than 0.5% of the total nominal amount of all the issued securities of that class or the directors and officers of the Manager collectively own more than 5% of those securities;
- (b) invest in any type of real estate (including buildings) or interests in real estate (including options or rights, but excluding shares in real estate companies and interests in real estate investment trusts (REITs));

- (c) make short sales if as a result the relevant Sub-Fund would be required to deliver Securities exceeding 10% of the Net Asset Value of the relevant Sub-Fund (and for this purpose Securities sold short must be actively traded on a market where short selling is permitted);
- (d) write uncovered options;
- (e) write a call option on portfolio investments of the relevant Sub-Fund if the aggregate of the exercise prices of all such call options written in respect of the relevant Sub-Fund would exceed 25% of the Net Asset Value of the relevant Sub-Fund;
- (f) lend or make a loan out of the assets of the relevant Sub-Fund without the prior written consent of the Trustee except to the extent that the acquisition of bonds or the making of a deposit (within the applicable investment restrictions) might constitute a loan;
- (g) assume, guarantee, endorse or otherwise become directly or contingently liable for or in connection with any obligation or indebtedness of any person without the prior written consent of the Trustee;
- (h) enter into any obligation in respect of the relevant Sub-Fund or acquire any asset for the account of the relevant Sub-Fund which involves the assumption of any liability which is unlimited; or
- (i) apply any part of the relevant Sub-Fund in the acquisition of any investments which are for the time being nil paid or partly paid in respect of which a call is due to be made unless such call could be met in full out of cash or near cash forming part of the relevant Sub-Fund which has not been appropriated and set aside for any other purposes (including in respect of any writing of call options).

Note: The investment restrictions set out above apply to each Sub-Fund, subject to the following: A collective investment scheme authorised by the SFC under the Code is usually restricted from making investments which would result in the value of that collective investment scheme's holdings of the Securities of any single issuer exceeding 10% of the collective investment scheme's total net asset value. Given the investment objective of the Sub-Funds and nature of the Index, the Sub-Funds are allowed under Chapter 8.6(h) of the Code to hold investments in Securities of any single issuer exceeding 10% of the relevant Sub-Fund's latest available Net Asset Value if such constituent Securities account for more than 10% of the weighting of the Index and the relevant Sub-Fund's holding of any such constituent Securities does not exceed their respective weightings in the Index, except where the weightings are exceeded as a result of changes in the composition of the Index and the excess is only transitional and temporary in nature, or otherwise approved by the SFC. Subject to Chapter 8.6(h) of the Code, more than 30% of the latest available Net Asset Value of the relevant Sub-Fund may also be invested in government and other public Securities of the same issue. However, the Manager may cause a Sub-Fund to deviate from the index weighting (in pursuing a representative sampling strategy) under Appendix I of the Code (the "ETF Guidelines") on condition that the maximum deviation from the index weighting of any constituent will not exceed the percentage specified in the relevant Appendix or such other percentage as determined by the Manager after consultation with the SFC. Under the ETF Guidelines, the Manager shall report to the SFC on a timely basis if there is any non-compliance with this limit. The annual and semi-annual reports of the relevant Sub-Fund shall also disclose whether or not such limit has been complied with during such period and account for any non-compliance in those reports.

Security Lending

The Sub-Funds will not engage in securities lending, repurchase transaction or other similar over-the-counter transactions, but this may change in light of market circumstances and where any Sub-Fund does engage in these types of transactions, prior approval shall be obtained from the SFC and no less than one month's prior notice will be given to the Unitholders.

Borrowing Policy

Borrowing against the assets of any Sub-Fund is allowed up to a maximum of 25% of its latest available Net Asset Value. The Trustee may at the request of the Manager borrow for the account of a Sub-Fund any currency, and charge or pledge assets of the relevant Sub-Fund, for the following purposes:

- (a) facilitating the creation or redemption of Units or defraying operating expenses;
- (b) enabling the Manager to acquire Securities for the account of the relevant Sub-Fund; or
- (c) for any other proper purpose as may be agreed by the Manager and the Trustee.

DETERMINATION OF NET ASSET VALUE

Calculation of Net Asset Value

The Net Asset Value of each Sub-Fund will be determined by the Manager, in consultation with the Trustee, in RMB as at each Valuation Point applicable to the relevant Sub-Fund by valuing the assets of the relevant Sub-Fund and deducting the liabilities of the relevant Sub-Fund, in accordance with the terms of the Trust Deed.

Set out below is a summary of how various Securities held by the relevant Sub-Fund are valued:

- (a) Securities that are quoted, listed, traded or dealt in on any Market shall unless the Manager (with the consent of the Trustee) determines that some other method is more appropriate, be valued by reference to the price appearing to the Manager to be the official closing price, or if unavailable, the last traded price on the Market as the Manager may consider in the circumstances to provide fair criterion, provided that (i) if a Security is quoted or listed on more than one Market, the Manager shall adopt the price quoted on the Market which in its opinion provides the principal market for such Security; (ii) if prices on that Market are not available at the relevant time, the value of the Securities shall be certified by such firm or institution making a market in such investment as may be appointed for such purpose by the Manager; (iii) interest accrued on any interest-bearing Securities shall be taken into account, unless such interest is included in the quoted or listed price; and (iv) the Manager and the Trustee shall be entitled to use and rely on electronic price feeds from such source or sources as they may from time to time determine, notwithstanding that the prices so used are not the last traded prices as the case may be;
- (b) the value of each interest in any unlisted mutual fund corporation or unit trust shall be the latest available net asset value per share or unit in such mutual fund corporation or unit trust or if not available or appropriate, the last available bid or offer price for such unit, share or other interest;
- (c) futures contracts will be valued based on the formulae set out in the Trust Deed;
- (d) except as provided for in paragraph (b), the value of any investment which is not listed, quoted or ordinarily dealt in on a Market shall be the initial value thereof equal to the amount expended on behalf of the relevant Sub-Fund in the acquisition of such investment (including, in each case the amount of stamp duties, commissions and other acquisition expenses) provided that the Manager may at the request of the Trustee cause a revaluation to be made by a professional person approved by the Trustee as qualified to value such investments (which may, if the Trustee agrees, be the Manager);
- (e) cash, deposits and similar investments shall be valued at their face value (together with accrued interest) unless, in the opinion of the Manager, any adjustment should be made to reflect the value thereof; and
- (f) notwithstanding the foregoing, the Manager may adjust the value of any investment if, having regard to relevant circumstances, the Manager considers that such adjustment is required to fairly reflect the value of the investment.

The Trustee will perform any currency conversion at rates as may be agreed between the Trustee and the Manager from time to time.

The above is a summary of the key provisions of the Trust Deed with regard to how the various assets of the relevant Sub-Fund are valued.

Suspension of Determination of Net Asset Value

The Manager may, after giving notice to the Trustee, declare a suspension of the determination of the Net Asset Value of the relevant Sub-Fund for the whole or any part of any period during

which:

- (a) there exists any state of affairs prohibiting the normal disposal and/or purchase of the investments of the relevant Sub-Fund; or
- (b) circumstances exist as a result of which, in the opinion of the Manager, it is not reasonably practicable to realise any Securities held or contracted for the account of the Sub-Fund or it is not possible to do so without seriously prejudicing the interest of Unitholders of Units of the relevant Sub-Fund;
- (c) there is a breakdown in any of the means normally employed in determining the Net Asset Value of the relevant Sub-Fund or the Net Asset Value per Unit of the relevant class or when for any other reason the value of any Securities or other property for the time being comprised in the relevant Sub-Fund cannot, in the opinion of the Manager, reasonably, promptly and fairly be ascertained;
- (d) the remittance or repatriation of funds which will or may be involved in the realisation of, or in the payment for, the Securities of the relevant Sub-Fund or the subscription or redemption of Units of the relevant Sub-Fund is delayed or cannot, in the opinion of the Manager, be carried out promptly or at normal rates of exchange; or
- (e) the business operations of the Manager, the Trustee or the Registrar in relation to the relevant Sub-Fund are substantially interrupted or closed as a result of or arising from pestilence, acts of war, terrorism, insurrection, revolution, civil unrest, riots, strikes or acts of God.

Any suspension shall take effect upon its declaration and thereafter there shall be no determination of the Net Asset Value of the relevant Sub-Fund and the Manager shall be under no obligation to rebalance the relevant Sub-Fund until the suspension is terminated on the earlier of (i) the Manager declaring the suspension is at an end; and (ii) the first Dealing Day on which (1) the condition giving rise to the suspension shall have ceased to exist; and (2) no other condition under which suspension is authorised exists.

The Manager shall notify the SFC and publish a notice of suspension following the suspension, and at least once a month during the suspension, on its website at www.efunds.com.hk/fund.html (the contents of this website and any other websites referred to in this Prospectus have not been reviewed by the SFC) or in such other publications as the Manager decides.

No Units of a Sub-Fund will be issued or redeemed during any period of suspension of the determination of the Net Asset Value of the relevant Sub-Fund.

Issue Price and Redemption Value of Units

The Issue Price which is the subject of a Creation Application during the Initial Offer Period of a Sub-Fund will be a fixed amount per Unit, or a percentage of the closing level of the relevant Index (expressed in the base currency of the relevant Sub-Fund) as at the last day of the Initial Offer Period, rounded to four decimal places (0.00005 or above being rounded up, and less than 0.00005 being rounded down), or such other amount from time to time determined by the Manager and approved by the Trustee. The Issue Price during the Initial Offer Period of each Sub-Fund will be set out in the relevant Appendix.

After the expiry of the Initial Offer Period, the Issue Price of Units created and issued by a Creation Application, will be the prevailing Net Asset Value of the relevant Sub-Fund in RMB (or, in respect of a Sub-Fund, in such other currency as may be stated in the relevant Appendix) as at the relevant Valuation Point divided by the total number of Units in issue rounded to the nearest four decimal places (0.00005 or above being rounded up, and less than 0.00005 being rounded down).

The Redemption Value on a Dealing Day shall be the prevailing Net Asset Value of the relevant Sub-Fund in RMB (unless otherwise stated in the relevant Appendix) as at the relevant Valuation

Point divided by the total number of Units in issue rounded to the nearest four decimal places (0.00005 or above being rounded up, and less than 0.00005 being rounded down).

The benefit of any rounding adjustments will be retained by the relevant Sub-Fund.

The latest Net Asset Value of the Units will be available on the Manager's website at www.efunds.com.hk/fund.html (the contents of this website and any other websites referred to in this Prospectus have not been reviewed by the SFC) or published in such other publications as the Manager decides.

Neither the Issue Price nor the Redemption Value takes into account Duties and Charges, Transaction Fees or fees payable by a Participating Dealer.

FEES AND EXPENSES

There are different levels of fees and expenses applicable to investing in a Sub-Fund as set out below, current as at this date of this Prospectus. Where any levels of fees and expenses applicable to a particular Sub-Fund differs from the following, such fees and expenses will be set out in full in the relevant Appendix.

(a) Fees and expenses payable by Participating Dealers on creations and redemptions (as applicable) of Units (applicable both during the Initial Offer Period and After Listing)	Amount
Transaction Fee (including Service Agent's Fee or Conversion Agent's Fee)	RMB18,000 ¹ per Application and HKD1,000 ¹ per book-entry deposit or book-entry withdrawal transaction or HKD5,000 to HKD12,000 ¹ per day per Participating Dealer
	See Note ²
Application cancellation fee	RMB8,500 ³ per Application
Extension Fee	RMB8,500 ⁴ per Application
Stamp duty	Nil
All other Duties and Charges incurred by the Trustee or the Manager in connection with the creation or redemption	As applicable
(b) Fees and expenses payable by investors	Amount
<i>(i) Fees payable by clients of the Participating Dealers in respect of creations and redemptions (as applicable) via the Participating Dealer (applicable both during the Initial Offer Period and After Listing)</i>	

¹ RMB18,000 is payable to the Trustee and HKD1,000 is payable to the Service Agent or HKD5,000 to HKD12,000 is payable to the Conversion Agent (as the case may be), unless otherwise stated in the relevant Appendix.

² The Transaction Fee (including Service Agent's Fee or Conversion Agent's Fee) among which RMB18,000 is payable by a Participating Dealer to the Trustee for the benefit of the Trustee and/or Registrar, and the Service Agent's Fee of HKD1,000 is payable by a Participating Dealer to the Service Agent for the benefit of the Service Agent, or Conversion Agent's Fee is payable by a Participating Dealer to the Conversion Agent for the benefit of the Conversion Agent (as the case may be) in the following amount per day: HKD5,000 for the aggregate Hong Kong dollar value of the Creation Applications and Redemption Applications made on a Dealing Day by a Participating Dealer equals to or is less than HKD2,000,000; HKD8,000 for the aggregate Hong Kong dollar value of the Creation Applications and Redemption Applications made on a Dealing Day by a Participating Dealer exceeds HKD2,000,000 up to and including HKD5,000,000; HKD10,000 for the aggregate Hong Kong dollar value of the Creation Applications and Redemption Applications made on a Dealing Day by a Participating Dealer exceeds HKD5,000,000 up to and including HKD10,000,000; and HKD12,000 for the aggregate Hong Kong dollar value of the Creation Applications and Redemption Applications made on a Dealing Day by a Participating Dealer exceeds HKD10,000,000. The Registrar will charge a fee for each Creation Application and Redemption Application. All fees will be met out of the Transaction Fee. A Participating Dealer may pass on to the relevant investor such Transaction Fee.

³ An application cancellation fee is payable to the Trustee for the account of the Registrar in respect of either a withdrawn or failed Creation Application or Redemption Application (other than in certain circumstances such as a suspension of the creation and redemption of Units by the Manager).

⁴ An Extension Fee is payable to the Trustee on each occasion the Manager, upon a Participating Dealer's request, grants the Participating Dealer an extended settlement in respect of a Creation Application or Redemption Application.

Fees and charges imposed by the Participating Dealer ⁵	Such amounts as determined by the relevant Participating Dealer
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(ii) Fees payable by all investors in respect of dealings in the Units on SEHK (applicable After Listing)

Brokerage	Market rates
Transaction levy	0.003% ⁶
SEHK trading fee	0.005% ⁷
Stamp duty	Nil
Inter-counter transfers (where the Sub-Fund adopts Dual Counter arrangement)	HKD5 ⁸

(c) Fees and expenses payable by the Sub-Funds (See further disclosure below)

No money should be paid to any intermediary in Hong Kong which is not licensed or registered to carry on Type 1 regulated activity under Part V of the SFO.

Fees and Expenses Payable by the Sub-Funds

Manager's Fee

The Manager is entitled to receive a management fee of up to 0.99% per year of the Net Asset Value of each Sub-Fund. The current management fee percentage in respect of each Sub-Fund is set out in the relevant Appendix and is accrued daily and calculated as at each Dealing Day and payable monthly in arrears. This fee is payable out of the Trust Fund.

The Manager may pay a distribution fee to any distributor or sub-distributors of the Trust out of the management fees it receives from the Trust. A distributor may re-allocate an amount of the distribution fee to the sub-distributors. The fees of the Investment Adviser, if any, will be paid by the Manager and not out of the assets of the relevant Sub-Fund.

Trustee's and Registrar's Fee

The Trustee receives out of the assets of each Sub-Fund a monthly trustee's fee, payable in arrears, accrued daily and calculated as at each Dealing Day of up to 1.00% per year of the Net Asset Value of a Sub-Fund. The Trustee fee may also be payable out of the management fee. Details concerning the payment of the Trustee fee and the current Trustee fee percentage in respect of each Sub-Fund are set out in the relevant Appendix.

The Trustee shall also be entitled to be reimbursed out of the assets of the relevant Sub-Fund all out-of-pocket expenses incurred.

The Registrar is entitled to a registrar fee as set out in the relevant Appendix.

⁵ The Participating Dealer may increase or waive the level of its fees in its discretion. Information regarding these fees and charges is available upon request to the relevant Participating Dealer.

⁶ Transaction levy of 0.003% of the trading price of the Units, payable by the buyer and the seller.

⁷ Trading fee of 0.005% of the trading price of the Units, payable by the buyer and the seller.

⁸ This fee is only applicable to Sub-Funds which have adopted a Dual Counter and have RMB and HKD traded Units. HKSCC will charge each CCASS participant a fee of HKD5 per instruction for effecting an inter-counter transfer of a Sub-Fund between one counter and the other counter. Investors should check with their brokers regarding any additional fees.

Service Agent's Fees

The Service Agent is entitled to receive a monthly reconciliation fee of HKD5,000 from the Manager. The Manager shall pass on to the relevant Sub-Fund such reconciliation fee.

For any period less than a month, the reconciliation fee is on a pro-rata basis and accrues on a daily basis. The Trustee, on behalf of the Trust, will pay all other expenses chargeable by the Service Agent or the Conversion Agent (as the case may be) in connection with the respective Service Agent's role or the Conversion Agent's role.

Total Expense Ratio

The total expense ratio ("TER") of a Sub-Fund, which is the sum of anticipated charges to the relevant Sub-Fund expressed as a percentage of the Net Asset Value of the relevant Sub-Fund, is set out in the relevant Appendix. The TER does not represent the estimated tracking error and does not include extraordinary items (if any) borne by the relevant Sub-Fund.

Promotional Expenses

The Sub-Funds will not be responsible for any promotional expenses including those incurred by any marketing agents and any fees imposed by such marketing agents on their customers investing in the Sub-Funds will not be paid (either in whole or in part) out of the Trust Fund.

Other Expenses

The relevant Sub-Fund will bear all operating costs relating to the administration of that Sub-Fund including but not limited to stamp and other duties, governmental charges, brokerages, commissions, exchange costs and commissions, bank charges and other costs and expenses payable in respect of the acquisition, holding and realisation of any investment or any monies, deposit or loan, charges and expenses of its legal counsel, auditors and other professionals, index licensing fees, the costs in connection with maintaining a listing of the Units on the SEHK (including, if considered appropriate by the Manager, any additional costs of determining the stock code which are estimated to be HKD1,000,000) and maintaining the Trust's and the relevant Sub-Fund's authorisation under the SFO, costs incurred in the preparation, printing and updating of any offering documents and the costs incurred in the preparation of supplemental deeds, any disbursements or out-of-pocket expenses properly incurred on behalf of the Sub-Fund by the Trustee, the Manager or the Registrar or any of its service providers, the expenses incurred in convening meetings of Unitholders, printing and distributing annual and half-yearly reports, accounts and other circulars relating to the Sub-Fund and the expenses of publishing Unit prices.

Establishment Costs

The costs of establishing the Trust and the first Sub-Fund including the preparation of the first Prospectus, inception fees, the costs of seeking and obtaining the listing and authorisation by the SFC and all initial legal and printing costs were RMB5,000,000 and were borne by the first Sub-Fund and will be amortised over the first 5 financial years of the first Sub-Fund or such other period as determined by the Manager after consulting the Auditor. The costs of establishing subsequent Sub-Funds, including any updates to this Prospectus, are borne by that Sub-Fund as described in the relevant Appendix.

Increase in Fees

The current fees in respect of each Sub-Fund payable to the Manager and the Trustee as described in the relevant Appendix may be increased on one month's notice to Unitholders (or such shorter period as approved by the SFC), subject to the maximum rates set out in the Trust Deed.

RISK FACTORS

An investment in any Sub-Fund carries various risks. Each of these may affect the Net Asset Value, yield, total return and trading price of the Units. There can be no assurance that the investment objective of a Sub-Fund will be achieved. You should carefully evaluate the merits and risks of an investment in the relevant Sub-Fund in the context of your overall financial circumstances, knowledge and experience as an investor. The risk factors set forth below are the risks which are believed by the Manager and its directors to be relevant and presently applicable to all Sub-Funds. You should refer to the additional risk factors, specific to each Sub-Fund, as set out in the relevant Appendix. In particular, further risk factors applicable to a Sub-Fund which adopts a Dual Counter (in addition to these below) are set out in the relevant Appendix.

Risks associated with investment in any Sub-Fund

Investment objective risk

There is no assurance that the investment objective of a Sub-Fund will be achieved. Whilst it is the intention of the Manager to implement strategies which are designed to minimise tracking error, there can be no assurance that these strategies will be successful. It is possible that you as an investor may lose a substantial proportion or all of its investment in a Sub-Fund where the relevant Index value declines. As a result, each investor should carefully consider whether you can afford to bear the risks of investing in the relevant Sub-Fund.

Market risk

The Net Asset Value of each Sub-Fund will change with changes in the market value of the Securities it holds. The price of Units and the income from them may go down as well as up. There can be no assurance that an investor will achieve profits or avoid losses, significant or otherwise. The capital return and income of the Sub-Fund are based on the capital appreciation and income on the Securities it holds, less expenses incurred. A Sub-Fund's return may fluctuate in response to changes in such capital appreciation or income. Furthermore, each Sub-Fund may experience volatility and decline in a manner that broadly corresponds with the relevant Index. Investors in the Sub-Fund are exposed to the same risks that investors who invest directly in the underlying Securities would face. These risks include, for example, interest rate risks (risks of falling portfolio values in a rising interest rate market); income risks (risks of falling incomes from a portfolio in a falling interest rate market); and credit risk (risk of a default by the underlying issuer of a Security that forms part of the Index).

Asset class risk

Although the Manager is responsible for the continuous supervision of the investment portfolio of the Sub-Fund, the returns from the types of Securities in which the Sub-Fund invests may underperform or outperform returns from other Securities markets or from investment in other assets. Different types of securities tend to go through cycles of out-performance and underperformance when compared with other general Securities markets.

Passive investment risk

The Sub-Funds are not actively managed. Accordingly, the Sub-Funds may be affected by a decline in the market segments relating to the relevant Index or Indices. Each Sub-Fund invests in the Securities included in or representative of the relevant Index regardless of their investment merit, except to the extent of any representative sampling strategy. The Manager does not attempt to select stocks individually or to take defensive positions in declining markets. You should note that the lack of discretion on the part of the Manager to adapt to market changes due to the inherent investment nature of the Sub-Funds will mean that falls in the Index or Indices are expected to result in corresponding falls in the value of the Sub-Funds, and you may lose substantially all of your investment.

Possible business failure risk

In the current economic environment, global markets are experiencing very high level of volatility and an increased risk of corporate failures. The insolvency or other corporate failures of any one or more of the constituents of the Index may have an adverse effect on the Index's and therefore the relevant Sub-Fund's performance. You may lose money by investing in the Sub-Fund.

Management risk

Because there can be no guarantee that each Sub-Fund will fully replicate the relevant Index, it is subject to management risk. This is the risk that the Manager's strategy, the implementation of which is subject to a number of constraints, may not produce the intended results.

Securities risk

The investments of the Sub-Funds are subject to risks inherent in all Securities (including settlement and counterparty risks). The value of holdings may fall as well as rise. The global markets are currently experiencing very high levels of volatility and instability, resulting in higher levels of risk than is customary (including settlement and counterparty risks).

Equity risk

Investing in equity Securities may offer a higher rate of return than those investing in short term and longer term debt securities. However, the risks associated with investments in equity Securities may also be higher, because the investment performance of equity Securities depends upon factors which are difficult to predict. Such factors include the possibility of sudden or prolonged market declines and risks associated with individual companies. The fundamental risk associated with any equity portfolio is the risk that the value of the investments it holds might suddenly and substantially decrease in value.

Tracking error risk

Although the Manager will adopt a full replication strategy in respect of certain Sub-Funds to reduce tracking error, the Manager may where stated in the relevant Appendix use representative sampling (for example where it is not possible to acquire certain Index Securities due to restrictions or limited availability), and there can be no assurance of exact or identical replication at any time of the performance of the Index. Because the Manager has no other strategy to minimise tracking error and representative sampling may not provide identical performance, the Net Asset Value of a Sub-Fund may not correlate exactly with the Index. Factors such as the fees and expenses of a Sub-Fund, imperfect correlation between a Sub-Fund's assets and the Securities constituting the Index, inability to rebalance a Sub-Fund's holdings of Securities in response to changes in the constituents of the Index, rounding of Security prices, and changes to the regulatory policies may affect the Manager's ability to achieve close correlation with the Index. These factors may cause a Sub-Fund's returns to deviate from the Index.

Concentration risk

A Sub-Fund may be subject to concentration risk as a result of tracking the performance of a single geographical region. Such a Sub-Fund is likely to be more volatile than a broad-based fund, such as a global or regional equity fund, as it is more susceptible to fluctuations in value resulting from adverse conditions in the relevant region.

Trading risk

While the creation/redemption feature of each Sub-Fund is designed to make it likely that Units will trade close to their Net Asset Value, disruptions to creations and redemptions (for example, as a result of imposition of capital controls by a foreign government) may result in trading prices that differ significantly from the Net Asset Value). The secondary market prices of Units will fluctuate in accordance with changes in the Net Asset Value and supply and demand on any

exchange on which Units are listed. In addition, when buying or selling Units on the SEHK additional charges (such as brokerage fees) mean that an investor may pay more than the Net Asset Value per Unit when buying Units on the SEHK and may receive less than the Net Asset Value per Unit when selling Units on the SEHK. The Manager cannot predict whether Units will trade below, at, or above their Net Asset Value. Since, however, Units must be created and redeemed in Application Unit size (unlike shares of many closed-end funds, which frequently trade at appreciable discounts from, and sometimes at premiums to, their Net Asset Value) the Manager believes that ordinarily large discounts or premiums to the Net Asset Value of Units should not be sustained. If the Manager suspends creations and/or redemptions of Units, the Manager anticipates that there may be larger discounts or premiums as between the secondary market price of Units and the Net Asset Value.

Loss of capital risk

There is no guarantee that a Sub-Fund's investments will be successful. In addition, trading errors are an intrinsic factor in any complex investment process, and will occur, notwithstanding the execution of due care and special procedures designed to prevent such errors.

No trading market in the Units risk

Although the Units are listed on the SEHK and one or more Market Makers have been appointed, there may be no liquid trading market for the Units or that such Market Maker(s) may cease to fulfil that role. Further, there can be no assurance that Units will experience trading or pricing patterns similar to those of exchange traded funds which are issued by investment companies in other jurisdictions or those traded on the SEHK which are based upon indices other than the Index.

Derivative instruments risk

The Manager may invest a Sub-Fund in constituents of the relevant Index through derivative instruments. A derivative instrument is a financial contract or instrument the value of which depends on, or is derived from, the value of an underlying asset such as a Security or an index and so have a high degree of price variability and are subject to occasional rapid and substantial changes. Compared to conventional Securities, derivative instruments can be more sensitive to changes in interest rates or to sudden fluctuations in market prices due to both the low margin deposits required, and the extremely high degree of leverage involved in their pricing. As a result, a relatively small price movement in a derivative instrument may result in immediate and substantial loss (or gain) to the relevant Sub-Fund. The relevant Sub-Fund's losses may be greater if it invests in derivative instruments than if it invests only in conventional Securities.

There is also no active market in derivative instruments and therefore investment in derivative instruments can be illiquid. In order to meet redemption requests, the relevant Sub-Fund relies upon the issuer of the derivative instruments to quote a price to unwind any part of the derivative instruments that will reflect the market liquidity conditions and the size of the transaction.

In addition, many derivative instruments are not traded on exchanges. As a result, if the relevant Sub-Fund engages in transactions involving derivative instruments, it will be subject to the risk of the inability or refusal to perform such contracts by the counterparties with which the relevant Sub-Fund trades, and as such the relevant Sub-Fund may suffer a total loss of the relevant Sub-Fund's interest in the derivative instrument. This risk is also aggregated by the fact that over-the-counter derivatives markets are generally not regulated by government authorities and participants in these markets are not required to make continuous markets in the contracts they trade.

An investment in the derivative instruments does not entitle the derivative instruments holder to the beneficial interest in the shares nor to make any claim against the company issuing the shares. There can be no assurance that the price of the derivative instruments will equal the underlying value of the company or securities market that it may seek to replicate.

Where the Manager invests the relevant Sub-Fund's assets in derivative instruments that are not

listed, quoted or dealt in on a market, those derivative instruments should comprise no more than 15% of the relevant Sub-Fund's Net Asset Value. The exposure of a Sub-Fund to derivative instruments is also subject to the other applicable investment restrictions set out in this Prospectus and the relevant Appendix.

Indemnity risk

Under the Trust Deed, the Trustee and the Manager have the right to be indemnified against any liability for breach of trust or any liability which by virtue of any rule of law would otherwise attach to them in performing their respective duties except as a result of their own negligence, fraud, default, breach of duty or trust of which they may be liable in relation to their duties. Any reliance by the Trustee or the Manager on the right of indemnity would reduce the assets of the Sub-Fund and the value of the Units.

Dividends may not be paid risk

Whether a Sub-Fund will pay distributions on Units is subject to the Manager's distribution policy (as described in the relevant appendix) and also mainly depends on dividends declared and paid in respect of the Securities of the Index. In addition, dividends received by a Sub-Fund may be applied towards meeting the costs and expenses of that Sub-Fund. Dividend payment rates in respect of such Securities will depend on factors beyond the control of the Manager or Trustee including, general economic conditions, and the financial position and dividend policies of the relevant underlying entities. There can be no assurance that such entities will declare or pay dividends or distributions.

Possible early termination of a Sub-Fund risk

A Sub-Fund may be terminated early under certain circumstances, including but not limited to (i) the aggregate Net Asset Value of all the Units is less than RMB100 million; (ii) any law is passed or amended or regulatory directive or order is imposed which renders it illegal or in the opinion of the Manager, impracticable or inadvisable to continue the relevant Sub-Fund; (iii) within a reasonable time and using commercially reasonable endeavours, the Manager is unable to find a person acceptable to act as the new trustee after deciding to remove the Trustee in accordance with the Trust Deed; (iv) the relevant Index is no longer available for benchmarking or if the Units are no longer listed on the SEHK or any other Recognised Stock Exchange; or (v) at any time, the relevant Sub-Fund ceases to have any Participating Dealer. Upon a Sub-Fund being terminated, the Trustee will distribute the net cash proceeds (if any) derived from the realisation of the investments comprised in the relevant Sub-Fund to the Unitholders in accordance with the Trust Deed. Any such amount distributed may be more or less than the capital invested by the Unitholder.

Risks associated with market trading

Absence of active market and liquidity risks

Although Units of each Sub-Fund are listed for trading on the SEHK, there can be no assurance that an active trading market for such Units will develop or be maintained. In addition, if the underlying Securities which comprise each Sub-Fund themselves have limited trading markets, or if the spreads are wide, this may adversely affect the price of the Units and the ability of an investor to dispose of its Units at the desired price. If you need to sell your Units at a time when no active market for them exists, the price you receive for your Units — assuming you are able to sell them — is likely to be lower than the price received if an active market did exist.

Suspension of trading risk

Investors and potential investors will not be able to buy, nor will investors be able to sell, Units on the SEHK during any period in which trading of the Units is suspended. The SEHK may suspend the trading of Units whenever the SEHK determines that it is appropriate and in the

interest of a fair and orderly market to protect investors. The subscription and redemption of Units may also be suspended if the trading of Units is suspended.

Effect of redemptions risk

If significant redemptions of Units are requested by the Participating Dealers, it may not be possible to liquidate the relevant Sub-Fund's investments at the time such redemptions are requested or the Manager may be able to do so only at prices which the Manager believes does not reflect the true value of such investments, resulting in an adverse effect on the return to investors. Where significant redemptions of Units are requested by the Participating Dealers, the right of Participating Dealers to require redemptions in excess of 10% of the total number of Units in the Sub-Fund then in issue (or such higher percentage as the Manager may determine) may be deferred, or the period for the payment of redemption proceeds may be extended.

In addition, the Manager may also in certain circumstances suspend the determination of the Net Asset Value of the Sub-Fund for the whole or any part of any period. Please see the section on "Determination of Net Asset Value" for further details.

Units may trade at prices other than Net Asset Value risk

Units trade on the SEHK at prices above or below the most recent Net Asset Value. The Net Asset Value per Unit of each Sub-Fund is calculated at the end of each Dealing Day and fluctuates with changes in the market value of the relevant Sub-Fund's holdings. The trading prices of the Units fluctuate continuously throughout the trading hours based on market supply and demand rather than Net Asset Value. The trading price of the Units may deviate significantly from Net Asset Value particularly during periods of market volatility. Any of these factors may lead to the Units of the relevant Sub-Fund trading at a premium or discount to the Net Asset Value. On the basis that Units can be created and redeemed in Application Units at Net Asset Value, the Manager believes that large discounts or premiums to Net Asset Value are not likely to be sustained over the long-term. While the creation/redemption feature is designed to make it likely that the Units will normally trade at prices close to the relevant Sub-Fund's next calculated Net Asset Value, trading prices are not expected to correlate exactly with the relevant Sub-Fund's Net Asset Value due to reasons relating to timing as well as market supply and demand factors. In addition, disruptions to creations and redemptions or the existence of extreme market volatility may result in trading prices that differ significantly from Net Asset Value. In particular, if an investor purchases Units at a time when the market price is at a premium to Net Asset Value or sells when the market price is at a discount to Net Asset Value, then the investor may sustain losses.

Borrowing risks

The Trustee, at the request of the Manager, may borrow for the account of a Sub-Fund (up to 25% of the Net Asset Value of each Sub-Fund unless otherwise specified in the relevant Appendix) for various reasons, such as facilitating redemptions or to acquire investments for the account of the Sub-Fund. Borrowing involves an increased degree of financial risk and may increase the exposure of a Sub-Fund to factors such as rising interest rates, downturns in the economy or deterioration in the conditions of the assets underlying its investments. There can be no assurance that a Sub-Fund will be able to borrow on favourable terms, or that the relevant Sub-Fund's indebtedness will be accessible or be able to be refinanced by the relevant Sub-Fund at any time.

Cost of trading Units risk

As investors will pay certain charges (e.g. trading fees and brokerage fees) to buy or sell Units on the SEHK, investors may pay more than the Net Asset Value per Unit when buying Units on the SEHK, and may receive less than the Net Asset Value per Unit when selling Units on the SEHK. In addition, investors on the secondary market will also incur the cost of the trading spread, being the difference between what investors are willing to pay for the Units (bid price) and the price at

which they are willing to sell Units (ask price). Frequent trading may detract significantly from investment results and an investment in Units may not be advisable particularly for investors who anticipate making small investments regularly.

No right to control any Sub-Fund's operation risk

Investors will have no right to control the daily operations, including investment and redemption decisions, of any Sub-Fund.

Secondary market trading risk

Units in a Sub-Fund may trade on the SEHK when the relevant Sub-Fund does not accept orders to subscribe or redeem Units. On such days, Units may trade in the secondary market with more significant premiums or discounts than might be experienced on days when the Sub-Fund accepts subscription and redemption orders.

Reliance on the Manager risk

Unitholders must rely on the Manager in formulating the investment strategies and the performance of each Sub-Fund is largely dependent on the services and skills of its officers and employees as well as, where applicable, the utilisation of its RQFII quota. In the case of loss of service of the Manager or any of its key personnel, as well as any significant interruption of the Manager's business operations or in the extreme case of the insolvency of the Manager, the Trustee may not find successor managers with the requisite skills, qualifications and, if applicable, RQFII quota quickly and the new appointment may not be on equivalent terms or of similar quality.

Reliance on the Investment Adviser risk

The Manager will substantially make use of and rely on the expertise and systems of the Investment Adviser to support the investments of the Sub-Funds in the relevant markets. In the event of a breakdown or disruption in communications with or the provision by the Investment Adviser of its assistance to the Manager, the operations of a Sub-Fund may be adversely affected. The occurrence of such events could cause a deterioration in a Sub-Fund's performance and investors may lose money in those circumstances.

Reliance on Market Makers risk

Although the Manager will ensure that at least one Market Maker will maintain a market for the Units of each Sub-Fund or, where there is a Dual Counter, for the Units traded in each counter, it should be noted that liquidity in the market for the Units may be adversely affected if there is no Market Maker for the RMB traded Units or, where there is a Dual Counter, no Market Maker for the HKD traded Units or no Market Maker for the RMB traded Units of the relevant Sub-Fund. The Manager will seek to mitigate this risk by ensuring at least one Market Maker for the Units of the Sub-Fund or for the Units traded in each counter (where there is a Dual Counter) gives not less than 3 months notice prior to terminating market making arrangement under the relevant market making agreement(s). There may be less interest by potential market makers in making a market in Units denominated or traded in RMB. Furthermore, any disruption to the availability of RMB may adversely affect the capability of Market Makers in providing liquidity for RMB traded Units. It is possible that there will only be one SEHK Market Maker to a Sub-Fund or to a counter of a Sub-Fund or the Manager may not be able to engage a substitute Market Maker within the termination notice period of a Market Maker. There is also no guarantee that any market making activity will be effective.

Reliance on Participating Dealers risk

The creation and redemption of Units may only be effected through Participating Dealers. A Participating Dealer may charge a fee for providing this service. Participating Dealers will not be

able to create or redeem Units during any period when, amongst other things, dealings on the SEHK are restricted or suspended, settlement or clearing of Securities through the CCASS is disrupted or the Index is not compiled or published. In addition, Participating Dealers will not be able to issue or redeem Units if some other event occurs that impedes the calculation of the Net Asset Value of the relevant Sub-Fund or disposal of the relevant Sub-Fund's Securities cannot be effected. Since the number of Participating Dealers at any given time will be limited, and there may even be only one Participating Dealer at any given time, there is a risk that investors may not always be able to create or redeem Units freely.

Risks associated with the Indices

Fluctuations risk

The performance of the Units should, before fees and expenses, correspond closely with the performance of the Index being tracked by a Sub-Fund. If the Index experiences volatility or declines, the price of the Units of that Sub-Fund will vary or decline accordingly.

Licence to use an Index may be terminated risk

The Manager is granted a licence by the relevant Index Provider to use each Index to create the relevant Sub-Fund based on the Index and to use certain trade marks and any copyright in the Index. A Sub-Fund may not be able to fulfil its objective and may be terminated if the licence agreement is terminated. Where a licence agreement is subject to an initial fixed term, such initial term may be limited in period and thereafter renewable for only short periods. There can be no guarantee that the relevant licence agreement will be perpetually renewed. Where a licence agreement is not subject to any fixed term, the relevant licence agreement may be terminated at anytime with or without prior notice. For further information on the grounds for terminating the licence agreement, please refer to the section on "Index Licence Agreement" in the relevant Appendix. Although the Manager will seek to find a replacement Index, a Sub-Fund may also be terminated if the relevant Index ceases to be compiled or published and there is no replacement Index using the same or substantially similar formula for the method of calculation as used in calculating the Index.

Compilation of Index risk

The Securities of each Index are determined and composed by the relevant Index Provider without regard to the performance of the relevant Sub-Fund. The Sub-Funds are not sponsored, endorsed, sold or promoted by the Index Provider(s). Each Index Provider makes no representation or warranty, express or implied, to investors in the Sub-Funds or other persons regarding the advisability of investing in Securities generally or in the Sub-Funds particularly. Each Index Provider has no obligation to take the needs of the Manager or investors in the Sub-Funds into consideration in determining, composing or calculating the Index or Indices. There is no assurance that an Index Provider will compile the relevant Index accurately, or that the Index will be determined, composed or calculated accurately. In addition, the process and the basis of computing and compiling the Index and any of its related formulae, constituent companies and factors may at any time be changed or altered by the Index Provider without notice. Consequently there can be no guarantee that the actions of an Index Provider will not prejudice the interests of the relevant Sub-Fund, the Manager or investors.

Composition of an Index may change risk

The Securities constituting an Index will change as the Securities of the Index are delisted, or as the Securities mature or are redeemed or as new Securities are included in the Index. When this happens the weightings or composition of the Securities owned by the Sub-Funds will change as considered appropriate by the Manager to achieve the investment objective. Thus, an investment in Units will generally reflect the Index as its constituents change and not necessarily the way it is comprised at the time of an investment in Units. However, there can be no guarantee that the Sub-Funds will, at any given time accurately reflect the composition of the

Index (refer to the section on “Tracking error risk”).

Risks associated with regulation

Withdrawal of SFC authorisation risk

The Trust and each Sub-Fund have been authorised as a collective investment scheme under the Code by the SFC under Section 104 of the SFO. SFC authorisation is not a recommendation or endorsement of a scheme nor does it guarantee the commercial merits of a scheme or its performance. This does not mean the scheme is suitable for all investors nor is it an endorsement of its suitability for any particular investor or class of investors. The SFC reserves the right to withdraw the authorisation of the Trust or any Sub-Fund or impose such conditions as it considers appropriate. If the Manager does not wish the Trust or any Sub-Fund to continue to be authorised by the SFC, the Manager will give Unitholders at least three months’ notice of the intention to seek SFC’s withdrawal of such authorisation. In addition, any authorisation granted by the SFC may be subject to certain conditions which may be withdrawn or varied by the SFC. If, as a result of such withdrawal or variation of conditions, it becomes illegal, impractical or inadvisable to continue the Trust or a Sub-Fund, the Trust or the relevant Sub-Fund (as applicable) will be terminated.

General legal and regulatory risk

Each Sub-Fund must comply with regulatory constraints or changes in the laws affecting it or its investment restrictions which might require a change in the investment policy and objectives followed by the Sub-Fund. Furthermore, such change in the laws may have an impact on the market sentiment which may in turn affect the performance of the Index and as a result, the performance of the Sub-Fund. It is impossible to predict whether such an impact caused by any change of law will be positive or negative for the Sub-Fund. In the worst case scenario, a Unitholder may lose a material part of its investments in the Sub-Fund.

Units may be delisted from the SEHK risk

The SEHK imposes certain requirements for the continued listing of securities, including the Units, on the SEHK. Investors cannot be assured that the Sub-Funds will continue to meet the requirements necessary to maintain the listing of Units on the SEHK or that the SEHK will not change the listing requirements. If the Units of a Sub-Fund are delisted from the SEHK, Unitholders will have the option to redeem their Units by reference to the Net Asset Value of the Sub-Fund. Where a Sub-Fund remains authorised by the SFC, such procedures required by the Code will be observed by the Manager including as to notices to Unitholders, withdrawal of authorisation and termination, as may be applicable. Should the SFC withdraw authorisation of a Sub-Fund for any reason it is likely that Units may also have to be delisted.

Taxation risk

Investing in the Sub-Funds may have tax implications for a Unitholder depending on the particular circumstances of each Unitholder. Prospective investors are strongly urged to consult their own tax advisers and counsel with respect to the possible tax consequences to them of an investment in the Units. Such tax consequences may differ in respect of different investors.

Valuation and accounting risk

The Manager intends to adopt IFRS in drawing up the annual accounts of the Sub-Funds. However, the calculation of the Net Asset Value in the manner described under the section on “Determination of Net Asset Value” will not necessarily be in compliance with generally accepted accounting principles, that is, IFRS. Under IFRS, (i) investments should be valued at fair value (bid and offer pricings are considered to be representative of fair value for listed investments) rather than last traded price; and (ii) establishment costs should be expensed as incurred rather than amortised over a period of time. Accordingly, the Net Asset Value as described in this

Prospectus will not necessarily be the same as the net asset value to be reported in the annual accounts as the Manager will make necessary adjustments in the annual accounts to comply with IFRS (although the Manager does not consider the differences between IFRS and the calculation of Net Asset Value are material). Any such adjustments will be disclosed in the annual accounts, including a reconciliation. Otherwise, non-compliance with IFRS may result in the auditors issuing a qualified or an adverse opinion on the annual accounts depending on the nature and level of materiality of the non-compliance.

Contagion across Sub-Funds risk

The Trust Deed allows the Trustee and the Manager to issue Units in separate Sub-Funds as separate trusts. The Trust Deed provides for the manner in which the liabilities are to be attributed across the various Sub-Funds under the Trust (liabilities are to be attributed to the specific Sub-Fund in respect of which the liability was incurred). A person to whom such a liability is owed has no direct recourse against the assets of the relevant Sub-Fund (in the absence of the Trustee granting that person a security interest). However, the Trustee will have a right of reimbursement and indemnity out of the assets of the Trust as a whole or any part thereof, against any action, costs, claims, damages, expenses or demands relating to the Trust as a whole, which may result in Unitholders of one Sub-Fund being compelled to bear the liabilities incurred in respect of other Sub-Fund(s) in which such Unitholders do not themselves own units, if there are insufficient assets in that other Sub-Fund to satisfy the amount due to the Trustee. Accordingly, there is a risk that liabilities of one Sub-Fund may not be limited to that particular Sub-Fund and may be required to be paid out of one or more other Sub-Funds.

Non-recognition of Sub-Fund segregation risk

The assets and liabilities of each of the Sub-Funds under the Trust will be tracked, for book keeping purposes, separately from the assets and liabilities of any other Sub-Funds, and the Trust Deed provides that the assets of each of the Sub-Funds should be segregated as separate trusts from each other. There is no guarantee that the courts of any jurisdiction outside Hong Kong will respect the limitations on liability and that the assets of any particular Sub-Fund will not be used to satisfy the liabilities of any other Sub-Fund.

MANAGEMENT OF THE TRUST

The Manager and Investment Adviser

The Manager of the Trust is E Fund Management (Hong Kong) Co., Limited.

The Manager was incorporated with limited liability in August 2008 in Hong Kong and is licensed to conduct Types 4 (Advising on Securities) and 9 (Asset Management) regulated activities under Part V of the SFO with CE number ARO593. It is principally engaged in fund management and the provision of investment advisory services to corporations, institutions and individual investors.

The Manager undertakes the management of the assets of the Trust. Under the Trust Deed, the monies forming part of a Sub-Fund are invested, at the direction of the Manager, in accordance with the Trust Deed. The Manager is responsible for placing purchase and sale orders and providing continuous supervision of the investment portfolio of the Trust.

Without limiting the other powers mentioned in this Prospectus, the Manager may purchase and sell investments for the account of a Sub-Fund and subject to the provisions of the Trust Deed and enter into such contracts including sale and purchase agreements, loans and broker and trading agreements in accordance with the Trust Deed, as it deems appropriate in the performance of its role as Manager.

The Manager is a wholly owned subsidiary of E Fund Management Co., Limited which was established on 17 April 2001. E Fund Management Co., Limited acts as the Investment Adviser in respect of the Trust and each Sub-Fund (unless otherwise stated in the relevant Appendix). The Investment Adviser will advise the Manager in respect of the investment of each Sub-Fund and will not exercise investment discretion in respect of the investments of the relevant Sub-Funds.

The Investment Adviser is a fund management company licensed with China Securities Regulatory Commission and at the end of December 2012, assets under the Investment Adviser's management was around RMB250 billion, making it one of the largest index fund managers (Source: Wind Information Co. Ltd.) and one of the three largest asset managers in China, and is also qualified for managing investment portfolios for both the National Council for Social Security Fund and Ministry of Labour and Social Security of China Decree 23 compliant enterprise annuity schemes. The Investment Advisor's advisory fees will be reimbursed out of the Manager's management fee.

The Directors of the Manager

The Directors of the Manager are:

Liu Xiaoyan

Ms. Liu graduated from Nanjing University with a Doctorate degree in Economics. Ms. Liu was an investment manager at the fund investment department of GF Securities, a leading Chinese securities firm. Upon joining E Fund Management Co., Ltd in 2001, Ms. Liu was Chief Compliance Officer and Chief Marketing Officer before her promotion to Chief Executive Officer of E Fund Management Co., Ltd.

Zhang Youzao

Mr. Zhang graduated from the Baptist University of Hong Kong with a Master's degree in Business Administration. Mr. Zhang has served a number of Guangdong based financial institutions and has extensive experience in the securities and investment businesses. Mr. Zhang joined E Fund Management Co., Ltd in 2001 and is responsible for overseeing the operation of the E Fund Management Co., Limited and is now the Chief Operating Officer of E Fund Management Co., Ltd.

Fan Yue

Mr. Fan graduated from Wuhan University with a Master's degree in Business Administration. Mr. Fan was the Head of Fund Supervision at the SZSE. Mr. Fan joined E Fund Management Co., Ltd in 2011 and is responsible for the product development and corporate planning of the E Fund Management Co., Limited and is now the Chief Product Officer of E Fund Management Co., Ltd.

Ma Jun

Mr. Ma graduated from Peking University with an Executive Master's degree in Business Administration. Mr. Ma previously worked in the sales department of Junan Securities, Shenzhen Public Investment Company Capital, and GF Securities. Mr. Ma joined E Fund Management Co., Ltd in 2001 and is responsible for the RQFII products and is now the Chief Investment Officer of the Fixed Income Department of E Fund Management Co., Limited.

The Trustee and Registrar

The Trustee of the Trust is HSBC Institutional Trust Services (Asia) Limited. The Trustee also acts as the Registrar of each Sub-Fund, and provides services in respect of the establishment and maintenance of the register of the Unitholders of each Sub-Fund.

The Trustee was incorporated with limited liability in Hong Kong in 1974 and is registered as a trust company under the Trustee Ordinance, Cap 29 of the Laws of Hong Kong and approved by the Mandatory Provident Funds Scheme Authority as trustee of registered MPF Schemes under the Mandatory Provident Fund Schemes Ordinance, Cap 485 of the Laws of Hong Kong. HSBC Institutional Trust Services (Asia) Limited is an indirectly wholly owned subsidiary of HSBC Holdings plc, a public company incorporated in England and Wales.

Under the Trust Deed, the Trustee is responsible for the safe-keeping of the assets of the Trust and the Sub-Funds, subject to the provisions of the Trust Deed.

The Trustee may from time to time appoint such person or persons as it thinks fit (including, without limitation, any of its Connected Persons) to hold as custodian, nominee or agent, all or any of the investments, assets or other property comprised in the Trust Fund or any of the Sub-Funds and may empower any such custodian, nominee or agent to appoint, with the prior consent in writing of the Trustee, co-custodians and/or sub-custodians (each such custodian, nominee, agent, co-custodian and sub-custodian a "Correspondent"). The Trustee is required to (a) exercise reasonable care and diligence in the selection, appointment and monitoring of Correspondents and (b) be satisfied that Correspondents retained remain suitably qualified and competent to provide the relevant custodial services to the Sub-Funds. The Trustee shall be responsible for the acts and omissions of any Correspondent which is a Connected Person of the Trustee as if the same were the acts or omissions of the Trustee, but provided that the Trustee has discharged its obligations set out in (a) and (b) as set out in this paragraph, the Trustee shall not be liable for any act, omission, insolvency, liquidation or bankruptcy of any Correspondent which is not a Connected Person of the Trustee. For the purpose of the foregoing "Correspondent" shall include the Custodian and the PRC Custodian. The Custodian is The Hongkong and Shanghai Banking Corporation Limited and the PRC Custodian is HSBC Bank (China) Company Limited (please see below).

The Trustee shall not be liable for: (i) any act, omission, insolvency, liquidation or bankruptcy of Euro-clear Clearing System Limited or Clearstream Banking S.A. or any other recognised depositary or clearing system which may from time to time be approved by the Trustee and the Manager; or (ii) the custody or control of any investments, assets or other property which is under the custody or held by or on behalf of a lender in respect of any borrowing made by the Trustee for the purposes of the Trust or any Sub-Fund.

Subject as provided in the Trust Deed, the Trustee shall not be liable for losses caused by the performance of investments made by the Trust and/or any Sub-Fund.

Subject as provided in the Trust Deed, the Trustee is entitled to be indemnified from the assets of the Trust and/or each Sub-Fund from and against any and all actions, proceedings, liabilities, costs, claims, damages, expenses, including all reasonable legal, professional and other similar expenses (other than those resulting from the fraud, negligence or wilful default on the part of the Trustee or any of its officers, employees, agents or delegates for which the Trustee would be liable under the Trust Deed), which may be incurred by or asserted against the Trustee in performing its obligations or duties in connection with the Trust or a Sub-Fund. Subject to applicable law and the provisions of the Trust Deed, the Trustee shall not, in the absence of fraud, negligence or wilful default by it or any agent, sub-custodian or delegate appointed by the Trustee, be liable for any losses, costs or damage to the Trust, the Sub-Funds or any Unitholder.

The Trustee in no way acts as guarantor or offeror of the Units or any underlying investment. The Trustee has no responsibility or authority to make investment decisions, or render investment advice with respect to the Trust or the Sub-Funds, which is the sole responsibility of the Manager.

The Trustee will not participate in transactions and activities, or make any payments denominated in US dollars, which, if carried out by a US person, would be subject to sanctions by The Office of Foreign Assets Control ("OFAC") of the US Department of the Treasury. The OFAC administers and enforces economic sanction programs primarily against countries and groups of individuals, such as terrorists and narcotics traffickers by using the blocking of assets and trade restrictions to accomplish foreign policy and national security goals. In enforcing economic sanctions, OFAC acts to prevent "prohibited transactions," which are described by OFAC as trade or financial transactions and other dealings in which US persons may not engage unless authorised by OFAC or expressly exempted by statute. OFAC has the authority to grant exemptions to prohibitions on such transactions, either by issuing a general licence for certain categories of transactions, or by specific licences issued on a case-by-case basis. HSBC group of companies has adopted a policy of compliance with the sanctions issued by OFAC. As part of its policy, the Trustee may request for additional information if deemed necessary.

The appointment of the Trustee may be terminated in the circumstances set out in the Trust Deed.

The Trustee is entitled to the fees set out below under the section on "Fees and Expenses Payable by the Sub-Fund" and to be reimbursed for all costs and expenses in accordance with the provisions of the Trust Deed.

The Manager has sole responsibility for making investment decisions in relation to the Trust and/or the Sub-Funds and the Trustee (including the Custodian and the PRC Custodian) is not responsible and has no liability for any investment decision made by the Manager. Except as provided in this Prospectus and/or required by the Code, neither the Trustee nor any of its employees, service providers or agents are or will be involved in the business affairs, organisation, sponsorship or investment management of the Trust or the Sub-Funds, and they are not responsible for the preparation or issue of this Prospectus other than the description under the section on "The Trustee and Registrar".

Where a Sub-Fund invests directly into the PRC's securities markets pursuant to the RQFII regime, the Trustee has put in place proper arrangements to ensure that:

- (a) the Trustee takes into its custody or under its control the assets of the Sub-Fund, including onshore PRC assets which will be maintained by the PRC Custodian in electronic form via a securities account with the CSDCC and any assets deposited in a cash account with the PRC Custodian, and holds the same in trust for the relevant Unitholders;
- (b) cash and registrable assets of the Sub-Fund, including assets deposited in the securities account with the CSDCC and cash of any Sub-Fund held by the PRC Custodian, are registered in the name of or held to the order of the Trustee; and
- (c) the PRC Custodian will look to the Trustee for instructions and solely act in accordance with the Trustee's instructions as provided under the PRC Participation Agreement.

The Custodian and PRC Custodian

In respect of each Sub-Fund which invests directly in A-Shares, The Hongkong and Shanghai Banking Corporation Limited has been appointed by the Manager and the Trustee to act as the Custodian. The Custodian will be responsible for the safe custody of the assets managed by the Manager in connection with its RQFII quota within the PRC under the RQFII scheme in accordance with the PRC Custody Agreement. According to the PRC Custody Agreement, the Custodian is entitled to utilise its local subsidiary or its associates within the HSBC group of companies, which as of the date of the PRC Custody Agreement is the PRC Custodian (i.e. HSBC Bank (China) Company Limited), as its delegate for the performance of services under the PRC Custody Agreement. The Custodian will act through its delegate (i.e. HSBC Bank (China) Company Limited), the PRC Custodian, and remains responsible for any acts and omission of the PRC Custodian.

Neither the Custodian nor the PRC Custodian is responsible for the preparation of this Prospectus and they accept no responsibility or liability for the information contained here other than the description under the section "The Custodian and PRC Custodian".

The Service Agent or the Conversion Agent

HK Conversion Agency Services Limited, a wholly owned subsidiary of HKSCC, acts as Service Agent or Conversion Agent (as indicated in the relevant Appendix) under the terms of the Service Agreement entered into among the Manager, the Trustee, the Registrar, the Participating Dealer, the Service Agent and HKSCC, or the Conversion Agency Agreement entered into among the Manager, the Trustee, the Registrar, the Participating Dealer, the Conversion Agent and HKSCC, performs, through HKSCC, certain of its services in connection with the creation and redemption of Units in the relevant Sub-Funds by Participating Dealers.

The Auditor

The Manager has appointed PricewaterhouseCoopers to act as the auditor of the Trust and the Sub-Funds (the "Auditor"). The Auditor is independent of the Manager and the Trustee.

The Participating Dealers

A Participating Dealer may act for its own account or for your account as its clients in making Creation Applications and Redemption Applications. Different Sub-Funds may have different Participating Dealers. The latest list of the Participating Dealers in respect of each Sub-Fund is available at www.efunds.com.hk/fund.html (the contents of this website and any other websites referred to in this Prospectus have not been reviewed by the SFC).

The Market Makers

A Market Maker is a broker or dealer permitted by the SEHK to make a market for the Units in the secondary market and whose obligations include quoting bid prices to potential sellers and offer prices to potential buyers when there is a wide spread between the prevailing bid prices and offer prices for the Units on the SEHK. Market Makers facilitate the efficient trading of Units by providing liquidity in the secondary market when it is required, in accordance with the market making requirements of the SEHK.

Subject to applicable regulatory requirements, the Manager will ensure that there is at all times at least one Market Maker for Units traded in RMB and, if there is a Dual Counter, one Market Maker for Units traded in HKD and one Market Maker for Units traded in RMB. If the SEHK withdraws its permit to the existing Market Maker(s), the Manager will endeavour to ensure that there is at least one other Market Maker per Sub-Fund per counter to facilitate the efficient trading of Units of the relevant eligible currency (RMB or, if there is a Dual Counter, at least one other Market Maker to facilitate the efficient trading of Units in RMB and one other Market Maker to facilitate the efficient trading of Units in HKD). The Manager will seek to ensure that at least one Market Maker per counter gives not less than 3 months notice prior to terminating market making arrangement under the relevant market making agreement. The latest list of

Market Makers for each Sub-Fund is available at www.hkex.com.hk and www.efunds.com.hk/fund.html (the contents of which and of any other website referred to in this Prospectus have not been reviewed by the SFC). Please refer to the section on "Website Information" for the warning and the disclaimer regarding information contained in such website.

The Listing Agent

GF Capital (Hong Kong) Limited is appointed by the Manager as the Listing Agent for the listing of each of the Sub-Funds on the SEHK. The Listing Agent is licensed by the SFC to carry on Type 6 (advising on corporate finance) regulated activity under Part V of the SFO with CE number AOB163.

Conflicts of Interest and Soft Dollars

The Manager and the Trustee may, from time to time, act as manager, sub-investment manager, investment adviser, trustee or custodian or in such other capacity in connection with any collective investment scheme separate and distinct from the Trust and the Sub-Funds and retain any profit or benefit made in connection therewith.

In addition:

- (a) The Manager or any of its Connected Persons may purchase and sell investments for the account of a Sub-Fund as agent for the Sub-Fund.
- (b) The Trustee, the Manager and any of their Connected Persons may contract or enter into any financial, banking or other transaction with one another or with any Unitholder or any company or body any of whose shares or securities form part of the relevant Sub-Fund's assets.
- (c) The Trustee or the Manager or any of their Connected Persons may become the owner of Units and hold, dispose or otherwise deal with them with the same rights which it would have had if it had not been the Trustee or the Manager or any of their Connected Persons.
- (d) The Trustee, the Manager and any of their Connected Persons may buy, hold and deal in any securities, commodities or other property for their own account or for the account of their other customers notwithstanding that similar securities, commodities or other property may be held by the Sub-Fund.
- (e) Any arrangements for the borrowing or deposit of any monies for the account of the Sub-Fund may be made with any of the Trustee, the Manager, any investment adviser or any of their Connected Persons being a banker or other financial institution provided that such person shall charge or pay (as the case may be) interest or fees at a rate or amount no higher (in the case of a borrowing) or lower (in the case of a deposit) than the prevailing rates or amounts for transactions of a similar size and duration, in the same currency and with institutions of similar standing.
- (f) Neither the Trustee nor the Manager nor any of their Connected Persons shall be liable to account to each other or to the Sub-Fund or to the Unitholders for any profits or benefits made or derived from or in connection with any such transaction mentioned above.

It is, therefore, possible that any of the Trustee, the Manager or any of their Connected Persons may, in the course of business, have potential conflicts of interest with any Sub-Fund. Each will, at all times, have regard in such event to its obligations to the Sub-Funds and the Unitholders and will endeavour to ensure that such conflicts are resolved fairly.

Subject to applicable rules and regulations, the Manager, its delegate or any of its Connected Persons may enter into portfolio transactions for or with the Sub-Fund as agent in accordance with normal market practice, provided that commissions charged to the Sub-Fund in these circumstances do not exceed customary full service brokerage rates. If a broker does not provide research or other lawful services in addition to brokerage execution, such broker will

generally charge a brokerage commission that is discounted from customary full service brokerage rates. Where the Manager invests the Sub-Fund in shares or units of a collective investment scheme managed by the Manager, its delegates or any of its Connected Persons, the manager of the scheme in which the investment is being made by the Sub-Fund must waive any preliminary or initial charge which it is entitled to charge for its own account in relation to the acquisition of shares or units and there must be no increase in the overall total of annual management fees (or other costs and charges payable to the Manager or any of its Connected Persons) borne by the Sub-Fund.

None of the Manager, its delegates or any of its Connected Persons shall retain any cash commission rebates or other payment or benefit (except as otherwise provided for in this Prospectus or in the Trust Deed) received from a third party (either directly or indirectly) arising out of the sale or purchase or loan of investments for a Sub-Fund, and any such rebates or payments or benefits which are received shall be credited to the account of the relevant Sub-Fund.

The Manager, its delegates or any of its Connected Persons may receive, and are entitled to retain, research products and services (known as soft dollar benefits) which are of demonstrable benefit to the Sub-Funds (as may be permitted under the Code, applicable rules and regulations) from brokers and other persons through whom investment transactions are carried out ("brokers") provided that the quality of transaction execution is consistent with best execution standards.

The services of the Trustee provided to the Trust and the Sub-Funds are not deemed to be exclusive and the Trustee shall be free to render similar services to others so long as its services hereunder are not impaired thereby and to retain for its own use and benefit all fees and other monies payable thereby and the Trustee shall not be deemed to be affected with notice of or to be under any duty to disclose to the Sub-Funds any fact or thing which comes to the notice of the Trustee in the course of the Trustee rendering similar services to others or in the course of its business in any other capacity or in any manner whatsoever otherwise than in the course of carrying out its duties under the Trust Deed.

Conflicts of interest may also arise due to the widespread business operations of the Trustee, the Manager, the Registrar, the Custodian and the Service Agent or the Conversion Agent (as the case may be) and their respective holding companies, subsidiaries and affiliates. The foregoing parties may effect transactions where those conflicts arise and shall not, subject to the terms of the Trust Deed, be liable to account for any profit, commission or other remuneration arising. However, all transactions carried out by or on behalf of the Sub-Funds will be on arm's length terms. For so long as the Sub-Funds are authorised by the SFC and it is an applicable requirement of the Code, the Manager, if transacting with brokers or dealers connected to the Manager, investment advisers or any of their respective Connected Persons, must ensure it complies with the following obligations:

- (a) such transactions should be on arm's length terms;
- (b) it must use due care in the selection of brokers or dealers and ensure that they are suitably qualified in the circumstances;
- (c) transaction execution must be consistent with applicable best execution standards;
- (d) the fee or commission paid to any such broker or dealer in respect of a transaction must not be greater than that which is payable at the prevailing market rate for a transaction of that size and nature;
- (e) the Manager must monitor such transactions to ensure compliance with its obligations; and
- (f) the nature of such transactions and the total commissions and other quantifiable benefits received by such broker or dealer shall be disclosed in the annual report of the Sub-Funds.

STATUTORY AND GENERAL INFORMATION

Reports and Accounts

The financial year-end of the Trust and each Sub-Fund is 31 December every year. The first financial year-end of the E Fund CSI 100 A-Share Index ETF was December 2012. The first financial year-end of the E Fund CES China 120 Index ETF will be December 2013. The first financial year-end of the E Fund Citi Chinese Government Bond 5-10 Years Index ETF will be December 2014. Audited accounts are to be prepared (according to IFRS) and published on the Manager's website within 4 months of each financial year-end. Half-yearly unaudited reports are also to be prepared up to 30 June of each year and published on the Manager's website within 2 months of such date. Once these reports are made available on the Manager's website, investors will be notified within the relevant timeframe.

The first audited accounts of the E Fund CSI 100 A-Share Index ETF was for the year ending 31 December 2012 and the first half-yearly unaudited reports of the E Fund CSI 100 A-Share Index ETF was for the half year ending 30 June 2013. The first audited accounts and the first half-yearly unaudited reports of the E Fund CES China 120 Index ETF will be for the period ending 31 December 2013 and the half year ending 30 June 2014 respectively. The first half-yearly unaudited reports and the first audited accounts of the E Fund Citi Chinese Government Bond 5-10 Years Index ETF will be for the period ending 30 June 2014 and the period ending 31 December 2014 respectively.

The audited accounts and the half-yearly unaudited reports of each Sub-Fund are or will be available in the English language only. Printed copies may be requested free of charge from the Manager by contacting it, as described below under "Notices".

The reports provide details of the assets of each Sub-Fund and the Manager's statement on transactions during the period under review (including a list of any constituent Securities of the relevant Index, if any, that each accounts for more than 10% of the weighting of the relevant Index as at the end of the relevant period and their respective weighting showing any limits adopted by the relevant Sub-Fund have been complied with). The reports shall also provide a comparison of each Sub-Fund's performance and the actual relevant Index performance over the relevant period and such other information as is required under the Code.

Trust Deed

The Trust and each Sub-Fund were established under Hong Kong law by the Trust Deed made between the Manager and the Trustee. All Unitholders are entitled to the benefit of, are bound by and are deemed to have notice of, the provisions of the Trust Deed. The Trust Deed contains provisions for the indemnification of the Trustee and the Manager out of the assets of the Trust Fund and their relief from liability in certain circumstances (summarised below in "Indemnities of the Trustee and Manager"). Unitholders and intending applicants are advised to consult the terms of the Trust Deed.

Indemnities of the Trustee and Manager

The Trustee and the Manager benefit from various indemnities in the Trust Deed. Except as provided under the Trust Deed, the Trustee and the Manager shall be entitled to be indemnified out of, and have recourse to, the Trust Fund in respect of any action, costs, claims, damages, expenses or demands arising directly or indirectly from the proper performance of the Sub-Funds. Nothing in the Trust Deed may provide that either the Trustee or the Manager (as the case may be) shall be exempted from or enjoy any indemnity against any liability for breach of trust or any liability which by virtue of any rule of Hong Kong law would arise in respect of any negligence, fraud or breach of trust of which either may be liable in relation to its duties.

Modification of the Trust Deed

The Trustee and the Manager may agree to modify, alter or add to the provisions of the Trust Deed by supplemental deed provided that in the opinion of the Trustee and the Manager such

modification, alteration or addition (i) does not materially prejudice the interests of Unitholders, does not operate to release to any material extent the Trustee or the Manager or any other person from any responsibility to the Unitholders and (with the exception of the costs incurred in connection with the relevant supplemental deed) does not increase the costs and charges payable out of the assets of the Sub-Funds or (ii) is necessary in order to make possible compliance with any fiscal, statutory or official requirement (whether or not having the force of law) or (iii) is made to correct a manifest error. In all other cases, modifications, alterations and additions require the sanction of an extraordinary resolution of the Unitholders affected. The SFC must also give its prior approval to all amendments to the Trust Deed.

The Manager will notify affected Unitholders of the amendments as soon as practicable after they are made if such notification is required under the Code.

Name of the Trust and Sub-Funds

Under the Trust Deed the Manager may, on notice to the Trustee, change the name of the Trust and the Sub-Funds, subject to the prior written approval of the SFC.

Meetings of Unitholders

Proxies may be appointed. A Unitholder who is the holder of two or more Units may appoint more than one proxy to represent him and vote on his behalf at any meeting of the Unitholders. If a clearing house (or its nominee(s)), being a corporation, is a Unitholder, it may authorise such persons as it think fit to act as its representatives at any meeting of the Unitholders provided that, if more than one person is so authorised, the authorisation shall specify the number and class of Units in respect of which each such representative is so authorised. Each person so authorised shall be deemed to have been duly authorised without further evidence of the facts and shall be entitled to exercise the same rights and powers on behalf of the clearing house (or its nominee(s)) as if such person were the registered Unitholder of the Units held by the clearing house (or its nominee(s)), including the right to vote individually on a show of hands or on a poll.

Voting Rights

Unitholders' meetings may be convened by the Manager, by the Trustee or by Unitholders representing at least 10% of the Units in issue, on not less than 21 days' notice.

These meetings may be used to modify the terms of the Trust Deed, including increasing the maximum fees payable to the service providers, removing the Manager or terminating any Sub-Fund at any time. Such amendments to the Trust Deed must be considered by Unitholders of at least 25% of the Units in issue and passed by a 75% majority of the votes cast.

Other matters that require an ordinary resolution being passed would be considered by Unitholders of at least 10% of the Units in issue and passed by a simple majority of 50% of the votes cast.

The Trust Deed contains provisions for the holding of separate meetings of Unitholders holding Units of different classes where only the interests of Unitholders of such class are affected.

Termination

The Trust may be terminated by the Trustee if: (i) the Manager goes into liquidation or a receiver is appointed and not discharged within 90 days; (ii) in the opinion of the Trustee, the Manager is incapable of performing its duties satisfactorily; (iii) the Manager has failed to perform its duties satisfactorily or has, in the opinion of the Trustee, done something calculated to bring the Trust into disrepute or that is harmful to the interests of Unitholders; (iv) a law is passed that renders it illegal, or in the opinion of the Trustee and the Manager, impracticable or inadvisable to continue the Trust; (v) the Trustee is unable to find an acceptable person to replace the Manager within 90 days after the removal of the Manager, or the person nominated shall fail to be approved by Extraordinary Resolution; or (vi) if the Trustee notifies the Manager in writing of its intention to retire and no suitable person willing to act as trustee has been identified by the Manager within 60

days of the Trustee's notice.

The Manager may terminate the Trust if: (i) after one year from the date of the Trust Deed, the aggregate Net Asset Value of all the Units in each Sub-Fund is less than RMB100 million; (ii) any law or regulation is passed or amended or any regulatory directive or order is imposed that affects the Trust and which renders the Trust illegal or in the good faith opinion of the Manager, makes it impracticable or inadvisable to continue the Trust; or (iii) within a reasonable time and using commercially reasonable endeavours, the Manager is unable to find a person acceptable to act as the new trustee after deciding to remove the Trustee in accordance with the Trust Deed.

The Manager may, in its absolute discretion, by notice in writing to the Trustee, terminate a Sub-Fund if: (i) after one year from the date of establishment of the relevant Sub-Fund, the aggregate Net Asset Value of all the Units in the relevant Sub-Fund is less than RMB100 million; (ii) any law or regulation is passed or amended or any regulatory directive or order is imposed that affects the relevant Sub-Fund and which renders the relevant Sub-Fund illegal or in the good faith opinion of the Manager makes it impracticable or inadvisable to continue the relevant Sub-Fund; (iii) its Index is no longer available for benchmarking or if the Units of the relevant Sub-Fund are no longer listed on the SEHK or any such other stock exchange from time to time determined by the Manager; (iv) at any time, the relevant Sub-Fund ceases to have any Participating Dealer; or (v) the Manager is unable to implement its investment strategy. Further, the Unitholders may at any time authorise termination of the Trust or the relevant Sub-Fund by extraordinary resolution.

The Trustee may, in its absolute discretion, by notice in writing to the Manager, terminate a Sub-Fund if: (i) the Trustee forms the opinion for good and sufficient reason that the Manager is incapable of performing its duties satisfactorily in respect of the relevant Sub-Fund; (ii) the Trustee forms the opinion for good and sufficient reason that the Manager has failed to perform its duties satisfactorily in respect of the relevant Sub-Fund or has done something calculated to bring the relevant Sub-Fund into disrepute or that is harmful to the interests of Unitholders of the relevant Sub-Fund; or (iii) any law or regulation is passed or amended or any regulatory directive or order is imposed that affects the relevant Sub-Fund and which renders the relevant Sub-Fund illegal or in the good faith opinion of the Trustee makes it impracticable or inadvisable to continue the relevant Sub-Fund.

Unless previously terminated as described above or under another provision in the Trust Deed, the Trust shall in any event terminate at the expiry of 80 years from the date of the Trust Deed.

Notice of the termination of the Trust or any Sub-Fund will be given to the Unitholders after the SFC has approved the notice. The notice will contain the reasons for the termination, the consequences to Unitholders of terminating the Trust or the Sub-Fund and the alternatives available to them, and any other information required by the Code.

Distribution Policy

The Manager will adopt a distribution policy for each Sub-Fund as the Manager considers appropriate having regard to the Sub-Fund's net income, fees and costs. No distribution will be paid out of the capital or effectively out of the capital of any Sub-Fund. For each Sub-Fund this distribution policy (including the currency of such distribution) will be set out in the relevant Appendix. Distributions will always depend on dividend payments on Securities held by the relevant Sub-Fund which will in turn depend on factors beyond the control of the Manager including, general economic conditions, and the financial position and dividend policies of the relevant underlying entities. There can be no assurance that such entities will declare or pay dividends or distributions.

The Manager may amend the distribution policy of any Sub-Fund with respect to the distribution out of capital of such Sub-Fund subject to the SFC's prior approval and by giving not less than one month's prior notice to Unitholders.

Inspection of Documents

Copies of the following documents in respect of each Sub-Fund are available for inspection free of charge at the offices of the Manager and copies thereof may be obtained from the Manager at a cost of HKD150 per set of copy documents (except for the documents in (g) the copies of which are available from the Manager free of charge):

- (a) Trust Deed;
- (b) PRC Participation Agreement (as applicable);
- (c) PRC Custody Agreement (as applicable);
- (d) Service Agreement (as applicable);
- (e) Conversion Agent Agreement (as applicable);
- (f) Participation Agreement(s); and
- (g) The most recent annual report and accounts of the Trust and the Sub-Funds (if any) and the most recent interim report of the Trust and the Sub-Funds (if any).

Part XV of the SFO

Part XV of the SFO sets out the Hong Kong disclosure of interests' regime applicable to Hong Kong listed companies. The regime does not apply to unit trusts that are listed on the SEHK like the Trust. Consequently, Unitholders are not obliged to disclose their interest in the Sub-Funds.

Anti-Money Laundering Regulations

As part of the Manager's, the Trustee's and the Participating Dealer's responsibility for the prevention of money laundering and to comply with all applicable laws to which the Manager, the Trustee, the Sub-Funds or the relevant Participating Dealer is subject, the Manager, the Registrar, the Trustee or the relevant Participating Dealer may require a detailed verification of an investor's identity and the source of payment of any applications for Units. Depending on the circumstances of each application, a detailed verification might not be required by the Manager or the Trustee where:

- (a) the investor makes the payment from an account held in the investor's name at a recognised financial institution; or
- (b) the application is made through a recognised intermediary.

These exceptions apply only if the financial institution or intermediary is within a country recognised by the Trustee and the Manager as having sufficient anti-money laundering regulations.

Index Licence Agreement

Licence agreement is entered into between the Manager and each Index Provider in respect of each Sub-Fund. Please refer to the relevant Appendix for the terms of each licence agreement.

Material Changes to an Index

The SFC should be consulted on any events that may affect the acceptability of an Index. Significant events relating to an Index will be notified to the Unitholders of the relevant Sub-Fund as soon as practicable. These may include a change in the methodology/rules for compiling or calculating the Index, or a change in the objective or characteristics of the Index.

Replacement of an Index

The Manager reserves the right, with the prior approval of the SFC and provided that in its

opinion the interests of the Unitholders of the relevant Sub-Fund would not be adversely affected, to replace an Index with another index. The circumstances under which any such replacement might occur include but are not limited to the following events:

- (a) the relevant Index ceasing to exist;
- (b) the licence to use the Index being terminated;
- (c) a new index becoming available that supersedes the existing Index;
- (d) a new index becoming available that is regarded as the market standard for investors in the particular market and/or would be regarded as more beneficial to the Unitholders than the existing Index;
- (e) investing in the Securities comprised within the Index becomes difficult;
- (f) the Index Provider increasing its licence fees to a level considered too high by the Manager;
- (g) the quality (including accuracy and availability of the data) of the Index having in the opinion of the Manager, deteriorated;
- (h) a significant modification of the formula or calculation method of the Index rendering that index unacceptable in the opinion of the Manager; and
- (i) the instruments and techniques used for efficient portfolio management not being available.

The Manager may change the name of a Sub-Fund if the relevant Index changes or for any other reasons including if licence to use the Index is terminated. Any change to (i) the use by the relevant Sub-Fund of the Index and/or (ii) the name of the relevant Sub-Fund will be notified to investors.

Information available on the Internet

The Manager will publish important news and information with respect to each Sub-Fund (including in respect of the relevant Index), both in the English and in the Chinese languages, on the Manager's website at www.efunds.com.hk/fund.html (the contents of this website and any other websites referred to in this Prospectus have not been reviewed by the SFC) and the HKEX's website at www.hkex.com.hk (in respect of (a), (b), (c), (d) and (f) below) including:

- (a) this Prospectus and the product key fact statement in respect of the Sub-Funds (as revised from time to time);
- (b) the latest annual and semi-annual financial reports (in English only);
- (c) any notices for material alterations or additions to this Prospectus or the relevant Sub-Fund's constitutive documents;
- (d) any public announcements made by the Sub-Funds, including information with regard to the Sub-Funds and Index, notices of the suspension of the calculation of the Net Asset Value, changes in fees and the suspension and resumption of trading;
- (e) the near real time estimated Net Asset Value per Unit throughout each Dealing Day in RMB, and if there is a HKD counter, in RMB and in HKD;
- (f) the last closing Net Asset Value of each Sub-Fund in RMB and the last closing Net Asset Value per Unit of each Sub-Fund in RMB and, if there is a HKD counter, in RMB and in HKD;

- (g) the composition of the Sub-Funds (updated on a daily basis);
- (h) the latest list of the Participating Dealers and Market Makers; and/or
- (i) the index methodology file of the Index.

The near real time estimated Net Asset Value per Unit in HKD, under (e) above, are indicative and for reference only. This is updated during SEHK trading hours. The near real time estimated Net Asset Value per Unit in HKD do not use a real time HKD:RMB foreign exchange rate – it is calculated using the near real time estimated Net Asset Value per Unit in RMB, multiplied by an assumed foreign exchange rate as specified in the relevant Appendix for offshore RMB (CNH) on the previous SEHK trading day. Since the estimated Net Asset Value per Unit in RMB will not be updated when the underlying A-Shares market or the PRC inter-bank bond market, as appropriate, is closed, the changes in the estimated Net Asset Value per Unit in HKD (if any) during such period is solely due to the change in the foreign exchange rate.

The last closing Net Asset Value per Unit in HKD, under (f) above, is indicative and for reference only and is calculated using the last closing Net Asset Value per Unit in RMB multiplied by an assumed foreign exchange rate as specified in the relevant Appendix for offshore RMB (CNH) as of the same Dealing Day.

Real-time updates about the Index (if available) can be obtained through other financial data vendors. It is your own responsibility to obtain additional and the latest updated information about the Index (including without limitation, a description of the way in which the Index is calculated, any change in the composition of the Index, any change in the method for compiling and calculating the Index) via the website www.efunds.com.hk/fund.html (the contents of this website and any other websites referred to in this Prospectus have not been reviewed by the SFC) or the website of the respective Index Provider as provided in the relevant Appendix. Please refer to the section on “Website Information” for the warning and the disclaimer regarding information contained in such website.

Notices

All notices and communications to the Manager and Trustee should be made in writing and sent to the following addresses:

Manager

E Fund Management (Hong Kong) Co., Limited
 Suites 3501-02, 35/F, Two International
 Finance Centre, 8 Finance Street, Central
 Hong Kong

Trustee

HSBC Institutional Trust Services (Asia)
 Limited
 1 Queen’s Road Central
 Hong Kong

Website Information

The offer of the Units is made solely on the basis of information contained in this Prospectus. All references in this Prospectus to other websites and sources where further information may be obtained are merely intended to assist you to access further information relating to the subject matter indicated and such information does not form part of this Prospectus. None of the Listing Agent, the Manager or the Trustee accepts any responsibility for ensuring that the information contained in such other websites and sources, if available, is accurate, complete and/or up-to-date, and no liability is accepted by the Listing Agent, the Manager and the Trustee in relation to any person’s use of or reliance on the information contained in these other websites and sources save, in respect of the Manager, its website www.efunds.com.hk (the contents of this website and any other websites referred to in this Prospectus have not been reviewed by the SFC). The information and materials included in these websites have not been reviewed by the SFC or any regulatory body. You should exercise an appropriate degree of caution when assessing the value of such information.

HONG KONG TAXATION

The following summary of Hong Kong taxation is of a general nature, for information purposes only, and is not intended to be an exhaustive list of all of the tax considerations that may be relevant to a decision to purchase, own, redeem or otherwise dispose of Units. This summary does not constitute legal or tax advice and does not purport to deal with the tax consequences applicable to all categories of investors. Prospective investors should consult their own professional advisers as to the implications of their subscribing for, purchasing, holding, redeeming or disposing of Units both under the laws and practice of Hong Kong and the laws and practice of their respective jurisdictions. The information below is based on the law and practice in force in Hong Kong at the date of this Prospectus. The relevant laws, rules and practice relating to tax are subject to change and amendment (and such changes may be made on a retrospective basis). As such, there can be no guarantee that the summary provided below will continue to be applicable after the date of this Prospectus. Furthermore, tax laws can be subject to different interpretations and no assurance can be given that relevant tax authorities will not take a contrary position to the tax treatments described below. You should refer to additional summaries of applicable taxation, where appropriate, as set out in the Appendix relevant to a Sub-Fund.

Taxation of the Trust and Sub-Funds

As each of the Trust and each Sub-Fund has been authorised as a collective investment scheme by the SFC under Section 104 of the SFO, profits of the Trust and each Sub-Fund are exempt from Hong Kong profits tax.

Taxation of the Unitholders

Where the Unitholders do not carry on a trade, profession or business in Hong Kong or the Units in the Sub-Funds are held by the Unitholders as capital assets for Hong Kong profits tax purposes, gains arising from the sale or disposal or redemption of the Units in the Sub-Funds should not be taxable. For Unitholders carrying on a trade, profession or business in Hong Kong, such gains may be subject to Hong Kong profits tax (which is currently charged at the rate of 16.5% in the case of corporations, and 15% in the case of individuals and unincorporated business) if the gains in question arise in or are derived from such trade, profession or business and sourced in Hong Kong. Unitholders should take advice from their own professional advisers as to their particular tax position.

Distributions by the Trust/Sub-Funds should generally not be subject to Hong Kong profits tax in the hands of the Unitholders according to the practice of the Inland Revenue Department of Hong Kong (as at the date of this Prospectus).

Stamp Duty

Hong Kong stamp duty is payable on the transfer of Hong Kong stock. "Hong Kong stock" is defined as "stock" the transfer of which is required to be registered in Hong Kong. The Units should fall within the definition of "Hong Kong stock" as the Units will be listed in Hong Kong and the register would be kept in Hong Kong.

Under a remission order issued by the Secretary for the Treasury on 20 October 1999, no Hong Kong stamp duty is payable on an issue or redemption of Units.

Application will be made to the Financial Services and Treasury Bureau in respect of an eligible Sub-Fund (except for the E Fund CSI 100 A-Share Index ETF where approval has already been granted for remission or refund in full of stamp duty payable or paid in respect of any contract notes or instruments of transfer relating to transactions in the Units of this Sub-Fund, and for the E Fund CES China 120 Index ETF where approval has already been granted for remission or refund in full of stamp duty payable or paid in respect of creation and redemption of the Units of the respective Sub-Fund) and, unless otherwise stated in the relevant Appendix, the Manager anticipates approval will be given for remission or refund in full of stamp duty payable or paid in respect of any contract

notes or instruments of transfer relating to transactions in the Units of the relevant Sub-Fund immediately before the listing of the relevant Units on the SEHK.

PART 2 – SPECIFIC INFORMATION RELATING TO EACH SUB-FUND

Part 2 of this Prospectus includes specific information relevant to each of Sub-Fund established under the Trust and listed on the SEHK. It is updated from time to time by the Manager. Information relating to each Sub-Fund is set out in a separate Appendix.

The information presented in each Appendix in this Part 2 should be read in conjunction with the information presented in Part 1 of this Prospectus. Where the information in any Appendix in this Part 2 conflicts with the information presented in Part 1, the information in the relevant Appendix in the Part 2 prevails, however, is applicable to the specific Sub-Fund of the relevant Appendix only.

Defined terms used in each of the Appendices and which are not defined in this Part 2, bear the same meanings as in Part 1 of this Prospectus. References in each Appendix to “Sub-Fund” refer to the relevant Sub-Fund which is the subject of that Appendix. References in each Appendix to “Index” refers to the relevant Index details of which are set out in that Appendix.

APPENDIX 1 – E FUND CSI 100 A-SHARE INDEX ETF

Key information

Set out below is a summary of key information in respect of the Sub-Fund which should be read together with the full text of this Prospectus.

Index	CSI 100 Index
Type of index	Price return, i.e. the performance of the Index is calculated on the basis that dividends are not reinvested
Index Provider	China Securities Index Co., Ltd.
Listing Date (SEHK)	27 August 2012
Exchange Listing	SEHK – Main Board
Stock Code	83100 – RMB counter 03100 – HKD counter
Trading Board Lot Size	100 Units – RMB counter 100 Units – HKD counter
Base Currency	Renminbi (RMB)
Trading Currency	Renminbi (RMB) – RMB counter Hong Kong dollars (HKD) – HKD counter
Distribution Policy	The Manager intends to distribute income to Unitholders at least annually (usually in October) having regard to the Sub-Fund's net income after fees and costs. Distributions will only be paid from net income after deduction of all fees and costs and no distributions will be paid out of the capital of the Sub-Fund. Distributions on all Units (RMB counter Units and HKD counter Units) will be in RMB only[#]
Creation/Redemption Policy	Cash (RMB) only
Application Unit size (only by or through Participating Dealers)	Minimum 200,000 Units (or multiples thereof)
Total Expense Ratio*	Estimated to be 0.99% per year (including the Management Fee, the trustee fee and other charges) of the Net Asset Value
Management Fee	Currently 0.76% per year of the Net Asset Value accrued daily and calculated as at each Dealing Day
Investment Strategy	Full replication. Please refer to the section on "What is the Investment Strategy?" below
Financial Year End	31 December
Service Agent	HK Conversion Agency Services Limited
Website	www.efunds.com.hk/fund.html

Both HKD traded Units and RMB traded Units will receive distributions in RMB only. In the event that the relevant Unitholder has no RMB account, the Unitholder may have to bear the fees and charges associated with the conversion of such dividend from RMB into HKD or any other currency. Unitholders are advised to check with their brokers for arrangements concerning distributions and to consider the risk factor entitled “RMB distributions risk” below.

* The estimated Total Expense Ratio does not represent the estimated tracking error.

What is the Investment Objective?

The investment objective of the Sub-Fund is to provide investment results that, before deduction of fees and expenses, closely correspond to the performance of the Index. There can be no assurance that the Sub-Fund will achieve its investment objective.

What is the Investment Strategy?

In order to achieve the investment objective of the Sub-Fund, the Manager will adopt a full replication strategy through investing directly in Index Securities in substantially the same weightings in which they are included in the Index, through the RQFII investment quota granted to the Manager by the SAFE. The Manager will not adopt representative sampling strategy.

The Sub-Fund may also invest not more than 5% of its Net Asset Value in money market funds and in cash deposits for cash management purpose.

Currently the Manager has no intention to invest the Sub-Fund in any financial derivative instruments (including structured products or instruments) for hedging or non-hedging (i.e. investment) purposes, and will not enter into securities lending transactions, repurchase or reverse repurchase transactions and other similar over-the-counter transactions. The Manager will seek the prior approval of the SFC and provide at least one month’s prior notice to Unitholders before the Manager engages in any such investments.

Prior approval of the SFC will be sought and not less than one month’s prior notice will be given to the Unitholders in the event the Manager wishes to adopt any investment strategy other than the full replication strategy.

The investment strategy of the Sub-Fund is subject to the investment and borrowing restrictions set out in Part 1 of this Prospectus.

What is the RQFII regime?

Under current regulations in the PRC, foreign investors can invest only in the domestic securities market through certain foreign institutional investors that have obtained status as a QFII or a RQFII from the CSRC and have been granted quota by the SAFE to remit foreign freely convertible currencies (in the case of a QFII) and RMB (in the case of a RQFII) into the PRC for the purpose of investing in the PRC’s domestic securities markets.

The RQFII regime was introduced on 16 December 2011 by the “Pilot Scheme for Domestic Securities Investment through Renminbi Qualified Foreign Institutional Investors which are Asset Management Companies or Securities Companies” (基金管理公司、證券公司人民幣合格境外機構投資者境內證券投資試點辦法) issued by the CSRC, the PBOC and the SAFE, which was repealed effective 1 March 2013.

The RQFII regime is currently governed by (i) the “Pilot Scheme for Domestic Securities Investment through Renminbi Qualified Foreign Institutional Investors” issued by the CSRC, the PBOC and the SAFE and effective from 1 March 2013 (人民幣合格境外機構投資者境內證券投資試點辦法); (ii) the “Implementation Rules for the Pilot Scheme for Domestic Securities Investment

through Renminbi Qualified Foreign Institutional Investors” issued by the CSRC and effective from 6 March 2013 (關於實施《人民幣合格境外機構投資者境內證券投資試點辦法》的規定); (iii) the “Circular on Issues Related to the Pilot Scheme for Domestic Securities Investment through Renminbi Qualified Foreign Institutional Investors”, Huifa 2013 No. 42 (國家外匯管理局關於人民幣合格境外機構投資者境內證券投資試點有關問題的通知, 匯發[2013]42號) issued by SAFE and effective from 21 March 2013; (iv) the “Notice of the People's Bank of China on the Relevant Matters concerning the Implementation of the Pilot Measures for Domestic Securities Investment Made by the RMB Qualified Foreign Institutional Investors”, issued by the PBOC and effective from 2 May 2013 (中國人民銀行關於實施《人民幣合格境外機構投資者境內證券投資試點辦法》有關事項的通知); and (v) any other applicable regulations promulgated by the relevant authorities (collectively, the “RQFII Regulations”).

The Manager has obtained RQFII status and has been granted, on behalf of the Sub-Fund, a RQFII quota of RMB5 billion. To the extent that the Manager has, on behalf of the Sub-Fund, utilised its entire RQFII quota, the Manager may, subject to any applicable regulations, apply for an increase of the RQFII quota and will make an announcement on its website of its application for additional quota and upon receiving additional quota.

All of the Sub-Fund's assets in the PRC (including onshore PRC cash deposits and its onshore A-Shares portfolio) will be held by the Custodian (through the PRC Custodian) in accordance with the terms of the PRC Custody Agreement and PRC Participation Agreement. A securities account shall be opened with CSDCC in the joint names of the Manager (as the RQFII holder) and the Sub-Fund. An RMB cash account shall also be established and maintained with the PRC Custodian in the joint names of the Manager (as the RQFII holder) and the Sub-Fund. The PRC Custodian shall, in turn, have a cash clearing account with CSDCC for trade settlement according to applicable regulations. The Custodian has also maintained an account in the name of the Sub-Fund for all of the Sub-Fund's assets in Hong Kong.

The Manager has obtained a legal opinion confirming that, as a matter of PRC law:

- (a) securities account(s) with the CSDCC and maintained by the PRC Custodian and RMB cash account(s) with the PRC Custodian (respectively, the “Securities Account(s)” and the “Cash Account(s)”) have been opened in the joint names of the Manager (as RQFII holder) and the Sub-Fund in accordance with all applicable laws and regulations of the PRC and with approval from all competent authorities in the PRC;
- (b) the assets held/credited in the Securities Account(s) (i) belong solely to the Sub-Fund, and (ii) are segregated and independent from the proprietary assets of the Manager (as RQFII holder), the Custodian or the PRC Custodian and any broker appointed to execute transactions for the Sub-Fund in the PRC markets (a “PRC Broker”), and from the assets of other clients of the Manager (as RQFII holder), the Custodian, the PRC Custodian and any PRC Broker;
- (c) the assets held/credited in the Cash Account(s) (i) become an unsecured debt owing from the PRC Custodian to the Sub-Fund, and (ii) are segregated and independent from the proprietary assets of the Manager (as RQFII holder) and any PRC Broker, and from the assets of other clients of the Manager (as RQFII holder) and any PRC Broker;
- (d) the Trustee, for and on behalf of the Sub-Fund, is the only entity which has a valid claim of ownership over the assets in the Securities Account(s) and the debt in the amount deposited in the Cash Account(s) of the Sub-Fund;
- (e) if the Manager or any PRC Broker(s) is liquidated, the assets contained in the Securities Account(s) and Cash Account(s) of the Sub-Fund will not form part of the liquidation assets of the Manager or such PRC Broker in liquidation in the PRC; and
- (f) if the PRC Custodian is liquidated, (i) the assets contained in the Securities Account(s) of the Sub-Fund will not form part of the liquidation assets of the PRC Custodian in

liquidation in the PRC, and (ii) the assets contained in the Cash Account(s) of the Sub-Fund will form part of the liquidation assets of the PRC Custodian in liquidation in the PRC and the Sub-Fund will become an unsecured creditor for the amount deposited in the Cash Account(s).

Repatriations in RMB conducted by the Manager as RQFII on behalf of the Sub-Fund are permitted daily and are not subject to any lock-up periods or prior approval.

There are specific risks associated with the RQFII regime and investors' attention is drawn to the risk factors under "Risks related to the RQFII regime" in the section on "Risk Factors" below.

The Offshore RMB Market

What Led to RMB Internationalisation?

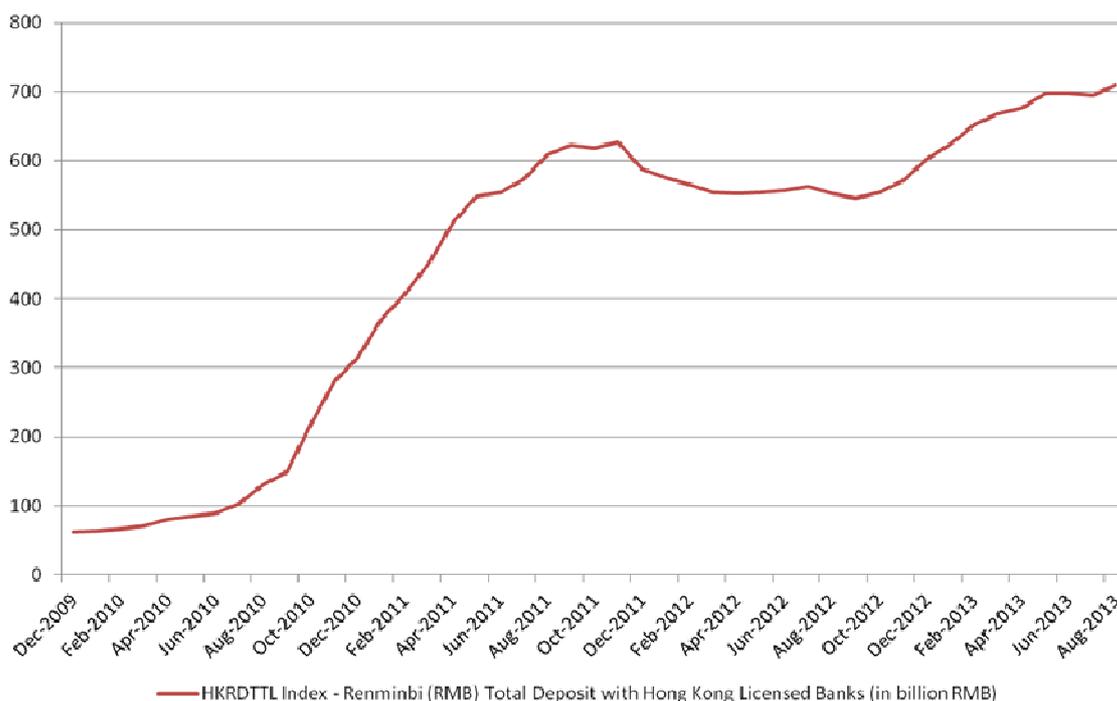
RMB is the lawful currency of the PRC. RMB is not a freely convertible currency and it is subject to foreign exchange control policies of and repatriation restrictions imposed by the PRC government. Since July 2005, the PRC government began to implement a controlled floating exchange rate system based on the supply and demand in the market and adjusted with reference to a portfolio of currencies. The exchange rate of RMB is no longer pegged to US dollars, resulting in a more flexible RMB exchange rate system.

Over the past two decades, the PRC's economy grew rapidly at an average annual rate of 9.8% in real terms. This enables it to overtake Japan to become the second largest economy and trading country in the world. The International Monetary Fund has projected that the PRC will contribute to more than one-third of global growth by 2015. As the PRC's economy becomes increasingly integrated with the rest of the world, it is a natural trend for its currency – the RMB, to become more widely used in the trade and investment activities.

Accelerating the Pace of the RMB Internationalisation

The PRC has been taking gradual steps to increase the use of RMB outside its borders by setting up various pilot programmes in Hong Kong and neighbouring areas in recent years. For instance, banks in Hong Kong were the first permitted to provide RMB deposits, exchange, remittance and credit card services to personal customers in 2004. Further relaxation occurred in 2007 when the authorities allowed PRC financial institutions to issue RMB bonds in Hong Kong. As of the end of August 2013, there are 143 banks in Hong Kong engaging in RMB business, with RMB deposits amounting to about RMB709.5 billion, as compared to just RMB63 billion in 2009. Up to end October 2012, there had been 1190 RMB bonds issuances (including Certificates of Deposit), with the total issuance size amounting to some RMB507 billion.

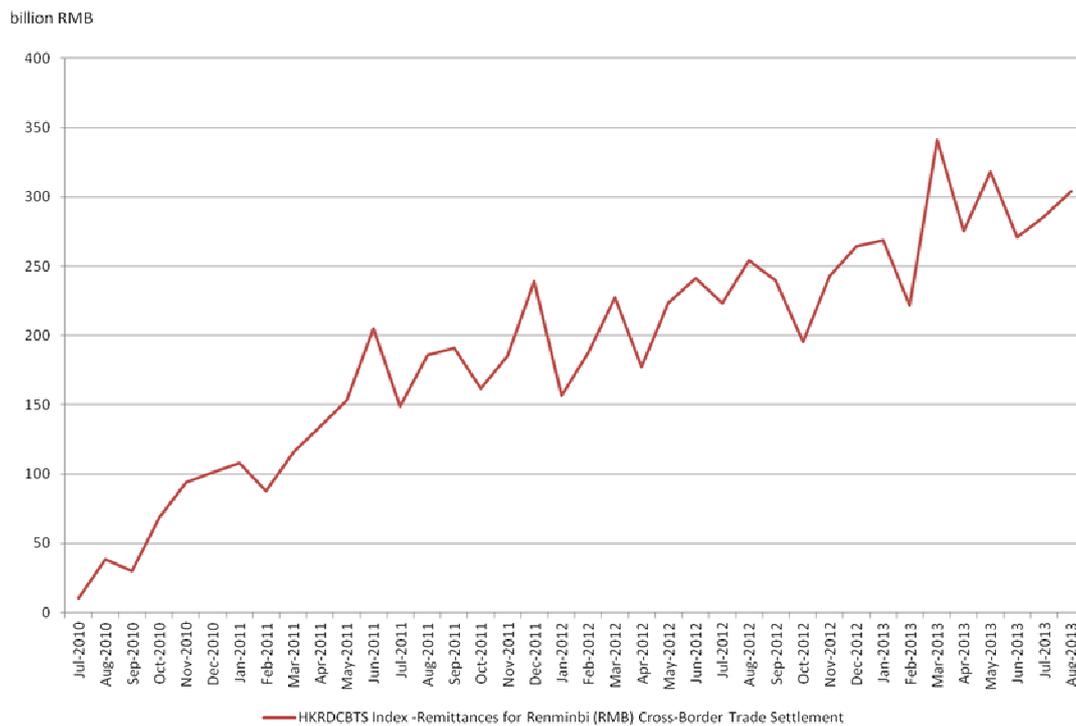
Chart 1. RMB Deposits in Hong Kong



Data source: Bloomberg as of 31 August 2013

The pace of RMB internationalisation has accelerated since 2009 when the PRC authorities permitted cross-border trade between Hong Kong / Macau and Shanghai/four Guangdong cities, and between ASEAN and Yunnan/Guangxi, to be settled in RMB. In June 2010, the arrangement was expanded to 20 provinces / municipalities on the PRC and to all countries / regions overseas. As of the end of February 2013, about RMB221.7 billion worth of cross-border trade was settled in Hong Kong using RMB.

Chart 2. Remittances for RMB cross-border trade settlement



Data source: Bloomberg as of 31 August 2013

Onshore versus Offshore RMB Market

Following a series of policies introduced by the PRC authorities, an RMB market outside the PRC has gradually developed and started to expand rapidly since 2009. RMB traded outside the PRC is often referred as “offshore RMB” with the denotation “CNH”, which distinguishes it from the “onshore RMB” or “CNY”.

Both onshore and offshore RMB are the same currency but are traded in different markets. Since the two RMB markets operate independently where the flow between them is highly restricted, onshore and offshore RMB are traded at different rates and their movement may not be in the same direction. Due to the strong demand for offshore RMB, CNH used to be traded at a premium to onshore RMB, although occasional discount may also be observed. The relative strength of onshore and offshore RMB may change significantly, and such change may occur within a very short period of time.

Notwithstanding that the offshore RMB market showed a meaningful growth during the past 2 years, it is still at an early stage of the development and is relatively sensitive to negative factors or market uncertainties. For instance, the value of offshore RMB had once dropped by 2% against the US dollars in the last week of September 2011 amidst the heavy selloff of the equities market. In general, the offshore RMB market is more volatile than the onshore one due to its relatively thin liquidity.

There have been talks on the potential convergence of the two RMB markets but that is believed to be driven by political decisions rather than just economics. It is widely expected that the onshore and offshore RMB markets would remain two segregated, but highly related, markets for the next few years.

Recent Measures

More measures to relax the conduct of offshore RMB business were announced in 2010. On 19 July 2010, restrictions on interbank transfer of RMB funds were lifted, and permission was granted for companies in Hong Kong to exchange foreign currencies for RMB without limit. One

month later, the PRC authorities announced the partial opening up of PRC's interbank bond market for foreign central banks, RMB clearing banks in Hong Kong and Macau and other foreign banks participating in the RMB offshore settlement programme.

The National Twelfth Five-Year Plan adopted in March 2011 explicitly supports the development of Hong Kong as an offshore RMB business centre. In August 2011, PRC Vice-Premier Li Keqiang has announced more new initiatives during his visit, such as allowing investments on the PRC equity market through the RMB Qualified Foreign Institutional Investor scheme and the launch of an exchange-traded fund with Hong Kong stocks as the underlying constituents in the PRC. Also the PRC Government has given approval for the first non-financial PRC firm to issue RMB-denominated bonds in Hong Kong.

RMB Internationalisation is a Long-Term Goal

Given the PRC's economic size and growing influence, RMB has the potential to become an international currency in the same ranks as US dollars and euro. But the PRC has to first accelerate the development of its financial markets and gradually make RMB fully convertible on the capital account. Although the internationalisation of RMB will bring benefits such as increasing political influence and reduced exchange rate risks, it also entails risks including rising volatility of RMB exchange rate.

The process of RMB internationalisation is a long and gradual one. It took US dollars many decades to replace the British pound to become a dominant reserve currency. It will also take time for RMB to gain importance in coming years. RMB will not be in a position to challenge the US dollar's main reserve currency status for some time to come.

The A-Share Market

Introduction

China's A-Share market commenced in 1990 with two exchanges, the SSE and the SZSE. The SSE was established on 26 November 1990 and stocks are further divided into class A-Shares and class B-Shares, with A-Shares limited to domestic investors as well as QFIIs and RQFIIs only and B Shares available to both domestic and foreign investors. As of 30 September 2013, there are 995 A-Share companies listed on the SSE with total market capitalisation of RMB15.4 trillion and free float market capitalisation of RMB5.1 trillion. The SSE's products cover equities, mutual funds and bonds. The product lines include A-Shares, B-Shares, indices, mutual funds (including exchange traded funds and listed open-end funds), fixed income products, and diversified financial derivative products (including warrants and repurchases).

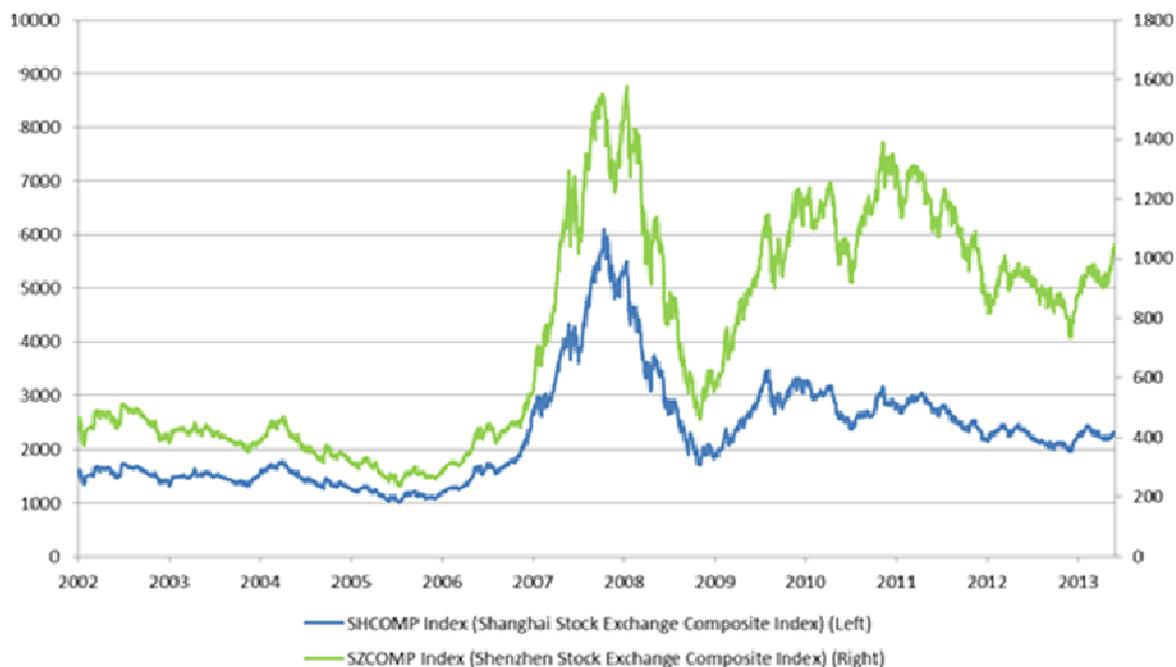
The SZSE was founded on 1 December 1990 and stocks are further divided into class A-Shares and class B-Shares, with A-Shares limited to domestic investors as well as QFIIs and RQFIIs only and B-Shares available to both domestic and foreign investors. As of 30 September 2013, there are 1,536 A-Share companies listed on the SZSE, 480 of which are listed on the SZSE main board with total market capitalisation of RMB3.6 trillion and free float market capitalisation of RMB2.9 trillion, 701 of which are listed on the SME board (Small and Medium Enterprise Board) with total market capitalisation of RMB3.7 trillion and free float market capitalisation of RMB2.4 trillion, and 355 of which are listed on the ChiNext (the board mainly for hi-tech companies) with total market capitalisation of RMB1.5 trillion and free float market capitalisation of RMB773 billion. The SZSE's products cover equities, mutual funds and bonds. The product lines include A-Shares, B-Shares, indices, mutual funds (including exchange traded funds and listed open-end funds), fixed income products, and diversified financial derivative products (including warrants and repurchases).

The A-Share market has grown significantly in the past 20 years, with the latest total market capitalisation reaching RMB24.1 trillion comprising 2,531 A-Share listed companies by 30 September 2013.

In terms of investor breakdown, there is an increasing number of institutional investors participating in the A-Shares market since the inception, which include securities investment

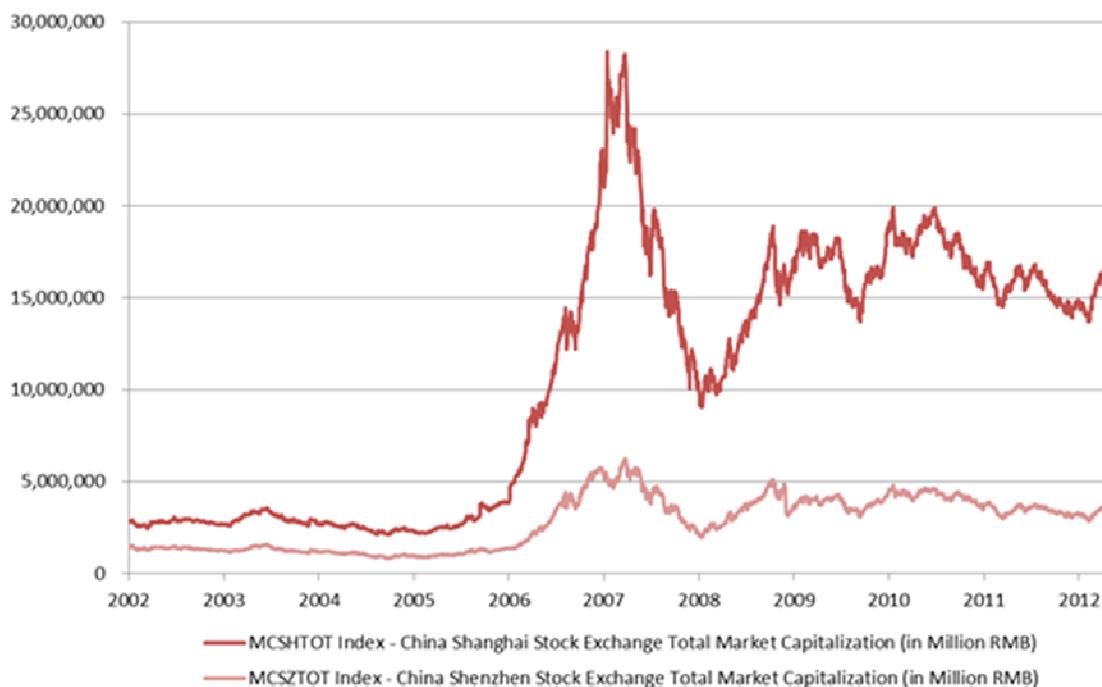
funds, social pension funds, qualified foreign institutional investors, insurance companies, ordinary investment institutions. However, on a daily basis, retail investors still make up for the majority of the trading volume.

Chart 1. Shanghai and Shenzhen Composite Index Price



Data source: Bloomberg as of 30 September 2013

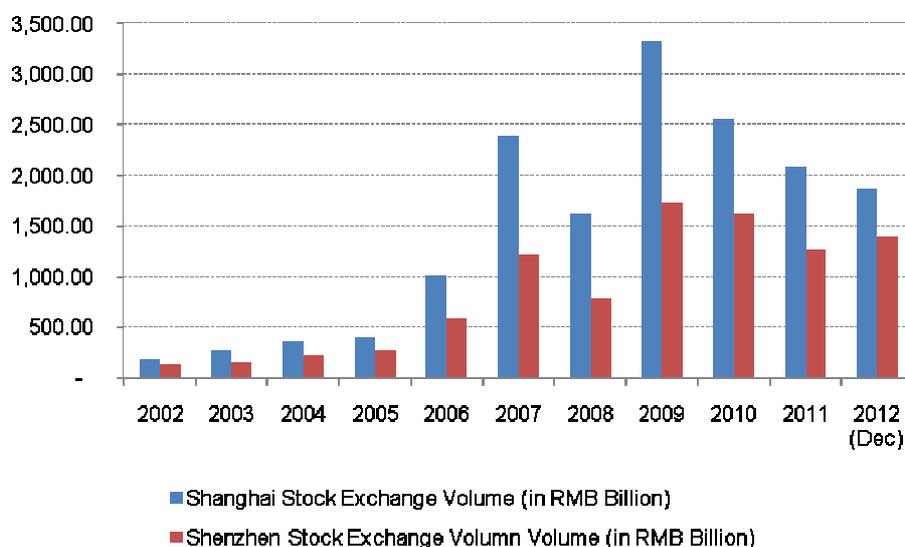
Chart 2. Total market capitalisation of both the SSE and SZSE



Data source: Bloomberg as of 30 September 2013

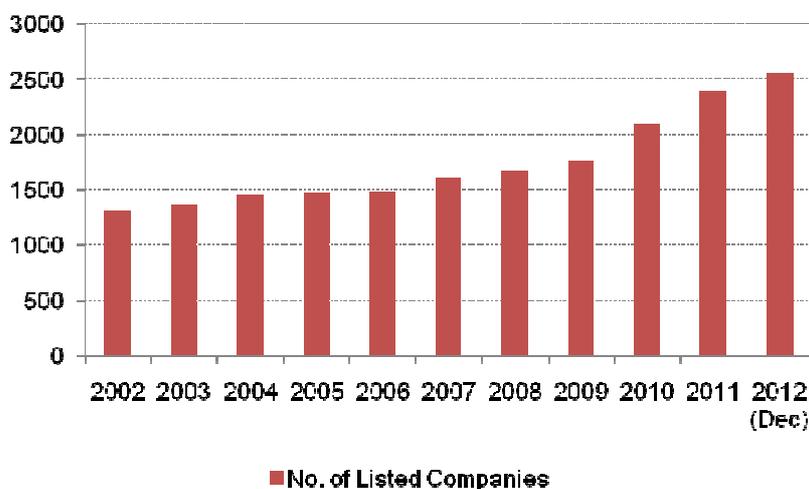
As at 30 September 2013, the Index had a total free-float market capitalisation of RMB3,293 billion and 100 constituents.

Chart 3. Annual trading volumes (turnover) of both the SSE and SZSE



Data source: Bloomberg as of 31 December 2012

Chart 4. Number of companies listed on both the SSE and SZSE



Data source: Bloomberg as of 31 December 2012

Differences with the Hong Kong stock market

The major differences between the A-Share market and the Hong Kong stock market are set out in the table below:

	PRC	Hong Kong
Key indices	SHCOMP / SZCOMP / CSI 300	HSI / HSCEI
Trading band limits	<ul style="list-style-type: none"> • 10% for ordinary stocks • 5% for ST/S stocks* 	No Limit
Trading lots	100 shares for BUY / 1 share for SELL **	Each stock has its own individual board lot size (an online broker will usually display this along with the stock price when you get a quote); purchases in amounts which are not multiples of the board lot size are done in a separate "odd lot market".
Trading hours	pre-open: 0915-0925 morning session: 0930-1130 afternoon session: 1300-1500 (1457-1500 is closing auction for the SZSE)	pre-open order input: 0900-0915 pre-order matching: 0915-0920 order matching: 0920-0928 morning session: 0930-1200 afternoon session: 1300-1600
Settlement	T+0 (for shares) T+1 (for cash)	T+2
Earnings reporting requirements	<p>Annual report:</p> <ul style="list-style-type: none"> • Full annual report must be disclosed within 4 months after the reporting period. <p>Interim report:</p> <ul style="list-style-type: none"> • Full report must be disclosed within 2 months after the reporting period. <p>Quarterly report:</p> <ul style="list-style-type: none"> • Full report must be disclosed within 1 month after the reporting period. The first quarterly report cannot be disclosed before last year's annual report. 	<p>Annual report:</p> <ul style="list-style-type: none"> • Earnings must be disclosed within 3 months after the reporting period; • Full annual report must be disclosed within 4 months after the reporting period. <p>Interim report:</p> <ul style="list-style-type: none"> • Earnings must be disclosed within 2 months after the reporting period; • Full report must be disclosed within 3 months after the reporting period.

Note:

* 1) ST stocks refer to special treatment stocks, which means special treatment for companies with financial problems (consecutive 2 fiscal years loss or audited net assets per share less than par value in the most recent fiscal year), effective from 22 April 1998. Stocks with ST usually means they have a delisting risk.

2) S stocks refer to those stocks which have not yet performed the "split share structure reform".

** Purchasing in an odd lot is not allowed while selling in an odd lot is allowed in the A-Share market, with no price difference between odd lot and round lot trading.

Creations and redemptions

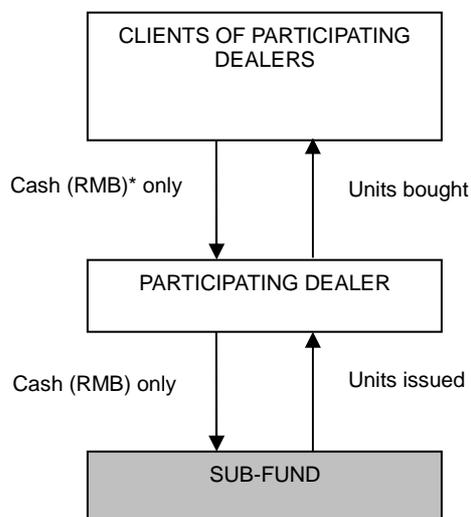
Dealings on the SEHK commenced on 27 August 2012 for the RMB traded Units and on 9 November 2012 for the HKD traded Units. The current Dealing Deadline is 11:00 a.m. (Hong Kong time) on the relevant Dealing Day, or such other time as the Manager (with the approval of Trustee) may determine on any day when the trading hours of the SEHK or the SSE and the SZSE are reduced.

Units are created by cash creation and redeemed by cash redemption only at the Issue Price and Redemption Value respectively through Participating Dealers in Application Unit size or multiples

thereof. Creation and redemption for all Units must be in RMB only.

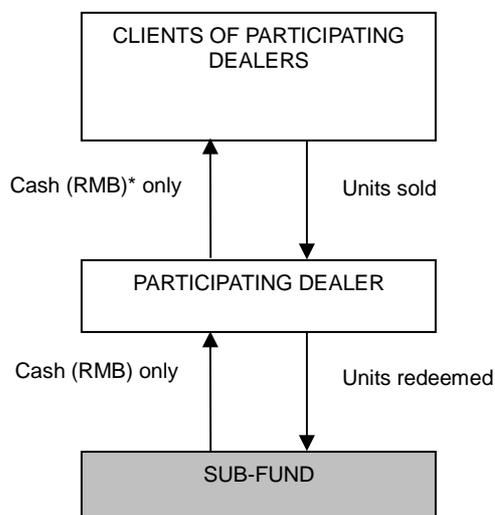
The diagrams below illustrate the issue or redemption and the buying or selling of Units:

(a) Issue and buying of Units in the primary market



* Clients of the Participating Dealers may agree with the Participating Dealers settlement in another currency.

(b) Redemption and sale of Units in the primary market



* Clients of the Participating Dealers may agree with the Participating Dealers settlement in another currency.

All Creation Applications must be made in cash (in RMB only). Notwithstanding the Dual Counter for Units, all settlement shall be in RMB only. Units which are created must be deposited in CCASS as RMB counter Units (i.e. tradeable in RMB only) initially. Settlement in cash for subscribing Units is due at the time specified in the Operating Guidelines on the relevant Dealing Day in accordance with the Operating Guidelines.

The attention of investors is drawn to the section entitled “The Offering” in Part 1 of this Prospectus.

Both RMB traded Units and HKD traded Units can be redeemed (through a Participating Dealer) in cash only. Notwithstanding a Dual Counter being adopted for the Sub-Fund, any cash proceeds received by a Participating Dealer in a cash Redemption Application shall be paid in RMB only. All accepted Redemption Applications will be effected on the Settlement Day. Payment of redemption proceeds (in RMB only) will be settled within one calendar month from the receipt of a properly documented Redemption Application provided that there is no delay in submitting all duly completed redemption documentation and the determination of the Net Asset Value or dealing in Units is not suspended.

Please refer to the section entitled “Creations and Redemptions (Primary Market)” in Part 1 of this Prospectus for details.

RMB payment procedures

Investors may apply for Units through Participating Dealers only if they have sufficient RMB to pay the application monies and the related fees in RMB. Investors should note that RMB is the only official currency of the PRC. While both onshore RMB (“CNY”) and offshore RMB (“CNH”) are the same currency, they are traded in different and separated markets. Since the two RMB markets operate independently where the flow between them is highly restricted, CNY and CNH are traded at different rates and their movement may not be in the same direction. Although there is a significant amount of RMB held offshore (i.e. outside the PRC), CNH cannot be freely remitted into the PRC and is subject to certain restrictions, and vice versa. As such whilst CNH and CNY are both the same currency, certain special restrictions do apply to RMB outside the PRC. The liquidity and trading price of the Sub-Fund may be adversely affected by the limited availability of, and restrictions applicable to, RMB outside the PRC.

Application monies from Participating Dealers to the Sub-Fund will be paid in RMB only. Accordingly a Participating Dealer may require you (as its client) to pay RMB to it. Payment details will be set out in the relevant Participating Dealer’s documentation such as the application form for its clients. As such, you may need to have opened a bank account (for settlement) and a securities dealing account if a Participating Dealer is to subscribe for Units on your behalf as you will need to have accumulated sufficient RMB to pay at least the aggregate Issue Price and related costs, to the Participating Dealer or if an application to the Participating Dealer is not successful or is successful only in part, the whole or appropriate portion of the monies paid will need to be returned to you by the Participating Dealer by crediting such amount into your RMB bank account. Similarly, if you wish to buy and sell Units in the secondary market on the SEHK, you may need to open a securities dealing account with your broker. You will need to check with the relevant Participating Dealer and/or your broker for payment details and account procedures.

If any investors wish to buy or sell Units on the secondary market, they should contact their brokers and they are reminded to confirm with their brokers in respect of Units traded in RMB their brokers’ readiness for dealing and/or clearing transactions in RMB securities and to check other relevant information published by the SEHK regarding readiness of its participants for dealing in RMB securities from time to time. CCASS Investor Participants who wish to settle the payment in relation to their trades in the Units traded in RMB using their CCASS Investor Participant account or to receive distributions in RMB should make sure that they have set up an RMB designated bank account with CCASS.

Investors intending to purchase Units traded in RMB from the secondary market should consult their stockbrokers as to the RMB funding requirement and settlement method for such purchase. Investors may need to open and maintain securities dealing accounts with the stockbroker first before any dealing in Units traded in either HKD or RMB can be effected.

Investors should ensure they have sufficient RMB to settle trades of Units traded in RMB. When investors open the RMB bank accounts for settling RMB payments or receiving RMB distributions, they should note that the daily maximum exchange limit for RMB is RMB20,000 per Hong Kong resident individual. Investors should consult the banks for the account opening procedures as well

as terms and conditions of the RMB bank account. Some banks may impose restrictions on their RMB cheque account and fund transfers to third party accounts. For non-bank financial institutions (e.g. brokers), however, such restriction will not be applicable and investors should consult their brokers as to the currency exchange service arrangement, if required.

The transaction costs of dealings in the Units on the SEHK include the SEHK trading fee and SFC transaction levy. All these secondary trading related fees and charges will be collected in Hong Kong dollars and, in respect of Units traded in RMB, calculated based on an exchange rate as determined by the Hong Kong Monetary Authority on the date of the trade which may be published on HKEx's website by 11:00 a.m. or earlier on each trading day.

Investors should consult their own brokers or custodians as to how and in what currency the trading related fees and charges and brokerage commission should be paid by the investors.

Where payment in RMB is to be made by cheque investors are advised to consult the bank at which their respective RMB bank accounts are opened in advance whether there are any specific requirements in relation to the issue of RMB cheques. In particular, investors should note that some banks have imposed an internal limit (usually RMB80,000) on the balance of RMB cheque account of their clients or the amount of cheques that their clients can issue in a day and such limit may affect an investor's arrangement of funding for an application (through a Participating Dealer) for creation of Units.

When an individual investor opens an RMB bank account or settle RMB payments, he or she will be subject to a number of restrictions, including:

- (a) in respect of Hong Kong residents only, the existing permitted conversions in relation to personal customers are up to RMB20,000 conducted through RMB bank accounts per person per day or up to RMB20,000 per transaction per person in bank notes for walk-in personal customers; and
- (b) the daily maximum remittance amount to the PRC is RMB80,000 and a remittance service is only available to an RMB deposit account-holder who remits from his or her RMB deposit account to the PRC and provided that the account name of the account in the PRC is identical with that of the RMB bank account with the bank in Hong Kong.

Please also refer to the section entitled "RMB Related Risk Factors" in the section on "Risk Factors Specific to the Sub-Fund" below for further details.

Exchange listing and trading (secondary market)

General

Units are neither listed nor dealt on any other stock exchange and no application for such listing or permission to deal is being sought as at the date of this Prospectus. Application may be made in the future for a listing of Units on one or more other stock exchanges. Investors attention is drawn to the section entitled "Exchange Listing and Trading (Secondary Market)" in Part 1 of this Prospectus for further information.

Dealings on the SEHK in RMB traded Units commenced on 27 August 2012. Dealings on the SEHK in HKD traded Units commenced on 9 November 2012. Both RMB and HKD traded Units are traded on the SEHK in board lots of 100 Units.

Renminbi Equity Trading Support Facility

The Renminbi Equity Trading Support Facility (the "TSF") was launched on 24 October 2011 by HKEx to provide a facility to enable investors who wish to buy RMB-traded shares (RMB shares) in the secondary market with Hong Kong dollars if they do not have sufficient RMB or have difficulty in obtaining RMB from other channels. With effect from 6 August 2012, the coverage of TSF was extended and the Sub-Fund is eligible for the TSF. As such the TSF is currently

available to investors who wish to invest in the Sub-Fund by purchasing Units trading in RMB on the SEHK. Investors should consult their financial advisers if they have any questions concerning the TSF. More information with regard to the TSF is available on HKEx's website www.hkex.com.hk/eng/market/sec_tradinfra/TSF/TSF.htm.

Dual Counter

The Manager has arranged for the Units to be available for trading on the secondary market on the SEHK under a Dual Counter arrangement. Units are denominated in RMB. Despite the Dual Counter arrangement, the creation of new Units and redemption of Units in the primary market are in RMB only. The Sub-Fund offers two trading counters on the SEHK (i.e. RMB counter and HKD counter) to investors for secondary trading purposes. Units traded in RMB counter are settled in RMB and Units traded in HKD counter are settled in HKD. Apart from settlement in different currencies, the trading prices of Units in the two counters may be different as the RMB counter and HKD counter are two distinct and separate markets.

Units traded on both counters are of the same class and all Unitholders of both counters are treated equally. The two counters have different stock codes, different stock short names and different ISIN numbers as follows: RMB counter and traded Units have a SEHK stock code 83100 and a short name "EFUND CSI100-R" whilst the HKD counter and traded Units have a SEHK stock code 03100 and a short name "EFUND CSI100 A". The ISIN number for RMB counter and traded Units is HK0000111275 and the ISIN for HKD counter and traded Units is HK0000126661.

Normally, investors can buy and sell Units traded in the same counter or alternatively buy in one counter and sell in the other counter provided their brokers provide both HKD and RMB trading services at the same time and offer inter-counter transfer services to support Dual Counter trading. Inter-counter buy and sell is permissible even if the trades take place within the same trading day. However, investors should note that the trading price of Units traded in the RMB counter and that of HKD counter may be different and may not always maintain a close relationship depending on factors such as market demand and supply and liquidity in each counter.

More information with regard to the Dual Counter is available in the frequently asked questions in respect of the Dual Counter published on HKEx's website www.hkex.com.hk/eng/prod/secprod/etf/dc.htm.

Investors should consult their brokers if they have any questions concerning fees, timing, procedures and the operation of the Dual Counter, including inter-counter transfers. Investors' attention is also drawn to the risk factor below entitled "Dual Counter risks".

Redemptions

Both RMB traded Units and HKD traded Units can be redeemed directly (through a Participating Dealer). However, redemption proceeds shall be paid in RMB only.

Distribution policy

The Manager intends to declare and distribute income to Unitholders at least annually (usually in October each year) having regard to the Sub-Fund's net income after fees and costs. Distributions will only be paid from net income after deduction of all fees and costs and no distributions will be paid out of the capital of the Sub-Fund.

The Manager will make an announcement prior to any distribution in respect of the relevant distribution amount in RMB only. Each Unitholder will receive distributions in RMB (whether holding RMB traded Units or HKD traded Units).

Distribution payment rates in respect of Units will depend on factors beyond the control of the Manager or Trustee including, general economic conditions, and the financial position and dividend or distribution policies of the relevant underlying entities. There can be no assurance that such entities will declare or pay dividends or distributions.

The Manager may amend the Sub-Fund's distribution policy with respect to distributions out of capital or effective distributions out of capital of the Sub-Fund subject to the SFC's prior approval and by giving not less than one month's prior notice to Unitholders.

Fees and Expenses

Manager's Fee

The Manager is entitled to receive a management fee of up to 0.99% per year of the Net Asset Value of the Sub-Fund. The current management fee in respect of the Sub-Fund is 0.76% and is accrued daily and calculated as at each Dealing Day and payable monthly in arrears. This fee is payable out of the Trust Fund.

Trustee's and Registrar's Fee

The Trustee receives out of the assets of the Sub-Fund a monthly trustee's fee, payable in arrears, accrued daily and calculated as at each Dealing Day at the following percentages per year of the Net Asset Value of the Sub-Fund: 0.16% for the Net Asset Value equals or is less than RMB200 million, 0.14% for the Net Asset Value exceeds RMB200 million up to and including RMB1,200 million, 0.12% for the Net Asset Value exceeds RMB1,200 million up to and including RMB2,200 million, 0.10% for the Net Asset Value exceeds RMB2,200 million up to and including RMB3,200 million, and 0.08% for the Net Asset Value exceeds RMB3,200 million, subject to a minimum fixed fee of RMB40,000 per month. The Trustee will bear the fees of the Custodian and the PRC Custodian.

The Registrar is entitled to receive a registrar fee of RMB120 per Participating Dealer per transaction in respect of the Sub-Fund. The Registrar's fee is payable out of the assets of the Sub-Fund.

The Registrar shall also be entitled to be reimbursed out of the assets of the Sub-Fund all out-of-pocket expenses incurred.

Total Expense Ratio

The total expense ratio (the "TER") of the Sub-Fund, which is the sum of anticipated charges to the Sub-Fund expressed as a percentage of the Net Asset Value of the Sub-Fund, is estimated to be 0.99% per annum. The TER does not represent the estimated tracking error and does not include extraordinary items (if any) borne by the Sub-Fund.

The Index

This section is a brief overview of the Index. It contains a summary of the principal features of the Index and is not a complete description of the Index. As of the date of this Prospectus, the summary of the Index in this section is accurate and consistent with the complete description of the Index. Complete information on the Index appears in the website identified below. Such information may change from time to time and details of the changes will appear on that website.

General

The Index is a free float market capitalisation weighted index (net of dividends) which measures the performance of A-Shares traded on the SSE or the SZSE. The Index is calculated and disseminated in RMB on a real-time basis and is maintained by China Securities Index Co., Ltd. ("CSI" or the "Index Provider"). The Index measures the performance of the 100 largest A-Shares issuers by market capitalisation out of the constituents of the CSI 300 Index. The CSI 300 Index is a free float market capitalisation weighted index which measures the performance of 300 A-Shares with the largest market capitalisation and good liquidity from the entire universe of listed A-Shares companies in the PRC, representing about 70% of the total market capitalisation of the SSE and the SZSE.

The Index is a price return index. A price return index calculates the performance of the Index constituents on the basis that any dividends or distributions are not reinvested.

The Index was launched on 26 May 2006 and had a base level of 1,000 on 31 December 2005.

As at 28 February 2014, the Index had a total free-float market capitalisation of RMB3,097 billion and 100 constituents.

Certain significant events including changes in index methodology, rules for compiling or calculating the Index, or changes to the objective or characteristics relating to the Index will be notified to Unitholders in accordance with the Code.

Index Methodology

Stock Universe

The selection universe of the Index (the "Index Universe") includes all the A-Shares (each a "Stock") listed on the SSE or the SZSE satisfying the following conditions:

- (a) The Stock has been listed for more than three months at the time it is considered for inclusion in the Index. If it has been listed for less than 3 months, it will be considered for inclusion in the Index Universe if its daily average total market value since its initial listing has ranked within the top 30 companies in all the A-Shares; and
- (b) The Stock is not designated for special treatment or potential delisting by any of the CSRC, the SSE or the SZSE as a result of continuous financial losses.

Stock Selection

Index constituents are selected as follows and the candidate constituents should have good performance without serious financial problems or laws and regulations breaking events and with no large price volatility that shows strong evidence of manipulated. CSI:

- (a) calculates the A-Share daily average trading value and A-Share daily average total market value during the most recent year for stocks in the Index Universe, or in case of a new issue, during the fourth trading day that it was a public company;
- (b) ranks the Stocks in the universe by A-Share daily average trading value of the most recent year in descending order and delete the bottom ranked 50% stocks;
- (c) ranks the remaining stocks by A-Share daily average market value of the most recent year in descending order, those who rank top 100 are selected as Index constituents.

Index Calculation

The Index is calculated and disseminated in RMB on a real-time basis and is maintained by CSI, a joint-venture established on 25 August 2005 between the SSE and the SZSE, which specializes in the management of securities indices and the provision of related services. The Manager (and each of its Connected Persons) is independent of CSI.

The Index is weighted by adjusted capital stock and calculated using the Paasche weighted composite price index formula. The adjusted capital stock is obtained using the classification and rounding off method, as shown in the following table:

Examples: If the free-float proportion of a certain stock is 7%, which is less than 10%, the free-float proportion of the capital stock will be used as the weight. If the free-float proportion of a certain stock is 35%, which falls in the (30, 40] range, the weight will be 40% of the total capital stock.

Note: The term “free-float proportion” means the proportion of capital stock remaining after excluding the following non-negotiable shares from the total capital stock: (1) shares held on a long-term basis by the company’s founders, family members and senior management; (2) state-owned shares; (3) shares held by strategic investors; (4) frozen shares; (5) restricted employee shares; (6) cross-holdings, etc.

The formula is:

$$\text{Current Index} = \frac{\text{Current Adjusted Market Cap of Constituent} \times 1000}{\text{divisor}}$$

$$\text{Adjusted Market Cap} = \sum (\text{Price} \times \text{Adjusted No. of Shares}).$$

The calculation of *Adjusted No. of Shares* uses a category-weighted method.

The divisor is a figure that represents the total issued share capital of the Index as at the base date. The divisor can be adjusted to allow changes in the issued share capital of individual constituents’ share capital after the base date (such as additions and deletions to the Index, rights issues, share buybacks and issuance’s, and spin-offs) to be made without distorting the Index.

Index Maintenance

The Index is maintained using the “divisor adjustment methodology”. In the event of a change in the list of constituents or in a constituent’s equity structure, or a change in the adjusted market

Free-float proportion (%)	≤ 10	(10,20]	(20, 30]	(30, 40]	(40,50]	(50, 60]	(60, 70]	(70, 80]	> 80
Weighted proportion (%)	Free-float proportion	20	30	40	50	60	70	80	100

capitalisation of a constituent stock due to non-trading factors, the old divisor is adjusted by means of the divisor adjustment methodology, in order to maintain the continuity of the Index. The adjustment formula is as follows:

$$\frac{\text{adjusted market cap before divisor adjustment}}{\text{old divisor}} = \frac{\text{adjusted market cap after divisor adjustment}}{\text{new divisor}}$$

Where: “adjusted market cap after divisor adjustment” = adjusted market cap before divisor adjustment + increase (decrease) in adjusted market capitalisation. The new divisor (i.e. the adjusted divisor, also known as the new base period) is obtained from this formula and is used to calculate the Index.

Circumstances under which maintenance of the Index is required include the following:

- Stock dividends, rights issue, stock split and stock consolidation: the Index is adjusted on the ex-right day;
- Suspension of trading: if a constituent stock is suspended from trading, its last trading price is used to calculate the Index, until trading is resumed;
- Delisted: the Index is adjusted the day before the constituent is delisted;
- Change in capital stock: whenever a change occurs in the capital stock of the constituent (e.g. due to second offering, exercise of warrants etc.), if the accumulated change of the

capital stock of the constituent is more than 5%, the Index is adjusted immediately; if the accumulated change of the capital stock of the constituent is less than 5%, the Index is adjusted in the next regular review;

- Constituents adjustment: the Index is adjusted before the effective day of periodical review or temporary adjustment.

Index Advisory Committee

CSI has established an index advisory committee (the “Index Advisory Committee”), which is responsible for the evaluation, consulting and examination of CSI index methodologies.

Index Adjustments

Periodical Review

The Index makes constituent review every six months by the Index Advisory Committee, and the Index is adjusted in the middle of June and December every year. Constituents of the Index are adjusted according to the periodical review and any changes to the composition of the Index are published two weeks in advance.

Constituents adjusted each time will not exceed 10%. Buffer zone rule is adopted in order to minimize the Index turnover. That is, new constituents will be given priority to be included in the Index if ranked top 80 (by decreasing order of free float market capitalisation) and old constituents ranked top 120 (by decreasing order of free float market capitalisation) will be given priority to remain in the Index. Constituents of the Index will be adjusted temporarily when necessary.

Temporary Adjustments

Necessary adjustments are made by CSI when some corporate events happen so as to maintain the representativeness and investability of the Index. Such events include without limitation the bankruptcy, restructuring, merger, acquisition and spin-off, of an index constituent issuer and the delisting, temporary suspension from trading and re-issuance, of an index constituent.

In general, CSI will publicise index constituent list as soon as practicable after the adjustments are decided and before their implementation.

Index Licence Agreement

The Manager has entered into a licence agreement with China Securities Index Co., Ltd. The term of the licence agreement commenced on 27 April 2012 and should remain in full force and effect for 3 years. The licence agreement should renew automatically for 2 year terms, subject to the terms of the licence agreement.

Top 10 Constituents

As at 28 February 2014, the 10 largest constituent securities of the Index, as listed below, represented about 34.51% of the market capitalisation of the Index based on total shares in issue.

Rank	Constituent Name	Weighting (%)
1.	Ping An Insurance (Group) Company of China, Limited	5.95
2.	China Minsheng Banking Corporation Limited	5.49
3.	China Merchants Bank Company Limited	5.29
4.	Industrial Bank Company Limited	3.37
5.	Shanghai Pudong Development Bank	3.22
6.	Haitong Securities Company Limited	2.51
7.	CITIC Securities Company Limited	2.41

8.	Gree Electric Appliances, Inc.	2.16
9.	China Vanke Company Limited	2.10
10.	Kweichow Moutai Company Limited	2.01

The list of constituent stocks of the Index may be updated from time to time and the complete list of constituent stocks of the Index and additional information of the Index (including Index fact sheets, methodology, end of day Index levels and Index performance) is available on the website of CSI (www.csindex.com.cn). The Index is available in real time through Reuters and Bloomberg. The end of day Index is also available on Reuters and Bloomberg. Please refer to the sub-section headed "Index Code" below for Reuters and Bloomberg Code.

Index Code

Reuters Code: 68152793
Bloomberg Code: SHCSI100
SSE Quote System Code: 000903
SZSE Quote System Code: 399903

Index Provider Disclaimer

The Index is compiled and calculated by CSI. CSI will apply all necessary means to ensure the accuracy of the Index. However, neither CSI nor the Shanghai Stock Exchange nor the Shenzhen Stock Exchange shall be liable (whether in negligence or otherwise) to any person for any error in the Index and neither CSI nor the Shanghai Stock Exchange nor the Shenzhen Stock Exchange shall be under any obligation to advise any person of any error therein. All copyright in the Index values and constituent list vests in CSI.

Information available on the Internet

The Manager will publish important news and information with respect to the Sub-Fund (including in respect of the Index), both in the English and in the Chinese languages, on the Manager's website at www.efunds.com.hk/fund.html (the contents of this website and any other websites referred to in this Appendix have not been reviewed by the SFC) and the HKEx's website at www.hkex.com.hk (in respect of (a), (b), (c), (d) and (f) below) including:

- (a) this Appendix and the product key fact statement in respect of the Sub-Fund (as revised from time to time);
- (b) the latest annual and semi-annual financial reports (in English only);
- (c) any notices for material alterations or additions to this Appendix or the Sub-Fund's constitutive document;
- (d) any public announcements made by the Sub-Fund, including information with regard to the Sub-Fund and Index, notices of the suspension of the calculation of the Net Asset Value, changes in fees and the suspension and resumption of trading;
- (e) the near real time estimated Net Asset Value per Unit throughout each Dealing Day in RMB and in HKD;
- (f) the last closing Net Asset Value of the Sub-Fund in RMB and the last closing Net Asset Value per Unit of the Sub-Fund in RMB and in HKD;
- (g) the composition of the Sub-Fund (updated on a daily basis); and
- (h) the latest list of the Participating Dealers and Market Makers.

The near real time estimated Net Asset Value per Unit in HKD, under (e) above, is indicative and for reference only. This is updated during SEHK trading hours. The near real time estimated

Net Asset Value per Unit in HKD does not use a real time HKD:RMB foreign exchange rate – it is calculated using the estimated Net Asset Value per Unit in RMB multiplied by an assumed foreign exchange rate using the Tokyo Composite 3:00 p.m. Tokyo time (2:00 p.m. Hong Kong time) mid rate quoted by Bloomberg for offshore RMB (CNH) on the previous SEHK trading day. Since the estimated Net Asset Value per Unit in RMB will not be updated when the underlying A-Shares market is closed, the changes in the estimated Net Asset Value per Unit in HKD during such period is solely due to the change in the foreign exchange rate.

The last closing Net Asset Value per Unit in HKD, under (f) above, is indicative and for reference only and is calculated using the last closing Net Asset Value per Unit in RMB multiplied by an assumed foreign exchange rate using the Tokyo Composite 3:00 p.m. Tokyo time (2:00 p.m. Hong Kong time) mid rate quoted by Bloomberg for offshore RMB (CNH) as of the same Dealing Day.

Risks Factors Specific to the Sub-Fund

In addition to the risk factors presented in Part 1 of this Prospectus, the risk factors set forth below are also the risks, in the opinion of the Manager and its directors, to be relevant and presently applicable specifically to the Sub-Fund.

RQFII systems risk

The current RQFII Regulations include rules on investment restrictions applicable to the Sub-Fund. Transaction sizes for RQFIIs are relatively large (with the corresponding heightened risk of exposure to decreased market liquidity and significant price volatility leading to possible adverse effects on the timing and pricing of acquisition or disposal of securities).

Onshore PRC securities are registered in the joint names of the Manager (as the RQFII holder) and the Sub-Fund in accordance with the relevant rules and regulations, and maintained in electronic form via a securities account with the CSDCC. The account is required to bear the name of “E Fund Management (Hong Kong) Co., Limited” as this is the name under which the RQFII is approved by the relevant regulator. The RQFII selects a PRC broker (the “PRC Broker”) to act on its behalf in each of the two onshore PRC securities markets as well as the PRC Custodian to maintain its assets in custody in accordance with the terms of the PRC Custody Agreement.

In the event of any default of either the relevant PRC Broker or the PRC Custodian in the execution or settlement of any transaction or in the transfer of any funds or securities in the PRC, the Sub-Fund may encounter delays in recovering its assets which may in turn adversely impact the net asset value of the Sub-Fund.

There can be no assurance that additional RQFII quota can be obtained to fully satisfy subscription requests. This may result in a need for the Manager to close the Sub-Fund to further subscriptions. In extreme circumstances, the Sub-Fund may incur significant loss due to limited investment capabilities, or may not be able fully to implement or pursue its investment objectives or strategies, due to RQFII investment restrictions, illiquidity of the PRC’s securities markets, and delay or disruption in execution of trades or in settlement of trades.

The regulations which regulate investments by RQFIIs in the PRC and the repatriation of capital from RQFII investments are relatively new. The application and interpretation of such investment regulations are therefore relatively untested and there is no certainty as to how they will be applied as the PRC authorities and regulators have been given wide discretion in such investment regulations and there is no precedent or certainty as to how such discretion may be exercised now or in the future.

PRC Custodian and PRC Broker risk

Onshore PRC assets will be maintained by the PRC Custodian in electronic form via a securities account with the CSDCC and a cash account with the PRC Custodian.

The RQFII also selects the PRC Broker to execute transactions for the Sub-Fund in the PRC markets. The Manager can only appoint one PRC Broker per market (the SSE and the SZSE). As such the Sub-Fund will rely on only one PRC Broker (where the same PRC Broker is appointed for both markets – which is the Manager’s present intention) or two PRC Brokers (where a different PRC Broker is appointed in each market). Should, for any reason, the Sub-Fund’s ability to use the relevant PRC Broker be affected, this could disrupt the operations of the Sub-Fund and affect the ability of the Sub-Fund to track the Index, causing a premium or a discount to the trading price of Units on the SEHK. The Sub-Fund may also incur losses due to the acts or omissions of either the relevant PRC Broker or the PRC Custodian in the execution or settlement of any transaction or in the transfer of any funds or Securities. Subject to the applicable laws and regulations in the PRC, the Manager will make arrangements to ensure that the PRC Brokers and PRC Custodian have appropriate procedures to properly safe-keep the Sub-Fund’s assets.

According to the RQFII Regulations and market practice, the securities and cash accounts for the Sub-Fund in the PRC are to be maintained in the joint names of the Manager as the RQFII and the Sub-Fund. Although the Manager has obtained a legal opinion that the assets in such securities account would belong to the Sub-Fund, such opinion cannot be relied on as being conclusive, as the RQFII Regulations are subject to the interpretation of the relevant authorities in the PRC.

Investors should note that cash deposited in the cash account of the Sub-Fund with the PRC Custodian will not be segregated but will be a debt owing from the PRC Custodian to the Sub-Fund as a depositor. Such cash will be co-mingled with cash belong to other clients of the PRC Custodian. In the event of bankruptcy or liquidation of the PRC Custodian, the Sub-Fund will not have any proprietary rights to the cash deposited in such cash account, and the Sub-Fund will become an unsecured creditor, ranking *pari passu* with all other unsecured creditors, of the PRC Custodian. The Sub-Fund may face difficulty and/or encounter delays in recovering such debt, or may not be able to recover it in full or at all, in which case the Sub-Fund will suffer losses.

Repatriation risk

Repatriations by RQFIIs in respect of funds such as the Sub-Fund conducted in RMB are permitted daily and are not subject to any lock-up periods or prior approval. There is no assurance, however, that PRC rules and regulations will not change or that repatriation restrictions will not be imposed in the future. Any restrictions on repatriation of the invested capital and net profits may impact on the Sub-Fund’s ability to meet redemption requests.

Economic, political and social risks of the PRC

The economy of China, which has been in a state of transition from a planned economy to a more market oriented economy, differs from the economies of most developed countries in many respects, including the level of government involvement, its state of development, its growth rate, control of foreign exchange, and allocation of resources.

Although the majority of productive assets in China are still owned by the PRC government at various levels, in recent years, the PRC government has implemented economic reform measures emphasising utilisation of market forces in the development of the economy of China and a high level of management autonomy. The economy of China has experienced significant growth in the past 20 years, but growth has been uneven both geographically and among various sectors of the economy. Economic growth has also been accompanied by periods of high inflation. The PRC government has implemented various measures from time to time to control inflation and restrain the rate of economic growth.

For more than 20 years, the PRC government has carried out economic reforms to achieve decentralisation and utilisation of market forces to develop the economy of the PRC. These reforms have resulted in significant economic growth and social progress. There can, however, be no assurance that the PRC government will continue to pursue such economic policies or, if it does, that those policies will continue to be successful. Any such adjustment and modification of those economic policies may have an adverse impact on the securities market in the PRC as well

as the underlying Securities of the Sub-Fund. Further, the PRC government may from time to time adopt corrective measures to control the growth of the PRC economy which may also have an adverse impact on the capital growth and performance of the Sub-Fund.

Political changes, social instability and adverse diplomatic developments in the PRC could result in the imposition of additional government restrictions including expropriation of assets, confiscatory taxes or nationalisation of some or all of the property held by the underlying issuers of the Securities in the Sub-Fund's portfolio.

PRC laws and regulations risk

The regulatory and legal framework for capital markets and joint stock companies in the PRC may not be as well developed as those of developed countries. PRC laws and regulations affecting securities markets are relatively new and evolving, and because of the limited volume of published cases and judicial interpretation and their non-binding nature, interpretation and enforcement of these regulations involve significant uncertainties. In addition, as the PRC legal system develops, no assurance can be given that changes in such laws and regulations, their interpretation or their enforcement will not have a material adverse effect on their business operations.

RQFII quota risk

The Sub-Fund will utilize the Manager's RQFII quota granted under the RQFII Regulation. This RQFII quota is limited and may be reached. In such event, unless the Manager is able to acquire additional RQFII quota, it may be necessary for the Manager to suspend creations of Units. In such event it is possible that the trading price of a Unit on the SEHK will be at a significant premium to the Net Asset Value of each Unit (which may also increase tracking error of the Sub-Fund).

New product risk

The Sub-Fund is a physical RQFII, RMB denominated exchange traded fund investing directly in A-Shares. The novelty and relatively untested nature of RQFII and the fact that the Sub-Fund was one of the first of its kind makes the Sub-Fund riskier than traditional exchange traded funds investing in markets other than the PRC.

Restricted markets risk

The Sub-Fund may invest in Securities in respect of which the PRC imposes limitations or restrictions on foreign ownership or holdings. Such legal and regulatory restrictions or limitations may have adverse effects on the liquidity and performance of the Sub-Fund holdings as compared to the performance of the Index. This may increase the risk of tracking error, and at the worst, the Sub-Fund may not be able to achieve its investment objective.

A-Share market suspension risk

A-Shares may only be bought from, or sold to, the Sub-Fund from time to time where the relevant A-Shares may be sold or purchased on the SSE or the SZSE, as appropriate. Give that the A-Share market is considered volatile and unstable (with the risk of suspension of a particular stock or government intervention), the creation and redemption of Units may also be disrupted. A Participating Dealer is unlikely to redeem or create Units if it considers that A-Shares may not be available.

Accounting and reporting standards risk

Accounting, auditing and financial reporting standards and practices applicable to PRC companies may be different to those standards and practices applicable to countries that have more developed financial markets. For example, there are differences in the valuation methods of properties and assets and in the requirements for disclosure of information to investors.

Changes in PRC taxation risk

The PRC Government has implemented a number of tax reform policies in recent years. The current tax laws and regulations may be revised or amended in the future. Any revision or amendment in tax laws and regulations may affect the after-taxation profit of PRC companies and foreign investors in such companies. In particular, please refer to the sub-section “PRC taxation” below.

Government intervention and restriction risk

Governments and regulators may intervene in the financial markets, such as by the imposition of trading restrictions, a ban on “naked” short selling or the suspension of short selling for certain stocks. This may affect the operation and market making activities of the Sub-Fund, and may have an unpredictable impact on the Sub-Fund. Furthermore, such market interventions may have a negative impact on the market sentiment which may in turn affect the performance of the Index and as a result the performance of the Sub-Fund.

PRC withholding taxation risk

In light of the uncertainty on the income tax treatment on capital gains and in order to meet this potential tax liability for capital gains, the Manager reserves the right to provide for withholding income tax (“WIT”) on such gains or income and withhold the tax for the account of the Sub-Fund. After careful consideration of the Manager’s assessment and having considered and taken independent professional tax advice relating to the Sub-Fund’s eligibility to benefit from the Arrangement between the Mainland of China and the Hong Kong Special Administrative Region for the Avoidance of Double Taxation and Prevention of Fiscal Evasion with respect to Taxes on Income (the “China-HK Arrangement”) , and in accordance with such advice, the Manager considers that the Sub-Fund is a Hong Kong tax resident for the purpose of the China-HK Arrangement and should be able to enjoy a WIT exemption on capital gains derived from the alienation of the A-Shares of non-immovable properties-rich companies under the China-HK Arrangement. The aforesaid capital gain tax exemption will only apply if approval is obtained from the PRC tax authorities. Before a Hong Kong tax resident can enjoy relief under the China-HK Arrangement, a Hong Kong Tax Resident Certificate (“HKTRC”) issued by the Inland Revenue Department of Hong Kong (the “IRD”) should be submitted to the relevant PRC tax authority for this purpose. As at the date of this Prospectus, the Sub-Fund has not yet obtained the HKTRC from the IRD. If the PRC tax authorities enforce the collection of WIT on capital gains and require the Sub-Fund to provide a HKTRC in order to obtain the WIT exemption, the Manager will apply for a HKTRC on behalf of the Sub-Fund. In this connection, the Manager has determined, having considered and taken independent professional tax advice, and in accordance with such advice, that no WIT provision will be made on the gross realised and unrealised capital gains derived from trading of PRC Securities, except for those capital gains derived from trading of A-Shares issued by PRC tax resident companies which are immovable properties-rich companies (i.e. PRC companies in which 50% or more of their assets are comprised, directly or indirectly, of immovable properties situated in the PRC). Accordingly, the Manager will make a 10% provision for WIT over the gross realised and unrealised capital gains derived from trading of A-Shares issued by PRC tax resident companies which are immovable properties-rich companies. The methodology adopted by the Manager in identifying whether or not PRC resident companies are immovable properties-rich companies has been agreed and accepted by the independent tax advisor. The amount of provision will be disclosed in the financial statements of the Sub-Fund.

It should be noted that there are uncertainties in relation to the Manager’s determination of WIT provision, including:

- The China-HK Arrangement may be changed in the future and the Sub-Fund may ultimately be required to pay WIT on capital gains.
- As at the date of this Prospectus, the Sub-Fund has not yet obtained the HKTRC from the IRD. If the PRC tax authorities enforce the collection of WIT on capital gains and require the Sub-Fund to provide a HKTRC, the Manager will apply for a HKTRC on behalf of the Sub-Fund. Whether the Manager is able to obtain a HKTRC on behalf of the Sub-Fund is

subject to prevailing practice of Hong Kong and/or the PRC tax authorities. The Sub-Fund may need to apply with the IRD for a HKTRC on an annual basis, which is subject to the assessment of the IRD. There is a risk that the Manager will not be able to obtain a HKTRC on behalf of a Sub-Fund.

- To date, the PRC tax authorities have not sought to enforce WIT collection on capital gains derived by RQFIs such as the Manager for the Sub-Fund. If the PRC tax authorities start to enforce WIT collection on capital gains, the relief under the China-HK Arrangement is still subject to the final approval of the PRC tax authorities and the Manager is not aware of any successful cases of tax treaty capital gain exemption approval for RQFIs. Even if the Manager, in accordance with the independent professional tax advice, believes that the Sub-Fund should be eligible for such relief, the PRC tax authorities may ultimately hold a different view.
- Due to the limitation to the availability of the public information in the PRC (e.g. in determining whether ownership of an associate company will constitute an immovable properties-rich investment), the information to be adopted by the PRC tax authorities in assessing immovable properties-rich companies may be different from the information used by the Manager in assessing immovable properties-rich companies which may result in different conclusion by the Manager for some A-Share companies to those of the PRC tax authorities.

For the above reasons, any WIT provision on capital gains made by the Manager in respect of the Sub-Fund may be less than the Sub-Fund's actual tax liabilities. It should also be noted that there is a possibility of the PRC tax rules being changed and taxes being applied retrospectively. As such, it should be noted that the level of provision may be inadequate to meet actual PRC tax liabilities on investments made by the Sub-Fund. Consequently, Unitholders may be disadvantaged depending upon the final tax liabilities, the level of provision and when they subscribed and/or redeemed their Units. If the actual tax levied by the State Administration of Taxation is higher than that provided for by the Manager so that there is a shortfall in the tax provision amount, investors should note that the Net Asset Value of the Sub-Fund may be lowered, as the Sub-Fund will ultimately have to bear the full amount of tax liabilities. In this case, the additional tax liabilities will only impact Units in issue at the relevant time, and the then existing Unitholders and subsequent Unitholders will be disadvantaged as such Unitholders will bear, through the Sub-Fund, a disproportionately higher amount of tax liabilities as compared to those borne at the time of investment in the Sub-Fund. On the other hand, the actual tax liabilities may be lower than the tax provision made. In that case, those persons who have already redeemed their Units before the actual tax liabilities are determined will not be entitled or have any right to claim any part of such overprovision and as such may be disadvantaged. Notwithstanding the above change in tax provisioning policy, persons who have already redeemed their Units in the Sub-Fund before the return of any overprovision to the account of the Sub-Fund will not be entitled or have any right to claim any part of such overprovision. Please refer to the sub-section on "PRC Taxation" for further information in this regard.

New Manager and reliance on the Investment Adviser risk

It should be noted that whilst the Manager's group (in particular the Investment Adviser) has significant exchange traded fund experience in the PRC, the Sub-Fund is the first exchange traded fund to be managed by the Manager. As such the Manager will substantially make use of and rely on the expertise and systems of the Investment Adviser to support the investments of the Sub-Fund in the A-Share market. In the event of a breakdown or disruption in communications with or the provision by the Investment Adviser of its assistance to the Manager, the operations of the Sub-Fund may be adversely affected. The occurrence of such events could cause a deterioration in the Sub-Fund's performance and investors may lose money in those circumstances.

Trading differences risk

As the SSE and the SZSE may be open when Units in the Sub-Fund are not priced, the value of the Securities in the Sub-Fund's portfolio may change on days when investors will not be able to purchase or sell the Sub-Fund's Units. Furthermore, the market price of underlying Securities listed on the above stock exchanges which are established outside Hong Kong may not be available during part or all of the SEHK trading sessions due to trading hour differences which may result in the trading price of the Sub-Fund deviating away from the Net Asset Value. A-Shares may be subject to trading bands which restrict increases and decreases in the trading price. Units listed on the SEHK are not. The prices quoted by the SEHK market maker would therefore be adjusted to take into account any accrued market risk that arises from such unavailability of the Index level and as a result, the level of premium or discount of the Unit price of the Sub-Fund to its Net Asset Value may be higher.

RMB is not freely convertible and subject to exchange controls and restrictions risk

It should be noted that the RMB is currently not a freely convertible currency as it is subject to foreign exchange control policies and repatriation restrictions imposed by the PRC government. Since 1994, the conversion of RMB into US dollar has been based on rates set by the PBOC, which are set daily based on the previous day's PRC interbank foreign exchange market rate. On 21 July 2005, the PRC government introduced a managed floating exchange rate system to allow the value of RMB to fluctuate within a regulated band based on market supply and demand and by reference to a basket of currencies. In addition, a market maker system was introduced to the interbank spot foreign exchange market. In July 2008, China announced that its exchange rate regime was further transformed into a managed floating mechanism based on market supply and demand. Given the domestic and overseas economic developments, the PBOC decided to further improve the RMB exchange rate regime in June 2010 to enhance the flexibility of the RMB exchange rate. In April 2012, the PBOC decided to take a further step to increase the flexibility of the RMB exchange rate by expanding the daily trading band from +/-0.5% to +/-1%.

However it should be noted that the PRC government's policies on exchange control and repatriation restrictions are subject to change, and any such change may adversely impact the Sub-Fund. There can be no assurance that the RMB exchange rate will not fluctuate widely against the US dollar or any other foreign currency in the future.

Foreign exchange transactions under the capital account, including principal payments in respect of foreign currency-denominated obligations, currently continue to be subject to significant foreign exchange controls and require the approval of the SAFE. On the other hand, the existing PRC foreign exchange regulations have significantly reduced government foreign exchange controls for transactions under the current account, including trade and service related foreign exchange transactions and payment of dividends. Nevertheless, the Manager cannot predict whether the PRC government will continue its existing foreign exchange policy or when the PRC government will allow free conversion of the RMB to foreign currency.

RMB trading and settlement of Units risk

The trading and settlement of RMB-denominated securities are recent developments in Hong Kong and there is no assurance that there will not be problem with the systems or that other logistical problems will not arise. In addition the Sub-Fund is amongst the first with a Dual Counter (i.e. HKD traded Units and RMB traded Units) traded on the SEHK and settled in CCASS. Although end-to-end simulation trading and clearing of listed RMB products testing sessions and payment pilot runs for participants of the SEHK were held by the SEHK in March, September and October 2011, some brokers may not have participated in such testing sessions and pilot runs and for those who have, not all of them may be able to successfully complete such testing sessions and pilot runs, there is no assurance of their readiness for dealing in RMB denominated securities. Investors should note that not all brokers may be ready and able to carry out trading and settlement of RMB traded Units and thus they may not be able to deal in the RMB traded Units through some brokers. Investors should check with their brokers in advance if they intend to engage Dual Counter trading or in inter-counter transfers and should fully understand the services which the relevant broker is able to provide (as well as any associated fees). Some exchange

participants may not provide inter-counter transfer or Dual Counter trading services.

Non-RMB or late settlement redemption risk

Where, in extraordinary circumstances, the remittance or payment of RMB funds on the redemption of Units cannot, in the opinion of the Manager in consultation with the Trustee, be carried out normally due to legal or regulatory circumstances beyond the control of the Trustee and the Manager, redemption proceeds may be delayed or, if necessary in exceptional circumstances, be paid in US dollars or HKD instead of in RMB (at an exchange rate determined by the Manager after consultation with the Trustee). As such, there is a risk that investors may not be able to receive, through Participating Dealers, settlement upon a redemption of Units in RMB (and may receive US dollars or HKD) or may receive settlement in RMB on a delayed basis.

RMB distributions risk

Investors should note that where a Unitholder holds Units traded under the HKD counter, the relevant Unitholder will only receive distributions in RMB and not HKD. In the event the relevant Unitholder has no RMB account, the Unitholder may have to bear the fees and charges associated with the conversion of such dividend from RMB into HKD or any other currency. Unitholders are advised to check with their brokers concerning arrangements for distributions.

RQFII late settlement risk

The Sub-Fund will be required to remit RMB from Hong Kong to the PRC to settle the purchase of A-Shares by the Sub-Fund from time to time. In the event such remittance is disrupted, the Sub-Fund will not be able to fully replicate the Index by investing in the relevant A-Shares and this may increase the tracking error of the Sub-Fund.

Exchange rates movement between the RMB and other currencies risk

Investors in RMB traded Units whose assets and liabilities are predominantly in HKD or in currencies other than RMB should take into account the potential risk of loss arising from fluctuations in value between the such currencies and RMB. In addition, investors in HKD traded Units should note that distributions on HKD traded Units will only be paid in RMB. Accordingly foreign exchange risk will also apply to investors in HKD traded Units. There is no guarantee that RMB will appreciate in value against HKD or any other currency, or that the strength of RMB may not weaken. In such case an investor may enjoy a gain in RMB terms but suffer a loss when converting funds from RMB back into HKD (or any other currency).

Future movements in RMB exchange rates risk

The exchange rate of RMB ceased to be pegged to US dollars on 21 July 2005, resulting in a more flexible RMB exchange rate system. China Foreign Exchange Trading System, authorised by the PBOC, promulgates the central parity rate of RMB against US dollars, euro, Yen, British pound sterling and HKD at 9:15 a.m. on each business day, which will be the daily central parity rate for transactions on the Inter-bank Spot Foreign Exchange Market and OTC transactions of banks. The exchange rate of RMB against the above-mentioned currencies fluctuates within a range above or below such central parity rate. As the exchange rates are based primarily on market forces, the exchange rates for RMB against other currencies, including US dollars and HKD, are susceptible to movements based on external factors. There can be no assurance that such exchange rates will not fluctuate widely against US dollars, HKD or any other foreign currency in the future. From 1994 to July 2005, the exchange rate for RMB against US dollar and the HKD was relatively stable. Since July 2005, the appreciation of RMB has begun to accelerate. Although the PRC government has constantly reiterated its intention to maintain the stability of RMB, it may introduce measures (such as a reduction in the rate of export tax refund) to address the concerns of the PRC's trading partners. Therefore, the possibility that the appreciation of RMB will be further accelerated cannot be excluded. On the other hand, there can be no assurance that RMB will not be subject to devaluation.

Dual Counter risks

The SEHK's Dual Counter model in Hong Kong is new. In addition the Sub-Fund is one of the first exchange traded funds to have Dual Counter traded Units which are traded and settled in RMB under the RMB counter and traded and settled in HKD under the HKD counter. The novelty and relatively untested nature of the Dual Counter for exchange traded funds may make investment in the Units riskier than in single counter units or shares of an SEHK listed issuer for example where for some reason there is a settlement failure on an inter-counter transfer if the Units of one counter are delivered to CCASS at the last settlement on a trading day, leaving not enough time to transfer the Units to the other counter for settlement on the same day.

In addition, where there is a suspension of the inter-counter transfer of Units between the HKD counter and the RMB counter for any reason, for example, operational or systems interruption, Unitholders will only be able to trade their Units in the currency of the relevant Dual Counter. Accordingly it should be noted that inter-counter transfers may not always be available.

There is a risk that the market price on the SEHK of Units traded in HKD may deviate significantly from the market price on the SEHK of Units traded in RMB due to different factors such as market liquidity, supply and demand in each counter and the exchange rate between RMB and HKD (in both the onshore and the offshore markets). The trading price of HKD traded Units or RMB traded Units is determined by market forces and so will not be the same as the trading price of Units multiplied by the prevailing rate of foreign exchange. Accordingly when selling Units traded in HKD or buying Units traded in HKD, an investor may receive less or pay more than the equivalent amount in RMB if the trade of the relevant Units is in RMB and *vice versa*. There can be no assurance that the price of Units in each counter will be equivalent.

Investors without RMB accounts may buy and sell HKD traded Units only. Such investors will not be able to buy or sell RMB traded Units and should note that distributions are made in RMB only. As such, investors may suffer a foreign exchange loss and incur foreign exchange associated fees and charges to receive their dividend.

It is possible that some brokers and CCASS participants may not be familiar with and may not be able to (i) buy Units in one counter and to sell Units in the other, (ii) carry out inter-counter transfers of Units, or (iii) trade Units in both counters at the same time. In such a case another broker or CCASS participant may need to be used. Accordingly this may inhibit or delay an investor dealing in both HKD traded and RMB traded Units and may mean investors may only be able to sell their Units in one currency. Investors are recommended to check the readiness of their brokers in respect of the Dual Counter trading and inter-counter transfer.

Offshore RMB ("CNH") market risk

The onshore RMB ("CNY") is the only official currency of the PRC and is used in all financial transactions between individuals, state and corporations in the PRC. Hong Kong is the first jurisdiction to allow accumulation of RMB deposits outside the PRC. Since June 2010, the offshore RMB ("CNH") is traded officially, regulated jointly by the Hong Kong Monetary Authority and the PBOC. While both CNY and CNH represent RMB, they are traded in different and separated markets. The two RMB markets operate independently where the flow between them is highly restricted. Though the CNH is a proxy's of the CNY, they do not necessarily have the same exchange rate and their movement may not be in the same direction. This is because these currencies act in separate jurisdictions, which leads to separate supply and demand conditions for each, and therefore separate but related currency markets.

However, the current size of RMB-denominated financial assets outside the PRC is limited. As at 29 February 2012, the total amount of RMB (CNH) deposits held by institutions authorised to engage in RMB banking business in Hong Kong amounted to approximately RMB566 billion. In addition, participating authorised institutions are also required by the Hong Kong Monetary Authority to maintain a total amount of RMB (in the form of cash and its settlement account balance with the Renminbi Clearing Bank) of no less than 25% of their RMB deposits, which further limits the availability of RMB that participating authorised institutions can utilise for conversion services for their customers. RMB business participating banks do not have direct

RMB liquidity support from PBOC. The Renminbi Clearing Bank only has access to onshore liquidity support from PBOC (subject to annual and quarterly quotas imposed by PBOC) to square open positions of participating banks for limited types of transactions, including open positions resulting from conversion services for corporations relating to cross-border trade settlement and for individual customers of up to RMB20,000 per Hong Kong resident individual per day. The Renminbi Clearing Bank is not obliged to square for participating banks any open positions resulting from other foreign exchange transactions or conversion services and the participating banks will need to source RMB from the offshore market to square such open positions. Although it is expected that the offshore RMB market will continue to grow in depth and size, its growth is subject to many constraints as a result of PRC laws and regulations on foreign exchange. There is no assurance that new PRC regulations will not be promulgated or the Settlement Agreement will not be terminated or amended in the future which will have the effect of restricting availability of RMB offshore. The limited availability of RMB outside the PRC may affect the ability of investors to acquire Units or to sell Units of the Sub-Fund affecting the liquidity and therefore the trading price of the Units on the SEHK. To the extent the Manager is required to source RMB in the offshore market, there is no assurance that it will be able to source such RMB on satisfactory terms, if at all.

Reliance on Market Makers risk

Although the Manager will ensure that at least one RMB Counter Market Maker for RMB counter and one HKD Counter Market Maker for HKD counter will maintain a market for the Units traded in each counter, it should be noted that liquidity in the market for the Units may be adversely affected if there is no Market Maker for the HKD traded Units or for the RMB traded Units. The Manager will seek to mitigate this risk by ensuring at least one RMB Counter Market Maker and at least one HKD Counter Market Maker give not less than 3 months notice prior to terminating market making arrangement under the relevant market making agreements. There may be less interest by potential market makers in making a market in RMB denominated or traded Units. Furthermore, any disruption to the availability of RMB may adversely affect the capability of Market Makers in providing liquidity for such RMB traded Units. It is possible that there will only be one SEHK Market Maker for each counter (RMB or HKD) or the Manager may not be able to engage a substitute Market Maker within the termination notice period of a Market Maker. There is also no guarantee that any market making activity will be effective.

Hong Kong Stamp duty

Approval has been given for remission or refund in full of stamp duty payable or paid in respect of any contract notes or instruments of transfer relating to transactions in all Units (both RMB traded and HKD traded Units).

PRC Taxation

The following summary of PRC taxation is of a general nature, for information purposes only, and is not intended to be an exhaustive list of all of the tax considerations that may be relevant to a decision to purchase, own, redeem or otherwise dispose of Units. This summary does not constitute legal or tax advice and does not purport to deal with the tax consequences applicable to all categories of investors. Prospective investors should consult their own professional advisers as to the implications of their subscribing for, purchasing, holding, redeeming or disposing of Units both under the laws and practice of PRC and the laws and practice of their respective jurisdictions. The information below is based on the law and practice in force in PRC at the date of this Appendix. The relevant laws, rules and practice relating to tax are subject to change and amendment (and such changes may be made on a retrospective basis). As such, there can be no guarantee that the summary provided below will continue to be applicable after the date of this Appendix. Furthermore, tax laws can be subject to different interpretations and no assurance can be given that relevant tax authorities will not take a contrary position to the tax treatments described below.

By investing in securities (including A-Shares) issued by PRC tax resident enterprises, irrespective of whether such securities are issued or distributed onshore ("onshore PRC

securities”) or offshore (“offshore PRC securities”, and together with onshore PRC securities, the “PRC Securities”), the Sub-Fund may be subject to PRC taxes.

Corporate Income Tax (“CIT”)

If the Trust or the Sub-Fund is considered as a tax resident enterprise of the PRC, it will be subject to PRC CIT at 25% on its worldwide taxable income. If the Trust or the Sub-Fund is considered as a non-tax resident enterprise with an establishment or place of business (“PE”) in the PRC, the profits attributable to that PE would be subject to CIT at 25%.

The Manager and the Trustee intend to manage and operate the Trust and the Sub-Fund in such a manner that the Trust and the Sub-Fund should not be treated as tax resident enterprises of the PRC or non-tax resident enterprises with a PE in the PRC for CIT purposes, although this cannot be guaranteed.

Unless a specific exemption or reduction is available under current PRC tax laws and regulations or relevant tax treaties, non-tax resident enterprises without PE in the PRC are subject to CIT on a withholding basis (“WIT”), generally at a rate of 10%, to the extent it directly derives the PRC sourced passive income. PRC sourced passive income (such as dividend income or interest income) may arise from investments in the PRC Securities. The entity distributing such PRC sourced passive income is required to withhold WIT. Accordingly, the Trust or the Sub-Fund may be subject to WIT and/or other PRC taxes on any cash dividends, distributions and interests it receives from its investment in PRC Securities.

Dividends

Under current regulations in the PRC, foreign investors (such as the Trust and the Sub-Fund) may invest in onshore PRC securities, generally, only through a QFII or a RQFII (in this section and for the Sub-Fund referred to as the “relevant RQFII”). Since only the relevant RQFII’s interests in onshore PRC securities are recognised under PRC laws, any tax liability would, if it arises, be payable by the relevant RQFII. However under the terms of the arrangement between the relevant RQFII and the Trust, the relevant RQFII will pass on any tax liability to the Trust for the account of the Sub-Fund. As such, the Trust is the ultimate party which bears the risks relating to any PRC taxes which are so levied by the relevant PRC tax authority. Under current PRC tax laws and regulations, a relevant RQFII is subject to a WIT of 10% on cash dividends, distributions and interest from the PRC securities unless exempt or reduced under current PRC tax laws and regulations or relevant tax treaties.

Pursuant to the avoidance of double taxation arrangement between Mainland China and Hong Kong (the “China-HK Arrangement”), the tax charged on dividends received by the non-resident holders of shares issued by Chinese resident companies will be 5% of the gross amount of the dividends, if Hong Kong tax residents are the beneficial owners and directly hold at least 25% of the equity of the company paying the dividends, subject to the approval of the PRC tax authorities. Due to the Sub-Fund’s investment restriction, the Sub-Fund will not hold more than 10% of any ordinary shares issued by any single issuer. In this connection, dividends derived from A-Shares invested through RQFII will not be able to benefit from the reduced tax rate of 5% and the general tax rate of 10% will be applicable to the Sub-Fund.

Interests

Under the PRC CIT Law, interests derived from government bonds issued by the in-charge Finance Bureau of the State Council shall be exempt from PRC income tax under the CIT Law.

Unless a specific exemption / reduction is applicable, for recipients that are non-tax residents without a PE in the PRC under the CIT Law, a WIT is levied on the payment of interests on debt instruments issued by PRC tax residents, including bonds issued by enterprises established within mainland China. The general WIT rate applicable is 10%.

Under the China-HK Arrangement, the tax charged on interests received by the non-resident holders of debt instruments (including enterprises and individuals) will be 7% of the gross amount

of the interests, if Hong Kong tax residents are the beneficial owners under the China-HK Arrangement, subject to the approval of the PRC tax authorities.

As the Sub-Fund seeks to achieve its investment objective by investing through the Manager's (which is a Hong Kong tax resident) RQFII quota, the interest derived from such investment may be subject to the reduced tax rate of 7% under the China-HK Arrangement. In order to qualify for this preferential rate, approval of the PRC tax authority is required. The Manager will further assess and seek to apply for approval from the PRC tax authorities in relation to the Sub-Fund, although this cannot be guaranteed. If the required approval is not obtained, the general rate of 10% will be applicable to the Sub-Fund on interests.

Capital gains

Specific rules governing taxes on capital gains derived by QFIIs or RQFIIs from the trading of onshore PRC Securities (including A-Shares) have yet to be announced. It is possible that the relevant tax authorities may in the future clarify the tax position on capital gains realised by the Sub-Fund dealing in PRC Securities or by a relevant RQFII from dealing in onshore PRC securities. In the absence of such specific rules, the income tax treatment should be governed by the general tax provisions of the PRC CIT Law. If the foreign investor is a non-tax resident enterprise without PE in the PRC, a 10% WIT would be imposed on the PRC-sourced capital gains from the disposal of PRC Securities, unless exempt or reduced under current PRC tax laws and regulations or relevant tax treaties.

Under the China-HK Arrangement, capital gains derived by Hong Kong tax residents from alienation of shares issued by PRC companies may be taxed in the PRC only if the recipient, at any time within 12 months preceding such alienation, had a participation of at least 25% of the capital in that PRC company or if the PRC company is an immovable properties-rich company (i.e. PRC companies in which 50% or more of their assets are comprised, directly or indirectly, of immovable properties situated in the PRC). The Sub-Fund will invest in A-Shares through the Manager's RQFII quota. Due to the Sub-Fund's investment restrictions, the Sub-Fund cannot hold more than 10% of any ordinary shares issued by any single issuer. In such a case, the capital gains derived from alienation of the A-Shares of non-immovable properties-rich companies may be exempted from the PRC WIT, subject to the approval of the PRC tax authorities. The aforesaid capital gain tax exemption will only apply if approval is obtained from the PRC tax authorities. Before a Hong Kong tax resident can enjoy relief under the China-HK Arrangement, a HKTRC issued by the IRD should be submitted to the relevant PRC tax authority for this purpose. As at the date of this Prospectus, the Sub-Fund has not yet obtained the HKTRC from the IRD. If the PRC tax authorities enforce the collection of WIT on capital gains and require the Sub-Fund to provide a HKTRC in order to obtain the WIT exemption, the Manager will apply for a HKTRC on behalf of the Sub-Fund.

In light of the uncertainty on the income tax treatment on capital gains and in order to meet this potential tax liability for capital gains, the Manager reserves the right to provide for WIT on such gains or income and withhold the tax for the account of the Sub-Fund. After careful consideration of the Manager's assessment and having considered and taken independent professional tax advice relating to the Sub-Fund's eligibility to benefit from the China-HK Arrangement, and in accordance with such advice, the Manager considers that the Sub-Fund is a Hong Kong tax resident for the purpose of the China-HK Arrangement and should be able to enjoy WIT exemption on capital gains derived from the alienation of the A-Shares of non-immovable properties-rich companies under the China-HK Arrangement. As such, there is a change in the tax provision with respect to the Sub-Fund effective from 4 March 2014. In this connection, the Manager has determined and in accordance with the independent professional tax advice that no WIT provision will be made on the gross realised and unrealised capital gains derived from trading of PRC Securities, except for those capital gains derived from trading of A-Shares issued by PRC tax resident companies which are immovable properties-rich companies. A 10% provision for WIT will continue to be provided for the gross realised and unrealised capital gains derived by the Sub-Fund from trading of A-Shares issued by PRC tax resident companies which are immovable properties-rich companies. The methodology adopted by the Manager in identifying whether or not PRC tax resident companies are immovable properties-rich companies

has been agreed and accepted by the independent tax advisor. The amount of provision will be disclosed in the financial statements of the Sub-Fund.

It should be noted that there are certain uncertainties regarding the WIT provisioning approach:

- The China-HK Arrangement may be changed in the future and the Sub-Fund may ultimately be required to pay WIT on capital gains.
- As at the date of this Prospectus, the Sub-Fund has not yet obtained the HKTRC from the IRD. If the PRC tax authorities enforce the collection of WIT on capital gains and require the Sub-Fund to provide a HKTRC, the Manager will apply for a HKTRC on behalf of the Sub-Fund. Whether the Manager is able to obtain a HKTRC on behalf of the Sub-Fund is subject to prevailing practice of Hong Kong and/or the PRC tax authorities. The Sub-Fund may need to apply with the IRD for a HKTRC on an annual basis, which is subject to the assessment of the IRD. There is a risk that the Manager will not be able to obtain a HKTRC on behalf of a Sub-Fund.
- To date, the PRC tax authorities have not sought to enforce WIT collection on capital gains derived by RQFIIIs such as the Manager for the Sub-Fund. If the PRC tax authorities start to enforce WIT collection on capital gains, the relief under the China-HK Arrangement is still subject to the final approval of the PRC tax authorities and the Manager is not aware of any successful cases of tax treaty capital gain exemption approval for RQFIIIs. Even if the Manager, in accordance with the independent professional tax advice, believes that the Sub-Fund should be eligible for such relief, the PRC tax authorities may ultimately hold a different view.
- Due to the limitation to the availability of the public information in the PRC (e.g. in determining whether ownership of an associate company will constitute an immovable properties-rich investment), the information to be adopted by the PRC tax authorities in assessing immovable properties-rich companies may be different from the information used by the Manager in assessing immovable properties-rich companies which may result in different conclusion by the Manager for some A-Share companies to those of the PRC tax authorities.

For the above reasons, any WIT provision on capital gains made by the Manager in respect of the Sub-Fund may be less than the Sub-Fund's actual tax liabilities. It should also be noted that there is a possibility of the PRC tax rules being changed and taxes being applied retrospectively. In view of the above uncertainties, investors should note that the level of provision may be inadequate to meet actual PRC tax liabilities on investments made by the Sub-Fund. If the actual tax to be levied by the State Administration of Taxation of the PRC is higher than that provided for by the Manager so that there is a shortfall in the tax provision amount, investors should note that the Net Asset Value of the Sub-Fund may be lowered, as the Sub-Fund will ultimately have to bear the full amount of tax liabilities. In this case, the additional amount of tax liabilities will only impact Units in issue at the relevant time, and the then existing Unitholders and subsequent Unitholders will be disadvantaged as such Unitholders will bear, through the Sub-Fund, a disproportionately higher amount of tax liabilities as compared to those borne before the actual tax liabilities are levied.

On the other hand, the actual tax liabilities may be lower than the tax provision made, in which case those persons who have already redeemed their Units before the actual tax liabilities are determined will not be entitled or have any right to claim any part of such overprovision. As a result, investors may be disadvantaged depending on the final rules of the relevant PRC tax authorities, the level of provision and when they subscribed and/or redeemed their Units. Upon the availability of a definitive tax assessment or the issue of announcements or regulations by the competent authorities promulgating definitive tax assessment rules, the Manager will, as soon as practicable, make relevant adjustments to the amount of tax provision as it considers necessary. The tax provision may be excessive or inadequate to meet the actual tax liabilities: please refer to the risk factor "PRC withholding taxation risk" for further information in this regard.

Business Tax (“BT”) and other surtaxes

The revised PRC Provisional Regulations of Business Tax (“BT Law”) which came into effect on 1 January 2009 stipulates that gains derived by taxpayers from the trading of marketable securities would be subject to BT at 5%.

Caishui [2005] 155 states that gains derived by QFIIs from the trading of PRC marketable securities (including A-Shares and other PRC listed securities) are exempt from BT. The new PRC BT law which came into effect on 1 January 2009 has not changed this exemption treatment at the time of this Prospectus. Since both RQFIIs and QFIIs are qualified foreign institutional investors which are allowed to make investments in the PRC domestic capital markets, there should be a basis to make reference to the exemption treatment of Caishui [2005] 155 on RQFIIs. However, it is not clear whether a similar exemption would be extended to RQFIIs.

For marketable securities other than those trading under QFIIs, the new BT law shall apply to levy BT at 5% on the difference between the selling and buying prices of those marketable securities. However, capital gains derived from trading of offshore PRC marketable securities (e.g. H-Shares) are not subject to BT.

The new BT law does not specifically exempt BT on interest earned by non-financial institution. Hence, interest on both government and corporate bonds in theory should be subject to 5% BT. As such, 5% BT may apply on interest income derived on bond investments.

Dividend income or profit distributions on equity investment derived from China are not included in the taxable scope of BT.

In addition, urban maintenance and construction tax (currently at the rate ranging from 1% to 7%), educational surcharge (currently at the rate of 3%) and local educational surcharge (currently at the rate of 2%) are imposed based on the BT liabilities.

Stamp duty

Stamp duty under the PRC laws generally applies to the execution and receipt of all taxable documents listed in the PRC’s Provisional Rules on Stamp Duty. Stamp duty is levied on the execution or receipt in China of certain documents, including contracts for the sale of China A- and B-Shares traded on the PRC stock exchanges. In the case of contracts for sale of China A- and B-Shares, such stamp duty is currently imposed on the seller but not on the purchaser, at the rate of 0.1%.

It should also be noted that the actual applicable tax rates imposed by SAT may be different and may change from time to time. There is a possibility of the rules being changed and taxes being applied retrospectively. As such, any provision for taxation made by the Manager may be excessive or inadequate to meet final PRC tax liabilities. Consequently, Unitholders may be advantaged or disadvantaged depending upon the final tax liabilities, the level of provision and when they subscribed and/or redeemed their Units.

If the actual applicable tax rate levied by SAT is higher than that provided for by the Manager so that there is a shortfall in the tax provision amount, investors should note that the Net Asset Value of the Sub-Fund may suffer more than the tax provision amount as the Sub-Fund will ultimately have to bear the additional tax liabilities. In this case, the then existing and new Unitholders will be disadvantaged. On the other hand, if the actual applicable tax rate levied by SAT is lower than that provided for by the Manager so that there is an excess in the tax provision amount, Unitholders who have redeemed their Units before SAT’s ruling, decision or guidance in this respect will be disadvantaged as they would have borne the loss from the Manager’s overprovision. In this case, the then existing and new Unitholders may benefit if the difference between the tax provision and the actual taxation liability under that lower tax rate can be returned to the account of the Sub-Fund as assets thereof. Notwithstanding the above provisions, Unitholders who have already redeemed their Units in the Sub-Fund before the return of any overprovision to the account of the Sub-Fund will not be entitled or have any right to claim any part of such overprovision.

Unitholders should seek their own tax advice on their tax position with regard to their investment in the Sub-Fund.

It is possible that the current tax laws, regulations and practice in the PRC will change, including the possibility of taxes being applied retrospectively, and that such changes may result in higher taxation on PRC investments than currently contemplated.

Appendix dated 11 March 2014

APPENDIX 2 – E FUND CES CHINA 120 INDEX ETF

Key information

Set out below is a summary of key information in respect of the Sub-Fund which should be read together with the full text of this Prospectus.

Index	CES China 120 Index
Type of index	Price return, i.e. the performance of the Index is calculated on the basis that dividends are not reinvested
Index Provider	China Exchanges Services Company Limited
Listing Date (SEHK)	21 October 2013
Exchange Listing	SEHK – Main Board
Stock Code	83120 – RMB counter 03120 – HKD counter
Trading Board Lot Size	100 Units – RMB counter 100 Units – HKD counter
Base Currency	Renminbi (RMB)
Trading Currency	Renminbi (RMB) – RMB counter Hong Kong dollars (HKD) – HKD counter
Distribution Policy	The Manager intends to distribute income to Unitholders at least annually (usually in October) having regard to the Sub-Fund's net income after fees and costs. Distributions will only be paid from net income after deduction of all fees and costs and no distributions will be paid out of the capital or effectively out of the capital of the Sub-Fund. Distributions on all Units (RMB counter Units and HKD counter Units) will be in RMB only[#]
Creation Policy	Cash (in a combination of RMB and HKD in substantially the same weightings in which A-Shares and HK-Listed PRC Shares are included in the Index), or a combination of cash (in RMB only) and in-kind (HK-Listed PRC Shares constituents of the Index (the "HK-Listed PRC Shares Constituents") only)
Redemption Policy	A combination of cash (in RMB only) and in-kind (HK-Listed PRC Shares Constituents only)
Application Unit size (only by or through Participating Dealers)	Minimum 1,000,000 Units (or multiples thereof)
Total Expense Ratio*	Estimated to be 1.15% per year (including the Management Fee, the trustee fee and other charges) of the Net Asset Value
Management Fee	Currently 0.88% per year of the Net Asset Value accrued daily and calculated as at each Dealing Day

Investment Strategy	Full replication. Please refer to the section on “What is the Investment Strategy?” below
Financial Year End	31 December
Conversion Agent	HK Conversion Agency Services Limited
Website	www.efunds.com.hk/ces120.php?lang=en_US

Both HKD traded Units and RMB traded Units will receive distributions in RMB only. In the event that the relevant Unitholder has no RMB account, the Unitholder may have to bear the fees and charges associated with the conversion of such dividend from RMB into HKD or any other currency. Unitholders are advised to check with their brokers for arrangements concerning distributions and to consider the risk factor entitled “RMB distributions risk” below.

* The estimated Total Expense Ratio does not represent the estimated tracking error.

What is the Investment Objective?

The investment objective of the Sub-Fund is to provide investment results that, before deduction of fees and expenses, closely correspond to the performance of the Index. There can be no assurance that the Sub-Fund will achieve its investment objective.

What is the Investment Strategy?

In order to achieve the investment objective of the Sub-Fund, the Manager will adopt a full replication strategy through investing directly in Index Securities (A-Shares and HK-Listed PRC Shares) comprised in the Index in substantially the same weightings in which they are included in the Index. Investment in A-Shares will be made through the RQFII investment quota granted to the Manager by the SAFE. The Manager will not adopt representative sampling strategy.

The Sub-Fund may also invest not more than 5% of its Net Asset Value in money market funds and in cash deposits for cash management purpose.

Currently the Manager has no intention to invest the Sub-Fund in any financial derivative instruments (including structured products or instruments) for hedging or non-hedging (i.e. investment) purposes, and will not enter into securities lending transactions, repurchase or reverse repurchase transactions and other similar over-the-counter transactions. The Manager will seek the prior approval of the SFC and provide at least one month’s prior notice to Unitholders before the Manager engages in any such investments.

Prior approval of the SFC will be sought and not less than one month’s prior notice will be given to the Unitholders in the event the Manager wishes to adopt any investment strategy other than the above.

The investment strategy of the Sub-Fund is subject to the investment and borrowing restrictions set out in Part 1 of this Prospectus.

What is the RQFII regime?

Under current regulations in the PRC, foreign investors can invest only in the domestic securities market through certain foreign institutional investors that have obtained status as a QFII or a RQFII from the CSRC and have been granted quota by the SAFE to remit foreign freely convertible currencies (in the case of a QFII) and RMB (in the case of a RQFII) into the PRC for the purpose of investing in the PRC’s domestic securities markets.

The RQFII regime was introduced on 16 December 2011 by the “Pilot Scheme for Domestic Securities Investment through Renminbi Qualified Foreign Institutional Investors which are Asset Management Companies or Securities Companies” (基金管理公司、證券公司人民幣合格境外機構投資者境內證券投資試點辦法) issued by the CSRC, the PBOC and the SAFE, which was repealed effective 1 March 2013.

The RQFII regime is currently governed by (i) the “Pilot Scheme for Domestic Securities Investment through Renminbi Qualified Foreign Institutional Investors” issued by the CSRC, the PBOC and the SAFE and effective from 1 March 2013 (人民幣合格境外機構投資者境內證券投資試點辦法); (ii) the “Implementation Rules for the Pilot Scheme for Domestic Securities Investment through Renminbi Qualified Foreign Institutional Investors” issued by the CSRC and effective from 6 March 2013 (關於實施《人民幣合格境外機構投資者境內證券投資試點辦法》的規定); (iii) the “Circular on Issues Related to the Pilot Scheme for Domestic Securities Investment through Renminbi Qualified Foreign Institutional Investors”, Huifa 2013 No. 42 (國家外匯管理局關於人民幣合格境外機構投資者境內證券投資試點有關問題的通知, 匯發[2013]42號) issued by SAFE and effective from 21 March 2013; (iv) the “Notice of the People's Bank of China on the Relevant Matters concerning the Implementation of the Pilot Measures for Domestic Securities Investment Made by the RMB Qualified Foreign Institutional Investors”, issued by the PBOC and effective from 2 May 2013 (中國人民銀行關於實施《人民幣合格境外機構投資者境內證券投資試點辦法》有關事項的通知); and (v) any other applicable regulations promulgated by the relevant authorities (collectively, the “RQFII Regulations”).

The Manager has obtained RQFII status and has been granted, on behalf of the Sub-Fund, a RQFII quota of RMB 2 billion through which the Sub-Fund will acquire A-Share constituents of the Index. To the extent that the Manager considers that it, on behalf of the Sub-Fund, utilises its entire RQFII quota, the Manager intends, subject to any applicable regulations, to apply for an increase of the RQFII quota and will make an announcement on its website of its application for additional quota, suspension of the creation of Units (if applicable) and upon receiving additional quota.

All of the Sub-Fund’s assets in the PRC (including onshore PRC cash deposits and its onshore A-Shares portfolio) will be held by the Custodian (through the PRC Custodian) in accordance with the terms of the PRC Custody Agreement and PRC Participation Agreement. A securities account shall be opened with CSDCC in the joint names of the Manager (as the RQFII holder) and the Sub-Fund. An RMB cash account shall also be established and maintained with the PRC Custodian in the joint names of the Manager (as the RQFII holder) and the Sub-Fund. The PRC Custodian shall, in turn, have a cash clearing account with CSDCC for trade settlement according to applicable regulations. The Custodian has also maintained an account in the name of the Sub-Fund for all of the Sub-Fund’s assets in Hong Kong.

The Manager has obtained a legal opinion confirming that, as a matter of PRC law:

- (a) securities account(s) with the CSDCC and maintained by the PRC Custodian and RMB cash account(s) with the PRC Custodian (respectively, the “Securities Account(s)” and the “Cash Account(s)”) have been opened in the joint names of the Manager (as RQFII holder) and the Sub-Fund in accordance with all applicable laws and regulations of the PRC and with approval from all competent authorities in the PRC;
- (b) the assets held/credited in the Securities Account(s) (i) belong solely to the Sub-Fund, and (ii) are segregated and independent from the proprietary assets of the Manager (as RQFII holder), the Custodian or the PRC Custodian and any broker appointed to execute transactions for the Sub-Fund in the PRC markets (a “PRC Broker”), and from the assets of other clients of the Manager (as RQFII holder), the Custodian, the PRC Custodian and any PRC Broker;
- (c) the assets held/credited in the Cash Account(s) (i) become an unsecured debt owing from the PRC Custodian to the Sub-Fund, and (ii) are segregated and independent from the

proprietary assets of the Manager (as RQFII holder) and any PRC Broker, and from the assets of other clients of the Manager (as RQFII holder) and any PRC Broker;

- (d) the Trustee, for and on behalf of the Sub-Fund, is the only entity which has a valid claim of ownership over the assets in the Securities Account(s) and the debt in the amount deposited in the Cash Account(s) of the Sub-Fund;
- (e) if the Manager or any PRC Broker(s) is liquidated, the assets contained in the Securities Account(s) and Cash Account(s) of the Sub-Fund will not form part of the liquidation assets of the Manager or such PRC Broker in liquidation in the PRC; and
- (f) if the PRC Custodian is liquidated, (i) the assets contained in the Securities Account(s) of the Sub-Fund will not form part of the liquidation assets of the PRC Custodian in liquidation in the PRC, and (ii) the assets contained in the Cash Account(s) of the Sub-Fund will form part of the liquidation assets of the PRC Custodian in liquidation in the PRC and the Sub-Fund will become an unsecured creditor for the amount deposited in the Cash Account(s).

Repatriations in RMB conducted by the Manager as RQFII on behalf of the Sub-Fund are permitted daily and are not subject to any lock-up periods or prior approval.

There are specific risks associated with the RQFII regime and investors' attention is drawn to the risk factors under "Risks related to the RQFII regime" in the section on "Risk Factors" below.

The Offshore RMB Market

What Led to RMB Internationalisation?

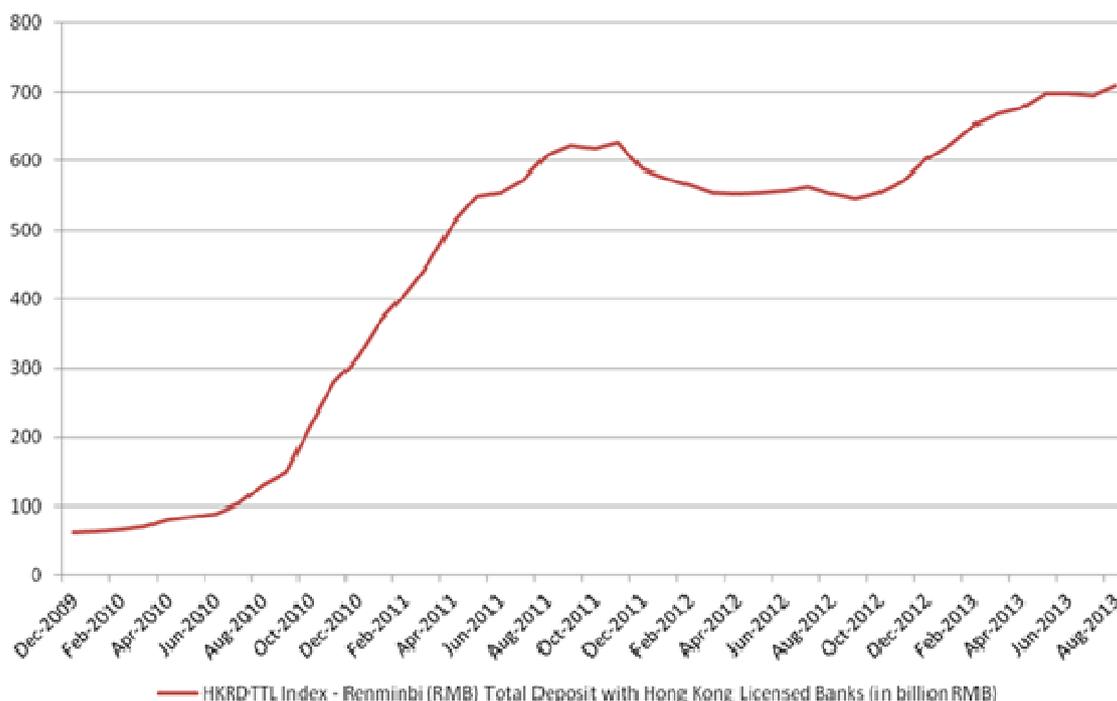
RMB is the lawful currency of the PRC. RMB is not a freely convertible currency and it is subject to foreign exchange control policies of and repatriation restrictions imposed by the PRC government. Since July 2005, the PRC government began to implement a controlled floating exchange rate system based on the supply and demand in the market and adjusted with reference to a portfolio of currencies. The exchange rate of RMB is no longer pegged to US dollars, resulting in a more flexible RMB exchange rate system.

Over the past two decades, the PRC's economy grew rapidly at an average annual rate of 9.8% in real terms. This enables it to overtake Japan to become the second largest economy and trading country in the world. The International Monetary Fund has projected that the PRC will contribute to more than one-third of global growth by 2015. As the PRC's economy becomes increasingly integrated with the rest of the world, it is a natural trend for its currency – the RMB, to become more widely used in the trade and investment activities.

Accelerating the Pace of the RMB Internationalisation

The PRC has been taking gradual steps to increase the use of RMB outside its borders by setting up various pilot programmes in Hong Kong and neighbouring areas in recent years. For instance, banks in Hong Kong were the first permitted to provide RMB deposits, exchange, remittance and credit card services to personal customers in 2004. Further relaxation occurred in 2007 when the authorities allowed PRC financial institutions to issue RMB bonds in Hong Kong. As of the end of August 2013, there are 143 banks in Hong Kong engaging in RMB business, with RMB deposits amounting to about RMB709.5 billion, as compared to just RMB63 billion in 2009. Up to end October 2012, there had been 1190 RMB bonds issuances (including Certificates of Deposit), with the total issuance size amounting to some RMB507 billion.

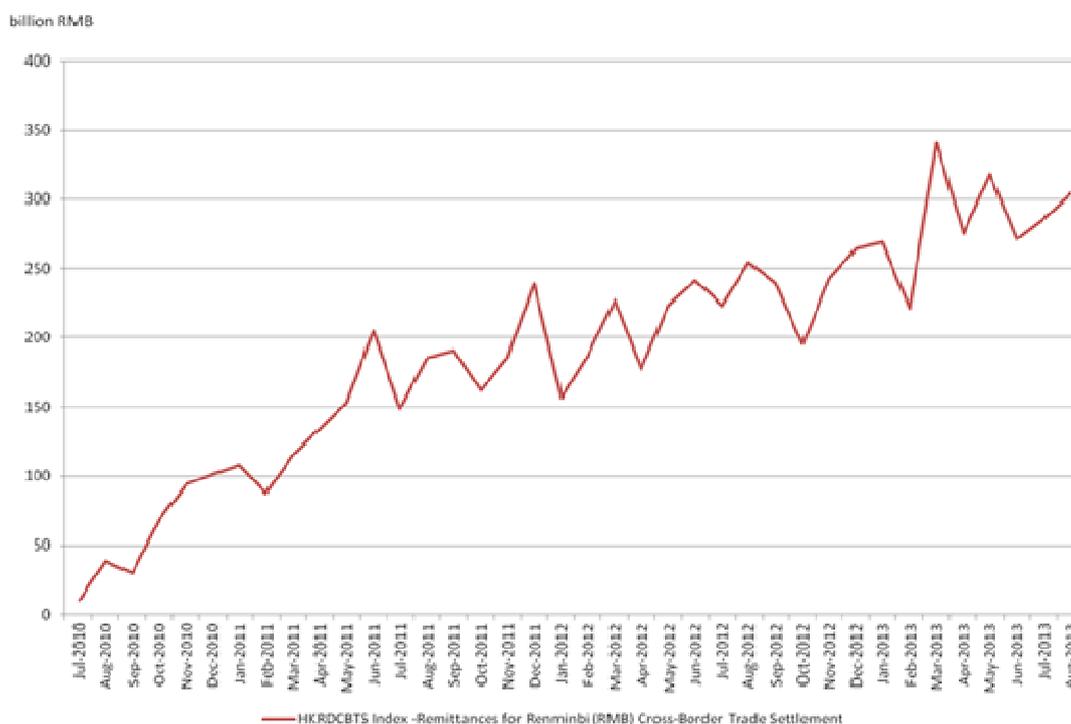
Chart 1. RMB Deposits in Hong Kong



Data source: Bloomberg as of 31 August 2013

The pace of RMB internationalisation has accelerated since 2009 when the PRC authorities permitted cross-border trade between Hong Kong / Macau and Shanghai / four Guangdong cities, and between ASEAN and Yunnan/Guangxi, to be settled in RMB. In June 2010, the arrangement was expanded to 20 provinces / municipalities on the PRC and to all countries / regions overseas. About RMB 7.2 trillion worth of cross-border trade was settled in Hong Kong using RMB since 2010 till August 2013.

Chart 2. Remittances for RMB cross-border trade settlement



Data source: Bloomberg as of 31 August 2013

Onshore versus Offshore RMB Market

Following a series of policies introduced by the PRC authorities, an RMB market outside the PRC has gradually developed and started to expand rapidly since 2009. RMB traded outside the PRC is often referred as “offshore RMB” with the denotation “CNH”, which distinguishes it from the “onshore RMB” or “CNY”.

Both onshore and offshore RMB are the same currency but are traded in different markets. Since the two RMB markets operate independently where the flow between them is highly restricted, onshore and offshore RMB are traded at different rates and their movement may not be in the same direction. Due to the strong demand for offshore RMB, CNH used to be traded at a premium to onshore RMB, although occasional discount may also be observed. The relative strength of onshore and offshore RMB may change significantly, and such change may occur within a very short period of time.

Notwithstanding that the offshore RMB market showed a meaningful growth during the past 2 years, it is still at an early stage of the development and is relatively sensitive to negative factors or market uncertainties. For instance, the value of offshore RMB had once dropped by 2% against the US dollars in the last week of September 2011 amidst the heavy selloff of the equities market. In general, the offshore RMB market is more volatile than the onshore one due to its relatively thin liquidity.

There have been talks on the potential convergence of the two RMB markets but that is believed to be driven by political decisions rather than just economics. It is widely expected that the onshore and offshore RMB markets would remain two segregated, but highly related, markets for the next few years.

Recent Measures

More measures to relax the conduct of offshore RMB business were announced in 2010. On 19 July 2010, restrictions on interbank transfer of RMB funds were lifted, and permission was granted for companies in Hong Kong to exchange foreign currencies for RMB without limit. One month later, the PRC authorities announced the partial opening up of PRC's interbank bond market for foreign central banks, RMB clearing banks in Hong Kong and Macau and other foreign banks participating in the RMB offshore settlement programme.

The National Twelfth Five-Year Plan adopted in March 2011 explicitly supports the development of Hong Kong as an offshore RMB business centre. In August 2011, PRC Vice-Premier Li Keqiang has announced more new initiatives during his visit, such as allowing investments on the PRC equity market through the RMB Qualified Foreign Institutional Investor scheme and the launch of an exchange-traded fund with Hong Kong stocks as the underlying constituents in the PRC. Also the PRC Government has given approval for the first non-financial PRC firm to issue RMB-denominated bonds in Hong Kong.

RMB Internationalisation is a Long-Term Goal

Given the PRC's economic size and growing influence, RMB has the potential to become an international currency in the same ranks as US dollars and euro. But the PRC has to first accelerate the development of its financial markets and gradually make RMB fully convertible on the capital account. Although the internationalisation of RMB will bring benefits such as increasing political influence and reduced exchange rate risks, it also entails risks including rising volatility of RMB exchange rate.

The process of RMB internationalisation is a long and gradual one. It took US dollars many decades to replace the British pound to become a dominant reserve currency. It will also take time for RMB to gain importance in coming years. RMB will not be in a position to challenge the US dollar's main reserve currency status for some time to come.

The A-Share Market

China's A-Share market commenced in 1990 with two exchanges, the SSE and the SZSE. The SSE was established on 26 November 1990 and stocks are further divided into class A-Shares and class B-Shares, with A-Shares limited to domestic investors as well as QFIs and RQFIs only and B Shares available to both domestic and foreign investors. As of 30 September 2013, there are 995 A-Share companies listed on the SSE with total market capitalisation of RMB15.4 trillion and free float market capitalisation of RMB5.1 trillion. The SSE's products cover equities, mutual funds and bonds. The product lines include A-Shares, B-Shares, indices, mutual funds (including exchange traded funds and listed open-end funds), fixed income products, and diversified financial derivative products (including warrants and repurchases).

The SZSE was founded on 1 December 1990 and stocks are further divided into class A-Shares and class B-Shares, with A-Shares limited to domestic investors as well as QFIs and RQFIs only and B-Shares available to both domestic and foreign investors. As of 30 September 2013, there are 1,536 A-Share companies listed on the SZSE, 480 of which are listed on the SZSE main board with total market capitalisation of RMB3.6 trillion and free float market capitalisation of RMB2.9 trillion, 701 of which are listed on the SME board (Small and Medium Enterprise Board) with total market capitalisation of RMB3.7 trillion and free float market capitalisation of RMB2.4 trillion, and 355 of which are listed on the ChiNext (the board mainly for hi-tech companies) with total market capitalisation of RMB1.5 trillion and free float market capitalisation of RMB773 billion. The SZSE's products cover equities, mutual funds and bonds. The product lines include A-Shares, B-Shares, indices, mutual funds (including exchange traded funds and listed open-end funds), fixed income products, and diversified financial derivative products (including warrants and repurchases).

The A-Share market has grown significantly in the past 20 years, with the latest total market capitalisation reaching RMB24.1 trillion comprising 2,531 A-Share listed companies by 30 September 2013.

In terms of investor breakdown, there is an increasing number of institutional investors

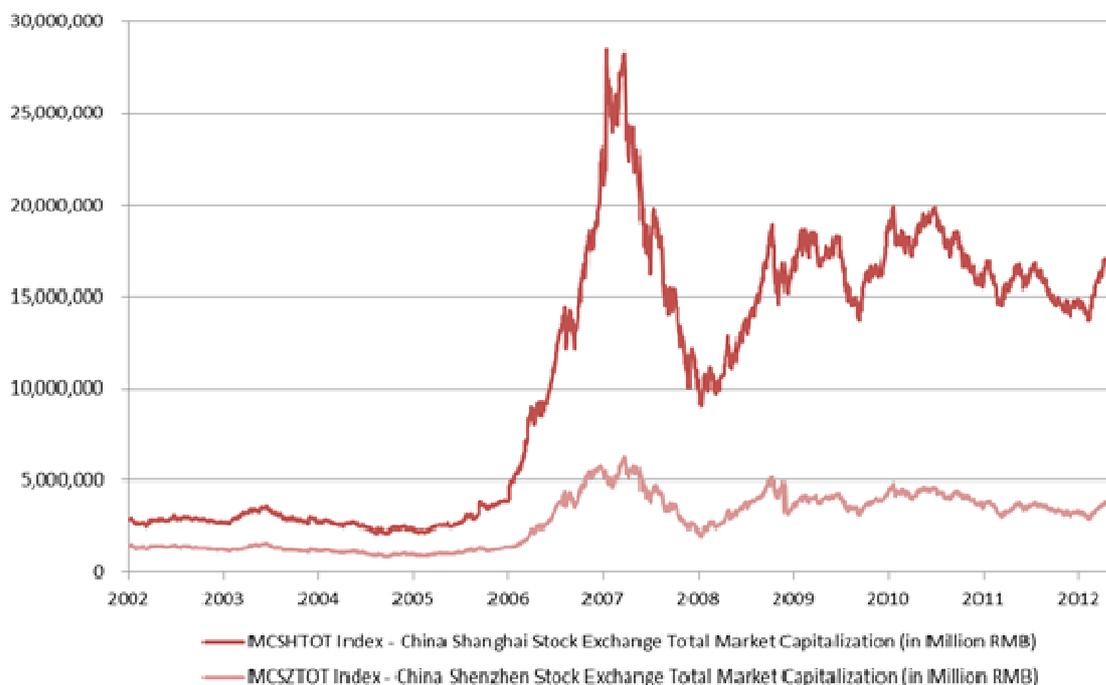
participating in the A-Shares market since the inception, which include securities investment funds, social pension funds, qualified foreign institutional investors, insurance companies, ordinary investment institutions. However, on a daily basis, retail investors still make up for the majority of the trading volume.

Chart 1. Shanghai and Shenzhen Composite Index Price



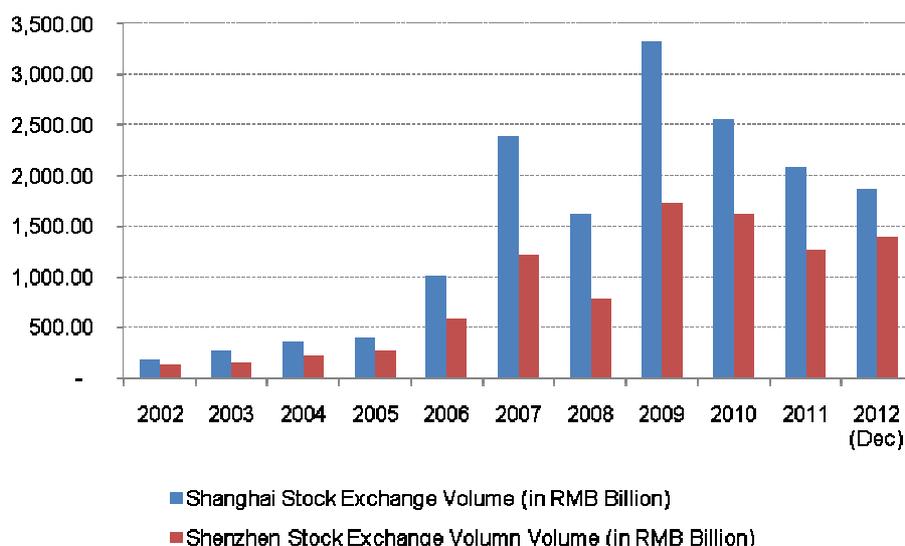
Data source: Bloomberg as of 30 September 2013

Chart 2. Total market capitalisation of both the SSE and SZSE



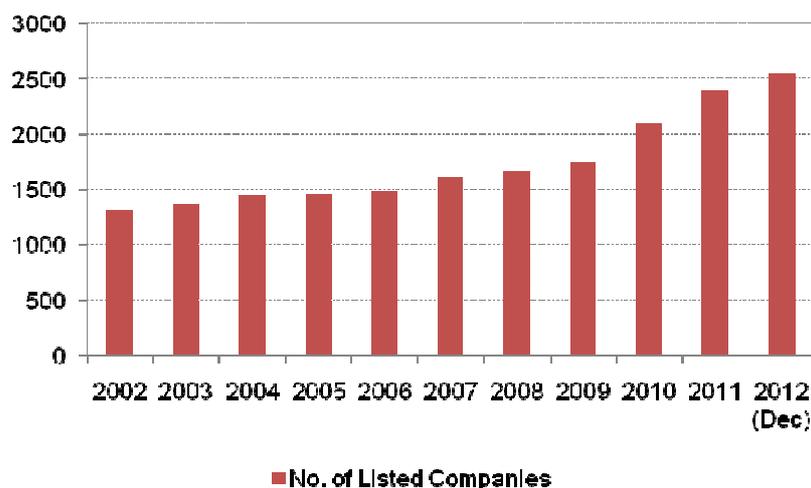
Data source: Bloomberg as of 30 September 2013

Chart 3. Annual trading volumes (turnover) of both the SSE and SZSE



Data source: Bloomberg as of 31 December 2012

Chart 4. Number of companies listed on both the SSE and SZSE



Data source: Bloomberg as of 31 December 2012

The Hong Kong Stock Market

In 1999 Budget Speech, Hong Kong's Financial Secretary announced comprehensive market reform of the stock and futures markets. Under the reform, the SEHK, Hong Kong Futures Exchange Limited ("HKFE") demutualised and together with HKSCC, merged under a single holding company, HKEx.

As at 31 August 2013, there were 1,578 companies listed on the Hong Kong stock market (excluded warrants, I-shares and Nasdaq stocks), with an aggregate market capitalization of HKD21,738 billion. This included 1,395 companies trading on the Main Board, with market capitalization of HKD21,628 billion, and 183 listings on the Growth Enterprise Market ("GEM"), with a market capitalization of HKD110 billion. The HKEx is the only exchange company in Hong Kong.

According to a recent survey conducted by the HKEx from October 2011 to September 2012, overseas investors contributed 46% to total market turnover while local investors contributed a

record low of 38%. Overseas investor trading came mainly from institutions (42% of total market turnover). Local investor trading also came mainly from institutions (21% of total market turnover), surpassing local retail investor trading (17% of total market turnover). The main contributors to overseas investor trading were investors from the United States, the United Kingdom and the Continental Europe.

Chart 1. Hang Seng Index Price



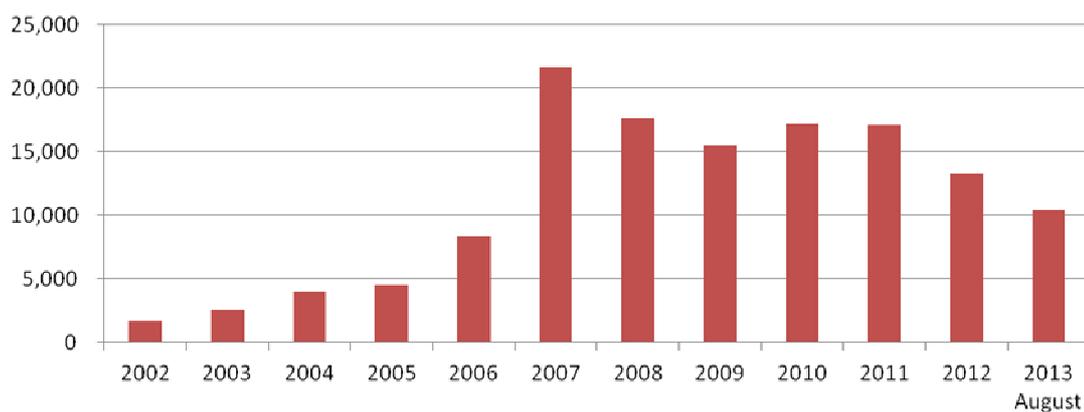
Data source: Bloomberg as of 30 September 2013

Chart 2. Total market capitalization of the HKEx



Data source: Bloomberg as of 30 September 2013

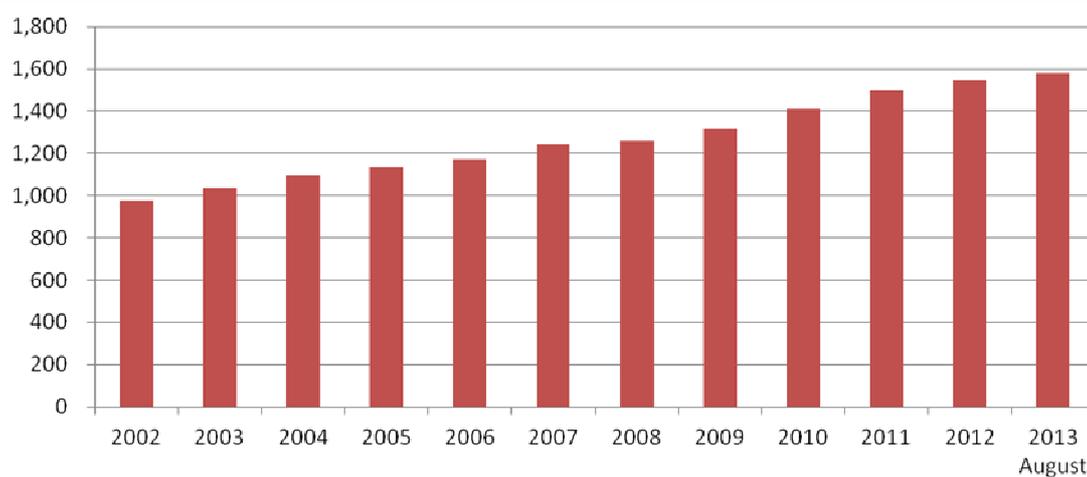
Chart 3. Annual trading volume (turnover) of the HKEx



■ Hong Kong Stock Exchange Trading Volume (in Billion HK\$)

Data source: HKEx as of 31 August 2013

Chart 4. Number of companies listed on the HKEx



■ Number of Listed Companies in Hong Kong Stock Exchange

Data source: HKEx as of 31 August 2013

Differences between the A-Share market and the Hong Kong stock market

The major differences between the A-Share market and the Hong Kong stock market are set out in the table below:

	PRC	Hong Kong
Key indices	SHCOMP / SZCOMP / CSI 300	HSI / HSCEI
Trading band limits	<ul style="list-style-type: none"> • 10% for ordinary stocks • 5% for ST/S stocks* 	No Limit

Trading lots	100 shares for BUY / 1 share for SELL **	Each stock has its own individual board lot size (an online broker will usually display this along with the stock price when you get a quote); purchases in amounts which are not multiples of the board lot size are done in a separate "odd lot market".
Trading hours	pre-open: 0915-0925 morning session: 0930-1130 afternoon session: 1300-1500 (1457-1500 is closing auction for the SZSE)	pre-open order input: 0900-0915 pre-order matching: 0915-0920 order matching: 0920-0928 morning session: 0930-1200 afternoon session: 1300-1600
Settlement	T+0 (for shares) T+1 (for cash)	T+2
Earnings reporting requirements	Annual report: • Full annual report must be disclosed within 4 months after the reporting period. Interim report: • Full report must be disclosed within 2 months after the reporting period. Quarterly report: • Full report must be disclosed within 1 month after the reporting period. The first quarterly report cannot be disclosed before last year's annual report.	Annual report: • Earnings must be disclosed within 3 months after the reporting period; • Full annual report must be disclosed within 4 months after the reporting period. Interim report: • Earnings must be disclosed within 2 months after the reporting period; • Full report must be disclosed within 3 months after the reporting period.

Note:

* 1) ST stocks refer to special treatment stocks, which means special treatment for companies with financial problems (consecutive 2 fiscal years loss or audited net assets per share less than par value in the most recent fiscal year), effective from 22 April 1998. Stocks with ST usually means they have a delisting risk.

2) S stocks refer to those stocks which have not yet performed the "split share structure reform".

** Purchasing in an odd lot is not allowed while selling in an odd lot is allowed in the A-Share market, with no price difference between odd lot and round lot trading.

The Offering Phases

Initial Offer Period

The current Dealing Deadline during the Initial Offer Period is 11:00 a.m. (Hong Kong time) 3 Business Days prior to the Listing Day, or such other time as the Manager (with the approval of Trustee) may determine on any day when the trading hours of the SEHK, the SSE or the SZSE are reduced.

The Issue Price of Units which is the subject of a Creation Application during the Initial Offer Period is RMB 10 per Unit, or such other amount determined by the Manager with the approval of the Trustee prior to the Initial Offer Period. Creation Applications can be made in cash (in a combination of RMB and HKD in substantially the same weightings in which A-Shares and HK-Listed PRC Shares are included in the Index) or a combination of in-kind (HK-Listed PRC Shares Constituents only) and cash (in RMB only) at the discretion of the Participating Dealer but subject to the Manager's agreement. Units which are created must be deposited in CCASS as RMB counter Units (i.e. tradeable in RMB only) initially. Investors can sell such RMB counter Units on the secondary market in the same counter or (following an inter-counter transfer) in the other counter provided their brokers provide both HKD and RMB trading services at the same time and offer inter-counter transfer services to support Dual Counter trading. Please refer to the

subsection entitled “Dual Counter” in the section of “Exchange listing and trading (secondary market)” below for further details.

The table below summarises the offering methods and related fees during the Initial Offer Period.

<u>Method of Offering</u>	<u>Minimum Number of Units (or multiple thereof)</u>	<u>Channel</u>	<u>Available to</u>	<u>Consideration, Fees and Charges*</u>
Cash creation in a combination of RMB and HKD	Application Unit size	Through Participating Dealers only	Participating Dealers or any person acceptable to the Participating Dealer as its client	<p>Cash (a combination of RMB and HKD in substantially the same weightings in which A-Shares and HK-Listed PRC Shares are included in the Index)</p> <p>Transaction Fee (payable in RMB and HKD)</p> <p>Any fees and charges imposed by the Participating Dealer (payable to the Participating Dealer in the currency determined by or agreed with it)</p> <p>Duties and Charges</p>
A combination of cash (in RMB only) and in-kind (HK-Listed PRC Shares Constituents only)	Application Unit size	Through Participating Dealers only	Participating Dealers or any person acceptable to the Participating Dealer as its client	<p>Cash (RMB only in substantially the same weightings in which A-Shares are included in the Index)</p> <p>HK-Listed PRC Shares Constituents</p> <p>Transaction Fee (payable in RMB and HKD)</p> <p>Any fees and charges imposed by the Participating Dealer (payable to the Participating Dealer in the currency determined by or agreed with it)</p> <p>Duties and Charges</p>

After Listing

Subject to the granting of listing of, and permission to deal in, the Units on the SEHK as well as the compliance with the stock admission requirements of HKSCC, the Units will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Units on the SEHK or on any other date HKSCC chooses. Settlement of transactions between participants of the SEHK is required to take place in CCASS on the second CCASS Settlement Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

Dealings in the Units on the SEHK are expected to commence on 21 October 2013 but may be postponed by the Manager to a date no later than 8 November 2013.

The current Dealing Deadline After Listing is 11:00 a.m. (Hong Kong time) on the relevant Dealing Day, or such other time as the Manager (with the approval of Trustee) may determine on any day when the trading hours of the SEHK or the SSE and the SZSE are reduced.

Creation Applications can be made in cash (in a combination of RMB and HKD in substantially the same weightings in which A-Shares and HK-Listed PRC Shares are included in the Index) or a combination of in-kind (HK-Listed PRC Shares Constituents only) and cash (in RMB only). Units which are created must be deposited in CCASS as RMB counter Units (i.e. tradeable in RMB only) initially. Settlement for subscribing Units is due at the time specified in the Operating Guidelines on the relevant Dealing Day in accordance with the Operating Guidelines.

The table below summarises the offering methods and related fees after Listing.

<u>Method of Acquisition or Disposal of Units</u>	<u>Minimum Number of Units (or multiple thereof)</u>	<u>Channel</u>	<u>Available to</u>	<u>Consideration, Fees and Charges*</u>
Purchase and sale in cash through brokers on the SEHK (secondary market) in RMB or HKD	Board lot size	On the SEHK	Any investor	Market price of Units on SEHK (RMB for RMB traded Units and HKD for HKD traded Units) Brokerage fees and Duties and Charges
Cash creation in a combination of RMB and HKD	Application Unit size	Through Participating Dealers only	Participating Dealers or any person acceptable to the Participating Dealer as its client	Cash (a combination of RMB and HKD in substantially the same weightings in which A-Shares and HK-Listed PRC Shares are included in the Index) Transaction Fee (payable in RMB and HKD) Any fees and charges imposed by the Participating Dealer (payable to the Participating

				Dealer in the currency determined by or agreed with it) Duties and Charges
A combination of cash (in RMB only) and in-kind (HK-Listed PRC Shares Constituents only) for creation and redemption	Application Unit size	Through Participating Dealers only	Participating Dealers or any person acceptable to the Participating Dealer as its client	Cash (RMB only in substantially the same weighting in which A-Shares are included in the Index) HK-Listed PRC Shares Constituents Transaction Fee (payable in RMB and HKD) Any fees and charges imposed by the Participating Dealer (payable to the Participating Dealer in the currency determined by or agreed with it) Duties and Charges

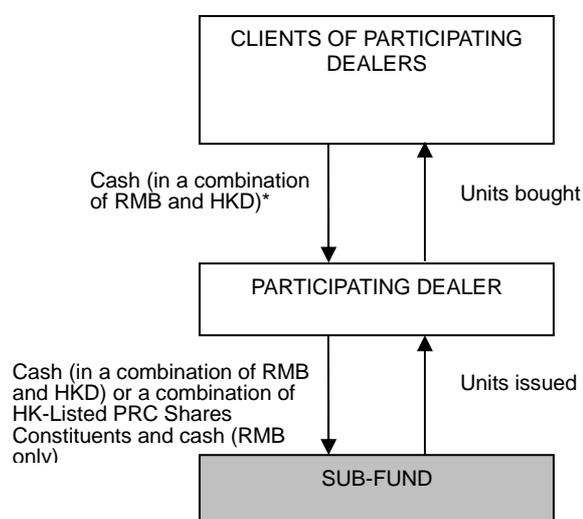
* Please refer to "Fees and Expenses" for further details

The attention of investors is drawn to the section entitled "The Offering" in Part 1 of this Prospectus.

Diagrammatic illustration of investment in the Sub-Fund

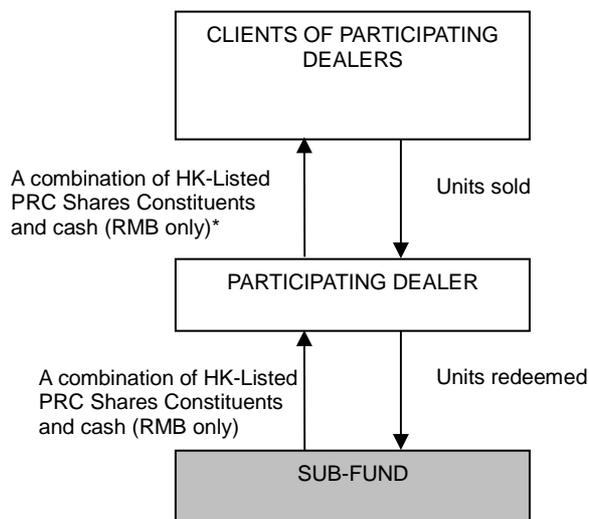
The diagrams below illustrate the issue or redemption and the buying or selling of Units:

(a) Issue and buying of Units in the primary market – Initial Offer Period and After Listing



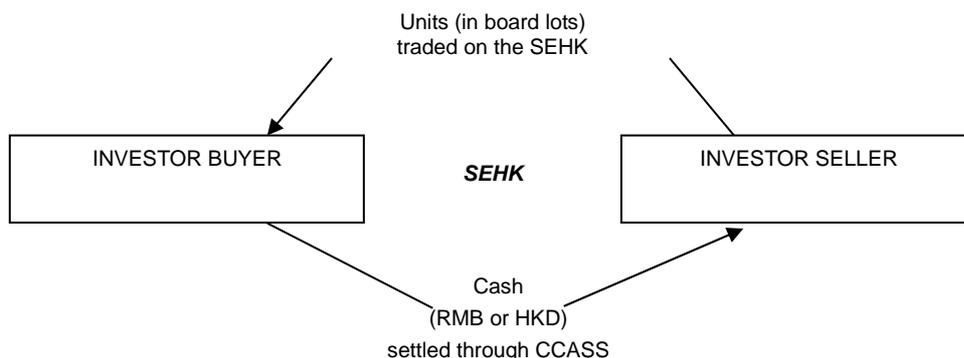
* Clients of the Participating Dealers may agree with the Participating Dealers settlement in another currency.

(b) Redemption and sale of Units in the primary market – After Listing



* Clients of the Participating Dealers may agree with the Participating Dealers settlement in another currency.

(c) Buying or selling of Units in the secondary market on the SEHK – After Listing



Creations and Redemptions through Participating Dealers

Units are created at the Issue Price by creation in cash (in a combination of RMB and HKD in substantially the same weightings in which A-Shares and HK-Listed PRC Shares are included in the Index) or a combination of in-kind (HK-Listed PRC Shares Constituents only) and cash (in RMB only) and redeemed at the Redemption Value by redemption in a combination of in-kind (HK-Listed PRC Shares Constituents only) and cash (in RMB only) through Participating Dealers in Application Unit size or multiples thereof.

Creation of Units

A Participating Dealer may from time to time submit Creation Applications in respect of the Sub-Fund in accordance with the Operating Guidelines, following receipt of creation requests from clients or where it wishes to create Units of the Sub-Fund for its own account.

To be effective, a Creation Application must:

- (a) be given by a Participating Dealer in accordance with the Trust Deed, the relevant Participation Agreement and the relevant Operating Guidelines;
- (b) specify the number of Units which is the subject of the Creation Application, and the method of creation (in cash (in a combination of RMB and HKD in substantially the same weightings in which A-Shares and HK-Listed PRC Shares are included in the Index) or a combination of in cash (in RMB only) and in-kind (HK-Listed PRC Shares Constituents only)); and
- (c) include the certifications required in the Operating Guidelines (if any) in respect of creations of Units, together with such certifications and opinions of counsel (if any) as each of the Trustee and the Manager may separately consider necessary to ensure compliance with applicable Securities and other laws in relation to the creation of Units which are the subject of the Creation Application.

Where the Manager accepts a Creation Application from a Participating Dealer, it shall instruct the Trustee to effect (i) for the account of the Sub-Fund, the creation of Units in Application Unit size in exchange for a transfer of cash or a combination of HK-Listed PRC Shares Constituents and cash (at the discretion of the Participating Dealer but subject to the Manager's agreement); and (ii) the issue of Units to the Participating Dealer, both in accordance with the Operating Guidelines and the Trust Deed.

Settlement for subscribing Units is due by such time as agreed in the Operating Guidelines on the relevant Dealing Day or redeeming Units is due 2 Business Days after the Dealing Day, unless the Manager agrees with the relevant Participating Dealer to accept later settlement generally or in any particular case.

If Units are created by creation in cash (in a combination of RMB and HKD in substantially the same weightings in which A-Shares and HK-Listed PRC Shares are included in the Index), the respective Participating Dealer shall transfer RMB (in substantially the same weighting in which A-Shares are included in the Index) to the Trustee on the relevant Dealing Day by such time as agreed in the Operating Guidelines, for the account of the Sub-Fund, and HKD (in substantially the same weighting in which HK-Listed PRC Shares are included in the Index) to CCASS by the relevant Settlement Day by such time as agreed in the Operating Guidelines. If Units are created by creation in combination of in cash (in RMB only) and in-kind (HK-Listed PRC Shares Constituents only), the respective Participating Dealer shall transfer RMB (in substantially the same weighting in which A-Shares are included in the Index) on the relevant Dealing Day by such time as agreed in the Operating Guidelines and transfer HK-Listed PRC Shares Constituents to the Trustee, for the account of the Sub-Fund by the relevant Settlement Day by such time as agreed in the Operating Guidelines.

Cancellation of Creation Applications

The Trustee, after consultation with the Manager, may cancel a creation order in respect of any Units deemed created pursuant to a Creation Application if it has not received good title to all HK-Listed PRC Shares Constituents and/or the full amount of the cash (including Transaction Fee, Duties and Charges) relating to the Creation Application by the relevant time on the Settlement Day, provided that the Manager may at its discretion (a) extend the settlement period (either for the Creation Application as a whole or for a particular Security) and such extension to be on such terms and conditions (including as to the payment of any fees to the Manager or Extension Fee to the Trustee or their respective Connected Persons or otherwise) as the Manager may determine and in accordance with the provisions of the Operating Guidelines; or (b) partially settle the Creation Application to the extent to which HK-Listed PRC Shares Constituents and/or cash have been vested in the Trustee, on such terms and conditions the Manager may determine including terms as to any extension of the settlement period for the outstanding HK-Listed PRC Shares Constituents or cash (RMB) (including Transaction Fee, Duties and Charges).

Upon the cancellation of any creation order of any Units deemed created pursuant to a Creation Application as provided for above or if a Participating Dealer otherwise withdraws subject to the Manager's consent a Creation Application (other than in certain circumstances contemplated in

the Trust Deed such as when the Manager declares a suspension of creations of Units), any cash received by or on behalf of the Trustee and/or any HK-Listed PRC Shares Constituents vested in or on behalf of the Trustee in connection with a Creation Application shall be redelivered (in the case of cash) or transferred (in the case of HK-Listed PRC Shares Constituents) to the Participating Dealer (without interest) as soon as practicable and the relevant Units shall be deemed for all purposes never to have been created and the Participating Dealer shall have no right or claim against the Manager, the Trustee and/or the Conversion Agent in respect of such cancellation provided that:

- (a) the Trustee may charge the relevant Participating Dealer for the account of the Registrar an application cancellation fee (see the section on “Fees and Expenses” for further details);
- (b) the Manager may at its discretion require the Participating Dealer to pay to the Trustee, for the account of the Sub-Fund, in respect of each Unit so cancelled Cancellation Compensation, being the amount (if any) by which the Issue Price of each such Unit exceeds the Redemption Value which would have applied in relation to each such Unit if the Participating Dealer had, on the date on which such Units are cancelled, made a Redemption Application, together with charges, expenses and losses incurred by the Sub-Fund as a result of such cancellation;
- (c) the Transaction Fee in respect of such Creation Application shall remain due and payable (notwithstanding that the Creation Application shall be deemed to never have been made) and once paid shall be retained by and for the benefit of the Trustee, the Registrar and/or the Conversion Agent (see the section on “Fees and Expenses” for further details);
- (d) where HK-Listed PRC Shares Constituents are transferred to the Participating Dealer, the Participating Dealer shall indemnify the Trustee, for the account of the Sub-Fund, any fees, expenses, charges and losses incurred by the Sub-Fund as a result of such transfer; and
- (e) no previous valuations of the Trust Fund shall be re-opened or invalidated as a result of the cancellation of such Units.

Redemption of Units

Both RMB traded Units and HKD traded Units can be redeemed directly (through a Participating Dealer) in a combination of in-kind (HK-Listed PRC Shares Constituents only) and cash (in RMB only).

A Participating Dealer may redeem Units on any Dealing Day for its own account or for the account of its clients in accordance with the Operating Guidelines, by submitting a Redemption Application to the Trustee and Registrar (with a copy to the Manager).

To be effective, a Redemption Application must:

- (a) be given by a Participating Dealer in accordance with the Trust Deed, the relevant Participation Agreement and the relevant Operating Guidelines;
- (b) specify the number of Units and the class of Units (where applicable) which is the subject of the Redemption Application; and
- (c) include the certifications required in the Participation Agreement and Operating Guidelines (if any) in respect of redemptions of Units, together with such certifications and opinions of counsel (if any) as each of the Trustee and the Manager may separately consider necessary to ensure compliance with applicable securities and other laws in relation to the redemption of Units which are the subject of the Redemption Application.

Where the Manager accepts a Redemption Application from a Participating Dealer, it shall (i) effect the redemption and cancellation of the relevant Units; and (ii) require the Trustee to transfer

to the Participating Dealer cash (in RMB in substantially the same weighting in which A-Shares are included in the Index), and HK-Listed PRC Shares Constituents in accordance with the Operating Guidelines and the Trust Deed.

The Participating Dealer will then transfer the cash and HK-Listed PRC Shares Constituents to the relevant client if the Redemption Application was submitted by the Participating Dealer for the account of its client.

Cancellation of Redemption Applications

No HK-Listed PRC Shares Constituents shall be transferred and no cash amount shall be paid in respect of any Redemption Application unless Units, which are the subject of the Redemption Application, have been delivered to the Trustee free and clear of any Encumbrance for redemption by such time on the Settlement Day or other dealing set forth in the Trust Deed and/or Operational Guidelines as the Trustee and the Manager shall for the time being prescribe for Redemption Applications generally.

In the event that Units, which are the subject of a Redemption Application, are not delivered to the Trustee for redemption in accordance with the foregoing or are not free and clear of any Encumbrance (other than in certain circumstances contemplated in the Trust Deed such as when the Manager declares a suspension of redemptions of Units):

- (a) the Trustee may charge the relevant Participating Dealer for the account of the Registrar an application cancellation fee (see the section on “Fees and Expenses” for further details);
- (b) the Manager may at its discretion require the Participating Dealer to pay to the Trustee, for the account of the Sub-Fund, in respect of each Unit so cancelled Cancellation Compensation, being the amount (if any) by which the Redemption Value of each such Unit is less than the Issue Price which would have applied in relation to each such Unit if the Participating Dealer had, on the actual date when the Manager is able to repurchase any replacement Securities made a Creation Application in accordance with the provisions of the Trust Deed plus such other amount as the Manager reasonably determines as representing any charges, expenses and losses incurred by the Sub-Fund as a result of such cancellation;
- (c) the Transaction Fee in respect of such Redemption Application shall remain due and payable (notwithstanding that the Redemption Application shall be deemed to never have been made) and once paid, shall be retained by and for the benefit of the Trustee, the Registrar and/or the Conversion Agent (see the section on “Fees and Expenses” for further details); and
- (d) no previous valuations of the Trust Fund shall be re-opened or invalidated as a result of an unsuccessful Redemption Application.

RMB payment procedures

Investors intending to subscribe for Units may, unless otherwise agreed by the Participating Dealer, apply for Units deposited in the RMB counter through Participating Dealers only if they have sufficient RMB to pay the required RMB portion of application monies and the related fees. Investors should note that RMB is the only official currency of the PRC. While both onshore RMB (“CNY”) and offshore RMB (“CNH”) are the same currency, they are traded in different and separated markets. Since the two RMB markets operate independently where the flow between them is highly restricted, CNY and CNH are traded at different rates and their movement may not be in the same direction. Although there is a significant amount of RMB held offshore (i.e. outside the PRC), CNH cannot be freely remitted into the PRC and is subject to certain restrictions, and vice versa. As such whilst CNH and CNY are both the same currency, certain special restrictions do apply to RMB outside the PRC. The liquidity and trading price of the Sub-Fund may be adversely affected by the limited availability of, and restrictions applicable to,

RMB outside the PRC.

Application monies from Participating Dealers to the Sub-Fund, for creation in cash will be paid in a combination of RMB and HKD in substantially the same weightings in which A-Shares and HK-Listed PRC Shares are included in the Index, or for creation in a combination of cash and HK-Listed PRC Shares Constituents will be paid in RMB (in respect of the cash component only). Accordingly a Participating Dealer may require you (as its client) to pay, in addition to HKD, RMB to it (in the case of creation in cash), or RMB only (in the case of creation in a combination of cash and HK-Listed PRC Shares Constituents). Payment details will be set out in the relevant Participating Dealer's documentation such as the application form for its clients. As such, you may need to have opened a RMB bank account (for settlement) if a Participating Dealer is to subscribe for Units on your behalf as you will need to have accumulated sufficient RMB to pay at least the required RMB portion of the aggregate Issue Price and related costs, to the Participating Dealer or if an application to the Participating Dealer is not successful or is successful only in part, the whole or appropriate portion of RMB paid will need to be returned to you by the Participating Dealer by crediting such amount into your RMB bank account. Similarly, if you wish to buy and sell Units in the secondary market on the SEHK, you may need to open a securities dealing account with your broker. You will need to check with the relevant Participating Dealer and/or your broker for payment details and account procedures.

If any investors wish to buy or sell Units on the secondary market, they should contact their brokers and they are reminded to confirm with their brokers in respect of Units traded in RMB their brokers' readiness for dealing and/or clearing transactions in RMB securities and to check other relevant information published by the SEHK regarding readiness of its participants for dealing in RMB securities from time to time. CCASS Investor Participants who wish to settle the payment in relation to their trades in the Units traded in RMB using their CCASS Investor Participant account or to receive distributions in RMB should make sure that they have set up an RMB designated bank account with CCASS.

Investors intending to purchase Units traded in RMB from the secondary market should consult their stockbrokers as to the RMB funding requirement and settlement method for such purchase. Investors may need to open and maintain securities dealing accounts with the stockbroker first before any dealing in Units traded in either HKD or RMB can be effected.

Investors should ensure they have sufficient RMB to settle trades of Units traded in RMB. When investors open the RMB bank accounts for settling RMB payments or receiving RMB distributions, they should note that the daily maximum exchange limit for RMB is RMB20,000 per Hong Kong resident individual. Investors should consult the banks for the account opening procedures as well as terms and conditions of the RMB bank account. Some banks may impose restrictions on their RMB cheque account and fund transfers to third party accounts. For non-bank financial institutions (e.g. brokers), however, such restriction will not be applicable and investors should consult their brokers as to the currency exchange service arrangement, if required.

The transaction costs of dealings in the Units on the SEHK include the SEHK trading fee and SFC transaction levy. All these secondary trading related fees and charges will be collected in HKD and, in respect of Units traded in RMB, calculated based on an exchange rate as determined by the Hong Kong Monetary Authority on the date of the trade which will be published on HKEx's website by 11:00 a.m. or earlier on each trading day.

Investors should consult their own brokers or custodians as to how and in what currency the trading related fees and charges and brokerage commission should be paid by the investors.

Where payment in RMB is to be made by cheque investors are advised to consult the bank at which their respective RMB bank accounts are opened in advance whether there are any specific requirements in relation to the issue of RMB cheques. In particular, investors should note that some banks have imposed an internal limit (usually RMB80,000) on the balance of RMB cheque account of their clients or the amount of cheques that their clients can issue in a day and such limit may affect an investor's arrangement of funding for an application (through a Participating Dealer) for creation of Units.

When an individual investor opens an RMB bank account or settle RMB payments, he or she will be subject to a number of restrictions, including:

- (a) for Hong Kong resident individuals only, the existing permitted conversions in relation to personal customers are up to RMB20,000 conducted through RMB bank accounts per person per day or up to RMB20,000 per transaction per person in bank notes for walk-in personal customers; and
- (b) the daily maximum remittance amount to the PRC is RMB80,000 and a remittance service is only available to an RMB deposit account-holder who remits from his or her RMB deposit account to the PRC and provided that the account name of the account in the PRC is identical with that of the RMB bank account with the bank in Hong Kong.

Please also refer to the section entitled “RMB Related Risk Factors” in the section on “Risk Factors Specific to the Sub-Fund” below for further details.

Summary of timetable

The following table summarises all key events and the Manager’s expected timetable:

<p>Initial Offer Period commences</p> <ul style="list-style-type: none"> • Participating Dealers may apply for creation for themselves or for their clients in a minimum number of 1,000,000 Units (or multiples thereof) 	<ul style="list-style-type: none"> • 9:00 a.m. (Hong Kong time) on 16 October 2013
<p>The date that is 3 Business Days prior to the Listing Date</p> <ul style="list-style-type: none"> • Latest time for Creation Applications by Participating Dealers for Units to be available for trading on the Listing Date 	<ul style="list-style-type: none"> • 11:00 a.m. (Hong Kong time) on 16 October 2013 but may be postponed by the Manager to a date no later than 5 November 2013
<p>After Listing (period commences on the Listing Date)</p> <ul style="list-style-type: none"> • All investors may start trading Units on the SEHK through any designated brokers; and • Participating Dealers may apply for creation and redemption (for themselves or for their clients) in a minimum number of 1,000,000 Units (or multiples thereof) continually 	<ul style="list-style-type: none"> • During the trading hours of the SEHK on 21 October 2013, but may be postponed by the Manager to a date no later than 8 November 2013 • 9:00 a.m. (Hong Kong time) to 11:00 a.m. (Hong Kong time) on each Dealing Day

Exchange listing and trading (secondary market)

General

Application has been made to the Listing Committee of the SEHK for the listing of, and permission to deal in the Units.

Units are neither listed nor dealt on any other stock exchange and no application for such listing or permission to deal is being sought as at the date of this Prospectus. Application may be

made in the future for a listing of Units on one or more other stock exchanges. Investors attention is drawn to the section entitled “Exchange Listing and Trading (Secondary Market)” in Part 1 of this Prospectus for further information.

Dealings on the SEHK in Units are expected to commence on 21 October 2013. Both HKD traded Units and RMB traded Units will trade on the SEHK in board lots of 100 Units. Participating Dealers should note that they will not be able to sell or otherwise deal in the Units on the SEHK until dealings begin on the SEHK.

Renminbi Equity Trading Support Facility

The Renminbi Equity Trading Support Facility (the “TSF”) was launched on 24 October 2011 by HKEx to provide a facility to enable investors who wish to buy RMB-traded shares (RMB shares) in the secondary market with Hong Kong dollars if they do not have sufficient RMB or have difficulty in obtaining RMB from other channels. With effect from 6 August 2012, the coverage of TSF was extended and the Sub-Fund is eligible for the TSF. As such the TSF is currently available to investors who wish to invest in the Sub-Fund by purchasing Units trading in RMB on the SEHK. Investors should consult their financial advisers if they have any questions concerning the TSF. More information with regard to the TSF is available on HKEx’s website www.hkex.com.hk/eng/market/sec_tradinfra/TSF/TSF.htm.

Dual Counter

The Manager has arranged for the Units to be available for trading on the secondary market on the SEHK under a Dual Counter arrangement. Units are denominated in RMB. Despite the Dual Counter arrangement, the new Units created in the primary market are RMB traded Units only. The Sub-Fund offers two trading counters on the SEHK (i.e. RMB counter and HKD counter) to investors for secondary trading purposes. Units traded in RMB counter will be settled in RMB and Units traded in HKD counter will be settled in HKD. Apart from settlement in different currencies, the trading prices of Units in the two counters may be different as the RMB counter and HKD counter are two distinct and separate markets.

Units traded on both counters are of the same class and all Unitholders of both counters are treated equally. The two counters will have different stock codes, different stock short names and different ISIN numbers as follows: RMB counter and traded Units have a SEHK stock code 83120 and a short name “EFUND CES120-R” whilst the HKD counter and traded Units have a SEHK stock code 03120 and a short name “EFUND CES120”. The ISIN number for RMB counter and traded Units is HK0000156148 and the ISIN for HKD counter and traded Units is HK0000156155.

Normally, investors can buy and sell Units traded in the same counter or alternatively buy in one counter and sell in the other counter provided their brokers provide both HKD and RMB trading services at the same time and offer inter-counter transfer services to support Dual Counter trading. Inter-counter buy and sell is permissible even if the trades take places within the same trading day. However, investors should note that the trading price of Units traded in the RMB counter and that of HKD counter may be different and may not always maintain a close relationship depending on factors such as market demand and supply and liquidity in each counter.

More information with regard to the Dual Counter is available in the frequently asked questions in respect of the Dual Counter published on HKEx’s website www.hkex.com.hk/eng/prod/secprod/etf/dc.htm.

Investors should consult their brokers if they have any questions concerning fees, timing, procedures and the operation of the Dual Counter, including inter-counter transfers. Investors’ attention is also drawn to the risk factor below entitled “Dual Counter risks”.

Calculation of Net Asset Value

The Net Asset Value of the Sub-Fund will be determined by the Trustee in RMB as at each

Valuation Point applicable to the Sub-Fund by valuing the assets of the Sub-Fund and deducting the liabilities of the Sub-Fund, in accordance with the terms of the Trust Deed.

The Trustee will value various Securities held by the Sub-Fund as set out in Part 1 of this Prospectus. The Trustee will perform the currency conversion between RMB and HKD at the rate using the 4:00 p.m. Hong Kong time mid rate quoted by Reuters for onshore RMB (CNY) on the previous SEHK trading day.

Distribution policy

The Manager intends to declare and distribute income to Unitholders at least annually (usually in October each year) having regard to the Sub-Fund's net income after fees and costs. Distributions will only be paid from net income after deduction of all fees and costs and no distributions will be paid out of the capital or effectively out of the capital of the Sub-Fund.

The Manager will make an announcement prior to any distribution in respect of the relevant distribution amount in RMB only. Each Unitholder will receive distributions in RMB (whether holding RMB traded Units or HKD traded Units).

Distribution payment rates in respect of Units will depend on factors beyond the control of the Manager or Trustee including, general economic conditions, and the financial position and dividend or distribution policies of the relevant underlying entities. There can be no assurance that such entities will declare or pay dividends or distributions.

The Manager may amend the Sub-Fund's distribution policy with respect to distributions out of capital or effective distributions out of capital of the Sub-Fund subject to the SFC's prior approval and by giving not less than one month's prior notice to Unitholders.

Fees and Expenses

(a) Fees and expenses payable by Participating Dealers on creations and redemptions (as applicable) of Units (applicable both during the Initial Offer Period and After Listing)	Amount
Transaction Fee (including Conversion Agent's Fee)	RMB12,000 ⁹ per Application and HKD5,000 to HKD12,000 ¹ per day per Participating Dealer
	See Note ¹⁰
Application cancellation fee	RMB8,500 ¹¹ per Application

⁹ RMB12,000 is payable to the Trustee and HKD5,000 to HKD12,000 is payable to the Conversion Agent.

¹⁰ The Transaction Fee (including Conversion Agent's Fee) among which RMB12,000 is payable by a Participating Dealer to the Trustee for the benefit of the Trustee and/or Registrar, Conversion Agent's Fee is payable by a Participating Dealer to the Conversion Agent in the following amount per day: HKD5,000 for the aggregate Hong Kong dollar value of the Creation Applications and Redemption Applications made on a Dealing Day by a Participating Dealer equals to or is less than HKD2,000,000; HKD8,000 for the aggregate Hong Kong dollar value of the Creation Applications and Redemption Applications made on a Dealing Day by a Participating Dealer exceeds HKD2,000,000 up to and including HKD5,000,000; HKD10,000 for the aggregate Hong Kong dollar value of the Creation Applications and Redemption Applications made on a Dealing Day by a Participating Dealer exceeds HKD5,000,000 up to and including HKD10,000,000; and HKD12,000 for the aggregate Hong Kong dollar value of the Creation Applications and Redemption Applications made on a Dealing Day by a Participating Dealer exceeds HKD10,000,000. The Registrar will charge a fee for each Creation Application and Redemption Application. Both fees will be met out of the Transaction Fee. A Participating Dealer may pass on to the relevant investor such Transaction Fee.

¹¹ An application cancellation fee is payable to the Trustee for the account of the Registrar in respect of either a withdrawn or failed Creation Application or Redemption Application (other than in certain circumstances such as a suspension of the creation and redemption of Units by the Manager).

Extension Fee	RMB8,500 ¹² per Application
Stamp duty	Nil
All other Duties and Charges incurred by the Trustee or the Manager in connection with the creation or redemption	As applicable
(b) Fees and expenses payable by investors	Amount
<i>(i) Fees payable by clients of the Participating Dealers in respect of creations and redemptions (as applicable) via the Participating Dealer (applicable both during the Initial Offer Period and After Listing)</i>	
Fees and charges imposed by the Participating Dealer ¹³	Such amounts as determined by the relevant Participating Dealer
<i>(ii) Fees payable by all investors in respect of dealings in the Units on SEHK (applicable After Listing)</i>	
Brokerage	Market rates
Transaction levy	0.003% ¹⁴
SEHK trading fee	0.005% ¹⁵
Stamp duty	0.1% ¹⁶
Inter-counter transfers (where the Sub-Fund adopts Dual Counter arrangement)	HKD5 ¹⁷
(c) Fees and expenses payable by the Sub-Funds	(See further disclosure below)

Manager's Fee

The Manager is entitled to receive a management fee of up to 0.99% per year of the Net Asset Value of the Sub-Fund. The current management fee in respect of the Sub-Fund is 0.88% and is accrued daily and calculated as at each Dealing Day and payable monthly in arrears. This fee is payable out of the Trust Fund.

Trustee's and Registrar's Fee

The Trustee receives out of the assets of the Sub-Fund a monthly trustee's fee, payable in arrears, accrued daily and calculated as at each Dealing Day at the following percentages per

¹² An Extension Fee is payable to the Trustee on each occasion the Manager, upon a Participating Dealer's request, grants the Participating Dealer an extended settlement in respect of a Creation Application or Redemption Application.

¹³ The Participating Dealer may increase or waive the level of its fees in its discretion. Information regarding these fees and charges is available upon request to the relevant Participating Dealer.

¹⁴ Transaction levy of 0.003% of the trading price of the Units, payable by the buyer and the seller.

¹⁵ Trading fee of 0.005% of the trading price of the Units, payable by the buyer and the seller.

¹⁶ Stamp duty of 0.1% of the trading price of the Units, payable by each of the buyer and the seller.

¹⁷ HKSCC will charge each CCASS participant a fee of HKD5 per instruction for effecting an inter-counter transfer of the Sub-Fund between RMB counter and HKD counter. Investors should check with their brokers regarding any additional fees.

year of the Net Asset Value of the Sub-Fund: 0.16% for the Net Asset Value equals or is less than RMB 200 million, 0.14% for the Net Asset Value exceeds RMB 200 million up to and including RMB 1,000 million, 0.12% for the Net Asset Value exceeds RMB 1,000 million up to and including RMB 2,000 million, 0.10% for the Net Asset Value exceeds RMB 2,000 million up to and including RMB 3,000 million, and 0.08% for the Net Asset Value exceeds RMB 3,000 million, subject to a minimum fixed fee of RMB 40,000 per month. The Trustee will bear the fees of the Custodian and the PRC Custodian.

The Registrar is entitled to receive a registrar fee of RMB120 per Participating Dealer per transaction in respect of the Sub-Fund. The Registrar's fee is payable out of the assets of the Sub-Fund.

The Registrar shall also be entitled to be reimbursed out of the assets of the Sub-Fund all out-of-pocket expenses incurred.

Establishment costs

The cost of establishing the Sub-Fund, including the preparation of this Prospectus, inception fees, the costs of seeking and obtaining the listing and authorisation by the SFC and all initial and legal printing costs relating to the Sub-Fund are estimated by the Manager to be RMB 2,500,000. In addition, if considered appropriate by the Manager, an additional cost of determining the stock code is estimated to be HKD1,000,000. Such costs will be borne by the Sub-Fund and will be amortised over the first five financial years of the Sub-Fund.

Total Expense Ratio

The total expense ratio ("TER") of the Sub-Fund, which is the sum of anticipated charges to the Sub-Fund expressed as a percentage of the Net Asset Value of the Sub-Fund, is estimated to be 1.15% per annum. The TER does not represent the estimated tracking error and does not include extraordinary items (if any) borne by the Sub-Fund.

The Index

This section is a brief overview of the Index. It contains a summary of the principal features of the Index and is not a complete description of the Index. As of the date of this Prospectus, the summary of the Index in this section is accurate and consistent with the complete description of the Index. Complete information on the Index appears in the website identified below. Such information may change from time to time and details of the changes will appear on that website.

General

The Index is a free float adjusted market capitalisation weighted index that is sponsored by China Exchanges Services Company Limited ("CESC"). China Securities Index Co., Limited ("CSI") has been appointed for the calculation and dissemination of the Index. CSI will also provide index maintenance and back-testing services to CESC. It is considered that CESC possesses the necessary expertise and technical resources to construct, maintain and review the methodology of the Index as well as to support the operation of the Index.

The Index is composed of the 80 liquid and largest A-Shares in terms of market value listed on the SSE and the SZSE, as well as the 40 liquid and largest SEHK-listed stocks of mainland companies in terms of market value listed on the SEHK. The inception date of the Index was 10 December 2012 and the Index had a base level of 2,000 on 31 December 2004. The Index is denominated in RMB.

The Index is a price return index. A price return index calculates the performance of the index constituents on the basis that any dividends or distributions are not reinvested.

As at 28 February 2014, the Index had a total free-float market capitalisation of RMB7,357 billion and 120 constituents.

The Manager (and its Connected Persons) is independent of the Index Provider. Please see below for the Index disclaimer.

Index Methodology

The Index adopts two separate share constituent universes, i.e. (i) the A-Shares listed on the SSE and the SZSE, and (ii) securities listed on the SEHK (the “SEHK-Listed Securities”).

A-Shares Segment

The A-Shares universe must satisfy the following conditions:

- (a) The stock has been listed for more than three months as at the review cutoff date of the Index unless the stock meets the following criteria: the daily average total market capitalisation of the stock from the fourth trading day since its initial listing date to the review cutoff date of the Index is ranked within the top 10 of all A-Shares; and
- (b) Non-ST or *ST stocks; non-listing suspension stocks.

The 80 A-Shares constituents are then selected using the following criteria:

- (a) Candidate constituents with serious financial problems (i.e. listed companies which are expected to have net losses or have reported net losses for two consecutive years in their latest published financial statements) will be excluded from the Index.
- (b) Candidate constituents will be excluded from consideration for inclusion if under censure for contravention of securities laws and regulations.
- (c) Candidate constituents should be free of price manipulation or insider dealing (by mutual agreement between CESC and CSI based on regulatory authority publications or other publicly available information).
- (d) *Liquidity screen.* Eligible stocks must be in the highest 50% of all A-Shares when ranked by daily average trading value. For existing constituents, the daily average trading value ranking must be in the highest 60% of all A share. Daily average trading value is defined as follows:
 - The A-Shares’ daily average trading value during the most recent year, or
 - For newly listed stocks, the daily average trading value from the fourth trading day to the review cutoff date.
- (e) *Size screen.* Following the liquidity screen above, the top 80 A-Shares ranked by daily average total market capitalisation are chosen for inclusion in the Index. Daily average total market capitalisation is defined as follows:
 - *The A-Shares’ daily average total market capitalisation during the most recent year; or*
 - *For newly listed stocks, the daily average total market capitalisation from the fourth trading day to the review cutoff date.*

SEHK-Listed Securities Segment

The SEHK-Listed Securities universe should satisfy the following conditions:

- (a) Common stocks and real estate investment trusts (“REITs”) with primary listing on the SEHK (main board or GEM).

- (b) The security has been listed for more than 3 months as at the review cutoff date, unless the daily average total market capitalisation of the security from the fourth trading day to the review cutoff date is ranked within the top 10 of all SEHK-Listed Securities.

The following criteria are also applied to exclude stocks from consideration in the SEHK-Listed Securities universe:

- (a) Securities of which the daily average closing price in the most recent year is less than HKD 0.1.
- (b) Securities of which the daily average closing price in the most recent year is less than HKD 0.5 and the EPS in the most recent annual report is negative.
- (c) Securities of which the daily average turnover ratio[^] in the most recent 3 months does not meet the requirement. Securities are ranked by daily average turnover ratio in descending order. The cumulative daily average market capitalization coverage is then calculated for each security and the securities of which the cumulative daily average market capitalization coverage is beyond 90% are excluded.

[^]Daily average turnover ratio = Average (Daily trading value / total market capitalisation)

The 40 SEHK-Listed Securities constituents are then selected using the following criteria:

- (a) *Liquidity screen.* Eligible securities must be in the highest 50% of all SEHK-Listed Securities when ranked by daily average trading value. For existing constituents, the daily average trading value ranking must be in the highest 60% of all SEHK-Listed Securities. Daily average trading value is defined as:
 - The shares' daily average trading value during the most recent year, or
 - For newly listed stocks, the daily average trading value from the fourth trading day to the review cutoff date.
- (b) *Mainland business screen.* From the most liquid securities as defined above, companies that meet any of the following 3 criteria are selected:
 - The company is incorporated in the PRC;
 - The operation centre of the company is in the PRC; or
 - At least 50% of the revenue of the company is originated from the PRC.
- (c) *Size screen.* After going through the liquidity screen and the Mainland business screen as described above, the top 40 securities by daily average total market capitalisation are chosen for inclusion in the Index. Daily average total market capitalisation is defined as follows:
 - The SEHK-Listed Securities' daily average total market capitalisation during the most recent year, or
 - For newly listed securities, the daily average total market capitalisation from the fourth trading day to the review cutoff date.

Index Calculation

A category-weight method, which can minimize the variability of constituents shares adopted for index compilation, is used to weight number of shares for constituents of the Index. Pursuant to this method, an Inclusion Factor is assigned to each A-Share (or SEHK-Listed Securities) based on the percentage of Negotiable Market Capitalisation Ratio over the total number of shares.

- *Negotiable Market Capitalisation Ratio = Free Float of A-Share (or SEHK-Listed Securities) / Total number of A-Shares (or SEHK-Listed Securities)*
- *Adjusted Shares = Total number of A-Shares (or SEHK-Listed Securities) x Inclusion Factor*

Inclusion factor is determined by the following table:

Category-Weight Table

Negotiable Market Cap	≤	(10, 20]	(20, 30]	(30, 40]	(40, 50]	(50, 60]	(60, 70]	(70, 80]	>80
Inclusion Factor (%)	Negotiable Market Cap Ratio	20	30	40	50	60	70	80	100

By way of example, if the free float of a certain stock is 9%, which is less than 10%, the free float of the capital stock will be used as the weight. If the free float of a certain stock is 43.8%, which falls in the (40, 50] range, the inclusion factor will be 50% of the total capital stock.

The term “free float” is defined as shares outstanding and tradable in the open stock market. Specifically, A-Shares free float is defined as the total number of A-Shares outstanding minus restricted trading shares and the following non-negotiated shares:

- (a) Long term holdings by founders, their families, and senior executives of the company
- (b) Government holdings
- (c) Strategic holdings
- (d) Frozen shares during lock-up period
- (e) Restricted employee shares
- (f) Cross holdings

$$\text{Current Index} = \frac{\text{Current Adjusted Market Cap of Constituent}}{\text{Divisor}} \times 2000$$

$$\text{Adjusted Market Cap} = \sum (\text{Price} \times \text{Adjusted No. of Shares} \times \text{Foreign Exchange Rate})$$

The calculation of Adjusted No. of Shares uses a category-weighted method.

Foreign exchange rate from Reuters (mid-price of quote) is used to calculate the Index.

When changes occur to constituent list or the share structure, or constituents’ market value changes due to non-trading factors, the divisor is adjusted to keep the index comparable overtime, such as additions and deletions to the Index, rights issues, share buybacks and issuances, and spin-offs to be made without distorting the Index.

Index Maintenance

Constituents of the Index are reviewed every six months in June and December each year. Index reconstitution and float share adjustments are implemented after market close on the second Friday of June and December each year.

Data used for review in June includes trading data and financial data from 1 May of the previous year to 30 April of the review year (in case of an IPO, data since its fourth trading day are used). Data used for review in December includes trading data and financial data from 1 November of

the previous year to 31 October of the review year (in case of an IPO, data since its fourth trading day are used).

To ensure that the Index reflects the trading status of related stocks, constituent shares are maintained based on the following rules:

- (a) The number of shares is adjusted with reference to announcements published by listed companies.
- (b) Free float shares adjustment resulting from non-corporate actions is reviewed semi-annually. The adjustment will be implemented after the market close on the second Friday of June and December.
- (c) Share adjustment from corporate actions (such as bonus issues, rights issues, stock splits and stock consolidations) will be implemented on the ex-date.
- (d) For other corporation events (such as secondary offering, share buyback, exercise of convertible bonds and warrants, etc.) share adjustment will be implemented immediately if accumulated share change adds up to 5% or more; Share adjustment will be deferred to next regular review if accumulated share change is less than 5%.
- (e) When a corporate event causes the accumulated share changes to be 5% or more, the share adjustment will be implemented on the effective day of the corporate event as indicated in the published announcement. In the event that the announcement date is later than the effective date of corporate event, the effective date of share adjustment will then be the next trading date after the announcement date.

Index Licence Agreement

The Manager has entered into a licence agreement with CESC. The term of the licence agreement commenced on 27 March 2013 and is not subject to any fixed term. Either party to the licence agreement has the right to terminate the license agreement without giving any reasons at anytime upon giving 3 months' prior written notice to the other party. The licence agreement may also be terminated by CESC with reasonable endeavor to serve 3 months' prior written notice to the Manager in the event that CESC ceases to compute, compile and publish the Index and does not offer a substitute index.

Top 10 Constituents

As at 28 February 2014, the 10 largest constituent securities of the Index, as listed below, represented about 40.86% of the market capitalisation of the Index based on total shares in issue.

Rank	Constituent Name	Stock Exchange	Weighting (%)
1.	Tencent Holdings Limited	SEHK	8.59
2.	China Construction Bank Corporation	SEHK	6.34
3.	China Mobile Limited	SEHK	5.50
4.	Industrial and Commercial Bank of China Limited	SEHK	3.99
5.	Bank of China Limited	SEHK	3.37
6.	Ping An Insurance (Group) Company of China Limited	SSE	2.88
7.	CNOOC Limited	SEHK	2.81
8.	China Minsheng Banking Corporation Limited	SSE	2.65
9.	China Merchants Bank Company Limited	SSE	2.56
10.	China Petroleum & Chemical Corporation	SEHK	2.17

You can obtain the most updated list of the constituents of the Index and additional information

concerning the Index (including methodology, end of day Index levels and Index performance) from the website of the Index Provider at <http://www.cesc.com> or the website of CSI at <http://www.csindex.com.cn>. The Index (which is maintained by the Index Provider) is calculated and disseminated in RMB and is available in real time globally via global information vendors. The end of day Index is available on the website of the Index Provider (<http://www.cesc.com>) and CSI (<http://www.csindex.com.cn>).

Index Code

Reuters Code: HKCES120

Bloomberg Code: CES120

Index Provider Disclaimer

The Sub-Fund is not in any way sponsored, endorsed, sold or promoted by CESC or by CSI and neither CESC or CSI makes any warranty or representation whatsoever, expressly or implied, either as to the results to be obtained from the use of the Index and/or the prices at which the said Index stands at any particular time on any particular day or otherwise. The Index is calculated and/or disseminated by CSI on behalf of CESC. Neither CESC nor CSI guarantee (expressly or impliedly) the accuracy, completeness, timeliness or fitness for a particular purpose of the Index and/or the data or information contained therein; nor do they accept any liability for any damages, loss, costs or expenses directly or indirectly suffered by any person arising from the use of the Index and/or the data or information contained therein. Any person dealing with the Sub-Fund shall place no reliance whatsoever on CESC and/or CSI and shall not bring, attempt or threaten any claims or legal proceedings against CESC and/or CSI.

Information available on the Internet

The Manager will publish important news and information with respect to the Sub-Fund (including in respect of the Index), both in the English and in the Chinese languages, on the Manager's website at www.efunds.com.hk/fund.html (the contents of this website and any other websites referred to in this Appendix have not been reviewed by the SFC) and the HKEx's website at www.hkex.com.hk (in respect of (a), (b), (c), (d) and (f) below) including:

- (a) this Appendix and the product key fact statement in respect of the Sub-Fund (as revised from time to time);
- (b) the latest annual and semi-annual financial reports (in English only);
- (c) any notices for material alterations or additions to this Appendix or the Sub-Fund's constitutive document;
- (d) any public announcements made by the Sub-Fund, including information with regard to the Sub-Fund and Index, notices of the suspension of the calculation of the Net Asset Value, changes in fees and the suspension and resumption of trading;
- (e) the near real time estimated Net Asset Value per Unit throughout each Dealing Day in RMB and in HKD;
- (f) the last closing Net Asset Value of the Sub-Fund in RMB and the last closing Net Asset Value per Unit of the Sub-Fund in RMB and in HKD;
- (g) the composition of the Sub-Fund (updated on a daily basis); and
- (h) the latest list of the Participating Dealers and Market Makers.

The near real time estimated Net Asset Value per Unit in HKD, under (e) above, is indicative and for reference only. This is updated during SEHK trading hours. The near real time estimated Net Asset Value per Unit in HKD does not use a real time HKD:RMB foreign exchange rate – it is

calculated using the estimated Net Asset Value per Unit in RMB multiplied by an assumed foreign exchange rate using the 4:00 p.m. Hong Kong time mid rate quoted by Reuters for offshore RMB (CNH) on the previous SEHK trading day. When the underlying A-Shares market is closed, the changes in the estimated Net Asset Value per Unit in both RMB and HKD will be due to the change in the HKD:RMB foreign exchange rate and the change in valuation of the underlying HK-Listed PRC Shares Constituents the Sub-Fund invested in.

The last closing Net Asset Value per Unit in HKD, under (f) above, is indicative and for reference only and is calculated using the last closing Net Asset Value per Unit in RMB multiplied by an assumed foreign exchange rate using the 4:00 p.m. Hong Kong time mid rate quoted by Reuters for offshore RMB (CNH) as of the same Dealing Day.

Risks Factors Specific to the Sub-Fund

In addition to the risk factors presented in Part 1 of this Prospectus, the risk factors set forth below are also the risks, in the opinion of the Manager and its directors, to be relevant and presently applicable specifically to the Sub-Fund.

RQFII systems risk

The current RQFII Regulations include rules on investment restrictions applicable to the Sub-Fund. Transaction sizes for RQFIIs are relatively large (with the corresponding heightened risk of exposure to decreased market liquidity and significant price volatility leading to possible adverse effects on the timing and pricing of acquisition or disposal of securities).

Onshore PRC securities are registered in the joint names of the Manager (as the RQFII holder) and the Sub-Fund in accordance with the relevant rules and regulations, and maintained in electronic form via a securities account with the CSDCC. The account is required to bear the name of "E Fund Management (Hong Kong) Co., Limited" as this is the name under which the RQFII is approved by the relevant regulator. The RQFII selects a PRC broker (the "PRC Broker") to act on its behalf in each of the two onshore PRC securities markets as well as the PRC Custodian to maintain its assets in custody in accordance with the terms of the PRC Custody Agreement.

In the event of any default of either the relevant PRC Broker or the PRC Custodian in the execution or settlement of any transaction or in the transfer of any funds or securities in the PRC, the Sub-Fund may encounter delays in recovering its assets which may in turn adversely impact the net asset value of the Sub-Fund.

There can be no assurance that additional RQFII quota can be obtained to fully satisfy subscription requests. This may result in a need for the Manager to close the Sub-Fund to further subscriptions. In extreme circumstances, the Sub-Fund may incur significant loss due to limited investment capabilities, or may not be able fully to implement or pursue its investment objectives or strategies, due to RQFII investment restrictions, illiquidity of the PRC's securities markets, and delay or disruption in execution of trades or in settlement of trades.

The regulations which regulate investments by RQFIIs in the PRC and the repatriation of capital from RQFII investments are relatively new. The application and interpretation of such investment regulations are therefore relatively untested and there is no certainty as to how they will be applied as the PRC authorities and regulators have been given wide discretion in such investment regulations and there is no precedent or certainty as to how such discretion may be exercised now or in the future.

PRC Custodian and PRC Broker risk

Onshore PRC assets will be maintained by the PRC Custodian in electronic form via a securities account with the CSDCC and a cash account with the PRC Custodian.

The RQFII also selects the PRC Broker to execute transactions for the Sub-Fund in the PRC markets. The Manager can only appoint one PRC Broker per market (the SSE and the SZSE). As such the Sub-Fund will rely on only one PRC Broker (where the same PRC Broker is appointed for both markets – which is the Manager’s present intention) or two PRC Brokers (where a different PRC Broker is appointed in each market). Should, for any reason, the Sub-Fund’s ability to use the relevant PRC Broker be affected, this could disrupt the operations of the Sub-Fund and affect the ability of the Sub-Fund to track the Index, causing a premium or a discount to the trading price of Units on the SEHK. The Sub-Fund may also incur losses due to the acts or omissions of either the relevant PRC Broker or the PRC Custodian in the execution or settlement of any transaction or in the transfer of any funds or Securities. Subject to the applicable laws and regulations in the PRC, the Manager will make arrangements to ensure that the PRC Brokers and PRC Custodian have appropriate procedures to properly safe-keep the Sub-Fund’s assets.

According to the RQFII Regulations and market practice, the securities and cash accounts for the Sub-Fund in the PRC are to be maintained in the joint names of the Manager as the RQFII and the Sub-Fund. Although the Manager has obtained a legal opinion that the assets in such securities account would belong to the Sub-Fund, such opinion cannot be relied on as being conclusive, as the RQFII Regulations are subject to the interpretation of the relevant authorities in the PRC.

Investors should note that cash deposited in the cash account of the Sub-Fund with the PRC Custodian will not be segregated but will be a debt owing from the PRC Custodian to the Sub-Fund as a depositor. Such cash will be co-mingled with cash belong to other clients of the PRC Custodian. In the event of bankruptcy or liquidation of the PRC Custodian, the Sub-Fund will not have any proprietary rights to the cash deposited in such cash account, and the Sub-Fund will become an unsecured creditor, ranking *pari passu* with all other unsecured creditors, of the PRC Custodian. The Sub-Fund may face difficulty and/or encounter delays in recovering such debt, or may not be able to recover it in full or at all, in which case the Sub-Fund will suffer losses.

Repatriation risk

Repatriations by RQFIIs in respect of funds such as the Sub-Fund conducted in RMB are permitted daily and are not subject to any lock-up periods or prior approval. There is no assurance, however, that PRC rules and regulations will not change or that repatriation restrictions will not be imposed in the future. Any restrictions on repatriation of the invested capital and net profits may impact on the Sub-Fund’s ability to meet redemption requests.

PRC economic, political and social risk

The economy of the PRC, which has been in a state of transition from a planned economy to a more market oriented economy, differs from the economies of most developed countries in many respects, including the level of government involvement, its state of development, its growth rate, control of foreign exchange, and allocation of resources.

Although the majority of productive assets in the PRC are still owned by the PRC government at various levels, in recent years, the PRC government has implemented economic reform measures emphasising utilisation of market forces in the development of the economy of the PRC and a high level of management autonomy. The economy of the PRC has experienced significant growth in the past 20 years, but growth has been uneven both geographically and among various sectors of the economy. Economic growth has also been accompanied by periods of high inflation. The PRC government has implemented various measures from time to time to control inflation and restrain the rate of economic growth.

For more than 20 years, the PRC government has carried out economic reforms to achieve decentralisation and utilisation of market forces to develop the economy of the PRC. These reforms have resulted in significant economic growth and social progress. There can, however, be no assurance that the PRC government will continue to pursue such economic policies or, if it does, that those policies will continue to be successful. Any such adjustment and modification of those economic policies may have an adverse impact on the securities market in the PRC as well

as the underlying Securities of the Sub-Fund. Further, the PRC government may from time to time adopt corrective measures to control the growth of the PRC economy which may also have an adverse impact on the capital growth and performance of the Sub-Fund.

Political changes, social instability and adverse diplomatic developments in the PRC could result in the imposition of additional government restrictions including expropriation of assets, confiscatory taxes or nationalisation of some or all of the property held by the underlying issuers of the Securities in the Sub-Fund's portfolio.

PRC laws and regulations risk

The regulatory and legal framework for capital markets and joint stock companies in the PRC may not be as well developed as those of developed countries. PRC laws and regulations affecting securities markets are relatively new and evolving, and because of the limited volume of published cases and judicial interpretation and their non-binding nature, interpretation and enforcement of these regulations involve significant uncertainties. In addition, as the PRC legal system develops, no assurance can be given that changes in such laws and regulations, their interpretation or their enforcement will not have a material adverse effect on their business operations.

RQFII quota risk

The Sub-Fund will utilize the Manager's RQFII quota granted under the RQFII Regulation. This RQFII quota is limited and the quota limit may be reached. In such event, unless the Manager is able to acquire additional RQFII quota, it may be necessary for the Manager to suspend creations of Units. In such event it is possible that the trading price of a Unit on the SEHK will be at a significant premium to the Net Asset Value of each Unit (which may also increase tracking error of the Sub-Fund).

New product risk

The Sub-Fund is one of the first physical RQFII RMB denominated exchange traded funds investing directly in both A-Shares and SEHK-listed shares. Whilst there have been synthetic exchange traded funds listed on the SEHK which track A-Share indices, unlike the Sub-Fund these exchange traded funds do not invest in or hold A-Shares on a direct and cross border basis. Although there have been RMB denominated RQFII mutual funds, a commodities exchange traded fund denominated in RMB and other RQFII exchange traded funds (including E Fund CSI 100 A-Share Index ETF), RMB denominated RQFII exchange traded funds are still relatively new with limited operating history. The fact that the Sub-Fund is one of the first exchange traded funds to hold A-Shares and SEHK-listed shares directly makes the Sub-Fund riskier than traditional exchange traded funds investing in markets other than the PRC.

New index and New Index Provider risk

The Index is a new index having only been launched on 10 December 2012 by a new Index Provider, CESC. The Sub-Fund is one of the first exchange traded funds tracking the Index. Since both the Index Provider and the Index are relatively new, the Sub-Fund may be riskier in respect of the operation of the Index than other exchange traded funds tracking more established indices with longer operating histories.

Termination of the Index licence agreement risk

The licence agreement between the Manager and CESC in respect of the Index is not subject to any fixed term. Either party to the licence agreement has the right to terminate the license agreement without giving any reasons at any time upon giving 3 months' prior written notice to the other party. Moreover, the licence agreement may also be terminated by CESC with reasonable endeavour to serve 3 months' prior notice to the Manager in the event that CESC ceases to compute, compile and publish the Index and does not offer a replacement index. Although the Manager will seek to find a replacement index, there is no guarantee that the Manager will be able to find a replacement index using the same or substantially similar formula for the method of

calculation as used in calculating the Index upon termination of the licence agreement. The Sub-Fund may not be able to fulfil its objective and may be terminated if the licence agreement is terminated and no replacement index is available upon such termination.

Cross border risk

The Sub-Fund is one of the first exchange traded funds tracking an index whose constituents are listed both inside the PRC and outside the PRC. The constituents of the Index are comprised of a combination of A-Shares as well as HK-Listed PRC Shares, which are listed in two different jurisdictions, i.e. Hong Kong and the PRC. The cross border investment of the Sub-Fund in Securities listed in two different jurisdictions of which one is the PRC exposes the Sub-Fund to the investment risks of the PRC as well as the other jurisdiction, Hong Kong. Any disruption to the equities markets in either jurisdiction may affect the investment and the performance of the Sub-Fund. Investment in the Sub-Fund may therefore be riskier than other exchange traded funds which invest in Securities listed in one jurisdiction only.

Restricted markets risk

The Sub-Fund may invest in Securities in respect of which the PRC imposes limitations or restrictions on foreign ownership or holdings. Such legal and regulatory restrictions or limitations may have adverse effects on the liquidity and performance of the Sub-Fund holdings as compared to the performance of the Index. This may increase the risk of tracking error, and at the worst, the Sub-Fund may not be able to achieve its investment objective.

A-Share market suspension risk

A-Shares may only be bought from, or sold to, the Sub-Fund from time to time where the relevant A-Shares may be sold or purchased on the SSE or the SZSE, as appropriate. Give that the A-Share market is considered volatile and unstable (with the risk of suspension of a particular stock or government intervention), the creation and redemption of Units may also be disrupted. A Participating Dealer is unlikely to redeem or create Units if it considers that A-Shares may not be available.

HK-Listed PRC Shares risk

The Sub-Fund will invest in 40 liquid and largest HK-Listed PRC Shares in terms of market value. The companies of such HK-Listed PRC Shares are either the principal business and operations of which are based in the PRC or the majority revenues of which are derived from the PRC. Accordingly, although such shares are listed on the SEHK, they are still subject to PRC related risks similar to those applicable to A-Shares. These include economic, political and social risks of the PRC, PRC laws and regulations risk, changes in PRC taxation risk, PRC withholding taxation risk, RMB exchange controls and exchange rates risks.

Combination of cash and in-kind redemption risk

Both RMB traded Units and HKD traded Units can only be redeemed (through a Participating Dealer) in a combination of cash (in RMB only) and in-kind (HK-Listed PRC Shares Constituents only). Such redemption method is not common and the Sub-Fund is one of the few exchange traded funds adopting a combination of cash and in-kind redemption method. Unlike cash only redemption, upon completion of a combination of cash and in-kind redemption, investors will continue to be exposed to the relevant investment risks in equity securities as well as the relevant risks of investment in HK-Listed PRC Shares until the investors subsequently dispose such HK-Listed PRC Shares. Investment in the Sub-Fund will therefore involve continuing investment risks after redemption.

Accounting and reporting standards risk

Accounting, auditing and financial reporting standards and practices applicable to PRC companies may be different to those standards and practices applicable to countries that have more developed financial markets. For example, there are differences in the valuation methods

of properties and assets and in the requirements for disclosure of information to investors.

Changes in PRC taxation risk

The PRC Government has implemented a number of tax reform policies in recent years. The current tax laws and regulations may be revised or amended in the future. Any revision or amendment in tax laws and regulations may affect the after-taxation profit of PRC companies and foreign investors in such companies. In particular, please refer to the sub-section “PRC taxation” below.

Government intervention and restriction risk

Governments and regulators may intervene in the financial markets, such as by the imposition of trading restrictions, a ban on “naked” short selling or the suspension of short selling for certain stocks. This may affect the operation and market making activities of the Sub-Fund, and may have an unpredictable impact on the Sub-Fund. Furthermore, such market interventions may have a negative impact on the market sentiment which may in turn affect the performance of the Index and as a result the performance of the Sub-Fund.

PRC withholding taxation risk

In light of the uncertainty on the income tax treatment on capital gains and in order to meet this potential tax liability for capital gains, the Manager reserves the right to provide for withholding income tax (“WIT”) on such gains or income and withhold the tax for the account of the Sub-Fund. After careful consideration of the Manager’s assessment and having considered and taken independent professional tax advice relating to the Sub-Fund’s eligibility to benefit from the Arrangement between the Mainland of China and the Hong Kong Special Administrative Region for the Avoidance of Double Taxation and Prevention of Fiscal Evasion with respect to Taxes on Income (the “China-HK Arrangement”) , and in accordance with such advice, the Manager considers that the Sub-Fund is a Hong Kong tax resident for the purpose of the China-HK Arrangement and should be able to enjoy a WIT exemption on capital gains derived from the alienation of the A-Shares of non-immovable properties-rich companies under the China-HK Arrangement. The aforesaid capital gain tax exemption will only apply if approval is obtained from the PRC tax authorities. Before a Hong Kong tax resident can enjoy relief under the China-HK Arrangement, a Hong Kong Tax Resident Certificate (“HKTRC”) issued by the Inland Revenue Department of Hong Kong (the “IRD”) should be submitted to the relevant PRC tax authority for this purpose. As at the date of this Prospectus, the Sub-Fund has not yet obtained the HKTRC from the IRD. If the PRC tax authorities enforce the collection of WIT on capital gains and require the Sub-Fund to provide a HKTRC in order to obtain the WIT exemption, the Manager will apply for a HKTRC on behalf of the Sub-Fund. In this connection, the Manager has determined, having considered and taken independent professional tax advice, and in accordance with such advice, that no WIT provision will be made on the gross realised and unrealised capital gains derived from trading of PRC Securities, except for those capital gains derived from trading of A-Shares issued by PRC tax resident companies which are immovable properties-rich companies (i.e. PRC companies in which 50% or more of their assets are comprised, directly or indirectly, of immovable properties situated in the PRC). Accordingly, the Manager will make a 10% provision for WIT over the gross realised and unrealised capital gains derived from trading of A-Shares issued by PRC tax resident companies which are immovable properties-rich companies. The methodology adopted by the Manager in identifying whether or not PRC resident companies are immovable properties-rich companies has been agreed and accepted by the independent tax advisor. The amount of provision will be disclosed in the financial statements of the Sub-Fund.

It should be noted that there are uncertainties in relation to the Manager’s determination of WIT provision, including:

- The China-HK Arrangement may be changed in the future and the Sub-Fund may ultimately be required to pay WIT on capital gains.
- As at the date of this Prospectus, the Sub-Fund has not yet obtained the HKTRC from the IRD.

If the PRC tax authorities enforce the collection of WIT on capital gains and require the Sub-Fund to provide a HKTRC, the Manager will apply for a HKTRC on behalf of the Sub-Fund. Whether the Manager is able to obtain a HKTRC on behalf of the Sub-Fund is subject to prevailing practice of Hong Kong and/or the PRC tax authorities. The Sub-Fund may need to apply with the IRD for a HKTRC on an annual basis, which is subject to the assessment of the IRD. There is a risk that the Manager will not be able to obtain a HKTRC on behalf of a Sub-Fund.

- To date, the PRC tax authorities have not sought to enforce WIT collection on capital gains derived by RQFIs such as the Manager for the Sub-Fund. If the PRC tax authorities start to enforce WIT collection on capital gains, the relief under the China-HK Arrangement is still subject to the final approval of the PRC tax authorities and the Manager is not aware of any successful cases of tax treaty capital gain exemption approval for RQFIs. Even if the Manager, in accordance with the independent professional tax advice, believes that the Sub-Fund should be eligible for such relief, the PRC tax authorities may ultimately hold a different view.
- Due to the limitation to the availability of the public information in the PRC (e.g. in determining whether ownership of an associate company will constitute an immovable properties-rich investment), the information to be adopted by the PRC tax authorities in assessing immovable properties-rich companies may be different from the information used by the Manager in assessing immovable properties-rich companies which may result in different conclusion by the Manager for some A-Share companies to those of the PRC tax authorities.

For the above reasons, any WIT provision on capital gains made by the Manager in respect of the Sub-Fund may be less than the Sub-Fund's actual tax liabilities. It should also be noted that there is a possibility of the PRC tax rules being changed and taxes being applied retrospectively. As such, it should be noted that the level of provision may be inadequate to meet actual PRC tax liabilities on investments made by the Sub-Fund. Consequently, Unitholders may be disadvantaged depending upon the final tax liabilities, the level of provision and when they subscribed and/or redeemed their Units. If the actual tax levied by the State Administration of Taxation is higher than that provided for by the Manager so that there is a shortfall in the tax provision amount, investors should note that the Net Asset Value of the Sub-Fund may be lowered, as the Sub-Fund will ultimately have to bear the full amount of tax liabilities. In this case, the additional tax liabilities will only impact Units in issue at the relevant time, and the then existing Unitholders and subsequent Unitholders will be disadvantaged as such Unitholders will bear, through the Sub-Fund, a disproportionately higher amount of tax liabilities as compared to those borne at the time of investment in the Sub-Fund. On the other hand, the actual tax liabilities may be lower than the tax provision made. In that case, those persons who have already redeemed their Units before the actual tax liabilities are determined will not be entitled or have any right to claim any part of such overprovision and as such may be disadvantaged. Notwithstanding the above change in tax provisioning policy, persons who have already redeemed their Units in the Sub-Fund before the return of any overprovision to the account of the Sub-Fund will not be entitled or have any right to claim any part of such overprovision. Please refer to the sub-section on "PRC Taxation" for further information in this regard.

New Manager and reliance on the Investment Adviser risk

It should be noted that whilst the Manager's group (in particular the Investment Adviser) has significant exchange traded fund experience in the PRC, the Sub-Fund is only the second exchange traded fund listed on the SEHK to be managed by the Manager. As such the Manager will substantially make use of and rely on the expertise and systems of the Investment Adviser to support the investments of the Sub-Fund in the A-Share market. In the event of a breakdown or disruption in communications with or the provision by the Investment Adviser of its assistance to the Manager, the operations of the Sub-Fund may be adversely affected. The occurrence of such events could cause a deterioration in the Sub-Fund's performance and investors may lose money in those circumstances.

Trading differences risk

As the SSE and the SZSE may be open when Units in the Sub-Fund are not priced, the value of the Securities in the Sub-Fund's portfolio may change on days when investors will not be able to purchase or sell the Sub-Fund's Units. Furthermore, the market price of underlying Securities listed on the above stock exchanges which are established outside Hong Kong may not be available during part or all of the SEHK trading sessions due to trading hour differences which may result in the trading price of the Sub-Fund deviating away from the Net Asset Value. A-Shares may be subject to trading bands which restrict increases and decreases in the trading price. Units listed on the SEHK are not. This difference may also increase the level of premium or discount of the Unit price of the Sub-Fund to its Net Asset Value.

RMB is not freely convertible and subject to exchange controls and restrictions risk

It should be noted that the RMB is currently not a freely convertible currency as it is subject to foreign exchange control policies and repatriation restrictions imposed by the PRC government. Since 1994, the conversion of RMB into US dollar has been based on rates set by the PBOC, which are set daily based on the previous day's PRC interbank foreign exchange market rate. On 21 July 2005, the PRC government introduced a managed floating exchange rate system to allow the value of RMB to fluctuate within a regulated band based on market supply and demand and by reference to a basket of currencies. In addition, a market maker system was introduced to the interbank spot foreign exchange market. In July 2008, China announced that its exchange rate regime was further transformed into a managed floating mechanism based on market supply and demand. Given the domestic and overseas economic developments, the PBOC decided to further improve the RMB exchange rate regime in June 2010 to enhance the flexibility of the RMB exchange rate. In April 2012, the PBOC decided to take a further step to increase the flexibility of the RMB exchange rate by expanding the daily trading band from +/-0.5% to +/-1%.

However it should be noted that the PRC government's policies on exchange control and repatriation restrictions are subject to change, and any such change may adversely impact the Sub-Fund. There can be no assurance that the RMB exchange rate will not fluctuate widely against the US dollar or any other foreign currency in the future.

Foreign exchange transactions under the capital account, including principal payments in respect of foreign currency-denominated obligations, currently continue to be subject to significant foreign exchange controls and require the approval of the SAFE. On the other hand, the existing PRC foreign exchange regulations have significantly reduced government foreign exchange controls for transactions under the current account, including trade and service related foreign exchange transactions and payment of dividends. Nevertheless, the Manager cannot predict whether the PRC government will continue its existing foreign exchange policy or when the PRC government will allow free conversion of the RMB to foreign currency.

RMB trading and settlement of Units risk

The trading and settlement of RMB-denominated securities are recent developments in Hong Kong and there is no assurance that there will not be problem with the systems or that other logistical problems will not arise. In addition, the Sub-Fund will be amongst the few RMB denominated securities with a Dual Counter (i.e. HKD traded Units and RMB traded Units) traded on the SEHK and settled in CCASS. Although end-to-end simulation trading and clearing of listed RMB products testing sessions and payment pilot runs for participants of the SEHK were held by the SEHK in March, September and October 2011, some brokers may not have participated in such testing sessions and pilot runs and for those who have, not all of them may be able to successfully complete such testing sessions and pilot runs, there is no assurance of their readiness for dealing in RMB denominated securities. Investors should note that not all brokers may be ready and able to carry out trading and settlement of RMB traded Units and thus they may not be able to deal in the RMB traded Units through some brokers. Investors should check with their brokers in advance if they intend to engage Dual Counter trading or in inter-counter transfers and should fully understand the services which the relevant broker is able to provide (as well as any associated fees). Some exchange participants may not provide inter-counter transfer or Dual Counter trading services.

Non-RMB or late settlement redemption risk

Where, in extraordinary circumstances, the remittance or payment of RMB funds on the redemption of Units cannot, in the opinion of the Manager in consultation with the Trustee, be carried out normally due to legal or regulatory circumstances beyond the control of the Trustee and the Manager, redemption proceeds may be delayed or, if necessary in exceptional circumstances, be paid in US dollars or HKD instead of in RMB (at an exchange rate determined by the Manager after consultation with the Trustee). As such, there is a risk that investors may not be able to receive, through Participating Dealers, settlement upon a redemption of Units in RMB (and may receive US dollars or HKD) or may receive settlement in RMB on a delayed basis.

RMB distributions risk

Investors should note that where a Unitholder holds Units traded under the HKD counter, the relevant Unitholder will only receive distributions in RMB and not HKD. In the event the relevant Unitholder has no RMB account, the Unitholder may have to bear the fees and charges associated with the conversion of such dividend from RMB into HKD or any other currency. Unitholders are advised to check with their brokers concerning arrangements for distributions.

RQFII late settlement risk

The Sub-Fund will be required to remit RMB from Hong Kong to the PRC to settle the purchase of A-Shares by the Sub-Fund from time to time. In the event such remittance is disrupted, the Sub-Fund will not be able to fully replicate the Index by investing in the relevant A-Shares and this may increase the tracking error of the Sub-Fund.

Exchange rates movement between the RMB and other currencies risk

Investors in RMB traded Units whose assets and liabilities are predominantly in HKD or in currencies other than RMB should take into account the potential risk of loss arising from fluctuations in value between the such currencies and RMB. In addition, investors in HKD traded Units should note that distributions on HKD traded Units will only be paid in RMB. Accordingly foreign exchange risk will also apply to investors in HKD traded Units. There is no guarantee that RMB will appreciate in value against HKD or any other currency, or that the strength of RMB may not weaken. In such case an investor may enjoy a gain in RMB terms but suffer a loss when converting funds from RMB back into HKD (or any other currency).

Future movements in RMB exchange rates risk

The exchange rate of RMB ceased to be pegged to US dollars on 21 July 2005, resulting in a more flexible RMB exchange rate system. China Foreign Exchange Trading System, authorised by the PBOC, promulgates the central parity rate of RMB against US dollars, euro, Yen, British pound sterling and HKD at 9:15 a.m. on each business day, which will be the daily central parity rate for transactions on the Inter-bank Spot Foreign Exchange Market and OTC transactions of banks. The exchange rate of RMB against the above-mentioned currencies fluctuates within a range above or below such central parity rate. As the exchange rates are based primarily on market forces, the exchange rates for RMB against other currencies, including US dollars and HKD, are susceptible to movements based on external factors. There can be no assurance that such exchange rates will not fluctuate widely against US dollars, HKD or any other foreign currency in the future. From 1994 to July 2005, the exchange rate for RMB against US dollar and the HKD was relatively stable. Since July 2005, the appreciation of RMB has begun to accelerate. Although the PRC government has constantly reiterated its intention to maintain the stability of RMB, it may introduce measures (such as a reduction in the rate of export tax refund) to address the concerns of the PRC's trading partners. Therefore, the possibility that the appreciation of RMB will be further accelerated cannot be excluded. On the other hand, there can be no assurance that RMB will not be subject to devaluation.

Dual Counter risk

The SEHK's Dual Counter model in Hong Kong is relatively new. In addition, the Sub-Fund is one of the few exchange traded funds to have Dual Counter traded Units which are traded and settled in RMB under the RMB counter and traded and settled in HKD under the HKD counter. The relatively short operating history of the Dual Counter for exchange traded funds may make investment in the Units riskier than in single counter units or shares of an SEHK listed issuer for example where for some reason there is a settlement failure on an inter-counter transfer if the Units of one counter are delivered to CCASS at the last settlement on a trading day, leaving not enough time to transfer the Units to the other counter for settlement on the same day.

In addition, where there is a suspension of the inter-counter transfer of Units between the HKD counter and the RMB counter for any reason, for example, operational or systems interruption, Unitholders will only be able to trade their Units in the currency of the relevant Dual Counter. Accordingly it should be noted that inter-counter transfers may not always be available.

There is a risk that the market price on the SEHK of Units traded in HKD may deviate significantly from the market price on the SEHK of Units traded in RMB due to different factors such as market liquidity, supply and demand in each counter and the exchange rate between RMB and HKD (in both the onshore and the offshore markets). The trading price of HKD traded Units or RMB traded Units is determined by market forces and so will not be the same as the trading price of Units multiplied by the prevailing rate of foreign exchange. Accordingly when selling Units traded in HKD or buying Units traded in HKD, an investor may receive less or pay more than the equivalent amount in RMB if the trade of the relevant Units is in RMB and *vice versa*. There can be no assurance that the price of Units in each counter will be equivalent.

Investors without RMB accounts may buy and sell HKD traded Units only. Such investors will not be able to buy or sell RMB traded Units and should note that distributions are made in RMB only. As such, investors may suffer a foreign exchange loss and incur foreign exchange associated fees and charges to receive their dividend.

It is possible that some brokers and CCASS participants may not be familiar with and may not be able to (i) buy Units in one counter and to sell Units in the other, (ii) carry out inter-counter transfers of Units, or (iii) trade Units in both counters at the same time. In such a case another broker or CCASS participant may need to be used. Accordingly this may inhibit or delay an investor dealing in both HKD traded and RMB traded Units and may mean investors may only be able to sell their Units in one currency. Investors are recommended to check the readiness of their brokers in respect of the Dual Counter trading and inter-counter transfer.

Offshore RMB ("CNH") market risk

The onshore RMB ("CNY") is the only official currency of the PRC and is used in all financial transactions between individuals, state and corporations in the PRC. Hong Kong is the first jurisdiction to allow accumulation of RMB deposits outside the PRC. Since June 2010, the offshore RMB ("CNH") is traded officially, regulated jointly by the Hong Kong Monetary Authority and the PBOC. While both CNY and CNH represent RMB, they are traded in different and separated markets. The two RMB markets operate independently where the flow between them is highly restricted. Though the CNH is a proxy's of the CNY, they do not necessarily have the same exchange rate and their movement may not be in the same direction. This is because these currencies act in separate jurisdictions, which leads to separate supply and demand conditions for each, and therefore separate but related currency markets.

However, the current size of RMB-denominated financial assets outside the PRC is limited. As at 29 February 2012, the total amount of RMB (CNH) deposits held by institutions authorised to engage in RMB banking business in Hong Kong amounted to approximately RMB566 billion. In addition, participating authorised institutions are also required by the Hong Kong Monetary Authority to maintain a total amount of RMB (in the form of cash and its settlement account balance with the Renminbi Clearing Bank) of no less than 25% of their RMB deposits, which further limits the availability of RMB that participating authorised institutions can utilise for conversion services for their customers. RMB business participating banks do not have direct RMB liquidity support from PBOC. The Renminbi Clearing Bank only has access to onshore liquidity support from PBOC (subject to annual and quarterly quotas imposed by PBOC) to square

open positions of participating banks for limited types of transactions, including open positions resulting from conversion services for corporations relating to cross-border trade settlement and for individual customers of up to RMB20,000 per Hong Kong resident individual per day. The Renminbi Clearing Bank is not obliged to square for participating banks any open positions resulting from other foreign exchange transactions or conversion services and the participating banks will need to source RMB from the offshore market to square such open positions. Although it is expected that the offshore RMB market will continue to grow in depth and size, its growth is subject to many constraints as a result of PRC laws and regulations on foreign exchange. There is no assurance that new PRC regulations will not be promulgated or the Settlement Agreement will not be terminated or amended in the future which will have the effect of restricting availability of RMB offshore. The limited availability of RMB outside the PRC may affect the ability of investors to acquire Units or to sell Units of the Sub-Fund affecting the liquidity and therefore the trading price of the Units on the SEHK. To the extent the Manager is required to source RMB in the offshore market, there is no assurance that it will be able to source such RMB on satisfactory terms, if at all.

Reliance on Market Makers risk

Although the Manager will ensure that at least one RMB Counter Market Maker for RMB counter and one HKD Counter Market Maker for HKD counter will maintain a market for the Units traded in each counter, it should be noted that liquidity in the market for the Units may be adversely affected if there is no Market Maker for the HKD traded Units or for the RMB traded Units. The Manager will seek to mitigate this risk by ensuring at least one RMB Counter Market Maker and at least one HKD Counter Market Maker give not less than 3 months notice prior to terminating market making arrangement under the relevant market making agreements. There may be less interest by potential market makers in making a market in RMB denominated or traded Units. Furthermore, any disruption to the availability of RMB may adversely affect the capability of Market Makers in providing liquidity for such RMB traded Units. It is possible that there will only be one SEHK Market Maker for each counter (RMB or HKD) or the Manager may not be able to engage a substitute Market Maker within the termination notice period of a Market Maker. There is also no guarantee that any market making activity will be effective.

Hong Kong Stamp Duty

Stamp duty is payable by the seller and the purchaser in respect of any sale or purchase of the Units in the Sub-Fund at the current rate of 0.1% of the price of such Units. Liability of stamp duty arises whether the sale or purchase is on or off the SEHK, except in respect of qualifying market maker transactions.

Pursuant to a remission order issued by the Secretary for the Treasury on 20 October 1999, any stamp duty on the transfer of HK-Listed PRC Shares Constituents to the Sub-Fund by an investor pursuant to an application in specie will be remitted or refunded. Similarly, stamp duty on the transfer of HK-Listed PRC Shares Constituents by the Sub-Fund to an investor upon redemption of Units will also be remitted or refunded. Accordingly no stamp duty is payable by a Participating Dealer or the Sub-Fund in relation to creation and redemption in-kind (HK-Listed PRC Shares Constituents only).

The sale and purchase of Units by an investor in the secondary market will attract stamp duty at the current rate of 0.2% of the price of the Units being sold and purchased. The seller of the Units and the purchaser of the Units will each be liable for one-half of such stamp duty.

No stamp duty is payable by an investor in relation to the creation of Units or the redemption of Units.

PRC Taxation

The following summary of PRC taxation is of a general nature, for information purposes only, and is not intended to be an exhaustive list of all of the tax considerations that may be relevant to a decision to purchase, own, redeem or otherwise dispose of Units. This summary does not

constitute legal or tax advice and does not purport to deal with the tax consequences applicable to all categories of investors. Prospective investors should consult their own professional advisers as to the implications of their subscribing for, purchasing, holding, redeeming or disposing of Units both under the laws and practice of PRC and the laws and practice of their respective jurisdictions. The information below is based on the law and practice in force in PRC at the date of this Appendix. The relevant laws, rules and practice relating to tax are subject to change and amendment (and such changes may be made on a retrospective basis). As such, there can be no guarantee that the summary provided below will continue to be applicable after the date of this Appendix. Furthermore, tax laws can be subject to different interpretations and no assurance can be given that relevant tax authorities will not take a contrary position to the tax treatments described below.

By investing in securities (including A-Shares) issued by PRC tax resident enterprises, irrespective of whether such securities are issued or distributed onshore (“onshore PRC securities”) or offshore (“offshore PRC securities”, and together with onshore PRC securities, the “PRC Securities”), the Sub-Fund may be subject to PRC taxes.

Corporate Income Tax (“CIT”)

If the Trust or the Sub-Fund is considered as a tax resident enterprise of the PRC, it will be subject to PRC CIT at 25% on its worldwide taxable income. If the Trust or the Sub-Fund is considered as a non-tax resident enterprise with an establishment or place of business (“PE”) in the PRC, the profits attributable to that PE would be subject to CIT at 25%.

The Manager and the Trustee intend to manage and operate the Trust and the Sub-Fund in such a manner that the Trust and the Sub-Fund should not be treated as tax resident enterprises of the PRC or non-tax resident enterprises with a PE in the PRC for CIT purposes, although this cannot be guaranteed.

Unless a specific exemption or reduction is available under current PRC tax laws and regulations or relevant tax treaties, non-tax resident enterprises without PE in the PRC are subject to CIT on a withholding basis (“WIT”), generally at a rate of 10%, to the extent it directly derives the PRC sourced passive income. PRC sourced passive income (such as dividend income or interest income) may arise from investments in the PRC Securities. The entity distributing such PRC sourced passive income is required to withhold WIT. Accordingly, the Trust or the Sub-Fund may be subject to WIT and/or other PRC taxes on any cash dividends, distributions and interests it receives from its investment in PRC Securities.

Dividends

Under current regulations in the PRC, foreign investors (such as the Trust and the Sub-Fund) may invest in onshore PRC securities, generally, only through a QFII or a RQFII (in this section and for the Sub-Fund referred to as the “relevant RQFII”). Since only the relevant RQFII’s interests in onshore PRC securities are recognised under PRC laws, any tax liability would, if it arises, be payable by the relevant RQFII. However under the terms of the arrangement between the relevant RQFII and the Trust, the relevant RQFII will pass on any tax liability to the Trust for the account of the Sub-Fund. As such, the Trust is the ultimate party which bears the risks relating to any PRC taxes which are so levied by the relevant PRC tax authority. Under current PRC tax laws and regulations, a relevant RQFII is subject to a WIT of 10% on cash dividends, distributions and interest from the PRC securities unless exempt or reduced under current PRC tax laws and regulations or relevant tax treaties.

Pursuant to the avoidance of double taxation arrangement between Mainland China and Hong Kong (the “China-HK Arrangement”), the tax charged on dividends received by the non-resident holders of shares issued by Chinese resident companies will be 5% of the gross amount of the dividends, if Hong Kong tax residents are the beneficial owners and directly hold at least 25% of the equity of the company paying the dividends, subject to the approval of the PRC tax authorities. Due to the Sub-Fund’s investment restriction, the Sub-Fund will not hold more than 10% of any ordinary shares issued by any single issuer. In this connection, dividends derived from A-Shares

invested through RQFII will not be able to benefit from the reduced tax rate of 5% and the general tax rate of 10% will be applicable to the Sub-Fund.

Interests

Under the PRC CIT Law, interests derived from government bonds issued by the in-charge Finance Bureau of the State Council shall be exempt from PRC income tax under the CIT Law.

Unless a specific exemption / reduction is applicable, for recipients that are non-tax residents without a PE in the PRC under the CIT Law, a WIT is levied on the payment of interests on debt instruments issued by PRC tax residents, including bonds issued by enterprises established within mainland China. The general WIT rate applicable is 10%.

Under the China-HK Arrangement, the tax charged on interests received by the non-resident holders of debt instruments (including enterprises and individuals) will be 7% of the gross amount of the interests, if Hong Kong tax residents are the beneficial owners under the China-HK Arrangement, subject to the approval of the PRC tax authorities.

As the Sub-Fund seeks to achieve its investment objective by investing through the Manager's (which is a Hong Kong tax resident) RQFII quota, the interest derived from such investment may be subject to the reduced tax rate of 7% under the China-HK Arrangement. In order to qualify for this preferential rate, approval of the PRC tax authority is required. The Manager will further assess and seek to apply for approval from the PRC tax authorities in relation to the Sub-Fund, although this cannot be guaranteed. If the required approval is not obtained, the general rate of 10% will be applicable to the Sub-Fund on interests.

Capital gains

Specific rules governing taxes on capital gains derived by QFIIs or RQFIIs from the trading of onshore PRC Securities (including A-Shares) have yet to be announced. It is possible that the relevant tax authorities may in the future clarify the tax position on capital gains realised by the Sub-Fund dealing in PRC Securities or by a relevant RQFII from dealing in onshore PRC securities. In the absence of such specific rules, the income tax treatment should be governed by the general tax provisions of the PRC CIT Law. If the foreign investor is a non-tax resident enterprise without PE in the PRC, a 10% WIT would be imposed on the PRC-sourced capital gains from the disposal of PRC Securities, unless exempt or reduced under current PRC tax laws and regulations or relevant tax treaties.

Under the China-HK Arrangement, capital gains derived by Hong Kong tax residents from alienation of shares issued by PRC companies may be taxed in the PRC only if the recipient, at any time within 12 months preceding such alienation, had a participation of at least 25% of the capital in that PRC company or if the PRC company is an immovable properties-rich company (i.e. PRC companies in which 50% or more of their assets are comprised, directly or indirectly, of immovable properties situated in the PRC). The Sub-Fund will invest in A-Shares through the Manager's RQFII quota. Due to the Sub-Fund's investment restrictions, the Sub-Fund cannot hold more than 10% of any ordinary shares issued by any single issuer. In such a case, the capital gains derived from alienation of the A-Shares of non-immovable properties-rich companies may be exempted from the PRC WIT, subject to the approval of the PRC tax authorities. The aforesaid capital gain tax exemption will only apply if approval is obtained from the PRC tax authorities. Before a Hong Kong tax resident can enjoy relief under the China-HK Arrangement, a HKTRC issued by the IRD should be submitted to the relevant PRC tax authority for this purpose. As at the date of this Prospectus, the Sub-Fund has not yet obtained the HKTRC from the IRD. If the PRC tax authorities enforce the collection of WIT on capital gains and require the Sub-Fund to provide a HKTRC in order to obtain the WIT exemption, the Manager will apply for a HKTRC on behalf of the Sub-Fund.

In light of the uncertainty on the income tax treatment on capital gains and in order to meet this potential tax liability for capital gains, the Manager reserves the right to provide for WIT on such gains or income and withhold the tax for the account of the Sub-Fund. After careful consideration of the Manager's assessment and having considered and taken independent

professional tax advice relating to the Sub-Fund's eligibility to benefit from the China-HK Arrangement, and in accordance with such advice, the Manager considers that the Sub-Fund is a Hong Kong tax resident for the purpose of the China-HK Arrangement and should be able to enjoy WIT exemption on capital gains derived from the alienation of the A-Shares of non-immovable properties-rich companies under the China-HK Arrangement. As such, there is a change in the tax provision with respect to the Sub-Fund effective from 4 March 2014. In this connection, the Manager has determined and in accordance with the independent professional tax advice that no WIT provision will be made on the gross realised and unrealised capital gains derived from trading of PRC Securities, except for those capital gains derived from trading of A-Shares issued by PRC tax resident companies which are immovable properties-rich companies. A 10% provision for WIT will continue to be provided for the gross realised and unrealised capital gains derived by the Sub-Fund from trading of A-Shares issued by PRC tax resident companies which are immovable properties-rich companies. The methodology adopted by the Manager in identifying whether or not PRC tax resident companies are immovable properties-rich companies has been agreed and accepted by the independent tax advisor. The amount of provision will be disclosed in the financial statements of the Sub-Fund.

It should be noted that there are certain uncertainties regarding the WIT provisioning approach:

- The China-HK Arrangement may be changed in the future and the Sub-Fund may ultimately be required to pay WIT on capital gains.
- As at the date of this Prospectus, the Sub-Fund has not yet obtained the HKTRC from the IRD. If the PRC tax authorities enforce the collection of WIT on capital gains and require the Sub-Fund to provide a HKTRC, the Manager will apply for a HKTRC on behalf of the Sub-Fund. Whether the Manager is able to obtain a HKTRC on behalf of the Sub-Fund is subject to prevailing practice of Hong Kong and/or the PRC tax authorities. The Sub-Fund may need to apply with the IRD for a HKTRC on an annual basis, which is subject to the assessment of the IRD. There is a risk that the Manager will not be able to obtain a HKTRC on behalf of a Sub-Fund.
- To date, the PRC tax authorities have not sought to enforce WIT collection on capital gains derived by RQFIs such as the Manager for the Sub-Fund. If the PRC tax authorities start to enforce WIT collection on capital gains, the relief under the China-HK Arrangement is still subject to the final approval of the PRC tax authorities and the Manager is not aware of any successful cases of tax treaty capital gain exemption approval for RQFIs. Even if the Manager, in accordance with the independent professional tax advice, believes that the Sub-Fund should be eligible for such relief, the PRC tax authorities may ultimately hold a different view.
- Due to the limitation to the availability of the public information in the PRC (e.g. in determining whether ownership of an associate company will constitute an immovable properties-rich investment), the information to be adopted by the PRC tax authorities in assessing immovable properties-rich companies may be different from the information used by the Manager in assessing immovable properties-rich companies which may result in different conclusion by the Manager for some A-Share companies to those of the PRC tax authorities.

For the above reasons, any WIT provision on capital gains made by the Manager in respect of the Sub-Fund may be less than the Sub-Fund's actual tax liabilities. It should also be noted that there is a possibility of the PRC tax rules being changed and taxes being applied retrospectively. In view of the above uncertainties, investors should note that the level of provision may be inadequate to meet actual PRC tax liabilities on investments made by the Sub-Fund. If the actual tax to be levied by the State Administration of Taxation of the PRC is higher than that provided for by the Manager so that there is a shortfall in the tax provision amount, investors should note that the Net Asset Value of the Sub-Fund may be lowered, as the Sub-Fund will ultimately have to bear the full amount of tax liabilities. In this case, the additional amount of tax liabilities will only impact Units in issue at the relevant time, and the then existing Unitholders and subsequent Unitholders will be disadvantaged as such Unitholders will bear, through the Sub-Fund, a disproportionately higher amount of tax liabilities as compared to those borne before the actual tax liabilities are levied.

On the other hand, the actual tax liabilities may be lower than the tax provision made, in which case those persons who have already redeemed their Units before the actual tax liabilities are determined will not be entitled or have any right to claim any part of such overprovision. As a result, investors may be disadvantaged depending on the final rules of the relevant PRC tax authorities, the level of provision and when they subscribed and/or redeemed their Units. Upon the availability of a definitive tax assessment or the issue of announcements or regulations by the competent authorities promulgating definitive tax assessment rules, the Manager will, as soon as practicable, make relevant adjustments to the amount of tax provision as it considers necessary. The tax provision may be excessive or inadequate to meet the actual tax liabilities: please refer to the risk factor “PRC withholding taxation risk” for further information in this regard.

Business Tax (“BT”) and other surtaxes

The revised PRC Provisional Regulations of Business Tax (“BT Law”) which came into effect on 1 January 2009 stipulates that gains derived by taxpayers from the trading of marketable securities would be subject to BT at 5%.

Caishui [2005] 155 states that gains derived by QFII from the trading of PRC marketable securities (including A-Shares and other PRC listed securities) are exempt from BT. The new PRC BT law which came into effect on 1 January 2009 has not changed this exemption treatment at the time of this Prospectus. Since both RQFIIs and QFIIs are qualified foreign institutional investors which are allowed to make investments in the PRC domestic capital markets, there should be a basis to make reference to the exemption treatment of Caishui [2005] 155 on RQFIIs. However, it is not clear whether a similar exemption would be extended to RQFIIs.

For marketable securities other than those trading under QFIIs, the new BT law shall apply to levy BT at 5% on the difference between the selling and buying prices of those marketable securities. However, capital gains derived from trading of offshore PRC marketable securities (e.g. HK-Listed PRC Shares Constituents) are not subject to BT.

The new BT law does not specifically exempt BT on interest earned by non-financial institution. Hence, interest on both government and corporate bonds in theory should be subject to 5% BT. As such, 5% BT may apply on interest income derived on bond investments.

Dividend income or profit distributions on equity investment derived from China are not included in the taxable scope of BT.

In addition, urban maintenance and construction tax (currently at the rate ranging from 1% to 7%), educational surcharge (currently at the rate of 3%) and local educational surcharge (currently at the rate of 2%) are imposed based on the BT liabilities.

Stamp duty

Stamp duty under the PRC laws generally applies to the execution and receipt of all taxable documents listed in the PRC’s Provisional Rules on Stamp Duty. Stamp duty is levied on the execution or receipt in China of certain documents, including contracts for the sale of China A- and B-Shares traded on the PRC stock exchanges. In the case of contracts for sale of China A- and B-Shares, such stamp duty is currently imposed on the seller but not on the purchaser, at the rate of 0.1%.

It should also be noted that the actual applicable tax rates imposed by SAT may be different and may change from time to time. There is a possibility of the rules being changed and taxes being applied retrospectively. As such, any provision for taxation made by the Manager may be excessive or inadequate to meet final PRC tax liabilities. Consequently, Unitholders may be advantaged or disadvantaged depending upon the final tax liabilities, the level of provision and when they subscribed and/or redeemed their Units.

If the actual applicable tax rate levied by SAT is higher than that provided for by the Manager so that there is a shortfall in the tax provision amount, investors should note that the Net Asset Value of the Sub-Fund may suffer more than the tax provision amount as the Sub-Fund will ultimately

have to bear the additional tax liabilities. In this case, the then existing and new Unitholders will be disadvantaged. On the other hand, if the actual applicable tax rate levied by SAT is lower than that provided for by the Manager so that there is an excess in the tax provision amount, Unitholders who have redeemed their Units before SAT's ruling, decision or guidance in this respect will be disadvantaged as they would have borne the loss from the Manager's overprovision. In this case, the then existing and new Unitholders may benefit if the difference between the tax provision and the actual taxation liability under that lower tax rate can be returned to the account of the Sub-Fund as assets thereof. Notwithstanding the above provisions, Unitholders who have already redeemed their Units in the Sub-Fund before the return of any overprovision to the account of the Sub-Fund will not be entitled or have any right to claim any part of such overprovision.

Unitholders should seek their own tax advice on their tax position with regard to their investment in the Sub-Fund.

It is possible that the current tax laws, regulations and practice in the PRC will change, including the possibility of taxes being applied retrospectively, and that such changes may result in higher taxation on PRC investments than currently contemplated.

Appendix dated 11 March 2014

APPENDIX 3 – E FUND CITI CHINESE GOVERNMENT BOND 5-10 YEARS INDEX ETF

Key information

Set out below is a summary of key information in respect of the Sub-Fund which should be read together with the full text of this Prospectus.

Index	Citi Chinese Government Bond 5-10 Years Index
Type of index	Total return, i.e. the performance of the Index is calculated on the basis that dividends are reinvested
Index Provider	Citigroup Index LLC
Listing Date (SEHK)	14 March 2014
Exchange Listing	SEHK – Main Board
Stock Code	82808 – RMB counter 02808 – HKD counter
Trading Board Lot Size	100 Units – RMB counter 100 Units – HKD counter
Base Currency	Renminbi (RMB)
Trading Currency	Renminbi (RMB) – RMB counter Hong Kong dollars (HKD) – HKD counter
Distribution Policy	No distribution
Creation/Redemption Policy	Cash (RMB) only
Application Unit size (only by or through Participating Dealers)	Minimum 1,000,000 Units (or multiples thereof)
Total Expense Ratio*	Estimated to be 0.45% per year (including the Management Fee, the trustee fee and other charges) of the Net Asset Value
Management Fee	Currently 0.45% per year of the Net Asset Value accrued daily and calculated as at each Dealing Day
Investment Strategy	Representative sampling strategy. Please refer to the section “What is the Investment Strategy?” below
Financial Year End	31 December
Website	www.efunds.com.hk/cgb.php?lang=en_US

* The estimated Total Expense Ratio does not represent the estimated tracking error.

What is the Investment Objective?

The investment objective of the Sub-Fund is to provide investment results that, before deduction of fees and expenses, closely correspond to the performance of the Index. There can be no

assurance that the Sub-Fund will achieve its investment objective.

What is the Investment Strategy?

The Sub-Fund adopts a representative sampling strategy to achieve its investment objective. A representative sampling strategy which involves investing in a representative sample of RMB denominated PRC bonds that collectively has an investment profile that reflects the profile of the Index.

The Sub-Fund will invest primarily in RMB denominated and settled PRC Treasury Bonds that are issued and distributed within the PRC included as constituents of the Index, through the RQFII investment quota granted to the Manager by the SAFE. Such PRC Treasury Bonds constituents are traded in the inter-bank bond market, SSE or SZSE, with a term maturity from 5 years to 10 years. As the Index constituents are only PRC Treasury Bonds there is no credit rating requirement for inclusion in the Index. The credit rating of the PRC government as the issuer of PRC Treasury Bonds is "AA-" by Standard & Poor's ("S&P").

The Manager may also invest in other RMB denominated bonds, other debt Securities and PRC Treasury Bonds that are not included in the Index when it believes that so doing will help the Sub-Fund achieve its investment objective.

Under normal circumstances and market conditions, the Sub-Fund aims to invest at least 95% of its assets. However, there may be circumstances where the Sub-Fund may not be able to invest 95% of its assets in the underlying market and so may hold more cash than normal due to market conditions (for example, where it takes longer than anticipated to invest all the creation proceeds into the PRC bond market), provided that the Sub-Fund will not hold more than 10% of its assets in cash in any event. The Sub-Fund's portfolio will be rebalanced monthly or upon each creation or redemption.

There is no current intention for the Sub-Fund to (i) invest in any financial derivatives (including structured products or instruments) for hedging or non-hedging (i.e. investment) purposes, (ii) invest in debt securities rated by local rating agencies with a credit rating below BBB, or debt securities which (for both the securities and the issuer of the securities) are unrated by local rating agencies, or Urban Investment Bonds (城投債), (iii) invest in structured products or instruments, structured deposits, asset backed securities, asset backed commercial papers and mortgage backed securities, or (iv) enter into securities lending, repurchase transactions or other similar over-the-counter ("OTC") transactions, but this may change in light of market circumstances and where the Sub-Fund does engage in these types of transactions, prior approval shall be obtained from the SFC and no less than one month's prior notice will be given to the Unitholders.

The investment strategy of the Sub-Fund is subject to the investment and borrowing restrictions set out in Part 1 of this Prospectus.

Tracking Error

An index is a theoretical financial calculation based on the performance of particular components that make up the index, whereas the Sub-Fund is an actual investment portfolio. The performance of the Sub-Fund and the Index may be different due to transaction costs, asset valuations, corporate actions (such as mergers and spinoffs), timing variances and differences between the Sub-Fund's portfolio and the Index. These differences may result for example from legal restrictions affecting the ability of the Sub-Fund to purchase or dispose of Securities or the employment of a representative sampling strategy.

The use of a representative sampling strategy can be expected to result in greater tracking error than a full replication strategy. The consequences of tracking error are described in more detail in "Tracking Error Risk" as disclosed in Part 1 of this Prospectus.

Investment Restrictions

Notwithstanding the investment restrictions applicable to an index fund as set out in Part 1 of this Prospectus, the Sub-Fund is also subject to the following investment restrictions:

- (a) not more than 30% of the Net Asset Value of the Sub-Fund may be invested in PRC Treasury Bonds and other public securities of the same issue; and
- (b) subject to Chapter 7.4 of the Code, the Sub-Fund may invest all of its assets in PRC Treasury Bonds and other public securities in at least 6 different issues.

What is the RQFII Regime?

Under current regulations in the PRC, foreign investors can invest only in the domestic Securities market through certain foreign institutional investors that have obtained status as a QFII or a RQFII from the CSRC and have been granted quota by the SAFE to remit foreign freely convertible currencies (in the case of a QFII) and RMB (in the case of a RQFII) into the PRC for the purpose of investing in the PRC's domestic Securities markets.

The RQFII regime was introduced on 16 December 2011 by the "Pilot Scheme for Domestic Securities Investment through Renminbi Qualified Foreign Institutional Investors which are Asset Management Companies or Securities Companies" (基金管理公司、證券公司人民幣合格境外機構投資者境內證券投資試點辦法) issued by the CSRC, the PBOC and the SAFE, which was repealed effective 1 March 2013.

The RQFII regime is currently governed by (i) the "Pilot Scheme for Domestic Securities Investment through Renminbi Qualified Foreign Institutional Investors" issued by the CSRC, the PBOC and the SAFE and effective from 1 March 2013 (人民幣合格境外機構投資者境內證券投資試點辦法); (ii) the "Implementation Rules for the Pilot Scheme for Domestic Securities Investment through Renminbi Qualified Foreign Institutional Investors" issued by the CSRC and effective from 6 March 2013 (關於實施《人民幣合格境外機構投資者境內證券投資試點辦法》的規定); (iii) the "Circular on Issues Related to the Pilot Scheme for Domestic Securities Investment through Renminbi Qualified Foreign Institutional Investors", Huifa 2013 No. 42 (國家外匯管理局關於人民幣合格境外機構投資者境內證券投資試點有關問題的通知, 匯發[2013]42號) issued by SAFE and effective from 21 March 2013; (iv) the "Notice of the People's Bank of China on the Relevant Matters concerning the Implementation of the Pilot Measures for Domestic Securities Investment Made by the RMB Qualified Foreign Institutional Investors", issued by the PBOC and effective from 2 May 2013 (中國人民銀行關於實施《人民幣合格境外機構投資者境內證券投資試點辦法》有關事項的通知); and (v) any other applicable regulations promulgated by the relevant authorities (collectively, the "RQFII Regulations").

The Manager has obtained RQFII status and has been granted, on behalf of the Sub-Fund, a RQFII quota of RMB2 billion. To the extent that the Manager considers that it, on behalf of the Sub-Fund, utilises its entire RQFII quota, the Manager intends, subject to any applicable regulations, to apply for an increase of the RQFII quota and will make an announcement on its website of its application for additional quota, suspension of the creation of Units (if applicable) and upon receiving additional quota. The Manager may apply for an adjustment of the RQFII quota from time to time and will make an announcement on its website of its application for adjustment of quota and upon receiving the approval from the relevant PRC authorities.

All of the Sub-Fund's assets in the PRC (including onshore PRC cash deposits and its onshore PRC Treasury Bonds portfolio) will be held by the Custodian (through the PRC Custodian) in accordance with the terms of the PRC Custody Agreement and PRC Participation Agreement. A securities account shall be opened with CSDCC, CCDCC or Shanghai Clearing House, respectively, in the joint names of the Manager (as the RQFII holder) and the Sub-Fund. An RMB special deposit account shall also be established and maintained with the PRC Custodian in

the joint names of the Manager (as the RQFII holder) and the Sub-Fund. The PRC Custodian shall, in turn, have a cash clearing account with CSDCC, CCDCC or Shanghai Clearing House for trade settlement according to applicable regulations. The Custodian shall also maintain an account in the name of the Sub-Fund for all of the Sub-Fund's assets in Hong Kong.

The Manager has obtained a legal opinion confirming that, as a matter of PRC law:

- (a) securities account(s) with the relevant depositories and maintained by the PRC Custodian and RMB special deposit account(s) with the PRC Custodian (respectively, the "Securities Account(s)" and the "Cash Account(s)") have been opened in the joint names of the Manager (as RQFII holder) and the Sub-Fund in accordance with all applicable laws and regulations of the PRC and with approval from all competent authorities in the PRC;
- (b) the assets held/credited in the Securities Account(s) (i) belong solely to the Sub-Fund, and (ii) are segregated and independent from the proprietary assets of the Manager (as RQFII holder), the Custodian or the PRC Custodian and any broker appointed to execute transactions for the Sub-Fund in the PRC markets (a "PRC Broker"), and from the assets of other clients of the Manager (as RQFII holder), the Custodian, the PRC Custodian and any PRC Broker;
- (c) the assets held/credited in the Cash Account(s) (i) become an unsecured debt owing from the PRC Custodian to the Sub-Fund, and (ii) are segregated and independent from the proprietary assets of the Manager (as RQFII holder) and any PRC Broker, and from the assets of other clients of the Manager (as RQFII holder) and any PRC Broker;
- (d) the Trustee, for and on behalf of the Sub-Fund, is the only entity which has a valid claim of ownership over the assets in the Securities Account(s) and the debt in the amount deposited in the Cash Account(s) of the Sub-Fund;
- (e) if the Manager or any PRC Broker(s) is liquidated, the assets contained in the Securities Account(s) and Cash Account(s) of the Sub-Fund will not form part of the liquidation assets of the Manager or such PRC Broker in liquidation in the PRC; and
- (f) if the PRC Custodian is liquidated, (i) the assets contained in the Securities Account(s) of the Sub-Fund will not form part of the liquidation assets of the PRC Custodian in liquidation in the PRC, and (ii) the assets contained in the Cash Account(s) of the Sub-Fund will form part of the liquidation assets of the PRC Custodian in liquidation in the PRC and the Sub-Fund will become an unsecured creditor for the amount deposited in the Cash Account(s).

Repatriations in RMB conducted by the Manager as RQFII on behalf of the Sub-Fund are permitted daily and are not subject to any lock-up periods or prior approval.

There are specific risks associated with the RQFII regime and investors' attention is drawn to the risk factors under "Risks related to the RQFII regime" in the section on "Risk Factors" below.

The Offshore RMB Market

What Led to RMB Internationalisation?

RMB is the lawful currency of the PRC. RMB is not a freely convertible currency and it is subject to foreign exchange control policies of and repatriation restrictions imposed by the PRC government. Since July 2005, the PRC government began to implement a controlled floating exchange rate system based on the supply and demand in the market and adjusted with reference to a portfolio of currencies. The exchange rate of RMB is no longer pegged to US dollars, resulting in a more flexible RMB exchange rate system.

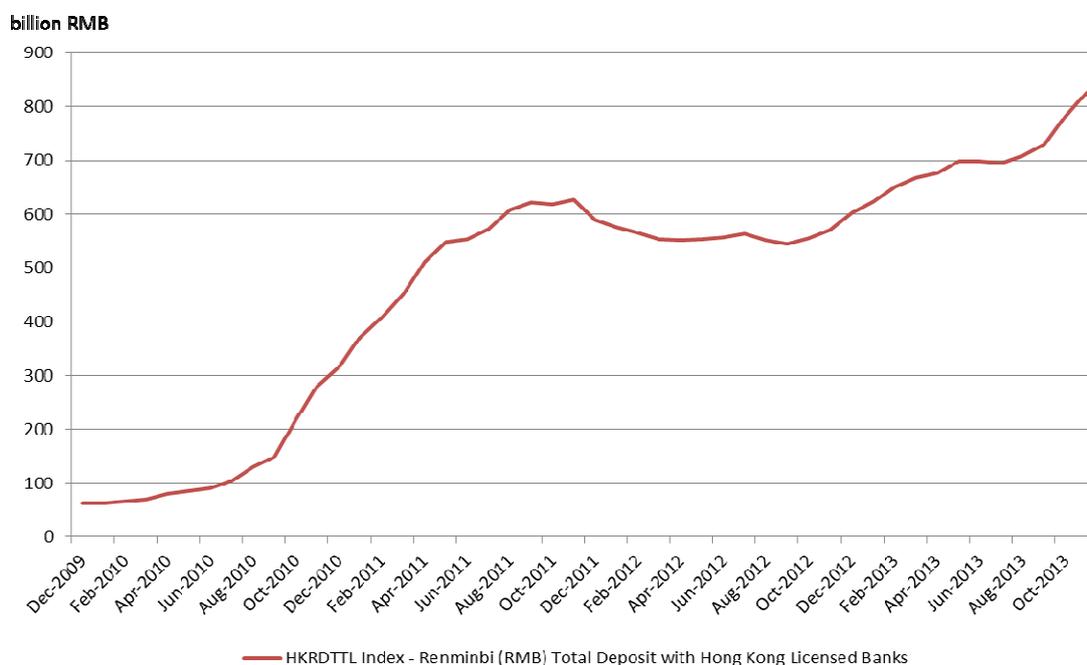
Over the past two decades, the PRC's economy grew rapidly at an average annual rate of 9.8% in real terms. This enables it to overtake Japan to become the second largest economy and

trading country in the world. The International Monetary Fund has projected that the PRC will contribute to more than one-third of global growth by 2015. As the PRC's economy becomes increasingly integrated with the rest of the world, it is a natural trend for its currency – the RMB, to become more widely used in the trade and investment activities.

Accelerating the Pace of the RMB Internationalisation

The PRC has been taking gradual steps to increase the use of RMB outside its borders by setting up various pilot programmes in Hong Kong and neighbouring areas in recent years. For instance, banks in Hong Kong were the first permitted to provide RMB deposits, exchange, remittance and credit card services to personal customers in 2004. Further relaxation occurred in 2007 when the authorities allowed PRC financial institutions to issue RMB bonds in Hong Kong. As of the end of November 2013, there are 144 authorised institutions in Hong Kong engaging in RMB business, with RMB deposits amounting to about RMB827 billion, as compared to just RMB63 billion in 2009.

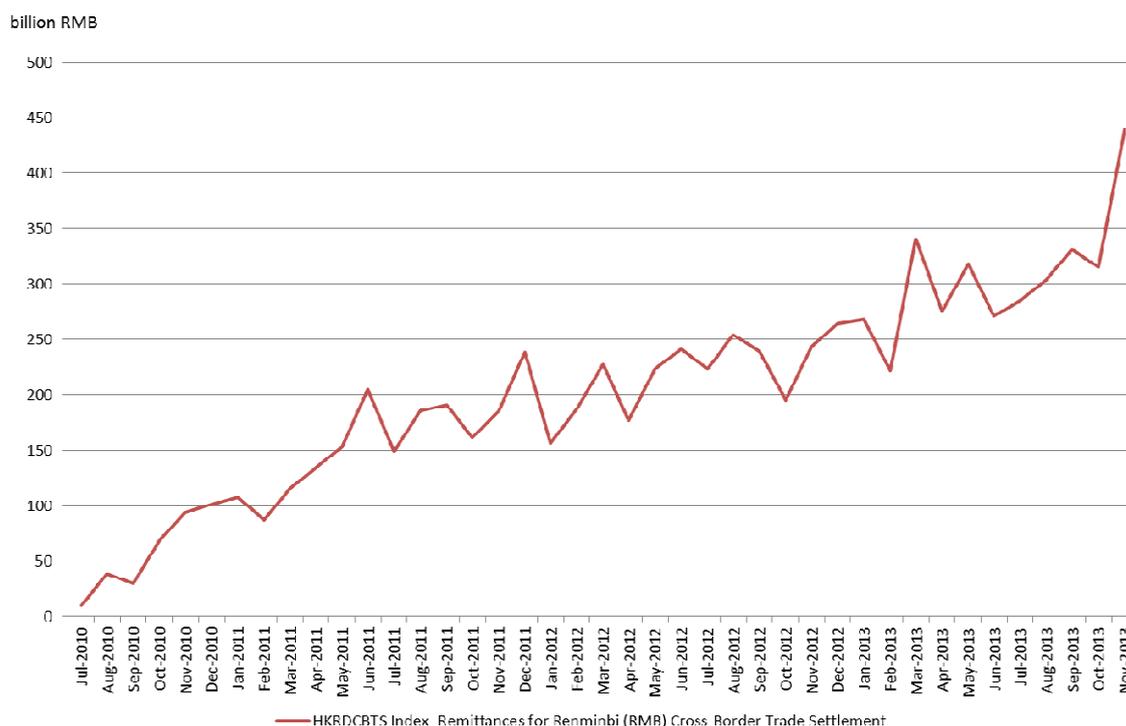
Chart 1. RMB Deposits in Hong Kong



Data source: Bloomberg as of 30 November 2013

The pace of RMB internationalisation has accelerated since 2009 when the PRC authorities permitted cross-border trade between Hong Kong / Macau and Shanghai / four Guangdong cities, and between ASEAN and Yunnan/Guangxi, to be settled in RMB. In June 2010, the arrangement was expanded to 20 provinces / municipalities on the PRC and to all countries / regions overseas. About RMB8.3 trillion worth of cross-border trade was settled in Hong Kong using RMB between 2010 and November 2013.

Chart 2. Remittances for RMB cross-border trade settlement



Data source: Bloomberg as of 30 November 2013

Onshore versus Offshore RMB Market

Following a series of policies introduced by the PRC authorities, an RMB market outside the PRC has gradually developed and started to expand rapidly since 2009. RMB traded outside the PRC is often referred as “offshore RMB” with the denotation “CNH”, which distinguishes it from the “onshore RMB” or “CNY”.

Both onshore and offshore RMB are the same currency but are traded in different markets. Since the two RMB markets operate independently where the flow between them is highly restricted, onshore and offshore RMB are traded at different rates and their movement may not be in the same direction. Due to the strong demand for offshore RMB, CNH used to be traded at a premium to onshore RMB, although occasional discount may also be observed. The relative strength of onshore and offshore RMB may change significantly, and such change may occur within a very short period of time.

Notwithstanding that the offshore RMB market showed a meaningful growth during the past 2 years, it is still at an early stage of the development and is relatively sensitive to negative factors or market uncertainties. For instance, the value of offshore RMB had once dropped by 2% against the US dollars in the last week of September 2011 amidst the heavy selloff of the equities market. In general, the offshore RMB market is more volatile than the onshore one due to its relatively thin liquidity.

There have been talks on the potential convergence of the two RMB markets but that is believed to be driven by political decisions rather than just economics. It is widely expected that the onshore and offshore RMB markets would remain 2 segregated, but highly related, markets for the next few years.

Recent Measures

More measures to relax the conduct of offshore RMB business were announced in 2010. On 19

July 2010, restrictions on interbank transfer of RMB funds were lifted, and permission was granted for companies in Hong Kong to exchange foreign currencies for RMB without limit. One month later, the PRC authorities announced the partial opening up of PRC's interbank bond market for foreign central banks, RMB clearing banks in Hong Kong and Macau and other foreign banks participating in the RMB offshore settlement programme.

The National Twelfth Five-Year Plan adopted in March 2011 explicitly supports the development of Hong Kong as an offshore RMB business centre. In August 2011, PRC Vice-Premier Li Keqiang has announced more new initiatives during his visit, such as allowing investments on the PRC equity market through the RMB Qualified Foreign Institutional Investor scheme and the launch of an exchange-traded fund with Hong Kong stocks as the underlying constituents in the PRC. Also the PRC government has given approval for the first non-financial PRC firm to issue RMB-denominated bonds in Hong Kong.

RMB Internationalisation is a Long-Term Goal

Given the PRC's economic size and growing influence, the RMB has the potential to become an international currency in the same rank as the US dollar and the euro. But the PRC has to first accelerate the development of its financial markets and gradually make the RMB fully convertible on the capital account. Although the internationalisation of the RMB will bring benefits such as increasing political influence and reduced exchange rate risks, it also entails risks including rising volatility of RMB exchange rate.

The process of RMB internationalisation is a long and gradual one. It took the US dollar many decades to replace the British pound to become a dominant reserve currency. It will also take time for RMB to gain importance in coming years. RMB will not be in a position to challenge the US dollar's main reserve currency status for some time to come.

The PRC Onshore Bond Market

The PRC has two major bond markets, namely the exchange-traded bond market and the inter-bank bond market.

The exchange-traded bond market, regulated by the CSRC, is an electronic order and quote driven system trading PRC Treasury Bonds, corporate bonds and convertible bonds listed on the SSE and the SZSE.

The inter-bank bond market, regulated by the PBOC, is a quote-driven OTC market where deals are negotiated between two counterparties through an electronic trading system. The inter-bank bond market is a much larger market than the exchange-traded bond market in terms of trading volume and liquidity. The instruments that are traded on the inter-bank bond market include PRC Treasury Bonds, policy banks bonds, central bank bills, corporate commercial paper, mid-term notes, financial bonds such as commercial bank bonds and non-bank financial institution bonds.

The CCDCC and the CSDCC operate as the custodian for the inter-bank bond market and the exchange-traded bond market, respectively.

Key Information

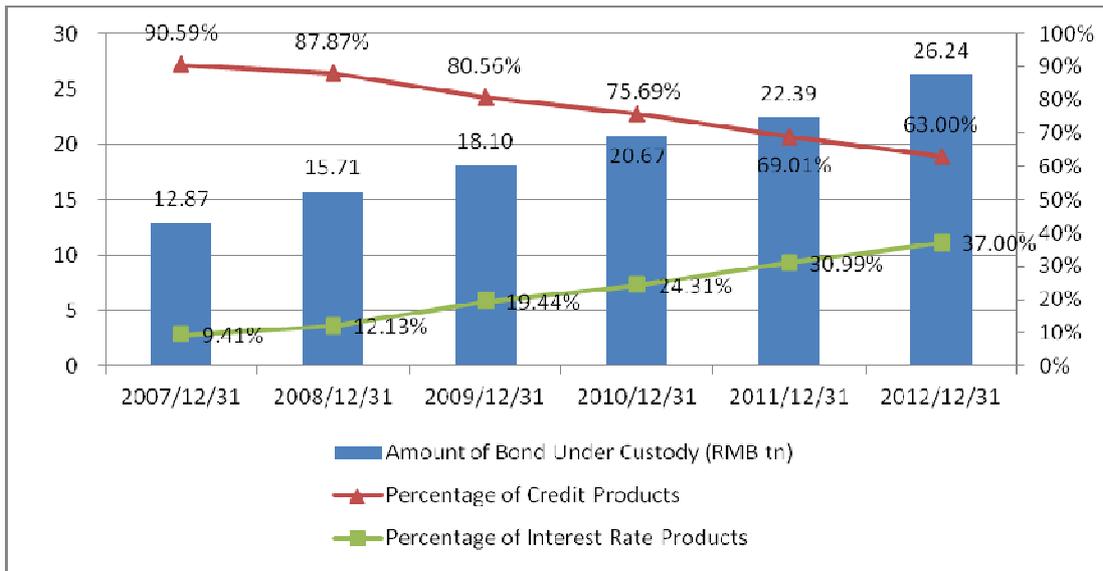
	Inter-bank bond market	Exchange-traded bond market
Market size	Approximately RMB24.2 trillion, as at 30 November 2013 (source: Wind)	Approximately RMB820 billion, as at 30 November 2013 (source: Wind)
Major types of	PRC Treasury Bonds, local government bonds, central bank	PRC Treasury Bonds, local government bonds, enterprise

products traded	bills, financial bonds, enterprise bonds, short-term financing bills, medium term notes, asset-backed securities	bonds, corporate bonds, financial bonds, convertible bonds
Key market participants	Commercial banks, insurance companies, mutual funds, security companies, foreign investors with RQFII status	Commercial banks, insurance companies, mutual funds, security companies, foreign investors with QFII or RQFII status, corporations and individual investors
Trading and settlement mechanism	Trading mechanism: a quote-driven OTC market between institutional investors Settlement mechanism: primarily delivery versus payment (DVP), on either a T+0 or T+1 settlement cycle	Trading an electronic automatic matching system where Securities are traded on the SSE or SZSE Settlement mechanism: clearing and settlement are through the CSDCC on T+1 settlement cycle
Trading hours	9:00~11:30,13:30~16:30	9:30~11:30,13:00~15:00
Regulator	PBOC	CSRC
Counterparty with whom investors will trade	The trading counterparty (i.e. the other market participants)	CSDCC, which acts as the central counterparty to all Securities transactions on the Shanghai and Shenzhen stock exchanges
Central clearing	CCDCC; short-term financing bills issued on or after 1 September 2011 are cleared through the Shanghai Clearing House (上海清算所)	CSDCC
Liquidity	Total trading volume in the 12 months to 31 December 2012 was approximately RMB70.8 trillion (source: CCDCC)	Total trading volume in the 12 months to 31 December 2012 was approximately RMB0.6 trillion (source: CCDCC)

Associated risks	Interest rate risk, credit risk, counterparty risk	Interest rate risk, credit risk, liquidity risk
Minimum rating requirements	No requirement However, market participants typically require a rating of at least "BBB" given by a local credit rating agency.	No requirement However, if upon listing a corporate bond or enterprise bond does not have a credit rating of at least "AA" given by a local credit rating agency, then such bond can only be traded on the fixed income electronic platform of the relevant exchange (固定收益證券綜合電子平臺), which is open only to institutional investors. Bonds that do not satisfy this minimum requirement cannot be traded via the quote-driven platform (競價交易系統), which is open to all investors, including retail investors.
Types of debt instruments commonly seen and the issuers	PRC Treasury Bonds: issued by the MOF Central bank bills: issued by PBOC Financial bonds: issued by policy banks (China Development Bank, Agricultural Development Bank of China and Export-Import Bank of China), commercial banks and other financial institutions Enterprise bonds: issued by government-related, state-owned or state-held entities	PRC Treasury Bonds: issued by the MOF Enterprise bonds: issued by government-related, state-owned or state-held entities Corporate bonds: issued by listed companies Convertible bonds: issued by listed companies

General Introduction to the PRC Bond Market

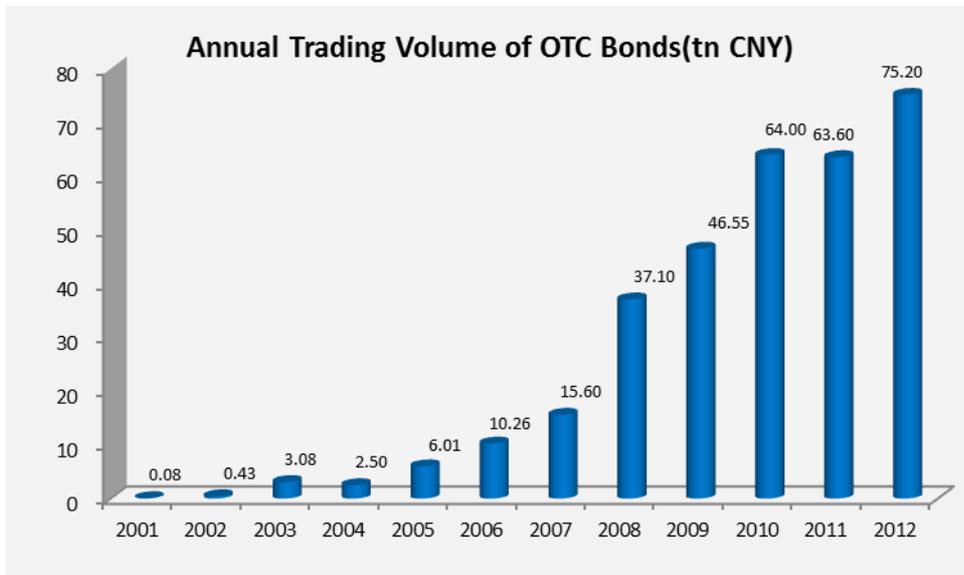
The amount of PRC bonds under custody has reached RMB26.26 trillion at the end of 2012. Interest rate products consisting of PRC Treasury Bonds, policy bank securities, central bank bills/notes accounted for approximately 63% of total market as of 31 December 2012. Credit product consisting of corporate bonds, medium term notes, commercial paper took up an increasing percentage of the bond market, rising to 34.47% as of 31 December 2012.



Data source: CCDCC, Wind

Due to the development of electronic trading systems and the advancement of market making mechanism, the liquidity of the market has been improved substantially. The total annual trading volume of bonds and repo was RMB217 trillion (2012) which was 50 times that of a decade before. The turnover rate of PRC OTC bonds has increased from 2.3 in 2001 to 8.1 in 2011.

Both the variety and the number of issuers have increased significantly in the past decade. According to the data as at August 2013 from Wind, there are approximately 2500 issuers which have issued bonds in the PRC bond market.



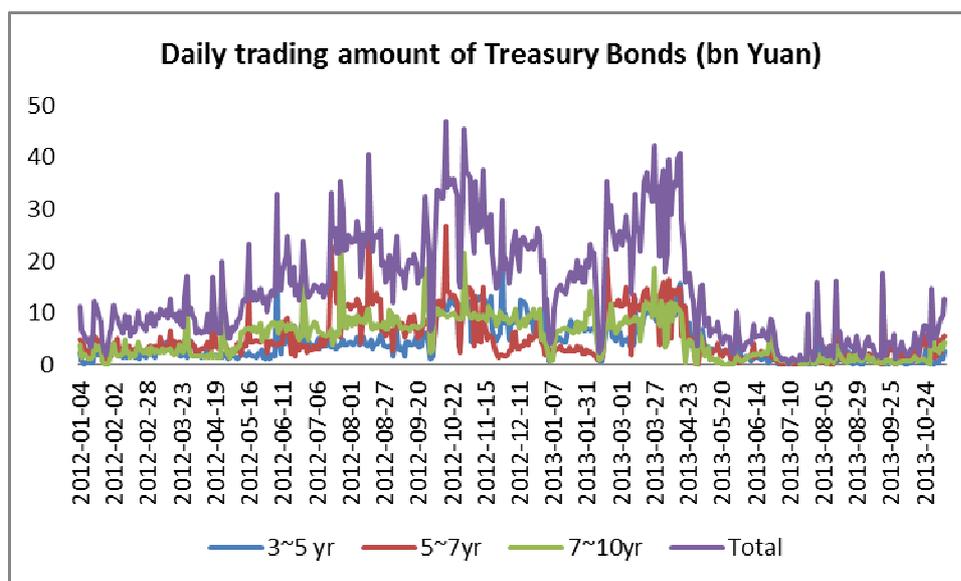
Data source: CCDCC, Wind

General Introduction to PRC Treasury Bonds

A "PRC Treasury Bond" is a PRC government bond issued by the MOF. There are three types of PRC Treasury Bonds: Certificate Treasury Bonds, Savings Treasury Bonds and Book-entry Treasury Bonds. The first two types of PRC Treasury Bonds are issued to individual investors and are not marketable, nor can they be transferred through market sales. The total amount of these two types of PRC Treasury Bonds is small compared to that of Book-entry Treasury Bonds. Book-entry Treasury Bonds are very liquid and are heavily traded on the PRC inter-bank (OTC)

market. The total outstanding amount of Book-entry Treasury Bonds has ascended to RMB7.467 trillion by the end of July 2013, which accounts for the most of total amount of all types of PRC Treasury Bonds, RMB7.929 trillion by the end of July 2013. Investors of Book-entry Treasury Bonds are primarily commercial banks, holding nearly 70% of all Book-entry Treasury Bonds outstanding in the PRC inter-bank market. Other important investors include special clearance members, insurance companies, security firms, fund management companies and non-bank financial institutions as well as non-financial institutions. Insurance companies hold approximately 4% of the total amount outstanding in the PRC inter-bank market and fund management companies hold approximately 1% of the total at the end of July 2013.

The credit rating of the issuer of all PRC Treasury Bonds, i.e. the PRC government, is “AA-” by S&P. The PRC Treasury Bonds with maturity of 3 to 10 years are most actively traded. The average daily trading volume of each tenor was approximately RMB5 billion for the period from January 2012 to October 2013.



Source: CCDCC

- Primary Market

There are 2 types of Book-entry Treasury Bonds: Zero-Coupon Treasury Bills and Treasury Notes/Bonds. Treasury Bills (also known as T-Bills) mature in one year or less. Treasury Bills do not pay interest prior to maturity. Instead, Treasury Bills are sold at a discount of the par value to create a positive yield to maturity. Regular Treasury Bills are commonly issued with maturity dates of 3 months, 182 days (about 6 months), 273 days (about 9 months) and are sold by the US auctions held weekly as scheduled by the MOF. Offering amounts of a single issuance are about RMB15 to RMB20 billion.

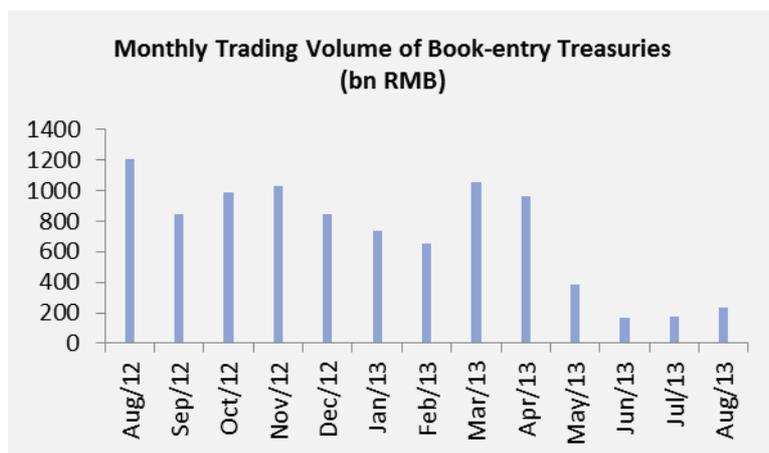
Treasury Bond/Notes are issued with maturity spanning from 1 year to 50 years. Treasury Notes with key maturities (1,3,5,7,10 years) are sold by hybrid auctions usually held on Wednesday weekly. Treasury Bonds (longer than 10 years) are sold by Dutch auctions usually held on Friday. The offering amount of an issuance of Treasury Bonds/Notes is from RMB20 to RMB60 billion.

Currently, major commercial banks and security firms in the PRC and a few international banks in the PRC serve as primary dealers of Book-entry Treasury Bonds.

Certificate Treasury Bonds and Savings Treasury Bonds are only issued to individuals through commercial banks. These 2 types of PRC Treasury Bonds are beyond the Sub-Fund’s investment scope. According to the information on the website of MOF, these two types of PRC Treasury Bonds are issued with maturity of 3 year and 5 year in general. They are not sold to individuals through auctions. Individuals can register and buy these two types of PRC Treasury Bonds at the counter of commercial banks.

- Secondary Market

Book-entry Treasury Bonds are primarily traded in the inter-bank (OTC) market and are thinly traded on exchange markets. By the end of July 2013, 97% of the total amount of Book-entry Treasury Bonds was custodied under the inter-bank market whereas only 3% were under the exchange market. PRC Treasury Bonds with key maturities are highly liquid and heavily traded in the inter-bank (OTC) market. The average monthly trading amount is approximately RMB600 to RMB700 billion. PRC Treasury Bonds with maturity longer than 10 years are very illiquid and are usually held by commercial banks and insurance companies.



Data Source: CCDCC

In the inter-bank market, brokers play an important role in facilitating the trading of bonds. There are 5 big brokers: Shanghai Cfets-Icap international Money Broking Co. Ltd., Ping An Tradition International Money Broking Company Ltd., Tullett Prebon SITICO (China) Ltd., China Credit BGC Money Broking Company Limited and CITIC Central Tanshi Money Broking Company Limited. Investors send their bids and offers to brokers via web messengers or phone calls, and brokers will arrange the trades once the price is agreed. Investors can choose either T+0 or T+1 day to settle their trade as long as they have reached an agreement with their counterparties.

Trades can also be done without brokers. Investors can approach potential counterparties through their traders and do trades directly with their counterparties.

Market makers provide another channel to trade bonds. Currently, there are 25 institutions performing as market makers, most of which are PRC commercial banks. Due to a variety of reasons, the number of quotes from market makers is small and the trading volume is insufficient to meet the appetite of large institutions. Accordingly investors rely mainly on brokers and use market makers as a supplement. Nevertheless market makers do facilitate the trade and improve the liquidity of PRC Treasury Bonds.

Summary of Differences Between the PRC Bond Market and the Hong Kong Bond Market

	PRC	Hong Kong
Trading band limits	No limit	No limit
Trading lots	Exchange: Buy 10 shares/Sell 1 share Interbank: 100 thousand shares	Minimum size RMB1 million with add on RMB500,000 With exceptional minimum size RMB500,000
Trading hours	Exchange:9:30~11:30,13:00~15:00 Interbank:9:00~11:30,13:30~16:30	No limit
Settlement	Exchange:T+1	T+3

	Interbank: T+0 or T+1 by choice																										
Settlement Mechanism	Exchange: Exchange guarantee delivery Interbank: Most institutions choose DVP (delivery versus payment), some who cannot do DVP choose FOP (Free of Payments), PAD (Payment after Delivery) and DAP (Delivery after Payment).	CMU settlement Euroclear and Clearstream can link with CMU to settle but will be 1 day delay																									
Clearing Mechanism	Interbank Market: “trade by trade”, referring to a clearance way that trades are cleared one by one. Exchange: “netting clearance”, referring to a way that trades are netted out before clearance.	Real time settle and Day end settle No net clearance																									
Participants and licensing regime for participants	Participants’ accounts in inter-bank market can be classified as “Jia (甲)”, “Yi(乙)”, “Bing (丙)”. “Jia” accounts are mostly opened by commercial banks that are able to conduct bond clearance for both themselves and other insitutions. “Yi” accounts cannot conduct bond clearance for other institutions, but can do for themselves. Mutual funds are usually run using “Yi” accounts. “Bing” accounts can conduct bond clearance neither for themselves nor for others, so they have to do clearance through “Jia” accounts.	All CMU members can trade																									
Regulators	<p>By market</p> <table border="1"> <thead> <tr> <th>Market</th> <th>Regulator</th> </tr> </thead> <tbody> <tr> <td>Inter-bank Market</td> <td>PBOC</td> </tr> <tr> <td>Exchange Market</td> <td>CSRC</td> </tr> </tbody> </table> <p>By security type</p> <table border="1"> <thead> <tr> <th>Bond Type</th> <th>Regulator</th> </tr> </thead> <tbody> <tr> <td>Government Bond</td> <td>PBOC, MOF, CSRC</td> </tr> <tr> <td>Central Bank bills/notes</td> <td>PBOC</td> </tr> <tr> <td rowspan="3">Financial Bond</td> <td>Policy bank securities</td> <td>PBOC</td> </tr> <tr> <td>Commercial bank securities, Non-bank financial institution securities</td> <td>CBRC, PBOC</td> </tr> <tr> <td>Security firm bonds, commercial paper</td> <td>PBOC, CSRC</td> </tr> <tr> <td>Commercial paper, medium term notes</td> <td>NAFMII</td> </tr> <tr> <td>Asset backed securities</td> <td>CBRC, PBOC</td> </tr> <tr> <td>Corporate bonds(excluding</td> <td>NDRC, PBOC, CSRC</td> </tr> </tbody> </table>	Market	Regulator	Inter-bank Market	PBOC	Exchange Market	CSRC	Bond Type	Regulator	Government Bond	PBOC, MOF, CSRC	Central Bank bills/notes	PBOC	Financial Bond	Policy bank securities	PBOC	Commercial bank securities, Non-bank financial institution securities	CBRC, PBOC	Security firm bonds, commercial paper	PBOC, CSRC	Commercial paper, medium term notes	NAFMII	Asset backed securities	CBRC, PBOC	Corporate bonds(excluding	NDRC, PBOC, CSRC	Hong Kong Monetary Authority and SFC
Market	Regulator																										
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Asset backed securities	CBRC, PBOC																										
Corporate bonds(excluding	NDRC, PBOC, CSRC																										

	*)		
	Convertible bonds	PBOC, CSRC	
	*Corporate bonds issued by public listed companies	CSRC	

The Offering Phases

Initial Offer Period

The current Dealing Deadline during the Initial Offer Period is 11:00 a.m. (Hong Kong time) 3 Business Days prior to the Listing Day, or such other time as the Manager (with the approval of Trustee) may determine on any day when the trading hours of the SEHK, the PRC inter-bank bond market, the SSE or the SZSE are reduced.

The Issue Price of Units which is the subject of a Creation Application during the Initial Offer Period is RMB 10 per Unit, or such other amount determined by the Manager with the approval of the Trustee prior to the Initial Offer Period. Creation Applications can be made in cash (RMB only). Units which are created must be deposited in CCASS as RMB counter Units (i.e. tradeable in RMB only) initially. Investors can sell such RMB counter Units on the secondary market in the same counter or (following an inter-counter transfer) in the other counter provided their brokers provide both HKD and RMB trading services at the same time and offer inter-counter transfer services to support Dual Counter trading. Please refer to the subsection entitled "Dual Counter" in the section of "Exchange Listing and Trading (Secondary Market)" below for further details.

The table below summarises the offering methods and related fees during the Initial Offer Period.

<u>Method of Offering</u>	<u>Minimum Number of Units (or multiple thereof)</u>	<u>Channel</u>	<u>Available to</u>	<u>Consideration, Fees and Charges*</u>
Cash creation only	Application Unit size	Through Participating Dealers only	Participating Dealers or any person acceptable to the Participating Dealer as its client	Cash (RMB only) Transaction Fee payable to the Trustee (in RMB) Transaction Fee payable to the Service Agent (in HKD) Any fees and charges imposed by the Participating Dealer (payable to the Participating Dealer in the currency determined by or agreed with it) Duties and Charges

After Listing

Subject to the granting of listing of, and permission to deal in, the Units on the SEHK as well as the compliance with the stock admission requirements of HKSCC, the Units will be accepted as eligible Securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Units on the SEHK or on any other date HKSCC chooses. Settlement of transactions between participants of the SEHK is required to take place in CCASS on the second CCASS Settlement Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

Dealings in the Units on the SEHK are expected to commence on 14 March 2014 but may be postponed by the Manager to a date no later than 28 March 2014.

The current Dealing Deadline After Listing is 11:00 a.m. (Hong Kong time) on the relevant Dealing Day, or such other time as the Manager (with the approval of Trustee) may determine on any day when the trading hours of the SEHK, the PRC inter-bank bond market, the SSE or the SZSE are reduced.

Creation Applications can be made in cash (RMB only). Units which are created must be deposited in CCASS as RMB counter Units (i.e. tradeable in RMB only) initially. Settlement for subscribing Units is due at the time specified in the Operating Guidelines on the relevant Dealing Day in accordance with the Operating Guidelines.

The table below summarises the offering methods and related fees after Listing.

<u>Method of Acquisition or Disposal of Units</u>	<u>Minimum Number of Units (or multiple thereof)</u>	<u>Channel</u>	<u>Available to</u>	<u>Consideration, Fees and Charges*</u>
Purchase and sale in cash through brokers on the SEHK (secondary market) in RMB or HKD	Board lot size	On the SEHK	Any investor	Market price of Units on SEHK (RMB for RMB traded Units and HKD for HKD traded Units) Brokerage fees and Duties and Charges
Cash creation only	Application Unit size	Through Participating Dealers only	Participating Dealers or any person acceptable to the Participating Dealer as its client	Cash (RMB only) Transaction Fee payable to the Trustee (in RMB) Transaction Fee payable to the Service Agent (in HKD) Any fees and charges imposed by the Participating Dealer (payable to the Participating Dealer in the currency determined by or agreed with it)

				Duties and Charges
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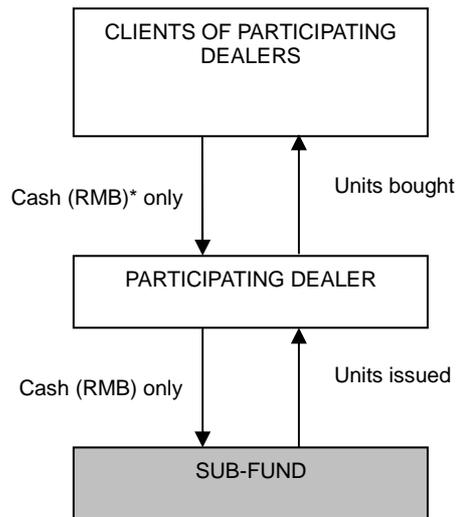
* Please refer to "Fees and Expenses" for further details

The attention of investors is drawn to the section entitled "The Offering" in Part 1 of this Prospectus.

Diagrammatic illustration of investment in the Sub-Fund

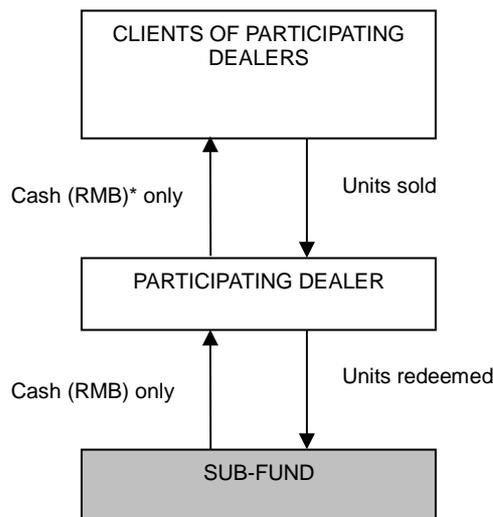
The diagrams below illustrate the issue or redemption and the buying or selling of Units:

(a) Issue and buying of Units in the primary market – Initial Offer Period and After Listing



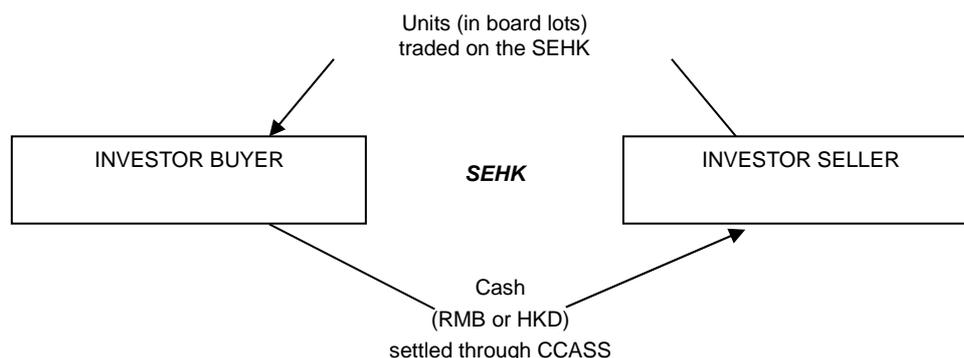
* Clients of the Participating Dealers may agree with the Participating Dealers settlement in another currency.

(b) Redemption and sale of Units in the primary market – After Listing



* Clients of the Participating Dealers may agree with the Participating Dealers settlement in another currency.

(c) Buying or selling of Units in the secondary market on the SEHK – After Listing



Creations and Redemptions through Participating Dealers

Units are created at the Issue Price by creation in cash (in RMB only) and redeemed at the Redemption Value by redemption in cash (in RMB only) through Participating Dealers in Application Unit size or multiples thereof.

All Creation Applications must be made in cash (in RMB only). Notwithstanding the Dual Counter for Units, all settlement shall be in RMB only. Units which are created must be deposited in CCASS as RMB counter Units (i.e. tradeable in RMB only) initially. Settlement in cash for subscribing Units is due at the time specified in the Operating Guidelines on the relevant Dealing Day in accordance with the Operating Guidelines.

The attention of investors is drawn to the section entitled "The Offering" in Part 1 of this Prospectus.

Both RMB traded Units and HKD traded Units can be redeemed (through a Participating Dealer) in cash only. Notwithstanding a Dual Counter being adopted for the Sub-Fund, any cash proceeds received by a Participating Dealer in a cash Redemption Application shall be paid in RMB only. All accepted Redemption Applications will be effected on the Settlement Day. Payment of redemption proceeds (in RMB only) will be settled within one calendar month from the receipt of a properly documented Redemption Application provided that there is no delay in submitting all duly completed redemption documentation and the determination of the Net Asset Value or dealing in Units is not suspended.

Please refer to the section entitled "Creations and Redemptions (Primary Market)" in Part 1 of this Prospectus for details.

RMB Payment Procedures

Investors may apply for Units through Participating Dealers only if they have sufficient RMB to pay the application monies and the related fees unless otherwise informed by the Participating Dealers that other currencies can be accepted. Investors should note that RMB is the only official currency of the PRC. While both onshore RMB ("CNY") and offshore RMB ("CNH") are the same currency, they are traded in different and separate markets. Since the 2 RMB markets operate independently where the flow between them is highly restricted, CNY and CNH are traded at different rates and their movement may not be in the same direction. Although there is a significant amount of RMB held offshore (i.e. outside the PRC), CNH cannot be freely remitted into the PRC and is subject to certain restrictions, and vice versa. As such whilst CNH and CNY are both the same currency, certain special restrictions do apply to RMB outside the PRC. The liquidity and trading price of the Sub-Fund may be adversely affected by the limited availability of, and restrictions applicable to, RMB outside the PRC.

Application monies from Participating Dealers to the Sub-Fund will be paid in RMB (unless otherwise consented to by the Manager). Accordingly a Participating Dealer may require you (as

its client) to pay RMB to it. Payment details will be set out in the relevant Participating Dealer's documentation such as the application form for its clients. As such, you may need to have opened an RMB bank account (for settlement) and a securities dealing account if a Participating Dealer is to subscribe for Units on your behalf as you will need to have accumulated sufficient RMB to pay at least the aggregate Issue Price and related costs, to the Participating Dealer or if an application to the Participating Dealer is not successful or is successful only in part, the whole or appropriate portion of the monies paid will need to be returned to you by the Participating Dealer by crediting such amount into your RMB bank account. Similarly, if you wish to buy and sell Units in the secondary market on the SEHK, you may need to open a securities dealing account with your broker. You will need to check with the relevant Participating Dealer and/or your broker for payment details and account procedures.

If any investors wish to buy or sell Units on the secondary market, they should contact their brokers and they are reminded to confirm with their brokers in respect of Units traded in RMB their readiness for dealing and/or clearing transactions in RMB Securities and to check other relevant information published by the SEHK regarding readiness of its participants for dealing in RMB Securities from time to time. CCASS Investor Participants who wish to settle the payment in relation to their trades in the Units traded in RMB using their CCASS Investor Participant account or to receive distributions in RMB should make sure that they have set up an RMB designated bank account with CCASS.

Investors intending to purchase Units in the RMB counter from the secondary market should consult their stockbrokers as to the RMB funding requirement and settlement method for such purchase. Investors may need to open and maintain securities dealing accounts with the stock broker first before any dealing in Units can be effected.

Investors should ensure they have sufficient RMB to settle of Units traded in RMB. The daily maximum exchange limit for RMB is RMB20,000 per Hong Kong resident individual and there is currently no maximum exchange limit for non-Hong Kong residents. Investors should consult the banks for the account opening procedures as well as terms and conditions of the RMB bank account. Some banks may impose restrictions on their RMB cheque account and fund transfers to third party accounts. For non-bank financial institutions (e.g. brokers), however, such restriction may not be applicable and investors should consult their brokers as to the currency exchange service arrangement if required.

The transaction costs of dealings in the Units on the SEHK include the SEHK trading fee and SFC transaction levy. All these secondary trading related fees and charges will be collected in HKD and, in respect of Units traded in RMB, calculated based on an exchange rate as determined by the Hong Kong Monetary Authority on the date of the trade which will be published on the website of HKEx by 11:00 a.m. (Hong Kong time) or earlier on each trading day.

Investors should consult their own brokers or custodians as to how and in what currency the trading related fees and charges and brokerage commission should be paid by the investors.

Where payment in RMB is to be made by cheque investors are advised to consult the bank at which their respective RMB bank accounts are opened in advance whether there are any specific requirements in relation to the issue of RMB cheques. In particular, investors should note that some banks have imposed internal limits (usually RMB80,000) on the balance of RMB cheque account of their clients or the amount of cheques that their clients can issue in a day and such limit may affect an investor's arrangement of funding for an application (through a Participating Dealer) for the creation of Units.

When an individual investor opens an RMB bank account or settle RMB payments, he or she will be subject to a number of restrictions, including:

- (a) for Hong Kong resident individuals only, the existing permitted conversions in relation to personal customers are up to RMB20,000 conducted through RMB bank accounts per person per day or up to RMB20,000 per transaction per person in bank notes for walk-in personal customers; and

- (b) the daily maximum remittance amount to the PRC is RMB80,000 and a remittance service is only available to an RMB deposit account-holder who remits from his or her RMB deposit account to the PRC and provided that the account name of the account in the PRC is identical with that of the RMB bank account with the bank in Hong Kong.

Please also refer to the section entitled “RMB Related Risk Factors” in the section on “Risk Factors Specific to the Sub-Fund” below for further details.

Summary of timetable

The following table summarises all key events and the Manager’s expected timetable:

<p>Initial Offer Period commences</p> <ul style="list-style-type: none"> Participating Dealers may apply for creation for themselves or for their clients in a minimum number of 1,000,000 Units (or multiples thereof) 	<ul style="list-style-type: none"> 9:00 a.m. (Hong Kong time) on 11 March 2014
<p>The date that is 3 Business Days prior to the Listing Date</p> <ul style="list-style-type: none"> Latest time for Creation Applications by Participating Dealers for Units to be available for trading on the Listing Date 	<ul style="list-style-type: none"> 11:00 a.m. (Hong Kong time) on 11 March 2014 but may be postponed by the Manager to a date no later than 25 March 2014
<p>After Listing (period commences on the Listing Date)</p> <ul style="list-style-type: none"> All investors may start trading Units on the SEHK through any designated brokers; and Participating Dealers may apply for creation and redemption (for themselves or for their clients) in a minimum number of 1,000,000 Units (or multiples thereof) continually 	<ul style="list-style-type: none"> During the trading hours of the SEHK on 14 March 2014, but may be postponed by the Manager to a date no later than 28 March 2014 9:00 a.m. (Hong Kong time) to 11:00 a.m. (Hong Kong time) on each Dealing Day

Exchange Listing and Trading (Secondary Market)

General

Application has been made to the Listing Committee of the SEHK for the listing of, and permission to deal in the Units.

Units are neither listed nor dealt on any other stock exchange and no application for such listing or permission to deal is being sought as at the date of this Prospectus. Application may be made in the future for a listing of Units on one or more other stock exchanges. Investors attention is drawn to the section entitled “Exchange Listing and Trading (Secondary Market)” in Part 1 of this Prospectus for further information.

Dealings on the SEHK in Units are expected to commence on 14 March 2014. Both HKD traded Units and RMB traded Units will trade on the SEHK in board lots of 100 Units. Participating Dealers should note that they will not be able to sell or otherwise deal in the Units on the SEHK until dealings begin on the SEHK.

Investors should note that the Renminbi Trading Support Facility (the “TSF”) launched by HKEx is currently not made available for fixed income exchange traded funds. As such, if an investor does not have sufficient RMB, it will need to source RMB from other channels or it will only be able to buy Units through the HKD counter.

Dual Counter

The Manager has arranged for the Units to be available for trading on the secondary market on the SEHK under a Dual Counter arrangement. Units are denominated in RMB. Despite the Dual Counter arrangement, the new Units created in the primary market are RMB traded Units only. The Sub-Fund offers two trading counters on the SEHK (i.e. RMB counter and HKD counter) to investors for secondary trading purposes. Units traded in RMB counter will be settled in RMB and Units traded in HKD counter will be settled in HKD. Apart from settlement in different currencies, the trading prices of Units in the two counters may be different as the RMB counter and HKD counter are two distinct and separate markets.

Units traded on both counters are of the same class and all Unitholders of both counters are treated equally. The two counters will have different stock codes, different stock short names and different ISIN numbers as follows: RMB counter and traded Units have a SEHK stock code 82808 and a short name “EFUND CG Bond-R” whilst the HKD counter and traded Units have a SEHK stock code 02808 and a short name “EFUND CG Bond”. The ISIN number for RMB counter and traded Units is HK0000177771 and the ISIN for HKD counter and traded Units is HK0000177789.

Normally, investors can buy and sell Units traded in the same counter or alternatively buy in one counter and sell in the other counter provided their brokers provide both HKD and RMB trading services at the same time and offer inter-counter transfer services to support Dual Counter trading. Inter-counter buy and sell is permissible even if the trades take place within the same trading day. However, investors should note that the trading price of Units traded in the RMB counter and that of HKD counter may be different and may not always maintain a close relationship depending on factors such as market demand and supply and liquidity in each counter.

More information with regard to the Dual Counter is available in the frequently asked questions in respect of the Dual Counter published on HKEx’s website www.hkex.com.hk/eng/prod/secprod/etf/dc.htm.

Investors should consult their brokers if they have any questions concerning fees, timing, procedures and the operation of the Dual Counter, including inter-counter transfers. Investors’ attention is also drawn to the risk factor below entitled “Dual Counter risks”.

Calculation of Net Asset Value

The Net Asset Value of the Sub-Fund will be determined by the Manager, in consultation with the Trustee, in RMB as at each Valuation Point applicable to the Sub-Fund by valuing the assets of the Sub-Fund and deducting the liabilities of the Sub-Fund, in accordance with the terms of the Trust Deed.

Distribution policy

It is not envisaged that any income or gains will be distributed as dividends by the Sub-Fund. No distribution will be paid out of the capital or effectively out of the capital of the Sub-Fund. The Manager however reserves its absolute discretion in determining, in the future, if a distribution shall be made for the Sub-Fund, and if so, the amount and the frequency of any such distribution. The Manager may amend the distribution policy of the Sub-Fund by giving not less than one month’s prior notice to Unitholders. The Manager may also amend the distribution policy of the Sub-Fund with respect to the distribution out of capital or effectively out of the capital of the Sub-Fund subject to the SFC’s prior approval and by giving not less than one month’s prior notice to Unitholders.

Fees and Expenses

(a) Fees and expenses payable by Participating Dealers on creations and redemptions (as applicable) of Units (applicable both during the Initial Offer Period and After Listing)	Amount
Transaction Fee (including Service Agent's Fee)	RMB12,000 ¹⁸ per Application and HKD1,000 ¹ per book-entry deposit or book-entry withdrawal transaction
	See Note ¹⁹
Application cancellation fee	RMB8,500 ²⁰ per Application
Extension Fee	RMB8,500 ²¹ per Application
Stamp duty	Nil
All other Duties and Charges incurred by the Trustee or the Manager in connection with the creation or redemption	As applicable
(b) Fees and expenses payable by investors	Amount
<i>(i) Fees payable by clients of the Participating Dealers in respect of creations and redemptions (as applicable) via the Participating Dealer (applicable both during the Initial Offer Period and After Listing)</i>	
Fees and charges imposed by the Participating Dealer ²²	Such amounts as determined by the relevant Participating Dealer
<i>(ii) Fees payable by all investors in respect of dealings in the Units on SEHK (applicable After Listing)</i>	
Brokerage	Market rates
Transaction levy	0.003% ²³

¹⁸ RMB12,000 is payable to the Trustee and HKD1,000 is payable to the Service Agent.

¹⁹ The Transaction Fee (including Service Agent's Fee) among which RMB12,000 is payable by a Participating Dealer to the Trustee for the benefit of the Trustee and/or Registrar, and the Service Agent's Fee of HKD1,000 is payable by a Participating Dealer to the Service Agent for the benefit of the Service Agent. The Registrar will charge a fee for each Creation Application and Redemption Application. All fees will be met out of the Transaction Fee. A Participating Dealer may pass on to the relevant investor such Transaction Fee.

²⁰ An application cancellation fee is payable to the Trustee for the account of the Registrar in respect of either a withdrawn or failed Creation Application or Redemption Application (other than in certain circumstances such as a suspension of the creation and redemption of Units by the Manager).

²¹ An Extension Fee is payable to the Trustee on each occasion the Manager, upon a Participating Dealer's request, grants the Participating Dealer an extended settlement in respect of a Creation Application or Redemption Application.

²² The Participating Dealer may increase or waive the level of its fees in its discretion. Information regarding these fees and charges is available upon request to the relevant Participating Dealer.

²³ Transaction levy of 0.003% of the trading price of the Units, payable by the buyer and the seller.

SEHK trading fee	0.005% ²⁴
Stamp duty	Nil
Inter-counter transfers (where the Sub-Fund adopts Dual Counter arrangement)	HKD5 ²⁵

(c) Fees and expenses payable by the Sub-Fund (See further disclosure below)

Manager's, Trustee's and Registrar's Fee

The Manager is entitled to receive a management fee of up to 0.99% per year of the Net Asset Value of the Sub-Fund. The current management fee in respect of the Sub-Fund is 0.45% and is accrued daily and calculated as at each Dealing Day and payable monthly in arrears. This fee is payable out of the Trust Fund.

The Sub-Fund has a single management fee structure. All fees, related costs and expenses (and its due proportion of any costs and expenses of the Trust allocated to it) of the Sub-Fund are included in the management fee as a single flat fee and paid by the Manager, rather than being charged directly to the Sub-Fund.

Fees and expenses taken into account in determining and payable out of the management fee include, but are not limited to, the Manager's fee, the Investment Adviser's fee, the Trustee's fee, the Registrar's fee, the fees and expenses of the Auditor, ordinary legal and out-of-pocket expenses incurred by the Trustee or Manager in respect of the Sub-Fund, and the costs and expenses of licensing index used in connection with the Sub-Fund. The Manager may also pay a distribution fee to any distributor or sub-distributor of the Sub-Fund out of the management fee. A distributor may re-allocate an amount of the distribution fee to the sub-distributors. In any event should such fees and expenses referred to above exceed the current management fee in respect of the Sub-Fund, the excess of fees and expenses will be borne by the Manager and not by the Sub-Fund.

The management fee does not include brokerage and transaction costs such as the fees and charges relating to the investment and realizing the investments of the Sub-Fund and extraordinary items such as litigation expenses.

The Sub-Fund will not be responsible for any promotional expenses including those incurred by any marketing agents and any fees imposed by such marketing agents on their customers investing in the Sub-Fund will not be paid (either in whole or in part) out of the Sub-Fund.

Establishment Costs

The cost of establishing the Sub-Fund, including the preparation of this Prospectus, inception fees, the costs of seeking and obtaining the listing and authorisation by the SFC and all initial and legal printing costs relating to the Sub-Fund are estimated by the Manager to be RMB 2,000,000. In addition, if considered appropriate by the Manager, an additional cost of determining the stock code is estimated to be HKD1,000,000. Such costs will be borne by the Sub-Fund and will be amortised over the first five financial years of the Sub-Fund.

Total Expense Ratio

The total expense ratio (the "TER") of the Sub-Fund, which is the sum of anticipated charges to the Sub-Fund expressed as a percentage of the Net Asset Value of the Sub-Fund, is estimated to be 0.45% per annum. The TER does not represent the estimated tracking error and does

²⁴ Trading fee of 0.005% of the trading price of the Units, payable by the buyer and the seller.

²⁵ This fee is only applicable to Sub-Funds which have adopted a Dual Counter and have RMB and HKD traded Units. HKSCC will charge each CCASS participant a fee of HKD5 per instruction for effecting an inter-counter transfer of a Sub-Fund between one counter and the other counter. Investors should check with their brokers regarding any additional fees.

not include extraordinary items (if any) borne by the Sub-Fund.

The Index

This section is a brief overview of the Index. It contains a summary of the principal features of the Index and is not a complete description of the Index. As of the date of this Prospectus, the summary of the Index in this section is accurate and consistent with the complete description of the Index. Complete information on the Index appears in the website identified below. Such information may change from time to time and details of the changes will appear on that website.

General

The Index is a market capitalization-weighted index compiled and published by Citigroup Index LLC (the "Index Provider"). The Manager (or its Connected Persons) is independent of the Index Provider. The Index is currently designed to provide exposure to RMB-denominated PRC Treasury Bonds that are issued and settled within the PRC. The Index includes fixed-rate Securities issued by the PRC government that are issued or distributed within the PRC with a maturity of 5 to 10 years and a minimum size outstanding of RMB20 billion.

The Index was launched on 23 March 2011 with a base level of 100 on 28 February 2009. As at 28 February 2014, the Index had a total capitalization of RMB1,967 billion and 38 constituents. The Index is a total return index, and the performance of the Index is calculated on the basis that dividends are reinvested.

Figure 1 below shows the design criteria and calculation assumptions for the Index.

Stated Coupon:	Fixed rate book-entry government bonds only
Maturity:	>=5 years and <10 years
Minimum Size:	Outstanding RMB20 billion
Composition:	Excludes zero-coupon bonds, saving bonds, special government bonds and bonds issued prior to 1 January 2005
Reinvestment of Cash Flow:	At daily average of the one-month Euro deposit rate, calculated from actual scheduled payment date of cash flow through end of reporting period
Calculation Frequency:	Daily
Pricing:	Individual Citi trader pricing as of 4:30 p.m. (Shanghai time)
Settlement Date:	(Monthly) - Last calendar day of the month (Daily) - Same day settlement except if the last business day of the month is not the last calendar day of the month; then, settlement is on the last calendar day of the month
Base Date:	28 February 2009

Source: Citigroup Index LLC

Figure 2 shows the summary profile statistics for the Index as of 31 December 2013.

	Number of Issues	Par Amount*	Market		Average Coupon (%)	Average Life (Years)	Yield to Maturity (%)	Effective Duration
			Value	Weight (%)				
Index	37	1968	1866	100	3.52	7.18	4.59	6.12
5-7 Years	22	1052	1004	54	3.42	6.07	4.56	5.28
7-10 Years	15	916	863	46	3.65	8.46	4.62	7.09

*(RMB in billions)

Source: Citigroup Index LLC

There is no rating requirement for inclusion of the constituents in the Index. The Index Provider publishes the daily Index level (Ticker: SBCN50L INDEX) on Bloomberg; .SBCN50L on Reuters).

Index Methodology

All of the PRC Treasury Bonds denominated and settled in RMB that are issued and settled within the PRC are eligible for inclusion in the Index. Further, to be eligible for inclusion in the Index, the RMB denominated bonds must also satisfy the following criteria:

(i) *Fixed-rate coupon*

Only bonds that pay coupons at a fixed rate are eligible to be included in the Index.

(ii) *Year to maturity*

All constituent bonds included in the Index must have a maturity of 5 to 10 years to remain in the Index for the following month.

(iii) *Minimum size outstanding*

All constituents of the Index must have a minimum size outstanding, and as at the date of this Prospectus, the minimum size outstanding threshold is set at RMB20 billion.

Index Construction

RMB-denominated bonds that are issued and settled within the PRC and meet the above criteria form the Index. The weighting of the constituents in the Index is based on their relative market capitalization to the total market capitalization of the Index.

Index criteria are reviewed on a periodic basis.

Pricing of bonds

The PRC Treasury Bonds are traded both in the OTC market and the exchange and as such there is no single market price. Citi trading desk bid-side prices will be adopted by the Index Provider as the primary source for the pricing of the Index and a third party pricing source, namely, Interactive Data Corporation (“IDC”) bid-side pricing will be used for validation. If the price difference between the 2 sources exceeds certain tolerance limit, both sources will be contacted for verification, confirmation and explanation, following which valuation may be adjusted as necessary. If neither source will adjust its valuation following the validation process, Citi trading desk bid-side prices will be used in first priority for the pricing of the Index.

IDC has over 30 years’ experience in providing evaluation and pricing data and is used to provide fixed income pricing. IDC is independent from the Index Provider, the Manager and the Trustee. For more information about IDC, please refer to the website: www.interactivedata.com.

The Trustee will take reasonable care to ensure the methods adopted by the Manager in calculating the pricing of bonds are adequate.

Index Return Computation and Settlement

For daily calculations, the Index settles on a same-day basis except on the last Business Day of the month, when settlement is the last calendar day. Monthly holding periods, therefore, are exactly one calendar month. For example, the January return period would run from the close on 31 December to the close on 31 January, regardless of the last Business Day.

Total returns are computed on the assumption that each Security is purchased at the beginning of the period and sold at the end of the period. An issue’s total rate of return is the percentage

change in its total value over the measurement period.

The components of total return are price change, principal payments, coupon payments, accrued interest, and reinvestment income on intra-month cash flows. The total returns are market-capitalisation weighted using the Security's beginning-of-period market value.

Figure 3 shows the total rate-of-return calculation methodology.

Beginning of Period Value = (Beginning Price + Beginning Accrued) x Beginning Par Amount Outstanding

End-of-Period Value = [(Ending Price + Ending Accrued) x (Beginning Par Amt. Outstanding - Principal Payments)] + Coupon Payments + Principal Payments + Reinvestment Income

Total Rate of Return (%) = [(End-of-Period Value/Beginning-of-Period Value)-1] x 100

A note on precision: Returns are computed to at least 6 decimal places but reported to a maximum of 5. In addition, owing to rounding errors inherent in computer floating-point arithmetic, the last digit in any reported value may sometimes be off by one from its true value.

Source: Citigroup Index LLC.

Index Maintenance

The Index is rebalanced monthly at month-end. All the Index Provider's indices follow the general methodology of the family of the Index Provider's fixed income indices. Details of the Index including its methodology will be published on the Manager's website www.efunds.com.hk and the Index Provider's website www.yieldbook.com.

Index Licence Agreement

The Manager was granted a license by the Index Provider to use the Index to create the Sub-Fund and to use certain trademarks and any copyright in the Index commencing from 10 December 2013 under a license agreement to use various rights including intellectual property rights and rights to the Index and the data in relation to the Index. The license has a term of 2 years and can be renewed by written agreement of the parties.

Top 10 Constituents

As at 28 February 2014, the following are the 10 largest constituent bonds of the Index:

Issuer Name	Coupon %	Maturity Date	Years to Maturity	Yield to Maturity	% of Index	Credit Quality of the bond issuer*	Issuer Country	Issuer Type
The PRC Government	4.08	08/22/2023	9.48	4.38	5.56	AA-	PRC	Sovereign
The PRC Government	3.41	03/08/2019	5.02	4.10	4.82	AA-	PRC	Sovereign
The PRC Government	3.36	05/24/2022	8.23	4.33	4.80	AA-	PRC	Sovereign
The PRC Government	3.14	06/07/2019	5.27	4.12	4.69	AA-	PRC	Sovereign
The PRC Government	3.29	04/18/2020	6.13	4.19	4.57	AA-	PRC	Sovereign
The PRC Government	4.07	10/17/2020	6.63	4.27	4.53	AA-	PRC	Sovereign
The PRC Government	3.46	07/11/2020	6.36	4.31	4.47	AA-	PRC	Sovereign
The PRC Government	3.51	02/23/2022	7.99	4.31	4.26	AA-	PRC	Sovereign
The PRC Government	3.38	05/23/2023	9.23	4.43	4.26	AA-	PRC	Sovereign

The PRC Government	3.39	08/23/2022	8.48	4.34	4.10	AA-	PRC	Sovereign
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* The source of credit ratings is S&P's. The credit ratings shown under this column are those of the bond issuer, which is MOF for all the bonds of the Index, not those of the individual constituent bonds (which are unrated).

Index Code

Bloomberg Code: SBCN50L INDEX
Reuters Code: .SBCN50L

Index Provider Disclaimer

The Sub-Fund is not sponsored, endorsed, sold or promoted by the Index Provider or any of its affiliates. The Index Provider makes no representation or warranty, express or implied, to the owners or prospective owners of Units of the Sub-Fund or any member of the public regarding the advisability of investing in Securities generally or in the Sub-Fund particularly, or the ability of the Sub-Fund to track the price and yield performance of the Index to track general bond market performance. The Index Provider's only relationship to the Manager is the licensing of certain information, data, trademarks and trade names of the Index Provider or its affiliates. The Index is determined, composed and calculated by the Index Provider without regard to the Manager or the Sub-Fund. The Index Provider has no obligation to take the needs of the Manager or the owners or prospective owners of the Sub-Fund into consideration in determining, composing or calculating the Index. The Index Provider is not responsible for and has not participated in the determination of the prices and amount of the Units to be issued by the Sub-Fund or the timing of the issuance or sale of the Units to be issued by the Sub-Fund or in the determination or calculation of the equation by which the Units to be issued by the Sub-Fund are to be converted into cash. The Index Provider has no obligation or liability in connection with the administration, marketing or trading of the Sub-Fund.

THE INDEX PROVIDER DOES NOT GUARANTEE THE ACCURACY OR COMPLETENESS OF THE INDEX OR ANY DATA INCLUDED THEREIN, OR FOR ANY COMMUNICATIONS, INCLUDING BUT NOT LIMITED TO, ORAL OR WRITTEN COMMUNICATIONS (INCLUDING ELECTRONIC COMMUNICATIONS) WITH RESPECT THERETO, AND THE INDEX PROVIDER SHALL HAVE NO LIABILITY FOR ANY ERRORS, OMISSIONS OR DELAYS THEREIN. THE INDEX PROVIDER MAKES NO WARRANTY, EXPRESS OR IMPLIED, AS TO RESULTS TO BE OBTAINED BY THE MANAGER, OWNERS OR PROSPECTIVE OWNERS OF UNITS OF THE SUB-FUND, OR ANY OTHER PERSON OR ENTITY FROM THE USE OF THE INDEX OR ANY DATA INCLUDED THEREIN. THE INDEX PROVIDER MAKES NO EXPRESS OR IMPLIED WARRANTIES, AND EXPRESSLY DISCLAIMS ALL WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE WITH RESPECT TO THE INDEX OR ANY DATA INCLUDED THEREIN. WITHOUT LIMITING ANY OF THE FOREGOING, IN NO EVENT SHALL THE INDEX PROVIDER HAVE ANY LIABILITY FOR ANY DIRECT, SPECIAL, PUNITIVE, INDIRECT, CONSEQUENTIAL OR ANY OTHER DAMAGES (INCLUDING LOST PROFITS), EVEN IF NOTIFIED OF THE POSSIBILITY OF SUCH DAMAGES, WHETHER IN CONTRACT, TORT, STRICT LIABILITY OR OTHERWISE.

Information Available on the Internet

The Manager will publish important news and information with respect to the Sub-Fund (including in respect of the Index), both in the English and in the Chinese languages, on the Manager's website at www.efunds.com.hk/cgb.php?lang=en_US (the contents of this website and any other websites referred to in this Appendix have not been reviewed by the SFC) and the HKEX's website at www.hkex.com.hk (in respect of (a), (b), (c), (d) and (f) below) including:

- (a) this Appendix and the product key fact statement in respect of the Sub-Fund (as revised from time to time);
- (b) the latest annual and semi-annual financial reports (in English only);

- (c) any notices for material alterations or additions to this Appendix or the Sub-Fund's constitutive document;
- (d) any public announcements made by the Sub-Fund, including information with regard to the Sub-Fund and Index, notices of the suspension of the calculation of the Net Asset Value, changes in fees and the suspension and resumption of trading;
- (e) the near real time estimated Net Asset Value per Unit updated every 15 seconds throughout each Dealing Day in RMB and in HKD;
- (f) the last closing Net Asset Value of the Sub-Fund in RMB and the last closing Net Asset Value per Unit of the Sub-Fund in RMB and in HKD;
- (g) the composition of the Sub-Fund (updated on a daily basis);
- (h) the latest list of the Participating Dealers and Market Makers; and
- (i) the index methodology file of the Index.

The near real time estimated Net Asset Value per Unit in HKD, under (e) above, is indicative and for reference only. This is updated during SEHK trading hours. The near real time estimated Net Asset Value per Unit in HKD does not use a real time HKD:RMB foreign exchange rate – it is calculated using the estimated Net Asset Value per Unit in RMB multiplied by an assumed foreign exchange rate using the Tokyo Composite 3:00 p.m. Tokyo time (2:00 p.m. Hong Kong time) mid rate quoted by Bloomberg for offshore RMB (CNH) on the previous SEHK trading day. The near real time estimated Net Asset Value per Unit will be automatically updated every 15 seconds. Since the near real time estimated Net Asset Value per Unit in RMB will not be updated when the inter-bank bond market, SSE or SZSE is closed, the change in the near real time estimated Net Asset Value per Unit in HKD (if any) during such period is solely due to the change in the foreign exchange rate.

The last closing Net Asset Value per Unit in HKD, under (f) above, is indicative and for reference only and is calculated using the last closing Net Asset Value per Unit in RMB multiplied by an assumed foreign exchange rate using the Tokyo Composite 3:00 p.m. Tokyo time (2:00 p.m. Hong Kong time) mid rate quoted by Bloomberg for offshore RMB (CNH) as of the same Dealing Day. Since the last closing Net Asset Value per Unit in RMB will not be updated when the inter-bank bond market, SSE or SZSE is closed, the change in the last closing Net Asset Value per Unit in HKD (if any) during such period is solely due to the change in the foreign exchange rate.

Risks Factors Specific to the Sub-Fund

In addition to the risk factors presented in Part 1 of this Prospectus, the risk factors set forth below are also the risks, in the opinion of the Manager and its directors, to be relevant and presently applicable specifically to the Sub-Fund.

RQFII systems risk

The current RQFII Regulations include rules on investment restrictions applicable to the Sub-Fund. Transaction sizes for RQFIIs are relatively large (with the corresponding heightened risk of exposure to decreased market liquidity and significant price volatility leading to possible adverse effects on the timing and pricing of acquisition or disposal of Securities).

Onshore PRC Securities are registered in the joint names of the Manager (as the RQFII holder) and the Sub-Fund in accordance with the relevant rules and regulations, and maintained in electronic form via a securities account with the CSDCC and the CCDCC, respectively. The account is required to bear the name of "E Fund Management (Hong Kong) Co., Limited" as this is the name under which the RQFII is approved by the relevant regulator. The RQFII selects a PRC broker (the "PRC Broker") to act on its behalf in each of the two onshore PRC Securities

markets as well as the PRC Custodian to maintain its assets in custody in accordance with the terms of the PRC Custody Agreement.

In the event of any default of either the relevant PRC Broker or the PRC Custodian in the execution or settlement of any transaction or in the transfer of any funds or Securities in the PRC, the Sub-Fund may encounter delays in recovering its assets which may in turn adversely impact the net asset value of the Sub-Fund.

There can be no assurance that additional RQFII quota can be obtained to fully satisfy subscription requests. This may result in a need for the Manager to close the Sub-Fund to further subscriptions. In extreme circumstances, the Sub-Fund may incur significant loss due to limited investment capabilities, or may not be able fully to implement or pursue its investment objectives or strategies, due to RQFII investment restrictions, illiquidity of the PRC's Securities markets, and delay or disruption in execution of trades or in settlement of trades.

The regulations which regulate investments by RQFIIs in the PRC and the repatriation of capital from RQFII investments are relatively new. The application and interpretation of such investment regulations are therefore relatively untested and there is no certainty as to how they will be applied as the PRC authorities and regulators have been given wide discretion in such investment regulations and there is no precedent or certainty as to how such discretion may be exercised now or in the future.

PRC Custodian and PRC Broker risk

Onshore PRC assets will be maintained by the PRC Custodian in electronic form via a securities account with the CSDCC, a securities account with CCDCC or Shanghai Clearing House, and a special deposit account with the PRC Custodian.

The RQFII also selects the PRC Broker to execute transactions for the Sub-Fund in the PRC markets. The Manager can only appoint one PRC Broker per exchanged traded market (the SSE and the SZSE) and one clearing agent per inter-bank bond market. As such the Sub-Fund will rely on only one PRC Broker (where the same PRC Broker is appointed for all exchanges – which is the Manager's present intention) or 2 PRC Brokers (where a different PRC Broker is appointed in exchange traded market). Should, for any reason, the Sub-Fund's ability to use the relevant PRC Broker be affected, this could disrupt the operations of the Sub-Fund and affect the ability of the Sub-Fund to track the Index, causing a premium or a discount to the trading price of Units on the SEHK. The Sub-Fund may also incur losses due to the acts or omissions of either the relevant PRC Broker or the PRC Custodian in the execution or settlement of any transaction or in the transfer of any funds or Securities. Subject to the applicable laws and regulations in the PRC, the Manager will make arrangements to ensure that the PRC Brokers and PRC Custodian have appropriate procedures to properly safe-keep the Sub-Fund's assets.

According to the RQFII Regulations and market practice, the securities and cash accounts for the Sub-Fund in the PRC are to be maintained in the joint names of the Manager as the RQFII and the Sub-Fund. Although the Manager has obtained a legal opinion that the assets in such securities account would belong to the Sub-Fund, such opinion cannot be relied on as being conclusive, as the RQFII Regulations are subject to the interpretation of the relevant authorities in the PRC.

Investors should note that cash deposited in the special deposit account of the Sub-Fund with the PRC Custodian will not be segregated but will be a debt owing from the PRC Custodian to the Sub-Fund as a depositor. Such cash will be co-mingled with cash belong to other clients of the PRC Custodian. In the event of bankruptcy or liquidation of the PRC Custodian, the Sub-Fund will not have any proprietary rights to the cash deposited in such cash account, and the Sub-Fund will become an unsecured creditor, ranking *pari passu* with all other unsecured creditors, of the PRC Custodian. The Sub-Fund may face difficulty and/or encounter delays in recovering such debt, or may not be able to recover it in full or at all, in which case the Sub-Fund will suffer losses.

Repatriation risk

Repatriations by RQFII in respect of funds such as the Sub-Fund conducted in RMB are permitted daily and are not subject to any lock-up periods or prior approval. There is no assurance, however, that PRC rules and regulations will not change or that repatriation restrictions will not be imposed in the future. Any restrictions on repatriation of the invested capital and net profits may impact on the Sub-Fund's ability to meet redemption requests.

RQFII quota risk

The Sub-Fund will utilize the Manager's RQFII quota granted under the RQFII Regulations. This RQFII quota is limited and the quota limit may be reached. In such event, unless the Manager is able to acquire additional RQFII quota, it may be necessary for the Manager to suspend creations of Units. In such event it is possible that the trading price of a Unit on the SEHK will be at a significant premium to the Net Asset Value of each Unit (which may also increase tracking error of the Sub-Fund).

Interest rate risk

Because the Sub-Fund invests in fixed-income Securities, the Sub-Fund is subject to interest rate risk. Interest rate risk is the risk that the value of the Sub-Fund's portfolio will decline because of rising interest rates. Interest rate risk is generally lower for shorter term fixed income investments and higher for longer term fixed income investments.

As the Sub-Fund invests in the PRC Treasury Bonds, the Sub-Fund is additionally subject to policy risk as changes in macro-economic policies in the PRC (including monetary policy and fiscal policy) may have an influence over the PRC's capital markets and affect the pricing of the bonds in the Sub-Fund's portfolio, which may in turn adversely affect the return of the Sub-Fund.

Liquidity risk

Liquidity risk exists when a particular investment is difficult to purchase or sell. If the Sub-Fund invests in illiquid Securities or the current market become illiquid, it may reduce the returns of the Sub-Fund because the Sub-Fund cannot sell the illiquid Securities at an advantageous time or price. The cost of dealing may be high in such illiquid markets. A disruption in the asset allocation in the Sub-Fund is also possible if underlying Securities cannot be purchased or sold. The Sub-Fund is subject to liquidity risk as continued regular trading activity and active secondary market for PRC Treasury Bonds is not guaranteed. The Sub-Fund may suffer losses in trading such instruments. The bid and offer spread of the price of PRC Treasury Bonds may be large, so the Sub-Fund may incur significant trading and realisation costs and may suffer losses accordingly.

Credit risk

The value of the Sub-Fund is affected by the credit worthiness of its underlying investments. A deterioration of credit quality (e.g. an issuer credit downgrade or credit event leading to widening of credit spread) of an underlying investment will adversely impact the value of such investment.

Credit rating downgrades risk

Credit rating of issuers of fixed income instruments and credit rating of investment grade Securities may be downgraded, thus adversely affecting the value and performance of a Sub-Fund holding such investments.

Issuer counterparty risk

Investment in bonds by the Sub-Fund is exposed to the credit/insolvency risk of the issuers which may be unable or unwilling to make timely payments on principal and/or interest. An issuer suffering an adverse change in its financial condition could lower the credit quality of a Security, leading to greater price volatility of the Security. A lowering of the credit rating of a security or its

issuer may also affect the Security's liquidity, making it more difficult to sell. In general, debt instruments that have a lower credit rating or that are non-rated will be more susceptible to the credit risk of the issuers. In the event of a default or credit rating downgrading of the issuers of the bonds, the bonds and the Sub-Fund's value will be adversely affected and investors may suffer a substantial loss as a result. The Sub-Fund may also encounter difficulties or delays in enforcing its rights against the issuer of bonds as the issuer is incorporated outside Hong Kong and subject to foreign laws.

PRC Treasury Bonds held by the Sub-Fund are offered on an unsecured basis without collateral, and will rank equally with other unsecured debts of the PRC government. As a result, if the issuer becomes bankrupt, proceeds from the liquidation of the issuer's assets will be paid to holders of PRC Treasury Bonds only after all secured claims have been satisfied in full. The Sub-Fund will be fully exposed to the credit/insolvency risk of its bond issuer counterparties as an unsecured creditor. For details of risks associated with investment in PRC Treasury Bonds, please refer to "PRC sovereign debt risk" below.

PRC sovereign debt risk

The Sub-Fund invests in PRC Treasury Bonds which are sovereign debt Securities and such investments involve special risks. The PRC governmental entity that controls the repayment of sovereign debt may not be able or willing to repay the principal and/or interest when due in accordance with the terms of such debt. A PRC governmental entity's willingness or ability to repay principal and interest due in a timely manner may be affected by, among other factors, its cash flow situation, the extent of its foreign reserves, the availability of sufficient foreign exchange on the date a payment is due, the relative size of the debt service burden to the economy as a whole, the PRC governmental entity's policy towards the International Monetary Fund and the political constraints to which a governmental entity may be subject. PRC governmental entities may also be dependent on expected disbursements from foreign governments, multilateral agencies and others abroad to reduce principal and interest arrearage on their debt. The commitment on the part of these governments, agencies and others to make such disbursements may be conditioned on a PRC governmental entity's implementation of economic reforms and/or economic performance and the timely service of such debtor's obligations. Failure to implement such reforms, achieve such levels of economic performance or repay principal or interest when due may result in the cancellation of such third parties' commitments to lend funds to the PRC governmental entity, which may further impair such debtor's ability or willingness to service its debt on a timely basis. Consequently, governmental entities may default on their sovereign debt. Holders of PRC sovereign debt, including the Sub-Fund, may be requested to participate in the rescheduling of such debt and to extend further loans to governmental entities. As at the date of this Prospectus, there is no bankruptcy proceeding by which sovereign debt on which a PRC governmental entity has defaulted may be collected in whole or in part. The Sub-Fund's recourse against a defaulting sovereign is limited.

In addition, the credit rating of the PRC government is "AA-" by S&P. A lowering of the credit rating of the PRC government may also affect PRC Treasury Bonds' liquidity, making it more difficult to sell. In general, debt instruments that have a lower credit rating or that are non-rated will be more susceptible to the credit risk of the issuers. In the event of a credit rating downgrading of the PRC government, PRC Treasury Bonds and the Sub-Fund's value will be adversely affected and investors may suffer a substantial loss as a result.

Valuation risk

In a thinly traded market, it may be more difficult to achieve fair value when purchasing or selling underlying Securities because of the wide bid-ask spread. The inability to transact at advantageous times or prices may result in a reduction in the Sub-Fund's returns. Further, changing market conditions or other significant events, such as credit rating downgrades affecting issuers or major financial institutions, may also pose valuation risk to the Sub-Fund as the value of the Sub-Fund's portfolio of fixed income instruments may become more difficult or impossible to ascertain. In such circumstances, valuation of the Sub-Fund's investments may involve uncertainties and judgemental determinations as there is a possibility that independent pricing information may at times be unavailable. If such valuations should prove to be incorrect, the Net

Asset Value of the Sub-Fund may need to be adjusted and may be adversely affected. Such events or credit rating downgrades may also subject the Sub-Fund to increased liquidity risk as it may become more difficult for the Sub-Fund to dispose of its holdings of bonds at a reasonable price or at all.

PRC economic, political and social risk

The economy of the PRC, which has been in a state of transition from a planned economy to a more market oriented economy, differs from the economies of most developed countries in many respects, including the level of government involvement, its state of development, its growth rate, control of foreign exchange, and allocation of resources.

Although the majority of productive assets in the PRC are still owned by the PRC government at various levels, in recent years, the PRC government has implemented economic reform measures emphasising utilisation of market forces in the development of the economy of the PRC and a high level of management autonomy. The economy of the PRC has experienced significant growth in the past 20 years, but growth has been uneven both geographically and among various sectors of the economy. Economic growth has also been accompanied by periods of high inflation. The PRC government has implemented various measures from time to time to control inflation and restrain the rate of economic growth.

For more than 20 years, the PRC government has carried out economic reforms to achieve decentralisation and utilisation of market forces to develop the economy of the PRC. These reforms have resulted in significant economic growth and social progress. There can, however, be no assurance that the PRC government will continue to pursue such economic policies or, if it does, that those policies will continue to be successful. Any such adjustment and modification of those economic policies may have an adverse impact on the Securities market in the PRC as well as the underlying Securities of the Sub-Fund. Further, the PRC government may from time to time adopt corrective measures to control the growth of the PRC economy which may also have an adverse impact on the capital growth and performance of the Sub-Fund.

Political changes, social instability and adverse diplomatic developments in the PRC could result in the imposition of additional government restrictions including expropriation of assets or confiscatory taxes.

PRC laws and regulations risk

The regulatory and legal framework for capital markets and joint stock companies in the PRC may not be as well developed as those of developed countries. PRC laws and regulations affecting equities and fixed income markets are relatively new and evolving, and because of the limited volume of published cases and judicial interpretation and their non-binding nature, interpretation and enforcement of these regulations involve significant uncertainties. In addition, as the PRC legal system develops, no assurance can be given that changes in such laws and regulations, their interpretation or their enforcement will not have a material adverse effect on their business operations.

New product risk

The Sub-Fund is one of the first physical RQFII RMB denominated exchange traded funds investing directly in the PRC Treasury Bonds. Although there have been RMB denominated RQFII mutual funds, a commodities exchange traded fund denominated in RMB and other A-Share RQFII exchange traded funds (including E Fund CSI 100 A-Share Index ETF and E Fund CES China 120 Index ETF), RMB denominated RQFII exchange traded funds still have a limited operating history. The Manager, the Trustee and certain service providers connected to the Sub-Fund have no operating experience with regard to a PRC Treasury Bond exchange traded funds. The fact that the Sub-Fund is one of the first exchange traded funds to hold PRC Treasury Bonds directly makes the Sub-Fund riskier than traditional exchange traded funds investing in A-Shares or in markets other than the PRC.

New index risk

The Index is a relatively new index having only been launched on 23 March 2011. The Sub-Fund is one of the first exchange traded funds tracking the Index. Since the Index is relatively new, the Sub-Fund may be riskier in respect of the operation of the Index than other exchange traded funds tracking more established indices with longer operating histories.

Over-the-counter market risk

OTC markets such as the PRC inter-bank bond market are subject to less governmental regulation and supervision of transactions than organised exchanges. In addition, many of the protections afforded to participants on some organised exchanges, such as the performance guarantee of an exchange clearing house, may not be available in connection with transactions on OTC markets. Therefore, by entering into transactions on OTC markets, the Sub-Fund will be subject to the risk that its direct counterparty will not perform its obligations under the transactions and that the Sub-Fund will sustain losses.

Tracking error risk

The Sub-Fund only holds a representative sample of Securities that represents the profile of the Index and may invest in RMB-denominated PRC bonds not included in the Index. The Net Asset Value of the Sub-Fund may not have exactly the same net asset value of the Index. Factors such as the fees and expenses of the Sub-Fund, the investments of the Sub-Fund not matching exactly the Securities which make up the Index (e.g. where it uses representative sampling), an inability to rebalance the Sub-Fund's holdings of Securities in response to changes to the Securities which make up the Index, rounding of Security prices, timing variances on buying or selling of Securities which make up the Index, changes to the Index and regulatory policies that may affect the Manager's ability to achieve close correlation with the Index. This may cause the Sub-Fund's returns to deviate from the Index. Further, the fact that the Manager is adopting a representative sampling strategy may lead to a greater risk of tracking error.

Income risk

Falling market interest rates can lead to a decline in income for the Sub-Fund. This can result when, in declining interest rate environment, the Sub-Fund reinvests into Securities at a lower yield than then-current Sub-Fund portfolio yield.

Illiquidity of bonds close to maturity risk

The Sub-Fund's underlying fixed income Securities may become more illiquid when nearing maturity. It therefore may be more difficult to achieve fair valuation in the market.

Insufficiency of duties and charges risk

A preset spread, included in Duties and Charges, related to subscription or redemption price calculation in a cash creation or cash redemption may be determined prior to trading of the underlying Securities to cover estimated trading costs. If such spread is narrower than the actual associated trading costs, the Net Asset Value of the Sub-Fund will be adversely affected.

Non-guaranteed investment risk

The Sub-Fund is not principal guaranteed and the purchase of Units is not the same as investing directly in the constituent Securities comprised in the Index. The instruments invested by the Sub-Fund may fall in value and therefore investments in the Sub-Fund may suffer losses.

Foreign security risk

The Sub-Fund invests in the debt market of the PRC. Such market is subject to special risks associated with foreign investment including market fluctuations caused by factors affected by political and economic developments. Investing in the Securities of non-Hong Kong entities involves special risks and considerations not typically associated with investing in Hong Kong entities. These include differences in accounting, auditing and financial reporting standards, the

possibility of nationalisation of assets, expropriation or confiscatory taxation, or regulation, the imposition of withholding taxes on payments or distributions referable to underlying Securities, adverse changes in investment, tax or exchange control regulations, economic growth and indicators (such as gross domestic product, inflation rate, self sufficiency and balance of payments position of the relevant economy), government regulation, political instability that could affect local investments in foreign countries, and potential restrictions on the flow of international capital. Each of these factors may have a large impact on the performance of the Sub-Fund. Please refer to "PRC economic, political and social risk" and "PRC laws and regulations risk" for details.

Operational and settlement risks

Trading errors are an intrinsic factor in any complex investment process, and will occur, notwithstanding the execution of due care and special procedures designed to prevent such errors. Such trade errors may have adverse consequences (for example, due to an inability to correct effectively such an error when detected).

Settlement procedures in the PRC are less developed and less reliable and may involve the Sub-Fund's delivery of Securities, or transfer of title to Securities, before receipt of payment for their sale. The Sub-Fund may be subject to a risk of substantial loss if a securities firm defaults in the performance of its responsibilities. The Sub-Fund may incur substantial losses if its counterparty fails to pay for Securities the Sub-Fund has delivered, or for any reason fails to complete its contractual obligations owed to the Sub-Fund. On the other hand, significant delays in settlement may occur in certain markets in registering the transfer of Securities. Such delays could result in substantial losses for the Sub-Fund if investment opportunities are missed or if the Sub-Fund is unable to acquire or dispose of a security as a result.

The Sub-Fund is subject to operational risks that may arise from any breaches by the Manager's investment management staff of the Manager's operational policies or technical failures of communication and trading systems. Whilst the Manager has in place internal control systems, operational guidelines and contingency procedures to reduce the chances of such operational risks, there is no guarantee events beyond the control of the Manager (such as unauthorised trading, trading errors or system errors) will not occur. The occurrence of any such events may adversely affect the value of the Sub-Fund.

To the extent that Sub-Fund transacts in the inter-bank bond market in the PRC, the Sub-Fund may also be exposed to risks associated with settlement procedures and default of counterparties. All trades settled through CCDCC are on delivery versus payment basis. If a counterparty defaults in delivering the securities, the trade may be cancelled and this may adversely affect the value of the Sub-Fund.

The Sub-Fund may invest in the PRC bond market via the exchange market and all bond trades will be settled through the CSDCC. If a counterparty defaults in payment or delivery obligation, a trade may be delayed and this may adversely affect the value of the Sub-Fund.

Large redemptions risk

If significant redemptions of Units are requested by the Participating Dealers, it may not be possible to liquidate the Sub-Fund's investments at the time such redemptions are requested or the Manager may be able to do so only at prices which the Manager believes does not reflect the true value of such investments, resulting in an adverse effect on the return to investors. Where significant redemptions of Units are requested by the Participating Dealers, the right of Participating Dealers to require redemptions in excess of 10% of the total number of Units in the Sub-Fund then in issue (or such higher percentage as the Manager may determine) may be deferred, or the period for the payment of redemption proceeds may be extended. In addition, the Manager may also in certain circumstances suspend the determination of the Net Asset Value of the Sub-Fund for the whole or any part of any period. Please see the section on "Determination of Net Asset Value" for further details.

Termination risk

The Sub-Fund may be terminated early under certain circumstances, for example where the aggregate Net Asset Value of all the Units is less than RMB100 million or the Index is no longer available for benchmarking. Upon the Sub-Fund being terminated, the Trustee will distribute the net cash proceeds (if any) derived from the realisation of the investments comprised in the Sub-Fund to the Unitholders in accordance with the Trust Deed. Any such amount distributed may be more or less than the capital invested by the Unitholder. A Unitholder who purchases Units at a time when the market price is at a premium to the Net Asset Value of the Sub-Fund may therefore be unable to recover the premium in the event the Sub-Fund is terminated.

Representative sampling risk

With a representative sampling strategy, the Sub-Fund does not hold all of the Securities in the Index and may invest in bonds, central bank bills/notes and PRC Treasury Bonds not included in the Index. The Securities held by the Sub-Fund may also be over or underweight relative to the Securities in its Index. It is therefore possible that the Sub-Fund may be subject to larger tracking error.

Restricted markets risk

The Sub-Fund may invest in Securities in respect of which the PRC imposes limitations or restrictions on foreign ownership or holdings. Such legal and regulatory restrictions or limitations may have adverse effects on the liquidity and performance of the Sub-Fund holdings as compared to the performance of the Index. This may increase the risk of tracking error, and at the worst, the Sub-Fund may not be able to achieve its investment objective.

Accounting and reporting standards risk

Accounting, auditing and financial reporting standards and practices applicable to PRC companies may be different to those standards and practices applicable to countries that have more developed financial markets. For example, there are differences in the valuation methods of properties and assets and in the requirements for disclosure of information to investors.

Changes in PRC taxation risk

The PRC government has implemented a number of tax reform policies in recent years. The current tax laws and regulations may be revised or amended in the future. Any revision or amendment in tax laws and regulations may affect the after-taxation profit of PRC companies and foreign investors in such companies. In particular, please refer to the sub-section "PRC Taxation" below.

Government intervention and restriction risk

Governments and regulators may intervene in the financial markets, such as by the imposition of trading restrictions, a ban on "naked" short selling or the suspension of short selling for certain stocks. This may affect the operation and market making activities of the Sub-Fund, and may have an unpredictable impact on the Sub-Fund. Furthermore, such market interventions may have a negative impact on the market sentiment which may in turn affect the performance of the Index and as a result the performance of the Sub-Fund.

PRC withholding taxation risk

The Sub-Fund will invest in the PRC Securities through the Manager's (which is a public Hong Kong tax resident) RQFII quota. Under the Arrangements between the Mainland of China and the Hong Kong Special Administrative Region for the Avoidance of Double Taxation and the Prevention of Fiscal Evasion with respect to Taxes on Income (the "China-HK Arrangement"), certain relief is applicable to Hong Kong tax residents. According to the independent professional tax advice, capital gains derived by a Hong Kong tax resident from transfer of debt instrument issued by the PRC government and corporation is eligible for such relief and should

not be taxable in China. The aforesaid capital gain tax exemption will only apply if approval is obtained from the PRC tax authorities. Before a Hong Kong tax resident can enjoy relief under the China-HK Arrangement, a Hong Kong Tax Resident Certificate (“HKTRC”) issued by the Inland Revenue Department of Hong Kong (“IRD”) should be submitted to the relevant PRC tax authority for this purpose. As at the date of this Prospectus, the Sub-Fund has not yet obtained the HKTRC from the IRD. If the PRC tax authorities enforce the collection of Withholding Income Tax (“WIT”) on capital gains and require the Sub-Fund to provide a HKTRC in order to obtain the WIT exemption, the Manager will apply for a HKTRC on behalf of the Sub-Fund. In light of the uncertainty on the income tax treatment on capital gains and in order to meet this potential tax liability for capital gains, the Manager reserves the right to provide for WIT on such gains or income and withhold the tax for the account of the Sub-Fund. After careful consideration of the Manager’s assessment and having taken and considered independent professional tax advice relating to the Sub-Fund’s eligibility to benefit from the China-HK Arrangement, and in accordance with such advice, the Manager holds a view that the Sub-Fund is a Hong Kong tax resident for the purpose of the China-HK Arrangement and should be able to enjoy the WIT exemption on gross capital gains derived from the disposal of the PRC Securities under the China-HK Arrangement. In this connection, the Manager, having taken and considered the independent professional tax advice and in accordance with such advice, has determined that no WIT provision will be made on the gross realised and unrealised capital gains derived from the disposal of the PRC Securities.

It should be noted that there are uncertainties in relation to the Manager’s determination of WIT provision, including:

- The China-HK Arrangement may be changed in the future and the Sub-Fund may ultimately be required to pay WIT on capital gains.
- As at the date of this Prospectus, the Sub-Fund has not yet obtained the HKTRC from the IRD. If the PRC tax authorities enforce the collection of WIT on capital gains and require the Sub-Fund to provide a HKTRC, the Manager will apply for a HKTRC on behalf of the Sub-Fund. Whether the Manager is able to obtain a HKTRC on behalf of the Sub-Fund is subject to prevailing practice of Hong Kong and/or the PRC tax authorities. The Sub-Fund may need to apply with the IRD for a HKTRC on an annual basis, which is subject to the assessment of the IRD. There is a risk that the Manager will not be able to obtain a HKTRC on behalf of the Sub-Fund.
- To date, the PRC tax authorities have not sought to enforce WIT collection on capital gains derived by RQFIs such as the Manager for the Sub-Fund. If the PRC tax authorities start to enforce WIT collection on capital gains, the relief under the China-HK Arrangement is still subject to the final approval of the PRC tax authorities and the Manager is not aware of any successful cases of tax treaty capital gain exemption approval for RQFIs. Even if the Manager, in accordance with the independent professional tax advice, believes that the Sub-Fund should be eligible for such relief, the PRC tax authorities may ultimately hold a different view.

It should be noted that there is a possibility of the PRC tax rules, regulations and practice being changed and taxes being applied retrospectively.

There is no provision made on the gross unrealised and realised capital gains derived from disposal of the PRC Securities. In the event that actual tax is collected by the State Administration of Taxation (“SAT”) and the Sub-Fund is required to make payments reflecting tax liabilities for which no provision has been made, the Net Asset Value of the Sub-Fund may be adversely affected as the Sub-Fund will ultimately have to bear the full amount of tax liabilities. In this case, the tax liabilities will only impact the Units in issue at the relevant time, and the then existing Unitholders and subsequent Unitholders will be disadvantaged as such Unitholders will bear, through the Sub-Fund, a disproportionately higher amount of tax liabilities as compared to that borne at the time of investment in the Sub-Fund. Please refer to the sub-section on “PRC Taxation” for further information in this regard.

New Manager and reliance on the Investment Adviser risk

It should be noted that whilst the Manager's group (in particular the Investment Adviser) has significant exchange traded fund experience in the PRC, the Sub-Fund is only the third exchange traded fund listed on the SEHK to be managed by the Manager. As such the Manager will substantially make use of and rely on the expertise and systems of the Investment Adviser to support the investments of the Sub-Fund in PRC Treasury Bonds. In the event of a breakdown or disruption in communications with or the provision by the Investment Adviser of its assistance to the Manager, the operations of the Sub-Fund may be adversely affected. The occurrence of such events could cause a deterioration in the Sub-Fund's performance and investors may lose money in those circumstances.

Trading differences risk

As the SSE and the SZSE may be open when Units in the Sub-Fund are not priced, the value of the Securities in the Sub-Fund's portfolio may change on days when investors will not be able to purchase or sell the Sub-Fund's Units. Furthermore, the market price of underlying Securities listed on the above stock exchanges which are established outside Hong Kong may not be available during part or all of the SEHK trading sessions due to trading hour differences which may result in the trading price of the Sub-Fund deviating away from the Net Asset Value. Units listed on the SEHK are not. This difference may also increase the level of premium or discount of the Unit price of the Sub-Fund to its Net Asset Value.

RMB is not freely convertible and subject to exchange controls and restrictions risk

It should be noted that the RMB is currently not a freely convertible currency as it is subject to foreign exchange control policies and repatriation restrictions imposed by the PRC government. Since 1994, the conversion of RMB into US dollars has been based on rates set by the PBOC, which are set daily based on the previous day's PRC interbank foreign exchange market rate. On 21 July 2005, the PRC government introduced a managed floating exchange rate system to allow the value of RMB to fluctuate within a regulated band based on market supply and demand and by reference to a basket of currencies. In addition, a market maker system was introduced to the interbank spot foreign exchange market. In July 2008, the PRC announced that its exchange rate regime was further transformed into a managed floating mechanism based on market supply and demand. Given the domestic and overseas economic developments, the PBOC decided to further improve the RMB exchange rate regime in June 2010 to enhance the flexibility of the RMB exchange rate. In April 2012, the PBOC decided to take a further step to increase the flexibility of the RMB exchange rate by expanding the daily trading band from +/-0.5% to +/-1%.

However it should be noted that the PRC government's policies on exchange control and repatriation restrictions are subject to change, and any such change may adversely impact the Sub-Fund. There can be no assurance that the RMB exchange rate will not fluctuate widely against the US dollar or any other foreign currency in the future.

Foreign exchange transactions under the capital account, including principal payments in respect of foreign currency-denominated obligations, currently continue to be subject to significant foreign exchange controls and require the approval of the SAFE. On the other hand, the existing PRC foreign exchange regulations have significantly reduced government foreign exchange controls for transactions under the current account, including trade and service related foreign exchange transactions. Nevertheless, the Manager cannot predict whether the PRC government will continue its existing foreign exchange policy or when the PRC government will allow free conversion of the RMB to foreign currency.

RMB trading and settlement of Units risk

The trading and settlement of RMB-denominated Securities are recent developments in Hong Kong and there is no assurance that there will not be problem with the systems or that other logistical problems will not arise. In addition, the Sub-Fund will adopt a Dual Counter (i.e. HKD traded Units and RMB traded Units) traded on the SEHK and settled in CCASS. Although end-to-end simulation trading and clearing of listed RMB products testing sessions and payment pilot runs for participants of the SEHK were held by the SEHK in March, September and October

2011, some brokers may not have participated in such testing sessions and pilot runs and for those who have, not all of them may be able to successfully complete such testing sessions and pilot runs, there is no assurance of their readiness for dealing in RMB denominated Securities. Investors should note that not all brokers may be ready and able to carry out trading and settlement of RMB traded Units and thus they may not be able to deal in the RMB traded Units through some brokers. Investors should check with their brokers in advance if they intend to engage Dual Counter trading or in inter-counter transfers and should fully understand the services which the relevant broker is able to provide (as well as any associated fees). Some exchange participants may not provide inter-counter transfer or Dual Counter trading services.

Non-RMB or late settlement redemption risk

Where, in extraordinary circumstances, the remittance or payment of RMB funds on the redemption of Units cannot, in the opinion of the Manager in consultation with the Trustee, be carried out normally due to legal or regulatory circumstances beyond the control of the Trustee and the Manager, redemption proceeds may be delayed or, if necessary in exceptional circumstances, be paid in US dollars or HKD instead of in RMB (at an exchange rate determined by the Manager after consultation with the Trustee). As such, there is a risk that investors may not be able to receive, through Participating Dealers, settlement upon a redemption of Units in RMB (and may receive US dollars or HKD) or may receive settlement in RMB on a delayed basis.

RQFII late settlement risk

The Sub-Fund will be required to remit RMB from Hong Kong to the PRC to settle the purchase of the PRC Treasury Bonds by the Sub-Fund from time to time. In the event such remittance is disrupted, the Sub-Fund will not be able to fully replicate the Index by investing in the relevant PRC Treasury Bonds and this may increase the tracking error of the Sub-Fund.

Exchange rates movement between the RMB and other currencies risk

Investors in RMB traded Units whose assets and liabilities are predominantly in HKD or in currencies other than RMB should take into account the potential risk of loss arising from fluctuations in value between such currencies and RMB. In addition, investors in HKD traded Units should note that distributions (if any) on HKD traded Units will only be paid in RMB. Accordingly foreign exchange risk will also apply to investors in HKD traded Units. There is no guarantee that RMB will appreciate in value against HKD or any other currency, or that the strength of RMB may not weaken. In such case an investor may enjoy a gain in RMB terms but suffer a loss when converting funds from RMB back into HKD (or any other currency).

Future movements in RMB exchange rates risk

The exchange rate of RMB ceased to be pegged to US dollars on 21 July 2005, resulting in a more flexible RMB exchange rate system. China Foreign Exchange Trading System, authorised by the PBOC, promulgates the central parity rate of RMB against US dollars, euro, Yen, British pounds sterling and HKD at 9:15 a.m. (PRC time) on each business day, which will be the daily central parity rate for transactions on the Inter-bank Spot Foreign Exchange Market and OTC transactions of banks. The exchange rate of RMB against the above-mentioned currencies fluctuates within a range above or below such central parity rate. As the exchange rates are based primarily on market forces, the exchange rates for RMB against other currencies, including US dollars and HKD, are susceptible to movements based on external factors. There can be no assurance that such exchange rates will not fluctuate widely against US dollars, HKD or any other foreign currency in the future. From 1994 to July 2005, the exchange rate for RMB against US dollar and the HKD was relatively stable. Since July 2005, the appreciation of RMB has begun to accelerate. Although the PRC government has constantly reiterated its intention to maintain the stability of RMB, it may introduce measures (such as a reduction in the rate of export tax refund) to address the concerns of the PRC's trading partners. Therefore, the possibility that the appreciation of RMB will be further accelerated cannot be excluded. On the other hand, there can be no assurance that RMB will not be subject to devaluation.

Dual Counter risk

The Sub-Fund has Dual Counter traded Units which are traded and settled in RMB under the RMB counter and traded and settled in HKD under the HKD counter. The relatively short operating history of the Dual Counter for exchange traded funds may make investment in the Units riskier than in single counter units or shares of an SEHK listed issuer for example where for some reason there is a settlement failure on an inter-counter transfer if the Units of one counter are delivered to CCASS at the last settlement on a trading day, leaving not enough time to transfer the Units to the other counter for settlement on the same day.

In addition, where there is a suspension of the inter-counter transfer of Units between the HKD counter and the RMB counter for any reason, for example, operational or systems interruption, Unitholders will only be able to trade their Units in the currency of the relevant Dual Counter. Accordingly it should be noted that inter-counter transfers may not always be available.

There is a risk that the market price on the SEHK of Units traded in HKD may deviate significantly from the market price on the SEHK of Units traded in RMB due to different factors such as market liquidity, supply and demand in each counter and the exchange rate between RMB and HKD (in both the onshore and the offshore markets). The trading price of HKD traded Units or RMB traded Units is determined by market forces and so will not be the same as the trading price of Units multiplied by the prevailing rate of foreign exchange. Accordingly when selling Units traded in HKD or buying Units traded in HKD, an investor may receive less or pay more than the equivalent amount in RMB if the trade of the relevant Units is in RMB and *vice versa*. There can be no assurance that the price of Units in each counter will be equivalent.

Investors without RMB accounts may buy and sell HKD traded Units only. Such investors will not be able to buy or sell RMB traded Units and should note that distributions are made in RMB only. As such, investors may suffer a foreign exchange loss and incur foreign exchange associated fees and charges.

It is possible that some brokers and CCASS participants may not be familiar with and may not be able to (i) buy Units in one counter and to sell Units in the other, (ii) carry out inter-counter transfers of Units, or (iii) trade Units in both counters at the same time. In such a case another broker or CCASS participant may need to be used. Accordingly this may inhibit or delay an investor dealing in both HKD traded and RMB traded Units and may mean investors may only be able to sell their Units in one currency. Investors are recommended to check the readiness of their brokers in respect of the Dual Counter trading and inter-counter transfer.

Unavailability of the Renminbi Trading Support Facility ("TSF") Risk

Investors should note that the TSF launched by the SEHK is currently not made available for fixed income exchange traded funds. As such, if an investor does not have sufficient RMB, it will need to source RMB from other channels or it will only be able to buy Units through the HKD counter.

Offshore RMB ("CNH") market risk

The onshore RMB ("CNY") is the only official currency of the PRC and is used in all financial transactions between individuals, state and corporations in the PRC. Hong Kong is the first jurisdiction to allow accumulation of RMB deposits outside the PRC. Since June 2010, the offshore RMB ("CNH") is traded officially, regulated jointly by the Hong Kong Monetary Authority and the PBOC. While both CNY and CNH represent RMB, they are traded in different and separated markets. The 2 RMB markets operate independently where the flow between them is highly restricted. Though the CNH is a proxy's of the CNY, they do not necessarily have the same exchange rate and their movement may not be in the same direction. This is because these currencies act in separate jurisdictions, which leads to separate supply and demand conditions for each, and therefore separate but related currency markets.

However, the current size of RMB-denominated financial assets outside the PRC is limited. As at 31 August 2013, the total amount of RMB (CNH) deposits held by institutions authorised to

engage in RMB banking business in Hong Kong amounted to approximately RMB709.5 billion. In addition, participating authorised institutions are also required by the Hong Kong Monetary Authority to maintain a total amount of RMB (in the form of cash and its settlement account balance with the Renminbi Clearing Bank) of no less than 25% of their RMB deposits, which further limits the availability of RMB that participating authorised institutions can utilise for conversion services for their customers. RMB business participating banks do not have direct RMB liquidity support from PBOC. The Renminbi Clearing Bank only has access to onshore liquidity support from PBOC (subject to annual and quarterly quotas imposed by PBOC) to square open positions of participating banks for limited types of transactions, including open positions resulting from conversion services for corporations relating to cross-border trade settlement and for individual customers of up to RMB20,000 per Hong Kong resident individual per day. The Renminbi Clearing Bank is not obliged to square for participating banks any open positions resulting from other foreign exchange transactions or conversion services and the participating banks will need to source RMB from the offshore market to square such open positions. Although it is expected that the offshore RMB market will continue to grow in depth and size, its growth is subject to many constraints as a result of PRC laws and regulations on foreign exchange. There is no assurance that new PRC regulations will not be promulgated or the Settlement Agreement will not be terminated or amended in the future which will have the effect of restricting availability of RMB offshore. The limited availability of RMB outside the PRC may affect the ability of investors to acquire Units or to sell Units of the Sub-Fund affecting the liquidity and therefore the trading price of the Units on the SEHK. To the extent the Manager is required to source RMB in the offshore market, there is no assurance that it will be able to source such RMB on satisfactory terms, if at all.

Reliance on Market Makers risk

Although the Manager will ensure that at least one RMB counter Market Maker for RMB counter and one HKD counter Market Maker for HKD counter will maintain a market for the Units traded in each counter, it should be noted that liquidity in the market for the Units may be adversely affected if there is no Market Maker for the HKD traded Units or for the RMB traded Units. The Manager will seek to mitigate this risk by ensuring at least one RMB counter Market Maker and at least one HKD counter Market Maker give not less than 3 months notice prior to terminating market making arrangement under the relevant market making agreements. There may be less interest by potential market makers in making a market in RMB denominated or traded Units. Furthermore, any disruption to the availability of RMB may adversely affect the capability of Market Makers in providing liquidity for such RMB traded Units. It is possible that there will only be one SEHK Market Maker for each counter (RMB or HKD) or the Manager may not be able to engage a substitute Market Maker within the termination notice period of a Market Maker. There is also no guarantee that any market making activity will be effective.

Hong Kong Stamp Duty

Hong Kong stamp duty is payable on the transfer of Hong Kong stock. "Hong Kong stock" is defined as "stock" the transfer of which is required to be registered in Hong Kong. The Units should fall within the definition of "Hong Kong stock" as the Units will be listed in Hong Kong and the register would be kept in Hong Kong.

Under a remission order issued by the Secretary for the Treasury on 20 October 1999, no Hong Kong stamp duty is payable on an issue or redemption of Units.

Application has been made to the relevant government bodies and the Manager anticipates approval will be given for remission or refund in full of stamp duty payable or paid in respect of any contract notes or instruments of transfer relating to transactions in Units immediately before the listing of the Units on the SEHK.

PRC Taxation

The following summary of PRC taxation is of a general nature, for information purposes only, and is not intended to be an exhaustive list of all of the tax considerations that may be relevant to a

decision to purchase, own, redeem or otherwise dispose of Units. This summary does not constitute legal or tax advice and does not purport to deal with the tax consequences applicable to all categories of investors. Prospective investors should consult their own professional advisers as to the implications of their subscribing for, purchasing, holding, redeeming or disposing of Units both under the laws and practice of PRC and the laws and practice of their respective jurisdictions. The information below is based on the law and practice in force in PRC at the date of this Appendix. The relevant laws, rules and practice relating to tax are subject to change and amendment (and such changes may be made on a retrospective basis). As such, there can be no guarantee that the summary provided below will continue to be applicable after the date of this Appendix. Furthermore, tax laws can be subject to different interpretations and no assurance can be given that relevant tax authorities will not take a contrary position to the tax treatments described below.

By investing in debt instruments issued by the PRC resident companies and PRC government, irrespective of whether such Securities are issued or distributed onshore (“onshore PRC Securities”) or offshore (“offshore PRC Securities”, and together with onshore PRC Securities, the “PRC Securities”), the Sub-Fund may be subject to PRC taxes.

Corporate Income Tax:

If the Trust or the Sub-Fund is considered as a tax resident enterprise of the PRC, it will be subject to PRC Corporate Income Tax (“CIT”) at 25% on its worldwide taxable income. If the Trust or the Sub-Fund is considered as a non-tax resident enterprise with an establishment or place of business (“PE”) in the PRC, the profits and gains attributable to that PE would be subject to CIT at 25%.

The Manager and the Trustee intend to manage and operate the Trust and the Sub-Fund in such a manner that the Trust and the Sub-Fund should not be treated as tax resident enterprises of the PRC or non-tax resident enterprises with a PE in the PRC for CIT purposes, although this cannot be guaranteed.

Under current regulations in the PRC, foreign investors (such as the Trust and each Sub-Fund) may invest in onshore PRC Securities, generally, only through a QFII or a RQFII (in this section referred to as the “relevant RQFII”). Since only the relevant RQFII’s interests in PRC Securities are recognised under PRC laws, any tax liability would, if it arises, be payable by the relevant RQFII. However under the terms of the arrangement between the relevant RQFII and the Trust, the relevant RQFII will pass on any tax liability to the Trust for the account of the Sub-Fund and the asset value of the Sub-Fund will be reduced accordingly.

Interest income – Unless a specific exemption or reduction is available under current PRC tax laws and regulations or relevant tax treaties, non-tax resident enterprises without PE in the PRC are subject to CIT on WIT, generally at a rate of 10%, to the extent it directly derives PRC sourced passive income. PRC sourced passive income (such as interest income) may arise from investments in the PRC Securities. Accordingly, the Trust or the Sub-Fund may be subject to WIT and/or other PRC taxes on any interest it receives from its investment in PRC Securities. The entity distributing such dividend or interests is required to withhold such tax. Under the PRC CIT Law, interests derived from government bonds issued by the in-charge Finance Bureau of the State Council (which include PRC Treasury Bonds) are exempt from PRC income tax.

Under the China-HK Arrangement, if a Hong Kong tax resident derives interest income from the PRC, the WIT rate can be reduced to 7% provided that the Hong Kong tax resident is the beneficial owner of the interest income under the Arrangement, subject to the approval of the PRC tax authorities. However, there are still uncertainties as to how the PRC tax authorities will assess the beneficial ownership issue for investment fund cases, it is uncertain whether the Sub-Fund can obtain approval from the tax authorities for this preferential rate. If the relevant approval is not obtained, the general rate of 10% will be applicable to the Sub-Fund.

Capital gains – Specific rules governing taxes on capital gains derived by QFIIs or RQFIIs from the trading of PRC Securities have yet to be announced. It is possible that the relevant tax authorities may in the future clarify the tax position on capital gains realised by the Trust or the

Sub-Fund dealing in PRC Securities or by a relevant RQFII from dealing in PRC Securities. In the absence of such specific rules, the PRC income tax treatment should be governed by the general tax provisions of the PRC CIT Law. For an enterprise that is a non-tax resident enterprise without PE in the PRC, a 10% WIT would be imposed on the PRC-sourced capital gains, unless exempt or reduced under current PRC tax laws and regulations or relevant tax treaties.

The Sub-Fund will invest in the PRC Securities through the Manager's (which is a public Hong Kong tax resident) RQFII quota. Under the China-HK Arrangement, certain relief is applicable to Hong Kong tax residents. Having taken and considered independent professional advice relating to the applicability and the interpretation of the China-HK Arrangement and in accordance with such advice, the Manager considered that capital gains derived by a Hong Kong tax resident from transfer of debt instrument issued by the PRC government and corporation should not be taxable in China. The aforesaid capital gain tax exemption will only apply if approval is obtained from the PRC tax authorities. Before a Hong Kong tax resident can enjoy relief under the China-HK Arrangement, a HKTRC issued by the IRD should be submitted to the relevant PRC tax authority for this purpose. As at the date of this Prospectus, the Sub-Fund has not yet obtained the HKTRC from the IRD. If the PRC tax authorities enforce the collection of WIT on capital gains and require the Sub-Fund to provide a HKTRC in order to obtain the WIT exemption, the Manager will apply for a HKTRC on behalf of the Sub-Fund.

In light of the uncertainty on the income tax treatment on capital gains and in order to meet this potential tax liability for capital gains, the Manager reserves the right to provide for WIT on such gains or income and withhold the tax for the account of the Sub-Fund. After careful consideration of the Manager's assessment and having taken and considered independent professional tax advice relating to the Sub-Fund's eligibility to benefit from the China-HK Arrangement, and in accordance with such advice, the Manager holds a view that the Sub-Fund is a Hong Kong tax resident for the purpose of the China-HK Arrangement and should be able to enjoy the WIT exemption on gross capital gains derived from the disposal of the PRC Securities under the China-HK Arrangement. In this connection, the Manager, having taken and considered the independent professional tax advice, and in accordance with such advice, has determined that no WIT provision will be made on the gross realised and unrealised capital gains derived from the disposal of the PRC Securities.

It should be noted that there are certain uncertainties in relation to the Manager's determination of WIT provision, including:

- The China-HK Arrangement may be changed in the future and the Sub-Fund may ultimately be required to pay WIT on capital gains.
- As at the date of this Prospectus, the Sub-Fund has not yet obtained the HKTRC from the IRD. If the PRC tax authorities enforce the collection of WIT on capital gains and require the Sub-Fund to provide a HKTRC, the Manager will apply for a HKTRC on behalf of the Sub-Fund. Whether the Manager is able to obtain a HKTRC on behalf of the Sub-Fund is subject to prevailing practice of Hong Kong and/or the PRC tax authorities. The Sub-Fund may need to apply with the IRD for a HKTRC on an annual basis, which is subject to the assessment of the IRD. There is a risk that the Manager will not be able to obtain a HKTRC on behalf of a Sub-Fund.
- To date, the PRC tax authorities have not sought to enforce WIT collection on capital gains derived by RQFIIs such as the Manager for the Sub-Fund. If the PRC tax authorities start to enforce WIT collection on capital gains, the relief under the China-HK Arrangement is still subject to the final approval of the PRC tax authorities and the Manager is not aware of any successful cases of tax treaty capital gain exemption approval for RQFIIs. Even if the Manager, in accordance with the independent professional tax advice, believes that the Sub-Fund should be eligible for such relief, the PRC tax authorities may ultimately hold a different view.

It should be noted that there is a possibility of the PRC tax rules being changed and taxes being applied retrospectively.

There is no provision made on the gross unrealised and realised capital gains derived from disposal of the PRC Securities. In the event that actual tax is collected by the SAT and the Sub-Fund is required to make payments reflecting tax liabilities for which no provision has been made, the Net Asset Value of the Sub-Fund may be adversely affected, as the Sub-Fund will ultimately have to bear the full amount of tax liabilities. In this case, the tax liabilities will only impact the Units in issue at the relevant time, and the then existing Unitholders and subsequent Unitholders will be disadvantaged as such Unitholders will bear, through the Sub-Fund, a disproportionately higher amount of tax liabilities as compared to that borne at the time of investment in the Sub-Fund.

Upon the availability of a definitive tax assessment or the issue of announcements or regulations by the competent authorities promulgating definitive tax assessment rules, the Manager will, as soon as practicable, make relevant adjustments to the amount of tax provision as it considers necessary.

Business Tax ("BT") and other surtaxes:

The revised PRC Provisional Regulations of Business Tax ("BT Law") which came into effect on 1 January 2009 stipulates that gains derived by taxpayers from the trading of marketable securities would be subject to BT at 5%.

Caishui [2005] 155 states that gains derived by QFIIs from the trading of Chinese securities are exempt from BT. The new PRC BT law which came into effect on 1 January 2009 has not changed this exemption treatment at the time of this Appendix. However, it is not clear whether a similar exemption would be extended to RQFIIs.

However, for marketable securities other than those trading under QFIIs, the new BT law shall apply to levy BT at 5% on the difference between the selling and buying prices of those marketable securities. Where capital gains are derived from trading of offshore PRC Securities, BT in general is not imposed as the purchase and disposal are concluded and completed, and the buyer and seller are normally located outside China.

The new BT law does not specifically exempt BT on interest earned by non-financial institution. Hence, interest on both government and corporate bonds in theory should be subject to 5% BT.

If BT is applicable, there are also other surtaxes (which include Urban Construction and Maintenance Tax, Education Surcharge and Local Education Surcharge) that would amount to as high as 12% of BT payable. In addition, there may also be other local levies such as flood prevention fee, commodity reconciliation fund and water conservancy fund, depending on the location of the Chinese companies.

Stamp duty:

Stamp duty under the PRC laws generally applies to the execution and receipt of all taxable documents listed in the PRC's Provisional Rules on Stamp Duty. Stamp duty is levied on the execution or receipt in China of certain documents.

It should also be noted that the actual applicable tax rates imposed by the SAT may be different and may change from time to time. There is a possibility of the rules being changed and taxes being applied retrospectively. As such, any provision for taxation made by the Manager may be excessive or inadequate to meet final PRC tax liabilities. Consequently, Unitholders may be advantaged or disadvantaged depending upon the final tax liabilities, the level of provision and when they subscribed and/or redeemed their Units.

If the actual applicable tax rate levied by SAT is higher than that provided for by the Manager so that there is a shortfall in the tax provision amount, investors should note that the Net Asset Value of the Sub-Fund may suffer more than the tax provision amount as the Sub-Fund will ultimately have to bear the additional tax liabilities. In this case, the then existing and new Unitholders will be disadvantaged. On the other hand, if the actual applicable tax rate levied by SAT is lower than that provided for by the Manager so that there is an excess in the tax provision amount,

Unitholders who have redeemed their Units before SAT's ruling, decision or guidance in this respect will be disadvantaged as they would have borne the loss from the Manager's overprovision. In this case, the then existing and new Unitholders may benefit if the difference between the tax provision and the actual taxation liability under that lower tax rate can be returned to the account of the Sub-Fund as assets thereof.

Unitholders should seek their own tax advice on their tax position with regard to their investment in any Sub-Fund.

It is possible that the current tax laws, regulations and practice in the PRC will change, including the possibility of taxes being applied retrospectively, and that such changes may result in higher taxation on PRC investments than currently contemplated.

Appendix dated 11 March 2014