

Application for Treatment as Corporate Professional Investor

法團專業投資者申請書

Client Name 客戶姓名			
Account No 帳戶號碼	Date of Application 申請日期	(dd/mm/yyyy) (日/月/年) / /	

Classification of Corporate Professional Investor (“CPI”) 法團專業投資者的歸類

(please tick the appropriate box 請在適當方格內填上✓號)

Type of Professional Investor 專業投資者類別	Criteria 準則
<input type="checkbox"/> (A) Trust Corporation 信託法團	Has been entrusted under one or more trusts of which it acts as a trustee with total assets of not less than HK\$40 million (or its equivalent in any foreign currency) 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 千萬元 (或等值外幣)
<input type="checkbox"/> (B) Corporation / Partnership 法團 / 合夥	Has a portfolio of not less than HK\$8 million (or its equivalent in any foreign currency); or total assets of not less than HK\$40 million (or its equivalent in any foreign currency) 在有關日期擁有的投資組合，不少於港幣 8 百萬 (或等值外幣)；或在有關日期擁有的總資產，不少於港幣 4 千萬元 (或等值外幣)
<input type="checkbox"/> (C) Other Corporation 其他法團	<input type="checkbox"/> Has as the principal business the holding of investments and is wholly owned by any one or more of the following persons: 主要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的法團： <ul style="list-style-type: none"> - a trust corporation specified in (A) 在(A)指明的信託法團 - an individual having a portfolio of not less than HK \$8 million 擁有的投資組合不少於港幣 8 百萬的個人 - a corporation / partnership specified in (B) 在(B)指明的法團 / 合夥 - a professional investor with the meaning of (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 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 <input type="checkbox"/> Wholly owns a corporation referred in (B) 在有關日期全資擁有第(B1)點所提述的法團的法團

Portfolio Adequacy Assessment - Supporting Document(s) Required 資產充足度評估 - 所需證明文件

(please tick the appropriate box(es) 請在適當方格內填上✓號)

Please provide certified copies of the relevant supporting documents (as certified by any licensed or registered person, a JP (Justice of the Peace), or a professional person such as a branch manager of a bank, certified public accountant, lawyer, notary public or chartered secretary). 請提交經由持牌人或註冊人、太平紳士或專業人士例如銀行分行經理、執業會計師、律師、公證人或特許秘書加以驗證作認證副本的相關證明文件。

- A statement of account or a certificate issued by a Custodian within 12 months
由保管人在 12 個月內發出的賬戶結單或證明書
- A certificate issued by an auditor or a certified public accountant within 12 months
由核數師或會計師在 12 個月內發出的證明書
- A Public Filing submitted by or on behalf of the corporation/partnership within 12 months
由或代表該法團/合夥在 12 個月內呈交的公開檔案
- Most recent audited financial statements prepared within 16 months before the relevant date
在有關日期前 16 個月內擬備的最近期的經審計的財務報表。

Risk Tolerance Level Assessment 風險承受程度評估

If client wish to invest in **funds** and/or **OTC products**, please complete and sign the addition form listed below:

如客戶有意投資**基金**及/或**場外衍生產品**，請填寫及簽署以下額外之表格：

- Risk Profile Questionnaire (Corporate Account) 風險取向問卷 (公司帳戶)



Corporate Professional Investor Assessment 法團專業投資者評估

1) Please select the relevant products and/ or markets which are being assessed 請選擇進行評估的有關產品及/或市場：

Products 產品	Markets 市場
<input type="checkbox"/> Equity Securities (including warrants, CBBCs and Stock Options) 股本證券 (包括認股權證、牛熊證及股票期權)	<input type="checkbox"/> Developed Markets 發達國家 ¹ <input type="checkbox"/> Emerging Markets 新興市場 ² <input type="checkbox"/> Others 其他：_____
<input type="checkbox"/> Fixed Income Securities (e.g. Bonds, Convertible Bonds) 固定收益證券 (如債券、轉換債)	<input type="checkbox"/> Developed Markets 發達國家 ¹ <input type="checkbox"/> Emerging Markets 新興市場 ² <input type="checkbox"/> Others 其他：_____
<input type="checkbox"/> Mutual Fund/ Unit Trusts 互惠基金/單位信託	<input type="checkbox"/> Developed Markets 發達國家 ¹ <input type="checkbox"/> Emerging Markets 新興市場 ² <input type="checkbox"/> Others 其他：_____
<input type="checkbox"/> Structured Products (e.g. Equity-linked Deposit/ Note, Currency-linked Deposit) 結構性投資產品(如股票掛鈎存款/票據、貨幣掛鈎存款)	<input type="checkbox"/> Developed Markets 發達國家 ¹ <input type="checkbox"/> Emerging Markets 新興市場 ² <input type="checkbox"/> Others 其他：_____
<input type="checkbox"/> Others 其他： _____	<input type="checkbox"/> Developed Markets 發達國家 ¹ <input type="checkbox"/> Emerging Markets 新興市場 ² <input type="checkbox"/> Others 其他：_____

2) Do you have the appropriate corporate structure and investment process and controls?

客戶是否擁有合適的企業架構和投資程序及監控措施?

Yes 是 No 否

3) If your answer to Q2 is “Yes”, how are investment decisions being made? 如第 2 條答案為「是」，投資決定是如何作出的?

(i) Do you have an in-house treasury, investment or similar function comprising of competent and suitably qualified professionals responsible for its investment strategies and investment process? 客戶內部是否設有由具備勝任能力及適當資格的專業人士組成的庫務、投資或類似職能，負責其投資策略及投資程序?

Yes 是 No 否

(ii) Do you have a designated investment committee comprising of competent and suitably qualified professionals responsible for its investment strategies and investment process; and (a) such a committee makes investment decisions on behalf of you or (b) you make informed investment decisions taking into account the advice or recommendation of such committee? 客戶是否設有由具備勝任能力及適當資格的專業人士組成的專責投資委員會，負責客戶的投資策略及投資程序；及(a)該委員會代表客戶作出投資決定 或 (b)客戶在作出有根據的投資決定時會考慮該委員會的意見或建議?

Yes 是 No 否

(iii) Do you engage an external investment advisory team comprising of competent and suitably qualified professionals responsible for its investment strategies and investment process; and (a) such a team makes investment decisions on behalf of you or (b) you make informed investment decisions taking into account the advice or recommendation of such team, and in each case this external team is (A) independent to FFCIL; (B) subject to regulatory oversight (where required); and (C) in an investment advisory capacity in advising you on investment strategies, advice and recommendations; 客戶是否委聘由具備勝任能力及適當資格的專業人士組成的外部投資顧問團隊，負責其投資策略及投資程序；及(a)該團隊代表客戶作出投資決定 或 (b) 客戶在作出有根據的投資決定時會考慮該團隊的意見或建議，而在每個情況下，該外部團隊乃：(A) 獨立於 FFCIL；(B)受制於規管監察(如有此規定)；及(C)以投資顧問身分就投資策略、意見及建議向客戶提供意見?

Yes, name of external investment advisory team:

是，外部投資顧問團隊名稱：_____

No 否

¹ Developed Markets include: Australia, Canada, Eurozone, Hong Kong, Japan, New Zealand, Singapore, United States and United Kingdom 發達國家包括：澳洲、加拿大、歐元區、香港、日本、紐西蘭、新加坡、美國及英國

² Emerging Markets include: China, Brazil, India, Indonesia, South Korea, Malaysia, Pakistan, Philippines, Russia, Sri Lanka, Taiwan, Thailand and Vietnam 新興市場包括：中國、巴西、印度、印尼、南韓、馬來西亞、巴基斯坦、菲律賓、俄羅斯、斯里蘭卡、臺灣、泰國及越南



- (iv) Do you rely on and follow the investment strategies, advice and recommendations of your related corporation provided that such related corporation comprising of competent and suitably qualified professionals responsible for its investment strategies and investment process; and meet any of the three options set out in above, i.e., (i) has an in-house treasury, investment or similar function; (ii) has a designated investment committee; or (iii) engages an external investment advisory team that meets the above-said conditions? 客戶是否依據及遵循其有連繫法團的投資策略、意見及建議，而該有連繫法團具備勝任能力及適當資格的專業人士組成，負責客戶的投資策略及投資程序，以及符合上述三項的其中一項，即(i)設有內部庫務、投資或類似職能；(ii)設有專責投資委員會；或(iii)委聘符合上文所述的條件的外部投資顧問團隊？
- Yes 是 No 否
- 4) Does the person(s) responsible for making investment decisions on behalf of you has (have) sufficient investment background (including the investment experience of such person(s))?
負責代表客戶作出投資決定的人士是否具備充分的投資背景 (包括該人士的投資經驗)?
- Yes 是 No 否
- 5) If your answer to Q3 is “Yes”, how does such person acquire the knowledge and expertise?
如第 3 條答案為「是」，有關人士如何獲得相關產品的認識和專業知識？
- (i) Based on his/ her investment experience and history (including personal investments and investments for the account of others) which is directly relevant and related to the relevant products and markets, for at least two years in the recent five years, please specify the average number of the transactions per year: _____;
於最近 5 年內，有關人士具備最少 2 年與有關產品及市場直接相關及有關連的投資經驗及歷史(包括個人投資及為他人賬戶作出的投資)，平均每年交易次數為：_____ 宗；
- (ii) He/ she has working experience in the financial sector (including investment management, investment research, recommending or selling investment products), which is directly relevant and related to the relevant products and markets, for at least two years in the recent five years; 於最近 5 年內，有關人士具備最少 2 年與有關產品及市場直接相關及有關連的金融業工作經驗 (包括投資管理、投資研究、建議或出售投資產品)；
Please specify 請列明：_____
- (iii) He/ she has academic or professional qualifications or has undergone training or studied courses relating to the relevant products and markets; 有關人士具備與有關產品及市場相關的學歷或專業資格或曾接受有關產品性質和風險的一般培訓或修讀相關課程；
Please specify 請列明：_____
- (iv) Others, please specify:
其他，請列明：_____
- 6) Is the person(s) responsible for making investment decisions aware of the risks involved in trading in the relevant products and markets? 負責作出投資決定的人士對所涉及的風險是否有所認知？
- Yes 是 No 否

Risks of Being Treated as a Professional Investor 被歸類為專業投資者的風險

As a consequence of this classification, First Fidelity Capital (International) Limited (“FFCIL”) will not be required to fulfil certain regulatory requirements under the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission (the “Code”). While FFCIL may in fact perform some or all of the followings in providing services to you, we have **no regulatory responsibility** under the Code to do the following: 將客戶歸類為專業投資者後，First Fidelity Capital (International) Limited (「FFCIL」)將無須遵守《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」)下的某些規管要求。儘管為客戶提供服務之時，FFCIL 事實上可能會履行下列各項中的部分或全部，但在《操守準則》的規管下，FFCIL 並無此等義務執行以下：

(1) Information for Clients 為客戶提供資料

- (i) the need to inform the you about FFCIL and the identity and status of our employees and others acting on our behalf;
向客戶提供有關 FFCIL 和有關 FFCIL 僱員及其他代表 FFCIL 行事的人士的身分和受僱狀況的資料；
- (ii) the need to confirm promptly with you the essential features of a transaction after effecting a transaction for you; and
為客戶完成交易後，須盡快向該客戶確認有關該宗交易的重點；及
- (iii) the need to provide the client with 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。

For client who passed the above CPI Assessment, FFCIL may further dis-apply the below provisions. Where FFCIL assess the client has not satisfied the criteria, FFCIL will keep applying the below provisions: 已通過上述法團專業投資者評估的客戶，FFCIL 將可豁免遵守以下規條。如 FFCIL 認為客戶未能通過有關評估，FFCIL 將會遵守以下規條：

- (1) Information about Clients 有關客戶的資料
 - (i) the need to establish your financial situation, investment experience and investment objectives, except where FFCIL is providing advice on corporate finance work;
確立客戶的財務狀況、投資經驗及投資目標，但上述豁免不適用於 FFCIL 提供企業融資意見；
 - (ii) the need to ensure the suitability of a recommendation or solicitation; and
確保所作出的建議或招攬行為是合適的；及
 - (iii) the need to assess your knowledge of derivatives and characterize you based on your knowledge of derivatives;
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；
- (2) Client Agreement 客戶協議
 - (i) 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；
- (3) Discretionary accounts 委託帳戶
 - (i) the need for FFCIL to obtain from you an authority in a written form prior to effecting transactions for you without your specific authority; FFCIL 在為客戶進行未經客戶特定授權的交易之前，須先向客戶取得書面授權；
 - (ii) the need to explain the authority and the need to confirm it on an annual basis; and
須解釋該項授權，並須每年確認該項授權一次；及
 - (iii) the need for FFCIL to disclose benefits receivable for effecting transactions for you under a discretionary account.
披露 FFCIL 因應在委託帳戶下為客戶進行交易而可取得的收益。
- (4) The need to ensure the suitability of a transaction in a complex product, to provide sufficient information about a complex product and to provide warning statements.
確保複雜產品交易的合適性，提供有關複雜產品的充分資料及提供警告聲明。
- (5) Information for Clients 為客戶提供資料
 - (i) the need to disclose transaction related information; 須披露與交易相關的資料；

Right to Withdraw from being Treated as a Professional Investor 撤回被視為專業投資者的權利

If you become a Professional Investor, you have the right to withdraw from being treated as a Professional Investor for all products or markets or any part thereof for the purpose of the Code of Conduct at any time by giving **not less than 30 days prior written notice** to FFCIL. Any request of withdrawal given by you shall be without prejudice to and shall not affect the provision of any services rendered and/or products offered to you on the basis that you are a Professional Investor prior to such withdrawal taking effect. 成為專業投資者，客戶有權利隨時向 FFCIL 發出不少於 30 天的事先書面通知，要求撤回對於所有或任何一項產品類別及/或相關市場被視為《操守準則》所指的專業投資者身份。在該撤回還未生效之前，FFCIL 仍會視客戶為專業投資者，並在此條件下向客戶提供任何相關服務及/或產品並無任何影響，且無損各方權利。

Client Declaration 客戶聲明

We, the undersigned Client, hereby acknowledge, declare and confirm that after signing in the signature column herein below by myself, indicated that: 我為下述簽署客戶，謹此知悉、聲明及確認，當我司於下列簽署欄內簽署後，即表示：

- (1) We fall within the definition of Professional Investor under the Securities and Futures Ordinance and the Securities and Futures (Professional Investor) Rules; 我司屬於《證券及期貨條例》及《證券及期貨(專業投資者)規則》所界定的專業投資者；
- (2) We undertake to provide FFCIL with any information or appropriate documentary evidence as required to confirm our status as a professional investor; 我司承諾向 FFCIL 提供任何資料或適當文件憑證，以確認我司作為專業投資者的身份；
- (3) We give our consent to being classified by FFCIL as a Professional Investor pursuant to the definitions of Professional Investor Rules; 根據專業投資者規則的定義，我司同意被 FFCIL 界定為一位專業投資者；
- (4) We are fully aware of the risks and consequences of being treated as a Professional Investor and our right to withdraw from being treated as such for all products or markets or any part thereof; and 我司完全了解被視為專業投資者的風險及後果，以及我司可撤回為所有產品或市場或其任何部分的專業投資者身份的權利；及
- (5) We undertake to notify FFCIL if we become aware of any change in our financial conditions that may affect our eligibility for being classified as a professional investor. 我司承諾會立即通知 FFCIL 有關我司之可能構成影響符合被視為專業投資者資格的財政狀況變化。



Client Signatory 客戶簽署

Signature with Company Chop (If applicable) 客戶簽名加蓋公司印章 (如適用)	Name of Client 客戶姓名
	Name of Signatory 簽字人姓名
	Date 日期

Declaration by Licensed Representative 持牌代表聲明 (to be completed by staff of FFCIL 由 FFCIL 職員填寫)

I confirm that 本人確認：

- I have explained the contents of this Form to the Client. I have invited the Client to read this Form, ask questions and seek independent advice (if the Client wishes);
本人已向客戶解釋本表格的內容，並已邀請客戶閱讀本申請書、提出問題及徵求獨立的意見 (如客戶有此意願)；
- I have fully explained to the Client the requirements and criteria of being classified as a Corporate Professional Investor pursuant to the definitions of Professional Investor Rules;
本人已向客戶詳細解釋，根據專業投資者規則，被界定為一位法團專業投資者的規定及準則；
- The Client fulfils the requirements and criteria of being classified as an Corporate Professional Investor pursuant to the definitions of Professional Investor Rules; and
根據專業投資者規則，客戶符合被界定為一位法團專業投資者的規定及準則；及
- The Client has provided me a valid original/certified true copy of the supporting documents as an assessment of portfolio and/or total assets. 客戶已提交有效的正本/已確認為真確副本的證明文件，作為投資組合及/或總資產的評估。

Signature of Licensed Representative 持牌代表簽署	Name of Licensed Representative 持牌代表姓名
	CE No. 中央編號
	Date 日期

For Internal Use Only 此部分由本公司填寫

Base on the following Assessment Criteria, we are satisfied that the Client meets the requirements for Corporate Professional Investor (CPI) of product(s) and market(s) indicated in the above CPI Assessment and can be treated as such. 基於以下評估準則，我們已信納客戶已符合對法團專業投資者的以下兩項規定，並可視客戶為以上法團專業投資者評估中標示的產品及市場之法團專業投資者。

- | | | |
|--|-----------------------------------|----------------------------------|
| 1. Client can pass the Portfolio Adequacy Assessment and has valid asset proof.
客戶能夠通過資產充足度評估及 能夠提供有效的資產證明。 | <input type="checkbox"/> Yes
是 | <input type="checkbox"/> No
否 |
| 2. Client can pass the Corporate Professional Investor Assessment.
客戶能夠通過法團專業投資者評估。 | <input type="checkbox"/> Yes
是 | <input type="checkbox"/> No
否 |

Endorsed by Responsible Officer 由負責人員批核:

Approve 批准 Reject 否決

Signature of Responsible Officer
負責人員簽署

Name 姓名 _____ Date 日期 _____