

個人專業投資者聲明書 Individual Professional Investor Declaration Form

致：中國中恒金融集團有限公司
To: China Zhong Heng Finance Group Limited (“CZHF”)

客戶名稱 Account Name _____

客戶號碼 Account Number _____

第一部分：個人專業投資者證明文件

Section 1: Supporting Documents for Individual Professional Investor Status

根據香港法律第 571 章《證券及期貨條例》附件 1 第 1 部份 (j) 段及第 571D 章《證券及期貨（專業投資者）規則》（“專業投資者規則”）第 3 條 (b) 段，為證明閣下為個人專業投資者，閣下需向我司提供以下文件：

Pursuant to the provisions of paragraph (j) of Part 1 of Schedule 1 of Cap 571 Securities and Futures Ordinance (“SFO”) and Section 3(b) of Securities and Futures (Professional Investors) Rules (“PI Rules”), you are required to produce the following documents as evidence of your Individual Professional Investor status:

- (1) 任何足以證明閣下單獨或聯同其有聯繫者於某聯權共有帳戶擁有的投資組合^{註1}在有關日期不少於港元\$8,000,000或等值外幣之文件，例如銀行月結單；或
any document showing that you, either alone or with any of my associates on a joint account, having a portfolio^{Note 1} of not less than HKD \$8 million or its equivalent in any foreign currency at the relevant date, such as bank statements; or
- (2) 由核數師或會計師在有關日期前 12 個月內發出並載有該投資組合總值的證明書；或
a certificate issued by an auditor or a certified public accountant of you within 12 months before the relevant date, stating the portfolio aggregate value; or
- (3) 在有關日期前 12 個月內發給閣下（單獨或聯同有關有聯繫者）的一份或多於一份保管人結單可確定該投資組合總值。
one or more custodian statements issued to you (either alone or with the associate) within 12 months before the relevant date ascertaining the portfolio aggregate value.

註1：投資組合指由任何下述項目組成的投資組合：(a) 證券；(b) 由 (i) 認可財務機構發行的存款證；或 (ii) 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；(c) 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；

Note 1: portfolio means a portfolio comprising any of the following: (a) securities; (b) a certificate of deposit issued by (i) an authorized financial institution; or (ii) a bank which is not an authorized financial institution but is regulated under the law of any place outside Hong Kong; (c) in relation to an individual, corporation or partnership, money held by a custodian for the individual, corporation or partnership.

第二部分：客戶聲明

Section 2: Declaration by Client

1. 本人 / 吾等聲明，給予貴司之所有資料均完整、真實及準確，並已盡本人 / 吾等所知提供。
I / We declare that all the information given to CZHF is complete, true and accurate, and is given to the best of my / our knowledge.
2. 本人 / 吾等收妥貴司發出之《個人專業投資者通知》（“通知”）。
I / We acknowledge receipt of the Individual Professional Investor Notice (“Notice”) from CZHF.
3. 本人 / 吾等同意就以下市場被視為專業投資者：中國中恒金融集團有限公司分銷或以其他方式提供的基金產品，包括但不限於直接或間接投資各種標的資產包括債券、權益、固定收益、結構性產品、私募股權及房地產或前述各種標的資產的組合的基金產品。
I / We have given consent to treated as a Professional Investor in relation to fund products distributed or otherwise made available by CZHF which include, without limitation, fund products which directly or indirectly invest in various underlying assets including bonds, equities, fixed income, structured products, private equities, and real estate or fund products with underlying assets of any combination thereof.
4. 貴公司已向本人 / 吾等詳盡說明被視為專業投資者一事的後果（即持牌人或註冊人獲得的所有相關監管豁免），以及本人 / 吾等享有隨時撤回被視為專業投資者的權利。
CZHF has fully explained to me / us the consequences (i.e. all relevant regulatory exemptions that the licensed or registered person is entitled to) of being treated as a Professional Investor and that I / We have the right to withdraw from being treated as such at any time.

5. 貴公司已向本人 / 吾等述明本人 / 吾等是就第3條所述之特定產品及市場被視為專業投資者，並享有撤回被視為專業投資者（不論就所有或任何部分產品或市場而言）的權利。
CZHF has informed me / us that I / we are treated as a Professional Investor in respect of the particular product and market as stated in Clause 3 and have a right to withdraw from being treated as a Professional Investor whether in respect of all products or markets or any part thereof.
6. 本人 / 吾等知悉貴公司應每年進行一次確認，從而確保本人 / 吾等繼續符合《專業投資者規則》所界定的有關規定。I / We acknowledge that CZHF should carry out a confirmation exercise annually to ensure that I / we continue to fulfill the requisite requirements under the PI Rules.
7. 本人 / 吾等同意，若本人 / 吾等反對被視為，或者本人 / 吾等不再有資格被視為《操守準則》所指的個人專業投資者，本人 / 吾等將立即通知貴司。
I / We agree to inform you immediately if I / we object, or no longer qualify, to being treated as an Individual Professional Investor for the purposes of the Code.

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| 客戶名稱 Name of Client | 客戶授權簽署 Client's Authorized Signature  |
| 日期 Date | |

第三部分：持牌代表聲明
Section 3: Declaration by Licensed Representative

本人在此確認：
I hereby confirm that:

(a) 我已向客戶提供以上中文和英文版本的《個人專業投資者聲明書》及《個人專業投資者通知》；及
I have provided the client with the Individual Professional Investor Declaration Form and the Individual Professional Investor Notice to the Client in both English and Chinese versions; and

(b) 我已邀請客戶閱讀載於《個人專業投資者通知》之成為專業投資者及個人專業投資者的風險及後果、提出問題及徵求獨立的意見（如客戶有此意願）。

I have invited the client to read the Risk and Consequences of being a Professional Investor and an Individual Professional Investor contained in the Individual Professional Investor Notice, ask questions and take independent advice (if the client wishes).

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| 持牌代表名稱 Name of Licensed Representative | 持牌代表簽署 Signature of Licensed Representative 證監會中央編號 SFC CE NO. |
| 日期 Date | |

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|---|------------------------------------|
| 經由中國中恒金融集團有限公司之授權代表確認及接納 ACKNOWLEDGED AND ACCEPTED BY AN AUTHORIZED SIGNATORY(IES) FOR AND ON BEHALF OF CHINA ZHONG HENG FINANCE GROUP LIMITED | |
| 授權代表姓名 Name of Authorized Person | 授權代表簽署 Authorized Signature |
| 日期 Date | |

個人專業投資者通知 Individual Professional Investor Notice

我司作為香港證券及期貨事務監察委員會（“證監會”）的持牌機構，須遵守《證券及期貨條例》及《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》”）的規定及其他規定。

As entities licensed by the Hong Kong Securities and Futures Commission (“SFC”), amongst other matters, CZHF are required to comply with the provisions of SFO and the requirements of the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission (“the Code”).

專業投資者身份 Professional Investor Status

當我司與不屬於《證券及期貨條例》及《專業投資者規則》界定的專業投資者（“專業投資者”）客戶進行交易時，則適用於我司與該客戶關係的若干要求無法豁免。

When we deal with a client that is not a professional investor (“Professional Investor”) as defined under the SFO and PI Rules, certain requirements which apply to our relationship with that client cannot be waived.

基於閣下是個人，並且閣下(i)單獨，(ii)連同閣下的配偶，(iii)連同閣下的一個或多個子女，或(iv)連同閣下的配偶及一個或多個子女，於某聯權共有帳戶擁有的投資組合在有關日期不少於港幣800萬元或等值外幣，或該投資組合總值(A)已載於由該人的會計師或核數師在有關日期前12個月內發出的證明書內，或(B)通過參照在有關日期前12個月內發給該人（單獨或連同其關聯方）的一份或多於一份保管人結單而獲確定，則閣下屬於《公司條例》附表17以及《證券及期貨條例》第174條、第175條及第IV部所指的專業投資者。此外，閣下目前屬於並且將被我司視為《操守準則》若干目的下的“個人專業投資者”對待。

On the basis that you are an individual who, either (i) alone, (ii) with your spouse, (iii) with one or more of your children, or (iv) with your spouse and one or more of your children, on a joint account, has a portfolio of not less than HK\$8 million (or its equivalent in any foreign currency) at the relevant date or (A) as stated in a certificate issued by an auditor or a certified public accountant for you within 12 months before the relevant date, or (B) as ascertained by referring to one or more custodian statements issued to you (either alone or with your associate) within the 12 months before the relevant date, you are a Professional Investor for the purposes of Schedule 17 of the Companies Ordinance and Section 174, Section 175 and Part IV of the SFO. Furthermore, you are and will be treated by us as an “Individual Professional Investor” for certain purposes of the Code.

成為專業投資者的風險及後果 Risk and Consequences of being a Professional Investor

由於閣下屬於專業投資者，我司將：

As a consequence of you being a Professional Investor, we will:

- (i) 能夠向閣下發行並未被證監會許可的證券及投資產品，而《公司條例》下的發行章程規定並不適用；
be able to offer you securities and investment products which are not authorized by the SFC and in relation to which the prospectus requirements under the Companies Ordinance do not apply;
- (ii) 為行銷或推薦證券及其他投資產品之目的，能夠對貴司進行未獲邀約的造訪；及
be able to make unsolicited calls to you for the purpose of marketing or recommending securities and other investment products;
and
- (iii) 關於證券的任何要約，無須按照《證券及期貨條例》第175條的規定向貴司提供資料或資訊。
in relation to any offer of securities, not be required to provide you with materials or information in the form prescribed by section 175 of the SFO.

我司如果會向客戶提供有關衍生產品的服務，我司會按照該客戶要求提供有關該產品的規格或章程或其他要約文件，及詳細解釋收取保證金的程序及在什麼情況下我司可無需該客戶同意而將客戶的持倉出售或平倉。

If services are to be provided to the client in relation to derivative products, we will provide the client upon request with product specifications and any prospectus or other offering document covering such products and a full explanation of margin procedures and the circumstances under which a client's positions may be closed without the client's consent.

假如我司向閣下招攬銷售或建議任何金融產品，該金融產品必須是我司經考慮閣下的財政狀況、投資經驗及投資目標後而認為合理地適合閣下的。本協議的其他條文或任何其他我司可能要求閣下簽署的文件及我司可能要求閣下作出的聲明概不會減損本條款的效力。

If we solicit the sale of or recommend any financial product to you, the financial product must be reasonably suitable for you having regard to your financial situation, investment experience and investment objectives. No other provision of this agreement or any other document we may ask you to sign and no statement we may ask you to make derogates from this clause.



註：“金融產品”指《證券及期貨條例》所界定的任何證券、期貨合約或槓桿式外匯交易合約。

Note: “Financial product” means any securities, futures contracts or leveraged foreign exchange contracts as defined under the SFO.

此外，就《證券及期貨（成交單據、戶口結單及收據）規則》（“《成交單據規則》”）而言，閣下可同意不收取我司根據《成交單據規則》向閣下提供的任何成交單據、戶口結單或收據（視情況而定）。

Furthermore, for the purposes of the Securities and Futures (Contract Notes, Statements of Account and Receipts) Rules (“Contract Note Rules”), you may agree not to receive from us any contract notes, statements of account or receipts (as the case may be) in accordance with the Contract Note Rules.

被視作個人專業投資者的風險及後果

Risks and Consequences of being treated as an Individual Professional Investor

在閣下 (a) 撤回被視作，或 (b) 不再有資格被視作《操守準則》所指的個人專業投資者之前，則根據《操守準則》第15.5段的規定，我司將無須：

Until such time as you (a) withdraw from being, or (b) cease to qualify to be, treated as an Individual Professional Investor for the purposes of the Code, then pursuant to paragraph 15.5 of the Code we are not required to:

- (i) 向閣下提供有關我司的資訊，或者告知閣下有關於代表我司行事的我司員工及其他人的身份及資格；
inform you about the licensed or registered person and the identity and status of our employees and others acting on our behalf;
- (ii) 為閣下執行某個交易後立即向貴司確認該交易的基本特點；及
confirm promptly with you the essential features of a transaction after effecting a transaction for you; and
- (iii) 向閣下提供關於納斯達克—美國證券交易所試驗計劃的資料文件
provide you with documentation on the Nasdaq-Amex Pilot Program.

作為個人專業投資者的權利

Rights as an Individual Professional Investor

請注意，在閣下與我司交易的任何時間內，閣下有權關於所有或任何部分產品或市場撤回被視作《操守準則》所指的個人專業投資者。若閣下希望更改閣下作為個人專業投資者的身份，閣下必須書面通知我司，我司將安排編制或提供必要的文件。

Please note that you have the right to withdraw from being treated as an Individual Professional Investor for the purposes of the Code in respect of all products or markets or any part thereof at any time during the course of your relationship with us. If you wish to change your status as an Individual Professional Investor, you must advise us in writing and we will arrange for the necessary documents to be prepared or provided.

香港灣仔駱克道 93-107 號利臨大廈 9 樓 05 室

Unit 05, 9/F, Beverly House, 93-107 Lockhart Road, Wan Chai, Hong Kong

Phone 電話: (852) 3611 8125 Fax 傳真: (852) 2803 1625 Email 電郵: enquiry@czhfinance.com

簽署並返還本函副本隨附的聲明書，即表明閣下同意我司將閣下視為《操守準則》所指的、關於該聲明所列產品和市場的個人專業投資者。最後，若閣下同意被視為個人專業投資者，我司須每年確認一次以使我司能夠確保閣下持續符合《專業投資者規則》的必要規定。在每次年度確認時，我司將書面提醒閣下注意 (i) 被視作個人專業投資者的風險及後果，及 (ii) 閣下有權撤回被視作《操守準則》所指的個人專業投資者，無論是關於所有產品或市場或其任何部分。

By signing and returning the Declaration Form attached to this Notice, you give consent to us treating you as an Individual Professional Investor for the purposes of the Code for the products and markets set out in that declaration. Finally, if you agree to be treated as an Individual Professional Investor, we are required to carry out a confirmation exercise annually to ensure that you continue to fulfill the requisite requirements under the PI Rules. At the time of each annual confirmation exercise, we will remind you in writing of (i) the risks and consequences of being treated as an Individual Professional, and (ii) your right to withdraw from being treated as an Individual Professional Investor for the purposes of the Code, whether in respect of all products or markets or any part thereof.

閣下對此通知如有任何疑問，請聯繫中國中恒金融集團有限公司，電話為 +852 3611 8125。

If you have any questions about this Notice, please contact CZHF, Tel +852 3611 8125.