

**6th SUPPLEMENT TO THE
OFFERING DOCUMENT OF
ATLAS PENSION ISLAMIC FUND
(APIF)**

DATED: AUGUST 09, 2018

**Sixth Supplement Dated August 09, 2018 to the
Offering Document of Atlas Pension Islamic Fund (APIF)
Issued on October 31, 2007.**

(Managed by Atlas Asset Management Limited, as an Asset Management Company registered under the Non-Banking Finance Companies (Establishment and Regulation) Rules, 2003)

Established in Pakistan under the Trusts Act 1882 by a Trust Deed dated August 31, 2007 and as amended via Supplemental Trust Deed dated June 06, 2013 between Atlas Asset Management Limited, as the Pension Fund Manager and Central Depository Company of Pakistan Limited, as the Trustee, and authorized under Rule 9 of the Voluntary Pension System Rules, 2005 (Rules).

1. Amendment in Sub-Clause 5.1(i) (vii) of “Duties and obligations of the Pension Fund Manager”:

In sub-clause 5.1 (i) (vii) following amendments shall be made:

- 1- The text “with the prior approval of the Commission” shall be deleted;
- 2- The text “the first half of its year of account” shall be deleted and replaced with the text “second quarter”;
- 3- The text “half year” after the words “account for that” shall be deleted and replaced with text “quarter”;
- 4- The text “the half year” after the words “at the end of” shall be deleted and replaced with the text “that quarter”; and
- 5- At the end of sub-clause 5.1(i) (vii) following text shall be added:
“Pension Fund Manager may, with the prior approval of the Commission, post the quarterly accounts on its website.”

For the sake of clarity the amended Sub-Clause 5.1 (i) (vii) shall be read as under:

(vii)The Pension Fund Manager shall also within two months, after the close of second quarter, prepare and transmit to the Participants, the Trustee and the Commission a profit and loss account for that quarter and balance sheet in respect of each Sub-Fund and of the Trust as at the end of that quarter, whether audited or otherwise which shall be in compliance with the requirements set out in the Rules. Pension Fund Manager may, with the prior approval of the Commission, post the quarterly accounts on its website;

2. Amendment in Sub-Clause 5.1 (i) (xii) of “Duties and obligations of the Pension Fund Manager”:

In sub-clause 5.1 (i) (xii) the text “electronic” after the words “send an’ in first sentence, the text “/takaful company, after the words “life insurance company” in third sentence shall be added.

For the sake of clarity the amended Sub-Clause 5.1 (i) (xii) shall be read as under:

The Pension Fund Manager shall send an electronic Account Statement, as at 30th June and 31st December each year, within thirty days thereafter to each Participant, confirming the aggregated transactions for that six month period and indicating the type(s) of Contributions received: Contribution from the employer or the employee, incoming transfers from other pension fund manager(s) or incoming transfers from Provident Fund or transfer from a deceased person’s account or other; types of benefit disbursements: retirement, pre-retirement payment along with the taxes withheld, death benefit payment or transfer to heirs, outgoing transfer to purchase an Approved Annuity Plan from a life insurance company/takaful company, outgoing transfer to other pension fund manager(s), withdrawals or other. The statements shall include details of the number of Units allocated

and held, the current valuation of the Units and such other information as may be specified by the Commission free of charge. Additionally, the Participant shall be entitled to receive any statement, in respect of his account, at any time, on written application. Such information may also be posted on the website or emailed and furnished electronically, subject to prior approval of the Commission;

3. Addition of Sub-Clauses (xxiv) and (xxv) in Sub-Clause 5.1 (i) “Duties and Obligations of the Pension Fund Manager”:

In clause 5.1 (i) two new sub-clauses (xxiv) & (xxv) shall be inserted.

For the sake of clarity the new sub-clauses 5.1(i) (xxiv) & (xxv) shall be read as under:

- xxiv. Furnish to the Commission a copy of its annual report together with copies of the balance sheet, profit and loss account, the directors’ report and the auditors’ report within one month of its annual general meeting and shall furnish its half yearly report to the Commission within two months of close of its half year.
- xxv Send a notice to a participant at least thirty days before the chosen date of retirement informing him the options available to him on retirement, as per format prescribed by the Commission from time to time.

4. Amendment in Sub-Clause (ix) of 5.1 (j) “Restrictions for the Pension Fund Manager”:

In Sub-Clause 5.1 (j) (ix) the text “take exposure in any form or invest in debt or equity securities of connected persons or” shall be added at the beginning.

For the sake of clarity the amended sub-clause 5.1 (j) (ix) shall be read as under:

- (ix) take exposure in any form or invest in debt or equity securities of connected persons or purchase or sell any security from/ to any of the Connected Person(s).

5. Addition of sub-clause (x) in Clause 5.1 (j) “Restrictions for the Pension Fund Manager”:

A new sub-clause (x) shall be added in Clause 5.1 (j).

For the sake of clarity the new sub-clause 5.1 (j) (x) shall be read as under:

- (x) enter into a short sale transaction in any security.

6. Addition of Sub-Clauses (xxii, xxiii, xxiv, xxv & xxvi) in Clause 5.2 (e) “Obligations of Trustee”

In Clause-5.2 (e) the text “and” at the end of sub-clause (xx) shall be deleted five new sub-clauses (xxii), (xxiii), (xxiv) (xxv) & (xxvi) shall be added.

For the sake of clarity the new sub-clauses (xxii), (xxiii), (xxiv) (xxv) & (xxvi) of 5.2 (e) shall be read as under:

- (xxii) The Trustee shall be liable for any loss caused due to its willful act or omission or that of its agent or delegate in relation to custody of assets or any investment forming part of the property of the pension fund;
- (xxiii) The Trustee shall ensure that the Pension Fund Manager has specified a criteria in writing to provide for a diverse panel of brokers at the time of offering of a pension fund or for any subsequent change;

- (xxiv) The Trustee shall ensure that the Pension Fund Manager has been diligent in appointing brokers and shall not enter, on behalf of a pension fund, into transactions with any broker that exceed fifteen per cent of the commission payable by a pension fund in any one accounting year;

Provided that this restriction shall not apply to transactions relating to money market instruments or debt securities;

- (xxv) The Trustee shall immediately inform the Commission if any action of the Pension Fund Manager contravenes any provision of the Ordinance, VPS rules, constitutive document, offering document, guidelines, codes, circulars, directives or any other applicable laws; and
- (xxvi) The Trustee shall comply with the directions of the Commission given in the interest of the participants.

7. Amendment in sub-clause 6.2 (15) of “Application and Payment Procedure”:

In sub-clause 6.2 (15), the text “through electronic” shall be deleted and replaced with text “electronically (that is, web based). Further, following text shall be added at the end after the word “means”:

“such as bank auto debit instructions, credit cards and debit cards. The Pension Fund Manager may also request the Trustee to open bank accounts at different branches of banks to facilitate the contribution/redemption of Units through the ATM facility. Any such arrangements shall be notified to the Participants as and when introduced by the Pension Fund Manager.

In case of submission of electronic online contribution/redemption requests the Participant’s user ID and password will authenticate his/her identity”

For the sake of clarity the new Sub-Clause 6.2 (15) shall be read as under:

- (15) The Pension Fund Manager may make arrangements to accept Contribution/redemption requests electronically (that is, web based) IVR (Interactive Voice Response) or other means such as bank auto debit instructions, credit cards and debit cards. The Pension Fund Manager may also request the Trustee to open bank accounts at different branches of banks to facilitate the contribution/redemption of Units through the ATM facility. Any such arrangements shall be notified to the Participants as and when introduced by the Pension Fund Manager.

In case of submission of electronic online contribution/redemption requests the Participant’s user ID and password will authenticate his/her identity.

8. Amendment in Sub-Clause 6.11 (4) (c) “Change of Pension Fund or Pension Fund Manager Form:

In sub-clause 6.11 (4) (c) the text “twenty-one” shall be deleted and replaced with the words “seven working”.

For the sake of clarity the amended Sub-Clause 6.11 (4) (c) shall be read as under:

- (c) **Change of Pension Fund or Pension Fund Manager Form:** This form is required to be submitted if the Participant wishes to change the Pension Fund or Pension Fund Manager and transfer the Individual Pension Account to another pension fund or Pension Fund Manager once in a financial year. This form must be submitted at least seven working days before the effective date of the proposed change.

9. Amendment in Sub-Clause 6.12 (3) “Redemption of Units on Change of Pension Fund or Pension Fund Manager”:

In sub-clause 6.12 (3), the words “at the close of the Dealing Day corresponding to the date of transfer.” Shall be deleted and replaced with the text “on the working day prior to the date of transfer.”

For the sake of clarity the amended Sub-Clause 6.12 (3) shall be read as under:

- (3) Units shall be redeemed at the Net Asset Value of each of the pertinent Sub-Funds notified on the working day prior to the date of transfer. It is clarified that the date of transfer shall be the date, as mentioned in Sub-Para (6) below.

10. Amendment in Sub-Clause (1) of Clause 6.17 “Retirement Age”:

The entire text after the first sentence of sub-clause (1) shall be deleted.

For the sake of clarity the amended Sub-Clause 6.17 (1) shall be read as under:

- (1) The Retirement Age for the Participants shall be any age between sixty and seventy years or twenty-five since the age of first contribution to a pension fund whichever is earlier.

11. Amendment in Sub-Clause (1) of Clause 6.18 “Benefits on Retirement”:

The text “, where no option is selected by him,” shall be inserted after the word “Participant” in the first sentence of sub-clause 6.18(1) and the word “credited” shall be deleted and replaced with the text “transferred”. Further, the text “which shall earn the applicable market rate of profit offered for deposits of such amount and duration (i.e. from the date the Units of the Sub-Funds are redeemed till the date that the complete retirement options form is received).” after the words “Individual Pension Account,” shall be deleted and replaced with the text “in the lower volatility scheme offered by the Pension Fund Manager.”

For the sake of clarity the amended Sub-Clause 6.18(1) shall be read as under:

- (1) At the date of retirement of the Participant, where no option is selected by him, all the Units of the Sub-Funds to his credit shall be redeemed at the Net Asset Value notified at close of the day of retirement, if such day is a Dealing Day and otherwise on the next following Dealing Day and the amount due shall be transferred to his Individual Pension Account, in the lower volatility scheme offered by the Pension Fund Manager.

12. Amendment in Sub-Clause (2) (e) of Clause 6.18 “Benefits on Retirement”:

The text “twenty-one” of sub-clause 6.18(2)(e) shall be deleted and replaced with the words “seven working”.

For the sake of clarity the amended Sub-Clause 6.18(2) (e) shall be read as under:

- (e) The transfer of an individual income payment plan account from one Pension Fund Manager to another Pension Fund Manager or from one income payment plan to another income payment plan shall only take place once in a financial year and notice for the change, specifying the name of new Pension Fund Manager and the income payment plan shall be sent by the participant at least seven working days before the effective date of the proposed change.

13. Amendment in Sub-Clause 6.20 (1) of “Procedure for redemption of Units on Death of Participant before Retirement”:

The entire text of sub-clause 6.20(1) shall be deleted except the words “till the date when the available options mentioned in sub-para (3) below are exercised by the nominees.”, and following text shall be inserted:

“In case of death of a participant before the retirement age, all the units of the sub-funds to his credit shall be redeemed at the net asset value notified at close of the day of intimation of death and the amount due shall be transferred to his individual pension account in the lower volatility scheme offered by the Pension Fund Manager”.

For the sake of clarity the amended Sub-Clause 6.20(1) shall be read as under:

(1) In case of death of a participant before the retirement age, all the units of the sub-funds to his credit shall be redeemed at the net asset value notified at close of the day of intimation of death and the amount due shall be transferred to his individual pension account in the lower volatility scheme offered by the Pension Fund Manager till the date when the available options mentioned in sub-para (3) below are exercised by the nominees.

14. Amendment in Sub-Clause 6.20 (3) (ii) of “Procedure for redemption of Units on Death of Participant before Retirement”:

In sub-clause 6.20(3)(ii) the text “or income payment plan account” shall be added after the words “individual pension account”. The word “the” before the text “Pension Fund Manager” to be replaced with the word “a”.

For the sake of clarity the amended Sub-Clause 6.20(3)(ii) shall be read as under:

transfer his share of the amount into his existing or new individual pension account or income payment plan account to be opened with a Pension Fund manager, according to the Rules;

15. Amendment in Sub-Clause 12.2 (i) “Account Statements”:

In sub-clause 12.2 (i) the text “in electronic form or if requested in physical form” shall be inserted after the words “Account Statement”.

For the sake of clarity the amended Sub-Clause 12.2 (i) shall be read as under:

Account Statement: The Pension Fund Manager shall send the Accounts Statements in electronic form or if requested in physical form to each Participants:

16. Amendment in Clause 12.3 “Financial Reporting to Participants”:

In sub-clause 12.3 (a) following provision shall be added:

“Provided that the Pension Fund Manager may transmit or make available on its website the annual report of the pension fund for participants, provided it shall make the printed copy available to a participant free of cost as and when required.”

In last paragraph of provision of sub-clause 12.3 (b) the text “Ordinance, 1984” shall be deleted and replaced with the text “Act 2017”.

For the sake of clarity the amended Clause 12.3 shall be read as under:

The Pension Fund Manager shall provide the following reports in respect of each Sub-Fund and of the Trust, in accordance with the Rules, to the Participants and the Commission:

a) prepare and transmit an annual report, together with a copy of the balance sheet and income and expenditure account and the auditor’s report of the pension fund within

four months of closing of the accounting period to the Commission and the participants.

Provided that the Pension Fund Manager may transmit or make available on its website the annual report of the pension fund for participants, provided it shall make the printed copy available to a participant free of cost as and when required.

- b) within one month of the close of the first and third quarter of its year of account of the fund and within two months of the close of second quarter, prepare and transmit to the participants and the Commission a balance sheet as at the end of that quarter and a profit and loss account for that quarter, whether audited or otherwise, of the pension fund. The Pension Fund Manager may, with the prior approval of the Commission, post the said quarterly accounts on their website.

Provided that the Commission may allow two months after the close of the second quarter of each Accounting Period to the Pension Fund Manager in respect of the unaudited financial statements that are subject to limited scope review by Auditors.

The regularity of reporting will change if so required under the Rules and the Companies Act 2017.

17. Amendment in Sub-Clause 13.4 (1) “Account Statement”:

In sub-clause 13.4 (1) the text “electronic” shall be inserted after the words “send an”.

For the sake of clarity the amended Sub-Clause 13.4 (1) shall be read as under:

The Pension Fund Manager or the Registrar, as the case may be, shall send an electronic acknowledgment receipt of the Contribution to the Participant and to the employer, if so required, within one week of the receipt of such Contribution.

18. Amendment in Sub-Clause 13.4 (2) ‘Account Statement’:

In sub-clause 13.4 (2) the text “/Transfer Agent” after the words “Fund Manager” shall be inserted and the text “in electronic form or if requested in physical form” shall be inserted after the words “Account Statement”. Further, the following paragraph shall be inserted at the end:

“The Pension Fund Manager/Transfer Agent shall also send an account statement each time when there is an activity in the participant's account within seven working days of such activity and the participant shall be entitled to receive any information, in respect of his account, at any time on written application. Such information may also be posted on the website and furnished electronically, subject to prior approval of the Commission.”

For the sake of clarity the amended Sub-Clause 13.4 (2) shall be read as under:

The Pension Fund Manager/Transfer Agent shall send an Account Statement in electronic form or if requested in physical form, as at 30th June and 31st December each year, within thirty days thereafter to each Participant, confirming the aggregated transactions for that six month period and indicating the type(s) of Contributions received: Contribution from the employer or the Participant, incoming transfers from other pension fund manager(s) or incoming transfers from Provident Fund or transfer from a deceased person's account or other; types of benefit disbursements: retirement, pre-retirement payment along with the taxes withheld, death benefit payment or transfer to heirs, outgoing transfer to purchase an Approved Annuity Plan from a life insurance company, outgoing transfer to other pension fund manager(s), withdrawals or other. The statements shall include details of the number of Units allocated and held the current valuation of the Units such other information as may be specified by that the Commission.

The Pension Fund Manager/Transfer Agent shall also send an account statement each time when there is an activity in the participant's account within seven working days of such activity and the participant shall be entitled to receive any information, in respect of his account, at any time on written application. Such information may also be posted on the website and furnished electronically, subject to prior approval of the Commission.

19. Amendment in Sub-Clause 13.4 (4) 'Account Statement':

The sub-clause 13.4 (4) given below shall be deleted:

“The Transfer Agent shall send an Account Statement as at 30th June and 31st December, within thirty days after the end of each date to each Participant, giving the details of amounts received or withdrawn and tax deducted, the number of Units allocated and held, the current valuation of the Units as at that date and any other information as may be specified by the Commission. Such information may also be posted on the website and furnished electronically, subject to approval of the Commission.”

20. Amendment in Sub-Clause 13.5 “Instructions from the Participants”

In sub-clause 13.5 the text “unless the Pension Fund Manager, with the approval of the Commission, has made other arrangements, as mentioned in this Offering Document or on its website from time to time.” after the word “writing” shall be deleted and replaced with the text “or through such other means as may be approved by the Commission”.

For the sake of clarity the amended Sub-Clause 13.5 shall be read as under:

All the instructions received from a Participant or his nominees or survivors with regard to the Individual Pension Account held in the Atlas Pension Fund shall be in writing or through such other means as may be approved by the Commission.

21. Deletion of Definition 20.68 from Part XX – “Definitions”:

The definition No. 20.68 “Stock Exchange” as given below shall be deleted:

“**Stock Exchange**” means Karachi Stock Exchange, Lahore Stock Exchange, Islamabad Stock Exchange or any other stock exchange registered under the Securities and Exchange Ordinance 1969.”