



中國信託綜合證券(香港)有限公司

CTBC Asia Limited

香港中環金融街 8 號國際金融中心二期 28 樓

28/F., Two International Finance Centre,

8 Finance Street, Central, Hong Kong.

電話 Tel : (852)2916 1772

傳真 Fax : (852)3101 0278

致：中國信託綜合證券(香港)有限公司

To : CTBC Asia Limited

債券認購同意書
Bond Subscription Agreement

客戶名稱

Account Name : _____

客戶號碼

Account Number : _____

本人 / 吾等同意按以下條款及條件認購以下債券，並授權貴司於上述帳戶扣除所需款項：

I/We hereby agree to subscribe the following bond as per the terms and conditions set out below and hereby authorize the Company to debit the necessary amount from the above Account:

Rationale - I / We fully understanding the risk of this bond product and the rationale for proceeding is the desire to achieve yield enhancement by taking additional credit risk.

有關以下投資產品之交易基本理據:-

本人 / 吾等明白，現認購以下債券是含“利息產品”合乎本人之意願享有利息回報，及可承受該債券期內之違約風險。

債券名稱(該產品) :

Name of Bond(s)(the "Product") :

ISIN 碼 ISIN Code :

貨幣 Currency :

數量 Quantity :

面額 Face Value :

除息價格 Clean Price :

應計利息 Accrued Interest :

交割總金額 Settlement Amount :

發行人 Issuer :

信用評級 Credit Rating :

擔保類型 Collateral Type :

到期日 Maturity Date :

票息 Coupon :

付息日 Payment Date(s) :

價差 Spread :

認購額的 0.5 百分比率，作為附加收取的行政及手續費。本公司於認購交易中為"主事人身份"特此知會。

0.5 percent of Principal amount for administrative & handling charge. Please note that our company is "The principal" in the subscription transaction.



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請詳閱銷售說明書_____頁。

Please refer to the prospectus on page

付息限制 Distributions Limitations on : _____.

Affiliation with product issuer (Yes or No):

(1) Yes: holding company/ subsidiary company/ affiliate company (Please delete where appropriate)

(2) No

持牌人或註冊人與產品發行人的聯繫(是/否):

(1) 是: 控股公司/附屬公司/聯營公司(請刪除不適用者)

(2) 否

We are **NOT** an independent intermediary because:

1. we receive fees, commissions, or other monetary benefits from other parties (which may include product issuers) in relation to our distribution of investment products to you. For details, you should refer to our disclosure on monetary benefits which we are required to deliver to you prior to or at the point of entering into any transaction in investment products;

2. we receive non-monetary benefits from other parties, or have close links or other legal or economic relationships with issuers of products that we may distribute to you.”

我們**並非**獨立的中介人，理由如下：

1. 我們有收取由其他人士(可能包括產品發行人)就我們向閣下分銷投資產品而提供的費用、佣金或其他金錢收益。詳情請參閱我們按規定在訂立任何投資產品交易前或在訂立任何投資產品交易時須向閣下提供的金錢收益披露；及/或

2. 我們有收取由其他人士提供的非金錢收益，或與我們可能向閣下分銷的產品的發行人有緊密聯繫或其他法律或經濟關係。

We are an independent intermediary because:

1. we do not receive fees, commissions, or any other monetary benefits, provided by any party in relation to our distribution of any investment product to you; and

2. we do not have any close links or other legal or economic relationships with product issuers, or receive any non-monetary benefits from any party, which are likely to impair our independence to favour any particular investment product, any class of investment products or any product issuer.

我們是獨立的中介人，理由如下：

1. 我們沒有收取由其他人士就我們向閣下分銷任何投資產品而提供的費用、佣金或任何其他金錢收益；及

2. 我們與產品發行人沒有任何緊密聯繫或其他法律或經濟關係，或沒有從任何人士取得任何非金錢收益，而這些聯繫、關係或收益可能損害我們的獨立性，使我們偏向任何特定投資產品、任何投資產品類別或任何產品發行人。”



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客戶聲明 (Customer Declarations)

1. 本人 / 吾等聲明及確認，貴司已向本人 / 吾等建議，對於該產品的資料、法律上的含義及其他事宜應作出獨立的判斷或向專業顧問尋求意見。貴司將不會就任何其董事或僱員所提供之資料或推薦負任何責任，無論該等推薦是否就本人 / 吾等之要求而作出。

I/We hereby declare and confirm that I/we have been advised by the Company to make my/our own independent judgment or obtain advice from my/our own professional advisers with respect to the information, legal implications and any other matters in relation to the Product(s). The Company shall not be liable whatsoever in respect of any information or recommendation rendered by any of its directors or employees, irrespective of whether or not such recommendation was given at my/our request.

2. 本人 / 吾等確認並同意貴司可從集體投資計劃分銷代表或發行人，就貴司提供予本人 / 吾等之資料，收取出售或配售佣金(不管如何定名)。貴司有權為其利益保留該佣金且沒有義務就該佣金的全部或任何部份向本人 / 吾等作出解釋。

I/We acknowledge and agree that the Company may receive a selling or placing commission (howsoever designated) from distributors representatives or issuers of any collective investment scheme(s) in respect of the information provided and that the Company shall be entitled to retain such commission for its own benefit and shall have no obligation to account to me/us for all or any part of such commission.

3. 本人 / 吾等確認及明白，就貴司提供之價格 / 市場價格僅為參考價，並不等於該產品於實際可交易時之價格 / 價值。債券最終認購的價值及數量，有待最終日後發行商確認之交收認購價為準。

I/ We acknowledge and understand that the Company has provided the above prices/ market values for reference only and they do not necessarily equal to the actual prices / value of the Product(s). The final subscription price and quantity of the bond should be subsequently confirmed by the issuer at settlement.

4. 本人 / 吾等確認已閱讀及明白(i)附註於貴司的現金 / 保管客戶協議書中的風險披露聲明書及(ii)下列風險披露聲明中的內容。

I/We hereby confirm that I/We have read and understand the contents of (i) the risk disclosure statement stated in the cash/custodian client's agreement; and (ii) the risk disclosure statements mentioned below.



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風險披露聲明書(Risk Disclosure Statements)

投資的合適度 : 投資於該產品可造成重大損失的風險。該產品的投資人於下達買賣指示前應先研習及明白該產品的詳情，並根據自身的財務情況及投資目標小心考慮該產品是否適合。若投資人給予貴司不可撤回的指示，他 / 她是在沒有依賴貴司的建議及推薦情況下作出指示及自行承擔有關風險。

Investment
Suitability

The risk of loss in investing in the Product(s) can be substantial. An investor (the “Investor”) of the Product(s) should therefore firstly, study and understand the details of the Product(s) before he/she places an order and secondly, carefully consider whether the Product(s) is/are suitable in light of his/her financial position and investment objectives. If the Investor gives irrevocable instructions to the Company, he/she will do so at his/her own risk without relying on the Company’s advice and recommendation.

市場風險
Market Risk

該產品的投資人應對含有衍生工具成份的產品具有經驗或應採取方法熟悉該產品。不同的因素可對該產品的市場價格造成影響，包括但不限於有關收益曲線的程度及形狀、基礎市場的波幅程度及隱含的未來方向等。任何此等因素的改變，到期日的剩餘時間及貴司的信用質素皆會影響該產品於第二市場的價格。

Investors in the Product(s) should have prior experience of products featuring embedded derivatives, or should take steps to familiarize themselves with these Products. Various factors may influence the market value of these Products, including, but not limited to, the level and shape of the relevant yield curve(s), levels of volatility in the underlying markets and the implied future direction of these. Changes to any of these factors, remaining life to maturity and the credit quality of the Company will affect secondary market prices for the Product(s).

信用風險
Credit Risk

該產品的投資人將承受發行商的信用風險，發行商的穆迪及標準普爾信用評級(如適用)已於銷售文件中列出。上述風險評級反映有關評級機構對本金額及利息償付的安全性作出獨立意見。該等評級並非信用質素的保證。該等評級沒有考慮任何該產品與市場價格波幅有關的風險或除償付本金額及利息水平決定貴司信用質素的其他因素。

Investors of the Product are exposed to the credit risk of the issuer, whose Moody’s and Standard & Poor’s ratings (if applicable) are set out in the prospectus therewith. The aforesaid ratings reflect the independent opinion of the relevant rating agencies as to the safety of payments of principal and interest. These ratings are not a guarantee of credit quality. These ratings do not take into consideration any risks associated with fluctuations in the market value of the



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Product(s), or where factors other than the Company's credit quality determine the level of principal and interest payments.

幣值風險

Currency Risk

若該產品的幣值需要轉換成另一種幣值，投資於該產品的獲利或損失將會受有關幣值的匯率波幅所影響。任何該產品幣值的下跌將會減少投資人於匯率轉換時所得的數額。

The profit or loss of investing in the Product(s) will be affected by fluctuations in the relevant currency exchange rates where there is a need to convert from the currency denomination of the Product(s) to another currency denomination. Any fall in the currency denomination of the Product(s) will reduce the amount that the Investor may receive when a conversion is made.

潛在利益衝突

Potential

Conflict of

Interest

貴司或任何其聯繫機構可於任何時間與包含該產品的證券或擁有的基礎證券及轄下管理的證券進行交易。該等交易可對基礎股票及該產品的價格造成影響。

The Company or any of its affiliates may from time to time engage in transaction involving the security or securities underlying the Product(s) for their proprietary accounts and for other accounts under their management. Such trading may influence the value of the underlying stock or stocks and therefore the value of the Product(s).

利率風險

Interest Rate

Risk

於該產品的有效期間，該產品的按市價計值可能會隨有關利率的改變而減少。

The mark to market value of the Product(s) may decrease with changes in relevant interest rates during the life of the Product(s).

稅務風險

Tax Risk

貴司不會提供任何稅務建議，故任何因投資該產品所造成的稅務責任完全由投資人承擔。投資人知悉各管轄範圍有不同的稅務處理方式，投資人於認購該產品前可尋求獨立稅務建議。

The Company does not provide tax advice and therefore responsibility for any tax implications of investing in the Product(s) rests entirely with the Investors. Investors should note that the tax treatment differs from jurisdiction to jurisdiction. The Investors may take independent tax advice before committing to the purchase of the Product(s).

綜合風險

Compounding

of Risks

鑑於金融市場的相互連結性質，投資該產品涉及風險，投資前應先評估潛在未來市場改變的方向、時間及強度(例如參考股票，指數，商品，利率的價格等)及該產品的條件及條款。於同一時間可能有多於一項風險因素影響該產品，而該項風險因素的影響可能不能預測。另外，多於一項的風險因素可能



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有綜合性的影響，亦可能不能預測。任何組成的風險因素可能對該產品價格的影響皆不能作出保證。

Due to the inter-linked nature of financial markets, an investment in the Product(s) involves risks and should only be made after assessing the direction, timing and magnitude of potential future market changes (e.g. in the value of the reference securities, indices, commodities, interest rates etc.), as well as the terms and conditions of the Product(s). More than one risk factor may have simultaneous effects with regard to the Product(s) such that the effect of a particular risk factor may not be predictable. In addition, more than one risk factor may have a compounding effect, which may not be predictable. No assurance can be given as to the effect that any combination of risk factors may have on the value of the Product(s).

零息率
Zero Coupon
Rate

若於銷售文件中訂明的條件不能符合，該產品的票息可低至零息。因此，可能獲取零息。

The coupon of the Product can be as low as zero, if condition(s) specified in the prospectus is/are not fulfilled. Thus, you may receive Zero Coupon.

只供法團專業投資者填寫

公司類別

Corporate type

- 客戶是一家設有專屬投資職能的大型公司

Customer is a substantial company with a dedicated investment function

- 客戶是由有關擁有人或獲授權代表作出投資決定的小型私人公司

Customer is a small private company where the investment decision rests with the owner or authorized representative

- 其他與客戶直接有關之相關資料：_____

Other relevant information directly related to the Customer: _____



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投資程序及管理架構

Investment process and management structure

- 只有董事或獲授權代表能作出投資決定(包括進行衍生產品交易)

Investment decision which includes dealing with derivative products is made by the directors or authorized representative only

- 客戶已作出妥善安排由特設職能或專責人員來負責作出投資決定

Customer is properly organized to have a specialized function or designated person responsible for making investment decision which includes dealing with derivative products

- 其他與客戶直接有關之相關資料：_____

Other relevant information directly related to the Customer: _____

確認收訖(Acknowledgement of Receipt)

本人 / 吾等確認已收訖、參閱及明白有關該產品的銷售說明書(Prospectus)。本人同意貴司就該產品於交易中或該產品發行商因信用風險所導致的任何形式損失、延誤或損害毋須負上任何責任。

I/We acknowledge that I/we have received, read and understood the prospectus of the Product(s). I agree that the Company shall not be responsible or liable for any loss, delay or damage of any sort incurred as the result of the dealing of the Product(s) or as a result of the credit risks of the Product issuer.

客戶簽署

日期

Client's Signature: _____ Date: _____

(公司客戶請蓋上公司印章及授權代表簽署)

Corporate client please affix its company chop and sign by the authorized person(s)]