



TRINIDAD AND TOBAGO SECURITIES AND EXCHANGE COMMISSION

**In the Matter of an Application by the Ministry of Finance to Register the CLICO
Investment Fund**

And

**In the Matter of an Application for an Exemption from Specific Sections of the Guidelines
for Collective Investment Schemes.**

ORDER OF THE COMMISSION

Dated this 18th day of January, 2013

WHEREAS the Ministry of Finance made an application to the Trinidad and Tobago Securities and Exchange Commission (“the Commission”) on the 24th day of October, 2012 to register the CLICO Investment Fund Limited as a mutual fund (“the Fund.”)

AND WHEREAS the Fund is required to comply with the Commission’s Guidelines for Collective Investment Schemes (“the CIS Guidelines”);

AND WHEREAS the Ministry of Finance has made representations to the Commission that:

- i. At inception the Fund will receive 25% of Republic Bank Limited’s (“RBL”) ordinary shares as its initial investment and that the value of these shares will vastly exceed the minimum initial capital requirement of TT\$5 million;
- ii. The Fund will not require an Investment Manager given that it will not be actively investing or managing a dynamic portfolio of securities;
- iii. The Distributors’ fees will be paid by the Government of the Republic of Trinidad and Tobago. Further, the Fund Administrator’s and the Trustee’s ongoing fees will be paid from the Fund Income;
- iv. The Fund’s expenses are expected to be minimal and should be covered by the income received from the Fund’s assets;
- v. It has incorporated a company - Clico Trust Corporation Limited (“the Trustee”), and provided it with the necessary resources to effectively

- discharge the functions of Trustee and Custodian of the Fund whose powers in respect of the Fund are clear and well disclosed; and
- vi. Notwithstanding that the nature and structure of the Fund will preclude it from satisfying Guidelines 18 and 19 of the CIS Guidelines, adequate disclosure of this fact and the attendant risks have been made in the Fund's prospectus.

AND WHEREAS the Ministry of Finance has applied to the Commission for exemptions from the following CIS Guidelines:

- a) Guidelines 6(1) and 6(2) – Initial Investment and Initial Capital;
- b) Guideline 8 - Name and Nomenclature;
- c) Guideline 15 - Qualification of the Custodian;
- d) Guidelines 18 and 19 - Concentration Restrictions and Control Restrictions; and
- e) Guideline 25 - Approval for Change of Auditor.

AND WHEREAS section 133(3) of the Act gives the Commission the power to grant exemptions by the making of an Order for such exemptions.

AND WHEREAS 134 (1) of the Act requires that the Commission provide a reasonable opportunity for a hearing to each person directly affected, and reasonable notice to each such person, and to any interested self-regulatory organisation;

AND WHEREAS section 134(9) of the Act provides an exemption from the requirements for a Hearing where the Order made under section 133(1) does not “adversely affect the right or interests of any person”;

AND WHEREAS the Commission is satisfied that no person will be adversely affected by the making of an Order granting **EXEMPTIONS** to the Fund from the requirements of the following CIS Guidelines:

- a) Guidelines 6(1) and 6(2) – Initial Investment and Initial Capital;
- b) Guideline 8 - Name and Nomenclature;
- c) Guideline 15 - Qualification of the Custodian;
- d) Guidelines 18 and 19 - Concentration Restrictions and Control Restrictions; and
- e) Guideline 25 - Approval for Change of Auditor.

AND WHEREAS the Commission is satisfied with the representations made by the Ministry of Finance in support of its application and considers that the granting of the exemptions would be in the public interest;

AND WHEREAS the Commission is satisfied that all the requirements of the Act for the granting of an Order have been met and that the provisions of section 134(1) of the Act are not applicable:-

IT IS HEREBY ORDERED that:

- (a) The CLICO Investment Fund is granted an Order providing for **EXEMPTIONS** from the requirements of the following Collective Investment Scheme Guidelines only:
- i. Guidelines 6(1) and 6(2) – Initial Investment and Initial Capital;
 - ii. Guideline 8 - Name and Nomenclature;
 - iii. Guideline 15 - Qualification of the Custodian;
 - iv. Guidelines 18 and 19 - Concentration Restrictions and Control Restrictions;
and
 - v. Guideline 25 - Approval for Change of Auditor.
- (b) This Order shall be effective October 27, 2012; and
- (c) This Order shall be published in the Trinidad and Tobago Gazette, on the Commission's Website and in a daily newspaper.

By Order of the Commission.