

APPLICATION FOR TREATMENT AS “PROFESSIONAL INVESTOR” (CORPORATION)

專業投資者（法團）申請書

Corporate Professional Investor Assessment (“CPI Assessment”)

對法團專業投資者進行評估：

- (i) the Corporate Professional Investor has the appropriate corporate structure and investment process and controls (i.e. , how investment decisions are made, including whether the corporation has a specialized treasury or other function responsible for making investment decisions)
擁有合適的企業架構和投資程式及監控措施（即投資決定是如何作出的，包括該法團是否設有專門的庫務或負責作出投資決定的其他職能）

- (ii) the person(s) responsible for making investment decisions on behalf of the Corporate Professional Investor has(have) sufficient investment background (including the investment experience of such person(s))
負責代表作出投資決定的人士具備充分的投資背景（包括該人士的投資經驗）

- (iii) the Corporate Professional Investor is aware of the risks involved which is considered in terms of the person(s) responsible for making investment decisions.
對所涉及的風險有所認知（以負責作出投資決定的人士對相關風險的認知為準）

- The above CPI Assessment is completed by the responsible AE. Supporting documentation from the Corporate Professional Investor is required to evidence its CPI Assessment.

以上資料由內部填寫並要求客戶提供支援文件。

1. Treatment as a “professional investor”

「專業投資者」之待遇

We hereby declare that:

我司謹此聲明:

- (a) Corporation/ Partnership 法團或合夥
- Has a portfolio* of not less than HK\$8 million (or equivalent in foreign currency);
擁有不少於港幣 800 萬元或等值外幣的投資組合*

- Has total assets of not less than HK\$40 million (or equivalent in foreign currency)
總資產不少於港幣 4,000 萬元或等值外幣

- (b) Trust Corporation 信託法團

a trust corporation currently having been entrusted under the trust or trusts of which it acts as a trustee with total assets of not less than \$40 million.

信託法團現時作為擔任一項或多於一項信託的信託人，而在該項或該等信託下獲託付的總資產不少於港幣 4,000 萬元或等值外幣。

- (c) Other Corporation 其他法團

- The sole business of the corporation has currently as its principal business the holding of investments and it is wholly owned by any one or more of the following persons :

- (i) Trust corporation satisfying the condition set out in (b) above
- (ii) An individual which is a professional investor (who need to complete application for treatment as professional investor (applicable to an individual))
- (iii) A corporation or partnership satisfying the condition set out in (a) above Please refer to above
- (iv) A professional investor within the meaning of paragraph (a), (d), (e), (f), (g) or (h) of the definition of professional investor in section 1 of Part 1 of Schedule 1 to the Securities and Futures Ordinance;

法團的現時唯一業務是持有投資項目並由以下任何一名或多於一名人士全資擁有：

- (i) 符合以上(b)段的信託法團
- (ii) 符合專業投資者的個人(須填寫事業投資者(個人)申請書)
- (iii) 符合以上(a)段的法團或合夥
- (iv) 屬《證券及期貨條例》附表 1 第 1 部第 1 條專業投資者的定義的(a)、(d)、(e)、(f)、(g)或(h)段所指的專業投資者；

- The corporation which currently wholly owns a corporation referred to in paragraph (a) above.
現時全資擁有以上(a)段提述的法團的法團。

* Portfolio shall include 投資組合包括:

- (a) securities;
證券;
- (b) a certificate of deposit issued by
由以下機構發行之存款證
 - (i) an authorized financial institution;
認可財務機構;

Or

或者

(ii) a bank which is not an authorized financial institution but is regulated under the law of any place outside Hong Kong;

並非認可財務機構 但根據香港以外地方的法律受規管的銀行;

(c) in relation to an individual, corporation or partnership, money held by a custodian for the individual, corporation or partnership.

就任何個人、法團或合夥而言，由保管人替 該人、法團或合夥持有的款項投資組合。

Meanwhile, we would also like to apply to GSCL to classify us as a “Corporate Professional Investors” pursuant to 15.2 of the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission (“Code”) in connection with our trading account maintained with GSCL.

同時，我司現亦就我司於「國投證券」持有的交易帳戶，向「國投證券」申請成為《證券及期貨事務監察委員會持牌人或註冊人操守準則》(下稱「操守準則」) 定義之「專業投資者」。

2. Compliance with the Code

遵守「操守準則」

We understand that GSCL, as a licensed corporation registered with the Securities and Futures Commission to carry on Type 9 (asset management) regulated activity for the purposes of the SFO, is ordinarily required to comply with the business conduct rules set out in the Code in the provision of the services to us. GSCL is, however, in certain circumstances permitted to dispense with certain specific business conduct rules in the Code in respect of its dealings with a “professional investor” as defined in the Code.

我司明白「國投證券」，根據證券及期貨條例於香港證券及期貨監察委員會註冊之持牌機構經營第九類(提供資產管理)之受規管活動，在向我司提供服務的同時，一般情況下須遵守「操守準則」中所訂與業務操守有關的規則。然而，「國投證券」在某些情況下，在與「操守準則」中定義之「專業投資者」往來時，可獲免除遵守「操守準則」中一些與業務操守有關的特定規則。

Waived Rules (For Corporate Professional Investors who cannot meet the CPI Assessment):

獲放寬的條文 (未能符合評估的法團專業投資者):

(a) Information for clients, GSCL will not be required to:

「國投證券」將不須：

(i) inform us about GSCL or the identity or status of GSCL’s employees or others acting on behalf of GSCL; or
向客戶提供有關持牌人或註冊人和有關其僱員及其他代表其行事的人士的身分和受僱狀況的資料；或

- (ii) confirm to us promptly the essential features of a transaction after effecting a transaction for us; or
為客戶完成交易後，盡快向該客戶確認有關該宗交易的重點；或
- (iii) provide us with any documentation on the Nasdaq-Amex Pilot Program.
向客戶提供關於納斯達克－美國證券交易所試驗計劃的資料文件。

Right to withdraw from being treated as a “professional investor”:

撤回被視為「專業投資者」之資格

We understand that we have the right, at any time, to object to being treated as a “professional investor” as described above and request to withdraw from being so treated by giving GSCL written notice of not less than 5 business days.

我司明白我司於任何時候均擁有權利反對及撤回被視為「專業投資者」之資格，唯該等要求需要最少五個工作天前向「國投證券」以書面提出。

Waived Rules (For Corporate Professional Investors who meet the CPI Assessment):

獲放寬的條文 (符合評估的法團專業投資者):

- (a) Information about clients 有關客戶的資料

GSCL will not be required to establish our financial situation, investment experience or investment objectives (except where GSCL is providing advice on corporate finance work), nor to ensure the suitability of any recommendation or solicitation that GSCL may make.

「國投證券」將不須確立我司的財政狀況、投資經驗和投資目標 (除「國投證券」提供之企業融資意見外)，及不須確保「國投證券」向我司所作出的建議或招攬行為是合適的。

- (b) Client agreement 客戶協議書

GSCL will not be required to enter into a written client agreement with us, nor provide us with the risk disclosure statements typically required under the Code.

「國投證券」將不須與我司訂立書面協議書及不須按「操守準則」之要求向我司提供相關的風險披露聲明。

- (c) Discretionary accounts 全權委託帳戶

GSCL will not be required to obtain from us written authorisation prior to effecting transactions for us on a discretionary basis nor to comply with the requirement to explain to us the terms of any such written authorisation or renew it on an annual basis.

「國投證券」在為我司進行未經我司特定授權的交易之前，不須向我司取得該書面授權，並且不須向我司解釋該項授權，及該項授權不須每年確認一次。

(d) Information for clients, GSCL will not be required to:

「國投證券」將不須:

- (i) inform us about GSCL or the identity or status of GSCL's employees or others acting on behalf of GSCL;
向我司提供有關「國投證券」及代表「國投證券」的雇員和其它人士的身分和受雇狀況的資料;
- (ii) confirm to us promptly the essential features of a transaction after effecting a transaction for us; and
在為我司進行交易後，儘快向我司確認該宗交易的重點；及
- (iii) provide us with any documentation on the Nasdaq-Amex Pilot Program.
向我司提供關於納斯達克 - 美國證券交易所試驗計畫的資料文件。

(e) Investor characterization 投資者分類

GSCL will not be required to assess our knowledge of derivatives and characterize us based on such knowledge of derivatives.

「國投證券」將不須要評估我司對衍生工具的認識，及根據我司對衍生工具的認識將之分類。

(f) Disclosure of sales related information prior to or at the point of distributing an investment product to us

在向我司銷售投資產品之前或之時披露銷售相關資料

GSCL will not be required to deliver to us information such as (a) the capacity in which GSCL is acting; (b) affiliation of GSCL with the issuer; (c) disclosure of monetary and non-monetary benefits; and (d) terms and conditions in generic terms under which client may receive a discount of fees and charges from GSCL

「國投證券」將不須要向我司提供下述資料，包括(a)「國投證券」是以何種身份行事；(b)「國投證券」與產品發行商的關聯；(c)披露有關金錢及非金錢收益的資料；及(d)概括地說明「國投證券」向客戶提供費用及收費折扣的條款及細則。

Right to withdraw from being treated as a “professional investor”:

撤回被視為「專業投資者」之資格

We understand that we have the right, at any time, to object to being treated as a “professional investor” as described above and request to withdraw from being so treated by giving GSCL written notice of not less than 5 business days.

我司明白我司於任何時候均擁有權利反對及撤回被視為「專業投資者」之資格，唯該等要求需要最少五個工作天前向「國投證券」以書面提出。

We agree that unless and until GSCL receives from us written notification of our objection and withdrawal, GSCL will be entitled to treat us as a “professional investor” as described above with its attendant risks and consequences. Any request by us to withdraw from being treated as a “professional investor” shall be without prejudice to and shall not affect the provision of any

services rendered to us on the basis that we are a “professional investor” prior to such withdrawal taking effect.

我司同意除非及直至「國投證券」收到我司有關的反對及撤回資格之書面通知，「國投證券」有權將我司視為「專業投資者」及我司將承擔相關的風險及後果。有關任何我司撤回「專業投資者」資格的要求，在該撤回要求生效前，均不會妨礙及影響「國投證券」向我司提供的服務。

Signature 簽署 _____

Name 姓名 _____

Capacity 身份 _____

Date 日期 _____

For completion by GSCL staff

由國投證券員工填寫

Frontline Staff

I hereby confirm that 我在此確認:-

- (a) I have done assessment on the Client in accordance with section 3 of the Securities and Futures (Professional Investor) Rules; and 我已按照《證券及期貨(專業投資者)規則》(第571D章)第3條對客戶進行評估；及
- (b) I have seen the original / certified true copy of the supporting documents requested in this Assessment Form. 我已按照本評估表格的要求，查閱相關證明檔的原件/經公證的文件副本。

Signature:

簽名

Full Name:

全名:

CE No.:

中央編號:

Date:

日期:

Account Opening Team

Reviewed by:

Date of Assets Proof

(internal / external records)

Approve / Reject

Approval Remarks

CMS/ Inputted by: Date:

Checked