PLUTUS SECURITIES LIMITED
貝德斯證券有限公司
(Exchange Participant of The Stock Exchange of Hong Kong Limited) SFC CE NO. BNJ530
Suite 906, 9/F, Chinachem Golden Plaza, 77 Mody Road, TST, Kowloon
九龍尖沙咀麼地道 77 號華懋廣場 9 樓 906 室
Tel 電話 (852) 2968 1192 Fax 傳真 (852) 2968 5560

To 致：

Dear Sirs,
敬啟者：

Re: Notice of Treatment as Professional Investor
關於： 專業投資者通知

We understand that you wish to open and to maintain securities dealing account with us. This letter serves to explain the operational arrangement for your securities trading through Plutus Securities Limited ("Plutus"), which are applicable to Professional Investor.

貝德斯證券有限公司(「貝德斯」)得悉閣下 / 貴公司擬在貝德斯開立證券帳戶。本信件為闡述閣下 / 貴公司透過貝德斯進行證券交易時，適用於專業投資者的安排。

Professional Investor Classification
界定為專業投資者

We would like to inform you that we have classified you as Professional Investor under the Securities and Futures Ordinance (Cap 571), corresponding conditions of which have been set out in the terms and conditions of Professional Investor account enclosed in Appendix 1. Your special attention is drawn to Appendix 2 setting out the risks and consequences of being treated as a Professional Investor.

貝德斯認為閣下 / 貴公司屬於《證券及期貨條例》(第571章)定義下之專業投資者。對應條件已載於附錄一之專業投資者帳戶條款及條件。另敬請留意附錄二有關被視為專業投資者的風險及後果。

Right to Withdraw
撤銷專業投資者身份權利

Please note that you have the right to withdraw from being treated as Professional Investor at any time whether in respect of all products or markets or any part thereof by giving us not less than one week's prior notice in writing. Please also inform us immediately if you find yourself no longer fulfill the Professional Investor requirements.

閣下 / 貴公司有權以不少於一星期書面形式，通知貝德斯撤銷作為專業投資者身份。倘若閣下 / 貴公司於任何時候發現不再符合專業投資者要求時，請立即通知貝德斯。

You should note that by instructing on your behalf the trading of securities or the performance of any other action in relation to the accounts mentioned above, verbally or in writing, you are deemed to have accepted being treated as Professional Investor.

另外請注意當閣下 / 貴公司以口頭或書面形式於上述戶口進行任何交易，即構成閣下 / 貴公司同意被視為專業投資者。

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Yours truly,
For and on behalf of
Plutus Securities Limited
貝德斯證券有限公司

Responsible Officer 負責人員
Name 姓名：
Date 日期:

Declaration
聲明及確認

I/We declare that the risks and consequences of consenting to being treated as a Professional Investor and the right to withdraw from being treated as such have been explained to me/us and I/we wish to be treated as a Professional Investor.

本人/吾等確認清楚明瞭被視為專業投資者所涉及之後果及風險，並明白可以隨時以書面形式通知貴公司撤銷本人/吾等作為專業投資者身份。現同意被視為專業投資者。

Customer's Signature 客戶簽署
Account Name 客戶姓名：
Date 日期:

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Appendix 1 附錄一

Terms and Conditions of Professional Investor Account
專業投資者帳戶條款及條件

1. Qualifications
資格

Being treated as a Professional Investor, you should meet one of the conditions under the Securities and Futures Ordinance (Cap 571, the "Ordinance"), being:-
閣下／貴公司須符合任何一條《證券及期貨條例》(第 571 章，「本條例」)的條件，方可被視為專業投資者：

(a) any recognized exchange company, recognized clearing house, recognized exchange controller or recognized investor compensation company, or any person authorized to provide automated trading services under section 95(2) of the Ordinance;
認可交易所、認可結算所、認可控制人或認可投資者賠償公司，或根據本條例第 95(2)條獲認可提供自動化交易服務的人；

(b) any intermediary, or any other person carrying on the business of the provision of investment services and regulated under the law of any place outside Hong Kong;
中介人，或經營提供投資服務的業務並受香港以外地方的法律規管的其他人；

(c) any authorized financial institution, or any bank which is not an authorized financial institution but is regulated under the law of any place outside Hong Kong;
認可財務機構，或並非認可財務機構但受香港以外地方的法律規管的銀行；

(d) any insurer authorized under the Insurance Companies Ordinance (Cap 41), or any other person carrying on insurance business and regulated under the law of any place outside Hong Kong;
根據《保險公司條例》(第 41 章)獲授權的保險人，或經營保險業務並受香港以外地方的法律規管的其他人；

(e) any scheme which-
符合以下說明的計劃-
  i. is a collective investment scheme authorized under section 104 of the Ordinance; or
  屬根據本條例第 104 條獲認可的集體投資計劃；或
  ii. is similarly constituted under the law of any place outside Hong Kong and, if it is regulated under the law of such place, is permitted to be operated under the law of such place, or any person by whom any such scheme is operated;
  以相似的方式根據香港以外地方的法律成立，並(如受該地方的法律規管)根據該地方的法律獲准許營辦，或營辦任何該等計劃的人；

(f) any registered scheme as defined in section 2(1) of the Mandatory Provident Fund Schemes Ordinance (Cap 485), or its constituent fund as defined in section 2 of the Mandatory Provident Fund Schemes (General) Regulation (Cap 485 sub. leg. A), or any person who, in relation to any such registered scheme, is an approved trustee or service provider as defined in section 2(1) of that Ordinance or who is an investment manager of any such registered scheme or constituent fund;
《強制性公積金計劃條例》(第 485 章)第 2(1)條界定的註冊計劃，或《強制性公積金計劃(一般)規例》(第 485 章，附屬法例 A)第 2 條界定的該等計劃的成分基金，或就任何該等計劃而言屬該條例第 2(1)條界定的核准受託人或服務提供者或屬任何該等計劃或基金的投資經理的人；

(g) any scheme which-
符合以下說明的計劃-
  i. is a registered scheme as defined in section 2(1) of the Occupational Retirement Schemes Ordinance (Cap 426); or
  屬《職業退休計劃條例》(第 426 章)第 2(1)條界定的註冊計劃；或
  ii. is an offshore scheme as defined in section 2(1) of that Ordinance and, if it is regulated under the law of the place in which it is domiciled, is permitted to be operated under the law of such place,
  屬該條例第 2(1)條界定的離岸計劃，並(如以某地方為本籍而受該地方的法律規管)根據該地方的法律獲准許營辦；或
  iii. any person who, in relation to any such scheme, is an administrator as defined in section 2(1) of that Ordinance; or
  就任何該等計劃而言屬該條例第 2(1)條界定的管理人的人；

(h) any government (other than a municipal government authority), any institution which performs the functions of a central bank, or any multilateral agency;
任何政府(市政府當局除外)、執行中央銀行職能的任何機構，或任何多邊機構；

(i) except for the purposes of Schedule 5 to the Ordinance, any corporation which is-
(除為施行本條例附表 5 外)符合以下說明的法團-
  i. a wholly owned subsidiary of-
  屬下述者的全資附屬公司-
    A. an intermediary, or any other person carrying on the business of the provision of investment services and regulated under the law of any place outside Hong Kong; or
    中介人，或經營提供投資服務的業務並受香港以外地方的法律規管的其他人；或
    B. an authorized financial institution, or any bank which is not an authorized financial institution but is regulated under the law of any place outside Hong Kong;
    認可財務機構，或並非認可財務機構但受香港以外地方的法律規管的銀行；

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ii. a holding company which holds all the issued share capital of-
屬持有下述者的所有已發行股本的控股公司-
A. an intermediary, or any other person carrying on the business of the provision of investment services and regulated under the law of any place outside Hong Kong; or
中介人，或經營提供投資服務的業務並受香港以外地方的法律規管的其他人；或
B. an authorized financial institution, or any bank which is not an authorized financial institution but is regulated under the law of any place outside Hong Kong; or
認可財務機構，或並非認可財務機構但受香港以外地方的法律規管的銀行；或

iii. any other wholly owned subsidiary of a holding company referred to in subparagraph (ii); or
屬第(ii)節提述的控股公司的任何其他全資附屬公司；或

(j) any person of a class which is prescribed by rules made under section 397 of the Ordinance for the purposes of this paragraph as within the meaning of this definition for the purposes of the provisions of the Ordinance, or to the extent that it is prescribed by rules so made as within the meaning of this definition for the purposes of any provision of the Ordinance.
屬於為施行本段而藉根據本條例第 397 條訂立的規則訂明為就本條例條文屬本定義所指的類別的人，或(如為施行本段而藉如此訂立的規則訂明某類別為就本條例任何條文屬本定義所指的類別)在該範圍內屬於該類別的人。

2. Client Identification
客戶身份識別

You hereby undertake to observe all laws, rules, regulations and the requirements of the Hong Kong Special Administrative Region (HKSAR) and if you are acting as an agent you will be responsible for and will have undertaken all necessary identification and verification checks for the purpose of complying with statutory and the Securities and Futures Commission ("SFC") client identification and anti-money laundering requirements in respect of each principal for whom you act (including, where applicable, the persons ultimately originating the instructions to effect any transactions and have obtained or shall obtain information verifying the identity, address and contact details of the principal).

閣下／貴公司承諾遵守所有香港適用的法例、規則、規例及守則。若閣下／貴公司以代理人身份進行交易，依據香港法例與及香港證券及期貨事務監察委員會(「證券會」)關於客戶身份及防止洗黑錢及恐怖分子籌資活動的規定，閣下／貴公司有責任對每一位委託人進行一切必需的身份識別及核實程序(若適用，包括獲取及核實最終受益人及發出交易或其他指示的委託人身份、地址和詳細聯絡資料)。

In accordance with the Hong Kong Laws, the Hong Kong Regulators (including but not limited to the SFC and the Hong Kong Exchange and Clearing Limited) can request a licensed person to provide to them within two business days the identity of the ultimate beneficiary of, and the person originating the instruction for, a transaction. If you yourself are an intermediary then you must disclose the information relating to the ultimate beneficiary to us (or directly to the Regulators) immediately at the Regulator's request. If, due to confidentiality reasons or applicable secrecy laws, you cannot disclose the identity of your principal at the time of opening the accounts with us, then you must ensure that your principal agrees that he will authorize you to disclose his identity (or the ultimate beneficiary's identity, if he is also acting as an intermediary) to us immediately on a Regulator's request and waive his right to confidentiality or secrecy to that extent.

依據香港現行法例，當香港監管機構(包括但不限於證監會及香港交易及結算所有限公司)作出提供發出交易指示人及最終受益人資料的要求時，貝德斯須在兩個營業日內提供所要求資料。若閣下／貴公司本身亦只是代理人，則須立即向貝德斯(或直接向監管機構)披露所要求資料。假如閣下／貴公司於開戶時，基於保密原因或適用之私隱條例而不能披露最終受益人資料，請務必先取得委託人或最終受益人同意在監管機構提出要求時，放棄保密或保護私隱權利，授權閣下／貴公司立即向貝德斯或監管機構披露其資料。

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Appendix 2 附錄二

Risks and Consequences of Being Treated as a Professional Investor
被視為專業投資者的風險及後果

As a result of you being treated as a Professional Investor, Plutus is waived from fulfilling certain provisions of the SFC's Code of Conduct requirements; which include the following:-

受證監會操守準則第 15.5 段規定所，貝德斯可就專業投資者放寬以下條文。

1. Information about you 有關客戶的資料

a. Not necessary to establish a client's financial situation, investment experience and investment objectives, except where Plutus is providing advice on corporate finance work; and
不須確立閣下／貴公司的財政狀況、投資經驗和投資目標，但上述的寬免不適用於當貝德斯提供企業融資意見之時；及

b. Not necessary to ensure the suitability of a recommendation or solicitation;
不須確保向閣下／貴公司作出的建議或招攬行為是合適的；

2. Customer trading agreement 客戶交易協議

Not necessary to enter into a written agreement and the provision of relevant risk disclosure statements;
不須與閣下／貴公司訂立客戶交易協議及不須提供相關的風險披露聲明；

3. Discretionary accounts 委託帳戶

a. Not necessary for Plutus to obtain from you an authority in a written form prior to effecting transactions for you without your specific authority; and
貝德斯在為該閣下／貴公司進行未經該閣下／貴公司特定授權的交易之前，不須取得該客戶的書面授權；及

b. Not necessary to explain the authority described under Paragraph 7.1(a)(ii) of the Code of Conduct and not necessary to confirm it on an annual basis;
不須解釋操守準則第 7.1(a)(ii)段所述的授權及該項授權不須每年確認一次；

4. Information for you 為閣下／貴公司提供資料

a. Not necessary to inform you about Plutus and the identity and status of Plutus's employees and others acting on Plutus's behalf;
不須向閣下／貴公司提供有關貝德斯及代表貝德斯的僱員和其他人士的身分和受僱狀況的資料；

b. Not necessary to confirm promptly with you the essential features of a transaction after effecting a transaction for you; and
在為閣下／貴公司進行交易後，不須向閣下／貴公司確認有關該宗交易的重點；及

c. Not necessary to provide you with documentation on the Nasdaq-Amex Pilot Program.
不須向閣下／貴公司提供關於納斯達克－美國證券交易所試驗計劃的資料文件。

5. Investor characterization 投資者分類

Not necessary to assess your knowledge of derivatives and characterize you based on your knowledge of derivatives in accordance with Paragraph 5.1A of the Code of Conduct.
根據操守準則第 5.1A 段不須執行認識你的客戶程序以評估閣下／貴公司對衍生工具的認識，並根據閣下／貴公司對衍生工具的認識將閣下／貴公司分類。

6. Disclosure of sales related information 披露銷售相關資料

Not necessary to disclose certain sales related information to you under Paragraph 8.3A of the Code of Conduct, being:-
根據操守準則第 8.3A 段不須披露某些銷售相關資料：

a. The capacity (principal or agent) in which we are acting;
本公司以何種身份(主事人或代理人)行事；

b. Affiliation of us with the product issuer;
本公司與產品發行人的聯繫；

c. Disclosure of monetary and non-monetary benefits; and
披露有關金錢收益及非金錢收益的資料；及

d. Terms and conditions in generic terms under which you may receive a discount of fees and charges from us.
概括地說明本公司向閣下／貴公司提供費用及收費折扣的條款及細則。