

**Application Form  
for Real Estate Investment Trusts**

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**Application for Authorisation  
under Part IV of the Securities and Futures Ordinance**

**The issuer/applicant should note that any representation in, or referred to in, this application, and any representation made from time to time in support of this application which is false or misleading in a material particular, the provision of any information to the Commission which is false or misleading in a material particular and the provision of any record or document which is false or misleading in a material particular constitute an offence under either section 383(1), 384(1) and/or 384(3) of the Securities and Futures Ordinance.**

To: Policy, China and Investment Products Division  
Securities and Futures Commission  
Attention: [*name of officer (if applicable)*]

Dear Sirs,

Re: \_\_\_\_\_ [*state the subject of the application*]

\*(Please tick if applicable)

1. We \_\_\_\_\_ (acting on the instructions of \_\_\_\_\_ [*state the name of applicant*] (*please delete if the applicant is making the application directly*)) hereby apply to the Commission for the authorisation of the following:-

- \* authorisation in respect of the real estate investment trust referred to in paragraph 2 below (the "Scheme") pursuant to section 104 of the Securities and Futures Ordinance ("SFO").
- authorisation for the issue of the offering document of the Scheme pursuant to section 105 of the SFO.
- approval of the appointment of approved person referred to in paragraph 4 below pursuant to \* section 104(3) /  section 105(3) of the SFO.

2. Basic description of our application is set out below:-

Information on the Scheme

1	Name of the Scheme	
2	Date / Proposed date of creation of Scheme	

3	Indicative IPO period in Hong Kong / Indicative timetable for trading in units in Hong Kong	
4	Listing on any stock exchange other than HKEx?	Y/N ( <i>state name of stock exchanges</i> )
5	Type(s) of property held (e.g. retail / office / industrial / residential)	
6	Financial year end date of the Scheme	<i>For new schemes, the first annual report date. (Please also complete Appendix A)</i>
7	List of documents in relation to the Scheme which will be made available for inspection by holders	<i>(Please refer to Appendix B for examples of documents. The list is not meant to be exhaustive.)</i>
8	Place where books and records of the Scheme are kept	
9	Any significant investors?	<i>Y/N (If yes, please include their names and their relationship with the key operating parties to the Scheme such as management company and trustee)</i>
10	Name, registered/business address, name of ultimate holding company of the following parties: - management company - delegates of management company - trustee - property valuer - listing agent(s)	

11	For the management company, trustee, listing agent:- - Person(s) for contact with SFC and his/her contact details	<i>Specify person(s) for contact in relation to:</i> - <i>compliance matters</i> - <i>administrative matters (eg. SFC fee collection)</i>
12	For newly established management company in Hong Kong, has an application been filed with the Licensing Department of the SFC?	Y/N
13	Place where the management activities of the Scheme are being carried out and by which party	

3. We confirm that:-

\* we have not made any previous application in respect of the Scheme or its offering document to the Commission; → go to paragraph 4

an application in respect of the Scheme or its offering document has been refused by the Commission in the last 5 years. Details are as follows:-

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an authorization or approval in respect of the Scheme and/or its offering document was previously granted by the Commission, and such authorization or approval has been rejected, revoked, terminated or withdrawn otherwise than upon our own request (where applicable, prior to the stipulated validity period of such authorization or approval) in the last 5 years. Details are as follows:

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4. \* Our primary contact in relation to this application is \_\_\_\_\_ , whose details are as follows:-

Employer: \_\_\_\_\_

Position: \_\_\_\_\_

Telephone number: \_\_\_\_\_

Email: \_\_\_\_\_

Address: \_\_\_\_\_

We nominate the following individual to act as the “approved person” for the purpose of \* section 104(2) /  section 105(2) of the SFO:-

Name: \_\_\_\_\_

Employer: \_\_\_\_\_

Position: \_\_\_\_\_

Telephone number: \_\_\_\_\_

Email: \_\_\_\_\_

Address: \_\_\_\_\_

CE Number: \_\_\_\_\_

We have instructed \_\_\_\_\_ [*Please state name of law firm*] to act on our behalf in relation to this application. The contact details of the lawyer(s) handling the matter are as follows:-

Name of lawyer-in-charge: \_\_\_\_\_

Position: \_\_\_\_\_

Telephone number: \_\_\_\_\_

Email: \_\_\_\_\_

Address: \_\_\_\_\_

5. A cheque numbered \_\_\_\_\_ [*Cheque number*] drawn on \_\_\_\_\_  
\_\_\_\_\_ [*Bank*] for HK\$\_\_\_\_\_ is enclosed being  
payment of the application fee, as prescribed under the Securities and Futures (Fees)  
Rules.

*[Please elaborate below if there is any submission regarding the fees chargeable under  
the Securities and Futures (Fees) Rules]*

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6. The applicant acknowledges that unless otherwise agreed by the Commission -
- (a) this application will lapse if no authorization is granted within 6 months from the date this application is taken up by the Commission;
  - (b) no fees paid to the Commission in respect of this application shall be repayable if this application is for any reason withdrawn, cancelled or rejected by the Commission or if it lapses under paragraph (a); and
  - (c) if a new application is made for the product after an application is for any reason withdrawn, cancelled or rejected by the Commission or if it lapses under paragraph (a), further application fee will be payable in accordance with the provisions of the Securities and Futures (Fees) Rules.

Yours faithfully,

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Name:  
Position:  
Duly authorised  
For and on behalf of  
[*Applicant's name*<sup>1</sup>]

Date: \_\_\_\_\_

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<sup>1</sup> The applicant should be the management company of the Scheme .

**Brief financials of the Scheme upon completion of the intended offering**

<b>1</b>	Any minimum fund size requirement?	<i>Y/N. If yes, how much?</i>
<b>2</b>	The respective amount to be raised from debt and equity financing	
<b>3</b>	Distribution yield per unit	
<b>4</b>	Price range of the offering	
<b>5</b>	Number of units and amount (a) intended for public offering; (b) intended for placing, e.g. to strategic investors (c) already in issue and/or to be issued other than via 5(a) and 5(b) e.g. consideration units	
<b>6</b>	Estimated market capitalisation (6) = (4) x [5(a) + 5(b)]	
<b>7</b>	Total gross asset value	
<b>8</b>	Total borrowings	
<b>9</b>	Gearing ratio (show formula)	
<b>10</b>	Total net asset value per unit	
<b>11</b>	Net tangible asset value per unit	

**List of documents to be made available for inspection:**

- 1) A certified true copy of the trust deed
- 2) A certified true copy of the management agreement
- 3) A certified true copy of the agreement(s) on delegation arrangement (if any)
- 4) Valuation report of the real estate of the scheme
- 5) Latest audited financial report of the scheme (if any), together with the latest audited interim report (if more recent)
- 6) Accountants' report on the special purpose vehicles held by the scheme (if any)
- 7) A certified true copy of the trustee's appointment letter of the directors of the special purpose vehicles (if any)
- 8) Profit forecast (if any) of the scheme, together with the auditors' report on the accounting policies and calculations of such forecast
- 9) A certified true copy of the sales and purchase agreement in respect of the real estate acquired by the scheme
- 10) A certified true copy of the signed expert consent letter regarding the issue of a statement purporting to be made by such expert in the offering document
- 11) Certified true copies of material agreements entered into by the scheme not in its ordinary course of business

***Applicant should note that the above list is not meant to be exhaustive. The SFC may require additional schemes documents to be made available for inspection.***