



PROFESSIONAL INVESTOR ASSESSMENT 專業投資者評估

JMC CAPITAL HK LIMITED 富喬鑫資本(香港)有限公司 and 及/or 或

JMC CAPITAL INTERNATIONAL LIMITED 富喬鑫國際投資有限公司 (Collectively “JMC” 統稱“富喬鑫”)

Account Name 帳戶名稱: _____ Account No 帳戶號碼: _____

Please Tick the appropriate box and provide supporting documents. 請在下面適當選項加上✓號及提供證明文件

Individual Professional Investor 個人專業投資者:

<input type="checkbox"/>	An individual having a portfolio of not less than HK\$8,000,000 or its equivalent in any foreign currency when any one or more of the following are taken into account: 一名個人投資者，在考慮以下任何一項或多於一項時，擁有的投資組合不少於港幣\$8,000,000 或其等值的任何外幣： (i) a portfolio on the individual's own account 該個人本人的帳戶內的投資組合；(ii) a portfolio on a joint account with the individual's associate 該個人聯同其有聯繫者於某聯權共有帳戶內的投資組合；(iii) the individual's share of a portfolio on a joint account with one or more persons other than the individual's associate 該個人在聯同一名或多於一名其有聯繫者以外的人士於某聯權共有帳戶內的投資組合中所佔部分；(iv) a portfolio of a corporation which, at the relevant date, has as its principal business the holding of investments and is wholly owned by the individual. 在有關日期的主要業務是持有投資項目並在有關日期由該個人全資擁有的法團的投資組合。
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Corporation/Partnership/Trust Corporation 法團或合伙或信託法團:

<input type="checkbox"/>	(a) A corporation/partnership having a portfolio of not less than HK\$8 million (or its foreign currency equivalent) OR total assets of not less than HK\$40 million (or its foreign currency equivalent). 擁有不少於港幣 800 萬元（或等值外幣）之投資組合或不少於港幣 4,000 萬元（或等值外幣）之總資產的法團。
<input type="checkbox"/>	(b) A trust corporation having been entrusted under the trust(s) of which it acts as trustee with total assets of not less than HK\$40 million (or its foreign currency equivalent). 已被賦予信託責任的信託法團，而該法團作為有關信託的受託人，且該等信託下獲託付之總資產不少於港幣 4,000 萬元（或等值外幣）。
<input type="checkbox"/>	(c) A corporation, whose the sole business is to hold investments and is wholly owned by an Individual Professional Investor. 法團主營業務為持有投資項目，並由一名專業投資者全資擁有。
<input type="checkbox"/>	(d) A corporation, whose principal business is to hold investments and is wholly owned by any one or more of the following persons 其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： A corporation / a trust corporation / a partnership / an Individual Professional Investor specified above or 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. 上述指明的法團/信託法團/合夥/個人專業投資者；或符合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)、(h) 段所指的专业投資者。
<input type="checkbox"/>	(e) A corporation which wholly owns a corporation referred to in (a) above. 全資擁有上述(a)的法團。

Supporting Documents 證明文件:

<input type="checkbox"/>	Proof to demonstrate the “wholly owned” relationship between the client corporation and the professional investor(s) (e.g. company annual return, shareholders' register, etc.); and 證明個人全資擁有法團之關係的證據(例如：周年申報表、股東名冊等) 及
<input type="checkbox"/>	The most recent audited financial statement prepared within previous 16 months; or 於之前 16 個月內擬備的最近期的經審計的財務報表。
<input type="checkbox"/>	Certificate issued by the auditor or certified public accountant within previous 12 months; or 核數師或認可執業會計師於之前 12 個月內發出的證明書。
<input type="checkbox"/>	One or more custodian statements issued to the individual within previous 12 months; or 於之前 12 個月內發出一份或多於一份保管人的結單。
<input type="checkbox"/>	Public filing submitted by or on behalf of the individual/ corporation/ the trust corporation/ the partnership within 12 months before the relevant date. 於有關日期前 12 個月內由或代表個人/法團/信託法團/合夥呈交的公開檔案。
<input type="checkbox"/>	The individual's share of the portfolio as specified in a written agreement among the account holders. 帳戶持有人之間所訂立屬該投資組合中所佔部分的書面協議。

¹ An individual's share of a portfolio on a joint account with one or more persons other than the individual's associate is the individual's share of the portfolio as specified in a written agreement among the account holders; or in the absence of such an agreement, an equal share of the portfolio. 個人在聯同一名或多於一名其有聯繫者以外的人士於某聯權共有帳戶佔部分，係指帳戶持有人之間訂立的書面協議中指明，該個人於該投資組合中所佔部分；如沒有訂立個人佔比時，指該投資組合中 所佔部分。

Part 1: Investment Processes and Controls (Applicable to Corporate Professional Investors)

投資程序及監控 (適用於法團專業投資者)

Investment decisions are made by 投資決定由下列部門作出：

☐ The company's or its Affiliate's in-house treasury, investment or similar function 公司或其聯屬人士的內部庫務、投資或類似職能部門

☐ The company's or its Affiliate's designated investment committee, where (a) the committee makes investment decisions on behalf of the company, or (b) investment decisions are made taking into account the advice or recommendation of the committee 公司或其聯屬人士的指定投資委員會，而(a)該委員會代表公司作出投資決定，或(b)考慮該委員會的意見或建議後作出投資決定

☐ An external independent investment advisory team engaged by the company or its Affiliate, where (a) the committee makes investment decisions on behalf of the company, or (b) investment decisions are made taking into account the advice or recommendation of the committee. Please specify the name of this external investment advisory team 公司或其聯屬人士委聘的外部獨立投資顧問團隊，而(a)該團隊代表公司作出投資決定，或(b)考慮該團隊的意見或建議後作出投資決定。請註明該外部投資顧問團隊的名稱：

☐ Other (please specify 其他 (請註明) : _____

Part 2: Investment Knowledge Assessment (Applicable to Corporate Professional Investors)

專業知識評估(適用於法團專業投資者)

1. Whether the person who is entrusted with authority for making the investment decisions for you has sufficient investment background and investment/dealing 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/交易經驗?

☐ Yes 是 ☐ No 否

2. The personal particulars of person who is responsible for making the investment decisions (e.g. name, title and education background)? 負責作出投資決定的人的個人資料 (例如：姓名、職銜及教育背景)

3. Are he/she aware of the risks involved, which is considered in terms of the person responsible for making the investment decisions? 負責作出投資決策的人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)?

☐ Yes 是 ☐ No 否

Part 3: Investment Experience Assessment (Applicable to Individual/Corporate Professional Investors)

投資經驗評估(適用於個人/法團專業投資者)

Type of Product 產品種類	Have Knowledge of Product 是否具有產品知識	Dealing Experience 交易經驗
Equity Securities 股本證券	<input type="checkbox"/> Yes 是	Year(s) 年
Futures and Options 期貨及期權	<input type="checkbox"/> Yes 是	Year(s) 年
Fixed income securities (e.g. bonds) 固定收益證券(如債券)	<input type="checkbox"/> Yes 是	Year(s) 年
Mutual funds/ Unit Trusts 互惠基金/單位信託	<input type="checkbox"/> Yes 是	Year(s) 年
Structured Products (Equity Linked Deposit/ Currency Linked Deposit/Warrants, CBBC and Stock Options etc.) 結構性投資產品 (股票掛鉤存款/票據，貨幣掛鉤存款/認股權證、牛熊證及股票期權)	<input type="checkbox"/> Yes 是	Year(s) 年
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"/> Yes 是	Year(s) 年

Part 4: Client's Confirmation 客戶確認


I/We hereby confirm that:

本人/吾等在此確認:

- (1) The information provided in this Assessment Form is accurate;在本評估表格內提供的資料準確無誤。
- (2) I/We understand that my/our submission of this Assessment Form shall in no way implies approval of my/our status as Professional Investor; 本人/我們明白提交本評估表格不代表本人/吾等已經獲批成為專業投資者。
- (3) JMC has the right to reject my/our request for treating as Professional Investor without giving any reason; 富喬鑫可以不提供任何理由而拒絕批准本人/吾等成為專業投資者。
- (4) After being treated as Professional Investor, I/We still have the right, at any time, to stop being so treated upon fourteen (14) days written notice to JMC; 被作為專業投資者後, 本人/吾等有權提前 14 天書面通知富喬鑫以結束本人/吾等的專業投資者身份。
- (5) I/We shall inform JMC immediately if I/we find myself/ourselves no longer fall within the definition of Professional Investor under Securities and Futures (Professional Investor) Rules; 本人/吾等若發現自己不在符合《證券及期貨(專業投資者)規則》關於專業投資者的定義時, 必須立刻告知富喬鑫。
- (6) JMC may renew my/our Professional Investor status if my/our portfolio and/or total assets fulfill the relevant requirements before expiry date. 在到期日之前, 如果本人/我們的投資組合/或總資產符合相關規定, 富喬鑫可延續本人/吾等的專業投資者身份。

☐ I/We hereby agree to be treated as a Professional Investor and confirm that all information provided by me/us in order to prove my/our identity as Professional Investor is true, complete and accurate. 本人/吾等確認同意貴公司將本人/吾等界定為專業投資者, 並確任本人/我們提供的所有資料以證明本人/吾等作為專業投資者的身份是真實, 完整和準確的。

The English version shall prevail in case of inconsistencies. 當內容不一致以英文版為準。

Client's Signature(s) (With company stamp for Corporate client) 客戶簽名 (如為公司客戶, 請蓋章)	
Client's Name 客戶名稱	
Date (DD/MM/YYYY) 日期 (日/月/年)	

Part 5: DECLARATION BY LICENSED REPRESENTATIVE 持牌代表聲明

I, declare that the risks and consequences of consenting to being treated as a Professional Investor to client which the client fully understands and have invited the client to ask questions and take independent advice if the client so wishes. I have also informed the client of its right to withdraw from being treated as a Professional Investor. 本人現聲明客戶已完全明白及同意被視為專業投資者一事的風險及後果, 並邀請客戶提出問題及徵求獨立意見。本人亦已告知客戶享有撤回被視為專業投資者的權利。

Signature of LICENSED REPRESENTATIVE 持牌代表簽署

CE number of Licensed Representative 持牌代表中央編號

Internal Use Only 只供內部使用		
Reviewed By Signature : _____ Name: _____ Date(DD/MM/YY): _____ Date of Asset Proof: _____	Checked By Signature : _____ Name: _____ Date(DD/MM/YY): _____	Approved By Responsible officer Signature : _____ Name: _____ Date(DD/MM/YY): _____

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公司專業投資者聲明書 CORPORATE PROFESSIONAL INVESTORS DECLARATION

請勾選適當空格。

Please tick the relevant box(es) as appropriate.

第 1 部分：公司專業投資者的分類

本人／吾等合資格被視為證券及期貨條例及下文所列專業投資者規則第 3(a)、(c)或(d)條下的專業投資者（「**公司專業投資者**」）（請於下文中選擇一項），並同意被視為公司專業投資者：

- ☐ 在有關日期擁有由託管人代其持有的現金及／或證券投資組合不少於 8,000,000 港元（或等值外幣）或總資產不少於 40,000,000 港元（或等值外幣）的法團或合夥（「**公司／合夥企業**」）；
- ☐ 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在有關日期不少於 40,000,000 港元（或等值外幣）（「**信託公司**」）；或
- ☐ 唯一業務是持有投資項目並由個人、公司／合夥企業或信託公司全資擁有的公司。

本人／吾等同意應要求提供充分的書面證明，以核證吾等的上述財務狀況。

Section 1: Classification as a Corporate Professional Investor

I/We are qualified to be treated as a Professional Investor under the SFO and section 3(a), (c) or (d) ("Corporate Professional Investor") of the Professional Investor Rules as listed below (please select ONE below) and agree to be treated as such:

- ☐ A corporation or partnership having a portfolio of cash held for it by a custodian and/or securities of not less than HK\$8 million (or its foreign currency equivalent) or total assets of not less than HK\$40 million (or its foreign currency equivalent) at the relevant date ("Corporation/Partnership");
- ☐ A trust corporation having been entrusted under the trust(s) of which it acts as trustee with total assets of not less than HK\$40 million (or its foreign currency equivalent) at the relevant date ("Trust/Corporation"); or
- ☐ A corporation, whose sole business is to hold investments and which is wholly owned by the Individual, Corporation/Partnership or Trust/Corporation.

I/We agree to provide documentary evidence sufficient to verify our financial status as above upon request.

第 2 部分：公司專業投資者的處理

成交單據、賬戶結單及收據

由於富喬鑫資本(香港)有限公司 / 富喬鑫國際投資有限公司（「**JMC**」）視本人／吾等為公司專業投資者，本人／吾等同意 **JMC** 不須按照證券及期貨（成交單據、戶口結單及收據）規則的規定向本人／吾等提供成交單據、賬戶結單及收據。儘管有此規定，本人／吾等理解 **JMC** 可繼續向本人／吾等提供若干資料，包括載有任何交易詳情的報表，即使 **JMC** 無責任提供該等資料。

其他豁免

基於閣下同意被視為證券及期貨事務監察委員會持牌人或註冊人操守準則（「**守則**」）下的公司專業投資者，**JMC** 將無須履行守則的若干監管規定。儘管 **JMC** 於向專業投資者提供服務時可能部分或全部履行以下各項，惟守則並無規定 **JMC** 履行以下各項：

(a) 有關客戶的資料

- 確立公司專業投資者的財務狀況、投資經驗及投資目標，若 **JMC** 提供企業融資意見

則不獲豁免；

- 確保對公司專業投資者作出的建議或招攬行為是合適的；及
- 評估公司專業投資者對衍生工具的認識，並根據公司專業投資者對衍生工具的認識將其分類；

(b) 客戶協議

- 就向公司專業投資者提供的服務訂立書面協議及向公司專業投資者提供相關的風險披露聲明或使公司專業投資者注意到該等風險；

(c) 委託賬戶

- 在為公司專業投資者進行未經公司專業投資者特定授權的交易之前，先向公司專業投資者取得書面授權；及
向專業投資者解釋守則所述的授權，並每年確認該項授權一次；

(d) 為客戶提供資料

- 向公司專業投資者提供有關 JMC 的業務以及有關將與公司專業投資者聯絡的 JMC 僱員及其他代表 JMC 行事的人士的身份和受僱狀況的資料；
- 為公司專業投資者完成交易後，盡快向公司專業投資者確認有關該宗交易的重點；及
- 向公司專業投資者提供關於納斯達克－美國證券交易所試驗計劃的資料文件。

公司專業投資者的處理

根據守則，公司專業投資者有權隨時向 JMC 發出書面通知，就所有投資產品或市場或其任何部分撤回被視為公司專業投資者。

身份變更

倘公司專業投資者不再合資格被視為證券及期貨條例及專業投資者規則下的公司專業投資者，則必須即時以書面形式通知 JMC。

Section 2: Treatment as a Corporate Professional Investor

Contract Notes, Statements of Account and Receipts

As a consequence of JMC Capital HK Limited / JMC Capital International Limited ("JMC") treating me/us as a Corporate Professional Investor, I/we agree that JMC is not required to provide me/us with contract notes, statements of account or receipts under the Securities and Futures (Contract Notes, Statements of Account and Receipts) Rules. Notwithstanding this requirement, I/we understand that JMC may continue to provide me/us with certain information, including statements setting out the particulars of any transaction, even though JMC is not obliged to do so.

Other Waivers

Upon your consent to treatment as a Corporate Professional Investor under the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission ("**Code**"), JMC will not be required to fulfil certain regulatory requirements under the Code. While JMC may perform some or all of the following in providing services to Professional Investors, JMC is not required under the Code to do the following:

(a) Information about clients

- establish the Corporate Professional Investor's financial situation, investment experience and investment objectives, except where JMC is providing advice on corporate finance work;
- ensure the suitability of a recommendation or solicitation made to the Corporate Professional Investor; and
- assess the Corporate Professional Investor's knowledge of derivatives and characterize the Corporate Professional Investor based on its knowledge of derivatives;

(b) Client agreement

- enter into a written agreement relating to services which are to be provided to the Corporate Professional Investor and provide the Corporate Professional Investor with the relevant Risk Disclosure Statements or to bring those risks to the Corporate Professional Investor's attention;

(c) Discretionary accounts

- obtain from the Corporate Professional Investor an authority in a written form prior to effecting transactions for the Corporate Professional Investor without the Corporate Professional Investor's specific authority; and
- explain the authority described under the Code to the Professional Investor and confirm it on an annual basis;

(d) Information for clients

- inform the Corporate Professional Investor about JMC's business and the identity and status of its employees and others acting on JMC's behalf with whom the Corporate Professional Investor will have contact;

- confirm promptly with the Corporate Professional Investor the essential features of a transaction after effecting a transaction for the Corporate Professional Investor; and
- provide the Corporate Professional Investor with the documentation on the Nasdaq-Amex Pilot Program.

Treatment as a Corporate Professional Investor

Under the Code, the Corporate Professional Investor has the right to withdraw from being treated as a Corporate Professional Investor at any time in respect of all investment products or markets or any part thereof by giving written notice to JMC.

Change in Status

The Corporate Professional Investor must inform JMC in writing immediately if the Corporate Professional Investor no longer qualifies to be treated as a Corporate Professional Investor under the SFO and the Professional Investor Rules.

第 3 部分：聲明

本人／吾等同意應 JMC 要求定期提供確認書，以便其確定本人／吾等合資格被視為證券及期貨條例及專業投資者規則下的公司專業投資者。

本人／吾等瞭解並同意此公司專業投資者聲明書內所載條文。本人／吾等確認並聲明本人／吾等已閱讀及瞭解，並接受聲明書的內容，包括被視為公司專業投資者的風險及後果；吾等有權撤回被視為公司專業投資者；以及可依願徵求獨立意見，及／或已以本人／吾等瞭解的語言向吾等解釋相關內容。

本人／吾等同意倘本人／吾等不再合資格被視為證券及期貨條例及專業投資者規則下的公司專業投資者，將立即以書面形式通知 JMC。

本人／吾等確認及接受本聲明的內容，並聲明及表示本人／吾等作出的此項聲明屬真實、完整及正確。

Section 3: Declaration

I/We agree to provide confirmation on a regular basis as required by JMC to enable it to determine that I/we qualify to be treated as a Corporate Professional Investor under the SFO and the Professional Investor Rules.

I/We understand and agree to the provisions contained in this Corporate Professional Investors Declaration Form. I/We acknowledge and declare that I/we have read and understood, and accept the contents herein, including the risks and consequences of being treated as a Corporate Professional Investor; of our right to withdraw from being treated as a Corporate Professional Investor; and of taking independent advice if I/we wish, and/or that the same has been explained to us in a language which I/we understand.

I/We agree to inform JMC in writing immediately if I/we no longer qualify to be treated as a Corporate Professional Investor under the SFO and the Professional Investor Rules.

I/We acknowledge and accept the contents of this declaration and declare and represent that the declaration I/we make is true, complete and correct.

簽署 Signature

授權簽署 Authorised Signature (with Company Chop) :  _____

代表 Signed for and on behalf of : _____

授權人士姓名 Name of Authorised Person : _____

身份證／護照號碼 ID / Passport No. : _____

日期 Date : _____