



PROFESSIONAL INVESTOR DECLARATION FORM

Date: _____

Account Name: _____

Account Number: _____

To: CTBC Asia Limited

Dear Sirs:

CTBC Asia Limited (the “Company”)

I/we hereby certify that I am/we are a “*professional investor*” as that term is defined in the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong (the “SFO”) and (if applicable in my/our case) the Securities and Futures (Professional Investor) Rules, Chapter 571 subsidiary legislation, and that I/we fall within the one or more of the following categories of the definition of “*professional investor*” as set out below (*please tick the appropriate box*) and are in possession of any required documentation to evidence such ticked category:

- a trust corporation (*Note 1*) having been entrusted under the trust or 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 (*Note 2*);
- an individual, either alone or with any of his associates (*Note 3*) on a joint account, having a portfolio (*Note 4*) of not less than HK\$8 million or its equivalent in any foreign currency (*Note 5*);
- a corporation or partnership having a portfolio (*Note 4*) of not less than HK\$8 million or its equivalent in any foreign currency (*Note 6*);
- a corporation or partnership having total assets of not less than HK\$40 million or its equivalent in any foreign currency (*Note 6*);
- a corporation the sole business of which at the relevant date is to hold investments and which at relevant date is wholly owned by one or more of the following persons:
 - a trust corporation (*Note 1*) having been entrusted under the trust or 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 (*Note 2*);
 - an individual who, either alone or with any of his associates (*Note 3*) on a joint account, has a portfolio (*Note 4*) of not less than HK\$8 million or its equivalent in any foreign currency (*Note 5*);
 - a corporation or partnership having a portfolio (*Note 4*) of not less than HK\$8 million or its equivalent in any foreign currency (*Note 6*);
 - a corporation or partnership having total assets of not less than HK\$40 million or its equivalent in any foreign currency (*Note 6*).
- a recognised exchange company, recognised clearing house, recognised exchange controller or recognised investor compensation company, or a person authorised to provide automated trading services under section 95(2) of the SFO;
- an intermediary (*Note 7*), or a person carrying on the business of the provision of investment services and regulated under the law of any place outside Hong Kong;
- an authorised financial institution (*Note 8*), or a bank which is not an authorised financial institution but is regulated under the law of any place outside Hong Kong;
- an insurer authorised under the Insurance Companies Ordinance (Chapter 41 of the Laws of Hong Kong), or a person carrying on insurance business and regulated under the law of any place outside Hong Kong;
- a collective investment scheme (*Note 9*) authorised under section 104 of the SFO or any person by whom any such scheme is operated;
- a scheme which, if not a collective investment scheme (*Note 9*) authorised under section 104 of the SFO, 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;



- a registered scheme as defined in section 2(1) of the Mandatory Provident Fund Schemes Ordinance (Chapter 485 of the Laws of Hong Kong), or its constituent fund as defined in section 2 of the Mandatory Provident Fund Schemes (General) Regulation (Chapter 485 subsidiary legislation), or a 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;
- a registered scheme as defined in section 2(1) of the Occupational Retirement Schemes Ordinance (Chapter 426 of the Laws of Hong Kong), or a person who, in relation to any such scheme, is an administrator as defined in section 2(1) of that Ordinance;
- a scheme which is an offshore scheme as defined in section 2(1) of Occupational Retirement Schemes Ordinance (Chapter 426 of the Laws of Hong Kong) 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, or a person who, in relation to any such scheme, is an administrator as defined in section 2(1) of that Ordinance;
- a government (other than a municipal government authority), an institution which performs the functions of a central bank, or a multilateral agency;
- a wholly-owned subsidiary of (i) an intermediary (*Note 7*), or (ii) a person carrying on the business of the provision of investment services and regulated under the law of any place outside Hong Kong;
- a wholly-owned subsidiary of (i) an authorised financial institution (*Note 8*), or (ii) a bank which is not an authorised financial institution but is regulated under the law of any place outside Hong Kong;
- a holding company which holds all the issued share capital of (i) an intermediary (*Note 7*), or (ii) a other person carrying on the business of the provision of investment services and regulated under the law of any place outside Hong Kong; or a wholly-owned subsidiary of such holding company; or
- a holding company which holds all the issued share capital of (i) an authorised financial institution (*Note 8*), or (ii) a bank which is not an authorised financial institution but is regulated under the law of any place outside Hong Kong; or a wholly-owned subsidiary of such holding company.

CPI Assessments – applicable to Corporate Professional Investors

In relation to the products and markets in which we will invest, we certify that:

1. We have the appropriate corporate structure and investment process and controls;
2. The person(s) responsible for making investment decisions on behalf of us has(have) sufficient investment background (including the investment experience of such person(s)); and
3. We are aware of the risks involved which is considered in terms of the person(s) responsible for making investment decisions.

By signing and returning this declaration with all the required supporting documents, I/We acknowledge that the risks and consequences of being treated as a Professional Investor have been explained to me/us and we accept to be treated as Professional Investor. I/We agree to inform CTBC Asia Limited in the event that any information I/we have set out above ceases to be true and accurate.

Yours faithfully,
For and on behalf of

Authorised Signatory

Name:

Title:



Notes:

- The term “trust corporation” means (i) any trust company registered under Part VIII of the Trustee Ordinance (Chapter 29 of the Laws of Hong Kong); or (ii) any other corporation which (A) carries on a business which is of a nature similar to that of a trust company referred to in paragraph (i); and (B) is regulated under the law of any place outside Hong Kong.
- The “total assets” should be:
 - (i) as stated in the most recent audited financial statement prepared:
 - (A) in respect of the trust corporation; and
 - (B) within 16 months before the relevant date;
 - (ii) as ascertained by referring to one or more audited financial statements, each being the most recent audited financial statement, prepared:
 - (A) in respect of the trust or any of the trusts; and
 - (B) within 16 months before the relevant date; or
 - (iii) as ascertained by referring to one or more custodian statements issued to the trust corporation:
 - (A) in respect of the trust or any of the trusts; and
 - (B) within 12 months before the relevant date;

The term “custodian statements” means a statement of account issued by a custodian.

The term “relevant date” means the date hereof and the date on which any advertisement, invitation or document in relation to the offer of interests in the Fund is issued to you.

- The term “associate”, in relation to an individual, means the spouse or any child of the individual.
- The term “portfolio” means a portfolio comprising any of the following:
 - (i) securities;
 - (ii) a certificate of deposit issued by:
 - (A) an authorised financial institution (as defined in section 2(1) of the Banking Ordinance, Chapter 155 of the Laws of Hong Kong) in Hong Kong; or
 - (B) a bank which is not an authorised financial institution but is regulated under the law of any place outside Hong Kong; or
 - (iii) in relation to an individual, corporation or partnership, money held by a custodian for the individual, corporation or partnership.
- A portfolio of an individual should be:
 - (i) as stated in a certificate issued by an auditor or a certified public accountant of the individual within 12 months before the relevant date; or
 - (ii) as ascertained by referring to one or more custodian statements issued to the individual (either alone or with the associate) within 12 months before the relevant date.

Please see note 2 above for the definition of “relevant date”

- A portfolio of a corporation or partnership should be ascertained by referring to:
 - (i) the most recent audited financial statement prepared:
 - (A) in respect of the corporation or partnership (as the case may be); and
 - (B) within 16 months before the relevant date; or
 - (ii) one or more custodian statements issued to the corporation or partnership (as the case may be) within 12 months before the relevant date.
- The term “intermediary” means any licensed corporation or registered institution under the SFO.
- The term “authorised financial institution” means an authorised institution under section 2(1) of the Banking Ordinance, Chapter 155 of the Laws of Hong Kong
- The term “collective investment scheme” means:
 - (i) arrangements in respect of any property:
 - (A) under which the participating persons do not have day-to-day control over the management of the property, whether or not they have the right to be consulted or to give directions in respect of such management;
 - (B) under which:
 - (a) the property is managed as a whole by or on behalf of the person operating the arrangements;
 - (b) the contributions of the participating persons and the profits or income from which payments are made to them are pooled; or
 - (c) the property is managed as a whole by or on behalf of the person operating the arrangements, and the contributions of the participating persons and the profits or income from which payments are made to them are pooled; and
 - (C) the purpose or effect, or pretended purpose or effect, of which is to enable the participating persons, whether by acquiring any right, interest, title or benefit in the property or any part of the property or otherwise, to participate in or receive:
 - (a) profits, income or other returns represented to arise or to be likely to arise from the acquisition, holding,



- management or disposal of the property or any part of the property, or sums represented to be paid or to be likely to be paid out of any such profits, income or other returns; or
- (b) a payment or other returns arising from the acquisition, holding or disposal of, the exercise of any right in, the redemption of, or the expiry of, any right, interest, title or benefit in the property or any part of the property; or
- (ii) arrangements which are arrangements, or are of a class or description of arrangements, prescribed by notice under section 393 of this Ordinance as being regarded as collective investment schemes in accordance with the terms of the notice, but does not include:
- (1) arrangements operated by a person otherwise than by way of business;
 - (2) arrangements under which each of the participating persons is a corporation in the same group of companies as the person operating the arrangements;
 - (3) arrangements under which each of the participating persons is a bona fide employee or former employee of a corporation in the same group of companies as the person operating the arrangements, or a spouse, widow, widower, minor child (natural or adopted) or minor step-child of such employee or former employee;
 - (4) franchise arrangements under which the franchisor or franchisee earns profits or income by exploiting a right conferred by the arrangements to use a trade name or design or other intellectual property or the goodwill attached to it;
 - (5) arrangements under which money is taken by a solicitor from his client, or as a stakeholder, acting in his professional capacity in the ordinary course of his practice;
 - (6) arrangements made for the purposes of any fund or scheme maintained by the Commission, or by a recognized exchange company, recognized clearing house, recognized exchange controller or recognized investor compensation company, under any provision of this Ordinance for the purpose of providing compensation in the event of default by an exchange participant or a clearing participant;
 - (7) arrangements made by any credit union in accordance with the objects thereof;
 - (8) arrangements made for the purposes of any chit-fund permitted to operate under the Chit-Fund Businesses (Prohibition) Ordinance (Chapter 262 of the Laws of Hong Kong);
 - (9) arrangements made for the purposes of the Exchange Fund established by the Exchange Fund Ordinance (Chapter 66 of the Laws of Hong Kong);
 - (10) arrangements which are arrangements, or are of a class or description of arrangements, prescribed by notice under section 393 of this Ordinance as not being regarded as collective investment schemes in accordance with the terms of the notice.



Consequences of Being Treated as a Professional Investor

If you will be treated as a Professional Investor, we are not required to provide you with contract notes, statements of account or receipts pursuant to the Securities and Futures (Contract Notes, Statements of Account and Receipts) Rules.

In addition, we have set out below an explanation of the risks and consequences of being treated as a Professional Investor under the Code of Conduct for your information.

If you are treated as an Individual Professional Investor or if you are treated as a Corporate Professional Investor but does not fulfill the CPI Assessments, notwithstanding any declaration from you, we will observe relevant regulatory obligations in paragraphs (a), (b), (f), (g), (h) and (i) from which we cannot be exempted.

- (a) Client agreement – We are not required to enter into a written agreement with you in the form contemplated by the Code of Conduct relating to the services which are to be provided to you.
- (b) Risk Disclosures – We are not required to provide you with the risk disclosure statements required by the Code of Conduct in respect of the risks involved in any transactions we recommend to you or to bring those risks to your attention.
- (c) Information about the Firm – We are not required to provide you with information about our business or the identity and status of employees or others acting on our behalf with whom you may have contact.
- (d) Prompt Confirmation – We are not required by the Code of Conduct to confirm promptly the essential features of a transaction after effecting a transaction for you.
- (e) Nasdaq – Amex Pilot Program – if you wish to deal through the Stock Exchange of Hong Kong in securities admitted to trading on the Exchange under the Nasdaq – Amex Pilot Program, we are not required to provide you with documentation about the program.
- (f) Information about Clients – We are not required to establish your financial situation, investment experience or investment objectives.
- (g) Disclosure of transaction related information – We are not required to disclose the transaction related information (e.g. monetary or non-monetary benefits) we receive for distributing investment products.
- (h) Suitability – We are not required to ensure that a recommendation is suitable for you in light of your financial situation, investment experience or investment objectives.
- (i) Discretionary Accounts – We are not required, in connection with any discretionary account, to follow certain provisions set out in the Code of Conduct in relation to the procedures to be followed to obtain from you authority in writing prior to effecting transactions for your account and are not required to explain such authority or reconfirm it on an annual basis.



DECLARATION

A. Ultimate Beneficial Owner

Are you the ultimate beneficial owner of the Account?

Yes <input type="checkbox"/>	No <input type="checkbox"/>	Name of Owner	
		ID/Passport No	
		Address	

B. Related Client/Account

Are you a member of the same immediate family/same group of companies.
who/which is another margin client of CTBC Asia Limited?

No <input type="checkbox"/>	Yes <input type="checkbox"/>	Account Name	
		Account No	

C. Politically Exposed Person (PEP)

Are you a PEP (as defined below)?

No <input type="checkbox"/>	Yes <input type="checkbox"/>	If Yes, Please specify :
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“PEP” means individuals being, or who have been, entrusted with prominent public functions, such as heads of state or of government, senior politicians, senior government, judicial or military officials, senior executives of public organizations and senior political party officials.

D. Relationship with listed companies

Are you or your substantial shareholder or his spouse/dependent children
a shareholder or director of any listed company in any jurisdiction?

No <input type="checkbox"/>	Yes <input type="checkbox"/>	Shareholder/ Director Name(s)	
		Listed Company Name(s)	
		Shareholding(s)/ Directorship(s)	

E. Relationship with our group

1. Do you or your directors/shareholders have any relationship with any employee/agent of our Group?

No <input type="checkbox"/>	Yes <input type="checkbox"/>	Employee/ Agent's Name	
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2. Does any Group Staff* hold any beneficial interest in the Client's Account (Related Account**)?

No <input type="checkbox"/>	Yes <input type="checkbox"/>	Account Name	
		Account No.	

* “Group Staff” means staff of the Group who are licensed traders in Taiwan or Hong Kong.

** “Related Accounts” includes the Accounts of the minor children or in which beneficial interest is owned by a Group staff.



F. Relationship with Regulators

Is any of your directors/shareholders an employee or agent of an exchange participant of an Exchange or a securities/futures dealer or investment advisor registered with SFC/SEC?

No <input type="checkbox"/>	Yes <input type="checkbox"/>	Name of the related exchange/ registered person	
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G. CCASS Investor Account (For Hong Kong Customer Only)

Does the Client have an Investor CCASS Account or is it a CCASS participant?

No <input type="checkbox"/>	Yes <input type="checkbox"/>	Account No	
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Concurred By*	Reviewed By	Approved By
<p>_____</p> <p>Head of Sales Name: Date:</p>	<p>_____</p> <p>Compliance Officer Name: Date:</p>	<p>_____</p> <p>Authorized Signature Name: Date:</p>