宏利盈進基金 SPC

(一家根據開曼群島法律註冊成立的有限責任豁免獨立資產組合公司)

本公司日期為2021年3月的售股章程

(經不時修訂或補充)

(統稱「**售股章程**」)

的

第四份補充文件

有關關閉中國 A 股獨立資產組合及人民幣債券獨立資產組合的 P 類股份

及

其他雜項變動

2022年12月

重要事項:本補充文件應與售股章程及相關產品資料概要(共同構成本公司相對於其獨立資產組合的發售文件)一併閱讀。除非本補充文件另有指明,否則本補充文件中所用的詞語及字句的涵義與售股章程中所賦予者相同。閣下如對本補充文件及/或售股章程及/或相關產品資料概要的內容有任何疑問,應徵詢獨立的專業財務意見。

本公司董事對售股章程及本補充文件所載資料的準確性承擔全部責任,並經一切合理查詢後確認,盡其所知所信,並無遺漏足以令其任何陳述具誤導成分的其他事實。

除非下文另有訂明,否則本補充文件所述的修訂均即時生效,以及除非本補充文件另有修訂,否則售股章程將維持十足效力及作用。

- 1. <u>關閉中國 A 股獨立資產組合(「中國 A 股基金」)及人民幣債券獨立資產組合(「債券基金</u>」)的 P 類股份
 - 1.1 售股章程第一部分更新如下,刪除 P 類股份所有提述-:-
 - 售股章程第1頁倒數第三段以下文取代:

「本公司及其某些獨立資產組合(其 AA 類股份供零售投資者投資的獨立資產組合)已獲香港證券及期貨事務監察委員會(「**證監會**」)按證券及期貨條例第 104 條(按其不時修訂、補充或替代的條款)認可在香港公開分銷。僅設有 C 類、D 類、I 類及/或 T 類股份(無 AA 類股份)的獨立資產組合未獲證監會認可,只供符合有關類別所規定的最低投資額的非零售投資者或機構投資者(定義見本售股章程)(如適用)投資。各項不同的獨立資產組合的詳情及其在香港獲認可的情況載列於本售股章程第二部分。在給予上述認可時,證監會對本公司之財政狀況是否良好,或就此作出的任何聲明或表示的意見是否正確不承擔任何責任。證監會的認可不是對產品的推薦或認許,亦不擔保產品的商業利弊或其表現。這種認可不表示產品適合所有投資者,亦不是認許產品適合任何特定的投資者或特定類別的投資者。」

- 售股章程第一部分第1節對「P類股份」的定義全部刪除;
- 售股章程第一部分第1節對「機構投資者」的定義更改如下:

「與 AA 類股份相關,指證券及期貨條例項下定義的「專業投資者」(請參見附件一),及與 I 類、I2 類、I3 類及 T 類股份相關,指高淨值個人、機構及/或其他符合可由總顧問及分銷商行使自行酌情權決定或豁免條件的投資者,及與任何其他類別或系列的參與股相關,指由總顧問及分銷商行使自行酌情權決定或豁免的定義或釋義。」

- 售股章程第一部分第 6 節標題為「6.1.1 **開戶表格及認購表格**」子分節的第四段以下 文取代:

「認購參與股的所有申請應交回給總顧問及分銷商或分執行人(如適用)。請參見 AA 類、C 類、D 類、I 類、I 類、I 類及 T 類股份(依情況而定)的開戶及認購表 格上所載詳情。任何申請均不可交給按照香港證券及期貨條例第五部分不是持牌或 註冊從事第 I 類(證券交易)受規管活動的任何香港中介人或不屬法定或其他適用 的豁免如此持牌或註冊要求的任何香港中介人。」

- 售股章程第一部分第 6 節標題為「6.2.1 贖回表格或轉換表格」子分節的第二段以下 文取代:

「所有贖回及轉換(如允許)要求必須交回總顧問及分銷商或分執行人(如適用)。 請參閱 AA 類、C 類、D 類、I 類、I 類、I 類及 T 類股份贖回表格及轉換表格(依 情況而定)所載詳情。

- 刪除售股章程第一部分第7節標題為「7.2.2.1 計算方法」的子分節中分標題「**P類**」 及與**P**類股份相關的段落。
- 1.2 售股章程第二部分(A)更新如下,以反映關閉中國 A 股基金的 P 類股份:-

售股章程第 二部分(分 節)	標題	更新				
A1	可供投資的	可供投資	[的類別的一行]	以下文取代:-		
	類別		AA		I	
A6.1	認購	10110 40 41110	A6.1、A6.1.3、 ē改如下:-	A6.1.4 · A6.1.5	及 A6.1.6 的行及	
		A6.1	認購			
			類別	AA	I	
		A6.1.3	最低初始投	20,000 港元	不適用*	
			資額	(或等值的		
				任何其他主		
				要貨幣)。#		
		A6.1.4	最低持股額	20,000港元	不適用*	
				(或等值的		
				任何其他主		
				要貨幣)。#		
		A6.1.5	最低其後投	1,000 港元	不適用*	
			資額	(或等值的		
				任何其他主 要貨幣)。#		
		A6.1.6	初始收費	現時為不超	最高為參與	
		A0.1.0	12/2012/夏	現	股 包 股 資 產	
				的 5%。董事	净值的6%。	
				保留最高收	11 (FFH.) 0.0	
				取參與股每		
				股資產淨值		
				6%的權利。		
			事(按其全權酌情 董事按其酌情決定		受的其他最低款額。	

A6.2	贖回	代:-					
		A6.2	贖回				
			類別	AA	I		
		A6.2.1	最低贖回額	1,000 港元			
					(或等值的任		
				任何其他主 要貨幣)。▽	何其他主要貨幣)(或董事		
				文英(1)7	可按其酌情權		
					決定的其他款		
					額)。		
		A6.2.2	贖回費	贖回款項的	最高為贖回款		
				0.30%*	項的 5.30%。		
				董事保留權			
				利收取最高			
				達贖回款項			
				的 3%。			
				權)可接受的較低請分第 6.6.2 節列明的			
A9.	費用及收費			2的各行以下文			
		A9.	費用及收費				
			類別	AA	I		
		A9.1	管理費(每年 淨值的百分率		最高為 1.25%。		
		A9.2	業績表現費(回報或!類超		不適用。		
			報的百分率(
			況而定))(
			本售股章程第 分第7.2節)				

1.3 售股章程第二部分(B)更新如下,以反映關閉<u>債券基金</u>的P類股份:-

售股章程 第二部分 (分節)	標題	更新						
B1	可供投資的	可供投資	資的類別的	一行.	以下文取代	: -		_
	類別	P	AA I I3					
B6.1	認購	其註腳以	人下文取代		B6.1.4 \ B6.1	1.5 万	支 B6.1.6 的	各行及
		B6.1	認購					
			類別		AA		I	13
		B6.1.3	最低初	绐投	20,000港元	;	不適用*	不
			資額		(或等值的	j		適
					任何其他主 要貨幣)。	4		用

	B6.1.4	最低持股額	20,000港元		
			(或等值的	-	適
			任何其他主	_	用
			要貨幣)。	#	
	B6.1.5	最低其後投	1,000港元	不適用*	' 不
		資額	(或等值的	j l	適
			任何其他主		用
			要貨幣)。		
	B6.1.6	初始收費	現時為不	超 最高為領	多不
			過資產淨	值 與股每周	设 適
			的 5%。	董 資產淨值	直用
			事保留最	高 的 6%。	
			收取參與	投	
			每股資產	淨	
			值 6%的	權	
			利。		
	代:-				
	代:- B6.2	槽回			
		<i>贖回</i>	AA	I	13
			AA 1,000 港	I 1,000 港	I3 不適用
	B6.2	類別			
	B6.2	類別	1,000港	1,000 港	
	B6.2	類別	1,000 港 元(或等	1,000 港 元(或等	
	B6.2	類別	1,000 港 元(或等 值的任何	1,000 港 元(或等 值的任何	
	B6.2	類別	1,000 港 元(或等 值的任何 其他主要	1,000 港 元(或等 值的任何 其他主要	
	B6.2	類別	1,000 港 元(或等 值的任何 其他主要	1,000 港 元(或等 值的任何 其他主要 貨幣)	
	B6.2	類別	1,000 港 元(或等 值的任何 其他主要	1,000 港 元(或等 值的任何 其他主要 貨幣) (或董事	
	B6.2	類別	1,000 港 元(或等 值的任何 其他主要	1,000 港 元(的任主) 值的他主 貨 或 重 (可按其 的 要 其 数 其 数 其 数 其 数 其 数 的 的 的 数 其 的 的 的 的 的	
	B6.2	類別	1,000 港 元(或等 值的任何 其他主要	1,000 元值其貨(可情的地幣) 或任主幣董其決他權以,事酌定款	
	B6.2	類別	1,000 港 元(或等 值的任何 其他主要	1,000 港 元(的也主) 或任王) 貨 或 要其 以 行權決	
	B6.2 B6.2.1	類別最低贖回額	1,000 港 元(或等 值的任何 其他主要 貨幣)。	1,000 元值其貨 (可情其) 有其 (可情其) 有其 (可情,其) 有,其,则,有,则,有,则,有,则,有,则,有,则,有,则,有,则,有,则,有,	不適用
	B6.2 B6.2.1	類別最低贖回額	1,000港元(或等 值的任任要 貨幣)。 ▽	1,000 元值其貨(可情的類)高、海等何要)事酌定款 最高高	不適用
	B6.2 B6.2.1	類別最低贖回額	1,000 港 元(或等 值的任何 其他主要 貨幣)。 >> 贖回款項 的 0.30%*。	1,000 式位其貨(可情的 或任主幣董其決他。 為項 最前 類的 最前 類的	不適用
	B6.2 B6.2.1	類別最低贖回額	1,000 港 元(或等 值的主要 貨幣)。 贖回款項 的 0.30%*。 董事保留	1,000 式位其貨(可情的 或任主幣董其決他。 為項 最前 類的 最前 類的	不適用
	B6.2 B6.2.1	類別最低贖回額	1,000港 元(或任等何 其他主要 貨幣)。 贖回款項 0.30%*。 董事保收取	1,000 式位其貨(可情的 或任主幣董其決他。 為項 最前 類的 最前 類的	不適用
	B6.2 B6.2.1	類別最低贖回額	1,000港 元(的或任等何 其他幣)。 贖回款 的 0.30%*。 董權利 最高	1,000 式位其貨(可情的 或任主幣董其決他。 為項 最前 類的 最前 類的	不適用
	B6.2 B6.2.1	類別最低贖回額	1,000港 元(的可求任 東 領 一 一 一 一 一 一 一 一 一 一 一 一 一 一 一 一 一 一	1,000 式位其貨(可情的 或任主幣董其決他。 為項 最前 類的 最前 類的	不適用
	B6.2 B6.2.1	類別最低贖回額	1,000港 元(的或任等何 其他幣)。 贖回款 的 0.30%*。 董權利 最高	1,000 式位其貨(可情的 或任主幣董其決他。 為項 最前 類的 最前 類的	不適用

В9.	費用及收費	编號為 B9、B9.1 及 B9.2 的各行以下文取代:-						
		B9.	費用及收費					
			類別	AA	I	I3		
		B9.1	管理費(每	1.00%.	最高為	將與相		
			年資產淨值		0.75% •	關宏利		
			的百分率)			實體另		
						行協		
						定。		
		B9.2	業績表現費	不適用	不適用	不適用		
			(超額回報					
			或I類超額					
			回報的百分					
			率(依情況					
			而定))					
			(参見本售					
			股章程第一					
			部分第7.2					
			節)					

- 2. 本公司的核數師的名稱由 EY Cayman Ltd 更改為 Ernst & Young Ltd.。
 - 2.1 本公司的核數師的名稱由 EY Cayman Ltd.更改為 Ernst & Young Ltd.。因此,售股章程所有「EY Cayman Ltd.」的提述均以「Ernst & Young Ltd.」取代。

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Manulife Advanced Fund SPC

(an exempted segregated portfolio company incorporated with limited liability under the laws of the Cayman Islands)

FOURTH SUPPLEMENT

to the

prospectus of the Company dated March 2021

(as amended or supplemented from time to time)

(altogether the "Prospectus")

relating to closure of Class P Shares of the China A Segregated Portfolio and the Renminbi Bond Segregated Portfolio

and

other miscellaneous changes

December 2022

* * *

IMPORTANT: This Supplement should be read in conjunction with the Prospectus and the relevant product key fact statement(s) which together form the offering documents of the Company vis-à-vis its Segregated Portfolio(s). Words and phrases used in this Supplement shall, unless otherwise provided herein, have the same meanings as are ascribed to them in the Prospectus. If you are in any doubt about the contents of this Supplement and/or the Prospectus and/or the relevant product key fact statement(s), you should seek independent professional financial advice.

The Directors of the Company accept full responsibility for the accuracy of the information contained in the Prospectus and this Supplement and confirm, having made all reasonable enquiries that to the best of their knowledge and belief there are no other facts the omission of which would make any statement misleading.

Unless otherwise stated below, the amendments noted herein are effective immediately and unless otherwise amended herein, the Prospectus remains in full force and effect.

- Closure of Class P Shares of the China A Segregated Portfolio (the "China A Fund") and the Renminbi Bond Segregated Portfolio (the "Bond Fund")
 - 1.1 Part I of the Prospectus is updated as follows to remove all references to Class P Shares:-
 - replace the last paragraph on page 1 of the Prospectus with the following:

"The Company and certain of its Segregated Portfolios (whose Class AA Shares are available for investment by retail investors) have been authorized for public distribution in Hong Kong by the Hong Kong Securities and Futures Commission (the "SFC") under Section 104 of the Securities and Futures Ordinance (as may be amended, supplemented or replaced from time to time). Those Segregated Portfolios which consist of Class C, Class D, Class I and/or Class T Shares only (without Class AA Shares) are not authorized by the SFC and are only available for investment by non-retail investors who meet the minimum investment amounts required for the relevant Class(es) or by Institutional Investors (as defined in this Prospectus), as applicable. Details of the different Segregated Portfolios, and their authorized status in Hong Kong, are set out in Part II of this Prospectus. In granting such authorization, the SFC does not take responsibility for the financial soundness of the Company or for the correctness of any statements made or opinions expressed in this regard. SFC authorization is not a recommendation or endorsement of a product nor does it guarantee the commercial merits of a product or its performance. It does not mean the product is suitable for all investors nor is it an endorsement of its suitability for any particular investor or class of investors."

- remove the definition of "Class P Shares" in Section 1 of Part I of the Prospectus in its entirety;
- replace the definition of "Institutional Investor" in Section 1 of Part I of the Prospectus with the following:

"means, in relation to the Class AA Shares, a "professional investor" as such term is defined under the SFO (please refer to the Appendix 1), and in relation to the Class I, Class I2, Class I3 and Class T Shares, a high net worth individual, institution and/or such other investor who meets the requirements as may be determined or waived by the General Adviser and Distributor at its sole discretion, and, in relation to any other Class or Series of Participating Shares, such definition or interpretation as may be determined or waived by the General Adviser and Distributor at its sole discretion."

replace the fourth paragraph of the sub-sub-section headed "6.1.1 Account Opening Forms and Subscription Forms" in Section 6 of Part I of the Prospectus with the following:

"All applications for subscription of the Participating Shares should be returned to the General Adviser and Distributor or the Sub-Administrator (as applicable). Please refer to the details set out in the respective Account Opening Forms or Subscription Forms for Class AA, Class C, Class D, Class I, Class I2, Class I3 and Class T Shares (as the case may be). No application should be lodged with any intermediary in Hong Kong who is not licensed or registered to carry on Type 1 (dealing in securities) regulated activity under Part V of the SFO or who does not fall within the statutory or other applicable exemption from the requirement to be so licensed or registered."

- replace the second paragraph of the sub-section headed "6.2.1 Redemption Forms or Switching Forms" in Section 6 of Part I of the Prospectus with the following:
 - "All requests for redemption and switching (if allowed) must be returned to the General Adviser and Distributor or the Sub-Administrator (as applicable). Please refer to the details set out in the respective Redemption Forms and Switching Forms (as the case may be) for Class AA, Class C, Class D, Class I, Class I2, Class I3 and Class T Shares."
- remove the sub-heading "P Class" and the paragraph relating to Class P Shares in the sub-

sub-suction headed "7.2.2.1 Calculation methodology" in Section 7 of Part I of the Prospectus.

1.2 Part II (A) of the Prospectus is updated as follows to reflect the closure of Class P Shares of the China A Fund:-

Part II of the Prospectus (sub- section)	Heading			Updates	
A1	Classes	Replace 1	the row on Class	es available for i	nvestment with the
	Available for	following	g:-		
	Investment		AA		I
A6.1	Subscriptions			ed A6.1, A6.1.3, therein with the	A6.1.4, A6.1.5 and following:-
		A6.1	Subscriptions		
			Classes	AA	I
		A6.1.3	Minimum	HK\$20,000	N/A*
			Initial	(or the	
			Investment	equivalent in	
				any other	
				Major	
				Currency).#	
		A6.1.4	Minimum	HK\$20,000	N/A*
			Holding	(or the	
				equivalent in any other	
				Major	
				Currency).#	
		A6.1.5	Minimum	HK\$1,000 (or	N/A*
		110.11.5	Subsequent	the equivalent	1771
			Investment	in any other	
				Major	
				Currency).#	
		A6.1.6	Initial	Currently up	Up to 6% of
			Charge	to 5% of the	the NAV per
				NAV. The	Participating
				Directors	Share.
				reserve the	
				right to charge	
				up to 6% of	
				the NAV per	
				Participating Share.	
		L	1	Share.	
		Dire	ctors at their sole dis	n amount as may scretion. ed by the Directors a	be determined by the their discretion.

A6.2	Redemptions		the rows number with the follow		.2, A6.2.1 a	nd A6.2.2 and the
		A6.2	Redemptions			
			Classes		AA	I
		A6.2.1	Minimum	HKS	51,000 (or	HK\$1,000 (or
			Redemption		equivalent	the equivalent
			Amount		any other	in any other
				Majo		Major
				Curr	ency).	Currency) (or
						such other
						amount as
						the Directors
						may determine
						in their
		A6.2.2	Redemption	0.20	%* of the	discretion). Up to 5.30% of
		A0.2.2	Charge		mption	the redemption
			Charge	proc		proceeds.
				1		F
					Directors	
					rve the	
					to charge	
				up to	imum of	
					of the	
				_	mption	
					eeds.	
		▽ om a				
		or si		as the	Directors may	(at their discretion)
		* inclu		rative c	harge set out in	n Section 6.6.2 of Part
A9.	Fees and Charges	Replace following		ered A	A9, A9.1 aı	nd A9.2 with the
		A9.	Fees And Cha	rges		
			Classes		AA	I
		A9.1	Management I	Fee	1.50%.	Up to
			(as a % p.a. of NAV)			1.25%.
		A9.2	Performance I	ree	Not	Not
			(as a % of the		applicable	applicable.
			Excess Return Class I Excess			
			Return (as the			
			may be)) (see	Cusc		
			Section 7.2 of	Part		
			I of this			
			Prospectus)			

1.3 Part II (B) of the Prospectus is updated as follows to reflect the closure of Class P Shares of the Bond Fund:-

Part II of	Heading	Updates						
the								
Prospectus								
(sub-section)	Classic	Dealers the same of Classes and Italy for investment with the						
B1	Classes	Replace the row on Classes available for investment with the						
	Available	following	g:-			7		
	for Investment	A	AA	I	13			
B6.1	Subscriptions	Replace	the rows numbe	red R6.1 R6.1	3 R6 L4 R6 L	5 and		
B0.1	Subscriptions		nd the footnotes			.J and		
		B6.1	Subscriptions					
			Classes	AA	I	13		
		B6.1.3	Minimum	HK\$20,000	N/A*	N/A		
			Initial	(or the				
			Investment	equivalent				
				in any other				
				Major				
				Currency).#				
		B6.1.4	Minimum	HK\$20,000	N/A*	N/A		
			Holding	(or the				
				equivalent				
				in any other				
				Major				
				Currency).#				
		B6.1.5	Minimum	HK\$1,000	N/A*	N/A		
			Subsequent	(or the				
			Investment	equivalent				
				in any other				
				Major				
				Currency).#				
		B6.1.6	Initial	Currently up	Up to 6% of	N/A		
			Charge	to 5% of the	the NAV			
				NAV. The	per			
				Directors	Participating			
				reserve the	Share.			
				right to				
				charge up to				
				6% of the				
				NAV per Participating				
				Share.				
				Silarc.				
		Dire	uch other minimu ctors at their sole di	scretion.	-	-		
		unle	ss otherwise specifi	eu oy the Directors	at their discretion.			
B6.2	Redemptions	Replace the rows numbered B6.2, B6.2.1 and B6.2.2 and to footnotes therein with the following:-						
		B6.2	Redemptions					
		DU.2	Classes	AA	I	13		
		B6.2.1	Minimum	HK\$1,000	HK\$1,000	N/A		
		20.2.1	Redemption	(or the	(or the	1 1/11		
			Amount	equivalent	equivalent in			
		1				1		

				in any other Major Currency).▽	any otl Major Curren (or suc other a as the Din may determ their discret	cy) h mount rectors ine in	
		B6.2.2	Redemption Charge	0.30%* of the redemption proceeds. The Directors reserve the right to charge up to a maximum	Up to of redemp procee	5.30% the	N/A
				of 3% of the redemption proceeds.			
B9.	Fees and Charges	* inclu I of	usive of the adminis this Prospectus. the rows numb	trative charge set	out in Sect	ion 6.6.2	of Part
		B9.	Fees And				
			Charges Classes	AA	I	I,	3
		B9.1	Managemen t Fee (as a % p.a. of the NAV)	1.00%. U	Up to).75%.	To be separa agreed	tely I with levant life
		B9.2	Performance Fee (as a % of the Excess Return or Class I Excess Return (as the case may be)) (see Section 7.2 of Part I of this	N/A	N/A	N/A	

- 2. Change of name of the auditors of the Company from EY Cayman Ltd. to Ernst & Young Ltd.
 - 2.1 The name of the auditors of the Company is changed from EY Cayman Ltd. to Ernst & Young Ltd.. Accordingly, all references to "EY Cayman Ltd." throughout the Prospectus are replaced with "Ernst & Young Ltd.".