

2016年12月13日

各位

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信託証券変更のお知らせ

弊社は、2016年12月8日付けで、香港において、信託証券変更に関するプレスリリースを行いました。以下はその抄訳です。

南方 FTSE 中国 A 株 50 ETF (「本香港 ETF」) の資産運用会社である中国南方アセット・マネジメント・リミテッド (「資産運用会社」) は、2012年7月25日付けの本香港 ETF の信託証券 (その後の随時の変更を含み、「信託証券」) について、以下の軽微な変更を反映するべく、追補信託証券 (「追補信託証券」) をもって変更したことを受益者にお知らせします。

- 1 第 20.14 項の追加：資産運用会社及び受託会社は、本香港 ETF に関し信託証券に基づきそれぞれの義務を履行するにあたり、常にユニット・トラスト及びミューチュアル・ファンド規約 (「規約」) の適用ある規定を遵守し、かつ、常に規約 (香港証券先物取引委員会 (「委員会」) により認められた適用ある免責又は適用除外に基づく変更を含む。) に準拠し、これに則った方法で行為するものとする。
- 2 第 20.15 項の追加：信託証券のいずれの規定も、資産運用会社又は受託会社について、規約に基づくそれぞれの義務及び責任を何ら軽減し又は免除するものではない。
- 3 第 20.16 項の追加：本香港 ETF が証券先物条例第 104 条に基づき委員会の認可を受けている限り、受託会社条例第 410 条 (香港法第 29 章) は、第 21.1 項並びに／又は委員会の「ユニット・トラスト及びミューチュアル・ファンド、投資リンク型保険スキーム並びに非上場ストラクチャー投資商品に関するハンドブック」に基づく

受託会社の義務及び責任と矛盾する場合は適用されず、第 20.4 項に定める受託会社の責任を免除又は軽減するものとして一切作用しない。

- 4 第 30.1 項(a)の更新：受託会社及び資産運用会社は、受益者に通知することなく信託証書を変更することができる。但し、受託会社及び資産運用会社が、その意見において、変更案は受益者の利益を著しく損なうことはなく、受託会社若しくは資産運用会社又はその他の者について、受益者に対する責任を大幅に免除するものとして作用せず、かつ、本香港 ETF より支出されるべき費用及び手数料（補足信託証書に関連して発生する費用、手数料及び諸経費を除く。）の増加には繋がらないことを書面により証することを条件とする。
- 5 第 34A 条の追加：信託証書のいずれの規定も、本香港 ETF に関する訴訟を審理する香港の裁判所の管轄権を排除することはできない。

受託会社は、上記の信託証書の変更に同意します。

上記の信託証書の変更は信託証書に基づく受益者の事前の承認を必要とせず、2016 年 12 月 6 日付けで効力を生じました。受託会社及び資産運用会社はそれぞれ、上記の変更がいずれも本香港 ETF の受益者の利益を著しく損なうものではないことを確認します。資産運用会社は、上記の変更後も、本香港 ETF の全体的なリスクの重大な変化又は増加は生じないものと考えています。

以上

IMPORTANT:

Hong Kong Exchanges and Clearing Limited (“**HKEx**”), The Stock Exchange of Hong Kong Limited (“**SEHK**”), Hong Kong Securities Clearing Company Limited (“**HKSCC**”) and the Securities and Futures Commission (“**SFC**”) take no responsibility for the contents of this Announcement, 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 Announcement.

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.

This document is important and requires your immediate attention. If you are in any doubt about the contents of this Announcement, you should seek professional advice. Investment involves risks which may result in significant loss as there is no guarantee on investment returns.

The Manager accepts full responsibility for the accuracy of the information contained in this Announcement 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.



CSOP ETF SERIES (the “Trust”)

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

CSOP FTSE China A50 ETF

Stock Codes: 82822 (RMB counter) and 02822 (HKD counter)

CSOP CES China A80 ETF

Stock Codes: 83137 (RMB counter) and 03137 (HKD counter)

CSOP MSCI T50 ETF

Stock Code: 3021

CSOP SZSE ChiNext ETF

Stock Codes: 83147 (RMB counter) and 03147 (HKD counter)

CSOP China CSI 300 Smart ETF

Stock Codes: 83129 (RMB counter) and 03129 (HKD counter)

CSOP MSCI China A International ETF

Stock Codes: 83149 (RMB counter) and 03149 (HKD counter)

(each a “Sub-Fund”, and collectively, the “Sub-Funds”)

ANNOUNCEMENT – CHANGES TO TRUST DEED

CSOP Asset Management Limited 南方東英資產管理有限公司 (the “**Manager**”) wishes to inform unitholders of the Sub-Funds that the Trust Deed of the Trust dated 25 July 2012, as amended from time to time (the “**Trust Deed**”) has been amended by way of a supplemental deed (the “**Supplemental Deed**”) to reflect the following immaterial changes:

1. Addition of Clause 20.14 that the Manager and the Trustee shall in the performance of their respective duties under the Trust Deed with respect to the Trust and each Sub-Fund at all times comply with the applicable provisions of the Code and shall act at all times in compliance with and in a manner consistent with the Code (as may be modified by any applicable waivers or exemptions granted by the Commission);
2. Addition of Clause 20.15 that nothing in the Trust Deed shall diminish or exempt any of the Manager or the Trustee from any of its duties and liabilities under the Code;
3. Addition of Clause 20.16 that for so long as the Trust is authorised by the Commission under section 104 of the Securities and Futures Ordinance, section 41O of the Trustee Ordinance (Chapter 29 of the Laws of Hong Kong) shall not apply to the extent that is inconsistent with clause 21.1 and/or with the Trustee's duties and responsibilities under the Commission's Handbook for Unit Trusts and Mutual Funds, Investment-Linked Assurance Schemes and Unlisted Structured Investment Products, and shall not in any way operate to exempt or diminish any liability of the Trustee as set out in clause 20.4;
4. Updates to paragraph (a) of Clause 30.1 to state that the Trust Deed may be altered by the Trustee and the Manager, without consulting unitholders, provided that the Trustee and the Manager certify in writing that in its opinion the proposed alteration does not materially prejudice the interests of the Holders, does not operate to release to any material extent the Trustee or the Manager or any other person from any liability to the Holders and will not result in any increase in the amount of costs and charges payable from the Trust (other than the costs, charges, fees and expenses incurred in connection with the supplemental deed); and
5. Addition of Clause 34A that nothing in the Trust Deed may exclude the jurisdiction of the courts of Hong Kong to entertain an action concerning the Trust and each Sub-Fund.

The Trustee agrees to the above changes to the Trust Deed.

The above changes to the Trust Deed do not require unitholders' prior approval pursuant to the Trust Deed and took effect on 6 December 2016. Each of the Trustee and the Manager confirms that none of the above changes materially prejudices the interests of the unitholders of the Sub-Funds. The Manager believes that there will not be any material change or increase in the overall risk profile of any of the Sub-Funds following the above changes.

Unless otherwise defined, all capitalised terms shall have the same meaning as that in the Trust Deed of the Trust.

If you have any queries or require further information in relation to any aspect of this Announcement, please contact the Manager at 2801-2803 Two Exchange Square, 8 Connaught Place, Central, Hong Kong or its Customer Service Hotline at (852) 3406 5688.

By Order of the Board
CSOP Asset Management Limited
Chief Executive Officer
Ding Chen

8 December 2016

As of the date of this Announcement, the board of directors of the Manager comprises 7 Directors namely, Ms. Ding Chen, Mr. Gao Liangyu, Mr. Zhang Gaobo, Mr. Benoit Descourtieux, Mr. Cai Zhongping, Mr. Li Haipeng and Mr. Wu Zengtao.