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L&T MUTUAL FUND

6th Floor, Brindavan, Plot No. 177, C.S.T. Road, Kalina, Santacruz (East), Mumbai - 400 098 Call: 1800 2000 400 E-mail: <u>investor.line@lntmf.co.in</u> Website: <u>www.ltfs.com</u>

Addendum (No. 43 of F.Y. 2022 - 2023)

Changes in the features of L&T Flexicap Fund

Unitholders are hereby informed that in terms of notice dated October 15, 2022 with effect from close of business hours on November 25, 2022, L&T Flexicap Fund will be merged with HSBC Flexi Cap Fund. Accordingly, the revised provisions of the surviving scheme will be as under:

Key Features: Flexi cap

| Name of the | L&T Flexicap Fund | HSBC Flexi Cap Fund | HSBC Flexi Cap Fund |
|----------------|--|--|--|
| scheme | Scheme Getting Merged ("Transferor | Scheme with which Transferor Scheme is to be | ("Surviving Scheme") |
| / Description | Scheme '') | Merged ("Transferee Scheme") | |
| Type of scheme | An open ended dynamic equity scheme | Flexi Cap Fund – An open ended dynamic equity | Flexi Cap Fund – An open ended dynamic equity |
| | investing across large cap, mid cap, small | scheme investing across large cap, mid cap, small cap | scheme investing across large cap, mid cap, small cap |
| | cap stocks | stocks | stocks |
| Investment | The investment objective of the Scheme is to | To seek long term capital growth through investments | To seek long term capital growth through investments |
| Objective | generate long-term capital growth from a | made dynamically across market capitalization (i.e. | made dynamically across market capitalization (i.e. |
| | diversified portfolio of predominantly | Large, Mid, and Small Caps). The investment could be | Large, Mid, and Small Caps). The investment could be |
| | equity and equity-related securities. | in any one, two or all three types of market | in any one, two or all three types of market |
| | There is no assurance that the objective of | capitalization. The Scheme aims to predominantly | capitalization. The Scheme aims to predominantly |
| | the Scheme will be realised and the Scheme | invest in equity and equity related securities. However, | invest in equity and equity related securities. However, |
| | does not assure or guarantee any returns. | in line with the asset allocation pattern of the Scheme, | in line with the asset allocation pattern of the Scheme, |
| | For defensive considerations and/or | it could move its assets between equity and fixed | it could move its assets between equity and fixed |
| | managing liquidity, the Scheme may also | income securities depending on its view on these | income securities depending on its view on these |
| | invest in Debt & money market instruments | markets. However, there can be no assurance or | markets. However, there can be no assurance or |

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| Name of the scheme / Description | L&T Flexicap Fun Scheme Getting Scheme '') | | d ("'1 | ransferor | HSBC Flexi Ca Scheme with w Merged ("Tran | vhich nsfer | Transfer ee Schem | e") | | HSBC Flexi Cap Fund ("Surviving Scheme") | | | |
|--|---|---|--------------|--|---|--------------------------------|---|------|-------------------|--|---|------|-------------------|
| Asset Allocation | Under normal circumstances, it is anticipated that the asset allocation of the Scheme will be as follows: | | | would be achieved. Under normal circumstances, it is anticipated that the | | | guarantee that the investment objective of the scheme would be achieved. Under normal circumstances, it is anticipated that the asset allocation of the Scheme will be as follows: | | | | | | |
| | Instruments | Indicative Risk Allocation Profile (% of net assets) | | | Instruments | | Indicativ Allocatic (% of net | n | Risk Profile | Instruments | Indicative Allocation (% of net a | - | Risk Profile |
| | Mini Max mum imu | | | | Minimu m | Maximu m | | | Minimum | Maximu m | | | |
| | Equities & Equity | 65% | m 100 | High | Equities Equity rela Securities | & ated | 65% | 100% | High | Equities & Equity related Securities | 65% | 100% | High |
| | related Securities Debt and money market instruments * | 0% | % 35 % | Low to Medium | market instruments (including c and c | instruments (including cash | 0% | 35% | Low to Medium | Debt and money market instruments (including cash and cash | 0% | 35% | Low to Medium |
| | Units issued by REITs and InvITs | 0% | 10 % | Medium to High | equivalents) Units issued REITs and InvITs | by | 0% | 10% | Medium to High | equivalents) Units issued by REITs and InvITs | 0% | 10% | Medium to High |
| | *Investment in undertaken, would net assets of the Sch | | | debt if 5% of the | | | | | | | | | |

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| Name of the | L&T Flexicap Fund | HSBC Flexi Cap Fund | HSBC Flexi Cap Fund |
|---------------|------------------------------------|--|---|
| scheme | Scheme Getting Merged ("Transferor | Scheme with which Transferor Scheme is to be | ("Surviving Scheme") |
| / Description | Scheme ") | Merged ("Transferee Scheme") | |
| ~ | | | ("Surviving Scheme") If the Scheme decides to invest in securitised debt, it is the intention of the Investment Manager that such investments will not normally exceed 20% of the net assets of the Scheme. Derivative positions for other than hedging purposes shall not exceed 50% of total equity assets. The Scheme shall have derivative exposure as per the SEBI regulations issued from time to time. The Scheme can take covered call positions for stock derivatives, as permitted by SEBI. The Scheme may engage in short selling and securities lending. The Scheme may also take exposure to Stock lending up to 20% of net assets of the Scheme and not more than 5% of the net assets of the Scheme shall be deployed in stock/securities lending to any single counter-party /intermediary. The Scheme may participate in instruments with special features including Additional Tier 1 bonds and Additional Tier 2 bonds as prescribed under SEBI circular no SEBI/HO/IMD/DF4/CIR/P/2021/032 dated 10th March 2021 and any other guidelines issues by SEBI from time to time. As per the extant regulatory guidelines, the Scheme shall not invest – a. more than 5% of its net assets in such instruments; and b. more than 5% of its net assets in such instruments issued by a single issuer. |

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| Name of the | L&T Flexicap Fund | HSBC Flexi Cap Fund | HSBC Flexi Cap Fund |
|---------------|---|---|--|
| scheme | Scheme Getting Merged ("Transferor | Scheme with which Transferor Scheme is to be | ("Surviving Scheme") |
| / Description | Scheme ") | Merged ("Transferee Scheme") | |
| | The cumulative gross exposure through equity, debt, derivative positions (including fixed income derivatives), repo transactions and credit default swaps in corporate debt securities, other permitted securities/assets, Real Estate Investment Trusts (REITs), Infrastructure Investment Trusts (InvITs) and such other securities/assets as may be permitted by the Board SEBI from time to time shall should not exceed 100% of the net assets of the Scheme. Due to market conditions, the AMC may invest beyond the range set out above. Such deviations shall normally be for a short-term purpose only, for defensive considerations and the intention being at all times to protect the interests of the Unit Holders. In the event of deviations, rebalancing will be carried out within 10 Business Days. | 250th and small cap companies will comprise of companies from 251st onwards in terms of full market capitalization. The Fund would adopt the list of large, mid and small cap companies prepared by AMFI for this purpose in accordance with the aforesaid SEBI circulars. If there is any updation in the list of large, mid and small cap companies, the fund would re balance its portfolio (if required) in line with the updated list, within a period of one month. Investors may note that securities which provide higher returns typically display higher volatility. Accordingly, the investment portfolio of the Scheme would reflect moderate to high volatility in its equity and equity related investments and low to moderate volatility in its debt and money market investments. | The Scheme may invest in Foreign Securities including ADR/GDR upto 30% of its total assets subject to the Eligible Investment Amount. Investment in Foreign Securities shall be subject to the investment restrictions specified by SEBI/RBI from time to time. The scheme shall not invest in credit default swaps and Structured Obligations/Credit Enhancements. The Scheme will adopt the list of large, mid and small cap companies as defined by SEBI, from time to time. Presently as per SEBI circular no. SEBI/HO/IMD/DF3/CIR/P/2017/114 dated October 6, 2017 and SEBI/HO/IMD/DF3/CIR/P/2017/126 dated December 4, 2017 large cap companies will comprise of companies from 1st to 100 th companies, Mid cap companies will comprise of companies from 101st to 250th and small cap companies will comprise of companies from 251st onwards in terms of full market capitalization. The Fund would adopt the list of large, mid and small cap companies, the fund would re balance its portfolio (if required) in line with the updated list, within a period of one month. Investors may note that securities which provide higher returns typically display higher volatility. Accordingly, the investment portfolio of the Scheme would reflect moderate to high volatility in its equity and equity |

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| Name of the | L&T Flexicap Fund | HSBC Flexi Cap Fund | HSBC Flexi Cap Fund |
|---------------|------------------------------------|--|---|
| scheme | Scheme Getting Merged ("Transferor | Scheme with which Transferor Scheme is to be | ("Surviving Scheme") |
| / Description | Scheme ") | Merged ("Transferee Scheme") | (~ m (· · · · · · · · · · · · · · · · · · |
| / Description | Scheme ") | Merged ("Transferee Scheme") | related investments and low to moderate volatility in its debt and money market investments. The cumulative gross exposure through equity, debt instruments, REITs & InvITs units and derivative positions and other permitted securities/assets and such other securities/ assets as may be permitted by from time to time, subject to approval, if any, shall not exceed 100% of net assets of the Scheme. Pending deployment of funds, the Scheme may invest them into deposits of scheduled commercial banks as permitted under the extant Regulations. Investments will be made in line with the asset allocation of the Scheme and the applicable SEBI and / or AMFI guidelines as specified from time to time. Due to market conditions, the AMC may invest beyond the range set out in the asset allocation. Such deviations shall normally be for short term and defensive considerations as per SEBI Circular no. SEBI/HO/IMD/DF2/CIR/P/2021/024 dated March 4, 2021, and the fund manager will rebalance the portfolio within 30 calendar days from the date of deviation. Further, as per SEBI Circular no. SEBI/HO/IMD/IMD- II DOF3/P/CIR/2022/39 dated March 30, 2022, as may be amended from time to time, in the event of deviation from mandated asset allocation due to passive breaches (occurrence of instances not arising out of omission and commission of the AMC), the fund manager shall rebalance the portfolio of the Scheme is not rebalanced within the period of 30 Business Days. |

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| Name of the | L&T Flexicap Fund | HSBC Flexi Cap Fund | HSBC Flexi Cap Fund |
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| scheme | Scheme Getting Merged ("Transferor | Scheme with which Transferor Scheme is to be | ("Surviving Scheme") |
| / Description | Scheme ") | Merged ("Transferee Scheme") | |
| | | | justification in writing, including details of efforts taken to rebalance the portfolio shall be placed before the Investment Committee of the AMC. The Investment Committee, if it so desires, can extend the timeline for rebalancing up to sixty (60) Business Days from the date of completion of mandated rebalancing period. Further, in case the portfolio is not rebalanced within the aforementioned mandated plus extended timelines the AMC shall comply with the prescribed restrictions, the reporting and disclosure requirements as specified in SEBI circular dated March 30, 2022 |
| Investment Strategy | The investment approach is bottom-up stock picking. The Scheme seeks to add the best opportunities that the market presents, without any sector/cap bias. The key features of the Mutual Fund's investment strategy include: Bottom-up stock picking: The Scheme focuses on bottom-up stock picking (i.e. focusing solely on prospects of individual stocks) as opposed to a top-down approach (i.e. predicting macro-economic and political trends and taking investment decisions based on them). No cap bias: It will seek to identify the best stocks at a point in time, regardless of any market cap bias. | The aim of the Scheme is to seek aggressive growth and deliver above benchmark returns by providing long-term capital growth from a dynamically managed portfolio across small, mid and large cap stocks. The investment could be in any one, two or all three types of market capitalization. The Scheme aims to be predominantly invested in equity and equity related securities. However, it could move its assets between equity and fixed income securities depending on its view on these markets. A top down and bottom up approach will be used to invest in equity and equity related instruments. Investments will be pursued in select sectors based on the Investment Team's analysis of business cycles, regulatory reforms, competitive advantage etc. Selective stock picking will be done from these sectors. The fund manager in selecting scrips will focus on the fundamentals of the business, the industry structure, | The aim of the Scheme is to seek aggressive growth and deliver above benchmark returns by providing long- term capital growth from a dynamically managed portfolio across small, mid and large cap stocks. The investment could be in any one, two or all three types of market capitalization. The Scheme aims to be predominantly invested in equity and equity related securities. However, it could move its assets between equity and fixed income securities depending on its view on these markets. A top down and bottom up approach will be used to invest in equity and equity related instruments. Investments will be pursued in select sectors based on the Investment Team's analysis of business cycles, regulatory reforms, competitive advantage etc. Selective stock picking will be done from these sectors. The fund manager in selecting scrips will focus on the fundamentals of the business, the industry structure, the |

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| Name of the | L&T Flexicap Fund | HSBC Flexi Cap Fund | HSBC Flexi Cap Fund |
|---------------|---|--|---|
| scheme | Scheme Getting Merged ("Transferor | Scheme with which Transferor Scheme is to be | ("Surviving Scheme") |
| / Description | Scheme ") | Merged ("Transferee Scheme") | |
| | Investments in equity and equity related | the quality of management, sensitivity to economic | quality of management, sensitivity to economic factors, |
| | securities and debt securities carry various | factors, the financial strength of the company and the | the financial strength of the company and the key |
| | risks such as inability to sell securities, | key earnings drivers. | earnings drivers. |
| | trading | Since investing requires disciplined risk management, | Since investing requires disciplined risk management, |
| | volumes and settlement periods, interest rate | the AMC would incorporate adequate safeguards for | the AMC would incorporate adequate safeguards for |
| | risk, liquidity risk, default risk, reinvestment | controlling risks in the portfolio construction process. | controlling risks in the portfolio construction process. |
| | risk etc. Whilst such risks cannot be | Risk will also be reduced through adequate | Risk will also be reduced through adequate |
| | eliminated, they may be mitigated by | diversification of the portfolio. Diversification may be | diversification of the portfolio. Diversification may be |
| | diversification and hedging. | achieved by spreading the investments over a range of | achieved by spreading the investments over a range of |
| | Further, the portfolio of the Scheme will be | industries / sectors. The Scheme may however, invest | industries / sectors. The Scheme may however, invest |
| | constructed in accordance with the | in unlisted and / or privately placed and / or unrated | in unlisted and / or privately placed and / or unrated debt |
| | investment restrictions specified under the | debt securities subject to the limits indicated under "Investment Restrictions for the Scheme(s)" | securities subject to the limits indicated under |
| | Regulations which would help in mitigating certain risks | prescribed in this SID, from issuers of repute and sound | "Investment Restrictions for the Scheme(s)" prescribed in this SID, from issuers of repute and sound financial |
| | relating to investments in securities market. | financial standing. If investment is made in unrated | standing. If investment is made in unrated debt |
| | relating to investments in securities market. | debt securities, the approval of the Board of the AMC | securities, the approval of the Board of the AMC and |
| | | and the Trustees or the Investment Management | the Trustees or the Investment Management Committee |
| | | Committee (within the broad parameters approved by | (within the broad parameters approved by the Board of |
| | | the Board of the AMC and the Trustees) shall be | the AMC and the Trustees) shall be obtained, as per the |
| | | obtained, as per the Regulations. As per the asset | Regulations. As per the asset allocation pattern |
| | | allocation pattern indicated above, for investment in | indicated above, for investment in debt securities and |
| | | debt securities and money market instruments, the | money market instruments, the Fund may invest a part |
| | | Fund may invest a part of the portfolio in various debt | of the portfolio in various debt securities issued by |
| | | securities issued by corporates and / or state and central | corporates and / or state and central government. Such |
| | | government. Such government securities may include | government securities may include securities which are |
| | | securities which are supported by the ability to borrow | supported by the ability to borrow from the treasury or |
| | | from the treasury or supported only by the sovereign | supported only by the sovereign guarantee or of the |
| | | guarantee or of the state government or supported by | state government or supported by GOI / state |
| | | GOI / state government in some other way. With the | government in some other way. With the aim of |
| | | aim of controlling risks, rigorous in depth credit | controlling risks, rigorous in depth credit evaluation of |

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| Name of the | L&T Flexicap Fund | HSBC Flexi Cap Fund | HSBC Flexi Cap Fund |
|------------------------------|--|--|--|
| scheme | Scheme Getting Merged ("Transferor | Scheme with which Transferor Scheme is to be | ("Surviving Scheme") |
| / Description | Scheme ") | Merged ("Transferee Scheme") | (Surviving Scheme) |
| Tier 1 Benchmark Index | S&P BSE 500 TRI Index | evaluation of the instruments proposed to be invested in will be carried out by the Investment Team of the AMC. The credit evaluation includes a study of the operating environment of the company, the past track record as well as the future prospects of the issuer, the short as well as long-term financial health of the issuer. The AMC will also be guided by the ratings of rating agencies such as CRISIL, CARE and ICRA or any other rating agency as approved by the regulators. In addition, the Investment Team of the AMC will study the macro economic conditions, including the political, economic environment and factors affecting liquidity and interest rates. The AMC may use this analysis to position the portfolio appropriately. The Scheme may invest in other Scheme(s) managed by the AMC or in the schemes of any other mutual fund not exceeding 5% of net assets of the Scheme, provided it is in conformity with the investment objectives of the Scheme and in terms of the prevailing Regulations. As per the Regulations, no investment management fees will be charged for such investments. NIFTY 500 TRI | the instruments proposed to be invested in will be carried out by the Investment Team of the AMC. The credit evaluation includes a study of the operating environment of the company, the past track record as well as the future prospects of the issuer, the short as well as long-term financial health of the issuer. The AMC will also be guided by the ratings of rating agencies such as CRISIL, CARE and ICRA or any other rating agency as approved by the regulators. In addition, the Investment Team of the AMC will study the macro economic conditions, including the political, economic environment and factors affecting liquidity and interest rates. The AMC may use this analysis to position the portfolio appropriately. The Scheme may invest in other Scheme(s) managed by the AMC or in the schemes of any other mutual fund not exceeding 5% of net assets of the Scheme, provided it is in conformity with the investment objectives of the Scheme and in terms of the prevailing Regulations. As per the Regulations, no investment management fees will be charged for such investments. NIFTY 500 TRI |
| | | | |
| Plan / Options | • Growth | • Growth | • Growth |
| /Sub-options | • Growth – Direct | • Growth – Direct | • Growth – Direct |
| | • Income Distribution cum Capital Withdrawal Option (IDCW) | • Income Distribution cum Capital Withdrawal Option (IDCW) | • Income Distribution cum Capital Withdrawal Option (IDCW) |

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| Name of the scheme / Description | L&T Flexicap Fund Scheme Getting Merged ("Transferor Scheme ") | HSBC Flexi Cap Fund Scheme with which Transferor Scheme is to be Merged ("Transferee Scheme") | HSBC Flexi Cap Fund ("Surviving Scheme") |
|--|---|---|--|
| Loads | Income Distribution cum Capital Withdrawal Option (IDCW) – Direct - Payout of IDCW - Reinvestment IDCW Entry Load* : Nil | Income Distribution cum Capital Withdrawal Option (IDCW) – Direct - Payout of IDCW - Reinvestment IDCW Entry Load* : Nil | Income Distribution cum Capital Withdrawal Option (IDCW) – Direct Payout of IDCW Reinvestment IDCW Entry Load*: Not Applicable |
| (Including | Exit Load : | Exit Load : | Exit Load : |
| SIP / STP | If the units redeemed or switched out are | | If the units redeemed or switched out are upto 10% of |
| where | upto 10% of the units purchased or switched | (i) In respect of each purchase /switch-in of Units, an Exit Load of 1% is payable if Units are redeemed / | the units purchased or switched in ("the limit") within |
| applicable) | in ("the limit") within 1 year from the date | switched-out within 1 year from the date of allotment. | 1 year from the date of allotment – Nil |
| applicable) | of allotment – Nil | (ii) No Exit Load will be charged, if Units are | If units redeemed or switched out are over and above |
| | If units redeemed or switched out are over | redeemed/switched-out after 1 year from the date of | the limit within 1 year from the date of allotment -1% |
| | and above the limit within 1 year from the | allotment. | If units are redeemed or switched out on or after 1 year |
| | date of allotment -1% | anotinent. | from the date of allotment. – Nil |
| | If units are redeemed or switched out on or after 1 year from the date of allotment. – Nil A switch-out or a withdrawal under SWP may also attract an Exit Load like any Redemption. No Exit load will be chargeable in case of switches made between different options of the Scheme. No Exit load will be chargeable in case of Units allotted on account of dividend reinvestments, if any. * In terms of SEBI circular no. | * In terms of SEBI circular no. SEBI/IMD/CIR No.4/ 168230/09 dated June 30, 2009, no entry load will be charged to the investor effective August 1, 2009. | A switch-out or a withdrawal under SWP may also attract an Exit Load like any Redemption. No Exit load will be chargeable in case of switches made between different options of the Scheme. No Exit load will be chargeable in case of Units allotted on account of dividend reinvestments, if any. * <i>In terms of SEBI circular no. SEBI/IMD/CIR No.4/</i> <i>168230/09 dated June 30, 2009, no entry load will be</i> <i>charged to the investor effective August 1, 2009.</i> |
| | <i>SEBI/IMD/CIR No.4/ 168230/09 dated June 30, 2009, no entry load will be charged to the investor effective August 1, 2009.</i> | | |

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| Name of the | L&T Flexicap Fund | HSBC Flexi Cap Fund | HSBC Flexi Cap Fund |
|---------------|--|---|---|
| scheme | Scheme Getting Merged ("Transferor | Scheme with which Transferor Scheme is to be | ("Surviving Scheme") |
| / Description | Scheme '') | Merged ("Transferee Scheme") | |
| Liquidity | The Scheme will offer Units for Purchase | Being an open ended Scheme, Units may be purchased | Being an open ended Scheme, Units may be purchased |
| | and Redemption at NAV related prices on | or redeemed on every Business Day at NAV based | or redeemed on every Business Day at NAV based |
| | every Business Day. The Mutual Fund will | prices, subject to provisions of exit load, if any. The | prices, subject to provisions of exit load, if any. The |
| | endeavour to despatch the Redemption | Fund will, under normal circumstances, endeavour to | Fund will, under normal circumstances, endeavour to |
| | proceeds within 3 Business Days from the | despatch redemption proceeds within 3 Business Days. | despatch redemption proceeds within 3 Business Days. |
| | date of acceptance of the Redemption | | |
| | request. | | |
| Segregated | Enabled | Enabled* | To be Enabled (Refer the provisions related to |
| Portfolio | | | Segregated Portfolio below) |
| Covered Call | Enabled | Not Enabled | To be Enabled (Refer the provisions related to Covered |
| | | | Call below) |

A. Provisions related to covered call strategy

Covered call strategy is known as selling a call option on the shares which an investor holds. Under this strategy the investor owns the shares and has taken on the potential obligation to deliver the shares to the option buyer and accept the predetermine price as the price at which he sells the shares. For his willingness to do this, the investor receives the premium on the option.

Benefit of covered call strategy,

Income Generation: Investment manager sees this strategy as income generation. when investment manager is under view that the price of a share will not move beyond certain price in certain time frame, his endeavour will be to generate income by selling call option on that stock.

Downside Hedging: downside of the stock is protected to the extent of premium received under covered call strategy.

Risk Factors of covered call strategy

Volatility risk: Volatility risk arises when market more volatile than the Fund Manager's estimation. The investment manager holds view of range bound market and the market volatility breaches these limits, thereby increasing risk to the portfolio. This risk is mitigated as we have covered with the stocks we hold.

Opportunity loss: Selling call option means investment manager are obligated to deliver the stock at predetermined price. In case when the stock price move above the predetermine price the upside opportunity is lost on the stock, because we have sold call option.

Writing call options are highly specialized activities and entail higher than ordinary investment risks. In such investment strategy, the profits from call option writing is capped at the option premium, however the downside depends upon the increase in value of the underlying equity shares.

Restriction in Writing of Covered Call Options by Mutual Fund Schemes:

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In terms of SEBI circular dated January 16, 2019 Mutual funds have been permitted to write call options under a covered call strategy as prescribed below:

Mutual Fund schemes (except Index Funds and ETFs) may write call options only under a covered call strategy for constituent stocks of NIFTY 50 and BSE SENSEX subject to the following:

- a. The total notional value (taking into account strike price as well as premium value) of call options written by a scheme shall not exceed 15% of the total market value of equity shares held in that scheme.
- b. The total number of shares underlying the call options written shall not exceed 30% of the unencumbered shares of a particular company held in the scheme. The unencumbered shares in a scheme shall mean shares that are not part of Securities Lending and Borrowing Mechanism (SLBM), margin or any other kind of encumbrances.
- c. At all points of time the Mutual Fund scheme shall comply with the provisions at paragraph (a) and (b) above. In case of any passive breach of the requirement at paragraph (a), the respective scheme shall have 7 trading days to rebalance the portfolio. During the rebalancing period, no additional call options can be written in the said scheme.
- d. In case a Mutual Fund scheme needs to sell securities on which a call option is written under a covered call strategy, it must ensure compliance with paragraphs (a) and (b) above while selling the securities.
- e. In no case, a scheme shall write a call option without holding the underlying equity shares. A call option can be written only on shares which are not hedged using other derivative contracts.
- f. The premium received i.e. the total gross exposure related to option premium paid and received must not exceed 20% of the net assets of the scheme.
- g. The exposure on account of the call option written under the covered call strategy shall not be considered in cumulative gross exposure of the Scheme for computing 100% of the net assets of the scheme.
- h. The call option written shall be marked to market daily and the respective gains or losses factored into the daily NAV of the respective scheme(s) until the position is closed or expired.

B. Segregated Portfolio

In order to ensure fair treatment to all investors in case of a Credit Event and to deal with liquidity risk, SEBI (vide its circular no. SEBI/HO/IMD/DF2/CIR/P/2018/160 dated December 28, 2018) has allowed creation of Segregated Portfolio of debt and money market instruments by mutual fund schemes.

Benefits associated with Segregated Portfolio

The creation of Segregated Portfolio is aimed at ring fencing a bad asset and restrict cascading effect of illiquidity on the rest of portfolio. This will ensure fair treatment to all investors in case of a Credit Event and allow HSBC AMC to deal with liquidity risk. This offers advantage to the investors in following ways:

- Protecting interest of the investors It protects investors from exits of large investors as segregation of bad assets help in stabilizing the NAV and minimize panic redemptions, thereby providing a cushion to the liquid portfolio of the Scheme.
- Fair treatment to the investors New investors coming to the Scheme (Main Portfolio) after the Credit Event will neither get benefit of subsequent recovery, if any, of the

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bad assets nor will they have to bear the cost of further reduction in value of bad assets. Furthermore, an existing investor exiting from the liquid portfolio (Main Portfolio) after the Credit Event shall still be entitled to receive his portion of subsequent recovery of bad assets in the Segregated Portfolio.

The salient features of creation of Segregated Portfolio is given as below:

Creation of Segregated Portfolio

Creation of Segregated Portfolio shall be subject to guidelines specified by SEBI from time to time and includes the following:

- 1) Segregated Portfolio may be created, in case of a Credit Event at issuer level i.e. downgrade in credit rating by a SEBI registered Credit Rating Agency (CRA), as under:
 - a. Downgrade of a debt or money market instrument to 'below investment grade', or
 - b. Subsequent downgrades of the said instruments from 'below investment grade', or
 - c. Similar such downgrades of a loan rating.
- 2) Trigger of a pre-specified event for loss absorption in case of debt instruments with special features such as subordination to equity (absorption of losses before equity capital) and/or conversion to equity upon trigger of a pre-specified event for loss absorption.

In case of debt instruments with special features mentioned above, if the instrument is to be written off or converted to equity pursuant to any proposal, the date of said proposal may be treated as the Trigger Date. However, if the said instruments are written off or converted to equity without proposal, the date of write off or conversion of debt instrument to equity may be treated as the Trigger Date.

- 3) In case of difference in rating by multiple CRAs, the most conservative rating shall be considered. Creation of Segregated Portfolio shall be based on issuer level Credit Events as mentioned above and implemented at the ISIN level.
- 4) In case of unrated debt or money market instruments of an issuer that does not have any outstanding rated debt or money market instruments, actual default of either the interest or principal amount by the issuer of such instruments shall be considered as a Credit Event for creation of Segregated Portfolio.
- 5) Creation of Segregated Portfolio is optional and is at the discretion of the AMC.

Definitions

- 1) The term 'Segregated Portfolio' means a portfolio, comprising of debt or money market instrument affected by a Credit Event that has been segregated in a mutual fund scheme.
- 2) The term 'Main Portfolio' means the scheme portfolio excluding the Segregated Portfolio.
- 3) The term 'Total Portfolio' means the scheme portfolio including the securities affected by the Credit Event.

Process for Creation of Segregated Portfolio

1) On the date of Credit Event, the AMC shall decide on creation of Segregated Portfolio. Once the AMC decides to Segregated Portfolio, it shall :

- a. seek approval of Board of Trustees prior to creation of the Segregated Portfolio;
- b. immediately issue a press release disclosing its intention to segregate such debt and money market instrument and its impact on the investors. The Fund will also

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disclose that the segregation shall be subject to the Trustee approval. Additionally, the said press release will be prominently disclosed on the website of the AMC; and

- c. ensure that till the time the Trustee approval is received, which in no case shall exceed 1 business day from the day of Credit Event, the subscription and redemption in the scheme will be suspended for processing with respect to creation of units and payment on redemptions.
- 2) Once the Trustee approval is received by the AMC:
 - a. Segregated Portfolio will be effective from the day of Credit Event
 - b. The AMC shall issue a press release immediately with all relevant information pertaining to the Segregated Portfolio. The said information will also be submitted to SEBI.
 - c. An e-mail or SMS will be sent to all unit holders of the concerned scheme.
 - d. The Net Asset Value (NAV) of both Segregated and Main Portfolios will be disclosed from the day of the Credit Event.
 - e. All existing investors in the scheme as on the day of the Credit Event will be allotted equal number of units in the Segregated Portfolio as held in the Main Portfolio.
 - f. No redemption and subscription will be allowed in the Segregated Portfolio. However, upon recovery of any money from Segregated Portfolio, it will be immediately distributed to the investors in proportion to their holding in the Segregated Portfolio.
 - g. The AMC shall enable listing of units of Segregated Portfolio on the recognized stock exchange within 10 working days of creation of Segregated Portfolio and also enable transfer of such units on receipt of valid transfer requests.
- 3) If the Trustee do not approve the proposal to segregate portfolio, the AMC will issue a press release immediately informing investors of the same.

Processing of Subscription and Redemption Proceeds

1) All subscription and redemption requests for which NAV of the day of Credit Event or subsequent day is applicable will be processed as under:

- i. Upon trustees' approval to create a Segregated Portfolio -
 - Investors redeeming their units will get redemption proceeds based on the NAV of Main Portfolio and will continue to hold the units of Segregated Portfolio. Investors subscribing to the scheme will be allotted units only in the Main Portfolio based on its NAV.
- ii. In case trustees do not approve the proposal of Segregated Portfolio, subscription and redemption applications will be processed based on the NAV of Total Portfolio.

Disclosure

The AMC shall make necessary disclosures as mandated by SEBI, in statement of account, monthly / half yearly portfolio statements, KIM, SID, Scheme Advertisements, Scheme Performance data, AMC's website and at other places as may be specified.

The information regarding number of Segregated Portfolio(s) created in a scheme shall appear prominently under the name of the scheme at all relevant places such as SID, KIM-cum-Application Form, advertisement, AMC and AMFI websites, etc.

The NAV of the Segregated Portfolio shall be declared on daily basis.

Further, the investors of the Segregated Portfolio shall be duly informed of the recovery proceedings of the investments of the Segregated Portfolio. Status update may be provided to the investors at the time of recovery and also at the time of writing-off of the segregated securities.

Total Expense Ratio (TER) for the Segregated Portfolio

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- 1. The AMC will not charge investment and advisory fees on the Segregated Portfolio. However, TER (excluding the investment and advisory fees) can be charged, on a pro-rata basis only upon recovery of the investments in Segregated Portfolio.
- 2. The TER so levied shall not exceed the simple average of such expenses (excluding the investment and advisory fees) charged on daily basis on the Main Portfolio (in % terms) during the period for which the Segregated Portfolio was in existence.
- 3. The legal charges related to recovery of the investments of the Segregated Portfolio may be charged to the Segregated Portfolio in proportion to the amount of recovery. However, the same shall be within the maximum TER limit as applicable to the Main Portfolio. The legal charges in excess of the TER limits, if any, shall be borne by the AMC.
- 4. The costs related to Segregated Portfolio shall in no case be charged to the Main Portfolio.

Monitoring by Trustees

The Trustee will monitor the compliance of the SEBI Circular in respect of creation of Segregated Portfolio and disclosure in this respect shall be made in Half-Yearly Trustee reports filed with SEBI.

In order to avoid mis-use of Segregated Portfolio, Trustees shall have a mechanism in place to negatively impact the performance incentives of fund managers, Chief Investment Officers, etc. involved in the investment process of securities under the Segregated Portfolio, mirroring the existing mechanism for performance incentives of the AMC, including transfer of such impacted amount to the Segregated Portfolio.

Risks associated with Segregated Portfolio

Liquidity risk – Segregated Portfolio is created to separate debt and money market instruments affected by a Credit Event from the Main Portfolio of the Scheme. The Fund will not permit redemption of the Segregated Portfolio units, but the units will be listed on a recognized stock exchange. The Fund is not assuring any liquidity of such units on the stock exchange. Further, trading price of units on the stock exchange may be significantly lower than the prevailing NAV. Investors can continue to transact (subscribe/redeem) from the Main Portfolio.

Credit risk – While the AMC will put in sincere efforts to recover the securities in the Segregated Portfolio and distribute the same to unit holders, it is likely that such securities may not realise any value leading to losses to investors.

Illustration of Segregated Portfolio

Below mentioned is sample Portfolio of a scheme, net assets of which amount to Rs. 558.41 lacs.

(1) Portfolio Before Downgrade Event (As on 29 June, 2019)

| Security | Rating | Type of Security | Quantity | Price Per Unit (Rs.) | Market Value (Rs. in lacs) | % of Net Assets |
|----------------------------------|--------|------------------|----------|-------------------------|-------------------------------|-----------------|
| 7.14% A Finance Corporation Ltd. | AAA | NCD | 50000 | 102.625 | 51.31245 | 9.19% |

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| Security | Rating | Type of Security | Quantity | Price Per Unit (Rs.) | Market Value (Rs. in lacs) | % of Net Assets |
|--------------------------|-----------|------------------------|----------|-------------------------|-------------------------------|-----------------|
| 7.70 % B Industries Ltd. | AAA | NCD | 60000 | 98.3588 | 59.01528 | 10.57% |
| 8.29% C Services Ltd. | AA+ | NCD | 70000 | 98.9125 | 69.23875 | 12.40% |
| D Ltd | A1+ | CD | 30000 | 98.199 | 29.4597 | 5.28% |
| 7.37% GoI Sep 16 2019 | Sovereign | Gilt | 50000 | 98.7623 | 49.38115 | 8.84% |
| Cash / Cash Equivalents | | | | | 300.00142 | 53.72% |
| | | Net Assets | | | 558.41 | |
| | | No. of units (in Lacs) | | | 10 | |
| | | NAV (Rs. per unit) | | | 55.8409 | |

(2) Rating downgrade of security

| Downgrade event date | 30-Jun-2019 | | |
|--------------------------|-------------------------------------|--|--|
| Downgraded security | 8.29% C Services Ltd. from AA+ to B | | |
| Valuation marked down by | 25%* | | |

*Mark down in valuation of downgraded securities shall be based on the haircut matrices specified by Association of Mutual Funds in India (AMFI) which takes into account downgraded rating, sector to which security belongs and secured / unsecured nature of the security.

Portfolio after Downgrade (As on 30 June, 2019)

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| Security | Rating | Type of Security | Quantity | Price Per Unit (Rs.) | Market Value (Rs. in lacs) | % of Net Assets |
|----------------------------------|-----------|------------------------|----------|-------------------------|-------------------------------|-----------------|
| 7.14% A Finance Corporation Ltd. | AAA | NCD | 50000 | 102.625 | 51.31245 | 9.47% |
| 7.70 % B Industries Ltd. | AAA | NCD | 60000 | 98.3588 | 59.01528 | 10.90% |
| 8.29% C Services Ltd.* | B* | NCD | 70000 | 75 | 52.5 | 9.69% |
| D Ltd. | A1+ | CD | 30000 | 98.199 | 29.4597 | 5.44% |
| 7.37% GoI Sep 16 2019 | Sovereign | Gilt | 50000 | 98.7623 | 49.38115 | 9.12% |
| Cash / Cash Equivalents | | | | | 300.00142 | 55.38% |
| | | Net Assets | | | 541.67 | |
| | | No. of units (in Lacs) | | | 10 | |
| | | NAV (Rs. per unit) | | | 54.1670 | |

* Mark down of 25% is on the face value (Rs. 100/-) of security on the date of Credit Event. Before marked down, the security was valued at Rs. 98.9125 per unit on 30 June, 2019 which is the date of Credit Event, NCD of C Services Ltd. will be segregated into a separate portfolio.

Main Portfolio (As on 30 June, 2019)

| Security | Rating | Type of Security | Quantity | Price Per Unit (Rs.) | Market Value (Rs. in lacs) | % of Net Assets |
|----------------------------------|-----------|------------------|----------|-------------------------|-------------------------------|-----------------|
| 7.14% A Finance Corporation Ltd. | AAA | NCD | 50000 | 102.625 | 51.31245 | 10.49% |
| 7.70 % B Industries Ltd. | AAA | NCD | 60000 | 98.3588 | 59.01528 | 12.06% |
| D Ltd. | A1+ | CD | 30000 | 98.199 | 29.4597 | 6.02% |
| 7.37% GoI Sep 16 2019 | Sovereign | Gilt | 50000 | 98.7623 | 49.38115 | 10.09% |
| Cash / Cash Equivalents | | | | | 300.00142 | 61.33% |

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| Security | Rating | Type of Security | Quantity | Price Per Unit (Rs.) | Market Value (Rs. in lacs) | % of Net Assets |
|----------|--------|------------------------|----------|-------------------------|-------------------------------|-----------------|
| | | Net Assets | | | 489.17 | |
| | | No. of units (in Lacs) | | | 10 | |
| | | NAV (Rs. per unit) | | | 48.9170 | |

Segregated Portfolio (As on 30 June, 2019)

| Security | Rating | Type of Security | Quantity | Price Per Unit (Rs.) | Market Value (Rs. in lacs) | % of Net Assets |
|------------------------|--------|------------------------|----------|-------------------------|-------------------------------|-----------------|
| 8.29% C Services Ltd.* | B* | NCD | 70000 | 75 | 52.5 | 100.00% |
| | | Net Assets | | | 52.50 | |
| | | No. of units (in Lacs) | | | 10 | |
| | | NAV (Rs. per unit) | | | 5.2500 | |

(3) Holding after creation of Segregated Portfolio

| Particulars | Segregated Portfolio | Main Portfolio | Total Value (Rs. in lacs) |
|---------------------------|----------------------|----------------|---------------------------|
| No. of units (in Lacs) | 10 | 10 | |
| NAV (Rs. per unit) 5.2500 | | 48.9170 | |
| Total value | 52.50 | 489.17 | 541.67 |

C. Risk factors associated with investments in Perpetual Debt Instruments (PDI) including Additional Tier-1 and Tier-2 bonds

The scheme may invest in certain debt instruments with special features viz. subordination to equity (absorbs losses before equity capital) and /or convertible to equity upon trigger of a pre-specified event for loss absorption including Additional Tier I bonds and Tier 2 bonds issued under Basel III framework (known as perpetual debt instruments).

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PDIs are instruments issued by the borrower to strengthen their capital structure and as the name suggests these instruments do not have a specific maturity date but have an embedded call option instead and maybe less liquid than conventional debt instruments. These bonds are subordinate to all other debt and only senior to equity capital. The issuer may call or redeem the bonds on the call exercise date if they can refinance the issue at a cheaper rate, especially when interest rates are declining. The issuers of such instruments could be Banks, NBFCs and Corporates. PDIs issued by Banks and NBFCs fall under scope of Reserve Bank of India (RBI)'s guidelines for Basel III capital regulations. These are also referred to as Additional Tier I (AT1 bonds). However, there are no regulatory guidelines for issuance of PDIs by Corporates.

Since PDIs have special features other than usual non-convertible bonds, there are additional risks associated with such instruments which are listed below -

Risk related to coupon servicing -

Banks - As per the terms of the instruments, Banks may have discretion at all times to cancel distributions/payment of coupons. In the event of non-availability of adequate distributable reserves and surpluses or inadequacy in terms of capital requirements, RBI may not allow banks to make payment of coupons. These bonds may not be permitted to pay these coupons if the Bank's financial position improves subsequently (non-cumulative)

NBFCs - While NBFCs can defer/postpone payment of coupon in case paying the coupon leads to breach of capital ratios, they also have discretion at all times to cancel payment of coupon.

Corporates - Corporates usually have discretion to defer the payment of coupon. However, the coupon is usually cumulative and any deferred coupon shall accrue interest at the original coupon rate of the PDI.

Risk of write down or conversion to equity -

In the event of shortfall in maintenance of capital adequacy ratios and/or Point of Non Viability Trigger (PONV - a point defined by RBI when a bank is deemed to have become non-viable unless appropriate measures are taken to revive its operations or infusion of public sector capital), PDIs issued by Banks could be written down or converted to common equity. This risk does not exist in case of PDIs issued by NBFCs and Corporates.

<u>Risk of call option not exercised by the issuer –</u>

Banks and NBFCs - The issuing Banks and NBFCs have an option to call back the instrument after minimum period as per the regulatory requirement from the date of issuance and specified period thereafter, subject to meeting the RBI guidelines. However, if the issuer does not exercise the call on first call date, the Scheme may have to hold the instruments for a period beyond the first call exercise date and hence maybe exposed valuation impacts.

Corporates – Unlike Banks and NBFCs there is no minimum period for call date for Corporate issuers. However, if the corporate does not exercise the call option, the Scheme may have to hold the instruments for a period beyond the call exercise date and hence maybe exposed to valuation impacts.

<u>**Risk Mitigation**</u> – The Scheme will not invest more than 10% of the NAV of the scheme in such instruments and will limit exposure to 5% of the NAV of the Scheme for such instruments issued by a single issuer.

D. Risk associated with short selling and securities lending

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Short Selling Risk: The risk associated with upward movement in market price of security sold short may result in loss. The losses on short position may be unlimited as there is no upper limit on rise in price of a security.

Securities Lending: The risks in lending portfolio securities, as with other extensions of credit, consist of the failure of another party, in this case the approved intermediary, to comply with the terms of agreement entered into between the lender of securities i.e., the Scheme and the approved intermediary. Such failure to comply can result in the possible loss of rights in the collateral put up by the borrower of the securities, the inability of the approved intermediary to return the securities deposited by the lender and the possible loss of any corporate benefits accruing to the lender from the securities deposited with the approved intermediary. The Mutual Fund may not be able to sell such lent securities and this can lead to temporary illiquidity.

This Addendum forms an integral part of the Scheme Information Document (SID) & Key Information Memorandum (KIM) of the surviving scheme.

Investors are requested to take note of the above.

For L&T Investment Management Limited CIN: U65991MH1996PLC229572 (Investment Manager to L&T Mutual Fund)

Date: November 24, 2022 **Place:** Mumbai

Sd/-Authorised Signatory

Mutual Fund investments are subject to market risks, read all scheme related documents carefully.