

Third Addendum to the Explanatory Memorandum for Principal Prosperity Series

This Third Addendum should be read in conjunction with and forms part of the Explanatory Memorandum for Principal Prosperity Series dated February 2022, as amended by the First Addendum dated 25 November 2022 and the Second Addendum dated 31 July 2023 (collectively, the “**Explanatory Memorandum**”). All capitalized terms used in this Third Addendum shall have the same meaning as given to them in the Explanatory Memorandum, unless the context otherwise stated.

Principal Asset Management Company (Asia) Limited accepts full responsibility for the accuracy of the information contained in this Third Addendum and confirms, having made all reasonable enquiries, that to the best of its knowledge and belief there are no other material facts the omission of which would make any statement herein misleading as at the date of issuance.

If you are in any doubt about the contents of this document, you should seek independent professional financial advice.

1. With effect from 8 January 2026, the Explanatory Memorandum shall be amended as follows:
 - (i) all references and information relating to the Principal Sustainable Asian Allocation Fund in the Explanatory Memorandum, including the Appendix II to the Explanatory Memorandum, shall be deleted in its entirety as the Sub-Fund is no longer authorised by the Securities and Futures Commission; and
 - (ii) Appendix III shall be re-numbered as Appendix II.
2. The following changes to the Explanatory Memorandum shall take effect from 30 May 2026, unless otherwise specified:
 - (i) Page 1 of the Explanatory Memorandum – the last sentence of the second paragraph of the section titled “**Important Information for Investors**” shall be deleted in its entirety and replaced by the following:

“The Principal Deed has been amended and restated by an amended and restated trust deed dated 1 January 2020 to reflect the latest regulatory changes applicable to the Fund, as amended by the first, second and third supplemental deeds, each dated 8 December 2021, the fourth and fifth supplemental deeds each dated 6 June 2024, the sixth supplemental deed dated 30 April 2026, as may be further amended and supplemented from time to time.”
 - (ii) Page 3 of the Explanatory Memorandum – the address of Principal Asset Management Company (Asia) Limited under the sub-section titled “**Manager**” under the section titled “**Administration**” shall be deleted in its entirety and replaced by the following:

“29/F, Sun Hung Kai Centre
30 Harbour Road
Wan Chai, Hong Kong”

- (iii) Page 3 of the Explanatory Memorandum – the sub-section titled “**Directors of the Manager**” under the section titled “**Administration**” shall be deleted in its entirety and replaced by the following:

“SARAN, Phillip H. Hasenfus
TAN, Yo Hann
SINGH, Raj Kumar
ZHONG, Rongsa”

- (iv) Page 3 of the Explanatory Memorandum – the sub-section titled “**Auditors**” under the section titled “**Administration**” shall be deleted in its entirety and replaced by the following:

“Ernst & Young
27/F, One Taikoo Place
979 King’s Road
Quarry Bay, Hong Kong”

- (v) Page 4 of the Explanatory Memorandum – the definition of “**Business Day**” under the section titled “**Definitions**” shall be amended as follows:

“a day on which The Stock Exchange of Hong Kong Limited is open for normal trading, or such other day or days as the Manager and the Trustee may agree from time to time, either generally or in relation to a particular Sub-Fund”

- (vi) Page 10 of the Explanatory Memorandum – the section headed “**Calculation of Issue and Realisation Prices**” under the section headed “**VALUATION**” shall be deleted in its entirety and replaced by the following:

“Calculation of Issue and Realisation Prices

The Issue Price of a Unit of a Sub-Fund (or if such Sub-Fund has more than one class, the Issue Price of a Unit of the relevant class thereof) on a Dealing Day is calculated by reference to the Net Asset Value per Unit of such Sub-Fund (or the relevant class thereof) ascertained by dividing the Net Asset Value of such Sub-Fund (or the relevant class thereof) as at the Valuation Point in respect of the Dealing Day on which the subscription request is received by the Manager by the number of Units of such Sub-Fund (or the relevant class thereof) in issue immediately prior to such Dealing Day, adjusted by the amount of allowance (if any) as described in the section “Anti-Dilution Pricing Adjustment Mechanism (Swing Pricing)” below, the resultant amount being rounded up to the nearest cent. The Issue Price of a Unit of a Sub-Fund (or if such Sub-Fund has more than one class, the Issue Price of a Unit of the relevant class thereof) will be quoted as being inclusive of a preliminary charge (if any).

The Realisation Price of a Unit of a Sub-Fund (or if the such Sub-Fund has more than one class, the Realisation Price of a Unit of the relevant class thereof) on any Dealing Day is calculated by reference to the Net Asset Value per Unit of such Sub-Fund (or the relevant class thereof) ascertained by dividing the Net Asset Value of such Sub-Fund (or relevant class thereof) as at the Valuation Point in respect of the Dealing Day on which the realisation request is received by the Manager by the number of Units of such Sub-Fund (or the relevant class thereof) in issue immediately prior to such Dealing Day, adjusted by the amount of allowance (if any) as described in the section “Anti-Dilution Pricing Adjustment Mechanism (Swing Pricing)” below, the resultant amount being rounded down to the nearest cent.

Any rounding adjustment as referred to in the paragraphs above shall be retained by the relevant Sub-Fund.

The Net Asset Value of a Sub-Fund is calculated by valuing the assets of such Sub-Fund and deducting the liabilities attributable to such Sub-Fund in accordance with the Trust Deed.”

- (vii) Page 11 of the Explanatory Memorandum – the following note shall be removed from the section headed “**Anti-Dilution Pricing Adjustment Mechanism (Swing Pricing)**” under the section headed “**VALUATION**”:

“(This section will apply to Principal Sustainable Asian Allocation Fund and Principal Sustainable Asian Income Fund with effect from 8 December 2021 and Principal Asia Pacific High Dividend Equity Fund with effect from 8 January 2022)”

- (viii) Page 12 of the Explanatory Memorandum – the third paragraph of the sub-section headed “**Suspension of Calculation of Net Asset Value**” under the section headed “**VALUATION**” shall be deleted in its entirety and replaced by the following:

“Whenever the Manager declares such a suspension it shall, immediately after any such declaration, publish a notice on the website www.principal.com.hk¹ and/or cause a notice be given to Unitholders and to all those (whether Unitholders or not) whose applications to subscribe for or realise Units shall have been affected by such suspension stating that such declaration has been made. In the case of a prolonged suspension, notice(s) will be published and/or prominent message(s) will be displayed on the website www.principal.com.hk² or in such other appropriate manner at least once a month during the period of such suspension.”

- (ix) Page 20 of the Explanatory Memorandum – the last paragraph of the section headed “**Financial Reports and Accounts**” shall be deleted in its entirety and replaced by the following:

“Once issued, such reports will be available in softcopy from the website www.principal.com.hk³ and in hardcopy for inspection free of charge at anytime during normal business hours on any day (excluding Saturdays, Sundays and public holidays) at the office of the Manager. Investors should note that the above website does not form part of the Explanatory Memorandum and its contents have not been reviewed by the SFC (other than the contents which are required to be and have been authorised by the SFC pursuant to the Securities and Futures Ordinance such as retirement products).”

- (x) Page 21 of the Explanatory Memorandum – the last sentence of the paragraph under the section headed “**Trust Deed**” shall be deleted in its entirety and replaced by the following:

“The Principal Deed has been amended and restated by an amended and restated trust deed dated 1 January 2020 to reflect the latest regulatory changes applicable to the Fund, as amended by the first, second and third supplemental deeds, each dated 8 December 2021, the fourth and fifth supplemental deeds each dated 6 June 2024, the sixth supplemental deed dated 30 April 2026 and may be further amended and supplemented from time to time.”

¹ The website has not been reviewed by the SFC.

² The website has not been reviewed by the SFC.

³ The website has not been reviewed by the SFC.

- (xi) Page 22 of the Explanatory Memorandum – the following note shall be removed from the last bullet point of the fifth paragraph of the section headed “**Liquidity Risk Management**”:

“(this will apply to Principal Sustainable Asian Allocation Fund and Principal Sustainable Asian Income Fund with effect from 8 December 2021 and Principal Asia Pacific High Dividend Equity Fund with effect from 8 January 2022)”

- (xii) Page 22 of the Explanatory Memorandum – the first sentence of the section headed “**Enquiries and Complaints**” shall be deleted in its entirety and replaced by the following:

“If you have any enquiries or complaints, please contact our customer service hotline at (852) 2117 8383 or email to Investors-Asia@principal.com or send to the office of the Manager.”

- (xiii) The first sentence of the sub-section headed “**Additional Information about the Sub-Fund**” in the section titled “**INVESTMENT OBJECTIVES AND POLICIES**” under Appendix I shall be deleted in its entirety and replaced by the following:

“Additional information in relation to the Sub-Fund such as its ESG focus, due diligence on the underlying assets and sources and processing of ESG data, as well as how the ESG investment strategies are implemented and monitored in the investment process on a continuous basis, are available at the Manager’s website (www.principal.com.hk⁴) or at the Manager’s office during normal working hours.”

- (xiv) The first sentence of the sub-section headed “**Additional Information about the Sub-Fund**” in the section titled “**INVESTMENT OBJECTIVES AND POLICIES**” under the re-numbered Appendix II shall be deleted in its entirety and replaced by the following:

“Additional information in relation to the Sub-Fund such as its ESG focus, due diligence on the underlying assets and sources and processing of ESG data, as well as how the ESG investment strategies are implemented and monitored in the investment process on a continuous basis, are available at the Manager’s website (www.principal.com.hk⁵) or at the Manager’s office during normal working hours.”

Principal Asset Management Company (Asia) Limited

30 May 2026

⁴ The website has not been reviewed by the SFC.

⁵ The website has not been reviewed by the SFC.