

FIFTH SUPPLEMENTAL INFORMATION MEMORANDUM FOR PRINCIPAL HERITAGE SERIES

Manager : **Principal Asset Management Berhad** (199401018399 (304078-K))

Trustee : **HSBC (Malaysia) Trustee Berhad** (193701000084 (1281-T))

This Fifth Supplemental Information Memorandum is dated 18 November 2024 and is to be read in conjunction with the Information Memorandum dated 10 July 2020 as amended by the First Supplemental Information Memorandum dated 12 October 2020, the Second Supplemental Information Memorandum dated 2 April 2021, the Third Supplemental Information Memorandum dated 17 November 2021 and the Fourth Supplemental Information Memorandum dated 28 February 2024 for the Principal Heritage Series which consists of the following Funds (“Information Memorandum”):

- Principal Heritage Income Fund
- Principal Heritage Balanced Fund
- Principal Heritage Growth Fund

The Funds were constituted on 21 April 2020.

The Securities Commission Malaysia has not authorised or recognised the Funds and a copy of this Fifth Supplemental Information Memorandum has not been registered with the Securities Commission Malaysia.

The lodgement of this Fifth Supplemental Information Memorandum should not be taken to indicate that the Securities Commission Malaysia recommends the Funds or assumes responsibility for the correctness of any statement made, opinion expressed or report contained in this Fifth Supplemental Information Memorandum.

The Securities Commission Malaysia is not liable for any non-disclosure on the part of Principal Asset Management Berhad who is responsible for the Funds and takes no responsibility for the contents in this Fifth Supplemental Information Memorandum. The Securities Commission Malaysia makes no representation on the accuracy or completeness of this Fifth Supplemental Information Memorandum, and expressly disclaims any liability whatsoever arising from, or in reliance upon, the whole or any part of its contents.

SOPHISTICATED INVESTORS ARE ADVISED TO READ AND UNDERSTAND THE CONTENTS OF THE INFORMATION MEMORANDUM AND THIS FIFTH SUPPLEMENTAL INFORMATION MEMORANDUM. IF IN DOUBT, PLEASE CONSULT A PROFESSIONAL ADVISER.

INVESTORS SHOULD BE AWARE THAT THE CAPITAL OF THE FUNDS WILL BE ERODED WHEN THE FUNDS DECLARE DISTRIBUTION OUT OF CAPITAL AS THE DISTRIBUTION IS ACHIEVED BY FORGOING THE POTENTIAL FOR FUTURE CAPITAL GROWTH AND THIS CYCLE MAY CONTINUE UNTIL ALL CAPITAL IS DEPLETED.

THIS IS A FIFTH SUPPLEMENTAL INFORMATION MEMORANDUM WHICH HAS TO BE READ IN CONJUNCTION WITH THE INFORMATION MEMORANDUM

1.0. GENERAL

- 1.1. This Fifth Supplemental Information Memorandum is issued to reflect the amendments made to the Information Memorandum as stated under paragraphs 1.4, 2, 3, 4, 5, 6, 7, 8, 9, 10 and 11 below.
- 1.2. All terms used in this Fifth Supplemental Information Memorandum shall have the same meanings as those defined in the Definitions Chapter of the Information Memorandum unless where the context otherwise requires.
- 1.3. All information provided herein is practicable on the date of this Fifth Supplemental Information Memorandum and shall remain current and relevant as at such date.
- 1.4. All references to Deutsche Trustees Malaysia Berhad and/or Deutsche Trustees Malaysia Berhad (200701005591 (763590-H)) in the Information Memorandum shall be amended to HSBC (Malaysia) Trustee Berhad (193701000084 (1281-T)).

2.0. DEFINITIONS

- 2.1. The following definition will be inserted under the section of “**Definitions**” at page ii:

HSBC Group - HSBC Holdings plc, its subsidiaries, related bodies corporate, associated entities and undertakings and any of their branches.

- 2.2. The definition of “Sophisticated Investor” under the section of “**Definitions**” at page iii has been replaced and read as below:

Sophisticated Investor - Refers to investors as we determine as qualified or eligible to invest in the Fund and that fulfil any laws, rules, regulations, restrictions or requirements imposed by the respective country’s regulators where the Fund is open for sale. For investors in Malaysia, this refers to any person who:

- (i) is determined to be a sophisticated investor under the SC’s Guidelines on Categories of Sophisticated Investors, as amended from time to time; or
- (ii) acquires any capital market product specified under the GLOLA where the consideration is not less than MYR250,000 or its equivalent in foreign currencies for each transaction whether such amount is paid for in cash or otherwise,

and/or any other category(ies) of investors as may be permitted by the SC from time to time.

Note: For more information, please refer to our website at www.principal.com.my for the current and/or updated definition and categories of “Sophisticated Investor”.

3.0. FEES, CHARGES AND EXPENSES

- 3.1. The information under the section of “**Trustee Fee**” at page 40 will be replaced and read as below:

Please note that the Trustee Fee (including local custodian fee but excluding foreign sub-custodian fees and charges) charged to the Fund is based on the NAV of the Fund. The Trustee Fee shall be accrued daily and paid monthly.

The Trustee Fee is up to 0.03% per annum of the NAV of the Fund.

Below is an illustration on how the Trustee Fee is calculated, assuming the NAV of the Fund is SGD 300 million:-

Trustee Fee for the day = NAV of the Fund x annual Trustee Fee rate for the Fund (%) / 365 days
= SGD 300 million x 0.03% / 365
= SGD 246.58

Note: In the event of a leap year, the computation will be based on 366 calendar days.

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4.0. TRANSACTION INFORMATION

4.1. The illustration on computation of the NAV of the Fund at pages 43 and 44 will be replaced and read as below:

	Fund (SGD)	Class ABC (Denominated in SGD) (SGD)	Class XYZ (Denominated in MYR) (SGD)
NAV of the Fund before income and expenses	185,942,897.00	173,342,897.00	12,600,000.00
% MCR	100%	⁽¹⁾ 93.22%	⁽¹⁾ 6.78%
Add: Income	30,000.00	⁽²⁾ 27,966.00	⁽²⁾ 2,034.00
Less: Expenses	(10,000.00)	⁽²⁾ (9,322.00)	⁽²⁾ (678.00)
Benefits or costs of hedging (if any)	900.00	-	900.00
NAV of the Fund before management fee and trustee fee	185,963,797.00	173,361,541.00	12,602,256.00
Less: Management fee	-	1.80% p.a.	1.80% p.a.
	(9,170.82)	(8,549.34)	(621.48)
Less: Trustee fee	0.03% p.a.	-	-
	(152.85)	(142.49)	(10.36)
NAV of the Fund	185,954,473.33	173,352,849.17	12,601,624.16
Units in circulation	205,000,000.00 units	170,000,000.00 units	35,000,000.00 units
NAV per unit		1.0197	0.3600
Currency exchange rate		N/A	(MYR/SGD)4.00
NAV per unit		SGD1.0197	MYR1.4400

	Fund (SGD)	Class ABC (Denominated in SGD) (SGD)	Class XYZ (Denominated in MYR) (SGD)
NAV of the Fund before creation of units for the day	185,954,473.33	173,352,849.17	12,601,624.16
⁽³⁾ Net subscription amount	1,250,000.00	1,000,000.00	250,000.00
Closing NAV	187,204,473.33	174,352,849.17	12,851,624.16
Units in circulation	206,675,125.03 units	170,980,680.59 units	35,694,444.44 units
NAV per unit		1.0197	0.3600
Currency exchange rate		N/A	(MYR/SGD)4.00
NAV per unit		SGD1.0197	MYR1.4400

Note:

⁽¹⁾ MCR computation

	Class ABC (Denominated in SGD) (SGD)	Class XYZ (Denominated in MYR) (SGD)
NAV of the Class x 100	<u>173,342,897.00 x 100</u>	<u>12,600,000.00 x 100</u>
NAV of the Fund before income and expenses	185,942,897.00	185,942,897.00

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= 93.22%	= 6.78%
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^{a)} Apportionment based on MCR is as follows:

	Class ABC (Denominated in SGD) (SGD)	Class XYZ (Denominated in MYR) (SGD)
Add: Income	30,000.00	MCR x Income = Income for Class ABC = 93.22% x SGD 30,000.00 = SGD 27,966.00
		MCR x Income = Income for Class XYZ = 6.78% x SGD 30,000.00 = SGD 2,034.00
Less: Expenses	(10,000.00)	MCR x Expenses = Expenses for Class ABC = 93.22% x SGD 10,000.00 = SGD 9,322.00
		MCR x Expenses = Expenses for Class XYZ = 6.78% x SGD 10,000.00 = SGD 678.00

^{a)} Net subscription amount

	Class ABC (Denominated in SGD) (SGD)	Class XYZ (Denominated in MYR) (SGD)
Net subscription amount	SGD 1,000,000.00	MYR 1,000,000.00
NAV per unit	SGD 1.0197	MYR 1.4400
Number of units	980,680.59 units	694,444.44 units
Currency exchange rate	N/A	(MYR/SGD)4.00
Net subscription amount *	SGD 1,000,000	SGD 250,000

*Subscription amount net of any withdrawal amount.

Note: Please note that the above is for illustration purpose only. NAV per unit is truncated to four (4) decimal places.

4.2 The second paragraph under the section of “**Incorrect Pricing**” at page 44 has been replaced and read as below:

Notwithstanding the above, unless the Trustee otherwise directs, we shall make the reimbursement only where an incorrect pricing:

- a) is equal to or more than 0.50% of the NAV per unit; and
- b) results in a sum total of MYR10.00 (or in the case of a foreign currency Class, 10.00 denominated in the foreign currency denomination of the Class) or more to be reimbursed to a Unit holder for each sale or withdrawal transaction.

4.3. The first paragraph under the section of “**Unclaimed Moneys**” at page 47 has been replaced and read as below:

Any moneys payable to you which remain unclaimed after two (2) years as prescribed by Unclaimed Moneys Act 1965 (“UMA”), will be surrendered to the Registrar of Unclaimed Moneys by us in accordance with the requirements of the UMA. Thereafter, all claims need to be made by you with the Registrar of Unclaimed Moneys.

5.0. THE MANAGER

5.1. The information under the section of “**Designated Person Responsible for Fund Management Function**” at page 51 has been replaced and read as below:

6.1.1 Designated Person Responsible for Fund Management Function

Name:	Lee Chun Hong
Designation:	Chief Investment Officer, Equities – Malaysia

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Experience:	Chun Hong has more than 19 years of experience in fund management and equity research. He joined Principal Asset Management Berhad in 2017 to manage unit trust funds and institutional mandates covering Malaysia and ASEAN markets. Prior to that, he was attached to Libra Invest Bhd, managing and supervising Unit Trust and Research divisions that covered ASEAN and China-Hong Kong markets. He commenced his career in fund management industry at Public Mutual Berhad. He had research responsibilities for regional plantation and consumer sectors, as well as research country coverage of ASEAN markets. Subsequently, he moved on to portfolio management, specialising on ASEAN markets. He started covering ASEAN markets since 2010. He was also previously with PricewaterhouseCoopers as an auditor. Chun Hong holds a Bachelor of Commerce (Accounting & Finance), Monash University, Clayton Campus. He is a Chartered Financial Analyst (CFA) charterholder.
Qualifications:	<ul style="list-style-type: none">▪ Bachelor of Commerce (Accounting & Finance) - Monash University, Clayton Campus.▪ A CFA Charterholder.▪ Ex-member of CPA Australia.

Note: For more information and/or updated information, please refer to our website at www.principal.com.my.

6.0. THE TRUSTEE

6.1. The information under the section of “**The Trustee**” at page 52 will be replaced and read as below:

HSBC (Malaysia) Trustee Berhad is a company incorporated in Malaysia since 1937 and registered as a trust company under the Trust Companies Act 1949, with its registered address at Level 19, Menara IQ, Lingkaran TRX, 55188 Tun Razak Exchange, Kuala Lumpur.

Since 1993, the Trustee has acquired experience in the administration of unit trusts and has been appointed as trustee for unit trust funds, exchange-traded funds, wholesale funds and funds under private retirement scheme.

Duties and Responsibilities of the Trustee

The Trustee's main functions are to act as trustee and custodian of the assets of the Fund and to safeguard the interests of Unit holders. In performing these functions, the Trustee has to exercise all due care, diligence and vigilance and is required to act in accordance with the provisions of the Deed, the CMSA and the GLOLA. Apart from being the legal owner of the Fund's assets, the Trustee is also responsible for ensuring that the Manager performs its duties and obligations in accordance with the provisions of the Deed, the CMSA and the GLOLA. In respect of monies paid by an investor for the application of units, the Trustee's responsibility arises when the monies are received in the relevant account of the Trustee for the Fund and in respect of redemption, the Trustee's responsibility is discharged once it has paid the redemption amount to the Manager.

The Trustee has in place anti-money laundering and anti-terrorism financing policies and procedures across the HSBC Group, which may exceed local regulations. Subject to any local regulations, the Trustee shall not be liable for any loss resulting from compliance of such policies, except in the case of negligence, wilful default or fraud of the Trustee.

The Trustee is not liable for doing or failing to do any act for the purpose of complying with law, regulation or court orders.

The Trustee shall be entitled to process, transfer, release and disclose from time to time any information relating to the Fund, Manager and Unit holders (including personal data of the Unit holders, where applicable) for the purposes of performing its duties and obligations in accordance to the Deed, the CMSA, the GLOLA and any other legal and/or regulatory obligations such as conducting financial crime risk management, to the Trustee's parent company, subsidiaries, associate companies, affiliates, delegates, service providers, agents and any governing or regulatory authority, whether within or outside Malaysia (who may also subsequently process, transfer, release and disclose such information for any of the above mentioned purposes) on the basis that the recipients shall continue to maintain the confidentiality of information disclosed, as required by law, regulation or directive, or in relation to any legal action, or to any court, regulatory agency, government body or authority.

Trustee's Delegate

The Trustee has appointed The Hongkong and Shanghai Banking Corporation Ltd as custodian of both the local and foreign assets of the Fund. For quoted and unquoted local investments of the Fund, the assets are held through HSBC Bank Malaysia Berhad and/or HSBC Nominees (Tempatan) Sdn Bhd. The Hongkong and Shanghai Banking Corporation Ltd is a wholly owned subsidiary of HSBC Holdings Plc, the holding company of the HSBC Group. The custodian's comprehensive custody and clearing services cover traditional settlement processing and safekeeping as well as corporate related services including cash and security reporting, income collection and corporate events processing. All investments are registered in the name of the Trustee or to the order of the Trustee. The custodian acts only in accordance with instructions from the Trustee.

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The Trustee shall be responsible for the acts and omissions of its delegate as though they were its own acts and omissions.

However, the Trustee is not liable for the acts, omissions or failure of third party depository such as central securities depositories, or clearing and/or settlement systems in any circumstances.

Trustee's Disclosure of Material Litigation

The Trustee is not engaged in any material litigation and arbitration, including those pending or threatened, and is not aware of any facts likely to give rise to any proceedings which might materially affect the business/financial position of the Trustee.

Trustee's Statement of Responsibility

The Trustee has given its willingness to assume the position as trustee of the Fund and all the obligations in accordance with the Deed, all relevant laws and rules of law. The Trustee shall be entitled to be indemnified out of the Fund against all losses, damages or expenses incurred by the Trustee in performing any of its duties or exercising any of its powers under the Deed. The right to indemnity shall not extend to loss occasioned by breach of trust, wilful default, negligence, fraud or failure to show the degree of care and diligence required of the Trustee having regard to the provisions of the Deed.

7.0. ANNEXURE – CLASS SGD

7.1. The information under the section of “**Trustee Fee**” at page 54 has been replaced and read as below:

Trustee Fee	Before 18 November 2024: Up to 0.04% per annum of the NAV of the Fund (including local custodian fees and charges but excluding foreign sub-custodian fees and charges).	40
	After 18 November 2024: Up to 0.03% per annum of the NAV of the Fund (including local custodian fees and charges but excluding foreign sub-custodian fees and charges).	

8.0. ANNEXURE – CLASS MYR-Hedged

8.1. The information under the section of “**Trustee Fee**” at page 57 has been replaced and read as below:

Trustee Fee	Before 18 November 2024: Up to 0.04% per annum of the NAV of the Fund (including local custodian fees and charges but excluding foreign sub-custodian fees and charges).	40
	After 18 November 2024: Up to 0.03% per annum of the NAV of the Fund (including local custodian fees and charges but excluding foreign sub-custodian fees and charges).	

9.0. ANNEXURE – CLASS GBP-Hedged

9.1. The information under the section of “**Trustee Fee**” at page 2 of the First Supplemental Information Memorandum has been replaced and read as below:

Trustee Fee	Before 18 November 2024: Up to 0.04% per annum of the NAV of the Fund (including local custodian fees and charges but excluding foreign sub-custodian fees and charges).	40
	After 18 November 2024: Up to 0.03% per annum of the NAV of the Fund (including local custodian fees and charges but excluding foreign sub-custodian fees and charges).	

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10.0. ANNEXURE – CLASS USD-Hedged

10.1. The information under the section of “**Trustee Fee**” at page 9 of the Second Supplemental Information Memorandum has been replaced and read as below:

Trustee Fee	Before 18 November 2024: Up to 0.04% per annum of the NAV of the Fund (including local custodian fees and charges but excluding foreign sub-custodian fees and charges). After 18 November 2024: Up to 0.03% per annum of the NAV of the Fund (including local custodian fees and charges but excluding foreign sub-custodian fees and charges).	40
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11.0. ANNEXURE – CLASS AUD-Hedged

11.1. The information under the section of “**Trustee Fee**” at page 3 of the Third Supplemental Information Memorandum has been replaced and read as below:

Trustee Fee	Before 18 November 2024: Up to 0.04% per annum of the NAV of the Fund (including local custodian fees and charges but excluding foreign sub-custodian fees and charges). After 18 November 2024: Up to 0.03% per annum of the NAV of the Fund (including local custodian fees and charges but excluding foreign sub-custodian fees and charges).	40
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