

Tianda Securities Limited

天大証券有限公司

Level 24, CITIC Tower, 1 Tim Mei Avenue, Central, Hong Kong

香港中環添美道1號中信大廈24樓

Tel電話: 852-3972-0688 Fax傳真: 852-3152-3818

Tianda Securities Limited ("TSL") carries on the business of dealing in securities and is licensed to carry on Type 1 (dealing in securities) regulated activity under the Securities and Futures Ordinance (Cap. 571) (CE No. AVT666).

天大証券有限公司("天大証券")經營的是證券交易的業務,並根據證券及期貨條例(第571章)獲發牌經營第一類(證券交易)受規管活動(中央編號:AVT666)

Tianda Asset Management Limited

天大資產管理有限公司

Level 24, CITIC Tower, 1 Tim Mei Avenue, Central, Hong Kong

香港中環添美道1號中信大廈24樓

Tel電話: 852-3972-0688 Fax傳真: 852-3152-3818

Tianda Asset Management Limited ("TAML") The Company carries on the business of asset management and is licensed to carry on Type 9 regulated activity (asset management) under the Securities and Futures Ordinance (CE No. AVT667).

天大資產管理有限公司("天大資產管理")經營資產管理的業務,並根據證券及期貨條例獲發牌經營第九類受規管活動(提供資產管理)(中央編號AVT 667)

PROFESSIONAL INVESTOR DECLARATION FORM**專業投資者聲明書**

Full Name of Main Account Holder (as in HKID/Passport) / Corporate Account 主要賬戶持有人姓名(須與身份證明文件相同) / 公司賬戶名稱		
Full Name of Joint Account Holder (as in HKID/Passport) (If applicable) 聯名賬戶持有人姓名(須與身份證明文件相同)(如適用)		
Classification of Professional Investor 專業投資者類別		Supporting Document 參照文件
A. <input type="checkbox"/>	<p>Individual Professional Investors – individuals falling under section 3(b) of the Securities and Futures (Professional Investor) Rules (CAP 571D) ("PI Rules") who have a portfolio¹ of not less than HK\$8 million or its equivalent in any foreign currency at the relevant date.</p> <p>個人專業投資者 – 屬於《專業投資者規則》(第571D章)第3(b)條所指的個人。該等個人目前擁有的不少於港幣\$8,000,000或等值外幣的投資組合¹。</p>	<input type="checkbox"/> As stated in a certificate issued by an auditor or a certified public accountant of the individual within 12 months before the relevant date; or 由核數師或註冊會計師於有關日期前12個月內發出的證明文件;或 <input type="checkbox"/> One or more custodian statements issued to the individual (either alone or with the associate) within 12 months before the relevant date; or 客戶的個人或與其有聯繫者開立的聯名帳戶,於有關日期前12個月內由保管人發出的帳戶結單(可提交多於一份);或 <input type="checkbox"/> Bank statements issued to the individual within 12 months before the relevant date. 於有關日期前12個月內向該個人或其有聯繫者發出的銀行結單。
B1. <input type="checkbox"/>	<p>Corporate Professional Investors – TRUST corporations falling under section 3(a) of the PI Rules with trust assets of not less than HK\$40 million or its equivalent in any foreign currency at the relevant date.</p> <p>法團專業投資者 – 屬於《專業投資者規則》第3(a)所指的信託法團,而在該等信託下獲託付的總資產目前不少於港幣\$40,000,000或等值外幣。</p>	<input type="checkbox"/> The most recent audited financial statement prepared in respect of the trust corporation and within 16 months before the relevant date; or 最近期並於之前16個月內擬備的經審計的財務報表;或 <input type="checkbox"/> One or more the most recent audited financial statements prepared in respect of the trust or any of the trusts and within 16 months before the relevant date; or 最近期並於之前16個月內就該項信託或該等信託中任何一項信託擬備的一份或多份經審計的財務報表;或 <input type="checkbox"/> One or more custodian statements issued to the trust corporation in respect of the trust or any of the trusts and within 12 months before the relevant date. 最近期並於之前12個月內由保管人發出的帳戶結單(可提交一份或多於一份)。
B2. <input type="checkbox"/>	<p>Corporate Professional Investors – Corporations or partnerships falling under sections 3(c) and/or 3(d) of the PI Rules having a portfolio¹ of not less than HK\$8 million or its equivalent in any foreign currency at the relevant date, or total assets of not less than HK\$40 million or its equivalent in any foreign currency at the relevant date.</p> <p>法團專業投資者 – 屬於《專業投資者規則》第3(c)和/或3(d)所指的法團或合夥,目前擁有的不少於港幣\$8,000,000(或等值外幣)的投資組合¹或不少於港幣\$40,000,000(或等值外幣)總資產。</p>	<input type="checkbox"/> The most recent audited financial statement prepared in respect of the trust corporation and within 16 months before the relevant date; or 最近期並於之前16個月內擬備的經審計的財務報表;或 <input type="checkbox"/> One or more custodian statements issued to the trust corporation in respect of the trust or any of the trusts and within 12 months before the relevant date. 最近期並於之前12個月內由保管人發出的帳戶結單(可提交一份或多於一份)。
B3. <input type="checkbox"/>	<p>Corporate Professional Investors – Corporations falling under section 3(c) of the PI Rules whose sole business at the relevant date is to hold investments and are at the relevant date wholly owned by one or more of the following: (i) a trust corporation within (B1) above; (ii) a corporation or partnership within (B2) above; (iii) an Individual Professional Investor within (A) above.</p> <p>法團專業投資者 – 屬於《專業投資者規則》第3(c)所指的法團,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(B1)所述的信託法團; (ii)符合(B2)所述的法團或合夥; (iii)符合(A)所述的個人專業投資者。</p>	<input type="checkbox"/> Information to prove that the corporation is wholly owned by (i) a trust corporation within (B1) above; (ii) a corporation or partnership within (B2) above; or (A) an Individual Professional Investor (e.g., annual returns, list of shareholders, etc.); and 證明由(i)符合(B1)所述的信託法團; (ii)符合(B2)所述的法團或合夥;或(iii)符合(A)所述的個人專業投資者全資擁有的證據(例如:周年報表、股東名冊等);及 <input type="checkbox"/> The most recent audited financial statement prepared in respect of the trust corporation OR corporation OR partnership and within 16 months before the relevant date; or 該等信託法團、法團或合夥擁有人的最近期並於之前16個月內擬備的經審計的財務報表;或 <input type="checkbox"/> One or more custodian statements issued in respect of the trust OR corporation OR partnership within 12 months before the relevant date 最近期並於之前12個月內由保管人發出的關於該等信託法團、法團或合夥擁有人的帳戶結單(可提交一份或多於一份)。

¹ A portfolio comprising any of the following: securities²; a certificate of deposit issued by an authorized financial institution or a bank which is not an authorized financial institution but is regulated under the law of any place outside Hong Kong; in relation to an individual, money held by a custodian for the individual. 投資組合包括:證券²;由認可財務機構發行的存款證或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發行的存款證;就任何個人而言,由保管人替該人持有的款項。

² Securities means – shares, stocks, debentures, loan stocks, funds, bonds or notes of, or issued by, a body, whether incorporated or unincorporated, or a government or municipal government authority and other securities products defined under Schedule 1 of Cap. 571 Securities and Futures Ordinance. ²證券包括股份、股額、債券、債權證、債權股額、票據、基金、窩輪、期權等其他根據《證券及期貨條例》(第571章)第1部所定義的證券產品。

C. <input type="checkbox"/>	<p>Institutional Professional Investors – persons falling under paragraphs (a) to (i) of the definition of “Professional Investor” in section 1 of Part 1 of Schedule 1 to the Securities and Futures Ordinance (CAP 571) (“SFO”) e.g. recognized exchange company, regulated intermediaries, regulated insurer, authorised collective investment scheme, registered MPF, authorised financial institutions or government, etc.</p> <p>機構專業投資者 – 屬於《證券及期貨條例》附表 1 第 1 部第 1 條“專業投資者”的定義第(a)至(i)段所指的人士。例如：認可交易所、受監管中介人、受監管保險人、獲認可的集體投資計劃、已註冊的強制性公積金計劃、認可財務機構或政府等。</p>	<p>No supporting document is required. 不需要提供參照文件。</p>
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Type of Product 產品種類	Investment Experience 投資經驗	Market 市場
Equity Securities 股本證券	<input type="checkbox"/> Less than 2 years 少於 2 年 <input type="checkbox"/> Over 2 years 多於 2 年	<input type="checkbox"/> Hong Kong 香港 <input type="checkbox"/> Others, please specify: 其他，請列明： _____
Futures and Options 期貨及期權	<input type="checkbox"/> Less than 2 years 少於 2 年 <input type="checkbox"/> Over 2 years 多於 2 年	<input type="checkbox"/> Hong Kong 香港 <input type="checkbox"/> Others, please specify: 其他，請列明： _____
Warrants, CBBC and Stock Options 認股權證、牛熊證及股票期權	<input type="checkbox"/> Less than 2 years 少於 2 年 <input type="checkbox"/> Over 2 years 多於 2 年	<input type="checkbox"/> Hong Kong 香港 <input type="checkbox"/> Others, please specify: 其他，請列明： _____
Fixed income securities (e.g. bonds) 固定收益證券(如債券)	<input type="checkbox"/> Less than 2 years 少於 2 年 <input type="checkbox"/> Over 2 years 多於 2 年	<input type="checkbox"/> Hong Kong 香港 <input type="checkbox"/> Others, please specify: 其他，請列明： _____
Mutual funds/ Unit Trusts 互惠基金/單位信託	<input type="checkbox"/> Less than 2 years 少於 2 年 <input type="checkbox"/> Over 2 years 多於 2 年	<input type="checkbox"/> Hong Kong 香港 <input type="checkbox"/> Others, please specify: 其他，請列明： _____
Structured Products (Equity Linked Deposit/ Currency Linked Deposit, etc.) 結構性投資產品 (股票掛鉤存款/票據，貨幣掛鉤存款)	<input type="checkbox"/> Less than 2 years 少於 2 年 <input type="checkbox"/> Over 2 years 多於 2 年	<input type="checkbox"/> Hong Kong 香港 <input type="checkbox"/> Others, please specify: 其他，請列明： _____
Others e.g. forex, commodities, ETF etc. (Please specify) : 其他如外匯交易，商品，交易所買賣基金等 (請說明)：	<input type="checkbox"/> Less than 2 years 少於 2 年 <input type="checkbox"/> Over 2 years 多於 2 年	<input type="checkbox"/> Hong Kong 香港 <input type="checkbox"/> Others, please specify: 其他，請列明： _____

Assessment 評估	Client's clarification 客戶說明
<p>1 Whether Client has the appropriate corporate structure and investment procedures and controls? (i.e., how investment decisions are made, including whether Client has a specialised treasury or other function responsible for making investment decisions, and whether relevant internal procedure manuals are available?) 客戶是否有合適的企業結構和投資流程及控管？(即投資是如何做出決定，包括客戶是否有專責的財務或作出對投資決策的功能部門，以及有沒有相關的內部流程手冊？)</p> <p><input type="checkbox"/> YES/有 please clarify the company's structure and investment decision-making procedures 請描述公司架構及投資決策過程</p> <p><input type="checkbox"/> NO/沒有</p>	
<p>2 Whether the person(s) responsible for making investment decisions has(have) adequate investment background and experience? 負責作出投資決定的人是否具有足夠的投資背景與投資經驗？</p> <p><input type="checkbox"/> YES/有 please clarify the details of the person(s) responsible for investment decisions (e.g., name, position, education background, investment experience and etc.) 請描述負責作出投資決策的人的個人資料(例如：姓名、職銜、教育背景、投資經驗等)</p> <p><input type="checkbox"/> NO/沒有</p>	
<p>3 Whether the Client is aware of the risks involved which is considered in terms of the person(s) responsible for making investment decisions? 客戶是否對涉及的風險有所認知(以負責作出投資決定的人對相關風險為準)？</p> <p><input type="checkbox"/> YES/有</p> <p><input type="checkbox"/> NO/沒有</p>	

Risks and Consequences of being treated as a PI 被視為專業投資者的風險及後果

For Corporate or Institutional PI within the definition of (B1), (B2), (B3) or (C) above :

對於符合上述(B1), (B2), (B3) or (C)定義的法團或機構專業投資者而言：

The performance of the obligations under paragraph 15.4 of the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission ("Code") by TSL and/or TAML in relation to Corporate Professional Investor and Institutional Professional Investor is waived. The waived obligations under paragraph 15.4 of the Code are set out as follows:

天大証券和/或天大資產管理將不會被要求符合《證券及期貨事務監察委員會持牌人或註冊人操守準則》（「《操守準則》」）第15.4段的監管要求：

1. the need to establish a client's financial situation, investment experience and investment objectives;
須確立客戶的財務狀況、投資經驗及投資目標；
2. the need to ensure the suitability of a recommendation or solicitation;
須確保所作出的建議或招攬行為是合適的；
3. the need to assess the client's knowledge of derivatives and characterize the client based on his knowledge of derivatives;
須評估客戶對衍生工具的認識，並根據客戶對衍生工具的認識將客戶分類；
4. the need to enter into a written agreement and the provision of relevant risk disclosure statements;
須訂立協議書及提供相關的風險披露聲明；
5. the need to disclose transaction related information;
須披露與交易相關的資料；
6. (for discretionary account only) the need to obtain from the client an authority in a written form prior to effecting transactions for the client without his specific authority;
(只就委託帳戶而言) 在為該客戶進行未經該客戶特定授權的交易之前，須先向該客戶取得書面授權；
7. (for discretionary account only) the need to explain the authority described under paragraph 7.1(a)(ii) of the Code and the need to confirm it on an annual basis.
(只就委託帳戶而言) 須解釋操守準則第 7.1(a)(ii)段所述的授權，並須每年確認該項授權一次。

For Individual, Corporate or Institutional PI within the definition of (A), (B1), (B2), (B3) or (C) above :

對於符合上述(A), (B1), (B2), (B3) or (C)定義的法團或機構專業投資者而言：

The performance of the obligations under paragraph 15.5 of the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission ("Code") by TSL and/or TAML in relation to Corporate Professional Investor and Institutional Professional Investor is waived. The waived obligations under paragraph 15.5 of the Code are set out as follows:

1. the need to inform the client about the Company and the identity and status of its employees and others acting on its behalf;
須向客戶提供有關本公司和有關其僱員及其他代表其行事的人士的身份和受僱狀況的資料；
2. the need to confirm promptly with the client the essential features of a transaction after effecting a transaction for a client;
為客戶完成交易後，需儘快向該客戶確認有關該宗交易的重點；
3. the need to provide the client with documentation on the Nasdaq-Amex Pilot Program.
須向客戶提供關於納斯達克－美國證券交易所試驗計畫的資料檔。

Declarations by Client(s) 客戶聲明

I/We agree to be treated as a professional investor in the following product(s) and market(s):

本人/吾等同意就下述產品和市場被視為專業投資者：

Product(s) 產品	Market(s) 市場

I/We declare that I/we have examined the information as provided by me/us on this form are true, correct and complete, and TSL and/or TAML is entitled to rely fully on such information and representation for all purposes, unless TSL and/or TAML receives notice in writing to changes made to the information above thereafter.

本人/吾等謹此聲明，本人/吾等在此申請表上所提供的一切資料均屬真實、正確及完整。天大証券和/或天大資產管理有權完全依賴這些資料及聲明而作出所有相應的行動，除非天大証券和/或天大資產管理收到有關更改上述資料的書面通知。

I/We continue to fulfill the requisite requirements under the PI Rules

本人/吾等持續符合專業投資者規則所訂明的要求。

The licensed representative of TSL and/or TAML has reminded me/us the risks and consequences (i.e., all relevant regulatory exemptions that the licensed or registered person is entitled to) of being treated as a Professional Investor, in particular, the licensed or registered person is not required to comply with the regulatory requirements set out in paragraphs 15.4 and/or 15.5 of the Code (as the case may be).

天大証券和/或天大資產管理的持牌職員已提醒本人/吾等於被視為專業投資者的風險及後果（即持牌人或註冊人獲得的所有相關監管豁免），尤其是持牌人或註冊人無須遵從證券及期貨事務監察委員會持牌人或註冊人操守準則第 15.4 及/或 15.5 段（視情況而定）所載的監管規定。

I/We agree to be treated as a Professional Investor. For a customer who is treated as a professional investor, the level of information and explanation that will be provided by TSL and/or TAML will be considerably less than that which would be provided to a non-professional customer. Furthermore, as a professional investor, I/We will be deemed to understand the particular risks attaching to the investment strategies to be adopted and the financial instruments to be invested in.

本人/吾等同意被視為專業投資者。對被視為專業投資者的客戶，天大証券和/或天大資產管理提供資訊和解釋的程度會大大地低於非專業投資者的客戶。而且，作為專業投資者，天大証券和/或天大資產管理會假設本人/吾等明白採納的投資策略和投資的金融產品之相關風險。

I/We consent and acknowledge that I/We has/have a right to withdraw from being treated as a Professional Investor upon my/our written notice to TSL and/or TAML. I/We agree that unless and until TSL and/or TAML receives from me/us a written notification of my/our objection and withdrawal, TSL and/or TAML will be entitled to treat me/us as a professional investor as described above. Any request by me/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 me/us on the basis that I am/we are a professional investor prior to such withdrawal taking effect.

本人/吾等同意並確認本人/吾等有權透過書面通知天大証券和/或天大資產管理，取消被視為專業投資者的資格。本人/吾等同意除非及直至天大証券和/或天大資產管理收到本人/吾等有關的反對及撤回之書面通知，天大証券和/或天大資產管理有權將本人/吾等視作專業投資者及吾等將承擔相關的風險及後果。有關任何本人/吾等撤回專業投資者的要求，在該撤回要求生效前，均不會妨礙及影響天大証券和/或天大資產管理向本人/吾等提供的服務。

Signature 簽署

Signature of Main Account Holder/ Signature & Full Name of Authorised Officer of Corporate Account 主要賬戶持有人簽署/公司賬戶授權簽署人姓名及簽署: X	Date 日期: dd 日/mm 月/yyyy年
Full Name of Authorised Officer 授權簽署人姓名	
Signature of Joint Account Holder 聯名賬戶持有人簽署: X	Date 日期: dd 日/mm 月/yyyy年