

**Reprint
as at 1 September 2015**



Financial Reporting Act (HSBC Global Investment Funds and HSBC Portfolios) Exemption Notice 2010

(SR 2010/385)

Financial Reporting Act (HSBC Global Investment Funds and HSBC Portfolios) Exemption Notice 2010: expired, on 1 September 2015, by clause 3.

Pursuant to section 4B of the Financial Reporting Act 1993, the Securities Commission gives the following notice (to which is appended a statement of reasons of the Securities Commission).

Contents

	Page
1 Title	1
2 Commencement	1
3 Expiry	2
4 Application	2
5 Interpretation	2
6 Exemption	2
7 Conditions	2

Notice

1 Title

This notice is the Financial Reporting Act (HSBC Global Investment Funds and HSBC Portfolios) Exemption Notice 2010.

2 Commencement

This notice comes into force on the day after the date of its notification in the *Gazette*.

Note

Changes authorised by subpart 2 of Part 2 of the Legislation Act 2012 have been made in this official reprint. Note 4 at the end of this reprint provides a list of the amendments incorporated.

This notice is administered by the Financial Markets Authority.

3 Expiry

This notice expires on the close of 31 August 2015.

4 Application

- (1) An exemption granted by this notice applies to the following accounting periods of HSBC Global Investment Funds:
 - (a) the accounting period ending on 31 March 2010; and
 - (b) subsequent accounting periods.
- (2) An exemption granted by this notice applies to the following accounting periods of HSBC Portfolios:
 - (a) the accounting period ending on 31 July 2010; and
 - (b) subsequent accounting periods.

5 Interpretation

- (1) In this notice, unless the context otherwise requires,—

Act means the Financial Reporting Act 1993

auditor's report means a report on the financial statements that is required to be prepared by an auditor under the law of the Grand Duchy of Luxembourg

exempt persons means HSBC Global Investment Funds and HSBC Portfolios, each being a company incorporated in the Grand Duchy of Luxembourg

financial statements means the audited annual financial statements that are required to be prepared in respect of each exempt person under the law of the Grand Duchy of Luxembourg

specified securities means units in a unit trust that—

- (a) is established under the HSBC Investments New Zealand Master Unit Trust Deed, dated 1 May 2008 (as amended); and
 - (b) invests in shares in an exempt person.
- (2) Any term or expression that is defined in the Act and used, but not defined, in this notice has the same meaning as in the Act.

6 Exemption

Each exempt person is exempted from being an issuer under section 4(1)(ba) of the Act in respect of the specified securities.

7 Conditions

The exemption in clause 6 is subject to the conditions that—

- (a) the financial statements of the exempt person comply with the law, and the generally accepted accounting principles, of the Grand Duchy of Luxembourg; and

- (b) annually, and within 1 month after the financial statements of the exempt person have been registered at the Registre de Commerce et des Sociétés Luxembourg in accordance with the law of the Grand Duchy of Luxembourg, an English version or an English translation of each of the financial statements is delivered to the Registrar for registration; and
- (c) if, in complying with the law, and the generally accepted accounting principles, of the Grand Duchy of Luxembourg, the financial statements of the exempt person do not give a true and fair view of the matters to which they relate, the directors of that exempt person add such information and explanations as will give a true and fair view of those matters; and
- (d) the exempt person, when delivering the document referred to in paragraph (b), includes, in or with that document,—
 - (i) an English version or an English translation of the auditor’s report; and
 - (ii) a warning statement, to the effect that the financial statements comply with the law, and the generally accepted accounting principles, of the Grand Duchy of Luxembourg, but not with the generally accepted accounting practices of New Zealand; and
- (e) the exempt person is, and at all times continues to be, qualified as an undertaking for collective investment in transferable securities under the law of the Grand Duchy of Luxembourg.

Dated at Wellington this 21st day of October 2010.

The Common Seal of the Securities Commission was affixed in the presence of:

[Seal]

J Diplock,
Chairperson.

Statement of reasons

This notice, which comes into force on the day after the date of its notification in the *Gazette* and expires on the close of 31 August 2015, exempts HSBC Global Invest-

ment Funds and HSBC Portfolios (the **HSBC companies**) from being issuers under section 4(1)(ba) of the Financial Reporting Act 1993 (the **Act**).

The HSBC companies would, but for this notice, each be issuers because each will be a recipient of money from a conduit issuer (as defined in section 4A of the Act).

The Securities Commission (the **Commission**) considers it appropriate to grant the exemption because—

- the conduit reporting provisions of the Act were introduced to require public reporting by entities that have effective use of funds raised from the public, but which have structured themselves in such a way as to avoid being issuers under the law and depriving investors of the information to evaluate the true risk of their investment:
- the exemption relieves the HSBC companies only from the obligation to register financial statements that comply with the generally accepted accounting practices of New Zealand. The HSBC companies are still required to register an English version or an English translation of the audited financial statements (being statements that comply with the law, and the generally accepted accounting principles, of the Grand Duchy of Luxembourg) in New Zealand:
- the requirement that English versions or English translations of the HSBC companies' audited financial statements are delivered to the Registrar will provide the best available information about the financial circumstances of the recipients' sub-funds in which the conduit issuer is investing:
- the conditions of the exemption also require each of the HSBC companies to have, and maintain, qualification as an undertaking for collective investment in transferable securities under European law. This imposes additional financial reporting requirements on the HSBC companies.

Reprints notes

1 *General*

This is a reprint of the Financial Reporting Act (HSBC Global Investment Funds and HSBC Portfolios) Exemption Notice 2010 that incorporates all the amendments to that notice as at the date of the last amendment to it.

2 *Legal status*

Reprints are presumed to correctly state, as at the date of the reprint, the law enacted by the principal enactment and by any amendments to that enactment. Section 18 of the Legislation Act 2012 provides that this reprint, published in electronic form, has the status of an official version under section 17 of that Act. A printed version of the reprint produced directly from this official electronic version also has official status.

3 *Editorial and format changes*

Editorial and format changes to reprints are made using the powers under sections 24 to 26 of the Legislation Act 2012. See also <http://www.pco.parliament.govt.nz/editorial-conventions/>.

4 *Amendments incorporated in this reprint*

Financial Reporting Act (HSBC Global Investment Funds and HSBC Portfolios) Exemption Notice 2010 (SR 2010/385): clause 3