



# Form ADV Part 2A

DWS Investments Hong Kong Limited

October 8, 2024



This Brochure provides information about the qualifications and business practices of DWS Investments Hong Kong Limited .

If you have any questions about the contents of this Brochure, please contact us at +852 2203 8888.

The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority. Additional information about DWS HK is available via the Security and Exchange Commission's web site [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

Note: DWS Investments Hong Kong Limited is a registered investment adviser. Registration of an investment adviser does not imply a certain level of skill or training.

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## Item 2 / Summary of Material Changes

This disclosure document (“the Brochure”) for DWS Investments Hong Kong Limited is October 8, 2024.

Material changes were made to the Brochure since the last other-than-annual update made on September 3, 2024, to reflect changes to the Regulatory Asset Under Management figures following the change in scope of advisory businesses currently offered by DWS Investments Hong Kong Limited as disclosed on September 3, 2024.

DWS Investments Hong Kong Limited periodically makes changes to its Brochure to improve and clarify the descriptions of its own and its affiliates’ business practices and compliance policies. To the extent necessary, other updates are made in accordance with evolving industry and firm practices.

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## Item 4 / Advisory Business

DWS Investments Hong Kong Limited (“DWS HK”) has been a registered investment adviser with the Securities and Exchange Commission (“SEC”) since 2006 and with the Hong Kong Securities and Futures Commission since 1999. DWS HK is a wholly owned subsidiary of DWS Group GmbH & Co KGaA (“DWS Group”), a German partnership limited by shares. DWS Group is a separate publicly listed financial services firm and an indirect majority-owned subsidiary of Deutsche Bank AG (“DBAG”), a multi-national financial services company (together with its affiliates, directors, officers, and employees, the Deutsche Bank Group). DWS HK is part of the global investment management business of DWS Group and its affiliates. DWS HK provides advisory services which include research reports and analysis conducted for listed securities in certain APAC locations and may also include recommendations on transacting such securities. This service is provided to DWS HK’s affiliated advisers, which in turn provide advisory services to their U.S. clients and non-U.S. clients. DWS HK also provides discretionary investment advisory and management services with respect to separately managed accounts.

DWS HK is appointed as sub-manager or sub-advisor of investment funds that are domiciled in Japan, Luxembourg, and Taiwan. DWS HK also acts as discretionary investment manager of separately managed accounts, including under sub-delegation arrangement from DWS Investment Management Americas, Inc. (“DIMA”).

A dealing desk was established within DWS HK in Q1 2016, which provides order execution services to DWS affiliates including affiliated advisors. The DWS HK dealing desk assumes responsibility for APAC securities and associated spot FX dealing to improve trade execution performance through leveraging local market expertise. The DWS HK dealing desk acts as agent for each DWS affiliate whereby selection and instructions to brokers are on behalf of the fund and / or institutional client accounts of each DWS affiliate.

DWS HK may in its discretion tailor its investment services for a client, and the clients may in certain circumstances impose restrictions on investing in certain securities or types of securities.

DWS HK complies with the requirements of the U.S. Investment Advisers Act of 1940 (the “Advisers Act”) only with respect to U.S. clients. Non-U.S. clients will not be subject to the protections of the Advisers Act.

This brochure, including any brochure supplement, is intended for DWS HK’s clients to whom DWS HK provides investment advisory services. Investors in any DWS HK-advised fund should rely solely on the fund’s prospectus or offering materials, and may therefore refer to this brochure, or any brochure supplement, for information purposes only.

Following a federal court order issued on June 17, 2020 and relating to certain regulatory settlements entered into by an affiliate outside of the DWS Group, DWS HK relies on an order issued by the SEC under the Investment Company Act on October 20, 2020, permitting it to continue to provide investment advisory services to investment companies registered under the Investment Company Act.

## Asset under management

DWS HK offers both discretionary and non-discretionary advisory services. As of August 31, 2024, there were discretionary regulatory assets under management of \$2,820 million and \$148 million non-discretionary regulatory assets under management.

## Environmental, social and governance considerations

DWS HK seeks to incorporate in its investment process environmental, social and governance (“ESG”) risks and opportunities that could have a material impact on the financial performance of the issuer, in accordance with the goals of a particular investment strategy and client investment guidelines, and further subject to its fiduciary obligations and applicable law, rule and regulation.

For most asset classes and market segments within the investable universe of Active Investment strategies managed by DWS HK, DWS HK portfolio managers have access to ESG research and grades, including research provided by internal DWS analysts which consider ESG risks and opportunities, as well as access to key assessment scores and additional information from DWS’s proprietary ESG tool (also referred to as the “ESG Engine”).

Certain pooled vehicles advised by DWS HK are labeled as ESG and/or otherwise incorporate specific ESG considerations into their investment objectives, strategies, and/or processes (collectively, “ESG-dedicated Strategies”), in each instance, as described in the offering documents of such pooled investment vehicles. These ESG-dedicated Strategies utilize ESG research and quality assessment scores, in addition to traditional financial considerations, in a number of ways including screening for securities that meet certain minimum ESG identified thresholds, seeking to identify issuers or securities that support specified ESG-related initiatives (e.g. climate change mitigation and adaptation, affordable and clean energy), and/or screening out issuers that engage in business practices or sectors that are deemed controversial (e.g. fossil fuels, nuclear energy, tobacco, weapons, gambling, adult entertainment).

In addition to ESG-dedicated Strategies where appropriate, DWS HK will seek to identify and consider relevant ESG factors when assessing the risk and return of a particular investment in providing advisory services for certain other strategies. For DWS HK pooled investment vehicles, details relating to when and if ESG factors are considered by DWS HK are disclosed in the offering documents for such vehicles.

Because investors can differ in their views of what constitutes positive or negative ESG characteristics, DWS HK may invest in issuers that do not reflect the ESG beliefs and values of other investors. DWS HK’s considerations of ESG risks and opportunities may affect a fund’s exposure to certain companies or industries, and an ESG-dedicated Strategy may forego certain investment opportunities. While DWS HK views considerations of ESG risks and considerations as having the potential to contribute to a client’s account long-term performance, there is no guarantee that such results will be achieved.

### DWS Proprietary ESG Tool

DWS HK's portfolio managers may use output from a proprietary DWS ESG tool that evaluates an issuer's performance across a variety of ESG indicators, primarily on the basis of data obtained from multiple third-party ESG data vendors and public sources and assigns a DWS ESG Quality Grade to each issuer covered by the ESG tool. An additional DWS internal review process allows for changes to the DWS ESG Quality Grade. An internal review may occur, for example, if it is deemed that information is not reflected in the existing ESG grade because new information or insights have emerged that the ESG data vendors have not yet processed. Examples of information that may be considered in this review process include, but are not limited to, the announcement of new (or withdrawal from previously announced) climate-related commitments, or the resolution of legacy (or involvement in new) controversies. DWS HK's portfolio management may consider application of internal reviews on a given DWS ESG Quality Grade and use their discretion whether and how to apply.

The DWS ESG Quality Grade seeks to identify ESG leaders and laggards within an industry- and region-specific peer groups in terms of overall ESG performance (best-in-class approach). Issuers within the same industry and region-specific peer group are graded on a scale of A (true leader) to F (true laggard). In calculating the DWS ESG Quality Grade, the DWS proprietary ESG tool utilizes a proprietary methodology to evaluate ESG scores from multiple third-party data vendors across a broad range of ESG indicators to arrive at a consensus overall quality grade intended to reflect which companies may be better positioned to address, and which companies may be more exposed to future ESG risks, relative to their peers. The broad range of ESG indicators measured include, among others, assessments of an issuer's carbon emissions including its own emissions and those of its products and services, land use and biodiversity, climate change strategy and vulnerability, product safety and quality, employee management issues including equal opportunities and non-discrimination, freedom of association and right to collective bargaining and occupational health and safety, community relations, human rights issues related to supply chain, business ethics and anti-corruption, and corporate governance matters including executive pay, board diversity and board independence.

The proprietary DWS ESG tool covers most listed asset classes but there is limited information on high yield, municipal bonds, emerging markets, IPOs and certain other types of securities due to incomplete vendor coverage. Through the DWS ESG tool, DWS HK's portfolio management may also access issuer-specific contextual analysis that provides additional information about an issuer's ESG risks and opportunities, risk mitigation actions or plans and other characteristics.



## Item 5 / Fees and Compensation

### **Fee schedules, account minimums and payment arrangements**

DWS HK typically offers investment advisory services and discretionary management services for a percentage of assets under management. DWS HK compensation (management fees – a.k.a. advisory fees) for the management of its accounts is calculated based upon a percentage of the net asset of the portfolio, including cash and cash equivalents. Management fees may be negotiable in the adviser's discretion. DWS HK may also enter into performance-based fee arrangements with eligible clients.

DWS HK may also act as an investment adviser or sub-adviser to unregistered U.S. and non-U.S. pooled investment vehicles. With respect to such unregistered pooled investment vehicles advised by DWS HK, please refer to the applicable Private Placement Memorandum ("PPM"), subscription agreement and/or other governing document that sets forth the applicable fees and expenses.

Typically, DWS HK does not impose multiple advisory fees when an advisory client's assets are invested in an affiliated investment vehicle. Specifically, client holdings of investment companies advised or sub-advised by DWS HK and held in a separately managed account are excluded from the basis of DWS HK's fee computation.

Management fees may be billed quarterly or monthly directly to the client or paid quarterly or monthly by a third-party custodian from the account. Management fee may also be prepaid in advance. Prepaid management fees attributable to any period following termination are refunded to the client. For a partial quarter, management fees are prorated according to the number of days remaining in the quarter and are based upon the beginning net asset value of the portfolio. DWS HK may act as sub-adviser to affiliated and unaffiliated investment advisers.

## Item 6 / Performance-Based Fees and

### **Side-by-Side Management**

DWS HK may charge performance-based fees, and DWS HK may manage accounts using similar investment strategies that charge either performance-based fees or asset-based fees, or a combination of both.

DWS HK will not determine allocations based upon whether an account has performance-based or other incentive fee arrangements; however, allocations among such accounts and asset-based fee paying-only accounts could be viewed as a potential conflict of interest. For example, DWS HK may have an incentive to allocate attractive investments to performance-fee accounts over accounts not subject to a performance fee. Performance-based fees may also create an incentive to utilize riskier investments. Due to the method of calculating the performance fees, such fees may be affected by the timing of dispositions and other factors within DWS HK's control. The performance fees are computed based on realized and appraised appreciation, and calculations based on appraised value may be higher or lower than the true value of the performance fees due to DWS HK.

DWS HK has implemented policies and procedures reasonably designed to provide fair and equitable treatment of similarly situated clients. Under these policies and procedures, and consistent with its fiduciary obligations, DWS HK will allocate investment opportunities among client accounts based upon a number of factors that may include, but are not limited to:

- Investment objectives and guidelines;
- Risk tolerance
- Availability of other investment opportunities; and
- Available cash for investment.



## Item 7 / Types of Clients

DWS HK currently provides investment advice services to registered funds and other pooled vehicles and also offers advisory services to a wide range of potential clients, which include:

- Other investment advisers
- Mutual funds
- Institutional clients
- Non-U.S. sovereign wealth funds or government entities (including government pension plans)

## Item 8 / Methods of Analysis, Investment Strategies, and Risk of Loss

DWS HK explores a variety of investment alternatives. The goal is to systematically identify and analyze the conditions and basic trends of economies, industries, companies, and municipal programs. Decisions are made and applied appropriately to client portfolios regarding fundamental value and current market prices. Using various investment alternatives and active portfolio management, DWS HK seeks to achieve the specific objectives of each client. To be effective, DWS HK must understand and analyze each client's circumstances in order to identify the long-term objectives, priorities, and the client's risk-bearing tolerance.

Fundamental, technical and cyclical analysis are the most popular among all used by DWS HK. DWS HK uses its own individual research deriving from financial newspapers/magazines, corporate site visits and activities inspections, filings and reports from various exchanges, company press releases, and the research it receives from a variety of sources, including Deutsche Bank and third-party research providers.

### **Active Equity Strategies and Active Fixed Income Strategies**

Active Equity Strategies and Active Fixed Income Strategies are two significant investment strategies of DWS HK. DWS HK manages various Active Equity Strategies and Active Fixed Income Strategies, with varying geographical (e.g. Asia, Emerging Markets, China, India) and sectoral (e.g. investment grade bonds, non-investment grade bonds) focus. These strategies incorporate top-down country/sector selection process and bottom-up security analysis as the basis for security selection and portfolio allocation. Security analysis is created for DWS HK by internal analysts. The analysts have defined issuer coverage and are responsible for focusing on securities in the indices relevant to the specific region, country or sector.

Security analysis may include one or more of the following processes: economic, industry, and company analysis. Detailed company analysis is prepared outlining the attractiveness of investing in the security. An analyst's review may include, among other things, trips to headquarters, operating facilities, competitors, customers and suppliers of assigned companies. Macroeconomic research may be produced highlighting economic forecasts and analyses, as well as data on industry profits and sales trends. Demographic, technological, and social trends studies may also be conducted. The analyses are fed into an internal system that facilitates portfolio managers in DWS HK to access the research output by all analysts globally.

In accordance with the goals of a particular investment strategy and client investment guidelines, and further subject to its fiduciary obligations and applicable law, rule and regulation, DWS HK seeks to incorporate ESG considerations into the investment process where the financial performance of a company could be impacted. DWS HK portfolio managers could weigh relevant ESG considerations using public and proprietary data, internal rating tools, including a DWS proprietary ESG tool, and analysis, as outlined in Item 4 of this brochure. The degree of such incorporation of ESG considerations varies across different types of products and client mandates managed or sub-advised by DWS HK and is primarily driven by the investment objective and investment guidelines of each specific product or mandate. Common techniques DWS HK may utilize (and if utilized) in its Active Equity Strategies and Active Fixed Income Strategies include, but not limited to, integrating ESG risk and opportunities and characteristics into its fundamental research analysis, incorporating certain exclusions (regarding issuers with excessive climate risk, norm violation, involvement in controversial weapons, or revenue generated from controversial sectors exceeding specific thresholds) in the investment policy of the relevant fund or mandate, and/or applying an “ESG quality assessment” approach encompassing investments in issuers selected for positive ESG performance relative to industry peers according to defined ESG assessments criteria. ESG assessments criteria and thresholds are product/mandate specific and are defined in the relevant product offering documents and investment management agreements.

### **Potential material risks associated with active investment management**

A general description of the potential material risks associated with active investment management is represented below. Investing in securities involves risk of loss that clients should be prepared to bear.

#### **Concentration risk**

Additional risks may arise from a concentration of investments in particular assets or markets. The strategy’s assets then become particularly heavily dependent on the performance of these assets or markets.

#### **Counterparty risk**

A financial institution or other counterparty with whom the strategy does business, or that underwrites, distributes or guarantees any investments or contracts that the strategy owns or is otherwise exposed to, may decline in financial health and become unable to honor its commitments. This could cause losses for the strategy or could delay the return or delivery of collateral or other assets to the strategy.

#### **Credit risk**

The strategy’s performance could be hurt if an issuer of a debt security suffers an adverse change in financial condition that results in the issuer not making timely payments of interest or principal, a security downgrade or an inability to meet a financial obligation. Credit risk is greater for lower-rated securities.

Because the issuers of high yield debt securities, or junk bonds, may be in uncertain financial health, the prices of their debt securities can be more vulnerable to bad economic news, or even the expectation of bad news, than investment-grade debt securities. Credit risk for high yield securities is greater than for higher-rated securities.

Because securities in default generally have missed one or more payments of interest and/or principal, an investment in such securities has an increased risk of loss. Issuers of securities in default have an increased likelihood of entering bankruptcy or beginning liquidation procedures which could impact the fund’s ability to recoup its investment. Securities in default may be illiquid or trade in low volumes and thus may be difficult to value.

#### Currency risk

Changes in currency exchange rates may affect the value of the strategy's investments. To the extent the strategy seeks to hedge part or all of its foreign currency exposure, the strategy may not be successful in hedging against currency changes. Underlying investments of the strategy may be denominated in currencies other than the base currency of the strategy. Also, a class of shares of a fund strategy may be designated in a currency other than the base currency of the fund. The net asset value of the fund may be affected unfavorably by the fluctuations in the exchange rates between these currencies and the base currency and by changes in exchange rate controls. Currency exchange rates can be volatile and can change quickly and unpredictably, thereby impacting the value of the strategy's investments.

#### Derivatives risk

Derivatives involve risks different from, and possibly greater than, the risks associated with investing directly in securities and other more traditional investments. To the extent that a strategy uses derivatives, risks associated with derivatives may include the risk that the derivative is not well correlated with the underlying asset, security or index to which it relates; the risk that derivatives may result in losses or missed opportunities; the risk that the strategy will be unable to sell the derivative because of an illiquid secondary market; the risk that a counterparty is unwilling or unable to meet its obligation; which may be heightened in derivative transactions entered into "over-the-counter" (i.e., not on an exchange or contract market); and the risk that the derivative transaction could expose the strategy to the effects of leverage, which could increase the strategy's exposure to the market and magnify potential losses.

#### Emerging markets securities risk

The securities of issuers located in emerging markets tend to be more volatile and less liquid than securities of issuers located in more mature economies, and emerging markets generally have less diverse and less mature economic structures and less stable political systems than those of developed countries. The securities of issuers located or doing substantial business in emerging markets are often subject to rapid and large changes in price.

#### Equity securities risk

Equity securities are subject to changes in value and their values can be more volatile than other asset classes. The value of equity securities varies in response to many factors. These factors include, without limitation, factors specific to an issuer and the industry in which the issuer securities are subject to stock risk. Historically, U.S. and non-U.S. stock markets have experienced periods of substantial price volatility and should be expected to do so again in the future.

#### Foreign investment risk

The strategy faces the risks inherent in foreign investing. Adverse political, economic or social developments, as well as government actions such as the imposition of tariffs, economic and trade sanctions or embargoes, could undermine the value of the strategy's foreign investments, prevent the strategy from realizing the full value of its foreign investments or prevent the strategy from selling securities it holds.

#### Frontier market risk

Frontier market countries generally have smaller, less diverse economies and even less developed capital markets and legal, regulatory, and political systems than traditional emerging markets.

### Hedging Risk

Hedging techniques could involve a variety of derivatives, including futures contracts, exchange-listed and over-the-counter put and call options on securities, financial indices, forward foreign currency contracts, and various interest rate transactions. A transaction used as a hedge to reduce or eliminate losses associated with a portfolio holding or particular market that a portfolio has exposure, including currency exposure, can also reduce or eliminate gains. Hedges are sometimes subject to imperfect matching between the hedging transaction and its reference portfolio holding or market (correlation risk), and there can be no assurance that a portfolio's hedging transaction will be effective. In particular, the variable degree of correlation between price movements of hedging instruments and price movements in the position being hedged creates the possibility that losses on the hedge will be greater than gains in the value of the positions of the portfolio. Increased volatility will generally reduce the effectiveness of the portfolio's currency hedging strategy. Hedging techniques involve costs, which could be significant, whether or not the hedging strategy is successful. Hedging transactions, to the extent they are implemented, will not necessarily be completely effective in insulating portfolios from currency or other risks.

### Interest rate risk

When interest rates rise, prices of debt securities generally decline. The longer the duration of the strategy's debt securities, the more sensitive the strategy will be to interest rate changes. Interest rates can change in response to the supply and demand for credit, government and/or central bank monetary policy and action, inflation rates, and other factors. Recent and potential future changes in monetary policy made by central banks or governments are likely to affect the level of interest rates. Changing interest rates may have unpredictable effects on markets, may result in heightened market volatility and potential illiquidity and may detract from performance to the extent the strategy is exposed to such interest rates and/or volatility. Rising interest rates could cause the value of the strategy's investments — and therefore its share price as well — to decline. A rising interest rate environment may cause investors to move out of fixed-income securities and related markets on a large scale, which could adversely affect the price and liquidity of such securities and could also result in increased redemptions from the strategy may force the strategy to sell investments at a time when it is not advantageous to do so, which could result in losses. Beginning in 2022, the US Federal Reserve ("Fed") raised interest rates significantly in response to increased inflation. It is unclear if and when the Fed may begin to implement interest rate cuts, if rates will remain at current levels for a prolonged period or, if the Fed deems necessary in response to certain economic developments such as a turnaround in the decline of inflation, the Fed may consider additional rate increases. As a result, fixed-income and related markets may experience heightened levels of volatility and liquidity risk.

### Liquidity risk

In certain situations, it may be difficult or impossible to sell an investment and/or the strategy may sell certain investments at a price or time that is not advantageous in order to meet redemption requests or other cash needs. Unusual market conditions, such as an unusually high volume of redemptions or other similar conditions could increase liquidity risk for the strategy.

### Market disruption risk

Economies and financial markets throughout the world have become increasingly interconnected, which has increased the likelihood that events or conditions in one country or region will adversely impact markets or issuers in other countries or regions. This includes reliance on global supply chains that are susceptible to disruptions resulting from, among other things, war and other armed conflicts, extreme weather events, and natural disasters. Such supply chain disruptions can lead to, and have led to, economic and market disruptions that have far-reaching effects on financial markets worldwide. The value of investments may be negatively affected by adverse changes in overall economic or market conditions, such as the level of economic activity and productivity, unemployment and labor force participation rates, inflation or deflation (and expectations for inflation or deflation), interest rates, demand and supply for particular products or resources including labor, and debt levels and credit ratings, among other factors. Such adverse conditions may contribute to an overall economic contraction across entire economies or markets, which may negatively impact the profitability of issuers operating in those economies or markets, including the investments held by the strategy. In addition, geopolitical and other globally interconnected occurrences, including war, terrorism, economic uncertainty, trade disputes, government debt crises (including defaults or downgrades) or uncertainty about government debt payments, public health crises, natural disasters, supply chain disruptions, climate change and related events or conditions have led, and in the future may lead, to disruptions in world economies and markets, which may increase financial market volatility and have significant adverse direct or indirect effects on the strategy and its investments. Adverse market

conditions or disruptions could cause the strategy to lose money, experience significant redemptions, and encounter operational difficulties. Although multiple asset classes may be affected by adverse market conditions or a particular market disruption, the duration and effects may not be the same for all types of assets.

Current military and other armed conflicts in various geographic regions, including those in Europe and the Middle East, can lead to, and have led to, economic and market disruptions, which may not be limited to the geographic region in which the conflict is occurring. Such conflicts can also result, and have resulted in some cases, in sanctions being levied by the United States, the European Union and/or other countries against countries or other actors involved in the conflict. In addition, such conflicts and related sanctions can adversely affect regional and global energy, commodities, financial and other markets and thus could affect the value of the strategy's investments. The extent and duration of any military conflict, related sanctions and resulting economic and market disruptions are impossible to predict, but could be substantial.

Other market disruption events include pandemic spread of the viruses, such as the novel coronavirus known as COVID-19, which at times has caused significant uncertainty, market volatility, decreased economic and other activity, increased government activity, including economic stimulus measures, and supply chain disruptions. While COVID-19 is no longer considered to be a public health emergency, investments may be adversely affected by lingering effects of this virus or future pandemic spread of viruses.

In addition, markets are becoming increasingly susceptible to disruption events resulting from the use of new and emerging technologies to engage in cyber-attacks or to take over the websites and/or social media accounts of companies, governmental entities or public officials, or to otherwise pose as or impersonate such, which then may be used to disseminate false or misleading information that can cause volatility in financial markets or for the stock of a particular company, group of companies, industry or other class of assets.

Adverse market conditions or particular market disruptions, such as those discussed above, may magnify the impact of other risks and may increase volatility in one or more markets in which the strategy invests leading to the potential for greater losses for the strategy.

#### Prepayment and extension risk

When interest rates fall, issuers of high interest debt obligations may pay off the debts earlier than expected (prepayment risk), and the strategy may have to reinvest the proceeds at lower yields. When interest rates rise, issuers of lower interest debt obligations may pay off the debts later than expected (extension risk), thus keeping the strategy's assets tied up in lower interest debt obligations. Prepayments could also create capital gains tax liability in some instances.

#### Pricing risk

If market conditions make it difficult to value some investments, DWS HK may internally value these investments using more subjective methods, such as fair value pricing. In such cases, the value determined for an investment could be different from the value realized upon such investment's sale. Secondary markets may be subject to irregular trading activity, wide bid/ask spreads, and extended trade settlement periods, which may prevent the strategy from being able to realize full value and thus sell a security for its full valuation.

#### Securities lending risk

Securities lending involves the risk that the strategy may lose money because the borrower of the loaned securities fails to return the securities in a timely manner or at all. A delay in the recovery of loaned securities could interfere with the strategy's ability to vote proxies or settle transactions. Delayed settlement may limit the ability of the strategy to reinvest the proceeds of a sale of securities or prevent the strategy from selling securities at times and prices it considers desirable. The strategy could also lose money in the event of a decline in the value of the collateral provided for the loaned securities, or a decline in the value of any investments made with cash collateral or even a loss of rights in the collateral should the borrower of the securities fail financially while holding the securities.

#### Security selection risk

The securities in the strategy's portfolio may decline in value. Portfolio management could be wrong in its analysis of industries, companies, economic trends, relative attractiveness of different securities or other matters.

#### Stock market risk

Stock prices can be hurt by poor management on the part of the stock's issuer, shrinking product demand and other business risks. These may affect single companies as well as groups of companies. The market as a whole may not favour the types of investments the strategy makes, which could adversely affect a stock's price, regardless of how well the company performs, or the strategy's ability to sell a stock at an attractive price. There is a chance that stock prices overall will decline because stock markets tend to move in cycles, with periods of rising and falling prices. Events in the global financial markets, including actions taken by central banks to stimulate or stabilize economic growth, may at times result in unusually high market volatility which could negatively affect performance. To the extent that the strategy invests in a particular geographic region, capitalization or sector, the strategy's performance may be affected by the general performance of that region, capitalization or sector.

### Other risk factors

In addition to the market risks described above, the following risks are applicable to all strategies.

#### Banking Laws and Regulatory Restrictions

Due to DBAG majority shareholding, DWS Group and its subsidiaries, including DWS HK, remain subject to a broad array of U.S. and certain non-U.S. banking laws and regulations. By virtue of DWS Group's co-investment or seed position in, certain funds advised by DWS HK, these funds may become subject to the banking laws and regulations that are applicable to DBAG. Such laws and regulations may, among other things, impose restrictions on the types and amounts of investments that a fund may make, the types of activities in which the fund may engage and the amount of influence and control DWS HK or the fund may have over the operations of the underlying investments.

Under the Bank Holding Company Act of 1956, amended ("BHCA"), if a fund were deemed to be controlled by DWS HK or an affiliate, the fund may be subject to the same limitations under the BHCA that applies to DBAG and its affiliates, including DWS HK. Additionally, the Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010 (the "Dodd-Frank Act") included significant alterations to the regulations applicable to financial institutions and investment advisers including DWS HK and its affiliates, as well as the advisory accounts DWS HK sponsors and manages. Among other requirements, the "Volcker Rule", which came into full effect on July 21, 2017, limits the ability of banking entities and their affiliates, including DWS HK, to sponsor and invest in, and in some cases serve as investment manager of advisory accounts.



As a result of these laws and regulations, DWS may be subject to restrictions that could limit an advised fund's investments in third parties or its ability to be involved in the day-to-day management of a target company or holding periods of the underlying investments. DBAG or its affiliates may not be permitted to extend credit to or enter into financing arrangements with certain funds advised by DWS HK due to the Volcker Rule and/or other banking regulations. Certain bank regulatory limits may apply to DBAG and funds advised by DWS HK on an aggregate basis, and the size of DWS's and DWS personnel's ownership interest in, as well as DWS's seed contributions to, funds advised by DWS HK may be limited by the Volcker Rule. Other DWS personnel may be prohibited from obtaining or retaining interests in such funds. Additionally, some otherwise appropriate investments may not be available to, or may need to be unprofitably disposed of by, funds advised by DWS HK.

Other final regulations adopted under the Dodd-Frank Act and comparable European laws and regulations relating to the regulation of swaps and derivatives will continue to impact the manner by which DWS HK and its advisory accounts and trade swaps and other derivatives and may increase the costs of derivatives trading.

#### Cybersecurity risk

The computer systems, networks and devices used by DWS HK and its service providers to carry out routine business operations employ a variety of protections designed to prevent damage or interruption from computer viruses, network failures, computer and telecommunication failures, infiltration by unauthorized persons and security breaches. Despite the various protections utilized, systems, networks, or devices potentially can be breached. A client could be negatively impacted as a result of a cybersecurity breach.

Cybersecurity breaches can include unauthorized access to systems, networks, or devices; infection from computer viruses or other malicious software code; and attacks that shut down, disable, slow, or otherwise disrupt operations, business processes, or website access or functionality. Cybersecurity breaches may cause disruptions and impact business operations, potentially resulting in financial losses; interference with DWS HK's ability to calculate the value of an investment in a client account; impediments to trading; inability to transact business; violations of applicable privacy and other laws; regulatory fines, penalties, reputational damage, reimbursement or other compensation costs, or additional compliance costs; as well as the inadvertent release of confidential information.

Similar adverse consequences could result from cybersecurity breaches affecting issuers of securities in which a Client invests; counterparties with which a Client engages in transactions; governmental and other regulatory authorities; exchange and other financial market operators, banks, brokers, dealers, insurance companies, and other financial institutions; and

other parties. In addition, substantial costs may be incurred by these entities in order to prevent any cybersecurity breaches in the future.

#### Economic sanction laws

Economic sanction laws in the United States and other jurisdictions or other governmental action may significantly restrict or completely prohibit DWS HK and investment advisory accounts from investing or continuing to hold an investment in, or transacting with or in certain countries, individuals, and companies, including, among other things, transactions with, and the provision of services to certain foreign countries, territories, entities and individuals. The U.S. Foreign Corrupt Practices Act (the "FCPA") and other anti-corruption laws and regulations, as well as anti-boycott regulations, may also apply to, and restrict the activities of DWS HK and investment advisory accounts (and their respective portfolio companies). DWS HK seeks to comply with economic and trade sanctions laws and regulations, the FCPA, and other anti-corruption, anti-bribery and anti-boycott laws and regulations to which it is subject and has implemented policies and procedures reasonably designed to ensure compliance with such laws and regulations. As a result, DWS HK may be adversely affected because of its unwillingness to participate in transactions that may violate such laws or regulations.

### Legal, regulatory and enforcement risks

DWS HK and its affiliates are regulated and supervised by banking and other regulatory authorities in those jurisdictions in which they operate. In recent years, regulators and governmental bodies in certain countries have sought to subject investment advisers to increasing regulation. In light of an uncertain and evolving regulatory framework, legislative reform may have a significant impact on DWS HK's investment advisory business.

DWS HK utilizes certain exemptions and exclusions under the Volcker Rule that allow it to continue its investment advisory business. For instance, under the asset management exemption, DWS HK may sponsor and advise a covered fund but is prohibited from owning more than 3% of the outstanding ownership interests of such covered fund, among other conditions and restrictions. Moreover, certain of the investment advisory accounts are not covered funds because they would not be considered investment companies for purposes of the Investment Company Act or because they are foreign funds not sponsored by a U.S. banking entity that were organized and offered in offshore transactions targeting non-U.S. Persons; these investment advisory accounts are generally considered beyond the scope of the Volcker Rule.

A number of U.S. states and governmental pension plans have adopted laws, regulations or policies which prohibit, restrict, or require disclosure of payments to (and/or certain contacts with) state or local officials by individuals and entities seeking to do business with state or local entities, including those seeking investments by public retirement funds. The SEC has also adopted rules that, among other things, prohibit an investment adviser from providing advisory services for compensation to certain government affiliated investors for two years after the adviser or certain of its executives, employees or agents make a contribution to certain elected officials or candidates. Such laws, regulations or policies may inhibit an investment adviser from providing advisory services for compensation to a governmental client. If DWS HK or any of its employees or affiliates or any service provider acting on their behalf fails to comply with such laws, regulations or policies, such non-compliance could have an adverse effect on DWS HK's clients.

DWS HK is licensed by the Hong Kong Securities and Futures Commission to conduct the following regulated activities in Hong Kong: Type 1 (Dealing in Securities); Type 2 (Dealing in Futures Contracts); Type 4 (Advising on Securities); and Type 9 (Asset Management). DWS HK is required to maintain base capital, financial resources and observe certain regulations in accordance with the applicable Hong Kong regulatory requirements.

DWS HK and its investment advisory accounts may also be subject to regulation in the jurisdictions in which they engage in business. Recent legislative, tax and regulatory reform may impact the activities of DWS HK by requiring DWS HK to provide additional client account information to the Internal Revenue Service or other taxing authorities. Other jurisdictions outside Hong Kong are also in the process of developing more comprehensive regulation related to the financial services industry, which could have a similar impact on DWS HK and the broader markets. For example, foreign regulators have passed legislation that may affect certain clients, including the European Commission Directive on Alternative Investment Fund Managers ("AIFMD"), which imposed certain requirements and restrictions on managers of alternative investment funds. Similarly, the European Union's revised Markets in Financial Instruments Directive and Markets in Financial Instruments Regulation (collectively called "MiFID II"), which came into effect on January 3, 2018, is a wide-ranging piece of legislation that regulates firms that provide services to clients relating to financial instruments and that has implications for asset managers located in Hong Kong with business ties to the European Union. From time to time, DWS HK may be subject to a higher standard with respect only to specific clients with particular regulatory requirements. For example, DWS HK might be indirectly subject to MiFID II only to the extent that DWS HK (1) trades on European trading venues; (2) trades with European counterparties, or (3) provides investment management services to EU clients or DWS legal entities in the EU or performs delegated activities for an EU DWS legal entity or fund and is contractually required to adhere to the regulatory standards of the outsourcing/delegating EU entity. Where DWS HK aggregates trades, however, it will apply the higher standard to all clients.

Additionally, regulators in diverse global jurisdictions are developing various sustainable finance and climate-related risk management, disclosure and taxonomy frameworks for listed companies and financial institutions including investment managers and advisers, including DWS HK. As a result, DWS HK, may be subject to multiple risk and regulatory framework requirements imposed by various regional regulators.

DWS HK's business is dynamic, and the regulatory landscape can change significantly over time, thus subjecting investment advisory accounts to new or additional regulatory constraints in the future. Offering materials and other documents received in connection with an investment advisory account cannot address or anticipate every possible current or future circumstance that may affect the investment advisory account, DWS HK or its businesses. A multitude of factors may significantly impact the business operations of DWS HK, investors and/or operational construct of an investment advisory account. For the avoidance of doubt, DWS HK is not obligated to affect any transaction that it reasonably believes would violate federal or state law, or the regulations of any regulatory body or self-regulatory body.

#### Sustainability and ESG-related risks

At DWS, sustainability risk is defined as the potential negative impact to the value of an investment induced by sustainability factors. Hereby, sustainability factors include environmental, social and governance events or conditions that could either be of an exogenous nature (such as physical climate or transition matters) but can also be in direct relation to the activity of any issuer or company related to the investment (such as environmental impacts of the company's activity).

Sustainability risk can either represent a risk on its own or have an impact on other risks and contribute significantly to the risk, such as market risks, liquidity risks, operational risks or counterparty risks. Insofar as investments into securities are considered, sustainability risks may have a negative impact on the market price of these investments and thus on the return of the portfolio, e.g., if issuers were to underestimate or fail to adequately assess sustainability risks and an event or condition were to occur adversely affecting the market price of their securities. In addition, reputational risks, caused by unsustainable acts of an issuer, could also adversely affect the market price of its securities.

While DWS HK believes that material ESG considerations can be drivers of long-term investment performance, investment strategies including ESG factors may perform differently than those in which no ESG factors are applied. The consideration of ESG factors carries the risk that a portfolio may forgo otherwise attractive investment opportunities or increase or decrease its exposure to certain types of issuers or properties and, therefore, may underperform portfolios that do not consider such ESG factors.

The ESG research and assessments used by DWS HK are based on information that is publicly available and/or provided by the companies themselves or by third parties. Such information may be incomplete, unavailable or unreliable and, with respect to information provided by third parties, may be based on criteria that differ among data providers. The reliability and comparability of the data will affect the proprietary ratings utilized by certain business lines within DWS HK.

Certain ESG assessments utilized by DWS HK are based on peer group comparisons, which may result in a favorable rating for an issuer that might not have received a favorable rating if compared to a broader universe of issuers. Additionally, investors can differ in their views of what constitutes positive or negative ESG characteristics and DWS HK's investment decisions may differ from other's views. As a result, certain strategies may invest in issuers or properties that do not reflect the beliefs and values with respect to ESG of any particular investor.

In addition, there is a risk that the companies or assets identified by an investment strategy that considers ESG factors do not operate as it relates to the ESG considerations. A company or asset's ESG performance or DWS HK's assessment of its ESG performance could vary over time, which could cause a fund or portfolio to be temporarily invested in assets that do not comply with the strategy's approach towards considering ESG characteristics.

Moreover, DWS HK may change its view of a company or asset's ESG characteristics over time. While DWS HK views ESG considerations as drivers of long-term performance, there is no guarantee that pursuing investments with positive ESG characteristics will yield such results.

## Item 9 / Disciplinary Information

DWS HK has no disciplinary issues to report.

## Item 10 / Other Financial Industry Activities and Affiliates

Described below are related persons that DWS HK has arrangements with that may be considered material to its advisory business. Employees of DWS HK may be authorized to act on behalf of one or more of these entities. Additionally, employees of DWS HK's related persons may be authorized to act on behalf of DWS HK. DWS HK may utilize, suggest or recommend other services of any of its affiliates. The services involved will depend upon the services offered by the affiliate. The arrangements between DWS HK and its affiliates may involve revenue sharing or joint compensation based upon each entity's activities for the client.

DWS HK is a wholly owned subsidiary of DWS Group, which is majority-owned by DB Beteiligungs-Holding GmbH. DB Beteiligungs-Holding GmbH in turn is a wholly-owned subsidiary of Deutsche Bank AG, a multi-national financial services company. Therefore, DWS HK is affiliated with a variety of entities that provide, and/or engage in commercial banking, insurance, brokerage, investment banking, financial advisory, broker-dealer activities (including sales and trading), hedge funds, real estate and private equity investing, in addition to the provision of investment management services to institutional and individual investors. Since Deutsche Bank Group is engaged in businesses and have interests other than managing asset management accounts, such other activities involve real, potential or apparent conflicts of interests in engaging in these activities outside of investment management, these parties may act in their own interest or in the interests of third parties other than DWS HK's clients. These interests and activities include potential advisory, transactional and financial activities and other interests in securities and companies that may be directly or indirectly purchased or sold by DWS HK for its clients' advisory accounts. These are considerations of which advisory clients should be aware and which may cause conflicts that could be to the disadvantage of DWS HK's advisory clients. Present and future activities of Deutsche Bank Group in addition to those described herein may also result in conflicts of interest that may be disadvantageous to DWS HK's clients. In addition, DWS Group engages in global asset management activities, which could result in actual, potential or apparent conflicts of interest between clients of DWS HK and the interests of other DWS Group affiliates and their clients.

DWS has established a variety of policies, procedures and disclosures designed to address conflicts of interest arising between its employees, its vendors, and its advisory accounts and Deutsche Bank Group's businesses. Pursuant to DWS's policies, DWS HK personnel involved in decision making for advisory accounts must act in the best interests of their advisory clients and generally (but not exclusively) without knowledge of the interests of proprietary trading and other operations of Deutsche Bank Group. Where advisory personnel do know of conflicts or potential conflicts among advisory accounts or between advisory accounts and Deutsche Bank Group, it is DWS HK's policy to mitigate such conflicts and generally to disclose the types of conflicts involving related persons through this Form ADV or other disclosure document. A discussion concerning additional conflicts of interest involving related persons is set out in Item 11—Participation or Interest in Client Transactions.

DWS HK acts as a fiduciary with respect to its asset management activities and owes its clients a duty of loyalty. As a fiduciary, DWS HK is required to act solely in the best interests of the clients whose assets it manages. On occasion, other entities within Deutsche Bank Group may have engagements and responsibilities which could give the appearance of a conflict with DWS HK's duty of loyalty. To minimize these conflicts, as a general matter, the contact between DWS HK employees associated with the investment process, including portfolio managers, research analysts, and traders, and employees of the Deutsche Bank Group as it pertains to specific clients, business matters, or initiatives is governed by internal procedures or approved by DWS Group's Compliance.

DWS HK may delegate services to affiliates. Apart from furnishing investment advice to clients, DWS HK also provides various investment advisory, consulting, trading, administrative, and research support services to its affiliates pursuant to intercompany agreement.

DWS HK has entered into and may in the future enter into arrangements with affiliates and third-party service providers to perform various compliance, administrative, back-office and other services on behalf of, and relating to client accounts.

Such affiliates and service providers may be located in the U.S. or in non-U.S. jurisdictions. Accordingly, certain information about client accounts may be shared with such affiliates and third-party service providers in connection with these functions.

## Broker-dealers

DWS HK may make arrangements with the following related persons that are broker dealers and may utilize their services to effect securities transactions for clients.

- Deutsche Bank Securities Inc. ("DBSI"), New York, NY, is a registered broker dealer under the U.S. Securities Exchange Act of 1934 (the "Securities Exchange Act") and is registered as a Futures Commission Merchant with the U.S. Commodity Futures Trading Commission ("CFTC"). DBSI is also a member of the New York Stock Exchange and other principal exchanges in the U.S., the National Futures Association ("NFA"), as well as the Financial Industry Regulatory Authority ("FINRA").
- Deutsche Securities Asia Limited, Hong Kong, is registered with Hong Kong Securities and Futures Commission.

## Exempt commodity pool operator, commodity trading advisor and Futures Commission Merchant

DWS HK may have related persons that are registered with the CFTC as either a commodity pool operator ("CPO"), commodity trading advisor ("CTA"), or futures commission merchant ("FCM") including but not limited to the followings:

Affiliates	Licenses
DWS Investment Management Americas, Inc.	CPO / CTA
RREEF America L.L.C.	CTA / exempt CPO
Deutsche Bank Securities Inc.	FCM

To the extent permitted by law and applicable regulations, DWS HK may utilize the foregoing or other affiliates as FCM, CPO or CTA in connection with DWS HK purchase or sale of futures on behalf of certain of its clients or may delegate advisory services to an affiliate as a CTA, and such FCM, CPO or CTA affiliates may receive remuneration for such services.

## Investment companies and other pooled vehicles

DWS HK acts in a co-advisory or sub-advisory capacity to non-U.S. pooled vehicles for which DWS HK or an affiliate act as adviser, manager or distributor.

## Investment advisers

DWS HK has investment advisory affiliates around the globe ("DWS HK investment advisory affiliates"), including, without limitation in Australia, China, Germany, Hong Kong, Japan, South Korea, Luxembourg, Singapore, Taiwan, the United Kingdom and the United States. Among those affiliates, the following DWS HK investment advisory affiliates are based in the U.S. and registered with the SEC as



investment advisers (“U.S. RIAs”): Deutsche Bank Securities Inc., DWS Investment Management Americas, Inc., and RREEF America L.L.C. The following DWS HK investment advisory affiliates are based outside the U.S. and registered with the SEC as investment advisers (“non-U.S. RIAs”): DWS International GmbH, DWS Investments Australia Limited and DWS Alternatives Global Limited. DWS Investment S.A. is an Exempt Reporting Adviser based outside the U.S.

The following DWS HK investment advisory affiliates are not registered with the SEC as investment advisers: DWS Far Eastern Investments Limited, Deutsche Alternative Asset Management (UK) Limited, DWS Investments Japan Limited, Deutsche Bank AG, Deutsche Bank AG Hong Kong Branch, Deutsche Bank Trust Company Americas, Deutsche Securities Asia Limited, DWS Investment GmbH, DWS Investments Shanghai Limited, DWS Asset Management (Korea) Company Limited, DWS Investments UK Limited, and DWS Investments Singapore Limited.

DWS HK may have co-advisory, sub-advisory, or participating affiliate relationships with affiliated advisers as required for management of particular client accounts and in accordance with applicable law. In addition, DWS HK may participate in sub-advisory, co-advisory, or other joint projects related to investment companies with institutions not a part of the DWS HK affiliates provided such relationships comply with applicable law.

Research may be accessed and used on a global basis by investment advisory affiliates of DWS HK. However, access to such research is limited and monitored in accordance with DWS HK's policies and procedures which are designed to prevent misuse of such research and to comply with applicable law.

## **Banking institutions**

The following banking institutions are related persons of DWS HK:

Deutsche Bank AG is a publicly traded international commercial and investment banking company listed on the Frankfurt and New York Stock Exchanges and is the indirect parent of DWS HK and its affiliates. Its various branches around the world, including without limitation its London and New York branches may be selected as a foreign custodian or sub-custodian by the global custodians of employee benefit plans and plan asset vehicles, such as collective trusts or other pooled funds, some of whose assets are advised or sub-advised by DWS HK or its related persons.

Deutsche Bank AG Hong Kong Branch is a branch office of Deutsche Bank AG. It is regulated by the Hong Kong Monetary Authority.

## Item 11 / Code of Ethics, Participation or Interest in Client Transactions, and Personal Trading

DWS Group has global policies, which apply to all of its investment management entities, including DWS HK.

### Code of ethics

DWS HK has adopted the Code of Ethics – DWS Group (U.S. Registered Entities) (the "Code") under Rule 204A-1 of the Advisers Act and Rule 17j-1 of the Investment Company Act, designed to provide that certain DWS HK employees, which are all considered Access Persons under the Code, comply with applicable federal securities laws and place the interests of clients first in conducting personal securities transactions and act solely in the interest of DWS HK's clients. The Code imposes certain restrictions on securities transactions in the personal accounts of covered persons to help avoid conflicts of interest. These restrictions may include but are not limited to requiring Access Persons to hold positions in securities and DWS advised/sponsored funds for a minimum of 30 calendar days and not knowingly or otherwise effect the purchase or sale of a security on a day during which any DWS client account has an open buy or sell order, subject to limited exceptions. Subject to the limitations of the Code, Access Persons may buy and sell securities or other investments for their personal accounts, including investments in pooled investment vehicles that are sponsored, managed, or advised by DWS, and may also take positions that are the same as, different from, or made at different times than, positions taken (directly or indirectly) for accounts.

Pursuant to the Code, Access Persons are required to pre-clear all of their personal securities transactions in securities that are not exempt from the Code. Additionally, employees must also receive prior approval before purchasing any securities in a private placement. Finally, Access Persons may not purchase a security pursuant to an initial public offering.

The Code further classifies Access Persons based on whether they are Investment Personnel. Investment Personnel are those employees involved in the investment management and trading activity of clients' assets (including portfolio managers, research analysts and traders) and imposes additional personal trading restrictions on those most centrally involved in the investment management process. For example, Investment Personnel may not knowingly purchase or sell a security within five days before and after a transaction of that security in a client account if he/she manages or provides advice to that client account.

All Access Persons are subject to reporting obligations, including filing quarterly personal securities transaction reports (which provides information with regard to all securities and certain DWS advised/sponsored fund transactions that are required to be reported, if any, effected during the previous quarter for their own accounts and any accounts over which they have direct or indirect beneficial interest, influence and/or control). All Access Persons are required to disclose their security accounts to DWS HK upon hire and annually thereafter. Additionally, Access Persons are required to acknowledge annually that they have received, read, understood, and had the opportunity to ask questions regarding the Code.

Any Access Person who violates the Code may be subject to disciplinary actions, including possible dismissal. In addition, any securities transactions executed in violation of the Code, such as short-term trading or trading during blackout periods, may subject the employee to sanctions, including but not limited to unwinding the trade and/or disgorging the profits or other financial penalties. All violations are reported to the Chief Compliance Officer on a monthly basis. Violations and suspected violations of criminal laws will be reported to the appropriate authorities as required by applicable laws and regulations.

A copy of the Code will be provided to any client and/or prospective client upon request.

## Outside business activities

DWS HK has policies and procedures in place which requires DWS HK employees to obtain approval before engaging in any outside activities, including serving on the board of a publicly traded company, so that DWS HK has the opportunity to consider whether such activities create actual or potential conflicts of interest. The Code and other DWS policies are intended to identify activities that have the potential to conflict DWS and/or DWS activities.

## Gifts and entertainment

DWS HK has policies and procedures in place, which limit and prohibit DWS HK employees from accepting gifts, entertainment and other things of material value that may create a conflict of interest or give the appearance of a conflict of interest. Additionally, DWS HK employees may not offer gifts, entertainment or other things of material value that could be viewed as attempting to unduly influence the decision making or objectivity of any client or other business partner. In general, the policies dictate that giving and receiving of gifts or participating in entertainment cannot occur if the value and/or the frequency of the gift or entertainment is deemed excessive or extravagant. The policies impose specific restrictions and require DWS Compliance approval of certain gifts and entertainment.

In general, the policy permits employees to accept gifts having a nominal value (e.g., promotional items) which must be logged. Reporting and approval requirements and restrictions apply in the case of entertainment offered to or to be provided by DWS HK. DWS' policy also sets forth parameters with respect to entertainment-related expenses.

The policies also differentiate between standard counterparts and sensitive counterparts, with more stringent requirements and prohibitions applicable to the latter.

## Participation or interest in client transactions

Deutsche Bank Group is a major participant in global financial markets, and it acts as an investor, investment banker, investment manager, financier, advisor, market maker, trader, prime broker, lender, agent and principal in the global fixed income, currency, commodity, equity and other markets in which DWS HK's advisory accounts directly and indirectly invest.

As permitted by and in conformity with applicable laws and regulations, DWS HK's advisory accounts will invest in, engage in transactions with, make voting decisions with respect to, or obtain services from entities for which Deutsche Bank Group performs or seeks to perform banking or other services. Additionally, it is likely that DWS HK's advisory accounts will undertake transactions in securities in which Deutsche Bank Group makes a market or otherwise has direct or indirect interests. DWS HK makes decisions for its clients in accordance with its fiduciary obligations as manager of its advisory accounts. As noted below, however, certain activities of Deutsche Bank Group may have a negative or detrimental effect on advisory accounts managed by DWS HK.

To the extent permitted by laws and by a client's investment management agreement, DWS HK may invest client accounts in affiliated funds, which may create potential conflict of interest because the adviser and/or its affiliates may benefit from increased allocations to the affiliated funds, and certain affiliates of DWS HK may receive advisory or other fees for services provided to such funds.

DWS HK may take investment positions in securities of the same issuer that are different parts of the capital structure in which other clients or related persons within Deutsche Bank Group have different investment positions. There may be instances in which DWS HK is purchasing or selling for its client accounts or pursuing an outcome in the context of a workout or restructuring with respect to, securities in which Deutsche Bank Group is undertaking the same or differing strategy in other businesses or other client accounts. Prices, availability, liquidity and terms of the investments may be negatively impacted by Deutsche Bank Group's activities and the transactions for DWS HK's clients may, as result, be less favorable. The investment results for DWS HK's clients may differ from the results achieved by Deutsche Bank Group and other clients of Deutsche Bank Group. In addition, results among DWS HK clients may differ.

DWS HK is indirectly majority owned by Deutsche Bank AG, a multi-national financial services company and therefore is affiliated with a variety of entities that provide, and/or engage in commercial banking, insurance brokerage, investment banking, financial advisory, broker-dealer activities (including sales and trading), hedge funds, real estate and private equity investing, in addition to the provisions of investment management services to institutional and individual investors. Since Deutsche Bank Group is engaged in businesses and have interests other than managing its clients' investment advisory accounts, such other activities involve real, potential or apparent conflicts of interests. With respect to certain managed investment strategies, trading services including counterparty selection as well as certain "downstream" functions including, but not limited to, trade matching and settlement, investment accounting, reconciliations, corporate actions, and performance measurement may be provided through DWS HK and its global affiliates. In providing these services, DWS HK and its affiliated entities may have access to certain information about client accounts, including not limited to, client identifies, portfolio transactions, open order and positions.

As noted, DWS HK makes decisions for its clients in accordance with its fiduciary obligations as manager of its advisory accounts independent of what decisions may be made by or in other parts of Deutsche Bank Group. While conflicts of interest could potentially arise between decisions that are in the best interests of DWS HK's advisory clients and decisions that may benefit other parts of the Deutsche Bank Group, such conflicts of interest are managed by the use of information barriers that control the sharing of information among the different businesses of DBAG. For a summary of the restriction of the flow of certain information between DWS HK and other parts of Deutsche Bank Group, please see "Information Barriers" below.

The Americas Investment Risk Fiduciary Oversight Committee is responsible for monitoring investment performance of U.S.-based client accounts on a regular basis and performing an annual product review.

The investment activities of Deutsche Bank Group may limit the investment opportunities for DWS HK's client accounts. This may occur in certain regulated industries, private equity markets, emerging markets, and in certain futures and derivative transactions where restrictions may be imposed upon the aggregate amount of investment by affiliated investors. DWS HK may voluntarily limit transactions for client accounts or limit the amount of voting securities purchased for client accounts or waive voting rights for certain securities held in client accounts, which may limit positions, in order to avoid circumstances which, in the view of DWS HK, would require aggregation of such client account positions with investments held elsewhere in Deutsche Bank Group that would approach or exceed certain ownership thresholds. This may affect potential returns on client's accounts and a client not advised by DWS HK may not be subject to some of these restrictions.

DWS HK may have portfolio managers who manage long/short accounts alongside long-only accounts. For example, DWS HK may buy on behalf of a client account a security for which DWS HK may establish a short position on behalf of another client account. The subsequent short sale may result in impairment of the price of the security held long in the client account. Conversely, DWS HK may on behalf of a client account establish a short position in the same security which it may purchase on behalf of another client account. The subsequent purchase may result in an increase of the price of the underlying position in the short sale exposure.

DWS HK may engage in security transactions with brokers who may also sell shares of registered investment companies advised by DWS HK, provided that it reasonably believes that the broker will provide best execution. However, there are no quid pro quo arrangements or agreements in place with these brokers. Furthermore, DWS HK has implemented policies and procedures reasonably designed to prevent its traders from considering sales of fund shares as a factor in the selection of broker-dealers to execute portfolio transactions for each fund. However, trading with these brokers may raise the appearance of a conflict of interest.

DWS HK has policies and controls in place to govern and monitor its activities and processes for identifying and managing conflicts of interest.

## Information barriers

Deutsche Bank Group and its affiliates may come into possession of confidential, material non-public information particularly in connection with its commercial and investment banking activities. Deutsche Bank Group, including DWS, has internal procedures in place intended to limit the potential flow of any such non-public information.

Should DWS HK come into possession of any material, non-public information, DWS HK has procedures that prohibit trading activities based on such information by DWS HK for its clients and by DWS HK employees. DWS HK may not use material, non-public information when making investment decisions for its clients. These procedures and prohibitions may preclude client accounts from purchasing or selling certain securities, which could have a detrimental effect on one or more client accounts.

There may be instances in which senior management of DWS HK, not involved in the investment process, may be privy to material, non-public information about transactions or securities due to discussions with senior personnel from other departments within Deutsche Bank Group. However, when in possession of material, non-public information, senior management may not participate or use that information to influence trading decisions; nor may they pass that information along to personnel within DWS involved in the investment process (e.g., portfolio managers, research analysts and traders) for use in investment activities. DWS HK together with DWS Compliance Control Room has developed policies and procedures to monitor such circumstances.

There may also be periods during which DWS HK may not initiate or recommend certain types of transactions, disseminate research or may otherwise restrict or limit its advice given to clients in certain securities issued by or related to companies that Deutsche Bank Group is performing banking or other services, or companies in which Deutsche Bank Group has a proprietary position. As a result, client accounts may be precluded from purchasing or selling certain securities, which could have a detrimental effect on one or more client accounts.

## Item 12 / Brokerage Practices

### **Allocation of investments**

DWS Group has policies and procedures, which DWS HK has adopted, reasonably designed to ensure that all clients are treated fairly and equitably.

When DWS HK aggregates orders for its clients, the order is placed with one or more broker-dealers or other counterparties for execution. When an aggregated order is completely filled, or if partially filled, at the end of the day, DWS HK will generally allocate the securities or the proceeds from the sale in a pro-rata fashion amongst the participating client accounts, based on the accounts' relative order size. In accordance with DWS Trading Allocation Methodology, adjustments or changes to an allocation may be made under certain circumstances. Examples may include, but are not limited to, avoiding odd lots or small allocations, ensuring minimum lot size requirements are met or satisfying cash flows and guidelines.

### **Best execution**

DWS HK places orders for the execution of transactions for all client accounts according to its best execution policies and procedures. When selecting brokers for order execution, DWS HK will seek to obtain the best possible result taking into account price, costs, speed, likelihood of execution and settlement, size, nature or any other consideration relevant to the execution of the order.

The relative importance of these execution factors will be determined based on the following criteria:

- The characteristics of the order
- The Financial Instruments that are the subject of the order
- The characteristics of the Execution Venues to which the order can be directed
- The current market circumstances

Specifically, for funds: the objectives, investment policy and risks of the fund as indicated in the prospectus, articles of association or offering documents of the fund

Generally, DWS HK will regard price, cost and size as the most important factors for best execution, however there may be circumstances when DWS HK may determine that other execution factors have a greater influence in achieving the best possible result.

## Broker dealer selection

In general, the execution strategy and associated execution methods, including where and how to execute an order, are made based on the functional and economic merits e.g. liquidity, suitability, certainty, and settlement infrastructure of a broker or a venue.

The selection of a particular broker to execute client orders is based on a number of criteria, including, but not limited to, their:

- Price
- Inventory or Risk appetite (i.e. size available)
- Market and security familiarity
- Access to liquidity or willingness to commit risk to principal trade
- Financial stability and certainty of settlement
- Reliability and Integrity of maintaining confidentiality
- Soundness of technological infrastructure and operational capabilities
- In case of new Issues: The broker's capability to provide subscription facility in the primary market
- Safeguards and compliance controls to protect Clients
- Pricing and costs for execution-only services
- Ability to provide transaction cost analysis (TCA)
- Access to Centralized Risk Book (CRB)
- Ability to provide analysis of speed of execution
- Level of control over interactions with internal and external Systematic Internalisers (SIs)
- Approach to double caps and new large-in-size (LIS) venues
- Smart order routing (SOR) logic and Algorithmic trading strategies
- Ability to produce customized reports, trade related performance data, performance attribution, risk reports (including breach violations and rejections) on a periodic basis
- Ability to provide assisted trade reporting
- Connectivity to OMS and FIX confirmation capabilities

## Commission rates

DWS trading utilizes a schedule of commission rates that have been negotiated with the broker-dealers approved by DWS Group. The schedule delineates the commission rates negotiated with the broker-dealer by country and by types of trades. There may be limited instances in which a trade may deviate from the schedule.

## Counterparty risk

Counterparty risk is the risk that a counterparty will not be able to complete a client's transaction, whether due to financial difficulties or otherwise, which may result in opportunity cost and/or loss of principal. While DWS Group cannot guarantee the creditworthiness of counterparties, DWS has a Counterparty Risk Management function (CPRM) which is responsible for assessing and managing counterparty risk for all transactions undertaken on behalf of DWS HK's clients and across all businesses globally within DWS Group. The CPRM team has developed policies and procedures which are used to assess creditworthiness and levels of credit exposure to all counterparties, to approve or decline counterparty limits and exposure, and to measure and monitor counterparty exposure to ensure that there is no undue concentration of exposure, within levels that, in DWS's judgment, are prudent with regard to the counterparty's financial resources.



In less-developed markets, there may well be a higher level of counterparty risk because counterparties may not be as well capitalized. In addition, there is often more limited and less reliable information about counterparties' financial condition, less regulatory supervision of securities markets, market policies that may require payment before delivery of securities, less automated clearance and settlement conditions, the uncertain enforceability of legal obligations, greater market volatility, and increased levels of sovereign and currency risk. In these markets, the effort to attain best execution may also tend to increase counterparty risk, and DWS Group will attempt to balance these factors when selecting a broker-dealer counterparty to execute client transactions.

### **Cross trades**

A cross trade is generally defined as the matching of buy and sell orders for the same security between different accounts. A cross trade is any transaction effected, placed, arranged or orchestrated by an investment manager or other fiduciary, directly, or indirectly through an external broker (external cross) or the custodian (internal cross) for the same security.

DWS HK may have a potentially conflicting division of loyalties and responsibilities to both parties in an agency cross transaction. DWS HK will only consider engaging in cross transactions to the extent permitted by applicable law in different jurisdictions and will, to the extent required by law, obtain the necessary client consents. Clients may revoke their consent for agency cross transactions at any time.

### **Electronic communication network (ECN)**

DWS HK may elect to utilize Electronic Communication Networks (ECNs) to execute trades. DWS HK's affiliates may maintain an ownership interest in one or more ECNs, which creates a conflict of interest. In no case does such interest by DWS HK or any U.S. affiliate currently exceed 10%.

### **Electronic trading platforms**

DWS HK may enter into agreements with various vendors who provide platforms for DWS HK to gain electronic access to various participating broker-dealers. DWS HK aims to make use of electronic venues wherever possible. This means that the order will be made available on the venues (i.e. request for quote submitted) on a best effort basis to avoid market movements adversely impacting execution.

When determining the execution venue for order execution in respect of a particular order, DWS HK takes into consideration:

- The instrument types mainly traded on the particular venue where the competitive prices are available
- The depth of liquidity and the relative volatility of the market
- The speed and likelihood of execution
- The creditworthiness of the counterparty on the venue
- The quality, cost, and arrangements supporting clearing and settlement
- Impact to price/position leakage

DWS HK has identified the brokers and execution venues on which we place significant reliance in meeting our best execution obligations on a consistent basis. There may, however, be occasions when achieving the best possible result in carrying out a client order will require executing the order outside trading venues.

## Errors and corrections

A trading error is defined as an error in the placement, execution, or settlement of a client's trade. Trade errors include improper trades resulting from incorrect information being given to, and fully accepted by, the executing broker; trades that are inconsistent with a client's or fund client's investment guidelines, DWS HK policy or procedure, applicable laws and regulations, and operational errors that cause trading or guideline breaches. A trading error does not include, for example, a situation where DWS HK invests in a particular investment that does not perform as expected. Operational mistakes which can be promptly reversed so as not to affect the client account also are not considered operational errors. In accordance with its policy, any trade error that affects a DWS HK client account must be resolved promptly and fairly, and in accordance with legal/regulatory restrictions and guidelines. All trade errors caused by DWS HK which result in a loss to a client account must be reimbursed regardless of the amount. With respect to certain trade errors, DWS HK may determine the amount of such reimbursement by offsetting losses against gains resulting from such errors to the extent permitted by DWS's policies and procedures and applicable law. All trade errors are reported on a regular basis to DWS HK management and/or DWS HK Compliance. Trade error incidents resulting from the mistakes of brokers, custodians or other third-parties are generally not compensable by DWS HK to a client.

## New issue allocation

When allocating Initial Public Offerings ("IPOs"), Secondary Public Offerings ("SPOs") (collectively "new issues") and other block trades, DWS must treat all client accounts in a fair and equitable manner.

When the order has been entered by the portfolio manager into the execution management system and sent to the responsible dealing desk, DWS Trading will aggregate all orders in relation to a new issue and submit an aggregated indication of interest for DWS to the broker. Communication to the broker should only reflect actual interest of the respective funds and clients of DWS. Participation in new issues is limited to those client accounts that meet applicable regulatory/ internal requirements. Not all client accounts or funds will be eligible for investment in new issues. Any deviations to the applicable allocation methodologies must be approved by Compliance.

## Order aggregation

DWS HK may, to the extent appropriate, permissible and/or feasible, aggregate multiple client orders for the purchase or sell of the same security, placed at or around the same time, to achieve best execution with respect to all transactions being affected on behalf of client accounts. To the extent possible, the aggregation of orders shall be performed in a way that it does not disadvantage any client account or client whose orders are to be aggregated.

DWS HK generally may execute aggregated orders across all applicable accounts. Orders of the same security and transaction type should, to the extent possible, be aggregated. Any subsequent orders that the trading desk receives prior to full execution of an aggregated order will generally be added to the unfilled portion. In addition, to the extent that aggregated orders are partially unfilled following execution, the unfilled amounts are to be combined with subsequent orders for future execution. When an aggregated order is executed at more than one price over the course of a day, the executed transactions are allocated so that each account pays (or receives) the weighted average execution price per broker and generally will pay the average commission, subject to odd lots or rounding. There may be instances in which not all accounts are charged the same commission or commission equivalent rates in an aggregated order, including restrictions under applicable law on the use of client commissions to pay for research (i.e., those accounts subject to MiFID II). Accounts that do not use commissions to pay for research services included in the aggregated order pay commissions at "execution-only" rates which would be below the total commission rates paid by those client accounts that use commissions to pay for research services.

DWS HK does not always bunch or aggregate orders for different accounts if aggregating is not appropriate or practicable from DWS HK's operational or other perspectives or if doing so would not be appropriate in light of applicable regulatory considerations. For example, trading instructions, cash flows, separate portfolio management processes, among other factors may result in orders in the same security

not being bunched or aggregated. This may result in DWS HK placing orders in the same instrument for different accounts at different times.

Certain orders may be auto-routed electronically for execution and as such may not be aggregated with other orders. There may be instances in which other DWS HK client orders for the same security are being placed through a broker and, in those instances, the auto-routed and the direct orders may theoretically compete against each other in the market. Prices and availability of a security may differ depending on whether an order was auto-routed or aggregated, and this may result in certain client accounts receiving more or less favorable prices than the other client accounts in contemporaneous trades.

DWS HK may also utilize certain affiliated advisers' trading desks to facilitate the routing and execution of their client orders. In such cases, consistent with its best execution obligations, the affiliate advisers will execute these orders along with affiliate orders in the manner described above so as to treat all client accounts in a fair and equitable manner.

### **Research unbundling**

With the implementation of the revised EU Markets in Financial Instruments Directive (MiFID II) which went into force on January 3, 2018, all research received by entities in-scope of MiFID II has to be separately priced and unbundled from execution. MiFID II states that asset managers can only receive research services that they pay for and cannot receive research for free.

For legal entities in-scope of MiFID II and domiciled in the EEA, it is DWS Group's policy to pay for all 'Research' received, whether from brokers/investment firms or from independent research providers, out of its own resources as an expense of the company. The requirements also apply to DWS Group entities outside of EEA, who manage portfolios that have been delegated from DWS entities in-scope of MiFID II and domiciled in the EEA.

Post-MiFID II, DWS HK no longer participates in Commission Sharing Agreement (CSA) arrangements with third party research providers, which includes both brokers and standalone research firms.

### **Trading and broker restrictions**

Where DWS HK receives specific instructions from a client regarding the execution of a client order when providing an investment service, DWS HK will ensure execution is performed in adherence with those specific instructions. Any specific instruction received from a client may prevent us from taking the steps we have designed and implemented to obtain the best possible result for the execution of those orders in respect of the elements covered by those instructions. Hence, our ability to provide best execution will be limited to the extent that we are following specific instructions from our clients.

Furthermore, Directed/Restricted Brokerage may not be aggregated or “blocked” for execution with transactions in the same securities for other clients and may trade after the aggregated trades and/or directed trades for other DWS HK clients. As a result, such clients may have to pay higher commissions or receive less favourable net prices than would be the case if the clients had participated in the aggregated trading order. DWS HK were authorized to choose the broker through which to execute transactions for such client accounts.

Where clients have directed brokerage for their account and maintain that DWS HK remains subject to, DWS HK may aggregate those directed trades along with trades executed for other client accounts through the broker-dealer DWS HK believes to offer the best execution for such transaction and, thereafter, instruct such broker-dealer to “step-out” or allocate a portion of the trades to the client's Designated Broker for billing and settlement.

### **Investment and brokerage discretion**

Generally, DWS HK is retained on a discretionary basis for client accounts and DWS HK determines which securities should be bought or sold, the total amount to be bought or sold for the account, the counterparty through which the securities are executed, and the commission rates, if any, at which transactions are affected for those accounts. From time to time, a client may also retain DWS HK on a non-discretionary basis, explicitly requiring that portfolio transactions be discussed in advance.

DWS HK is guided by the investment policies and guidelines that are established at the inception of the adviser-client relationship (as amended from time to time) in cooperation with the client. These guidelines assist DWS HK in making investment decisions for the client as well as cover matters such as the degree of risk that the client wishes to assume, and the types and amounts of securities to make up the portfolio.

DWS HK may delegate investment management authority and related services for all or a portion of a client's accounts to an affiliate, including affiliates that may be outside the U.S. The accounts that have been delegated will be managed in accordance with the investment and brokerage policies of the affiliate, which may be different from those outlined herein. Clients may contact DWS HK for a copy of the affiliate's Form ADV for additional information.

## Item 13 / Review of Accounts

Regular reviews of accounts in each strategy vary in frequency and are tailored to the specific facts and circumstances applicable to the various investment strategies. On an ongoing basis, portfolio managers review accounts to ensure investments are appropriate and various monitoring systems and processes are in place to check for adherence to guidelines, restrictions and other regulatory requirements. DWS has policies and procedures in place to address guideline breaches.

DWS has policies and procedures in place to address best execution. Traders are required to perform best execution reviews to ensure best execution. In addition, Compliance conducts independent periodic control reviews in relation to best execution and order handling and escalates all findings in regular Compliance Challenge and Review Meetings attended by Traders, Chief of Staff and Compliance.

In addition to the aforementioned trade reviews, DWS HK performs regular account performance and holdings reviews and may participate in a client's Board and Investment Committee presentations upon request.

The followings illustrate the kind of reviews that are typically conducted for the active equities and active fixed income strategies managed or sub-advised by DWS HK:

**Daily:** Every morning portfolio managers receive the updated database on their screens reflecting the latest transactions. In view of the current situation of respective markets, continued fine tuning of positions according to the agreed strategy is required. In addition, a daily review of markets through a set of quantitative instrument-based screening is done.

Traders perform daily trade reviews to ensure that records are accurate and complete. Daily trade reviews are also completed by the portfolio managers who review and verify that orders were executed in accordance with the trading instructions. DWS HK has policies and procedures in place to address trade errors.

**Bi-Weekly/Monthly:** Tactical CIO View Meetings: review of economies, industries, markets; review of current strategy, discussion of changes with respect to weightings of countries and currencies; defining tactical allocation (over- and underweights) for the asset classes.

Without pre-defined interval Portfolio Construction Meetings take place: review of portfolio changes effected since previous meeting, review of economies, industries and markets, adjustment of strategy if necessary; review of cash position; detailed review of portfolios and performance; discussion of approved list, additions and deletions.

## **Reports to clients**

The nature and frequency of reports to clients is primarily determined by the particular needs of the client, as negotiated with the client. Written client account reports are generally sent to clients on at least a quarterly basis and generally include holdings in the account with relevant transactions. Clients are also advised in writing or via telephone conversation of any material investment changes in their portfolio and per the individual client's requirements.

## Item 14 / Client Referrals and Other Compensation

DWS HK may compensate affiliates or non-affiliates for client referrals in accordance with Rule 206(4)-1 under the Investment Advisers Act, although it does not currently do so. The compensation paid to any such entity will typically consist of a payment stated as a percentage of the advisory fee. Employees of DWS HK and/or its affiliates and/or third parties who refer or help solicit investment advisory clients may also be compensated based on a percentage of the investment advisory fee charged to that client. When required under the law, the policies and procedures require regulatory disclosure of the compensation arrangement between DWS HK and the referring party.

DWS HK may be referred advisory clients by unaffiliated consultants that are retained by existing or prospective clients. These consultants may advise existing or prospective clients whether to engage or retain the services of DWS HK as investment adviser. Additionally, while payments are not made in connection with any advisory client referral such as these, DWS HK may make payments to investment consultants in order to attend industry-wide conferences sponsored by these consultants.



## Item 15 / Custody

### **Custodian statements**

DWS HK does not have custody of client accounts. Clients typically receive statements from their account custodians at least quarterly. Clients that are not receiving statements from their account custodians at least quarterly should contact their client service representative.

## Item 16 / Investment Discretion

DWS HK is retained on a discretionary or non-discretionary basis for client accounts. Clients who retain DWS HK on a non-discretionary basis explicitly require that portfolio transactions be discussed in advance.

Discretionary clients typically authorize DWS HK to supervise and direct the investment and reinvestment of assets in an account, with full authority and at its discretion, subject to the client's investment policy or guidelines. DWS HK's advisory services are tailored according to the investment policies and guidelines that are established at the inception of the adviser-client relationship (as amended from time to time) in cooperation with the client. These policies and guidelines, which may include imposed restriction on investing in certain securities or types of securities, assist DWS HK in making investment decisions for the client as well as cover matters such as the degree of risk that the client wishes to assume, and the types and amounts of securities to make up the portfolio.

As may be negotiated with each client, DWS HK may delegate investment management authority for all or a portion of a client's accounts to an affiliate, including affiliates that may be outside the United States. The accounts that have been delegated will be managed in accordance with the investment policies of the affiliate. More information regarding the affiliated advisers, including applicable fees thereto, may be made available upon request.

## Item 17 / Voting Client Securities

DWS HK may have proxy voting responsibility for certain advisory account as indicated in the respective investment advisory agreement, or pursuant to other delegated authority. In relation to U.S. client accounts which DWS HK sub-advises under sub-advisory agreements with DIMA, DWS HK does not vote proxies on behalf of these accounts and DIMA retains the proxy voting responsibilities.

DWS HK has adopted a proxy voting policy and procedure ("Guidelines") that set forth the general principles DWS HK uses to determine how to vote proxies for issuers in client accounts for which DWS HK has proxy voting responsibility. DWS HK believes that the Guidelines are reasonably designed to ensure that client proxies are voted in the best interests of clients and to ensure that material conflicts of interest are avoided and/or resolved in a manner consistent with DWS HK's fiduciary duties under applicable law.

The Guidelines set forth standard voting positions on a comprehensive list of common proxy voting matters. Guidelines are monitored and periodically updated based on considerations of current corporate governance principles, industry standards, client feedback, and the impact of the matter on issuers and the value of the investments, among other considerations.

DWS HK has engaged a third-party proxy voting service (the "Proxy Service") to assist in the implementation of certain proxy voting-related functions, including, without limitation, operational, recordkeeping and reporting services. The Proxy Service also prepares recommendations for each proxy that reflects its application of the Guidelines to a particular proxy issue. The Proxy Service uses the Guidelines adopted by DWS HK when providing proxy related services to DWS HK.

Under normal circumstances, DWS HK will vote proxies in accordance with the Guidelines or delegate to a Proxy Service to facilitate voting in accordance with the Guidelines. For agenda items not covered in the Guidelines, voting decisions of particular significance for an investee company (e.g., substantial transactions like mergers and acquisitions) and cases where the responsible portfolio manager or analyst proposes a recommendation different from our standard voting positions prescribed in the Guidelines, DWS HK shall engage the dedicated DWS Proxy Voting Sub-Committee ("PVSC") which would act as the ultimate decision-making body. The PVSC is composed of senior managers from the relevant departments to ensure an effective, timely, and consistent voting process and is convened on an ad-hoc-basis.

DWS HK may have voting discretion with respect to accounts that own securities issued by DWS Group GmbH & Co. KGaA, Deutsche Bank AG, and any pooled investment vehicles managed by DWS HK or its affiliates. Voting proxies with respect to securities issued by DWS, its affiliates or pooled investment vehicles managed by DWS HK or its affiliates may create a conflict between the interests of DWS and DWS HK, on the one hand, and clients, on the other hand. To avoid such conflict, DWS HK has instructed its Proxy Service provider to exclude these issuers from DWS HK's proxy voting list, thus no proxy will be voted in relation to securities issued by these issuers. There may be exceptional circumstance, for example on grounds of business continuity, that DWS HK will vote proxies in relation to pooled investment vehicles managed by DWS group affiliates. Any exception will be subject to internal review prior to a decision on the proxy vote.

For clients who have delegated proxy voting responsibilities to DWS HK, it is the custodian's fiduciary responsibility to send client proxy materials to DWS HK. Clients who have delegated proxy voting responsibilities to DWS HK may from time to time contact their client service representatives to direct as to how to vote certain proxies on behalf of their accounts. DWS HK will use its commercially reasonable efforts to vote according to the client's request in these circumstances. Clients can obtain a copy of the Guidelines, or information about how DWS voted proxies with respect to securities held in their account, by calling their client service representative.

If a client chooses not to delegate proxy voting authority to DWS HK, the right to vote securities is retained by the client. In such situations, the client will generally send the proxies or other solicitations directly from the custodian or will instruct the custodian to send the proxies or other solicitations to a voting agent the client has selected to vote proxies on its behalf.

## Item 18 / Financial Information

This section is not applicable.

# Additional Disclosures

## **Business continuity**

DWS HK is committed to protecting its staff and ensuring the continuity of critical DWS HK businesses and functions in order to protect the DWS Group franchise, mitigate risk, safeguard revenues and sustain both stable financial markets and customer confidence.

It is DWS Group's policy that every unit of DWS Group develops, implements, tests and maintains appropriate, comprehensive and verifiable Business Continuity and Disaster Recovery strategies and plans in compliance with the goals and planning assumptions as defined by the policy.

## **Class action and legal proceedings**

DWS HK does not act on behalf of client separate accounts (including sub-advised accounts) in any legal proceeding involving assets maintained in (and/or transactions effected for) the account. "Legal proceedings" include, but are not limited to, class actions, insolvency filings, SIPC filings and settlement filings. If DWS HK receives documentation relating to such a legal proceeding, DWS HK will forward the documentation to the client and/or its trustee/custodian of record.

## **Know your customer ("KYC") and Customer identification program ("CIP") Policy**

To help the government fight the funding of terrorism and money laundering activities, U.S. laws require all financial institutions to obtain, verify, and record information that identifies each person and verifies the identity of each person who opens an account. KYC duties also mandate the on-going monitoring of relevant customer information.

DWS HK is subject to the Anti-Money Laundering Policy - DB Group and Know Your Client Policy, which apply to all DWS Group employees.

KYC and CIP Policies are significant components of the AML Program. DWS HK is required to:

- Obtain at a minimum certain information such as an individual's name, address, date of birth, unique identification number and document type, and a driver's license, passport or other identity verification document. For Legal entities, it would include their formation documents, unique identification number and document type. Information about the beneficial owners of legal entities may also be obtained.
- Based upon its assessment of the level of risk, DWS HK is allowed to collect as much information as it deems appropriate as well as request the source of wealth and purpose of the investment.
- KYC includes screening new and existing customers against Office of Foreign Assets Control ("OFAC") Embargo and Sanctions lists as well as the lists of persons and/or legal entities compiled by the U.S. Department of Treasury pursuant to the USA Patriot Act and other lists such as the European Union Embargo and Sanctions list and the UN Embargo and Sanctions list.
- KYC requires periodic review and update of a customer's KYC information and screening against appropriate lists.
- A customer's refusal to provide KYC information can result in a decision to decline entering into a new client relationship or a decision to exit an existing customer relationship
- Portfolio holdings disclosure

- Unless consistent with the anti-fraud provisions of the federal securities laws and its fiduciary duty, DWS HK is prohibited from disclosing non-public portfolio holdings information.
- DWS HK may make non-public portfolio holdings information available to certain clients upon request provided certain conditions are satisfied including complying with DWS Group's portfolio holdings disclosure policy. Clients should contact their account representative in the event they would like more information regarding non-public portfolio holdings information.

## Privacy notice

The following information gives you an overview of the way in which DWS Investments Hong Kong Ltd. ("DWS HK") processes your personal data and your rights under the data protection law. The specific types of data processed and how they are processed are largely determined by the requested/agreed services.

The term "you" or "your" refers to the individual client or to the legal/authorized individual representative(s) or beneficiaries of the client whose personal information DWS HK collects, uses, or otherwise processes.

### 1. Who is responsible for data processing?

The responsible entity is:

DWS Investments Hong Kong Ltd.

60/F, International Commerce Centre

1 Austin Road West

Kowloon, Hong Kong

Tel: +852 2203 8888

Fax: +852 2203 7230

### 2. What personal data do we collect about you?

The types of personal data we collect about you may include but are not limited to:

- (i) Name, contact details (such as address, telephone/mobile number and email address), specimen signature
- (ii) Occupation, employer and employment history
- (iii) Legal capacity, gender, marital status
- (iv) Nationality, citizenship
- (v) Information relating to our business relationship and relevant services, including data derived from your usage of our IT platforms (including electronic communications), mobile apps, recorded telephone lines, office building access, and from your engagement with our marketing activities
- (vi) KYC (know your customer) information, such as passport details, social security number, tax identification number, national ID, driver's license, date and place of birth, domicile, tax status, source of wealth, rationale for use of corporate structures, relationships and affiliations, including those with public officials, and criminal record
- (vii) Financial status/information, such as credit worthiness, bank account details, income, investments, assets, liabilities,
- (viii) Knowledge and/or experience with securities, interest rate, currency products/financial investment, investment behavior/strategy (scope, frequency, risk appetite), suitability assessment
- (ix) Other information, such as internet protocol address, cookie identification

### 3. Where do we obtain your personal data?

DWS HK will only hold personal data about you that is relevant in the context of the business relationship that we have with you (or the legal person that you represent). Some of this information we will obtain directly from you, for example:

- (i) from account application forms and associated documentation that you completed when you opened an account with us or signed an agreement with us, or both; other written and recorded information that you provide to, or correspondences with, DWS HK; when you have made or make transactions with respect to your account.
- (ii) DWS HK also obtains personal data from a range of other sources, which may include:
- (iii) Other DWS Group entities (including Deutsche Bank Group entities), other companies and financial institutions
- (iv) Publicly available sources (e.g., the press, registers of companies or assets, internet websites, including social
- (v) media platforms)
- (vi) From providers of business-risk screening services, such as credit reference agencies, anti-fraud databases, sanctions list and databases of news articles
- (vii) Tax authorities, including those that are based outside of Hong Kong, if you are subject to tax in another jurisdiction
- (viii) Governmental and relevant regulatory authorities to whom we have regulatory obligations

With regard to data processed using digital service products, please see further information on data protection in connection with the relevant digital service (e.g., processing of personal data for identification purposes when using a DWS application).

### 4. Are you under an obligation to provide us with your personal data?

As part of our business relationship (or of the legal person that you represent), you must provide your personal data required for the opening and execution of a business relationship (or required for the taking up and performing a representative role) and for the fulfillment of the associated contractual obligations, or which we are required by law to collect (e.g., under anti-money laundering laws). If you do not provide DWS HK with the required information and documentation, DWS HK is entitled to refuse to accept or continue the requested business relationship with you (or the legal person you represent).

### 5. Why do we process your personal data and does the law allow this?

DWS HK processes your personal data in accordance with and as permitted under the Personal Data (Privacy) Ordinance (Cap. 486):

- (i) For the performance of contractual duties  
Personal data is only processed for the purpose of providing transactions and financial services in the course of the fulfillment of our contracts with DWS HK clients, or for the performance of pre-contractual measures taken in response to a request from you. Further details about the purpose of data processing can be found in the relevant contractual documents and terms and conditions.
- (ii) For compliance with a legal obligation  
DWS HK is subject to a number of statutory and regulatory obligations that require us to collect, store or disclose personal data. This includes:
  - compliance with anti-money laundering requirements, counter-terrorism financing laws, and sanctions laws
  - response to investigations or disclosure orders from the police, regulators, and tax or other public authorities (including outside of Hong Kong)
- (iii) For purposes of our legitimate interests that do not override your rights and freedoms  
Where necessary, we use your personal data in order to safeguard DWS HK's legitimate interests or those of third parties. Examples include:
  - Client and vendor relationship management
  - Business analysis, process improvements, and development of products and services
    - Activities relating to information security and building security, including use of CCTV recording



- Managing the risks and optimizing the efficiency of DWS Group operations (including Deutsche Bank
- Group operations)
- Recording of telephone lines and monitoring of electronic communications for business and compliance purposes
- Prevention and detection of financial and other crimes
- Evaluating, bringing or defending legal claims
- Marketing of DWS Group products (unless you did not consent or have unsubscribed)
- Audits
- Business restructurings

#### 6. Who might we share your personal data with?

In order to service client accounts and effect transactions and for the other purposes outlined above, DWS HK may share personal information about you with a range of recipients, including but not limited to the following:

- third party administrators, custodians and broker-dealers, and other firms that assist DWS HK in servicing
- client accounts
- agents for the purpose of mailing account statements and other information about DWS HK's products and services
- Credit and financial services institutions, other comparable institutions
- Order processors
- Background screening providers
- Regulators, courts, public authorities (including tax authorities)
- DWS Group entities (including other members of the Deutsche Bank Group) and service providers
- Auditors, tax consultants, legal advisors
- Insurers
- Potential purchasers of our business (or any area/unit)

These recipients could be located outside of Hong Kong.

DWS HK requires these firms, organizations and individuals, through contractual means, to protect the confidentiality and security of your personal information and to use the information only for the purpose for which the disclosure is made.

DWS HK maintains physical, electronic, and procedural safeguards to protect our client's personal information. These safeguards extend to all forms of interaction with DWS HK, including the internet.

DWS HK does not sell customer lists or individual client information. DWS HK considers privacy fundamental to its client relationships and adheres to the policies and practices described in this notice to protect current and former clients' information. Internal policies are in place to protect confidentiality while also allowing client needs to be served.

#### 7. Will we transfer your personal data to other countries?

Data is only transferred to entities in countries outside of Hong Kong insofar as necessary for the performance of your instructions (or of the legal person for which you are acting) (e.g., payment of securities instructions), or as this is required by law (e.g., reporting duties in accordance with tax law), or for other purposes stated in Section 5. These countries may not have personal data laws as comprehensive as the PDPO. If we use service providers in another country, we require them, through contractual undertaking, to apply the same level of protection as would be necessary under the PDPO. We will comply with any requirements or conditions for cross-border transfer of personal data.

#### 8. How long will we keep your data for?

In general terms, we retain your personal data as long as necessary for the purposes for which we obtained it (see Section 5 above). In making decisions about how long to retain data, we take account of the following:

The termination date of the relevant contract or business relationship

Any retention period required by law, regulation or internal policy

Any need to preserve records beyond the above period in order to deal with actual or potential audits, tax matters or legal claims

#### 9. Will we use your personal data for marketing purposes?

We may use your personal data to give you information about products and services offered by us or our DWS Group affiliates that we think you (or the legal person for which you are acting) may be interested in receiving. Where we consider it appropriate, and insofar as compliant with applicable marketing laws, we may contact you in this regard by email, telephone or other means to obtain your consent.

#### 10. What data protection rights do you have?

Subject to certain exceptions and limitations, by law you have the right to access and correct your personal data held by DWS HK. DWS HK will check the identity of the requestor to ensure that he/she is the person legally entitled to make the data access request or correction request. Requests for access or correction, or both, of personal data may be addressed to DWS HK Data Privacy Officer (contact details below). DWS HK may charge a reasonable fee for complying with a data access request.

#### 11. Changes to this privacy notice

We may update this privacy notice from time to time in order to clarify it or address changes in law or our business operations. We will notify you if we make any substantial updates, such as in specific product documentation, online, or digitally via an app.

#### 12. Data Protection Officer/Contact Person

Should you have any queries or complaints about the way in which we process your personal data, you may raise these with your usual DWS HK contact, or else contact:

Hong Kong Data Privacy Officer, Legal Department

60/F, International Commerce Centre

1 Austin Road West

Kowloon, Hong Kong

Tel: +852 2203 6431

The brand DWS represents DWS Group GmbH & Co KGaA and any of its subsidiaries such as DWS Investments Hong Kong Limited, which offers investment advisory services.

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