

SECOND SUPPLEMENTAL OFFERING DOCUMENT OF
FAYSAL ASSET ALLOCATION FUND
(An Asset Allocation Scheme)

Managed by

Faysal Asset Management Limited (FAML)

[An Asset Management Company Registered under the Non-Banking Finance Companies (Establishment and Regulation) Rules, 2003 and Non Banking Finance Companies and Notified Entities Regulation, 2008]

Date of Publication of this Second Supplemental Offering Document June 1, 2012

PART I - INTRODUCTION

The AMZ Stock Plus Fund (the Fund/the Scheme/the Trust/the Unit Trust/APSF) had established in Karachi as an Open-ended Equity Fund through a Trust Deed dated 31st day of January 2006 entered into between AMZ Asset Management Limited, the Management Company and Central Depository Company of Pakistan Limited, the Trustee and was authorized under Rule 67 of the Non Banking Finance Companies (Establishment and Regulation) Rules, 2003 (the Rules).

Faysal Asset Management Limited has acquired management right of AMZ Plus Stock Fund and renamed it to Faysal Asset Allocation Fund (FAAF) through a 2nd Supplemental Trust Deed dated February 25, 2010, entered into among Faysal Asset Management Limited, (the Management Company), AMZ Asset Management Limited (the outgoing Management Company) and Central Depository Company of Pakistan Limited, (the Trustee) and is authorized under Non-Banking Finance Companies and Notified Entities Regulations, 2008 (the Regulations).

PART II - REGULATORY APPROVALS AND CONSENTS

2.1 Approval of the Securities & Exchange Commission of Pakistan

The Securities and Exchange Commission of Pakistan (SECP) has registered the Faysal Asset Allocation Fund (formerly AMZ Plus Stock Fund) under Rule 67 of the Non Banking Finance Companies (Establishment and Regulation) Rules, 2003 (Rules) and approved its Offering Document on July 13, 2006, under Rules 70.

The Securities and Exchange Commission of Pakistan (SECP) has authorized Faysal Asset Management Limited to acquired and re-launch AMZ Plus Stock Fund as an Asset Allocation Fund and changed its name to Faysal Asset Allocation Fund through 2nd Supplemental Trust Deed dated 25th day of February 2010 entered into between Faysal Asset Management Limited, the Management Company and Central Depository Company of Pakistan Limited, the Trustee and is authorized under Non-Banking Finance Companies and Notified Entities Regulations, 2008 (the Regulations).

The Securities and Exchange Commission of Pakistan (SECP) has authorized the offer of Units of Faysal Asset Allocation Fund under the Non-Banking Finance Companies (Establishment and Regulation) Rules, 2003 and Non-Banking Finance Companies and Notified Entities Regulations 2008.

The Securities and Exchange Commission of Pakistan (SECP) has registered the Faysal Asset Allocation under Regulation 44 of the Non-Banking Finance Companies and Notified Entities Regulations, 2008. The SECP has approved this Supplemental Offering Document, under Regulation 54 of the Regulations.

It must be clearly understood that in giving this approval, the SECP does not take any responsibility for the financial soundness of the Fund nor for the accuracy of any statement made or any opinion expressed in this Offering Document.

The provisions of the Trust Deeds, the Rules and the Regulations govern this Offering Document. It sets forth information about the Fund that a prospective investor should know before investing in the Fund. Prospective investors should consult one or more from amongst their legal adviser, stock broker, bank manager or other financial adviser.

Filing of the Offering Document

The Management Company has filed a copy of the Second supplemental Offering Document signed by the Chief Executive along with the Trust Deed with the SECP. Certified copies of these documents along with SECP's approvals in favor of Trust Deed and supplemental Offering Documents can be inspected at the registered office of the Management Company or the place of business of the Trustee:

Effective from 1st day of June, 2012, the sections 5 and 10 of the Offering Document are revised.

Amendment in Clause 5.2 (ii)

In the Investment exposure table following statements have replaced and read as follows

* Rating of any NBFC and Modaraba with which funds are placed shall not be lower than Investment Grade Rating

**Rating of any security in the portfolio shall not be lower than the Investment Grade Rating*

Amendment in Clause 5.12

5.12 Disclaimer

The Units of the Trust are not bank deposits and are neither issued by, insured by, obligations of, nor otherwise supported by the Commission, any Government agency, the Trustee (except to the extent specifically stated in this document and the Trust Deed) or any of the shareholders of the Management Company or any of the Core Investors or any other bank or financial institution.

There may be times when a portion of the investment portfolio of the Scheme is not compliant either with the investment policy or the minimum investment criteria of the assigned 'Category'. This non-compliance may be due to various

reasons including, adverse market conditions, liquidity constraints or investment-specific issues .Investors are advised to study the latest Fund Manager Report specially portfolio composition and Financial Statements of the Scheme to determine what percentage of the assets of the Scheme, if any, is not in compliance with the minimum investment criteria of the assigned Category. The latest monthly Fund Manager Report as per the format prescribed by Mutual Funds Association of Pakistan (MUFAP) is available on the website of the Faysal Asset Management Limited and can be obtained by calling/writing to the Management Company.

13.5.7 It is proposed that new sub clause to be added as Sub clause No.13.5.7 of clause 13.5.

“Notwithstanding anything to the contrary contained herein, where the Units are declared as CDS Eligible Securities, all matters concerning issuance, transfer, pledge and redemption of such Units issued in book entry form or deposited in to the CDS shall be dealt with in accordance with the provisions of the Central Depository Company of Pakistan Limited Regulations as amended from time to time.”