

# FIFTH SUPPLEMENTARY PROSPECTUS

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## FTSE Bursa Malaysia KLCI etf

(an exchange-traded fund constituted in Malaysia on 18 January 2007)

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**THIS FIFTH SUPPLEMENTARY PROSPECTUS IS DATED 2 JULY 2019 (“FIFTH SUPPLEMENTARY PROSPECTUS”) AND MUST BE READ IN CONJUNCTION WITH THE PROSPECTUS DATED 7 JUNE 2009, THE SUPPLEMENTARY PROSPECTUS DATED 6 JULY 2009, THE SECOND SUPPLEMENTARY PROSPECTUS DATED 1 DECEMBER 2014, THE THIRD SUPPLEMENTARY PROSPECTUS DATED 1 APRIL 2015 AND THE FOURTH SUPPLEMENTARY PROSPECTUS DATED 10 SEPTEMBER 2015**

**Manager**



**AmFunds Management Berhad  
(154432-A)**

**Trustee**



**HSBC (Malaysia) Trustee Berhad  
(1281-T)**

The Securities Commission Malaysia has approved the listing or quotation of units of the FTSE Bursa Malaysia KLCI etf (“the Fund”) on the Main Market of Bursa Malaysia Securities Berhad and a copy of this Fifth Supplementary Prospectus has been registered by the Securities Commission Malaysia.

The approval, and registration of this Fifth Supplementary Prospectus, should not be taken to indicate that the Securities Commission Malaysia recommends the Fund or assumes responsibility for the correctness of any statement made, opinion expressed or report contained in the Prospectus dated 7 June 2009, the Supplementary Prospectus dated 6 July 2009, the Second Supplementary Prospectus dated 1 December 2014, the Third Supplementary Prospectus dated 1 April 2015, the Fourth Supplementary Prospectus dated 10 September 2015 or this Fifth Supplementary Prospectus dated 2 July 2019. The Securities Commission Malaysia has not, in any way, considered the merits of the securities being offered for investments.

The Securities Commission Malaysia is not liable for any non-disclosure on the part of the management company responsible for the Fund and takes no responsibility for the contents of this Fifth Supplementary Prospectus, makes no representation as to its accuracy or completeness, and expressly disclaims any liability for any loss you may suffer arising from or in reliance upon the whole or any part of the contents of this Fifth Supplementary Prospectus.

Admission to the Official List of Bursa Malaysia Securities Berhad is not to be taken as an indication of the merits of the offering, the Fund or of the Fund’s units.

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

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**RESPONSIBILITY STATEMENTS**

The directors of the Manager have seen and approved this Fifth Supplementary Prospectus. They collectively and individually accept full responsibility for the accuracy of the information. Having made all reasonable enquiries, and to the best of their knowledge and belief, they confirm that there is no false or misleading statement, or other facts which if omitted, would make any statement in the Fifth Supplementary Prospectus false or misleading.

**ADDITIONAL STATEMENTS**

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

**PERSONAL DATA**

As part of our day to day business, we collect your personal information when you apply to open an account with us, subscribe to any of our products or services or communicate with us. In return, we may use this information to provide you with our products or services, maintain our records or send you relevant information. We may use your personal information which includes information on any transactions conducted with us, for one or more of the following purposes, whether in Malaysia or otherwise:

- a. Assess your eligibility or suitability for our products which you had applied for and to verify your identity or financial standing through credit reference checks;
- b. To notify you of more and up to-date information such as improvements and new features to the existing products and services, development of new products, services and promotions which may be of interest to you;
- c. Manage and maintain your account(s) through regular updates, consolidation and improving the accuracy of our records. In this manner we can respond to your enquiries, complaints and to generally resolve disputes quickly so that we can improve our business and your relationship with us;
- d. Conduct research for analytical purposes, data mining and analyse your transactions / use of products and services to better understand your current financial / investment position and future needs. We will also produce data, reports and statistics from time to time, however such information will be aggregated so that your identity will remain confidential;
- e. Comply with the requirements of any law and regulations binding on us such as conducting anti-money laundering checks, crime detection / prevention, prosecution, protection and security;
- f. Enforcement of our rights to recover any debt owing to us including transferring or assigning our rights, interests and obligations under any of your agreement with us;
- g. In the normal course of general business planning, oversight functions, strategy formulation and decision making within AmBank Group;
- h. To administer and develop the Manager's and/or the Manager's associated companies within the AmBank Group business relationship with you;
- i. Outsourcing of business and back-room operations within AmBank Group and/or other service providers; and
- j. Any other purpose(s) that is required or permitted by any law, regulations, standards, guidelines and/or relevant regulatory authorities including with the trustee of the Fund.

Investors are advised to read our latest or updated Privacy Notice (notice provided as required under the Personal Data Protection Act 2010) available on our website at [www.aminvest.com](http://www.aminvest.com). Our Privacy Notice may be revised from time to time and if there is or are any revision(s), it will be posted on our website and/or other means of communication deemed suitable by us. However any revision(s) will be in compliance with the Personal Data Protection Act 2010.

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Unless otherwise provided in this Fifth Supplementary Prospectus, all the capitalised terms used herein shall have the same meanings as ascribed to them in the Prospectus dated 7 June 2009 as amended by the Supplementary Prospectus dated 6 July 2009, the Second Supplementary Prospectus dated 1 December 2014, the Third Supplementary Prospectus dated 1 April 2015 and the Fourth Supplementary Prospectus dated 10 September 2015 (“Prospectus”).

#### **EXPLANATORY NOTES**

- (i) The following information have been updated to comply with the requirements of the revised Prospectus Guidelines for Collective Investment Schemes:
  - information on the Manager, Trustee, market makers, registrar and principal banker;
  - information on the benchmark of the Fund;
  - information on the conflict of interest;
  - information on the “Documents for Inspection”; and
  - information on the “Avenue for Advice”.
- (ii) The definition of “Financial Institution(s)” has been updated to comply with the requirements of the revised Guidelines on Exchange-traded Funds.
- (iii) The investment restrictions have been updated.
- (iv) The information on the goods and services tax has been deleted.
- (v) The creation and redemption unit block size have been increased.

#### **A. GENERAL AMENDMENTS**

- (i) All references to “Main Board of Bursa Securities”, wherever it appears in the Prospectus, is hereby amended to “Main Market of Bursa Securities”;
- (ii) All references to “Benchmark Index”, wherever it appears in the Prospectus, is hereby amended to “Benchmark”; and
- (iii) All references to “GST” and “GST Law”, wherever they appear in the Prospectus, are hereby deleted in their entirety.

#### **B. DEFINITIONS**

##### **Pages iii - xii of the Prospectus**

- (i) The definition of “Financial Institution(s)” is hereby deleted in its entirety and replaced with the following:

“Financial Institution(s)	If –
	(i) the institution is in Malaysia, any Licensed Bank, Licensed Investment Bank or Licensed Islamic Bank; or

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- (ii) the institution is outside Malaysia, any institution that is licensed, registered, approved or authorised by the relevant banking regulator to provide financial services”
- (ii) The definition of “Licensed Bank” is hereby inserted under this section:
- “Licensed Bank                      Has the meaning assigned to it in the Financial Services Act 2013”
- (iii) The definition of “Licensed Investment Bank” is hereby inserted under this section:
- “Licensed Investment Bank                      Has the meaning assigned to it in the Financial Services Act 2013”
- (iv) The definition of “Licensed Islamic Bank” is hereby inserted under this section:
- “Licensed Islamic Bank                      Has the meaning assigned to it in the Islamic Financial Services Act 2013”
- (v) The definition of “Listing Requirements” is hereby deleted in its entirety and replaced with the following:
- “Listing Requirements                      The Main Market Listing Requirements of Bursa Securities”

**C. CORPORATE DIRECTORY**

**Pages xv - xvii of the Prospectus**

- (i) The information on the Manager in this section is hereby deleted in its entirety and replaced with the following:
- “MANAGER**                      AmFunds Management Berhad (154432-A)
- Registered Office                      22<sup>nd</sup> Floor, Bangunan AmBank Group  
No. 55, Jalan Raja Chulan  
50200 Kuala Lumpur  
Tel. No.: 03 – 2036 2633
- Head Office                      9<sup>th</sup> & 10<sup>th</sup> Floor, Bangunan AmBank Group  
No. 55, Jalan Raja Chulan  
50200 Kuala Lumpur  
Tel. No.: 03 – 2032 2888  
Fax No.: 03 – 2031 5210  
E-mail: enquiries@aminvest.com  
Website: www.aminvest.com”
- (ii) The information on the Trustee in this section is hereby deleted in its entirety and replaced with the following:

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<b>“TRUSTEE</b>	HSBC (Malaysia) Trustee Berhad (1281-T)
Registered & Business Office	13 <sup>th</sup> Floor, Bangunan HSBC, South Tower No. 2 Leboh Ampang 50100 Kuala Lumpur Tel. No.: 03 – 2075 7800 Fax No.: 03 – 2179 6511
Trustee’s Delegate	The Hongkong And Shanghai Banking Corporation Limited (as Custodian) 6/F, Tower 1, HSBC Centre, 1 Sham Mong Road, Hong Kong. Tel. No.: (852) 2288 6111”

(iii) The information on the Market Makers is hereby inserted under this section:

<b>“MARKET MAKERS</b>	Information relating to the market makers may be obtained from the Fund’s website at <a href="http://www.fbmkciETF.com.my">www.fbmkciETF.com.my</a> ”
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(iv) The information on the Registrar is hereby inserted under this section:

<b>“REGISTRAR</b>	AmFunds Management Berhad (154432-A)
	22 <sup>nd</sup> Floor, Bangunan AmBank Group No. 55, Jalan Raja Chulan 50200 Kuala Lumpur”

(v) The information on the Principal Banker is hereby deleted in its entirety.

**D. SECTION 1 - EXECUTIVE SUMMARY**

**Page 3 of the Prospectus**

**Section 1.1 Summary Particulars of the Trust**

The information on the “Creation Unit Block Size” in this section is hereby deleted in its entirety and replaced with the following:

Creation Unit Block Size / Redemption Unit Block Size	Currently, 836,000 Units	6
	This quantity of Units may change from time to time as determined by the Manager, approved by the Trustee and notified to the Participating Dealers.	

**E. SECTION 2 - GENERAL INFORMATION ON ETF**

**Pages 9 - 14 of the Prospectus**

The information in relation to the general information on ETF is hereby deleted in its entirety.

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**F. SECTION 3 - THE FBM KLCI etf**

**Pages 20 - 25 of the Prospectus**

**(i) Section 3.8 Correlation and Rebalancing**

The last paragraph of this section is hereby deleted in its entirety and replaced with the following:

**“There is no guarantee or assurance of exact or identical replication at any time of the performance of the Benchmark.”**

**(ii) Section 3.9 Description of the Benchmark**

This section is hereby deleted in its entirety and replaced with the following:

“The Benchmark, namely the FTSE Bursa Malaysia KLCI, is currently provided by the Index Licensor through the Licence Agreements dated 11 December 2006 and 6 July 2009, entered into between the Index Licensor and the Manager.

Bursa Malaysia Berhad and FTSE Group introduced enhancements to the Kuala Lumpur Composite Index (KLCI) on 6 July 2009, adopting the FTSE global index standard and is known as FTSE Bursa Malaysia KLCI. The index was adopted on 6 July 2009, with the opening value taken from the closing value of the old KLCI on 3 July 2009.

The Index Licensor is not a related corporation of the Manager.

The FTSE Bursa Malaysia KLCI has a base date of 1 January 1977 with a base value of 100.

The FTSE Bursa Malaysia KLCI represents the top 30 companies listed on Bursa Malaysia’s Main Market based on investable market capitalization. It is free-float adjusted and liquidity-screened to give investors a highly investable and tradable index which remains characteristic of the underlying market. The index will be calculated by FTSE according to transparent, publicly available rules and overseen by a committee of independent market practitioners who will review the index twice a year in June and December.

As at 31 May 2019 the top ten constituents of the Benchmark and its weightings are as follows:-

<b>Stock Code</b>	<b>Stock Name</b>	<b>Weights</b>
1295	Public Bank Bhd	14.05%
1155	Malayan Banking Berhad	10.18%
5347	Tenaga Nasional Bhd	9.70%
1023	CIMB Group Holdings Berhad	6.86%
5183	PETRONAS Chemicals Group Bhd	4.55%
6888	Axiata Group Bhd	4.15%
6947	Digi.com	3.52%
5285	Sime Darby Plantation	3.21%
5225	IHH Healthcare Berhad	3.16%
7277	Dialog Group	2.93%
<b>Total</b>		<b>62.30%</b>

Source: [www.ftserussell.com](http://www.ftserussell.com)

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**Benchmark composition may change and securities may be delisted.**

**There is a lack of discretion for the Fund to adapt to market changes due to the inherent investment nature of exchange-traded funds and that falls in the Benchmark are expected to result in corresponding falls in the value of the Fund.**

As provided in the Deed, if the Licence Agreement is terminated for any reason, such alternate or successor index as may be selected by the Manager with the approval of the Trustee will be used as the Benchmark. Further, in the event that the FTSE Bursa Malaysia KLCI ceases to be available, the Manager will expeditiously seek to procure an alternative index (if necessary, customized by the Index Licensor or the Manager) that, in the opinion of the Manager, is substantially similar to the Benchmark and will manage the Fund's portfolio using this index, taking into account the interests of the Holders. The use of this alternative index will be subject to the prior approval of the Trustee and the SC.

Further Information on the Benchmark

Information and other important news on the Benchmark can be obtained from [www.bursamalaysia.com](http://www.bursamalaysia.com) (for index ground rules and methodology) and the Fund's website at [www.fbmklcietf.com.my](http://www.fbmklcietf.com.my).

**The Benchmark may be replaced in the event of cessation of the availability of the Benchmark.”**

**(iii) Section 3.10 Investment Scope and Restrictions**

***Investment Restrictions***

Item (vi) of the investment restrictions is hereby deleted in its entirety.

**G. SECTION 6 - THE FBM KLCI etf UNITS**

**Page 39 of the Prospectus**

**Section 6.2 Procedures for In-Kind Creation and In-Kind Redemption**

**6.2.1 Creation - (i) Procedures for Creation in Creation Unit Block Size**

The third paragraph is hereby deleted in its entirety and replaced with the following:

“The current size of one (1) Creation Unit Block is 836,000 Units.”

**H. SECTION 6 - THE FBM KLCI etf UNITS**

**Page 42 of the Prospectus**

**Section 6.2 Procedures for In-Kind Creation and In-Kind Redemption**

**6.2.2 Redemption - (i) Procedures for Redemption in Redemption Unit Block Size**

The second paragraph is hereby deleted in its entirety and replaced with the following:

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“The Manager shall on each Dealing Day, determine the In-Kind Redemption Basket for that Dealing Day and shall publish such information prior to the opening of the market. The Manager may determine more than one In-Kind Redemption Basket in respect of a Dealing Day, subject to such additional terms and conditions as the Manager may determine. The current size of one (1) Redemption Unit Block is 836,000 Units.”

**I. SECTION 6 - THE FBM KLCI etf UNITS**

**Page 47 of the Prospectus**

**Section 6.6 Trading the Units**

The following information is hereby inserted after the fourth paragraph of this section:

“Investors may open a CDS Account by contacting any of the participating organisations. A list of the participating organisation is available on the Bursa Securities’ website at <http://www.bursamalaysia.com/market/securities/equities/brokers/list-of-participating-organisations>.”

**J. SECTION 7 - PERFORMANCE INFORMATION**

**Page 49 of the Prospectus**

The information in relation to the performance information is hereby deleted in its entirety.

**K. SECTION 8 - THE MANAGER**

**Pages 50 - 55 of the Prospectus**

This section is hereby deleted in its entirety and replaced with the following:

**“8.1 Corporate Information**

AmFunds Management Berhad (154432-A) (“AFM”) was incorporated in Kuala Lumpur, Malaysia on 9 July 1986 and is wholly owned by AmInvestment Bank Berhad with effect from 21 July 2016. As at 27 May 2019, AFM has more than thirty (30) years of experience in the unit trust industry.

With effect from 1 December 2014, AFM is the holder of a Capital Markets and Services License for the regulated activities of fund management, dealing in securities restricted to unit trusts and dealing in private retirement scheme issued under the CMSA.

**8.2 Duties and Responsibilities**

The Manager is responsible for setting the investment policies for the Fund and implementing strategies to meet the objective of the Fund. The Manager is also responsible for managing the Fund’s portfolio, issuing Units and preparing and issuing the Prospectus.

**8.3 Directors and Key Personnel**

The Board of Directors (“Board”), of which one-third (1/3) are independent members, exercise ultimate control over the operations of the company. The Board acts to ensure that investment risk and operational risk are monitored and managed. It also ensures that the company’s operations comply with regulations issued by the government and regulatory authorities.



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**Members of the Board of Directors: -**

- **Jeyaratnam A/L Tamotharam Pillai (Chairman, Independent)**, aged 64, was appointed to the Board of AmFunds Management Berhad on 1 April 2019 as Independent Non-Executive Chairman. He is currently the Chairman of AmInvestment Bank Berhad. With over 30 years' experience in the financial and investment banking services industry, Jeyaratnam is a seasoned banker having involved in various assignments which included the listing of companies, mergers and acquisitions, takeovers, corporate restructuring and fund raising exercises. Jeyaratnam undertook Malaysia's first privatisation exercise and participated in various feasibility studies and cross border transactions in India, Ghana and the United Kingdom. The area of expertise and experience of Jeyaratnam also include deals origination, define corporate and funding structures, evaluate and negotiate deals, execution and implementation of deals. He has been working closely with various stakeholders such as corporate clients, investors, banks, government agencies, Bursa Malaysia Berhad (Bursa), Securities Commission Malaysia (SC) and Bank Negara Malaysia (BNM). During his career, Jeyaratnam had served as Chief Executive/Deputy Chief Executive of four investment banks over a 12-year period. He was also a member of the Sub-Committee of Bursa and the Capital Market Advisory Council of SC. Jeyaratnam was appointed by the Minister of Finance to be part of the six-member team that was responsible in formulating the Malaysian Capital Market Masterplan. He was overseeing the Investment Banking, Stockbroking, Fund Management and Venture Capital Activities during his tenure in Maybank as the Head of Investment Banking Division. Jeyaratnam's past Directorships included Westcomb Financial Group Limited Singapore, Kuwait Finance House (Australia) Ptd Ltd, KFH Asset Management Sdn Bhd, Kuwait Finance House (Labuan) Berhad and Avenue Capital Resource Berhad. Jeyaratnam is a member of the Institute of Chartered Accountants in England and Wales and member of the Malaysia Institute of Accountants. He obtained a Certificate of fellowship from the Institute of Chartered Accountants in England and Wales in 2018. He held a Capital Markets Services Representative License (CMSRL Adviser License) and was a Qualified Senior Personnel (QSP) approved by SC.
- **Mustafa Bin Mohd Nor (Independent)**, aged 68, was appointed to the Board of Directors of AmFunds Management Berhad as an independent and non-executive director on 3 March 2014. He is also a director of KUISAS Berhad and a member of state investment committee, Perak Darul Ridzuan. In total, he has approximately forty (40) years of vast and diversified experience in economics, investment advisory, stockbroking, unit trust, asset and fund management. He obtained a Masters of Arts (Economic Policy) from Boston University and Bachelor of Economics (Analytical) from University of Malaya.
- **Tai Terk Lin (Independent)**, aged 59, was appointed to the Board of Directors of AmFunds Management Berhad as an independent and non-executive director on 15 December 2014. He has experience of more than thirty (30) years in fund management and banking industry, while leading a lot of management initiative projects in unit trust, commercial and private banking as well as wealth management. He was previously the Group Chief Executive Officer of ICB Financial Group Holdings AG, the holding company of ICB Banking Group, and a Commissioner of PT Bank ICB Bumiputera. Before that, he was the executive director of Platinum Capital Management (Asia) and a Senior Vice President of DBS Bank in Singapore. He holds a Master of Business Administration (MBA) from Cranfield University, United Kingdom. He has a Bachelor of Science with Education (B.Sc.Ed (Hons)) from the University of Malaya and holds the Certified Financial Planner (CFP) and the IBF Advance (IBFA) from the Institute of Banking and Finance Singapore.
- **Sum Leng Kuang (Independent)**, aged 65, was appointed to the Board of Directors of AmFunds Management Berhad as an independent and non-executive director on 18 January

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2016. She possesses an extensive investment management experience of more than three (3) decades, particularly in managing fixed income investment portfolios, credit evaluation and credit risk management. She has dedicated a total of thirty one (31) years of service to Great Eastern Group until year 2013. As Head of Fixed Income Investment in Great Eastern Life Assurance (M) Berhad, she was responsible for the management of approximately RM40.0 billion in fixed income funds. She has also been actively involved in the development of local fixed income market via active participation in industry dialogues and direct consultations with issuers, investors, rating agencies, regulatory bodies and federal agencies. She is currently a Director of Pacific & Orient Insurance Co. Berhad and has also been appointed as the Investment Advisor of Credit Guarantee Corporation Malaysia Berhad. She graduated from University of Canterbury, New Zealand with a Bachelor of Commerce degree, majoring in Finance. She is also a Certified Financial Planner.

- **Seohan Soo (Non-Independent)**, aged 53, was appointed to the Board of Directors of AmFunds Management Berhad as a non-independent and non-executive director on 1 August 2018. He is the Chief Executive Officer (“CEO”) of AmInvestment Bank Berhad (the “Bank”) and leads a team comprising strategic lines of business in the AmBank Group with responsibilities for the overall objectives and business strategies and performance targets for the Bank. Seohan joined AmBank Group as the Director / Head, Debt Capital Markets in 2003 and prior to his assuming the role of CEO of the Bank was Executive Vice President, Capital Markets Group (“CMG”). Seohan has more than twenty-three (23) years of investment banking experience at both foreign and local investment banks and has been instrumental in building the Bank’s leadership in fixed income covering debt origination, structuring and distribution. Under his stewardship, CMG has been at the forefront of innovation in the bond/sukuk market and the Bank has been consistently ranked top 3 in the fixed income business. Seohan obtained his Bachelor of Laws from the University of Warwick and Master of Laws from the University of Cambridge and is also a qualified Barrister-at-Laws of Lincoln’s Inn, London and an Advocate and Solicitor of the High Court of Malaya.
- **Goh Wee Peng (Non-Independent)**, aged 45, is the Chief Executive Officer (CEO) of AmInvest, the brand for the funds management business of AFM and AmIslamic Funds Management Sdn Bhd. Both companies are wholly-owned subsidiaries of AmInvestment Bank Berhad. She is responsible for business strategy and management of AmInvest. Ms. Goh has more than 20 years of experience in the financial industry in which over 16 years’ experience are in funds management. Prior to her appointment as CEO in August 2018, she held various senior management roles within AFM comprising Acting CEO, Deputy CEO and Chief Investment Officer of Fixed Income. Her financial expertise and experience span money broking, bond trading and funds management. She started her career as a money market broker, then fixed income dealer before joining AFM as a credit analyst in 2002. Ms. Goh graduated with a degree in Bachelor of Business (Economics and Finance) from RMIT University, Melbourne, Australia. She holds a Capital Markets Services Representative’s License, Persatuan Forex License, Dealer’s Representative License and is a member of the Federation of Investment Managers Malaysia (FiMM) and Malaysian Association of Asset Managers (MAAM).

**Members of the Key Personnel: -**

- **Goh Wee Peng - Chief Executive Officer (CEO)**  
(Please refer to the above)
- **Fu Yew Sun - Chief Investment Officer (CIO)**

As the Chief Investment Officer, Mr. Fu, aged 45, oversees investments in all asset classes at AFM and is responsible for overall investment strategies and portfolio positioning of the funds.

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He was previously the Head of Portfolio Management and Trading at the holding company of a leading local conglomerate, overseeing investments in multiple asset classes on a global basis. Prior to that, he headed the trading business of AmBank Group's Global Markets division, and was part of the senior management team of AmBank Group's capital market business. He is a Capital Markets Services Representative License Holder and Chartered Financial Analyst (CFA) charterholder. He held interbank dealer license (passed PPKM certificate exam with distinction) and has obtained BSc. Mechanical Engineering at University of Southern California (USC).

**Designated Fund Manager of the Fund**

Yong Kong Chuan, aged 46, is the Vice President, Equities of AFM. He has over 10 years of investment related experience in managing equities funds, research as well as quantitative modeling within the industry. His key responsibilities include managing funds, asset allocation, stocks screening, analyzing and making stock investment recommendations on publicly listed companies with primary as well as secondary research for global ETFs, domestic and Asia Pacific equities. He holds a Master of Science (Industrial Engineering) and Master of Arts (Financial Economics), specializing in Econometric and Finance, and he also holds the Capital Markets Services Representative's License for the regulated activity of fund management.

**8.4 Investment Committee**

The investment committee members meet at least five (5) times a year to ensure that the investment management of the Fund is consistent with:-

- (a) the Fund's investment objective;
- (b) the Deed;
- (c) the Guidelines on Exchange-traded Funds issued by the SC and other applicable laws;
- (d) the internal investment restrictions and policies; and
- (e) acceptable and efficacious investment management practices within the industry.

The investment committee comprises the following members:-

- Sum Leng Kuang (Independent)
- Mustafa Bin Mohd Nor (Independent)
- Tai Terk Lin (Independent)
- Zainal Abidin Mohd. Kassim (Independent)
- Goh Wee Peng (Non-Independent)

The profiles of the Fund's investment committee are as follows:

- **Sum Leng Kuang (Chairman)**  
(Please refer to the above)
- **Datuk Mustafa Bin Mohd Nor**  
(Please refer to the above)
- **Tai Terk Lin**  
(Please refer to the above)

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▪ **Zainal Abidin Mohd. Kassim**

Zainal Abidin Mohd. Kassim is a Fellow of the Institute of Actuaries in the United Kingdom since 1986, a Fellow of the Actuarial Society of Malaysia, a Fellow of the Society of Actuaries of Singapore and an Associate of the Society of Actuaries, United States of America. He has been a Consulting Actuary and Senior Partner with over 30 years of consulting experience with extensive experience in conventional insurance and Takaful for both life and casualty insurance. He also has experience in various assignments on investment consulting for pension and provident funds as well as pension liabilities and pension benefit. Encik Zainal Abidin Mohd. Kassim holds a Bachelor of Science (First Class Honours) in Actuarial Science degree from City University London.

▪ **Goh Wee Peng**

(Please refer to the above)

**8.5 Material Litigation**

As at 27 May 2019, the Manager is not engaged in any material litigation and arbitration, including those pending or threatened, and there are no facts likely to give rise to any proceedings which might materially affect the business or financial position of the Manager.

**8.6 Customer Identification Program**

Pursuant to the relevant laws of Malaysia on anti-money laundering, we have an obligation to prevent the use of the Fund for money laundering purposes. As such, a procedure for identification of investors has been imposed. In relation to any Creation Application, the Manager requires the applicants to provide their names, date of birth, national registration identity number, residential and business address, (and mailing address if different), name of beneficial owner, address of beneficiary, national registration identity card number of beneficiary, date of birth of beneficiary or other official identification when the applicants open or reopen an account.

Additional information may be required by the regulatory authorities in certain situations. Applications without such information may not be accepted and the application amount shall be returned to the applicant. To the extent permitted by applicable laws, the Manager reserves the right to place limits on transactions in the applicants' accounts until their identity is verified.

In the event of any breaches to the applicable laws, we have a duty to notify the relevant authority on the said breaches.

**8.7 Direct and Indirect Unit Holding in the Fund**

As at 28 June 2019, the directors or the key personnel of the Manager do not hold Units, direct or indirect, in the Fund.

As at 28 June 2019, the substantial shareholder of the Manager i.e. AmInvestment Bank Berhad has a direct unit holding of 81,560 Units in the Fund.

**For further information on the Manager and/or its delegate and any subsequent changes to such information, you may obtain the details from our website at [www.aminvest.com](http://www.aminvest.com) or the Fund's website at [www.fbmkciETF.com.my](http://www.fbmkciETF.com.my)**

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**L. SECTION 10 - THE TRUSTEE**

**Pages 61 - 65 of the Prospectus**

This section is hereby deleted in its entirety and replaced with the following:

**“10.1 Corporate Information**

The Trustee is HSBC (Malaysia) Trustee Berhad (Company No. 1281-T), a company incorporated in Malaysia since 1937 and registered as a trust company under the Trust Companies Act 1949, with its registered address at 13<sup>th</sup> Floor, Bangunan HSBC, South Tower, No. 2, Leboh Ampang, 50100 Kuala Lumpur.

**10.2 Duties and Responsibilities**

The Trustee’s main functions are to act as trustee and custodian of the assets of the Fund and to safeguard the interests of Holders of the Fund. In performing these functions, the Trustee has to exercise all due care, diligence and vigilance and is required to act in accordance with the provisions of the Deed, CMSA and the SC’s Guidelines on Exchange-traded Funds (“Guidelines”). Apart from being the legal owner of the Fund’s assets, the Trustee is also responsible for ensuring that the Manager performs its duties and obligations in accordance with the provisions of the Deed, CMSA and the Guidelines. In respect of the Creation Securities and the Cash Issue Component (if any) delivered by a Participating Dealer for the application of Units, the Trustee’s responsibility arises when the Creation Securities and the Cash Issue Component (if any) are received in the relevant account of the Trustee for the Fund and in respect of redemption, the Trustee’s responsibility is discharged once it has transferred the Redemption Securities and Cash Redemption Component (if any) in accordance with the Participating Dealer Agreement.

**10.3 Experience**

Since 1993, the Trustee has acquired experience in the administration of trusts and has been appointed as trustee for unit trust funds, exchange traded funds, wholesale funds and funds under private retirement scheme.

**10.4 Trustee’s Delegate**

The Trustee has appointed the Hongkong and Shanghai Banking Corporation Ltd as the custodian of both the local and foreign assets of the Fund. The Hongkong and Shanghai Banking Corporation Ltd is a wholly owned subsidiary of HSBC Holdings Plc, the holding company of the HSBC Group. The custodian’s comprehensive custody and clearing services cover traditional settlement processing and safekeeping as well as corporate related services including cash and security reporting, income collection and corporate events processing. All investments are registered in the name of the Trustee or to the order of the Trustee. The custodian acts only in accordance with instructions from the Trustee.

The Trustee shall be responsible for the acts and omissions of its delegate as though they were its own acts and omissions.

However, the Trustee is not liable for the acts, omissions or failure of third party depository such as central securities depositories, or clearing and/or settlement systems and/or authorised depository institutions, where the law or regulation of the relevant jurisdiction requires the Trustee to deal or hold any asset of the Fund through such third parties.

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Particulars of the Trustee's Delegate

The Hongkong And Shanghai Banking Corporation Limited  
6/F, Tower 1,  
HSBC Centre,  
1 Sham Mong Road, Hong Kong.  
Telephone No: (852)2288 6111

**10.5 Material Litigation**

As at 27 May 2019, the Trustee is not engaged in any material litigation and arbitration, including those pending or threatened, and is not aware of any facts likely to give rise to any proceedings which might materially affect the business/financial position of the Trustee and any of its delegates.

**10.6 Trustee's Statement of Responsibility**

The Trustee has given its willingness to assume the position as Trustee of the Fund and all the obligations in accordance with the Deed, all relevant laws and rules of law. The Trustee shall be entitled to be indemnified out of the Fund against all losses, damages or expenses incurred by the Trustee in performing any of its duties or exercising any of its powers under this Deed in relation to the Fund. The right to indemnity shall not extend to loss occasioned by breach of trust, wilful default, negligence, fraud or failure to show the degree of care and diligence required of the Trustee having regard to the provisions of the Deed.

**10.7 Anti-Money Laundering and Anti-Terrorism Financing Provisions**

The Trustee has in place policies and procedures across the HSBC Group, which may exceed local regulations. Subject to any local regulations, the Trustee shall not be liable for any loss resulting from compliance of such policies, except in the case of negligence, willful default or fraud of the Trustee.

**10.8 Statement of Disclaimer**

The Trustee is not liable for doing or failing to do any act for the purpose of complying with law, regulation or court orders.

**10.9 Consent to Disclosure**

The Trustee shall be entitled to process, transfer, release and disclose from time to time any information relating to the Fund, Manager and Holders for purposes of performing its duties and obligations in accordance to the Deed, the CMSA, Guidelines and any other legal and/or regulatory obligations such as conducting financial crime risk management, to the Trustee's parent company, subsidiaries, associate companies, affiliates, delegates, service providers, agents and any governing or regulatory authority, whether within or outside Malaysia (who may also subsequently process, transfer, release and disclose such information for any of the above mentioned purposes) on the basis that the recipients shall continue to maintain the confidentiality of information disclosed, as required by law, regulation or directive, or in relation to any legal action, or to any court, regulatory agency, government body or authority.

**10.10 Related-Party Transactions/Conflict of Interest**

As Trustee for the Fund, there may be related party transaction involving or in connection with the Fund in the following events:-

- 1) Where the Fund invests in instruments offered by the related party of the Trustee (e.g placement of monies, etc);

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- 2) Where the Fund is being distributed by the related party of the Trustee as Institutional Unit Trust Adviser (IUTA);
- 3) Where the assets of the Fund are being custodised by the related party of the Trustee both as sub-custodian and/or global custodian of the Fund (Trustee's delegate); and
- 4) Where the Fund obtains financing as permitted under the Guidelines, from the related party of the Trustee.

The Trustee has in place policies and procedures to deal with conflict of interest, if any. The Trustee will not make improper use of its position as the owner of the Fund's assets to gain, directly or indirectly, any advantage or cause detriment to the interests of Holders. Any related party transaction is to be made on terms which are best available to the Fund and which are not less favourable to the Fund than an arms-length transaction between independent parties.

Subject to the above and any local regulations, the Trustee and/or its related group of companies may deal with each other, the Fund or any Holder or enter into any contract or transaction with each other, the Fund or any Holder or retain for its own benefit any profits or benefits derived from any such contract or transaction or act in the same or similar capacity in relation to any other scheme."

## **M. SECTION 13 - CONFLICT OF INTEREST**

### **Pages 73 - 74 of the Prospectus**

This section is hereby deleted in its entirety and replaced with the following:

#### **"13.1 Existing and Potential Related Party Transactions**

##### **13.1.1 The Manager**

All transactions with related parties are to be executed on terms which are best available to the Fund and which are not less favourable to the Fund than an arm's length transaction between independent parties. The Fund may have dealings with parties related to the Manager. The related parties defined are Amlslamic Funds Management Sdn Bhd ("AIFM"), AmInvestment Bank Berhad, AmInvestment Group Berhad, AmBank (M) Berhad and AmBank Islamic Berhad.

##### **13.1.2 The Trustee**

Any related party transaction is to be made on terms which are best available to the Fund and which are not less favourable to the Fund than an arms-length transaction between independent parties.

Subject to the above and any local regulations, the Trustee and/or its related group of companies may deal with each other, the Fund or any Holder or enter into any contract or transaction with each other, the Fund or any holder or retain for its own benefit any profits or benefits derived from any such contract or transaction or act in the same or similar capacity in relation to any other scheme.

#### **13.2 Conflict of Interest**

As at 27 May 2019, save as disclosed in Sections 13.1, the Manager is not aware of any circumstance that exists or is likely to exist to give rise to a possible conflict of interest situation in its capacity as the Manager to the Fund.

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**13.3 Policies on Dealing with Conflict of Interest Situation**

**13.3.1 Manager**

Trading in securities by an employee is allowed, provided that the policies and procedures in respect of the personal account dealing are observed and adhered to. The directors, investment committee members and employees are required to disclose their portfolio holdings and dealing transactions as required under the Conflict of Interest Policy. Further, the abovementioned shall make disclosure of their holding of directorship and interest in any company.

**13.3.2 Trustee**

The Trustee has in place policies and procedures to deal with conflict of interest, if any. The Trustee will not make improper use of its position as the owner of the Fund's assets to gain, directly or indirectly, any advantage or cause detriment to the interests of Holders. Any related party transaction is to be made on terms which are best available to the Fund and which are not less favourable to the Fund than an arms-length transaction between independent parties.

Subject to the above and any local regulations, the Trustee and/or its related group of companies may deal with each other, the Fund or any Holder or enter into any contract or transaction with each other, the Fund or any holder or retain for its own benefit any profits or benefits derived from any such contract or transaction or act in the same or similar capacity in relation to any other scheme.

**13.4 Details of the Directors of the Manager's Direct and Indirect Interest in Other Corporations Carrying on a Similar Business**

The directors of AFM may have direct or indirect interest through their directorship in AIFM. Following are the details of the directors:

- Sum Leng Kuang is the independent director of AIFM.
- Tai Terk Lin is the independent director of AIFM.
- Seohan Soo is the non-independent director of AIFM.
- Goh Wee Peng is the non-independent director of AIFM.

**13.5 Details of the Substantial Shareholders of the Manager's Direct and Indirect Interest in other Corporations Carrying on a Similar Business**

Save as disclosed below, as at the 27 May 2019, the substantial shareholders of the Manager do not have any direct or indirect interest in other corporations carrying on a similar business.

**13.6 Declaration of Conflict of Interest**

As at 27 May 2019, save as disclosed in Section 10.10, Section 13.1 and Section 13.3, none of the advisers (i.e., the Trustee, tax adviser, auditor and solicitor) have any existing or potential conflicts of interest in an advisory capacity with the Fund and/or us."



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**N. SECTION 15 - FURTHER INFORMATION**

**Page 81 of the Prospectus**

**Section 15.3 Documents for Inspection**

This section is hereby deleted in its entirety and replaced with the following:

“Copies of the following documents may be inspected at the principal office of the Manager and/or Trustee during normal business hours:-

- (a) The Deed or the supplemental deed (if any);
- (b) The latest annual report of the Fund;
- (c) The material agreements referred to in Section 15.1 of the Prospectus;
- (d) The Tax Adviser’s Letter referred to in Section 14 of the Prospectus;
- (e) Each consent given by the parties as disclosed in the Prospectus;
- (f) The Prospectus and the supplementary prospectuses; and
- (g) The audited financial statements of the Manager and the Fund for the three (3) most recent financial years or such shorter period that the Fund has been in existence, preceding the date of the Prospectus.”

**O. SECTION 15 - FURTHER INFORMATION**

**Page 81 of the Prospectus**

The following new sections are hereby inserted:

**“15.4 Avenue for Advice**

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

9<sup>th</sup> & 10<sup>th</sup> Floor, Bangunan AmBank Group  
No. 55, Jalan Raja Chulan  
50200 Kuala Lumpur

Tel. No.: 03 – 2032 2888  
Fax No.: 03 – 2031 5210  
E-mail: enquiries@aminvest.com

Information of the Fund’s website can be obtained at the Fund’s website, [www.fbmklcietf.com.my](http://www.fbmklcietf.com.my).

**15.5 Cross Trade**

The Manager may conduct cross trades between funds and private mandates it currently manages provided that all criteria imposed by the regulators are met.

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Notwithstanding, cross trades between the personal account of an employee of the Manager and the Fund's account and between the Manager's proprietary trading accounts and the Fund's account are strictly prohibited. The execution of cross trade will be reported to the investment committee and disclosed in the Fund's report accordingly."

**P. SECTION 16 - DIRECTORS' DECLARATION**

**Page 82 of the Prospectus**

The information in relation to the directors' declaration is hereby deleted in its entirety.

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