

Goldhorse Securities Limited 金馬證券有限公司

Participants of The Stock Exchange of Hong Kong Limited 香港聯合交易所有限公司參與者 SFC C.E. No. 證監會中央編號: BFU406

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Professional Investor Declaration Form (Individual and Corporate) 專業投資者聲明書(個人及法團)

As a licensed corporation regulated by the Securities and Futures Commission of Hong Kong (the "SFC"), Goldhorse Securities Limited ("GHSL") is required to comply with the provisions of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) (the "SFO"), requirements prescribed by the SFC and other applicable laws and regulations.

作為被香港證券及期貨事務監察委員會(「**證監會**」)監管的持牌法團,金馬證券有限公司(「**金馬證券**」)需遵守《證券及期貨條例》 (香港法例第571章)(「證券及期貨條例」)、證監會所制定的規則及其他相關的法規。

For the purposes of Sections 103, 174, 175 of the SFO, Schedule 17 of the "Companies (Winding Up and Miscellaneous Provisions) Ordinance" (Cap. 32 of the Laws of Hong Kong)" (the "CWUMPO"), "Securities and Futures (Contract Notes, Statements of Account and Receipts) Rules" (Cap. 571Q of the Laws of Hong Kong) (the "Contract Notes Rules") and the "Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission" (the "Code of Conduct"), GHSL proposes to classify the Client as a "Professional Investor" on the basis that the Client may fall under paragraphs (a) to (j) of the definition of "Professional Investor" in Part 1 of Schedule 1 to the SFO and/or paragraphs (a) to (d) of Section 3 of the "Securities and Futures (Professional Investor) Rules" (Cap. 571D of the Laws of Hong Kong) (the "PI Rules").

就《證券及期貨條例》第 103、174 和 175 條、《公司(清盤及雜項條文)條例》(香港法例第 32 章)(「**清盤及雜項條文條例**」)附表 17、《證券及期貨(成交單據、戶口結單及收據)規則》(香港法例第 571Q 章)(「**成交單據、戶口結單及收據規則**」)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**」),金馬證券建議把客戶依照《證券及期貨條例》附表1第1部「專業投資者」 定義第 (a) 至 (j) 段及/或《證券及期貨(專業投資者)規則》(香港法例第 571D 章)(「專業投資者條例」)第 3 條第 (a) 至 (d) 段歸類為 「專業投資者」

PART 1 – TYPES OF PROFESSIONAL INVESTOR ("PI")

第一部分 - 專業投資者的類別

Individual PI 個人專業投資者 An individual falling under paragraph (b) of Section 3 of the PI Rules.

「專業投資者規則」第3條第 (b)段所指的個人。

Corporate PI 法團專業投資者 A trust corporation, corporation or partnership falling under paragraph (a), (c) or (d) of Section 3 of the PI Rules.

「專業投資者規則」第3條第 (a), (c), 或 (d)段所指的信託法團、法團或合夥

Qualified Corporate PI 合資格法團專業投資者 a Qualified Corporate PI means a Corporate PI that satisfies all the three (3) assessment criteria set out in paragraph 15.3A(b) of the Code of Conduct in relation to the relevant products and markets.

合資格法團專業投資者指,就有關產品及/或市場,符合「操守準則」第 15.3A(b) 段所載的全部三項評估準則的法團專業投資者。

Unqualified Corporate PI 未合資格法團專業投資者 an Unqualified Corporate PI means a Corporate PI that does not satisfy any one or all of the three assessment criteria set out in paragraph 15.3A(b) of the Code of Conduct in relation to the relevant products and market

未合資格法團專業投資者指,就有關產品及/或市場,未能符合「操守準則」第 15.3A(b) 段所載的任何一項或全部三項評估準則的法團專業投資者。

(Version Sep/2022)

PART 2 – RISKS AND CONSEQUENCES OF BEING TREATED AS A PROFESSIONAL INVESTOR 第二部分 — 被視為一名「專業投資者」的風險和後果

As a consequence of being classified as a PI, GHSL will be able to offer the Client certain investment products which are only available to a PI. In particular, GHSL will be able to offer the Client securities or investment products which are not authorised by the SFC and/or in relation to which the prospectus requirements under the CWUMPO do not apply.

若閣下被分類成為一位專業投資者,金馬證券將能為客戶提供只給一位專業投資者的投資機會。其中,金馬證券將能夠為客戶提供未被證 監會認可及/或未受「清盤及雜項條文條例」中有關於招股章程的要求所規管的證券或投資產品。

When the Client agreed to be classified by GHSL as an "individual PI" or "Unqualified Corporate PI", GHSL would be exempted from the provisions set out in the paragraph 15.5 of the Code of Conduct. In particular, GHSL would not be obligated to:

當客戶同意被金馬證券界定為一位「個人專業投資者」或「未合資格法團專業投資者」,金馬證券將獲豁免遵從操守準則第15.5段所載的條文。其中,**金馬證券將沒有責任**:

- (i) provide the Client with information in relation to GHSL and the identity and status of GHSL's employees and others acting on our behalf unless the Client specifically requests such information (paragraph 8.1 of the Code of Conduct); 向客戶提供有關金馬證券及金馬證券僱員及其他代表客戶行事的人士的身份和受僱狀況的資料(除非客戶特別要求有關資料)(操守準則第 8.1 段);
- (ii) confirm promptly with the Client the essential features of a transaction after effecting it for the Client (paragraph 8.2, paragraph 4 of Schedule 3 and paragraph 18 of Schedule 6 to the Code of Conduct); and 常客戶完成交易後,盡快向客戶確認有關該宗交易的重點(操守準則第 8.2 段、附表 3 第 4 段及附表 6 第 18 段);及
- (iii) provide the Client with documentation on the Nasdaq-Amex Pilot Program (paragraph 1 of Schedule 3 to the Code of Conduct). 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(操守準則附表 3 第 1 段)。

When the Client agreed to be classified by GHSL as "Qualified Corporate PI", GHSL would be exempted from the provisions set out in the paragraph 15.4 of the Code of Conduct. In particular, GHSL would not be obligated to:

當客戶同意被金馬證券界定為一位「未合資格法團專業投資者」,金馬證券將獲豁免遵從「操守準則」第15.4段所載的條文。其中,金馬證券將沒有責任:

- (i) establish the Client's financial situation (other than the information to establish the Client's status as a PI), investment experience and investment objectives (paragraphs 5.1 and paragraphs 2(d) and 2(e) of Schedule 6 to the Code of Conduct); 確立客戶的財務狀況(專業投資者資格審核的資料除外)、投資經驗及投資目標(操守準則第 5.1 段及附表 6 第 2(d)及 2(e) 段);
- (ii) ensure the suitability of any recommendation or solicitation to the Client (paragraph 5.2 and paragraph 49 of Schedule 6 to the Code of Conduct); 確保對客戶所作出的建議或招攬行為是合適的(操守準則第 5.2 段及附表 6 第 49 段);
- (iii) assess the Client's knowledge of derivatives and characterize the Client based on the Client's knowledge of derivatives (paragraph 5.1A of the Code of Conduct); 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(操守準則第 5.1A 段);
- (iv) enter into a written agreement with the Client and the provision of relevant risk disclosure statements to the Client (paragraph 6.1, paragraph 20.2(c), paragraph 2 of Schedule 3, paragraph 2 of Schedule 4 and paragraph 1 of Schedule 6, to the Code of Conduct); 與客戶訂立協議書及提供相關的風險披露聲明(操守準則第 6.1 段、第 20.2(c)段、附表 3 第 2 段、附表 4 第 2 段及附表 6 第 1 段);
- (v) disclose transaction related information (paragraph 8.3A of the Code of Conduct); 向客戶披露交易相關的資料(操守準則第 8.3A 段);
- (vi) obtain authority in a written form prior to effecting transactions on the Client's behalf, without specific the Client's authority (paragraph 7.1(a)(ii) of the Code of Conduct); 在為客戶進行未經閣下特定授權的交易之前,先向該客戶取得書面授權(「操守準則」第 7.1(a)(ii)段);
- (vii) explain the authority described in paragraph 7.1(a)(ii) of the Code of Conduct to the Client and confirm the Client's understanding thereof, on an annual basis (paragraph7.1(b) of the Code of Conduct); 向客戶解釋「操守準則」第 7.1(a)(ii)段所述的授權,並每年確認該項授權一次(操守準則第 7.1(b)段);
- (viii)disclose benefits receivable for effecting transactions for the Client under a discretionary account (paragraph 7.2 of the Code of Conduct); and
 - 向客戶披露因應在委託帳戶下為向客戶進行交易而可取得的收益(操守準則第7.2段);及
- (ix) ensure the suitability of a transaction in a complex product, to provide sufficient information about a complex product and to provide warning statements (paragraph 5.5(a) of the Code of Conduct).

向客戶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(操守準則第 5.5(a)段)。

PART 2 – RISKS AND CONSEQUENCES OF BEING TREATED AS A PROFESSIONAL INVESTOR 第二部分 — 被視為一名「專業投資者」的風險和後果

The Client is strongly advised by GHSL to seek independent professional advice on the following matters: 金馬證券強烈建議客戶就下列事項尋求獨立專業意見:

- (i) whether the Client is willing to be classified as a "PI" by GHSL; and 客戶是否願意被金馬證券歸類為一名「專業投資者」;及
- (ii) the risks and consequences of being classified as a "PI" by GHSL. 被金馬證券歸類為一名「專業投資者」的風險和後果。

PART 3 – PORTFOLIO ADEQUACY TEST

第三部分 — 資產充足度測試

If the Client falls under one of the categories below, please put a " \checkmark " in the appropriate box below.

如客戶屬於以下其中一個類別,請於下列適當空格內加上「✓」號。

For the purposes of Section 4, 5(1), 6(a) or 7 of the PI Rules, the total assets entrusted to a trust corporation, the portfolio of an individual, or the portfolio or total assets of a corporation or partnership, are to be ascertained by referring to any one or more of the following:

為施行「專業投資者條例」第 $4 \times 5(1) \times 6(a)$ 或7條,託付予某信託法團的總資產、某名個人的投資組合、或某法團或合夥的投資組合或總資產,將通過參閱以下任何一份或多於一份文件而獲確定:

PART 2 – PORTFOLIO ADEQUACY TEST

第二部分一資產充足度測試

Categories 類別	Requirements 準則	Required Supporting Documents 所需證明文件			
☐ (B) Corporations 法團	(any one of the following requirements 以下任何一個準則)	(any one or more of the following supporting documents) 以下任何一份或多於一份證明文件)			
法團	(a) Having a portfolio of not less than HK\$8,000,000; or total assets of not less than HK\$8,000,000; or total assets of not less than HK\$40,000,000 at the signing date of this Form;	(i) The most recent audited financial statement prepared within 16 months before the signing date of this Form; or (ii) a management account³ issued by a certified public accountant (*CPA*) within 12 months before the signing date of this Form (i) 在本聲明書簽署日前 16 個月內擬備的最近期的經審計的財務報表;或(ii) 由註冊會計師在本聲明書簽署日前 12 個月內發出的管理會計帳目³ (please specify the full name and membership number of the CPA 請註明該註冊會計師之全名及會員編號: Full Name 全名: Membership No. 會員編號: ———————————————————————————————————			

PART 3- PORTFOLIO ADEQUACY TEST 第三部分 — 資產充足度測試

Categories 類別	Requirements 準則	Required Supporting Documents 所需證明文件			
(C) Trust corporations 信託法團	Having been entrusted under one or more trusts of which it acts as a trustee with total assets of not less than HK\$40,000,000 at the signing date of this Form. 在本聲明書的簽署當日,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\$40,000,000。	(any one or more of the following supporting documents 以下任何一份或多於一份證明文件) (i) The most recent audited financial statement prepared within 16 months before the signing date of this Form; or (ii) a management account³ issued by a CPA within 12 months before the signing date of this Form (i) 在本聲明書簽署日前 16 個月內擬備的最近期的經審計的財務報表;或(ii) 由註冊會計師在本聲明書簽署日前 12 個月內發出的管理會計帳目³ (please specify the full name and membership number of the CPA: 請註明該註冊會計師之全名及會員編號: Full Name 全名: ———————————————————————————————————			

PART 3 - PORTFOLIO ADEQUACY TEST

スペーロア/3	第二部分 — 資産允足及測試							
Categories 類別	Requirements 準則	Required Supporting Documents 所需證明文件						
	Having a portfolio of not less than HK\$8,000,000; or total assets of not less than HK\$40,000,000 at the signing date of this Form. 擁有的投資組合在本聲明書簽署當日不少於港幣\$8,000,000; 或總資產不少於港幣\$40,000,000。	(any one or more of the following supporting documents 以下任何一份或多於一份證明文件) (i) The most recent audited financial statement prepared within 16 months before the signing date of this Form; or (ii) a management account³ issued by a CPA within 12 months before the signing date of this Form (i) 在本聲明書簽署日前 16 個月內擬備的最近期的經審計的財務報表;或(ii) 由註冊會計師在本聲明書簽署日前 12 個月內發出的管理會計帳目³ (please specify the full name and membership number of the CPA: 請註明該註冊會計師之全名及會員編號: Full Name 全名: Membership No. 會員編號: Full Name 全名: Membership No. 會員編號: A statement of account or a certificate issued by a custodian² within 3 months before the signing date of this Form 由保管人²在本聲明書簽署日前 3 個月內發出的帳戶結單或證明書 A public filing⁴ submitted by or on behalf of the partnership within 12 months before the signing date of this Form 由或代表合夥在本聲明書簽署日前 12 個月內呈交的公開檔案⁴ (please specify the source of the public filing 請註明該公開檔案的來源:						
就任何個人而言,有聯繫者指該ノ ² Custodian means: 保管人指:	WITH THE PROPERTY AND THE PROPERTY OF THE PROP							
(a) a corporation the principal bu	usiness of which is to act as a custodian of securities or other property for another p	person, whether on trust or by contract; or						

- any of the following persons whose business includes acting as a custodian of securities or other property for another person, whether on trust or by contract: 業務包括作為另一人的證券或其他財產的保管人(不論是以信託或合約形式保管)的下述人士
 - (i) an authorized financial institution; 認可財務機構;
 - (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;
 - (iii) a licensed corporation; 持牌法團;
 - (iv) a person carrying on the business of the provision of investment services and regulated under the law of any place outside Hong Kong. 經營提供投資服務的業務並根據香港以外地方的法律受規管的人
- Only applicable for having a legitimate and reasonable reason in writing by a CPA. 只適用於由註冊會計師以書面形式編寫的合法合理的原因。

Public filing means by or on behalf of:

公開檔案指由或代表:

- a trust corporation (whether on its own behalf or in respect of a trust of which it acts as a trustee); 信託法團(不論是代表其本身或就其擔任信託人的任何信託); (a)
- (b) an individual;

個人;

- a corporation (other than a trust corporation referred to (a)); or (c) 法團((a)提述的信託法團除外);或
- (d) a partnership, 合夥,

a document that, pursuant to the legal or regulatory requirements in Hong Kong or in a place outside Hong Kong, has been submitted to a person or body that is under a duty to publish the document to, or otherwise make the document available for inspection by, members of the public in Hong Kong or in a place outside Hong Kong. 依據香港或香港以外地方的法律規定或規管性規定而呈交給某人士或團體的文件,而該人士或團體有責任向香港或香港以外地方的公眾發表該文件,或以其他方式提供該文件予有關的 公眾查閱。

PART 4 – ASSESSMENT FOR CORPORATE PI AS "QUALIFIED CORPORATE PI" (OPTIONAL FOR CORPORATE PI) 第四部分 —評估法團專業投資者成為「合資格法團專業投資者」(法團專業投資者可自行選擇)

If the Client satisfies all three of the criteria set below, the Client would be classified as a "Qualified Corporate PI". Otherwise, the Client would be classified as an "Unqualified Corporate PI".

如客戶符合<u>以下所有三個評估準則</u>,客戶將會被分類成為「合資格法團專業投資者」。否則,客戶將會被分類成為「未合資格法團專業投 資者」。

- (i) The Client has an appropriate corporate structure and investment process and control in relation to the relevant products and/or markets; 客戶就有關產品及/或市場擁有合適的企業架構及投資程序及監控措施;
- (ii) The person(s) responsible for making investment decisions on behalf of the Client (such as in-house treasury) have sufficient investment background and experience in relation to the relevant products and/or markets; and 負責代表客戶作出投資決定的人士(例如內部庫務)就有關產品及/或市場具備充分的投資背景及投資經驗;及
- (iii) The Client is aware of the risks involved which is considered in terms of person(s) responsible for making investment decisions in relation to the relevant products and/or markets.

客戶對有關產品及/或市場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)。

lease	an	swer	the	fol	lowi	ing t	hree	quest	ions:

請回答以下三條問題:

Please describe the corporate structure and investment process and controls of the Client (i.e. how investment decisions of the Client are made, including whether the Client has a specialized treasury or other function responsible for making investment decisions (please providing relevant supporting documents). 請描述客戶的企業架構和投資程序及監控措施(即客戶的投資決定是如何作出的,包括客戶是否設有專門的庫務或負責作出投資決定的其他職能)(請提供相關證明文件)。	
Please describe (i) education background, (ii) investment background and (iii) investment experience of the person(s) responsible for making investment decisions on behalf of the Client (such as in-house treasury) (please providing relevant supporting documents). 請描述負責代表客戶作出投資決定的人士 (例如內部庫務) 的(i)教育背景 (ii) 投資背景及(iii) 投資背經驗 (請提供相關證明文件)。	
Please describe whether the Client is aware of the risks involved which is considered in terms of the person(s) responsible for making investment decisions. 請描述客戶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)。	

Have the Client invested in the following investment products or markets within the last 2 years (choose all that apply)? 客戶在過往二(2)年曾否投資以下投資產品(選擇所有適用選項)?

Investment Products 投資產品	Number of Transactions in the Last 2 Years 過往二(2)年的交易次數	Market Involved 涉及市場
Equity 股票		
Fixed Income Products 固定收益產品		
Warrants/Callable Bull/Bear Contracts 認股證/牛熊證		
Public Fund 公募基金		
Private Fund 私募基金		
OTC Derivative Products 場外交易衍生產品		

PART 5 - RIGHT TO WITHDRAWAL FROM BEING TREATED AS A "PI"

第五部分 — 撤回被視為「專業投資者」的權利

The Client understands that the Client has the right, at any time, in respect of all the investment products and/or market or part thereof on giving a prior written notice of at least seven (7) days to GHSL to object to being treated as a PI and request to withdraw from being so treated.

客戶明白,客戶有權在任何時候,就所有投資產品及/或市場(或當中任何部份)給予金馬證券最少七(7)天的書面通知以反對被視為專業投資者及要求撤回被視為專業投資者的資格。

The Client agrees that unless and until GHSL receives from the Client a written notice of the Client's objection and withdrawal, GHSL will be entitled to treat the Client as a PI. Any request by the Client to withdraw from being treated as a PI shall be without prejudice to and shall not affect the provision of any services rendered to the Client on the basis that the Client is a PI prior to such withdrawal taking effect.

客戶同意,除非及直至金馬證券收到客戶有關反對及撤回資格之書面通知,金萬證券有權將客戶視作專業投資者。任何有關客戶撤回專業投資者 資格的要求,在該撤回要求生效前,均不會妨礙及影響金馬證券向客戶提供的服務。

The Client understands that the Client should inform GHSL immediately if the Client becomes aware of any change in the Client's financial conditions that may affect the Client's eligibility for being classified as a PI. Otherwise, the resulting consequences shall be borne by the Client himself.

客戶明白,如客戶意識到任何可能構成影響符合被視作專業投資者資格的財政狀況變化,客戶需立即通知金馬證券,否則因此導致的後果將由客戶自行承擔。

PART 6 – CLIENT DECLARATION

第六部分 — 客戶聲明

The Client hereby confirms that:

客戶謹此確認:

- (a) all the information provided in this Form is true, complete and accurate; 在本表格內提供的所有資料是真實、完整及正確的;
- (b) the Client fully understands the risk and consequences of being treated as a PI and the Client has been given an opportunity to obtain professional independent advice; 客戶完全明白被視為一名專業投資者的風險及後果,以及客戶有機會諮詢專業獨立意見;
- (c) the Client understands that the completion of this Form does not mean that the Client would be classified as a PI by GHSL; 客戶明白填寫本表格不代表客戶會被金馬證券歸類為一名專業投資者;
- (d) the Client understands that GHSL has the right to reject the Client's request for treating as PI without giving any reason; 客戶明白金馬證券可以不提供任何理由而拒絕批准客戶成為專業投資者;
- (e) the Client agrees to provide supporting document(s) to GHSL annually to ensure that the Client continues to fulfill the requisite requirement under the PI Rules; and 客戶同意每年向金馬證券提供證明文件,以確保客戶持續符合專業投資者規則之必要條件;及
- (f) if there is any discrepancy between the English and Chinese versions of this Questionnaire, the English version shall prevail. 本問券之中英文版本如有任何歧義,將以英文版本為準。



Signature of the Client/Authorized Person 客戶/獲授權人士簽署

Date 日期

Name of the Client/Authorized Person 客戶/獲授權人士姓名

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Part 1 – Client Assessment							
(a)	Does the Client fulfill the criteria	a to be treated as a PI?		Yes	No		
	If yes, the Client is an Individual	l PI, Qualified Corporate PI or Unqualified	Corporate PI?	Individual PI			
				Qualified Corporate PI			
				Unqualified Corporate PI			
(b)	Does the Client provide all the re	equired supporting document(s) (Please atta	ach)	Yes	No	. 🗆	
(c)	_	ortfolio size of the Client (in terms of HK\$)				_	
(0)	what is the approximate asset po	strono size of the chent (in terms of theta)	. ΠΙΙΨ				
Signatu	re of GHSL Staff		Date				
Name o	Name of GHSL Staff SFC C.E. Number						
	- Approved by GHSL						
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