

**SAMPLE for new substantial shareholder applicants**



**SECURITIES AND FUTURES COMMISSION**

**Form 4**

**Miscellaneous Applications**

**Important:** You should only complete and submit sections 1, 15 and 16, and other sections relevant to your application to the Commission.

Name of applicant

*Happy Holdings Limited*

CE number

*N/A*

Name of contact person regarding any queries on this form

*May LEE*

Name of designated person and telephone number

Telephone number of the contact person

*2345-xxxx*

**Warning:**

You must fill in this form accurately and truthfully. Section 383(1) of the Securities and Futures Ordinance (“the Ordinance”) states:

“A person commits an offence if –

- (a) *he, in support of any application made to the Commission under or pursuant to any provision of this Ordinance, whether for himself or for another person, makes a representation, whether in writing, orally or otherwise, that is false or misleading in a material particular; and*
- (b) *he knows that, or is reckless as to whether, the representation is false or misleading in a material particular.”*

The punishment for this offence is a fine of up to \$1 million and imprisonment for up to 2 years.

**Section 1: Types of miscellaneous application**

1.1 Please tick "✓" the type(s) of application you want to make.

You may "✓" more than one section.

	Types of application	Section number
<input type="checkbox"/>	Addition of regulated activity.	2
<input type="checkbox"/>	Reduction of regulated activity (except for the last activities <sup>1</sup> ).	3
<input type="checkbox"/>	Approval as a responsible officer. <i>(Applicable to licensed representatives only.)</i>	4
<input type="checkbox"/>	Transfer of accreditation. <i>(Applicable to licensed representatives only.)</i>	5
<input type="checkbox"/>	Addition of accreditation. <i>(Applicable to licensed representatives only.)</i>	6
<input type="checkbox"/>	Change of licensing/registration condition.	7
<input type="checkbox"/>	Issuance of duplicate licence/certificate of registration.	8
<input type="checkbox"/>	Premises to be used for record keeping purpose. <i>(Applicable to licensed corporations only.)</i>	9
<input type="checkbox"/>	Change of financial year end. <i>(Applicable to licensed corporations only.)</i>	10
<input type="checkbox"/>	Adoption of period exceeding 12 months as financial year. <i>(Applicable to licensed corporations only.)</i>	11
<input type="checkbox"/>	Extension of deadline for submission of audited accounts. <i>(Applicable to licensed corporations only.)</i>	12
<input checked="" type="checkbox"/>	Approval as a substantial shareholder. <i>(Applicable to licensed corporations only.)</i>	13
<input type="checkbox"/>	Other applications pertaining to licensing and registration matters under Part V of the Ordinance.	14

<sup>1</sup> If you intend to cease business, you should notify the Commission about your cessation of business using Form 5 (Notification - Licensed Corporation, Registered Institution, Licensed Representative and Substantial Shareholder).

**Section 13: Approval as a substantial shareholder** (For completion by the substantial shareholder)

“**Substantial shareholder**” has the same meaning as in Part 1 of Schedule 1 to the Ordinance.

**13.1** Please submit as an attachment a group chart depicting the proposed change in shareholding structure, including the respective number of shares and percentage of shareholdings.

Please highlight the relevant licensed corporation(s) in the group chart.

**13.2** Please provide the following information.

<b>Name of new substantial shareholder:</b> <u>Happy Holdings Limited</u>		
Is the above-named person a licensed representative/licensed corporation/registered institution, approved substantial shareholder of a licensed corporation or substantial shareholder of a registered institution?	<input type="checkbox"/> Yes, CE No. _____	<input checked="" type="checkbox"/> No*
Number and class of shares to be subscribed/acquired	<i>15,000,000 ordinary shares</i>	
Value of shares to be subscribed/acquired	<i>HK\$20,000,000</i>	
Intended subscription/acquisition date	<i>1/12/2003</i>	
Sources to finance the subscription/acquisition	<i>Internal working capital</i>	

<b>Name of new substantial shareholder:</b> _____		
Is the above-named person a licensed representative/licensed corporation/registered institution, approved substantial shareholder of a licensed corporation or substantial shareholder of a registered institution?	<input type="checkbox"/> Yes, CE No. _____	<input type="checkbox"/> No*
Number and class of shares to be subscribed/acquired		
Value of shares to be subscribed/acquired		
Intended subscription/acquisition date		
Sources to finance the subscription/acquisition		

\* If you tick NO to any of the above:

- If you are a **corporate substantial shareholder**, please complete *Supplement 2 – Information on Corporate Substantial Shareholder*.
- If you are an **individual substantial shareholder**, please complete *Supplement 3 – Statement of Personal Information*.

If you have no other applications, please go to Section 15.

**Section 15: Checking your application**

Before signing, please check that you have provided everything that we need to process your application.

- Answered every relevant question.
- Provided all relevant supplements and attachments.
- Enclosed relevant application fees.

**Section 16: Applicant's declaration**

If you are a licensed corporation, a registered institution, or a corporation applying to be or continue to be a substantial shareholder of a licensed corporation, please complete Part A only.

If you are an individual applying to be or continue to be a substantial shareholder of a licensed corporation, please complete Part B only.

If you are a licensed representative, please complete Part B and request your primary principal to complete Part C.

**Part A**

***Corporate applicant's declaration***

Insert relevant section number and the number of supplements here

**We:** *Happy Holdings Limited*

Name of corporation lodging the application

- **Have completed** section xx of this application form and attached a total of x supplements and attachments to this application form.
- **Declare** that all the information provided in this application (including all supplements and attachments) is complete, true and correct.
- **Understand** that providing false or misleading information in support of an application is an offence under section 383 of the Ordinance.
- **Understand** that the Commission may take disciplinary action against a person who has made a false or misleading representation in support of an application.
- **Understand** that if any information in this application changes before this application is approved, we must notify the Commission in writing immediately of the changes.

***(To be signed by a director, responsible officer, executive officer, or chief executive (in the case of an authorized institution).)***

*WONG Chung Keung*

*WONG Chung Keung*

*02/10/2003*

Name of director/~~responsible~~  
officer/~~executive officer~~/~~chief executive~~\*

Signature

Date

\* Delete where not applicable