

Manulife Advanced Fund SPC

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

(the “Company”)

NINTH SUPPLEMENT

to the

prospectus of the Company dated December 2012
(as amended or supplemented from time to time)

(altogether the “**Prospectus**”)

relating to

- 1) Change of minimum NAV threshold for Compulsory Redemption of Participating Shares of a Segregated Portfolio
- 2) General Updates

February 2017

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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 amended herein, the Prospectus remains in full force and effect.

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1. Change of minimum NAV threshold for Compulsory Redemption of Participating Shares of a Segregated Portfolio

- 1.1. With immediate effect, each of: i) the second paragraph under Section 4.22 of Part I of the Prospectus, and ii) the last paragraph of Section 9.7 of Part I of the Prospectus, shall be deleted in its entirety and replaced by the following:

“The Directors may in their absolute discretion by a resolution (but shall not be obliged to) resolve to compulsorily redeem all the outstanding Participating Shares of the Class or Classes relating to a Segregated Portfolio if the NAV of the Segregated Portfolio is below US\$15,000,000 (or its equivalent in the Base Currency) (or such other amount as the Directors may from time to time determine) on each Valuation Point during a period of three consecutive months.”

2. General Updates

- 2.1. The following paragraphs shall be inserted at the end of Section 9.5 of Part I of the Prospectus with immediate effect:

“For so long as the Company is authorised by the SFC, the general meeting of the Company should be called for the following purposes:

- (i) to increase the maximum fees paid to the Investment Manager, the Custodian or Directors of the Company; or
- (ii) to impose other types of fees.

In addition, for so long as the Company is authorised by the SFC: (1) where the interests of Shareholders of a particular class or classes of Shares are affected or there is a possibility of a conflict of interest between Shareholders of a particular class or classes of Shares, a separate Class meeting of a particular class or classes of Shares may be convened; and (2) notwithstanding the above and anything set out in this Prospectus, the Chairman shall demand a poll in respect of any resolution put to the vote of a general meeting.”

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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**」)

有關

- 1) 更改強制贖回獨立資產組合參與股的最低資產淨值限額
- 2) 一般更新

的

本公司日期為2012年12月的售股章程

(經不時修訂或補充)

(統稱「**售股章程**」)

第九份補充

2017年2月

重要提示：此補充應與售股章程及有關產品資料概要（共同構成本公司對於各獨立資產組合的銷售文件）一併閱讀。除非此補充另有提述，否則此補充內所用詞語及字句具有與在售股章程中獲賦予者相同的涵義。如閣下對此補充及／或售股章程及／或有關產品資料概要的內容有任何疑問，應尋求獨立專業財務意見。

本公司各董事就售股章程及此補充所載資料的準確性承擔全部責任，並且在作出一切合理查詢後確認，就其深知及確信，並無遺漏會使任何陳述產生誤導的任何其他事實。

除非此補充另有修訂，否則售股章程將維持十足效力及作用。

1. 更改強制贖回獨立資產組合參與股的最低資產淨值限額

- 1.1. 由即日起，i) 售股章程第一部分第4.22節第二段，及ii) 售股章程第一部分第9.7節最後一段各自予以全部刪除，並以下文取代：

「若某獨立資產組合的資產淨值於連續三個月內的各估值時間低於1,500萬美元（或其等值的基礎貨幣）（或董事可不時決定的任何其他款額），董事可按其絕對酌情權通過決議案決議（但無義務如此）強制贖回與該獨立資產組合有關的一個或多個類別的所有已發行參與股。」

2. 一般更新

2.1. 售股章程第一部第9.5節末加入以下各段落，並即時生效：

「在本公司一直獲證監會認可期間，本公司股東大會應就以下目的而召開：

- (i) 提高向投資經理、託管人或本公司董事支付的最高費用；或
- (ii) 徵收其他類型的費用。

此外，在本公司一直獲證監會認可期間：(1)若某一或某些股份類別股東的利益受到影響，或某一或某些股份類別的股東之間可能發生利益衝突，則可個別召開某一或某些股份類別的類別大會；及(2)儘管上文所述及售股章程所載任何規定，主席須就任何提交股東大會投票的決議案要求進行表決。」
